

Lessee Site Name: Harpersville  
Lessee Site #: 1100412019

Lessor Site Name: Harpersville  
JDE Business Unit: 814935

STATE OF ALABAMA                     )  
                                                     :  
COUNTY OF SHELBY                    )

**MEMORANDUM FOR RECORDING**

This Memorandum of Lease is entered into this 5<sup>th</sup> day of September 2002, by and between **CROWN CASTLE GT COMPANY, LLC**, a Delaware limited liability company with its principal offices located at c/o Crown Castle International Corp., 510 Bering, Suite 500, Houston, Texas 77057 (hereinafter referred to as "Lessor") and **CELLCO PARTNERSHIP, a Delaware general partnership, d/b/a VERIZON WIRELESS**, successor of interest to GTE WIRELESS OF THE SOUTH INCORPORATED, with its principal offices located at 180 Washington Valley Road, Bedminster, New Jersey 07921 (hereinafter referred to as "Lessee").

**WHEREAS**, Contel Cellular of Birmingham, Inc. changed its name to GTE Mobilnet of Birmingham Incorporated; and

**WHEREAS**, GTE WIRELESS OF THE SOUTH INCORPORATED is successor to GTE Mobilnet of Birmingham Incorporated; and

**WHEREAS**, pursuant to the terms and conditions of a Global Lease Agreement ("Agreement") by and between LESSOR and GTE WIRELESS INCORPORATED dated January 31, 2000, as may be amended from time to time, LESSOR and GTE WIRELESS OF THE SOUTH INCORPORATED, an affiliate of GTE WIRELESS INCORPORATED entered into a Lease Supplement ("Supplement") on the 1<sup>st</sup>. day of April, 2000, operating and maintaining a wireless telecommunications facility and other improvements. All of the foregoing are set forth in the Agreement.

**WHEREAS**, by Articles of Merger dated July 10, 2000, GTE WIRELESS OF THE SOUTH INCORPORATED and GTE WIRELESS INCORPORATED were merged into GTE WIRELESS HOLDINGS, LLC; and

**WHEREAS**, GTE WIRELESS HOLDINGS LLC contributed all of its assets to CELLCO PARTNERSHIP d/b/a VERIZON WIRELESS, by Contribution Agreement and Assignment and Assumption Instrument, dated July 10, 2000; and

**NOW THEREFORE**, in consideration of the payments, and subject to the terms and conditions, set forth in the Global Lease Agreement and applicable Supplement thereto, LESSOR has leased or subleased to LESSEE certain space at that certain property located at, 731 Westover Road, Harpersville, Shelby County, Alabama which property is more particularly

described in Exhibit "1" attached hereto and made a part hereof. The lease or sublease includes the non-exclusive appurtenant rights for ingress and egress, seven days per week, twenty-four hours per day, on foot or motor vehicle, including trucks, and for the installation and maintenance of utility wires, poles, cables, conduits and pipes over, under or along an existing right of way extending from the nearest public right of way.

The initial term of the Supplement is for ten (10) years commencing on April 1, 2000 ("Commencement Date") with three (3) options to renew the Supplement for five (5) years each. A copy of the Global Lease Agreement and applicable Supplement thereto are on file in the offices of the LESSOR and LESSEE.

The terms, covenants, and provisions of the Global Lease Agreement and applicable Supplement thereto, of which this is a Memorandum, shall extend to and be binding upon the respective administrators, successors and assigns of LESSOR and LESSEE.

IN WITNESS WHEREOF, the parties have executed this Memorandum of Lease as of the day and year first above written.

**LESSOR:**  
**CROWN CASTLE GT COMPANY, LLC**

By: Karen Fraser  
Karen Fraser  
Title: General Manager  
Region: Alabama  
Date: 9-05-02

**LESSEE:**  
**CELLCO PARTNERSHIP, d/b/a VERIZON WIRELESS**

By: Howard H. Bower  
Howard H. Bower  
Its: Area Vice President  
Network-South Area  
Date: 8/29/02

STATE OF ALABAMA )  
: Jefferson COUNTY )

I, the undersigned authority, a Notary Public in and for said County in said State, hereby certify that **Karen Fraser**, whose name as **General Manager, Alabama Region of CROWN CASTLE GT COMPANY, LLC**, 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 5<sup>th</sup> day of September, 2002.

