

Notwithstanding the above, the Developer agrees that, in order for Developer's engineer design costs to be reimbursable Impact Fee Facility Improvements, the compensation to be paid for such services must be approved the City's Department of Public Works & Utilities.

19. Authority. The City has the authority to engage in the reimbursements to Developer described in this Agreement, and (i) has taken all steps to legally exercise that authority, and (ii) the reimbursements to Developer described in this Agreement will comply with all applicable laws.

20. Rural Fire Protection District. Developer understands and acknowledges that the City may not annex the Property lying within the boundaries of the SW Rural Fire Protection District except by the City assuming and paying that portion of all outstanding obligations of the District which would otherwise constitute an obligation of the Property being annexed. Developer desires to be annexed by the City and, therefore, agrees to pay the City \$4660 prior to annexation, the amount the City has determined must be paid to the SW Rural Fire Protection District in order for the annexation to be complete, based upon the City's standard formula for calculating such costs.

IN WITNESS WHEREOF, the parties hereto have executed this Agreement on the day and year first written above.

ATTEST:

Teresa J. Meier
City Clerk



"CITY"

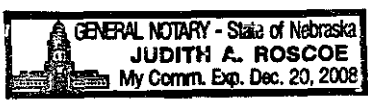
CITY OF LINCOLN, NEBRASKA,
a municipal corporation

By:

Coleen J. Seng
Coleen J. Seng, Mayor

STATE OF NEBRASKA)
) ss.
COUNTY OF LANCASTER)

The foregoing instrument was acknowledged before me this 15th day of June, 2006, by Coleen J. Seng, Mayor of the **City of Lincoln, Nebraska**, a municipal corporation.



Judith A. Roscoe
Notary Public

“DEVELOPER”

WESTERN HEMISPHERE HOLDING COMPANY, LLC, a Nebraska limited liability company

By: **WHITE FAMILY L.L.C.**, a Nebraska limited liability company, Member

By: Thomas E. White
Thomas E. White, Manager

By: **BRAGER FAMILY L.L.C.**, a Nebraska limited liability company, Member

By: John C. Brager
John C. Brager, Manager

RIDGE DEVELOPMENT COMPANY, a Nebraska corporation, Member

By: Thomas E. White
Thomas E. White
President of Development


By: John C. Brager
John C. Brager
President of Construction

SOUTHVIEW, INC., a Nebraska corporation

By: John F. Schleich
John F. Schleich, President

DEVELOPMENTS UNLIMITED, LLP, a
Nebraska limited liability partnership

By: **RIDGE DEVELOPMENT COMPANY**, a
Nebraska corporation, Member

By: 
Thomas E. White
President of Development


By: 
John C. Brager
President of Construction

By: **SOUTHVIEW, INC.**, a Nebraska
corporation, Member

By: 
John F. Schleich, President

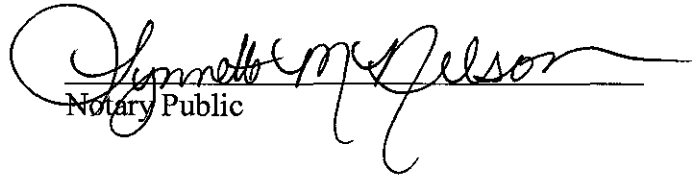
DIAL – SOUTHWEST VILLAGE LP, a
Nebraska limited partnership

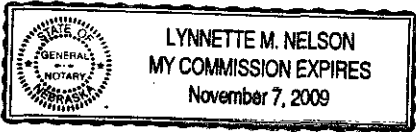
By: **DIAL –SOUTHWEST VILLAGE, INC.**,
a Nebraska limited corporation, General
Partner

By: 
Title: *D.P.*

STATE OF NEBRASKA)
) ss.
COUNTY OF LANCASTER)

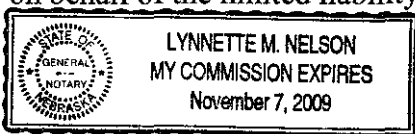
The foregoing instrument was acknowledged before me this 5th day of June, 2006
by Thomas E. White, Manager of White Family L.L.C., a Nebraska limited liability company, as a
Member of **Western Hemisphere Holding Company, LLC**, a Nebraska limited liability company,
on behalf of the limited liability company.


Notary Public



STATE OF NEBRASKA)
) ss.
COUNTY OF LANCASTER)

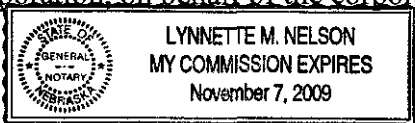
The foregoing instrument was acknowledged before me this 5th day of June, 2006 by John C. Brager, Manager of Brager Family L.L.C., a Nebraska limited liability company, as a Member of **Western Hemisphere Holding Company, LLC**, a Nebraska limited liability company, on behalf of the limited liability company.



Lynnette M. Nelson
Notary Public

STATE OF NEBRASKA)
) ss.
COUNTY OF LANCASTER)

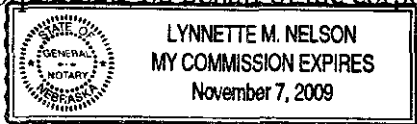
The foregoing was acknowledged before me this 5th day of June, 2006, by Thomas E. White, President of Development of **Ridge Development Company**, a Nebraska corporation, on behalf of the corporation.



Lynnette M. Nelson
Notary Public

STATE OF NEBRASKA)
) ss.
COUNTY OF LANCASTER)

The foregoing was acknowledged before me this 5th day of June, 2006, by John C. Brager, President of Construction of **Ridge Development Company**, a Nebraska corporation, on behalf of the corporation.



Lynnette M. Nelson
Notary Public

STATE OF NEBRASKA)
) ss.
COUNTY OF LANCASTER)

The foregoing was acknowledged before me this 12th day of June, 2006, by John F. Schleich, President of **Southview, Inc.**, a Nebraska corporation, on behalf of the corporation.

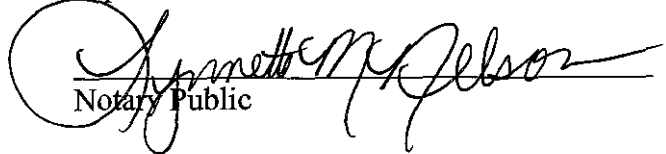


Leo Glass
Notary Public

STATE OF NEBRASKA)
) ss.
COUNTY OF LANCASTER)

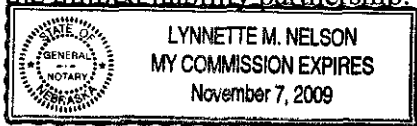
The foregoing was acknowledged before me this 5th day of June, 2006, by Thomas E. White, President of Development of Ridge Development Company, a Nebraska corporation, as a Member of **Developments Unlimited, LLP**, a Nebraska limited liability partnership, on behalf of the limited liability partnership.

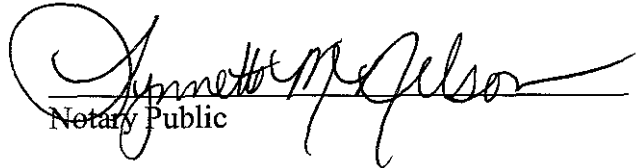



Notary Public

STATE OF NEBRASKA)
) ss.
COUNTY OF LANCASTER)

The foregoing was acknowledged before me this 5th day of June, 2006, by John C. Brager, President of Construction of Ridge Development Company, a Nebraska corporation, as a Member of **Developments Unlimited, LLP**, a Nebraska limited liability partnership, on behalf of the limited liability partnership.

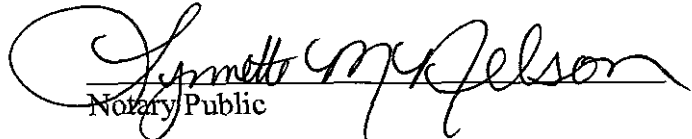



Notary Public

STATE OF NEBRASKA)
) ss.
COUNTY OF LANCASTER)

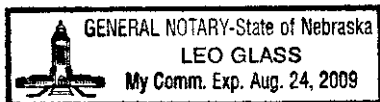
The foregoing was acknowledged before me this 5th day of June, 2006, by John F. Schleich, President of Southview, Inc., a Nebraska, corporation, as a Member of **Developments Unlimited, LLP**, a Nebraska limited liability partnership, on behalf of the limited liability partnership.




Notary Public

STATE OF NEBRASKA)
) ss.
COUNTY OF LANCASTER)

The foregoing instrument was acknowledged before me this 5th day of June, 2006 by Richard W. Kiolbas^{Vice}, President of Dial – Southwest Village, Inc., a Nebraska corporation, as General Partner of **Dial – Southwest LP**, a Nebraska limited partnership, on behalf of the limited partnership.



Leo Glass
Notary Public

"LANDOWNER"

LEGRANDE EXCAVATING, INC., a
Nebraska corporation

By: *Norman H. LeGrande*
Title: *President*

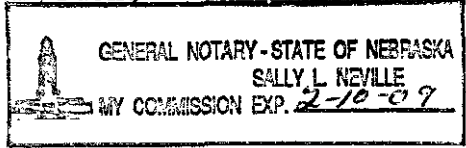
Norman H. LeGrande
NORMAN H. LEGRANDE, an individual

STATE OF NEBRASKA)
) ss.
COUNTY OF LANCASTER)

The foregoing instrument was acknowledged before me this *3rd* day of *June*,
2006, by Norman H. LeGrande, President of **LeGrande Excavating, Inc.**, a Nebraska corporation,
on behalf of the corporation.

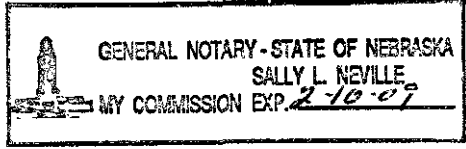
Sally L. Neville
Notary Public

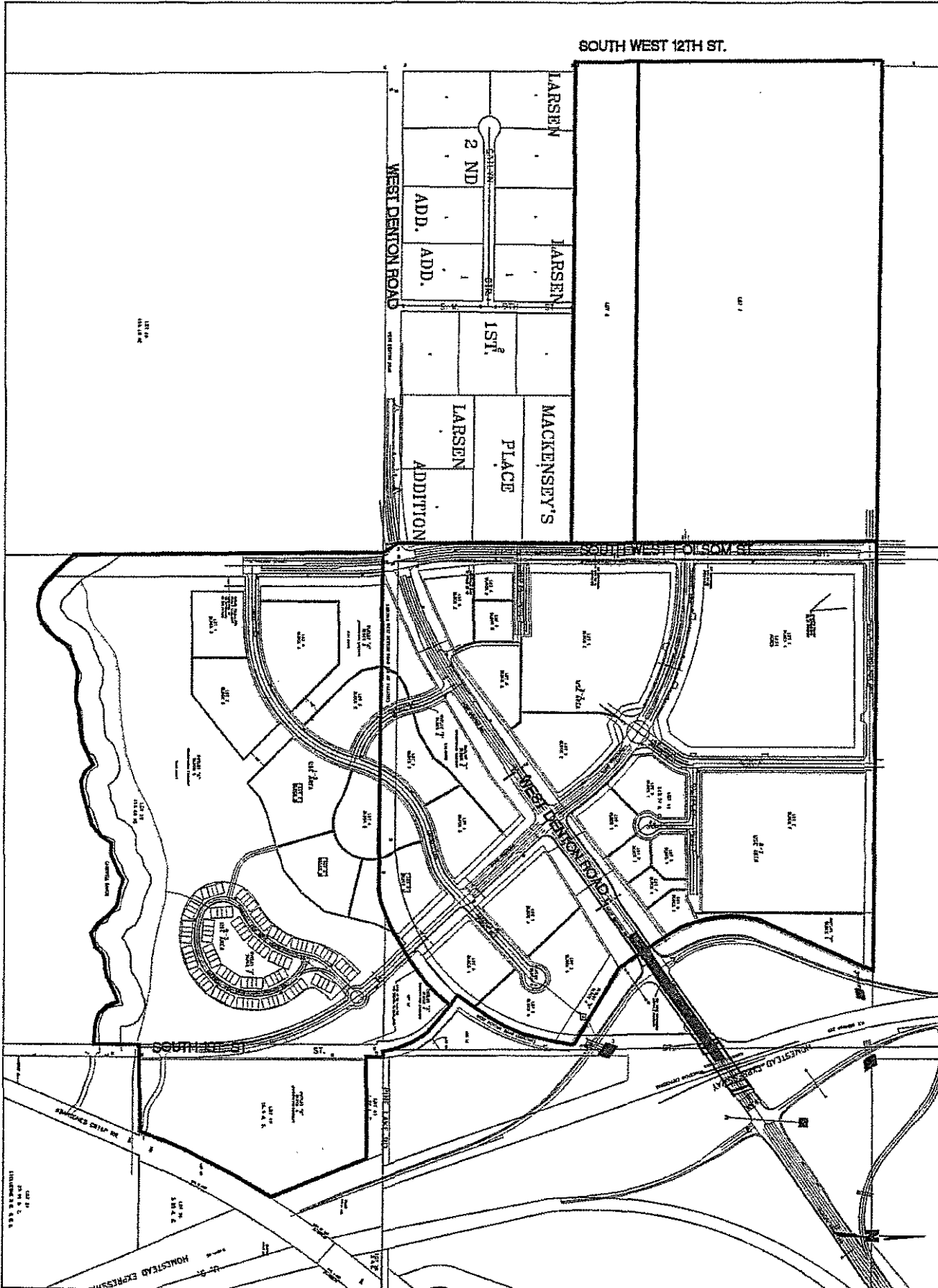
STATE OF NEBRASKA)
) ss.
COUNTY OF LANCASTER)



The foregoing instrument was acknowledged before me this *3rd* day of *June*,
2006, by **Norman H. LeGrande**, an individual.

