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 FILED NO. _____
 BOOK 112 PAGE 731
 2000 JUL 14 AM 11:02
 MICHELLE UTSLER
 RECORDER
 MADISON COUNTY, IOWA

REC'D 195⁰⁰
 AID 31⁰⁰
 JUL 14 2000

COMPUTER ☒
 RECORDED ☒
 COMPARED ☐

Record in Madison County, Iowa

SPACE ABOVE THIS LINE FOR RECORDER

This instrument was prepared by: GTE Network Services, Property Repositioning on behalf of GTE Midwest Incorporated, 600 Hidden Ridge, Mailcode HQE02J34, Irving, TX 75038, Attn: Dale Chamberlain, 972/718-4918.

ASSIGNMENT AND ASSUMPTION OF RECORDED EASEMENTS, LICENSES AND RIGHT OF WAY AGREEMENTS

This Assignment and Assumption of Recorded Easements, Licenses and Right of Way Agreements is made and entered into effective as of the 30th day of June, 2000 by and among Iowa Telecommunications Services, Inc. ("Buyer"), with address of 115 South 2nd Avenue West, Newton, IA 50208 and GTE Midwest Incorporated ("Seller") with address of 600 Hidden Ridge, Irving, Texas 75038.

WHEREAS, Seller and Iowa Telecommunications Services, Inc. entered into that certain Asset Purchase Agreement dated July 1, 1999 (the "Asset Purchase Agreement"); and

WHEREAS, this Assignment and Assumption of Recorded Easements, Licenses and Right of Way Agreements is being executed and delivered in order to complete the transfer to Buyer of certain recorded Real Property Interests, specifically easements, licenses, and right of way agreements and the assumption by Buyer of certain obligations and liabilities related to the easements, licenses and right of way agreements; and

WHEREAS, terms which are used in this Agreement but not otherwise defined herein shall have the same meanings ascribed to such terms in the Asset Purchase Agreement.

NOW THEREFORE, for and in consideration of the obligations of the parties under the Asset Purchase Agreement, Seller and Buyer do agree as follows:

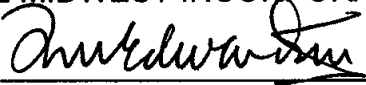
1. Assignment of Real Property Interests. Seller shall and does hereby sell, transfer, convey and assign to Buyer all its right, title and interest in and to the recorded easements, licenses and right of way agreements which are a part of Real Property Interests, which are described more particularly on Exhibit A attached hereto ("Recorded Easements, Licenses and Right of Way Agreements").

STEWART TITLE COMPANY OF ILLINOIS
 1515 E. WOODFIELD ROAD
 SUITE 102
 SCHAUMBURG, IL 60173
Open recording return

2. Assumption of Obligations. Buyer shall and does hereby assume all of Seller's obligations under the Asset Purchase Agreement as specified in the Asset Purchase Agreement from the Closing Date with respect to the Recorded Easements, Licenses and Right of Way Agreements. Buyer shall and does hereby further agree to (i) pay and fully discharge all of Seller's obligations thereunder, and (ii) indemnify, defend, and hold Seller and its Affiliates, and their respective officers, directors, employees and representatives of any kind, harmless from and against any and all actions, claims, damages, harm or loss of any kind (including without limitation, court costs and reasonable attorneys' fees) suffered or incurred in connection with, or otherwise arising under any of the Recorded Easements, Licenses and Right of Way Agreements with respect to events occurring or circumstances arising after the Closing Date.

IN WITNESS WHEREOF, the undersigned have executed this Agreement as of the Closing Date, in accordance with the terms and conditions of the Asset Purchase Agreement

GTE MIDWEST INCORPORATED

By: 
William M. Edwards, III
Vice President - Property Repositioning

IOWA TELECOMMUNICATIONS SERVICES, INC.

By: 
Alan L. Wells
President and Chief Operating Officer

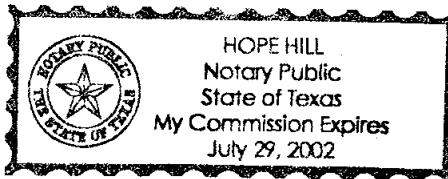
STATE OF TEXAS
COUNTY OF DALLAS

) ss:
)

On this 29th day of June, 2000, before me, the undersigned, a Notary Public in and for the State, personally appeared **William M. Edwards, III**, to me personally known, who being by me duly sworn, did say that he is the **Vice President - Property Repositioning**, of said **GTE Midwest Incorporated**, a Delaware corporation; that no seal has been procured by the said corporation; that said instrument was signed on behalf of said corporation by authority of its Board of Directors; and that the said **William M. Edwards, III**, as such officer, acknowledged the execution of said instrument to be the voluntary act and deed of said corporation, by it and by him voluntarily executed.

