

This instrument was prepared by and
after recording, please return to:

Jeffrey N. Plowman, Esq.
Nelson Mullins Riley & Scarborough, L.L.P.
999 Peachtree Street, N.E.
First Union Plaza, Suite 1400
Atlanta, Georgia 30309

STATE OF ALABAMA
COUNTY OF SHELBY

Inst # 1999-28706
07/08/1999-28706
11:25 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
007 MWS 25.50

SITE LEASE ACKNOWLEDGMENT

This Site Lease Acknowledgment ("SLA") is made and entered into as of the 8th day of March, 1999, by and between POWERTEL/BIRMINGHAM, INC., a Missouri corporation, f/k/a InterCel Birmingham MTA, Inc., hereinafter designated as "POWERTEL", with its principal offices located at c/o Powertel, Inc., 1233 O.G. Skinner Drive, West Point, Georgia 31833, and POWERTEL BIRMINGHAM TOWERS, LLC, a Delaware limited liability company hereinafter designated as "LANDLORD", with its principal offices located at c/o Powertel, Inc., 1233 O.G. Skinner Drive, West Point, Georgia 31833, pursuant and subject to that certain Master Site Agreement ("MSA") by and between the Parties hereto, dated as of March 8, 1999. All capitalized terms have the meanings ascribed to them in the MSA.

1. The premises leased by LANDLORD to POWERTEL (the "Site") shall consist of the Cable Path, Easements, Tower Space, and Ground Space, as those terms are defined in the MSA. The Site is a portion of that certain tract of land, located in the City of Birmingham, the County of Shelby, and the State of Alabama, more particularly described in the Memorandum of Lease which was recorded on 07/15/1996 at 01:58 p.m. [or as Instrument Number 1996-22745] in the office of the Judge of Probate of Shelby County, Alabama (the "Property"). The Property is described in Exhibit A attached hereto and made a part hereof.

2. POWERTEL has installed at the Site the Grandfathered Equipment set forth in Exhibit B which shall be completed, attached and incorporated herein within 270 days of the SLA Commencement Date in accordance with paragraph 2(c) of the MSA.

3. The commencement date of the SLA ("SLA Commencement Date") is March 8, 1999. The first (1st) monthly rental payment is due and payable by POWERTEL to LANDLORD on the SLA Commencement Date in accordance with Section 4(a) of the MSA. Any future rent adjustments shall be calculated in accordance with Section 4(b) of the MSA. The annual rental payment for generator services to be supplied by LANDLORD, if applicable, is set forth in Section 4(d) of the MSA.

4. The term of this SLA is ten (10) years, three (3) months, beginning on the SLA Commencement Date. The term of the SLA will automatically renew for three (3) additional, consecutive five (5) year terms unless POWERTEL notifies LANDLORD in writing of POWERTEL's intention not to renew as provided in Section 3(c) of the MSA.

[SIGNATURES ON FOLLOWING PAGE]

IN WITNESS WHEREOF, the parties hereto have set their hands and affixed their respective seals the day and year first above written.

POWERTEL:

POWERTEL/BIRMINGHAM, INC., a
Missouri corporation

By: Jill F. Dorsey
Name: Jill F. Dorsey
Title: Vice President/General Counsel

(CORPORATE SEAL)

