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Glenn J. Dawkins
REGISTER OF DEEDS

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DECLARATION
OF COVENANTS, CONDITIONS, AND RESTRICTIONS
FOR LAKEWOOD VILLAGES

THIS DECLARATION, made on the date hereinafter set forth by DODGE-LOTS JOINT VENTURE, a Nebraska joint venture, hereinafter referred to as the "Declarant",

WITNESSETH:

WHEREAS, the Declarant is the owner of the following described real property:

Lots 504 through 618, inclusive, in Lakewood Villages, a subdivision as surveyed, platted and recorded in Sarpy County, Nebraska, and

WHEREAS, the Declarant will convey said Lots, subject to certain protective covenants, conditions, restrictions, reservations, liens, and charges as hereinafter set forth,

NOW, THEREFORE, the Declarant hereby declares that all of the Lots described in Article I.C. below shall be held, sold, and conveyed subject to the following easements, restrictions, covenants, and conditions, all of which are for the purpose of enhancing and protecting the value, desirability and attractiveness of said Lots in the Properties. These easements, covenants, restrictions, and conditions, shall run with said real property, and shall be binding upon all parties having or acquiring any right, title or interest in the above described Lots, or any part thereof, and they shall inure to the benefit of each Owner thereof and the Owners of all other Lots in the Properties.

ARTICLE I
DEFINITIONS

A. "Owner" shall mean and refer to the record owner, whether one or more persons or entities, of a fee simple title to any Lot which is a part of the Properties, including contract sellers, but excluding those having such interest merely as security for the performance of an obligation.

B. "Properties" shall mean and refer to all of Lots 504 through 618, inclusive, in Lakewood Villages, a subdivision as surveyed, platted and recorded in Sarpy County, Nebraska.

C. "Lot" shall mean and refer to each of Lots 504 through 618, inclusive, in Lakewood Villages, a subdivision as surveyed, platted and recorded in Sarpy County, Nebraska.

D. "Declarant" shall mean and refer to Dodge-Lots Joint Venture, a Nebraska joint venture, and its successors and assigns.

E. "Architectural Control Committee" shall mean the individual or committee appointed by the Declarant, and its successors and assigns.

F. "Living Area" shall mean finished, habitable space, measured to the exterior of the enclosing walls and does not include porches, stoops, breezeways, courtyards, patios, decks, basements, garages or carports.

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ARTICLE II
ARCHITECTURAL CONTROL

A. No dwelling, fence, wall, pathway, driveway, patio, patio cover or enclosure, deck, rock garden, garden, treehouse, swimming pool, television or radio antenna, satellite dishes, flag pole, solar collecting panels or equipment, or other external improvements, above or below the surface of the ground shall be built, erected, placed, planted, altered, or otherwise maintained or permitted to remain on any Lot, nor shall any grading, excavation, or tree removal be commenced without express written prior approval of the Declarant through its Architectural Control Committee, or its permission by implied approval procured in the manner set forth below.

B. The Declarant, through its Architectural Control Committee, shall consider general appearance, exterior color or colors, architectural character, harmony of external design and location in relation to surroundings, topography, location within the Lot boundary lines, quality of construction, size and suitability for residential purposes as part of its review procedure. Only exterior colors of certain earth tone hues, or other unobtrusive colors as determined by the Architectural Control Committee in its sole and absolute discretion will be acceptable. The Architectural Control Committee specifically reserves the right to deny permission to construct or place any of the above-mentioned improvements which it determines will not conform to the general character, plan and outline for the development of the Properties.

C. Documents submitted for approval shall be clear, concise, complete, consistent and legible. All drawings shall be to scale. Samples of materials to be included in the improvement may be required of the applicant at the discretion of the Architectural Control Committee. If submittals for the approval shall be made in duplicate, the comments and actions of the Architectural Control Committee will be identically marked on both copies of said submittals. One copy will be returned to the applicant, and one copy will be retained as part of the permanent records of the Committee. If only one set of documents is submitted, it will be retained by the Committee and the comments and action of the Architectural Control Committee will be sent by letter to the applicant. Each applicant shall submit to the Architectural Control Committee the following documents, materials and/or designs.

1. Site plan indicating specific improvement and indicating Lot number, street address, grading, surface drainage and sidewalks.

2. Complete construction plans, including but not limited to, basement and upper floor plans, floor areas of each level, wall sections, stair and fireplace sections and exterior elevations clearly indicating flues or chimneys, type and extent of siding, roofing, other faces and/or veneer materials.

D. The approval or disapproval of the Architectural Control Committee as required in these Covenants shall be in writing. Failure of the Architectural Control Committee to give either written approval or disapproval of submitted plans within thirty (30) calendar days after receipt of all of the documents required above, by mailing such written approval or disapproval to the last known address of the applicant as shown on the submitted plans, shall operate as a waiver of the requirements for approval by the Architectural Control Committee for the submitted plans.

ARTICLE III
RESTRICTIONS FOR RESIDENTIAL DWELLINGS

A. Residential Lots. All Lots shall be subject to the following restrictions.

1. The Lots shall be used only for residential purposes and no Lot shall contain more than one (1) dwelling unit.

2. No building shall be created, altered, placed or permitted to remain on any Lot other than the dwelling unit referred to above, and said dwelling unit shall conform to the following requirements.

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a. Each one story dwelling unit shall contain no less than 1,400 square feet of Living Area above the basement level and exclusive of garage area.

b. Each one and one-half or two story dwelling unit shall contain no less than 1,700 square feet of total Living Area above the basement level with a minimum of 900 square feet on the main floor, exclusive of garage area.

c. Other dwelling unit styles not described in a. and b. above will be permitted only if approved by the Architectural Control Committee and shall not be approved unless they are compatible with other homes to be built on the Properties in the opinion of the Architectural Control Committee in its sole and absolute discretion.

d. All buildings on all Lots shall comply with the set back requirements of the Zoning Code of the City of Bellevue as the same may be amended from time to time.

B. General Restrictions. All dwelling units described in A above shall comply with the following restrictions.

1. All dwelling units shall have one attached, enclosed, side-by-side, two (2) car garage minimum which must contain area of not less than four hundred (400) square feet and shall be at approximately the same level as the main floor of the dwelling. Other or additional garages may be permitted at the discretion of the Architectural Control Committee.

2. For the purposes of these restrictions, two-story height shall, when the basement is exposed above finish grade, be measured from the basement ceiling on the exposed side(s) to the eave of the structure on the same side(s). The maximum height of the dwelling shall be two (2) stories. The basement is not considered a story even if it is one hundred percent (100%) above grade on one or more sides, and essentially below grade on the other sides.

3. Exposed portions of the foundation on the front of each dwelling are to be covered with clay-fired brick or stone even if a portion of those exposed foundations may be perpendicular, or nearly so, to the affronting street. Exposed portions of the foundation on the side of each dwelling facing the street, when said dwelling is located on a corner Lot, are to be similarly covered with clay-fired brick or stone. Exposed portions of the foundation on the rear or sides not facing a street of a dwelling located on a corner Lot, and the exposed portion of the foundation on the sides and rear of every other dwelling shall be covered with clay-fired brick, stone, siding or shall be painted.

4. In the event that a fireplace, including a direct-vent fireplace, is constructed as a part of a dwelling on any Lot and said fireplace and/or the enclosure for the fireplace flue, is constructed in such a manner so as to protrude beyond the outer perimeter of the wall of the front of the dwelling, the enclosure of the fireplace and flue shall be constructed of, or finished with, clay-fired brick or stone. If the fireplace, including a direct-vent fireplace, and/or the enclosure for the fireplace flue is constructed in such a manner so as to protrude beyond the outer perimeter of the wall of the side or rear of the dwelling, the enclosure of the fireplace and flue may be constructed of, or finished with, the same material as is the dwelling at the point from which the fireplace and/or the flue protrudes. If more than one fireplace is planned, all shall comply with the above requirements. The part of the pre-fabricated metal furnace flues that protrude from the roof of a dwelling must be painted and no furnace flue may protrude more than five (5) feet from the roof of the dwelling, as measured from the top cap of the flue to the point from which the flue emerges from the roof. All furnace flues must be located on the rear side of the roof ridge.