Nancy H. Baker  
Notary Public

[NOTARIAL SEAL]

Print Name: Nancy H. Baker

My Commission Expires: 4-27-2005

STATE OF North Carolina  
: Mecklenburg COUNTY )

I, the undersigned authority, a Notary Public in and for said county, in said State, hereby certify that, **Howard H. Bower**, whose name as **Area Vice President - Network, South Area of CELLCO PARTNERSHIP, d/b/a VERIZON WIRELESS** 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 foregoing instrument, he in his capacity as such officer and with full authority, executed the same voluntarily for and as the act of said general partnership on the day the same bears date.

Given under my hand this 29<sup>th</sup> day of August, 2002.

Cheryl L. Butterworth  
Notary Public

[NOTARIAL SEAL]

Print Name: Cheryl L. Butterworth

My Commission Expires: \_\_\_\_\_

CHERYL L. BUTTERWORTH  
Notary Public, North Carolina  
County of Mecklenburg  
Commission Expires June 24, 2006

**EXHIBIT #1**

**SEE ATTACHED LEGAL DESCRIPTION**



## **EXHIBIT #1**

A parcel of land situated in the Southwest Quarter of the Southwest Quarter of Section 19, Township 19 South, Range 2 East, Shelby County, Alabama, being more particularly described as follows:

COMMENCE at the Southwest corner of the Southwest Quarter of the Southwest Quarter of Section 19, Township 19 South, Range 2 East, Shelby County, Alabama; thence proceed North 00 degrees 00 minutes 07 seconds West along the West line of said quarter-quarter for a distance of 662.17 feet; thence, leaving said West line, proceed North 89 degrees 59 minutes 53 seconds East for a distance of 367.90 feet to the POINT OF BEGINNING; thence North 00 degrees 00 minutes 07 seconds West for a distance of 511.23 feet; thence North 89 degrees 59 minutes 53 seconds East for a distance of 511.23 feet; thence South 00 degrees 00 minutes 07 seconds East for a distance of 511.23 feet; thence South 89 degrees 59 minutes 53 seconds West for a distance of 511.23 feet to the POINT OF BEGINNING.

TOGETHER WITH the following described 40 foot Access Easement:

Situated in the South Half of the Southwest Quarter of Section 19, Township 19 South, Range 2 West, Shelby County, Alabama, and extending to 20-feet on both sides of a centerline, said centerline being more particularly described as follows:

COMMENCE at the Southwest corner of the Southwest Quarter of the Southwest Quarter of Section 19, Township 19 South, Range 2 East, Shelby County, Alabama; thence proceed North 00 degrees 00 minutes 07 seconds West along the West line of said quarter-quarter for a distance of 662.17 feet; thence, leaving said West line, proceed North 89 degrees 59 minutes 53 seconds East for a distance of 549.74 feet to a point on the South boundary line of said tower site; thence, leaving said South line, proceed South 26 degrees 46 minutes 17 seconds West along the centerline of said easement for a distance of 70.94 feet; thence South 32 degrees 52 minutes 11 seconds West for a distance of 162.76 feet; thence South 31 degrees 42 minutes 37 seconds West for a distance of 87.30 feet; thence South 10 degrees 37 minutes 03 seconds West for a distance of 69.91 feet; thence South 10 degrees 54 minutes 19 seconds East for a distance of 90.16 feet; thence South 15 degrees 37 minutes 03 seconds East for a distance of 99.34 feet; thence South 76 degrees 13 minutes 39 seconds East for a distance of 66.71 feet to the POINT OF BEGINNING; thence North 70 degrees 58 minutes 32 seconds East for a distance of 74.30 feet; thence North 56 degrees 37 minutes 30 seconds East for a distance of 114.78 feet; thence North 30 degrees 40 minutes 56 seconds East for a distance of 54.38 feet; thence North 35 degrees 17 minutes 36 seconds East for a distance of 101.89 feet; thence North 46 degrees 33 minutes 52 seconds East for a distance of 181.55 feet; thence North 57 degrees 48 minutes 31 seconds East for a distance of 27.44 feet; thence North 40 degrees 55 minutes 21 seconds East for a distance of 51.57 feet; thence North 27 degrees 43 minutes 20 seconds East for a distance of 71.18 feet; thence North 54 degrees 15 minutes 38 seconds East for a distance of 74.08 feet; thence North 58 degrees

