

FILED SAPPY CO. NE.
INSTRUMENT NUMBER
2008-33550
2008 DEC 22 A 19:47 9

Sharon J. Sapping
REGISTER OF DEEDS

COUNTER 3 C.E. an
VERIFY 3 D.E. an
PROOF _____
FEES \$ 21.00 P _____
CHECK # _____
CHG STB CASH _____
REFUND _____ CREDIT _____
SHORT _____

THE ABOVE SPACE IS FOR REGISTER OF DEEDS RECORDING DATA

U.C.C. Recording Cover Sheet

_____ U.C.C. _____ FEE _____ FB _____
_____ PGS. _____ BKPG _____ C/O _____ COMP _____
_____ ATTACHMENTS _____ DEL _____ SCAN _____ FV _____
_____ LOTS / SECTIONS _____

Legal Description:
(If not contained in instrument)

Return to:

SPENCE TITLE SERVICES, INC.
1905 HARNEY STREET SUITE 210
OMAHA, NEBRASKA 68102

STS TA-56168

Check Number

A

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER (optional)

Cynthia A. Stephens (210) 536-5282

B. SEND ACKNOWLEDGEMENT TO: (Name and Address)

AFCEE/HP
2735 Louis Bauer Drive, Bldg. 728
San Antonio, Texas 78235
(210) 536-5282

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBTOR'S EXACT FULL LEGAL NAME – Insert only one debtor name (1a or 1b) – do not abbreviate or combine names

OR	Offutt AFB America First Communities, LLC					
	1b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX		
1c.	MAILING ADDRESS 1004 Farnam Street, Suite 400		CITY Omaha	STATE NE	POSTAL CODE 68102	COUNTRY USA
1d.	SEE INSTRUCTIONS	ADD'L INFO RE ORGANIZATION DEBTOR	1e. TYPE OF ORGANIZATION Limited liability company	1f. JURISDICTION OF ORGANIZATION Nebraska	1g. ORGANIZATIONAL ID#, if any <input checked="" type="checkbox"/> NONE	

2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME – Insert only one debtor name (2a or 2b) – do not abbreviate or combine names

OR	2a. ORGANIZATION'S NAME					
	2b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX		
2c.	MAILING ADDRESS		CITY	STATE	POSTAL CODE	COUNTRY
2d.	SEE INSTRUCTIONS	ADD'L INFO RE ORGANIZATION DEBTOR	2e. TYPE OF ORGANIZATION	2f. JURISDICTION OF ORGANIZATION	2g. ORGANIZATIONAL ID#, if any <input type="checkbox"/> NONE	

3. SECURED PARTY'S NAME (or NAME of TOTAL ASSIGNEE OF ASSIGNOR S/P) – Insert only one secured party name (3a or 3b)

OR	3a. ORGANIZATION'S NAME United States of America acting by and through the Secretary of the Air Force					
	3b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX		
3c.	MAILING ADDRESS 1665 Air Force Pentagon		CITY Washington	STATE DC	POSTAL CODE 20330-1665	COUNTRY USA

4. This FINANCING STATEMENT covers the following collateral:

See Exhibit A and B attached hereto and incorporated herein by this reference.

5. ALTERNATIVE DESIGNATION (if applicable): <input type="checkbox"/> LESSEE/LESSOR <input type="checkbox"/> CONSIGNEE/CONSIGNOR <input type="checkbox"/> BAILEE/BAILOR <input type="checkbox"/> SELLER/BUYER <input type="checkbox"/> AG. LIEN <input type="checkbox"/> NON-UCC FILING	
6. <input checked="" type="checkbox"/> This FINANCING STATEMENT is to be filed [for record] (or recorded) in the REAL ESTATE RECORDS. Attach Addendum [if applicable]	7. Check to REQUEST SEARCH REPORT(S) on Debtor(s) <input type="checkbox"/> All Debtors <input type="checkbox"/> Debtor 1 <input type="checkbox"/> Debtor 2 [ADDITIONAL FEE] [optional]
8. OPTIONAL FILER REFERENCE DATA Sarpy County, Nebraska	

33550

B

EXHIBIT A
to
UCC Financing Statement

All of Debtor's (the "**Debtor**") estate, right, title and interest in, to and under the following described property whether now owned or hereafter acquired by the Debtor, including leasehold interest in the Land (the "**Mortgaged Property**"):

Land. The certain real property located in Sarpy County, Nebraska and described in **Exhibit B** attached to this Financing Statement (the "**Land**");

Improvements. Those improvements now or hereafter located at or on the Land, including but not limited to the Improvements on the Land each as, when and to the extent Borrower has an interest therein pursuant to the Lease;

Fixtures. All property exclusive of tenants' betterments which is so attached to the Land or the Improvements as to constitute a fixture under applicable law, including: machinery, equipment, engines, boilers, incinerators, installed building materials; systems and equipment for the purpose of supplying or distributing heating, cooling, electricity, gas, water, air, or light; antennas, cable, wiring and conduits used in connection with radio, television, security, fire prevention, or fire detection or otherwise used to carry electronic signals; telephone systems and equipment; elevators and related machinery and equipment; fire detection, prevention and extinguishing systems and apparatus; security and access control systems and apparatus; plumbing systems; water heaters, ranges, stoves, microwave ovens, refrigerators, dishwashers, garbage disposals, washers, dryers and other appliances; light fixtures, awnings, storm windows and storm doors; pictures, screens, blinds, shades, curtains and curtain rods; mirrors; cabinets, paneling, rugs and floor and wall coverings; fences, trees and plants; swimming pools; and exercise equipment;

Personalty. All furniture, furnishings, equipment, machinery, building materials, appliances, goods, supplies, tools, books, records (whether in written or electronic form), computer equipment (hardware and software) and other tangible personal property (other than Fixtures), exclusive of tenants' betterments, which are used now or in the future in connection with the construction, renovation, ownership, management or operation of the Debtor's interest in the Land or the Improvements or are located on the Debtor's interest in the Land or in the Improvements, and any operating agreements relating to the Debtor's interest in the Land or the Improvements, and any surveys, plans and specifications and contracts and other agreements for design, architectural, engineering and construction services relating to the Debtor's interest in the Land or the Improvements or for the supplying of labor or materials, and all other intangible property and rights relating to the construction, renovation, operation, management or leasing of, or used in connection with, the Debtor's interest in the Land or the Improvements, including all permits, licenses, approvals and consents relating to any activities now or hereafter conducted on the Debtor's interest in the Land;

Government Agreements. The Lease, the Master Development and Management Agreement, the Operating Agreement, the Agreement to Share Proceeds and the Forward Commitment (as defined in the Lockbox Agreement), together with any other contracts and/or

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agreements entered into by and between Debtor and the Government with respect to the Mortgaged Property;

Easements. All current and future rights, including air rights, development rights, zoning rights and other similar rights or interests, easements, tenements, rights-of-way, strips and gores of land, streets, alleys, roads, sewer rights, waters, watercourses, and appurtenances related to or benefiting the Debtor's interest in the Land or the Improvements, or both, and all such rights-of-way, streets, alleys and roads which may have been or may in the future be vacated;

Insurance Proceeds. All proceeds paid or to be paid to or on behalf of the Debtor by any insurer of the Land, the Improvements, the Fixtures, the Personalty or any other part of the Mortgaged Property, whether or not the Debtor obtained the insurance pursuant to the requirements of Secured Party;

Condemnation Awards. All awards, payments and other compensation made or to be made to or on behalf of the Debtor by any municipal, state or federal authority with respect to the Debtor's interest in the Land, the Improvements, the Fixtures, the Personalty or any other part of the Mortgaged Property, including any awards or settlements resulting from condemnation proceedings or the total or partial taking of the Debtor's interest in the Land, the Improvements, the Fixtures, the Personalty or any other part of the Mortgaged Property under the power of eminent domain or otherwise and including any conveyance in lieu thereof;

Contracts. All contracts, options and other agreements to the extent assignable by the Debtor, for the sale of the Land, the Improvements, the Fixtures, the Personalty or any other part of the Mortgaged Property entered into by the Debtor now or in the future, including cash or securities deposited to secure performance by parties of their obligations thereunder;

Conversion. All proceeds from the conversion, voluntary or involuntary, of any of the foregoing into cash or liquidated claims, and the right to collect such proceeds;

Leases and Rents. All residential and commercial leases by the Debtor, as lessor, and a third party, as lessee, of any portion of the Leased Premises, whether now existing or hereafter executed (other than the Lease) including, without limitation, tenant security deposits which have not been forfeited by any tenant under any Tenant Lease, and all rents (whether from residential or non-residential space), revenues and other income of the Debtor's interest in the Land or the Improvements payable to the Debtor (excluding any rent payable by Debtor under the Lease), including parking fees, laundry and vending machine income and fees and charges for food, health care and other services provided at the Base Project, if any, whether now due, past due, or to become due, and deposits forfeited by tenants;

Earnings. All earnings, royalties, accounts receivable, issues and profits from the Debtor's interests in the Land, the Improvements or any other part of the Mortgaged Property;

Imposition Deposits. (1) Any water and sewer charges which, if not paid, may result in a lien on all or any part of the Mortgaged Property, (2) the premiums for fire and other hazard insurance, rent loss insurance and such other insurance as the Secured Party requires under the Master Development and Management Agreement and the Lease, (3) Taxes, if any, and (4) amounts or other charges and expenses which the Secured Party at any time reasonably

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deems necessary to protect the Mortgaged Property, to prevent the imposition of liens on the Mortgaged Property, or otherwise to protect the interests of the Secured Party, all as reasonably estimated from time to time by the Secured Party;

Tax Certiorari. All refunds or rebates of Impositions by any municipal, state or federal authority or insurance company (other than refunds applicable to periods before the real property tax year in which this Financing Statement is filed);

Lockbox Agreement Collateral. The "Collateral" as defined in the Lockbox Agreement, and all other moneys deposited or to be deposited in any funds or accounts maintained or deposited with the Secured Party or Lockbox Agent, on behalf of the Secured Party, under any of the Project Documents;

Trademarks. All names under or by which any of the Mortgaged Property is operated or known, and all trademarks, trade names, and goodwill relating to any of the Mortgaged Property; and

This Financing Statement is filed in connection with the security interests granted under the Multifamily Deed of Trust, Assignment of Rents and Security Agreement, dated as of December 17, 2008 granted by Debtor to Secured Party.

