

A.P.N. 224-26-5700

WHEN RECORDED RETURN TO:

Richard Q. Nye
Richard Q. Nye, Ltd.
9141 E. Hidden Spur Trail, Suite 105
Scottsdale, Arizona 85255
602-424-2691

Space above this line for Recorder's Use

Cell Site No. : PHNXAZT948
Cell Site Name: La Canada & Naranja
Fixed Asset Number: 10107202
State: Arizona
County: Pima

MEMORANDUM OF LEASE

This Memorandum of Lease is entered into on this ____ day of _____, 2012, by and between Town of Oro Valley, an Arizona Municipal corporation, having a mailing address of 11000 N La Canada Drive, Oro Valley, AZ 85737 (hereinafter referred to as "Town") and New Cingular Wireless PCS, LLC, a Delaware limited liability company, having a mailing address of 12555 Cingular Way, Suite 1300, Alpharetta, GA 30004 (hereinafter referred to as "Tenant").

1. Town and Tenant entered into a certain Communications Site Lease Agreement ("Agreement") on the ____ day of _____, 2012, for the purpose of installing, operating and maintaining a communications facility and other improvements. All of the foregoing are set forth in the Agreement.

2. The initial lease term will be five (5) years ("Initial Term") commencing on the effective date of written notification by Tenant to Town of Tenant's exercise of the Option, with four (4) successive automatic five (5) year options to renew.

The portion of the land being leased to Tenant (the "Premises") is described in Exhibit I annexed hereto.

This Memorandum of Lease is not intended to amend or modify, and shall not be deemed or construed as amending or modifying, any of the terms, conditions or provisions of the

Agreement, all of which are hereby ratified and affirmed. In the event of a conflict between the provisions of this Memorandum of Lease and the provisions of the Agreement, the provisions of the Agreement shall control. The Agreement shall be binding upon and inure to the benefit of the parties and their respective heirs, successors, and assigns, subject to the provisions of the Agreement.

TOWN OF ORO VALLEY

Dr. Satish I. Hiremath, Mayor

ATTEST:

APPROVED AS TO FORM:

Julie K. Bower, Town Clerk

Tobin Rosen, Town Attorney

Date: _____

Date: _____

"TENANT"

New Cingular Wireless PCS, LLC,
By: AT&T Mobility Corporation
Its: Manager

By: [Signature]
Print Name: TODD E. DAoust
Its: Sr REAL ESTATE & CONST. MGR.
Date: MARCH 22, 2012

STATE OF ARIZONA)
) ss:
COUNTY OF PIMA)

On the 22nd day of March in the year 2012 before me, the undersigned, a notary public in and for said state, personally appeared Todd Daoust, personally known to me or proved to me on the basis of satisfactory evidence to be the individual(~~s~~) whose name(~~s~~) (~~is~~) (~~are~~) subscribed to the within instrument and acknowledged to me that he/~~she~~/~~they~~ executed the same in his/~~her~~/~~their~~ capacity(~~ies~~), and that by his/~~her~~/~~their~~ signature(~~s~~) on the instrument, the individual(~~s~~) or the person upon behalf of which the individual(~~s~~) acted, executed the instrument.

[Signature: Lauren Richards]

Notary Public

1-18-15

My Commissions Expires:

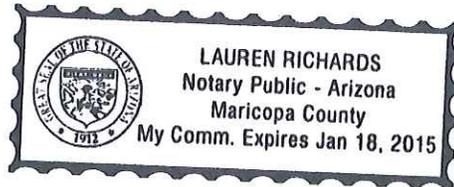


EXHIBIT 1

DESCRIPTION OF PREMISES

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to the Memorandum of Lease dated March 22, 2012, by and between Town of Oro Valley, an Arizona Municipal corporation, as Town, and New Cingular Wireless PCS, LLC, a Delaware limited liability company, as Tenant.

The Premises are described and/or depicted as follows:

LEASE AREA LEGAL DESCRIPTION:

A PART OF THE NORTHWEST QUARTER OF SECTION 11, TOWNSHIP 12 SOUTH, RANGE 13 EAST, GILA AND SALT RIVER MERIDIAN, PIMA COUNTY, ARIZONA, DESCRIBED AS FOLLOWS:

COMMENCING AT THE NORTHWEST CORNER OF THE NORTHWEST QUARTER OF SAID SECTION 11;

THENCE SOUTH 00 DEGREES 32 MINUTES 14 SECONDS EAST, 631.99 FEET;

THENCE DEPARTING SAID WEST LINE, NORTH 89 DEGREES 27 MINUTES 46 SECONDS EAST, 75.00 FEET, TO THE EAST RIGHT-OF-WAY OF LA CANADA DRIVE;

THENCE NORTH 89 DEGREES 33 MINUTES 17 SECONDS EAST, 109.66 FEET

THENCE SOUTH 00 DEGREES 26 MINUTES 43 SECONDS EAST, 53.45 FEET TO THE POINT OF BEGINNING;

THENCE SOUTH 45 DEGREES 58 MINUTES 00 SECONDS EAST, 16.00 FEET;

THENCE SOUTH 44 DEGREES 20 MINUTES 17 SECONDS WEST, 14.21 FEET;

THENCE SOUTH 89 DEGREES 09 MINUTES 35 SECONDS WEST, 4.67 FEET;

THENCE NORTH 45 DEGREES 42 MINUTES 02 SECONDS WEST, 12.71 FEET;

THENCE NORTH 44 DEGREES 20 MINUTES 17 SECONDS EAST, 17.44 FEET, TO THE POINT OF BEGINNING.

