

After Recording Return To:
MCI Telecommunications Corporation
Attn: Pat Koenig - 0599/107
2400 N. Glenville Drive
Richardson, TX 75082

PK
(E)

FILED SARPY CO. NE.
INSTRUMENT NUMBER
98-025939

98 SEP 14 PM 2: 01

Henry J. Dowling
REGISTER OF DEEDS

98-25939
Counter JKS
Verify Dy
D.E. ma
Proof _____
Fee \$ 36.00
Cash Chg

Aurora, CO - Omaha, NE
Project No. 04856
Nebraska, Sarpy County

EASEMENT DEED AND AGREEMENT

This EASEMENT DEED AND AGREEMENT is made as of the ^{4th} day of ~~August~~ ^{August}, 1998, by and between **THE BURLINGTON NORTHERN & SANTA FE RAILROAD COMPANY**, successor-in-interest to The Burlington Northern Railroad Company, a Delaware corporation, whose mailing address is 2600 Lou Menk Drive, Ft. Worth, TX 76131 (hereinafter referred to as "Grantor") and **MCI TELECOMMUNICATIONS CORPORATION**, a Delaware corporation, whose mailing address is 2700 Lakeside Boulevard, Richardson, TX 75081 (hereinafter referred to as "Grantee").

WITNESSETH:

WHEREAS, Grantor and Grantee have entered into a Right-of-Way Agreement dated as of December 18, 1990 (hereinafter the "Agreement") whereby Grantor has granted to Grantee certain rights to construct, operate, maintain and replace a fiber optic telecommunications transmission system on the property of Grantor under the terms and conditions contained in said Agreement.

NOW, THEREFORE, for and in consideration of Ten Dollars (\$10.00) the receipt of which is hereby acknowledged and for other good and valuable consideration, Grantor by these presents does hereby grant to Grantee a non-exclusive easement for a term expiring on December 17, 2010, subject to renewal by Grantee as further set forth in the Agreement, in the locations situated in the County of Sarpy, State of Nebraska, as more particularly described in **Exhibit A**, attached hereto and by this reference made a part hereof. In consideration for such grant, Grantee by these presents does

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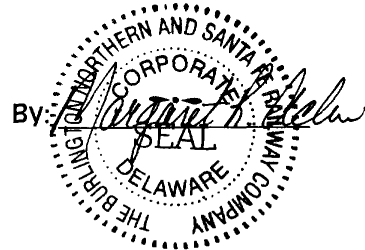
98-25939A

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hereby agree to conduct its activities on Grantor's property in a manner consistent at all times with the terms and conditions of the Agreement, which terms and conditions are, by this reference, incorporated herein and made a part hereof.

IN WITNESS WHEREOF, each of Grantor and Grantee has caused these presents to be signed by its duly authorized officer and attested to by its Assistant Secretary, and has caused its seal to be hereunto affixed, all as of the day and year first herein above written.

Attest: **The Burlington Northern ^{AND} & Santa Fe Railroad ^{Way} Company**



By: [Signature]
Name: E. R. Spangler
Title: DIRECTOR CONTRACTS

Attest: **MCI Telecommunications Corporation**

By: [Signature]
MARY STEIGMAN
ASSISTANT SECRETARY

By: [Signature]
Keith E. Steiner, Vice President

[Acknowledgments on following page]

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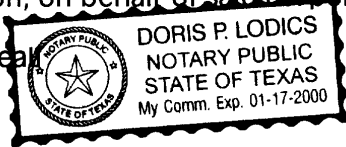
Aurora, CO - Omaha, NE
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ACKNOWLEDGMENTS

STATE OF *Texas*
COUNTY OF *Tarrant*

This instrument was acknowledged before me on this the ^{14th} day of *August*, 1998, by *E.R. Spangler*, the *Director Contracts* of The Burlington Northern & Santa Fe Railroad Company, a Delaware corporation, on behalf of said corporation. *way*

(Notarial Seal)



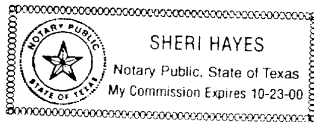
Doris P. Lodics
Notary Public

My Commission expires *1-17-2000*.

STATE OF TEXAS
COUNTY OF DALLAS

This instrument was acknowledged before me on this the ^{10th} day of *Sept.*, 1998, by Keith E. Steiner, the Vice President of MCI Telecommunications Corporation, a Delaware corporation, on behalf of said corporation.

(Notarial Seal)



Sheri Hayes
Notary Public

My Commission expires *10-23-00*.

