

12/16/10 10:48:22  
DK P BK 141 PG 570  
DESOTO COUNTY, MS  
W.E. DAVIS, CH CLERK

This Instrument Prepared By:  
Matthew W. Barnes, Esq.  
Burr & Forman LLP  
420 North 20th Street  
Wachovia Tower, Suite 3400  
Birmingham, AL 35203

Indexing Instructions:  
A portion of NW 1/4 of Sec. 24, T1S-R8W

Cross Reference to:  
Book 75, Page 582

After Recording Return To:  
Crown Castle  
\* 1220 Augusta Drive, Ste 500  
Houston, TX 77057  
Attn: PEP Department

Parcel Id:  
108624000001500

STATE OF MISSISSIPPI )

COUNTY OF DESOTO )

**MEMORANDUM OF GROUND LEASE EXTENSION AGREEMENT**

This Memorandum of Ground Lease Extension Agreement (the "Memorandum") is made this 9 day of November, 2010, by and between **GLOBAL SIGNAL ACQUISITIONS IV LLC**, a Delaware limited liability company ("**Lessor**"), whose address is c/o Crown Castle USA Inc., E. Blake Hawk, General Counsel, 2000 Corporate Drive, Canonsburg, PA 15317 and a telephone number of (724) 416-2339 , and **STC TWO LLC**, a Delaware limited liability company ("**Tenant**"), whose address is c/o Crown Castle USA Inc., E. Blake Hawk, General Counsel, 2000 Corporate Drive, Canonsburg, PA 15317 and a telephone number of (724) 416-2339 .

**RECITALS**

WHEREAS, Lessor and Tenant are the current parties under that certain PCS Site Agreement dated August 20, 1997, as originally by and between Gas Products, Inc., as original lessor and SprintCom, Inc., as original lessee (the "Original Lease"), a memorandum of which was recorded in Book 75, Page 582 in the Office of the Chancery Clerk of DeSoto County, Mississippi; and

WHEREAS, the parties have modified the terms of the Original Lease by that certain Ground Lease Extension Agreement of even date herewith by and between the parties hereto, and wish to provide record notice of the extension of the term of the Original Lease as amended thereby (the Original Lease as amended shall be referred to hereinafter as the "Lease") and the status of certain rights and interests thereunder through the recording of this Memorandum in the Office of the Chancery Clerk of DeSoto County, Mississippi; and

b

WHEREAS, the Lease pertains to certain real property leased to Tenant (the "Leased Premises") together with access and utility easements granted to Tenant more particularly described on Exhibit "A" attached hereto and incorporated herein by this reference.

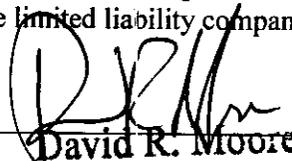
**OPERATIVE PROVISIONS**

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Lessor and Tenant hereby agree as follows:

1. The recitals hereinabove are true and correct and are incorporated herein by this reference.
2. The Lease term is extended to and will expire on December 31, 2031.
3. The parties consent to the recording of this Memorandum in the public records of the county in which the Leased Premises is situated, and agree that this Memorandum shall be executed in recordable form.
4. This Memorandum may be executed in counterparts, each of which shall constitute an original but together shall constitute a single instrument.

LESSOR:

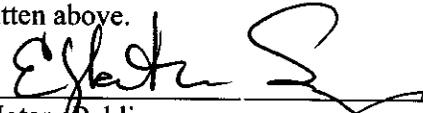
GLOBAL SIGNAL ACQUISITIONS IV LLC,  
a Delaware limited liability company

By:   
Name: David R. Moore  
Title: RET MANAGER

STATE OF TEXAS )  
HARRIS COUNTY )

Personally appeared before me, the undersigned authority in and for the said county and state, on this 9 day of November, 2010, within my jurisdiction, the within named DAVID R. MOORE, who acknowledged that he/she is RET MANAGER of GLOBAL SIGNAL ACQUISITIONS IV LLC, a Delaware limited liability company, and that for and on behalf of the said limited liability company, and as its act and deed he/she executed the above and foregoing instrument, after first having been duly authorized by said limited liability company so to do.

Given under my hand and seal on the day and year last written above.

