

BOOK 895 ✓
Book 8 page 1395

When recorded mail to:
LandAmerica Financial Group, Inc.
attn: Maria Spateville, SC
3636 N. Central Ave, Suite 350
Phoenix, AZ 85012
Escrow No. 00-20106

Pinnacle - TVII
Vanderhorn (0452-044) - Site No. 36
72111/74319

FILED
GREENVILLE, SC
00-20106-3 P 3:03

Prepared by and after recording please return to:
Robert W. Mouton, Esq.
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601 Poydras Street, Suite 2400
New Orleans, Louisiana 70130-6036
JUDY G. HIX
REGISTER OF DEEDS

FILED
GREENVILLE, SC
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JUDY G. HIX
REGISTER OF DEEDS

**BILL OF SALE
AND
ASSIGNMENT AND ASSUMPTION
OF GROUND LEASE AND TOWER LEASES**

PINNACLE VENTURES II, L.L.C., a Tennessee limited liability company, formerly known as Tower Ventures II, L.L.C., a Tennessee limited liability company ("Assignor") hereby assigns, transfers, conveys, sells and delivers to PINNACLE TOWERS INC., a Delaware corporation ("Assignee"), having its principal place of business at 301 N. Cattlemen Road, Suite 300, Sarasota, Florida 34232, all of its rights, title and interest in and to (i) the lease, any amendments thereto and any other documents described on the list attached hereto and made a part hereof as Exhibit "A" (collectively, the "Lease"), (ii) all of the leases for the operation and maintenance of antennae and other telecommunications equipment (the "Tower Leases") on the communications tower (the "Tower") located on the real property more particularly described on Exhibit "B" attached hereto and made a part hereof (the "Property"), (iii) the Tower and all other improvements, equipment, fixtures and fittings located on or used in connection with the Property or the Tower, (iv) all easements and other rights appurtenant to the Property (including, without limitation, those regarding access and utilities), (v) all tangible personal property related to the design, operation and maintenance of the Tower, (vi) all claims, deposits, prepayments, refunds, causes of action, rights of recovery, rights of setoff and rights of recoupment, including any such item relating to the payment of taxes, pertaining to the Property, the Tower, the Lease or any of the other items described above (collectively, the "Assets"), (vii) all franchises, approvals, permits, licenses, orders, registrations, certificates, variances and similar rights obtained from governments or governmental agencies with respect to the Assets, (viii) all books, records, ledgers, files, documents, correspondence, lists, plats, architectural plans, drawings, specifications, creative materials, advertising, promotional materials, studies, reports and other printed, electronic or written materials pertaining to the Assets, and (ix) all currently existing and hereafter arising proceeds with respect to any of the foregoing.

TO HAVE AND TO HOLD the same and each and all thereof unto Assignee and its successors and assigns forever, to its and their own use and benefit forever. Assignor does hereby bind itself and its successors and assigns to warrant and forever defend title to the property assigned or conveyed hereby unto Assignee, and its successors and assigns, against every person whomsoever claiming or to claim the same or any part thereof.

REC FEE 13.00
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