

Returned @ Counter

2007-016670

Klamath County, Oregon



When Recorded Mail to:

Randy Windlinx
P.O. Box 9491
Bend, OR 97708

09/21/2007 02:40:40 PM

Fee: \$71.00

MEMORANDUM OF LEASE

KNOW ALL PERSONS BY THESE PRESENTS that the parties identified below are parties to that certain Ground Lease, dated April 10, 2007 (the "Lease"), and acknowledge and agree that the following accurately represents the following terms and conditions:

Lessor	Klamath County and Klamath County Fair Board, with an address at 3531 South 6th Street, Klamath Falls, OR 97603-4744
Lessee	RCC Atlantic, Inc., a Minnesota corporation authorized to do business in Oregon, with an address at P.O. Box 2000, 3905 Dakota St SW, Alexandria, MN 56308.
Leased Property:	The "Premises" leased by LESSOR to LESSEE and the Property on which the Premises are located are described in Exhibits A and B attached hereto and incorporated herein.
Initial Term:	A term of five (5) years commencing from the Commencement Date: <u>September 1, 2007</u> .
Rights to Extend or Renew:	LESSEE has the right to extend/renew the Lease as follows: four (4) options to extend the term for periods of five (5) years each on the terms and conditions set forth in the Lease. If LESSEE exercises all options to extend/renew, the final expiration of the Lease will occur on <u>August 31, 2012</u> .
Assignment Restrictions:	LESSEE may assign, sublease, license or otherwise transfer this Lease at any time upon notice to LESSOR. Such right shall include the right for LESSEE to sell, assign or transfer this Lease to LESSEE's parent company or any affiliate or subsidiary of LESSEE, or to any entity with or into which LESSEE is merged or consolidated, or to any entity resulting from a reorganization of LESSEE or its parent company.
Lessee's Right to Sublicense and Sublease	LESSEE at its sole discretion shall have the right, without any need to obtain the consent of LESSOR, to sublicense and/or sublease all or a portion of the Premises to others whose business includes the provision of communication services.
Right of First Refusal:	In the event any person, corporation, partnership, limited liability company or other legal entity (a "Buyer") shall deliver to LESSOR a bona fide, written offer to purchase the Property or any portion thereof (including a portion upon which the Premises is located) signed by Buyer and containing all terms and conditions of the proposed purchase, which offer LESSOR desires to accept, then LESSOR shall first give LESSEE notice of such offer, which notice shall state the name and address of Buyer, include a true and correct copy of such offer, and contain an offer by LESSOR to sell the Property or Premises to LESSEE on the same terms and conditions as contained in such offer. Within thirty (30) days upon LESSEE's receipt of the notice, LESSEE may accept LESSOR's offer by notice to LESSOR. If LESSEE shall fail to accept LESSOR's offer within the thirty (30) day period, LESSOR may sell the Premises to Buyer on the terms and conditions set forth in Buyer's offer. In any event, any sale of the Premises shall be subject to all the terms and conditions of this Lease, as the same may be amended from time to time, and LESSEE's right of first refusal shall survive any such sale and conveyance and shall remain effective with respect to any subsequent offer to purchase the Property or the Premises.

RCC Atlantic, Inc.
Klamath Falls, OR
Asset ID: OR3683

This Memorandum of Lease will be recorded in the applicable land records and is intended to provide notice to third parties of the Lease. The Lease contains terms and conditions in addition to those set forth in this Memorandum of Lease. Capitalized terms not otherwise defined herein shall have the meaning defined in the Lease. This Memorandum of Lease is not intended to amend or modify the terms and conditions of the Lease. To the extent that the terms and conditions of this Memorandum of Lease differ from the terms and conditions of the Lease, the terms and conditions of the Lease shall govern and prevail. A copy of the Lease is kept at Lessee's place of business, at the address noted above.

IN WITNESS WHEREOF, the parties hereto have executed this Memorandum of Lease to be effective as of the date first set forth above.

LESSOR

Klamath County

DONE AND DATED this 10th day of April, 2007

☒ Approved

☐ Denied

John Elliott
Chair

☐ Approved

☐ Denied

Out of Office
Commissioner

☒ Approved

☐ Denied

William R. Brown
Commissioner

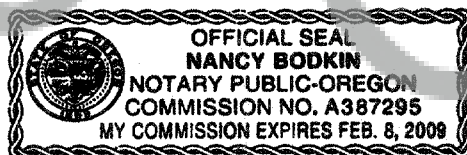
STATE OF OREGON)

) ss.

