

PREPARED BY
Upon Recording Return to:
Beverly Narrimore
Sprint
5959 Shallowford Road, Suite 417
Chattanooga, TN 37421
(423) 296-6702

4/12/06 3:37:49 pa
BK 113 PG 505 p2
DESDO COUNTY, MS
W.E. DAVIS, CH CLERK

Memorandum of Agreement

This Memorandum of Agreement ("Memorandum") dated June 16, 2005, evidences that a lease was made and entered into by a Site Agreement (the "Agreement") dated June 16, 2005, between Optasite, Inc., a Delaware Corporation ("Owner") and SprintCom, Inc., a Kansas Corporation ("Sprint").

The Agreement provides in part that Owner leases to Sprint certain real property owned by Owner and located at 1770 Windy Lane, City of Southhaven, County of Desoto, State of Mississippi, together with non-exclusive easements for reasonable access thereto, for placement of an underground grounding system, and for access to the appropriate source of electric and telephone facilities (the "Site"). The Site is further described in Exhibit A attached hereto. The term of the Agreement is 5 years commencing on June 16, 2005, which term is subject to 4 additional terms of 5 years each that may be exercised by Sprint.

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

Optasite, Inc.

a Delaware Corporation

By: [Signature]
Name: James H. Ross III
Title: President & COO
Address: 446 Main St
Worcester, MA 01608

SPRINT

SprintCom, Inc.
a Kansas Corporation

By: Beverly Narrimore
Name: Beverly Narrimore
Title: Site Delivery Specialist
Address: 5959 Shallowford Rd
Suite 417
Chattanooga, TN 37421

See Addendum to Memorandum of Option Agreement for continuation of Owner signatures.

Attach Exhibit A - Site Description

Owner Initials: [Signature]
Sprint Initials: BA

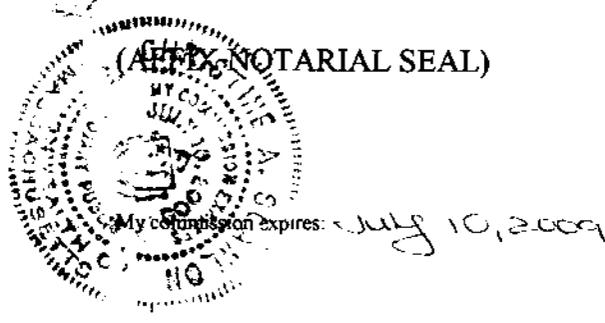
* Ross Kauffman
P.O. Box 120181
Nashville TN 37212

OWNER NOTARY BLOCK:

STATE OF Massachusetts

COUNTY OF Worcester

The foregoing instrument was (choose one) attested or acknowledged before me this 16th day of June, 2005, by (choose one) _____ as an individual, James H. Posa, III, as President of Optasite, Inc., a Delaware corporation, on behalf of the corporation, or _____, partner or agent on behalf of _____, a _____ partnership.



Christine Scanlon
(OFFICIAL NOTARY SIGNATURE)
NOTARY PUBLIC STATE OF Massachusetts

Christine Scanlon
(PRINTED, TYPED OR STAMPED NAME OF NOTARY)
COMMISSION NUMBER:

STATE OF

COUNTY OF

The foregoing instrument was (choose one) attested or acknowledged before me this _____ day of _____, 20____, by (choose one) _____ as an individual, _____, as _____ of _____, a _____ corporation, on behalf of the corporation, or _____, partner or agent on behalf of _____, a _____ partnership.

(AFFIX NOTARIAL SEAL)

(OFFICIAL NOTARY SIGNATURE)
NOTARY PUBLIC STATE OF

My commission expires:

(PRINTED, TYPED OR STAMPED NAME OF NOTARY)
COMMISSION NUMBER:

April 2005

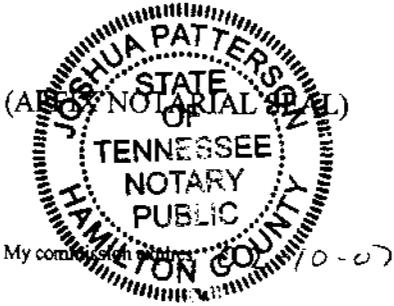
Site Name: Southaven

Sprint Site ID #: MP70XC009-A
Optasite Site ID #: 004-0048

SPRINT NOTARY BLOCK:

