

Prepared by and Return to:
Carolyn Little, Paralegal
American Tower, LP
4 Office Park Circle
Suite 206
Birmingham, Alabama 35223

Inst # 2000-24132

07/18/2000-24132
10:58 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
005 MMS 82.00

STATE OF ALABAMA

COUNTY OF SHELBY

MEMORANDUM OF LEASE

THIS MEMORANDUM OF LEASE ("Memorandum") is executed this 5th day of January, 2000 by and between **RESOURCE, L. L. C. an Alabama Limited Liability Company** ("Landlord"), whose mailing address is 2850 Cahaba Road Birmingham AL 35223, and **American Tower, L.P.**, a Delaware limited partnership ("Tenant"), whose mailing address is 3200 Cobb Galleria Parkway, N.W., Suite 205, Atlanta, Georgia 30339.

WHEREAS, Landlord and Tenant executed and entered into a Lease Agreement (the "Lease") dated, December 16, 1999 for the purpose of installing, operating and maintaining a radio communications facility and other improvements on the Property (as hereinafter defined).

WHEREAS, the parties wish to provide a memorandum of the lease, to supplement the description of the Property (as hereinafter defined), and to provide for a commencement date under the Lease.

NOW, THEREFORE, in consideration of the Lease and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Landlord and Tenant hereby agree as follows:

1. **Lease Term.** The terms of the Lease shall be Five (5th) years commencing on the date the Option is exercised by Tenant, which date is to be no later than 14th day of April, 2000, (the "Commencement Date"), at an annual rental amount of Fifteen Thousand and NO/100 Dollars (\$15,000.00) and terminating at midnight on the Fifth (5th) anniversary of the Commencement Date (the "Initial Term"). Tenant has the option under the terms of the Lease to extend the Lease for Five (5) additional five (5) year terms (the "Renewal Terms"). Options are automatic.

2. **Property.** Subject to the terms of the Lease, as may be amended from time to time, Landlord has leased to Tenant the real property described on Exhibit "A" attached hereto (the "Property") and Landlord has granted unto Tenant, for the Initial Term and any Renewal Term, easements for ingress, egress and utilities over that real property also described in Exhibit "A" attached hereto (the "Easement").

3. **Notices.** All notices, requests, demands, and other communications to Landlord or Tenant shall be made at the addresses for each as set forth above, unless otherwise notified in writing.

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

Signed, sealed and delivered
before the following witnesses:

Nancy H. Pierce
Witness
Nancy H. Pierce
Print Name
Sandra S. Willis
Witness
Sandra S. Willis
Print name

Signed, sealed and delivered
before the following witnesses:

Gayle A. Higbee
Witness
Gayle A. Higbee
Print Name
Lisa Runkle
Witness
Lisa Runkle
Print Name

LANDLORD:

RESOURCE, L.L.C.,
an Alabama limited liability company

By: [Signature] (SEAL)
Name: Sonarrice Humphries Jr
Title: member
Attest: _____ (SEAL)
Name: _____
Title: _____

TENANT:

AMERICAN TOWER, L.P.,
a Delaware limited partnership

By: ATC GP Inc., the sole General Partner

By: [Signature] (SEAL)
Name: Jeffrey A. Ebihara
Title: Vice President

[CORPORATE SEAL]

Notarial Acknowledgment For Landlord

STATE OF Alabama

COUNTY OF Jefferson

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that J. Maurice Humphreys, Jr., whose name as Member of Resource, L.L.C. an Alabama limited liability company, 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 instrument, he, as such officer and with full authority, executed the same voluntarily for and as the act of said corporation, acting in his capacity as Member as aforesaid.

Given under my hand this the 5th day of January, 2000.

My Commission Expires:
NOTARY PUBLIC STATE OF ALABAMA AT LARGE
~~MY COMMISSION EXPIRES: Apr. 25, 2003~~
BONDED THRU NOTARY PUBLIC UNDERWRITERS

Nancy L. Peerie
Notary Public

[NOTARY SEAL]

Notarial Acknowledgment For Tenant

STATE OF GEORGIA

COUNTY OF COBB

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that Jeffrey A. Ebihara, whose name as Vice President of ATC GP Inc., a corporation, as the sole General Partner of American Tower, L.P., a Delaware limited partnership, 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 instrument, he, as such officer and with full authority, executed the same voluntarily for and as the act of said corporation, acting in his capacity as Vice President as aforesaid.

