

Department of Real Estate and Airport Management

TERMINATION OF AGREEMENT

Rec 11/27/23
R37002
(T)

The following agreement for use of City-owned property will terminate as noted:

LESSEE	SPRINT PCS - FS19
LEASEHOLD ID	8587FS-003-B00
ACTUAL TERMINATION DATE	4-20-22
SECURITY DEPOSITS	Yes <u>No</u>
TERMINATION INSPECTION DATE	8-3-23
Subtenants?	Yes <u>No</u>
Date Subtenants vacated property OR Date of new direct agreement with City	N/A

Agent C. GRESHAM Date 11/20/23 Supervisor RLB Date 11-20-23

*****Lease Billing Use Only*****

Lease Billing Supervisor _____ Date _____
Data Entry _____ Date _____

Lease Billing Supervisor Termination Checklist:

- ☒ Terminate Lease in REportfolio
- ☐ If termination is in the middle of billing period, prorate invoice. Check with agent if necessary.
- ☐ If rent paid beyond termination date, process refund.
- ☐ Void any invoices that have been issued for period after termination date.
- ☐ Refund security deposit per agent instructions.
- ☐ Notify agent that termination, proration, and refund (if any) are complete.

Revised 3/2022

100 3000521 1 19

From: Gresham, Carla <CGresham@sandiego.gov>
Sent: Monday, October 23, 2023 5:12 PM
To: Weeks, Amiee <amiee.weeks3@T-mobile.com>
Subject: FW: [EXTERNAL - T-Mobile (fka Sprint) Decommission - No longer transmitting

[External]

Hi Amiee,

Nice to meet you. Will you please provide an updated list of the Sprint sites, that are on the City's property, that are no longer transmitting?

Deirdre provided me with the following list in May:

Market	Site	RF Shutdown	Landlord ID	Lease Address
San Diego	SD03XC009A	1/1/2025	CA# R00209	2600 Golf Course DR
San Diego	SD03XC022A	6/16/2022	R35101-I602RD/005/A00	10056 SCRIPPS POWAY I
San Diego	SD03XC175A	4/20/2022	I402RD-002-A00	12350 BLACK MOUNTAI
San Diego	SD25XC755A	4/20/2022	S624RD/002/A00	641 S Boundary ST
San Diego	SD34XC669A	7/11/2022	R601FS/001/A00	2850 54th Street
San Diego	SD35XC250B	7/11/2022	P201RD/080/A00	2637 Grand Ave.
San Diego	SD55XC050C	7/11/2022	R20295-F408FS/001/A00	14556 LAZANJA DR

Will you please confirm the status of the following sites:

SD03XC048 located at 5561 Kearny Villa Drive, SD, CA 92123
~~SD34XC521 located at 3434 Oceanview Boulevard, SD, CA 92113~~
SD74XC080 located at 45 Riviera Shores Street, SD, CA 92154

Regards,

Carla Gresham
Supervising Property Agent, Real Estate Lease Administration
Department of Real Estate and Airport Management

O 619-236-6729

 Department of Real Estate
and Airport Management

From: Ransavage, Deirdre <Deirdre.Ransavage1@T-Mobile.com>
Sent: Thursday, October 19, 2023 9:51 AM
To: Gresham, Carla <CGresham@sandiego.gov>; Weeks, Amiee <Amiee.Weeks3@T-Mobile.com>
Subject: [EXTERNAL] RE: [EXTERNAL - T-Mobile (fka Sprint) Decommission - No longer transmitting



City of San Diego
PO Box 129030
San Diego, CA 92112-9030

Return Service Requested

INVOICE

Reprinted 11/20/2023

SPRINT PCS ASSETS LLC/FS 19
SPRINT SITE ID SD34XC521
6391 SPRINT PARKWAY MS KSOPHT0101-Z2650
OVERLAND PARK, KS 66251-2020

REportfolio Invoice # B151798
Business Partner 7000002079
Contract Account 400000037002
Reference Doc # B151798000000000
Invoice Date Apr 1, 2022
Invoice Amount (USD) \$ 47,423.19
Net Due Date May 2, 2022
City Contact Lease Billing
City Phone 619-236-6988

DESCRIPTION

Period Covered: 5/1/2022 - 4/30/2023
Lease ID: S587FS / 003 / B00
SD34XC521
COMMUNICATIONS EQUIPMENT Lease at 3434 OCEAN VIEW BLVD. (SD06496A)
Late Charge: 1-15 DAYS 5%, AFTER 15 DAYS 10%-MIN \$25

Please reference the Contract Account Number on all correspondence and payments.

Invoices that remain unpaid after the due date will be referred to the City Treasurer for collections and are subject to a collection referral fee of 10% or \$25, whichever is greater, and interest on the unpaid balance. As required by law, you are hereby notified that a negative credit report reflecting on your credit record may be submitted to a credit reporting agency if the amount is not paid by the date due.