CONTAINING 274.24 SQUARE FEET.

ACCESS EASEMENT LEGAL DESCRIPTION:

A PART OF THE NORTHWEST QUARTER OF SECTION 11, TOWNSHIP 12 SOUTH, RANGE 13 EAST, GILA AND SALT RIVER MERIDIAN, PIMA COUNTY, ARIZONA, DESCRIBED AS FOLLOWS:

A 12 FOOT WIDE EASEMENT FOR INGRESS AND EGRESS LYING 6.00 FEET ON EACH SIDE OF THE FOLLOWING DESCRIBED CENTERLINE:

COMMENCING AT THE NORTHWEST CORNER OF THE NORTHWEST QUARTER OF SAID SECTION 11;

THENCE SOUTH 00 DEGREES 32 MINUTES 14 SECONDS EAST, 631.99 FEET;

EXHIBIT 1

DESCRIPTION OF PREMISES

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to the Memorandum of Lease dated _____, 2012, by and between Town of Oro Valley, an Arizona Municipal corporation, as Town, and New Cingular Wireless PCS, LLC, a Delaware limited liability company, as Tenant.

The Premises are described and/or depicted as follows:

ACCESS EASEMENT LEGAL DESCRIPTION: (Continued)

THENCE DEPARTING SAID WEST LINE, NORTH 89 DEGREES 27 MINUTES 46 SECONDS EAST, 75.00 FEET, TO THE EAST RIGHT-OF-WAY OF LA CANADA DRIVE;
THENCE NORTH 89 DEGREES 33 MINUTES 17 SECONDS EAST, 109.66 FEET;
THENCE SOUTH 00 DEGREES 26 MINUTES 43 SECONDS EAST, 53.45 FEET;
THENCE SOUTH 45 DEGREES 58 MINUTES 00 SECONDS EAST, 8.90 FEET;
THENCE NORTH 89 DEGREES 20 MINUTES 46 SECONDS EAST, 2.84 FEET TO THE POINT OF BEGINNING;
THENCE NORTH 89 DEGREES 20 MINUTES 46 SECONDS EAST, 132.38 FEET;
THENCE SOUTH 00 DEGREES 32 MINUTES 15 SECONDS EAST, 441.86 FEET;
THENCE SOUTH 89 DEGREES 20 MINUTES 46 SECONDS WEST, 251.14 FEET TO THE POINT OF TERMINATION ON THE EAST RIGHT-OF-WAY OF LA CANADA DRIVE.

UTILITY EASEMENT LEGAL DESCRIPTION:

A PART OF THE NORTHWEST QUARTER OF SECTION 11, TOWNSHIP 12 SOUTH, RANGE 13 EAST, GILA AND SALT RIVER MERIDIAN, PIMA COUNTY, ARIZONA, DESCRIBED AS FOLLOWS:

A 3.00 FOOT WIDE EASEMENT FOR UTILITY PURPOSES LYING 3.00 FEET ON EACH SIDE OF THE FOLLOWING DESCRIBED CENTERLINE:

COMMENCING AT THE NORTHWEST CORNER OF THE NORTHWEST QUARTER OF SAID SECTION 11;
THENCE SOUTH 00 DEGREES 32 MINUTES 14 SECONDS EAST, 631.99 FEET;
THENCE DEPARTING SAID WEST LINE, NORTH 89 DEGREES 27 MINUTES 46 SECONDS EAST, 75.00 FEET, TO THE EAST RIGHT-OF-WAY OF LA CANADA DRIVE;
THENCE NORTH 89 DEGREES 33 MINUTES 17 SECONDS EAST, 109.66 FEET;
THENCE SOUTH 00 DEGREES 26 MINUTES 43 SECONDS EAST, 53.45 FEET;
THENCE SOUTH 45 DEGREES 58 MINUTES 00 SECONDS EAST, 14.09 FEET TO THE POINT OF BEGINNING;

EXHIBIT 1

DESCRIPTION OF PREMISES

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to the Memorandum of Lease dated _____, 2012, by and between Town of Oro Valley, an Arizona Municipal corporation, as Town, and New Cingular Wireless PCS, LLC, a Delaware limited liability company, as Tenant.

The Premises are described and/or depicted as follows:

UTILITY EASEMENT LEGAL DESCRIPTION: (Continued)

THENCE NORTH 45 DEGREES 00 MINUTES 00 SECONDS EAST, 8.38 FEET TO THE BEGINNING OF A TANGENT CURVE, CONCAVE NORTHWESTERLY WITH A RADIUS OF 2.00 FEET;
THENCE NORTHERLY ALONG THE ARC OF SAID CURVE, THROUGH A CENTRAL ANGLE OF 45 DEGREES 26 MINUTES 43 SECONDS, AN ARC DISTANCE OF 1.59 FEET;
THENCE NORTH 00 DEGREES 26 MINUTES 43 SECONDS WEST, 54.52 FEET;
THENCE SOUTH 89 DEGREES 33 MINUTES 17 SECONDS WEST, 122.28 FEET;
THENCE SOUTH 00 DEGREES 32 MINUTES 20 SECONDS EAST, 230.98 FEET;
THENCE NORTH 89 DEGREES 33 MINUTES 17 SECONDS EAST, 13.01 FEET;
THENCE SOUTH 00 DEGREES 26 MINUTES 43 SECONDS EAST, 19.00 FEET;
THENCE SOUTH 89 DEGREES 33 MINUTES 17 SECONDS WEST, 17.00 FEET TO THE POINT OF TERMINATION ON THE EAST RIGHT-OF-WAY OF LA CANADA DRIVE.