

This Instrument Prepared By:
Matthew W. Barnes
Burr & Forman LLP
420 North 20th Street, Suite 3400
Birmingham, AL 35203

AFTER RECORDING RETURN TO:

UPF WASHINGTON INC
12410 E MIRABEAU PKWY #100
SPOKANE VALLEY WA 99216
REF # 270935

STATE OF ALABAMA)

COUNTY OF SHELBY)

Cross Reference to:
Instrument #1997-11177
Instrument #20060501000201410

MEMORANDUM OF GROUND LEASE EXTENSION AGREEMENT

This Memorandum of Ground Lease Extension Agreement (the "Memorandum") is made effective as of the last date of execution set forth below, by and between **GLOBAL SIGNAL ACQUISITIONS IV LLC**, a Delaware limited liability company ("Lessor"), whose address is c/o Crown Castle USA Inc., E. Blake Hawk, General Counsel, 2000 Corporate Drive, Canonsburg, PA 15317, and **STC FIVE LLC**, a Delaware limited liability company ("Tenant") whose address is c/o Crown Castle USA Inc., E. Blake Hawk, General Counsel, 2000 Corporate Drive, Canonsburg, PA 15317.

RECITALS

WHEREAS, Lessor and Tenant are the current parties under that certain PCS Site Agreement dated October 24, 1996, originally by and between Fred T. Vereen, as lessor, and Sprint Spectrum L.P., as lessee (the "Lease") a memorandum of which was filed for record on April 10, 1997, in Instrument #1997 -11177 in the Office of the Judge of Probate of Shelby County, Alabama; and

WHEREAS, the parties have modified the terms of the Lease pursuant to a Ground Lease Extension Agreement by and between the parties hereto, and wish to provide record notice of the extension of the term of the Lease as amended thereby; and

WHEREAS, the Lease pertains to certain real property leased from Lessor to Tenant (the "Tower Site") together with access and utility easements granted to Tenant more particularly described on **Exhibit "A"** attached hereto and incorporated herein by this reference.



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Shelby Cnty Judge of Probate, AL
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OPERATIVE PROVISIONS

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Lessor and Tenant hereby agree as follows:

1. The recitals hereinabove are true and correct and are incorporated herein by this reference.
2. The term of the Lease is extended to and will expire on December 31, 2031.
3. The parties consent to the recording of this Memorandum in the public records of the county in which the Tower Site is situated, and agree that this Memorandum shall be executed in recordable form.
4. This Memorandum may be executed in counterparts, each of which shall constitute an original but together shall constitute a single instrument.

[Remainder of page intentionally left blank. Signatures to follow.]

IN WITNESS WHEREOF, the parties have executed this Memorandum of Ground Lease Extension Agreement effective as of the last date of execution shown below.

LESSOR:

GLOBAL SIGNAL ACQUISITIONS IV LLC,
a Delaware limited liability company

By:  (SEAL)
Name: David R. Moore
Its: RET MANAGER

STATE OF Texas)
COUNTY OF Harris)

I, the undersigned authority, a Notary Public in and for said County, in said State, hereby certify that, David R. Moore, whose name as RET MANAGER of **GLOBAL SIGNAL ACQUISITIONS IV LLC**, a Delaware limited liability company, has signed 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/she with full authority, executed the same voluntarily for and as the act of said limited liability company the day the same bears date.

Given under my hand and official seal this 15 day of September, 2010.


Notary Public

My Commission Expires: 6-10-14



TENANT:

STC FIVE LLC,
a Delaware limited liability company

By: GLOBAL SIGNAL ACQUISITIONS II LLC,
a Delaware limited liability company

Its: Attorney-in-Fact

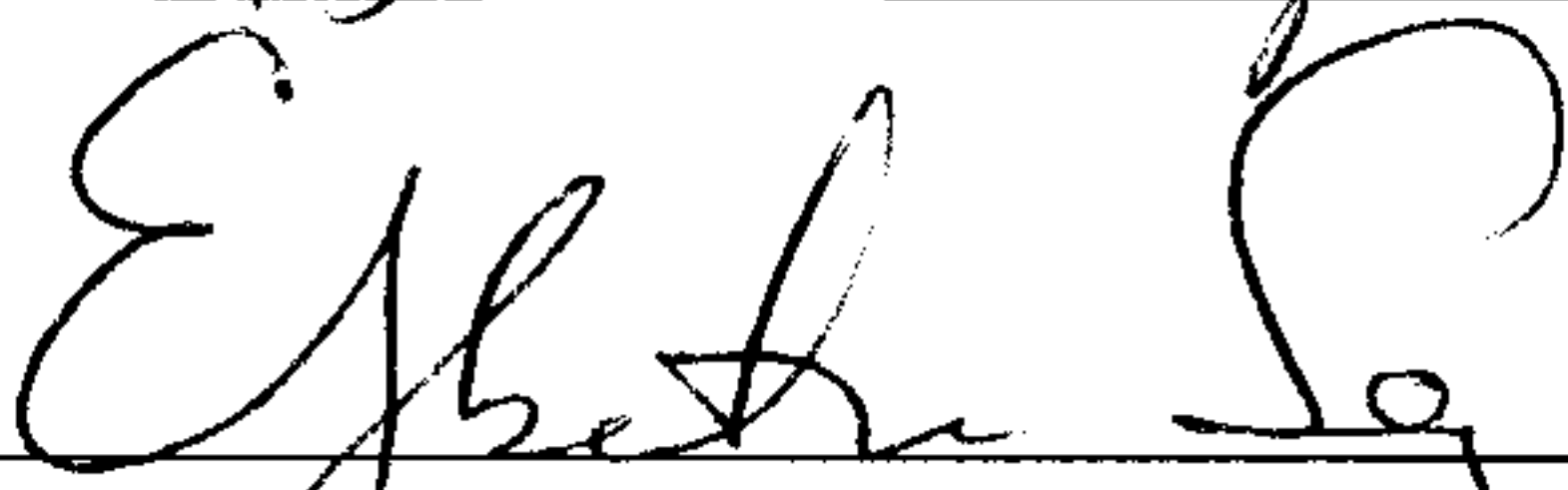
By: 
Name: David R. Moore
Its: RET MANAGER

