

TITLE CERTIFICATE

Case No.: TS-93-1221

SECURITY LAND TITLE COMPANY, does hereby declare that we have carefully examined the records in said county with reference to the title to:

SEE ATTACHED EXHIBIT "A".

The last Deed of Record shows title in:

Fontenelle Hills Associates, a Limited Partnership, a Nebraska Limited Partnership

By virtue of Warranty Deed, filed November 27, 1985, in Book 160, at Page 3332.

SUBJECT TO THE FOLLOWING:

1. Deed of Trust from Fontenelle Hills Associates, a Limited Partnership, Trustor, to Title Insurance Company of Minnesota, Trustee and The Prudential Insurance Company of America, Beneficiary, dated November 26, 1985, filed November 27, 1985 in Book 204 at Page 8255, which states that it secures a debt in the principal sum of \$8,500,000.00. Acknowledgement filed November 27, 1985, in Book 58, Page 2599.
2. Uniform Commercial Code Financing Statement wherein Fontenelle Hills Associates, a Limited Partnership, is the debtor and The Prudential Insurance Company of America is the secured party, filed November 27, 1985 as Instrument No. 18, in 79. Continuation of Uniform Commercial Code financing Statement filed October 29, 1990, as Instrument No. 90-15821.
3. Notice of Default from Title Insurance Company of Minnesota, filed September 18, 1992, as Instrument No. 92-19865; regarding Deed of Trust as shown in #1.
4. Construction Lien between Fontenelle Hills Association, and A-1 United Heating and Air Conditioning, filed December 17, 1992 as Instrument No. 92-28023, in the amount of \$1,625.00. (Against Lots 237A1A1 & 237F, Fontenelle Addition).
5. Construction Lien between Fontenelle Hills Association, and A-1 United Heating and Air conditioning, filed December 17, 1992, as Instrument No. 92-28024, in the amount of \$57.50. (Against Lots 237C & 238C, Fontenelle Addition).
6. Construction Lien between Fontenelle Hills Association, and Parking Area Maintenance FNC, filed February 19, 1993, as Instrument No. 93-03233, in the amount of \$540.00. (Lots 235, 236B, 237A1, 237F, 237C, 238C, 221B, 237D, 237E, Fontenelle Addition).
7. Terms, Provisions, Limitations, Conditions and Easements as set forth in the instrument captioned, "Notice of United States Bankruptcy Court Central District of California", filed December 9, 1992, as Instrument Number 92-27314, in the Office of the Register of Deeds of Sarpy County, Nebraska, filed November 24, 1992, with Clerk, U.S. Bankruptcy Court Central District of California, No. LA92-55172-SB..

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File No.: TS-93-1221

REAL ESTATE TAXES:

County Taxes due December 31, 1992, Total \$71,606.18; First Installment paid, second installment due and will be delinquent August 1, 1993.

Key No.: 010980970

Taxed as: Lot 237A1A1 & 237F, Fontenelle Addition

County Taxes due December 31, 1992, Total \$19,617.40; First Installment paid, second installment due and will be delinquent August 1, 1993.

Key No.: 010475184

Taxed as: Lots 237C & 238C, Fontenelle Addition

County Taxes due December 31, 1992, Total \$39,964.36; First Installment paid, second installment due and will be delinquent August 1, 1993.

Key No.: 010595007

Taxed as: Lot 237D & 237E, Fontenelle Addition

County Taxes due December 31, 1992, Total \$107.00; First Installment paid, second installment due and will be delinquent August 1, 1993.

Key No.: 010476687

Taxed as: Lot 221B, Fontenelle Addition

County Taxes due December 31, 1992, Total \$104,004.60; First Installment paid, second installment due and will be delinquent August 1, 1993.

Key No.: 010595015

Taxed as: Lot 235 & 236B, Fontenelle Addition

County Taxes due December 31, 1992, Total \$477.90; First Installment paid, second installment due and will be delinquent August 1, 1993.

Key No.: 010601821

Taxed as: Lot 24B, 24-14-13

County Taxes due December 31, 1992, Total \$815.70; First Installment paid, second installment due and will be delinquent August 1, 1993.

Key No.: 011104090

Taxed as: Lot 9A2A1B, 25-14-13

SPECIAL ASSESSMENTS OF RECORD: NONE

JUDGEMENTS AFFECTING THE APPARENT OWNER: NONE

NO EASEMENT, RESTRICTION OR COVENANT SEARCH MADE.

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(Page 3 of Title Certificate)

File No.: TS-93-1221

This certificate does not guaranty the title or the legality of any of the recorded instruments that might affect the title. Further, the liability assumed by SECURITY LAND TITLE COMPANY does not exceed the amount paid for this certificate.

