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Doc#: 0434812019  
Eugene "Gene" Moore Fee: \$36.50  
Cook County Recorder of Deeds  
Date: 12/13/2004 10:22 AM Pg: 1 of 7

(Recorder's Use Above this Line)

Please cross-reference with Site Agreement  
No. 163, recorded document number 92031079

STATE OF ILLINOIS

Parcel No.: 02-27-407-009-0000

COUNTY OF COOK

## MEMORANDUM OF SUBLEASE AND PURCHASE OPTION

Document Date: June 22, 2001

Grantor/Landlord: SBC TOWER HOLDINGS LLC, a Delaware limited liability company  
Address: c/o Cingular Wireless LLC, Attn: Network Real Estate Administration,  
6100 Atlantic Boulevard, Norcross, Georgia 30071

Grantee/Tenant: SOUTHERN TOWERS, INC., a Delaware corporation  
Address: 100 Regency Forest Drive, Suite 400, Cary, North Carolina 27511

Legal Description of the Property is attached as Attachment B on Page 6.

*Prepared by and Return to:*  
Real Estate Operations  
Site No.: IL-0330  
Spectrasite Communications Inc.  
100 Regency Forest Drive, Suite 400  
Cary, North Carolina 27511

*Send tax bills to:*  
SBC Tower Holdings LLC  
c/o Cingular Wireless LLC  
Attn: Network Real Estate Department  
6100 Atlantic Boulevard  
Norcross, Georgia 30071

*Handwritten initials: Su, T, B, M, J*

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## MEMORANDUM OF SUBLEASE AND PURCHASE OPTION

This MEMORANDUM OF SUBLEASE (this "Memorandum"), dated as of \_\_\_\_\_, 2001, between **SBC TOWER HOLDINGS LLC, a Delaware Limited Liability Company** ("Landlord"), and **SOUTHERN TOWERS, INC., a Delaware corporation (doing business in Oklahoma as Southern Towers of Delaware, Inc.)** ("Tenant"). All capitalized terms used and not otherwise defined herein shall have the respective meanings ascribed thereto in the Sublease (as hereinafter defined).

**WHEREAS**, Landlord and Tenant have executed a Lease and Sublease, dated as of December 14, 2000 (the "Sublease"), pursuant to which Landlord will lease to Tenant, and Tenant will hire from Landlord, the Subleased Property of the Site, which consists of the Land more particularly described on Attachment A annexed hereto, all easements and other rights appurtenant to the Land and the Tower and other Improvements located on the Land, less and except Space Subtenant's Improvements on the Land and SBC's Improvements on the Land.

**WHEREAS**, the Land constitutes a portion of that certain real property more particularly described on Attachment B annexed hereto (the "Parent Tract").

**WHEREAS**, in accordance with applicable state law, Landlord and Tenant desire to record this Memorandum in order to set forth in the public records the existence of the Sublease and a summary of certain (but not all) of the provisions, covenants and conditions set forth in said Sublease.

**NOW, THEREFORE**, Landlord and Tenant declare as follows:

1. The name and address of Landlord is:  
SBC TOWER HOLDINGS LLC  
c/o SBC Communications Inc.  
175 E. Houston, 4<sup>th</sup> Floor  
San Antonio, Texas 78205  
Attention: Vice President and Assistant General Counsel
2. The name and address of Tenant is:  
SOUTHERN TOWERS, INC.  
(doing business in Oklahoma as Southern Towers of Delaware, Inc.)  
100 Regency Forest Drive, Suite 400  
Cary, North Carolina 27511
3. The Sublease is dated as of December 14, 2000.
4. The term of the Sublease shall commence on December 14, 2000 and shall end on October 1, 2026, unless such term shall sooner end (i) pursuant to any of the covenants, agreements, terms, provisions and limitations of the Sublease, (ii) pursuant to law or (iii) as a result of the expiration of the applicable Ground Lease. The term shall, in no event, be longer than 26 years.

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5. Pursuant to Section 35 of the Sublease, Tenant shall have an option to purchase the Subleased Property in accordance with the terms provided therein. This purchase option is exercisable no earlier than one hundred eighty (180) days and no later than one hundred twenty (120) days prior to October 1, 2026. The purchase price shall be determined pursuant to Sections 3(i) and 35 of the Sublease.

6. There are restrictions on assignment set forth in Section 25 of the Sublease.

7. An original copy of the Sublease is located at SpectraSite Communications Inc., 100 Regency Forest Drive, Suite 400, Cary, North Carolina 27511.

8. This Memorandum is subject to all of the terms, conditions and provisions of the Sublease, and shall not be construed to vary or otherwise affect such terms, conditions and provisions or the rights and obligations of the parties thereto. In the event of any conflicts between the terms, conditions and provisions of the Sublease and this Memorandum, the terms, conditions and provisions of the Sublease shall control.


**-REMAINDER OF PAGE INTENTIONALLY LEFT BLANK-**

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IN WITNESS WHEREOF, Landlord and Tenant have duly executed this Memorandum on the date hereinabove first set forth.