STATE OF TEXAS)

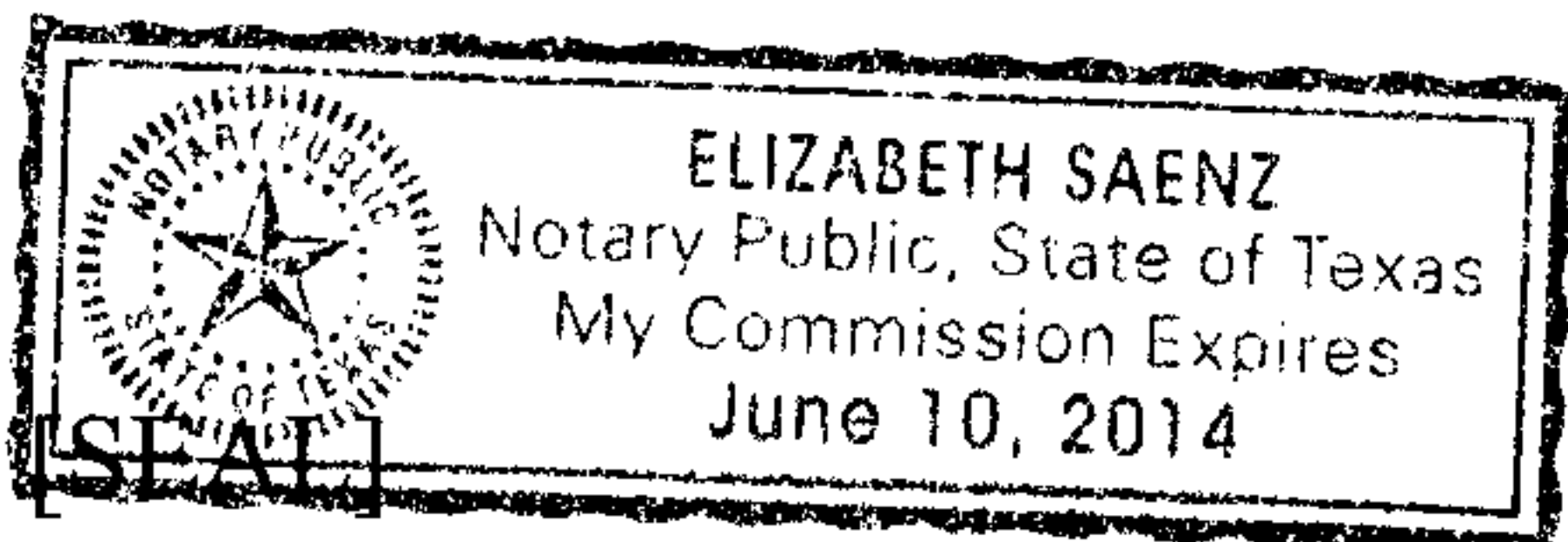
COUNTY OF HARRIS)

I, the undersigned authority, a Notary Public in and for said County, in said State, hereby certify that, David R. Moore, whose name as RET MANAGER of **GLOBAL SIGNAL ACQUISITIONS II LLC**, a Delaware limited liability company, Attorney in Fact of **STC FIVE LLC**, a Delaware 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 foregoing instrument, he/she as such officer with full authority, executed the same voluntarily for and as the act of said limited liability company on the day the same bears date.

Given under my hand and official seal this 15 day of September, 2010.