Hope Hill
Notary Public, in and for the State of Texas
Notary's Printed Name: Hope Hill
Notary's Commission Expires: July 29, 2002

(Affix Notary Seal)



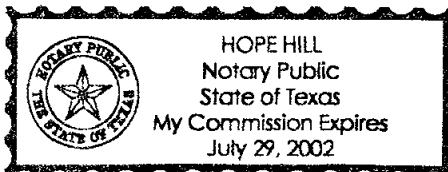
STATE OF TEXAS
COUNTY OF DALLAS

) ss:
)

On this 29th day of June, 2000, before me, the undersigned, a Notary Public in and for the State, personally appeared **Alan L. Wells**, to me personally known, who being by me duly sworn, did say that he is the **President and Chief Operating Officer**, of said **Iowa Telecommunications Services, Inc.**, an Iowa corporation; that no seal has been procured by the said corporation; that said instrument was signed on behalf of said corporation by authority of its Board of Directors; and that the said **Alan L. Wells**, as such officer, acknowledged the execution of said instrument to be the voluntary act and deed of said corporation, by it and by him voluntarily executed.

Hope Hill
Notary Public, in and for the State of Texas
Notary's Printed Name: Hope Hill
Notary's Commission Expires: July 29, 2002

(Affix Notary Seal)



When recorded, please return document to:
Stewart Title Guaranty Company
1980 Post Oak Boulevard, Suite 610
Houston, TX 77056
Attn: Elbert James, Closer
(713) 625-8135

Grantee's Mailing Address is:
Iowa Telecommunications Services, Inc.
115 South 2nd Avenue West
Newton, IA 50208
Attn: Alan L. Wells
(515) 787-2677

Recorded Easements, Licenses and Right of Way Agreements
Exhibit A

Control Number	Exchange Name	Contract Title	Grantor	Grantee	Property Description	Recording Information
IA-1-2668	Peru	Telephone Buried Plant Right of Way Easement	William E. Willett and Margaret I. Willett	Contel of Iowa, Inc.	A tract of land 28 acres, .25 miles E of the Town of Peru, part of the E 26 acres, NW 1/4, NW 1/4, S of road, and also the N 1/2, SW 1/4, NW 1/4, Section 12, Township 74N, Range 27W, Madison County, Iowa.	Recorded 4/10/90, Book 127, Page 154, Madison County, Iowa.
IA-1-2669	Peru	Telephone Buried Plant Right of Way Easement	Bob Vanscoy and Velma Vanscoy	Contel of Iowa, Inc.	A tract of land 35 acres, 2 miles NW of the Town of Peru, NE 1/4, NE 1/4, except 4.69 acres in NE corner, all in Section 34, Township 75N, Range 27W, Madison County, Iowa.	Recorded 4/10/90, Book 127, Page 155, Madison County, Iowa.
IA-1-2670	Peru	Telephone Buried Plant Right of Way Easement	Vivian Esther Nuzum (deceased); Corleen A. Nuzum (administrator)	Continental Telephone Company of Iowa	A tract of land 80 acres, 5 miles NE of the Town of Peru, SE 1/4, NW 1/4, and NE 1/4, SW 1/4, Section 29, Township 75N, Range 26W, Madison County, Iowa.	Recorded 4/15/76, Book 111, Page 601, Madison County, Iowa.
IA-1-2671	Peru	Telephone Buried Plant Right of Way Easement	Clair E. Fenimore	Contel of Iowa, Inc.	A tract of land 38 acres, 2 miles N of the Town of Peru, SW 1/4, SE 1/4, Section 26, Township 75N, Range 27W, Madison County, Iowa.	Recorded 5/2/90, Book 127, Page 224, Madison County, Iowa.
IA-1-3323	Truro	Telephone Buried Plant Right of Way Easement	Dennis R. Phillips and Peggy L. Phillips	Contel of Iowa, Inc.	A strip of land 80 acres, 2.5 miles W of Truro, Iowa, N 1/2, NE 1/4, Section 18, Township 74N, Range 26W, Madison County, Iowa.	Recorded 5/30/292, Book 127, Page 292, Madison County, Iowa.
IA-2-1286	Macksburg	Telephone Buried Plant Right of Way Easement	Charles L. Blair and Lee W. Blair	Hawkeye State Telephone Company	A tract of land, 160 acres, 2 miles S of Macksburg Township, in the E 1/2, SE 1/4, Section 21, and the E 1/2, NE 1/4, Section 28, Township 74, Range 29, Madison County, Iowa.	Recorded 9/21/70, Book 101, Page 127, Document # 1189, Madison County, Iowa.

