

Site Name: Vandiver
Cingular Site Name: Vandiver - A

20041201000656790 Pg 1/3 98.00
Shelby Cnty Judge of Probate, AL
12/01/2004 10:32:00 FILED/CERTIFIED

MEMORANDUM OF AGREEMENT

This Memorandum of Agreement is entered into on this 23 day of AUGUST, 2004, by and between ForeSite, LLC, an Alabama limited liability company, with an office at 22 Inverness Center Parkway, Suite 500, Birmingham, Alabama 35242, (hereinafter referred to as "Lessor") and BellSouth Mobility LLC, a Georgia limited liability company, d/b/a Cingular Wireless with an office at 6100 Atlantic Boulevard, Norcross, Georgia 30071-1035 (hereinafter referred to as "Lessee").

1. Lessor and Lessee entered into a Communications Site Lease Agreement ("Agreement") on the 23 day of AUGUST 2004, for the purpose of installing, operating and maintaining a radio communications facility and other improvements. All of the foregoing are set forth in the Agreement.
2. The term of the Agreement is for five (5) years commencing on November 8, 2004 ("Commencement Date"), and terminating on the fifth (5th) anniversary of the Commencement Date with Five (5) successive Five (5) year options to renew.
3. The Land which is the subject of the Agreement is described in Exhibit A annexed hereto. The portion of the Land being leased to Lessee (the "Premises") is described in Exhibit B annexed hereto.
4. Lessor hereby leases the Premises to Lessee for the terms set forth above, all as more particularly set forth in the Agreement.

IN WITNESS WHEREOF, the parties have executed this Agreement as of the date first above written.

LESSEE:

BellSouth Mobility LLC, a Georgia limited liability company, d/b/a Cingular Wireless

BY: Shelley A. Dieter

Name: Shelley A. Dieter
Title: Manager, Real Estate & Construction
Date: 8-5-2004

(CORPORATE SEAL)

LESSOR:

FORESITE, LLC, an Alabama limited liability company

BY: Andrew L. Kizer

Name: Andrew L. Kizer
Title: Its Manager
Date: 8/23/04

(CORPORATE SEAL)

STATE OF ALABAMA)
:
COUNTY OF SHELBY)

I, the undersigned, a notary public in and for said county in said state, hereby certify that Andrew L. Kizer whose name as Manager of ForeSite, LLC, 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 Manager and with full authority, executed the same voluntarily for and as the act of said LLC on the day the same bears date.

Given under my hand and official seal this the 23 day of AUGUST, 2004.

David A. Highman
Notary Public
My commission expires: 9-22-06

(NOTARIAL SEAL)

Site Name: Vandiver
Cingular Site Name: Vandiver - A

STATE OF ALABAMA)

COUNTY OF Shelby)

