

Recording Requested By
And When Recorded Mail To:
SpectraSite Communications, Inc.
3091 Governor's Lakes Drive, Suite 100
Norcross, Georgia 30071
Attn: Legal Department

Inst # 2001-23120

(Recorder's Use - Do Not Write Over This Line)
06/06/2001 01:51 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
005 DLH 48.50

STATE OF ALABAMA

COUNTY OF SHELBY

MEMORANDUM OF AGREEMENT

THIS MEMORANDUM OF AGREEMENT ("Memorandum") is made and entered into this 12th day of March, 2001, by and between **Betty B. Hale, Melinda Jean Tanner Hurd, and James Albert Hale, III, as Co-Trustees of Trust "B" under the Last Will and Testament of James Albert Hale, Jr. (Deceased)**, whose address is 1723 Brookview Trail, Birmingham, AL 35416 ("Lessor"), and **Tower Asset Sub, Inc.**, a Delaware corporation, ("Lessee") located at 100 Regency Forest Drive, Suite 400, Cary, North Carolina 27511, successor-in-interest to Nextel South Corp., a Georgia Corp. d/b/a Nextel Communications with an address of 851 Trafalgar Court, Suite 300 E, Marland, FL 32751 ("Nextel").

1. Lessor owns that certain parcel of real property located in the City of Sterrett, County of Shelby, State of Alabama described in **Exhibit A** attached hereto (the "Land").
2. Lessor and Nextel entered into that certain Communications Site Lease Agreement dated May 2, 2000, (the "Agreement") for a portion of the Land and easements for access and utilities as described in **Exhibit B** attached hereto (collectively, the "Premises").
3. The Agreement was assigned by Nextel to Tower Parent Corp., which subsequently assigned the Agreement to Lessee by Assignment of Leases dated February 15, 2001.
4. The Agreement commenced on May 2, 2000 for an initial term of five (5) years, with options to renew for five (5) successive five (5) year terms.
5. Notwithstanding anything to the contrary in the Agreement, the description of the Premises shall be as shown on **Exhibit B** attached hereto and incorporated herein by reference.
6. The purpose of this Memorandum is to give record notice of the Agreement and of the rights created thereby, all of which are hereby confirmed. The terms of the Agreement are incorporated herein by reference.

Site No. AL-0115
Site Name: Highway 43

IN WITNESS WHEREOF, the parties have executed this Memorandum under seal as of the date first set forth above.

(NOTE: Execution and Acknowledgements. Please consult with the Regional office for proper acknowledgement forms for the state in which the site is located. For example, some states require witnesses, corporate seal, etc. before a document may be recorded. The following are examples only. Delete this note after appropriate blocks are inserted.)

LESSOR:

Melinda Jean James Ford
James Albert Hale III
Betty B. Hale
Melinda Ford as power of attorney

State of Alabama)

County of Shelby)

Before me, John Aaron the undersigned, a Notary Public for the State, personally appeared Melinda Ford & James Hale personally known to me (or proved to me on the basis of satisfactory evidence) to be the persons whose name is subscribed to the within instrument and acknowledged to me that they executed the same in their authorized capacity, and that by their signature on the instrument, the persons executed the instrument.

Witness my hand and official seal, this 12th day of March, 2000.

(NOTARY SEAL)

[Signature]
Notary Public

My Commission Expires:



Site No. AL-0115
Site Name: Highway 43

LESSEE:

Tower Asset Sub, Inc.,
a Delaware corporation

By: _____

Print Name: David Guille

Title: Vice President

State of Georgia

County of DeKalb

Before me, Anidre Daniels the undersigned, a Notary Public for the State, personally appeared Dave Guille, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument, the person, or entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal this 15 day of March, 2001.