5. No fences may be built forward of the rear wall of the dwelling and, under no circumstances, closer to any adjoining street than the property line. In those instances where the house has more than one rear wall, the Architectural Control Committee shall determine in its discretion which rear wall shall be applicable. Provided, however, the Architectural Control Committee shall have the discretion to approve a fence farther forward than the rear wall of the house in order to align the fence with the fence on a neighboring property which has been approved by the Architectural Control Committee. Fences shall be constructed only of wood, vinyl, decorative iron, brick or stone, or other fencing materials which have the approval of the Architectural Control Committee in its sole and absolute discretion. Wire or chain-link fences,

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including vinyl-coated wire or chain-link fences shall not be permitted. Temporary or permanent barbed wire, electrified, and/or snow fences are strictly prohibited.

6. No structure of a temporary character, trailer, basement, tent, shack, barn or other out building shall be erected on said Lot or used as a residence, temporarily or permanently. No full or partial subterranean dwellings or log houses shall be constructed or erected on any Lot. No dwelling shall be moved from outside of the Properties onto any of said Lots. However, this prohibition shall not apply to panelized construction if approved by the Architectural Control Committee. Any exterior air conditioning condensing units or heat pump units shall be placed in the rear or side yard of the dwelling, but in no case closer than ten (10) feet to the neighboring property line.

7. No primary flat or mansard roof shall be permitted on any dwelling. All dwellings shall be roofed with roofing materials which have the approval of the Architectural Control Committee in its sole and absolute discretion.

8. Public sidewalks are the responsibility of, and shall be constructed by, the then Owner of a Lot prior to the time of completion of a dwelling and before occupancy thereof. The extent of sidewalks, location, construction details, materials and grades shall be in accordance with the regulations of the City of Bellevue and any revision thereof. The maintenance of said sidewalks, after construction, shall be the responsibility of the Owners of said Lot.

9. The Declarant has created a water drainage plan by grading the Properties and installing improvements and easements for storm drainage in accordance with accepted engineering principles. No building shall be placed, nor any Lot graded, to interfere with such water drainage plan nor to cause damage to the building or neighboring buildings or lots.

10. No stable or other shelter for any animal, livestock, fowl or poultry shall be erected, altered, placed or permitted to remain on any Lot. No animals, livestock, fowl, or poultry of any kind shall be raised, bred or kept on any Lot, except that dogs, cats, or other household pets maintained within the dwelling may be kept, provided that they are not kept, bred or maintained for any commercial purpose and, provided, that they are kept confined to the Lot of their owner and are not permitted to run loose outside the Lot of the Owner.

11. No incinerator, or trashburner shall be permitted on any Lot. No garbage, trash can or container shall be permitted to remain outside of any dwelling unless completely screened from view from every street and from all other lots in the subdivision. No garden, lawn or maintenance equipment of any kind whatsoever shall be stored or permitted to remain outside of any dwelling except while in actual use. No garage door shall be permitted to remain open except when entry to and exit from the garage is required. No non-retractable clothesline shall be permitted outside of any dwelling at any time. Detached accessory buildings are not permitted.

12. No automobile, boat, camping trailer, van-type campers, auto-drawn trailer of any kind, mobile home, motorcycle, snowmobile, or other self-propelled vehicles shall be stored or maintained outside of the garage. For purposes of the preceding provision, "stored or maintained outside of the garage" shall mean, parking the vehicle or trailer on the driveway, or any part of the Lot, outside of the garage for four (4) or more consecutive days. All repair or maintenance work on automobiles, boats, camping trailers, van-type campers, auto-drawn trailers of any kind, mobile homes, motorcycles, snowmobiles or other self-propelled vehicles done on the premises must be done in the garage. The dedicated street right-of-way located between the pavement and the lot line of any Lot shall not be used for the parking of any vehicle, boat, camper, or trailer. Automobiles and other self-propelled vehicles parked out-of-doors within the premises above-described, or upon the streets thereof, must be in operating condition.

13. All Lots shall be kept free of rubbish, debris, merchandise and building material; however, building materials may be placed on Lots when construction is started on the main residential structure intended for such Lot. In addition, vacant Lots where capital improvements have not yet been installed shall not be used for dumping of earth or any other waste materials, and shall be maintained level and smooth enough for machine mowing. No vegetation on Lots, shall be allowed to reach more than a maximum height of twelve (12) inches except as otherwise provided herein.

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14. Except for the purpose of controlling erosion on vacant Lots, no field crops shall be grown upon any Lot at any time.

15. No noxious or offensive activity shall be carried on upon any Lot, nor shall anything be done thereon which may be, or may become, an annoyance or nuisance to the neighborhood, including, but not limited to, odors, dust, glare, sound, lighting, smoke, vibration and radiation.

16. A dwelling on which construction has begun must be completed within one (1) year from the date the foundation was dug for said dwelling.

17. Small vegetable gardens shall be permitted only if maintained in the designated rear yard of any Lot, behind the dwelling on said Lot.

18. No residential dwelling shall be occupied by any person as a dwelling for such person until the construction of such dwelling has been completed, except for minor finish details as determined and approved by the Architectural Control Committee.

19. No streamers, poster, banners, balloons, exterior illumination or other rallying devices will be allowed on any Lot in the promotion or sale of any Lot, dwelling or property unless approved by the Architectural Control Committee in writing. No advertising sign or posters of any kind shall be erected or placed on any of said Lots, except that residential "For Sale" signs, not exceeding six (6) square feet in size, shall be permitted and, provided further, that such restriction as to sign size shall not apply to any sign erected by the Declarant, or his agents, in his development of Lakewood Villages or signs approved by the Architectural Control Committee in writing.

20. All driveways shall be constructed of portland cement concrete.

21. None of said Lots shall be subdivided, split or in any manner combined with any other Lot, or portion of any other Lot, without approval of the Architectural Control Committee in writing.

22. The front, side and rear yards of all Lots shall be sodded, and one (1) tree, not less than two (2) caliper inches in diameter, shall be planted in the front yard of each residence. No trees shall be planted in the dedicated street right-of-way located between the pavement and the lot line. To preserve the existing dense tree area, no trees shall be removed from any lot without prior written approval from the Architectural Control Committee. All yards shall be sodded and the trees planted within one (1) year from the date the foundation for the residence on the Lot was completed. Provided, however, on lots where a portion of lot is covered by dense trees (Lots 512-514, inclusive) the following shall apply: The steep slope between the near level portion of the rear yard and the dense growth of trees may be sodded and mowed, or the steep slope may be seeded with native grasses that do not require mowing. Further, the sod requirement will not apply to the dense tree area.

23. No solar collecting panels or equipment, no wind generating power equipment shall be allowed on the Lots. No television antenna, no antenna of any kind or nature, no satellite dish, shall be allowed on the Lots unless completely screened from view from every street and from all other Lots in the Subdivision in a manner approved by the Architectural Control Committee. Provided, however, satellite dishes of 18" diameter or less may be allowed on the rear of the dwelling with the approval of the Architectural Control Committee.

ARTICLE IV Easements and Licenses

A. Power and Communication Easements. A perpetual license and easement is hereby reserved in favor of and granted to Qwest Communications, City or County franchised cable television firms, and to Omaha Public Power District, and their successors and assigns, to erect and operate, maintain, repair, and renew cables, conduits, and other instrumentalities and to extend wires for the carrying and transmission of electric current for light, heat and power and for all telephone and telegraph and message services and cable television under an 8-foot strip of land adjoining the rear boundary lines of said Lots, and said license is being granted for the use and benefit of all present and future owners of said Lots;

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provided, however, that said lot line easement is granted upon the specific condition that if said utility companies fail to construct any wires or conduits along any of the said lot lines within 36 months of the date hereof, or if any wires or conduits are constructed but hereafter removed without replacement within 60 days after their removal, then this lot line easement shall automatically terminate and become void as to such unused or abandoned easementways. No permanent buildings shall be placed in perpetual easementways, but the same may be used for gardens, shrubs, landscaping and other purposes that do not then or later interfere with the aforesaid uses or rights herein granted.

