

C. D. No. 38994-18

LAND SOLD DEED AUDIT NO. _____

AGREEMENT and QUITCLAIM

between

NEW YORK LIFE INSURANCE COMPANY
CONTINENTAL CAN COMPANY, INC.

and

UNION PACIFIC RAILROAD COMPANY
BANKERS TRUST COMPANY, TRUSTEE
THE CHASE MANHATTAN BANK, TRUSTEE

Dated November 17, 1960.

Covering establishment of boundary line
between lands of parties hereto
and mutual quitclaim of
lands on each side
of boundary so
established
in
Douglas County, Nebraska.

10/12/60

QUINTUPLICATE ORIGINAL
UP Copy

THIS AGREEMENT, made this 17th day of November, 1960, by and between NEW YORK LIFE INSURANCE COMPANY, a New York corporation having its principal office at No. 51 Madison Avenue, New York, N. Y. (hereinafter called "Nylic"), CONTINENTAL CAN COMPANY, INC., a New York corporation having its principal office at No. 100 East 42nd Street, New York, N. Y. (hereinafter called "Continental") and UNION PACIFIC RAILROAD COMPANY, a Utah corporation having an office at No. 1416 Dodge Street, Omaha, Nebraska (hereinafter called the "Railroad"), BANKERS TRUST COMPANY, a New York corporation, as Trustee under a certain mortgage deed, made by the Railroad to The Mercantile Trust Company, dated July 1, 1897 and recorded in the Office of the Register of Deeds of Douglas County, Nebraska, in Book 259 of Mortgages at page 362 (hereinafter called "Bankers", being the successor by merger to said The Mercantile Trust Company), and THE CHASE MANHATTAN BANK, a New York corporation, as Trustee under a certain mortgage deed made by the Railroad to The Chase National Bank of the City of New York, dated June 1, 1940 and recorded in said Office in Book 822 of Mortgages at page 499 (hereinafter called "Chase", being the successor by merger to said The Chase National Bank of the City of New York),

W I T N E S S E T H :

WHEREAS the Railroad is the fee owner of certain premises (hereinafter called "Parcel A"), situate on the southerly side of F Street, in the Northwest 1/4 of the Northwest 1/4 of Section 1, Township 14 North, Range 12 East of the 6th principal Meridian, Douglas County, Nebraska, conveyed to the Railroad by deed from Nylic and Continental dated November 22, 1957 and recorded in the Office of the Register of Deeds of Douglas County in Book 1030 of Deeds at page 359; and

WHEREAS Nylic is the fee owner, and Continental is the tenant (under a certain Lease from Nylic dated July 27, 1954, a Memorandum whereof was recorded in said Office on July 29, 1954 in Book 290 of Misc. at page 131) of certain premises (hereinafter called "Parcel B"), which premises adjoin Parcel A and are the premises conveyed to Nylic by deed from Peter Kiewit Sons' Co. and Bechtel Corporation dated July 13, 1954 and recorded in said Office on July 27, 1954 in Book 949 of Deeds at page 705, except Parcel A; and

WHEREAS the parties hereto desire that the boundary line between their respective premises be re-fixed and re-defined.

NOW, THEREFORE, in consideration of the premises, the parties hereto, for themselves and their successors and assigns, do hereby covenant and agree that the boundary line between the premises aforesaid be and the same hereby is established as follows:

BEGINNING at a point in the southerly line of F Street (66 feet wide) distant North 89 degrees 59 minutes East therealong 1168.13 feet from its intersection with the easterly line of 72nd Street (66 feet wide), said point of intersection being also the point of intersection of (a) a line parallel with, and distant southerly 33.0 feet from, the northerly line of said 1/4 Section, with (b) a line parallel with, and distant easterly 33.0 feet from, the westerly line of said 1/4 Section; running thence the following seven courses and distances:

- (1) South 52 degrees 59 minutes West a distance of 85.48 feet; thence
- (2) Southwestwardly and westwardly, along the arc of a circle curving to the right and having a radius of 348.27 feet (the chord of which arc bears South 76 degrees 23 minutes West and is 225.40 feet in length), a distance measured along said arc of 229.56 feet; thence
- (3) North 84 degrees 44 minutes West a distance of 123.79 feet; thence
- (4) North 2 degrees 36 minutes East a distance of 20.0 feet; thence
- (5) North 68 degrees 03 minutes West a distance of 77.70 feet; thence
- (6) Westwardly, along the arc of a circle curving to the left and having a radius of 328.27 feet (the chord of which arc bears North 79 degrees 02 minutes West and is 125.26 feet in length), a distance measured along said arc of 125.86 feet; and thence
- (7) South 89 degrees 59 minutes West a distance of 563.40 feet to said easterly line of 72nd Street.

