

MEMORANDUM OF AGREEMENT

20060330000147470 1/4 \$400.50
 Shelby Cnty Judge of Probate, AL
 03/30/2006 08:50:06AM FILED/CERT

CLERK: Please return this document to: Nextel South Corp.

Nextel Communication
 6125 Lakeview Road
 Suite 100
 Charlotte, NC 28269
 Attn: Letisha Parks

This Memorandum of Agreement is entered into on this 23rd day of March, 2005, by and between Crown Castle GT Company LLC, a Delaware limited liability company, with an office at 2000 Corporate Drive, Canonsburg, Washington County, Pennsylvania 15317, (hereinafter referred to as "Crown") and Nextel South Corp., a Georgia corporation d/b/a Nextel Communications, with an office at 6575 The Corners Parkway, Norcross, Georgia 30092 (hereinafter referred to as "Nextel").

1. Crown and Nextel entered into a Site Lease Acknowledgment ("Agreement") on the 23 day of March 2005, 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 March 15, 2005, and terminating on the fifth anniversary of the Commencement Date with four (4) successive five (5) year options to renew.
3. The portion of the Land being leased to Nextel (the "Premises") is described in Exhibit A annexed hereto.

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

Crown Castle GT Company LLC
 a Delaware limited liability company

By: [Signature]
 Print Name: John Timney
 Date: VP Assets, Southern Area
 Title: 03/23/05

Nextel South Corp.
 a Georgia corporation
 d/b/a Nextel Communications

By: [Signature]
 Print Name: Scott Smith
 Date: 5-21-05
 Title: Vice President, Site Development,
 South Region

STATE OF Georgia)
)
COUNTY OF Fulton)

I, MD Peterson, a Notary Public in and for said County in said State, hereby certify that John Timney of Crown Castle GT Company LLC, a Delaware limited liability company, is signed to the foregoing conveyance, and who is personally known to me, acknowledged before me on this day that, being informed of the contents of said conveyance, (s)he, as such officer and with full authority, executed the same voluntarily for and as the act of said limited liability company.

Given under my hand and official seal this 23 day of March, 2005.



MD Peterson
Notary Public
My commission expires: 10-27-08
(Notarial Stamp/Seal)

STATE OF North Carolina)
)
COUNTY OF Wake)

I, Pamela Lavenhouse, a Notary Public in and for said County in said State, hereby certify that Scott Smith, whose name as Vice President, Site Development, South Region, of Nextel Communications, Inc., a Delaware corporation, is signed to the foregoing conveyance, and who is personally known to me, acknowledged before me on this day that, being informed of the contents of said conveyance, 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 official seal this 21 day of March, 2005.

Pamela Lavenhouse
Notary Public
My commission expires: 8-11-09
(Notarial Stamp/Seal)

EXHIBIT A
SITE DESCRIPTION
(See Attached)

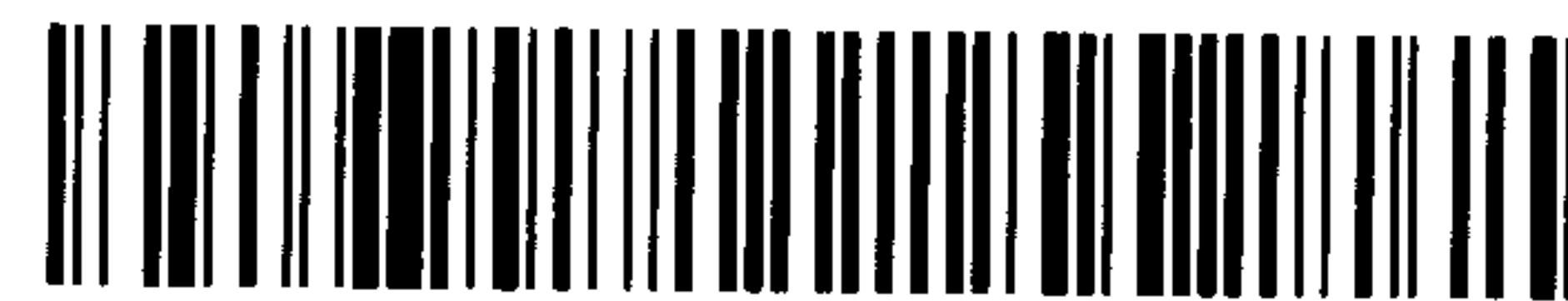


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EXHIBIT "A"
(AL0067 - Helena)

A parcel of land lying in the Northwest Quarter of the Northeast Quarter of Section 11, Township 20 South, Range 3 West, Shelby County, Alabama, more particularly described as follows:

COMMENCE at the Southwest corner of the Northwest Quarter of the Northeast Quarter of Section 11, Township 20 South, Range 3 West, Shelby County, Alabama; thence South 87 degrees 55 minutes 18 seconds East along the South line of said quarter-quarter section for a distance of 649.36 feet to the Easterly right-of-way line of Shelby County Highway No. 105 (right-of-way width varies) and the POINT OF BEGINNING; thence North 11 degrees 41 minutes 04 seconds West along said right-of-way line for a distance of 106.58 feet; thence run South 87 degrees 55 minutes 18 seconds East for a distance of 102.96 feet to the Southwesterly line of an Alabama Power Company right-of-way (right-of-way width: 100-feet); thence leaving said right-of-way run South 11 degrees 41 minutes 04 seconds East for a distance of 106.58 feet to the South line of said quarter-quarter section; thence run North 87 degrees 55 minutes 18 seconds West along the South line of said quarter-quarter section for a distance of 102.96 feet to the Easterly right-of-way line of Shelby County Highway No. 105 and the POINT OF BEGINNING. Containing 10,658 square feet (0.245 acres) more or less.



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Shelby County, AL 03/30/2006
State of Alabama

Deed Tax: \$380.50