Sally L. Neville
Notary Public





**SOUTHWEST VILLAGE P.U.D.
ATTACHMENT "A"**

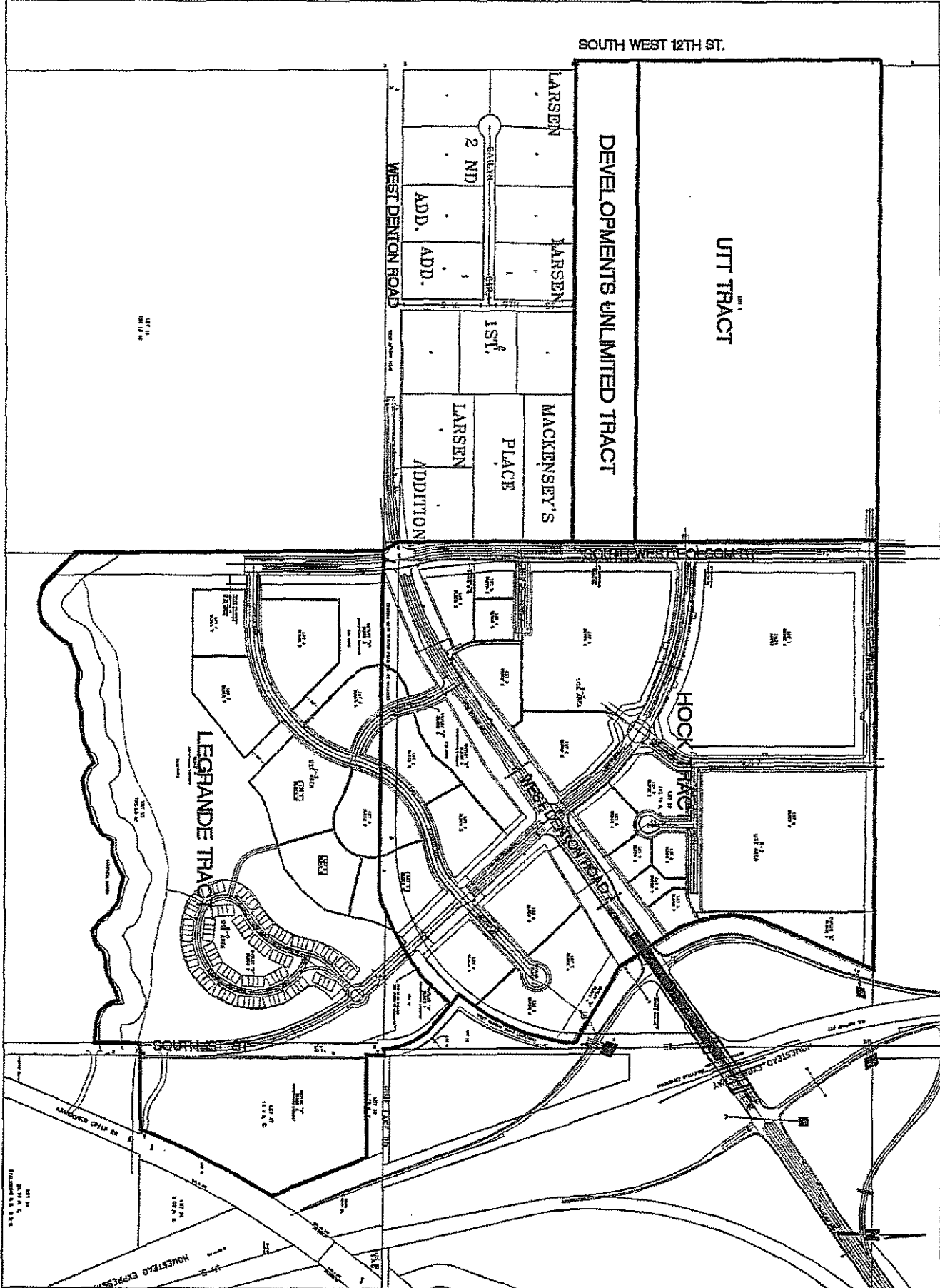
LINCOLN, NEBRASKA 8/18/05

REVISIONS	
NO.	DESCRIPTION



OLSSON ASSOCIATES
ENGINEERS - PLANNERS - DESIGNERS - SURVEYORS

221 SOUTH 14TH AVENUE, SUITE 200, LINCOLN, NEBRASKA 68502
TEL: 402.426.1234 FAX: 402.426.1235

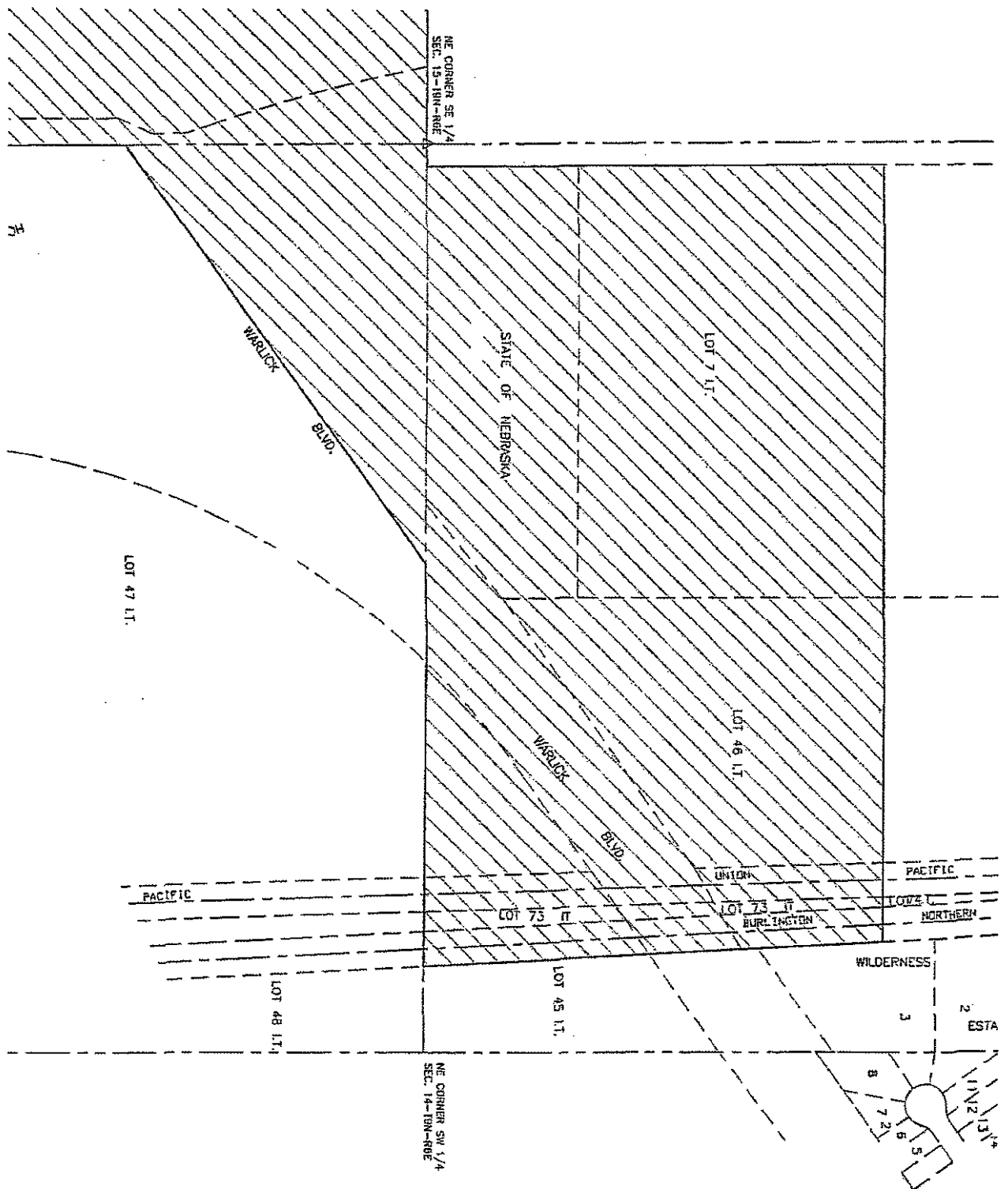


SOUTHWEST VILLAGE P.U.D.
 ATTACHMENT "B"
 Page 1 of 2
 LINCOLN, NEBRASKA 8/18/05

REVISIONS	
No.	Description



9
OLSSON ASSOCIATES
 ENGINEERS - ARCHITECTS - LANDSCAPE ARCHITECTS
 1000 N. LINCOLN ST., SUITE 1000, LINCOLN, NEBRASKA 68502
 PHONE: 402.476.8800 FAX: 402.476.8801



**LEGAL DESCRIPTION
ANNEXATION**

A LEGAL DESCRIPTION FOR A TRACT OF LAND COMPOSED OF LOTS 7 I.T., 46 I.T., 73 I.T., AND A PORTION OF THE SOUTHWEST QUARTER OF THE NORTHWEST QUARTER, ALL LOCATED IN SECTION 14, TOWNSHIP 9 NORTH, RANGE 6 EAST, LOTS 7 I.T., 8 I.T., 17 I.T., 20 I.T., 21 I.T., AND 22 I.T., ALL LOCATED IN SECTION 15, TOWNSHIP 9 NORTH, RANGE 6 EAST, A PORTION OF LOT 20 I.T., LOCATED IN THE NORTHEAST QUARTER OF SECTION 22, TOWNSHIP 9 NORTH, RANGE 6 EAST, LOT 49 I.T., LOCATED IN THE NORTHWEST QUARTER OF SECTION 23, TOWNSHIP 9 NORTH, RANGE 6 EAST OF THE 6TH P.M., AND ADJACENT PORTIONS OF FOLSOM STREET, WEST DENTON ROAD, SOUTH 1ST STREET, WARLICK BOULEVARD, U.S. HIGHWAY 77, UNION PACIFIC AND BURLINGTON NORTHERN RAILROAD, AND SANTE FE RAILROAD RIGHTS-OF-WAY, ALL IN LANCASTER COUNTY, NEBRASKA, AND MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE NORTHWEST CORNER OF THE SOUTHWEST QUARTER OF SAID SECTION 15, TOWNSHIP 9 NORTH, RANGE 6 EAST, SAID POINT BEING **THE TRUE POINT OF BEGINNING**; THENCE EASTERLY ALONG THE NORTH LINE OF SAID SOUTHWEST QUARTER ON AN ASSUMED BEARING OF SOUTH 89 DEGREES 22 MINUTES 56 SECONDS EAST, A DISTANCE OF 2,660.81 FEET TO THE NORTHWEST CORNER OF THE SOUTHEAST QUARTER OF SAID SECTION 15, THENCE SOUTH 89 DEGREES 22 MINUTES 31 SECONDS EAST ALONG THE NORTH LINE OF SAID SOUTHEAST QUARTER, A DISTANCE OF 2,673.27 FEET TO THE SOUTHWEST CORNER OF THE NORTHWEST QUARTER OF SECTION 14, TOWNSHIP 9 NORTH, RANGE 6 EAST, THENCE NORTH 89 DEGREES 31 MINUTES 37 SECONDS EAST ALONG THE SOUTH LINE OF SAID NORTHWEST QUARTER, A DISTANCE OF 66.00 FEET TO A POINT, THENCE NORTH 00 DEGREES 31 MINUTES 40 SECONDS WEST ALONG A LINE 66.00 FEET EAST OF AND PARALLEL WITH THE WEST LINE OF SAID NORTHWEST QUARTER, A DISTANCE OF 1,324.59 FEET TO A POINT OF INTERSECTION WITH THE NORTH LINE OF THE SOUTH HALF OF SAID NORTHWEST QUARTER, THENCE SOUTH 89 DEGREES 54 MINUTES 57 SECONDS EAST ALONG THE NORTH LINE OF THE SOUTH HALF OF SAID NORTHWEST QUARTER, A DISTANCE OF 2,259.15 FEET TO A POINT OF INTERSECTION WITH THE EAST LINE OF THE BURLINGTON NORTHERN RAILROAD RIGHT-OF-WAY, THENCE SOUTH 03 DEGREES 21 MINUTES 42 SECONDS EAST ALONG THE EAST LINE OF SAID RIGHT-OF-WAY, A DISTANCE OF 1,326.52 FEET TO A POINT OF INTERSECTION WITH THE SOUTH LINE OF SAID NORTHWEST QUARTER, THENCE NORTH 89 DEGREES 55 MINUTES 32 SECONDS WEST ALONG THE SOUTH LINE OF SAID NORTHWEST QUARTER, A DISTANCE OF 1,169.54 FEET TO A POINT, THENCE SOUTH 54 DEGREES 32 MINUTES 05 SECONDS WEST, A

