

**MEMORANDUM OF LEASE**

Assessor's Parcel Number: 10-2-03-0-001-057.001  
Between River Place, L.L.C. ("Landlord") and T-Mobile South LLC ("Tenant")

A Site Lease with Option (the "Lease") by and between River Place, L.L.C., an Alabama limited liability company ("Landlord") and T-Mobile South LLC, a limited liability company ("Tenant") was made regarding a portion of the following property:

See Attached Exhibit "A" incorporated herein for all purposes

The Option is for a term of twelve (12) months after the Effective Date of the Lease (as defined under the Lease), with up to one additional six (6) month renewal ("Optional Period").

The Lease is for a term of five (5) years and will commence on the date as set forth in the Lease (the "Commencement Date"). Tenant shall have the right to extend this Lease for four (4) additional and successive five-year terms.

IN WITNESS WHEREOF, the parties hereto have respectively executed this memorandum effective as of the date of the last party to sign.

**LANDLORD:** River Place, L.L.C., an Alabama limited liability company

By: Engel Properties, L.L.C., an Alabama limited liability company  
Its Manager

By: Engel Realty Company, Inc., an Alabama corporation  
Its Manager

By: *Malcolm S. Berhee*  
Name: MALCOLM S. BERHEE  
Title: Senior VP  
Date: 11-4-08

**TENANT:** T-Mobile South LLC, a Delaware limited liability company

By: *Calvin Gray*  
Printed Name: Calvin Gray  
Title: Area Director, Engineering & Operations  
Date: 10-31-08

Deed Tax : \$3.50

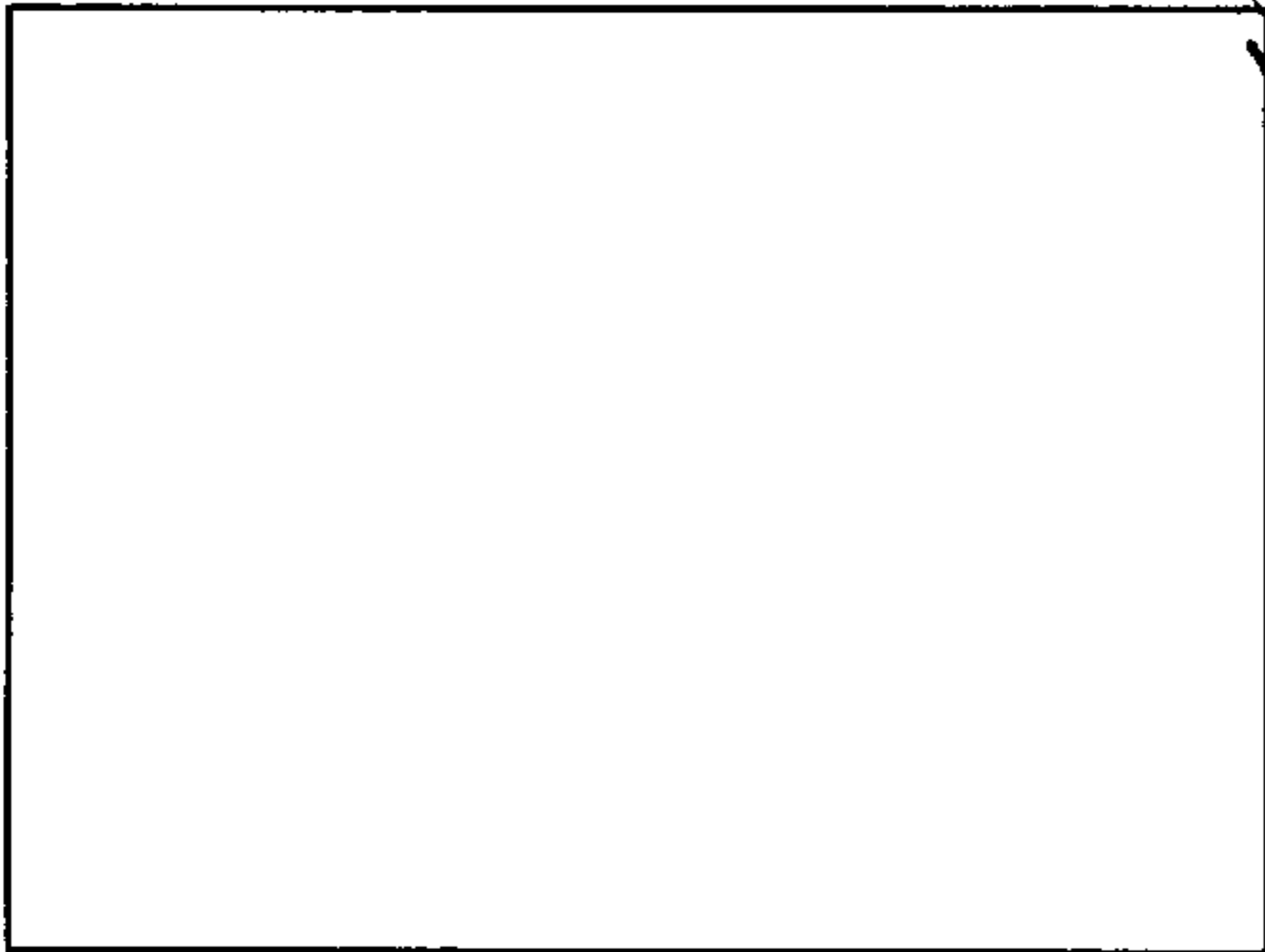
**[Notary block for Landlord]**

20090929000369360 2/3 \$21.50  
Shelby Cnty Judge of Probate, AL  
09/29/2009 10:22:57 AM FILED/CERT