STATE OF TN
COUNTY OF HAMILTON

The foregoing instrument was acknowledged before me this 14 day of JUNE, 2005,
by Beverly Naccimore, as Site Delivery Specialist of SprintCom, Inc., a Kansas Corporation, who executed the
foregoing instrument on behalf of the partnership



[Signature]
(OFFICIAL NOTARY SIGNATURE)
NOTARY PUBLIC STATE OF
JOSHUA PATTERSON
(PRINTED, TYPED OR STAMPED NAME OF NOTARY)

STATE OF
COUNTY OF

The foregoing instrument was acknowledged before me this _____ day of _____, 20____,
by _____, as _____ of SprintCom, Inc., a Kansas Corporation, who executed the
foregoing instrument on behalf of the partnership

(AFFIX NOTARIAL SEAL)

(OFFICIAL NOTARY SIGNATURE)
NOTARY PUBLIC STATE OF

My commission expires:

(PRINTED, TYPED OR STAMPED NAME OF NOTARY)

BK0361PG0274

JAMES E. SANDY, and wife,
PATRICIA D. SANDY,
GRANTOR(S)

TO

ALPHA ONE LEASING, INC.,
GRANTEE(S)

WARRANTY DEED

STATE MS. - DESOTO CO.
FILED

Oct 15 4 19 PM '08

BK 341 PG 274
W.E. DAVIS CH. CLK.

FOR AND IN CONSIDERATION of the sum of Ten Dollars (\$10.00) cash in hand paid, and other good and valuable considerations, the receipt of all of which is hereby acknowledged, JAMES E. SANDY, and wife, PATRICIA D. SANDY, do hereby sell, convey and warrant unto ALPHA ONE LEASING, INC., a Tennessee Corporation, the land lying and being situated in DeSoto County, Mississippi, described as follows, to-wit:

A parcel of land being located in the Northeast Quarter of Section 5, Township 2 South, Range 7 West, DeSoto County, Mississippi, and being more particularly described as follows: to-wit:

Commencing at a 3/4" pipe found at the Northwest corner of the Northeast Quarter of said Section 5, Township 2 South, Range 7 West; thence south 01°05'12" west a distance of 962.11 feet to a 3/4" pipe found at the northwest corner of the James and Patricia Sandy 23.39 acre tract; thence south 01°00'52" west a distance of 364.50 feet to a 1 1/2" pipe found at the southwest corner of said James and Patricia Sandy 23.39 acre tract; thence south 62°04'37" east a distance of 1316.81 feet to a 4" pipe found at the southeast corner of said James and Patricia Sandy 23.39 acre tract; thence north 35°45'48" east a distance of 77.54 feet to an iron pin set on the north line of Windy Lane (25.00' from centerline), said point being the point of beginning for the following tract:

Thence on a bearing of north 35°45'48" east a distance of 75.46 feet to an iron pin set; thence on a bearing of north 02°04'37" west a distance of 339.29 feet to an iron pin set; thence on a bearing of south 27°55'23" west a distance of 138.07 feet to an iron pin set; thence on a bearing of south 62°04'37" east a distance of 264.99 feet to an iron pin set on the northline of Windy Lane; thence along the north line of Windy Lane on a curve to the right, having a radius of 276.12 feet, a central angle of 18°45'58", a chord bearing of north 73°14'05" east and distance of 90.03 feet, an arc distance of 90.44 feet to the point of beginning and containing 1.00 acres, more or less.

And being a part of the property conveyed to the grantors herein by Warranty Deed of record in Book 161, Page 164, Chancery Clerk's Office, DeSoto County, Mississippi. Purchaser shall have the right of first refusal on the sale of the remaining acres of the tract described in Book 161, Page 164.

Grantor further conveys to Grantee the following described easements and rights of way:

1.

