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FILED SARPY COUNTY NEBRASKA
INSTRUMENT NUMBER

2014-04141

02/28/2014 3:34:04 PM

Floyd J. Dowling

REGISTER OF DEEDS



THE ABOVE SPACE IS RESERVED FOR THE REGISTER OF DEEDS RECORDING INFORMATION

After recording, return to:
John M. Proski
Croker, Huck, Kasher, DeWitt
Anderson & Gonderinger, L.L.C.
2120 South 72nd Street, Suite 1200
Omaha, NE 68124

**THIS PAGE INCLUDED
FOR INDEXING**

MEMORANDUM OF OPTION

THIS MEMORANDUM OF OPTION is entered into as of the 20 day of December, 2013, by MCCUNE DEVELOPMENT, L.L.C., a Nebraska limited liability company (the "Optionor"), in favor of OAKWOOD HOMES OF NEBRASKA LLC, a Delaware limited liability company (the "Optionee").

WITNESSETH:

WHEREAS, Optionor and Optionee entered into an Option Agreement dated as of December 20, 2013 (the "Option Agreement") pursuant to which Optionor has granted to Optionee the option to purchase certain real estate situated in Sarpy County, Nebraska, more particularly described as set forth on Exhibit "A" (the "Property"), upon the terms and conditions contained in the Option Agreement; and,

WHEREAS, Optionor and Optionee wish to place notice of the Option Agreement on record.

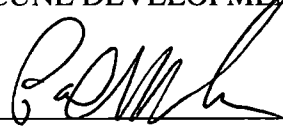
NOW, THEREFORE, Optionor hereby executes this Memorandum of Option for the purpose of evidencing Optionee's interest in the Property granted by the Option Agreement, including the right of Optionee to purchase the Property upon the terms and conditions contained in the Option Agreement. The Option Agreement, by its terms, will have expired on or before July 1, 2018, unless it is extended in writing.

This Memorandum of Option is made and executed and is to be recorded in the office of the Register of Deeds of Sarpy County, Nebraska, for the purpose of giving notice of the Option Agreement and the rights of the parties thereunder.

This Memorandum of Option is subject in each and every respect to the terms, covenants and conditions contained in the Option Agreement and is executed by Optionor with the understanding and agreement that nothing contained herein shall in any manner alter, modify or vary the terms, covenants or conditions of the Option Agreement.

IN WITNESS WHEREOF, Optionor has executed this Memorandum as of the month, day and year first above written.

MCCUNE DEVELOPMENT, L.L.C.

By: 
Paul S. McCune, Managing Member

STATE OF NEBRASKA)
) ss:
COUNTY OF Douglas)

On this 20 day of December, 2013, before me, a notary public in and for said county and state, personally came Paul S. McCune, Managing Member of McCune Development, L.L.C., a Nebraska limited liability company, known to me to be the identical person who signed the foregoing instrument and acknowledged the execution thereof to be his voluntary act and deed.


Notary Public

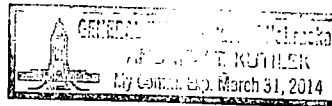


Exhibit "A"**LEGAL DESCRIPTION**

Taxlot 9 in the Northeast Quarter of Section 1, Township 13 North, Range 10 East of the 6th P.M., Sarpy County, Nebraska, EXCEPT the East fifty foot (50') now taken for right of way, the remaining tract described by metes and bounds as follows:

Commencing at the survey spike at the southeast corner of the said Northeast Quarter of Section 1;

Thence South 87°20'31" West (bearings referenced to the Nebraska State Plane System NAD83 with the 95 adjustment) for 50.00 feet along the south line of the Southeast Quarter of the Northeast Quarter of Section 1 to the west right of way line of 204th Street and the TRUE POINT OF BEGINNING;

Thence South 87°20'31" West for 1269.05 feet along the south line of the Southeast Quarter of the Northeast Quarter of Section 1 to a 3/4" open top pipe at the southwest corner thereof;

Thence South 87°20'41" West for 1318.94 feet to a 1" open top pipe at the southwest corner of the Southwest Quarter of the Northeast Quarter of Section 1;

Thence North 02°30'56" West for 1320.04 feet to a 3/4" open top pipe at the southwest corner of the Northwest Quarter of the Northeast Quarter of Section 1;

Thence North 02°33'27" West for 391.00 feet along the west line of the North Half of the Northeast Quarter of Section 1;

Thence South 62°20'45" East for 477.24 feet;

Thence South 76°00'10" East for 59.15 feet;

Thence North 88°31'21" East for 289.24 feet;

Thence North 82°11'14" East for 264.42 feet;

Thence North 67°16'41" East for 466.01 feet;

Thence North 60°48'30" East for 199.43 feet;

Thence North 84°49'40" East for 954.51 feet to the west right of way line of 204th Street;

Thence South 02°25'59" East for 1761.93 feet along said west right of way line parallel with and fifty foot west of the east line of the Northeast Quarter of Section 1 to the Point of Beginning.

Contains 95.890 acres.

NOTE: The ends of all courses in the above description are monument with a 5/8" rebar with 1 1/4" yellow cap stamped LS 379 unless otherwise noted.