Return this portion with payment. Make check payable to City Treasurer.

☐ New Address or Phone Number? Check this Box and Enter your New Information on Reverse Side

MAIL PAYMENT TO:

City of San Diego
PO Box 129030
San Diego, CA 92112-9030

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SPRINT SITE ID SD34XC521
6391 SPRINT PARKWAY MS KSOPHT0101-Z2650
OVERLAND PARK, KS 66251-2020

REportfolio Invoice # B157242
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Contract Account 400000037002
Reference Doc # B1572420000000000
Invoice Date Apr 1, 2023
Invoice Amount (USD) \$ 49,083.00
Net Due Date May 1, 2023
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City Phone 619-236-6988

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April 16, 2021

The City of San Diego
Real Estates Assets Department
Attn: Real Estate Assets Director
1200 Third Avenue, Suite 1700, MS 51A
San Diego, CA 92101-4155

Re: Site Address: 3434 Oceanview Blvd, San Diego, CA 92113
Site ID: SD34XC521 and Site Name: FIRE STATION #19 (the "Site")
City of San Diego Telecommunications Lease dated April 17, 2019 (including any
amendments, the "Agreement")
Tenant/Licensee: Sprint PCS Assets, L.L.C. (the "Tenant")
Notice of Proposed Assignment and Request for Consent

Ladies and Gentlemen:

T-Mobile USA, Inc. and certain of its affiliates ("T-Mobile"), and Vertical Bridge NTCF, LLC and certain of its affiliates ("Buyer") are entering into a transaction involving a portion of T-Mobile's tower portfolio (the "Portfolio"), which Buyer will manage and operate on behalf of T-Mobile. T-Mobile acquired the Portfolio through its merger with Sprint, and the Portfolio includes the Agreement identified above. Buyer's management responsibilities will include, among other things, the payment of T-Mobile's monetary obligations under the Agreement and the performance of T-Mobile's maintenance and other non-monetary obligations under the Agreement.

T-Mobile hereby requests your consent to those matters.

Please indicate your consent by signing below and return this original document back to me in the enclosed self-addressed, stamped envelope or a scanned copy via email. The second original should be retained for your records. If you require additional information, please feel free to contact us via phone at (858) 997-1868 or via email at LAguilar@md7.com.

Promptly after the closing of the transaction occurs, the Buyer will notify you of the date of the closing. From and after the closing, the address to use for all notices under the Agreement is as follows:

MD7

VB RUN, LLC
750 Park of Commerce Drive, Suite 200
Boca Raton, FL 33487
Attention: Asset Management

With a copy to:

VB RUN, LLC
750 Park of Commerce Drive, Suite 200
Boca Raton, FL 33487
Attention: SVP & General Counsel
Email: dmarinberg@verticalbridge.com

An informational brochure regarding Vertical Bridge is enclosed for your reference. It provides background information regarding the company and may answer some questions you may have regarding the transaction described above.

If you consent to the matters described above, the only noticeable changes you will experience will be dealing with Buyer instead of T-Mobile on all matters relating to the Agreement and the Site, and effective as of July 1, 2021, you will receive rent checks from Buyer instead of T-Mobile.

Thank you for your cooperation and prompt attention to this matter.

Sincerely,

T-MOBILE USA, INC.

By: MD7, its authorized representative
Name: Lizzy Aguilar
Phone: (858) 997-1868

Accepted and agreed:

**The City of San Diego,
a California municipal corporation**

By: _____
Name: _____
Title: _____
Dated as of: _____

Enclosures



April 21, 2021

The City of San Diego
Real Estates Assets Department
Attn: Real Estate Assets Director
1200 Third Avenue, Suite 1700, MS 51A
San Diego, CA 92101-4155

Re: Site Address: 3434 Oceanview Blvd, San Diego, CA 92113
Site ID: SD34XC521 and Site Name: FIRE STATION #19 (the "Site")
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The transaction also entails Buyer's purchase of the Portfolio but before the purchase can occur, your consent to the assignment of the Agreement and/or subleasing of the Site back to Tenant may be required under the Agreement. Until such time as your consent is received, the Site will be managed by Buyer. Once your consent is received and the purchase is complete, the Site will become owned by Buyer, or its affiliate, VB RUN, LLC. T-Mobile hereby requests your consent to those matters.

Please indicate your consent by signing below and return this original document back to me in the enclosed self-addressed, stamped envelope or a scanned copy via email. The second original should be retained for your records. If you require additional information, please feel free to contact us via phone at (858) 997-1868 or via email at LAguilar@md7.com.