Signature Anidre Daniels

NOTARY SEAL

My commission expires: _____
Notary Public, DeKalb County, Georgia
My Commission Expires February 23, 2004

Site No. AL-0115
Site Name: Highway 43

Landlord Parcel
Nextel # AL-1342

SURVEYOR'S REPORT

1. Survey for: PBS&J, Inc.
2. Purpose of this survey is: Topographic Survey of Lease Parcel.
3. Field surveys conducted on: October 24, 2000
4. Horizontal and vertical control established by GPS methods using the following control: m11
5. Elevations are NAVD 88 and meet the requirements for FAA 2-C only
6. Horizontal positions are NAD 83
7. North is based on: State Plane Grid
8. Brooks & Brooks, Inc. did not conduct any title investigation for this survey. This survey is based on the record documents listed in note 9
9. Sources of survey: Survey by David Evans & Associates, Inc., Job No. PBSJ00B2, Dated 3/14/00.

10. Parent Tract description:

Tract 1:
The South Half of the Northeast Quarter, less and except the 6.95 acres, more or less, described as Trust A above, and the Northeast Quarter of the Southeast Quarter, all being in Section 31, Township 18, Range 1 East, also, a part of the Northeast Quarter of Section 31, Township 18 South, Range 1 East, and being more particularly described as follows: Commence at the Northwest Corner of said 1/4-1/4 Section, thence southerly, and along the West line of same, for a distance of 941.68 feet to the point of beginning of the property described herein; thence continue along the last named course, and along said West line, for a distance of 409.98 feet to the Southwest Corner of said 1/4-1/4 Section; thence turn on an angle to the left of 81 deg. 52 min. in an easterly direction, and along the South line of said 1/4-1/4 Section, for a distance of 545.54 feet; thence turn on an angle to the left of 142 deg. 23 min. in a northwesterly direction for a distance of 671.14 feet to the point of beginning.

Tract 2:
Also a part of the Southwest Quarter of the Southwest Quarter of Section 31, Township 18 South of Range 1 East, and being described as follows:
Commence at the Northwest Corner of said 1/4-1/4 Section, thence southerly, and along the East line of same, for a distance of 528.51 feet to the point of beginning of the property described herein; thence continue along the last named course for a distance of 81.85 feet to a point on the northwesterly right-of-way line of the Montevallo Road; thence turn on an angle to the right of 40 deg. 51 min. in a southeasterly direction, and along said right-of-way line, for a distance of 501.16 feet, thence turn on an angle to the right of 173 deg. 55 min. in a northwesterly direction for a distance of 804.00 feet to the point of beginning.
Also all of that part of the Southwest Quarter of the Southwest Quarter of Section 31, Township 18, Range 1 East lying Southeast of the Montevallo Road, containing 5 acres, more or less.
Also the West Half of the Northeast Quarter of the Northeast Quarter of Section 31, Township 19, Range 1 East.
Also the West Half of the Southeast Quarter of the Southwest Quarter of Section 31, Township 18, Range 1 East.

11. Lease Parcel Description:
A parcel of land being a portion of that certain tract of land as described in Deed Book 14, Page 875, recorded in the Office of the Judge of Probate, Shelby County, Alabama, (hereafter referred to as the "Parent Tract") situated in Section 31, Township 18 South, Range 1 East, Shelby County, Alabama and being more particularly described by the following metes and bounds description, the bearings of which are based on "Grid North", State Plane Coordinate System for the West Zone of Alabama, to wit: Commence at the Northwest corner of the Southwest 1/4 of the Southwest 1/4 of said Section 31 and run thence N89°27'59"E along the Northerly boundary thereof for a distance of 373.45 feet to the Point of Beginning of the lease parcel herein described; thence S47°43'05"E for a distance of 100.00 feet; thence S47°16'55"W for a distance of 100.00 feet; thence N47°43'05"W for a distance of 100.00 feet; thence N42°16'55"E for a distance of 100.00 feet to the Point of Beginning. Containing 10,000 square feet, more or less.

