

MODIFICATION AGREEMENT

The undersigned Oaks, Inc. is the owner of all of the following-described real estate located in Douglas County, Nebraska:

Lots 700 through 775, inclusive, in The Oaks, a subdivision.

Said lots above described are a replat of certain lots in The Oaks, a subdivision, and also in The Oaks Replat II. The undersigned owner did execute and record certain restrictive covenants including utility easements covering said real estate, which covenants were recorded in Miscellaneous Book 376 at Page 229 in the Office of the Register of Deeds of Douglas County, Nebraska.

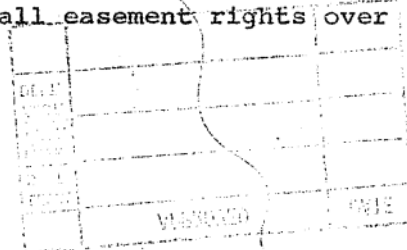
The undersigned owner of all of said lots does hereby partially modify said restrictive covenants as follows:

1. The undersigned owner does hereby amend said covenants to ratify and approve the change in boundary lines of said lots as accomplished by said Replat, recorded in Deed Book 1241 at Page 39 of the Deed Records in the Office of the Register of Deeds of Douglas County, Nebraska.

2. The undersigned owner does hereby amend said covenants to provide that the minimum front yard and the minimum side yard requirements shall be measured from the new lot lines as shown in said Replat, rather than from the old lot lines shown in the prior plats of said land.

3. In consideration of the release by the undersigned utility companies of easement rights, the undersigned owner does hereby give and grant a perpetual license and easement to Omaha Public Power District and Northwestern Bell Telephone Company, their successors and assigns, to erect, operate, maintain, repair and renew conduits and poles with necessary supports, sustaining wires, cross-arms, guys and anchors and other instrumentalities, and to extend thereon wires for the carrying and transmission of electric current for light, heat and power and for all telephone and telegraph and message service over, under and upon a five-foot strip of land adjoining the rear and side boundary lines of said Lots 700 through 775, inclusive, in The Oaks; said license being granted for the use and benefit of all present and future owners of lots in said Addition; provided however that said side lot line easements are granted upon the specific condition that if both of said utility companies fail to construct poles and wires or conduits along any of said lot lines within thirty-six months of the date hereof, or if any poles or wires or conduits are constructed but are thereafter removed without replacement within sixty days after removal, then such side line easements shall automatically terminate and become void as to such unused or abandoned easementways.

4. In consideration of the foregoing grant of easement, the undersigned Omaha Public Power District and Northwestern Bell Telephone Company herewith release all easement rights over



said property now known as Lots 700 through 775 in The Oaks, which easements were granted by virtue of the protective covenants referred to above and recorded in Miscellaneous Book 376, Page 229.

EXECUTED this 26th day of January, 1965.

OAKS, INC.

Attest: _____
Secretary

By: Harold E. Grove
President



NORTHWESTERN BELL TELEPHONE COMPANY

Attest: _____
Assistant Secretary

By: [Signature]
Vice President and General Manager

OMAHA PUBLIC POWER DISTRICT

Attest: [Signature]
Assistant Secretary

By: A. B. Johnson
Senior Asst. General Manager

STATE OF NEBRASKA) On the date last-above written before me
) ss. the undersigned, a Notary Public in and
COUNTY OF DOUGLAS) for said County, personally came HAROLD E.
GROVE, President of Oaks, Inc., to me personally known to be the
President and the identical person whose name is affixed to the
foregoing instrument, and acknowledged the execution thereof to
be his voluntary act and deed as such officer and the voluntary
act and deed of the said corporation and that the Corporate Seal
of the said corporation was thereto affixed by its authority.

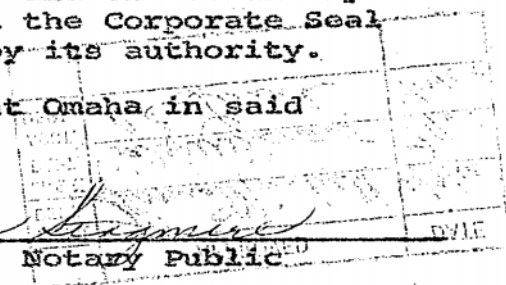
WITNESS my hand and Notarial Seal at Omaha in said
County on the date last-above written.

[Signature]
Notary Public

STATE OF NEBRASKA) On the date last-above written before me
) ss. the undersigned, a Notary Public in and
COUNTY OF DOUGLAS) for said County, personally came _____
J. E. Olson, who is the Vice Pres. & Genl. Mgr. of Northwestern
Bell Telephone Company, to me personally known to be the Vice Pres. &
Genl. Mgr. and the identical person whose name is affixed to the
foregoing instrument, and acknowledged the execution thereof to
be his voluntary act and deed as such officer and the voluntary
act and deed of the said corporation and that the Corporate Seal
of the said corporation was thereto affixed by its authority.

WITNESS my hand and Notarial Seal at Omaha in said
County on the date last-above written.

[Signature]
Notary Public

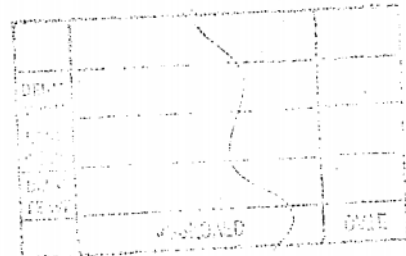


STATE OF NEBRASKA) On the date last-above written before me
)ss. the undersigned, a Notary Public in and
 COUNTY OF DOUGLAS) for said County, personally came _____
A. G. Johnson ^{General Manager}, who is the General Manager of Omaha Public Power
 District, to me personally known to be the General Manager and
 the identical person whose name is affixed to the foregoing in-
 strument, and acknowledged the execution thereof to be his voluntary
 act and deed as such officer and the voluntary act and deed of the
 said corporation and that the Corporate Seal of the said corporation
 was thereto affixed by its authority.

WITNESS my hand and Notarial Seal at Omaha in said County
 on the date last-above written.



Carl D. Kelley
 Notary Public



Mac

RECEIVED

1927 MAR 10 AM 8 31

THOMAS J. O'CONNOR
REGISTER OF DEEDS
DOUGLAS COUNTY, NEBR.

447 *Mac*
255

Make Subj. Record
Atty. Bernice Flehmer

24 50

75-675

44,50

ON THE PART FIRST-CORRECTION OFFICER.
FOLLOWING MY HAND AND SEAL I HAVE BEEN DEPOSITED IN THE COUNTY

AND THE PART SECOND-CORRECTION OFFICER.
THESE DEEDS WERE DEPOSITED IN THE COUNTY REGISTER'S OFFICE
ON THE PART FIRST-CORRECTION OFFICER.
FOLLOWING MY HAND AND SEAL I HAVE BEEN DEPOSITED IN THE COUNTY
REGISTER'S OFFICE ON THE PART FIRST-CORRECTION OFFICER.
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