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EXHIBIT B
LEGAL DESCRIPTION

F

LEGAL DESCRIPTION

WHERRY/COFFMAN HEIGHTS HOUSING - PARCEL "A"

A tract of land located in part of the SE 1/4 of Section 35, Township 14 North, Range 13 East, of the 6th P.M., and also together with part of the SW1/4 of section 36, Township 14 North, Range 13 East of the 6th P.M., and also together with part of the NW1/4 of Section 1, Township 13 North, Range 13 East of the 6th P.M., and also together with part of the NE1/4 of Section 2, Township 13 North, Range 13 East of the 6th P.M., all located in Sarpy County, Nebraska, more particularly described as follows:

Commencing at the Southwest corner of Lot 18, Bellaire Addition "B", a subdivision in the SE1/4 of Section 35, Township 14 North, Range 13 East of the 6th P.M., Sarpy County, Nebraska, said point also being the Northwest corner of Tax Lot 12C of Section 35, Township 14 North, Range 13 East, now owned by Offutt Air Force Base; thence N87°00'53"E (assumed bearing) along the South line of Lots 18 through 24, inclusive, Bellaire Addition 'B', a distance of 658.88 feet to a point on the South line of Lot 24, Bellaire Addition 'B' said point also being the Point of Beginning; thence continuing N87°00'53"E along the South line of Lots 24 through 28, inclusive, Bellaire Addition 'B' and Lots 29 through 36, inclusive, Bellaire Addition 'A', a subdivision in the SE1/4 of Section 35, Township 14 North, Range 13 East of the 6th P.M., Sarpy County, Nebraska, and the Easterly extension thereof, a distance of 951.84 feet to a point on the South line of property owned by the City of Bellevue for Bellaire School, said point also being the Northwest corner of a tract of land reserved by Offutt Air Force Base for the RAPCON facility; thence S03°33'43"E along the Westerly line of said RAPCON facility, a distance of 142.74 feet; thence S32°27'03"E along the Westerly line of said RAPCON facility, a distance of 212.79 feet; thence S02°52'21"E along the Westerly line of said RAPCON facility, a distance of 309.32 feet; thence N87°03'41"E along the Southerly line of said RAPCON facility, a distance of 271.57 feet; thence N02°40'38"W along the Easterly line of said RAPCON facility, a distance of 429.45 feet; thence S86°47'28"W along the Easterly line of said RAPCON facility, a distance of 134.36 feet; thence N03°51'22"W along the Easterly line of said RAPCON facility, a distance of 208.64 feet to a point on said South line of property owned by the City of Bellevue for Bellaire School, said point also being the Northeast corner of said RAPCON facility; thence N87°00'53"E along said South line of property owned by the City of Bellevue for Bellaire School a distance of 346.35 feet to a point on the East line of said Section 35, Township 14 North, Range 13 East, said point also being the Northwest corner of Tax Lot 6A1 of Section 36, Township 14 North, Range 13 East, now owned by Offutt Air Force Base; thence N87°00'15"E along said South line of property owned by the City of Bellevue for Bellaire School and along the South line of Lot 34, Svoboda Addition, a distance of 160.33 feet to the Northwest corner of Tax Lot 6A2 of Section 36, Township 14 North, Range 13 East; thence S02°23'16"E along the west line of said Tax Lot 6A2 and Tax Lot 6B of Section 36, Township 14 North, Range 13 East, a distance of 424.19 feet to the Southwest corner of said Tax Lot 6B; thence N87°46'09"E along the South line of said Tax Lot 6b, said line also being the North line of Tax Lot 6C of Section 36, Township 14 North, Range 13 East, a distance of 258.03 feet to a point on the West

right-of-way line of Fort Crook Boulevard; thence S03°14'03"W along said West right-of-way line of Fort Crook Boulevard, a distance of 77.77 feet; thence S02°28'34"E along said West right-of-way line of Fort Crook Boulevard, a distance of 490.81 feet to a point on said West right-of-way line of Fort Crook Boulevard at the intersection of the extended centerline of vacated 25th Avenue; thence continuing S02°28'34"E a distance of 77.09 feet to a point on a line running approximately 5 feet behind the Westerly back of curb of Nelson Drive; thence S45°49'16"W along a line running approximately 5 feet behind said Westerly back of curb of Nelson Drive, a distance of 62.54 feet; thence continuing approximately 5 feet behind said Westerly back of curb of Nelson Drive on a curve to the left with a radius of 182.19 feet, a distance of 40.94 feet, said curve having a long chord which bears S39°23'01"W a distance of 40.85 feet; thence continuing approximately 5 feet behind said Westerly back of curb of Nelson Drive thence on a curve to the right with a radius of 422.75 feet, a distance of 94.89 feet, said curve having a long chord which bears S39°22'35"W a distance of 94.69 feet; thence S45°19'00"W along a line running approximately 5 feet behind said Westerly back of curb of Nelson Drive, a distance of 306.20 feet; thence continuing approximately 5 feet behind said Westerly back of curb of Nelson Drive thence on a curve to the left with a radius of 487.78 feet, a distance of 48.89 feet, said curve having a long chord which bears S42°26'44"W a distance of 48.87 feet; thence N49°00'10"W a distance of 36.42 feet to a point on a line that is approximately 10 feet distant from the fence surrounding Ft. Crook Cemetery; thence N03°11'05"W along a line running approximately 10 feet outside said fence surrounding Ft. Crook Cemetery, a distance of 248.20 feet to a point on a line that is 10 feet distant from the fence surrounding Ft. Crook Cemetery; thence S86°56'31"W along a line running approximately 10 feet outside said fence surrounding Ft. Crook Cemetery, a distance of 243.30 to a point on a line that is 10 feet distant from the fence surrounding Ft. Crook Cemetery; thence S03°09'57"E along a line running approximately 10 feet outside said fence surrounding Ft. Crook Cemetery, a distance of 249.31 feet to a point on a line that is 10 feet distant from the fence surrounding Ft. Crook Cemetery; thence N86°44'32"E along a line running approximately 10 feet outside said fence surrounding Ft. Crook Cemetery, a distance of 62.35 feet; thence S56°52'24"E a distance of 140.07 feet to a point on a line running approximately 12 feet behind said Westerly back of curb of Nelson Drive; thence S35°25'50"W along a line running approximately 12 feet behind said Westerly back of curb of Nelson Drive, a distance of 1049.71 feet; thence on a curve to the right with a radius of 35.00 feet, a distance of 54.97 feet, said curve having a long chord which bears S80°25'35"W a distance of 49.49 feet to a point on a line that is approximately 12 feet behind the Northerly back of curb of Bergquist Drive; thence N54°34'16"W along a line running approximately 12 feet behind said Northerly back of curb of Bergquist Drive, a distance of 533.85 feet; thence continuing approximately 12 feet behind said Northerly back of curb of Bergquist Drive on a curve to the left with a radius of 118.00 feet, a distance of 185.55 feet, said curve having a long chord which bears S80°22'55"W a distance of 167.01 feet; thence S35°20'06"W along a line running approximately 12 feet behind said Northerly back of curb of Bergquist Drive, a distance of 179.94 feet; thence on a curve to the right with a radius of 25.00 feet, a distance of 39.72 feet, said curve having a long chord which bears S80°51'22"W, a distance of 35.68 feet to a point on a line that is approximately 12 feet behind the Northerly back of curb of Nelson Drive; thence