12. Easement description:

30' ACCESS AND UTILITY EASEMENT:
A strip of land 30.00 feet wide, 15.00 feet on each side of centerline, to be used as an easement for ingress, egress, and utilities, the side lines of which are to be extended or shortened at the Point of Beginning to coincide with a line bearing S42°16'55"W and are to be extended or shortened at the Point of Termination to coincide with the Northerly right-of-way line of Highway 43 (80' public right-of-way); said strip of land being a portion of that certain tract of land as described in Deed Book 14, Page 875, recorded in the Office of the Judge of Probate, Shelby County, Alabama, situated in Section 31, Township 18 South, Range 1 East, Shelby County, Alabama; the centerline of said strip being more particularly described as follows, the bearings of which are based on "Grid North", State Plane Coordinate System for the West Zone of Alabama, to wit: Commence at the Northwest corner of the Southwest 1/4 of the Southwest 1/4 of said Section 31 and run thence N89°27'59"E along the Northerly boundary thereof for a distance of 373.45 feet; thence S47°43'05"E for a distance of 100.00 feet; thence S42°16'55"W for a distance of 32.34 feet to the Point of Beginning of the easement herein described; thence run S47°43'05"W for a distance of 26.60 to intersection with Northerly right-of-way of said Highway 43. Containing 798 square feet, more or less.

13. Flood Certification: Subject property lies in Zone C (not a special flood hazard area) according to Federal Emergency Management Agency FIRM map number 010191 0025 B dated September 16, 1982.

14. This survey and drawing complies with the Minimum Technical Standards for the Practice of Land Surveying in the State of Alabama

