

**MEMORANDUM OF
MASTER PREPAID
LEASE AND
MANAGEMENT
AGREEMENT**

Prepared Out of State By
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Recording Requested by
and Return to:
Old Republic Residential Information Services
530 S. Main Street, Suite 1031
Akron, Ohio 44311
Attention: **01-0051044**

See Exhibit A for Common Address and Tax Parcel No.

Space above for County Recorder's Use

**MEMORANDUM OF MASTER PREPAID LEASE
AND MANAGEMENT AGREEMENT**

THIS MEMORANDUM OF MASTER PREPAID LEASE AND MANAGEMENT AGREEMENT (this "Memorandum") is made this **19** day of **March**, 2014, by and between **T-MOBILE USA TOWER LLC**, a Delaware limited liability company ("T-Mobile Lessor"), having a mailing address of 12920 S.W. 38th Street, Bellevue, Washington 98006, and **CC TMO LLC**, a Delaware limited liability company ("Crown"), having a mailing address of 2000 Corporate Drive, Canonsburg, Pennsylvania 15317.

1. William H. Cooper & Company and Cook Inlet VoiceStream PCS, LLC ("Original T-Mobile Tenant") entered into that certain Site Lease with Option dated February 11, 2000, a memorandum of which was recorded as Instrument No. 0010247557 in the Public Records of Cook County, Illinois, for certain real property as described on **Exhibit A** attached hereto and incorporated herein by reference (the "Land").

2. T-Mobile Lessor and Crown are parties to (a) a Master Prepaid Lease (the "MPL") and (b) a Management Agreement (the "MA"), each with an effective date of November 30, 2012, pursuant to which T-Mobile Lessor (as successor to Original T-Mobile Tenant) has granted to Crown and Crown has accepted, either (y) a leasehold or sub-leasehold interest in the Land, together with the telecommunications tower located thereon, and such other improvements as more fully set forth in the MPL or the MA, as applicable (collectively, the "Site"), or (z) an exclusive right to operate, manage and administer the Site, in either case, subject to the terms, conditions and reservations in the MPL or the MA, as applicable.

3. The MPL and the MA each have a term that commenced on November 30, 2012 and shall terminate or expire, with respect to the Site, on the Site Expiration Date or Technical

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Closing Date, as applicable, and as determined in accordance with the MPL and the MA, but in no event later than December 31, 2049.

4. Crown has an option to purchase T-Mobile Lessor's right, title and interest in the Site in accordance with Section 20 of the MPL.

5. Unless otherwise defined herein, capitalized terms shall have the meaning set forth in the MPL. The MPL and the MA and any and all amendments thereto contain terms and conditions in addition to those set forth in this Memorandum. This Memorandum is not intended to amend or modify the terms and conditions of the MPL or the MA or of any amendments thereto. The parties agree that the terms and conditions of the MPL and the MA, as applicable, shall govern the relationship of the parties under this Memorandum and the MPL and the MA are each incorporated herein by reference. In the event of a conflict or inconsistency between the terms of the MPL or the MA and this Memorandum, the applicable terms of the MPL and the MA shall govern and control.

6. This Memorandum shall not be amended, supplemented or modified in any respect, except pursuant to written agreement duly executed by the parties; provided, however, if the term of both the MPL and MA shall terminate or expire with respect to the Site, the parties shall execute and file a revocation of or amendment to this Memorandum to evidence such termination or expiration. If either party fails to timely execute a revocation of or amendment to this Memorandum promptly after the expiration or termination of both the MPL and MA, then the other party shall have the right to execute such revocation or amendment as attorney in fact for such failing party.

7. T-Mobile Lessor granted to Crown a Power of Attorney dated November 30, 2012 related to the leasing, management and operation of the Site, which Power of Attorney was recorded as Instrument No. 1316957865 in the aforesaid recording office.

[Remainder of page intentionally left blank. Signature and acknowledgments to follow.]

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IN WITNESS WHEREOF, the parties hereto have set their hands and seals as of the date first above written.