B. Underground Service. All telephone, cable television and electric power service lines from property line to dwelling shall be underground.

ARTICLE V COVENANTS RELATING TO TELEPHONE COMPANY

A. In the event that ninety percent (90%) of Lots 504 through 618, inclusive, in Lakewood Villages are not improved within five (5) years from the date that Qwest Communications or its successors shall have completed the installation of its distribution system for said Lots, and filed notice of such completion ("Five Year Term"), then every Lot that is unimproved at the end of the Five Year Term shall be subject to a charge of Four Hundred Fifty Dollars (\$450.00) by Qwest Communications or its successors. A Lot shall be considered as unimproved if construction of a permanent structure has not commenced on that Lot. Construction shall be considered as having commenced if a footing inspection has been made on the Lot in question by officials of the City of Bellevue or other appropriate governmental authority.

B. Each development phase shall be considered separately in determining whether ninety percent (90%) of the lots within that phase have been improved within the Five (5) Year Term. In determining the date Qwest Communications or its successors shall have completed the installation of its distribution system, each development phase shall also be considered separately.

C. Such charge shall be due and owing immediately upon the expiration of the Five Year Term, and if such charge is not paid within sixty (60) days after the sending of written notice by Qwest Communications or its successors to the owner of an unimproved Lot that such charge is due, then such charge will begin drawing interest commencing upon the expiration of the sixty (60) day period at the rate of twelve percent (12%) per annum, or the maximum rate allowed by law at which individuals may contract if said maximum rate is less than twelve percent (12%) per annum at the time.

ARTICLE VI GENERAL PROVISIONS

A. Enforcement of Covenants. The Declarant, or its assigns, or any Owner of a Lot within the Properties, shall have the right to enforce by proceeding at law or in equity, all restrictions, conditions, covenants, and reservations, now or hereafter imposed by the provisions of this Declaration, either to prevent or restrain any violation of same, or to recover damages or other dues for such violation. Failure by the Declarant or by any Owner to enforce any covenant or restriction herein contained shall in no event be deemed a waiver of the right to do so thereafter.

B. Term of Declaration and Amendments. The Covenants and restrictions of this Declaration shall run with and bind the land for a term of twenty-five (25) years from the date this Declaration is recorded. This Declaration may be amended by the Declarant, or any person, firm, corporation, partnership, or entity designated in writing by the Declarant, in any manner it shall determine in its full and absolute discretion for a period of five (5) years from the date hereof. Thereafter this Declaration may be amended by an instrument signed by the Owners of not less than seventy-five percent (75%) of the lots in the Properties.

C. Lake Area. Lakewood Villages includes a Lake Area (Outlots 1, 2, 2A, 2B, 2C and 2D) which includes two lakes and land adjacent to the lakes. This Lake Area is a private area owned by the Lakewood Villages Lake Lot Owners Association, Inc., a Nebraska non-profit corporation ("the Association"). The Association has the responsibility to maintain the Lake Area and related facilities and has the right to determine who may use the Lake Area and the

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terms and conditions under which it may be used, or to restrict the use of the Lake Area to members of the Association only.

D. Invalidation by Court. Invalidation of any one of the provisions of this Declaration by judgment or court order shall in no way effect any of the other provisions hereof which shall remain in full force and effect.

IN WITNESS WHEREOF, the Declarant has caused these presents to be executed this 10th day of May, 2005.

DECLARANT:

DODGE LOTS JOINT VENTURE
a Nebraska joint venture,

BY: DODGE LAND CO., a Nebraska corporation,
and one of two members of the Joint Venture

BY: W. L. Morrison, Jr.
W. L. Morrison, Jr., President

BY: LOTS, INC., a Nebraska corporation, and one
of two members of the Joint Venture

By: W. L. Morrison, Jr.
W. L. Morrison, Jr., President

STATE OF NEBRASKA)
) ss.
COUNTY OF DOUGLAS)

On this 10th day of May, 2005, before me the undersigned, a Notary Public in and for said County and State, personally came W. L. Morrison, Jr., known to me to be the President of Dodge Land Co., a Nebraska corporation, and one of two members of the Dodge-Lots Joint Venture, a Nebraska joint venture and President of Lots, Inc., a Nebraska corporation and one of two members of the Dodge-Lots Joint Venture, a Nebraska joint venture, and he acknowledged that he executed this Declaration as the voluntary act and deed of said corporations, and the joint venture.

Witness my hand and official seal the day and year last above written.

Kristy J. Gregath
Notary Public



A

RESTRICTIVE COVENANT

Dodge-Lots Joint Venture, a Nebraska joint venture, the Declarant, owns Outlot 12 in Lakewood Villages, a subdivision as surveyed, platted and recorded in Sarpy County, Nebraska,

WHEREAS, a portion of said Outlot 12 in Lakewood Villages contains a closed landfill which was operated by Sarpy County during the late 1960s until it was closed in 1971, and

WHEREAS, Declarant wishes to make the existence of said closed landfill a part of the title record of said Outlot 12 and the adjoining lots as outlined herein, and

WHEREAS, Declarant wishes to insure that the closed landfill on Outlot 12 is not excavated nor disturbed in the future,

NOW, THEREFORE, the Declarant hereby places the following Restrictive Covenants on Outlot 12:

1. Outlot 12 shall be established as open "green space" planted with native grasses and/or other appropriate landscaping ("Cover") to the extent necessary to permit such Cover to become naturally self-sustaining. The common boundary lines between Outlot 12 and the adjoining Lakewood Villages Lots shall be delineated by a living border. Said living border shall be a row of bushes planted on Outlot 12 along said common lot lines. A portion of Outlot 12 along its eastern boundary is covered with a natural tree-lined creek bank. This area shall remain in its natural state undisturbed by grading or seeding, and the trees shall serve as the Cover.

2. No construction, excavation, grading, trenching, gardening or other disturbances of the Cover on Outlot 12 shall be permitted.

3. Declarant and its successors and assigns shall not convey to Sanitary and Improvement District #180 of Sarpy County, Nebraska (including its successors and assigns) any fee or similar property right, title or interest in or to Outlot 12 without the prior written consent of the Bellevue City Council.

This Restrictive Covenant shall also serve as notification to all future owners of Outlot 12 and all lots adjoining Outlot 12 in Lakewood Villages, namely Lots 514, 591, 592 and 595 through and including 612, all in Lakewood Villages, a subdivision as surveyed, platted and recorded in Sarpy County, Nebraska, that a portion of Outlot 12 contains a closed sanitary landfill. Said landfill is delineated and discussed in a "Report of Abandoned Landfill Investigation", attached hereto as Exhibit A and in two letters from Nebraska Department of Environmental Quality (NDEQ) which are attached hereto as Exhibits B and C respectively.

EXHIBIT "RC"

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This Restrictive Covenant shall run with the land and shall be in force forever. Provided, however, none of the restrictions contained herein shall prohibit compliance with requirements of the NDEQ and its successors.

This Restrictive Covenant may be enforced by any one or more of the present or future owners of any of the lots named herein or by the City of Bellevue.

EXHIBIT "RC"
Page 2 of 3

C

The provisions of this Restrictive Covenant may be modified or amended by the Declarant and its successors only with the consent of The Bellevue City Council.

Dated this 4th day of June, 2004.

DECLARANT:

By: Dodge-Lots Joint Venture,
a Nebraska joint venture

By: Dodge Land Co.,
a Nebraska corporation, and
one of two members of the Joint
Venture

By: [Signature]
W. L. Morrison, Jr.,
President

By: Lots, Inc.,
a Nebraska corporation, and
one of two members of the Joint
Venture

By: [Signature]
W. L. Morrison, Jr.,
President

ACKNOWLEDGMENT

STATE OF NEBRASKA)
) ss
COUNTY OF DOUGLAS)

This instrument was acknowledged before me on the 4th day of June, 2004, by W. L. Morrison, Jr., as the President of Dodge Land Co. and Lots, Inc., both Nebraska corporations, said corporations being the sole members of the Dodge-Lots Joint Venture.