COUNTY OF KLAMATH)

On this 10th day of April, 2007, before me personally appeared John Elliott, Chairman & William R. Brown and out of office known to me to be the Chair and Commissioners of Klamath County, the Lessor, that executed the within and foregoing instrument, and acknowledged the said instrument to be the free and voluntary act and deed of said Klamath County.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year first above written.



Nancy Bodkin
Notary Public in and for the
State of Oregon

my Commission Expires
Feb 8, 2009

Klamath County Fair Board

By: R.D. Cloud

Print Name: Richard D. Cloud

Its: Chairman

Tax ID No.: _____

STATE OF OREGON)

) ss.

COUNTY OF KLAMATH)

On this 16th day of April, 2007, before me personally appeared Richard D. Cloud, known to me to be the individual of the Klamath County Fair Board, the Lessor, that executed the within and foregoing instrument, and acknowledged the said instrument to be the free and voluntary act and deed of said Klamath County Fair Board.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year first above written.



Crystal Knoke
Notary Public in and for the
State of Oregon

RCC Atlantic, Inc., a Minnesota corporation

By: [Signature]

Print Name: Richard P. Ekstrand

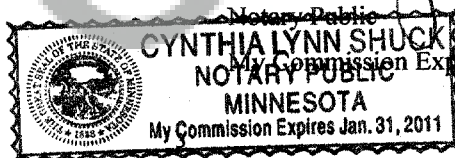
Print Title: President & Chief Executive Office

STATE OF MINNESOTA

COUNTY OF DOUGLAS

On the 27 day of July, 2007, before me personally appeared Richard P. Ekstrand to me known, who being by me duly sworn, did depose and say that he is the President & Chief Executive Office of RCC Atlantic, Inc., the Lessee described in and which executed the foregoing instrument as his free act and deed and the free act and deed of said RCC Atlantic, Inc.

Before me, [Signature]



RCC Atlantic, Inc.
Klamath Falls, OR
Asset ID: OR3683

Fairgrounds

EXHIBIT A TO MEMORANDUM OF LEASE

DESCRIPTION OF "PROPERTY"

In the County of Klamath, State of Oregon, as follows:

Beginning at a point on the North line of Fairlane Avenue 53 feet West of the Southeast corner of Lot 58 of Block H of HOMECREST, Klamath County, Oregon, according to the duly recorded plat thereof; thence West along the said North line of Fairlane Avenue 552.4 feet; to a point 21.6 feet East from an iron pipe marking the Southwest corner of Lot 50 of said Block H; thence Northeasterly and Easterly measured along a curve whose radius is 312 feet a distance of 381.17 feet to a point; thence Easterly and Southeasterly measured along a curve of 300 feet radius 303.69 feet to the place of beginning.

ALSO the SW 1/4 of the NE 1/4 of Section 3, Township 39 South, Range 9 East of the Willamette Meridian, Klamath County, Oregon.

EXCEPTING THEREFROM that portion thereof in South 6th Street.

EXHIBIT B TO MEMORANDUM OF AGREEMENT

DESCRIPTION OF "PREMISES"

An approximately 50' x 50' tract of land, together with easements for ingress, egress and utilities and depicted on the Site Sketch attached hereto.

1. 80' tall laminated wood pole.
2. 8'x14.5'x10' equipment building.
3. 30' x 30' chain link fence.

Notes:

1. This Exhibit may be supplemented by a land survey of the Premises once it is received by Lessee.
2. Width of access road shall be the width required by the applicable governmental authorities and utility providers, including police and fire departments.