Given under my hand this the 24 day of Feb., 2000.

My Commission Expires:

2/6/04



[Signature]
Notary Public

[NOTARY SEAL]

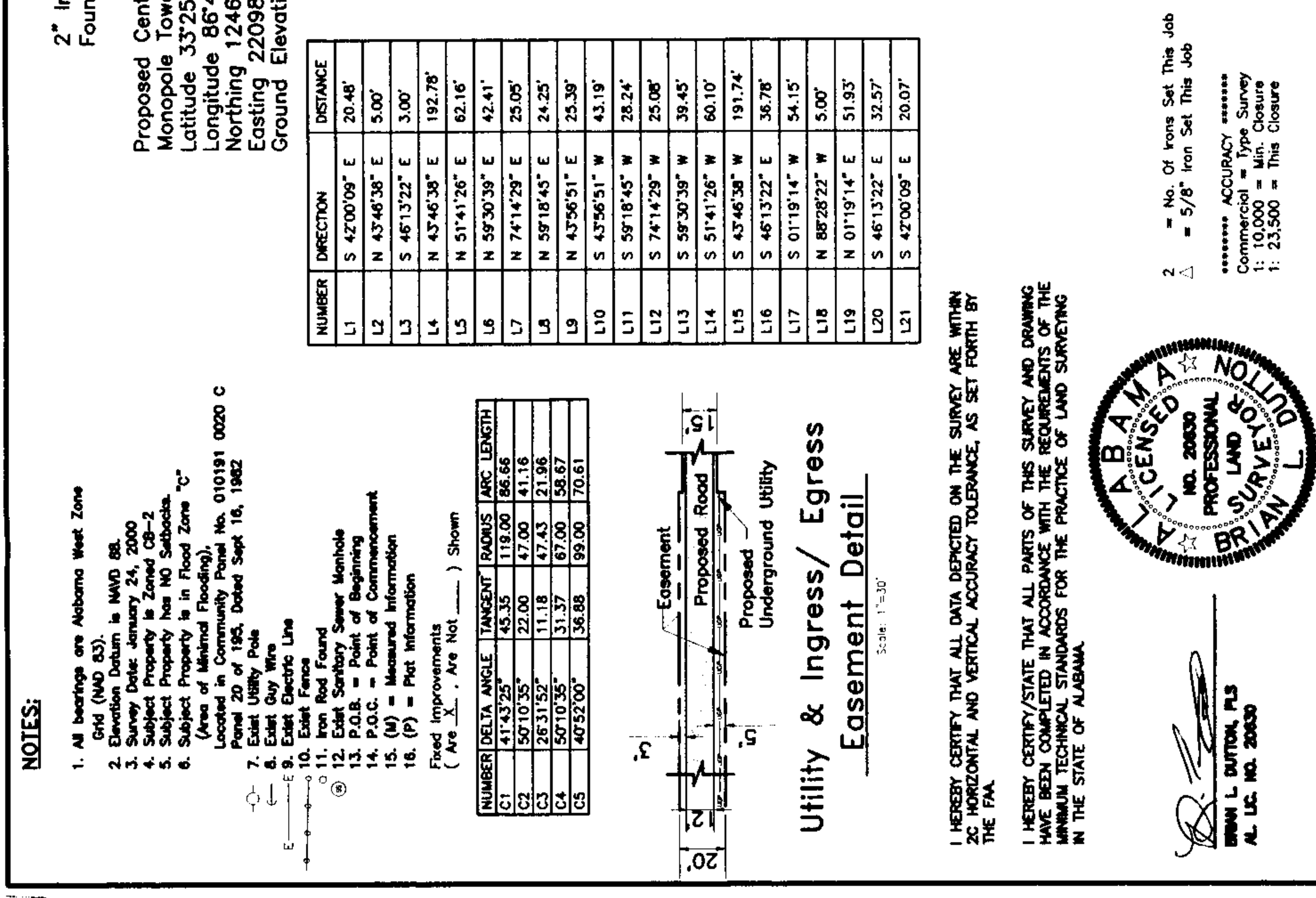
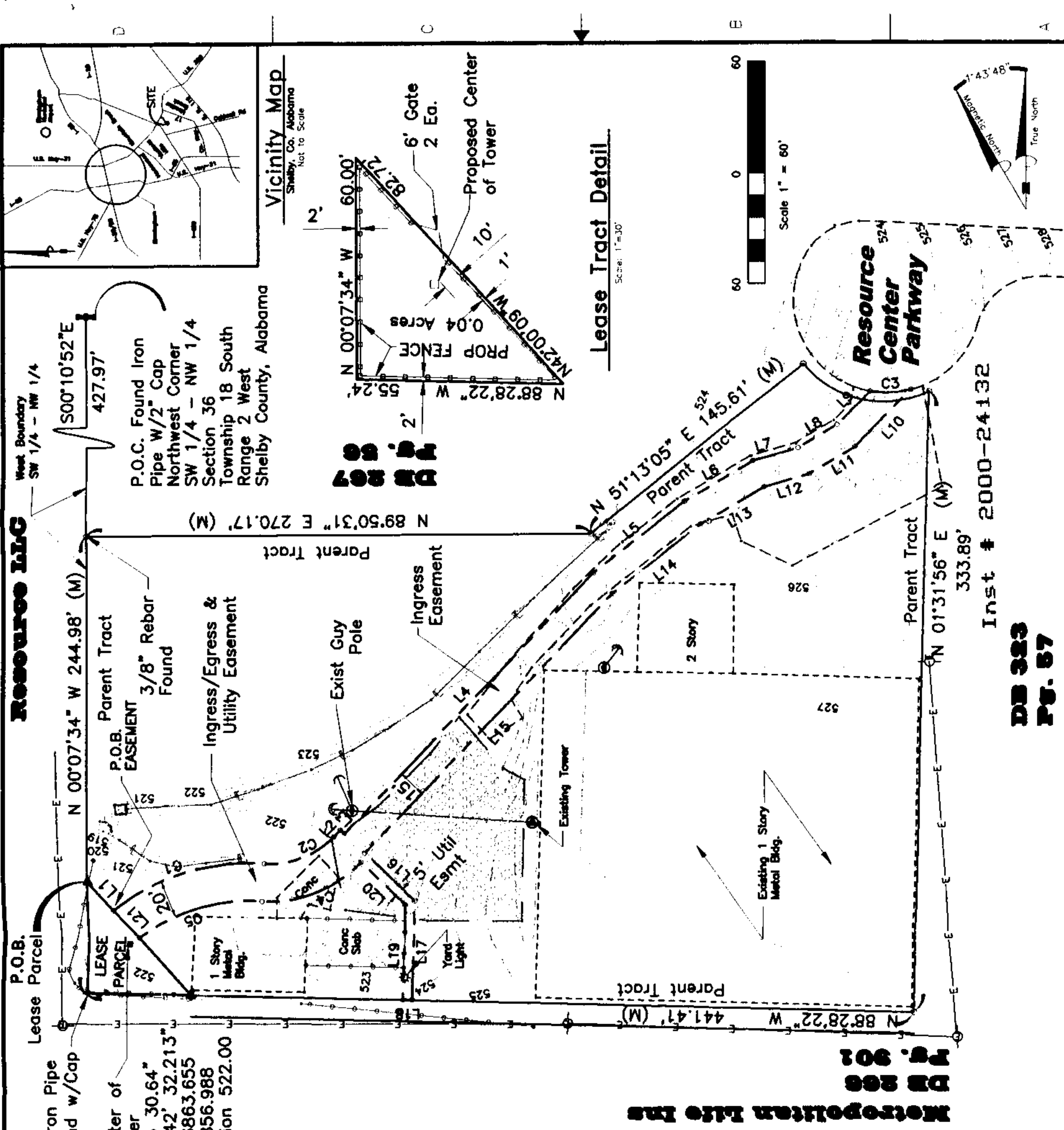
Utility and Ingress/Egress Easement