Guy Wire Easement #1 across the James and Patricia Sandy 23.39 acre tract of record in Book 161, Page 164, Chancery Clerk's Office, DeSoto County, Mississippi:

Commencing at a 3/4 inch pipe found at the northwest corner of the northeast quarter of Section 5, Township 2 South, Range 7 West; thence south 01°05'12" west a distance of 962.11 feet to a 3/4 inch pipe found at the northwest corner of the James and Patricia Sandy 23.39 acre tract; thence south 01°00'52" west a distance of 364.50 feet to a 1 1/2 inch pipe found at the southwest corner of said James and Patricia Sandy 23.39 acre tract; thence south 62°04'37" east along the southerly line of said James and Patricia Sandy 23.39 acre tract a distance of 1316.81 feet to a 4 inch pipe found in the northerly line of the Horace and Frances Clifford tract of recorded in Book 155, Page 583; thence on a bearing of north 35°45'48" east along the westerly line of the William Ward and James Fry tract of record in Book 162, Pages 273 & 274, a distance of 153.00 feet to the northeasterly corner of Lot 1 of the James and Patricia Sandy Subdivision; thence on a bearing of north 62°04'37" west along the northerly line of said Lot 1 a distance of 97.77 feet to the true point of beginning; thence on a bearing of north 62°04'37" west a distance of 61.57 feet to a point; thence on a bearing of north 63°37'01" east a distance of 252.12 feet to a point; thence on a bearing of south 25°47'04" east a distance of 35.07 feet to a point in the northerly line of said William Ward and James Fry tract; thence on a bearing of south 20°48'07" west along the

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northerly line of William Ward and James Fry tract a distance of 21.97 feet to a point; thence on a bearing of south 63°37'01" west a distance of 199.72 feet to the point of beginning and containing 0.266 acres or 11,575.960 square feet.

II.

Guy Wire Easement #2 across the James and Patricia Sandy 23.39 acre tract of record in Book 161, page 164, Chancery Clerk's Office, DeSoto County, Mississippi:

Commencing at a 3/4 inch pipe found at the northwest corner of the northeast quarter of Section 5, Township 2 South, Range 7 West; thence south 01°05'12" west a distance of 962.11 feet to a 3/4 inch pipe found at the northwest corner of the James and Patricia Sandy 23.39 acre tract of record in Book 161, Page 164; thence south 01°00'52" west a distance of 364.50 feet to a 1 1/2 inch pipe found at the southwest corner of said James and Patricia Sandy 23.39 acre tract; thence south 62°04'37" east along the southerly line of said James and Patricia Sandy 23.39 acre tract a distance of 1310.81 feet to a 4 inch pipe found in the northerly line of the Horace and Frances Clifford tract, Book 155, Page 583; thence a bearing of north 35°45'48" east along the westerly line of the William Ward and James Fry tract, Book 162, Pages 273 & 274, a distance of 153.00 feet to the northwesterly corner of Lot 1 of the James and Patricia Sandy subdivision; thence on a bearing of north 62°04'37" west along the northerly line of said Lot 1 a distance of 339.29 feet to a 1/2 inch rebar set at the northwesterly corner of said Lot 1; thence on a bearing of south 27°55'23" west a distance of 42.80 feet to the true point of beginning; thence on a bearing of south 27°55'23" west a distance of 50.24 feet to a point; thence on a bearing of north 56°27'25" west a distance of 189.53 feet to a point; thence on a bearing of north 34°09'35" east a distance of 50.00 feet to a point; thence on a bearing of south 56°27'25" east a distance of 184.07 feet to the point of beginning and containing 0.214 acres or 9,339.860 square feet.

III.

Guy Wire Easement #3 across the James and Patricia Sandy Tract of record in Book 344, page 531, Chancery Clerk's Office, DeSoto County, Mississippi:

Commencing at a 3/4 inch pipe found at the northwest corner of the northeast quarter of Section 5, Township 2 South, Range 7 West; thence south 01°05'12" west a distance of 962.11 feet to a 3/4 inch pipe found at the northwest corner of the James and Patricia Sandy 23.39 acre tract of record Book 161, Page 164; thence south 01°00'52" west a distance of 364.50 feet to a 1 1/2 inch pipe found at the southwest corner of said James and Patricia Sandy 23.39 acre tract; thence south 62°04'37" east along the southerly line of said James and Patricia Sandy 23.39 acre tract a distance of 1141.41 feet to the true point of beginning; thence on a bearing of south 62°04'37" east along the southerly line of said James and Patricia Sandy tract a distance of 55.11 feet to the northwesterly corner of the Horace and Frances Clifford tract, Book 155, Page 583; thence on a bearing of south 03°03'19" west along the westerly line of said Horace and Frances Clifford tract a distance of 49.75 feet to a point said point being the southeast corner of the James and Patricia Sandy tract, Book 344, Page 531; thence on a bearing of south 74°43'36" west along the southerly line of said James and Patricia Sandy tract a distance of 52.68 feet to a point; thence on a bearing of north 03°03'19" east a distance of 89.49 feet to the point of beginning and containing 0.080 acres or 3,481,400 square feet.

IV.

Air Easement across the James and Patricia Sandy 23.39 acre tract of record in Book 161, Page 164, Chancery Clerk's Office, DeSoto County, Mississippi:

Commencing at a 3/4 inch pipe found at the northwest corner of the northeast quarter of Section 5, Township 2 South, Range 7 West; thence south 01°05'12" west a distance of 962.11 feet to a 3/4 inch pipe found at the northwest corner of the James and Patricia Sandy 23.39 acre tract, Book 161, Page 164; thence south 01°00'52" west a distance of 364.50 feet to a 1 1/2 inch pipe found at the southwest corner of said James and Patricia Sandy 23.39 acre tract; thence south 62°04'37" east along the southerly line of James and Patricia Sandy 23.39 acre tract a distance of 1141.41 feet to the true point of beginning; thence on a bearing of north 03°03'19" east a distance of 14.88 feet to a point; thence on a bearing of south 62°04'37" east a distance of 55.11

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feet to a point; thence on a bearing of south 03°03'19" west a distance of 14.88 feet to a point; thence on a bearing of north 62°04'37" west a distance of 55.11 feet to the point of beginning and containing 0.017 acres or 744.029 square feet.

V

Right of Way Dedication for Windy Lane. A parcel of land being located in the northeast quarter of Section 5, Township 2 South, Range 7 West, DeSoto County, Mississippi and being more particularly described as follows, to wit:

Commencing at a 3/4 inch pipe found at the northwest corner of the northeast quarter of said Section 5, Township 2 South, Range 7 West; thence south 01°05'12" west a distance of 962.11 feet to a 3/4 pipe found at the northwest corner of the James and Patricia Sandy 23.39 acre tract; thence south 01°00'52" west a distance of 364.50 feet to a 1 1/2 inch pipe found at the southwest corner of said James and Patricia Sandy 23.39 acre tract; thence south 62°04'37" east a distance of 1316.81 feet to a 4 inch pipe found at the point of beginning for the following tract; thence on a bearing of north 35°45'48" east a distance of 77.34 feet to an iron pin set on the north line of Windy Lane (25.00' from centerline); thence along the north line of Windy Lane (25.00' from centerline) on a curve to the left, having a radius of 276.12 feet, a central angle of 18°45'58", a chord bearing of south 73°14'05" west and distance of 90.03 feet, an arc distance of 90.44 feet to a point of compound curvature; thence along the north line of Windy Lane (25.00' from centerline) on a curve to the left, having a radius of 276.12 feet, a central angle of 03°23'21", a chord bearing of south 62°09'25" west and distance of 16.33 feet, an arc distance of 16.33 feet to an iron pin set on the south line of the James and Patricia Sandy 23.39 acre tract; thence on a bearing of south 62°04'37" east a distance of 62.62 feet to the point of beginning and containing 0.06 acres.

The warranty in this deed is subject to rights of ways and easements for public roads and public utilities, to building, zoning, subdivision and health department regulations in effect in Southaven, DeSoto County, Mississippi.

Taxes for 1999 have been prorated, and possession is given with this deed.

WITNESS our signatures, this the 15th day of October, 1999.

