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DEBORAH L. PEYTON, RECORDER/REGISTRA
DELAWARE COUNTY IOWA

Prepared by and Return to:
U.S. Cellular
4201 River Center Court NE
Cedar Rapids, IA 52402
Attn: Scott Van Roekel
(319) 551-3090

MEMORANDUM OF LEASE

This Memorandum of Lease is made and entered into as of the 21st day of November, 2006, by and between City of Manchester, 208 East Main Street, Manchester, IA 52057, hereinafter referred to as "Landlord," and Iowa RSA No. 12 Limited Partnership, an Iowa Limited Partnership, having an address at Attention: Real Estate, 8410 West Bryn Mawr Avenue, Suite 700, Chicago, Illinois 60631, hereinafter referred to as "Tenant."

WITNESSETH:

WHEREAS, by the terms of a certain Ground Lease entered into on the 5th day of June, 2006 (the "Lease"), the Landlord leased to the Tenant certain property, being more particularly bounded and described as set forth in Exhibit "A" attached hereto and made a part hereof (the "Premises"); and

WHEREAS, the Landlord and the Tenant desire to execute this Memorandum of Lease to evidence said Lease and certain of the terms therein for the purpose of placing the same of record in the ~~Clerk's~~ RECORDER'S Office for Delaware County, Iowa.

NOW THEREFORE, in consideration of the sum of Ten ($10.00) Dollars and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Landlord does hereby lease the Premises to the Tenant upon the terms and conditions of the Lease which is incorporated herein by specific reference, and do agree as follows:

(1) On the 5th day of June, 2006, the Landlord and Tenant entered into the Lease of the Premises.

(2) The term of the Lease is for a period of five (5) years commencing on the 1st day of July, 2006, and terminating on the 30th day of June, 2011.

(3) The amounts of rental due and the terms, conditions and rights and remedies of the parties hereto are specifically set forth in the Lease.

(4) The Lease contains renewal options to extend the lease for up to four additional five year terms which may be exercised upon the terms and conditions more particularly set forth in the Lease.

IN WITNESS WHEREOF, the Landlord and Tenant hereto have caused this Memorandum of Lease to be executed by their duly authorized officers as of the day and year first above written.

Landlord:

City of Manchester:

By: _____

Printed: Erin Rempe

Title: City Clerk

CITY OF MANCHESTER IOWA SEAL

Tenant:

Iowa RSA No. 12 Limited Partnership, an
Iowa Limited Partnership, by its General Partner
Farmers Mutual Cellular Telephone, Inc.,

By: _____

Printed: GEORGE IRVING

Title: VICE PRESIDENT

State of Iowa)
) ss.
County of Delaware)

On this 3 day of November, 2006, before me, the undersigned, a notary public in and for the State of Iowa, personally appeared Erin Rempe, to me personally known and who being by me duly sworn, did say that he is the ~~Mayor~~ City Clerk of the City of Manchester, Iowa; that this Memorandum of Lease was signed on behalf of the corporation, by authority of its City Council; and that Erin Rempe acknowledged the execution of the Memorandum of Lease to be their voluntary act and deed and the voluntary act and deed of the corporation, by it voluntarily executed.
City Council Resolution R-052-2006 adopted March 13, 2006.

LAURA K. THOMAS
Commission Number 718135
My Commission Expires
8-26-08

Laura K Thomas
Notary Public

My commission expires 8-26-08.

STATE OF ILLINOIS)
)
COUNTY OF Cook)

I, the undersigned, a notary public in and for the State and County aforesaid, do hereby certify that (name) GEORGE IRVING, (title) VICE PRESIDENT, for Farmers Mutual Cellular Telephone, Inc., known to me to be the same person whose name is subscribed to the foregoing Memorandum of Lease, appeared before me this day in person and acknowledged that, pursuant to his authority, he signed the said Memorandum of Lease as his free and voluntary act on behalf of the named Tenant, for the uses and purposes therein stated.

Given under my hand and seal this 21ST day of November, 2006.

"OFFICIAL SEAL"
DONALD L. DICKE
NOTARY PUBLIC, STATE OF ILLINOIS
MY COMMISSION EXPIRES 8/23/2007

Donald L Dicke
Notary Public

My commission expires 8/23/07

[Date]
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EXHIBIT "A"
Description of Premises

Legal Description:

Lots 9, 11, 13 and all of Lot 15, except the North 66 feet thereof, all of the Subdivision of Lot 11 of the Subdivision of the southwest ¼ and the south ½ of the northwest ¼ of Section 28, Township 89, Range 5, West of the 5th Principal Meridian, Manchester, Delaware County, Iowa.