  
Notary Public  
My Commission Expires: 6-10-14

[NOTARIAL SEAL]

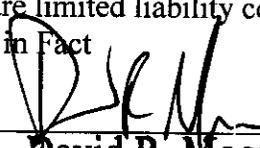


**TENANT:**

**STC TWO LLC,**  
a Delaware limited liability company

By: GLOBAL SIGNAL ACQUISITIONS II LLC,  
a Delaware limited liability company

Its: Attorney in Fact

By: 

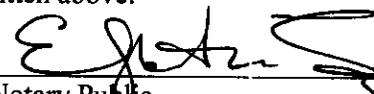
Name: David R. Moore

Its: REI MANAGER

STATE OF TEXAS )  
 )  
HARRIS COUNTY )

Personally appeared before me, the undersigned authority in and for the said county and state, on this 9 day of November, 2010, within my jurisdiction, the within named David R. Moore, who acknowledged that he/she is REI MANAGER of Global Signal Acquisitions II LLC, a Delaware limited liability company, Attorney-in-Fact of **STC TWO LLC**, a Delaware limited liability company, and that for and on behalf of the said limited liability company, and as its act and deed he/she executed the above and foregoing instrument, after first having been duly authorized by said limited liability company so to do.

Given under my hand and seal on the day and year last written above.

  
Notary Public  
My Commission Expires: 

[NOTARIAL SEAL]

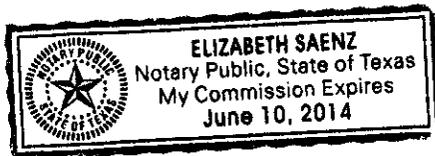


EXHIBIT "A"

Being a Legal description of a proposed SprintCom Tower Compound lease area, being part of the Liquid Air Corporation of North America Property recorded in Deed Book 141 Page 67 in the Chancery Clerk's office of Desoto County, Mississippi said Property being situated in Southaven, Desoto County, Mississippi and said lease area being described as situated in the northwest quarter of Section 24, Township 1 south Range 8 west and more particularly described as follows:

Commencing at a point in the center of above said Section 24, Township 1 south, Range West Desoto County Mississippi; thence north along the north-south 1/2 section line of said Section 24 as described in above said deed book 141 - Page 67 a distance of 171.40 feet; thence west at right angles to said 1/2 section line 70 feet to a found p.k. nail in the west right of way of Hamilton Road and being the northeast corner of the above said Liquid Air Corporation of North American Property; thence south 89 degrees 55 minutes 06 seconds west along said north line of said property 359.15 feet to a set iron pin at the True Point of Beginning; thence south 00 deg 04 min 54 sec east - 50.00 feet to a set iron pin; thence south 89 degrees 55 minutes 06 seconds west - 50.00 feet to a set iron pin; thence north 00 deg 04 min 54 sec west - 50.00 feet to a set iron pin in the above said north line; thence north 89 degrees 55 min 06 sec east along said north line - 50.00 feet to the point of beginning

Containing 2,500 square feet or 0.057 acres, more or less

Bearings are Grid North

Together with the following easement for ingress, egress and utilities:

Legal Description - Proposed SprintCom Mutual Use, Non-Exclusive Ingress/Egress & Utility Easement "1-55/Stateline Road" ID No. MP03Xc096

Across part of the Liquid Air Corporation of North America property recorded in Deed Boo 141 Page 67 at the Chancery Clerk's office of Desoto County Mississippi said property situated in Southaven, Desoto County, Mississippi and said Easement being described as:

Situated in the northwest quarter of Section 24, Township 1 south, Range 8 west more particularly described as

Commencing at a point in the center of above said Section 24, Township 1 south, Range 8 west Desoto county, Mississippi; thence north along the north-south 1/2 section line of said section 24, as described in above said deed book 141-page 67 a distance of 171.40 feet to a point; thence west at right angles to said 1/2 section line 70 feet to a found P.K. nail in the west right of way of Hamilton Road (under construction) said point also being the northeast corner of the Liquid Air Corporation of North America Property and the True Point of Beginning; thence south 00 deg. 42 minutes 30 seconds east along the said

west right of way line of Hamilton Road 85.19 feet; thence south 89 degrees 47 minutes 43 seconds west (leaving said right of way) - 73.10 feet; thence North 45 degrees 00 min 00 sec west - 92.27 feet; thence south 89 degrees 55 min 06 sec west - 221.83 feet; thence north 00 deg 04 min 54 sec west - 20.00 feet to a point in the north line of the above said Liquid Air Corporation of North America Property; thence north 89 deg 55 min 06 sec east along said north line - 359.15 feet to the point of beginning.

Containing 14.061 square feet or 0.323 acres, more or less

Tax ID: 1086240000001500