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N53°37'21"W, a distance of 475.94 feet; thence N36°35'18"E, a distance of 92.23 feet; thence N53°28'37"W, a distance of 169.70 feet; thence N01°16'20"W, a distance of 269.71 feet; thence N88°43'40"E, a distance of 122.85 feet; to a point on the line of a fence surrounding a water-tank farm; thence along the line of said fence surrounding a water tank farm for the following courses: S43°57'35"E, a distance of 168.98 feet; thence N87°04'07"E, a distance of 146.61 feet; thence N02°22'50"W, a distance of 47.27 feet; thence N87°02'02"E, a distance of 79.90 feet; thence N03°12'28"W, a distance of 236.53 feet; thence N45°04'58"W, a distance of 155.15 feet; thence N87°02'42"W, a distance of 59.46 feet; thence S05°08'22"E, a distance of 56.76 feet; thence S84°43'59"W, a distance of 36.70 feet; thence S04°55'56"E, a distance of 14.07 feet; thence S85°07'05"W, a distance of 62.61 feet; thence N03°56'52"W, a distance of 54.56 feet; thence S56°07'51"W, a distance of 46.99 feet; thence N03°05'52"W, on a line 13.5 feet distant Easterly from the East back of curb of Airman Drive, a distance of 601.29 feet to a point on a line running approximately 13.5 feet behind the Southerly edge of a gravel access road to Building 405; thence N71°09'59"E, along a line approximately 13.5 feet behind said Southerly edge of a gravel access road to Building 405, a distance of 29.69 feet; thence continuing approximately 13.5 feet behind said Southerly edge of a gravel access road to Building 405 on a curve to the left with a radius of 113.51 feet, a distance of 147.61 feet, said curve having a long chord which bears N33°54'45"E, a distance of 137.43 feet to a point on a line that is approximately 13.5 feet behind the East edge of said gravel access road to Building 405, thence N03°20'30"W, along a line running approximately 13.5 feet behind said East edge of a gravel access road to Building 405, a distance of 285.31 feet to a point on the line of a fence surrounding Building 405; thence S70°37'37"E along said line of a fence surrounding Building 405, a distance of 69.53 feet; thence N19°43'48"E along said line of a fence surrounding Building 405 and the extension thereof, a distance of 230.65 feet to the Point of Beginning.

Said tract of land contains an area of 3,667,479 square feet or 84.194 acres, more or less.

#2000141.01 kr
6/7/01
E&A Consulting Group, Inc.
12001 "Q" Street
Omaha, NE 68137

EXCEPTING THEREFROM THE FOLLOWING TRACT OF LAND

RELEASE PART OF PARCEL "A"

A TRACT OF LAND LOCATED IN PART OF THE SE1/4 OF SECTION 35, TOWNSHIP 14 NORTH, RANGE 13 EAST; AND ALSO PART OF THE NE1/4 OF SECTION 2, TOWNSHIP 13 NORTH, RANGE 13 EAST; ALL LOCATED IN THE 6TH P.M., SARPY COUNTY, NEBRASKA, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE NORTHEAST CORNER OF SAID SECTION 2; THENCE S86°58'24"W
 (ASSUMED BEARING) ALONG THE NORTH LINE OF SAID NE1/4 OF SECTION 2, SAID LINE ALSO
 BEING THE SOUTH LINE OF SAID SE1/4 OF SECTION 35, A DISTANCE OF 272.22 FEET; THENCE
 S03°09'57"E, A DISTANCE OF 25.45 FEET TO THE POINT OF BEGINNING; THENCE CONTINUING
 S03°09'57"E, A DISTANCE OF 249.31 FEET; THENCE N86°44'32"E, A DISTANCE OF 62.35 FEET;
 THENCE S56°52'24"E, A DISTANCE OF 140.07 FEET; THENCE S35°25'50"W, A DISTANCE OF 1049.71
 FEET; THENCE NORTHWESTERLY ON A CURVE TO THE RIGHT WITH A RADIUS OF 35.00 FEET, A
 DISTANCE OF 54.97 FEET, SAID CURVE HAVING A LONG CHORD WHICH BEARS S80°25'35"W, A
 DISTANCE OF 49.49 FEET; THENCE N54°34'16"W, A DISTANCE OF 533.85 FEET; THENCE
 SOUTHWESTERLY ON A CURVE TO THE LEFT WITH A RADIUS OF 118.00 FEET, A DISTANCE OF
 185.55 FEET, SAID CURVE HAVING A LONG CHORD WHICH BEARS S80°22'55"W, A DISTANCE OF
 167.01 FEET; THENCE S35°20'06"W, A DISTANCE OF 179.94 FEET; THENCE NORTHWESTERLY ON
 A CURVE TO THE RIGHT WITH A RADIUS OF 25.00 FEET, A DISTANCE OF 39.72 FEET, SAID CURVE
 HAVING A LONG CHORD WHICH BEARS S80°51'22"W, A DISTANCE OF 35.68 FEET; THENCE
 N53°37'21"W, A DISTANCE OF 475.94 FEET; THENCE N36°35'18"E, A DISTANCE OF 92.23 FEET;
 THENCE N53°28'37"W, A DISTANCE OF 169.70 FEET; THENCE N01°16'20"W, A DISTANCE OF 269.71
 FEET; THENCE N88°43'40"E, A DISTANCE OF 122.85 FEET; THENCE S43°57'35"E, A DISTANCE OF
 168.98 FEET; THENCE N87°04'07"E, A DISTANCE OF 146.61 FEET; THENCE N02°22'50"W, A
 DISTANCE OF 47.27 FEET; THENCE N87°02'02"E, A DISTANCE OF 79.90 FEET; THENCE
 N03°12'28"W, A DISTANCE OF 236.53 FEET; THENCE S42°54'45"E, A DISTANCE OF 352.37 FEET;
 THENCE SOUTHEASTERLY ON A CURVE TO THE RIGHT WITH A RADIUS OF 429.86 FEET, A
 DISTANCE OF 268.40 FEET, SAID CURVE HAVING A LONG CHORD WHICH BEARS S79°12'01"E, A
 DISTANCE OF 264.06 FEET; THENCE S61°18'47"E, A DISTANCE OF 77.27 FEET; THENCE
 NORTHEASTERLY ON A CURVE TO THE RIGHT WITH A RADIUS OF 75.00 FEET, A DISTANCE OF
 71.86 FEET, SAID CURVE HAVING A LONG CHORD WHICH BEARS N16°15'23"W, A DISTANCE OF
 69.14 FEET; THENCE N11°11'32"E, A DISTANCE OF 137.36 FEET; THENCE NORTHERLY ON A
 CURVE TO THE LEFT WITH A RADIUS OF 298.00 FEET, A DISTANCE OF 65.85 FEET, SAID CURVE
 HAVING A LONG CHORD WHICH BEARS N04°51'44"E, A DISTANCE OF 65.71 FEET; THENCE
 N01°28'04"W, A DISTANCE OF 167.25 FEET; THENCE N55°25'18"W, A DISTANCE OF 27.86 FEET;
 THENCE N02°44'38"E, A DISTANCE OF 29.62 FEET; THENCE NORTHWESTERLY ON A CURVE TO
 THE LEFT WITH A RADIUS OF 70.00 FEET, A DISTANCE OF 96.78 FEET, SAID CURVE HAVING A
 LONG CHORD WHICH BEARS N36°51'45"W, A DISTANCE OF 89.25 FEET; THENCE N76°28'08"W, A
 DISTANCE OF 18.71 FEET; THENCE NORTHWESTERLY ON A CURVE TO THE RIGHT WITH A
 RADIUS OF 420.00 FEET, A DISTANCE OF 53.83 FEET, SAID CURVE HAVING A LONG CHORD
 WHICH BEARS N80°08'26"W, A DISTANCE OF 53.79 FEET; THENCE N83°48'44"W, A DISTANCE OF
 26.75 FEET; THENCE NORTHWESTERLY ON A CURVE TO THE RIGHT WITH A RADIUS OF 24.70
 FEET, A DISTANCE OF 32.91 FEET, SAID CURVE HAVING A LONG CHORD WHICH BEARS
 N45°38'15"W, A DISTANCE OF 30.53 FEET; THENCE N07°27'45"W, A DISTANCE OF 16.23 FEET;
 THENCE SOUTHEASTERLY ON A CURVE TO THE RIGHT WITH A RADIUS OF 24.70 FEET, A
 DISTANCE OF 68.44 FEET, SAID CURVE HAVING A LONG CHORD WHICH BEARS N71°54'54"E, A
 DISTANCE OF 48.55 FEET; THENCE S28°42'27"E, A DISTANCE OF 8.48 FEET; THENCE
 NORTHEASTERLY ON A CURVE TO THE LEFT WITH A RADIUS OF 71.95 FEET, A DISTANCE OF
 99.68 FEET, SAID CURVE HAVING A LONG CHORD WHICH BEARS S68°23'40"E, A DISTANCE OF
 91.90 FEET; THENCE N71°55'07"E, A DISTANCE OF 22.52 FEET; THENCE S13°28'08"E, A DISTANCE
 OF 66.45 FEET; THENCE S19°59'19"E, A DISTANCE OF 100.20 FEET; THENCE S24°52'20"E, A
 DISTANCE OF 124.58 FEET; THENCE SOUTHEASTERLY ON A CURVE TO THE LEFT WITH A RADIUS
 OF 75.00 FEET, A DISTANCE OF 64.59 FEET, SAID CURVE HAVING A LONG CHORD WHICH BEARS

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S49°32'41"E, A DISTANCE OF 62.61 FEET; THENCE S74°13'02"E, A DISTANCE OF 106.18 FEET; THENCE N76°55'50"E, A DISTANCE OF 106.53 FEET; THENCE SOUTHEASTERLY ON A CURVE TO THE RIGHT WITH A RADIUS OF 150.00 FEET, A DISTANCE OF 79.02 FEET, SAID CURVE HAVING A LONG CHORD WHICH BEARS S87°58'42"E, A DISTANCE OF 78.11 FEET; THENCE S72°53'14"E, A DISTANCE OF 59.57 FEET; THENCE S89°40'46"E, A DISTANCE OF 93.26 FEET; THENCE NORTHEASTERLY ON A CURVE TO THE LEFT WITH A RADIUS OF 54.57 FEET, A DISTANCE OF 49.93 FEET, SAID CURVE HAVING A LONG CHORD WHICH BEARS N64°06'27"E, A DISTANCE OF 48.21 FEET; THENCE N37°53'39"E, A DISTANCE OF 75.81 FEET; THENCE N04°12'53"E, A DISTANCE OF 170.28 FEET TO THE POINT OF BEGINNING.

