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RICHARD N. TAKECHI
REGISTER OF DEEDS
DOUGLAS COUNTY, NE

THIS INSTRUMENT DRAFTED BY,
FILED FOR RECORD AT REQUEST OF
AND WHEN RECORDED RETURN TO:
U S WEST NewVector Group, Inc.
Attn: Real Estate Dept.
Westwood Lake Office Park
8401 Wayzata Blvd., Suite 110
St. Louis Park, MN 55426

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MEMORANDUM OF OPTION AND LEASE

This Memorandum dated this 6th day of February, 1997, by and between West Pacific Self Storage Limited Partnership, a Nebraska Limited Partnership, 8710 Frederick, Omaha, Nebraska 68124 (hereinafter "Lessor") and Omaha Cellular Telephone Company, a General Partnership, by US WEST NewVector Group, Inc., as Managing General Partner, 3350 161st Avenue S.E., P.O. Box 91211, Bellevue, Washington 98009-9211 (hereinafter "Lessee"), is a record of that Option and Lease Agreement (hereinafter "Agreement") between Lessor and Lessee dated February 6, 1997, which Agreement includes in part the following terms:

1. Leased Premises. The Agreement pertains to real property which is described in Exhibit "A" (hereinafter "Property"), which is attached hereto and incorporated herein by this reference.

2. Term of Agreement and Options to Extend. The initial term of the Agreement is for a four-year (4) period commencing on the date the Option is exercised by Lessee. Lessee has options to extend the Agreement term for four (4) consecutive five-year (5) periods.

3. Successors and Assigns. The terms, covenants and provisions of the Agreement extend to and are binding upon the respective executors, administrators, heirs, successors and assigns of Lessor and Lessee.

4. Ratification of Lease. The parties by this Memorandum intend to record a reference to the Agreement and do hereby ratify and confirm all of the terms and conditions of the Agreement and do hereby declare that the real property described in Exhibit "A" attached hereto is in all respects subject to all of the applicable provisions contained in the Agreement.

LESSOR: West Pacific Self Storage Limited Partnership

By: *N.P. Dodge Investments, Inc., General Partner*

By: *N.P. Dodge*
President

Its: _____

By: _____

Its: _____

LESSEE: Omaha Cellular Telephone Company
by U S WEST NewVector Group, Inc.,
as Managing General Partner

By: *Ronald W. Smith*

Its: Corporate Real Estate Manager

ACKNOWLEDGMENT

STATE OF Nebraska)
) ss.
COUNTY OF Douglas)

On this 30th day of January, 1997, before me, the foregoing instrument was acknowledged by N. P. Dodge, Jr. as President of N.P. Dodge Investments, Inc. the General Partner of West Pacific Self Storage Limited Partnership, a Nebraska Limited Partnership.

GIVEN under my hand and official seal this 30th day of January, 1997.

Emilie M. Stokes
Notary Public in and for the State of Nebraska
residing at 15435 Blackwell Drive, Omaha, No.
My appointment expires: Nov. 26, 2000



NOTARIAL SEAL AFFIXED
REGISTER OF DEEDS

ACKNOWLEDGMENT

STATE OF WASHINGTON)
) ss.
COUNTY OF KING)

The foregoing instrument was acknowledged before me this 10 day of February, 1997, by Ronald V. Smith, as Corporate Real Estate Manager of Omaha Cellular Telephone Company, by US WEST NewVector Group, Inc., as Managing General Partner, on behalf of the partnership.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year first above written.

William A. Ewald
Notary Public in and for the State of Washington
residing at King W.
My appointment expires: 12-20-99