Notary Public

My Commission Expires: 6-10-14





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Exhibit "A"

A parcel of land situated in the Southeast Quarter of the Northwest Quarter of Section 9, Township 22 South, Range 3 West, Shelby, County, Alabama, and being more particularly described as follows:

Commence at the Northeast Corner of the Southeast of the Southwest Quarter of Section 4, Township 22 South, Range 3 West, thence run South 00° 32' 46" West for a distance of 3212.13 feet to the point on the West right-of-way line of County Route 15; thence run North 07° 08' 13" East for a distance of 234.37 feet to a point; thence run North 85° 40' 20" West for a distance of 70.00 feet to a point; thence run North 75° 00' 47" West for a distance of 96.06 feet to a point; thence run South 79° 36' 12" West for a distance of 113.23 feet to a point; thence run South 71° 20' 20" West for a distance of 153.29 feet to the Point of Beginning; thence run South 34° 36' 20" West for a distance of 144.81 feet to a point; thence run North 89° 27' 40" West for a distance of 190.00 feet to a point; thence run North 00° 32' 20" East for a distance of 195.00 feet to a point; thence run South 89° 27' 40" East a distance of 160.14 feet to a point; thence run South 55° 23' 40" East for a distance of 133.96 feet to the Point of Beginning. Said parcel contains 1.00 acre.

together with the following easement(s) for ingress, egress and utilities:

40' Ingress/Egress & Utility Easement "A"

An easement situated in the Southeast Quarter of the Northwest Quarter of Section 5 Township 22 South Range 3 West, Shelby County, Alabama and being more particularly described as follows:

Commerce at the northeast corner of the southeast quarter of the southwest quarter of section 4, township 22 south, range 3 west thence run south 00'32'46"west for a distance of 3212.13 feet to a point on the west right of way line of County Route 15; thence run north 07°08'13" east for a distance of 234.37 feet to the point of beginning of the centerline of an Ingress/Egress & Utility Easement that lies 20 feet either side of said centerline as described herein; thence run north 85°40'20" west for a distance of 70.00 feet to a point; thence run north 75°00'41" west for a distance of 36.06 feet to a point; thence run south 79°36'12" west for a distance of 73.89 feet to a point on the western property line of the Richard Snow parcel and also being the terminus of easement

20' Ingress/Egress & Utility Easement "C"

An easement situated in the Southeast Quarter of the Northwest Quarter of Section 5 Township 22 South Range 3 West, Shelby County, Alabama and being more particularly described as follows:

Commerce at the northeast corner of the southeast quarter of the southwest quarter of section 4, township 22 south, range 3 west thence run south 00'32'46"west for a distance of 3212.13 feet to a point on the west right of way line of County Route 15; thence run north 01°04'13" east for a distance of 234.32 feet to thence run north 85°40'20" west for a distance of 70.00 feet to a point; thence run north 75°00'41" west for a distance of 96.06 feet to a point; thence run south 79°36'12" west for a distance of 113.23 feet to a point; thence run south 71°20'20" west for a distance of 73.89 feet to a point; thence run south 71°20'20" west for a distance of 39.03 feet to the point of beginning of an Ingress/Egress & Utility Easement that lies 20 feet south of the line as described herein; thence run south 71°20'20" west for a distance of 114.26 feet to a point; thence run south 34°36'20" west for a distance of 144.31 feet to a point. And also being the terminus of easement.



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40' Ingress/Egress & Utility Easement "B"

An easement situated in the Southeast Quarter of the Northwest Quarter of Section 5 Township 22 South Range 3 West, Shelby County, Alabama and being more particularly described as follows:

Commence at the northeast corner of the southeast quarter of the southwest quarter of section 4, township 22 south, range 3 west thence run south 00°32'46" west for a distance of 3212.13 feet to a point on the west right of way line of County Route 15; thence run north 07°08'13" east for a distance of 234.37 feet to thence run north 85°40'20" west for a distance of 70.00 feet to a point; thence run north 75°00'41" west for a distance of 96.06 feet to a point; thence run south 79°36'12" west for a distance of 73.89 feet to the point of beginning of the centerline of an Ingress/Egress & Utility Easement that lies 20 feet either side of said centerline as described herein; thence run south 79°36'12" west for a distance of 39.34 feet to a point; thence run south 71°20'20" west for a distance of 39.03 feet to a point on the western property line of the Brian Scott Waynis parcel, and also being the terminus of easement.

20' Ingress/Egress & Utility Easement "C"

An easement situated in the Southeast Quarter of the Northwest Quarter of Section 5 Township 22 South Range 3 West, Shelby County, Alabama and being more particularly described as follows:

Commence at the northeast corner of the southeast quarter of the southwest quarter of section 4, township 22 south, range 3 west thence run south 00°32'46" west for a distance of 3212.13 feet to a point on the west right of way line of County Route 15; thence run north 01°04'13" east for a distance of 234.32 feet to thence run north 85°40'20" west for a distance of 70.00 feet to a point; thence run north 75°00'41" west for a distance of 96.06 feet to a point; thence run south 79°36'12" west for a distance of 113.23 feet to a point; thence run south 71°20'20" west for a distance of 73.89 feet to a point; thence run south 71°20'20" west for a distance of 39.03 feet to the point of beginning of an Ingress/Egress & Utility Easement that lies 20 feet south of the line as described herein; thence run south 71°20'20" west for a distance of 114.26 feet to a point; thence run south 34°36'20" west for a distance of 144.31 feet to a point. And also being the terminus of easement.