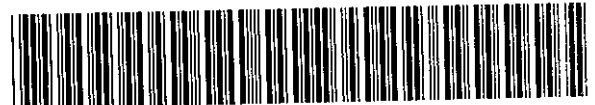


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RICHARD H. TAKECHI  
REGISTER OF DEEDS  
DOUGLAS COUNTY, NE

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

MEMORANDUM OF OPTION AND LEASE

ORIGINAL

This Memorandum dated this 8<sup>th</sup> day of May, 1997, by and between, Overland Wolf Building Partnership, c/o The Lund Co., 10235 Regency Circle, Suite 200, Omaha, Nebraska 68114-3705 (hereinafter "Lessor") and, Omaha Cellular Telephone Company, by U S WEST NewVector Group, Inc., its Managing General Partner, 3350 161st Avenue S.E., P.O. Box 91211, Bellevue, Washington 98009-9211 (hereinafter "Lessee"), is a record of that Building Option and Lease Agreement (hereinafter "Agreement") between Lessor and Lessee dated May 8<sup>th</sup>, 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 five-year (5) period commencing on the date the Option is exercised by Lessee. Lessee has options to extend the Agreement term for two (2) consecutive five-year (5) periods.

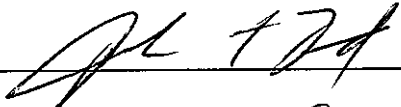
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3. Successors and Assigns. The terms, covenants and provisions of the Agreement extend to and are binding upon the respective executors, administrators, heirs, successors and assigns of Lessor and Lessee.

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:**

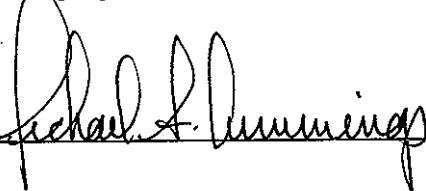
**Overland Wolf Building Partnership**

By: 

Its: Managing Partner

**LESSEE:**

**Omaha Cellular Telephone Company**  
by U S WEST NewVector Group, Inc.,  
its Managing General Partner

By: 

Its: Wireless Technical Services Manager

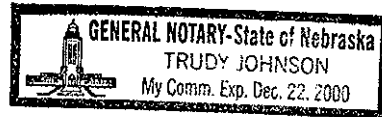
ACKNOWLEDGMENT

STATE OF NEBRASKA )  
 ) ss.  
COUNTY OF Douglas )

The foregoing instrument was acknowledged before me this 16<sup>th</sup> day of May, 1997, by John Lund to me known to be the Managing Partner of Overland Wolf Building Partnership that executed the foregoing instrument as its free and voluntary act and deed.

GIVEN under my hand and official seal this 16<sup>th</sup> day of May, 1997.

Trudy Johnson  
Notary Public in and for the State of Nebraska  
residing at/county of Douglas  
My appointment expires: 12/22/2000



ACKNOWLEDGMENT

STATE OF WASHINGTON )  
 ) ss.  
COUNTY OF KING )

The foregoing instrument was acknowledged before me this 6<sup>th</sup> day of May, 1997, by Michael A. Cummings, as Wireless Technical Services Manager of U S WEST NewVector Group, Inc. as Managing General Partner of Omaha Cellular Telephone Company, 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.

[Signature]  
Notary Public in and for the State of Washington  
residing at/county of: King  
My appointment expires: 4/29/2000

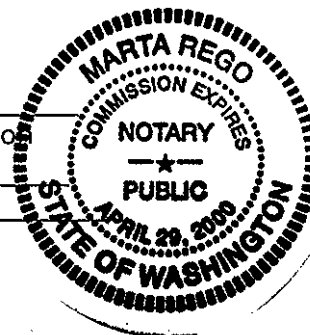


EXHIBIT A

Property Description:

That part of the Southwest  $\frac{1}{4}$  of the Southwest  $\frac{1}{4}$  of Section 24, Township 15 North, Range 12 East of the 6<sup>th</sup> P.M., in the City of Omaha, Douglas County, Nebraska, more particularly described as follows:

Beginning at a point 33 feet North and 980.4 feet East of the Southwest corner of said Section 24, and said point being in the intersection of the North line of Pacific Street and the West line of 69<sup>th</sup> Street (said West line of 69<sup>th</sup> Street being the West line of the 10 foot strip dedicated by Overland Wolf, Inc. for the widening of 69<sup>th</sup> Street);

Thence North 412 feet; Thence West 317.6 feet; Thence South 201.5 feet; Thence East 127.6 feet; Thence South 210.5 feet to the North line of Pacific Street; Thence East along the North line of Pacific Street 190 feet to the Point of Beginning.

EXHIBIT A

Premises Description:

