

Official RecordRecording Requested By
LAWYERS TITLE INSURANCE CEureka County - NV
Mike Rebaleati - Recorder

Fee: \$42.00

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RPTT: \$0.00

Recorded By FS

Book- 0501 Page- 0059



0215228

**RECORDED AT THE REQUEST OF
AND WHEN RECORDED RETURN TO:**Mobilitie Investments II, LLC
660 Newport Center Drive, # 200
Newport Beach, CA 92660

Tax Map # 04-290-08

MEMORANDUM OF ASSIGNMENT AND SITE LEASE AGREEMENT

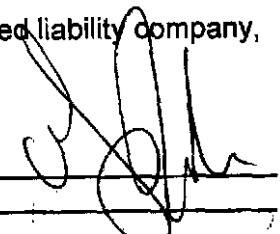
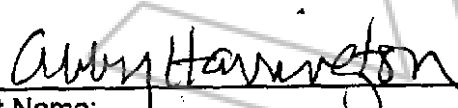
This Memorandum of Assignment and Site Lease Agreement is made as of the latter signature date hereof (the "Effective Date") by and between Mobilitie Investments II, LLC, with an office at 660 Newport Center Drive, Suite 200, Newport Beach, CA 92660 (hereinafter referred to as "Mobilitie") and T-Mobile West Corporation, with an office at 1755 Creekside Oaks Drive, Suite 190, Sacramento, CA 95833 (hereinafter referred to as "Carrier" and as defined in the Master Lease Agreement).


1. Pursuant to an Assignment of Prime Lease Agreement ("Assignment") dated the ^{30th} day of ~~November~~, 2009, Carrier assigned to Mobilitie all of its rights, title and interest, in, under and to that certain Communications Lease Agreement dated November 12, 2008 by and between Nevada Land and Resource Company, LLC, a Nevada limited liability company, as landlord, and T-Mobile West Corporation successor-in-interest to Omnipoint Communications, Inc., a Delaware corporation, dba T-Mobile USA, as tenant (the "Lease") for the premises ("Premises") more particularly set forth in the Lease and more fully described in Attachment 1 annexed hereto.
2. Mobilitie and Carrier entered into a Site Lease Agreement ("SLA") on the ^{30th} day of ~~November~~, 2009 for the purpose of installing, operating and maintaining a radio communications facility and other improvements at the Premises. All of the foregoing are set forth in the SLA.
3. The initial term of the SLA is for nine (9) years commencing on the Site Lease Commencement Date (as defined pursuant to the SLA). Carrier has four (4) successive five (5) year options to renew. If all options to renew are exercised, the term of this SLA will expire twenty-nine (29) years after the Site Lease Commencement Date.
4. This Memorandum of Assignment and Site Lease Agreement has been prepared to provide notice that the Premises are subject to the terms and conditions of the Assignment, the Lease and the SLA.
5. This Memorandum of Assignment and Site Lease Agreement is not intended to amend or modify, and shall not be deemed or construed as amending or modifying, any of the terms, conditions or provisions of the Assignment, the Lease or the SLA. In the event of a conflict between the provisions of this Memorandum of Assignment and Site Lease Agreement and the provisions of the Assignment or the Lease or the SLA, the provisions of the Assignment, the Lease or SLA shall control.

11776326

Site Name: SN125 Marys MTN NLR
Site ID: 2NV31696

IN WITNESS WHEREOF, the parties have executed this Memorandum of Assignment and Site Lease Agreement as of the latter signature date below.

MOBILITIE INVESTMENTS II, LLC, a Delaware limited liability company	CARRIER: T-MOBILE WEST CORPORATION
By: Mobilitie, LLC, a Nevada limited liability company, its Manager	
By: 	By: 
Print Name: _____	Print Name: Abby Harrington
Title: _____	Title: Director, National Siting Policy
Date: NOV 11 2009	Date: NOV 30 2009


T-Mobile Lease Approval
Melanie Kley



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State of California
County of Orange

On Nov. 11, 2009 before me, Erika Akason, a Notary Public, personally appeared Gary Tabara

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument, and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature Erika Akason



(Seal)

STATE OF WASHINGTON

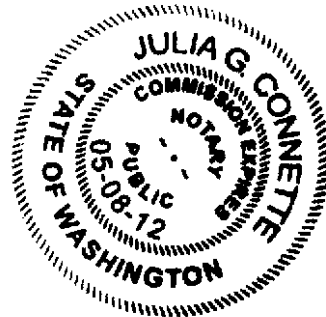
COUNTY OF KING

On 11/30/09 before me, Julia G. Connette, a Notary Public, personally appeared Abby Harrington

personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Signature Julia G. Connette



(Seal)



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MEMORANDUM OF ASSIGNMENT AND SITE LEASE AGREEMENT

ATTACHMENT 1

LEGAL DESCRIPTION OF SITE

Township 33 North, Range 51 East MDB&M

Section 29

All

Eureka County APN 04-290-08

651.60 acres



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