

MEMORANDUM OF AGREEMENT

This Memorandum of Agreement is entered into on this 2nd day of May, 2011, by and between FORESITE PARTNERS, LLC, an Alabama limited liability company, with an office at 5809 Feldspar Way, Birmingham, AL 35244, (hereinafter referred to as "LANDLORD") and New Cingular Wireless PCS, LLC, a Delaware limited liability company, with an office at 12555 Cingular Way, Alpharetta, GA 30004 (hereinafter referred to as "TENANT").

1. LANDLORD and TENANT entered into a Tower Lease Agreement ("Agreement") on the 2nd day of May 2011, 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 the date TENANT begins construction or forty-five (45) days after notification that the Tower has been erected, whichever first occurs ("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 owned or leased by Landlord described in Exhibit A attached hereto. The portion of the Land being leased to TENANT (the "Premises") under the Agreement is described in Exhibit B attached hereto.
4. LANDLORD hereby leases the Premises to TENANT 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.

TENANT:

New Cingular Wireless PCS, LLC,
a Delaware limited liability company

BY: AT&T Mobility Corporation
Its: Manager

BY: Karen Roth
Name: Karen Roth
Title: Area Manager, Construction & Engrg.

Date: 5/1/11

(CORPORATE SEAL)

LANDLORD:

FORESITE PARTNERS, LLC,
an Alabama limited liability company

BY: Krista M. Young

Name: Krista M. Young
Title: CFO

Date: 5/2/11

(CORPORATE SEAL)


20120814000300250 1/7 \$124.00
Shelby Cnty Judge of Probate, AL
08/14/2012 10:17:07 AM FILED/CERT

SITE NAME: Wawbeek

AT&T SITE NAME: Wawbeek Site/FA #10154569

STATE OF ALABAMA)
:
COUNTY OF SHELBY)

I, the undersigned, a notary public in and for said county in said state, hereby certify that Krista M. Young whose name as CFO of FORESITE PARTNERS, 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, she as such CFO 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 22 day of May, 2011.

Notary Public

My commission expires: _____

NOTARY PUBLIC STATE OF ALABAMA AT LARGE
MY COMMISSION EXPIRES: Sept 27, 2014
BONDED THRU NOTARY PUBLIC UNDERWRITERS

(NOTARIAL SEAL)

STATE OF Louisiana)
Parish)
COUNTY OF Orleans)

I, the undersigned, a notary public in and for said county in said state, hereby certify that Karen Roth whose name as Area Manager, Construction & Engrg. of AT&T Mobility Corporation, Manager of New Cingular Wireless PCS, 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 instrument, she 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 1st day of May, 2011.

Notary Public

My commission expires: _____

Staci A. Rosenberg
Notary Public
La. Bar No. 14378
My Commission is Issued for Life

(NOTARIAL SEAL)

20120814000300250 2/7 \$124.00
Shelby Cnty Judge of Probate, AL
08/14/2012 10:17:07 AM FILED/CERT

EXHIBIT A
DESCRIPTION OF LAND
(Page 1 of 2)

To the Agreement dated May 2, 2011, by and between ForeSite Partners, LLC, as LANDLORD, and New Cingular Wireless PCS, LLC, as TENANT.

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

100' X 100' LEASE AREA (AS-SURVEYED)