Thomas W. Brooks, Jr., LS
AL Reg. No. 17521

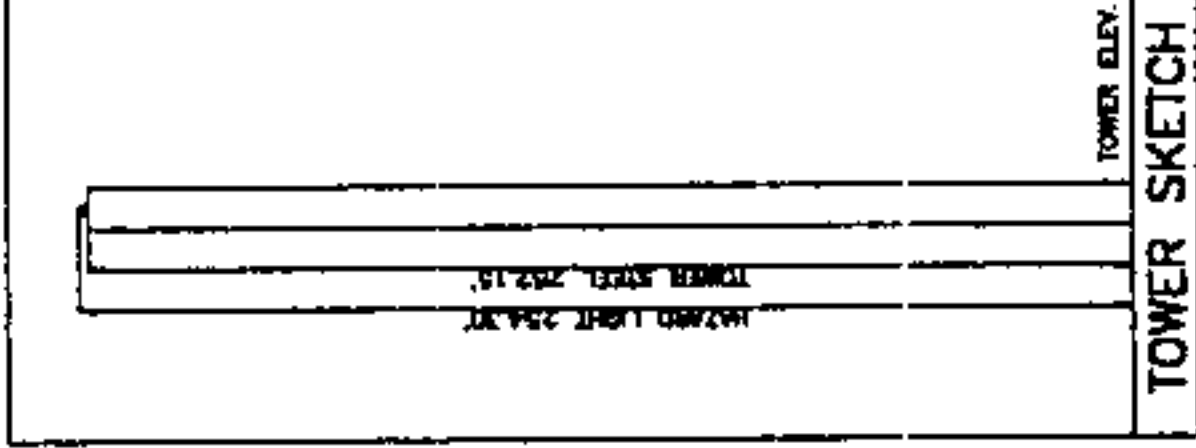
