

Rent
\$4,800/yr.

MEMORANDUM OF LEASE

THIS MEMORANDUM OF LEASE is made and entered into by and between WORLD WIDE JEWISH MISSIONS, a non-profit corporation ("Lessor"), and CONTEL CELLULAR OF BIRMINGHAM, INC. ("Lessee").

Lessor and Lessee hereby give notice that a lease agreement dated November 14, 1994 (the "Lease"), has been entered into by the undersigned, containing the following terms and provisions:

1. Name and address of Lessor:

WORLD WIDE JEWISH MISSIONS,
a non-profit corporation
3591 Cahaba Beach Road
Birmingham, Alabama 35242

2. Name and address of Lessee:

CONTEL CELLULAR OF BIRMINGHAM, INC.
3100 West End Avenue
Suite 1100
Nashville, Tennessee 37203

3. Date of Execution of Lease:

November 14, 1994

4. The term of the Lease is five years commencing on February 1, 1995. Additionally, Lessee has the option to extend the term of the Lease for ten additional five-year terms commencing when the prior term expires for a total of 55 years.

5. Description of the leased premises as it appears in the Lease:

See Exhibit A attached hereto and made a part hereof.

6. Nothing herein shall be deemed to amend any of the term, covenants or conditions of the Lease, which must be referred to for further information and specific details regarding this transaction.

Inst # 1995-06228

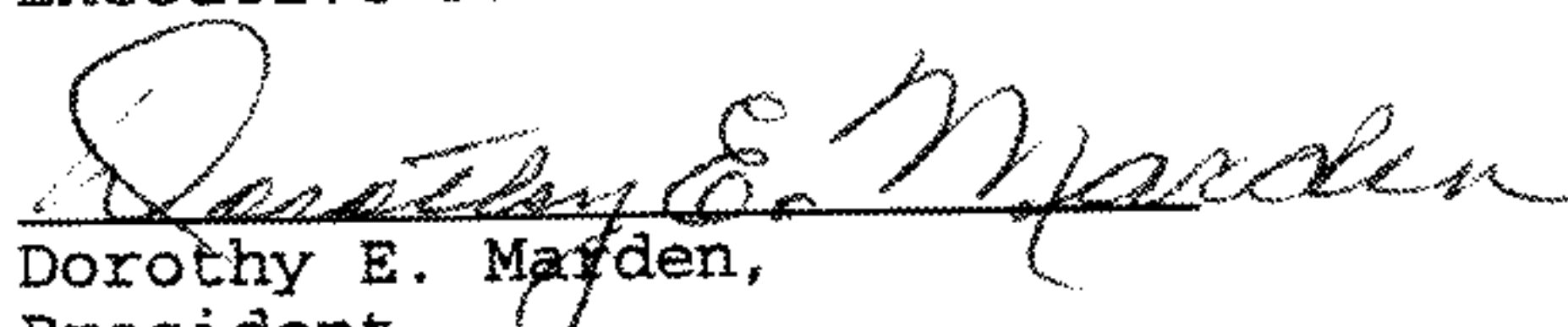
03/10/1995-06228
12:10 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
005 MCD 39.00

IN WITNESS WHEREOF, the Lessor and Lessee have caused this
Memorandum to be executed by their duly authorized representatives on
this 14 day of NOV., 1994.

LESSOR:

WORLD WIDE JEWISH MISSIONS,
a non-profit corporation

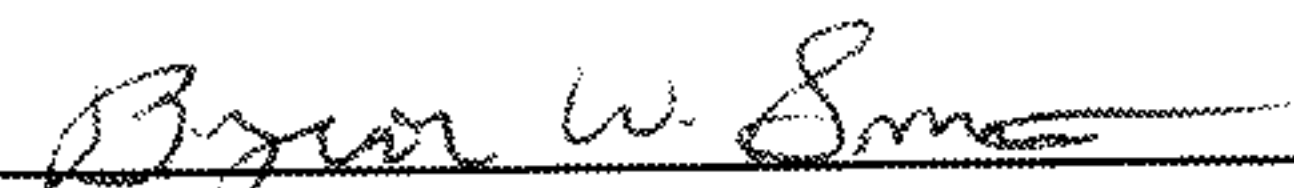

Victor Marden,
Executive Director


Dorothy E. Marden,
President

ATTEST:

LESSEE:

CONTEL CELLULAR OF
BIRMINGHAM, INC.


BYRON W. SMITH
AVP

STATE OF Alabama)
)
Shelby COUNTY)

I, the undersigned authority, a Notary Public in and for said county in said state, hereby certify that Victor Marden, whose name as Executive Director of World Wide Jewish Missions, a corporation, is signed to the foregoing instrument and who is known to me, acknowledged before me on this day that, being informed of the contents of the said instrument, he, as such officer and with full authority, executed the same voluntarily for and as the act of said corporation.

GIVEN under my hand and seal, this 14 day of November, 1994.

