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05/30/2000 11:01 AM 17.00
NANCY WORKMAN
RECORDER, SALT LAKE COUNTY, UTAH
NEXTEL COMMUNICATIONS
860 W LEVOY DR STE 102
SLC UT 84123
BY: ZJM, DEPUTY - NA 4 P.

MEMORANDUM OF AGREEMENT

7648275

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

7648275

This Memorandum of Agreement is entered into on this 5th day of November 1999, by and between WELBY LAND MANAGEMENT COMPANY, a Utah General Partnership, with an address at 462 West 2350 South, Bountiful, UT 84010, (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, Ste 500, Denver, CO 80237, (hereinafter referred to as "Lessee").

1. Lessor and Lessee entered into a Communications Site Lease Agreement ("Agreement") on 1st day of November 1999, for the purpose of installing, operating and maintaining a radio communications facility and other improvements. All of the foregoing are set forth in the Agreement. *Effective*
2. The term of the Agreement is for five (5) years commencing at execution ("Commencement Date"), and terminating on the fifth anniversary of the Commencement Date with two (2) successive five (5) year options to renew. *Commencement date 11/1/00.*
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:
WELBY LAND MANAGEMENT COMPANY,
a Utah General Partnership

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

Willard R. Malmstrom
By: Willard R. Malmstrom
Title: Partner
Date: November 5, 1999

Mark B. Nelson
By: Mark B. Nelson
Title: Vice President
Date: 11/4/99

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STATE OF UTAH
COUNTY OF DAVIS

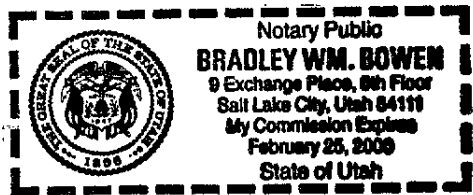
On November 1, 1999 before me BRADLEY Wm. Bowen
Notary Public, personally appeared Willard R. Malmstrom, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in 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.

[Signature]
Notary Public

(SEAL)

My commission expires: _____



STATE OF WASHINGTON
COUNTY OF KING

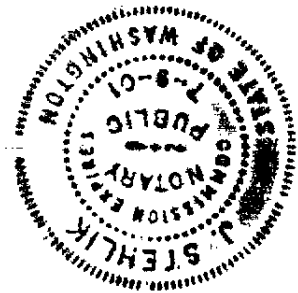
On 11-4-99 before me J. Stetlik
Notary Public, personally appeared Mark B. Nelson, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, 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.

J. Stetlik
Notary Public

(SEAL)

My commission expires: 7-9-01



BK8364PG4573

EXHIBIT A
DESCRIPTION OF LAND

to the Agreement dated November 1, 1999, by and between WELBY LAND MANAGEMENT COMPANY, a Utah General 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):

APN: 27 06 200 013

Commencing 1059 feet West and 1320 feet South from the Northeast Corner of Section 6, Township 3 South, Range 1 West, Salt Lake Base and Meridian and running thence West 885 feet to the east line of the property owned by the D & RG Railroad; thence South 637 feet; thence South 20°47' East 138.4 feet then on a 10° curve parallel to and 50 feet at right angles to garfield branch 766 feet more or less; thence North 65°07' East 149.2 feet North 921.7 feet to the point of beginning. (Contains 18.5 acres.)

Less and excepting therefrom the following described parcel of real property:

Beginning at a point 209.06 feet North and 1305.42 feet West from the East Quarter Corner of Section 6, Township 3 South, Range 1 West, Salt Lake Base and Meridian near the Junction of the Bingham Highway, the D&RG Railroad Spur and the Provo Reservoir Canal and running -

Thence North 19°42'18" West 493.30 feet along the west bank of said Canal; Thence South 77°41'08" West 209.18 feet; Thence South 19°43'30" East 261.67 feet; Thence South 77°41'00" West 154.25 feet to the point of a curve with a central angle of 45°15'39" and a radius of 549.13 feet to the easterly fence of the Denver and Rio Grande Railroad; Thence along the arc of said curve 549.13 feet; Thence North 65°42'55" East 45.76 feet to the point of beginning. (Contains 2.640 acres.)