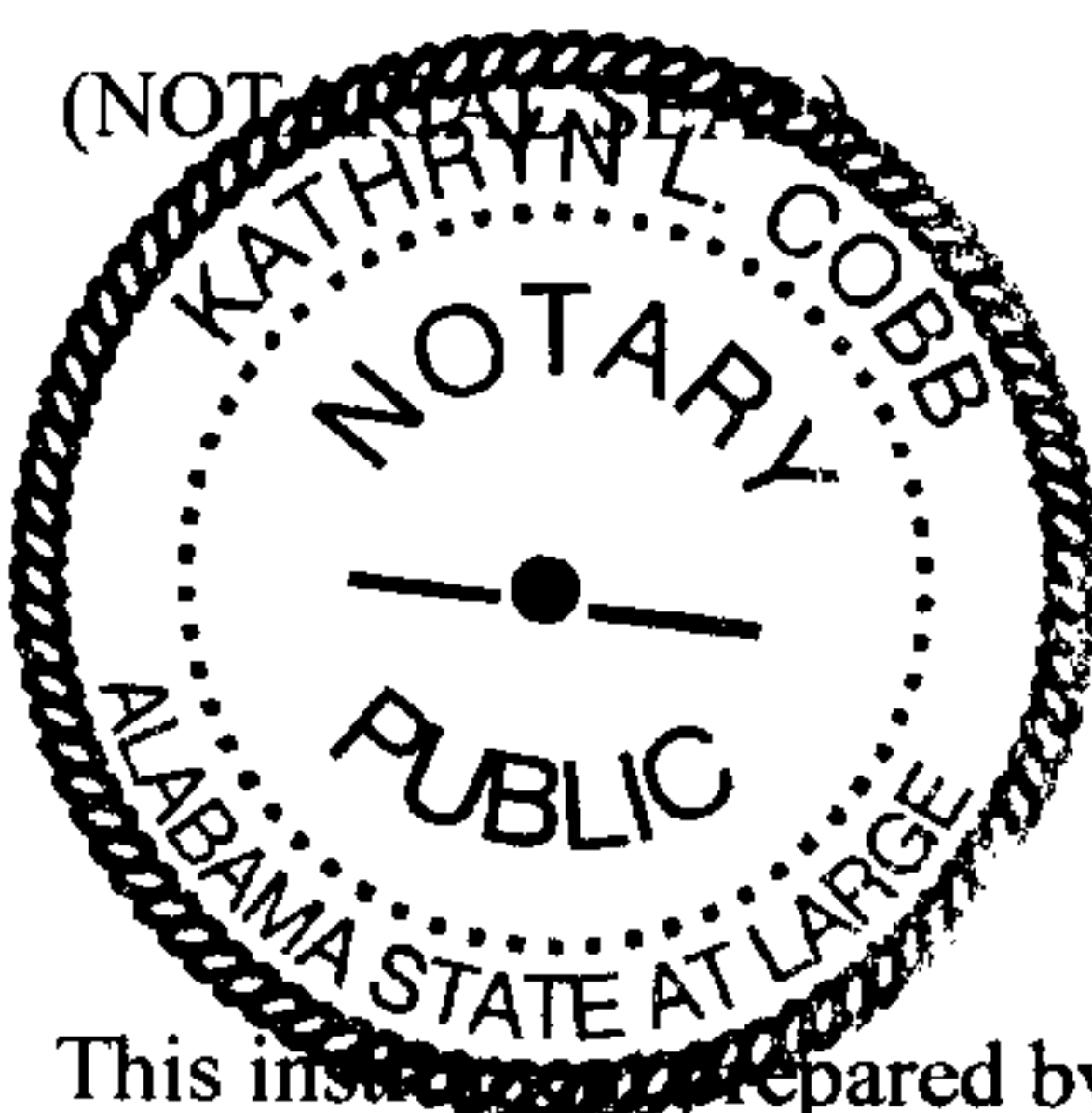
I, the undersigned, a notary public in and for said county in said state, hereby certify that Shelley A. Dieter whose name as Manager, Real Estate & Construction of and on behalf of BellSouth Mobility LLC, a Georgia limited liability company, d/b/a Cingular Wireless, is signed to the foregoing instrument and who is known to me, acknowledged before me on this day that, being informed of the contents of the instrument, (s)he as such officer and with full authority, executed the same voluntarily for and as the act of said corporation on the day the same bears date.

Given under my hand and official seal this the 5 day of August, 2004.

Kathryn L. Cobb

Notary Public

My commission expires: 4-8-08



This instrument prepared by:
D. Taylor Robinson, Esq.
ForeSite, LLC
22 Inverness Center Parkway
Suite 500
Birmingham, AL 35242