SAID TRACT OF LAND CONTAINS AN AREA OF 1,071,496 SQUARE FEET OR 24.598 ACRES, MORE OR LESS.

CAPEHART GOVERNMENT PARCEL B1 / B2

(A PART OF SECTION 4, T13N, R13E NORTH OF CAPEHART ROAD)

A TRACT OF LAND LOCATED IN SECTION 4, TOWNSHIP 13 NORTH, RANGE 13 EAST OF THE 6TH P.M., SARPY COUNTY, NEBRASKA, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE SOUTHEAST CORNER OF SAID SECTION 4; THENCE N03°04'10"W (ASSUMED BEARING) ALONG THE EAST LINE OF THE SE1/4 OF SAID SECTION 4, A DISTANCE OF 673.58 FEET; THENCE S86°55'50"W, A DISTANCE OF 45.00 FEET TO THE POINT OF BEGINNING, SAID POINT ALSO BEING A POINT ON THE WESTERLY RIGHT-OF-WAY LINE OF 25TH STREET; THENCE S85°40'29"W, A DISTANCE OF 152.30 FEET; THENCE N62°37'05"W, A DISTANCE OF 20.31 FEET; THENCE S76°24'31"W, A DISTANCE OF 169.46 FEET; THENCE N69°05'55"W, A DISTANCE OF 326.16 FEET; THENCE S21°42'04"W, A DISTANCE OF 79.85 FEET; THENCE N68°47'43"W, A DISTANCE OF 50.41 FEET; THENCE S22°07'05"W, A DISTANCE OF 278.16 FEET TO A POINT ON THE NORTHERLY RIGHT-OF-WAY LINE OF CAPEHART ROAD; THENCE N66°20'41"W ALONG SAID NORTHERLY RIGHT-OF-WAY LINE OF CAPEHART ROAD, A DISTANCE OF 1784.99 FEET; THENCE N27°26'31"E, A DISTANCE OF 108.36 FEET; THENCE N62°20'39"W, A DISTANCE OF 129.17 FEET; THENCE NORTHWESTERLY ON A CURVE TO THE LEFT WITH A RADIUS OF 350.92 FEET, A DISTANCE OF 74.51 FEET, SAID CURVE HAVING A LONG CHORD WHICH BEARS N68°25'36"W, A DISTANCE OF 74.37 FEET; THENCE S14°48'59"W, A DISTANCE OF 115.81 FEET TO A POINT ON SAID NORTHERLY RIGHT-OF-WAY LINE OF CAPEHART ROAD; THENCE N66°20'41"W ALONG SAID NORTHERLY RIGHT-OF-WAY LINE OF CAPEHART ROAD, A DISTANCE OF 3.63 FEET TO AN ANGLE POINT ON SAID NORTHERLY RIGHT-OF-WAY LINE OF CAPEHART ROAD; THENCE S87°03'54"W ALONG SAID NORTHERLY RIGHT-OF-WAY LINE OF CAPEHART ROAD, A DISTANCE OF 7.63 FEET TO A POINT ON THE WEST LINE OF SAID SE1/4 OF SECTION 4, SAID POINT ALSO BEING ON THE EAST LINE OF THE SW1/4 OF SAID SECTION 4; THENCE CONTINUING S87°03'54"W ALONG SAID NORTHERLY

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RIGHT-OF-WAY LINE OF CAPEHART ROAD, A DISTANCE OF 2607.61 FEET TO THE POINT OF INTERSECTION OF SAID NORTHERLY RIGHT-OF-WAY LINE OF CAPEHART ROAD AND THE EASTERLY RIGHT-OF-WAY LINE OF 36TH STREET; THENCE N02°45'07"W ALONG SAID EASTERLY RIGHT-OF-WAY LINE OF 36TH STREET, A DISTANCE OF 1294.63 FEET TO A POINT ON THE NORTH LINE OF SAID SW1/4 OF SECTION 4, SAID LINE ALSO BEING THE SOUTH LINE OF THE NW1/4 OF SAID SECTION 4; THENCE N02°48'14"W ALONG SAID EASTERLY RIGHT-OF-WAY LINE OF 36TH STREET, A DISTANCE OF 1237.55 FEET TO A POINT ON THE SOUTH LINE OF TAX LOT 10B, A TAX LOT LOCATED IN SAID NW1/4 OF SECTION 4, SAID POINT ALSO BEING ON SAID EASTERLY RIGHT-OF-WAY LINE OF 36TH STREET, SAID POINT ALSO BEING ON THE NORTH LINE OF TAX LOT 10A, A TAX LOT LOCATED IN SAID NW1/4 OF SECTION 4; THENCE N87°02'21"E ALONG SAID SOUTH LINE OF TAX LOT 10B, SAID LINE ALSO BEING SAID NORTH LINE OF TAX LOT 10A, A DISTANCE OF 132.00 FEET TO THE SOUTHEAST CORNER OF SAID TAX LOT 10B, SAID POINT ALSO BEING THE NORTHEAST CORNER OF SAID TAX LOT 10A; THENCE N02°48'14"W ALONG THE EAST LINE OF SAID TAX LOT 10B, A DISTANCE OF 89.95 FEET TO THE NORTHEAST CORNER OF SAID TAX LOT 10B, SAID POINT ALSO BEING ON THE NORTH LINE OF THE SOUTH 1/2 OF SAID NW1/4 OF SECTION 4, SAID POINT ALSO BEING ON THE SOUTH LINE OF THE NORTH 1/2 OF SAID NW1/4 OF SECTION 4; THENCE EASTERLY ALONG SAID NORTH LINE OF THE SOUTH 1/2 OF THE NW1/4 OF SECTION 4, SAID LINE ALSO BEING SAID SOUTH LINE OF THE NORTH 1/2 OF THE NW1/4 OF SECTION 4, SAID LINE ALSO BEING THE SOUTH LINE OF GRANADA II, A SUBDIVISION LOCATED IN SAID NORTH 1/2 OF THE NW1/4 OF SECTION 4, ON THE FOLLOWING DESCRIBED COURSE; THENCE N87°04'50"E, A DISTANCE OF 1275.64 FEET TO THE SOUTHEAST CORNER OF SAID GRANADA II, SAID POINT ALSO BEING THE SOUTHWEST CORNER OF TRACT 151, A TRACT OF LAND LOCATED IN THE NORTH 1/2 OF SAID SECTION 4; THENCE N03°00'08"W ALONG THE EAST LINE OF SAID GRANADA II, SAID LINE ALSO BEING THE WEST LINE OF SAID TRACT 151, A DISTANCE OF 1328.58 FEET TO THE NORTHEAST CORNER OF SAID GRANADA II, SAID POINT ALSO BEING THE NORTHWEST CORNER OF SAID TRACT 151, SAID POINT ALSO BEING ON THE NORTH LINE OF SAID NW1/4 OF SECTION 4; THENCE N87°04'06"E ALONG THE NORTH LINE OF SAID TRACT 151, SAID LINE ALSO BEING SAID NORTH LINE OF THE NW1/4 OF SECTION 4, A DISTANCE OF 1193.02 FEET TO THE NORTHEAST CORNER OF SAID NW1/4 OF SECTION 4, SAID POINT ALSO BEING THE NORTHWEST CORNER OF THE NE1/4 OF SAID SECTION 4, SAID POINT ALSO BEING ON SAID NORTH LINE OF TRACT 151; THENCE N87°03'14"E ALONG THE NORTH LINE OF SAID NE1/4 OF SECTION 4, SAID LINE ALSO BEING SAID NORTH LINE OF TRACT 151, A DISTANCE OF 207.34 FEET TO THE NORTHEASTERLY CORNER OF SAID TRACT 151, SAID POINT ALSO BEING ON SAID NORTH LINE OF THE NE1/4 OF SECTION 4, SAID POINT ALSO BEING THE NORTHWEST CORNER OF PINERIDGE, A SUBDIVISION LOCATED IN THE NORTH 1/2 OF SAID NE1/4 OF SECTION 4; THENCE S02°55'23"E ALONG THE EASTERLY LINE OF SAID TRACT 151, SAID LINE ALSO BEING THE WESTERLY LINE OF SAID PINERIDGE, A DISTANCE OF 625.21 FEET TO A POINT ON SAID EASTERLY LINE