James E. Sandy
JAMES E. SANDY
Patricia D. Sandy
PATRICIA D. SANDY

STATE OF MISSISSIPPI
COUNTY OF DESOTO

PERSONALLY APPEARED before me, the undersigned authority at law, in and for the State and County aforesaid, the within named JAMES E. SANDY and PATRICIA D. SANDY, who acknowledged that they signed and delivered the above and foregoing Warranty Deed on the day and date therein mentioned, as their free act and deed, and for the purposes therein expressed.



GIVEN UNDER MY HAND AND SEAL OF OFFICE, this the 15th day of October, 1999.

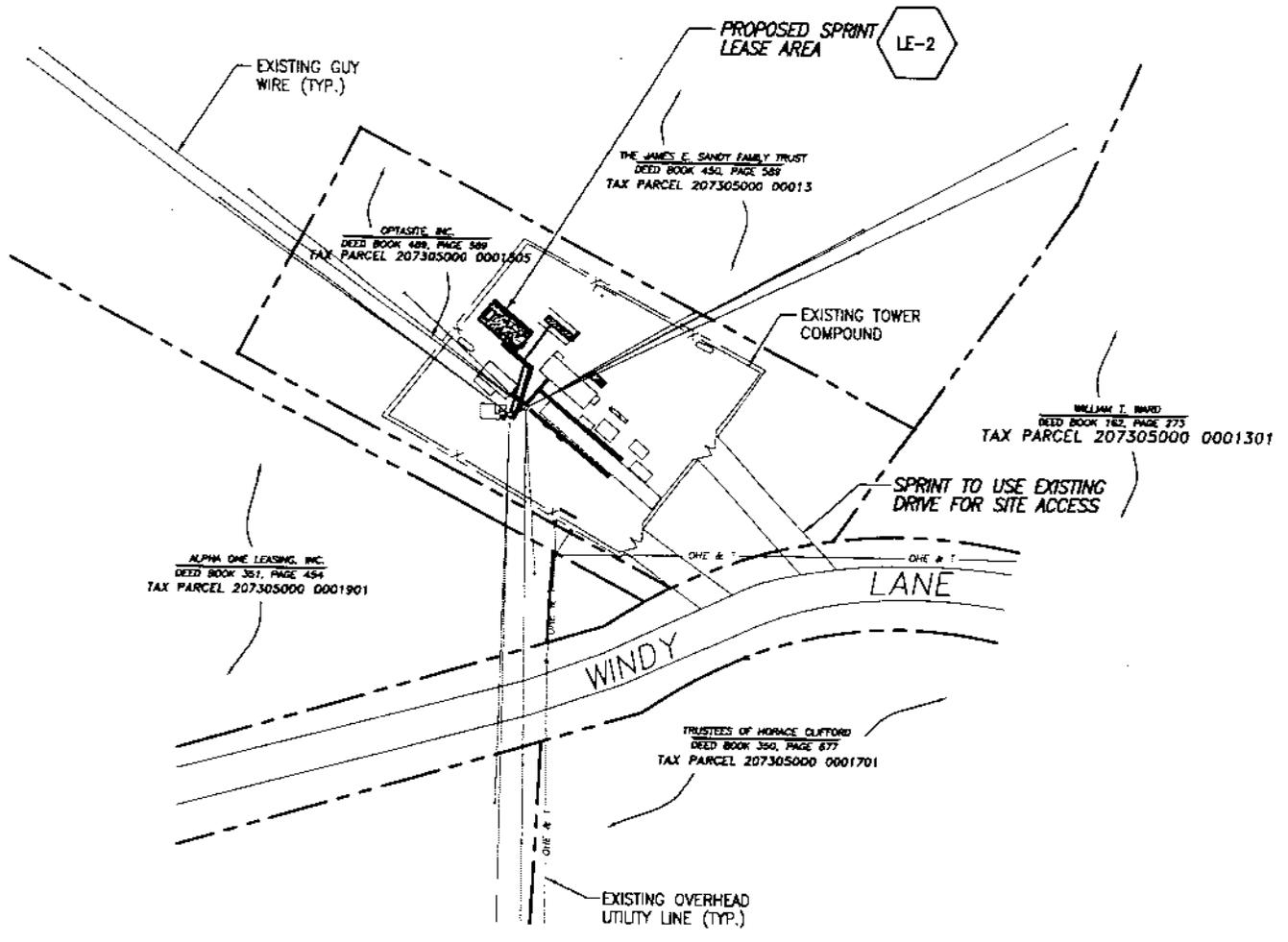
Kerry Lynn Hipp
Notary Public

GRANTORS' ADDRESS:
720 White Oak Drive
Southaven, MS 38971
HOME: 662-349-9773
WORK: n/a

