

MKT: Alabama  
SITE NAME: Morgan Creek  
SITE #: AL-1428A

**RECORDED AT REQUEST OF, AND  
WHEN RECORDED RETURN TO:**

Nextel South Corp.  
851 Trafalgar Court  
Suite 300 East  
Maitland, FL 32751  
Attn: Property Manager


**MEMORANDUM OF AGREEMENT  
AL-1428A / Morgan Creek**

This MEMORANDUM OF AGREEMENT is entered into on this 13 day of August, 2003, by J & P Leasing, LLC, an Alabama limited liability company with an address at 2455 Dead Hollow Road South, Harpersville, AL 35078 (hereinafter referred to as "**Owner**" or "**Landlord**") and Nextel South Corp., a Georgia corporation, d/b/a Nextel Communications, with an office at 6575 The Corners Parkway, Norcross, GA 30092 (hereinafter referred to as "**Nextel**" or "**Tenant**").

1. Landlord and Tenant entered into a Communications Site Lease Agreement (Ground) ("**Agreement**") dated as of 8-13-03, 2003, effective upon full execution of the parties ("**Effective Date**") for the purpose Nextel undertaking certain Investigations and Tests and, upon finding the Land appropriate, for the purpose of installing, operating and maintaining a communications facility and other improvements. All of the foregoing is set forth in the Agreement.
2. The term of the Agreement is for five (5) years commencing the start of construction of the Tenant Facilities or eighteen (18) months following the Effective Date, whichever first occurs ("**Term Commencement Date**"), and terminating on the fifth anniversary of the Commencement Date with five (5) successive five (5) year options to renew.
3. The Land that is the subject of the Agreement is described in Exhibit A annexed hereto. The portion of the Land being leased to Tenant and all necessary access and utility easements (the "**Premises**") are set forth in the Agreement.

In witness whereof, the parties have executed this Memorandum of Agreement as of the day and year first written above.

**LANDLORD:**


J & P Leasing, LLC, an Alabama limited liability company  
NOT FOR EXECUTION - EXHIBIT ONLY  
By: 

Name: Peter C. Winford

Title: Managing Member

Date: 8-13-03

**TENANT:**

Nextel South Corp., a Georgia corporation  
d/b/a Nextel Communications  
NOT FOR EXECUTION - EXHIBIT ONLY  
By: 

Name: Roger Sampson

Title: Vice President - Site Development

Date: 08 AUG 03

MKT: Alabama  
SITE NAME: Morgan Creek  
SITE #: AL-1428A

STATE OF ALABAMA

COUNTY OF Shelby

On 8-13-03, before me, Billy England, Notary Public, personally appeared Peter C. Winford, Managing Member, J & P Leasing, LLC, an Alabama limited liability company, 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 the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

