

GRANTEE'S COUNTERPART
[C.D. No. 56731-A]

DUPLICATE ORIGINAL
[Lincoln County, Nevada]

PERPETUAL EASEMENT DEED

THIS EASEMENT DEED, made as of the 16th day of November, 2001, by UNION PACIFIC RAILROAD COMPANY, a Delaware corporation, having an office at 1416 Dodge Street, Omaha, Nebraska 68719, Grantor, to LEVEL 3 COMMUNICATIONS, LLC, Grantee, a Delaware limited liability corporation, having an office at 3555 Farnum Street, Suite 200, Omaha, Nebraska 68131.

WITNESSETH, that Grantor and Grantee have entered into a Fiber Optic Survey Agreement dated as of March 31, 1998, and a Fiber Optic Agreement dated as of August 25, 1998 (hereinafter collectively "Agreements") whereby Grantor has granted to Grantee the right to construct, operate, maintain and replace a telecommunications transmission system on the property of the Grantor under the terms, provisions, and conditions contained in said Agreements, one of which is that Grantor shall grant to Grantee a perpetual easement in the form of this deed.

NOW, THEREFORE, for and in consideration of Ten Dollars (\$10.00), the receipt of which is hereby acknowledged, and other good and valuable consideration, Grantor, under and subject to the terms, provisions and conditions contained in said Agreements, does hereby grant to Grantee a PERPETUAL EASEMENT in the locations situated in the County of Lincoln, State of Nevada, as more particularly described in prints s3/160 to 168, attached hereto and marked Exhibit "A", and by this reference made a part hereof; which PERPETUAL EASEMENT shall include a space two and one-half feet on each side of and around the centerline of the cable locations shown on Exhibit "A".

IN WITNESS WHEREOF, the Grantor has caused these presents to be signed by its Vice President - Law and attested by its Assistant Secretary and its corporate seal to be hereunto affixed as of the day and year first herein written.

UNION PACIFIC RAILROAD COMPANY,

By: James H. Dixon
Title: Vice President - Law

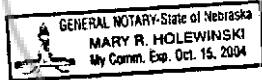

Attest:

C. W. Saylor
Assistant Secretary

ACKNOWLEDGMENT

STATE OF NEBRASKA)
) ss:
COUNTY OF DOUGLAS)

The foregoing instrument was acknowledged on this 16th day of November, 2001, before me, a Notary Public, duly commissioned, qualified and acting, within and for the said county and state, by JAMES V. DOLAN, to me personally known, who stated that he had signed, executed and delivered said foregoing instrument for the consideration, uses and purposes therein mentioned and set forth.



Mary R. Holewinski
Notary Public

My Commission expires:

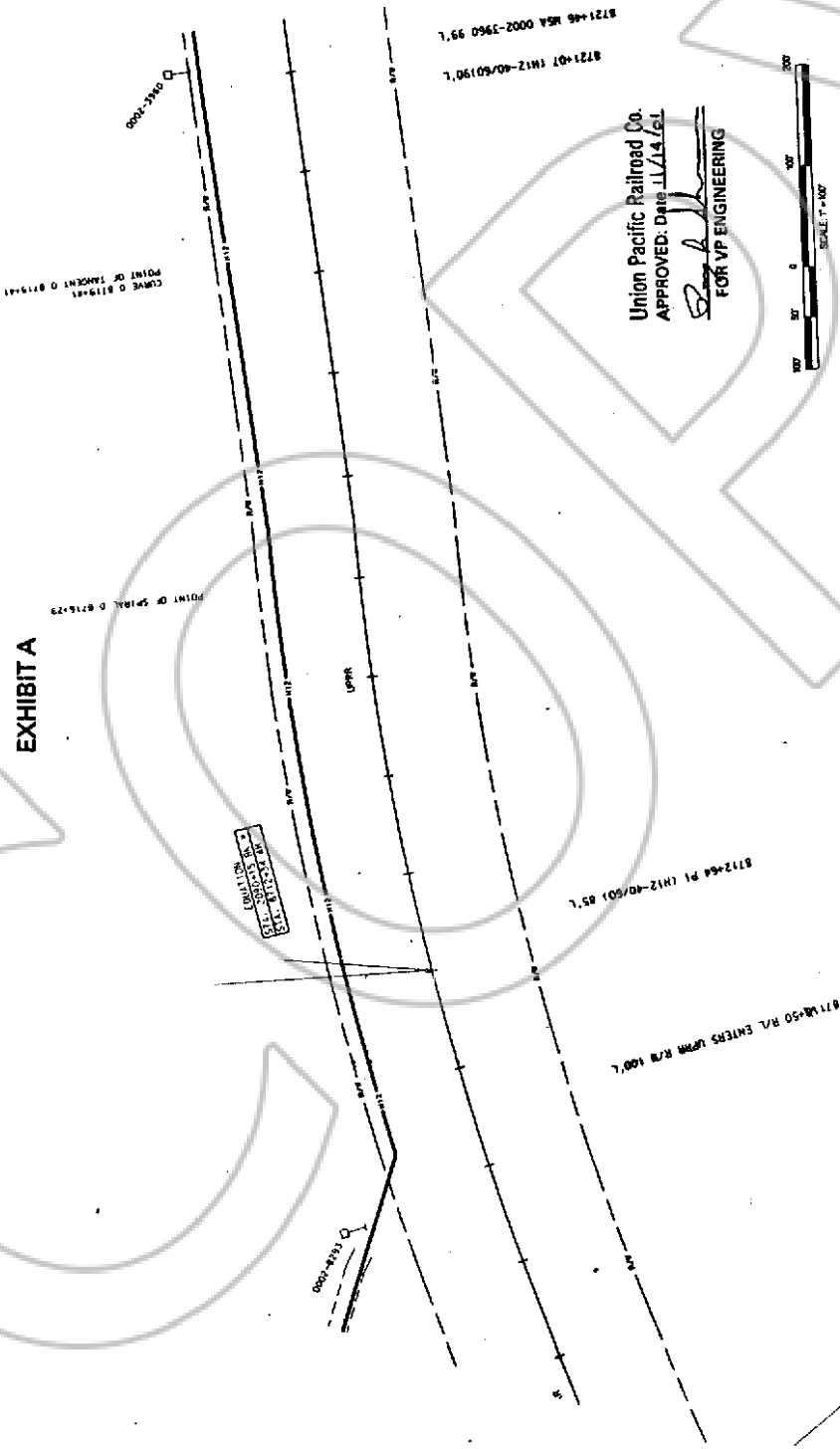
October 15, 2004

Lincoln County



LINCOLN COUNTY, NEVADA

EXHIBIT A



Union Pacific Railroad Co.
APPROVED: Date 11/14/16
FOR VP ENGINEERING

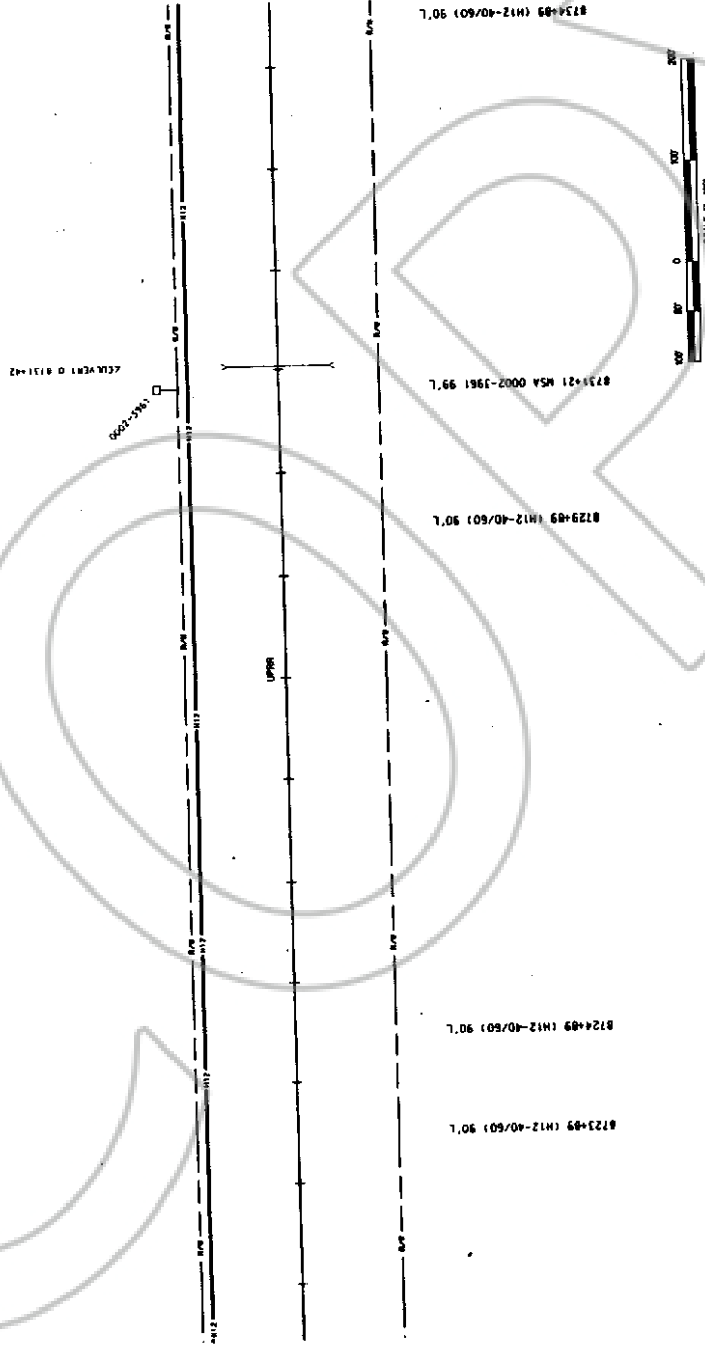


 Level 3 COMMUNICATIONS	Program: Intercity Network City Pair: Las Vegas to Ogden Package Title: SPAN 3 Drawing Title:	LVGOGD 3 8163 P 160 0 160 of 264											
	Kiewit Network Services Co. 												
	THE HISTORY OF THESE SHEETS ON THIS DRAWING ARE ONLY APPROXIMATE. LEVEL 3 COMMUNICATIONS, LLC HEREBY DISCLAIMS ANY RESPONSIBILITY TO THIRD PARTIES FOR THE ACCURACY OF THESE SHEETS. THE DRAWING IS THE PROPERTY OF LEVEL 3 COMMUNICATIONS, LLC. NO PART OF THIS DRAWING IS TO BE REPRODUCED OR TRANSMITTED IN ANY FORM OR BY ANY MEANS, ELECTRONIC OR MECHANICAL, INCLUDING PHOTOCOPYING, RECORDING, OR BY ANY INFORMATION STORAGE AND RETRIEVAL SYSTEM, WITHOUT THE WRITTEN PERMISSION OF LEVEL 3 COMMUNICATIONS, LLC.	<table border="1"> <thead> <tr> <th>Rev</th> <th>Description</th> <th>Drawn By</th> <th>Check By</th> <th>Approved By</th> <th>Date</th> </tr> </thead> <tbody> <tr> <td>0</td> <td>UPRR AS AUGUST 2005-APRIL 2009</td> <td></td> <td></td> <td></td> <td></td> </tr> </tbody> </table>	Rev	Description	Drawn By	Check By	Approved By	Date	0	UPRR AS AUGUST 2005-APRIL 2009			
Rev	Description	Drawn By	Check By	Approved By	Date								
0	UPRR AS AUGUST 2005-APRIL 2009												