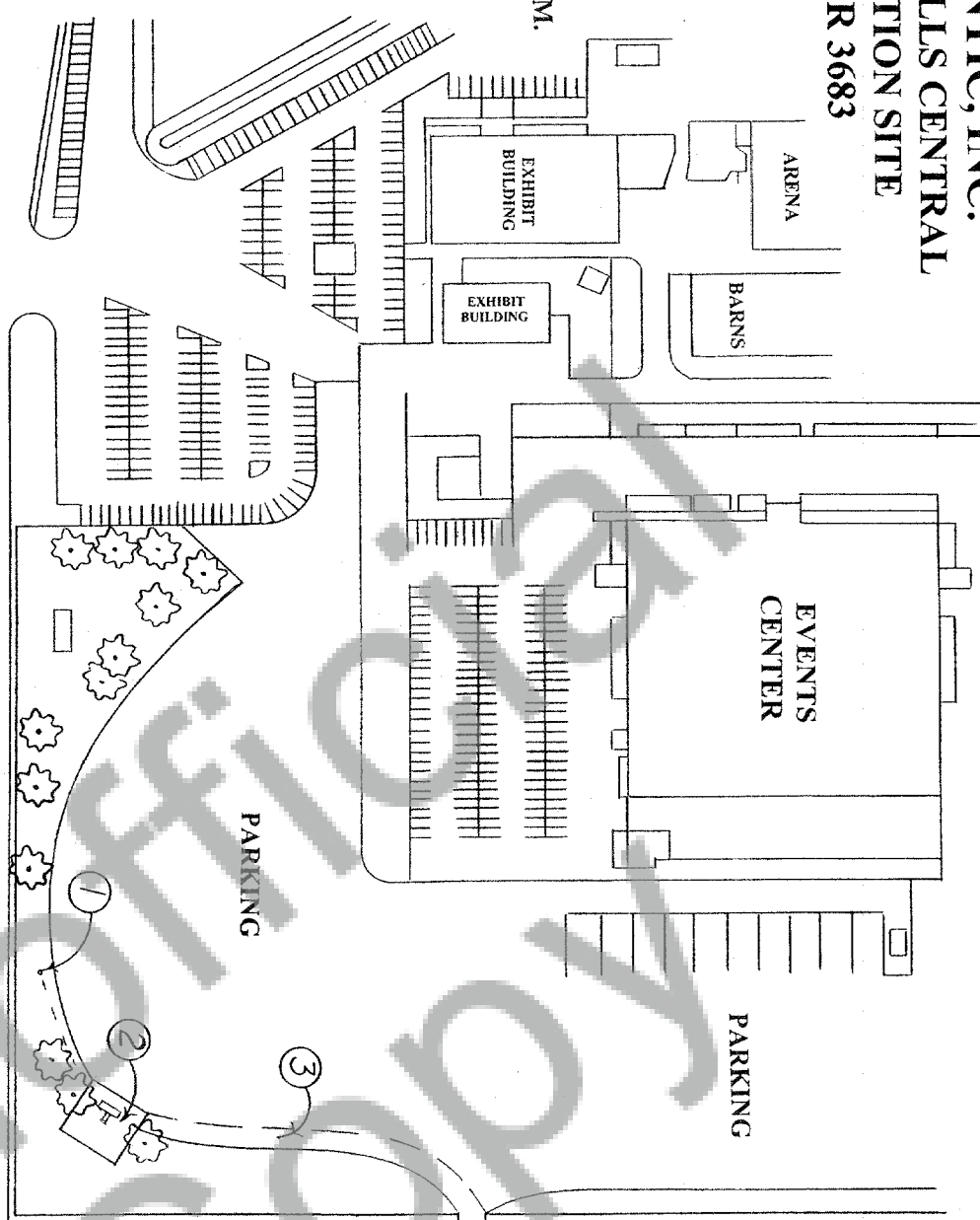
RCC ATLANTIC, INC.
KLAMATH FALLS CENTRAL
COMMUNICATION SITE

SITE # OR 3683

SEC. 3 T39S R09E W.M.
TL 300
38.92 AC.

SITE PLAN
SCALE
1" = 100'
(11" X 17" SIZE ONLY)

KLAMATH COUNTY FAIRGROUNDS
3531 SOUTH 6TH STREET
KLAMATH FALLS, OR 97603
Klamath County, Oregon



Latitude: 42° 12' 25.3"
Longitude: 121° 44' 34.4"
Elevation: 4,117'

- Keynotes
- 1. EXISTING UTILITY POLE.
 - 2. RCC SITE LOCATION.
 - 3. RCC SITE ACCESS.