STATE OF Alabama )  
 ) ss.  
COUNTY OF Jefferson )

This instrument was acknowledged before me on this date by Malcolm S. Beithon, [name]  
Senior Vice President [title] of River Place, L.L.C., an Alabama limited liability company, on behalf of said limited liability company.

Dated: November 4, 2008



(Use this space for notary stamp/seal)

Peggy Lowry Sears  
Notary Public  
Print Name PEGGY LOWRY SEARS  
My commission expires May 16, 2009

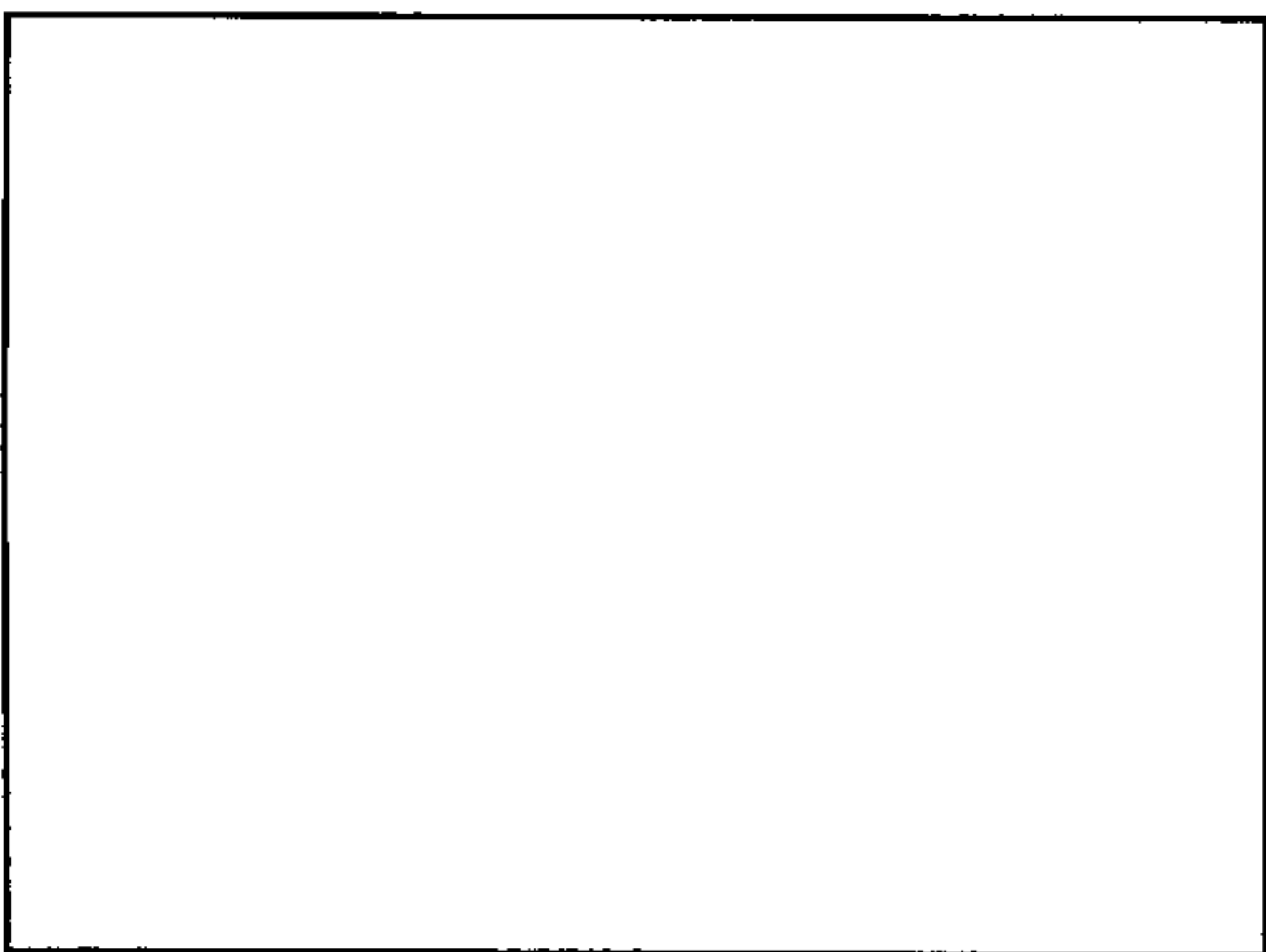
NOTARY PUBLIC STATE OF ALABAMA AT LARGE  
MY COMMISSION EXPIRES: May 16, 2009  
BONDED THRU NOTARY PUBLIC UNDERWRITERS

**[Notary block for Tenant]**

STATE OF Alabama )  
 ) ss.  
COUNTY OF Shelby )

I certify that I know or have satisfactory evidence that Calvin Gray is the person who appeared before me, and said person acknowledged that he signed this instrument, on oath stated that he was authorized to execute the instrument and acknowledged it as the Area Director, Engineering & Operations of T-Mobile South LLC, a Delaware a limited liability company, to be the free and voluntary act of such party for the uses and purposes mentioned in the instrument.