NOTARIAL SEAL AFFIXED
REGISTER OF DEEDS

OMA BOB-1

EXHIBIT A

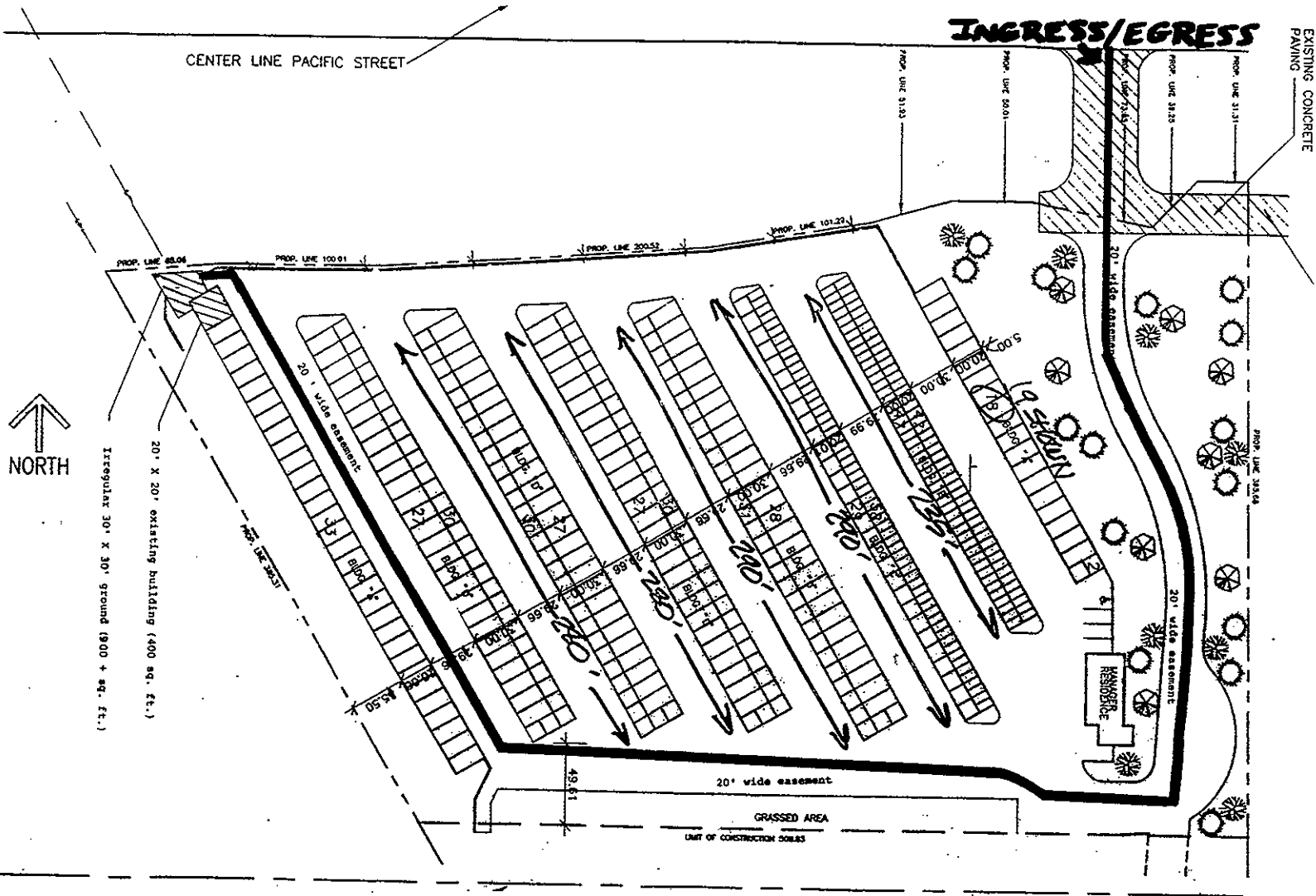
Property Description:

Lot 1, Block 28, Pacific Heights, an addition to the City of Omaha, as surveyed, platted and recorded in Douglas County, Nebraska, Except that part deeded to the County of Douglas, Nebraska, described as follows: Referring to the Northeast corner of said Lot; thence South $02^{\circ}55'25''$ East (assumed bearing) along the East line of said Lot 1, a distance of 69.01 feet; thence South $87^{\circ}46'40''$ West a distance of 31.31 feet; thence South $42^{\circ}16'16''$ West, a distance of 39.24 feet; thence North $81^{\circ}17'33''$ West, a distance of 73.84 feet; thence South $87^{\circ}46'40''$ West, a distance of 50.0 feet; thence South $72^{\circ}08'08''$ West a distance of 51.92 feet; thence South $78^{\circ}41'15''$ West, a distance of 101.27 feet; thence South $83^{\circ}46'40''$ West, a distance of 200.49 feet; thence South $87^{\circ}46'40''$, a distance of 100.0 feet; thence South $83^{\circ}12'14''$ West, a distance of 68.05 feet to a point on the West line of said Lot 1; thence North $32^{\circ}40'20''$ West along said West lot line, a distance of 153.61 feet to a point on the South right of way line of Pacific Street; thence North $87^{\circ}46'40''$ East along said South right of way line, a distance of 776.15 feet to the point of beginning.

