

Pacific Mountain Area  
UT 0193  
Brickyard

MEMORANDUM OF AGREEMENT

CLERK: Please return this document to: NEXTEL WEST CORP., d/b/a Nextel Communications  
860 West Levoy Drive, Ste 102  
Salt Lake City, Utah 84123  
Attn: Property Manager

7737358

This Memorandum of Agreement is entered into on this 18<sup>th</sup> day of August, 2000, by and between, SHUPE INVESTMENTS LTD, a Utah limited partnership with an address at 3216 South Highland Drive, Salt Lake City, UT 84106, (hereinafter referred to as "Lessor") and NEXTEL WEST CORP., a Delaware corporation, d/b/a Nextel Communications, with an office at 4643 South Ulster Street, Set 500, Denver, CO, 80237, (hereinafter referred to as "Lessee").

1. Lessor and Lessee entered into a Communications Site Lease Agreement ("Agreement") on the day of August 18<sup>th</sup> 2000, 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 term of the Agreement is for five (5) years commencing on the date Lessee begins construction of the Lessee Facilities or two (2) months, whichever first occurs ("Commencement Date"), and terminating on the fifth anniversary of the Commencement Date with four (4) successive five (5) year options to renew.
3. The Land which is the subject of the Agreement is described in Exhibit A annexed hereto. The portion of the Land being leased to Lessee (the "Premises") is described in Exhibit B annexed hereto.

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

LESSOR:  
SHUPE INVESTMENTS, LTD  
a Utah limited partnership

LESSEE:  
NEXTEL WEST CORP.,  
d/b/a Nextel Communications  
a Delaware corporation

Robert Shupe 8-10-2000

Colin Holland

By: Robert Shupe

By: Colin Holland

Title: Partner

Title: Area Vice President of Operations and Engineering

Date: 8/10/2000

Date: 8-18-00

Diane Shupe 8/10/2000

By: Diane Shupe

Title: Partner

Date: 8/10/2000

ORIGINAL

BK 8393 PG 8896

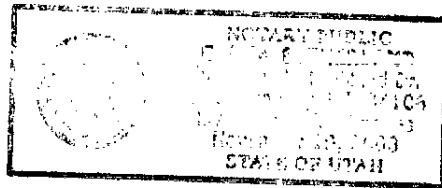
Pacific Mountain Area  
UT 0193  
Brickyard

STATE OF Utah  
COUNTY OF Salt Lake

On 5/12/00, before me E. Ivan Sutherland, Notary Public, personally appeared Robert Shupe, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument, the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

E. Ivan Sutherland (SEAL)  
Notary Public



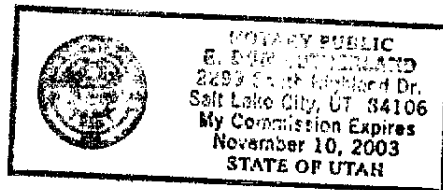
My commission expires: \_\_\_\_\_

STATE OF Utah  
COUNTY OF Salt Lake

On 5/12/00, before me E. Ivan Sutherland, Notary Public, personally appeared Diane Shupe, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument, the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

E. Ivan Sutherland (SEAL)  
Notary Public



My commission expires: \_\_\_\_\_

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ORIGINAL

Pacific Mountain Area  
UT 0193  
Brickyard

STATE OF CALIFORNIA

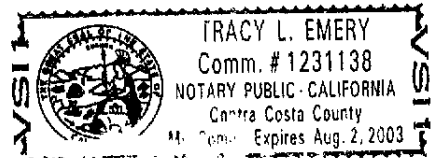
COUNTY OF Contra Costa

On 8/18/2000, before me, Tracy L. Emery, Notary Public, personally appeared Colin E. Holland, personally known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument, the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Tracy L. Emery (SEAL)  
Notary Public

My commission expires: 8/2/2003



BK 8393 PG 8898

ORIGINAL

EXHIBIT A

DESCRIPTION OF LAND

to the Agreement dated August 18<sup>th</sup>, 2000, by and between, Shupe Investments LTD, a Utah limited partnership as Lessor and NEXTEL WEST CORP., a Delaware corporation, d/b/a Nextel Communications, as Lessee.

The Land is described and/or depicted as follows (metes and bounds description):

PARCEL 1: 16-28-304-004 - APN

BEGINNING at a point where the West line of Highland Drive intersects the South line of a 33 foot County Road, said point being South 1099.08 feet and East 483.32 feet from the West quarter corner of Section 28, Township 1 South, Range 1 East, Salt Lake Base and Meridian, said point also being North 15° 15' 50" West 441.47 feet and South 89° 20' West 34.21 feet from a County Monument; and running thence South 15° 15' 50" East 56.25 feet; thence West 245.73 feet; thence North 51.58 feet to the South line of said 33 foot County Road; thence North 89° 20' East 230.95 feet to the point of Beginning.

PARCEL 2: 16-28-304-010 - APN

BEGINNING at a point which is South 1153.35 feet and East 252.45 feet from the Northwest corner of the Southwest quarter of Section 28, Township 1 South, Range 1 East, Salt Lake Base and Meridian; thence South 4.66 feet; thence North 89° 22' 10" East 246.32 feet; thence North 15° 15' 50" West 2.02 feet; thence West 245.78 feet to the point of Beginning.