Witness our hand this 23RD day of JULY, A.D., 1993 at 8:00

SECURITY LAND TITLE COMPANY

BY Marceline J. Fry
Registered Abstracter

EXHIBIT A

LEGAL DESCRIPTION OF PARCEL KNOWN AS "TRACT 1"

A tract of land located in part of Lot 237, Fontenelle, and part of the vacated portion of Martin Drive adjacent to Lot 237, as platted and recorded, Sarpy County, Nebraska, and being more particularly described as follows: Beginning at a point 44.49 feet West of the Easterly most corner of Lot 237 on the Northwesterly Right-of-way line of Martin Drive, thence along a curve to the left having a radius of 257.23 feet, an arc length of 115.10 feet, and a long chord bearing S 55°56'07" W for 114.14 feet, thence along a curve to the left having a radius of 227.01 feet, an arc length of 150.99 feet, and a long chord bearing S 18°54'55" W for 148.22 feet, thence S 00°08'19" E 133.04 feet, thence N 89°59'42" W 259.86 feet to the Westerly line of Lot 237, thence along said Westerly line on the following three (3) described courses: (1) N 00°23'18" W 13.00 feet, (2) thence N 89°59'42" W 226.95 feet, (3) thence N 00°06'00" E 1190.63 feet, thence S 89°54'00" E 150.00 feet, thence S 00°05'58" E 80.00 feet, thence S 55°35'41" E 323.26 feet, thence S 32°52'42" W 219.04 feet, thence S 31°41'28" W 93.46 feet, thence S 31°32'48" E 191.71 feet, thence S 76°02'07" E 124.68 feet, thence N 02°42'09" E 14.05 feet, thence S 81°04'21" E 13.49 feet, thence along a curve to the right having a radius of 130.01 feet, an arc length of 120.55 feet, and a long chord bearing S 54°30'33" E for 116.28 feet, thence S 27°56'45" E 103.07 feet to the point of beginning. Described tract contains 10.747 acres, more or less.

LEGAL DESCRIPTION OF TWO PARCELS KNOWN AS "TRACT 2"

A tract of land located in part of Lots 237 and 238, Fontenelle, as platted and recorded, Sarpy County, Nebraska, and being more particularly described as follows: Beginning at the Northwest corner of said Lot 237, thence N 88°55'25" E (assumed bearing) 317.05 feet along the North line of Lot 237 and into part of Lot 238, thence S 08°41'33" E 106.89 feet, thence S 15°01'06" E 424.50 feet, thence N 61°01'20" W 30.53 feet, thence N 55°35'41" W 323.26 feet, thence N 00°05'58" W 80.00 feet, thence N 89°54'00" W 150.00 feet to a point on the West line of Lot 237, thence N 00°06'00" E 232.00 feet to the point of beginning. Described tract contains 2.813 acres, more or less.

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AND ALSO:

A tract of land located in part of Lot 237, Fontenelle, and part of the vacated portion of Martin Drive adjacent to Lot 237, as platted and recorded, Sarpy County, Nebraska, and being more particularly described as follows: Beginning at the Southerly most corner of said Lot 237, thence N 00°22'11" W (assumed bearing) 150.00 feet, thence S 88°18'57" W 165.71 feet, thence N 14°36'16" W 62.98 feet, thence N 19°43'30" W 115.33 feet, thence N 27°13'46" W 119.33 feet, thence N 55°00'46" E 217.04 feet, thence N 00°27'59" W 162.75 feet to a point on the South line of Section 24, Township 14 North, Range 13 East of the Sixth P.M., thence N 00°23'18" W 148.97 feet, thence S 89°59'42" E 259.86 feet to the Westerly Right-of-way line of Martin Drive, thence along said R.O.W. on the following described courses: S 00°08'19" E 94.96 feet, thence along a curve to the right having a radius of 685.00 feet, an arc length of 137.23 feet, and a long chord bearing S 05°36'02" W for 137.00 feet, thence along a curve to the left having a radius of 715.00 feet, an arc length of 46.74 feet, and a long chord bearing S 09°27'48" W for 46.73 feet, thence S 00°08'19" E 438.20 feet, thence along a curve to the right having a radius of 140.93 feet, an arc length of 220.37 feet, and a long chord bearing S 44°39'02" W for 198.60 feet to the point of beginning. Described tract contains 5.329 acres, more or less.