Kristy J. Gregath
Notary Public

EXHIBIT "RC"
Page 3 of 3

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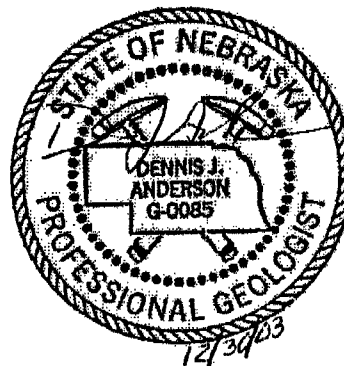
*Report of
Abandoned Landfill Investigation*

Lakewood Villages - Phase 5

**47th & Pine Street
Bellevue, Nebraska 68123**

Prepared for:
Dodge Lots Joint Venture
Attn: W. L. Morrison, Jr.
8701 West Dodge Road
Omaha, Nebraska 68114

December 30, 2003
TG Project No. 03341.5



THIELE GEOTECH, INC
13478 Chandler Road
Omaha, Nebraska 68138-6174
402/556-2171 Fax 402/556-7831

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Abandoned Landfill Investigation
Lakewood Villages - Phase 5

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1.0 INTRODUCTION

This report summarizes the results of an Abandoned Landfill Investigation conducted by Thiele Geotech, Inc. (TG) on property identified as Lakewood Villages Subdivision – Phase 5, located near 47th & Pine Street in Bellevue, Nebraska. The Topographic Map and Site Plan included in the Appendix, further illustrate the disposition of the site and surrounding properties. The purpose of this investigation was to assess the general condition and extent of the landfill within the immediate vicinity of Phase 5 of the Lakewood Villages Subdivision development.

Historically, this portion of site was agricultural land bordered by a tributary of Papillion Creek. Recent information indicates this site was utilized as a landfill for municipal waste from residences and businesses within Sarpy County during a period of time in the 1960's and 1970's. An aerial photograph taken in 1973 indicates disposal activities ceased prior to the time the photograph was taken. The 1973 aerial photograph is included in the Appendix.

This investigation included the advancement of forty-four (44) soil borings, test pits, soil and garbage sampling, and analytical testing of recovered soil and garbage samples.

This Report is an instrument of service for the exclusive use of our client and their designated representatives only. No other third party may use this report or any information contained herein. With the permission of our client (Dodge Lots Joint Venture), Thiele Geotech, Inc. may authorize a third party to rely on the information contained in this report, but only to the extent of the technological and other limitations described herein. It is important to note that this Abandoned Landfill Investigation does not constitute a guarantee or warranty of the environmental condition of the subject property. With the permission of our client, TG authorizes the City of Bellevue, First National Bank of Omaha, and the Nebraska Department of Environmental Quality to rely on the information contained in this report to the extent of the previously stated limitations.

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2.0 SITE LOCATION, TOPOGRAPHY, AND UTILIZATION

The Lakewood Villages development is located south of Highway 370 near 48th Street and Maass Road. Phases 1 through 3 are in the northern portion of the development. Phases 4 and 5 cover roughly 85 acres, and lie south of Phase 2 and east of Phase 3. The assessment area is identified as a portion of Lakewood Village Subdivision – Phase 5, located at the southeast corner of the subdivision. This site is generally located within the Northwest Quarter of Section 5 and the Northeast Quarter of Section 6, Township 13 North, Range 13 East, Sarpy County, Nebraska.

Prior to development, the site was agricultural land bordered by a tributary of Papillion Creek to the east. Two drainageways, channeling surface water to the tributary were located along the southern border and approximately 1,000 feet north of the southern border. During grading, approximately 2-20 feet of structural fill material were placed over the landfill cover and landfill debris.

As shown on the 1994, USGS 7.5 Minute Topographic Map, Omaha South and Plattsmouth, Nebraska Quadrangles, portions of which is included in the Appendix, the elevation of the assessment site is approximately 1,050 to 1,140 feet above mean sea level (MSL). The site slopes moderately to the east. The scale of this map is 1" = 2,000' and has a contour interval of 10 feet. A site-specific topographic map was also reviewed. Topographic contours prior to grading are consistent with the contours on the USGS topographic map. Topographic contours for finished grading indicate varying depths of fill material was placed over the area. Final elevations range 1,060 feet 1,140 feet above MSL.

Based on the topography and surface water flow directions observed during the site reconnaissance, site-specific ground water flow is to the northeast. The overall regional ground water flow direction in the vicinity of the property is assumed to be to the northeast toward Papillion Creek. Depth to ground water at the assessment site is anticipated to be approximately 20-40 feet below ground surface (bgs). Ground water was not encountered during drilling activities.

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3.0 EXPLORATION METHODS

3.1 DRILLING PROCEDURES

Forty-four (44) soil borings were drilled for this investigation. The locations of the borings are illustrated on the Site Plan included in the Appendix.

The soil boring depths ranged from 15 to 30 feet bgs. The borings were drilled with truck-mounted drill rigs using 6-inch O.D., continuous-flight, solid-stem augers incorporating standard auger drilling techniques. This depth of each boring was approximately 10 feet into native soil or through the entire landfill debris interval.

3.2 TEST PIT EXCAVATIONS

Approximately 15 test pits were excavated along the southern portion of the site. The test pits were excavated with a backhoe. The depths of each pit were approximately 10 to 20 feet bgs. Select soil and landfill debris samples were collected from the pits and submitted for laboratory analysis. Results of laboratory analysis are discussed in Section 4.2 of this report.

3.3 LITHOLOGIC OBSERVATIONS

Sample collection was conducted at boring and test pit locations. Sampling was conducted in 5-foot intervals at each boring location. Sampling was conducted by screwing the auger 5 feet into the ground and then pulling the auger to the surface. Grab samples were collected at select locations from the test pits.

The materials retained on the augers and collected from the test pits were observed and noted by a geologist. Observations typically included color, moisture content, consistency, sediment type, geologic origin, and notations of any visual or olfactory evidence of landfill debris and/or contamination. Information collected during this investigation is discussed in Section 4.1 of this report.

I

4.0 ASSESSMENT RESULTS

4.1 SUBSURFACE CONDITIONS

Forty-four (44) soil borings and approximately 15 test pits were utilized to delineate and assess the condition of the landfill.

Structural fill material was encountered at each boring location. The thickness of the structural fill ranged from 2 to 20 feet. The structural fill was generally described as brown, moist, firm to hard, lean clay.

Landfill cover or native soil was encountered beneath the structural fill material. The landfill cover and native soils were generally described as light brown to grayish brown to dark brown, moist, firm, lean clay. At locations where landfill debris was encountered, the thickness of the landfill cover ranged from 1 to 7 feet.

Landfill debris was encountered at 19 boring locations and within several test pits. The landfill debris was typically gray to black, moist to very moist and well compacted. Debris consisted mostly of household waste. Typical items observed included food packaging, yard waste, newspapers/phone books, clothing, appliances, furniture, holiday decorations, household cleaner containers, automotive lubricant/solvent containers, and automotive accessories (i.e. fan belts, hoses, tires, mechanical components). The date found on an issue of the Omaha World Herald newspaper was October 19, 1969. None of the solvent or lubricant containers that were observed contained appreciable amounts of the material for which they were labeled. No barrels, drums, or large volume storage tanks were observed in the test pits.

Soils encountered below the landfill debris were typically gray to dark gray to olive gray, moist to very moist, firm, lean clays. The soils typically exhibited a strong organic and sulfur odor.

Table 1, on page 5, summarizes the subsurface conditions encountered within the borings.

Ground water was not encountered in the borings or test pits during drilling and excavation activities.