ACKNOWLEDGMENT

STATE OF Georgia
COUNTY OF Fulton

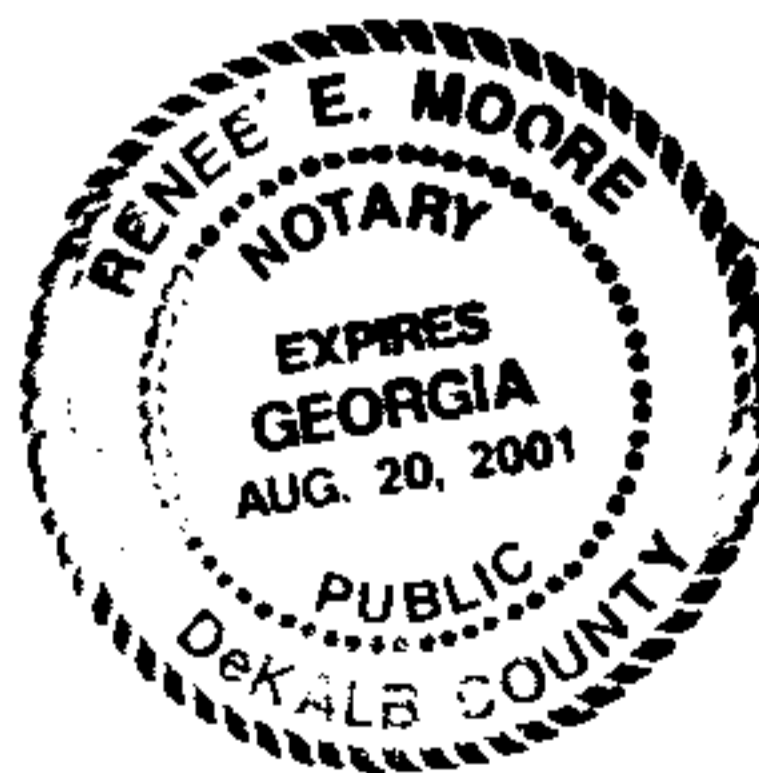
I, Renee E. Moore, a Notary Public in and for said County, in said State, hereby certify that Jill F. Dorsey, whose name as Vice President/General Counsel of Powertel/Birmingham, Inc., is signed to the foregoing conveyance, and who is personally known to me, acknowledged before me on this day that, being informed of the contents of the conveyance, she as such officer, with full authority, executed the same voluntarily for and as the act of said corporation.

Given under my hand and official seal this 20th day of May, 1999.

Renee E. Moore
Notary Public

My Commission Expires: 8/20/2001

(Notarial Stamp/Seal)



[SIGNATURES CONTINUED ON NEXT PAGE]

[SIGNATURES CONTINUED FROM PREVIOUS PAGE]

LANDLORD:

POWERTEL BIRMINGHAM TOWERS, LLC, , a
Delaware limited liability company

By: Jill F. Dorsey
Name: Jill F. Dorsey
Title: Vice President/General Counsel

[COMPANY SEAL]

ACKNOWLEDGMENT

STATE OF Georgia
COUNTY OF Fulton

I, Renee E. Moore, a Notary Public in and for said County, in said State, hereby certify that Jill F. Dorsey, whose name as Vice President/General Counsel of Powertel Birmingham Towers, LLC, is signed to the foregoing conveyance, and who is personally known to me, acknowledged before me on this day that, being informed of the contents of the conveyance, she as such officer, with full authority, executed the same voluntarily for and as the act of said limited liability company.

Given under my hand and official seal this 20th day of May, 1999.

Renee E. Moore
Notary Public

My Commission Expires: 8/20/2001

(Notarial Stamp/Seal)

