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SUBMITTED: Old Republic Title RIS

FILED SARPY COUNTY NEBRASKA
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Clay J. Rowling
REGISTER OF DEEDS


THIS DOCUMENT PREPARED BY:

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DYKEMA GOSSETT PLLC
Nicholas J. Winters, Esq.
39577 Woodward Avenue, Suite 300
Bloomfield Hills, Michigan 48304-5086

AFTER RECORDING, RETURN TO:

WHEN RECORDED RETURN TO:
OLD REPUBLIC TITLE
ATTORNEY-IN-FACT
530 SOUTH MAIN STREET
AKRON, OH 44311

01-14062539 mac

MEMORANDUM OF AGREEMENT REGARDING GROUND LEASE

See Exhibit "A" for Legal Description

This Memorandum of Agreement Regarding Ground Lease (this "Memorandum") is made this 16th day of October, 2014, by and between **GLOBAL SIGNAL ACQUISITIONS IV LLC**, a Delaware limited liability company ("Landlord"), whose mailing address is c/o Crown Castle USA Inc., E. Blake Hawk, General Counsel, Attn: Legal – Real Estate Department, 2000 Corporate Drive, Canonsburg, PA 15317, and **STC FIVE LLC**, a Delaware limited liability company ("Tenant"), by and through its attorney-in-fact, Global Signal Acquisitions II LLC, a Delaware limited liability company, whose mailing address is c/o Crown Castle USA Inc., E. Blake Hawk, General Counsel, Attn: Legal – Real Estate Department, 2000 Corporate Drive, Canonsburg, PA 15317.

RECITALS

WHEREAS, Landlord and Tenant are the current parties under that certain PCS Site Agreement dated June 22, 2000, originally by and between Sprint Spectrum L.P., a Delaware limited partnership ("Sprint"), as tenant, and Southroads Shopping Center Limited Liability Company, a Delaware limited liability company ("Southroads"), as landlord, a memorandum of which was recorded on November 20, 2001 as Instrument Number 2001-38432 with the Sarpy County Register of Deeds, as amended by that certain First Amendment to PCS Site Agreement

dated August 13, 2012, a memorandum of which was recorded on August 28, 2012 as Instrument Number 2012-26042 with the Sarpy County Register of Deeds (as amended, the "Lease");

WHEREAS, Tenant is the successor in interest to Sprint under the Lease;

WHEREAS, the Lease applies to property owned in fee by Steven W. Seline, George H. Krauss, Bradley A. Tribulato and Joseph Mandolfo, as Co-Trustees of the Baer Family Irrevocable Life Insurance Trust I dated May 5, 1994 (collectively, "Baer Trust");

WHEREAS, the Lease was assigned by Southroads and Baer Trust to Landlord pursuant to that certain Grant of Easement and Assignment of Lease dated October 16, 2014 and recorded on October 22, 2014 as Instrument Number 2014-23622 with the Sarpy Register of Deeds;

WHEREAS, the parties have modified the terms of the Lease by that certain Agreement Regarding Ground Lease dated the same date as this Memorandum, by and between Landlord and Tenant, and wish to provide record notice of the same (hereafter, the Lease is referred to as the "Lease") and the status of certain rights and interests thereunder through the recording of this Memorandum with the Sarpy County Register of Deeds; and

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

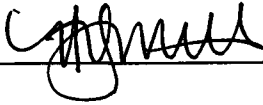
OPERATIVE PROVISIONS

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

1. The recitals hereinabove are true and correct and are incorporated herein by this reference.
2. The Lease commenced on June 22, 2000 and will expire on June 21, 2045.
3. The parties consent to the recording of this Memorandum in the public records of the county in which the Leased Premises 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 instrument.

LANDLORD:

GLOBAL SIGNAL ACQUISITIONS IV LLC,
a Delaware limited liability company

By: 

Name: Helen Smith

Title: Real Estate Transaction Manager

Date: 10/16/14

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: Helen Smith
Real Estate Transaction Manager

Title: _____

Date: 10/16/14

ACKNOWLEDGEMENT

STATE OF TEXAS)
) SS
COUNTY OF HARRIS)

On this, the 16 day of October, 2014, before me Caren Shaughnessy, Notary Public, the undersigned officer, personally appeared Helen Smith, who acknowledged him/herself to be the PET mgr. of Global Signal Acquisitions IV LLC, a Delaware limited liability company, and that he/she, being authorized to do so, executed the foregoing Memorandum of Agreement Regarding Ground Lease for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Caren Shaughnessy
Caren Shaughnessy
Notary Public, State of Texas, County of Harris



My Commission Expires: 3.19.18

ACKNOWLEDGEMENT

STATE OF TEXAS)
) SS
COUNTY OF HARRIS)

On this, the 16 day of October, 2014, before me Caren Shaughnessy, Notary Public, the undersigned officer, personally appeared Helen Smith, who acknowledged him/herself to be the PET Mgr. of Global Signal Acquisitions II LLC, a Delaware limited liability company, the Attorney-in-fact for STC Five LLC, a Delaware limited liability company, and that he/she, being authorized to do so, executed the foregoing Memorandum of Agreement Regarding Ground Lease for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Caren Shaughnessy
Caren Shaughnessy
Notary Public, State of Texas, County of Harris



My Commission Expires: 3.19.18

EXHIBIT "A"

LEGAL DESCRIPTION OF LEASED PREMISES

A 50 foot by 50 foot lease area, situated in part of Section 14, Township 14 North, Range 13 East, in Sarpy County, Nebraska, more particularly described as follows:

COMMENCING at the Northwest Corner Lot 13, LAWNDALE; thence South 52°27'55" West, a distance of 15.00 feet (Found 3/4" Pinch Pipe); thence South 37°32'05" East, a distance of 95.29 feet; thence South 53°38'43" West, a distance of 24.38 feet to the POINT OF BEGINNING; thence South 36°21'17" East, a distance of 50.00 feet; thence South 53°38'43" West, a distance of 50.00 feet; thence North 36°21'17" West, a distance of 50.00 feet; thence North 53°38'43" East, a distance of 50.00 feet to the POINT OF BEGINNING. Containing 2,500 square feet (0.05± acres).

Together with the following non-exclusive easement for access and utilities:

A 20 foot wide Non-Exclusive Access/Utility Easement, situated in part of Section 14, Township 14 North, Range 13 East, in Sarpy County, Nebraska, lying 10.00 feet on each side of the following described centerline:

COMMENCING at the Northwest Corner Lot 13, LAWNDALE; thence South 52°27'55" West, a distance of 15.00 feet (Found 3/4" Pinch Pipe); thence South 37°32'05" East, a distance of 95.29 feet; thence South 53°38'43" West, a distance of 84.38 feet to the POINT OF BEGINNING of said centerline; thence South 36°21'17" East, a distance of 40.88 feet; thence South 53°38'43" West, a distance of 29.69 feet; thence South 68°00'54" West, a distance of 291.67 feet; thence South 86°24'58" West, a distance of 253.96 feet; thence South 02°36'12" East, a distance of 44.94 feet to the North Right of Way line of CHILDS ROAD (Public Right of Way) as it currently exists and the POINT OF TERMINATION. Containing 13,223 square feet (0.30± acres).

Part of Tax Parcel Identification Number: 010508732

Common Address: 1001 Fort Crook Road N., Bellevue, Nebraska 68005