TABLE 1. SUBSURFACE INTERVALS

Sample Location	Depth of Structural Fill Material	Depth of Landfill Cover or Native Soil	Depth of Landfill Debris
T-1-PPW	0-11	11-13	13-15
T-2-PPW	0-25	25-35	N/E
T-3-PPW	0-3	3-15	N/E
T-4-PPW	0-17	17-25	N/E
T-5-PPW	0-12	12-20	N/E
T-6-PPW	0-5	5-15	N/E
T-7-PPW	0-2	2-15	N/E
T-8-PPW	0-2	2-15	N/E
T-1-N	0-7.5	7.5-8.5	8.5-13
T-2-N	0-7.5	7.5-9.5	9.5-13
T-3-N	0-8	8-10	10-13
T-4-N	0-10	10-19	N/E
T-5-N	0-6	6-10	10-19
T-6-N	0-10	10-19	N/E
T-7-N	0-10	10-19	N/E
T-1-NW	0-5	5-14	N/E
T-3-NW	0-2	2-15	N/E
T-1-W	0-2	2-20	N/E
T-2-W	0-1	1-20	N/E
T-3-W	0-9	9-25	N/E
T-4-W	0-10	10-15	15-17
T-5-W	0-10	10-25	N/E
T-6-W	0-10	10-15	15-17
T-7-W	0-10	10-15	15-16
T-8-W	0-10	10-12	12-15.5
T-9-W	0-9	9-10	10-10.5
T-10-W	0-10	10-14	14-14.5
T-11-W	0-19	19-30	N/E
T-12-W	0-12	12-15	15-16
T-13-W	0-13	13-20	20-21
T-14-W	0-13	13-15	15-17
T-1-SE	0-7	7-9	9-10
T-2-SE	0-4	4-15	N/E
L-1	0-5	5-10	N/E
H-1	0-5	5-15	N/E
H-2	0-2	2-15	N/E
H-3	0-4	4-15	N/E
H-4	0-8	8-15	N/E
H-5	0-9	9-12	12-14.5
H-6	0-9	9-11	11-15.5
H-7	0-8	8-20	N/E
H-8	0-10.5	10.5-15	N/E
H-9	0-6	6-8	8-12
H-10	0-9	9-15	8-12

*Borings in bold print are locations where landfill debris was encountered.
Depths are in feet below ground surface (bgs).
N/E - Not Encountered.*

K

The information collected from the borings and test pits indicated the landfill exists on approximately 5.5 acres of Phase 5 of the Lakewood Villages Subdivisions. The landfill does not appear to be lined or capped according to regulations established in Nebraska Department of Environmental Quality (NDEQ) Title 132. The landfill debris ranges from 0.5 to 9 feet thick. Ground water leaching through the landfill debris has adversely impacted soils underlying the debris. The limits of the landfill on the property are illustrated on the Site Plan in the Appendix.

4.2 SAMPLE ANALYSIS

One landfill debris sample (Garbage Sample) and one sample of soil immediately underlying the landfill debris (Underlying Soil Sample) were submitted to Midwest Laboratories, Inc. for analysis. The samples were analyzed to determine whether the landfill debris was suitable for potential disposal in a sanitary landfill.

The samples were analyzed for "characteristic hazardous waste" properties. Table 2, on page 7, summarizes the results of analysis. A copy of the Report of Analysis is included in the Appendix.

TABLE 2. RESULTS OF LABORATORY ANALYSIS

Sample ID	Characteristic	Compound/Parameter	Level Found (Above Detection Limits)
Garbage Sample	Toxicity (Volatiles)	None	-
	Toxicity (Semivolatiles)	None	-
	Toxicity (Metals)	Barium	0.45 mg/L
		Nickel	0.02 mg/L
		Zinc	0.38 mg/L
	Ignitability	Not Applicable	> 435° F
	Reactivity (Acid)	Not Applicable	positive
	Reactivity (Base)	Not Applicable	negative
	Releasable Cyanide	Not Applicable	-
	Releasable Sulfide	Not Applicable	70 mg/kg
	pH	Not Applicable	6.7
Underlying Soil Sample	Toxicity (Volatiles)	None	-
	Toxicity (Semivolatiles)	None	-
	Toxicity (Metals)	Barium	1.44 mg/L
		Nickel	0.07 mg/L
		Copper	0.02 mg/L
		Zinc	0.30 mg/L
	Ignitability	Not Applicable	> 435° F
	Reactivity (Acid)	Not Applicable	positive
	Reactivity (Base)	Not Applicable	negative
	Releasable Cyanide	Not Applicable	-
	Releasable Sulfide	Not Applicable	-
	pH	Not Applicable	8.3
<p><u>Maximum Permissible Extract Levels for Metals:</u> Barium -100 mg/L Nickel - No Established EPA Limit. Copper - No Established EPA Limit. Zinc - No Established EPA Limit.</p> <p><u>Maximum Ignitability Range:</u> < 140° F</p> <p><u>Maximum pH Ranges (pH of 7 is considered nonreactive):</u> < 2 (extremely acidic) >12.5 (extremely alkaline)</p>			

Toxicity analysis indicated the landfill debris and impacted soil did not contain regulated volatile organic compounds, semivolatile organic compounds, or metals above the maximum permissible concentrations for leachate extracts. Ignitability analysis indicated the ignition level was above 450° Fahrenheit, much higher than the 140° F or less limit. Reactivity analysis indicated the samples were reactive with acid, indicating the materials contained either carbonate or alkaline materials. Corrosivity analysis was conducted by analyzing the pH of the materials. Analysis indicated the

M

materials were at fairly nonreactive levels. Therefore, the materials likely contain carbonate. Additional reactivity analysis indicated the landfill debris sample released low levels of sulfide. The release of low levels of sulfide compounds is typically expected in highly organic materials in a state of decomposition.

N

5.0 CONCLUSIONS AND RECOMMENDATIONS

Based upon the results of this Abandoned Landfill Investigation, Thiele Geotech, Inc. makes the following conclusions/recommendations regarding the assessment site.

5.1 CONCLUSIONS

- Based upon field observations collected from the borings and test pits, the landfill exists on approximately 5.5 acres of Phase 5 of the Lakewood Villages Subdivision. The landfill does not appear to be lined or capped according to regulations established in Nebraska Department of Environmental Quality (NDEQ) Title 132. The landfill debris ranges from 0.5 to 9 feet thick. Ground water leaching through the landfill debris has adversely impacted soils underlying the debris. However, the water table was not encountered during drilling activities and does not appear to extend into the landfill debris interval.
- Based upon laboratory analysis, it does not appear that the landfill debris and impacted soils would be classified as a "characteristic hazardous waste" if the landfill debris and impacted soils were to be disposed of in a sanitary landfill. Analysis indicated the landfill debris is reactive with acid, indicating the material contains either carbonate or alkali materials. pH levels indicate the materials are fairly nonreactive material and likely contain carbonate. The landfill debris sample released low levels of sulfide. Release of low levels of sulfide compounds is typically expected in highly organic materials in a state of decomposition.

5.2 RECOMMENDATIONS

Based upon the analytical testing conducted on recovered garbage and soil samples collected from within the former municipal landfill site, TG recommends no further investigation for significant adverse environmental conditions from potential releases from the former landfill site. However, TG recommends that measures be taken to insure the containment integrity (although somewhat limited) of the former municipal landfill site. Penetrations into the landfill site by subsurface structures (i.e. basements, utility trenches, etc.) should be avoided if possible. Should a subsurface structure need to penetrate the landfill site, additional engineering considerations should be addressed to protect it from adverse conditions (settlement, vapor accumulation) presented by the landfill material. Should it be necessary to disturb any garbage during site construction activities, all disturbed garbage will need to undergo analytical testing and eventual disposal in a permitted landfill.

TG recommends that correspondence with the Nebraska Department of Environmental Quality (NDEQ) continue to insure that all applicable regulations regarding abandoned landfill sites are being followed.

P

6.0 LIMITATIONS

Soil samples were collected at the discrete locations indicated on the Site Plan and were analyzed for select parameters only. The data obtained may not be representative of other locations on the site. Also, note that conditions may change over time. Consequently, Thiele Geotech, Inc. does not guarantee or warrant the environmental condition of the property.

This study is not intended to meet the requirements of a "Phase I" ESA or a Detailed Plume Study. This study also did not include identification or evaluation of asbestos, radon, methane gas, or sampling or testing of soil or ground water for constituents other than those listed above.