PARCEL 3: 16-28-304-011 - APN

BEGINNING at a point South 1158.01 feet and East 252.45 feet from the Northwest corner of the Southwest quarter of Section 28, Township 1 South, Range 1 East, Salt Lake Meridian, and running thence South 94.14 feet; thence East 272.74 feet to the Westerly line of Highland Drive; thence along said Westerly line North 15° 15' 50" West 100.40 feet; thence South 89° 22' 10" West 246.32 feet to the point of Beginning.

Situate in Salt Lake County, Utah.

Lessor Initials: PHS

Lessee Initials: CEL

ORIGINAL

-POOR COPY-  
CO. RECORDER

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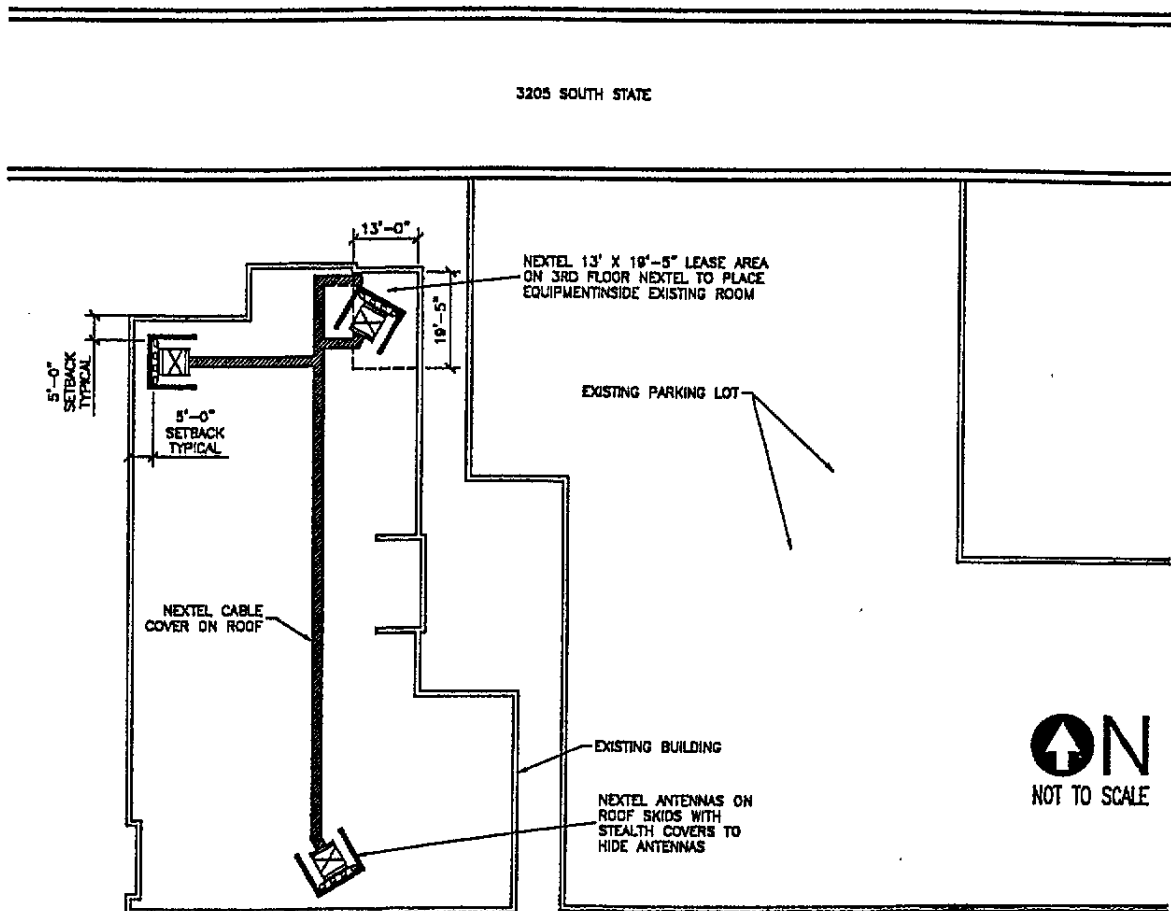
EXHIBIT B

DESCRIPTION OF PREMISES

to the Agreement dated August 18<sup>th</sup>, 2000, by and between, Shupe Investments LTD, a Utah limited partnership, as Lessor and NEXTEL WEST CORP., a Delaware corporation, d/b/a Nextel Communications, as Lessee.

The Premises are described and/or depicted as follows:  
APN: 16-28-304-010

3216 South Highland Drive, Salt Lake City, UT 84106



Lessor Initials: PHS  
Lessee Initials: CEH

- Notes:
1. This Exhibit may be replaced by a land survey of the Premises once it is received by Lessee.
  2. Setback of the Premises from the Land's boundaries shall be the distance required by the applicable governmental authorities.
  3. Width of access road shall be the width required by the applicable governmental authorities, including police and fire departments.
  4. The type, number and mounting positions and locations of antennas and transmission lines are illustrative only. Actual types, numbers, mounting positions may vary from what is shown above.
  5. The location of any utility easement is illustrative only. Actual location shall be determined by the servicing utility company in compliance with all local laws and regulations.