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OF TRACT 151, SAID POINT ALSO BEING THE SOUTHWESTERLY CORNER OF SAID PINERIDGE, SAID POINT ALSO BEING THE NORTHWEST CORNER OF TRACT 151-2, A TRACT OF LAND LOCATED IN SAID NW1/4 OF SECTION 4; THENCE N87°08'29"E ALONG THE SOUTHERLY LINE OF SAID PINERIDGE, SAID LINE ALSO BEING THE NORTH LINE OF SAID TRACT 151-2, A DISTANCE OF 895.32 FEET TO THE NORTHEAST CORNER OF SAID TRACT 151-2, SAID POINT ALSO BEING AN ANGLE POINT ON SAID SOUTHERLY LINE OF PINERIDGE; THENCE S02°38'29"E ALONG THE EAST LINE OF SAID TRACT 151-2, SAID LINE ALSO BEING SAID SOUTHERLY LINE OF PINERIDGE, A DISTANCE OF 35.33 FEET TO THE SOUTHEAST CORNER OF SAID TRACT 151-2, SAID POINT ALSO BEING AN ANGLE POINT ON SAID SOUTHERLY LINE OF PINERIDGE, SAID POINT ALSO BEING ON THE NORTHERLY LINE OF SAID TRACT 151; THENCE S02°59'31"W, A DISTANCE OF 289.68 FEET; THENCE S44°50'03"E, A DISTANCE OF 510.81 FEET; THENCE EASTERLY ON A CURVE TO THE RIGHT WITH A RADIUS OF 482.75 FEET, A DISTANCE OF 362.88 FEET, SAID CURVE HAVING A LONG CHORD WHICH BEARS N69°19'20"E, A DISTANCE OF 354.40 FEET; THENCE S89°08'36"E, A DISTANCE OF 122.34 FEET; THENCE SOUTHEASTERLY ON A CURVE TO THE RIGHT WITH A RADIUS OF 1742.40 FEET, A DISTANCE OF 259.88 FEET, SAID CURVE HAVING A LONG CHORD WHICH BEARS S84°52'13"E, A DISTANCE OF 259.64 FEET; THENCE S80°35'51"E, A DISTANCE OF 175.24 FEET; THENCE EASTERLY ON A CURVE TO THE LEFT WITH A RADIUS OF 1165.36 FEET, A DISTANCE OF 227.84 FEET, SAID CURVE HAVING A LONG CHORD WHICH BEARS S86°11'54"E, A DISTANCE OF 227.48 FEET; THENCE N02°51'37"W, A DISTANCE OF 71.31 FEET; THENCE N87°08'23"E, A DISTANCE OF 81.26 FEET TO A POINT ON SAID WESTERLY RIGHT-OF-WAY LINE OF 25TH STREET; THENCE S02°51'37"E ALONG SAID WESTERLY RIGHT-OF-WAY LINE OF 25TH STREET, A DISTANCE OF 132.82 FEET; THENCE S88°12'02"W, A DISTANCE OF 82.39 FEET; THENCE NORTHWESTERLY ON A CURVE TO THE RIGHT WITH A RADIUS OF 1225.36 FEET, A DISTANCE OF 203.42 FEET, SAID CURVE HAVING A LONG CHORD WHICH BEARS N87°02'37"W, A DISTANCE OF 203.18 FEET; THENCE S16°19'10"W, A DISTANCE OF 125.69 FEET TO A POINT; THENCE S10°34'47"W, A DISTANCE OF 150.36 FEET; THENCE S87°06'50"W, A DISTANCE OF 138.71 FEET; THENCE S07°28'08"E, A DISTANCE OF 128.52 FEET; THENCE S02°19'38"E, A DISTANCE OF 147.71 FEET; THENCE S23°55'37"W, A DISTANCE OF 290.06 FEET; THENCE EASTERLY ON A CURVE TO THE LEFT WITH A RADIUS OF 2127.62 FEET, A DISTANCE OF 111.03 FEET, SAID CURVE HAVING A LONG CHORD WHICH BEARS S87°28'01"E, A DISTANCE OF 111.02 FEET; THENCE EASTERLY ON A CURVE TO THE LEFT WITH A RADIUS OF 1968.76 FEET, A DISTANCE OF 149.77 FEET, SAID CURVE HAVING A LONG CHORD WHICH BEARS N88°51'32"E, A DISTANCE OF 149.73 FEET; THENCE NORTHEASTERLY ON A CURVE TO THE LEFT WITH A RADIUS OF 556.51 FEET, A DISTANCE OF 93.60 FEET, SAID CURVE HAVING A LONG CHORD WHICH BEARS N81°51'41"E, A DISTANCE OF 93.49 FEET; THENCE N77°02'35"E, A DISTANCE OF 33.12 FEET; THENCE EASTERLY ON A CURVE TO THE RIGHT WITH A RADIUS OF 1090.34 FEET, A DISTANCE OF 199.84 FEET, SAID CURVE HAVING A LONG CHORD WHICH BEARS N82°17'37"E, A DISTANCE OF 199.56 FEET; THENCE N87°32'39"E, A DISTANCE OF 36.50 FEET

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TO A POINT ON SAID WESTERLY RIGHT-OF-WAY LINE OF 25TH STREET, SAID POINT ALSO BEING ON THE EAST LINE OF TRACT 150, A TRACT OF LAND LOCATED IN SAID NE1/4 OF SECTION 4; THENCE S02°51'37"E ALONG SAID WESTERLY RIGHT-OF-WAY LINE OF 25TH STREET, SAID LINE ALSO BEING SAID EASTERLY LINE OF SAID TRACT 150, A DISTANCE OF 505.55 FEET TO THE SOUTHEAST CORNER OF SAID TRACT 150, SAID POINT ALSO BEING ON THE SOUTH LINE OF SAID NE1/4 OF SECTION 4, SAID POINT ALSO BEING ON THE NORTH LINE OF SAID SE1/4 OF SECTION 4; THENCE S03°04'10"E ALONG SAID WESTERLY RIGHT-OF-WAY LINE OF 25TH STREET, A DISTANCE OF 1798.63 FEET TO AN ANGLE POINT ON SAID WESTERLY RIGHT-OF-WAY LINE OF 25TH STREET; THENCE S86°55'50"W ALONG SAID WESTERLY RIGHT-OF-WAY LINE OF 25TH STREET, A DISTANCE OF 12.00 FEET TO AN ANGLE POINT ON SAID WESTERLY RIGHT-OF-WAY LINE OF 25TH STREET; THENCE S03°04'10"E, A DISTANCE OF 175.72 FEET TO THE POINT OF BEGINNING.

EXCEPTING THEREFROM THE FOLLOWING THREE TRACTS OF LAND:

EXCEPTION-1: CAPEHART GOVERNMENT RETAINED AREA 1

A TRACT OF LAND LOCATED IN THE NE1/4 OF THE SW1/4 OF SECTION 4, TOWNSHIP 13 NORTH, RANGE 13 EAST OF THE 6TH P.M., SARPY COUNTY NEBRASKA, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE SOUTHEAST CORNER OF SAID NE1/4 OF THE SW1/4 OF SECTION 4, SAID POINT ALSO BEING THE NORTHEAST CORNER OF THE SE1/4 OF THE SW1/4 OF SAID SECTION 4, SAID POINT ALSO BEING THE EAST 1/4 CORNER OF SAID SW1/4 OF SECTION 4; THENCE N02°57'15"W (ASSUMED BEARING) ALONG THE EAST LINE OF SAID NE1/4 OF THE SW1/4 OF SECTION 4, SAID LINE ALSO BEING THE WEST LINE OF SAID NW1/4 OF THE SE1/4 OF SECTION 4, A DISTANCE OF 220.25 FEET; THENCE S87°02'45"W, A DISTANCE OF 99.30 FEET TO THE POINT OF BEGINNING; THENCE S86°49'32"W, A DISTANCE OF 734.79 FEET; THENCE N03°09'29"W, A DISTANCE OF 72.70 FEET; THENCE NORTHEASTERLY ON A CURVE TO THE RIGHT WITH A RADIUS OF 786.50 FEET, A DISTANCE OF 205.91 FEET, SAID CURVE HAVING A LONG CHORD WHICH BEARS N04°20'30"E, A DISTANCE OF 205.33 FEET; THENCE S78°10'43"E, A DISTANCE OF 97.53 FEET; THENCE N11°50'29"E, A DISTANCE OF 395.70 FEET; THENCE NORTHERLY ON A CURVE TO THE LEFT WITH A RADIUS OF 990.00 FEET, A DISTANCE OF 183.23 FEET, SAID CURVE HAVING A LONG CHORD WHICH BEARS N06°32'25"E, A DISTANCE OF 182.97 FEET; THENCE N02°52'49"W, A DISTANCE OF 20.00 FEET; THENCE N87°06'12"E, A DISTANCE OF 89.23 FEET; THENCE EASTERLY ON A CURVE TO THE RIGHT WITH A RADIUS OF 825.29 FEET, A DISTANCE OF 60.85 FEET, SAID CURVE HAVING A LONG CHORD WHICH BEARS N89°12'49"E, A DISTANCE OF 60.84 FEET; THENCE S84°08'47"E, A DISTANCE OF 132.78 FEET; THENCE S78°10'43"E, A DISTANCE OF 80.02 FEET; THENCE SOUTHERLY ON A CURVE TO THE LEFT WITH A RADIUS OF 629.01 FEET, A DISTANCE OF 329.35 FEET, SAID CURVE HAVING A LONG CHORD WHICH BEARS S02°58'47"E, A DISTANCE OF 325.60 FEET; THENCE S18°11'25"E,

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A DISTANCE OF 25.96 FEET; THENCE SOUTHEASTERLY ON A CURVE TO THE RIGHT WITH A RADIUS OF 534.64 FEET, A DISTANCE OF 139.97 FEET, SAID CURVE HAVING A LONG CHORD WHICH BEARS S10°41'27"E, A DISTANCE OF 139.58 FEET; THENCE S03°11'27"E, A DISTANCE OF 65.00 FEET; THENCE N86°49'32"E, A DISTANCE OF 97.53 FEET; THENCE S03°15'31"E, A DISTANCE OF 235.00 FEET TO THE POINT OF BEGINNING.

