

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

ATTEST:

MICROCELL MANAGEMENT, INC., a Delaware corporation

By: [Signature]
Name: Peter A. Dolio
Title: Vice President

By: [Signature]
Name: Christopher J. Davis
Title: President

[Signature]

[CORPORATE SEAL]

PINNACLE TOWERS INC., a Delaware corporation

By: [Signature]
Name: Stephen R. Wolsey
Title: Assistant Secretary

By: [Signature]
Name: JAMES BOKISH
Title: ASSISTANT SECRETARY

[Signature]

[CORPORATE SEAL]

[ACKNOWLEDGEMENTS APPEAR ON FOLLOWING PAGE]

After Recording, Return To:
Calloway Title & Escrow, LLC
Attn.: Wanda Mitchell
4800 Ashford Dunwoody Rd.-Ste. 240
Atlanta, Georgia 30338