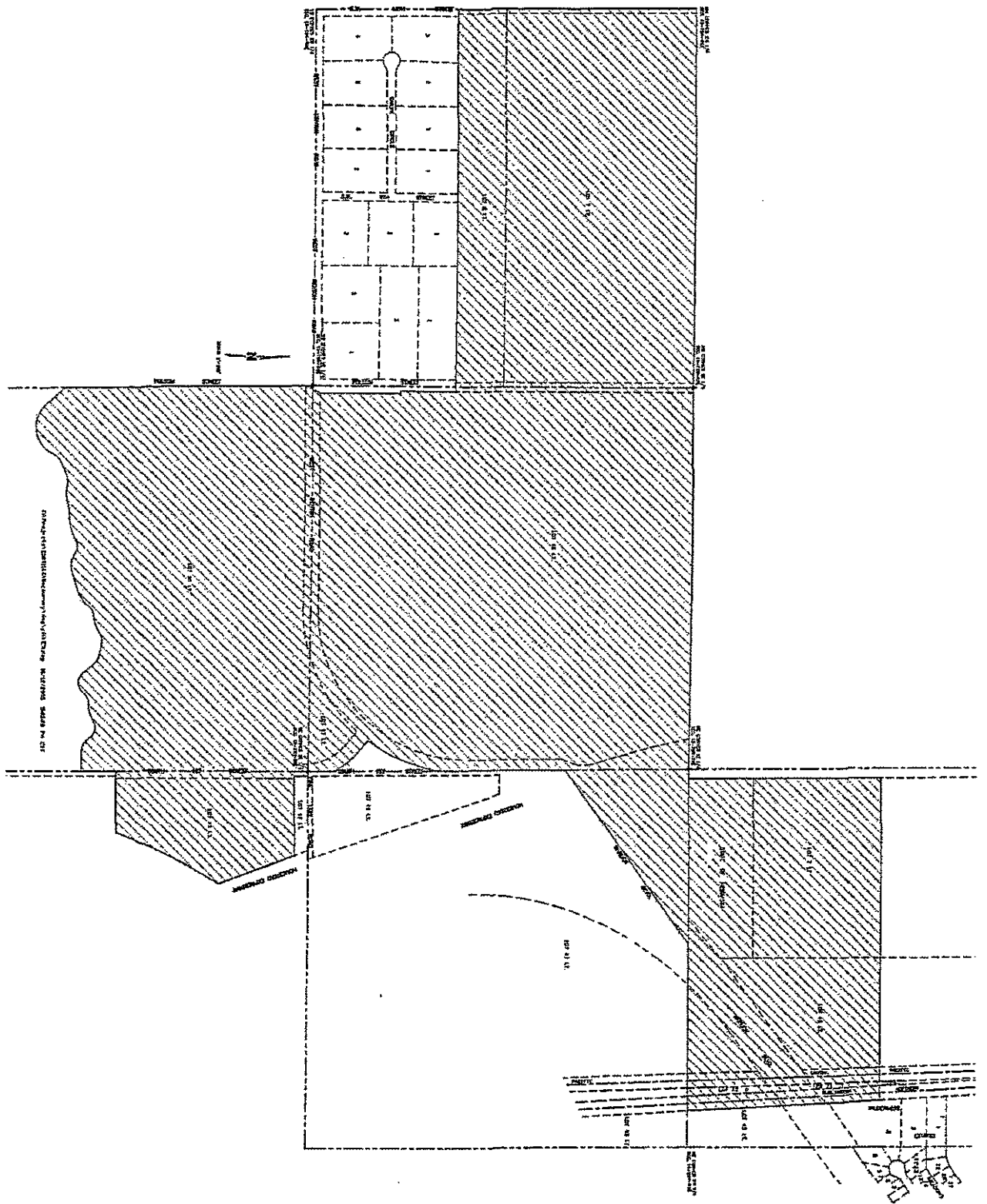
DISTANCE OF 1,489.98 FEET TO A POINT OF INTERSECTION WITH THE WEST LINE OF THE SOUTHWEST QUARTER OF SAID SECTION 14, THENCE SOUTH 00 DEGREES 30 MINUTES 24 SECONDS EAST ALONG THE WEST LINE OF SAID SOUTHWEST QUARTER, A DISTANCE OF 898.89 FEET TO A POINT OF INTERSECTION WITH A SOUTHEAST LINE OF WEST DENTON ROAD RIGHT-OF-WAY, SAID POINT BEING A POINT OF CURVATURE OF A NON TANGENT CURVE, THENCE ALONG A CURVE IN A CLOCKWISE DIRECTION, HAVING A DELTA ANGLE OF 26 DEGREES 37 MINUTES 37 SECONDS, A RADIUS OF 1,141.35 FEET, A ARC LENGTH OF 530.42 FEET, A CHORD BEARING OF SOUTH 24 DEGREES 13 MINUTES 29 SECONDS WEST ALONG THE SOUTHEAST LINE OF SAID RIGHT-OF-WAY, AND A CHORD DISTANCE OF 525.66 FEET TO A POINT OF INTERSECTION WITH THE NORTHEAST LINE OF SOUTH 1ST STREET RIGHT-OF-WAY, THENCE SOUTH 50 DEGREES 32 MINUTES 48 SECONDS EAST ALONG A NORTHEAST LINE OF SAID RIGHT-OF-WAY, A DISTANCE OF 141.86 FEET TO A POINT OF CURVATURE, THENCE ALONG A CURVE IN A CLOCKWISE DIRECTION, HAVING A DELTA ANGLE OF 22 DEGREES 49 MINUTES 40 SECONDS, A RADIUS OF 450.00 FEET, A ARC LENGTH OF 179.29 FEET, A CHORD BEARING OF SOUTH 39 DEGREES 07 MINUTES 58 SECONDS EAST ALONG A NORTHEAST LINE OF SAID RIGHT-OF-WAY, AND A CHORD DISTANCE OF 178.11 FEET TO A POINT OF INTERSECTION WITH THE EAST LINE OF THE SOUTHEAST QUARTER OF SECTION 15, TOWNSHIP 9 NORTH, RANGE 6 EAST, THENCE SOUTH 00 DEGREES 30 MINUTES 24 SECONDS EAST ALONG THE EAST LINE OF SAID SOUTHEAST QUARTER, A DISTANCE OF 178.40 FEET TO THE SOUTHEAST CORNER OF SAID SOUTHEAST QUARTER, THENCE SOUTH 89 DEGREES 55 MINUTES 54 SECONDS EAST ALONG THE NORTH LINE OF THE NORTHWEST QUARTER OF SECTION 23, TOWNSHIP 9 NORTH, RANGE 6 EAST, A DISTANCE OF 33.00 FEET TO THE NORTHWEST CORNER OF LOT 47 I.T., THENCE SOUTH 00 DEGREES 07 MINUTES 47 SECONDS EAST ALONG THE WEST LINE OF SAID LOT 47 I.T., A DISTANCE OF 90.75 FEET TO THE SOUTHWEST CORNER OF SAID LOT 47 I.T., THENCE SOUTH 89 DEGREES 55 MINUTES 54 SECONDS EAST ALONG THE SOUTH LINE OF SAID LOT 47 I.T., A DISTANCE OF 558.88 FEET TO THE NORTHEAST CORNER OF LOT 49 I.T., SAID POINT BEING ON THE WEST LINE OF HOMESTEAD EXPRESSWAY RIGHT-OF-WAY, THENCE SOUTH 21 DEGREES 05 MINUTES 04 SECONDS EAST ALONG THE EAST LINE OF SAID LOT 49 I.T., SAID LINE BEING THE WEST LINE OF SAID RIGHT-OF-WAY, A DISTANCE OF 554.58 FEET TO A EAST CORNER OF SAID LOT 49 I.T., SAID POINT BEING A POINT OF CURVATURE OF A NON TANGENT CURVE, THENCE ALONG A CURVE IN A COUNTER CLOCKWISE DIRECTION, HAVING A DELTA ANGLE OF 10 DEGREES 30 MINUTES 31 SECONDS, A RADIUS OF 4,372.28 FEET, A ARC LENGTH OF 801.92 FEET, A CHORD BEARING OF SOUTH 26 DEGREES 22 MINUTES 17 SECONDS WEST ALONG A SOUTHEAST LINE OF SAID LOT 49 I.T., SAID LINE BEING A NORTHWEST LINE OF LOT 48 I.T., AND A

CHORD DISTANCE OF 800.80 FEET TO THE SOUTHEAST CORNER OF SAID LOT 49 I.T., THENCE NORTH 89 DEGREES 49 MINUTES 56 SECONDS WEST ALONG THE SOUTH LINE OF SAID LOT 49 I.T., AND ITS EXTENSION, A DISTANCE OF 432.88 FEET TO A POINT OF INTERSECTION WITH THE EAST LINE OF THE NORTHEAST QUARTER OF SECTION 22, TOWNSHIP 9 NORTH, RANGE 6 EAST, THENCE SOUTH 00 DEGREES 07 MINUTES 47 SECONDS EAST ALONG THE EAST LINE OF SAID NORTHEAST QUARTER, A DISTANCE OF 241.46 FEET TO A POINT, THENCE SOUTH 89 DEGREES 52 MINUTES 13 SECONDS WEST, A DISTANCE OF 138.53 FEET TO A POINT OF CURVATURE, THENCE ALONG A CURVE IN A CLOCKWISE DIRECTION, HAVING A DELTA ANGLE OF 58 DEGREES 31 MINUTES 33 SECONDS, A RADIUS OF 125.28 FEET, A ARC LENGTH OF 127.97 FEET, A CHORD BEARING OF NORTH 60 DEGREES 52 MINUTES 00 SECONDS WEST, AND A CHORD DISTANCE OF 122.47 FEET TO A POINT OF REVERSE CURVATURE, THENCE ALONG A CURVE IN A COUNTER CLOCKWISE DIRECTION HAVING A DELTA ANGLE OF 81 DEGREES 58 MINUTES 38 SECONDS, A RADIUS OF 75.00 FEET, A ARC LENGTH OF 107.31 FEET, A CHORD BEARING OF NORTH 72 DEGREES 35 MINUTES 33 SECONDS WEST, AND A CHORD DISTANCE OF 98.39 FEET TO A POINT, THENCE SOUTH 66 DEGREES 25 MINUTES 08 SECONDS WEST, A DISTANCE OF 69.12 FEET TO A POINT OF CURVATURE, THENCE ALONG A CURVE IN A CLOCKWISE DIRECTION, HAVING A DELTA ANGLE OF 27 DEGREES 18 MINUTES 02 SECONDS, A RADIUS OF 150.00 FEET, A ARC LENGTH OF 71.47 FEET, A CHORD BEARING OF SOUTH 80 DEGREES 04 MINUTES 09 SECONDS WEST, AND A CHORD DISTANCE OF 70.80 FEET TO A POINT OF REVERSE CURVATURE, THENCE ALONG A CURVE IN A COUNTER CLOCKWISE DIRECTION HAVING A DELTA ANGLE OF 57 DEGREES 02 MINUTES 11 SECONDS, A RADIUS OF 97.16 FEET, A ARC LENGTH OF 96.72 FEET, A CHORD BEARING OF SOUTH 65 DEGREES 12 MINUTES 05 SECONDS WEST, AND A CHORD DISTANCE OF 92.78 FEET TO A POINT OF REVERSE CURVATURE, THENCE ALONG A CURVE IN A CLOCKWISE DIRECTION HAVING A DELTA ANGLE OF 102 DEGREES 46 MINUTES 49 SECONDS, A RADIUS OF 85.00 FEET, A ARC LENGTH OF 152.48 FEET, A CHORD BEARING OF SOUTH 88 DEGREES 04 MINUTES 24 SECONDS WEST, AND A CHORD DISTANCE OF 132.84 FEET TO A POINT, THENCE NORTH 40 DEGREES 32 MINUTES 12 SECONDS WEST, A DISTANCE OF 105.48 FEET TO A POINT OF CURVATURE, THENCE ALONG A CURVE IN A COUNTER CLOCKWISE DIRECTION, HAVING A DELTA ANGLE OF 37 DEGREES 30 MINUTES 22 SECONDS, A RADIUS OF 100.00 FEET, A ARC LENGTH OF 65.46 FEET, A CHORD BEARING OF NORTH 59 DEGREES 17 MINUTES 23 SECONDS WEST, AND A CHORD DISTANCE OF 64.30 FEET TO A POINT, THENCE NORTH 78 DEGREES 02 MINUTES 33 SECONDS WEST, A DISTANCE OF 90.87 FEET TO A POINT OF CURVATURE, THENCE ALONG A CURVE IN A COUNTER CLOCKWISE DIRECTION, HAVING A DELTA ANGLE OF 38 DEGREES 21 MINUTES 43 SECONDS, A

RADIUS OF 75.00 FEET, A ARC LENGTH OF 50.22 FEET, A CHORD BEARING OF SOUTH 82 DEGREES 46 MINUTES 35 SECONDS WEST, AND A CHORD DISTANCE OF 49.28 FEET TO A POINT, THENCE SOUTH 63 DEGREES 35 MINUTES 43 SECONDS WEST, A DISTANCE OF 83.82 FEET TO A POINT OF CURVATURE, THENCE ALONG A CURVE IN A CLOCKWISE DIRECTION, HAVING A DELTA ANGLE OF 26 DEGREES 35 MINUTES 54 SECONDS, A RADIUS OF 150.00 FEET, A ARC LENGTH OF 69.63 FEET, A CHORD BEARING OF SOUTH 76 DEGREES 53 MINUTES 40 SECONDS WEST, AND A CHORD DISTANCE OF 69.01 FEET TO A POINT OF REVERSE CURVATURE, THENCE ALONG A CURVE IN A COUNTER CLOCKWISE DIRECTION HAVING A DELTA ANGLE OF 53 DEGREES 31 MINUTES 16 SECONDS, A RADIUS OF 75.00 FEET, A ARC LENGTH OF 70.06 FEET, A CHORD BEARING OF SOUTH 63 DEGREES 25 MINUTES 59 SECONDS WEST, AND A CHORD DISTANCE OF 67.54 FEET TO A POINT OF REVERSE CURVATURE, THENCE ALONG A CURVE IN A CLOCKWISE DIRECTION HAVING A DELTA ANGLE OF 36 DEGREES 31 MINUTES 51 SECONDS, A RADIUS OF 220.27 FEET, A ARC LENGTH OF 140.44 FEET, A CHORD BEARING OF SOUTH 54 DEGREES 56 MINUTES 16 SECONDS WEST, AND A CHORD DISTANCE OF 138.07 FEET TO A POINT, THENCE SOUTH 73 DEGREES 12 MINUTES 12 SECONDS WEST, A DISTANCE OF 148.09 FEET TO A POINT OF CURVATURE, THENCE ALONG A CURVE IN A CLOCKWISE DIRECTION, HAVING A DELTA ANGLE OF 55 DEGREES 21 MINUTES 16 SECONDS, A RADIUS OF 135.23 FEET, A ARC LENGTH OF 130.65 FEET, A CHORD BEARING OF NORTH 79 DEGREES 07 MINUTES 10 SECONDS WEST, AND A CHORD DISTANCE OF 125.62 FEET TO A POINT OF REVERSE CURVATURE, THENCE ALONG A CURVE IN A COUNTER CLOCKWISE DIRECTION HAVING A DELTA ANGLE OF 67 DEGREES 49 MINUTES 49 SECONDS, A RADIUS OF 75.00 FEET, A ARC LENGTH OF 88.79 FEET, A CHORD BEARING OF NORTH 85 DEGREES 21 MINUTES 27 SECONDS WEST, AND A CHORD DISTANCE OF 83.69 FEET TO A POINT OF REVERSE CURVATURE, THENCE ALONG A CURVE IN A CLOCKWISE DIRECTION HAVING A DELTA ANGLE OF 29 DEGREES 59 MINUTES 18 SECONDS, A RADIUS OF 375.00 FEET, A ARC LENGTH OF 196.27 FEET, A CHORD BEARING OF SOUTH 75 DEGREES 43 MINUTES 18 SECONDS WEST, AND A CHORD DISTANCE OF 194.04 FEET TO A POINT OF REVERSE CURVATURE, THENCE ALONG A CURVE IN A COUNTER CLOCKWISE DIRECTION HAVING A DELTA ANGLE OF 18 DEGREES 58 MINUTES 21 SECONDS, A RADIUS OF 250.00 FEET, A ARC LENGTH OF 82.78 FEET, A CHORD BEARING OF SOUTH 81 DEGREES 13 MINUTES 47 SECONDS WEST, AND A CHORD DISTANCE OF 82.41 FEET TO A POINT OF REVERSE CURVATURE, THENCE ALONG A CURVE IN A CLOCKWISE DIRECTION HAVING A DELTA ANGLE OF 32 DEGREES 04 MINUTES 32 SECONDS, A RADIUS OF 200.00 FEET, A ARC LENGTH OF 111.96 FEET, A CHORD BEARING OF SOUTH 87 DEGREES 46 MINUTES 52 SECONDS WEST, AND A CHORD DISTANCE OF 110.51 FEET TO A POINT OF REVERSE CURVATURE, THENCE ALONG A CURVE IN A