A part of the Southwest 1/4 of the Northwest 1/4 of Section 36, Township 18 South, Range 2 West, Shelby County, Alabama Described as follows: Commencing at a found 2" capped pipe, being the Northwest corner of said Southwest 1/4 of the Northwest 1/4; thence South 00° 10'52" East along the west boundary of said Southwest 1/4 of the Northwest 1/4 a distance of 427.97 feet, to a found 3/8" rebar; thence continue along said west boundary, South 00° 07' 34" East a distance of 184.98 feet to a set 5/8" rebar; thence South 42° 00'09" East a distance of 20.48 feet to the Point of Beginning; Thence Easterly along a curve to the right having a radius of 119.00 feet having a degree of 48° 08'52" thence Easterly along said curve 86.66 feet along said curve through a central angle of 41° 43'25" having a tangent length of 45.35 feet; thence easterly along a curve to the left having a radius of 47.00 feet having a degree of 121° 54'23" thence Easterly along said curve 41.16 feet along said curve through a central angle of 50° 10'35" having a tangent length of 22.00 feet; thence North 43° 46'38" East a distance of 5.00 feet to a Point; thence South 46° 13'22" East a distance of 3.00 feet to a Point; thence North 43° 46'38" East a distance of 192.78 feet to a Point; thence North 51° 41'26" East a distance of 62.16 feet to a Point; thence North 59° 30'39" East a distance of 42.41 feet to a Point; thence North 74° 14'29" East a distance of 25.05 feet to a Point; thence North 59° 18'45" East a distance of 24.25 feet to a Point; thence North 43° 56'51" East a distance of 25.39 feet to a Point on the edge of pavement of Resource Center Parkway; thence Easterly along a curve to the left having a radius of 47.43 feet having a degree of 120° 47'57" thence Easterly along said curve 21.96 feet along said curve through a central angle of 26° 31'52" having a tangent length of 11.18 feet; thence South 43° 56'51" West a distance of 43.19 feet to a Point; thence South 59° 18'45" West a distance of 28.24 feet to a Point; thence South 74° 14'29" West a distance of 25.08 feet to a Point; thence South 59° 30'39" West a distance of 39.45 feet to a Point; thence South 51° 41'26" West a distance of 60.10 feet to a Point; thence South 43° 46'38" West a distance of 191.74 feet to a Point; thence South 46° 13'22" East a distance of 36.78 feet to a Point; thence South 01° 19'14" West a distance of 54.15 feet to a Point; thence North 88° 28'22" West a distance of 5.00 feet to a Point; thence North 01° 19'14" East a distance of 51.93 feet to a Point; thence North 46° 13'22" West a distance of 32.57 feet to a Point; thence Westerly along a curve to the right having a radius of 67.00 feet having a degree of 85° 30'59" thence Westerly along said curve 58.67 feet along said curve through a central angle of 50° 10'35" having a tangent length of 31.37 feet; thence westerly along a curve to the left having a radius of 99.00 feet having a degree of 57° 52'28" thence Westerly along said curve 70.61 feet along said curve through a central angle of 40° 52'00" having a tangent length of 36.88 feet; thence North 42° 00'09" West a distance of 20.07 feet to the Point of Beginning; containing 0.20 acres or 8785.11 square feet more or less.

