

AND WHEN RECORDED RETURN TO:

McGuireWoods LLP  
1800 Century Park East, 8th Floor  
Los Angeles, California 90067  
Attn: Calvin Y. Shin, Esq.  
Re: TUC Amanda

(Space above line for Recorder’s Use)

STATE OF ARIZONA                    )  
  )  
COUNTY OF TUCSON                )

APN: 136-08-022A

DTT = \$0.00; Guaranteed lease term less  
than 35 years

No Prior Recording

**MEMORANDUM OF OPTION AND LAND LEASE AGREEMENT**

This MEMORANDUM OF OPTION AND LAND LEASE AGREEMENT (“Memorandum”) is made as of the last date of execution indicated on the signature page below, between School District No.1, of Pima County, Arizona, with its principal offices located at 1010 East Tenth Street, Tucson, Arizona 85719, hereinafter designated LESSOR, and Verizon Wireless (VAW) LLC, d/b/a Verizon Wireless, with its principal offices located at One Verizon Way, Mail Stop 4AW100, Basking Ridge, New Jersey 07920, Attention: Network Real Estate (Site: TUC Amanda) (telephone number 866-862-4404), hereinafter designated “LESSEE.” LESSOR and LESSEE are at times collectively referred to hereinafter as the “Parties” or individually as the “Party”.

1. LESSOR and LESSEE entered into an unrecorded Option and Land Lease Agreement (the “Agreement”) on the last date of execution thereof, for an initial term of five (5) years, commencing on the Commencement Date (defined hereinafter), which shall automatically be extended for four (4) additional five (5) year terms unless LESSOR or LESSEE terminates it at the end of the then current term. The total guaranteed term of the Agreement is less than thirty-five (35) years.

2. Pursuant to the Agreement, LESSOR grants to LESSEE the right to install, maintain and operate communications equipment upon the Premises (as defined in the Agreement), which are a part of that real property owned by LESSOR located at 9850 E. 29th St., Tucson, AZ 85748 (the “Property”). The Property is legally described on Exhibit “A” attached hereto and made a part hereof.

3. The Commencement Date of the Agreement, of which this is a Memorandum, shall be the first day of the month in which notice of the exercise of the option, as set forth above, is effective.

4. LESSEE has the right of first refusal to purchase the Property (or an interest therein) during the initial term and all renewal terms of the Agreement.

5. The terms, covenants and provisions of the Agreement, the terms of which are hereby incorporated by reference into this Memorandum, shall extend to and be binding upon the respective executors, administrators, heirs, successors and assigns of LESSOR and LESSEE.

[SIGNATURES APPEAR ON THE FOLLOWING PAGE]

IN WITNESS WHEREOF, the Parties hereto have set their hands and affixed their respective seals the day and year last written below.

**LESSOR:**

**School District No. 1, of Pima County, Arizona**

By: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

Date: \_\_\_\_\_

**LESSEE:**

**Verizon Wireless (VAW) LLC,  
d/b/a Verizon Wireless**

By: \_\_\_\_\_

Name: Gary Bailey

Title: Director – Network Field Engineering

Date: \_\_\_\_\_

**LESSOR NOTARY ACKNOWLEDGMENT**

STATE OF \_\_\_\_\_ )

COUNTY OF \_\_\_\_\_ )

On \_\_\_\_\_, before me, \_\_\_\_\_, Notary Public, personally appeared \_\_\_\_\_, 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 \_\_\_\_\_ that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

\_\_\_\_\_  
Notary Public

(Seal)

**LESSEE NOTARY ACKNOWLEDGMENT**

STATE OF \_\_\_\_\_ )  
  )  
COUNTY OF \_\_\_\_\_ )

On \_\_\_\_\_, before me, \_\_\_\_\_, Notary Public, personally appeared \_\_\_\_\_, 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 \_\_\_\_\_ that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

\_\_\_\_\_  
Notary Public

(Seal)

Exhibit "A"

(Legal Description of Property)

THE NORTHEAST QUARTER OF THE NORTHEAST QUARTER OF THE SOUTHWEST QUARTER OF SECTION 23, TOWNSHIP 14 SOUTH, RANGE 15 EAST OF THE GILA AND SALT RIVER BASE AND MERIDIAN, PIMA COUNTY, ARIZONA.

EXCEPT THE SOUTH 15.00 FEET THEREOF.

Assessor's Parcel Number 136-08-022A