Lincoln County



LINCOLN COUNTY, NEVADA



P.A.S.
NOV 4 4 2001

<p>The location of utility shown on this drawing are only approximate. Level 3 Communications, LLC hereby disclaims any responsibility to third parties for the accuracy of the information shown on this drawing. It is the user's responsibility to verify the location of all utilities before construction. Call-before-you-dig System is available for performing any excavation.</p>		<p>Level 3 COMMUNICATIONS Kiewit Network Services Co.</p>		<p>Program: Intercity Network City: Las Vegas to Ogden Package Title: SPAN 3 Drawing Title:</p>		<p>LVGOGD 3 5153 P 161 0 161 of 254</p>	
Rev	Description	Design By	Quality Control By	Approved By	Date	Date	Date
0	UPPER AS, Auto 2001-04-28-20						

Lincoln County



LINCOLN COUNTY, NEVADA

CONCRETE EQUIP. DET. 0 8731-50
 4" HOT BOX DET. 0 8731-58
 SIGNAL HOUSE 20' N 8731-10
 SIGNAL HOUSE 20' N 8731-17
 SIGNAL 1' 2" CL INT 10' L 8731-80

499

CHILE MARKER 15' N 8739-44

0007-3563

8741-44 MSA 0002-3562 90'L

8739-44 INT-40/601 90'L

8744-05 INT-40/60 90'L
 8744-00 MSA 0002-3563 90'L
 8744-00 MSA 0002-3563 90'L

IPAR

P.A.S.
 NOV 14 2001



Level (3)
 COMMUNICATIONS

Kiewit Network Services Co.
 12000 S. 2600 E. Suite 100
 West Valley City, UT 84119
 (801) 972-1000

Program: Intercity Network
 City Pair: Las Vegas to Ogden
 Package Title: SPAN 3
 Drawing Title:

LVGOGD 3 8153 P 162 0 162 of 254

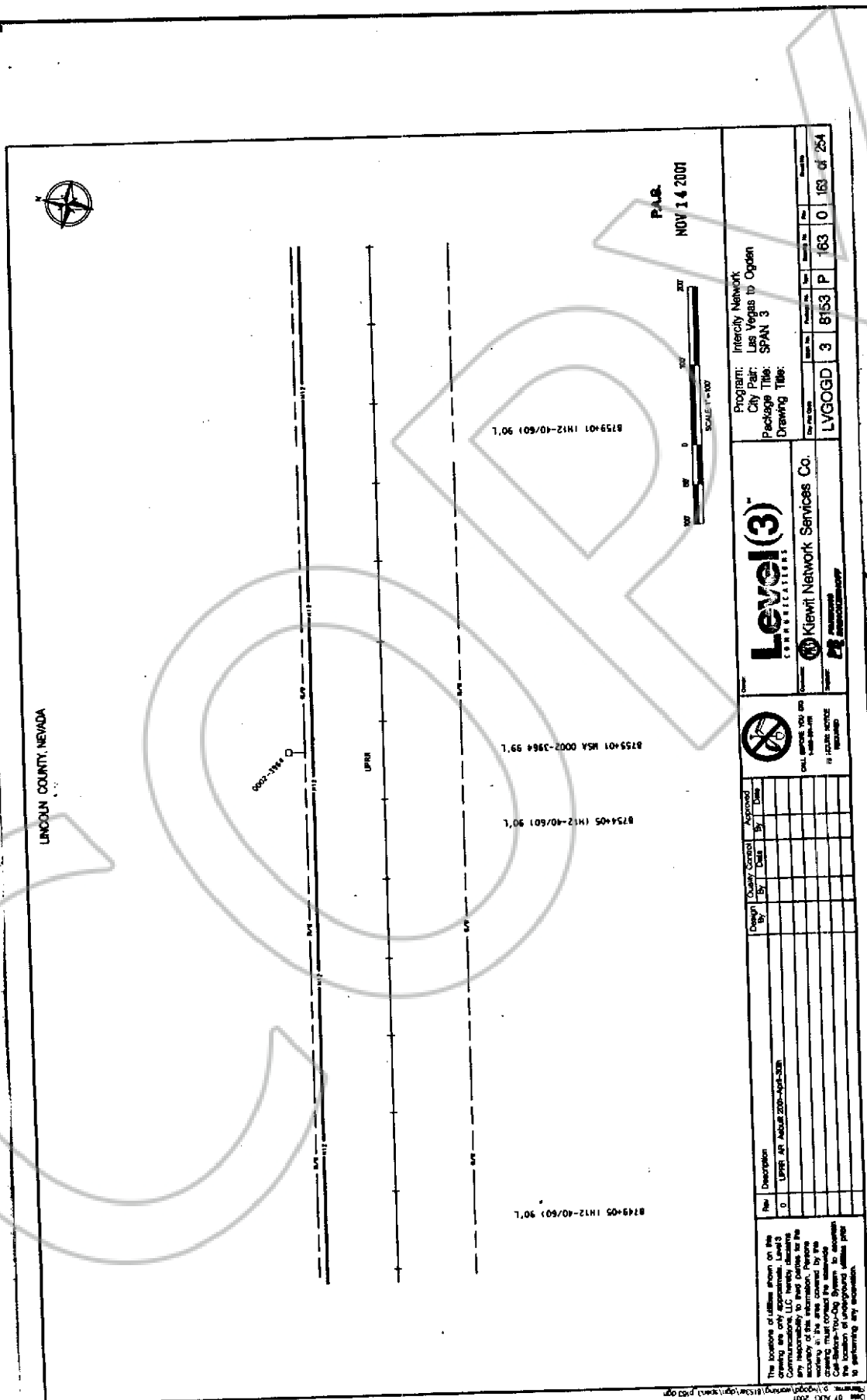


CALL BEFORE YOU DIG
 1-800-4-A-DIG
 TO AVOID SERVICE
 INTERRUPTION

No.	Description	Checked		Quality Control		Approved	
		By	Date	By	Date	By	Date
0	IPAR AT AUGUST 2001-SEP-3001						

The locations of utilities shown on this drawing are only approximate. Level 3 Communications, LLC hereby disclaims any liability for the accuracy of the information provided on this drawing. The user of this drawing must conduct their own investigation of the location of underground utilities prior to performing any excavation.

Lincoln County

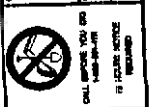


LINCOLN COUNTY, NEVADA

Program: Intercity Network
 City Pair: Las Vegas to Ogdan
 Package Title: SPAN 3
 Drawing Title:

Level(3)
 COMMUNICATIONS

Kiewit Network Services Co.



Rev	Description	Design By	Design Date	Approved By	Approved Date
0	UPRR AS Aerial 200-404-508				

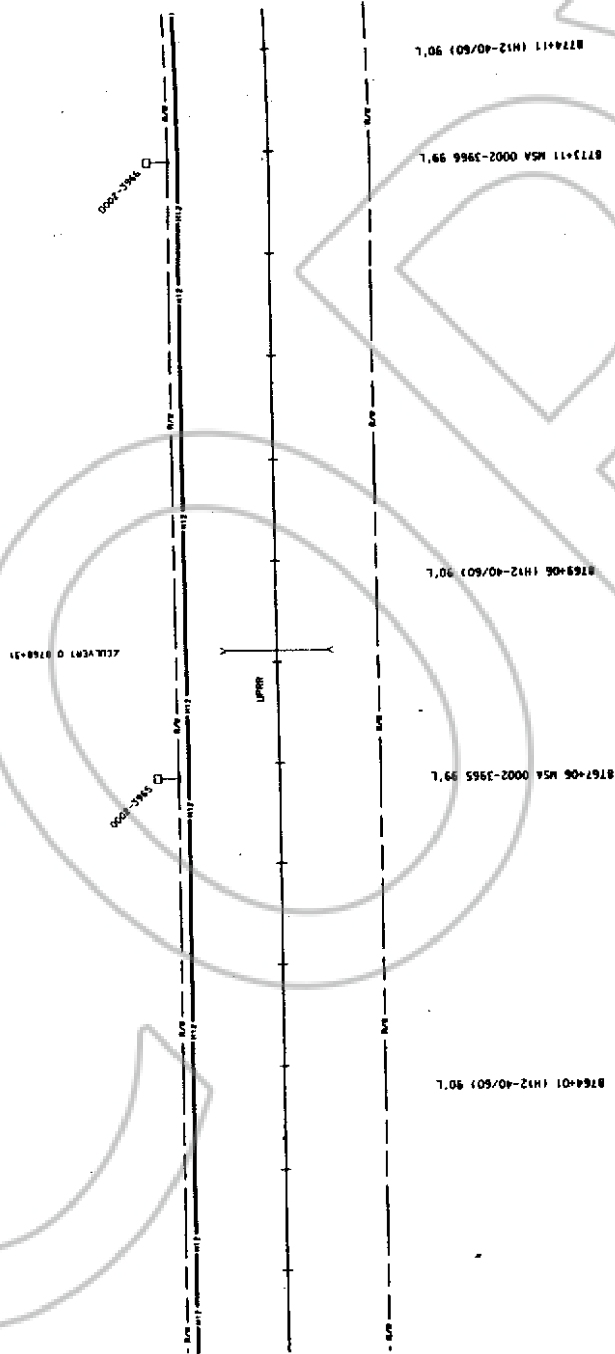
This location of utility shown on this drawing are only approximate. Level(3) Communications, LLC hereby disclaims any responsibility to third parties for the accuracy of the information shown on this drawing. It is the user's responsibility to verify the accuracy of the information shown on this drawing. Call before-you-dig. System is shown as approximate. No warranty is made for any information in preparing any excavation.