MAY 4, 2007

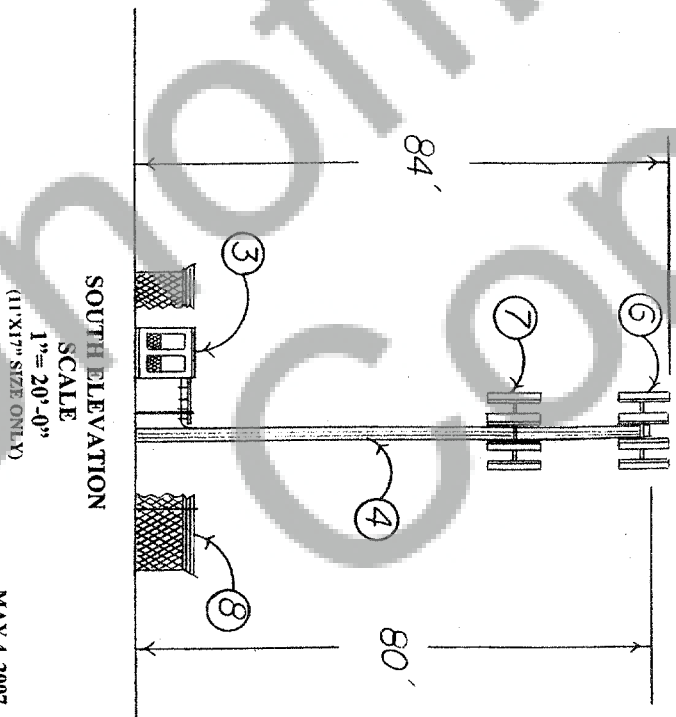
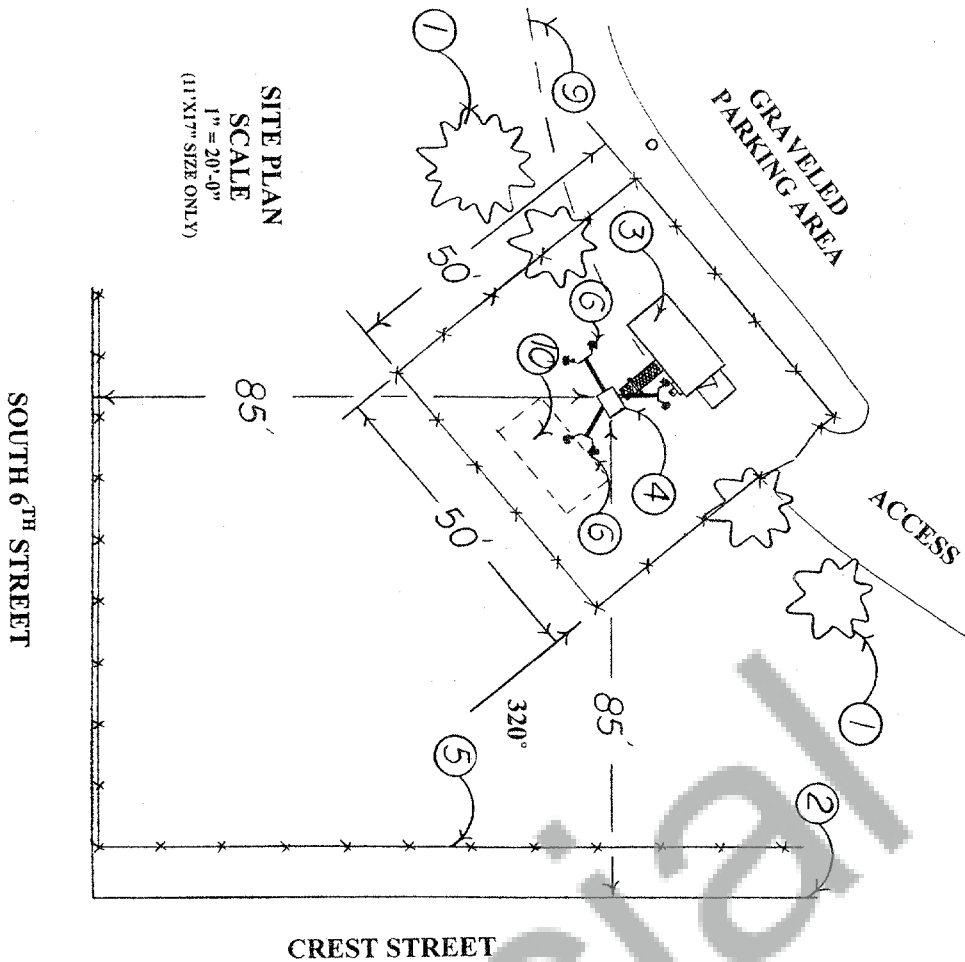
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KLAMATH FALLS CENTRAL
COMMUNICATION SITE
SITE # OR 3683