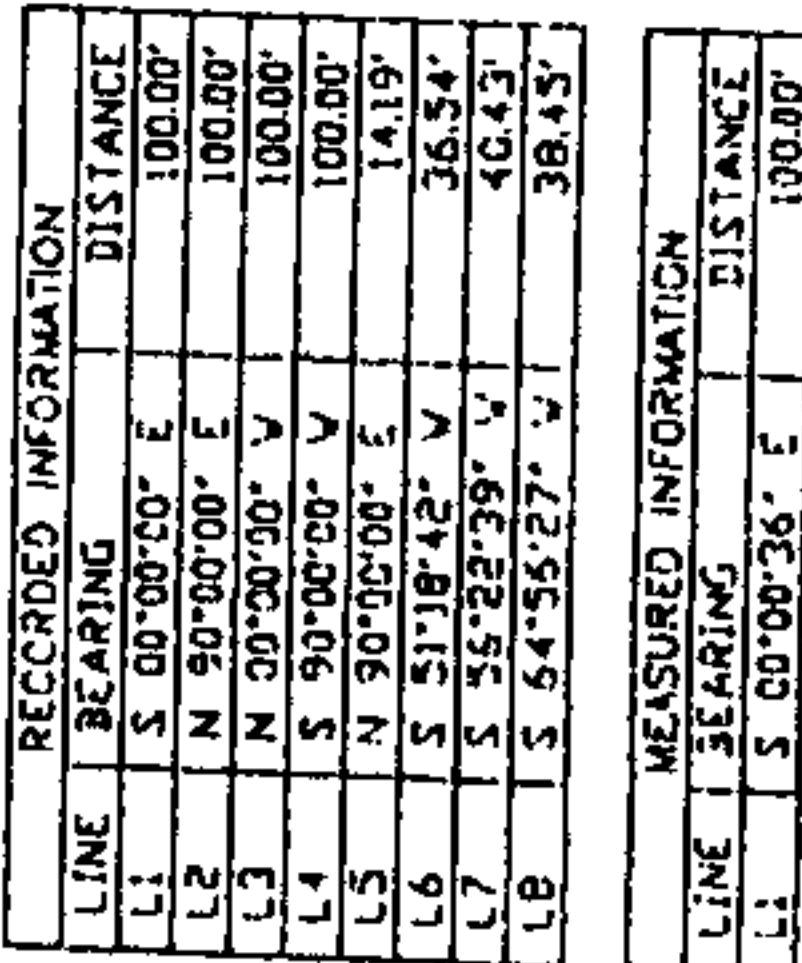


SURVEYOR'S NOTES

1. Boundary & Topographic Survey, made on the ground under the supervision of Antonio Rodriguez and David S. Sweeney, Date of field survey is April 29, 2004. 2. Bearings are based on Alabama West State Plane Coordinates NAD 83. 3. No underground utilities, underground encroachments or other obstructions were observed or located as a part of this survey, unless otherwise shown. Trees and shrubs not located, unless otherwise shown. 4. Benchmark used is a concrete monument and brass cap, etc. NAD 83 Datum with an established elevation of 537 feet (163.6 meters), PID A42079, Onsite benchmark is as shown hereon. Elevations shown are in feet and refer to NAD 83. This survey was conducted for the purpose of a Boundary & Topographic Survey only, and is not intended to constitute the regulatory jurisdiction of any federal, state, tribal, national or local agency, board, commission or other similar authority. Attention is directed to the fact that this survey may have been reduced or enlarged in size due to reproduction. It should be taken into consideration when obtaining related data. This survey was conducted without the benefit of an abstract Title search. The Surveyor hereby states the Geodetic Coordinates and the observation shown for the proposed centerline of the lower line is accurate to within +/- 50 feet horizontally and to within +/- 20 feet vertically (FMA Accuracy Code 2C). Survey shown hereon conforms to the Minimum Requirements as set forth by the State Board for a Class Survey. Field data upon which this map or plot is based has a precision of not less than one-foot in 13,000 (1:13,000) and an angular error that does not exceed 10 seconds. Times the square root of the number of angles used. Field traverses was not adjusted.

FLOOD NOTE

The subject property appears to lie in Zone "C" of the Flood Insurance Rate Map Community Panel No. 010191-00030 B, which bears an effective date of September 16, 1982 and is NOT in a special flood hazard area. No field measurements were used in this determination and an elevation certificate may be needed for verification.



MEASURED INFORMATION		
LINE	BEARING	DISTANCE
L1	S 00°00'36" E	100.00'

20041201000656790 Pg 3/3 98.00
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SURVEYOR'S CERTIFICATION

To certify that this map or plat and the survey on which it is based were made in accordance with "Minimum Standards Detail Requirements for Alaska Land Title Surveys," jointly established and adopted by ALTA, ACSM and NSPS, and includes items 1-6, 10-12 of Table A thereto. Pursuant to the Accuracy Standards, and includes ALTA, NSPS, and ACSM and in effect on the date of this certification, undersigned further certifies that:

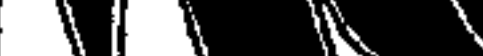
- the survey measurements were made in accordance with the "Minimum Angle, Distance, and Closure Requirements for Survey Measurements Within Control Land Boundaries for ALTA/ACSM Land Title Surveys."

Wm. A. Hammond ~~AND~~ DIVER

William H. Somerville, III
Alabama Registered No. 19753

SEC. 15, T-18-S, R-1-E
SHELBY COUNTY, ALABAMA

SMW Engineering Group, Inc.
208 Oak Mountain Circle
Pelham, Alabama 35124
(205) 252-6985
Fax: (205) 320-1504

The logo for Sims Engineering Group, Inc. features the word "Sims" in a large, bold, stylized font. Above the "Sims" text, the words "Engineering Group, Inc." are written in a smaller, sans-serif font. The entire logo is set against a dark background.

TYPE OF SURVEY		BOUNDARY & TOPOGRAPHIC	
CLIENT WIRELESS NETWORK GROUP, INC.			
303 RESEARCH DRIVE, SUITE 150 NORCROSS, GEORGIA 30092			
APPROVED	DRAWN	CHECKED	PROJECT NO.
DATE	SCALE	DATE	PROJECT NO.
05/03/74	1"=40'	05/03/74	04-296

EXISTING 6 ACRE LEASE PARCEL (SUPPLIED BY CLIENT)