LANDLORD:  
SBC TOWER HOLDINGS LLC  
By: ~~SBC TOWER HOLDINGS LLC~~  
its Managing Member

By: New Southwestern Bell Mobile  
Systems, Inc., its Managing Member

By:   
Paul R. Driscoll  
Vice President

WITNESSES:

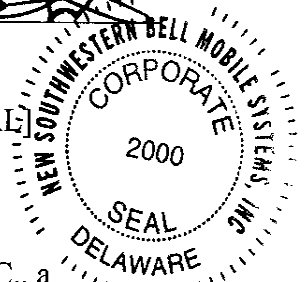
Print Name:

Print Name:


ATTEST:

  
William R. Schlecht  
~~Assistant~~ Secretary

[AFFIX CORPORATE SEAL]



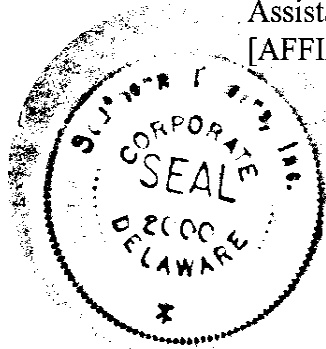
TENANT:  
SOUTHERN TOWERS, INC., a  
Delaware corporation (doing business in  
Oklahoma as Southern Towers of  
Delaware, Inc.)

By:   
Daniel E. Rebeor  
Director, Title & Recordation  
A Duly Authorized Individual

ATTEST:

  
Elizabeth C. Rives  
Assistant Secretary

[AFFIX CORPORATE SEAL]



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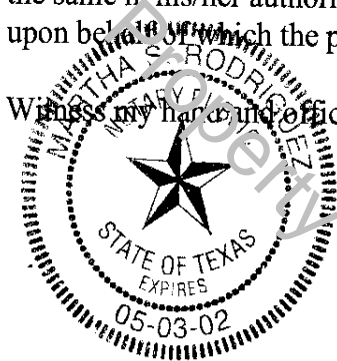
**LANDLORD:**

State of Texas

County of Bekas

This instrument was acknowledged before me on 6/22/01 by **Paul R. Driscoll**, who is the **Vice President of New Southwestern Bell Mobile Systems, Inc., a Delaware corporation**, personally known to me (or 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 entity upon behalf of which the person acted, executed the instrument.

Witness my hand and official seal, this 22<sup>nd</sup> day of June, 2001.



Signature Martha S. Rodriguez

My commission expires: 5/3/02

NOTARY SEAL

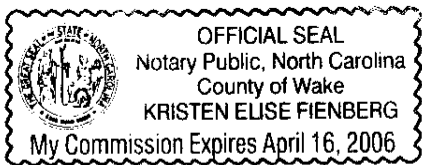
**TENANT:**

State of North Carolina

County of Wake

This instrument was acknowledged before me by **Daniel E. Rebeor**, who is the **Director, Title & Recordation, a Duly Authorized Individual, of Southern Towers, Inc., a Delaware corporation**, personally known to me (or 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 entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal on May 30, 2001.



Signature Kristen Elise Fienberg

My commission expires: 4-16-2006

NOTARY SEAL

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## ATTACHMENT A PREMISES

Attached to and made a part of that Memorandum of Sublease and Purchase Option between SBC Tower Holdings LLC ("Landlord"), and Southern Towers, Inc. ("Tenant") for that site identified as Site No. IL-0330:

The Premises is described and depicted as follows:

That part of Lot 3 in Block 32 in Arthur T. McIntosh and Company's Palatine Estates Unit No. 3, being a subdivision of parts of Section 26 and 27, Township 42 North, Range 10 East of the Third Principal Meridian, according to the plat thereof recorded March 24, 1927 as document No. 9591352, bounded and described as follows:

Commencing at the southwest corner of said Lot 3;

Thence South  $89^{\circ} 43' 14''$  East, being an assumed bearing on the south line of said lot 3 a distance of 33.00 feet to the intersection with a line 33.00 feet east of and parallel with the west line of said Lot 3 for the point of beginning;

Thence North  $00^{\circ} 02' 06''$  west on the last described parallel line a distance of 40.00 feet;

Thence South  $89^{\circ} 43' 14''$  East parallel with the south line of said Lot 3, a distance of 40.00 feet;

Thence South  $00^{\circ} 02' 06''$  East parallel with the east line of said Lot 3, a distance of 40.00 feet to the south line of said Lot 3;

Thence North  $89^{\circ} 43' 14''$  West of the south line of said Lot 3, a distance of 40.00 feet to the point of beginning, all in Cook County, Illinois.

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## ATTACHMENT B PARENT TRACT

Attached to and made a part of that Memorandum of Sublease and Purchase Option between SBC Tower Holdings LLC ("Landlord"), and Southern Towers, Inc. ("Tenant") for that site identified as Site No. IL-0330:

The Parent Tract is described and depicted as follows:

**Lot 3 in Block 32 in Arthur T. McIntosh and Company's Palatine Estates Unit No. 3, being a Subdivision of parts of Section 26 and 27, Township 42 North, Range 10 East of the Third Principal Meridian, in Cook County, Illinois.**