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EXHIBIT "A"

The Rail Corridor on which the Easement Premises are located is described as traversing the following Sections, Townships and Ranges of the County of Sarpy, State of Nebraska between Mile Post 44.85 and Mile Post 35.02.

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EXHIBIT A
AURORA – OMAHA

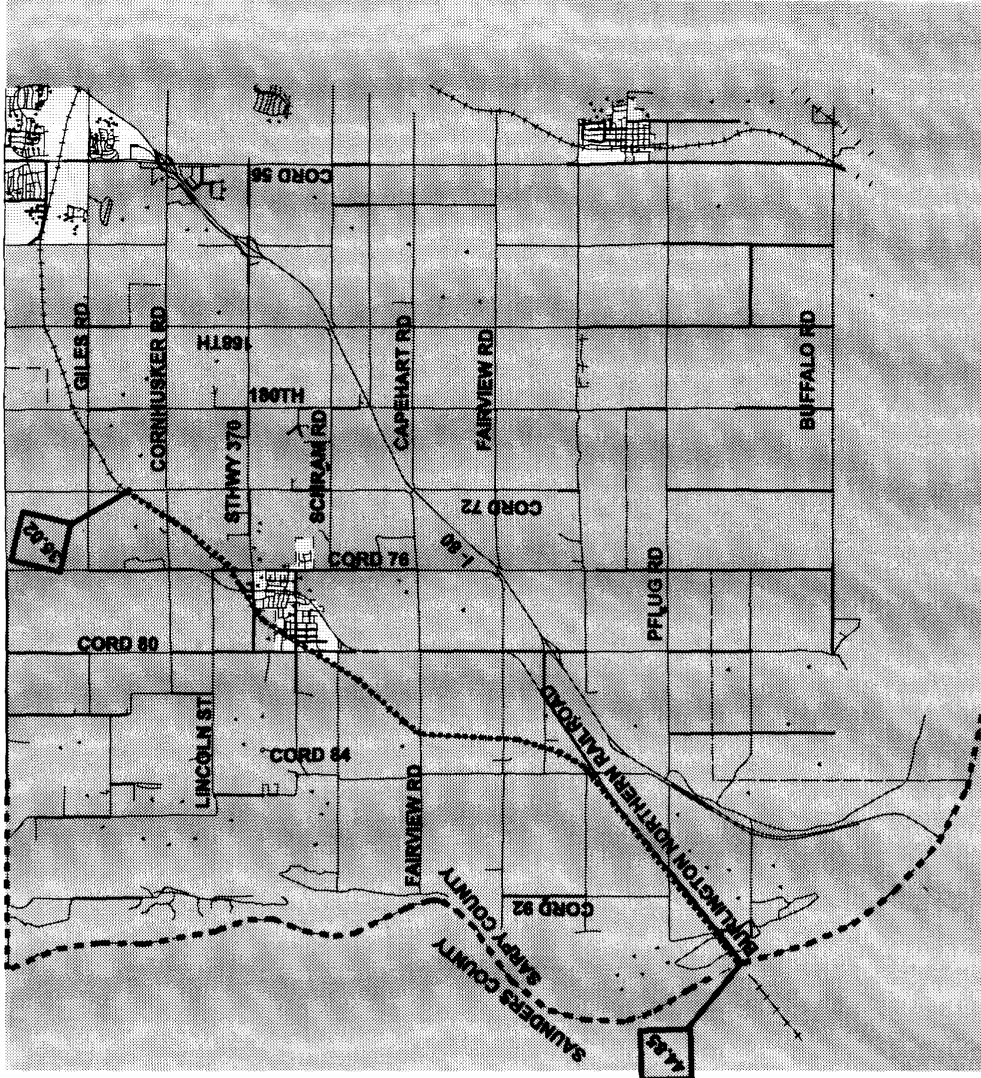
Sarpy County, Nebraska

- T 13N R 10E S ½ & NE ¼ Section 29
- T 13N R 10E NW ¼ Section 28
- T 13N R 10E S ½ Section 21
- T 13N R 10E N ½ Section 22
- T 13N R 10E E ½ Section 15
- T 13N R 10E E ½ Section 10
- T 13N R 10E W ½ & NE ¼ Section 2
- T 14N R 10E SE ¼ Section 35
- T 14N R 10E W ½ Section 36
- T 14N R 10E SE ¼ Section 25
- T 14N R 11E SW ¼ & N ½ Section 30
- T 14N R 11E SE ¼ Section 19

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EXHIBIT A
A U RORA - OMAHA
SARPY COUNTY



PROJECT #04856