-POOR COPY-
CO. RECORDER

Lessor Initials: [Signature]

Lessee Initials: [Signature]

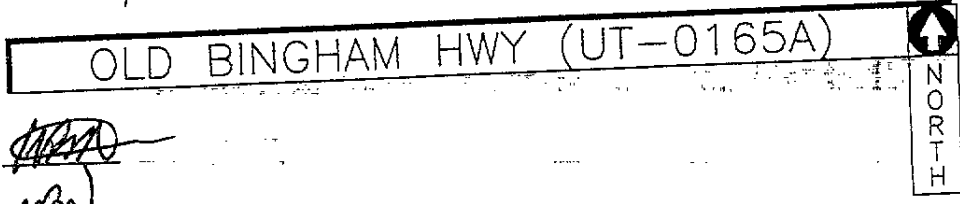
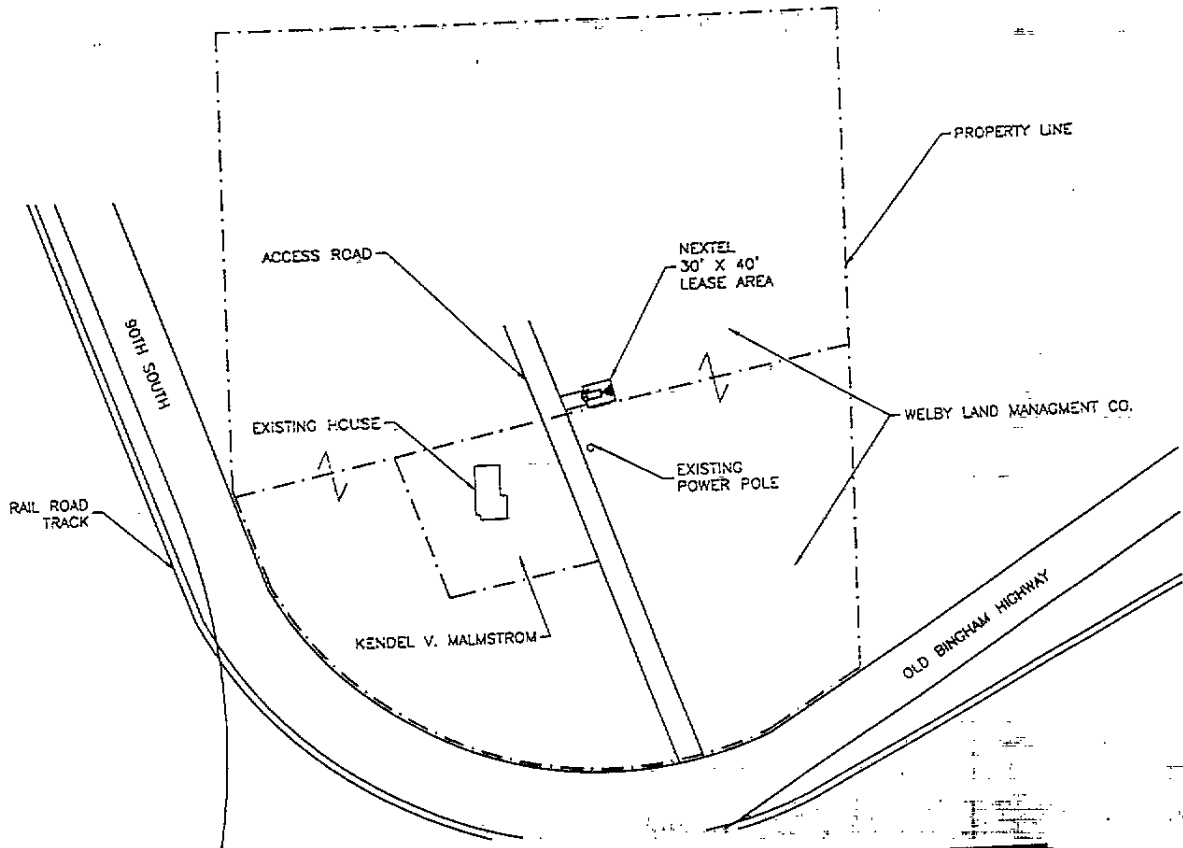
BK 8364 PG 4574

EXHIBIT B

DESCRIPTION OF PREMISES

to the Agreement dated November 1, 1999, by and between WELBY LAND MANAGEMENT COMPANY, a Utah General 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:



Lessor Initials: [Signature]

Lessee Initials: [Signature]

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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