

Quick Data Services, Inc.
50 West 3900 South, Suite 2B
Salt Lake City, Utah 84107



W2306289

EW 2306289 PG 1 OF 6
ERNEST D ROWLEY, WEBER COUNTY RECORDER
21-NOV-07 2:23 PM FEE \$20.00 DEP SGC
REC FOR: QUICK DATA SERVICES

Sullivan & Worcester LLP
One Post Office Square
Boston, Massachusetts 02109
Attn: Karen Carp, Esq.

After recording please return to:
Tien Thoong, Account Executive
Parasec Incorporated
2804 Gateway Oaks Dr #200
Sacramento, CA 95833-3509

Tax Parcel ID.: 21-008-0029

COMMONWEALTH OF MASSACHUSETTS

COUNTY OF SUFFOLK

UTAH
ASSIGNMENT AND ASSUMPTION OF LEASE OR OTHER AGREEMENT

HUNTSVILLE - Clawson - 310318

THIS Assignment and Assumption dated as of this 9:00 am on February 28, 2007 is from Tower Asset Sub, LLC, a Delaware limited liability company ("Assignor") to American Tower Asset Sub, LLC, a Delaware limited liability company ("Assignee") whose mailing address is: 116 Huntington Avenue, Boston, MA 02116.

Agreement:

NOW, THEREFORE, in consideration of \$10.00 and for other good and valuable consideration, receipt and sufficiency of which is hereby acknowledged, the Parties agree as follows:

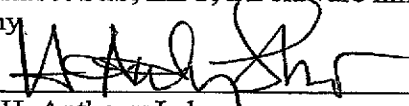
1. Assignor does hereby irrevocably transfer and assign to Assignee all of the right, title and interest of Assignor in, to and under the lease or other document described in Schedule A attached hereto together with any easements and other agreements, permits, rights and appurtenances pertaining thereto (in each case, to the extent assignable) (collectively, the "Land Lease") and forming a part hereof together with any and all of Assignor's right, title and interest in and to the buildings, towers and other improvements located at the real property described on Annex 1 hereto and leased pursuant to such Land Lease and all leases or subleases with respect

thereto pursuant to which Assignor leases any part thereof to others (collectively the "Tower Leases"). Assignee hereby assumes and agrees to pay, perform and discharge when due all of the liabilities, obligations, and duties of Assignor under the Land Lease and the Tower Leases.

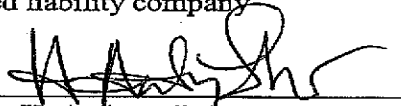
2. The parties hereto do hereby agree to perform, execute and/or deliver or cause to be performed, executed and/or delivered any and all such further agreements and assurances as either of the parties hereto may reasonably require to consummate the transactions contemplated hereunder.

IN WITNESS WHEREOF, each party has caused this Assignment and Assumption to be duly executed and delivered in its name and on its behalf, as of the date first above written.

Tower Asset Sub, LLC, a Delaware limited liability company

By: 
H. Anthony Lehv
Senior Vice President

American Tower Asset Sub, LLC, a Delaware limited liability company


By: 
H. Anthony Lehv
Senior Vice President

COMMONWEALTH OF MASSACHUSETTS

COUNTY OF SUFFOLK

On this 26th day of February, 2007, personally appeared before me H. Anthony Lehv, who being by me duly sworn, did say that he is the Senior Vice President of Tower Asset Sub, LLC, a Delaware limited liability company, and that said instrument was signed on behalf of said limited liability company by authority of a resolution of the board of directors of its sole member, and said Senior Vice President acknowledged to me that said limited liability company voluntarily executed the same.

Notary Public Catherine M. Bradley
Residing at: Boston, MA
My Commission Expires:
(NOTARIAL SEAL)


 Catherine M. Bradley
Notary Public
Commonwealth of Massachusetts
My Commission Expires
August 30, 2007

COMMONWEALTH OF MASSACHUSETTS

COUNTY OF SUFFOLK

On this 26th day of February, 2007, personally appeared before me H. Anthony Lehv, who being by me duly sworn, did say that he is the Senior Vice President of American Tower Asset Sub, LLC, a Delaware limited liability company, and that said instrument was signed on behalf of said limited liability company by authority of a resolution of the board of directors of its sole member, and said Senior Vice President acknowledged to me that said limited liability company voluntarily executed the same.

Notary Public Catherine M. Bradley
Residing at:
My Commission Expires:
(NOTARIAL SEAL)

 Catherine M. Bradley
Notary Public
Commonwealth of Massachusetts
My Commission Expires
August 30, 2007

Schedule A
to Assignment and Assumption Agreement

Communications Site Lease Agreement (Ground) dated as of May 11, 1998 between Frank Wessman Clawson and Ruth H. Clawson and Nextel West Corp., a Delaware corporation d/b/a Nextel Communications, as amended, which (or a memorandum or other notice of which) is recorded in Book 1951, Page 715, which Communications Site Lease Agreement (Ground) affects the property described on Annex 1 hereto.

Annex 1
to Assignment and Assumption Agreement

Legal Description

(see attached)

ATC Site # 310318
Huntsville - Clawson
Weber County, UT

The real property located at Huntsville, County of Weber, State of Utah, also known as the:

Beginning at a point West 807.88 feet and North 2543.90 feet from the South Quarter Corner of Section 7, Township 6 North, Range 2 East Salt Lake Base and Meridian, and running thence North $00^{\circ}54'52''$ West and 75.00 feet; thence South $89^{\circ}05'08''$ West 40.00 feet; thence South $00^{\circ}54'52''$ East 75.00 feet; thence North $89^{\circ}05'08''$ East 40.00 feet to the point of beginning. Contains 0.069 Acres (as described).

21-008-0029 ✓