EXCEPTION-2: PART OF CAPEHART GOVERNMENT RETAINED AREA 2

A TRACT OF LAND LOCATED IN THE SE1/4 OF SECTION 4, TOWNSHIP 13 NORTH, RANGE 13 EAST OF THE 6TH P.M., SARPY COUNTY, NEBRASKA, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE WEST 1/4 CORNER OF SAID SE1/4 OF SECTION 4, SAID POINT ALSO BEING THE EAST 1/4 CORNER OF THE SW1/4 OF SAID SECTION 4; THENCE N02°57'15"W (ASSUMED BEARING) ALONG THE WEST LINE OF SAID SE1/4 OF SECTION 4, SAID LINE ALSO BEING THE EAST LINE OF SAID OF SAID SW1/4 OF SECTION 4, A DISTANCE OF 171.38 FEET; THENCE N87°02'45"E, A DISTANCE OF 106.42 FEET TO THE POINT OF BEGINNING; THENCE N25°13'35"E, A DISTANCE OF 72.86 FEET; THENCE S64°46'25"E, A DISTANCE OF 60.29 FEET; THENCE S25°13'35"W, A DISTANCE OF 73.69 FEET; THENCE N62°20'39"W, A DISTANCE OF 23.05 FEET; THENCE NORTHWESTERLY ON A CURVE TO THE LEFT WITH A RADIUS OF 400.92 FEET, A DISTANCE OF 37.27 FEET, SAID CURVE HAVING A LONG CHORD WHICH BEARS N65°00'27"W, A DISTANCE OF 37.26 FEET TO THE POINT OF BEGINNING.

SAID PART OF SECTION 4, EXCLUDING SAID EXCEPTIONS, CONTAINS A RESULTING AREA OF 16,793,643 SQUARE FEET OR 385.529 ACRES, MORE OR LESS.

EXCEPTION -3: CAPEHART GOVERNMENT PARCEL B1/B2

RELEASE PART OF CAPEHART PARCEL "B-1 / B-2" (RELEASE PARCEL)

A TRACT OF LAND LOCATED IN THE NE1/4 OF SECTION 4, TOWNSHIP 13 NORTH, RANGE 13 EAST OF THE 6TH P.M., SARPY COUNTY, NEBRASKA, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE SOUTHEAST CORNER OF SAID NE1/4 OF SECTION 4; THENCE S87°06'20"W (ASSUMED BEARING) ALONG THE SOUTH LINE OF SAID NE1/4 OF SECTION 4, A DISTANCE OF 33.00 FEET TO A POINT ON THE WESTERLY RIGHT-OF-WAY LINE OF 25TH STREET SAID POINT ALSO BEING THE POINT OF BEGINNING: THENCE CONTINUING S87°06'20"W ALONG SAID SOUTH LINE OF THE NE1/4 OF SECTION 4, A DISTANCE OF 345.30 FEET; THENCE N02°51'11"W, A DISTANCE OF 423.11 FEET; THENCE NORTHEASTERLY ON A CURVE TO THE LEFT WITH A RADIUS OF 608.51 FEET, A DISTANCE OF 86.96 FEET, SAID CURVE HAVING A LONG CHORD WHICH BEARS N81°08'13"E, A

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DISTANCE OF 86.88 FEET; THENCE N77°02'35"E, A DISTANCE OF 33.12 FEET; THENCE EASTERLY ON A CURVE TO THE RIGHT WITH A RADIUS OF 1038.34 FEET, A DISTANCE OF 190.30 FEET, SAID CURVE HAVING A LONG CHORD WHICH BEARS N82°17'37"E, A DISTANCE OF 190.04 FEET; THENCE N87°32'39"E, A DISTANCE OF 36.87 FEET TO A POINT ON SAID WESTERLY RIGHT-OF-WAY LINE OF 25TH STREET; THENCE S02°51'37"E ALONG SAID WESTERLY RIGHT-OF-WAY LINE OF 25TH STREET, A DISTANCE OF 453.55 FEET TO THE POINT OF BEGINNING.

SAID TRACT OF LAND CONTAINS AN AREA OF 152,773 SQUARE FEET OR 3.507 ACRES, MORE OR LESS.

PROJECT #2000141.01
DATE: 08/07/2002 REVISED: 09/01/2005
E & A CONSULTING GROUP, INC.
12001 "Q" STREET
OMAHA, NEBRASKA 68137

CAPEHART PARCEL "B-3"

(THE SOUTH 1/2 OF THE SW1/4 OF SECTION 4, T13N, R13E)

A TRACT OF LAND LOCATED IN THE SOUTH 1/2 OF THE SW1/4 OF SECTION 4, TOWNSHIP 13 NORTH, RANGE 13 EAST OF THE 6TH P.M., SARPY COUNTY, NEBRASKA, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT THE SOUTHEAST CORNER OF THE SW1/4 OF SAID SECTION 4; THENCE S87°01'45"W (ASSUMED BEARING) ALONG THE SOUTH LINE OF SAID SOUTH 1/2 OF THE SW1/4 OF SECTION 4, A DISTANCE OF 2537.42 FEET; THENCE N02°45'06"W, A DISTANCE OF 75.00 FEET; THENCE S87°01'45"W, A DISTANCE OF 75.00 FEET TO A POINT ON THE EAST RIGHT-OF-WAY LINE OF 36TH STREET; THENCE N02°45'06"W ALONG SAID EAST RIGHT-OF-WAY LINE OF 36TH STREET, A DISTANCE OF 1219.63 FEET TO THE POINT OF INTERSECTION OF SAID EAST RIGHT-OF-WAY LINE OF 36TH STREET AND THE SOUTHERLY RIGHT-OF-WAY LINE OF CAPEHART ROAD; THENCE N87°04'02"E ALONG SAID SOUTHERLY RIGHT-OF-WAY LINE OF CAPEHART ROAD, A DISTANCE OF 2600.06 FEET; THENCE S66°20'41"E ALONG SAID SOUTHERLY RIGHT-OF-WAY LINE OF CAPEHART ROAD, A DISTANCE OF 8.70 FEET TO A POINT ON THE EAST LINE OF SAID SOUTH 1/2 OF THE SW1/4 OF SECTION 4, SAID POINT ALSO BEING ON THE WEST LINE OF THE SE1/4 OF SAID SECTION 4, SAID POINT ALSO BEING ON SAID SOUTHERLY RIGHT-OF-WAY LINE OF CAPEHART ROAD; THENCE S66°20'41"E ALONG SAID SOUTHERLY RIGHT-OF-WAY LINE OF CAPEHART ROAD, A DISTANCE OF 230.18 FEET; THENCE S23°39'19"W, A DISTANCE OF 42.90 FEET TO A POINT ON THE NORTHERLY LINE OF LOT 1, SOUTHDALE, A

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SUBDIVISION LOCATED IN THE SOUTH 1/2 OF SAID SECTION 4; THENCE N62°36'08"W ALONG SAID NORTHERLY LINE OF LOT 1, SOUTHDALE, A DISTANCE OF 5.40 FEET TO A POINT ON SAID NORTHERLY LINE OF LOT 1, SOUTHDALE; THENCE S24°22'49"W ALONG SAID NORTHERLY LINE OF LOT 1, SOUTHDALE, A DISTANCE OF 75.65 FEET TO THE NORTHEAST CORNER OF LOT 2, SOUTHDALE; THENCE S86°53'50"W ALONG SAID NORTH LINE OF LOT 2, SOUTHDALE, A DISTANCE OF 147.19 FEET TO A POINT ON SAID WEST LINE OF THE SW1/4 OF THE SE1/4 OF SECTION 4, SAID POINT ALSO BEING ON SAID NORTH LINE OF LOT 2, SOUTHDALE, SAID POINT ALSO BEING ON SAID EAST LINE OF THE SOUTH 1/2 OF THE SW 1/4 OF SECTION 4; THENCE S86°53'50"W ALONG SAID NORTH LINE OF LOT 2, SOUTHDALE, A DISTANCE OF 2.81 FEET TO THE NORTHWEST CORNER OF SAID LOT 2, SOUTHDALE; THENCE S03°06'11"E ALONG THE WEST LINE OF SAID LOT 2, SOUTHDALE AND THE WEST LINE OF LOT 3B, SOUTHDALE, A DISTANCE OF 1082.67 FEET TO THE POINT OF BEGINNING.