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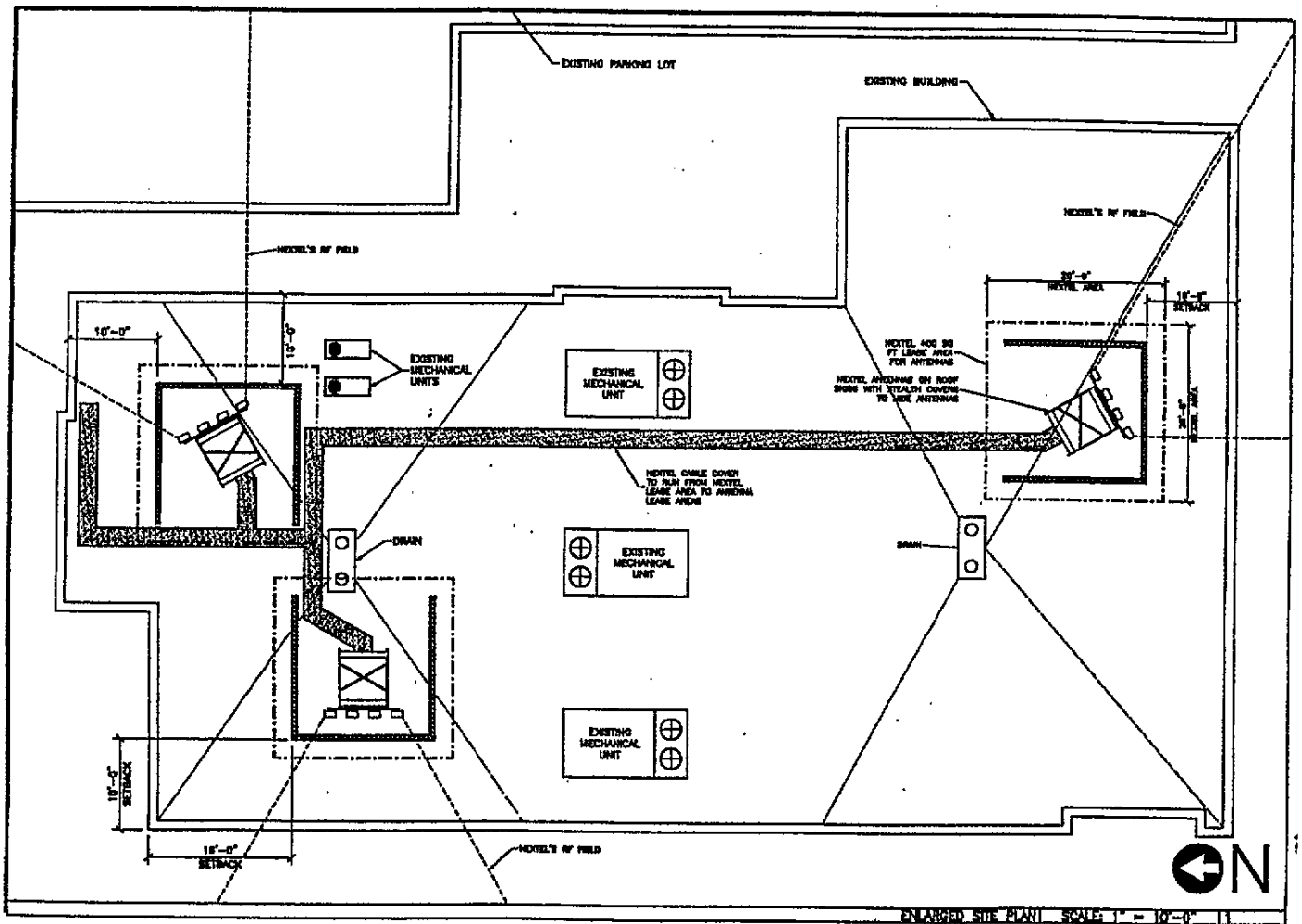
ORIGINAL

EXHIBIT D

DESCRIPTION OF ANTENNA PLACEMENT

to the Agreement dated August 18<sup>th</sup>, 2000, by and between, Shupe Investments LTD, a Utah limited partnership as Lessor and NEXTEL WEST CORP., a Delaware corporation, d/b/a Nextel Communications, as Lessee.

The Land is described and/or depicted as follows:



Lessor Initials: MS

Lessee Initials: CEL

ORIGINAL

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7737358  
10/12/2000 01:45 PM 22.00  
Book - 8393 Pg - 8896-8901  
**NANCY WORKMAN**  
RECORDER, SALT LAKE COUNTY, UTAH  
NEXTEL WEST CORP  
4643 S I:STER STE 500  
DENVER CO 80237  
BY: ZJM, DEPUTY - NA 6 P.

BK 8393 PG 8901 A