

Recording Requested By
and When Recorded Mail To:

GoldenState Towers, LLC
125 Ryan Industrial Court, #109
San Ramon, CA 94583
Attention: Susan Densmore

GST Site #UT-0194 Cedar Pass

(Recorder's Use Above this Line)

MEMORANDUM OF LEASE
ASSIGNMENT AND ASSUMPTION AGREEMENT

THIS MEMORANDUM OF LEASE ASSIGNMENT AND ASSUMPTION AGREEMENT ("Memorandum") is made and entered into the last day executed below by and between **Nextel West Corp.**, a Delaware corporation, d/b/a Nextel, with an address at 333 Inverness Drive South, Englewood, Colorado 80112, ("**Nextel**"), and **GoldenState Towers, LLC**, a Delaware Limited Liability Company ("**GoldenState**"), with an office at 125 Ryan Industrial Court, Suite 109, San Ramon, California 94583.

1. Nextel and GoldenState entered into that certain Lease Assignment and Assumption Agreement dated the 24th day of December, 2003, (the "Agreement") for certain real property and easements (collectively, the "Premises"), which are a portion of that certain parcel of real property located in the City of Eagle Mountain, County of Utah, State of Utah, formerly known as APN 58-040-0169 and currently as APN 58-040-0215.
2. The Assignment and Assumption Agreement became effective the 24th day of December 2003, and GoldenState is now the Lessee under that certain Communications Site Lease Agreement (Ground) entered into on February 21, 2002, and more particularly described in the Memorandum of Agreement recorded on March 21, 2002, as Entry No. 32387:2002.
3. The purpose of this Memorandum is to give record notice of the Lease Assignment and Assumption Agreement, and of the rights created thereby, all of which are hereby confirmed and are incorporated herein by reference. All notices, requests, demands, and other communications to GoldenState as the successor in interest to Nextel shall be made at the address set forth above, unless otherwise noted in writing.

TW 240320971

GoldenState Towers, LLC
a Delaware limited liability company

By: 
John F. Ricci

Title: Chief Executive Officer

Dated: 2/18/04

ACKNOWLEDGMENT

State of California)
) ss.
County of Contra Costa)

On FEBRUARY 18, 2004, before me, Susan Densmore, Notary Public, personally appeared John F. Ricci, 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.


Susan Densmore

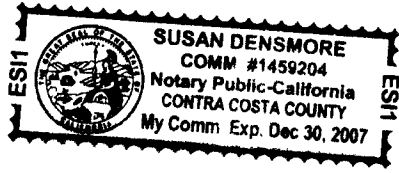


Exhibit "A"
(Legal Description)

Parcel 1:

As-Built Golden State Towers Lease site description:

Beginning at a point which lies South 88°34'03" West 1237.21 feet along Section line and South 1019.73 feet from the North Quarter Corner of Section 30, Township 5 South, Range 1 West, Salt Lake Base and Meridian, and running thence North 64°15'28" East 60.00 feet; thence South 25°44'29" East 40.00 feet; thence South 64°15'31" West 60.00 feet; thence North 25°44'29" West 40.00 feet to the point of beginning.

Parcel 2:

A non-exclusive Utility Easement described as follows:

As-Built Golden State Towers Utility Easement Description:

A 6 foot wide utility easement for the purpose installing and maintaining utilities being 3 feet on each side of the following described centerline: Beginning at a point which lies South 88°34'03" West 1170.38 feet along Section line and South, 1021.82 feet from the North Quarter Corner of Section 30, Township 5 South, Range 1 West, Salt Lake Base and Meridian, and running thence North 64°15'31" East 4.45 feet; thence South 25°44'29" East 31.95 feet; thence South 119.26 feet; thence South 36°56'01" East 172.59 feet; thence South 01°09'48" East 444.24 feet; thence South 51°41'30" East 11.12 feet; thence South 87°12'47" East 144.17 feet; thence South 59°16'10" East 52.94 feet; thence South 30°41'38" East 50.54 feet; thence South 45°54'59" East 28.48 feet; thence South 66°04'58" East 28.55 feet; thence South 75°12'57" East 61.01 feet; thence South 71°33'44" East 33.85 feet; thence South 56°26'18" East 35.99 feet; thence South 50°16'57" East 59.67 feet; thence South 53°40'16" East 30.23 feet; thence South 67°35'46" East 70.48 feet; thence South 66°10'32" East 36.67 feet; thence South 61°32'12" East 25.84 feet; thence South 27°02'22" East 25.31 feet; thence South 09°47'00" West 24.31 feet; thence South 41°18'41" West 24.88 feet; thence South 53°57'16" West 214.13 feet; thence South 64°13'20" West 126.30 feet; thence South 72°52'23" West 262.65 feet; thence South 67°01'04" West 42.43 feet; thence South 57°48'59" West 46.67 feet; thence South 58°15'08" West 32.98 feet; thence South 83°03'02" West 96.72 feet; thence South 06°27'32" East 56.54 feet, more or less, to the Northerly right of way of Pony Express Parkway and Terminating.

Parcel 3

A non-exclusive Access Easement described as follows:

As built Golden State Towers access easement description:

A 16 foot wide access easement for the purpose of ingress and egress being 8 feet on each side of the following described centerline: Beginning at a point which lies South 58°34'03" West 1223.45 feet along Section line and South 1048.62 feet from the North Quarter Corner of Section 30, Township 5 South, Range 1 West, Salt Lake Base and Meridian and running thence South 61°50'28" West 69.29 feet; thence South 19°34'12" West 29.59 feet; thence South 00°23'24" West 45.24 feet; thence South 17°39'05" East 103.12 feet; thence South 21°06'33" East 35.29 feet; thence South 06°02'40" West 23.00 feet; thence South 20°13'41" West 77.93 feet; thence South 04°41'52" West 28.35 feet; thence South 18°18'18" East 21.07 feet; thence South 38°39'07" East 67.52 feet; thence South 50°53'14" East 44.18 feet; thence South 65°39'25" East 47.31 feet; thence South 50°07'27" East 96.92 feet; thence South 35°53'38" East 11.48 feet; thence South 15°58'16" East 51.06 feet; thence South 02°28'26" East 80.81 feet; thence South 13°45'23" East 16.63 feet; thence South 51°41'30" East 34.21 feet; thence South 88°28'01" East 93.33 feet; thence South 69°27'16" East 53.68 feet; thence South 59°16'10" East 41.11 feet; thence South 30°41'38" East 38.29 feet; thence South 45°54'59" East 33.78 feet; thence South 66°04'58" East 32.93 feet; thence South 75°12'57" East 61.82 feet; thence South 71°33'44" East 31.06 feet; thence South 56°26'18" East 32.82 feet; thence South 50°16'57" East 59.25 feet; thence South 53°40'16" East 32.81 feet; thence South 67°35'46" East 72.35 feet; thence South 66°10'32" East 35.77 feet; thence South 61°32'12" East 19.87 feet; thence South 27°02'22" East 14.37 feet; thence South 09°47'00" West 13.85 feet; thence South 41°18'41" West 18.20 feet; thence South 53°57'16" West 210.72 feet; thence South 64°13'20" West 123.49 feet; thence South 72°52'23" West 282.23 feet; thence South 67°01'04" West 44.66 feet; thence South 57°48'59" West 47.78 feet; thence South 58°15'08" West 29.18 feet; thence South 83°03'02" West 111.49 feet thence South 78°59'03" West 155.93 feet; thence South 68°48'48" West 47.66 feet; thence South 48°22'26" West 43.30 feet; thence South 30°29'07" West 42.91 feet; thence South 01°58'12" West 44.54 feet, more or less, to the Northerly Right of Way of Pony Express Parkway and terminating.

The following is shown for information purposes only: Tax ID No. 58:040:0215, 58:040:0229, 58:040:0228