COUNTER CLOCKWISE DIRECTION HAVING A DELTA ANGLE OF 33 DEGREES 18 MINUTES 57 SECONDS, A RADIUS OF 150.00 FEET, A ARC LENGTH OF 87.22 FEET, A CHORD BEARING OF SOUTH 87 DEGREES 09 MINUTES 40 SECONDS WEST, AND A CHORD DISTANCE OF 86.00 FEET TO A POINT, THENCE SOUTH 70 DEGREES 30 MINUTES 11 SECONDS WEST, A DISTANCE OF 78.72 FEET TO A POINT OF CURVATURE, THENCE ALONG A CURVE IN A COUNTER CLOCKWISE DIRECTION, HAVING A DELTA ANGLE OF 45 DEGREES 15 MINUTES 25 SECONDS, A RADIUS OF 125.00 FEET, A ARC LENGTH OF 98.74 FEET, A CHORD BEARING OF SOUTH 47 DEGREES 52 MINUTES 28 SECONDS WEST, AND A CHORD DISTANCE OF 96.19 FEET TO A POINT OF REVERSE CURVATURE, THENCE ALONG A CURVE IN A CLOCKWISE DIRECTION HAVING A DELTA ANGLE OF 112 DEGREES 06 MINUTES 25 SECONDS, A RADIUS OF 205.96 FEET, A ARC LENGTH OF 402.99 FEET, A CHORD BEARING OF SOUTH 81 DEGREES 17 MINUTES 58 SECONDS WEST, AND A CHORD DISTANCE OF 341.71 FEET TO A POINT, THENCE NORTH 42 DEGREES 38 MINUTES 49 SECONDS WEST, A DISTANCE OF 183.82 FEET TO A POINT OF INTERSECTION WITH THE WEST LINE OF THE NORTHEAST QUARTER OF SAID SECTION 22, THENCE NORTH 00 DEGREES 33 MINUTES 20 SECONDS WEST ALONG THE WEST LINE OF SAID NORTHWEST QUARTER, A DISTANCE OF 1,662.10 FEET TO A POINT OF INTERSECTION WITH THE SOUTH LINE OF WEST DENTON ROAD RIGHT-OF-WAY, THENCE NORTH 26 DEGREES 29 MINUTES 46 SECONDS EAST, A DISTANCE OF 111.21 FEET TO A POINT LOCATED 50.00 FEET NORTH OF THE SOUTH LINE OF THE SOUTHEAST QUARTER OF SECTION 15, TOWNSHIP 9 NORTH, RANGE 6 EAST, AND 50.00 FEET EAST OF THE WEST LINE OF SAID SOUTHEAST QUARTER, THENCE NORTH 00 DEGREES 07 MINUTES 11 SECONDS EAST ALONG A LINE 50.00 FEET EAST OF AND PARALLEL WITH THE WEST LINE OF SAID SOUTHEAST QUARTER, A DISTANCE OF 550.37 FEET TO A POINT, THENCE NORTH 89 DEGREES 52 MINUTES 49 SECONDS WEST, A DISTANCE OF 17.00 FEET TO A POINT, THENCE NORTH 00 DEGREES 07 MINUTES 11 SECONDS EAST ALONG A LINE 33.00 FEET EAST OF AND PARALLEL WITH THE WEST LINE OF SAID SOUTHEAST QUARTER, A DISTANCE OF 386.67 FEET TO A POINT OF INTERSECTION WITH THE EXTENSION OF THE SOUTH LINE OF LOT 8 I.T., THENCE NORTH 89 DEGREES 24 MINUTES 58 SECONDS WEST ALONG THE SOUTH LINE OF SAID LOT 8 I.T., AND ITS EXTENSION, A DISTANCE OF 2,683.02 FEET TO A POINT OF INTERSECTION WITH THE WEST LINE OF THE SOUTHWEST QUARTER OF SAID SECTION 15, THENCE NORTH 00 DEGREES 15 MINUTES 02 SECONDS WEST ALONG THE WEST LINE OF SAID SOUTHWEST QUARTER, A DISTANCE OF 1,668.66 FEET TO THE POINT OF BEGINNING, SAID TRACT CONTAINS A CALCULATED AREA OF 20,203,264.85 SQUARE FEET OR 463.80 ACRES, MORE OR LESS.

Thursday, May 04, 2006
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**LEGAL DESCRIPTION
B-2 PUD (NORTH)**

A LEGAL DESCRIPTION FOR A TRACT OF LAND COMPOSED OF A PORTION OF LOT 22 I.T., LOCATED IN THE SOUTHEAST QUARTER OF SECTION 15, TOWNSHIP 9 NORTH, RANGE 6 EAST OF THE 6TH P.M., LANCASTER COUNTY, STATE OF NEBRASKA, AND MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE SOUTHWEST CORNER OF THE SOUTHEAST QUARTER OF SAID SECTION 15, THENCE EAST ALONG THE SOUTH LINE OF SAID SOUTHEAST QUARTER ON AN ASSUMED BEARING OF SOUTH 89 DEGREES 27 MINUTES 24 SECONDS EAST, A DISTANCE OF 99.66 FEET TO A POINT, THENCE NORTH 00 DEGREES 32 MINUTES 36 SECONDS EAST, A DISTANCE OF 156.41 FEET TO **THE TRUE POINT OF BEGINNING**, THENCE NORTH 06 DEGREES 08 MINUTES 30 SECONDS WEST, A DISTANCE OF 374.26 FEET TO A POINT LOCATED 60.00 FEET EAST OF THE WEST LINE OF SAID SOUTHEAST QUARTER, THENCE NORTH 00 DEGREES 07 MINUTES 11 SECONDS EAST ALONG A LINE 60.00 FEET EAST OF AND PARALLEL WITH THE WEST LINE OF SAID SOUTHEAST QUARTER, A DISTANCE OF 2,125.67 FEET TO A POINT OF INTERSECTION WITH THE NORTH LINE OF SAID SOUTHEAST QUARTER, SAID LINE BEING THE NORTH LINE OF SAID LOT 18 I.T., THENCE SOUTH 89 DEGREES 22 MINUTES 31 SECONDS EAST ALONG THE NORTH LINE OF SAID LOT 18 I.T., SAID LINE BEING THE NORTH LINE OF SAID SOUTHEAST QUARTER, A DISTANCE OF 2,197.02 FEET TO A POINT, THENCE SOUTH 23 DEGREES 40 MINUTES 15 SECONDS WEST, A DISTANCE OF 679.81 FEET TO A POINT OF CURVATURE OF A NON TANGENT CURVE, THENCE ALONG A CURVE IN A COUNTER CLOCKWISE DIRECTION, HAVING A DELTA ANGLE OF 48 DEGREES 35 MINUTES 11 SECONDS, A RADIUS OF 618.08 FEET, A ARC LENGTH OF 524.13 FEET, A CHORD BEARING OF SOUTH 10 DEGREES 38 MINUTES 02 SECONDS EAST, AND A CHORD DISTANCE OF 508.57 FEET TO A POINT, THENCE SOUTH 52 DEGREES 29 MINUTES 22 SECONDS WEST, A DISTANCE OF 600.37 FEET TO A POINT, THENCE SOUTH 52 DEGREES 45 MINUTES 27 SECONDS WEST, A DISTANCE OF 1,294.30 FEET TO A POINT, THENCE SOUTH 66 DEGREES 56 MINUTES 10 SECONDS WEST, A DISTANCE OF 516.92 FEET TO THE POINT OF BEGINNING, SAID TRACT CONTAINS A CALCULATED AREA OF 3,784,400.25 SQUARE FEET OR 86.8779 ACRES, MORE OR LESS.

August 16, 2005
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**LEGAL DESCRIPTION
B-2 PUD (SOUTH)**

A LEGAL DESCRIPTION FOR A TRACT OF LAND COMPOSED OF LOTS 20 & 21 I.T., A PORTION OF WEST DENTON ROAD RIGHT-OF-WAY, AND LOT 17 I.T., ALL LOCATED IN THE SOUTHEAST QUARTER OF SECTION 15, TOWNSHIP 9 NORTH, RANGE 6 EAST, A PORTION OF LOT 20 I.T., A PORTION OF WEST DENTON ROAD RIGHT-OF-WAY, AND A PORTION OF SOUTH 1ST STREET RIGHT-OF-WAY, ALL LOCATED IN THE NORTHEAST QUARTER OF SECTION 22, TOWNSHIP 9 NORTH, RANGE 6 EAST, LOT 49 I.T., AND A PORTION OF SOUTH 1ST STREET RIGHT-OF-WAY, ALL LOCATED IN THE NORTHWEST QUARTER OF SECTION 23, TOWNSHIP 9 NORTH, RANGE 6 EAST, ALL OF THE 6TH P.M., LANCASTER COUNTY, NEBRASKA, AND MORE PARTICULARLY DESCRIBED AS FOLLOWS:

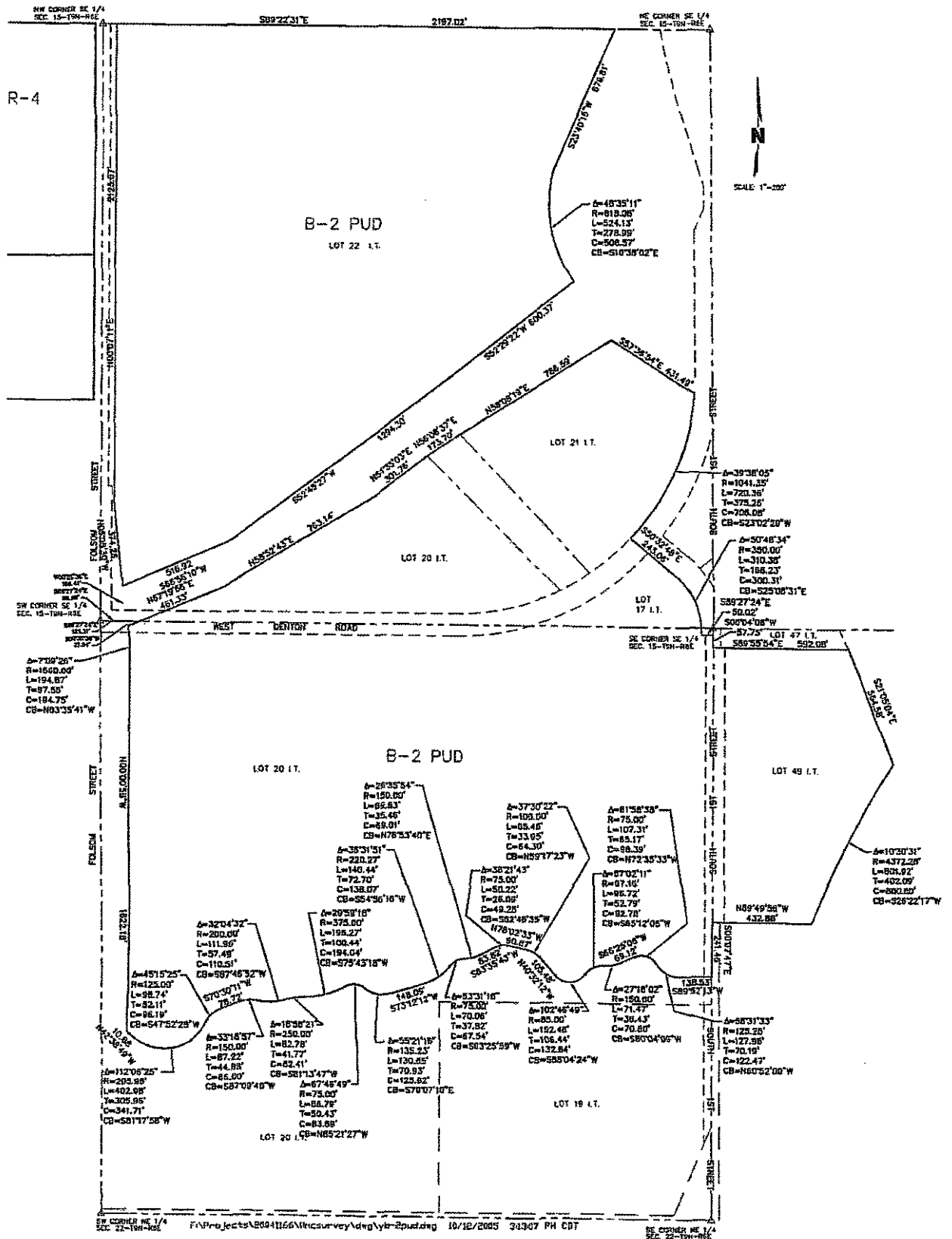
COMMENCING AT THE SOUTHWEST CORNER OF THE SOUTHEAST QUARTER OF SAID SECTION 15, THENCE EAST ALONG THE SOUTH LINE OF SAID SOUTHEAST QUARTER ON AN ASSUMED BEARING OF SOUTH 89 DEGREES 27 MINUTES 24 SECONDS EAST, A DISTANCE OF 121.31 FEET TO A POINT, THENCE SOUTH 00 DEGREES 32 MINUTES 36 SECONDS WEST, A DISTANCE OF 21.54 FEET TO **THE TRUE POINT OF BEGINNING**; THENCE NORTH 67 DEGREES 19 MINUTES 56 SECONDS EAST, A DISTANCE OF 461.33 FEET TO A POINT, THENCE NORTH 58 DEGREES 52 MINUTES 43 SECONDS EAST, A DISTANCE OF 763.14 FEET TO A POINT, THENCE NORTH 51 DEGREES 35 MINUTES 03 SECONDS EAST, A DISTANCE OF 301.76 FEET TO A POINT, THENCE NORTH 56 DEGREES 08 MINUTES 37 SECONDS EAST, A DISTANCE OF 173.70 FEET TO A POINT, THENCE NORTH 58 DEGREES 08 MINUTES 19 SECONDS EAST, A DISTANCE OF 786.59 FEET TO A POINT, THENCE SOUTH 57 DEGREES 36 MINUTES 54 SECONDS EAST, A DISTANCE OF 431.49 FEET TO A POINT OF INTERSECTION WITH THE NORTH LINE OF WEST DENTON ROAD RIGHT-OF-WAY, SAID POINT BEING A POINT OF CURVATURE OF A NON TANGENT CURVE, THENCE ALONG A CURVE IN A CLOCKWISE DIRECTION, HAVING A DELTA ANGLE OF 39 DEGREES 38 MINUTES 05 SECONDS, A RADIUS OF 1,041.35 FEET, A ARC LENGTH OF 720.36 FEET, A CHORD BEARING OF SOUTH 23 DEGREES 02 MINUTES 29 SECONDS WEST ALONG THE NORTH LINE OF SAID RIGHT-OF-WAY, AND A CHORD DISTANCE OF 706.08 FEET TO A POINT OF INTERSECTION WITH THE EXTENSION OF THE SOUTHWEST LINE SOUTH 1ST STREET RIGHT-OF-WAY, THENCE SOUTH 50 DEGREES 32 MINUTES 48 SECONDS EAST ALONG THE SOUTHWEST LINE OF SAID RIGHT-OF-WAY AND ITS EXTENSION, A DISTANCE OF 243.06 FEET TO A POINT OF CURVATURE, THENCE ALONG A CURVE IN A CLOCKWISE DIRECTION, HAVING A DELTA ANGLE OF 50 DEGREES 48 MINUTES 34 SECONDS, A RADIUS OF 350.00 FEET, A ARC LENGTH OF 310.38 FEET, A CHORD BEARING OF SOUTH 25 DEGREES 08 MINUTES 31 SECONDS