And the Railroad, Bankers and Chase do hereby grant, convey, remise, release and quitclaim unto Nylic, its successors and assigns forever, all their rights, titles and interests in and to any land lying between Parcel B and said boundary line so established, free, clear, exempt and discharged of and from all liens and claims under or by virtue of said mortgage deeds. This instrument is executed by Bankers and Chase without covenant or warranty, express or

implied, and without recourse against them or either of them in any event whatsoever.

And Nylic and Continental do hereby grant, convey, remise, release and quitclaim unto the Railroad, its successors and assigns forever, all their rights, titles and interests in and to any land lying between said boundary line so established and Parcel A, free, clear, exempt and discharged of and from any claim under or by virtue of said Lease, RESERVING, however, perpetual easements in, through and upon the above-described parcel for the purpose of maintenance and use of all existing utility connections and the maintenance and use for all access purposes of the existing driveway.

And Nylic and Continental hereby agree that there shall henceforth be included in the premises covered by said Lease all of the land hereby conveyed by the Railroad to Nylic.

IN WITNESS WHEREOF each of the parties hereto has duly caused these presents to be executed by its duly authorized officer and its corporate seal to be hereunto affixed as of the day and year first above written.

Attest: *William Flannery* (Seal) Secretary By *W. R. Moun* Vice President
NEW YORK LIFE INSURANCE COMPANY,

Attest: *Samuel A. Danner* (Seal) Secretary By *Raymond G. Fisher* Vice President
CONTINENTAL CAN COMPANY, INC.,

Attest: *C. W. Rosson* (Seal) Secretary By *Frank E. Smith* Vice President
UNION PACIFIC RAILROAD COMPANY,

Attest: *C. D. Blakel* (Seal) Assistant Secretary By *G. A. Ince* Vice President
BANKERS TRUST COMPANY, Trustee,

Attest: *E. W. Loser* (Seal) Assistant Secretary By *C. F. Ruge* Assistant Vice President
THE CHASE MANHATTAN BANK, Trustee,

Faint, mostly illegible text at the top of the page, possibly a header or introductory paragraph.

APPROVED:

H. Petersen

For General Manager

Approved as to execution:

E. P. Rizer

Asst. General Attorney

REGISTERED
M. Mayhew
FOR GENERAL AUDITOR

APPROVED:

J. J. Boudry
For Vice President - Operation

Approved as to form

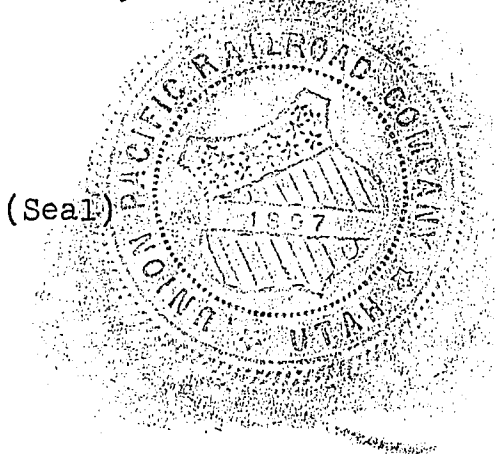
E. H. [illegible]
Asst. Western General Counsel

APPROVED:

A. C. [illegible]
CHIEF EXECUTIVE OFFICER - LAND DIVISION

I, C. W. ROSSWORN, Secretary of Union Pacific Railroad Company, hereby certify that the foregoing is a true and correct copy of an agreement and quitclaim presented to and approved by the Executive Committee of the Board of Directors of said Company at a meeting duly held on the 16th day of February, 1961, at which a quorum was present.

Witness my hand and the seal of said Company this 16th day of February, 1961.



A handwritten signature in cursive script, reading 'C. W. Rossworn', written in dark ink. The signature is positioned above a horizontal line.

Secretary

STATE OF NEW YORK)
) ss.:
 COUNTY OF NEW YORK)

On this 23rd day of November, 1960, before me, the undersigned, a Notary Public in and for said County, personally came R. M. Brown, Jr. Vice President of NEW YORK LIFE INSURANCE COMPANY, to me personally known to be the Vice President and the identical person whose name is affixed to the above instrument, and acknowledged the execution thereof to be his voluntary act and deed as such officer and the voluntary act and deed of the said NEW YORK LIFE INSURANCE COMPANY, and that the corporate seal of the said NEW YORK LIFE INSURANCE COMPANY was thereto affixed by its authority.

Witness my hand and Notarial Seal at New York in said County the day and year last above written.