SAID TRACT OF LAND CONTAINS AN AREA OF 3,398,425 SQUARE FEET OR 78.017 ACRES, MORE OR LESS.

PROJECT # 2000141.01
DATE: 09/13/2005
E&A CONSULTING GROUP, INC.
12001 Q STREET
OMAHA, NE 68137

CAPEHART PARCEL "B-4"
(LIFT STATION 1000)

A TRACT OF LAND LOCATED IN THE SW1/4 OF SECTION 3, TOWNSHIP 13 NORTH, RANGE 13 EAST OF THE 6TH P.M. SARPY COUNTY NEBRASKA, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE SOUTHEAST CORNER OF SAID SW1/4 OF SECTION 3; THENCE S85°55'58"W (ASSUMED BEARING) ALONG THE SOUTH LINE OF SAID SW1/4 OF SECTION 3, SAID LINE ALSO BEING THE NORTH LINE OF THE NW1/4 OF SECTION 10, A DISTANCE OF 138.67 FEET; THENCE N04°03'53"W, A DISTANCE 105.89 FEET TO THE POINT OF BEGINNING; THENCE S85°56'07"W, A DISTANCE OF 50.00 FEET; THENCE N04°03'53"W, A DISTANCE OF 50.00 FEET; THENCE N85°56'07"E, A DISTANCE OF 50.00 FEET; THENCE S04°03'53"E, A DISTANCE OF 50.00 FEET TO THE POINT OF BEGINNING.

SAID TRACT OF LAND CONTAINS AN AREA OF 2,500 SQUARE FEET OR 0.057 ACRES, MORE OR LESS.

2000141.01

10/11/02 (EAS)
E&A CONSULTING GROUP
12001 "Q" STREET
OMAHA NE, 98137

CAPEHART PARCEL "B-5"
(PT SEC 3-13-13)

A TRACT OF LAND LOCATED IN THE SW1/4 OF SECTION 3, TOWNSHIP 13 NORTH, RANGE 13 EAST OF THE 6TH P.M., SARPY COUNTY, NEBRASKA, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE SOUTHWEST CORNER OF SAID SECTION 3; THENCE N03°04'10"W (ASSUMED BEARING) ALONG THE WEST LINE OF SAID SW1/4 OF SECTION 3, A DISTANCE OF 189.35 FEET; THENCE N86°55'50"E, A DISTANCE OF 50.00 FEET TO THE POINT OF BEGINNING, SAID POINT ALSO BEING THE POINT OF INTERSECTION OF THE EASTERLY RIGHT-OF-WAY LINE OF 25TH STREET AND THE NORTHERLY RIGHT-OF-WAY LINE OF CAPEHART ROAD; THENCE N03°04'10"W ALONG SAID EASTERLY RIGHT-OF-WAY LINE OF 25TH STREET, A DISTANCE OF 525.52 FEET; THENCE N86°55'46"E, A DISTANCE OF 466.99 FEET; THENCE N03°03'48"W, A DISTANCE OF 220.31 FEET; THENCE NORTHEASTERLY ON A CURVE TO THE RIGHT WITH A RADIUS OF 443.06 FEET, A DISTANCE OF 228.75 FEET, SAID CURVE HAVING A LONG CHORD WHICH BEARS N11°43'21"E, A DISTANCE OF 226.22 FEET TO A POINT ON THE SOUTHERLY LINE OF PARCEL K, A PARCEL LOCATED IN SAID SW1/4 OF SECTION 3; THENCE N53°44'42"W ALONG SAID SOUTHERLY LINE OF PARCEL K, A DISTANCE OF 143.83 FEET; THENCE NORTHWESTERLY ON A CURVE TO THE LEFT WITH A RADIUS OF 192.66 FEET, A DISTANCE OF 107.93 FEET, SAID CURVE HAVING A LONG CHORD WHICH BEARS N69°47'43"W, A DISTANCE OF 106.52 FEET; THENCE N85°50'45"W, A DISTANCE OF 335.32 FEET TO A POINT ON SAID EASTERLY RIGHT-OF-WAY LINE OF 25TH STREET; THENCE N03°04'10"W ALONG SAID EASTERLY RIGHT-OF-WAY LINE OF 25TH STREET, A DISTANCE OF 1235.92 FEET; THENCE N83°06'29"E, A DISTANCE OF 396.44 FEET; THENCE S75°36'32"E, A DISTANCE OF 133.61 FEET; THENCE S76°58'46"E, A DISTANCE OF 163.58 FEET; THENCE N24°29'24"E, A DISTANCE OF 15.20 FEET; THENCE S65°30'36"E, A DISTANCE OF 18.20 FEET; THENCE S24°29'24"W, A DISTANCE OF 14.69 FEET; THENCE S73°15'56"W, A DISTANCE OF 29.88 FEET; THENCE S62°11'25"E, A DISTANCE OF 729.53 FEET; THENCE S41°07'43"E, A DISTANCE OF 202.60 FEET; THENCE S14°37'33"E, A DISTANCE OF 264.97 FEET; THENCE S22°55'38"W, A DISTANCE OF 701.52 FEET; THENCE S26°51'08"E, A DISTANCE OF 165.99 FEET; THENCE S11°33'54"E, A DISTANCE OF 99.70 FEET; THENCE S06°03'31"E, A DISTANCE OF 86.12 FEET; THENCE S35°32'34"W, A DISTANCE OF 278.51 FEET; THENCE S04°28'31"E, A DISTANCE OF 422.27 FEET TO A POINT ON SAID NORTHERLY RIGHT-OF-WAY LINE OF CAPEHART ROAD; THENCE N87°55'13"W ALONG SAID NORTHERLY RIGHT-OF-WAY LINE OF CAPEHART ROAD, A

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DISTANCE OF 667.19 FEET; THENCE N03°04'10"W, A DISTANCE OF 60.24 FEET; THENCE N87°55'13"W, A DISTANCE OF 54.41 FEET; THENCE S03°04'10"E, A DISTANCE OF 60.24 FEET TO A POINT ON SAID NORTHERLY RIGHT-OF-WAY LINE OF CAPEHART ROAD; THENCE N87°55'13"W ALONG SAID NORTHERLY RIGHT-OF-WAY LINE OF CAPEHART ROAD, A DISTANCE OF 409.97 FEET TO THE POINT OF BEGINNING.

SAID TRACT OF LAND CONTAINS AN AREA OF 2,745,668 SQUARE FEET OR 63.03 ACRES, MORE OR LESS.

PROJECT # 2000141.01
DATE: 09/07/2005
E&A CONSULTING GROUP, INC.
12001 Q STREET
OMAHA, NE 68137

HISTORICAL HOUSING PARCEL "C-1"

A tract of land located in the SW 1/4 of Section 2, Township 13 North, Range 13 East of the 6th P.M., Sarpy County, Nebraska, more particularly described as follows:

Commencing at the Southwest corner of said Section 2; thence N87°48'44"E (assumed bearing) along the South line of said Section 2, a distance of 786.26 feet; thence N02°11'16"W, a distance of 1226.98 feet to the point of beginning; thence N58°24'02"W, a distance of 43.56 feet; thence Northwesterly on a curve to the right with a radius of 280.00 feet, a distance of 68.87 feet, said curve having a long chord which bears N51°21'16"W, a distance of 68.70 feet; thence N44°18'29"W, a distance of 41.40 feet; thence S53°58'48"W, a distance of 23.09 feet; thence Northwesterly on a curve to the left with a radius of 200.00 feet, a distance of 50.22 feet, said curve having a long chord which bears N59°27'44"W, a distance of 50.09 feet; thence N66°39'21"W, a distance of 53.39 feet; thence Westerly on a curve to the left with a radius of 215.00 feet, a distance of 89.45 feet, said curve having a long chord which bears N78°34'29"W, a distance of 88.81 feet; thence N03°37'57"W, a distance of 211.94 feet; thence Northerly on a curve to the right with a radius of 1650.00 feet, a distance of 114.02 feet, said curve having a long chord which bears N01°39'11"W, a distance of 113.99 feet; thence N00°19'36"E, a distance of 121.43 feet; thence S89°27'53"E, a distance of 17.90 feet; thence Southerly on a curve to the right with a radius of 5.00 feet, a distance of 7.85 feet, said curve having a long chord which bears S44°27'53"E, a distance of 7.07 feet; thence S89°27'53"E, a distance of 25.50 feet; thence Easterly on a curve to the right with a radius of 5.00 feet, a distance of 7.85 feet, said curve having a long chord which bears N45°32'07"E, a distance of 7.07 feet; thence S89°27'53"E, a distance of 12.58 feet; thence N00°32'07"E, a distance of 148.93 feet; thence S67°33'56"E, a distance of 25.23 feet; thence N22°26'04"E, a distance of 12.58 feet; thence Southeasterly on a curve to the right with a radius of 5.00 feet, a distance of 7.85 feet, said curve having a long chord which bears N67°26'04"E, a distance of 7.07 feet;