T-MOBILE LESSOR:

T-MOBILE USA TOWER LLC,
a Delaware limited liability company


By: **CCTMO LLC,**
a Delaware limited liability company
Its: Attorney in Fact

By: 
Name: **Lisa A. Sedgwick**
Its: **RET Manager**

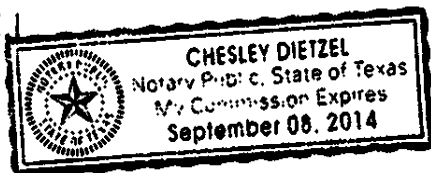
State of Texas)
) ss.
County of Harris

The instrument was acknowledged before me on March 19, 2014 by Lisa A. Sedgwick, the RET Manager of CCTMO LLC, a Delaware limited liability company, as Attorney in Fact for T-MOBILE USA TOWER LLC, on behalf of the said limited liability company.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my seal on the day and year last above written.


Notary Public, State of Texas, County of Harris
My commission expires: 9/8/2014
Acting in the County of Harris

[SEAL]



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CROWN:

CCTMO LLC.

a Delaware limited liability company

By:

Name:

Its:

Lisa A. Sedgwick

RET Manager

State of Texas)

) ss.

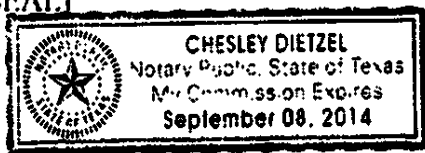
County of Harris)

The foregoing instrument was acknowledged before me this 19 day of March, 2014 by Lisa A. Sedgwick, the RET Manager of CCTMO LLC, a Delaware limited liability company, on behalf of said limited liability company.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my seal on the day and year last above written.

Chesley Dietzel
Notary Public, State of Texas, County of Harris
My commission expires: 9/8/2014
Acting in the County of Harris

[SEAL]



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EXHIBIT "A"

AN APPROXIMATELY 1,500 SQUARE FOOT PORTION OF THE FOLLOWING DESCRIBED REAL PROPERTY, TOGETHER WITH EASEMENTS FOR INGRESS, EGRESS AND UTILITIES THERETO:

SITUATED IN THE COOK COUNTY, STATE OF ILLINOIS:

LOTS 71 THROUGH 78 AND THE SOUTH 12.5 FEET OF LOT 79, IN "CHRISTIANA", BEING A SUBDIVISION OF THE EAST 1 /2 OF LOT 5 IN THE SUPERIOR COURT PARTITION OF THE EAST 1 /2 OF SECTION 2, TOWNSHIP 39 NORTH, RANGE 13 EAST OF THE THIRD PRINCIPAL MERIDIAN, AS RECORDED APRIL 7, 1882 AS DOCUMENT NUMBER 1640592 IN COOK COUNTY, ILLINOIS.

PARCEL 2:

LOTS 1, 2, 3 AND 4 IN BLOCK 3 IN WILSON AND GOULD'S SUBDIVISION OF THE WEST 1/2 OF LOT 5 IN SUPERIOR COURT PARTITION OF THE EAST 1/2 OF SECTION 2, TOWNSHIP 39 NORTH, RANGE 13 EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS

PARCEL 3:

ALL THAT PART OF THE NORTH AND SOUTH 16 FOOT VACATED ALLEY LYING WEST OF AND ADJOINING THE WEST LINE OF LOTS 74 TO 79 BOTH INCLUSIVE IN CHRISTIANA SUBDIVISION AFORESAID AND LYING EAST OF AND ADJOINING THE EAST LINE OF LOT 1 IN BLOCK 3 IN WILSON AND GOULD'S SUBDIVISION AFORESAID AND LYING SOUTH OF THE NORTH LINE OF SAID LOT 1 EXTENDED EAST 16 FEET AND LYING NORTH OF THE SOUTH LINE OF SAID LOT 1 EXTENDED EAST 16 FEET ALL IN COOK COUNTY, ILLINOIS.

