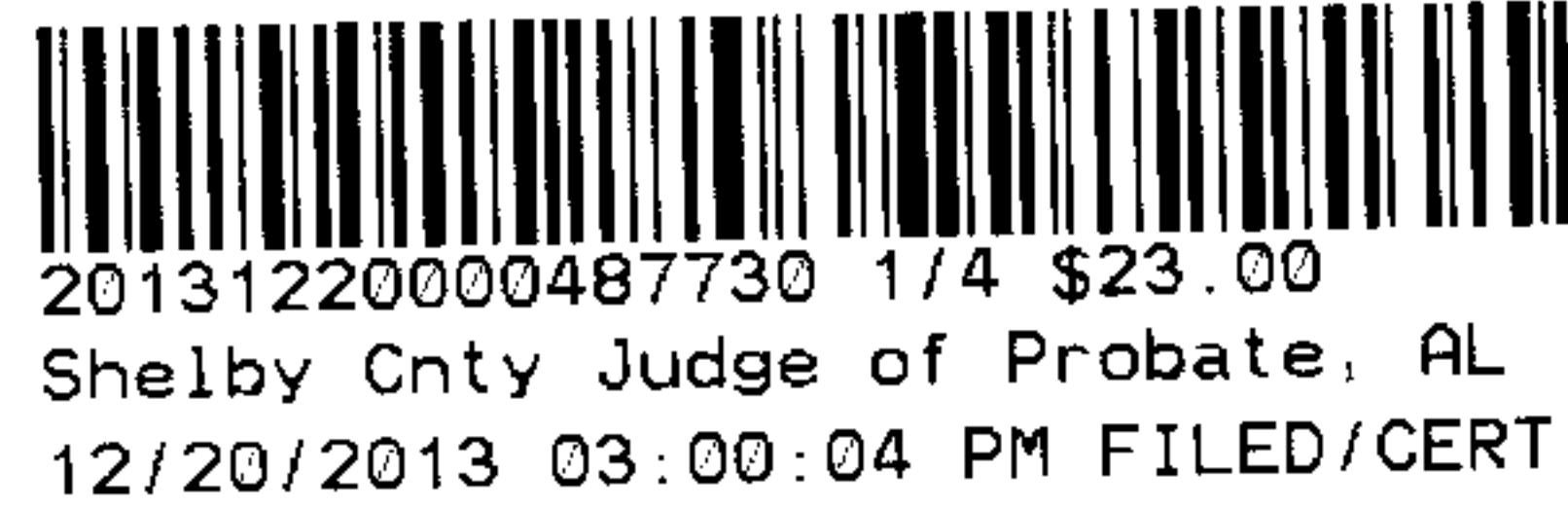


STATE OF ALABAMA

COUNTY OF SHELBY



**ASSIGNMENT AND ASSUMPTION AGREEMENT**

THIS ASSIGNMENT AND ASSUMPTION AGREEMENT (the "Agreement") is made and entered into as of the 10<sup>th</sup> day of December, 2013 (the "Effective Date") by and between FORESITE PARTNERS, LLC, an Alabama limited liability company ("Assignor"), and FORESITE TOWERS TWO, L.L.C., a Nevada limited liability company ("Assignee"), as follows:

**BACKGROUND:**

WHEREAS, Assignor desires to assign to Assignee, and Assignee desires to assume, all of Assignor's rights, duties and obligations in, to and under that certain Tower Lease Agreement dated May 2, 2011 by and between ForeSite Partners, LLC, as Landlord and New Cingular Wireless PCS, LLC, as Tenant, as evidenced by that certain Memorandum of Agreement recorded on August 14, 2012, in **Instrument No. 20120814000300250**, in the Office of the Judge of Probate of Shelby County, Alabama (the "Assigned Contract"), regarding property described on Exhibit A.

NOW, THEREFORE, in consideration of the premises and the mutual covenants and agreements set forth herein, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor and Assignee do hereby agree as follows:

1. Assignor hereby transfers, conveys and assigns to Assignee all of its right, title and interest in, to and under the Assigned Contract.
2. Assignee hereby accepts the foregoing assignment and agrees to pay, perform and discharge all of the duties and obligations of Assignor under the Assigned Contract.
3. This Agreement may be executed in multiple counterparts, each of which shall be deemed an original, and all of which together shall constitute one and the same agreement.

*-The Remainder of This Page is Intentionally Left Blank-*

IN WITNESS WHEREOF, the parties have entered into this Assignment and Assumption Agreement as of the Effective Date.

**ASSIGNOR:**

**FORESITE PARTNERS, LLC**

By: Krista M. Young  
Krista M. Young  
CFO

**ASSIGNEE:**

**FORESITE TOWERS TWO, L.L.C.**

By: Krista M. Young  
Krista M. Young  
CFO

STATE OF ALABAMA )  
:  
SHELBY COUNTY )

I, the undersigned authority, 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 said instrument, she, 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 this the 10<sup>th</sup> day of December, 2013.

(NOTARIAL SEAL)

[Signature]  
Notary Public  
NOTARY PUBLIC STATE OF ALABAMA AT LARGE  
MY COMMISSION EXPIRES: Sept 27, 2014  
BONDED THRU NOTARY PUBLIC UNDERWRITERS

STATE OF ALABAMA )  
:  
SHELBY COUNTY )

I, the undersigned authority, a Notary Public in and for said county in said state, hereby certify that Krista M. Young, whose name as CFO of **FORESITE TOWERS TWO, L.L.C.**, a Nevada 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 said instrument, she, 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 this the 10<sup>th</sup> day of December, 2013.

(NOTARIAL SEAL)

[Signature]  
Notary Public  
NOTARY PUBLIC STATE OF ALABAMA AT LARGE  
MY COMMISSION EXPIRES: Sept 27, 2014  
BONDED THRU NOTARY PUBLIC UNDERWRITERS



Exhibit A

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.

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.

  
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