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Shelby Cnty Judge of Probate, AL
09/29/2014 01:43:09 PM FILED/CERT

Prepared by and Return to:

Rosenberg & Clark, LLC
400 Poydras Street, Suite 1680
New Orleans, LA 70130
Attn: Staci A. Rosenberg
(504) 620-5400

Re: Licensee Cell Site: Maylene
Licensee Fixed Asset No.: 10022149
Licensor Site Name/Business Unit: Payne (Alabaster)/874975
State: Alabama
County: Shelby

**MEMORANDUM
OF
SITE LICENSE ACKNOWLEDGMENT**

THIS MEMORANDUM OF SITE LICENSE ACKNOWLEDGMENT (this "Memorandum") is made this 29th day of July, 2014, and is by and between Global Signal Acquisitions II LLC, a Delaware limited liability company, with an office located at 2000 Corporate Drive, Canonsburg, PA 15317 ("Licensor") and New Cingular Wireless PCS, LLC, a Delaware limited liability company, with an office located at 575 Morogso Drive, NE, Suite 13-F West Tower, Atlanta, GA 30324 ("Licensee").

1. Licensor and Licensee entered into a Site License Acknowledgment on August 5, 1997 (the "SLA"), as may have been amended, for a term of not less than fifteen (15) years ("Revised Term"), pursuant to a Master License Agreement executed as of July 1, 2005, as may have been amended (the "MLA").

2. In consideration of the payments and other obligations of the parties under the MLA and this SLA, Licensor licensed to Licensee the use of a certain portion of property located in Shelby County, State of Alabama (the "Licensed Space"), as more specifically described in Exhibit 1 attached hereto and made a part hereof, together with a non-exclusive license for ingress and egress, extending to a public right of way.

3. The SLA initially commenced on August 1, 1997, with the Revised Term commencing on August 1, 2007, and copies of the MLA and SLA are on file in the offices of Licensor and Licensee.

4. The terms, covenants and provisions of the SLA and the MLA of which this is a Memorandum, shall extend to and be binding upon the respective administrators, successors and assigns of Licensor and Licensee.

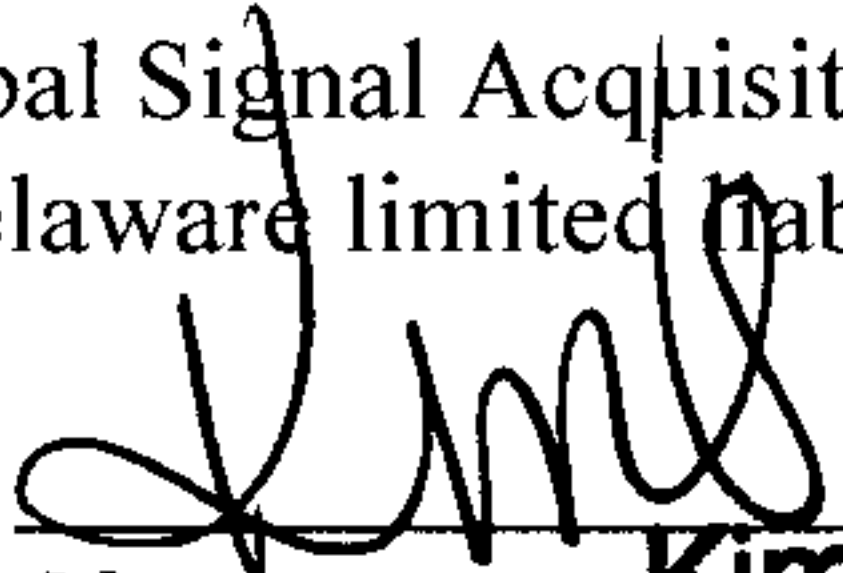
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[SIGNATURES APPEAR ON THE FOLLOWING PAGE]

Shelby County, AL 09/29/2014
State of Alabama
Deed Tax: \$678.00

IN WITNESS WHEREOF, Licensors and Licensee have caused this Memorandum to be duly executed on the day and year first written above.

