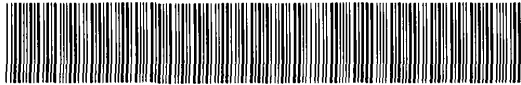




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Received - DIANE L. BATTIATO  
Register of Deeds, Douglas County, NE  
9/15/2011 10:43:05.13



2011078022

THIS PAGE INCLUDED FOR INDEXING  
PAGE DOWN FOR BALANCE OF INSTRUMENT

COX COMMUNICATIONS  
Return To: STEPHANIE PANTALEON  
401 N. 117th St.  
OMAHA, NE 68154

Check Number

## Exhibit D

WHEN RECORDED RETURN TO: STEPHANIE PANTALEON  
 Cox Communications Omaha, Inc.  
 401 N 117th St.  
 OMAHA, NE 68154

MEMORANDUM OF AGREEMENT  
 (NEBRASKA)

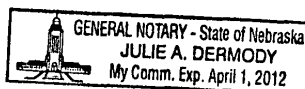
PLEASE TAKE NOTICE that **Colonial Hotel and Apartments, Inc** ("Owner") and CoxCom, Inc. d/b/a Cox Communications Omaha, Inc., a Nebraska corporation ("Cox Communications") have entered into a Telecommunications Agreement ("Agreement") dated July 6, 2010 which, in accordance with its terms, entitles Cox Communications to provide cable television services throughout the property described on Exhibit B attached hereto and incorporated herein by this reference. Among other things, the Agreement provides Cox Communications with rights of ingress and egress to the property necessary or useful to provide such service and maintain its facilities on the property used in providing such services. The Agreement binds any successors and assigns of the Owner in accordance with its terms. A copy of relevant provisions of the Agreement will be provided to any properly interested person upon written request.

Cox Communications requests that it receive notice of any pending trustee or foreclosure sale or receivership, bankruptcy or other proceeding affecting the property, sent to the address above.

IN WITNESS WHEREOF, the parties have caused this Agreement to be executed by their duly authorized representatives as of the date and year first above written.

Cox Communications Omaha  
 A Nebraska corporation

By: [Signature]  
 Its: VP of Sales  
 Print Name: Jeff Butler



STATE OF NEBRASKA  
 COUNTY OF DOUGLAS

The foregoing instrument was acknowledged before me this 1 day of Sept, 2010 by Jeff Butler, the Vice President of Cox Communications Omaha, Inc. a Nebraska corporation, on behalf of said corporation.

[Signature]  
 NOTARY PUBLIC  
 My Commission Expires: 4/1/12

VP OF SALES

Colonial Hotel and Apartments, Inc

By: [Signature]  
 Its: President  
 Print Name: Danney Houghton

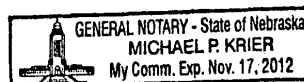
STATE OF Nebraska  
 COUNTY OF Douglas

The foregoing instrument was acknowledged before me this 12th day

of July, 2010 by Danney Houghton as

President of Colonial Hotel and Apartments, Inc., on behalf of said company.

[Signature]  
 NOTARY PUBLIC  
 My Commission Expires: June 17, 2012



KELLOG HOTEL  
 2454 HARNEY ST.  
 OMAHA, NE

## Exhibit B

Property Description

THAT PART OF LOTS FIVE (5) AND SIX (6), AND ALL OF LOT SEVEN (7), KELLOGG PLACE, AN ADDITION TO THE CITY OF OMAHA, DOUGLAS COUNTY, NEBRASKA, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT THE NORTHWEST CORNER OF SAID LOT 6, THENCE SOUTHEASTERLY 90.8 FEET TO A POINT ON THE EAST LINE OF SAID LOT 6, 84 FEET SOUTH OF THE NORTHEAST CORNER THEREOF; THENCE SOUTHEASTERLY 63.75 FEET TO THE NORTHEAST CORNER OF SAID LOT 7, THENCE SOUTH ALONG THE EAST LINE OF LOT 7 FOR 142 FEET; THENCE WEST ALONG THE SOUTH LINE OF LOT 7 FOR 75 FEET; THENCE NORTH ALONG THE WEST LINE OF LOTS 7 AND 6 FOR A DISTANCE OF 284 FEET TO THE POINT OF BEGINNING.