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This Memorandum of Lease Assignment was prepared by:

Thomas J. Sidman, Esq. Nextel Communications, Inc. 1505 Farm Credit Drive McLean, VA 22102

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MEMORANDUM OF LEASE ASSIGNMENT

This Memorendum of Lease Assignment evidences the assignment by the undersigned officer of Smart SMR of Illinois, Inc. (the "Assigner"), to The Chase Manhattan Bank, a New York State banking corporation having an office at 1 Chase Manhattan Plaza, New York, New York 10081 as Collateral Agent (the "Assignee"), of all of its right, title and interest in, to and under the base and leasehold interests represented by the Standard Lease Agreement dated April 27, 1994 between Peter Vergados and Angie Vergados (Lessor) and Smart SMR of Illinois, Inc. d/b/a Nextel Communications (Lessee) identified in Schedule 1 here to as collateral security for obligations of the Assignor to various lenders and other entities for whom the Assignee from time to time acts as Collateral Agent.

IN WITNESS WHEREOF, this Me no andum of Lease Assignment has been duly executed by the Assignor as of the day and year indicated below.

SMART SMR OF ILLINOIS, INC. d/b/a NEXTEL COMMUNICATIONS

Date: December 10th, 1996

By: Thomas D. Hickey, Assistant Secretary

Signed and acknowledged

in the presence of:

1L-1630D

Michael Carper, Assistant Secretary

Catherine droun

Catherine Brown, 1505 Farm Credit Dr., McLean VA 22102

COMMONWEALTH OF VIRGINIA)

SS.

COUNTY OF FAIRFAX

On this 10th day of December, 1996, before me, personally appeared Thomas D. Hickey, to me personally known who, being by me duly sworn, did depose and say that he resides at 10405 Logan Dr., Potomac, MD 20854; that he is the Assistant Secretary of Smart SMR of Illinois, Inc., aforesaid Assignor; and that he executed the foregoing instrument and that he signed his name thereto under authority of the board of directors of said corporation.

WITNESS my hand and seal hereto affixed the day and year first above written.

[SEAL]

Ried R. Zulager, NOTARY PUBLIC My Commission expires July 31, 2000 315 3

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SCHEDULE 1

DESCRIPTION OF LEASE AND LEASED PROPERTY

Landlord/Lessor: Peter and Angie Vergados

Lessee/Debtor/Assignor: Smart SMR of Illinois, Inc. d/b/a Nextel Communications

Agreement: Standard Lease Agreement

Address of Property: 50 W. Higgins Road

City: South Barrington

County: Cook State: Illinois ZIP Code: 60013

Real Estate Identification number: 01-34-300-006

METES AND BOUNDS DESCRIPTION ATTACHED HERETO AS EXHIBIT A

DESCRIPTION OF PROVISES ATTACHED HERETO AS EXHIBIT B

Date of Lease: April 27, 1991

Term: The term of the Agreement is for five (5) years commencing on the earlier of commercial operation or

October 1, 1994 and ending on Suptember 30, 1999 at the latest, with one (1) successive five (5)

year option to renew.

Nextel Landlord ID: Vergados, Peter and Angie

County Clark's Office Nextel Location: Streamwood (N/K/A South Barrington)

Nextel Site No.: IL-630D

EXHIBIT A

DESCRIPTION OF LAND

to the Agreement dated April 27th, 1994, by and between Peter Vergados and Angie Vergados, as Lessor, and Smart SMR of Illinois, Inc., as Lessee.

The Land is described and/or depicted as follows:

OF PROPERTY DESCRIBED AS:

