

\$ 1750

Dan J. Alt

REGISTER OF DEEDS

2001 NOV 14 P 4: 48

LANCASTER COUNTY, NE

INST. NO 2001

067635

BLOCK

CODE
CCLT-6854

CHECKED

ENTERED

EDITED

0

506809

MEMORANDUM OF AMENDMENT NO. 1
TO
PCS SITE AGREEMENT

TERMINAL BUILDING

OM03XC100

This Memorandum evidences that PCS Site Agreement dated January 7, 1997 between Roosevelt Holdings, Inc., a Colorado corporation ("Owner") and Sprint Spectrum Realty Company, L.P., a Delaware limited partnership ("SSLP") was amended, the terms and conditions of which are incorporated herein by reference. Such Amendment No. 1 amends the site description and adds a plans and specifications Exhibit. In all other respects the PCS Site Agreement remains unchanged and is for a term of five (5) years commencing on OCT 01, 2001, which terms are subject to four (4) additional five-year extension periods by SSLP.

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

SPRINT SPECTRUM REALTY
COMPANY, L.P., a Delaware
limited partnership

ROOSEVELT HOLDINGS, INC., Owner

By: *Michael S. Romesburg*
Name: Michael S. Romesburg
Its: Director of Site Development
Address: 9801 West Higgins Road, Ste 320

By: *Clark A. Robertson*
Name: CLARK A. ROBERTSON
Its: AUTHORIZED AGENT
Address: 252 Clayton St., 4th Floor
Denver, Colorado 80206

PLEASE RETURN TO:
Abrahams Kaslow & Cassman LLP
8712 W. Dodge Rd. #300
Omaha, NE 68114
Attention: *Kim M. Argo*

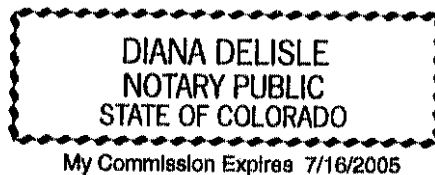
KMA/244683.1.1

COLORADO
STATE OF ~~NEBRASKA~~)
) SS.
CITY AND COUNTY OF DENVER)

The foregoing instrument was acknowledged before me this 23rd day of OCTOBER, 2001, by CLARK A. ROBERTSON, AUTHORIZED AGENT of Roosevelt Holdings, Inc.

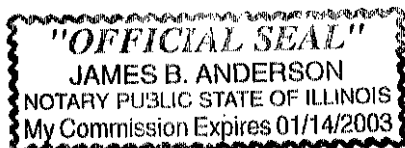
Diana Delisle
Notary Public

My commission expires:



STATE OF ILLINOIS)
) SS.
COUNTY OF COOK)

The foregoing instrument was acknowledged before me this 26 day of September, 2001, by Michael S. Romesburg, Director of Site Development of Sprint Spectrum Realty Company, L.P.



James B. Anderson
Notary Public

My commission expires: 1/14/03

EXHIBIT A

Site Name: Terminal Building

Site I.D.: 100A

Site Description

Site situated in the City of Lincoln, County of Lancaster, State of Nebraska, commonly described as follows:

Legal Description:

Lots A, B, C, G & H, County Clerk's Subdivision of Lots 1 – 6, inclusive, Block 54, Lincoln, as surveyed, platted and recorded in Lancaster County, Nebraska.