

\$25.50

Dan Joltz

INST. NO 99

REGISTER OF DEEDS

1999 OCT -7 P 4:38 054365

MKT: NXP/OMA
SITE #: NE-036P-C

ENTERED

ENTERED

MEMORANDUM OF AGREEMENT

This Memorandum of Agreement is entered into on this 27th day of September, 1999, by and between W. JEAN OELLING, Trustee of the "W. Jean Oelling Revocable Living Trust", residing at 400 West Wittstruck Road, Roca, NE 68430, (hereinafter referred to as "Lessor") and Nextel WIP Lease Corp., a Delaware corporation with an office at 4500 Carillon Point, Kirkland, WA 98033, (hereinafter referred to as "Lessee").

1. Lessor and Lessee entered into a Communications Site Lease Agreement (Ground/Guy Tower) ("Agreement") on the 27th day of September 1999, for the purpose of installing, operating and maintaining a radio communications facility and other improvements. All of the foregoing are set forth in the Agreement.
2. The term of the Agreement is for five (5) years commencing upon the commencement of construction or twelve (12) months from the date when Lessee executes this Agreement, whichever first occurs ("Commencement Date"), and terminating on the fifth anniversary of the Commencement Date with four (4) successive five (5) year options to renew.
3. The Land which is the subject of the Agreement is described in Exhibit A annexed hereto. The portion of the Land being leased to Lessee (the "Premises") is described in Exhibit B annexed hereto.
4. Lessor grants to Lessee easements across the Land for access to install, repair and maintain guy wires, guy anchors and guy enclosures ("Azimuth Easements"). Such Azimuth Easements shall encompass that area of the Land, the width and length of which shall be sufficient for the construction of Lessee Facilities, and as more fully described in Exhibit B annexed hereto. Lessor acknowledges that the right of access to the Azimuth Easements shall include the right by Lessee to clear any underbrush or vegetation adjacent to the Azimuth Easements which may block access to the Azimuth Easements.

The Azimuth Easements granted herein shall run with the Land and be appurtenant to and for the benefit of the Premises, and shall be coterminous with this Agreement. Lessor shall not use nor permit its employees, agents, successors or assigns, or any future lessee to use the Land in any manner which interferes with Lessee's use of the Azimuth Easements. The benefits and obligations of the Azimuth Easements shall be a covenant running with the Land and shall inure to and be binding upon the successors, assigns and heirs of the parties.

CLERK: Please return this document to:

Nextel WIP Lease Corp.
4500 Carillon Point
Kirkland, WA 98033
Attention: Property Manager

MKT: NXP/OMA
SITE #: NE-036P-C

IN WITNESS WHEREOF, the parties have executed this Memorandum of Agreement as of the day and year first above written.

LESSOR:

W. JEAN OELLING REVOCABLE TRUST

By: W. Jean Oelling

Name: W. Jean Oelling

Title: Trustee

Date: 8-3-99

LESSEE:

Nextel WIP Lease Corp.

By: Donald J. Manning

Name: Donald J. Manning
Vice President

Title: _____

Date: 9/29/99

STATE OF NEBRASKA)

COUNTY OF Lancaster)^{SS.}

The foregoing instrument was acknowledge before me this 8/3/99 by W. Jean Oelling.



My commission expires:

1/6/01

Christine Schad
Notary Public

MKT: NXP/OMA
SITE #: NE-036P-C

STATE OF WASHINGTON)

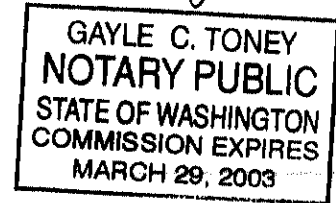
COUNTY OF KING) SS.

The foregoing instrument was acknowledged before me ^{on} 9/29/99 by
Donald J. Manning, Vice Pres. of Nextel WIP Lease Corp.
a Delaware corporation, on behalf of the corporation.