[NOTARIAL SEAL]

Mary J. Paul
Notary Public

My Commission Expires MY COMMISSION EXPIRES DECEMBER 11, 1994

STATE OF Alabama)
)
Shelby COUNTY)

I, the undersigned authority, a Notary Public in and for said county in said state, hereby certify that Dorothy E. Marden, whose name as President/Founder of World Wide Jewish Missions, a corporation, is signed to the foregoing instrument and who is known to me, acknowledged before me on this day that, being informed of the contents of the said instrument, he, as such officer and with full authority, executed the same voluntarily for and as the act of said corporation.

GIVEN under my hand and seal, this 14 day of November, 1994.

[NOTARIAL SEAL]

Mary J. Paul
Notary Public

My Commission Expires MY COMMISSION EXPIRES DECEMBER 11, 1994

STATE OF Alabama)
)
Jefferson COUNTY)

I, the undersigned authority, a Notary Public in and for said county in said state, hereby certify that Bryan Smith, whose name as VP of Central Coalfield, a corporation, is signed to the foregoing instrument and who is known to me, acknowledged before me on this day that, being informed of the contents of the said instrument, he, as such officer and with full authority, executed the same voluntarily for and as the act of said corporation.

GIVEN under my hand and seal, this 30th day of December, 1994.

[NOTARIAL SEAL]

Sandra Moore
Notary Public

My Commission Expires My Commission Expires OCT 22, 1997

EXHIBIT A

LEGAL DESCRIPTION

A parcel of land lying in the Southwest Quarter of the Northwest Quarter of Section 31, Township 18 South, Range 1 West, Shelby County, Alabama, and being more particularly described as follows:

Commence at the northeast corner of the Southwest Quarter of the Northwest Quarter of said Section 31, being a concrete monument and also being the POINT OF BEGINNING; thence run South $00^{\circ}13'48''$ West along the east line of said Quarter Quarter for a distance of 32.00 feet to a point; thence leaving said Quarter Quarter line, run North $89^{\circ}02'25''$ West for a distance of 60.00 feet to a point; thence run North $00^{\circ}13'48''$ East for a distance of 32.00 feet to a point on the north line of said Quarter Quarter; thence run South $89^{\circ}02'25''$ East along the north line of said Quarter Quarter for a distance of 60.00 feet to the POINT OF BEGINNING.

Said parcel contains 0.0441 acres, more or less.

12' INGRESS/EGRESS EASEMENT

A parcel of land lying in the Southwest Quarter of the Northwest Quarter of Section 31, Township 18 South, Range 1 West, Shelby County, Alabama, and being more particularly described as follows:

Commence at the northeast corner of the Southwest Quarter of the Northwest Quarter of said Section 31 and run South $00^{\circ}13'48''$ West along the east line of said Quarter Quarter line for a distance of 32.00 feet to a point; thence leaving said Quarter Quarter line, run North $89^{\circ}02'25''$ West for a distance of 16.00 feet to a point, said point being the POINT OF BEGINNING of a 12' wide easement for ingress and egress lying 6' either side of the following described line; run thence South $00^{\circ}13'48''$ West for a distance of 15.98 feet to the point of curvature of a tangent curve to the right having a central angle of $77^{\circ}25'49''$, a radius of 40.00 feet, and a chord being South $38^{\circ}56'43''$ West for a distance of 50.04 feet; thence run along the arc of said curve for a distance of 54.06 feet to the point of tangency; thence run South $77^{\circ}39'37''$ West for a distance of 26.99 feet to a point; thence run South $51^{\circ}09'56''$ West for a distance of 29.71 feet to a point; thence run South $23^{\circ}22'18''$ West for a distance of 53.10 feet to a point; thence run South $11^{\circ}46'08''$ West for a distance of 53.64 feet to a point; thence run South $24^{\circ}11'01''$ West for a distance of 36.78 feet to a point; thence run South $35^{\circ}10'45''$ West for a distance of 71.94 feet to a point; thence run South $42^{\circ}23'05''$ West for a distance of 107.92 feet to a point; thence run South $46^{\circ}26'48''$ West for a distance of 59.07 feet to a point; thence run South $66^{\circ}55'48''$ West for a distance of 102.72 feet to a point; thence run South $67^{\circ}59'38''$ West for a distance of 136.29 feet to a point; thence run North $68^{\circ}52'11''$ West for a distance of 24.11 feet to a point; thence run North $15^{\circ}06'54''$ West for a distance of 45.02 feet to a point; thence run North $18^{\circ}54'27''$ East for a distance of 83.66 feet to a point; thence run North $22^{\circ}51'10''$ East for a distance of 67.49 feet to a point; thence run North $10^{\circ}58'47''$ East for a distance of 57.91 feet to a point; thence run North $2^{\circ}58'54''$ West for a distance of 80.47 feet to a point; thence run North $38^{\circ}15'34''$ West for a distance of 39.27 feet to a point; thence run North $61^{\circ}27'24''$ West for a distance of 74.26 feet to a point; thence run North $36^{\circ}46'41''$ West for a distance of 65.52 feet to a point; thence run North $41^{\circ}41'43''$ West for a distance of 31.21 feet to a point on the southeasterly right-of-way line of Cahaba Beach Road (right-of-way width: 60 feet) and the ending point of said easement; the margins of which are to be considered extended or foreshortened as necessary to end at said southeasterly right-of-way line.

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