Control Number	Exchange Name	Contract Title	Grantor	Grantee	Property Description	Recording Information
IA-2-1287	Macksburg	Telephone Buried Plant Right of Way Easement	Harold E. Elvins and Jean M. Elvins	Hawkeye State Telephone Company	A tract of land, 40 acres, 1/2 mile N of Macksburg Township, in the S 40 acres of N 60 acres, in the E 1/2, NE 1/4, Section 9, Township 74, Range 29, Madison County, Iowa.	Recorded 9/21/70, Book 101, Page 128, Document # 1190, Madison County, Iowa.
IA-2-1288	Macksburg	Telephone Buried Plant Right of Way Easement	Orlie C. Elvins	Hawkeye State Telephone Company	A tract of land, 140 acres, 3/4 mile N of Macksburg Township, in the N 1/2, NE, NE Section 9; and the E 1/2, SE 1/4, and the SE 14/, NE 1/4, Section 4; Township 74, Range 29, Madison County, Iowa.	Recorded 9/21/70, Book 101, Page 129, Document # 1191, Madison County, Iowa.
IA-2-1289	Macksburg	Telephone Buried Plant Right of Way Easement	Ralph Herren	Hawkeye State Telephone Company	A tract of land within Macksburg Township, in the E 1/2, SE 1/4, except 19.11 acres town and 8.59 acres Central Part., Section 9, Township 74, Range 29, Madison County, Iowa.	Recorded 9/21/70, Book 101, Page 130, Document # 1192, Madison County, Iowa.
IA-2-1290	Macksburg	Telephone Buried Plant Right of Way Easement	C. F. Schutz	Hawkeye State Telephone Company	A tract of land, 40 acres, 1 mile N of Macksburg Township, in the NE 1/4, NE 1/4, Section 4, Township 74, Range 29, Madison County, Iowa.	Recorded 9/21/70, Book 101, Page 131, Document # 1193, Madison County, Iowa.
IA-2-1291	Macksburg	Telephone Buried Plant Right of Way Easement	Doyle Schutz	Hawkeye State Telephone Company	A tract of land, 40 acres, 1/4 mile S of Macksburg Township, in the NE 1/4, SE 1/4, Section 16, Township 74, Range 29, Madison County, Iowa.	Recorded 9/21/70, Book 101, Page 132, Document # 1194, Madison County, Iowa.
IA-2-1292	Macksburg	Telephone Buried Plant Right of Way Easement	Roland L. Thompson	Hawkeye State Telephone Company	A tract of land, 80 acres, 1 1/2 miles S of Macksburg Township, in the E 1/2, NE 1/4, Section 21, Township 74, Range 29, Madison County, Iowa.	Recorded 9/21/70, Book 101, Page 133, Document # 1195, Madison County, Iowa.

Control Number	Exchange Name	Contract Title	Grantor	Grantee	Property Description	Recording Information
IA-2-1299	Macksburg	Telephone Buried Plant Right of Way Easement	Betty V. Braman	Contel of Iowa, Inc.	A tract of land, 160 acres, 1/2 mile E of Macksburg Township, in the SW 1/4, SE 1/4, and the SW 1/4, except the SW 1/4, SW 1/4, Section 11, Township 74N, Range 29W, Madison County, Iowa.	Recorded 8/27/90, Book 127, Page 329, Document # 446, Madison County, Iowa.
IA-2-1300	Macksburg	Telephone Buried Plant Right of Way Easement	Fain Farms, Inc., by Dan Fain, Treasurer	Contel of Iowa, Inc.	A tract of land, 238 acres, 3 miles S of Macksburg Township, in the SW 1/4, Section 34, Township 74N, Range 29W, Madison County, Iowa.	Recorded 8/27/90, Book 127, Page 330, Document # 447, Madison County, Iowa.
IA-2-1301	Macksburg	Telephone Buried Plant Right of Way Easement	Duane L. Honnold and Edna M. Honnold	Contel of Iowa, Inc.	A tract of land, 160 acres, 4 1/2 miles E of Macksburg Township, in the NW 1/2, Section 16, Township 74N, Range 28W, Madison County, Iowa.	Recorded 8/27/90, Book 127, Page 331, Document # 448, Madison County, Iowa.
IA-2-1302	Macksburg	Telephone Buried Plant Right of Way Easement	Elsie L. Huff	Contel of Iowa, Inc.	A tract of land, 40 acres, 6 miles E of Macksburg Township, in the SE 1/4, SE 1/4, Section 10, Township 74N, Range 28W, Madison County, Iowa.	Recorded 8/27/90, Book 127, Page 332, Document # 449, Madison County, Iowa.
IA-2-1303	Macksburg	Telephone Buried Plant Right of Way Easement	Elsie L. Huff	Contel of Iowa, Inc.	A tract of land, 160 acres, 6 1/2 miles E of Macksburg Township, in the SW 1/4, Section 11, Township 74N, Range 28W, Madison County, Iowa.	Recorded 8/27/90, Book 127, Page 333, Document # 450, Madison County, Iowa.
IA-2-1304	Macksburg	Telephone Buried Plant Right of Way Easement	Larry Huff and Sharon Huff	Contel of Iowa, Inc.	A tract of land, 29 acres, 6 miles E of Macksburg Township, in the SW 1/4, SE 1/4, Section 10, Township 74N, Range 28W, Madison County, Iowa.	Recorded 8/27/90, Book 127, Page 334, Document # 451, Madison County, Iowa.

