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DECLARATION OF EASEMENTS

This Declaration, made this 29th day of July, 1977 by OLD MILL INVESTMENTS NO. 1, INC., a Nebraska corporation, ("Grantor").

KNOW ALL MEN BY THESE PRESENTS:

WHEREAS, Grantor is the owner of the five parcels of real estate described in Exhibits 1, 2, 3, 4 and 5 attached hereto;

WHEREAS, Grantor is developing and improving said real estate as an office park development, to be known as Old Mill Office Park, and desires to provide for parking areas, vehicular and pedestrian ingress and egress, and general common areas consistent with a "campus-style" office park development;

WHEREAS, Grantor, as owner of each of the parcels described in the aforesaid exhibits desires to grant, establish, create and declare easements over, through, and across a certain portion of said parcels for the benefit of Grantor, its successors and assigns, and owners and lessees of property in Old Mill Office Park; and

WHEREAS, said easements are made pursuant to a general plan of development and in part as an inducement to obtain long-term financing for said development;

NOW, THEREFORE, Grantor, for itself, its successors and assigns, does hereby grant, establish, create and declare that the following-described real estate in Old Mill Plaza, a subdivision in Douglas County, Nebraska:

That part of Lot 14, Old Mill Plaza, a subdivision in Douglas County, Nebraska, described as follows: Beginning at the Southeast corner of said Lot 14; thence N 57° 32' 30" W along the Northerly R.O.W. line of Old Mill Road, a distance of 287.23 feet to a point of curve; thence on a curve to the left (having a radius of 596.17 feet, long chord bearing N 61° 31' 55" W, and long chord length of 82.97 feet) for an arc distance of 83.04 feet; thence N 32° 27' 30" E along a line being 370.0 feet Northwesterly and parallel with the Easterly line of said Lot 14, a distance of 592.79 feet to the Southerly curved R.O.W. line of Interstate Highway No. 680; thence along said R.O.W. line on a curve to the right (having a radius of 1015.92 feet, long chord bearing of S 44° 03' 25" E, and long chord length of 330.26 feet) for an arc distance of 331.73 feet; thence S 34° 42' 09" E along

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said R.O.W. line, a distance of 53.0 feet to the Northeast corner of said Lot 14; thence S 32° 27' 30" W along the Easterly line of said Lot 14, a distance of 489.44 feet to the point of beginning, EXCEPT that part of Lot 14, said Old Mill Plaza, more particularly described as follows: Commencing at the Southeast corner of said Lot 14; thence N 32° 27' 30" E along the Easterly line of said Lot 14, a distance of 75.0 feet; thence N 57° 32' 30" W perpendicular to the Easterly line of said Lot 14, a distance of 100.0 feet to the true point of beginning; thence continuing N 57° 32' 30" W, 265.0 feet; thence N 32° 27' 30" E, 130.0 feet; thence S 57° 32' 30" E, 132.5 feet; thence S 32° 27' 30" W, 2.5 feet; thence S 57° 32' 30" E, 17.5 feet; thence N 32° 27' 30" E, 125.0 feet; thence N 57° 32' 30" W, 15.0 feet; thence N 32° 27' 30" E, 27.5 feet; thence N 57° 37' 30" W, 135.0 feet; thence N 32° 27' 30" E, 130.0 feet; thence S 57° 32' 30" E, 135.0 feet; thence S 32° 27' 30" W, 30.0 feet; thence S 57° 32' 30" E, 135.0 feet; thence S 32° 27' 30" W, 127.5 feet; thence S 57° 32' 30" E, 10.0 feet; thence S 32° 27' 30" W, 125.0 feet; thence N 57° 32' 30" W, 15.0 feet; thence S 32° 27' 30" W, 127.5 feet to the true point of beginning.
(Containing 118,570 square feet; 2.72 acres.)

shall be and hereby is an easement and right-of-way for the purposes of vehicular parking, ingress and egress, and general access by vehicles and pedestrians for the use and benefit of and by Grantor, its successors and assigns, and owners and lessees of property described as Lots 14 and 15, Old Mill Plaza, a subdivision in Douglas County, Nebraska and commonly known as Old Mill Office Park and their employees, guests, invitees, and agents.

This grant, establishment, creation and declaration is hereby made subject to the following:

1. Said easements are non-exclusive and Grantor reserves the right to grant the use of said easements to other persons.
2. Grantor reserves the right to grant further and additional uses of said easement and right-of-way, including but not limited to the right of Grantor itself to locate, construct, maintain and use, or authorize the location, construction, maintenance and use of conduits and other facilities for any and all utility purposes, gas, sewer, water, electricity and phone, or all or any of them, over, under or along said easement and right-of-way. Grantor shall have the right to designate the portion thereof to be used by the particular utility.
3. The fee simple titles to the real property included in the easement and right-of-way shall remain in Grantor, and Grantor and its successors and assigns shall have the full, unrestricted right and power to mortgage, assign, deed or otherwise



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transfer said fee simple titles to all or part of such real property, subject, however, to the easement and right-of-way herein created. Any such mortgage, assignment, deed or other transfer shall include and transfer to the mortgagee, assignee, grantee and transferee the rights, power and privileges reserved by and to the Grantor hereunder.

IN WITNESS WHEREOF, Old Mill Investments No. 1, Inc. has executed this Declaration of Easements the year and day first above written.



OLD MILL INVESTMENTS NO. 1, INC.

By Warren L. Jacobs

STATE OF NEBRASKA)
) SS.
COUNTY OF DOUGLAS)

On this 29 day of July, 1977, before me, a Notary Public duly commissioned and qualified in and for said County, personally came the above-named Warren L. Jacobs, President of Old Mill Investments No. 1, Inc., who is personally known to me to be the identical person whose name is affixed to the above instrument as President of said corporation, and he acknowledged the instrument to be his voluntary act and deed, and the voluntary act and deed of said corporation.

Witness my hand and official seal, at Omaha, in said County, the date aforesaid.

John A. Rickerson
Notary Public

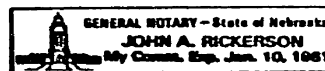


Exhibit 1

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That part of Lot 14 Old Mill Plaza, a subdivision in Douglas County, Nebraska, more particularly described as follows: Commencing at the Southeast corner of Lot 14, said Old Mill Plaza; thence N 32° 27' 30" E along the Easterly line of said Lot 14, a distance of 75.0 feet; thence N 57° 32' 30" W perpendicular to the Easterly line of said Lot 14, a distance of 232.5 feet to the true point of beginning; thence continuing N 57° 32' 30" W 132.5 feet; thence N 32° 27' 30" E 130.0 feet; thence S 57° 32' 30" E 132.5 feet; thence S 32° 27' 30" W 130.0 feet to the true point of beginning.
(commonly known as Parcel A, Phase II, Old Mill Office Park)

together with an undivided one-fifth (1/5) interest in the following described property:

That part of Lot 14, Old Mill Plaza, a subdivision in Douglas County, Nebraska, described as follows: Beginning at the Southeast corner of said Lot 14; thence N 57° 32' 30" W along the Northerly R.O.W. line of Old Mill Road, a distance of 287.23 feet to a point of curve; thence on a curve to the left (having a radius of 596.17 feet, long chord bearing N 61° 31' 55" W, and long chord length of 82.97 feet) for an arc distance of 83.04 feet; thence N 32° 27' 30" E along a line being 370.0 feet Northwesterly and parallel with the Easterly line of said Lot 14, a distance of 592.79 feet to the Southerly curved R.O.W. line of Interstate Highway No. 680; thence along said R.O.W. line on a curve to the right (having a radius of 1015.92 feet, long chord bearing of S 44° 03' 25" E, and long chord length of 330.26 feet) for an arc distance of 331.73 feet; thence S 34° 42' 09" E along said R.O.W. line, a distance of 53.0 feet to the Northeast corner of said Lot 14; thence S 32° 27' 30" W along the Easterly line of said Lot 14, a distance of 489.44 feet to the point of beginning, EXCEPT that part of Lot 14, said Old Mill Plaza, more particularly described as follows: Commencing at the Southeast corner of said Lot 14; thence N 32° 27' 30" E along the Easterly line of said Lot 14, a distance of 75.0 feet; thence N 57° 32' 30" W perpendicular to the Easterly line of said Lot 14, a distance of 100.0 feet to the true point of beginning; thence continuing N 57° 32' 30" W, 265.0 feet; thence N 32° 27' 30" E, 130.0 feet; thence S 57° 32' 30" E, 132.5 feet; thence S 32° 27' 30" W, 2.5 feet; thence S 57° 32' 30" E, 17.5 feet; thence N 32° 27' 30" E, 125.0 feet; thence N 57° 32' 30" W, 15.0 feet; thence N 32° 27' 30" E, 27.5 feet; thence N 57° 37' 30" W, 135.0 feet; thence N 32° 27' 30" E, 130.0 feet; thence S 57° 32' 30" E, 135.0 feet; thence S 32° 27' 30" W, 30.0 feet; thence S 57° 32' 30" E, 135.0 feet; thence S 32° 27' 30" W, 127.5 feet; thence S 57° 32' 30" E, 10.0 feet; thence S 32° 27' 30" W, 125.0 feet; thence N 57° 32' 30" W, 15.0 feet; thence S 32° 27' 30" W, 127.5 feet to the true point of beginning. (Containing 118,570 square feet; 2.72 acres.)

