

Recording Requested By and Prepared By:
And When Recorded Mail To:
SpectraSite Communications, Inc.
3091 Governors Lake Drive, Suite 100
Norcross, Georgia 30071
Attn: Legal Department

Inst # 2001-54185

Send tax bills to:
PROPERTY MANAGEMENT DEPARTMENT
SpectraSite Communications, Inc.
3091 Governors Lake Drive Suite 100
Norcross, Georgia 30071

12/11/2001-54185
11:43 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
005 MEL 4860

(Recorder's Use Above this Line)

STATE OF ALABAMA
COUNTY OF SHELBY

ASSIGNMENT OF LEASES

This Assignment of Option and Ground Lease Agreement ("Assignment") is made and entered into effective as of the 17th day of October, 2001, by and between **SPECTRASITE COMMUNICATIONS, INC.**, a Delaware corporation ("SCI"), and **SPECTRASITE WIRELESS TOWERS, INC.**, a Delaware corporation ("SWTI").

WITNESSETH:

WHEREAS, SCI and Howard T. Stephenson, Jr. & wife Judy L. Stephenson & daughter Monica A. Stephenson ("Lessor") entered into that certain Option and Ground Lease Agreement (Agreement) dated December 5, 2000, (as the same may have heretofore been assigned, modified or supplemented, the "Agreement");

WHEREAS, SCI's tower assets include without limitation rights, title and interests in and to a certain parcel of real property and easements in County of Shelby, Alabama (the "Property") under the Agreement, and all subleases and sublicenses between SCI as sublessor or sublicensor and third party sublessees and sublicensees, if any (collectively, the "Tenant Leases"); and

WHEREAS, SCI desires to assign to SWTI, and SWTI desires to assume all of SCI's rights, title and interests in and to the Agreement, the Property and the Tenant Leases, if any.

NOW, THEREFORE, for and in consideration of the foregoing, the sum of Ten Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which is acknowledged, the parties hereto agree as follows:

1. Recitals. The recitals set forth above are incorporated herein by reference and made a part of this Assignment.

2. Incorporation of Exhibits. The Property, and/or the underlying parcel of real property owned by landlord of which the Property is a part, is more particularly described on Exhibit A hereto which is incorporated by this reference.

3. Assignment and Assumption. SCI does hereby assign, transfer, set over, and deliver to SWTI all of SCI's rights, title and interests in and to the Agreement, including without limitation all related easements, ancillary agreements and other appurtenant rights pertaining to and running with the real property subject to the Agreement, the Property, and the Tenant Leases. SWTI does hereby accept, assume and agree to be bound by all the terms and conditions which are the responsibility of the lessee or tenant under the Agreement, all the terms and conditions of all related easements and ancillary agreements, and all the terms and conditions which are the responsibility of the sublessor or sublicensor under each of the Tenant Leases, and which arise, are incurred, or are required to be performed from and after the date of this Assignment.

4. Further Assurances. The parties hereby agree to perform, execute and/or deliver or cause to be performed, executed and/or delivered any and all such further acts and assurances as may reasonably be required to confirm the transfers made pursuant to this Assignment.

5. Counterparts. This Assignment may be executed in two or more counterparts, all of which taken together shall constitute one and the same instrument.

6. Successors and Assigns. The terms and conditions of this Assignment shall run with the property and shall be binding on and inure to the benefit of the successors and permitted assignees of the respective parties.

IN WITNESS WHEREOF, the parties have caused this Assignment to be duly executed and delivered effective as of the date first above written.

(NOTARIAL ACKNOWLEDGEMENTS ON THE FOLLOWING PAGE)

SPECTRASITE COMMUNICATIONS, INC.,
a Delaware corporation

By: [Signature]
Name: DAVID GUILLEN
Its: REGIONAL VICE PRESIDENT

[Signature]
Witness
[Signature]
Witness

[SEAL]

STATE OF GEORGIA
COUNTY OF GWINNETT

On 10/17/2001, before me, **DAVE GUILLEN, Regional Vice President, of SPECTRASITE COMMUNICATIONS, INC.,** a Delaware corporation, the undersigned, a Notary Public for the State, personally appeared 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.



