

Cell Site No. N120726
Cell Site Name: OR063/ORLANDO
Fixed Asset No. 10069506
Market: NORTH FLORIDA
Address: 111 East Central Boulevard, Orlando, FL 32801

Prepared by:

Black Dot Wireless
27271 Las Ramblas - Suite 300
Mission Viejo, CA 92691

Return to:

New Cingular Wireless PCS, LLC
575 Morosgo Drive NE
Suite 13-F, West Tower
Atlanta, GA 30324
Attn: Network Real Estate Administration

Re: Cell Site #: N120726; Cell Site Name: OR095/ORLANDO (FL)
Fixed Asset Number: 10069506
State: Florida
County: Orange
APN: 29-22-26-7632-00-010

**MEMORANDUM
OF
LICENSE**

This Memorandum of License is entered into on this ____ day of _____, 201____, by and between the City of Orlando, Florida, a municipal corporation organized and existing under the laws of the State of Florida, having a mailing address at 400 S. Orange Avenue, Orlando, FL 32801 (hereinafter referred to as "City") and New Cingular Wireless PCS, LLC, a Delaware limited liability company, having a mailing address of 575 Morosgo Drive NE, Suite 13-F, West Tower, Atlanta, GA 30324 (hereinafter referred to as "Licensee").

1. City and Licensee (or its respective predecessor-in-interest) entered into a certain License Agreement on the 28th day of February, 2000, as amended by that certain Amendment Number One to License Agreement dated _____, 201____ (hereinafter, collectively referred to as the "**License Agreement**") for the purpose of installing, operating and maintaining a communications facility and other improvements at City's real property located in the City of Orlando, County of Orange, commonly known as 111 East Central Boulevard, Orlando, FL 32801. All of the foregoing are set forth in the License Agreement.
2. The License Agreement has a New Initial Term of five (5) years commencing on March 1, 2015, and will automatically renew for two (2) separate consecutive additional periods of five (5) years each upon the same terms and conditions of the License Agreement.
3. The portion of the land being licensed to Licensee (the "**Licensed Premises**") is described in **Exhibit 1** annexed hereto.

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4. This Memorandum of License is not intended to amend or modify, and shall not be deemed or construed as amending or modifying, any of the terms, conditions or provisions of the License Agreement, all of which are hereby ratified and affirmed. In the event of a conflict between the provisions of this Memorandum of License and the provisions of the License Agreement, the provisions of the License Agreement shall control. The License Agreement shall be binding upon and inure to the benefit of the parties and their respective heirs, successors, and assigns, subject to the provisions of the License Agreement.

[SIGNATURES APPEAR ON THE NEXT PAGE]

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

CITY OF ORLANDO, FLORIDA, a Florida municipal corporation

By: _____

Print Name: _____

Mayor/ Pro Tem

Attest:

City Clerk

APPROVED AS TO FORM AND LEGALITY
for the use and reliance of the
City of Orlando, Florida, only.

_____, 201__.

Assistant City Attorney

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this ____ day of _____, 201__, by _____, and Alana C. Brenner, the Mayor/Pro Tem and City Clerk respectively of the City of Orlando, Florida, a Florida municipal corporation, on behalf of the corporation. They are personally known to me.

Notary Public:
Commission Expires:
(SEAL)

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New Cingular Wireless PCS, LLC, a Delaware limited liability company

By: AT&T Mobility Corporation

Its: Manager

By: [Signature]

Name: John M. Collins

Title: Area Real Estate

Manager
7-29-14

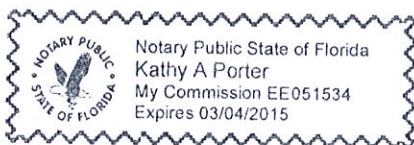
Witnesses:

(1) Sign: [Signature]
Print Name: Kathy Porter

(2) Sign: [Signature]
Print Name: Debbie Lewis

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 29 day of July, 2014, by John M. Collins, the Area Real Estate Manager of AT&T Mobility Corporation, the Manager of New Cingular Wireless PCS, LLC, a Delaware limited liability company, on behalf of the corporation. He/she is personally known to me or has produced a valid driver's license as identification.



[Signature]
Notary Public: Kathy Porter
Commission Expires:
(SEAL)

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EXHIBIT 1

DESCRIPTION OF LICENSED PREMISES

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to the Memorandum of License dated _____, 201__, by and between the City of Orlando, Florida, a municipal corporation organized and existing under the laws of the State of Florida, as City, and New Cingular Wireless PCS, LLC, a Delaware limited liability company, as Licensee.

The Licensed Premises are a portion of the Garage described and/or depicted as follows:

Lots 1, 2, 3, 4, 7, 8, 9, 10 and 15 foot alley abutting on the North side of Lots 7, 8, 9 and 10 of Rogers and McCall's Addition to Orlando, according to the plat thereof as recorded in Plat Book B at Page 9 of the Public Records of Orange County, Florida.