GRANTEES' ADDRESS:
P. O. Box 777
Collierville, TN 38027-0777
HOME: n/a
WORK: 901-853-7498

PREPARED BY:
MYERS & ASSOCIATES, PLLC
140 W. CENTER STREET
MEMPHIS, MS 38602
(662)429-1994

ADDENDUM 1



GRAPHIC SCALE



SCALE: 1" = 100'



NORTH

OVERALL SITE PLAN

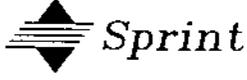
SCALE: 1" = 100'

NOTE:

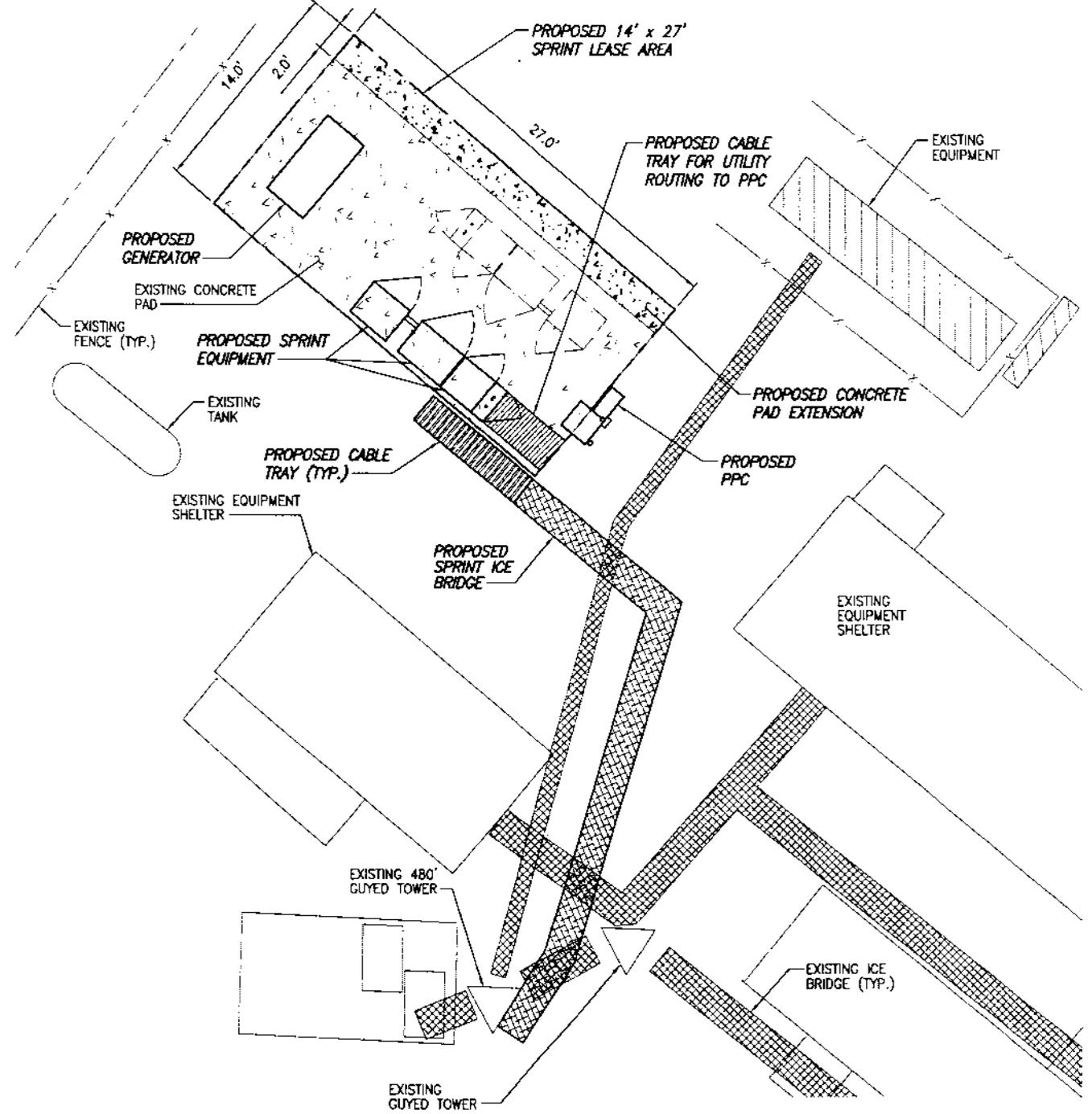
1. OWNER AND SPRINT MAY, AT SPRINT'S OPTION, REPLACE THIS EXHIBIT WITH AN EXHIBIT SETTING FORTH THE LEGAL DESCRIPTION OF THE PROPERTY ON WHICH THE SITE IS LOCATED AND/OR AN AS-BUILT DRAWING DEPICTING THE SITE.