Our conclusions regarding the assessment site are based upon observations of existing site conditions, our interpretation of site history and site usage information and the results of a limited subsurface exploration, sample screening and chemical testing program. The results of this study must be qualified by the fact that only limited borings, soil and ground water sampling and chemical testing have been conducted at the site. The concentrations of contaminants measured may change at any particular location as a function of time in response to natural conditions, chemical reactions and other events. Therefore, conclusions regarding the condition of the site do not represent a warranty that all areas within the site and beneath structures are of the same environmental quality as those sampled. Further, contamination could also exist in forms not indicated by the limited investigation conducted. If additional information becomes available regarding this site, such information should be provided to Thiele Geotech, Inc. so that our conclusions and recommendations may be reviewed and modified as necessary.

This report is based on the current regulatory environment, current regulations, and guidance. Regulatory agency interpretations, future regulatory changes, and/or policy or guidance changes may affect the environmental status of the site.

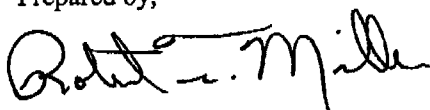
Q

7.0 CERTIFICATION AND SIGNATURE

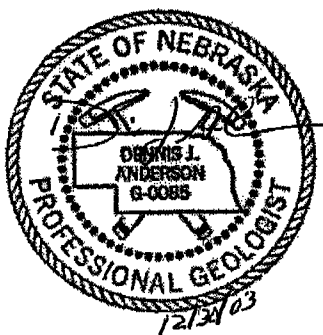
I certify that this document was prepared by me or under my direct personal supervision and that I am a Professional Geologist as licensed by the State of Nebraska Board of Geologists.

Respectfully submitted,
Thiele Geotech, Inc.

Prepared by,



Robert T. Miller, G.I.T.



Prepared under the supervision of,



Dennis J. Anderson, P.G.
Nebraska License G-0085

R

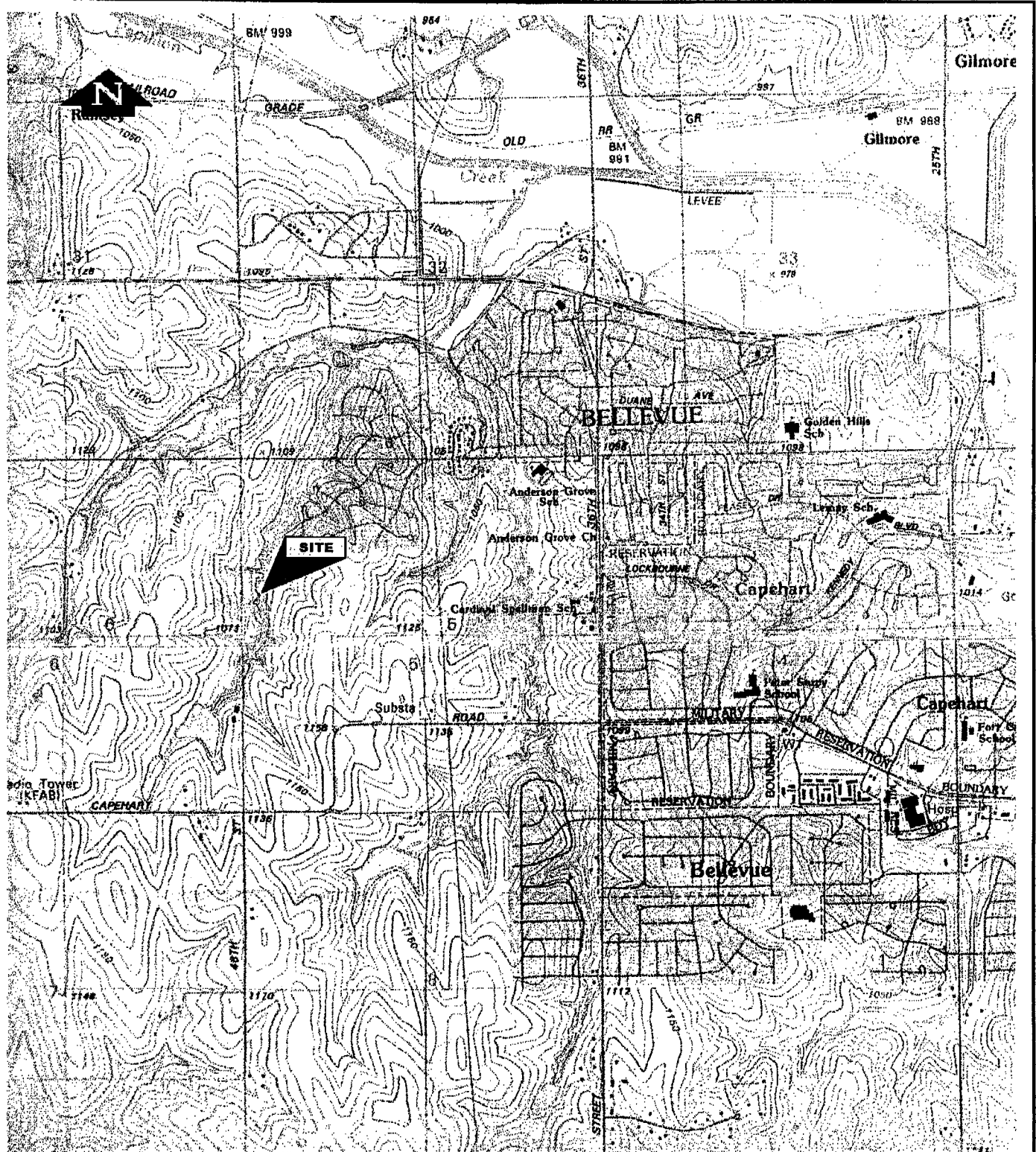
APPENDIX

Topographic Map

Site Plan

1973 Aerial Photograph

Report of Analysis



Topographic Map

(From 1994 Omaha South/Plattsmouth, Nebraska Quadrangles)
1"=2,000'

TG

THIELE GEOTECH, INC

Project

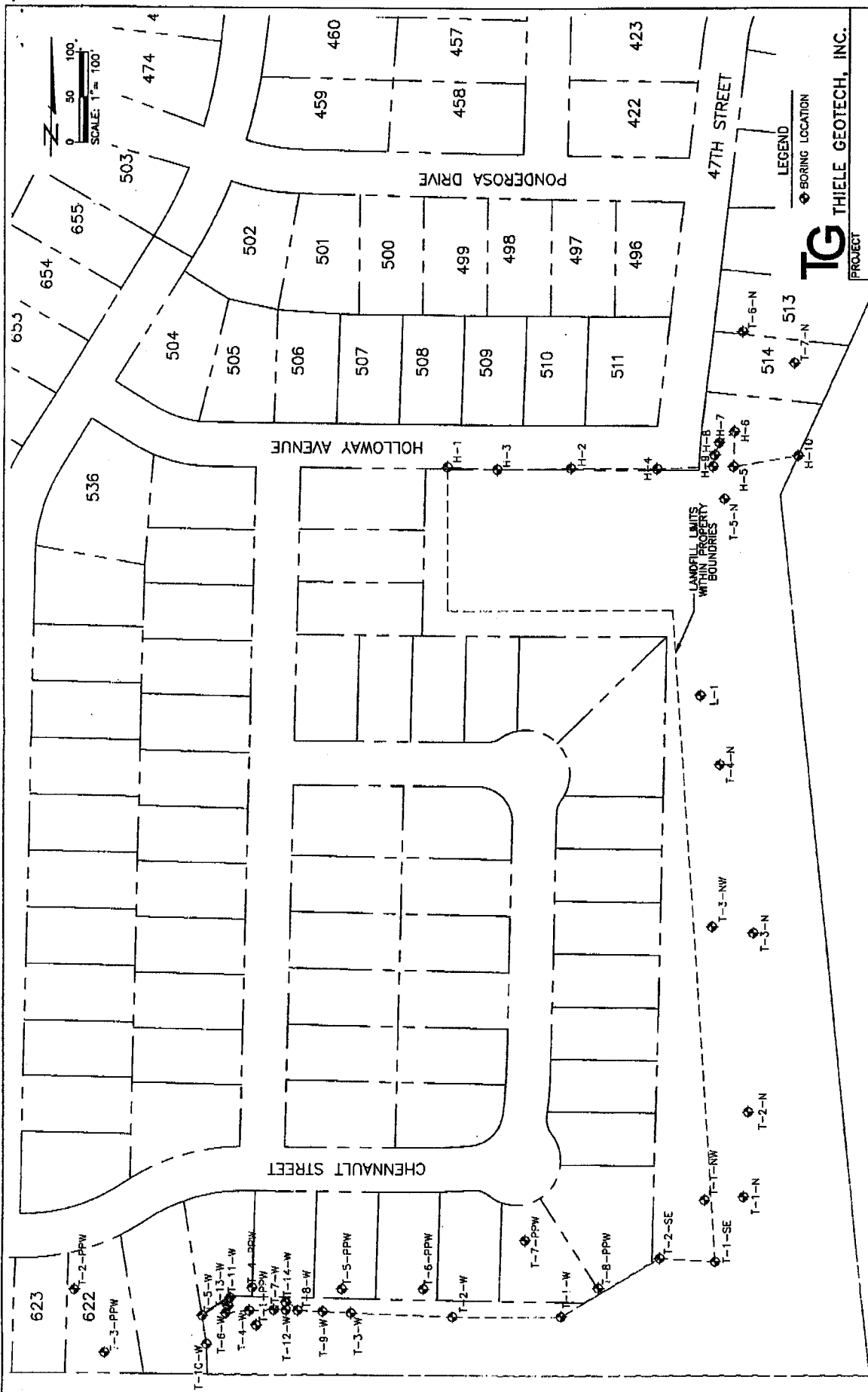
Lakewood Villages – Phase V
47th & Pine Streets, Bellevue, NE