PARCEL 4:

THAT PART OF LOTS 12, 13, 14, 15 AND 16 OF N. T. WRIGHTS SUBDIVISION OF LOT 4 OF THE SUPERIOR COURT PARTITION OF THE EAST 1/2 OF SECTION 2, TOWNSHIP 39 NORTH, RANGE 13 EAST OF THE THIRD PRINCIPAL MERIDIAN, AS RECORDED OCTOBER 9, 1892 AS DOCUMENT NUMBER 61043, BOUNDED AND DESCRIBED AS FOLLOWS, TO WIT:

COMMENCING AT THE SOUTHEAST CORNER OF LOT 16 AND RUNNING THENCE NORTH ALONG THE WEST LINE OF NORTH SPAULDING AVENUE, 24 FEET AND 8 3/4 INCHES MORE OR LESS, TO THE SOUTHWESTERLY LINE OF A STRIP OF LAND CONVEYED TO CHICAGO MILWAUKEE AND ST. PAUL RAILWAY COMPANY, BY DEED FROM ANDREW O. BUTLER AND HIS WIFE, DATED APRIL 5, 1899 AND RECORDED APRIL 5, 1899, AS DOCUMENT NUMBER 2829285; THENCE NORTHWESTERLY ALONG THE SOUTHWESTERLY LINE OF SAID STRIP OF LAND TO A POINT IN THE NORTH LINE OF LOT 12, WHICH IS 5 FEET AND 3 INCHES, MORE OR LESS, EAST OF THE NORTHWEST CORNER OF SAID LOT 12; THENCE WEST ALONG THE NORTH

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LINE OF LOT 12 TO THE NORTHWEST CORNER OF SAID LOT, BEING A POINT IN THE EAST LINE OF AN ALLEY; THENCE SOUTH ALONG THE EAST LINE OF SAID ALLEY TO THE SOUTHWEST CORNER OF SAID LOT 16, AFORESAID; THENCE EAST ALONG THE SOUTH LINE OF LOT 16 TO THE PLACE OF BEGINNING, IN COOK COUNTY, ILLINOIS.

PARCEL 5:

LOTS 5 THROUGH 42, LOT 52, LOTS 60 AND 61, THE NORTH 10 FEET OF LOT 70, ALL IN "CHRISTIANA". BEING A SUBDIVISION OF THE EAST 1/2 OF LOT 5 IN THE SUPERIOR COURT PARTITION OF THE EAST 1/2 OF SECTION 2, TOWNSHIP 39 NORTH, RANGE 13, EAST OF THE THIRD PRINCIPAL MERIDIAN, AS RECORDED APRIL 7, 1882 AS DOCUMENT NUMBER 1640592, IN COOK COUNTY, ILLINOIS.

PARCEL 6:

LOTS 17 THOUGH 50 IN N. T. WRIGHT'S SUBDIVISION OF LOT 4 OF THE SUPERIOR COURT PARTITION OF THE EAST 1/2 OF SECTION 2, TOWNSHIP 39 NORTH, RANGE 13, EAST OF THE THIRD PRINCIPAL MERIDIAN, AS RECORDED OCTOBER 9, 1892 AS DOCUMENT NUMBER 61046, IN COOK COUNTY, ILLINOIS.

PARCEL 7:

THE EAST 1/2 OF THE VACATED ALLEY LYING WEST OF AND ADJOINING THAT PART OF LOTS 12, 13, 14, 15 AND 16 IN BLOCK 3 IN N. T. WRIGHT'S SUBDIVISION OF LOT 4 OF THE SUPERIOR COURT PARTITION OF THE EAST 1/2 OF SECTION 2, TOWNSHIP 39 NORTH, RANGE 13, EAST OF THE THIRD PRINCIPAL MERIDIAN, AS RECORDED OCTOBER 9, 1892 AS DOCUMENT NUMBER 61043, SOUNDED AND DESCRIBED AS FOLLOWS, TO WIT:

COMMENCING AT THE SOUTHEAST CORNER OF LOT 16 AND RUNNING THENCE NORTH ALONG THE WEST LINE OF NORTH SPAULDING AVENUE, 24 FEET AND 8 3/4 INCHES MORE OR LESS, TO THE SOUTHWESTERLY LINE OF A STRIP OF LAND CONVEYED TO CHICAGO MILWAUKEE AND ST. PAUL RAILWAY COMPANY BY DEED FROM ANDREW O. BUTLER AND HIS WIFE, DATED APRIL 5, 1899 AND RECORDED APRIL 5, 1899, AS DOCUMENT NUMBER 2829285; THENCE NORTHWESTERLY ALONG THE SOUTHWESTERLY LINE OF SAID STRIP OF LAND TO A POINT IN THE NORTH LINE OF LOT 12, WHICH IS 5 FEET AND 3 INCHES, MORE OR LESS, EAST OF THE NORTHWEST CORNER OF SAID LOT 12; THENCE WEST ALONG THE NORTH LINE OF LOT 12, TO THE NORTHWEST CORNER OF SAID LOT, BEING A POINT IN THE EAST LINE OF AN ALLEY; THENCE SOUTH ALONG THE EAST LINE OF SAID ALLEY TO THE SOUTHWEST CORNER OF LOT 16, AFORESAID; THENCE EAST ALONG THE SOUTH LINE OF LOT 16 TO THE PLACE OF BEGINNING, AND ALL OF LOTS 17 THROUGH 24, BOTH INCLUSIVE, IN BLOCK 3 IN N. T. WRIGHT'S SUBDIVISION AFORESAID, IN COOK COUNTY, ILLINOIS.

PARCEL 8:

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THE WEST 1/2 OF THE VACATED ALLEY LYING EAST AND ADJOINING LOTS 5 THROUGH 16, BOTH INCLUSIVE, IN CHRISTIANA SUBDIVISION OF THE EAST 1/2 OF LOT 5 IN SUPERIOR COURT PARTITION OF THE EAST 1/2 OF SECTION 2, TOWNSHIP 39 NORTH, RANGE 13, EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS.

PARCEL 9:

ALL THAT PART OF THE NORTH AND SOUTH 16 FOOT VACATED PUBLIC ALLEY LYING WEST OF AND ADJOINING THE WEST LINE OF LOTS 38 TO 45 ALL IN BLOCK 3 IN N. T. WRIGHT'S SUBDIVISION OF LOT 4 AFORESAID AND LYING EAST AND ADJOINING THE EAST LINE OF LOTS 29 TO 36, BOTH INCLUSIVE, AND SOUTH OF THE SOUTH LINE OF THE NORTH 16 FEET OF LOT 29, PROJECTED EAST 16 FEET AND LYING NORTH OF THE SOUTH LINE OF LOT 36 PROJECTED EAST 16 FEET; IN CHRISTIANA SUBDIVISION AFORESAID, IN COOK COUNTY, ILLINOIS.

PARCEL 10:

ALL THAT PART OF THE NORTH AND SOUTH VACATED PUBLIC ALLEY LYING WESTERLY OF AND SOUTHWESTERLY OF THE WEST LINE AND THE SOUTHWESTERLY LINE RESPECTIVELY OF LOT 45 IN BLOCK 3 OF N. T. WRIGHT'S SUBDIVISION AFORESAID AND LYING EAST OF AND ADJOINING THE EAST LINE OF LOT 37 IN CHRISTIANA SUBDIVISION AFORESAID AND LYING SOUTH OF AND ADJOINING THE NORTH LINE OF LOT 37 IN CHRISTIANA SUBDIVISION AFORESAID, PROJECTED EAST 16 FEET AND LYING NORTHERLY OF AND ADJOINING A LINE DRAWN FROM THE INTERSECTION OF THE EAST LINE AND THE SOUTHEASTERLY LINE OF SAID LOT 37 IN CHRISTIANA SUBDIVISION, AFORESAID, TO THE INTERSECTION OF THE SOUTH LINE AND THE SOUTHWESTERLY LINE OF SAID LOT 45, ALL IN COOK COUNTY, ILLINOIS.