LEGAL DESCRIPTION OF PARCEL KNOWN AS "TRACT 3"

All of Lot 235, part of Lots 221 (a.k.a. Lot 221B) and 236, Fontenelle, and all of Tax Lot 24-B in Section 24, and part of Tax Lot 9A2A1 located in Section 25, all in Township 14 North, Range 13 East of the Sixth P.M., Sarpy County, Nebraska, and being more particularly described as follows: Beginning at the Northeast corner of said Lot 235, Fontenelle, thence S 29°39'21" E (assumed bearing) 190.95 feet to the Easterly most corner of Lot 235, thence S 27°10'50" W 21.21 feet, thence S 35°21'29" W 383.65 feet to the Northwest corner of Lot 221B (a.k.a. the Northeast corner of Tax Lot 24-B), thence N 89°43'38" E 156.33 feet to the Northeast corner of Lot 221B, thence S 33°00'54" W 59.22 feet to the Southeast corner of Lot 221B, thence S 89°43'38" W 89.17 feet, thence S 35°51'37" W 119.61 feet, thence S 60°04'09" W 82.09 feet, thence N 77°02'21" W 86.75 feet, thence N 70°24'57" W 287.04 feet, thence S 00°16'22" E 20.14 feet, thence S 89°43'38" W 55.00 feet, thence N 00°16'22" W 40.00 feet to the Southwest corner of Tax Lot 24-B (a.k.a. the Southeast corner of Lot 236, Fontenelle), thence S 89°43'38" W 76.01 feet along the South line of Lot 236, thence N 00°16'22" W 93.00 feet, thence N 69°45'43" W 274.99 feet, thence N 45°01'50" W 228.09 feet, thence S 47°49'50" W 116.00 feet, thence N 59°28'40" W 242.00 feet, thence N 07°57'06" E 49.83 feet to the Southerly Right-of-way line of Martin Drive, thence along said R.O.W. on the following described courses: Along a curve to the right having a radius of 298.93 feet an arc length of 104.48 feet, and a long chord bearing S 72°16'01" E for 103.95 feet, thence along a curve to the left having a radius of 101.97 feet, an

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arc length of 242.10 feet, and a long chord bearing N 49°43'54" E for 189.11 feet, thence N 18°16'56" W 79.51 feet, thence along a curve to the right having a radius of 85.00 feet, an arc length of 183.26 feet, and a long chord bearing N 43°28'43" E for 149.77 feet, thence along a curve to the left having a radius of 1262.81 feet, an arc length of 241.17 feet, and a long chord bearing S 80°13'52" E for 240.80 feet, thence along a curve to the right having a radius of 1291.76 feet, an arc length of 443.75 feet, and a long chord bearing S 75°51'40" E for 441.57 feet, thence along a curve to the left having a radius of 917.97 feet, an arc length of 222.34 feet, and a long chord bearing S 72°57'31" E for 221.80 feet, thence along a curve to the left having a radius of 292.64 feet, an arc length of 145.75 feet, and a long chord bearing N 85°50'02" E for 144.25 feet, thence N 71°33'55" E 67.46 feet, thence along a curve to the left having a radius of 171.00 feet, an arc length of 33.07 feet, and a long chord bearing N 65°54'54" E for 33.02 feet to the point of beginning. Described parcel contains 16.18 acres, more or less.

SECURITY LAND TITLE COMPANY

1257 GOLDEN GATE DRIVE
SUITE 5
PAPILLION, NEBRASKA 68046
(402)-339-8120
FAX: (402) 331-5536

DATE: August 4, 1993

TO: The Mega Corporation
12046 Pacific Street
Omaha, NE 68154
ATTN: Sharon Palagi

RE: Case No. TS-93-1221

Borrower/Purchaser:

Seller/Owner: Fontenelle Hills Associates,

Property: 902 Martin Drive West
Bellevue, NE 68005

In connection with the above, we enclose herewith the following:

- Title Insurance Commitment/Certificate
- Mortgagee's Title Insurance Policy No.
- Owner's Title Insurance Policy No.
- Endorsement (s) No.
- Restrictive Covenants and/or Easements
- Statement of Charges
- Other ()
- Affidavit(s) - Return to: Security Land Title

Very truly yours,
SECURITY LAND TITLE COMPANY

By: Cheryl L. Sortino

cc: Security Escrow Company
ATTN: Ellen

cc:

cc:

cc:

✓ 221B

✓ 235

✓ 236B

✓ 237A1A1

✓ 237F

✓ 237C

✓ 238C

✓ 237D

✓ 237E

TL

10601821 24B 24-14-13

11104090 9A2A1B 25-14-13

Dean Hookenson
apts

Sharon -

TS-93-1221

Credit memo

10-15-93