(Seal)

Rita R. Fitzgibbon

 Notary Public

RITA R. FITZGIBBON
 NOTARY PUBLIC, STATE OF NEW YORK
 No. 24-102411
 Qualified in Queens County
 Certificate filed with New York County Clerk
 Commission expires March 30, 1961

STATE OF NEW YORK)
) ss.:
 COUNTY OF NEW YORK)

On this 17th day of November, 1960, before me, the undersigned, a Notary Public in and for said County, personally came Raymond G. Fisher Vice President of CONTINENTAL CAN COMPANY, INC., to me personally known to be the Vice President and the identical person whose name is affixed to the above instrument, and acknowledged the execution thereof to be his voluntary act and deed as such officer and the voluntary act and deed of the said CONTINENTAL CAN COMPANY, INC., and that the corporate seal of the said CONTINENTAL CAN COMPANY, INC., was thereto affixed by its authority.

Witness my hand and Notarial Seal at New York in said County the day and year last above written.

(Seal)

Ellen F. Barron

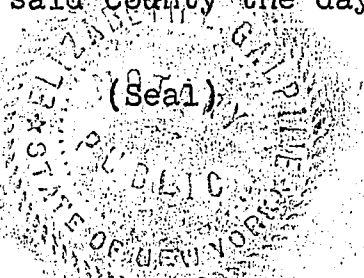
 Notary Public

ELLEN F. BARRON
 Notary Public, State of New York
 No. 41-5197050 Qual. in Queens County
 Cert. filed in New York County
 Commission Expires March 30, 1962

STATE OF NEW YORK)
: ss.:
COUNTY OF NEW YORK)

On this 16th day of February, , 1961, before me, the undersigned, a Notary Public in and for said County, personally came FRANK E. BARNETT Vice President of UNION PACIFIC RAILROAD COMPANY, to me personally known to be the Vice President and the identical person whose name is affixed to the above instrument, and acknowledged the execution thereof to be his voluntary act and deed as such officer and the voluntary act and deed of the said UNION PACIFIC RAILROAD COMPANY, and that the corporate seal of the said UNION PACIFIC RAILROAD COMPANY was thereto affixed by its authority.

Witness my hand and Notarial Seal at New York in said County the day and year last above written.

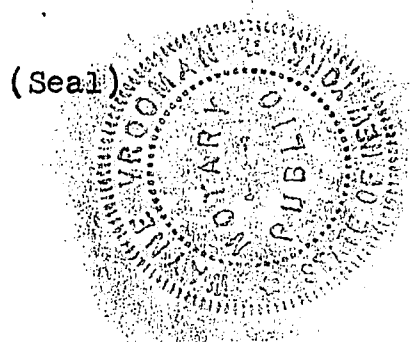


Elizabeth L. Gelpine
Notary Public
ELIZABETH L. GELPINE
Notary Public, State of New York
No. 88572000
Qualified in Nassau County
Certificate filed in N.Y. Co. Clk's Office
Commission Expires March 30, 1962

STATE OF NEW YORK)
: ss.:
COUNTY OF NEW YORK)

On this 21st day of February, 1961, before me, the undersigned, a Notary Public in and for said County, personally came G. R. INCE Vice President of BANKERS TRUST COMPANY, to me personally known to be the Vice President and the identical person whose name is affixed to the above instrument, and acknowledged the execution thereof to be his voluntary act and deed as such officer and the voluntary act and deed of the said BANKERS TRUST COMPANY, and that the corporate seal of the said BANKERS TRUST COMPANY was thereto affixed by its authority.

Witness my hand and Notary Seal at New York in said County the day and year last above written.



Wayne Vrooman
Notary Public
WAYNE VROOMAN
NOTARY PUBLIC, State of New York
No. 31-9486775
Qualified in New York County
Commission Expires March 30, 1962

STATE OF NEW YORK)
) ss.:
COUNTY OF NEW YORK)

On this 27th day of February, 1961, before me, the undersigned, a Notary Public in and for said County, personally came C. F. Rugs, Assistant Vice President of THE CHASE MANHATTAN BANK, to me personally known to be the Vice President and the identical person whose name is affixed to the above instrument, and acknowledged the execution thereof to be his voluntary act and deed as such officer and the voluntary act and deed of the said THE CHASE MANHATTAN BANK, and that the corporate seal of the said THE CHASE MANHATTAN BANK was thereto affixed by its authority.

Witness my hand and Notarial Seal at New York in said County the day and year last above written.

(Seal)

Rose E. Mikowski

Notary Public
ROSE E. MIKOWSKI
Notary Public, State of New York
No. 41-701730
Qualified in Queens County
Cert. filed with New York Co. Clerk
Commission expires March 30, 1962