A LEASE AREA BEING A PORTION OF THAT CERTAIN TRACT OF LAND AS RECORDED IN BOOK 400, PAGE 488 IN THE OFFICE OF THE JUDGE OF PROBATE, ESCAMBIA COUNTY, ALABAMA, LYING IN THE NORTHWEST QUARTER OF SECTION 20, TOWNSHIP 1 NORTH, RANGE 7 EAST, SAID COUNTY, AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT A 1/2 INCH REBAR FOUND IN CONCRETE AT THE INTERSECTION OF THE WEST LINE OF THE SOUTHEAST QUARTER OF THE NORTHWEST QUARTER, SAID SECTION 20 AND THE NORTH RIGHT-OF-WAY LINE OF SYCAMORE ROAD; THENCE RUN N 89°38'44" E ALONG SAID NORTH RIGHT-OF-WAY LINE FOR A DISTANCE OF 115.91 FEET TO A POINT; THENCE N 00°21'16" W LEAVING SAID RIGHT-OF-WAY LINE FOR A DISTANCE OF 64.18 FEET TO A 5/8" CAPPED REBAR SET (SMW LS 19753) AND THE POINT OF BEGINNING; THENCE N 02°39'59" E FOR A DISTANCE OF 100.00 FEET TO A 5/8" CAPPED REBAR SET (SMW LS 19753); THENCE S 87°20'01" E FOR A DISTANCE OF 100.00 FEET TO A 5/8" CAPPED REBAR SET (SMW LS 19753); THENCE S 02°39'59" W FOR A DISTANCE OF 100.00 FEET TO A 5/8" CAPPED REBAR SET (SMW LS 19753); THENCE N 87°20'01" W FOR A DISTANCE OF 100.00 FEET TO THE POINT OF BEGINNING. SAID ABOVE DESCRIBED LEASE AREA CONTAINS 0.23 ACRES, MORE OR LESS.

30' INGRESS/EGRESS & UTILITY EASEMENT (AS-SURVEYED)

AN EASEMENT BEING A PORTION OF THAT CERTAIN TRACT OF LAND AS RECORDED IN BOOK 400, PAGE 488 IN THE OFFICE OF THE JUDGE OF PROBATE, ESCAMBIA COUNTY, ALABAMA, LYING IN THE NORTHWEST QUARTER OF SECTION 20, TOWNSHIP 1 NORTH, RANGE 7 EAST, SAID COUNTY, AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT A 1/2 INCH REBAR FOUND IN CONCRETE AT THE INTERSECTION OF THE WEST LINE OF THE SOUTHEAST QUARTER OF THE NORTHWEST QUARTER, SAID SECTION 20 AND THE NORTH RIGHT-OF-WAY LINE OF SYCAMORE ROAD; THENCE RUN N 89°38'44" E ALONG SAID NORTH RIGHT-OF-WAY LINE FOR A DISTANCE OF 115.91 FEET TO A POINT; THENCE N 00°21'16" W LEAVING SAID RIGHT-OF-WAY LINE FOR A DISTANCE OF 64.18 FEET TO A 5/8" CAPPED REBAR SET (SMW LS 19753); THENCE N 02°39'59" E FOR A DISTANCE OF 100.00 FEET TO A 5/8" CAPPED REBAR SET (SMW LS 19753); THENCE S 87°20'01" E FOR A DISTANCE OF 100.00 FEET TO A 5/8" CAPPED REBAR SET (SMW LS 19753); THENCE S 02°39'59" W FOR A DISTANCE OF 100.00 FEET TO A 5/8" CAPPED REBAR SET (SMW LS 19753); THENCE N 87°20'01" W FOR A DISTANCE OF 50.00 FEET TO THE POINT OF BEGINNING OF AN INGRESS/EGRESS & UTILITY EASEMENT BEING 30 FEET IN WIDTH AND LYING 15 FEET EACH SIDE OF THE FOLLOWING DESCRIBED CENTERLINE; THENCE S 00°21'16" E FOR A DISTANCE OF 61.55 FEET TO A POINT ON THE NORTH RIGHT-OF-WAY LINE OF SYCAMORE ROAD AND THE POINT OF BEGINNING. SAID ABOVE DESCRIBED EASEMENT CONTAINS 0.04 ACRES, MORE OR LESS.