A parcel of land being a portion of that certain tract of land (hereinafter referred to as the "Parent Tract") described as all that part of the SW¹/₄ of the NE¹/₄ of Section 15, Township 18 South, Range 1 East, T¹8S, R¹E, is the northwest of the Bear Creek Highway right of way, except that part sold to W.N. Poley, as shown on the plat of said highway, and also except that part, if any, sold to W.M. Adams, as described in Deed Book 35 on page 26 and 287 in Probate Office of Shelby County, Alabama, miscellaneous instrument bearing right, executed, and subject to public road right of way. Said parcel being more particularly defined by the following metes and bounds description, the bearings of which are taken from the "Old North" line, the Southeast corner of said Parent Tract, run thence Southwesterly along the western boundary line, N⁸⁷°59'02"58"E for a distance of 3719.7 feet; thence leaving said western boundary line, N⁶⁷°59'00"00"W for a distance of 270.75 feet to the Point of Beginning of the lesser parcel; thence N⁹⁰°00'00"W for a distance of 468.85 feet; thence S⁰⁰°00'00"W for a distance of 546.05 feet; thence N⁶⁰°00'00"W for a distance of 562.33 feet; thence N⁰⁰°00'00"W for a distance of 35.00 feet to the Eastern right-of-way of Shelby County Road 491 (a 40' public right-of-way); thence Northwesterly for a distance of 208.94 feet, leaving the arc of a curve concave to the northwest, having a radius of 142.14 feet, a central angle of 83°51'35", and a chord bearing and distance of N10°10'20"E and 189.98 feet; thence leaving said right-of-way N⁰⁰°00'00"W for a distance of 346.83 feet to the Point of Beginning. Containing 6 acres, more or less.

EXISTING 100' X 100' COMPOUND (SUPPLIED BY CLIENT)

A parcel of land being a portion of that certain tract of land (hereinafter referred to as the "Parent Tract") described as all that part of the SW $\frac{1}{4}$ of NE $\frac{1}{4}$ of Section 15, Township 18 South, Range 1 East, town of Waukegan, Cook County, Illinois, known as "Wey," except that part sold to W.M. Finley as described above; and also that portion thereof, other than said parcel, which was conveyed by deed No. 36 on page 20 of record in Volume 9 of Deeds in Cook County, Illinois, to J.B. McFarland et al., recorded July 7, 1903, at 297 in Probate Office of Shelby County, W.M. Bolten, ex decedent, and Minnie Bolten, his wife, subject to public road right of way, said parcel being more particularly described below, the following metes and bounds description, the bearings of which are based "True North":

The Southeast Corner of said Parent Tract; run thence Southerly along the western boundary thereof S07°02'00"E for a distance of 373.97 feet; thence leaving said western boundary line, N87°59'00"E for a distance of 270.78 feet; thence S14°33'08"E for a distance of 286.23 feet to the Point of Beginning of a 100 foot by 100 foot compound; thence S07°02'00"E for a distance of 100.00 feet; thence N90°00'00"E for a distance of 100.00 feet; thence N60°00'00"W for a distance of 100.00 feet; thence S30°00'00"W for a distance of 100.00 feet to the Point of Beginning. Containing 100 square feet, more or less.

EXISTING ACCESS AND UTILITY EASEMENT (SUPPLIED BY CLIENT)

A strip of land 30 feet wide to be used as an easement for ingress, egress and utilities, being 13 feet on each side of centerline, the side lines of which are to be extended or shortened at the Point of Beginning to coincide with the Southern Railway, the 100 foot x 100 foot compound area and are to be extended or shortened at the Point of Beginning to coincide with the Eastern right-of-way line of Shelby County Road Number 491 (a 40' public right-of-way), said strip of land being situated on this certain tract of land (hereinafter referred to as the "Parent Tract") as described in the description of the SW1/4 of Section 15, Township 18 South, Range 1 East, but lies northwest of the Bear Gulch highway right of way, except that part said to W.M. Finley as described in Deed Book 58 on page 289, and that part, if any, said to W.M. Bailey, as described in Deed Book 56 on page 29, both of which are on file in the Public Office of Shelby County, Alabama, and minerals and mining right accepted, and subject to the same, and the same being more particularly described by the following metes and bounds description, the beginnings of which are boxed "Grid North": State Plane Coordinate System, Zone 16 of Alabama, to wit: Commence at the Northwest corner of said Parcel of the Parent Tract, thence Southerly along the western boundary thereof S02°02'58"E for a distance of 371.97 feet, thence leaving said western boundary line, N87°50'02"E for a distance of 270.76 feet, thence S14°23'09"E for a distance of 286.23 feet, thence S00°00'00"E for a distance of 100.00 feet, thence N90°00'00"E for a distance of 286.23 feet to the Point of Beginning of a centerline of 30 feet wide ingress, egress and utility easement; thence S51°18'42"W for a distance of 38.45 feet; thence S38°22'39"W for a distance of 40.43 feet; thence S89°56'57"W for a distance of 38.45 feet to intersect with the Eastern right-of-way of Shelby County Road Number 491, being the Point of Termination. Containing 3.333-acre less, more or less.