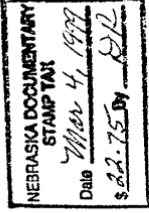


1195

WHEN RECORDED MAIL TO:

ANT, LLC
4545 Fuller Drive, Suite 100
Irving, Texas 75038
Attention: Title & Escrow Department

RECORDED AT THE REQUEST OF:



88 STATE OF NEBRASKA COUNTY OF OTOE, Filed for
record in the REGISTER OF DEEDS, March 4, 1999
at 4:08 PM, recorded in Book # 198 of 225
Page 360 Kellyn Siege, Registrar of Deeds, Deputy
Fee: \$21.50 Entered Indexed Paged Copied

QUITCLAIM DEED

THIS INDENTURE WITNESSETH: That **THE BURLINGTON NORTHERN AND SANTA FE RAILWAY COMPANY**, a Delaware corporation (formerly Burlington Northern Railroad Company), of 2650 Lou Menk Drive, Fort Worth, Texas 76131-2830, ("Grantor"), for and in consideration of Ten and No/100 Dollars, and other good and valuable consideration, in hand paid, conveys and quitclaims, without any covenants of warranty whatsoever, and without recourse to Grantor, its successors and assigns, to **ANT, I.L.C.**, a Delaware limited liability company, and its successors and assignees, whose address is 201 Mission Street, Pacific Gateway Building, San Francisco, California 94105, ("Grantee"), all of Grantor's right, title and interest, if any, in real estate (as defined in Neb. Stat. 76-2(1)) and improvements located in the County of Otoe, State of Nebraska, as such real property ("Premises") is more particularly described in Exhibit "A", consisting of one (1) page, attached hereto and made a part hereof.

TOGETHER with all tenements, hereditaments and appurtenances, if any, on the Premises, and any reversions, remainders, rents, issues or profits on the Premises.

SUBJECT, however, to all valid existing interests of third parties in the Premises, including but not limited to, reservations, rights of way and other encumbrances of record.

EXCEPTING AND RESERVING unto Grantor, its successors, assignees, lessees and/or licensees (hereinafter "Grantor") all coal, oil, gas, casing head gas and all ores and minerals of every kind and nature, and all water, underlying the surface of the Premises, except with no right of entry onto the surface, or above a depth 500 feet below the surface, of the Premises.

ALSO RESERVING unto Grantor a nonexclusive permanent easement to operate, maintain, reconstruct and modify any and all fiber optic lines, communication lines used by Grantor, and facilities related to such fiber optic lines or communication lines, in the location where such lines or facilities exist on the date of delivery of this Deed, including related rights of ingress and egress, as necessary across the Premises for the sole purpose of operating, maintaining and, as necessary, reconstructing such lines in the same location as they exist on January 30, 1998, provided that all activities of Grantor in the exercise of rights under this Paragraph of this Deed shall occur in a manner that minimizes any interference with any activities or improvements then present on the Premises.

TO HAVE AND TO HOLD the same unto Grantee, and its successors and assignees, forever.

IN WITNESS WHEREOF, the said Grantor has caused this instrument to be signed by its authorized representative, attested by its Assistant Secretary, and its corporate seal to be affixed hereto, as of the 24th day of February, 1998.

THE BURLINGTON NORTHERN AND
SANTA FE RAILWAY COMPANY

By:

D. P. Schneider
D. P. Schneider
General Director Real Estate

ATTEST:

By:

Margaret R. Aclin
Margaret R. Aclin
Assistant Secretary



STATE OF TEXAS

§
§ ss.
§

COUNTY OF TARRANT

The foregoing instrument was acknowledged before me on this 6th day of October, 1998, by D. P. Schneider, General Director Real Estate and Margaret R. Aclin, Assistant Secretary, of **THE BURLINGTON NORTHERN AND SANTA FE RAILWAY COMPANY, a Delaware corporation**, on behalf of the corporation.



Doris P. Lodics
Notary Public

My commission expires: 1-17-2000

FORM APPROVED BY LAW

EXHIBIT "A"

Parcel 01195 Q

That portion of Block 45 of the South Nebraska Addition to Nebraska City, Nebraska and lying Northwesterly of a line drawn parallel with and distant 20.0 feet Northwesterly of, as measured at right angles from the Burlington Northern and Santa Fe Railway Company's (formerly Chicago, Burlington and Quincy Railroad Company) Side Track No. 11 centerline, as now located and constructed upon, over and across said Block 45, and all lying Southerly of a line drawn parallel with and distant 8.5 feet Southerly of, as measured at right angles from said Railway Company's Spur Track No. 103 centerline, as now located and constructed upon, over and across said Block 45.