30' GUY ANCHOR EASEMENT "A" (AS-SURVEYED)

AN EASEMENT BEING A PORTION OF THAT CERTAIN TRACT OF LAND AS RECORDED IN BOOK 400, PAGE 488 IN THE OFFICE OF THE JUDGE OF PROBATE, ESCAMBIA COUNTY, ALABAMA, LYING IN THE NORTHWEST QUARTER OF SECTION 20, TOWNSHIP 1 NORTH, RANGE 7 EAST, SAID COUNTY, AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT A 1/2 INCH REBAR FOUND IN CONCRETE AT THE INTERSECTION OF THE WEST LINE OF THE SOUTHEAST QUARTER OF THE NORTHWEST QUARTER, SAID SECTION 20 AND THE NORTH RIGHT-OF-WAY LINE OF SYCAMORE ROAD; THENCE RUN N 89°38'44" E ALONG SAID NORTH RIGHT-OF-WAY LINE FOR A DISTANCE OF 115.91 FEET TO A POINT; THENCE N 00°21'16" W LEAVING SAID RIGHT-OF-WAY LINE FOR A DISTANCE OF 64.18 FEET TO A 5/8" CAPPED REBAR SET (SMW LS 19753); THENCE N 02°39'59" E FOR A DISTANCE OF 21.13 FEET TO THE POINT OF BEGINNING OF A GUY ANCHOR EASEMENT BEING 30 FEET IN WIDTH AND LYING 15 FEET EACH SIDE OF THE FOLLOWING DESCRIBED CENTERLINE; THENCE S 62°39'59" W FOR A DISTANCE OF 122.26 FEET TO THE POINT OF ENDING. SAID ABOVE DESCRIBED EASEMENT CONTAINS 0.08 ACRES, MORE OR LESS.

EXHIBIT A
DESCRIPTION OF LAND
(Page 2 of 2)

30' GUY ANCHOR EASEMENT "B" (AS-SURVEYED)

AN EASEMENT BEING A PORTION OF THAT CERTAIN TRACT OF LAND AS RECORDED IN BOOK 400, PAGE 488 IN THE OFFICE OF THE JUDGE OF PROBATE, ESCAMBIA COUNTY, ALABAMA, LYING IN THE NORTHWEST QUARTER OF SECTION 20, TOWNSHIP 1 NORTH, RANGE 7 EAST, SAID COUNTY, AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT A 1/2 INCH REBAR FOUND IN CONCRETE AT THE INTERSECTION OF THE WEST LINE OF THE SOUTHEAST QUARTER OF THE NORTHWEST QUARTER, SAID SECTION 20 AND THE NORTH RIGHT-OF-WAY LINE OF SYCAMORE ROAD; THENCE RUN N 89°38'44" E ALONG SAID NORTH RIGHT-OF-WAY LINE FOR A DISTANCE OF 115.91 FEET TO A POINT; THENCE N 00°21'16" W LEAVING SAID RIGHT-OF-WAY LINE FOR A DISTANCE OF 64.18 FEET TO A 5/8" CAPPED REBAR SET (SMW LS 19753); THENCE N 02°39'59" E FOR A DISTANCE OF 100.00 FEET TO A 5/8" CAPPED REBAR SET (SMW LS 19753); THENCE S 87°20'01" E FOR A DISTANCE OF 50.00 FEET TO THE POINT OF BEGINNING OF A GUY ANCHOR EASEMENT BEING 30 FEET IN WIDTH AND LYING 15 FEET EACH SIDE OF THE FOLLOWING DESCRIBED CENTERLINE; THENCE N 02°39'59" E FOR A DISTANCE OF 130.00 FEET TO THE POINT OF ENDING. SAID ABOVE DESCRIBED EASEMENT CONTAINS 0.09 ACRES, MORE OR LESS.