PARCEL 11:

ALL OF THE EAST-WEST 16 FOOT VACATED PUBLIC ALLEY LYING SOUTH OF THE SOUTH LINE OF LOT 45 IN BLOCK 3 OF N.T. WRIGHT'S SUBDIVISION AFORESAID, LYING SOUTH AND SOUTHEASTERLY OF THE SOUTHEASTERLY LINE OF LOT 37 IN "CHRISTIANA", BEING A SUBDIVISION OF THE EAST 1/2 OF LOT 5 IN THE SUPERIOR COURT PARTITION, AFOREMENTIONED, AND LYING SOUTHERLY OF A LINE DRAWN FROM THE INTERSECTION OF THE SOUTH AND SOUTHWESTERLY LINES OF LOT 45 IN N. T. WRIGHT'S SUBDIVISION, AFOREMENTIONED, TO THE INTERSECTION OF THE EAST AND SOUTHEASTERLY LINES OF LOT 37 IN "CHRISTIANA" SUBDIVISION, AFOREMENTIONED, LYING NORTH OF THE NORTH LINE OF LOTS 46 TO 50, BOTH INCLUSIVE, IN BLOCK 3 IN N. T. WRIGHT'S SUBDIVISION, AFOREMENTIONED, LYING NORTHWESTERLY OF THE NORTHWESTERLY LINE OF LOT 38 IN "CHRISTIANA" SUBDIVISION, AFOREMENTIONED, AND LYING NORTH OF THE NORTH LINE OF LOTS 39 TO 42, BOTH INCLUSIVE, IN "CHRISTIANA" SUBDIVISION, AFOREMENTIONED; LYING EAST OF A LINE DRAWN FROM THE SOUTHWEST CORNER OF LOT 37 TO THE NORTHWEST CORNER OF LOT 42 IN "CHRISTIANA" SUBDIVISION, AFOREMENTIONED; LYING WEST OF A LINE

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DRAWN FROM THE SOUTHEAST CORNER OF LOT 45 TO THE NORTHEAST CORNER OF LOT 50 IN BLOCK 3 IN N.T. WRIGHT'S SUBDIVISION, AFOREMENTIONED, IN COOK COUNTY, ILLINOIS.

PARCEL 12:

THE EAST 1/2 OF THE VACATED NORTH-SOUTH ALLEY LYING WEST OF AND ADJOINING LOTS 25 TO 37 IN BLOCK 3 OF N. T. WRIGHT'S SUBDIVISION OF LOT 4 OF THE SUPERIOR COURT PARTITION OF THE EAST 1/2 OF SECTION 2, TOWNSHIP 39 NORTH, RANGE 13 EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS, LYING SOUTH OF THE NORTH LINE OF LOT 25 EXTENDED WESTERLY AND NORTH OF THE SOUTH LINE OF LOT 37 EXTENDED WESTERLY, IN COOK COUNTY, ILLINOIS.

PARCEL 13:

THE WEST 1/2 OF THE VACATED ALLEY LYING EAST OF AND ADJOINING LOTS 17 TO 23 AND THAT PART OF LOT 29 IN CHRISTIANA SUBDIVISION OF THE EAST 1/2 OF LOT 5 IN THE SUPERIOR COURT PARTITION OF THE EAST 1/2 OF SECTION 2, TOWNSHIP 39 NORTH, RANGE 13, EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS, LYING SOUTH OF THE NORTH LINE OF LOT 17 EXTENDED EASTERLY AND NORTH OF THE NORTH LINE OF THE SOUTH 16 FEET OF LOT 29 EXTENDED EASTERLY, IN COOK COUNTY, ILLINOIS.

TAX ID NO: 16-02-426-006-0000

TAX ID NO: 16-02-427-011-0000