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Cawl Stevens  
REGISTER OF DEEDS  
DODGE COUNTY, NE

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

3-2-99  
\$24.50

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**SPECIAL WARRANTY DEED**

**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 (\$10.00), and other good and valuable consideration, in hand paid, grant, bargain, sell, and convey to **ANT, LLC**, 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 in the real estate (as defined in Neb. Rev. Stat. 76-201) and improvements owned by Grantor and located in the County of Dodge, State of Nebraska, as such real property ("Premises") is more particularly described in Exhibit "A", consisting of two (2) pages, attached hereto and made a part hereof.

**TOGETHER** with all tenements, hereditaments and appurtenances, if any, on the Premises or related thereto, and any reversions, remainders, rents, issues or profits on the Premises. Grantee acknowledges that by this Deed Grantor warrants only claims made by, through or under Grantor, and that there may be limitations or restrictions on the ownership rights of Grantor in the Premises where Grantor acquired its ownership with such limitations or restrictions, or as a result of applicable law; and Grantee accepts delivery of this deed with understanding and on this condition.

**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 or otherwise.

**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 24<sup>th</sup> day of February, 1998.

**THE BURLINGTON NORTHERN AND  
SANTA FE RAILWAY COMPANY**

By: *D. P. Schneider*  
D. P. Schneider  
General Director Real Estate



**ATTEST:**

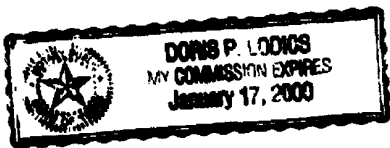
By: *Margaret R. Aclin*  
Margaret R. Aclin  
Assistant Secretary

STATE OF TEXAS

§  
§ ss.  
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COUNTY OF TARRANT

The foregoing instrument was acknowledged before me on this 28<sup>th</sup> day of May, 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. Looics  
Notary Public

My commission expires: 1-17-2000

**FORM APPROVED BY LAW**

**EXHIBIT "A"****Parcel 01140 Q****PARCEL 1**

That portion of the  $W\frac{1}{2}NW\frac{1}{4}$  of Section 11, Township 17 North, Range 8 East, 6th P. M., Dodge County, Nebraska, described as follows, to-wit:

Beginning at the Northwest corner of said Section 11; thence South along the West line of said Section 11 a distance of 1,813.77 feet; thence East parallel with the North line of said  $W\frac{1}{2}NW\frac{1}{4}$  a distance of 416.01 feet to the Northwesterly right of way line of The Burlington Northern and Santa Fe Railway Company's (formerly Chicago, Burlington & Quincy Railroad Company) 100.0 foot wide Ashland to Sioux City Main Line right of way; thence Northeasterly along said Northwesterly right of way line, being a line drawn parallel with and distant 50.0 feet Northwesterly, as measured at right angles from said Railway Company's Main Track centerline, 1,250 feet, *more or less*, to a line drawn parallel with and distant 200.0 feet West, as measured at right angles from the East line of said  $W\frac{1}{2}NW\frac{1}{4}$ ; thence North along the last described parallel line, and along the West line of U. S. Highway No. 77, a distance of 693.41 feet to a line drawn parallel with and distant 198.0 feet South, as measured at right angles from the North line of said  $W\frac{1}{2}NW\frac{1}{4}$ ; thence West parallel with said North line 97.0 feet to the Southwest corner of that certain one acre tract described in deed dated August 19, 1905 to the School District of the City of Fremont, Nebraska recorded in Book 42 of Deeds, page 78 in and for said County; thence North along the West line of said School District property, and the Northerly extension thereof, 198.0 feet to the North line of said  $W\frac{1}{2}NW\frac{1}{4}$ ; thence West along said North line to the Point of Beginning, **EXCEPTING THEREFROM**, the North 55.5 feet thereof; also,

**PARCEL 2**

That portion of the  $E\frac{1}{2}NW\frac{1}{4}$  of Section 11, Township 17 North, Range 8 East, 6th P. M., Dodge County, Nebraska, described as follows, to-wit:

Commencing at the Northeast corner of said  $E\frac{1}{2}NW\frac{1}{4}$ ; thence South  $00^{\circ} 11' 38''$  East (assumed bearing) along the East line of said  $E\frac{1}{2}NW\frac{1}{4}$  a distance of 1,367.90 feet to the True Point of Beginning; thence South  $64^{\circ} 29' 38''$  West, 1,121.68 feet to the Easterly right of way line of U. S. Highway No. 77; thence North  $01^{\circ} 30' 23''$  East, along said Easterly right of way line 170.46 feet; thence Northerly deflecting  $01^{\circ} 28' 32''$  left, a distance of 600.0 feet; thence Northerly deflecting  $09^{\circ} 27' 44''$  right, a distance of 608.28 feet; thence Northeasterly deflecting  $30^{\circ} 42' 41''$  right, a distance of 95.11 feet; thence Northeasterly on a 811.47 foot radius curve to the right, deflecting to the initial tangent being  $04^{\circ} 30' 20''$  left, subtending a central angle of  $39^{\circ}$

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31' 23", an arc distance of 559.76 feet to a point on the West line of that certain parcel of land described in Quitclaim Deed from Burlington Northern Inc. to R. C. K. Distributing, Inc. dated November 21, 1977 distant 38.89 feet from the South line of County Road; thence South along said West line 311.11 feet to the Southwest corner thereof; thence East along the South line of said R. C. K. Distributing, Inc. property, and the Easterly extension thereof, a distance of 388 feet, more or less, to the East line of said E $\frac{1}{2}$ NW $\frac{1}{4}$ ; thence South along said East line 960.9 feet, more or less, to the True Point of Beginning, **EXCEPTING THEREFROM**, the East 60.0 feet thereof; also,

**PARCEL 3**

That portion of the W $\frac{1}{2}$ NE $\frac{1}{4}$  of Section 11, Township 17 North, Range 8 East, 6th P. M., Dodge County, Nebraska, lying Northerly of the North of the Chicago & Northwestern Railway Company's (now Union Pacific Railroad Company) 100.0 foot wide right of way, and lying South of a line drawn parallel with and distant 809.22 feet South, as measured at right angles from the North line of said W $\frac{1}{2}$ NE $\frac{1}{4}$ ; also,

**PARCEL 4**

That portion of the NW $\frac{1}{4}$ NE $\frac{1}{4}$  of Section 11, Township 17 North, Range 8 East, 6th P. M., Dodge County, Nebraska, lying between two lines drawn parallel with and distant, respectively, 70.0 feet and 388.0 feet South, as measured at right angles from the North line of said NW $\frac{1}{4}$ NE $\frac{1}{4}$ , bounded on the East by the East line of said NW $\frac{1}{4}$ NE $\frac{1}{4}$ , and bounded on the West by a line drawn parallel with and distant 736.0 feet East, as measured at right angles from the West line of said NW $\frac{1}{4}$ NE $\frac{1}{4}$ .