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thence N22°26'04"E, a distance of 26.00 feet; thence N89°26'04"E, a distance of 35.43 feet; thence N22°26'04"E, a distance of 152.50 feet; thence S67°33'56"E, a distance of 82.50 feet; thence N55°16'25"E, a distance of 28.47 feet; thence N29°26'04"E, a distance of 47.50 feet; thence S68°03'56"E, a distance of 70.00 feet; thence N26°42'04"E, a distance of 34.90 feet; thence Northwesterly on a curve to the left with a radius of 14.00 feet, a distance of 12.89 feet, said curve having a long chord which bears N00°18'53"E, a distance of 12.44 feet; thence S38°42'49"E, a distance of 145.37 feet; thence Southwesterly on a curve to the right with a radius of 32.00 feet, a distance of 34.90 feet, said curve having a long chord which bears S07°28'01"E, a distance of 33.20 feet; thence Southwesterly on a curve to the left with a radius of 5434.50 feet, a distance of 248.48 feet, said curve having a long chord which bears S22°28'12"W, a distance of 248.46 feet; thence S21°09'37"W, a distance of 70.35 feet; thence Southerly on a curve to the left with a radius of 824.50 feet, a distance of 321.64 feet, said curve having a long chord which bears S09°59'04"W, a distance of 319.61 feet; thence Southerly on a curve to the right with a radius of 26534.50 feet, a distance of 198.54 feet, said curve having a long chord which bears S01°24'20"E, a distance of 198.54 feet to the point of beginning.

Said tract of land contains an area of 283,890 square feet or 6.517 acres, more or less.

#2000141.03jaf

04/20/2004

E & A CONSULTING GROUP, INC.

12201 "Q" STREET

OMAHA, NEBRASKA 68137

HISTORICAL HOUSING PARCEL "C-2"

A tract of land located in the West 1/2 of Section 2, Township 13 North, Range 13 East of the 6th P.M., Sarpy County, Nebraska, more particularly described as follows:

Commencing at the Southwest corner of said Section 2; thence N87°48'44"E (assumed bearing) along the South line of said Section 2, a distance of 1117.56 feet; thence N02°11'16"W, a distance of 2277.43 feet to the point of beginning; thence N63°43'23"W, a distance of 140.52 feet; thence N38°31'26"W, a distance of 21.79 feet; thence Northwesterly on a curve to the right with a radius of 17.50 feet, a distance of 9.97 feet, said curve having a long chord which bears N22°12'21"W, a distance of 9.83 feet; thence S84°06'45"W, a distance of 6.82 feet; thence S05°53'15"E, a distance of 2.87 feet; thence Northwesterly on a curve to the right with a radius of 3.20 feet, a distance of 4.21 feet, said curve having a long chord which bears N58°14'03"W, a distance of 3.91 feet; thence Northwesterly on a curve to the left with a radius of 9.00 feet, a distance of 5.75 feet, said curve having a long chord which bears N38°53'41"W, a distance of 5.66 feet; thence N57°12'31"W, a distance of 30.38 feet; thence N28°48'29"E, a distance of 176.82 feet; thence Northeasterly on a curve to the left with a radius of 1534.50 feet, a distance of 349.93 feet, said curve having a long chord which

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bears N59°14'43"E, a distance of 349.17 feet; thence Northeasterly on a curve to the left with a radius of 614.50 feet, a distance of 70.26 feet, said curve having a long chord which bears N49°26'13"E, a distance of 70.22 feet; thence Southwesterly on a curve to the right with a radius of 10.90 feet, a distance of 32.12 feet, said curve having a long chord which bears S49°24'54"E, a distance of 21.70 feet; thence Southwesterly on a curve to the left with a radius of 2604.50 feet, a distance of 255.72 feet, said curve having a long chord which bears S32°11'43"W, a distance of 255.62 feet; thence Southwesterly on a curve to the left with a radius of 6304.50 feet, a distance of 290.63 feet, said curve having a long chord which bears S28°03'43"W, a distance of 290.61 feet to the point of beginning.

Said tract of land contains an area of 74,893 square feet or 1.719 acres, more or less.

#2000141.03jaf

04/15/2004

E & A CONSULTING GROUP, INC.

12201 "Q" STREET

OMAHA, NEBRASKA 68137

HISTORICAL HOUSING PARCEL "C-3"

A tract of land located in the West 1/2 of Section 2, Township 13 North, Range 13 East of the 6th P.M., Sarpy County, Nebraska, more particularly described as follows:

Commencing at the Southwest corner of said Section 2; thence N87°48'44"E (assumed bearing) along the South line of said Section 2, a distance of 1441.42 feet; thence N02°11'16"W, a distance of 2827.17 feet to the point of beginning; thence S57°00'18"W, a distance of 37.60 feet; thence S46°06'54"W, a distance of 47.75 feet; thence Southwesterly on a curve to the right with a radius of 585.50 feet, a distance of 67.42 feet, said curve having a long chord which bears S49°24'49"W, a distance of 67.38 feet; thence Southwesterly on a curve to the right with a radius of 1505.50 feet, a distance of 256.84 feet, said curve having a long chord which bears S57°35'59"W, a distance of 256.53 feet; thence N13°10'16"W, a distance of 85.28 feet; thence Northeasterly on a curve to the right with a radius of 95.50 feet, a distance of 64.90 feet, said curve having a long chord which bears N06°17'54"E, a distance of 63.66 feet; thence N38°24'49"W, a distance of 45.60 feet; thence N02°03'07"E, a distance of 56.99 feet; thence N36°31'32"E, a distance of 77.20 feet; thence Northeasterly on a curve to the right with a radius of 240.50 feet, a distance of 43.03 feet, said curve having a long chord which bears N41°39'06"E, a distance of 42.98 feet; thence N46°46'39"E, a distance of 94.04 feet; thence S55°37'34"E, a distance of 115.23 feet; thence S56°49'58"E, a distance of 95.31 feet; thence S50°10'13"E, a distance of 71.01 feet to the point of beginning.

Said tract of land contains an area of 79,788 square feet or 1.832 acres, more or less.

#2000141.03jaf

04/15/2004 Revised: 10/15/2004
E & A CONSULTING GROUP, INC.
12201 "Q" STREET
OMAHA, NEBRASKA 68137

HISTORICAL HOUSING PARCEL "D"

A tract of land located in the SW 1/4 of Section 2, Township 13 North, Range 13 East of the 6th P.M., Sarpy County, Nebraska, more particularly described as follows:

Commencing at the Southwest corner of said Section 2; thence N87°48'44"E (assumed bearing) along the South line of said Section 2, a distance of 1899.95 feet; thence N02°11'16"W, a distance of 497.19 feet to the point of beginning; thence Northwesterly on a curve to the right with a radius of 35.50 feet, a distance of 21.42 feet, said curve having a long chord which bears N73°54'10"W, a distance of 21.09 feet; thence Northerly on a curve to the right with a radius of 23.50 feet, a distance of 22.58 feet, said curve having a long chord which bears N29°05'25"W, a distance of 21.72 feet; thence N01°33'39"W, a distance of 468.96 feet; thence Northeasterly on a curve to the right with a radius of 685.50 feet, a distance of 168.42 feet, said curve having a long chord which bears N05°28'40"E, a distance of 168.00 feet; thence N12°30'59"E, a distance of 34.14 feet; thence N02°20'33"E, a distance of 34.56 feet; thence Northeasterly on a curve to the right with a radius of 36.50 feet, a distance of 25.33 feet, said curve having a long chord which bears N22°13'30"E, a distance of 24.83 feet; thence Northeasterly on a curve to the right with a radius of 94.50 feet, a distance of 48.98 feet, said curve having a long chord which bears N56°57'25"E, a distance of 48.44 feet; thence Southeasterly on a curve to the right with a radius of 48.00 feet, a distance of 60.19 feet, said curve having a long chord which bears S72°16'05"E, a distance of 56.33 feet; thence Southeasterly on a curve to the right with a radius of 149.50 feet, a distance of 23.84 feet, said curve having a long chord which bears S31°46'28"E, a distance of 23.81 feet; thence S27°12'24"E, a distance of 52.99 feet; thence Southerly on a curve to the right with a radius of 179.50 feet, a distance of 79.44 feet, said curve having a long chord which bears S14°31'44"E, a distance of 78.79 feet; thence S01°51'04"E, a distance of 85.97 feet; thence S59°36'53"W, a distance of 19.03 feet; thence S01°23'07"E, a distance of 322.32 feet; thence N89°36'53"E, a distance of 19.35 feet; thence S01°51'04"E, a distance of 162.68 feet; thence S02°46'12"W, a distance of 10.96 feet; thence Westerly on a curve to the right with a radius of 24.50 feet, a distance of 36.79 feet, said curve having a long chord which bears S45°47'32"W, a distance of 33.43 feet; thence S88°48'52"W, a distance of 135.71 feet to the point of beginning.

Said tract of land contains an area of 131,988 square feet or 3.030 acres, more or less.

#2000141.03jaf
04/15/2004
E & A CONSULTING GROUP, INC.

2008-33550 V

12201 "Q" STREET
OMAHA, NEBRASKA 68137