Promptly after the closing of the transaction occurs, the Buyer will notify you of the date of the closing. From and after the closing, the address to use for all notices under the Agreement is as follows:

10590 WEST OCEAN AIR DRIVE / SUITE 300 / SAN DIEGO, CA 92130

MD7

VB RUN, LLC
750 Park of Commerce Drive, Suite 200
Boca Raton, FL 33487
Attention: Asset Management

With a copy to:

VB RUN, LLC
750 Park of Commerce Drive, Suite 200
Boca Raton, FL 33487
Attention: SVP & General Counsel
Email: dmarinberg@verticalbridge.com

An informational brochure regarding Vertical Bridge is enclosed for your reference. It provides background information regarding the company and may answer some questions you may have regarding the transaction described above.

If you consent to the matters described above, the only noticeable changes you will experience will be dealing with Buyer instead of T-Mobile on all matters relating to the Agreement and the Site, and effective as of July 1, 2021, you will receive rent checks from Buyer instead of T-Mobile.

Thank you for your cooperation and prompt attention to this matter.

Sincerely,

T-MOBILE USA, INC.

By: MD7, its authorized representative
Name: Lizzy Aguilar
Phone: (858) 997-1868

Accepted and agreed:

**The City of San Diego,
a California municipal corporation**

By: _____
Name: _____
Title: _____
Dated as of: _____

Enclosures



SENT VIA: FEDEX # 7775 8080 4903

August 4, 2022

City of San Diego
Real Estate Assets Department
1200 Third Avenue, Suite 1700, MS 51A
San Diego, CA 92101-4155
Attn: Real Estate Assets Director

RE: **Notice of Non-Renewal of Telecommunications Lease** dated on or about April 17, 2019, as may have been amended from time to time ("Lease"), by and between The City of San Diego, a California municipal corporation ("City") and Sprint PCS Assets, L.L.C., a Delaware limited liability company ("Lessee")

Site Address: 3434 Oceanview Boulevard, San Diego, CA 92113
Site ID: SD34XC521
Lease ID: SD34XC521-J-003
City Site ID: S587FS/002/A00

To Whom It May Concern,

Pursuant to Section 4 of the above-referenced Lease, this letter serves as written notice that Lessee is not renewing the term of the Lease, effective April 30, 2024.

Lessee requests the return of any security deposit or other funds previously paid to you or any predecessor property owner. Lessee will and expects that each party will execute any further documentation reasonably requested to evidence the termination of the Lease, including, but not limited to a release of any bonds or other form of security and release of memorandum of agreement.

If you pay additional taxes due to Lessee's equipment or location at the Premises, please contact your local taxing authority to have your property re-evaluated, as Lessee is no longer responsible for any additional taxes or assessments once its equipment is removed.

Lessee highly values the relationship that was established with you. I would like the opportunity to contact you in the future should our network or business requirements change. Should you have any questions or need additional information, please send an email to Leasing@t-mobile.com referencing the Site ID and Lease ID noted above in your email subject line, and a representative of the decommission team will contact you.

Thank you for your time,

Courtney Brooks

Courtney Brooks
Regional Lease Negotiation Manager

Sprint  | **T Mobile**

6220 Sprint Parkway - Mailstop KSOPHD0101-Z2650
Overland Park, KS 66251-2650



VB RUN, LLC
c/o Vertical Bridge REIT, LLC
750 Park of Commerce Drive, Suite 200
Boca Raton, FL 33487
Phone: (561) 406-4098
Email: TThurston@verticalbridge.com

May 19, 2022

Via Federal Express: 776890725636

City of San Diego
Real Estate Assets Department
Attention: Real Estate Assets Director
City Administration Building
1200 Third Avenue, Suite 1700, MS 51A
San Diego, CA 92101-4155

Re: Notice of Termination of City of San Diego Telecommunication Lease dated effective April 17, 2019 (the "Agreement"), by and between Sprint PCS Assets L.L.C., a Delaware limited liability company ("Original Tenant") and The City of San Diego, a municipal corporation ("Landlord"), for the property located at 3434 Oceanview Blvd., San Diego, CA 92113 (the "Site").

VB Site ID: US-CA-7177

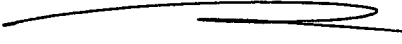
VB Site Name: Fire Station 19

Dear Landlord:

VB Run, LLC (successor-in-interest to Original Tenant) ("Vertical Bridge") is the current tenant under the Agreement or, if applicable, the manager under the Agreement on behalf of the current tenant. Vertical Bridge has decided to decommission this Site. This letter shall serve as official notice of Vertical Bridge's termination of the Agreement, to be effective as of September 30, 2022. Vertical Bridge shall remove the applicable improvements at the Site pursuant to Section 4.2 of the Agreement.

A Vertical Bridge representative will be contacting you further regarding this notice of termination. If you have any questions in the meantime, please contact Todd Thurston at TThurston@verticalbridge.com or (561) 406-4098. When calling, please have the VB Site ID (above) available for reference.

Very Truly Yours,


Adam Ginder
Vice President
Attorney-in-Fact for Sprint PCS Assets, L.L.C.