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Exhibit 2

That part of Lot 14 Old Mill Plaza, a subdivision in Douglas County, Nebraska, more particularly described as follows: Commencing at the Southeast corner of Lot 14, said Old Mill Plaza, thence N 32° 27' 30" E along the Easterly line of said Lot 14, a distance of 75.0 feet; thence N 57° 32' 30" W perpendicular to the Easterly line of said Lot 14, a distance of 100.0 feet to the true point of beginning; thence continuing N 57° 32' 30" W 132.5 feet; thence N 32° 27' 30" E 127.5 feet; thence S 57° 32' 30" E 132.5 feet; thence S 32° 27' 30" W 127.5 feet to the true point of beginning. (commonly known as Parcel B, Phase II, Old Mill Office Park)

together with an undivided one-fifth (1/5) interest in the following described property:

That part of Lot 14, Old Mill Plaza, a subdivision in Douglas County, Nebraska, described as follows: Beginning at the Southeast corner of said Lot 14; thence N 57° 32' 30" W along the Northerly R.O.W. line of Old Mill Road, a distance of 287.23 feet to a point of curve; thence on a curve to the left (having a radius of 596.17 feet, long chord bearing N 61° 31' 55" W, and long chord length of 82.97 feet) for an arc distance of 83.04 feet; thence N 32° 27' 30" E along a line being 370.0 feet Northwesterly and parallel with the Easterly line of said Lot 14, a distance of 592.79 feet to the Southerly curved R.O.W. line of Interstate Highway No. 680; thence along said R.O.W. line on a curve to the right (having a radius of 1015.92 feet, long chord bearing of S 44° 03' 25" E, and long chord length of 330.26 feet) for an arc distance of 331.73 feet; thence S 34° 42' 09" E along said R.O.W. line, a distance of 53.0 feet to the Northeast corner of said Lot 14; thence S 32° 27' 30" W along the Easterly line of said Lot 14, a distance of 489.44 feet to the point of beginning, EXCEPT that part of Lot 14, said Old Mill Plaza, more particularly described as follows: Commencing at the Southeast corner of said Lot 14; thence N 32° 27' 30" E along the Easterly line of said Lot 14, a distance of 75.0 feet; thence N 57° 32' 30" W perpendicular to the Easterly line of said Lot 14, a distance of 100.0 feet to the true point of beginning; thence continuing N 57° 32' 30" W, 265.0 feet; thence N 32° 27' 30" E, 130.0 feet; thence S 57° 32' 30" E, 132.5 feet; thence S 32° 27' 30" W, 2.5 feet; thence S 57° 32' 30" E, 17.5 feet; thence N 32° 27' 30" E, 125.0 feet; thence N 57° 32' 30" W, 15.0 feet; thence N 32° 27' 30" E, 27.5 feet; thence N 57° 37' 30" W, 135.0 feet; thence N 32° 27' 30" E, 130.0 feet; thence S 57° 32' 30" E, 135.0 feet; thence S 32° 27' 30" W, 30.0 feet; thence S 57° 32' 30" E, 135.0 feet; thence S 32° 27' 30" W, 127.5 feet; thence S 57° 32' 30" E, 10.0 feet; thence S 32° 27' 30" W, 125.0 feet; thence N 57° 32' 30" W, 15.0 feet; thence S 32° 27' 30" W, 127.5 feet to the true point of beginning. (Containing 118,570 square feet; 2.72 acres.)

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Exhibit 3

That part of Lot 14 Old Mill Plaza, a subdivision in Douglas County, Nebraska, more particularly described as follows: Commencing at the Southeast corner of Lot 14, said Old Mill Plaza, thence N 32° 27' 30" E along the Easterly line of said Lot 14, a distance of 202.5 feet; thence N 57° 32' 30" W perpendicular to the Easterly line of said Lot 14, a distance of 85.0 feet to the true point of beginning; thence continuing N 57° 32' 30" W 130.0 feet thence N 32° 27' 30" E 125.0 feet; thence S 57° 32' 30" E 130.0 feet; thence S 32° 27' 30" W 125.0 feet to the true point of beginning. (commonly known as Parcel C, Phase II, Old Mill Office Park)

together with an undivided one-fifth (1/5) interest in the following described property:

That part of Lot 14, Old Mill Plaza, a subdivision in Douglas County, Nebraska, described as follows: Beginning at the Southeast corner of said Lot 14; thence N 57° 32' 30" W along the Northerly R.O.W. line of Old Mill Road, a distance of 287.23 feet to a point of curve; thence on a curve to the left (having a radius of 596.17 feet, long chord bearing N 61° 31' 55" W, and long chord length of 82.97 feet) for an arc distance of 83.04 feet; thence N 32° 27' 30" E along a line being 370.0 feet Northwesterly and parallel with the Easterly line of said Lot 14, a distance of 592.79 feet to the Southerly curved R.O.W. line of Interstate Highway No. 680; thence along said R.O.W. line on a curve to the right (having a radius of 1015.92 feet, long chord bearing of S 44° 03' 25" E, and long chord length of 330.26 feet) for an arc distance of 331.73 feet; thence S 34° 42' 09" E along said R.O.W. line, a distance of 53.0 feet to the Northeast corner of said Lot 14; thence S 32° 27' 30" W along the Easterly line of said Lot 14, a distance of 489.44 feet to the point of beginning, EXCEPT that part of Lot 14, said Old Mill Plaza, more particularly described as follows: Commencing at the Southeast corner of said Lot 14; thence N 32° 27' 30" E along the Easterly line of said Lot 14, a distance of 75.0 feet; thence N 57° 32' 30" W perpendicular to the Easterly line of said Lot 14, a distance of 100.0 feet to the true point of beginning; thence continuing N 57° 32' 30" W, 265.0 feet; thence N 32° 27' 30" E, 130.0 feet; thence S 57° 32' 30" E, 132.5 feet; thence S 32° 27' 30" W, 2.5 feet; thence S 57° 32' 30" E, 17.5 feet; thence N 32° 27' 30" E, 125.0 feet; thence N 57° 32' 30" W, 15.0 feet; thence N 32° 27' 30" E, 27.5 feet; thence N 57° 37' 30" W, 135.0 feet; thence N 32° 27' 30" E, 130.0 feet; thence S 57° 32' 30" E, 135.0 feet; thence S 32° 27' 30" W, 30.0 feet; thence S 57° 32' 30" E, 135.0 feet; thence S 32° 27' 30" W, 127.5 feet; thence S 57° 32' 30" E, 10.0 feet; thence S 32° 27' 30" W, 125.0 feet; thence N 57° 32' 30" W, 15.0 feet; thence S 32° 27' 30" W, 127.5 feet to the true point of beginning. (Containing 118,570 square feet; 2.72 acres.)

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Exhibit 4

That part of Lot 14 Old Mill Plaza, a subdivision in Douglas County, Nebraska, more particularly described as follows: Commencing at the Southeast corner of Lot 14, said Old Mill Plaza, thence N 32° 27' 30" E along the Easterly line of said Lot 14, a distance of 327.5 feet; thence N 57° 32' 30" W perpendicular to the Easterly line of said Lot 14, a distance of 95.0 feet to the true point of beginning; thence continuing N 57° 32' 30" W 135.0 feet thence N 32° 27' 30" E 127.5 feet; thence S 57° 32' 30" E 135.0 feet; thence S 32° 27' 30" W 127.5 feet to the true point of beginning.
(commonly known as Parcel D, Phase II, Old Mill Office Park)

together with an undivided one-fifth (1/5) interest in the following described property:

That part of Lot 14, Old Mill Plaza, a subdivision in Douglas County, Nebraska, described as follows: Beginning at the Southeast corner of said Lot 14; thence N 57° 32' 30" W along the Northerly R.O.W. line of Old Mill Road, a distance of 287.23 feet to a point of curve; thence on a curve to the left (having a radius of 596.17 feet, long chord bearing N 61° 31' 55" W, and long chord length of 82.97 feet) for an arc distance of 83.04 feet; thence N 32° 27' 30" E along a line being 370.0 feet Northwesterly and parallel with the Easterly line of said Lot 14, a distance of 592.79 feet to the Southerly curved R.O.W. line of Interstate Highway No. 680; thence along said R.O.W. line on a curve to the right (having a radius of 1015.92 feet, long chord bearing of S 44° 03' 25" E, and long chord length of 330.26 feet) for an arc distance of 331.73 feet; thence S 34° 42' 09" E along said R.O.W. line, a distance of 53.0 feet to the Northeast corner of said Lot 14; thence S 32° 27' 30" W along the Easterly line of said Lot 14, a distance of 489.44 feet to the point of beginning, EXCEPT that part of Lot 14, said Old Mill Plaza, more particularly described as follows: Commencing at the Southeast corner of said Lot 14; thence N 32° 27' 30" E along the Easterly line of said Lot 14, a distance of 75.0 feet; thence N 57° 32' 30" W perpendicular to the Easterly line of said Lot 14, a distance of 100.0 feet to the true point of beginning; thence continuing N 57° 32' 30" W, 265.0 feet; thence N 32° 27' 30" E, 130.0 feet; thence S 57° 32' 30" E, 132.5 feet; thence S 32° 27' 30" W, 2.5 feet; thence S 57° 32' 30" E, 17.5 feet; thence N 32° 27' 30" E, 125.0 feet; thence N 57° 32' 30" W, 15.0 feet; thence N 32° 27' 30" E, 27.5 feet; thence N 57° 37' 30" W, 135.0 feet; thence N 32° 27' 30" E, 130.0 feet; thence S 57° 32' 30" E, 135.0 feet; thence S 32° 27' 30" W, 30.0 feet; thence S 57° 32' 30" E, 135.0 feet; thence S 32° 27' 30" W, 127.5 feet; thence S 57° 32' 30" E, 10.0 feet; thence S 32° 27' 30" W, 125.0 feet; thence N 57° 32' 30" W, 15.0 feet; thence S 32° 27' 30" W, 127.5 feet to the true point of beginning. (Containing 118,570 square feet; 2.72 acres.)