THAT PART OF THE WEST 416 FEET (except the North 428.9 feet thereof) OF THE WEST HALF OF THE SOUTHWEST QUARTER OF SECTION 34, TOWNSHIP 42 NORTH, RANGE 9 EAST OF THE THIRD PRINCIPAL MERIDIAN. DESCRIBED AS FOLLOWS: COMMENCING AT THE NORTHWEST CORNER OF SAID SOUTHWEST QUARTER: THENCE SOUTH OO DEGREES OO MINUTES 00 SECONDS EAST (Sistemed), ALONG THE WEST LINE OF SAID SOUTHWEST QUARTER, 428.90 FEET FOR THE FOILIT OF BEGINNING: THENCE SOUTH 89 DEGREES 19 MINUTES OO SECONDS EAST, ALONG THE SOUTH LINE OF THE NORTH 428.9 FEET OF SAID SOUTHWEST QUARTER, 416.0 FEET; THENCE SOUTH OD DEGREES OD MINUTES DO SECONDS WEST, ALONG THE EAST LINE OF THE WEST 416.0 FEET OF SAID SOUTHWEST QUARTER. 503.55 FEET TO THE NORTHERLY RIGHT OF WAY LINE OF HIGGINS ROAD AS CONVEYED TO THE STATE OF ILLINOIS BY DEED RECORDED AS DIDCUMENT NUMBER 12080573; THENCE NORTH 69 DEGREES 21 MINUTES 00 SECONDS W(ST, ALONG SAID RIGHT OF WAY LINE. 444.53 FEET TO THE WEST LINE OF SAID SOUTHWEST QUARTER: THENCE NORTH 00 DEGREES 00 MINUTES 00 SECONDS EAST, ALONG SAID WEST LINE, 351,75 FEET TO THE POINT OF BEGINNING, EXCEPTING FROM SAID DESCRIBED PROPERTY, THAT PART DESCRIBED AS FOLLOWS: COMMENCING AT THE NORTHWEST CORNER OF SAID SOUTHWEST QUARTER: THENCE SOUTH 00 DEGREES 00 MINUTES CO SECONDS EAST (assumed), ALONG THE WEST LINE OF SAID SOUTHWEST QUARTER, 428.90 FEET; THENCE SOUTH 89 DEGREES 19 MINUTES 00 SECONDS EAST, ALONG THE SOUTH LINE OF THE NORTH 428.9 FEET OF SAID SOUTHWEST QUARTER, 416.00 FEET: THENCE SOUTH 00 DEGREES 00 MINUTES 00 SECONDS WEST, 195,89 FEET FOR THE POINT OF BEGINNING: THENCE SOUTH OD DEGREES OD MINUTES OD SECONDS WEST, 307.66 FEET TO THE NORTHERLY RIGHT OF WAY LINE OF HIGGINS ROAD AS CONVEYED TO THE STATE OF ILLINOIS BY DEED RECORDED AS DOCUMENT NUMBER 12080573; THENCE NORTH 69 DEGREES 21 MINUTES 00 SECONDS WEST, ALONG SAID RIGHT OF WAY LINE, 444.53 FEET TO THE WEST LINE OF SAID SOUTHWEST QUARTER: THENCE NORTH OO DEGREES OO MINUTES OO SECONDS EAST, ALONG SAID WEST LINE, 175,00 FEET: THENCE SOUTH 86 DEGREES 41 MINUTES 00 SECONDS EAST, 416.67 FEET TO THE POINT OF BEGINNING, ALL IN COOK COUNTY, ILLINOIS.

P.I.N. 01-34-300-006

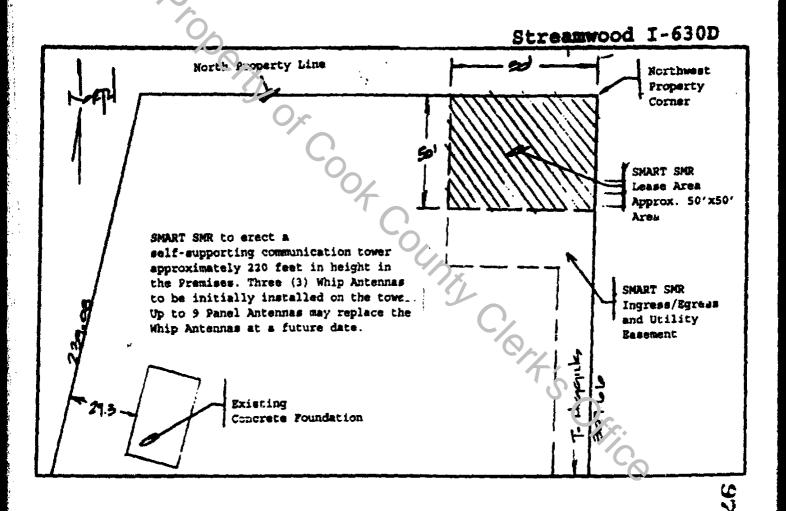
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EXHIBIT B

DESCRIPTION OF PREMISES

to the Agreement dated April 27th, 1994, by and between Peter Vergados and Angie Vergados, as Lessor, and Smart SMR of Illinois, Inc., 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.
- Setback of the Premises from the Land's boundaries shall be the distance required by the applicable governmental authorities.
- Width of access road shall be the width required by the applicable governmental authorities, including police and fire departments.

U.P. A.V. MEN PYSY