EAST ALONG THE SOUTHWEST LINE OF SAID RIGHT-OF-WAY, AND A CHORD DISTANCE OF 300.31 FEET TO A POINT, THENCE SOUTH 89 DEGREES 27 MINUTES 24 SECONDS EAST ALONG A NORTH LINE OF SAID LOT 20 I.T., AND ITS EXTENSION, A DISTANCE OF 50.02 FEET TO A POINT OF INTERSECTION WITH THE EAST LINE OF THE NORTHEAST QUARTER OF SECTION 22, THENCE SOUTH 00 DEGREES 04 MINUTES 06 SECONDS WEST ALONG THE EAST LINE OF SAID NORTHEAST QUARTER, A DISTANCE OF 57.75 FEET TO A POINT OF INTERSECTION WITH THE EXTENSION OF THE NORTH LINE OF SAID LOT 49 I.T., THENCE SOUTH 89 DEGREES 55 MINUTES 54 SECONDS EAST ALONG THE NORTH LINE OF SAID LOT 49 I.T., AND ITS EXTENSION, A DISTANCE OF 592.08 FEET TO A POINT, THENCE SOUTH 21 DEGREES 05 MINUTES 04 SECONDS EAST ALONG A NORTHEAST LINE OF SAID LOT 49 I.T., A DISTANCE OF 554.58 FEET TO A EAST CORNER OF SAID LOT 49 I.T., SAID POINT BEING A POINT OF CURVATURE OF A NON TANGENT CURVE, THENCE ALONG A CURVE IN A COUNTER CLOCKWISE DIRECTION, HAVING A DELTA ANGLE OF 10 DEGREES 30 MINUTES 31 SECONDS, A RADIUS OF 4,372.28 FEET, A ARC LENGTH OF 801.92 FEET, A CHORD BEARING OF SOUTH 26 DEGREES 22 MINUTES 17 SECONDS WEST ALONG THE SOUTHEAST LINE OF SAID LOT 49 I.T., AND A CHORD DISTANCE OF 800.80 FEET TO THE SOUTHEAST CORNER OF SAID LOT 49 I.T., THENCE NORTH 89 DEGREES 49 MINUTES 56 SECONDS WEST ALONG THE SOUTH LINE OF SAID LOT 49 I.T., AND ITS EXTENSION, A DISTANCE OF 432.88 FEET TO A POINT OF INTERSECTION WITH THE EAST LINE OF THE NORTHEAST QUARTER OF SAID SECTION 22, THENCE SOUTH 00 DEGREES 07 MINUTES 47 SECONDS EAST ALONG THE EAST LINE OF SAID NORTHEAST QUARTER, A DISTANCE OF 241.46 FEET TO A POINT, THENCE SOUTH 89 DEGREES 52 MINUTES 13 SECONDS WEST, A DISTANCE OF 138.53 FEET TO A POINT OF CURVATURE, THENCE ALONG A CURVE IN A CLOCKWISE DIRECTION, HAVING A DELTA ANGLE OF 58 DEGREES 31 MINUTES 33 SECONDS, A RADIUS OF 125.28 FEET, A ARC LENGTH OF 127.97 FEET, A CHORD BEARING OF NORTH 60 DEGREES 52 MINUTES 01 SECONDS WEST, AND A CHORD DISTANCE OF 122.47 FEET TO A POINT OF REVERSE CURVATURE, THENCE ALONG A CURVE IN A COUNTER CLOCKWISE DIRECTION HAVING A DELTA ANGLE OF 81 DEGREES 58 MINUTES 38 SECONDS, A RADIUS OF 75.00 FEET, A ARC LENGTH OF 107.31 FEET, A CHORD BEARING OF NORTH 72 DEGREES 35 MINUTES 33 SECONDS WEST, AND A CHORD DISTANCE OF 98.39 FEET TO A POINT, THENCE SOUTH 66 DEGREES 25 MINUTES 08 SECONDS WEST, A DISTANCE OF 69.12 FEET TO A POINT OF CURVATURE, THENCE ALONG A CURVE IN A CLOCKWISE DIRECTION, HAVING A DELTA ANGLE OF 27 DEGREES 18 MINUTES 02 SECONDS, A RADIUS OF 150.00 FEET, A ARC LENGTH OF 71.47 FEET, A CHORD BEARING OF SOUTH 80 DEGREES 04 MINUTES 09 SECONDS WEST, AND A CHORD DISTANCE OF 70.80 FEET TO A POINT OF REVERSE CURVATURE, THENCE ALONG A CURVE IN A COUNTER

CLOCKWISE DIRECTION HAVING A DELTA ANGLE OF 57 DEGREES 02 MINUTES 11 SECONDS, A RADIUS OF 97.16 FEET, A ARC LENGTH OF 96.72 FEET, A CHORD BEARING OF SOUTH 65 DEGREES 12 MINUTES 05 SECONDS WEST, AND A CHORD DISTANCE OF 92.78 FEET TO A POINT OF REVERSE CURVATURE, THENCE ALONG A CURVE IN A CLOCKWISE DIRECTION HAVING A DELTA ANGLE OF 102 DEGREES 46 MINUTES 49 SECONDS, A RADIUS OF 85.00 FEET, A ARC LENGTH OF 152.48 FEET, A CHORD BEARING OF SOUTH 88 DEGREES 04 MINUTES 24 SECONDS WEST, AND A CHORD DISTANCE OF 132.84 FEET TO A POINT, THENCE NORTH 40 DEGREES 32 MINUTES 12 SECONDS WEST, A DISTANCE OF 105.48 FEET TO A POINT OF CURVATURE, THENCE ALONG A CURVE IN A COUNTER CLOCKWISE DIRECTION, HAVING A DELTA ANGLE OF 37 DEGREES 30 MINUTES 22 SECONDS, A RADIUS OF 100.00 FEET, A ARC LENGTH OF 65.46 FEET, A CHORD BEARING OF NORTH 59 DEGREES 17 MINUTES 23 SECONDS WEST, AND A CHORD DISTANCE OF 64.30 FEET TO A POINT, THENCE NORTH 78 DEGREES 02 MINUTES 33 SECONDS WEST, A DISTANCE OF 90.87 FEET TO A POINT OF CURVATURE, THENCE ALONG A CURVE IN A COUNTER CLOCKWISE DIRECTION, HAVING A DELTA ANGLE OF 38 DEGREES 21 MINUTES 43 SECONDS, A RADIUS OF 75.00 FEET, A ARC LENGTH OF 50.22 FEET, A CHORD BEARING OF SOUTH 82 DEGREES 46 MINUTES 35 SECONDS WEST, AND A CHORD DISTANCE OF 49.28 FEET TO A POINT, THENCE SOUTH 63 DEGREES 35 MINUTES 43 SECONDS WEST, A DISTANCE OF 83.82 FEET TO A POINT OF CURVATURE, THENCE ALONG A CURVE IN A CLOCKWISE DIRECTION, HAVING A DELTA ANGLE OF 26 DEGREES 35 MINUTES 54 SECONDS, A RADIUS OF 150.00 FEET, A ARC LENGTH OF 69.63 FEET, A CHORD BEARING OF SOUTH 76 DEGREES 53 MINUTES 40 SECONDS WEST, AND A CHORD DISTANCE OF 69.01 FEET TO A POINT OF REVERSE CURVATURE, THENCE ALONG A CURVE IN A COUNTER CLOCKWISE DIRECTION HAVING A DELTA ANGLE OF 53 DEGREES 31 MINUTES 16 SECONDS, A RADIUS OF 75.00 FEET, A ARC LENGTH OF 70.06 FEET, A CHORD BEARING OF SOUTH 63 DEGREES 25 MINUTES 59 SECONDS WEST, AND A CHORD DISTANCE OF 67.54 FEET TO A POINT OF REVERSE CURVATURE, THENCE ALONG A CURVE IN A CLOCKWISE DIRECTION HAVING A DELTA ANGLE OF 36 DEGREES 31 MINUTES 51 SECONDS, A RADIUS OF 220.27 FEET, A ARC LENGTH OF 140.44 FEET, A CHORD BEARING OF SOUTH 54 DEGREES 56 MINUTES 16 SECONDS WEST, AND A CHORD DISTANCE OF 138.07 FEET TO A POINT, THENCE SOUTH 73 DEGREES 12 MINUTES 12 SECONDS WEST, A DISTANCE OF 148.09 FEET TO A POINT OF CURVATURE, THENCE ALONG A CURVE IN A CLOCKWISE DIRECTION, HAVING A DELTA ANGLE OF 55 DEGREES 21 MINUTES 16 SECONDS, A RADIUS OF 135.23 FEET, A ARC LENGTH OF 130.65 FEET, A CHORD BEARING OF NORTH 79 DEGREES 07 MINUTES 10 SECONDS WEST, AND A CHORD DISTANCE OF 125.63 FEET TO A POINT OF REVERSE CURVATURE, THENCE ALONG A CURVE IN A COUNTER CLOCKWISE DIRECTION HAVING A DELTA ANGLE OF 67

DEGREES 49 MINUTES 49 SECONDS, A RADIUS OF 75.00 FEET, A ARC LENGTH OF 88.79 FEET, A CHORD BEARING OF NORTH 85 DEGREES 21 MINUTES 27 SECONDS WEST, AND A CHORD DISTANCE OF 83.69 FEET TO A POINT OF REVERSE CURVATURE, THENCE ALONG A CURVE IN A CLOCKWISE DIRECTION HAVING A DELTA ANGLE OF 29 DEGREES 59 MINUTES 18 SECONDS, A RADIUS OF 375.00 FEET, A ARC LENGTH OF 196.27 FEET, A CHORD BEARING OF SOUTH 75 DEGREES 43 MINUTES 18 SECONDS WEST, AND A CHORD DISTANCE OF 194.04 FEET TO A POINT OF REVERSE CURVATURE, THENCE ALONG A CURVE IN A COUNTER CLOCKWISE DIRECTION HAVING A DELTA ANGLE OF 18 DEGREES 58 MINUTES 21 SECONDS, A RADIUS OF 250.00 FEET, A ARC LENGTH OF 82.78 FEET, A CHORD BEARING OF SOUTH 81 DEGREES 13 MINUTES 47 SECONDS WEST, AND A CHORD DISTANCE OF 82.41 FEET TO A POINT OF REVERSE CURVATURE, THENCE ALONG A CURVE IN A CLOCKWISE DIRECTION HAVING A DELTA ANGLE OF 32 DEGREES 04 MINUTES 32 SECONDS, A RADIUS OF 200.00 FEET, A ARC LENGTH OF 111.96 FEET, A CHORD BEARING OF SOUTH 87 DEGREES 46 MINUTES 52 SECONDS WEST, AND A CHORD DISTANCE OF 110.51 FEET TO A POINT OF REVERSE CURVATURE, THENCE ALONG A CURVE IN A COUNTER CLOCKWISE DIRECTION HAVING A DELTA ANGLE OF 33 DEGREES 18 MINUTES 57 SECONDS, A RADIUS OF 150.00 FEET, A ARC LENGTH OF 87.22 FEET, A CHORD BEARING OF SOUTH 87 DEGREES 09 MINUTES 40 SECONDS WEST, AND A CHORD DISTANCE OF 86.00 FEET TO A POINT, THENCE SOUTH 70 DEGREES 30 MINUTES 11 SECONDS WEST, A DISTANCE OF 78.72 FEET TO A POINT OF CURVATURE, THENCE ALONG A CURVE IN A COUNTER CLOCKWISE DIRECTION, HAVING A DELTA ANGLE OF 45 DEGREES 15 MINUTES 25 SECONDS, A RADIUS OF 125.00 FEET, A ARC LENGTH OF 98.74 FEET, A CHORD BEARING OF SOUTH 47 DEGREES 52 MINUTES 28 SECONDS WEST, AND A CHORD DISTANCE OF 96.19 FEET TO A POINT OF REVERSE CURVATURE, THENCE ALONG A CURVE IN A CLOCKWISE DIRECTION HAVING A DELTA ANGLE OF 112 DEGREES 06 MINUTES 25 SECONDS, A RADIUS OF 205.96 FEET, A ARC LENGTH OF 402.99 FEET, A CHORD BEARING OF SOUTH 81 DEGREES 17 MINUTES 58 SECONDS WEST, AND A CHORD DISTANCE OF 341.71 FEET TO A POINT, THENCE NORTH 42 DEGREES 38 MINUTES 49 SECONDS WEST, A DISTANCE OF 10.88 FEET TO A POINT, THENCE NORTH 00 DEGREES 00 MINUTES 58 SECONDS WEST, A DISTANCE OF 1,622.18 FEET TO A POINT OF CURVATURE, THENCE ALONG A CURVE IN A COUNTER CLOCKWISE DIRECTION, HAVING A DELTA ANGLE OF 07 DEGREES 09 MINUTES 26 SECONDS, A RADIUS OF 1,560.00 FEET, A ARC LENGTH OF 194.87 FEET, A CHORD BEARING OF NORTH 03 DEGREES 35 MINUTES 41 SECONDS WEST, AND A CHORD DISTANCE OF 194.75 FEET TO THE POINT OF BEGINNING, SAID TRACT CONTAINS A CALCULATED AREA OF 6,538,986.40 SQUARE FEET OR 150.1144 ACRES, MORE OR LESS.

Wednesday, October 12, 2005



**LEGAL DESCRIPTION
CHANGE OF ZONE
R-3**

A LEGAL DESCRIPTION FOR A TRACT OF LAND COMPOSED OF A PORTION OF LOT 7 I.T., AND A PORTION OF LOT 8 I.T., ALL LOCATED IN THE SOUTHWEST QUARTER OF SECTION 15, TOWNSHIP 9 NORTH, RANGE 6 EAST OF THE 6TH P.M., LANCASTER COUNTY, STATE OF NEBRASKA, AND MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE NORTHWEST CORNER OF THE SOUTHWEST QUARTER OF SAID SECTION 15, THENCE EAST ALONG THE NORTH LINE OF SAID SOUTHWEST QUARTER, SAID LINE BEING A NORTH LINE OF LOT 7 I.T., ON AN ASSUMED BEARING OF SOUTH 89 DEGREES 22 MINUTES 56 SECONDS EAST, A DISTANCE OF 33.00 FEET TO **THE TRUE POINT OF BEGINNING**; THENCE CONTINUING EASTERLY ALONG SAID LINE, A DISTANCE OF 2,040.49 FEET TO A POINT, THENCE SOUTH 00 DEGREES 37 MINUTES 31 SECONDS WEST, A DISTANCE OF 1,030.96 FEET TO A POINT, THENCE SOUTH 89 DEGREES 52 MINUTES 49 SECONDS EAST, A DISTANCE OF 563.39 FEET TO A POINT LOCATED 33.00 FEET WEST OF THE EAST LINE OF SAID SOUTHWEST QUARTER, THENCE SOUTH 00 DEGREES 07 MINUTES 11 SECONDS WEST ALONG A LINE LOCATED 33.00 FEET WEST OF AND PARALLEL WITH THE EAST LINE OF SAID SOUTHWEST QUARTER, A DISTANCE OF 640.88 FEET TO A POINT OF INTERSECTION WITH THE SOUTH LINE OF LOT 8 I.T., THENCE NORTH 89 DEGREES 24 MINUTES 58 SECONDS WEST ALONG THE SOUTH LINE OF SAID LOT 8 I.T., A DISTANCE OF 2,584.00 FEET TO A POINT LOCATED 33.00 FEET EAST OF THE WEST LINE OF SAID SOUTHWEST QUARTER, THENCE NORTH 00 DEGREES 15 MINUTES 02 SECONDS WEST ALONG A LINE LOCATED 33.00 FEET EAST OF AND PARALLEL WITH THE WEST LINE OF SAID SOUTHWEST QUARTER, A DISTANCE OF 1,668.63 FEET TO THE POINT OF BEGINNING, SAID TRACT CONTAINS A CALCULATED AREA OF 3,743,520.05 SQUARE FEET OR 85.9394 ACRES, MORE OR LESS.

October 17, 2005
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**LEGAL DESCRIPTION
CHANGE OF ZONE
R-4**

A LEGAL DESCRIPTION FOR A TRACT OF LAND COMPOSED OF A PORTION OF LOT 7 I.T., LOCATED IN THE SOUTHWEST QUARTER OF SECTION 15, TOWNSHIP 9 NORTH, RANGE 6 EAST OF THE 6TH P.M., LANCASTER COUNTY, STATE OF NEBRASKA, AND MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE NORTHWEST CORNER OF THE SOUTHWEST QUARTER OF SAID SECTION 15, THENCE EAST ALONG THE NORTH LINE OF SAID SOUTHWEST QUARTER, SAID LINE BEING A NORTH LINE OF LOT 7 I.T., ON AN ASSUMED BEARING OF SOUTH 89 DEGREES 22 MINUTES 56 SECONDS EAST, A DISTANCE OF 2,073.49 FEET TO THE **TRUE POINT OF BEGINNING**; THENCE CONTINUING EASTERLY ALONG SAID LINE, A DISTANCE OF 554.32 FEET TO A POINT, LOCATED 33.00 FEET WEST OF THE NORTHEAST CORNER OF SAID SOUTHWEST QUARTER, THENCE SOUTH 00 DEGREES 07 MINUTES 11 SECONDS WEST ALONG A LINE LOCATED 33.00 FEET WEST OF AND PARALLEL WITH THE EAST LINE OF SAID SOUTHWEST QUARTER, A DISTANCE OF 1,026.10 FEET TO A POINT, THENCE NORTH 89 DEGREES 52 MINUTES 49 SECONDS WEST, A DISTANCE OF 563.39 FEET TO A POINT, THENCE NORTH 00 DEGREES 37 MINUTES 31 SECONDS EAST, A DISTANCE OF 1,030.96 FEET TO THE POINT OF BEGINNING, SAID TRACT CONTAINS A CALCULATED AREA OF 574,786.83 SQUARE FEET OR 13.1953 ACRES, MORE OR LESS.

October 17, 2005
F:\Projects\20041166\lincs\survey\yplat\dwg\R-4-15-9-6.doc

NW CORNER SW 1/4
SEC. 15-T9N-R6E
P.O.C.

S89°22'56"E
33.00'

P.O.B.

S89°22'56"E

2040.49'

NE CORNER SW 1/4
SEC. 15-T9N-R6E

S89°22'56"E 554.32'

P.O.B.

R-4

S00°37'31"W 1030.96'
N00°37'31"E 1030.96'

AREA=13.1953 AC.±
=574,786.83 SF.±

S00°07'11"W 1026.10'

N89°52'49"W 563.39'
S89°52'49"E 563.39'

640.86'

LOT 7 LT.

R-3
AREA=85.9394 AC.±
=3,743,520.05 SF.±

SCALE: 1"=200'

12TH STREET

S.W.

12TH STREET

S.W.

SW CORNER SW 1/4
SEC. 15-T9N-R6E

LOT 8 I.T.

N89°24'58"W

2584.00'

3

2

1

1

1

1

4

5

6

2

3

2

2

1

GAILYN CIRCLE

STREET

9TH

S.W.

STREET

STREET

FOLSON

WEST DENTON ROAD WEST DENTON ROAD

SE CORNER SW 1/4
SEC. 15-T9N-R6E

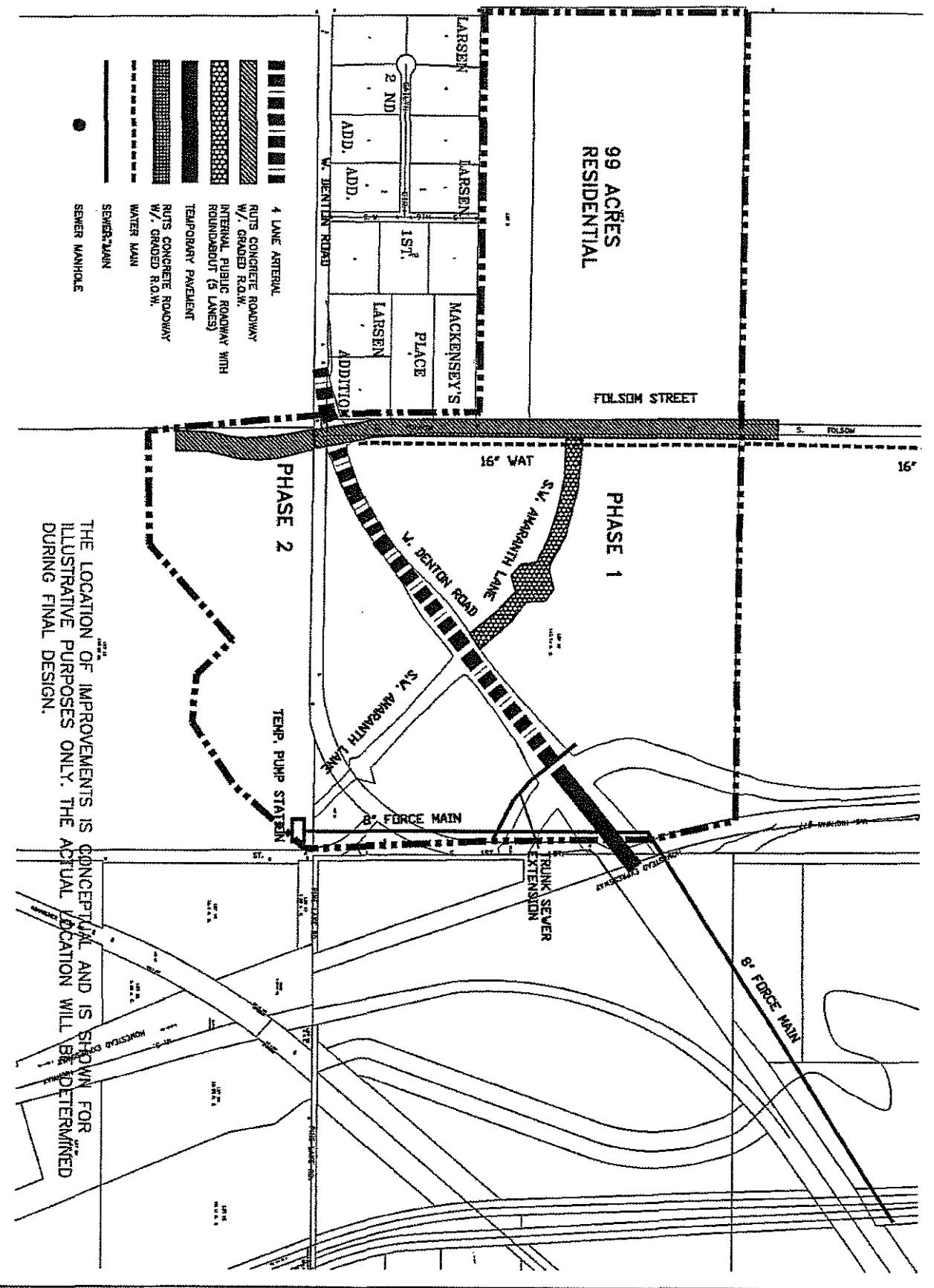
FP:\proj\15\2001\15-1953\15-1953.dwg 10/27/2001 3:43:23 PM CDT

PROJECT NO: 2004-1166
 DRAWN BY: MCP
 DATE: 5/8/06

**HIGHWAY 77 & WARLICK BLVD.
 INFRASTRUCTURE IMPROVEMENTS**

OLSSON ASSOCIATES
 ENGINEERS - PLANNERS - SCIENTISTS - SURVEYORS
 1111 INDEPENDENT WALK - LINCOLN, NEBRASKA 68508
 TEL: 402-474-3311 - FAX: 402-474-3180

EXHIBIT



THE LOCATION OF IMPROVEMENTS IS CONCEPTUAL AND IS SHOWN FOR ILLUSTRATIVE PURPOSES ONLY. THE ACTUAL LOCATION WILL BE DETERMINED DURING FINAL DESIGN.

APPROXIMATE OFF-SITE COSTS:

PHASE A (2006):

SANITARY SEWER:

TEMPORARY PUMP STATION & FORCE MAIN
 TRUNK SEWER EXTENSION (SIZE TO BE DETERMINED)

REIMBURSABLE COSTS BY THE CITY OF LINCOLN:

WATER MAIN:

PART "A" 2,640 LF OF 16" WATER MAIN IN S. FOLSOM STREET
 W. DENTON RD. - 1/2 MILE NORTH

PART "B" 2,640 LF OF 16" WATER MAIN IN S. FOLSOM STREET
 W. OLD CHENEY RD. - 1/2 MILE SOUTH

PART "C" 5,300 LF OF 16" WATER MAIN IN S. FOLSOM STREET
 W. PIONEERS RD. - W. OLD CHENEY RD.

REIMBURSABLE COSTS BY THE CITY OF LINCOLN:

ROADS:

1,000' OF W. DENTON RD. - 4 LANE SECTION

1,700' OF W. DENTON RD. - 4 LANE SECTION

1,600' OF INTERNAL SITE ROADWAY (4 LANES CONCRETE)

800' OF TEMPORARY ASPHALT IN W. DENTON RD.

2640' OF S.W. FOLSOM ST. (N) - RUTS FORMAT (2 LANES CONCRETE)

TEMPORARY INTERSECTION IMPROVEMENTS

1ST ST. TEMP. GRAVEL CONNECTION

PRELIMINARY ROADWAY DESIGN FOR FOLSOM STREET

REIMBURSABLE COSTS BY THE CITY OF LINCOLN:

** NON REIMBURSABLE COSTS

1,000 LF OF 16" WATER MAIN IN S. FOLSOM STREET

800' SOUTH OF W. DENTON RD.

ROADS:

800' OF S.W. FOLSOM ST (S) - RUTS FORMAT (2 LANES CONCRETE)

REIMBURSABLE COSTS BY THE CITY OF LINCOLN:

** NON REIMBURSABLE COSTS

1,000 LF OF 16" WATER MAIN IN S. FOLSOM STREET

800' SOUTH OF W. DENTON RD.

ROADS:

COST* APPROX. C.I.P. SCHEDULE

\$ 460,000

TOTAL COST: \$ 460,000 APPROX. C.I.P. SCHEDULE

\$ 0.00

COST*

\$ 238,392

\$ 238,392

\$ 478,590

\$ 955,374

\$ 955,374

COST*

\$ 698,250

\$ 1,187,025

\$ 1,122,660 **

\$ 90,500 **

\$ 1,069,992

\$ 90,000 **

\$ 20,000 **

\$ 75,000

\$ 4,353,427

\$ 3,030,267

COST*

\$ 90,300

\$ 324,240

COST*

\$ 6,093,041

\$ 4,309,881

\$ 1,783,160

\$ 740,000

TOTAL CITY REIMBURSEABLE COSTS:

TOTAL NON-REIMBURSEABLE COSTS:

TOTAL STATE REIMBURSEMENT:

* THE COSTS ARE CALCULATED USING PROJECTED UNIT COSTS FOR 2006

PHASE B (2008):

WATER MAIN:

1,000 LF OF 16" WATER MAIN IN S. FOLSOM STREET

800' SOUTH OF W. DENTON RD.

ROADS:

800' OF S.W. FOLSOM ST (S) - RUTS FORMAT (2 LANES CONCRETE)

COST* APPROX. C.I.P. SCHEDULE

\$ 90,300

TOTAL COST: \$ 324,240 APPROX. C.I.P. SCHEDULE

\$ 0.00

COST*

\$ 6,093,041

\$ 4,309,881

\$ 1,783,160

\$ 740,000

TOTAL CITY REIMBURSEABLE COSTS:

TOTAL NON-REIMBURSEABLE COSTS:

TOTAL STATE REIMBURSEMENT:

* THE COSTS ARE CALCULATED USING PROJECTED UNIT COSTS FOR 2006

WATER MAIN:

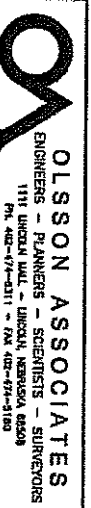
1,000 LF OF 16" WATER MAIN IN S. FOLSOM STREET

800' SOUTH OF W. DENTON RD.

ROADS:

800' OF S.W. FOLSOM ST (S) - RUTS FORMAT (2 LANES CONCRETE)

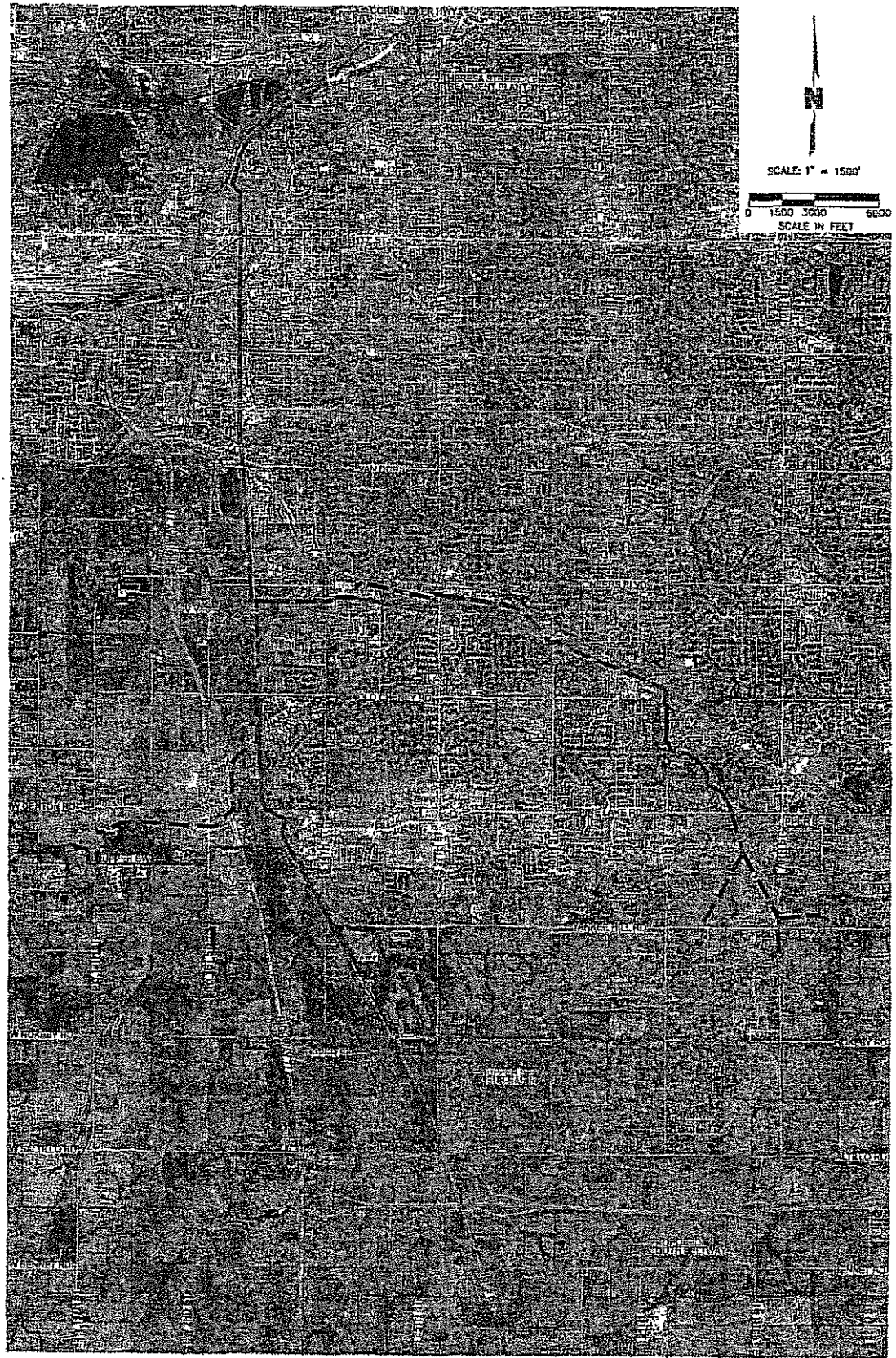
**HIGHWAY 77 & WARLUCK BLVD.
 INFRASTRUCTURE IMPROVEMENTS**



OLSSON ASSOCIATES
 ENGINEERS - PLANNERS - SCIENTISTS - SURVEYORS
 1110 LINCOLN BLVD.
 LINCOLN, NEBRASKA 68509
 PH. 402-774-2111 FAX 402-774-2100