Date of A.C. 2001
 08:53:00
 User: S:\net

Lincoln County



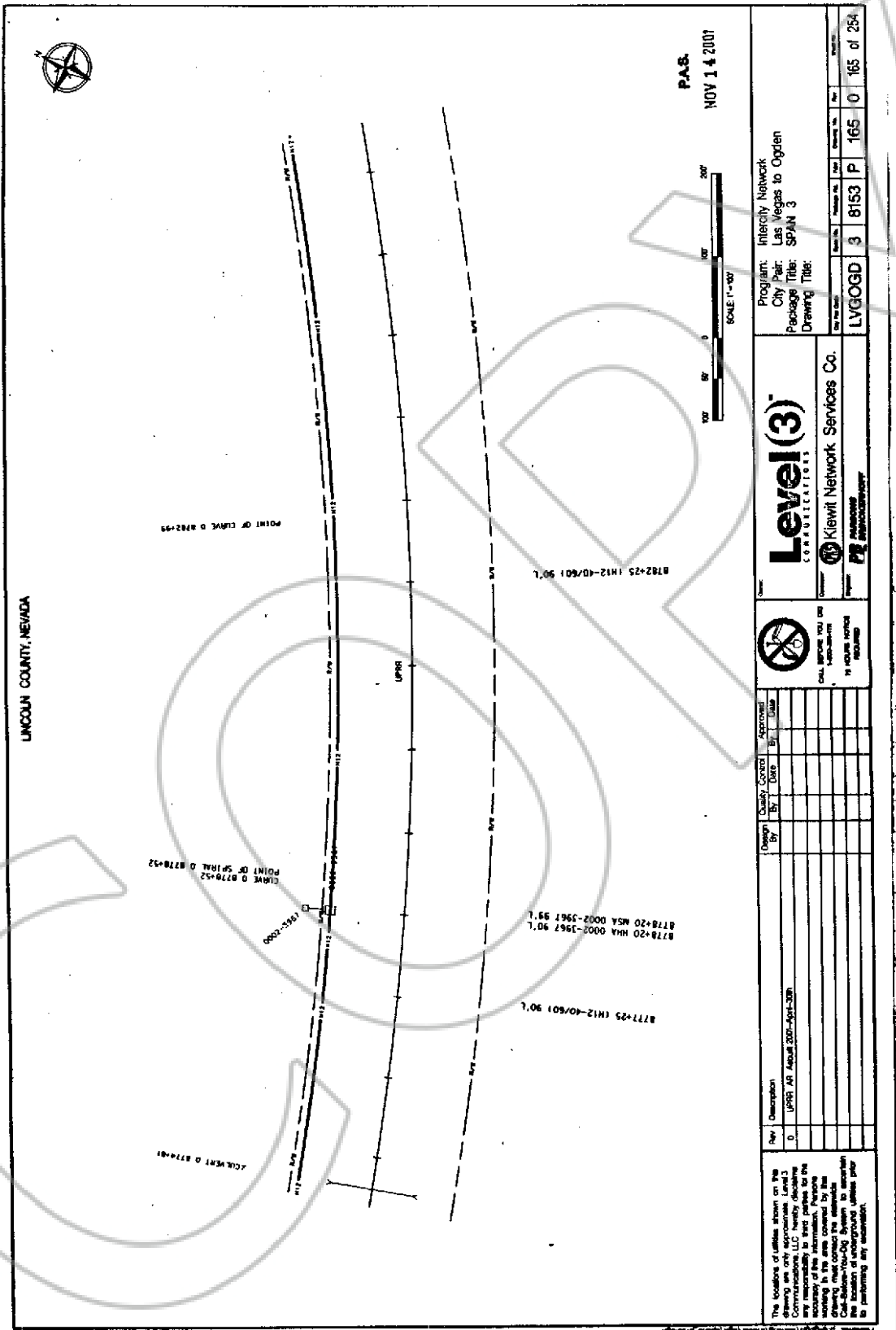
LINCOLN COUNTY, NEVADA



P.J.S.
NOV 14 2007

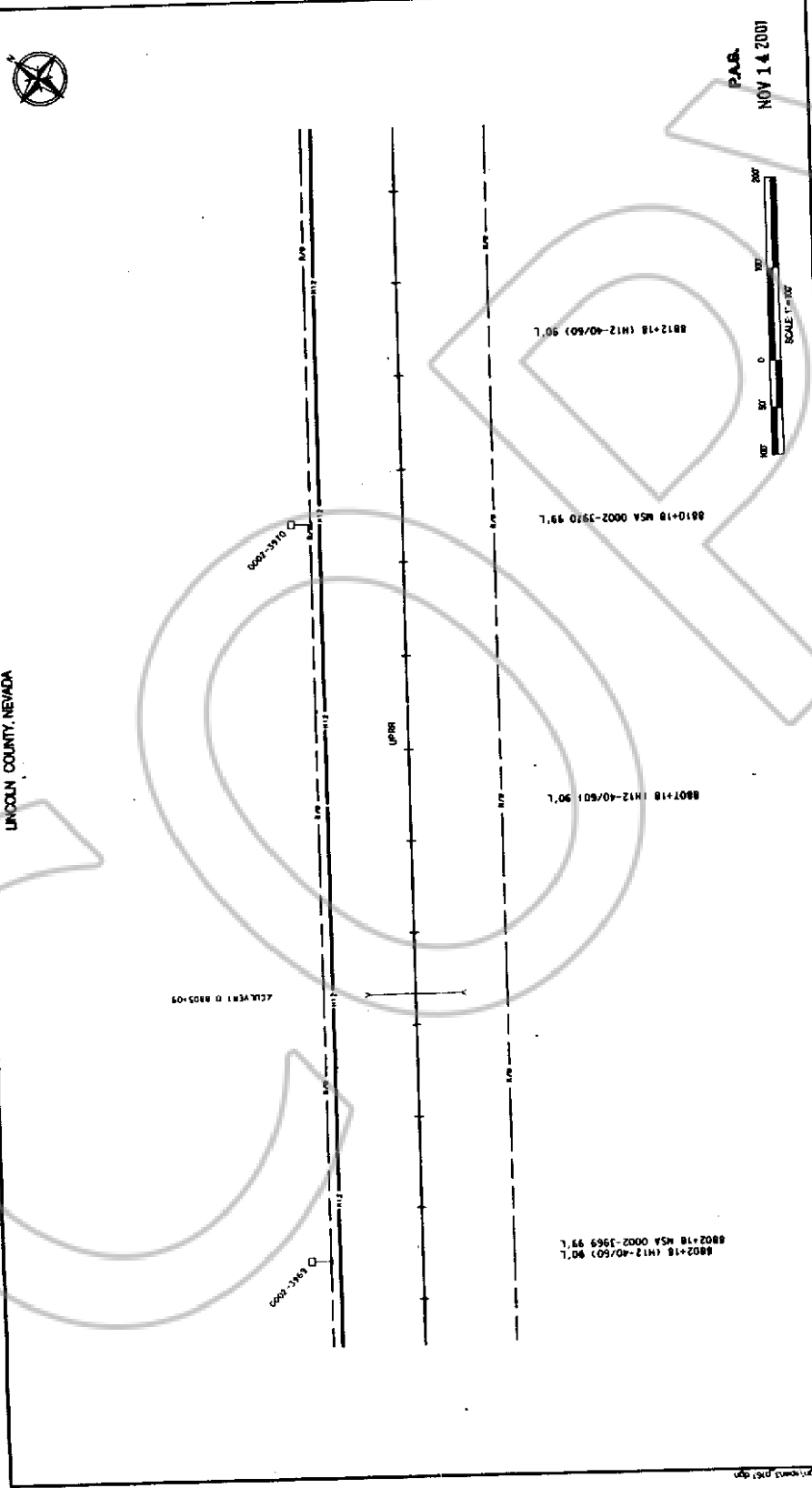
<p>The location of utility shown on this drawing is based on the information provided by the utility companies. Level(3) Communications, LLC hereby disclaims any responsibility to third parties for the accuracy of the information. It is the user's responsibility to verify the location of utility before construction. Level(3) Communications, LLC is not responsible for the location of underground utilities prior to construction.</p>		<p>Drawn By: [] Checked By: [] Approved By: []</p>	
<p>File Description: 0 UPRR AS AUSTIN 2001-Apr-30m</p>		<p>Program: InterCity Network City Pair: Las Vegas to Ogden Package Title: SPAN 3 Drawing Title: LVGG03</p>	
<p>Level(3) COMMUNICATIONS</p>		<p>Client: Kiewit Network Services Co. Project: [] Sheet: 164 of 254</p>	
<p>Scale: 1" = 100'</p>		<p>Sheet No: 164 of 254 Drawing No: LVGG03 Package Title: SPAN 3 Program: InterCity Network</p>	

Lincoln County



Lincoln County

LINCOLN COUNTY, NEVADA



Level(3) COMMUNICATIONS
Kiewit Network Services Co.

Program: Intercity Network
City Pair: Las Vegas to Ogden
Package Title: SPAN 3
Drawing Title: Drawing Title:

Sheet No.	167	of	167
Revision	0	of	254
Project No.	LVGGGD	3	8153 P

Rev	Description	Drawn By	Checked By	Date	Approved By	Date
0	UPRR R1 RAILROAD 2001-APR 2001					