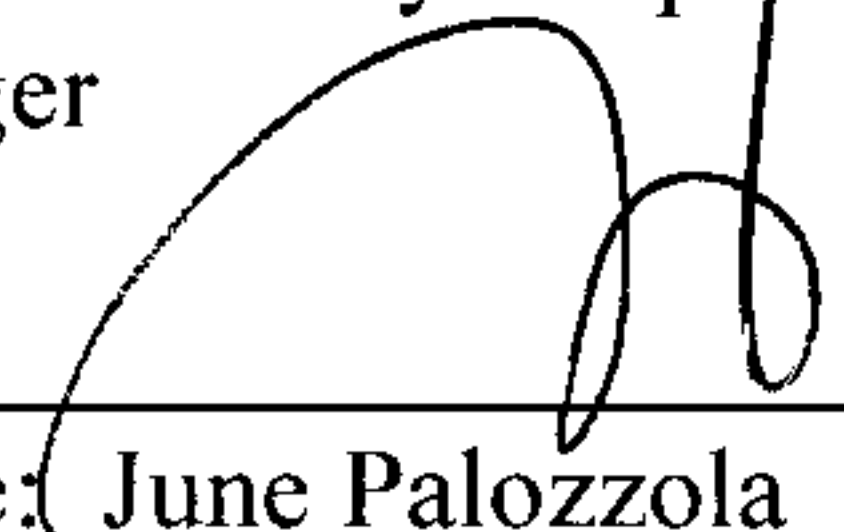
"LICENSOR"

Global Signal Acquisitions II LLC,
a Delaware limited liability company

By: 
Print Name: Kim Springer
Its: Licensing Manager
Date: JUL 29 2014

"LICENSEE"

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

By: AT&T Mobility Corporation
Its: Manager
By: 
Print Name: June Palozzola
Its: Area Manager, Construction & Engrg.
Date: 23 July 2014

[ACKNOWLEDGMENTS APPEAR ON THE NEXT PAGE]

LICENSOR ACKNOWLEDGMENT

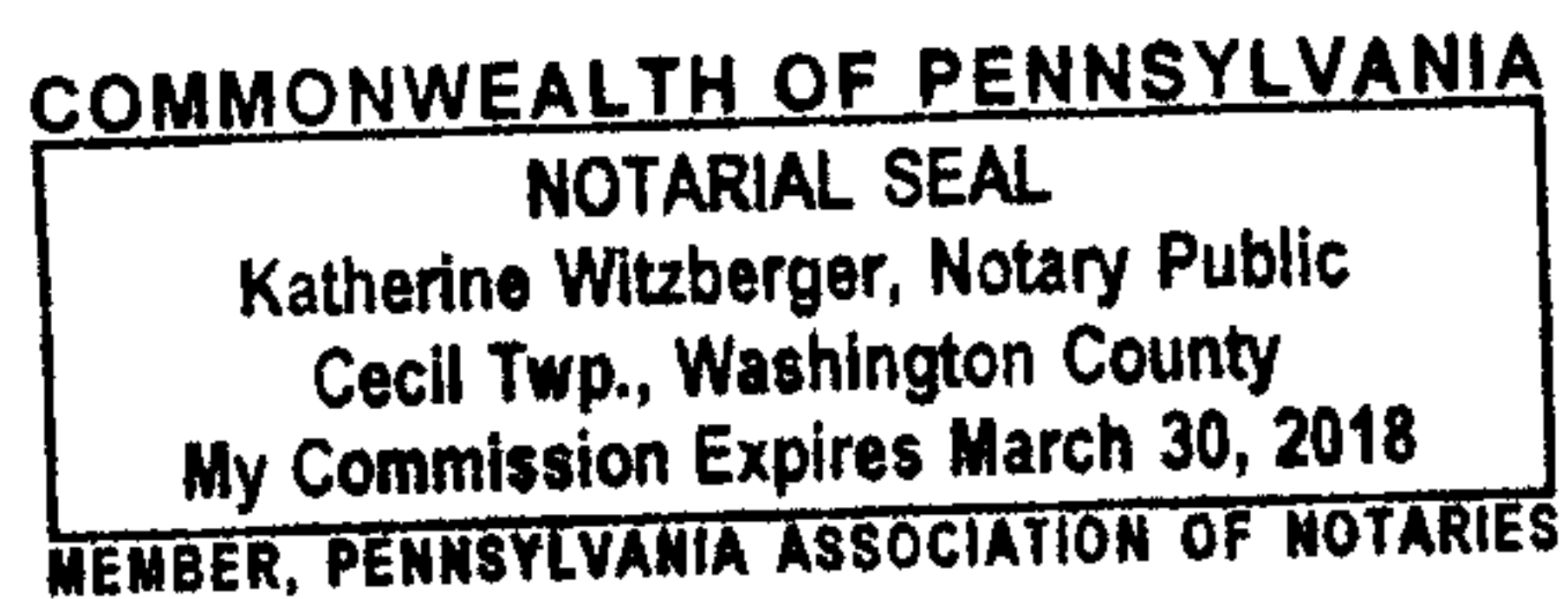
STATE OF Pennsylvania
COUNTY OF Washington

