

2000 NOV 13 AM 11:25

WOW PDX - 0013 E. KLAMATH

This Instrument Prepared By  
and When Recorded Return to:

WesTower Communications, Inc.  
25977 Canyon Creek Road, Suite E  
Wilsonville, Oregon 97070  
Attn. Program Manager

NTC 50657

**MEMORANDUM OF LEASE AGREEMENT**

This Memorandum of Lease Agreement ("Memorandum") is dated as of the 16<sup>th</sup> day of MARCH, 2000, by and between Robert A. Stewart & Marilyn J. Stewart, as husband and wife ("Lessor"), whose mailing address is 2618 Westgate Drive, Klamath Falls, Oregon 97603, and WESTOWER LEASING INC., a Wyoming corporation ("Lessee"), whose mailing address is 2001 6<sup>th</sup> Avenue, Suite 3302, Seattle, Washington 98121.

Lessor hereby grants, demises and leases the Demised Premises (the "Demised Premises") described below to Lessee upon the following terms:

1. Description of Lease Agreement: Lessor and Lessee are parties to a Lease Agreement ("Agreement") dated as of MARCH 16, 2000, 2000, the terms and conditions of which are hereby incorporated herein by reference. To the extent of any conflict between the terms of this Memorandum and the terms of said Agreement, the terms of said Agreement shall control.

2. Description of Premises: Pursuant to the Agreement Lessor leased to Lessee and Lessee leased from Lessor that certain Demised Premises located at North end of Vale Road ( Township 39, Range 10, Section 6D, Tax Lot 100),, City of Altamont, County of Klamath, consisting of approximately 10,000 square feet of land, as depicted and legally described on Exhibit "A" and "B" attached hereto, together with an easement for unrestricted rights of access thereto and to for electric and telephone and other utility facilities.

3. Date of Term Commencement: JUNE 21, 2000.

4. Term: The initial term of the Agreement is for a term of five (5) years.

5. Renewal Terms: The Agreement contains five (5) renewal option(s) of five (5) years each.

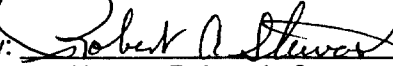
6. Sublease Consent Granted. Lessor hereby agrees that Lessee may, at its sole discretion and at any time during the Term or any Renewal Terms, without the need to obtain any consent whatsoever from Lessor, license or sublease all or a portion of the Demised Premises and/or any improvements located thereon.

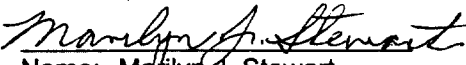
**[CONTINUED ON THE NEXT PAGE]**

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

## LESSOR:

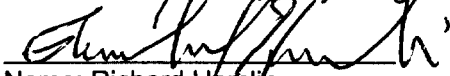
Robert A. Stewart and Marilyn J. Stewart,  
as husband and wife

By:   
Name: Robert A. Stewart  
Title: Husband & Owner

By:   
Name: Marilyn J. Stewart  
Title: Wife & Owner

## LESSEE:

WESTOWER LEASING INC., a Wyoming corporation

By:   
Name: Richard Hamlin  
Title: Senior Vice President

## ACKNOWLEDGMENTS

Lessor Acknowledgment

State of Oregon ]  
 County of Klamath ] ss.

On March 7, 2000, before me, Heather R. Criss, a Notary Public in and for the State of Oregon, personally appeared **ROBERT A. STEWART**, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(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 authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Heather R. Criss  
 Notary Public, State of Oregon  
 My Commission Expires: 3-27-2004



State of Oregon ]  
 County of Klamath ] ss.

On March 7, 2000, before me, Heather R. Criss, a Notary Public in and for the State of Oregon, personally appeared **MARILYN J. STEWART**, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(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 authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Heather R. Criss  
 Notary Public, State of Oregon  
 My Commission Expires: 3-27-2004

Lessee Acknowledgment

State of Oregon ]  
 County of Washington ] ss.

On March 18, 2000, before me, Sarah Blanchard, a Notary Public in and for the State of Oregon, personally appeared **RICHARD HAMLIN**, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(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 authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Sarah H. Blanchard  
 Notary Public, State of Oregon  
 My Commission Expires: 3-4-2003



**EXHIBIT "A"**  
**LEGAL DESCRIPTION**

Commencing at an aluminum cap monument marking the Southeast One-Sixteenth (1/16) Corner of Section 6 in Township 39 South, Range 10 East of the Willamette Meridian, Klamath County, Oregon, thence North 60 degrees 19' 00" West 1,321.21 feet to a 5/8 inch iron rebar for the true point of beginning of the communications site to be described; thence South 88 degrees 30' 35" West 100.00 feet to a 5/8 inch iron rebar; thence North 01 degrees 29' 25" West 100.00 feet to a 5/8 inch iron rebar; thence North 88 degrees 30' 35" East 100.00 feet to a 5/8 inch iron rebar; thence South 01 degrees 29' 25" East 100.00 feet to the true point of beginning.