Job #

03341.5

Date _____

12/3/03



SITE PLAN



THIELE GEOTECH, INC.

PROJECT

LAKEWOOD VILLAGES-PHASE 5
47TH & PINE STREET
BELLEVUE, NEBRASKA

JOB # 03341.5 DATE: 12/26/03

LEGEND

◆ BORING LOCATION

T

4



1973 Aerial Photograph

Scale: 1" = 500'

TG

THIELE GEOTECH, INC

Project

Lakewood Villages – Phase V
47th & Pine Streets, Bellevue, NE

Job #

03341.5

Date

12/3/03



Report Number
03-318-2095

13611 "B" Street • Omaha, Nebraska 68144-3693 • (402) 334-7770 • FAX (402) 334-9121

www.midwestlabs.com

REPORT OF ANALYSIS

For: (1539) THIELE GEOTECH INC
(402)556-2171

Date Reported: 11/14/03
Date Received: 11/03/03
Date Sampled: 10/30/03

Mail to: THIELE GEOTECH INC
DENNIS ANDERSON
13478 CHANDLER RD
OMAHA NE 68138-6174

PO/Proj. #: 03341.5
LAKEWOOD VILLAGES
PHASE 5 *RM*

Lab Number: 923031 Sample ID: UNDERLYING SOIL SAMPLE

Analysis

Method: ZERO HEADSPACE TCLP 1311 Units: $\mu\text{g/L}$ Analyst: sde Date: 11/05/03

Analysis	Level Found	Detection Limit	Analysis	Level Found	Detection Limit
Benzene	n.d.	5	1,1-Dichloroethene	n.d.	5
Carbon Tetrachloride	n.d.	5	2-Butanone (Methyl Ethyl Ketone)	n.d.	40
Chlorobenzene	n.d.	5	Tetrachloroethene	n.d.	5
Chloroform	n.d.	5	Trichloroethene	n.d.	5
1,4-Dichlorobenzene	n.d.	5	Vinyl Chloride	n.d.	5
1,2-Dichloroethane	n.d.	5			

Method: NONZERO HEADSPACE TCLP 1311 Units: mg/L Analyst: cjh Date: 11/14/03

Total Cresol	n.d.	0.04	Hexachloroethane	n.d.	0.04
1,4-Dichlorobenzene	n.d.	0.04	Nitrobenzene	n.d.	0.04
2,4-Dinitrotoluene	n.d.	0.04	Pentachlorophenol	n.d.	0.20
Hexachlorobenzene	n.d.	0.04	2,4,5-Trichlorophenol	n.d.	0.04
Pyridine	n.d.	0.20	2,4,6-Trichlorophenol	n.d.	0.04
Hexachlorobutadiene	n.d.	0.04			

Notes:

n.d. - Not Detected.
add'l report (DFT).

The above analytical results apply only to the sample(s) submitted.

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V



Report Number
03-318-2095

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REPORT OF ANALYSIS

For: (1539) THIELE GEOTECH INC
(402)556-2171

Date Reported: 11/14/03
Date Received: 11/03/03
Date Sampled: 10/30/03

Mail to:
THIELE GEOTECH INC
DENNIS ANDERSON
13478 CHANDLER RD
OMAHA NE 68138-6174

PO/Proj. #: 03341.5
LAKEWOOD VILLAGES
PHASE 5 *8m*

Lab number: 923031 Sample ID: UNDERLYING SOIL SAMPLE

Analysis	Level Found	Units	Detection Limit	Method	Analyst-Date
Arsenic (TCLP)	n.d.	mg/L	0.5	EPA 6010	tsw-11/07
Barium (TCLP)	1.44	mg/L	0.005	EPA 6010	tsw-11/07
Mercury (TCLP)	n.d.	mg/L	0.001	EPA 7470	jsk-11/07
Selenium (TCLP)	n.d.	mg/L	0.10	EPA 6010	tsw-11/07
Silver (TCLP)	n.d.	mg/L	0.01	EPA 6010	tsw-11/07
Chromium (TCLP)	n.d.	mg/L	0.01	EPA 6010	tsw-11/07
Lead (TCLP)	n.d.	mg/L	0.01	EPA 6010	tsw-11/07
Cadmium (TCLP)	n.d.	mg/L	0.05	EPA 6010	tsw-11/07
Nickel (TCLP)	n.d.	mg/L	0.005	EPA 6010	tsw-11/07
Copper (TCLP)	0.07	mg/L	0.01	EPA 6010	tsw-11/07
Zinc (TCLP)	0.02	mg/L	0.01	EPA 6010	tsw-11/07
Ignitability	0.30	mg/L	0.01	EPA 6010	tsw-11/07
Reactivity with Acid	>435	deg F	39	ASTM D92	lma-11/10
Reactivity with Base	positive			SW-846, CH. 7.3	lma-11/10
Releasable Cyanide	negative			SW-846 CH. 7.3	lma-11/10
Releasable Sulfide	n.d.	mg/kg	1	SW 846 CH. 7.3.3.2	lma-11/10
pH	n.d.	mg/kg	10	SW 846 CH. 7.3.4.1	lma-11/10
	8.3	S.U.		EPA 9045	dmg-11/04

Notes:

n.d. - Not Detected.
add'l report (DUAL)
MAXIMUM PERMISSIBLE LEVELS FOR TCLP EXTRACTS (in mg/L): Arsenic- 5.0
barium- 100, cadmium- 1.0, chromium- 5.0, lead- 5.0, mercury- 0.2,
selenium- 1.0, silver- 5.0.

Respectfully Submitted

Heather Ramig/Sue Ann Seitz/Rob Ferris
Client Services

The above analytical results apply only to the sample(s) submitted.