EXHIBIT

SALT VALLEY & BEAL SLOUGH TRUNK SEWERS



SCALE: 1" = 1500'
 0 1500 3000 6000
 SCALE IN FEET

TRUNK SEWER LEGEND

—————	SALT VALLEY TRUNK SEWER PHASE I (78" PIPE)	-----	UPPER BE SALT CREEK TRUNK SEWER SUB BASIN (30" PIPE)
-----	SALT VALLEY TRUNK SEWER PHASE IIIA (78" PIPE)	-----	UPPER SW SALT CREEK TRUNK ALIGNMENT STUDY
-----	SALT VALLEY TRUNK SEWER PHASE III & IIII (80" & 78" PIPE)	-----	UPPER BEAL SLOUGH ALIGNMENT STUDY & DESIGN
-----	SALT VALLEY TRUNK SEWER PHASE IV (80" PIPE)	-----	BEAL SLOUGH TRUNK SEWER (20" & 30" PIPE)
-----	SALT VALLEY TRUNK SEWER PHASE V (60" PIPE)	-----	BEAL SLOUGH TRUNK SEWER PHASE I (42" & 48" PIPE)
-----	SALT VALLEY TRUNK SEWER (48" PIPE)	-----	BEAL SLOUGH TRUNK SEWER PHASE II (36" & 42" PIPE)
-----	UPPER BE SALT CREEK TRUNK SEWER (48" PIPE)		



LINETYPE LEGEND

-----	EXISTING IN PLACE	-----	ALIGNMENT STUDY
-------	-------------------	-------	-----------------

GLSSON ASSOCIATES
 ENGINEERS - PLANNERS - ARCHITECTS - INTERIORS



PROJECT NO: 2004-1168
DRAWN BY: XXX
DATE: 9/23/05

DIAL - SOUTHWEST VILLAGE
CONCEPTUAL SANITARY FORCE MAIN EXHIBIT

OA
OLSSON ASSOCIATES
INCORPORATED
1111 W. UNIVERSITY AVENUE - SUITE 200
DENVER, CO 80202
TEL: 303-733-8800 FAX: 303-733-8800

EXHIBIT
1

Policy on Temporary Pump Stations & Force Mains
Approved by the Lincoln City Council on December 6, 2004
Resolution A-83112

For decades the community has been well served by its policy to use a gravity based sanitary sewer system. This policy has led to more efficient and cost effective utility service for the citizens and rate payers. Alternatives, such as relying on pump stations, are more expensive to maintain and operate in the long run.

More importantly, the gravity system is a fundamental tool of the City's infrastructure and community planning that has allowed Lincoln to grow in a more contiguous and predictable manner in order to meet the community's goals.

The 2025 Lincoln/ Lancaster County Comprehensive Plan states:

"The City's collection system, in general, will continue to be a gravity fed system that is designed to accommodate urbanization of drainage basins and sub-basins. This system encourages orderly growth within the natural drainage basin boundaries. This policy encourages urban growth from the lower portion of the drainage basin and prohibits pumping of wastewater across basin boundaries. Explore alternative methods, such as lift stations, where practical."

The adopted City of Lincoln sanitary sewer design standards state:

"The various elements of the sanitary sewer system in the City of Lincoln are designed to handle only that wastewater contribution which originates within the natural surface watershed where in the sanitary sewer system is located. The transfer of wastewater from one watershed to another by any means, such as lift station or construction of a sanitary sewer which cuts through the ridge separating the watersheds, shall not be permitted."

In light of developer requests to waive this standard and permit temporary pump stations and force mains, such requests will be considered based on the criteria on the following pages.

1. **Temporary Basis:** Pump stations are more expensive to maintain and operate than gravity systems and will only be allowed on a temporary basis. Gravity flow sanitary sewer lines are still the best and most cost efficient long term method to provide service. Temporary shall mean a period up to six years, at which point the new gravity line is built allowing the facility to be discontinued. As soon as the gravity line is available, the pump station shall be discontinued and removed.
2. **Priority A Areas Only:** Pump stations and force mains shall only be allowed in Tier I - Priority A areas; provided that the gravity trunk line to the service area is in the 6 Year Capital Improvement Program (CIP) with funding clearly identified.
3. **Limited Use:** The City of Lincoln's gravity sewer system policy has served the community well for decades. It is the most efficient and cost effective system for the citizens and rate payers of Lincoln. Pump stations and force mains shall only be used in unusual circumstances for a substantial public benefit. It is anticipated that temporary pump stations may only be used one or two times in the entire Lincoln area. In the vast majority of situations, gravity sewer should be used, even if the trunk line construction is several years away. Pump stations and force mains are to be temporary due to a delay in the construction of the gravity line.
4. **Impact on Other Services:** Use of a pump station to advance development may also impact the provision of other public services. Thus, the developer must address the following information (based on principles for serving Priority B areas before Priority A areas, page F 30 of the Comprehensive Plan):
 - a. "Demonstrate how the necessary infrastructure improvements to serve the sub-basin would be provided and financed. The City shall contact other public agencies to obtain their report on the infrastructure necessary to serve the sub-basin including utilities, roads, fire service, public safety, parks, trails, schools and library needs.
 - b. The impact that development in the sub-basin will have on capital and operating budgets, level of service, service delivery and Capital Improvement Programs is addressed.
 - c. There is demonstrated substantial public benefit and circumstances that warrant approval of the proposal in advance of the anticipated schedule."
5. **Crossing Creeks:** Permanent lift stations to transfer sewage from one side of a creek to the other, as part of gravity system have always been permitted. There are circumstances where a lift station to cross a creek is the best solution instead of siphons. This has been a policy and practice of the city for decades.
6. **Receiving Sewer Line Capacity:** The receiving trunk and/or smaller line must have capacity based on current and projected flows to receive the extra flow during the temporary basis. The projected capacity should assume a full buildout of any land that is already planned to be served in the Comprehensive Plan, then projected capacity should be based on a reasonable buildout of any undeveloped land.

7. **Basins with Sewer Line Capacity:** The following sanitary sewer trunk lines have capacity as of this date (assuming projected Tier I development)

Lines With Capacity

- West O
- Little Salt

Lines Without Capacity

- Havelock
- Dead Man's Run
- East Campus
- Antelope Creek
- Beal Slough
- Salt Creek (south)
- Middle Creek
- Oak Creek
- Lynn Creek

"Lines Without Capacity" is based on current and projected flows and could not be pumped into unless there is capacity based on a reasonable buildout of the area to be served. In some situations, once major improvements to a few of these lines are made, then there may be some capacity.

The new Stevens Creek trunk line, when constructed, would have capacity. The new Salt Valley relief trunk line is designed for a specific service area and will be considered at capacity.

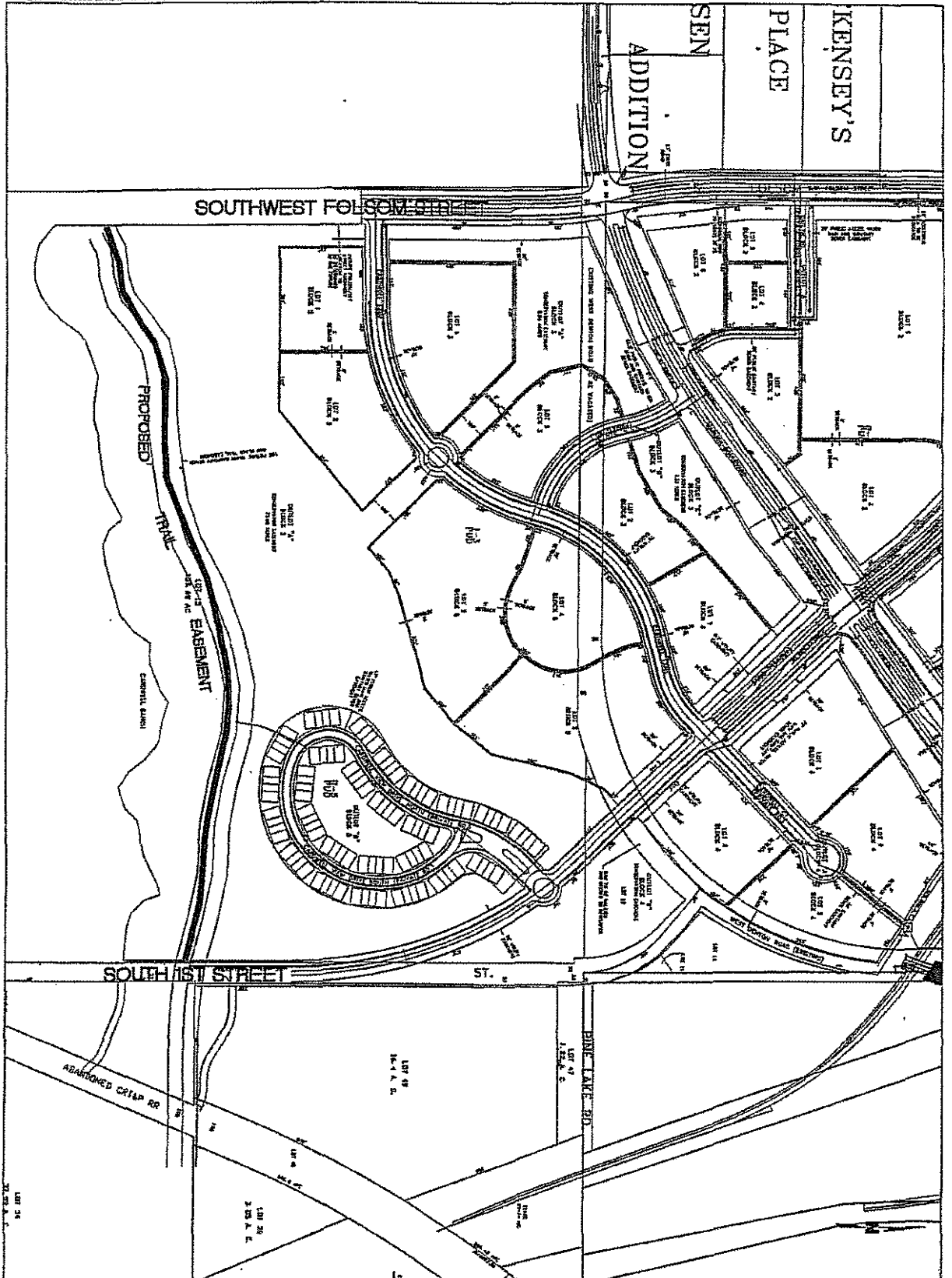
8. **Use of Storage Tanks:** The use of storage tanks is prohibited. Developments have proposed building storage tanks in order to pump the waste out at night in areas where the existing pipes are at capacity. There are compelling technical and operational problems with storing effluent for period beyond a few hours. For example, there are odor problems and the waste when held for a long period can cause corrosion problems in pipe lines. A pump station is typically designed to pump all the waste out every 2 to 3 hours, which is the longest period the waste should be held.
9. **Service Area of Pump Station:** The pump station and force main should be sized to serve Tier I, Priority A land that is in the same sub-basin which naturally drains to the pump station. Pump stations to benefit and serve a single property are discouraged. Small pump stations are inefficient to operate. Pump stations should be designed to serve at least 500 to 1,000 acres. The area to be served by the pump station must be contiguous to the city limits. This policy is not intended to permit "leap frog" or growth that is not contiguous to the city. Any land to be served must be inside the city limits prior to service.
10. **Length of Force Main:** Even if fully funded by a developer, building long force mains rather than a gravity sewer lines is inefficient use of the future homeowner's financial resources. The longer time it takes to transport the waste, the greater potential for problems with respect to corrosion and odor. The transit time must be based on estimated sulfide generating capacity (or offset by chemical addition). The developer must ensure reasonable velocity with at least 4 to 5 feet per second (fps) at least 1x/day. It will be important to make appropriate use of air relief valves, blowoffs, oxygen injection (if needed), in accordance with City design standards. To protect against peak flow impacts of major storm events, the pump station should be sunk in the ground and with an enlarged pipe coming in to the pump station to provide additional storage (Hydraulic Institute Standards 98). Standards will be needed for acceptable chemicals for use in pump station odor control.

11. **Notification of Other Affected Properties:** The City is responsible for contacting all other property owners that may reasonably be served by a pump station, early in the review process. This will allow other owners to have the same information and determine their interest in the potential pump station.
12. **Location of Pump Stations:** The developer is responsible for all costs involved in acquiring suitable land for the pump station and any costs for providing access drives to the facility. Pump stations shall not be in public right-of-way. The developer shall be solely responsible for all costs of any environmental analysis needed to locate the facility.
13. **Obtaining Right-of-Way and Easements:** The developer shall be solely responsible for all costs of obtaining right-of-way and easements without any reimbursement from the City or third parties. Force mains will be allowed to be located in arterial street right-of-way, if space is available. If the force main is to be abandoned after conversion to a gravity system, the developer must prove that there is adequate right-of-way for the unused force main and all other utilities typically found in the right-of-way.
14. **Construction:** The developer shall be solely responsible for all costs of constructing the pump station and force main. Construction plans shall be approved by the Director of Public Works and Utilities Department and be per city standards. Pump stations and force mains are considered temporary facilities and thus are not eligible for reimbursement under the Impact Fee Ordinance. Any construction will be solely at the cost of the developer without reimbursement from the City.
15. **Pump Station Design Specifications:** The developer will conform to the City design specifications for temporary pump stations and force mains as developed by the Director of the Public Works & Utilities Department. Even with the design standards, there may be additional review time required for the pump stations since they are uncommon in Lincoln. All costs for any additional review time, outside of the normal EO process, of the pump station and force main shall be paid for by the developer.
16. **Third Party Connections:** Provided there is downstream capacity, when another party other than the developer connects to the pump station that party shall reimburse the developer for their "fair share" of the cost of constructing and operating the pump station and force main (including design and soft costs.) The method and formula for contribution is to be determined.
17. **Ownership and Operation:** The developer will own the pump station, land and easements, and the City will operate the pump station and force mains once inspections have been completed and the facilities are found acceptable. Pump stations in general are costly to maintain and operate and take staff dedicated to handle some time late night calls on failures and problems. Pump stations should be avoided and the City accepts operation responsibilities only to avoid problems of an inexperienced or inaccessible private operator would inadequately respond to complaints or emergency situations.