(Basis of Bearing = Survey No. 2199, filed in the office of the Klamath County Surveyor)

TOGETHER WITH a 12.00 foot wide access easement for ingress and egress, lying 6.00 feet on each side of the following described centerline: Commencing at an aluminum cap monument marking the Southeast One-Sixteenth (1/16) Corner of Section 6 in Township 39 South, Range 10 East of the Willamette Meridian, Klamath County, Oregon, thence North 60 degrees 19' 00" West 1,321.21 feet to a 5/8 inch iron rebar, thence North 01 degrees 29' 25" West 39.49 feet to the true point of beginning of the centerline to be described being the beginning of a proposed road; thence in a Southeasterly direction, 533.58 feet along the arc of a 670.00 foot radius curve to the right (the long chord to which bears South 52 degrees 16' 26" East 519.59 feet) to a point of reverse curve; thence 83.22 feet along the arc of a 50.00 foot radius curve to the left (the long chord to which bears South 77 degrees 08' 26" East 73.94 feet); thence North 55 degrees 10' 41" East 288.79 feet; thence 61.57 feet along the arc of a 50.00 foot radius curve to the right (the long chord to which bears South 89 degrees 32' 48" East 57.75 feet) to a point of compound curve; thence in a Southeasterly direction, 437.64 feet along the arc of a 535.00 foot radius curve to the right (the long chord to which bears South 30 degrees 50' 12" East 425.54 feet) to terminate said described centerline on the Northerly right of way of an existing access road.

ALSO TOGETHER WITH a 10.00 foot wide utility easement, the Southern and Western line of which is coincident with the Northern and Eastern line of the above described access easement.

Exhibit "A" to Memorandum of Lease

## Legal Description

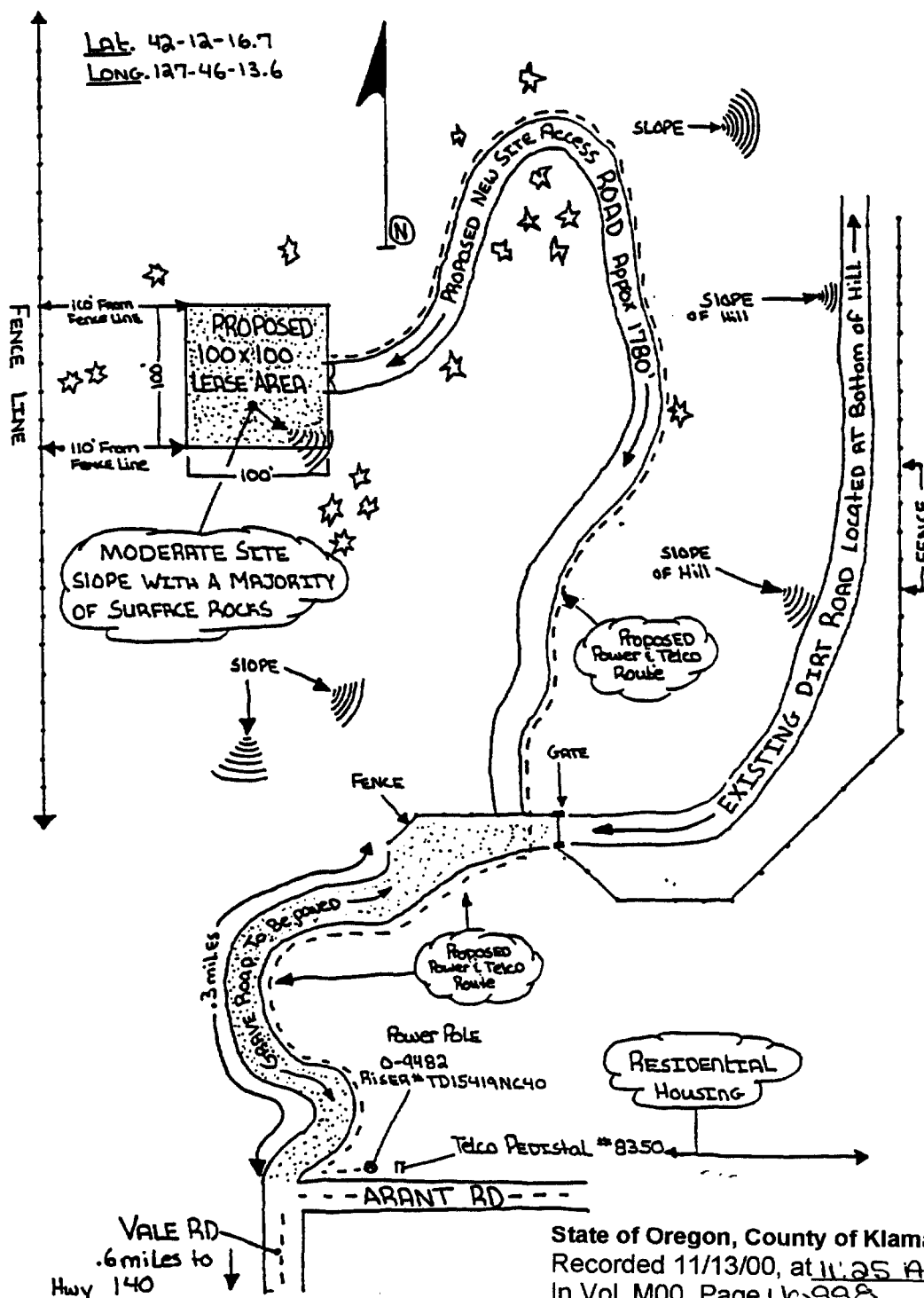
The N½SE¼ of Section 6, Township 39 South, Range  
10 East of the Willamette Meridian, Klamath County,  
Oregon.

M.J.S.  
RAS.

**Exhibit "B" to Memorandum of Lease**

## Survey

**TO BE PROVIDED UPON COMPLETION OF SURVEY**



State of Oregon, County of Klamath  
Recorded 11/13/00, at 11:25 A.m.  
In Vol. M00 Page 46998  
**Linda Smith,**  
County Clerk Fee\$46.00