Prepared by & When Recorded Return to:

New Cingular Wireless PCS, LLC
12555 Cingular Way, Suite 1300
Alpharetta, Georgia 30004
Attn: Network Real Estate Administration

APN(s): 315-490-04 & 41

(Space Above This Line For Recorder's Use Only)

Re: Market: Southern California
Cell Site Number: SD0388
Cell Site Name: West Rancho Penasquitos
FA Number: 10085061
Address: 38100 Black Mountain Road, San Diego, CA 92129
County: San Diego

MEMORANDUM OF LEASE

THIS MEMORANDUM OF LEASE is effective as of January 1, 2012 (the Effective Date").

1. THE CITY OF SAN DIEGO, a California municipal corporation ("CITY"), with an office at 1200 Third Avenue, M.S. 51A, San Diego, CA 92101-4155, and NEW CINGULAR WIRELESS PCS, LLC, a Delaware limited liability company ("LESSEE"), with an office at 12555 Cingular Way, Suite 1300, Alpharetta, GA 30004, entered into that certain CITY OF SAN DIEGO TELECOMMUNICATIONS LEASE ("Lease") dated January 1, 2012, for the purpose of installing, operating, and maintaining a wireless communication facility and other improvements as set forth in the Lease.

2. The term of the Lease is Ten (10) years and commenced on January 1, 2012.

3. The land which is the subject of the Lease is described in attached Exhibit "A." The portion of the land being leased to LESSEE is set forth in the Lease.

|Signatures Appear on Next Page|

IN WITNESS WHEREOF, this Memorandum of Lease is executed to be effective as of the Effective Date:

CITY:

THE CITY OF SAN DIEGO, a
California municipal corporation

By: _____

Name: James F. Barwick, CCIM

Title: Director, Real Estate Assets

Date: 1/3/12

APPROVED AS TO FORM AND LEGALITY:
JAN I. GOLDSMITH, CITY ATTORNEY

By _____

Name: Leslie FitzGerald

Title: Deputy City Attorney

Date: 1-3-12

LESSEE:

NEW CINGULAR WIRELESS PCS, LLC,
a Delaware limited liability company

By: AT&T Mobility Corporation
Its: Manager

By: _____

Name: SE Casey

Title: AVP C&E

Date: 12/23/11

LESSEE ACKNOWLEDGEMENT

STATE OF CALIFORNIA)
)
COUNTY OF San Diego)

On 12/22/11 before me, Krystal D Cavataio, Notary Public
(insert name and title of the officer)

personally appeared Steve E Casey, who 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.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature Krystal D Cavataio

Name Krystal D Cavataio
(typed or printed)

KRYSTAL D. CAVATAIO
Commission # 1882179
Notary Public - California
San Diego County
My Comm. Expires Mar 14, 2014

(Seal)

CITY ACKNOWLEDGEMENT

STATE OF CALIFORNIA)
)
COUNTY OF SAN DIEGO)

On 1-3-2012 before me, DAVID C. MARTENS, NOTARY PUBLIC
(insert name and title of the officer)

personally appeared JAMES F. BARWICK, who 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.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature _____

DAVID C. MARTENS
Commission # 1823504
Notary Public - California
San Diego County
My Comm. Expires Nov 22, 2012

Name DAVID C. MARTENS
(typed or printed)

(Seal)

Exhibit A

Legal Description: All that certain real property situated in the County of San Diego, State of California, described as follows:

Parcel A:
Lot "A" of Penasquitos Park View Estates, Unit No. 3, City of San Diego, County of San Diego, State of California, according to Map thereof No. 10043, filed in the Office of the County Recorder in the City of San Diego, County of San Diego, State of California.

Except therefrom that portion of said land conveyed to the State of California, more particularly described in that certain document recorded September 3, 1993 as Instrument No. 1993-0584539 of Official Records.

Parcel B (DD-26267-01-01):
All that portion of the land granted to the State of California described as Parcel (26298-1) in Deed Recorded September 3, 1993 in the Office of the County Recorder of said San Diego County as Document No. 1993-584539 of official records, being a portion of Lot "A" of Penasquitos Park View Estates Unit No. 3 according to Map No. 10043 recorded March 30, 1981, in the Office of the County Recorder of San Diego County, in the City of San Diego, County of San Diego, State of California, TOGETHER WITH the Abutter's Rights of Access previously acquired over and across the north 26.905 meters of the easterly line of said land granted to the State of California as described in said Deed. TOGETHER WITH, that portion of land granted to the State of California described as Parcel 26267 in Deed recorded February 20, 1991 in the Office of the County Recorder of said San Diego County as Document No. 1991-0075577 of official records, being a portion of Rancho Los Penasquitos, according to Map accompanying the Patent to said Rancho recorded in the Office of the County Recorder of San Diego County, in Book 2, Page 385 of Patents, more particularly described as follows: Beginning at the northwest corner of said Lot "A", being a point on the easterly right-of-way line of Black Mountain Road dedicated by Resolution No. 223272 recorded May 7, 1979 in the Office of the County Recorder, of said County as File/Page No. 79-186625, said point also being the most northwesterly corner of said Parcel (26298-1) granted to the State of California by said Deed; thence leaving said northwesterly corner of said Lot "A" along said easterly right-of-way line of Black Mountain Road north 05°40'56" east, a distance of 24.411 meters; thence leaving said easterly right-of-way line of Black Mountain Road south 84°19'04" east, a distance of 13.570 meters; thence south 05°40'56" west, a distance of 23.921 meters to a point on the north line of said Lot "A"; thence along said north line of Lot "A" north 86°23'06" west, a distance of 1.685 meters to the northeast corner of said Parcel (26298-1) granted to the State of California by said Deed; thence continuing north 86°23'06" west along said north line of Lot "A", being also the north line of said Parcel (26298-01) granted to the State of California by said Deed, a distance of 11.894 meters to the Point of Beginning.

TOGETHER WITH the Abutter's Rights of Access previously acquired over and across that portion of the south line of said land granted to the State of California as Parcel 26267, described above as north 86°23'06" west, a distance of 1.685 meters. Containing 709.76 square meters (.071 Hectares), more or less. Reserving unto said Grantor, its successors or assigns, all Abutter's Rights including Access Rights, appurtenant to Grantor's remaining property, in and to said State land (freeway), over and across that course, described as south 05°40'56" west, 23.921 meters to a point on the north line of said Lot "A".