KLAMATH COUNTY FAIRGROUNDS
3531 SOUTH 6TH STREET
KLAMATH FALLS, OR 97603
Klamath County, Oregon

Latitude: 42° 12' 25.3"
Longitude: 121° 44' 34.4"
Elevation: 4,117'

Keynotes

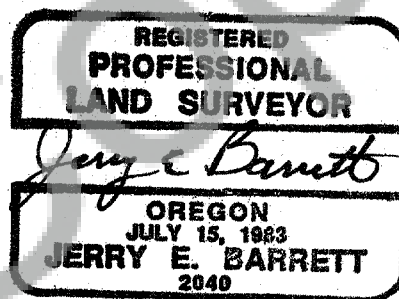
1. EXISTING 60' TALL TREES.
2. PROPERTY LINE.
3. RCC 8' X 14.5' X 10' ELECTRONIC STORAGE SHELTER
4. 83' ABOVE GROUND TALL WOOD POLE.
5. EXISTING 6' TALL CHAIN LINK FENCE.
6. ONE OF THREE SECTORS, 60°, 180° & 300°, OF TWO EXA8090/8 ANTENNAS PER SECTOR FED WITH 7/8" COAX LINES 0' DT.
7. FUTURE USER ANTENNA ARRAYS.
8. RCC 8' TALL CHAIN LINK FENCE.
9. PROPOSED UTILITY LOCATION.
10. FUTURE USER GROUND SPACE.



**LEGAL DESCRIPTION
FOR
A CELL TOWER LEASE LOCATION**

The leased area, is located in the southeast corner of the SW1/4 NE1/4 section 3, Township 39 South, Range 9 East, Willamette Meridian, Klamath County, Oregon, as shown on Record of Survey No.7424, and being more particularly described as follows:

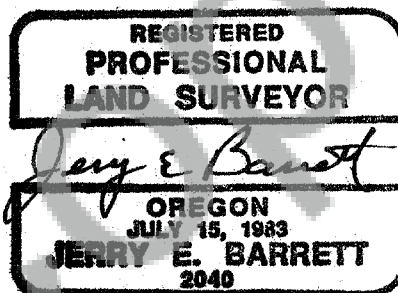
Beginning at a 5/8 inch iron rod with plastic cap stamped "Barrett L S 2040", (from which the C-E 1/16 corner of section 3 bears S35°14'20"E 196.15 feet distance), thence S43°45'00"E, 50.00 feet distance to a 5/8 inch iron rod; Thence S46°15'00"W, 50.00 feet distance to a 5/8 inch iron rod; Thence N43°45'00"W, 50.00 feet distance to a 5/8 inch iron rod; Thence N46°15'00"E, 50.00 feet distance to the point of beginning, containing 2500 square feet.



**LEGAL DESCRIPTION
FOR AN ACCESS EASEMENT
TO A CELL TOWER**

This access easement, shown on Record of Survey No. 7424, being 20 feet wide, 10 feet on each side of the following described center line, is located in the southeast corner of the SW1/4 NE1/4 section 3, Township 39 South, Range 9 East, Willamette Meridian, Klamath County, Oregon, with said center line being more particularly described as follows:

Beginning at a point on the west right-of-way line of Crest Street, (from which the C-E 1/16 corner of section 3 bears S 3°52'35"E, 434.69 feet distance), thence West 31.41 feet distance; thence S 8°47'00"W, 285.95 feet distance to the northeast line of the Cell Tower easement.



**LEGAL DESCRIPTION
FOR A POWER EASEMENT
TO A CELL TOWER**

This power utility easement, shown on Record of Survey No. 7424, being 20 feet wide, 10 feet on each side of the following described center line, is located in the southeast corner of the SW1/4 NE1/4 section 3, Township 39 South, Range 9 East, Willamette Meridian, Klamath County, Oregon, with said center line being more particularly described as follows:

Beginning at a point on the west right-of-way line of Crest Street, (from which the C-E 1/16 corner of section 3 bears S 7°04'15"E, 240.97 feet distance), thence N89°55'08"W, 42.33 feet distance; thence S21°05'27"W, 93.22 feet distance to the northeast line of the cell tower easement.