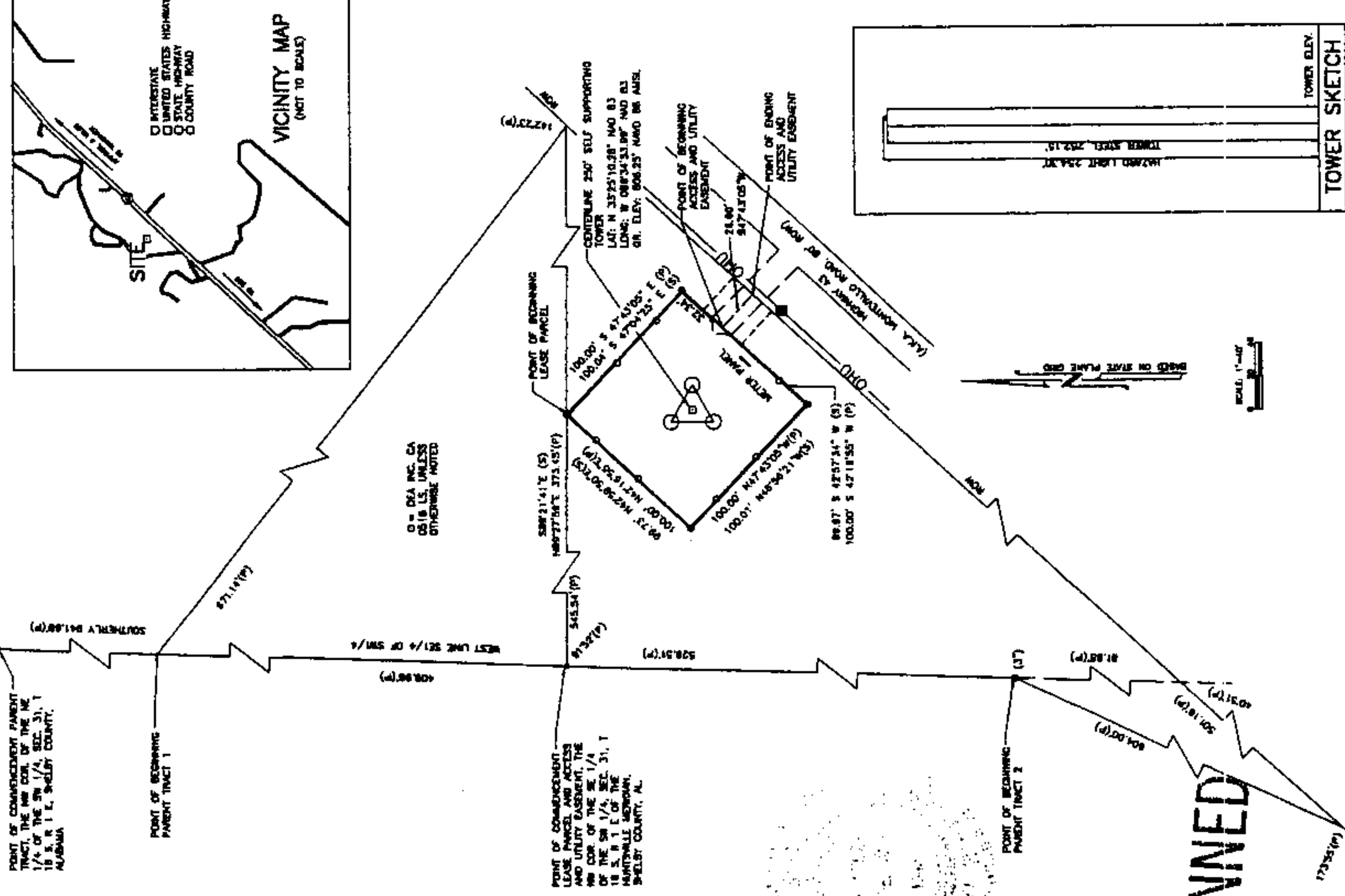
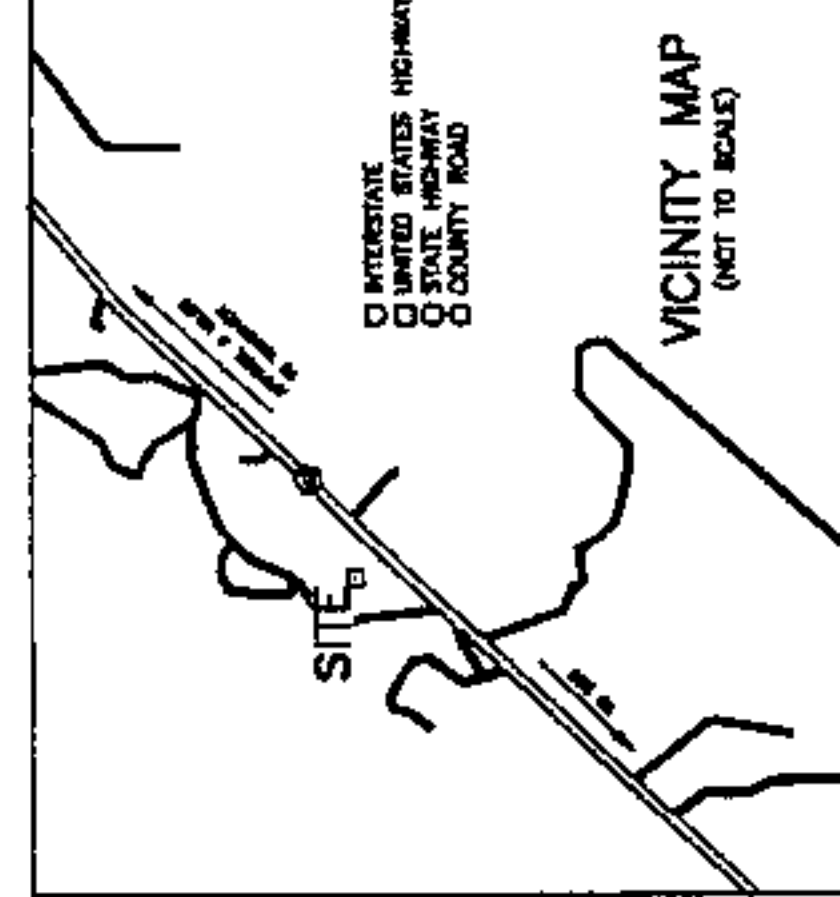
AL-1342-B

