

PREPARED BY AND  
WHEN RECORDED MAIL TO:

Joshua L. Wade  
c/o Wireless Capital Partners, LLC  
11900 Olympic Boulevard, Suite 400  
Los Angeles, California 90064  
Attention: Title Department  
Asset# 428585

18583621

**2014-11158**  
RECORDER JOHN SCIORTINO  
POTTAWATTAMIE COUNTY, IA  
FILE TIME: 09/16/2014 09:35:25 AM  
REC: 25.00AUD: T TAX:  
RMA: 1.00ECM: 1.00

MEMORANDUM OF PURCHASE AND SALE OF LEASE AND SUCCESSOR LEASE AGREEMENT

This Memorandum of Purchase and Sale of Lease and Successor Lease Agreement (this "Memorandum") is made as of the later of the dates set forth below the signatures to this Memorandum (such date, the "Effective Date"), between 405 West Broadway LLC, an Iowa limited liability company ("Landlord"), and Valentine Capital, LLC, a Delaware limited liability company ("Buyer").

A. Landlord, as lessor, and USCOC of Greater Iowa, Inc. a Pennsylvania corporation, doing business as U.S. Cellular ("Tenant"), as lessee, are parties to the lease described on Schedule A, attached hereto and incorporated herein by reference (as amended or supplemented, the "Lease"), with respect to the premises therein described (the "Premises"). The Premises form a part of the real property described on Schedule B, attached hereto.

B. Landlord and Buyer are parties to a Purchase and Sale of Lease and Successor Lease Agreement (the "Agreement"), dated as of the Effective Date, pursuant to which Landlord has, among other things, sold and assigned to Buyer, all of Landlord's right, title and interest in, under, and to the Lease. The parties hereto desire to execute this Memorandum to provide constructive notice of the existence of the Lease and the Agreement, and of Buyer's rights under the Agreement (all capitalized terms used herein, but not otherwise defined, shall have the meanings ascribed thereto in the Agreement).

For good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, the parties hereto acknowledge and/or agree as follows:

Landlord has leased the Premises to Tenant and the expiration date of the Lease (taking into account all options in favor of the Tenant to extend the term of the Lease) occurs on or about July 31, 2039. As of the Effective Date, Landlord has sold and assigned, and hereby does sell and assign, all of its right, title and interest in and to the Lease to Buyer, on the terms and subject to the conditions set forth in the Agreement. Additionally, pursuant to the Agreement, Landlord has, and hereby does, lease the Premises to Buyer on the terms and subject to the conditions set forth in the Agreement pertaining to the Successor Lease. The Successor Lease is for a term commencing upon the expiration or termination of the Lease and ending on the Reversion Date.

The terms and conditions of the Lease and the Agreement are hereby incorporated herein by reference as if set forth herein in full. Copies of the Lease and the Agreement are maintained by Buyer at the address of Buyer above and are available to interested parties upon request. This Memorandum has been duly executed by the undersigned as of the Effective Date.

[Signatures Appear on the Following Page]

Landlord:

405 West Broadway Limited Liability Company,  
a Iowa limited liability company

By: NuStyle Investment Corporation, a Nebraska  
corporation, its managing member

By: [Signature]  
Name: Todd Heistand  
Title: President

Date: 7/11/14

STATE OF NE )  
COUNTY OF DOUGLAS )

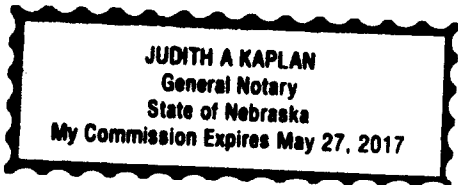
On 7/11/14, before me, JUDITH A. KAPLAN Notary Public, personally appeared TODD HEISTAND who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he/she executed the same in his authorized capacity, and that by his/her signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

I certify under penalty of perjury under the laws of the State of NE that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

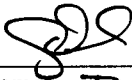
Signature [Signature] (Seal)

[Signatures Continue on the Following Page]



Buyer:


VALENTINE CAPITAL, LLC,  
a Delaware limited liability company

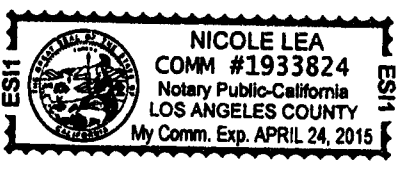
By:   
Name: Joshua L. Wade  
Title: Authorized Signatory  
Date: 8/6/2014

STATE OF CALIFORNIA     )  
  )  
COUNTY OF LOS ANGELES    )

On 8/6/14, before me, **Nicole Lea**, a Notary Public, personally appeared Joshua L. Wade, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he/she executed the same in his/her authorized capacity, and that by his/her signature on the instrument the person, or the entity upon behalf of which the person 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  (Seal)



Schedule A

Lease Description

That certain Facilities Space Lease dated April 23, 2004, by and between 405 WEST BROADWAY LLC, an Iowa limited liability company, whose address is 16910 Frances St., Ste. 200 Omaha, NE 68130 ("Landlord") and USCOC of Greater Iowa, Inc., a Pennsylvania corporation ("Tenant"), whose address is P.O. Box 628010, Middleton, WI 53562, for the property located at 405 West Broadway, Council Bluffs, IA 51503, a Memorandum of which was recorded in the Pottawattamie County, Iowa Recorder's Office on January 6, 2011 as instrument no. 2011-000206.

Schedule B

Legal Description

An interest in land, said interest being over a portion of the following described parent parcel:

Lots 1 and 2, in Keller and Bennett's Subdivision of Lot 176 in the Original Plat of Council Bluffs, Pottawattamie County, Iowa, and the vacated Westerly 4 inches of Fourth Street from the Southerly line of Broadway to the Northerly line of the first alley South of Keller and Bennett's Subdivision.

AND BEING the same property conveyed to 405 West Broadway Limited Liability Company, an Iowa limited liability company from Pottawattamie County Development Corporation, an Iowa corporation by Warranty Deed dated November 28, 2000 and recorded December 04, 2000 in Deed Book 101, Page 26934.

Tax Parcel No. 754436202010