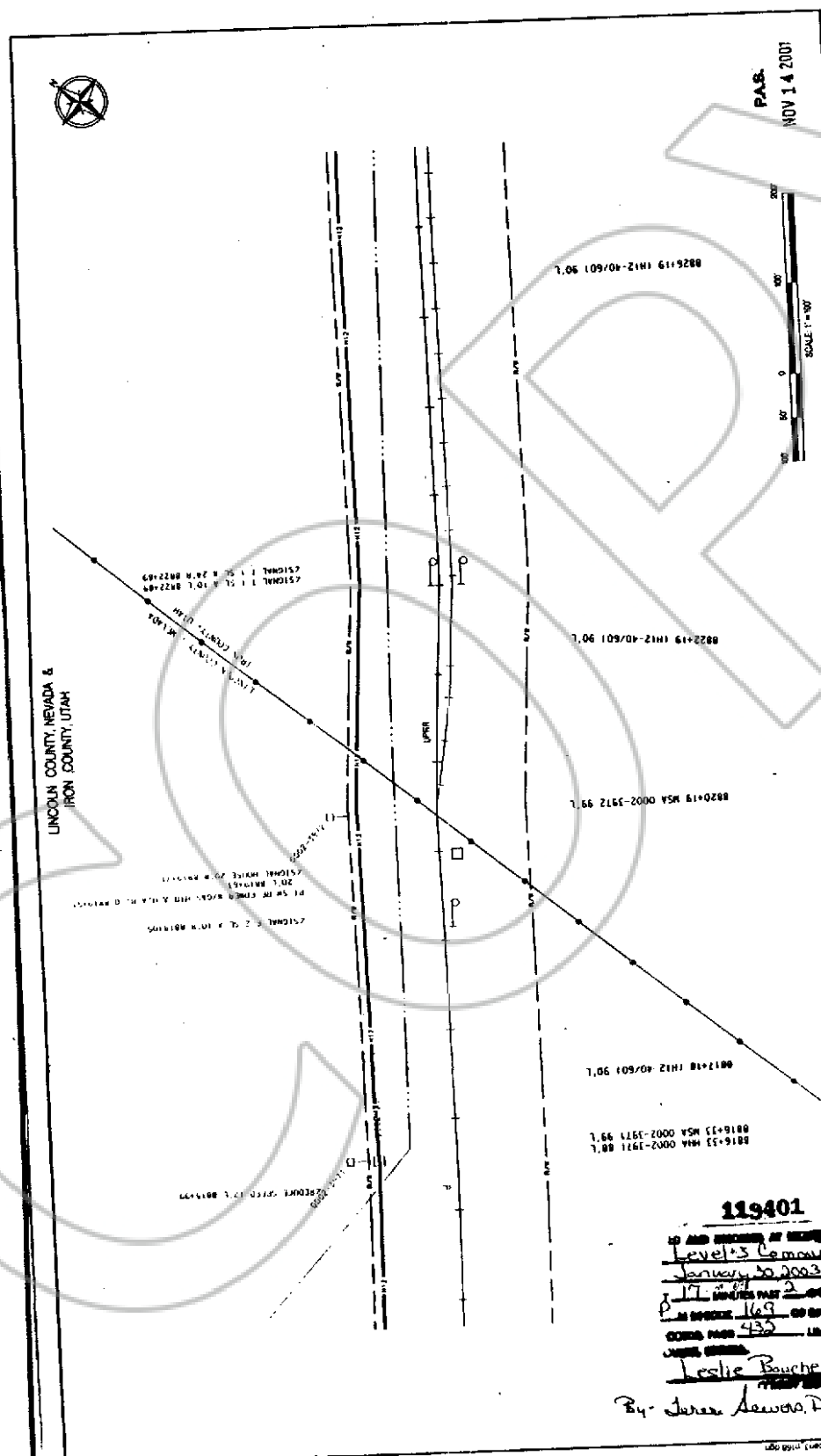
The designers of plans shown on this drawing warrant that they are the original work of the designer and that they are the property of the designer. The designer shall be held responsible for the accuracy of the information shown on this drawing. The designer shall be held responsible for the accuracy of the information shown on this drawing. The designer shall be held responsible for the accuracy of the information shown on this drawing.

DATE: 11/14/01
TIME: 08:20

Lincoln County



LINCOLN COUNTY, NEVADA &
IRON COUNTY, UTAH



P.A.S.
NOV 14 2001



Program: Intercity Network
 City Pair: Las Vegas to Ogden
 Package Title: SPAN 3
 Drawing Title:

Sheet No.	168	0	168	of	254
Project No.	LVGOGD	3	8153	P	168

Level(3)
 COMMUNICATIONS

Kiewit Network Services Co.
 10000 Kiewit Drive
 Las Vegas, NV 89121

DO NOT SCALE THIS DRAWING
 TO OBTAIN DIMENSIONS
 UNLESS SPECIFICALLY
 INDICATED

No.	Description	Check By	Quality Control	Approved
			Date	By
0	UPRR 40/50/60/70/80/90			

119401
 TO AND FROM THE RECORDS OF
 Level(3) Communications
 January 30, 2003
 177 SHEETS PART 2 OF 2000
 IN SHEET 1169 OF SERIES
 CROSS REF 435
 JAMES GIBSON
 Leslie Boucher
 By: James Lawson, Deputy

The locations of utilities shown on this drawing are only approximate. It is the responsibility of the contractor to verify the location of all utilities in the area of the project. The contractor shall be responsible for the location of underground utilities prior to performing any excavation.