

This instrument prepared by
and when recorded mail to:

TeleCorp Realty, L.L.C.
1010 North Glebe Road
Suite 800
Arlington, VA 22201
703-236-1100

BOOK 80 PAGE 752
Indexing Instructions:
Located within the NE1/4 of
Section 19, Township 2S, Range
7W STATE MS. - DESOTO
FILED

APR 27 9 56 AM '99

BK 80 PG 752
W.F. DAVIS CH. OLK

MEMORANDUM OF LEASE

THIS MEMORANDUM OF LEASE, made this the 4 day of March, 1999, is a memorandum of the Site Lease Agreement dated as of October 15, 1998, together with all amendments, exhibits and supplements thereto, by and between Morice Conard and Ora Mae Conard, jointly as Lessor, and TeleCorp Realty, L.L.C., as Lessee (the "Lease"), on the property located at 91 Star Landing Road, Nesbit, DeSoto County, Mississippi 38651 and more particularly described on attached Exhibit "A" (the "Leased Premises"). In consideration of the mutual covenants contained in the Lease and other good and valuable considerations, the receipt and sufficiency of which are hereby acknowledged, Lessor hereby leases to Lessee the Leased Premises, together with a grant of easement for unrestricted rights of access thereto and for related electric and telephone facilities, as more specifically described in the Lease. The term of the Lease commences upon January 9, 1999 (the Commencement Date as defined in the Lease) and shall continue for a period of ten (10) years from the Commencement Date ("Initial Term") with two (2) additional five (5) year extension periods. The Lease contains various other clauses, terms and conditions affecting the rights of Lessor, Lessee and third parties. An executed original of the Lease is on file at the offices of the Lessor and Lessee.

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

LESSOR:

Morice Conard and Ora Mae Conard

Name: Morice Conard

Name: Ora Mae Conard

Title: Owners

Address: 095 Star Landing Nesbit

Phone: (601) 429-7503

LESSEE:

TeleCorp Realty, L.L.C.

By: TeleCorp Communications, Inc.
Its: Managing Member

By: [Signature]
Name: Thomas H. Sullivan
Title: President
Address: 1018 N. Globe Rd., Suite 800, Arlington, VA 22201
Phone: (703) 336-1100

STATE OF MISSISSIPPI
COUNTY OF DESOTO

Personally appeared before me, the undersigned authority in and for said county and state, on this 17th day of Feb, 1999, within my jurisdiction, the within named Morice Conard, duly identified before me, who acknowledged that he executed the above and foregoing instrument.

[Signature]
NOTARY PUBLIC
My Commission Expires: March 30, 2002

STATE OF MISSISSIPPI
COUNTY OF DESOTO

Personally appeared before me, the undersigned authority in and for said county and state, on this 17th day of Feb, 1999, within my jurisdiction, the within named Ora Mac Conard, duly identified before me, who acknowledged that she executed the above and foregoing instrument.

[Signature]
NOTARY PUBLIC
My Commission Expires: March 30, 2002

COMMONWEALTH OF VIRGINIA
COUNTY OF ARLINGTON

Personally appeared before me, the undersigned authority in and for the Commonwealth of Virginia, County of Arlington, on this 4 day of March, 1999, within my jurisdiction, the within named Thomas H. Sellivary, duly identified before me, who acknowledged that he is President of TeleCorp Realty, L.L.C., a limited liability formed in the State of Delaware and that for and on behalf of said company, and as its act and deed, he executed the above and foregoing instrument, after first having been duly authorized by said company so to do.

Amy Murray
NOTARY PUBLIC
My Commission Expires: _____

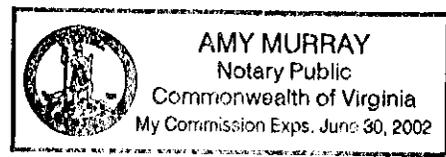


EXHIBIT "A"

Description

Lease Parcel

Being a portion of land for lease purposes contained entirely within the Morice Conard and wife, Ora Mae Conard property being located within the Northwest Quarter of Section 19, Township 2 South, Range 7 West, City of Nesbit, DeSoto County, Mississippi as recorded in Deed Book 185, Page 760 at the DeSoto County Register's Office, City of Hernando, State of Mississippi and being more particularly described by metes and bounds as follows:

Commencing at a point commonly accepted as the northwest corner of said Quarter Section 19; thence South 02 degrees 34 minutes 10 seconds West a distance of 60.00' along the west line of said Quarter Section 19 to a point on the south right of way line of Star Landing Road (60' from centerline); thence along said south right of way line of Star Landing Road and the north line of said Morice Conard property, South 87 degrees 15 minutes 56 seconds East a distance of 452.69' to the northeast corner of said Morice Conard property; thence along the east line of said Morice Conard property, South 02 degrees 34 minutes 10 seconds West a distance of 1022.65' to a point; thence departing from and perpendicular to said east line of the Morice Conard property, North 87 degrees 25 minutes 50 seconds West a distance of 152.77' to the TRUE POINT OF BEGINNING; thence along a line being parallel with and 145.00' north of the south line of said Morice Conard property, North 78 degrees 29 minutes 39 seconds West a distance of 50.00' to a point; thence along a line being perpendicular to said south line of the Morice Conard property, North 11 degrees 30 minutes 21 seconds East a distance of 50.00' to a point; thence along a line being parallel with and 195.00' north of said south line of the Morice Conard property, South 78 degrees 29 minutes 39 seconds East a distance of 50.00' to a point; thence along a line being perpendicular to said south line of the Morice Conard property, South 11 degrees 30 minutes 21 seconds West a distance of 50.00' to the TRUE POINT OF BEGINNING.

Containing 2,500 square feet or 0.057 Acres, more or less.