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Midwest Laboratories, Inc.SM

Report Number
03-318-2094

13611 "B" Street • Omaha, Nebraska 68144-3693 • (402) 334-7770 • FAX (402) 334-9121

www.midwestlabs.com

REPORT OF ANALYSIS

For: (1539) THIELE GEOTECH INC
(402)556-2171

Date Reported: 11/14/03
Date Received: 11/03/03
Date Sampled: 10/30/03

Mail to: THIELE GEOTECH INC
DENNIS ANDERSON
13478 CHANDLER RD
OMAHA NE 68138-6174

PO/Proj. #: 03341.5
LAKEWOOD VILLAGES
PHASE 4 *5 8m*

Lab Number: 923030 Sample ID: GARBAGE SAMPLE

Analysis	Level Found	Detection Limit	Analysis	Level Found	Detection Limit
Method: ZERO HEADSPACE TCLP 1311	Units: µg/L	Analyst: sde	Date: 11/05/03		
Benzene	n.d.	5	1,1-Dichloroethene	n.d.	5
Carbon Tetrachloride	n.d.	5	2-Butanone (Methyl Ethyl Ketone)	n.d.	40
Chlorobenzene	n.d.	5	Tetrachloroethene	n.d.	5
Chloroform	n.d.	5	Trichloroethene	n.d.	5
1,4-Dichlorobenzene	n.d.	5	Vinyl Chloride	n.d.	5
1,2-Dichloroethane	n.d.	5			
Method: NONZERO HEADSPACE TCLP 1311	Units: mg/L	Analyst: cjh	Date: 11/14/03		
Total Cresol	n.d.	0.04	Hexachloroethane	n.d.	0.04
1,4-Dichlorobenzene	n.d.	0.04	Nitrobenzene	n.d.	0.04
2,4-Dinitrotoluene	n.d.	0.04	Pentachlorophenol	n.d.	0.20
Hexachlorobenzene	n.d.	0.04	2,4,5-Trichlorophenol	n.d.	0.04
Pyridine	n.d.	0.20	2,4,6-Trichlorophenol	n.d.	0.04
Hexachlorobutadiene	n.d.	0.04			

Notes:

n.d. - Not Detected.
add'l report (DFT).

The above analytical results apply only to the sample(s) submitted.

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REPORT OF ANALYSIS

For: (1539) THIELE GEOTECH INC
(402)556-2171

Date Reported: 11/14/03
Date Received: 11/03/03
Date Sampled: 10/30/03

Mail to: **THIELE GEOTECH INC**
DENNIS ANDERSON
13478 CHANDLER RD
OMAHA NE 68138-6174

PO/Proj. #: 03341.5
LAKEWOOD VILLAGES
PHASE 45 *RM*

Lab number: 923030 Sample ID: GARBAGE SAMPLE

Analysis	Level Found	Units	Detection Limit	Method	Analyst-Date
Arsenic (TCLP)	n.d.	mg/L	0.5	EPA 6010	tsw-11/07
Barium (TCLP)	0.45	mg/L	0.005	EPA 6010	tsw-11/07
Mercury (TCLP)	n.d.	mg/L	0.001	EPA 7470	jsk-11/07
Selenium (TCLP)	n.d.	mg/L	0.10	EPA 6010	tsw-11/07
Silver (TCLP)	n.d.	mg/L	0.01	EPA 6010	tsw-11/07
Chromium (TCLP)	n.d.	mg/L	0.01	EPA 6010	tsw-11/07
Lead (TCLP)	n.d.	mg/L	0.01	EPA 6010	tsw-11/07
Cadmium (TCLP)	n.d.	mg/L	0.05	EPA 6010	tsw-11/07
Nickel (TCLP)	n.d.	mg/L	0.005	EPA 6010	tsw-11/07
Copper (TCLP)	0.02	mg/L	0.01	EPA 6010	tsw-11/07
Zinc (TCLP)	n.d.	mg/L	0.01	EPA 6010	tsw-11/07
Ignitability	0.38	mg/L	0.01	EPA 6010	tsw-11/07
Reactivity with Acid	> 435	deg F	39	ASTM D92	tsw-11/07
Reactivity with Base	positive			SW-846, CH. 7.3	lma-11/10
Releasable Cyanide	negative			SW-846 CH. 7.3	lma-11/10
Releasable Sulfide	n.d.	mg/kg	1	SW 846 CH. 7.3.3.2	lma-11/10
pH	70	mg/kg	10	SW 846 CH. 7.3.4.1	lma-11/10
	6.7	S.U.		EPA 9045	dmg-11/04

Notes:

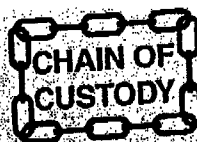
n.d. - Not Detected.
add'l report (DUAL)
MAXIMUM PERMISSIBLE LEVELS FOR TCLP EXTRACTS (in mg/L): Arsenic- 5.0
barium- 100, cadmium- 1.0, chromium- 5.0, lead- 5.0, mercury- 0.2,
selenium- 1.0, silver- 5.0 .

Respectfully Submitted

Heather Ramig/Sue Ann Seitz/Rob Ferris
Client Services

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CHAIN OF CUSTODY RECORD: Yes X No

[illegible]

Remarks:

Chain-of-Custody will have a signature upon receipt but no subsequent signatures Rev 02/02

Distribution: Original accompanies shipment; copy to Coordinator Field Files

Matrix Code: SO - Soil, WA - Water, SL - Sludge, OT - Other

STATE OF NEBRASKA

JAN 23 2004
PLANNING DEPT.



Mike Johanns
Governor

JAN 23 2004

DEPARTMENT OF ENVIRONMENTAL QUALITY

Michael J. Linder
Director
Suite 400, The Atrium
1200 'N' Street
P.O. Box 98922
Lincoln, Nebraska 68509-8922
Phone (402) 471-2186
FAX (402) 471-2909

Chris J. Koenig, P.E.
Project Manager
HGM Associates, Inc.
5022 S. 114th Street, Suite 200
Omaha, NE 68137

Re: Lakewood Villages Phase V, Bellevue, Nebraska
Old Landfill Site, Final Development Plan

Dear Mr. Koenig:

The Nebraska Department of Environmental Quality (NDEQ) has reviewed the Final Development Plan for the Lakewood Villages development area near Bellevue, Nebraska that was submitted on January 15, 2004. Based on the information presented in the plan, Title 132 would not apply as long as the final cover or solid waste is not disturbed during any excavation or construction activities. If for some reason the final cover or any solid waste is disturbed during excavation or other construction activities, then proper notification of the Department is required, and Title 132, Chapter 3, Section 5.09 would need to be followed.

As stated in the letter attached to the plan, the area will be platted as an "outlot" with the requirements that no excavation be allowed in the area. It is the recommendation of the Department that prospective owners of property along this section of the development be informed of the landfill and the current status of this piece of property. Since the solid waste material is still in place, there may be future environmental concerns that could have an impact on the owners of property along this area of the development. The Department recommends that a deed notice should be recorded indicating the presence of a closed landfill on the property.

Based on the limited information available describing the extent and content of the waste material in this area, the NDEQ is not claiming this site does not have the potential for future environmental impacts. If additional information becomes available regarding this site, this information would be reviewed by the NDEQ and our conclusions and recommendations could be modified based on the new information.

Exhibit "B"

JAN-23-2004 10:03 FROM:NDEQ 402 471 3185

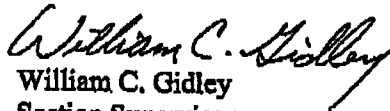
TO: 914023460224

P:3/3

Ab

If you have any questions please contact Dave Johnson (471-4228), Michael Behrens (471-4250) or myself at 471-4495.

Sincerely,



William C. Gidley
Section Supervisor
Waste Management Section

FILE COPY
STATE OF NEBRASKAMDon Johnson
Governor

DEPARTMENT OF ENVIRONMENTAL QUALITY

Michael J. Linder
Director
Suite 400, The Atrium
1200 N. Street
P.O. Box 98922
Lincoln, Nebraska 68509-8922
Phone (402) 471-2186
FAX (402) 471-2909

APR 7 2004

Chris J. Koenig, P.E.
Project Manager
HGM Associates, Inc.
5022 S. 114th Street, Suite 200
Omaha, NE 68137Re: Lakewood Villages Phase V, Bellevue, Nebraska - Final Grading Plan/Site Visit;
IWM Program ID#: NP00691; IIS#75849

Dear Mr. Koenig:

The Nebraska Department of Environmental Quality (NDEQ) visited the Lakewood Village development area near Bellevue, Nebraska on March 23, 2004. The site visit was conducted to provide a follow up to the letter that was issued by the NDEQ on January 23, 2004 addressing the Final Development Plan. Based on the site visit and the additional material on the final grading plan submitted on March 30, 2004 the NDEQ approves the construction activities that will take place at the Lakewood Village development.

If you have any questions please contact Dave Johnson (471-4228), Michael Behrens (471-4250) or myself at 471-4495.

Sincerely,

William C. Gidley
Section Supervisor
Waste Management Section

Exhibit "C"