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EXHIBIT B

Premises Description:



OMA BOB-1

EXHIBIT B

Premises Description:

LEGAL DESCRIPTION
LEASE AREA

Part of Lot 1, Block 28, Pacific Heights, a subdivision located in the NE ¼ of Section 27, Township 15 North, Range 11 East of the 6th P.M., Douglas County, Nebraska, more particularly described as follows:

Commencing at the Northwest corner of said Lot 1, Block 28, Pacific Heights; thence S32°40'00"E (assumed bearing) along the West line of said Lot 1, Block 28, Pacific Heights, said line also being the East right-of-way line of the Union Pacific Railroad, a distance of 153.61 feet to the point of intersection on the South right-of-way line of Pacific Street and said East right-of-way line of the Union Pacific Railroad; thence N83°11'19"E along said South right-of-way line of Pacific Street, a distance of 18.66 feet to the point of beginning; thence continuing N83°11'19"E along said South right-of-way line of Pacific Street, a distance of 33.34 feet; thence S32°40'00"E, a distance of 18.93 feet; thence N57°36'21"E, a distance of 9.88 feet; thence S32°34'23"E, a distance of 20.00 feet; thence S57°36'20"W, a distance of 19.79 feet; thence N32°29'51"W, a distance of 10.35 feet; thence S57°20'00"W, a distance of 20.09 feet; thence N32°40'00"W, a distance of 43.07 feet to the point of beginning.

EXHIBIT B

Premises Description:

LEGAL DESCRIPTION
EGRESS & INGRESS EASEMENT

An Ingress and Egress Easement located in part of Lot 1, Block 28, Pacific Heights, a subdivision located in the NE ¼ of Section 27, Township 15 North, Range 11 East of the 6th P.M., Douglas County, Nebraska, more particularly described as follows:

Commencing at the Northeast corner of said Lot 1, Block 28, Pacific Heights; thence S87°45'59"W (assumed bearing) along the North line of said Lot 1, Block 28, Pacific Heights, a distance of 78.37 feet; thence S02°14'01"E, a distance of 93.06 feet to a point on the South right-of-way line of Pacific Street, said point also being the point of beginning; thence Southeasterly on a curve to the left with a radius of 2633.64 feet, a distance of 23.57 feet, said curve having a long chord which bears S08°12'56"E, a distance of 23.57 feet; thence S03°35'25"E, a distance of 23.86 feet; thence Southeasterly on a curve to the left with a radius of 187.27 feet, a distance of 113.57 feet, said curve having a long chord which bears S15°09'35"E, a distance of 111.84 feet; thence Southeasterly on a curve to the right with a radius of 187.70 feet, a distance of 97.95 feet, said curve having a long chord which bears S15°51'44"E, a distance of 96.84 feet; thence Southwesterly on a curve to the right with a radius of 121.97 feet a distance of 95.98 feet, said curve having a long chord which bears S04°27'32"W, a distance of 93.52 feet; thence Southwesterly on a curve to the right with a radius of 59.67 feet, a distance of 54.03 feet, said curve having a long chord which bears S75°01'21"W, a distance of 52.20 feet; thence N79°36'38"W, a distance of 44.70 feet; thence S87°49'33"W, a distance of 315.66 feet; thence N32°35'06"W, a distance of 333.52 feet; thence S57°25'37"W, a distance of 4.56 feet; thence N32°34'23"W, a distance of 14.63 feet; thence S57°36'21"W, a distance of 9.88 feet; thence N32°40'00"W, a distance of 18.93 feet to a point on said South right-of-way line of Pacific Street; thence N83°11'19"E along said South right-of-way line of Pacific Street, a distance of 16.06 feet; thence N87°45'54"E along said South right-of-way line of Pacific Street, a distance of 23.18 feet; thence S32°35'06"E, a distance of 336.97 feet; thence N87°49'33"E, a distance of 304.20 feet; thence S80°09'27"E, a distance of 50.01 feet; thence Northeasterly on a curve to the left with a radius of 39.67 feet, a distance of 31.45 feet, said curve having a long chord which bears N77°09'07"E, a distance of 30.64 feet; thence Northeasterly on a curve to the left with a radius of 101.97 feet, a distance of 79.06 feet, said curve having a long chord which bears N02°27'20"E, a distance of 77.09 feet; thence Northwesterly on a curve to the left with a radius of 167.70 feet, a distance of 90.30 feet, said curve having a long chord which bears N15°17'18"W, a distance of 89.22 feet; thence Northwesterly on a curve to the right with a radius of 207.27 feet, a distance of 124.35 feet, said curve having a long chord which bears N15°15'35"W, a distance of 122.49 feet; thence N03°35'25"W, a distance of 22.02 feet; thence Northwesterly on a curve to the right with a radius of 2653.64 feet, a distance of 28.87 feet; said curve having a long chord which bears N08°08'31"W, a distance of 28.87 feet to a point on said South right-of-way line of Pacific Street; thence S81°18'25"E, along said South right-of-way line of Pacific Street, a distance of 20.87 feet to the point of beginning.