HIGHWAY 43

JOB NO.: 00248	DRAWN BY: CAP	CHECKED BY: AST	SCALE: 1" = 40'
DATE: 10-27-2000	FIELD BOOK: SEE FILE	PARTY CHECK: SEE FILE	DRAWING NO.: 00248.DWG

BROOKS & BROOKS, INC.

PROFESSIONAL SURVEYORS - 1614 QUEEN CITY AVENUE TUSCALOOSA, ALABAMA (205)752-5033



SCANNED

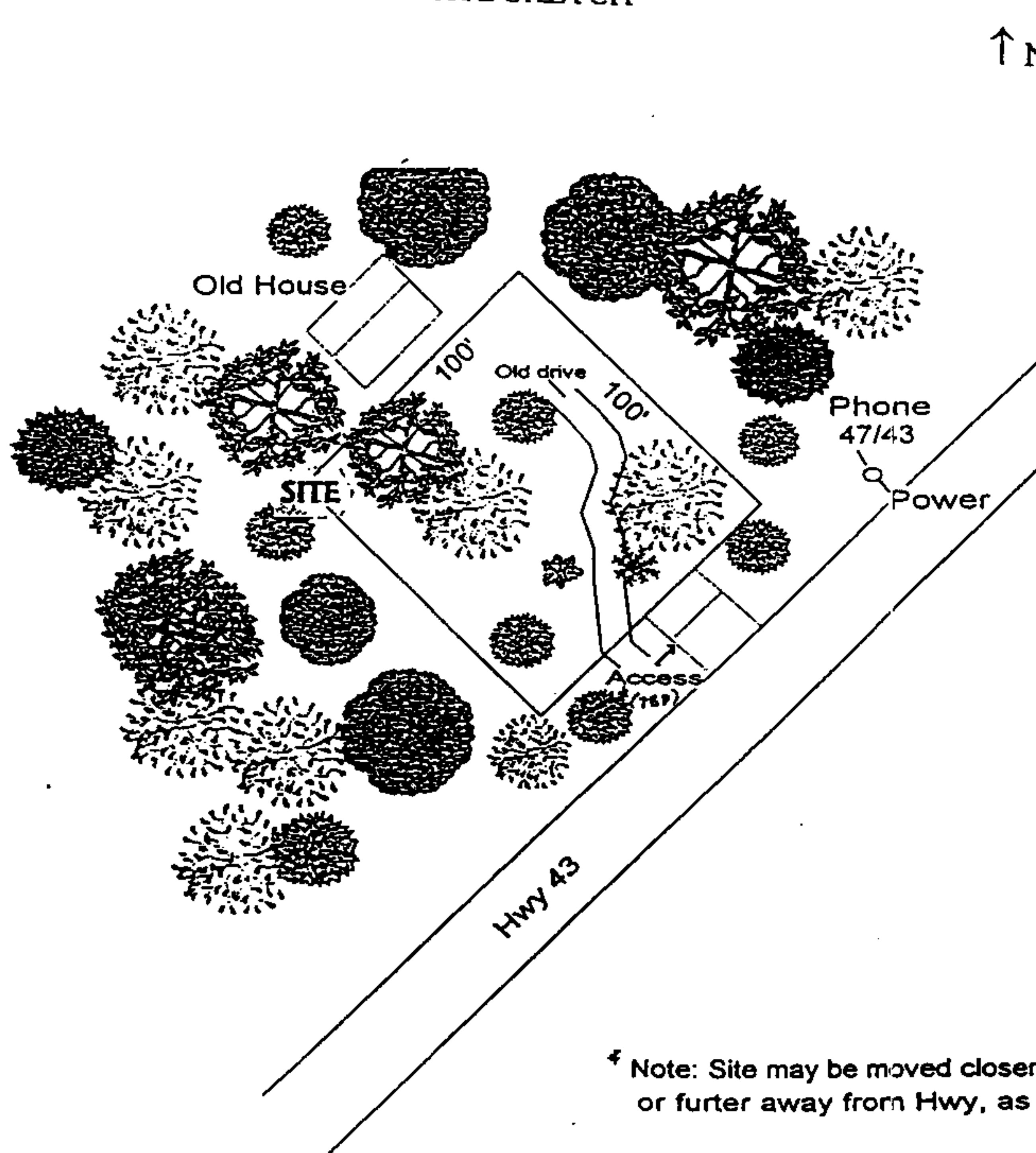
EXHIBIT B

DESCRIPTION OF PREMISES

to the Communications Site Lease Agreement (Ground) dated _____, 2000, by and between Betty B. Hale, Melinda Jean Tanner Hurd, and James Albert Hale, III as Co-Trustees of Trust Estate "B" under the Last Will and Testament of James Albert Hale, Jr., (Deceased), a , as Lessor, and Nextel South Corp., a Georgia corporation, d/b/a Nextel Communications, as Lessee.

The Premises are described and/or depicted as follows:

SITE SKETCH



Inst # 2001-23120
06/06/2001-23120
01:51 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
005 DLH 48.50

Notes:

1. This Exhibit may be replaced by a land survey of the Premises once it is received by Lessee.
2. Setback of the Premises from the Land's boundaries shall be the distance required by the applicable governmental authorities.
3. Width of Access Road shall be the width required by the applicable governmental authorities, including police and fire departments, but in no event shall such Access Road be less than 12 feet wide.
4. The type, number and mounting positions and locations of antennas and transmission lines are illustrative only. Actual types, numbers, mounting positions may vary from what is shown above.
5. The location of the Premises, Access Road and utility easement are approximations, and are therefore subject to adjustment by Lessee.