B. England (SEAL)  
Notary Public

My commission expires: 7-10-05

STATE OF TEXAS

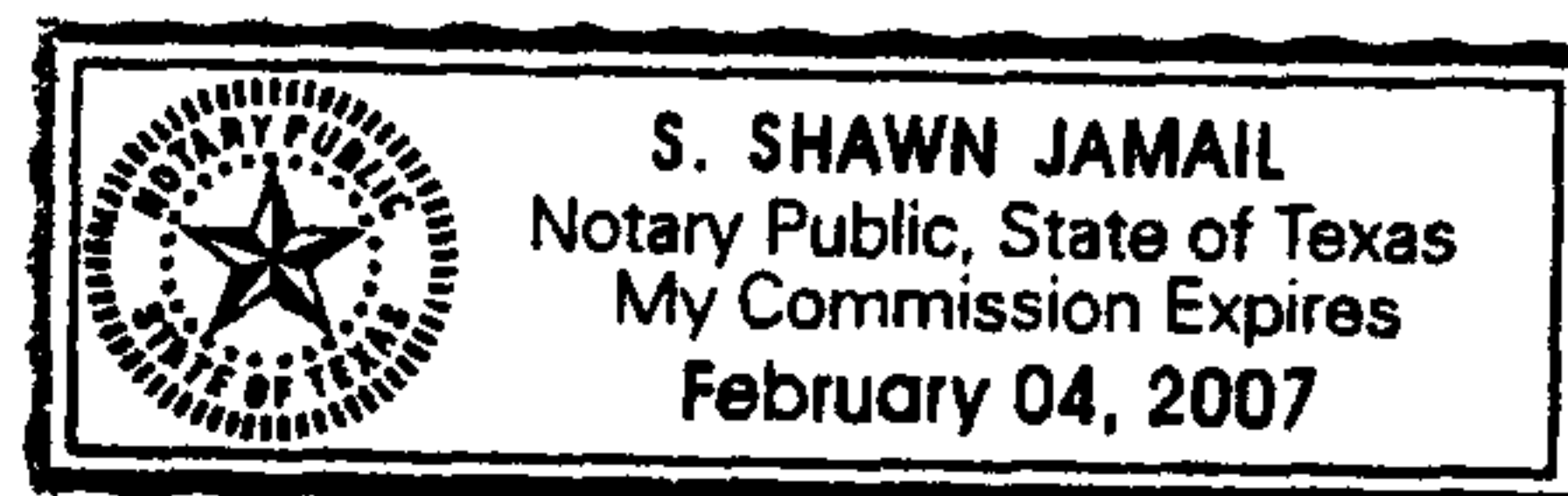
COUNTY OF Texas

On Aug 6, 2003 before me, Shawn Jamail Notary Public, personally appeared Roger Sampson, Vice President – Site Development, 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 they executed the same in their authorized capacity, and that by their signature on the instrument, the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Shawn Jamail (SEAL)  
Notary Public

My commission expires: \_\_\_\_\_



## EXHIBIT A

### DESCRIPTION OF LAND

to the Agreement dated 8-13-03, 2003, by and between J & P Leasing, LLC, an Alabama limited liability company, as Landlord, and Nextel South Corp., a Georgia corporation, d/b/a Nextel Communications, as Tenant.

The Land is described and/or depicted as follows (metes and bounds description):

A WRITTEN DESCRIPTION OF THE LAND WILL BE PRESENTED HERE OR ATTACHED HERETO

From the S.E. Corner of Section 8, Township 20 South, Range 2 East, being the point of beginning of herein described parcel of land; run thence (TRUE) north 01 degrees 02 minutes 30 seconds east a distance of 1321.25 feet to the accepted NE corner of the SE 1/4 - SE 1/4 of said Section 8; thence north 88 degrees 57 minutes 18 seconds west a distance of 1320.83 feet to the accepted NW corner of said SE 1/4 - SE 1/4; thence south 01 degrees 01 minutes 05 seconds west a distance of 1322.01 feet to the accepted SW corner of said SE 1/4 - SE 1/4; thence south 88 degrees 59 minutes 17 seconds east a distance of 1320.29 feet to the point of beginning of herein described parcel of land; subject to rights of way and easements of record.

ALSO: A parcel of land in the S 1/2 of the NE 1/4 and the NE 1/4 of the SE 1/4 of Section 8, Township 20 South, Range 2 East, Shelby county, Alabama, described as follows: From the accepted NW corner of the SW 1/4 of NE 1/4 of Section 8, Township 20 South, Range 2 East, run thence south 89 degrees 20 minutes 49 seconds east a distance of 626.58 feet to a point in the center of Morgan Creek; being the point of beginning of herein described parcel of land; thence continue south 89 degrees 20 minutes 48 seconds east a distance of 695.98 feet to the accepted NW corner of the SE 1/4 of NE 1/4 of said Section 8; thence south 89 degrees 20 minutes 48 seconds east a distance of 1322.56 feet to the accepted NE corner of said SE 1/4 of NE 1/4; thence south 00 degrees 56 minutes 32 seconds west a distance of 1323.81 feet to the accepted NE corner of the NE 1/4 of SE 1/4 of said Section 8; thence south 01 degrees 02 minutes 30 seconds west a distance of 1321.26 feet to the accepted SE corner of said NE 1/4 of SE 1/4; thence north 88 degrees 57 minutes 18 seconds west a distance of 1320.83 feet to the accepted SW corner of said NE 1/4 of SE 1/4; thence north 01 degrees 01 minutes 05 seconds east a distance of 1322.01 feet to the accepted SE corner of the SW 1/4 of NE 1/4 of said Section 8; thence north 88 degrees 55 minutes 20 seconds west and run 554.06 feet along the south boundary of said SW 1/4 of NE 1/4 to a point in the center of aforementioned Morgan Creek; thence run northerly along the centerline of said Morgan Creek to the point of beginning of herein described parcel of land being situated in Shelby County, Alabama.