I, Katherine Witzberger, a Notary Public in and for said County in said State, hereby certify that Kim Springer, whose name as Licensing Manager of Global Signal Acquisitions II 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, he/she, as such representative and with full authority, executed the same voluntarily for and as the act of said limited liability company.

Given under my hand and seal this 29th day of July, 2014.

Katherine Witzberger
Signature of Notary Public
Print Name: Katherine Witzberger
Notary/Bar No.: _____
My Commission Expires: 3.30.2018

[NOTARIAL SEAL]

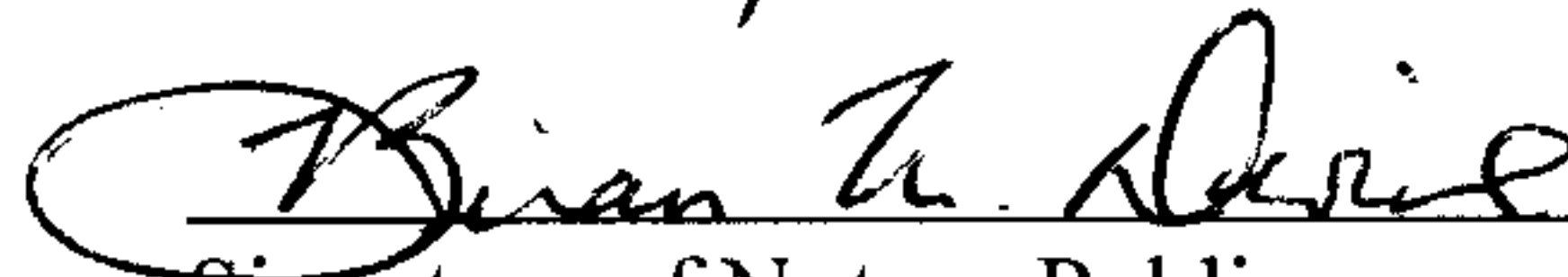


LICENSEE ACKNOWLEDGMENT

STATE OF GEORGIA
COUNTY OF COBB

I, BRIAN M. DEVINE, a Notary Public in and for said County in said State, hereby certify that JUNE PALAZOLA, 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 representative and with full authority, executed the same voluntarily for and as the act of said limited liability company.

Given under my hand and seal this 23 day of JULY, 2014.



Signature of Notary Public
Print Name: BRIAN M. DEVINE
Notary/Bar No.: _____
My Commission Expires: 5/12/2018

[NOTARIAL SEAL]



EXHIBIT 1

DESCRIPTION OF LICENSEE'S GROUND SPACE

Page 1 of 2


Licensee's Ground Space comprises of two separate spaces with the dimensions of 12'x28' for shelter and 5'6"x11' for generator spaces that are within a certain parcel of land being a portion of the larger parcel of land described below, together with a non-exclusive right of ingress and egress by foot or motor vehicle, as also described below:

Payne (Alabaster) Site:

A parcel of land located in the County of Shelby, State of Alabama, bearing the municipal address of 546 Kent Dairy Road, Alabaster, AL 35007 and the coordinates of Latitude: 33|12|46.00 and Longitude 086|51|11.00

To be supplemented with a metes and bounds description if available

Licensee Site Name: Maylene
Licensee Fixed Asset No.: 10022149
Licensor Site Name/Site Number: Hwy 331/874326


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