Signature [Signature]
Notary

My Commission expires: 07/04/05

SPECTRASITE WIRELESS TOWERS, INC.

a Delaware corporation

By: [Signature]
Name: DAVID GUILLEN
Its: VICE PRESIDENT

[Signature]
Witness
[Signature]
Witness

[SEAL]

**STATE OF GEORGIA
COUNTY OF GWINNETT**

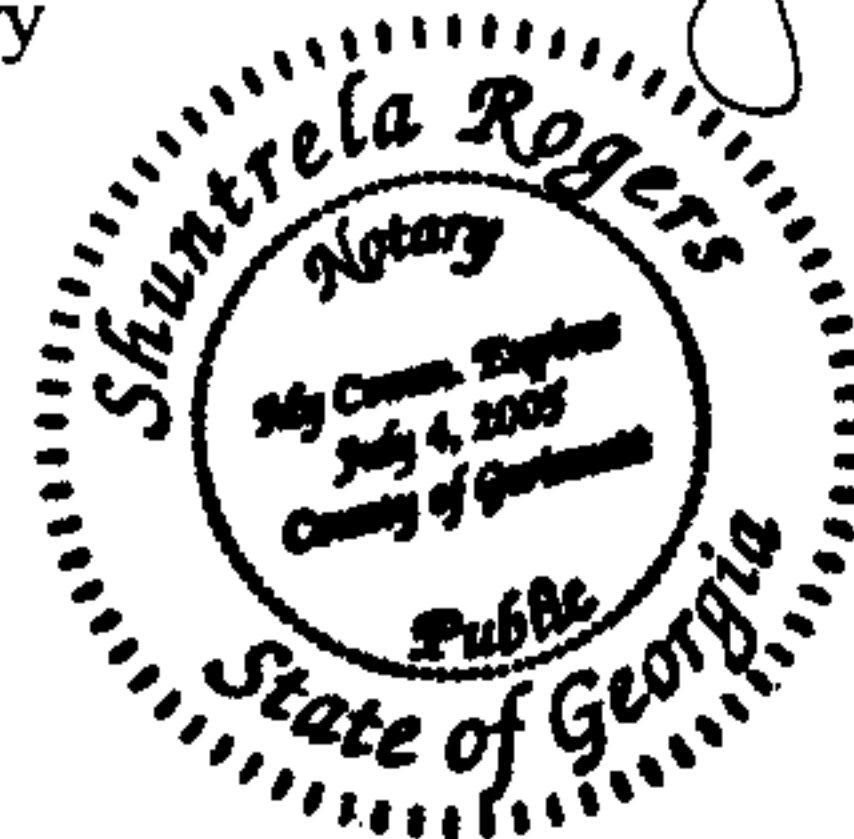
On 10/17/2001, before me, **DAVE GUILLEN, Vice President, of SPECTRASITE WIRELESS TOWERS, INC.**, a Delaware corporation, the undersigned, a Notary Public for the State, personally appeared known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to 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.

(NOTARY SEAL)

Signature [Signature]
Notary

My commission expires: 07/04/05



Prepared by and Address of Assignee/Grantee:
c/o SpectraSite Communications, Inc.
3091 Governors Lake Drive, Suite 100
Norcross, Georgia 30071
Attn: Legal Department

EXHIBIT A

Legal Description

The description(s) below or attached hereto identify the following:

Property

According to the survey of Malvin R. Reynolds, Registered Surveyor, dated 2nd day of June, 1982, a parcel of land located in the SW $\frac{1}{4}$ of the NE $\frac{1}{4}$ of Section 5, Township 21 South, Range 4 West, more particularly described as follows: Begin at the NE corner of said $\frac{1}{4}$ - $\frac{1}{4}$ section; thence in a westerly direction along the northerly line of said $\frac{1}{4}$ - $\frac{1}{4}$ section, a distance of 1331.34 feet to the NW corner of said $\frac{1}{4}$ - $\frac{1}{4}$ section; thence 95 degrees 48 minutes 02 seconds left to tangent of a curve to the left, having a radius of 2297.86 feet, and a central angle of 4 degrees 09 minutes 15 seconds, and in a southeasterly direction along the arc of said curve, a distance of 166.60 feet; thence 80 degrees 02 minutes 43 seconds left from tangent of said curve, in an easterly direction, parallel to said north line of said $\frac{1}{4}$ - $\frac{1}{4}$ section, a distance of 1310.09 feet to a point in the easterly line of said $\frac{1}{4}$ - $\frac{1}{4}$ section; thence 90 degrees 33 minutes left, in a northerly direction, a distance of 165.00 feet to the Point of Beginning, containing 5.0 Acres.

Subject to existing easements, restrictions, set back lines, rights-of-way, limitations, if any of record.

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SHELBY COUNTY JUDGE OF PROBATE
005 MEL
Site Name: Englewood
Site #: NXTBHR-0120
4838