52 minutes 29 seconds East for a distance of 78.02 feet; thence North 72 degrees 24 minutes 33 seconds East for a distance of 66.95 feet; thence North 69 degrees 58 minutes 22 seconds East for a distance of 85.58 feet; thence North 41 degrees 04 minutes 26 seconds East for a distance of 21.54 feet; thence South 88 degrees 47 minutes 07 seconds East for a distance of 39.00 feet; thence North 37 degrees 20 minutes 40 seconds East for a distance of 72.27 feet; thence North 35 degrees 44 minutes 21 seconds East for a distance of 35.57 feet; thence North 29 degrees 39 minutes 25 seconds East for a distance of 69.11 feet; thence North 34 degrees 27 minutes 40 seconds East for a distance of 70.60 feet; thence North 88 degrees 32 minutes 37 seconds East for a distance of 38.54 feet; thence South 44 degrees 56 minutes 35 seconds East for a distance of 2.76 feet more or less to a point on the Southwesterly right-of-way line of Old U.S. Highway 280 (right-of-way width: 120-feet), said point being the end of said centerline of access easement.

**TOGETHER WITH** the following described 40 foot Access Easement:

Situated in the South half of the Southwest Quarter of Section 19, Township 19 South, Range 2 West, Shelby County, Alabama, and extending to 20-feet on both sides of a centerline, said centerline being more particularly described as follows:

**COMMENCE** at the Southwest corner of the Southwest Quarter of the Southwest Quarter of Section 19, Township 19 South, Range 2 East, Shelby County, Alabama; thence proceed North 00 degrees 00 minutes 07 seconds West along the West line of said quarter-quarter for a distance of 662.17 feet; thence, leaving said West line, proceed North 89 degrees 59 minutes 53 seconds East for a distance of 549.74 feet to a point on the South boundary line of said tower site and the **POINT OF BEGINNING**; thence, leaving said South line, proceed South 26 degrees 46 minutes 17 seconds West along the centerline of said easement for a distance of 70.94 feet; thence South 32 degrees 52 minutes 11 seconds West for a distance of 162.76 feet; thence South 31 degrees 42 minutes 37 seconds West for a distance of 87.30 feet; thence South 10 degrees 37 minutes 03 seconds West for a distance of 69.91 feet; thence South 10 degrees 54 minutes 19 seconds East for a distance of 90.16 feet; thence South 15 degrees 37 minutes 03 seconds East for a distance of 99.34 feet; thence South 76 degrees 13 minutes 39 seconds East for a distance of 66.71 feet to a point, said point being the end of said centerline of access easement.

The property described above is not homestead property of the grantor.



**LEGAL DESCRIPTION  
ACCESS EASEMENT "A"**

A 40-foot-wide strip of land for access to and from the Contel Cellular Tower site, situated in the South Half of the Southwest Quarter of Section 19, Township 19 South, Range 2 West, Shelby County, Alabama, and extending to 20 feet on both sides of a centerline, said centerline being more particularly described as follows:

Commence at the Southwest corner of the Southwest Quarter of the Southwest Quarter of Section 19, Township 19 South, Range 2 East, Shelby County, Alabama; thence proceed North 00 degrees 00 minutes 07 seconds West along the west line of said quarter-quarter for a distance of 662.17 feet; thence, leaving said west line, proceed North 89 degrees 59 minutes 53 seconds East for a distance of 549.74 feet to a point on the south boundary line of said tower site; thence, leaving said south line, proceed South 26 degrees 46 minutes 17 seconds West along the centerline of said easement for a distance of 70.94 feet; thence South 32 degrees 52 minutes 11 seconds West for a distance of 162.76 feet; thence South 31 degrees 42 minutes 37 seconds West for a distance of 87.30 feet; thence South 10 degrees 37 minutes 03 seconds West for a distance of 69.91 feet; thence South 10 degrees 54 minutes 19 seconds East for a distance of 90.16 feet; thence South 15 degrees 37 minutes 03 seconds East for a distance of 99.34 feet; thence South 76 degrees 13 minutes 39 seconds East for a distance of 66.71 feet to the POINT OF BEGINNING; thence North 70 degrees 58 minutes 32 seconds East for a distance of 74.30 feet; thence North 56 degrees 37 minutes 30 seconds East for a distance of 114.78 feet; thence North 30 degrees 40 minutes 56 seconds East for a distance of 34.38 feet; thence North 33 degrees 17 minutes 36 seconds East for a distance of 101.89 feet; thence North 46 degrees 33 minutes 32 seconds East for a distance of 181.55 feet; thence North 57 degrees 48 minutes 31 seconds East for a distance of 27.44 feet; thence North 40 degrees 55 minutes 21 seconds East for a distance of 31.57 feet; thence North 27 degrees 43 minutes 20 seconds East for a distance of 71.18 feet; thence North 54 degrees 15 minutes 38 seconds East for a distance of 74.08 feet; thence North 58 degrees 52 minutes 29 seconds East for a distance of 78.02 feet; thence North 72 degrees 24 minutes 33 seconds East for a distance of 56.95 feet; thence North 69 degrees 58 minutes 22 seconds East for a distance of 85.58 feet; thence North 41 degrees 04 minutes 26 seconds East for a distance of 21.54 feet; thence South 88 degrees 47 minutes 07 seconds East for a distance of 39.00 feet; thence North 37 degrees 20 minutes 40 seconds East for a distance of 72.27 feet; thence North 35 degrees 44 minutes 21 seconds East for a distance of 35.57 feet; thence North 29 degrees 39 minutes 25 seconds East for a distance of 69.11 feet; thence North 34 degrees 27 minutes 40 seconds East for a distance of 70.60 feet; thence North 88 degrees 32 minutes 37 seconds East for a distance of 38.54 feet; thence South 44 degrees 56 minutes 35 seconds East for a distance of 2.76 feet more or less to a point on the southwesterly right-of-way line of Old U.S. Highway 280 (right-of-way width: 120 feet), said point being the end of said centerline of access easement.

**LEGAL DESCRIPTION  
ACCESS EASEMENT "B"**

A 40-foot wide strip of land for access to and from the Contel Cellular Tower Site, situated in the South Half of the Southwest Quarter of Section 19, Township 19 South, Range 2 West, Shelby County, Alabama, and extending to 20 feet on both sides of a centerline, said centerline being more particularly described as follows:

Commence at the Southwest Corner of the Southwest Quarter of the Southwest Quarter of Section 19, Township 19 South, Range 2 East, Shelby County, Alabama; thence proceed North 00 degrees 00 minutes 07 seconds West along the west line of said quarter-quarter for a distance of 662.17 feet; thence, leaving said west line, proceed North 89 degrees 59 minutes 53 seconds East for a distance of 549.74 feet to a point on the south boundary line of said tower site and the POINT OF BEGINNING; thence, leaving said south line, proceed South 26 degrees 46 minutes 17 seconds West along the centerline of said easement for a distance of 70.94 feet; thence South 32 degrees 52 minutes 11 seconds West for a distance of 162.76 feet; thence South 31 degrees 42 minutes 37 seconds West for a distance of 87.30 feet; thence South 10 degrees 37 minutes 03 seconds West for a distance of 69.91 feet; thence South 10 degrees 54 minutes 19 seconds East for a distance of 90.16 feet; thence South 15 degrees 37 minutes 03 seconds East for a distance of 99.34 feet; thence South 76 degrees 13 minutes 39 seconds East for a distance of 66.71 feet to a point, said point being the end of said centerline of access easement.

THE PROPERTY DESCRIBED ABOVE IS NOT HOMESTEAD PROPERTY OF THE GRANTOR.