30' GUY ANCHOR EASEMENT "C" (AS-SURVEYED)

AN EASEMENT BEING A PORTION OF THAT CERTAIN TRACT OF LAND AS RECORDED IN BOOK 400, PAGE 488 IN THE OFFICE OF THE JUDGE OF PROBATE, ESCAMBIA COUNTY, ALABAMA, LYING IN THE NORTHWEST QUARTER OF SECTION 20, TOWNSHIP 1 NORTH, RANGE 7 EAST, SAID COUNTY, AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT A 1/2 INCH REBAR FOUND IN CONCRETE AT THE INTERSECTION OF THE WEST LINE OF THE SOUTHEAST QUARTER OF THE NORTHWEST QUARTER, SAID SECTION 20 AND THE NORTH RIGHT-OF-WAY LINE OF SYCAMORE ROAD; THENCE RUN N 89°38'44" E ALONG SAID NORTH RIGHT-OF-WAY LINE FOR A DISTANCE OF 115.91 FEET TO A POINT; THENCE N 00°21'16" W LEAVING SAID RIGHT-OF-WAY LINE FOR A DISTANCE OF 64.18 FEET TO A 5/8" CAPPED REBAR SET (SMW LS 19753); THENCE N 02°39'59" E FOR A DISTANCE OF 100.00 FEET TO A 5/8" CAPPED REBAR SET (SMW LS 19753); THENCE S 87°20'01" E FOR A DISTANCE OF 100.00 FEET TO A 5/8" CAPPED REBAR SET (SMW LS 19753); THENCE S 02°39'59" W FOR A DISTANCE OF 78.87 FEET TO THE POINT OF BEGINNING OF A GUY ANCHOR EASEMENT BEING 30 FEET IN WIDTH AND LYING 15 FEET EACH SIDE OF THE FOLLOWING DESCRIBED CENTERLINE; THENCE S 57°20'01" E FOR A DISTANCE OF 122.26 FEET TO THE POINT OF ENDING. SAID ABOVE DESCRIBED EASEMENT CONTAINS 0.08 ACRES, MORE OR LESS.


20120814000300250 4/7 \$124.00
Shelby Cnty Judge of Probate, AL
08/14/2012 10:17:07 AM FILED/CERT

EXHIBIT B
DESCRIPTION OF PREMISES
(Page 1 of 2)

To the Agreement dated May 2, 2011, by and between FORESITE PARTNERS, LLC, as LANDLORD, and New Cingular Wireless PCS, LLC, as TENANT.

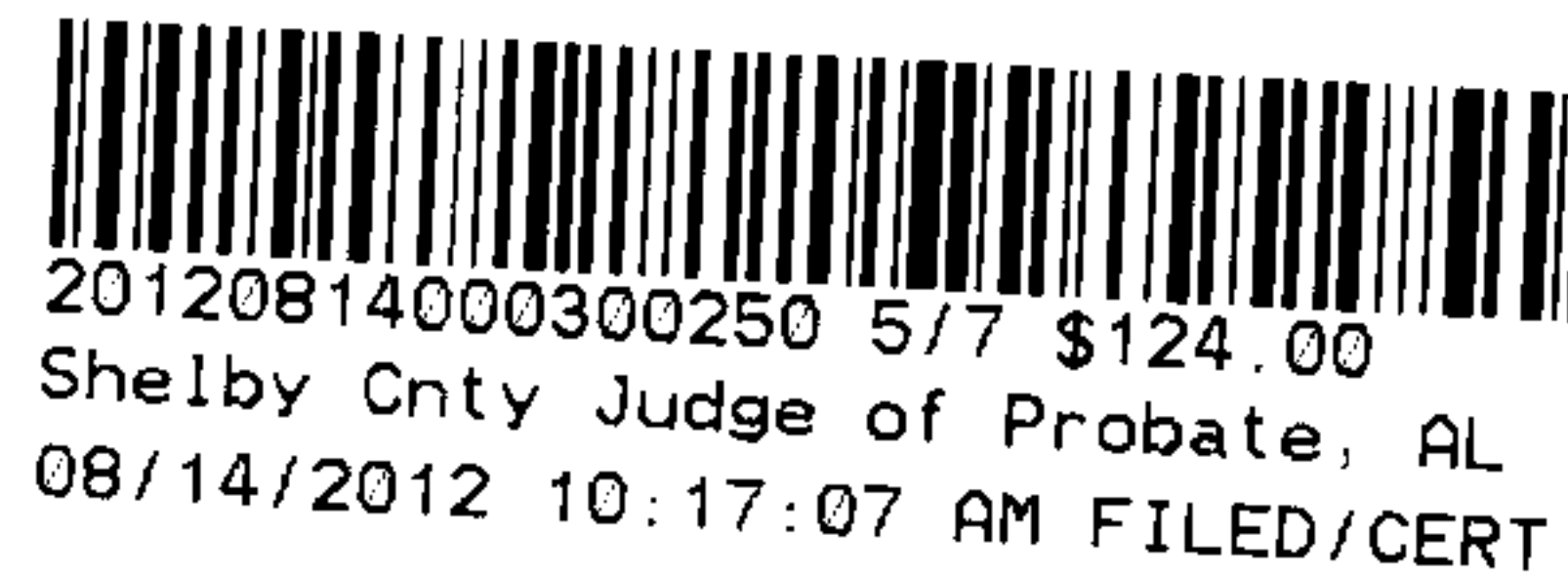
The Premises are described and/or depicted as follows:

Up to Six (6) antennas at 300' centerline above ground level. Dimensions of antennas not to exceed 76.5"X6.1"X2.7" or (25 lbs per antenna)
Up to twelve (12) 1 5/8" coax run stacked 6X6
Up to (12) TMAs to be mounted behind antennas
Up to (12) RETs to be mounted on bottom of antennas
(1) 5/16" downlead
(1) 12X20 shelter as shown on the ForeSite approved site plans
(1) 6'X10.5' generator pad as shown on the ForeSite approved site plans

The Tenants ground space is part of the Land described on Exhibit A which is owned or leased by Landlord and such Tenant ground space is roughly defined on the sketch below, which is incorporated herein by reference. Tenants ground space shall not extend beyond the defined boundaries without prior written consent of ForeSite.

Notes:

1. Setback of the Premises from the Land's boundaries shall be the distance required by the applicable governmental authorities.
2. Width of access road shall be the width required by the applicable governmental authorities, including police and fire departments.

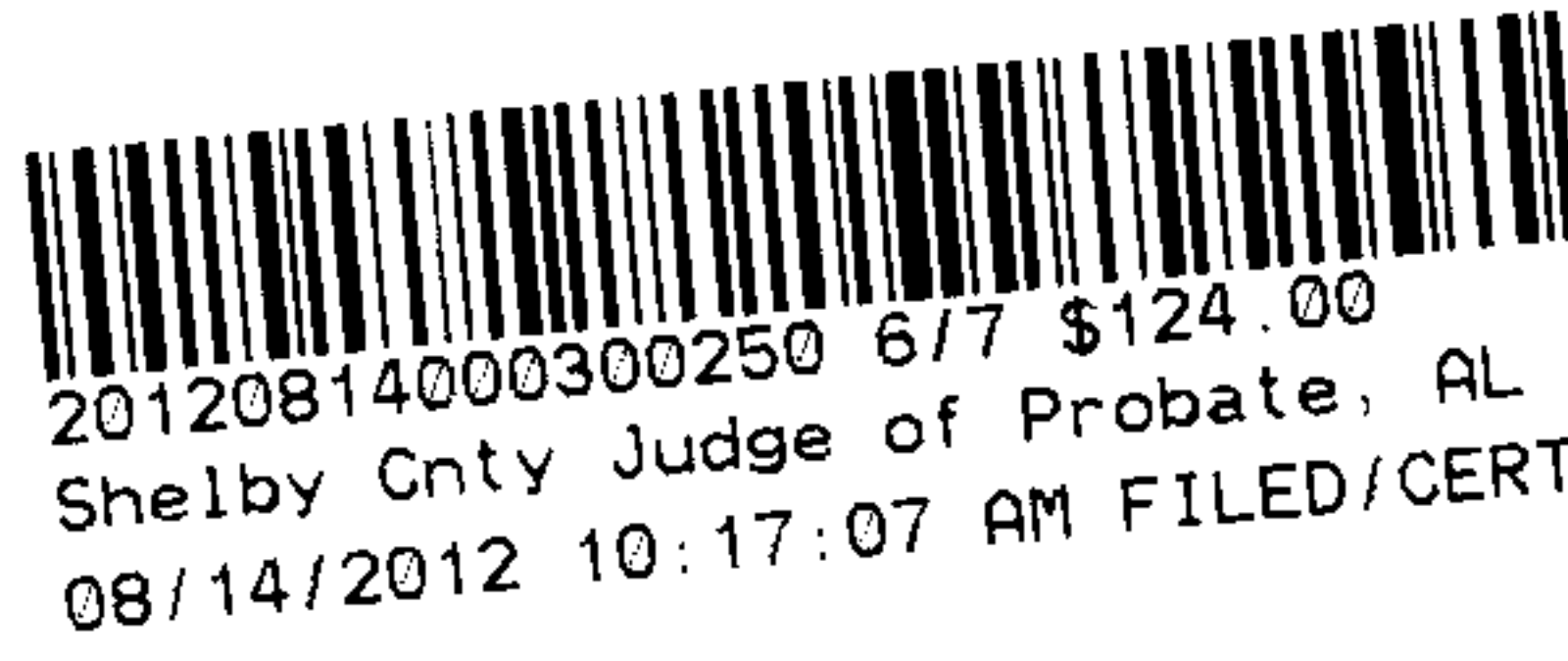


SITE NAME: Wawbeek

AT&T SITE NAME: Wawbeek Site/FA #10154569

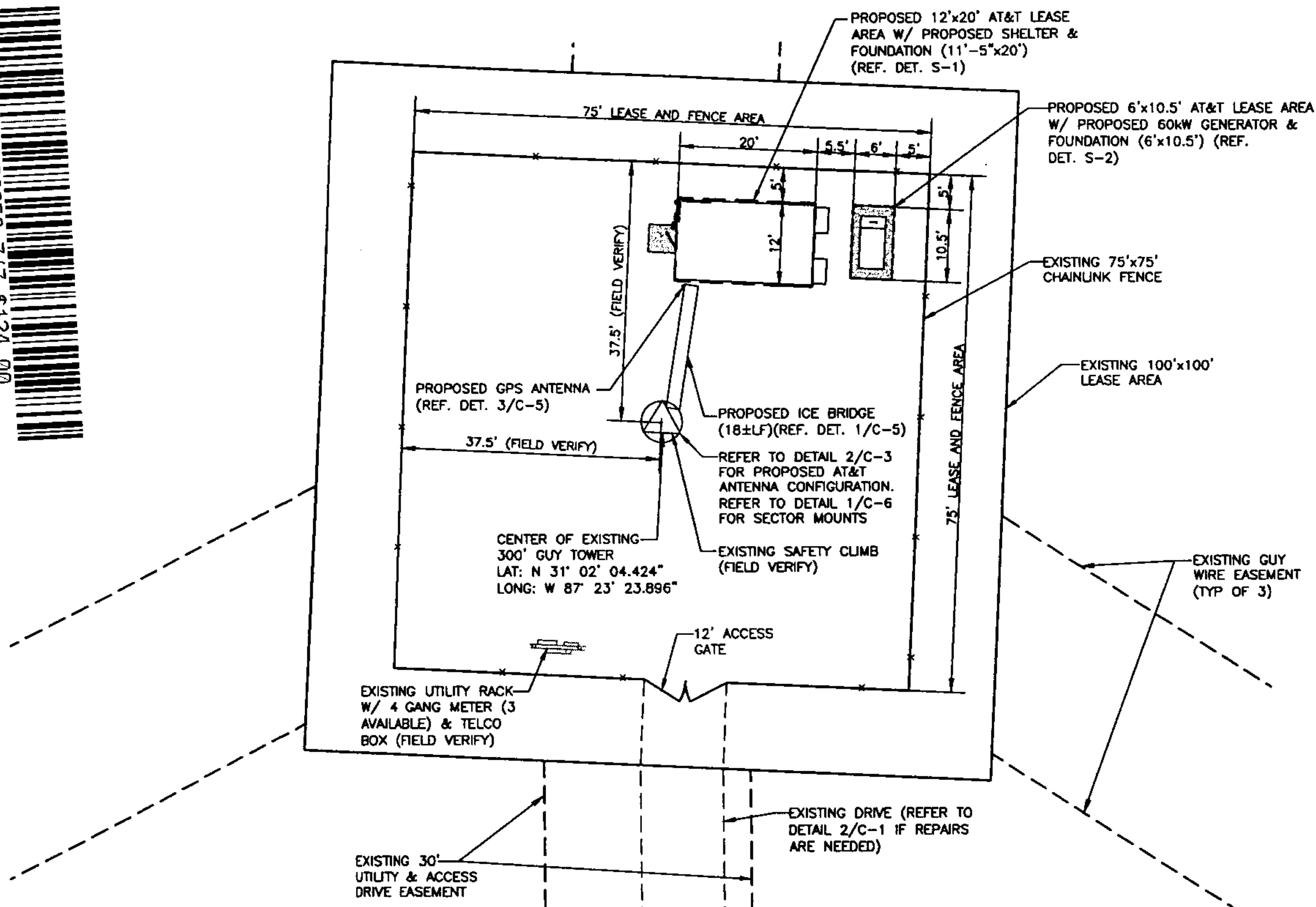
EXHIBIT B
DESCRIPTION OF PREMISES
(Page 2 of 2)