Lease Area

A part of the Southwest 1/4 of the Northwest 1/4 of Section 36, Township 18 South, Range 2 West, Shelby County, Alabama Described as follows: Commencing at a found 2" capped pipe, being the Northwest corner of said Southwest 1/4 of the Northwest 1/4; thence South 00° 10'52" East along the west boundary of said Southwest 1/4 of the Northwest 1/4 a distance of 427.97 feet, to a found 3/8" rebar; thence continue along said west boundary, South 00° 07' 34" East a distance of 184.98 feet to a set 5/8" rebar being the Point of Beginning; thence South 42° 00'09" East a distance of 82.72 feet to set 5/8" rebar; thence North 88° 28'22" West a distance of 55.24 feet to a found 2" capped pipe on the west boundary of said SW 1/4 of the NW 1/4; thence North 00° 07' 34" West a distance of 60.00 feet along the west boundary of said Southwest 1/4 of the Northwest 1/4 to the Point of Beginning; containing 0.04 acres or 1656.58 square feet more or less.

18 NORTH, MILSTON BRIDGE ROAD BIRMINGHAM, ALABAMA 35204 205-364-1300 FAX 205-364-1300 FAX		BWSC BLAKE WOODRICK Surveyor & Engineer, INC. E-MAIL: jw@bwsurvey.com		JOB NO. 22308-91		Old Looney Road Tower Site Old Looney Road Tower 120 Resource Center Parkway Birmingham, Alabama 35242		AMERICAN TOWER CORPORATION 1760 The Exchange, N.W. Suite 200 Atlanta, Georgia 30339 770 953-9400 Fax 770 952-4899		1760 The Exchange, N.W. Suite 200 Atlanta, Georgia 30339 770 953-9400 Fax 770 952-4899		Old Looney Road Tower Site Site Topo and Property Survey		044-166-00 D Page 2 of 2 11.17.00	
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NUMBER	DIRECTION	DISTANCE
L1	S 42°00'09" E	20.48'
L2	N 43°46'38" E	5.00'
L3	S 46°13'22" E	3.00'
L4	N 43°46'38" E	192.78'
L5	N 51°41'26" E	62.16'
L6	N 59°30'39" E	42.41'
L7	N 74°14'29" E	25.05'
L8	N 59°18'45" E	24.25'
L9	N 43°56'51" E	25.39'
L10	S 43°56'51" W	43.19'
L11	S 59°18'45" W	28.24'
L12	S 74°14'29" W	25.08'
L13	S 59°30'39" W	39.45'
L14	S 51°41'26" W	60.10'
L15	S 43°46'38" W	191.74'
L16	S 46°13'22" E	36.78'
L17	S 01°19'14" W	54.15'
L18	N 88°28'22" W	5.00'
L19	N 01°19'14" E	51.93'
L20	S 46°13'22" E	32.57'
L21	S 42°00'09" E	20.07'

NOTES: 1. All bearings are Alabama West Zone Grid (NAD 83). 2. Elevation Datum is NAVD 88. 3. Survey Date: January 24, 2000. 4. Subject Property is Zoned CB-2. 5. Subject Property has NO Subdivisions. 6. Subject Property is in Flood Zone "C" (Area of Minimal Flooding). Located in Community Panel No. 010191 0020 C. Panel 20 of 195, Dated Sept 16, 1982. 7. Exist Utility Pole. 8. Exist Guy Wire. 9. Exist Electric Line. 10. Exist Fence. 11. Iron Rod Found. 12. Exist Sanitary Sewer Manhole. 13. P.O.B. = Point of Beginning. 14. P.O.C. = Point of Commencement. 15. (M) = Measured Information. 16. (P) = Plot Information. Fixed Improvements (Are X, Are Not) Shown

BWSC
88 NORTH WILSON BRIDGE ROAD
SHELBY COUNTY, ALABAMA 35004
205-384-1300 FAX
E-MAIL: jasper@bwsc.com

Old Looney Road Tower Site
120 Resource Center Parkway
Birmingham, Alabama 35242

AMERICAN TOWER CORPORATION
1760 The Exchange, N.W. Suite 200
Atlanta, Georgia 30339
770 953-9400
Fax 770 952-4999

Project Number: 044-166-00 D

Resource LLC
P.O.C. Found Iron Pipe w/2" Cap Northwest Corner SW 1/4 - NW 1/4 Section 36 Township 18 South Range 2 West Shelby County, Alabama

Lease Tract Detail
Scale: 1"=30'

Old Looney Road Tower Site
Site Topo and Property Survey

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