OWNER INITIALS:	DATE:
SPRINT INITIALS:	DATE:

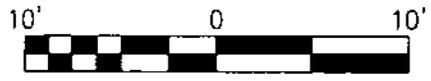
LE-1

TAX PIN#: 207305000 0001305 TOWER OWNER: OPTASITE	 6120 POWERS FERRY RD. NW SUITE 200 ATLANTA, GA 30339	 810 MARIETTA HIGHWAY ROSWELL, GA 30075 OFFICE P: (770) 840-9000 FAX P: (770) 840-7363	APPROX. SCALE AS NOTED DATE: 04/20/05 SITE ADDRESS: 1770 WINDY LANE SOUTHAVEN, MS 38671	LEASE EXHIBIT PLAN SITE I.D. MP70XC009A
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ADDENDUM 1



GRAPHIC SCALE



SCALE: 1" = 10'-0"



SITE PLAN
SCALE: 1" = 10'-0"

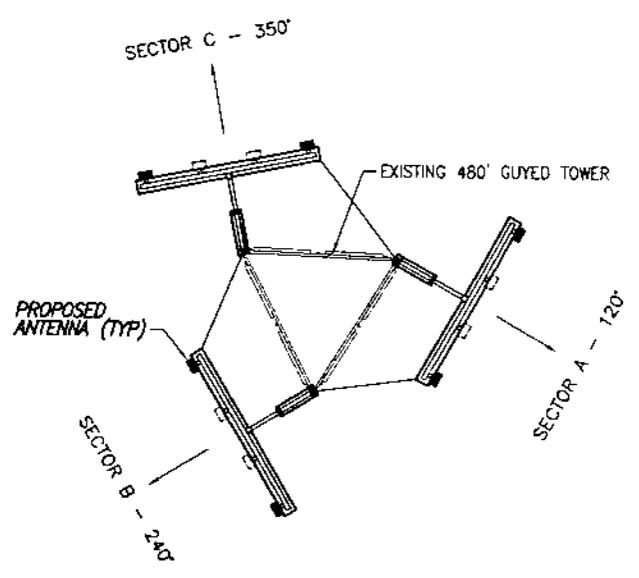
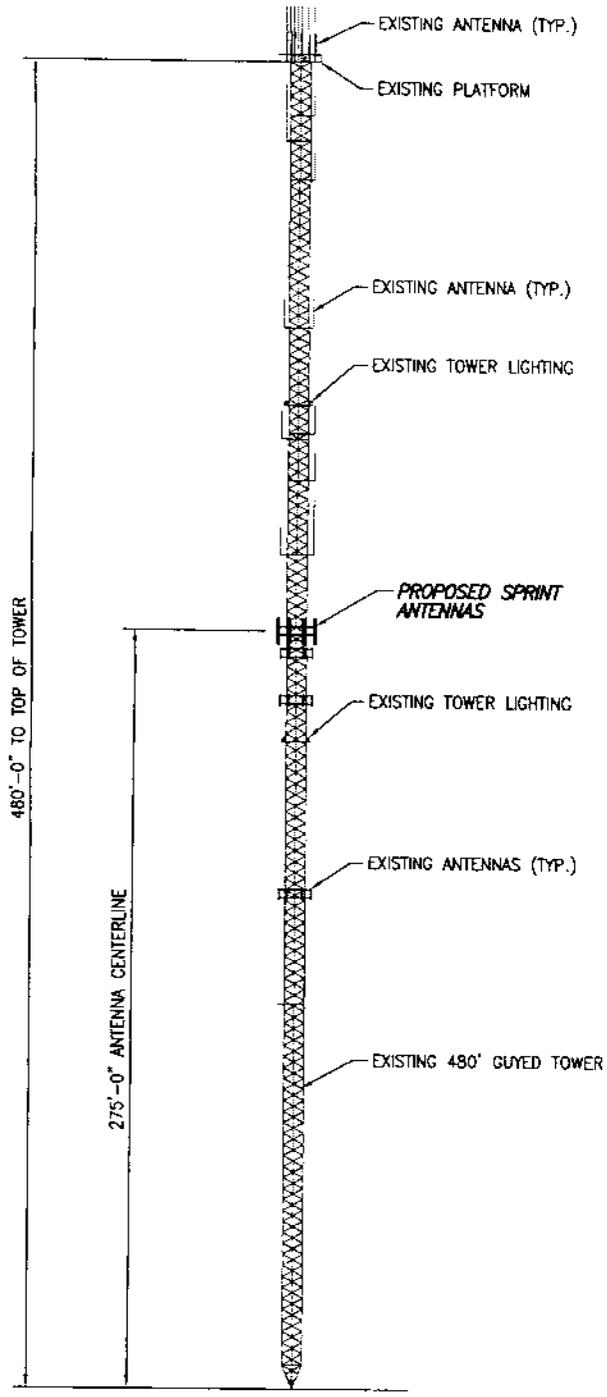
NOTE:
1. OWNER AND SPRINT MAY, AT SPRINT'S OPTION, REPLACE THIS EXHIBIT WITH AN EXHIBIT SETTING FORTH THE LEGAL DESCRIPTION OF THE PROPERTY ON WHICH THE SITE IS LOCATED AND/OR AN AS-BUILT DRAWING DEPICTING THE SITE.

OWNER INITIALS:	DATE:
SPRINT INITIALS:	DATE:

LE-2