[ATT CDs from ForeSite (pg. C-2) to be attached]



2012081400300250 717 \$124.00
Shelby Cnty Judge of Probate, AL
08/14/2012 10:17:07 AM FILED/CERT

Shelby County, AL 08/14/2012
State of Alabama
Deed Tax: \$94.00



OWNER
FORESITE
TOWERS, LLC

PREPARED FOR:
BLUEWAVE
DEPLOYMENT

401 AVERSBO RD
SUITE 100
GARNER, NC 27529

PREPARED BY:
SMW
ENGINEERING GROUP, INC.

TOGETHER PLANNING A BETTER TOMORROW
1550 WOODS OF RIVERCHASE DRIVE
SUITE 100
HOOVER, AL 35244
TEL: 205-252-6885 FAX: 205-320-1504

REVISIONS

REV	DATE	DESCRIPTION	BY
0	05/05/11	ISSUED FOR CLIENT REVIEW	JDS

SEAL CA#: AL 2244-E

**PRELIMINARY
DRAWING**
(NOT VALID UNLESS
STAMPED AND SIGNED)

IT IS A VIOLATION OF LAW FOR ANY PERSON
UNLESS THEY ARE ACTING UNDER THE DIRECTION
OF A LICENSED PROFESSIONAL ENGINEER TO
ALTER THIS DOCUMENT. UNLESS EXPLICITLY
AGREED TO BY THE ENGINEER IN WRITING, THE
ENGINEER DISCLAIMS ALL LIABILITY ASSOCIATED
WITH THE REUSE, ALTERATION OR MODIFICATION
OF THE CONTENTS HEREIN.

PROJECT LOCATION:
WAWBEEK
302G2684
E911 ADDRESS N/P
ATMORE, AL 36502

DRAWN BY: J.R. CHECKED BY: JDS

SMW PROJECT #: 11-0245.1 FCC SITE NUMBER: C-2

DATE: 05/02/2011

DESCRIPTION / SHEET NUMBER
ENLARGED SITE PLAN
C-2