Gayle C. Toney
Notary Public

My commission expires:

3/29/03



MKT: NXP/OMA
SITE #: NE-036P-C

EXHIBIT A

DESCRIPTION OF LAND

to the Agreement dated 9/29, 1999, by and between W. JEAN OELLING, Trustee of the "W. Jean Oelling Revocable Living Trust", as Lessor, and Nextel WIP Lease Corp., a Delaware corporation, as Lessee.

The Land is situated in the County of Lancaster, State of Nebraska, being more particularly described and/or depicted as follows:

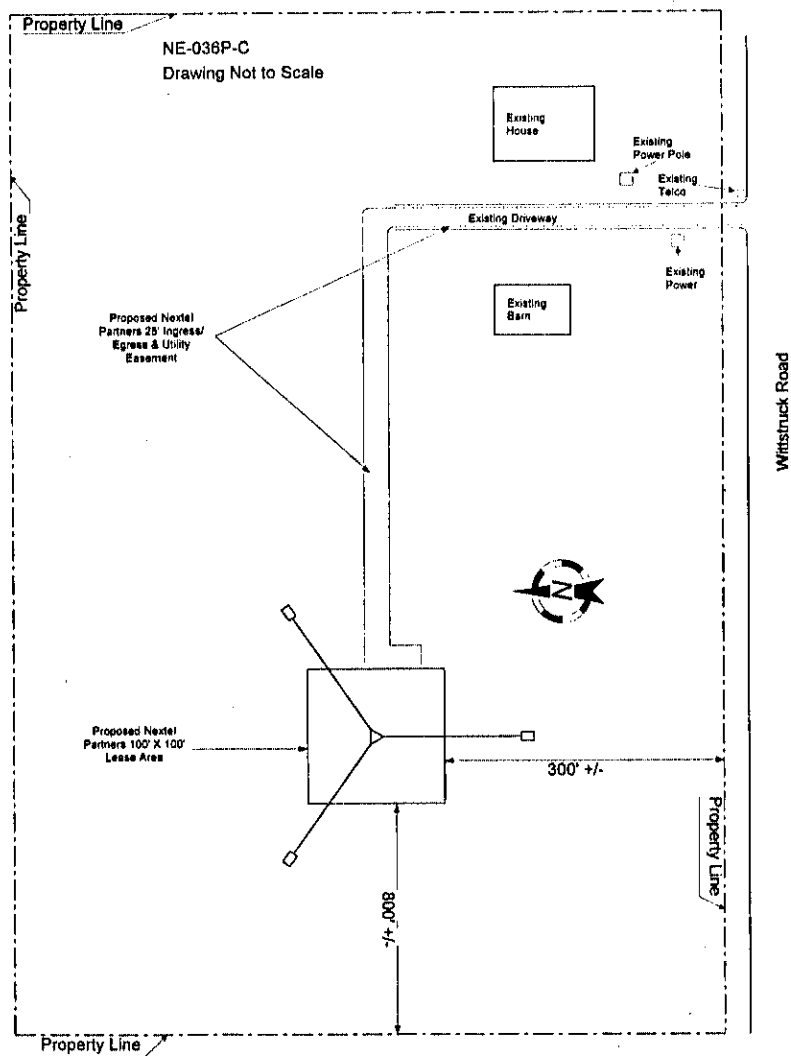
The South half (S $\frac{1}{2}$) of the Southeast Quarter (SE $\frac{1}{4}$) of Section Ten (10), Township Eight (8), Range Six (6), East of the 6th P.M., Lancaster County, Nebraska.

EXHIBIT B

DESCRIPTION OF PREMISES AND EASEMENTS

to the Agreement dated 9/29, 1999, by and between W. JEAN OELLING, Trustee of the "W. Jean Oelling Revocable Living Trust", as Lessor, and Nextel WIP Lease Corp., a Delaware corporation, as Lessee.

The Premises are described and/or depicted as follows:



Notes:

1. This Exhibit may be replaced by a land survey of the Premises once it is received by Lessee.
2. Setback of the Premises from the Land's boundaries shall be the distance required by the applicable governmental authorities.
3. Width of access road shall be the width required by the applicable governmental authorities, including police and fire departments.
4. The type, number and mounting positions and locations of antennas and transmission lines are illustrative only. Actual types, numbers, mounting positions may vary from what is shown above.