18. **Operating, Repair and Maintenance Costs:** There are substantial operation, repair and maintenance costs for a pump station and force main. The City may be required to hire additional staff to operate the facility. This requires specialized training and employees with this training are difficult to find and hire. The developer will be responsible for all costs for operating and maintaining the pump station and force main during the life of the facility. The costs of operating, maintenance, upgrading, permitting, administering, all are costs of the system that must be covered by the developer. The developer will be billed for the cost, who in turn may collect from property owners who connect to the facilities. The City does not want the additional cost of collecting from multiple property owners.

The developer will need to provide a bond for the operating costs over the full estimated life time of the facility at time of Annexation Agreement. The preliminary estimate for the operating, repair and maintenance costs is \$25,000 per year. The bond will be estimated on a case by case basis depending upon the size and operation of the pump station and force main. The amount of the bond may be reduced each year, if the sanitary sewer trunk line progresses forward in the CIP, as long as at least two years of costs is provided.

19. **Closing of the Pump Station:** Once the station is decommissioned, the developer and any third parties will be billed all costs involved in decommissioning the station.
20. **Salvage Rights:** The developer shall fund all costs associated with properly abandoning the temporary pump station and force main, including any costs for restoring all property in or adjacent to the easements. The developer shall fund all costs associated with closing and removing the pump station. The developer shall have full salvage rights to the building, equipment and land for the pump station after it is closed. The future use of the land for the pump station shall be identified prior to approving the station.
21. **Notification:** The developer shall notify all property owners who will connect to the facility of the temporary pump station and cost obligations.



<p>DATE: 8/18/05 DRAWN BY: [Name] CHECKED BY: [Name] APPROVED BY: [Name]</p>	<p>SOUTHWEST VILLAGE P.U.D. ATTACHMENT</p> <p>LINCOLN, NEBRASKA</p>	<p>REVISIONS</p> <table border="1"> <tr><th>NO.</th><th>DATE</th><th>DESCRIPTION</th></tr> <tr><td> </td><td> </td><td> </td></tr> <tr><td> </td><td> </td><td> </td></tr> <tr><td> </td><td> </td><td> </td></tr> <tr><td> </td><td> </td><td> </td></tr> <tr><td> </td><td> </td><td> </td></tr> <tr><td> </td><td> </td><td> </td></tr> <tr><td> </td><td> </td><td> </td></tr> <tr><td> </td><td> </td><td> </td></tr> <tr><td> </td><td> </td><td> </td></tr> <tr><td> </td><td> </td><td> </td></tr> </table>	NO.	DATE	DESCRIPTION																																<p>OLSSON ASSOCIATES ENGINEERS - PLANNERS - ARCHITECTS - LANDSCAPE ARCHITECTS</p> <p>1001 N. 10th Street, Lincoln, NE 68502 TEL: 402.476.1100 FAX: 402.476.1101</p>
NO.	DATE	DESCRIPTION																																			

**MEMORANDUM OF THE HIGHWAY 77 & WARLICK BOULEVARD
CONDITIONAL ANNEXATION AND ZONING AGREEMENT**

This Memorandum of the Highway 77 & Warlick Boulevard Conditional Annexation and Zoning Agreement ("Memorandum") is made and entered into as of this ___ day of June, 2006, by and between the **City of Lincoln, Nebraska**, a municipal corporation ("City"), **Western Hemisphere Holding Company, LLC**, a Nebraska limited liability company ("WHHC"), **Ridge Development Company**, a Nebraska corporation ("Ridge"), **Southview, Inc.**, a Nebraska corporation ("Southview"), **Developments Unlimited, LLP**, a Nebraska limited liability partnership ("Developments Unlimited"), **Dial - Southwest Village LP**, a Nebraska limited partnership ("Dial"), and **LeGrande Excavating, Inc.**, a Nebraska corporation and **Norman H. LeGrande**, an individual (collectively "LeGrande"), and is made with reference to the following:

A. **Memorandum.** This Memorandum is to indicate that the City, WHHC, Ridge, Southview, Developments Unlimited, Dial and LeGrande entered into the Highway 77 & Warlick Boulevard Conditional Annexation and Zoning Agreement, dated as of June 15, 2006 ("Annexation Agreement"). The Annexation Agreement is applicable to the real property legally described and shown on Exhibit "A", which is attached hereto and incorporated herein by this reference (the "Property").

B. **Annexation Agreement.** The Annexation Agreement, among other things, outlines the following:

1. The City's approval of Annexation, rezoning and a PUD site plan for the Property.
2. The City's, WHHC's, Ridge's, Southview's, Developments Unlimited's, and Dial's obligations regarding the construction of the municipal improvements necessary for the annexation of the Property, including streets, water mains, sewers, and trails.

C. **Notice.** Any notices required to be forwarded to a party hereto shall be in writing and shall be served by mail, sufficient postage prepaid at the following addresses:

- | | |
|-----------------|--|
| "City" | City of Lincoln
Public Works Director
555 South 10 th
Lincoln, NE 68508 |
| with a copy to: | City Clerk
555 South 10 th
Lincoln, NE 68508 |
| "WHHC" | Tom White and John Brager
Western Hemisphere Holding Company, LLC
PO Box 22296
Lincoln, NE 68542-2296 |
| "Ridge" | Tom White and John Brager
Ridge Development Company
PO Box 22296
Lincoln, NE 68542-2296 |

“Southview” John F. Schleich
 Southview, Inc.
 8644 Executive Woods Drive
 Lincoln, NE 68512

“Developments Unlimited” John F. Schleich
 Developments Unlimited, LLP
 8644 Executive Woods Drive
 Lincoln, NE 68512

“Dial” Dial – Southwest Village, Inc.
 c/o Dial Realty Corp.
 11506 Nicholas St., Suite 200
 Omaha, NE 68154

with a copy to: Seacrest & Kalkowski, P.C.
 1111 Lincoln Mall, Suite 350
 Lincoln, NE 68508

“LeGrande” Norm LeGrande
 770 Del Ray Place
 Tunta Gorda, FL 33950

D. **Binding Effect.** The Annexation Agreement runs with the land and is binding upon and inures to the benefit and burden of the successors and assigns of the respective parties.

E. **Copy of Annexation Agreement.** A copy of the Annexation Agreement is on file with the City Clerk as an exhibit to Ordinance No. 18736.

ATTEST:

Teresa J. Meier
 City Clerk

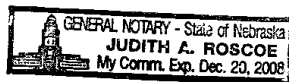


CITY OF LINCOLN, NEBRASKA,
 a municipal corporation

By: *Coleen J. Seng*
 Coleen J. Seng, Mayor

STATE OF NEBRASKA)
) ss.
 COUNTY OF LANCASTER)

The foregoing instrument was acknowledged before me this 15th day of June, 2006, by Coleen J. Seng, Mayor of the City of Lincoln, Nebraska, a municipal corporation.



Judith A. Roscoe
 Notary Public

WESTERN HEMISPHERE HOLDING COMPANY, LLC, a Nebraska limited liability company

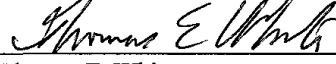
By: **WHITE FAMILY L.L.C.**, a Nebraska limited liability company, Member

By: *Thomas E. White*
 Thomas E. White, Manager

By: **BRAGER FAMILY L.L.C.**, a Nebraska limited liability company, Member

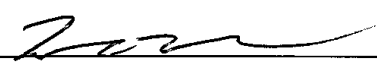
By: 
John C. Brager, Manager

RIDGE DEVELOPMENT COMPANY, a Nebraska corporation, Member

By: 
Thomas E. White
President of Development

By: 
John C. Brager
President of Construction

SOUTHVIEW, INC., a Nebraska corporation

By: 
John F. Schleich, President

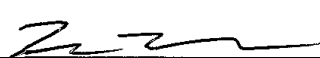
DEVELOPMENTS UNLIMITED, LLP, a Nebraska limited liability partnership

By: **RIDGE DEVELOPMENT COMPANY**, a Nebraska corporation, Member

By: 
Thomas E. White
President of Development


By: 
John C. Brager
President of Construction

By: **SOUTHVIEW, INC.**, a Nebraska corporation, Member

By: 
John F. Schleich, President

DIAL - SOUTHWEST VILLAGE LP, a Nebraska limited partnership

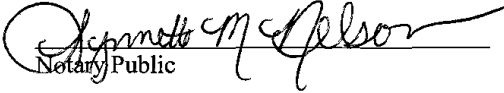
By: **DIAL - SOUTHWEST VILLAGE, INC.**, a Nebraska limited corporation, General Partner

By: 
Title: General Partner

STATE OF NEBRASKA)
) ss.
COUNTY OF LANCASTER)

The foregoing instrument was acknowledged before me this 6th day of June, 2006 by Thomas E. White, Manager of White Family L.L.C., a Nebraska limited liability company, as a Member of **Western Hemisphere Holding Company, LLC**, a Nebraska limited liability company, on behalf of the limited liability company.

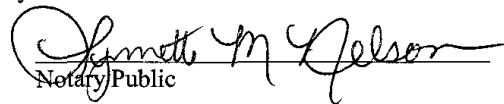



Notary Public

STATE OF NEBRASKA)
) ss.
COUNTY OF LANCASTER)

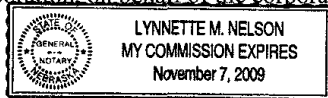
The foregoing instrument was acknowledged before me this 5th day of June, 2006 by John C. Brager, Manager of Brager Family L.L.C., a Nebraska limited liability company, as a Member of **Western Hemisphere Holding Company, LLC**, a Nebraska limited liability company, on behalf of the limited liability company.

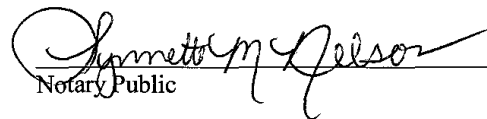



Notary Public

STATE OF NEBRASKA)
) ss.
COUNTY OF LANCASTER)

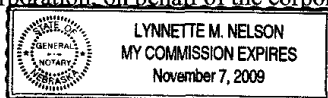
The foregoing was acknowledged before me this 5th day of June, 2006, by Thomas E. White, President of Development of **Ridge Development Company**, a Nebraska corporation, on behalf of the corporation.

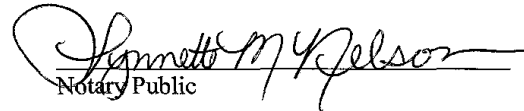



Notary Public

STATE OF NEBRASKA)
) ss.
COUNTY OF LANCASTER)

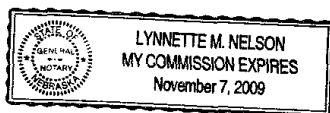
The foregoing was acknowledged before me this 5th day of June, 2006, by John C. Brager, President of Construction of **Ridge Development Company**, a Nebraska corporation, on behalf of the corporation.

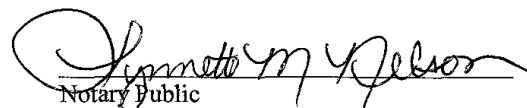



Notary Public

STATE OF NEBRASKA)
) ss.
COUNTY OF LANCASTER)

The foregoing was acknowledged before me this 5th day of June, 2006, by John F. Schleich, President of **Southview, Inc.**, a Nebraska corporation, on behalf of the corporation.




Notary Public

STATE OF NEBRASKA)
) ss.
COUNTY OF LANCASTER)

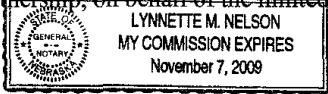
The foregoing was acknowledged before me this 5th day of June, 2006, by Thomas E. White, President of Development of Ridge Development Company, a Nebraska corporation, as a Member of **Developments Unlimited, LLP**, a Nebraska limited liability partnership, on behalf of the limited liability partnership.



Lynnette M. Nelson
Notary Public

STATE OF NEBRASKA)
) ss.
COUNTY OF LANCASTER)

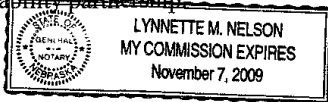
The foregoing was acknowledged before me this 5th day of June, 2006, by John C. Brager, President of Construction of Ridge Development Company, a Nebraska corporation, as a Member of **Developments Unlimited, LLP**, a Nebraska limited liability partnership, on behalf of the limited liability partnership.



Lynnette M. Nelson
Notary Public

STATE OF NEBRASKA)
) ss.
COUNTY OF LANCASTER)

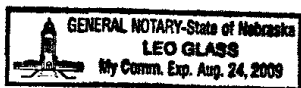
The foregoing was acknowledged before me this 5th day of June, 2006, by John F. Schleich, President of Southview, Inc., a Nebraska corporation, as a Member of **Developments Unlimited, LLP**, a Nebraska limited liability partnership, on behalf of the limited liability partnership.



Lynnette M. Nelson
Notary Public

STATE OF NEBRASKA)
) ss.
COUNTY OF LANCASTER)

The foregoing instrument was acknowledged before me this 5th day of June, 2006 by Richard W. Kiolbas ^{Vice} President of Dial - Southwest Village, Inc., a Nebraska corporation, as General Partner of **Dial - Southwest LP**, a Nebraska limited partnership, on behalf of the limited partnership.



Leo Glass
Notary Public

LEGRANDE EXCAVATING, INC., a
Nebraska corporation

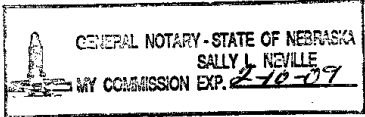
By: *Norman H. LeGrande*
Norman H. LeGrande, President

Norman H. LeGrande
NORMAN H. LEGRANDE, an individual

STATE OF NEBRASKA)
) ss.
COUNTY OF LANCASTER)

The foregoing instrument was acknowledged before me this 3rd day of June,
2006, by Norman H. LeGrande, President of **LeGrande Excavating, Inc.**, a Nebraska
corporation, on behalf of the corporation.

Sally L. Neville
Notary Public



STATE OF NEBRASKA)
) ss.
COUNTY OF LANCASTER)

The foregoing instrument was acknowledged before me this 3rd day of June,
2006, by **Norman H. LeGrande**, an individual.

Sally L. Neville
Notary Public