TAX PIN#: 207305000 0001305 TOWER OWNER: OPTASITE	 6120 POWERS FERRY RD. NW SUITE 200 ATLANTA, GA 30339	 810 MARIETTA HIGHWAY ROSWELL, GA 30075 OFFICE #: (770) 840-9999 FAX #: (770) 840-7363	APPROX. SCALE AS NOTED DATE: 04/20/05 SITE ADDRESS: 1770 WINDY LANE SOUTHAVEN, MS 38671	LEASE EXHIBIT PLAN SITE I.D. MP70XC009A
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ADDENDUM 1



ANTENNA ORIENTATION PLAN
NOT TO SCALE

TOWER ELEVATION
NOT TO SCALE

NOTE:
1. OWNER AND SPRINT MAY, AT SPRINT'S OPTION, REPLACE THIS EXHIBIT WITH AN EXHIBIT SETTING FORTH THE LEGAL DESCRIPTION OF THE PROPERTY ON WHICH THE SITE IS LOCATED AND/OR AN AS-BUILT DRAWING DEPICTING THE SITE.

OWNER INITIALS:	DATE:
SPRINT INITIALS:	DATE:

LE-3

TAX PIN#: 207305000 0001305 TOWER OWNER: OPTASITE	 6120 POWERS FERRY RD. NW SUITE 200 ATLANTA, GA 30339	 810 MARIETTA HIGHWAY ROSWELL, GA 30075 OFFICE #: (770) 640-9800 FAX #: (770) 640-7383	APPROX. SCALE AS NOTED DATE: 04/20/05 SITE ADDRESS: 1770 WINDY LANE SOUTHAVEN, MS 38671	LEASE EXHIBIT PLAN SITE I.D. MP70XC009A
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