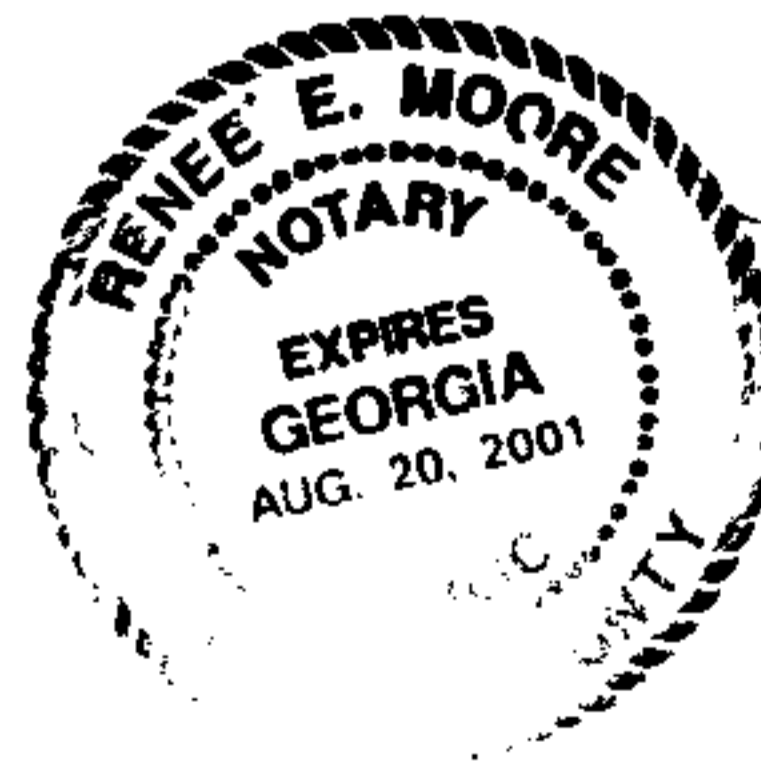


EXHIBIT A

LEGAL DESCRIPTION OF EASEMENT

ACCESS AND UTILITY EASEMENT:

A strip of land 40 feet in width for access and utilities situated in the Southwest Quarter of the Northeast Quarter of Section 8, Township 19 South, Range 1 West, Huntsville Meridian, Shelby County, Alabama lying 20 feet to either side of the following described centerline:

Commence at the most NE'erly corner of Lot 15, Skyland Subdivision, as recorded in Map Book 3, Page 66 in the Office of the Judge of Probate, Shelby County, Alabama and run South $19^{\circ}47'38''$ West along the northwesterly right-of-way line of Crest Road (30 foot right-of-way) for a distance of 5.37 feet to the **POINT OF BEGINNING**; thence angle right and run South $52^{\circ}34'32''$ West for a distance of 95.77 feet to the Point of Curvature of a curve to the right having a radius of 30.00 feet and a central angle of $62^{\circ}50'42''$; thence continue along said curve for a distance of 32.91 feet to the Point of Tangency thereof; thence continue North $64^{\circ}34'41''$ West along a line tangent to said curve for a distance of 15.99 feet to a the Point of Curvature of a curve to the right having a radius of 30.00 feet and a central angle of $89^{\circ}58'08''$; thence continue along said curve for a distance of 47.11 feet to the Point of Tangency thereof; thence continue North $25^{\circ}23'27''$ East along a line tangent to said curve for a distance of 27.33 feet to the **ENDING POINT** of this centerline.

EXHIBIT "A"

LEGAL DESCRIPTION OF
PROPERTY

TOWER SITE:

A parcel of land situated in the Southwest Quarter of the Northeast Quarter of Section 8, Township 19 South, Range 1 West, Huntsville Meridian, Shelby County, Alabama being more particularly described as follows:

Commence at the most NE'ly corner of Lot 15, Skyland Subdivision, as recorded in Map Book 3, Page 66 in the Office of the Judge of Probate, Shelby County, Alabama and run North 64°30'13" West along the northerly line of said Lot 15 for a distance of 90.91 feet to the **POINT OF BEGINNING**; thence angle left and run South 25°23'27" West for a distance of 49.66 feet; thence angle right and run North 64°36'33" West for a distance of 50.00 feet; thence angle right and run North 25°23'27" East for a distance of 49.75 feet to said northerly line of Lot 15; thence angle right and run South 64°30'13" East along said northerly line of Lot 15 for a distance of 50.00 feet to the **POINT OF BEGINNING**.

Containing 2485 Square Feet (0.06 Acres).

Exhibit B to the SLA

Grandfathered Equipment

This Exhibit shall be completed, attached and incorporated herein within 270 days of the SLA Commencement Date in accordance with paragraph 2(c) of the Agreement.

Antenna manufacturer and type number:

Number of antennas:

Weight and dimension of antenna(s) (LxWxD):

Transmission line mfr. & type no.:

Diameter & length of transmission line:

Location of antennas for Grandfathered Equipment
(as described in Exhibit "3" attached hereto and
made a part hereof):

Height of antenna(s) on structure:

Direction of radiation:

Ground Space for Grandfathered Equipment
(equipment building/floor space dimensions as
described in Exhibit "4" attached hereto and
made a part hereof):

Frequencies/Max Power Output:

Grounding specifications for Grandfathered
Equipment (as described in Exhibit "5" attached
hereto and made a part hereof):

Generator services, if any:

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