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Exhibit S

That part of Lot 14 Old Mill Plaza, a subdivision in Douglas County, Nebraska, more particularly described as follows: Commencing at the Southeast corner of Lot 14, said Old Mill Plaza, thence N 32° 27' 30" E along the Easterly line of said Lot 14, a distance of 355.0 feet; thence N 57° 32' 30" W perpendicular to the Easterly line of said Lot 14, a distance of 230.0 feet to the true point of beginning; thence continuing N 57° 32' 30" W 135.0 feet thence N 32° 27' 30" E 130.0 feet; thence S 57° 32' 30" E 135.0 feet; thence S 32° 27' 30" W 130.0 feet to the true point of beginning.

(commonly known as Parcel E, Phase II, Old Mill Office Park)

together with an undivided one-fifth (1/5) interest in the following described property:

That part of Lot 14, Old Mill Plaza, a subdivision in Douglas County, Nebraska, described as follows: Beginning at the Southeast corner of said Lot 14; thence N 57° 32' 30" W along the Northerly R.O.W. line of Old Mill Road, a distance of 287.23 feet to a point of curve; thence on a curve to the left (having a radius of 596.17 feet, long chord bearing N 61° 31' 55" W, and long chord length of 82.97 feet) for an arc distance of 83.04 feet; thence N 32° 27' 30" E along a line being 370.0 feet Northwesterly and parallel with the Easterly line of said Lot 14, a distance of 592.79 feet to the Southerly curved R.O.W. line of Interstate Highway No. 680; thence along said R.O.W. line on a curve to the right (having a radius of 1015.92 feet, long chord bearing of S 44° 03' 25" E, and long chord length of 330.26 feet) for an arc distance of 331.73 feet; thence S 34° 42' 09" E along said R.O.W. line, a distance of 53.0 feet to the Northeast corner of said Lot 14; thence S 32° 27' 30" W along the Easterly line of said Lot 14, a distance of 489.44 feet to the point of beginning, EXCEPT that part of Lot 14, said Old Mill Plaza, more particularly described as follows: Commencing at the Southeast corner of said Lot 14; thence N 32° 27' 30" E along the Easterly line of said Lot 14, a distance of 75.0 feet; thence N 57° 32' 30" W perpendicular to the Easterly line of said Lot 14, a distance of 100.0 feet to the true point of beginning; thence continuing N 57° 32' 30" W, 265.0 feet; thence N 32° 27' 30" E, 130.0 feet; thence S 57° 32' 30" E, 132.5 feet; thence S 32° 27' 30" W, 2.5 feet; thence S 57° 32' 30" E, 17.5 feet; thence N 32° 27' 30" E, 125.0 feet; thence N 57° 32' 30" W, 15.0 feet; thence N 32° 27' 30" E, 27.5 feet; thence N 57° 37' 30" W, 135.0 feet; thence N 32° 27' 30" E, 130.0 feet; thence S 57° 32' 30" E, 135.0 feet; thence S 32° 27' 30" W, 30.0 feet; thence S 57° 32' 30" E, 135.0 feet; thence S 32° 27' 30" W, 127.5 feet; thence S 57° 32' 30" E, 10.0 feet; thence S 32° 27' 30" W, 125.0 feet; thence N 57° 32' 30" W, 15.0 feet; thence S 32° 27' 30" W, 127.5 feet to the true point of beginning. (Containing 118,570 square feet, 2.72 acres.)

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