Dated: 10-31-08



(Use this space for notary stamp/seal)

Jacquelyn Kristi Anderson  
Notary Public  
Print Name Jacquelyn Kristi Anderson  
My commission expires \_\_\_\_\_

NOTARY PUBLIC STATE OF ALABAMA AT LARGE  
MY COMMISSION EXPIRES: July 1, 2009  
BONDED THRU NOTARY PUBLIC UNDERWRITERS

EXHIBIT A  
Legal Description

20090929000369360 3/3 \$21.50  
Shelby Cnty Judge of Probate, AL  
09/29/2009 10:22:57 AM FILED/CERT

The Property is legally described as follows:

PARCEL I:

DEED  
SHELBY COUNTY JUDGE OF PROBATE  
006 NB 977.00

A Tract of land situated in the NW 1/4 of Section 3, Township 19 South, Range 2 West, Shelby County, Alabama, said tract being part of Block 2 of Altadena Park, as recorded in Map Book 5, Page 73, part of Lot 1, Butte Woods Ranch Addition to Altadena Valley as recorded in Map Book 5, Page 1, all recorded in the Probate Office of Shelby County, Alabama, said tract of land more particularly described as follows:

Commence at the Southwest corner of the NE 1/4, NW 1/4 of said Section 3, and run thence Easterly along the South line thereof 69.02 feet; thence turn 69 degrees, 30 minutes, 50 seconds right and run Southeasterly 96.27 feet to the point of beginning, said point being on the Northerly line of Lot 1 of said Altadena Park; thence turn 90 degrees, 00 minutes left and run Northeasterly 240.0 feet to the Northern most corner of said Lot 1; thence turn 90 degrees, 58 minutes, 45 seconds right and run Southeasterly 149.79 feet to the Southeast corner of said Lot 1; thence turn 6 degrees, 16 minutes, 15 seconds right and run Southeasterly along the Easterly line of Lot 2 of said subdivision 144.94 feet to the most Easterly corner of Lot 2; thence turn 7 degrees, 01 minutes, 15 seconds right and run Southerly along the Easterly line of Lot 3 of said subdivision for 57.52 feet to a point on last said lot line; thence turn 106 degrees, 56 minutes, 15 seconds left and run Northeasterly 128.13 feet; thence turn 84 degrees, 50 minutes right and run Southeasterly for 195.0 feet; thence turn 20 degrees, 59 minutes, 30 seconds left and run Southeasterly for 333.22 feet; thence turn 52 degrees, 39 minutes, 30 seconds left and run Easterly for 150.0 feet; thence turn 90 degrees left and run Northerly for 600.14 feet; thence turn 41 degrees, 00 minutes right and run Northeasterly for 300.00 feet; thence turn 14 degrees, 00 minutes left and run Northeasterly for 125.0 feet; thence turn 25 degrees, 00 minutes left and run Northerly for 170.0 feet; thence turn 87 degrees, 58 minutes, 40 seconds right and run Easterly for 137.41 feet to a point on the East line of the NE 1/4 of NW 1/4, Section 3, Township 19 South, Range 2 West; thence turn left 90 degrees and run Northerly along said 1/4-1/4 line for 270 feet, more or less, to the Westerly bank of the Cahaba River; thence run Northerly and Westerly along the Southwest bank of said river 1400 feet, more or less, to the West line of the NE 1/4 of the NW 1/4 of said Section 3, said point also being on the Easterly line of Lot 1 of said Butte Woods Ranch Addition to Altadena Valley, thence run Northerly along last said 1/4-1/4 section line and said lot line for 90 feet, more or less, to the Northeasterly corner of said Lot 1; thence turn left and run Westerly along the Northerly line of said Lot 1 for 240 feet, more or less, to the Northwest corner of said Lot 1; thence turn left and run Southwesterly and along the Easterly right of way line of Caldwell Mill Road for 425 feet, more or less, thence turn left 31 degrees, 45 minutes and run Southeasterly for 67.96 feet; thence turn left 31 degrees, 45 minutes and run Southeasterly along the new Northeasterly right of way line of Old Caldwell Mill Road for 231.58 feet to the beginning of a curve to the right having a radius of 263.05 feet; thence continue Southeasterly and along said right of way line and along the arc of said curve 162.13 feet to the end of said curve; thence continue Southeasterly on a course tangent to said curve, and along said right of way line 245.3 feet to the point of beginning. Situated in Shelby County, Alabama.