Control Number	Exchange Name	Contract Title	Grantor	Grantee	Property Description	Recording Information
IA-2-1305	Macksburg	Telephone Buried Plant Right of Way Easement	George D. Kirkland and Betty J. Kirkland	Contel of Iowa, Inc.	A tract of land, 40 acres, 5 miles E of Macksburg Township, in the SE 1/4, SE 1/4, Section 9, Township 74N, Range 28W, Madison County, Iowa.	Recorded 8/27/90, Book 127, Page 335, Document # 452, Madison County, Iowa.
IA-2-1306	Macksburg	Telephone Buried Plant Right of Way Easement	George D. Kirkland and Betty J. Kirkland	Contel of Iowa, Inc.	A tract of land, 73 acres, 1 1/2 miles S of Macksburg Township, in the N 1/2, NW 1/4, Section 27, Township 74N, Range 29W, Madison County, Iowa.	Recorded 8/27/90, Book 127, Page 336, Document # 453, Madison County, Iowa.
IA-2-1307	Macksburg	Telephone Buried Plant Right of Way Easement	George D. Kirkland and Betty J. Kirkland	Contel of Iowa, Inc.	A tract of land, 40 acres, 5 miles E of Macksburg Township, in the SW 1/4, SW 1/4, Section 10, Township 74N, Range 28W, Madison County, Iowa.	Recorded 8/27/90, Book 127, Page 337, Document # 454, Madison County, Iowa.
IA-2-1308	Macksburg	Telephone Buried Plant Right of Way Easement	Phyllis Kirkland	Contel of Iowa, Inc.	A tract of land, 40 acres, 4 miles S of Macksburg Township, in the SE 1/4, SE 1/4, Section 33, Township 74N, Range 29W, Madison County, Iowa.	Recorded 8/27/90, Book 127, Page 338, Document # 455, Madison County, Iowa.
IA-2-1309	Macksburg	Telephone Buried Plant Right of Way Easement	Ralph Kirkland and Leona J. Kirkland	Contel of Iowa, Inc.	A tract of land, 80 acres, 2 miles S of Macksburg Township, in the N 1/2, SW 1/4, Section 27, Township 74N, Range 29W, Madison County, Iowa.	Recorded 8/27/90, Book 127, Page 339, Document # 456, Madison County, Iowa.
IA-2-1310	Macksburg	Telephone Buried Plant Right of Way Easement	Cyrus B. Lattig	Contel of Iowa, Inc.	A tract of land, 80 acres, 2 1/2 miles S of Macksburg Township, in the N 1/2, NW 1/4, Section 34, Township 74N, Range 29W, Madison County, Iowa.	Recorded 8/27/90, Book 127, Page 340, Document # 457, Madison County, Iowa.

Control Number	Exchange Name	Contract Title	Grantor	Grantee	Property Description	Recording Information
IA-2-1311	Macksburg	Telephone Buried Plant Right of Way Easement	Cyrus B. Lattig	Contel of Iowa, Inc.	A tract of land, 80 acres, 2 1/2 miles S of Macksburg Township, in the S 1/2, SW 1/4, Section 27, Township 74N, Range 29W, Madison County, Iowa.	Recorded 8/27/90, Book 127, Page 341, Document # 458, Madison County, Iowa.
IA-2-1312	Macksburg	Telephone Buried Plant Right of Way Easement	Erma L. Thraillkill	Contel of Iowa, Inc.	A tract of land, 60 acres, 1/2 mile S of Macksburg Township, in the SW 1/4, SW 1/4, Section 15, Township 74N, Range 29W, Madison County, Iowa.	Recorded 8/27/90, Book 127, Page 342, Document # 459, Madison County, Iowa.
IA-2-1313	Macksburg	Telephone Buried Plant Right of Way Easement	Arnett Waddingham and Irene Waddingham	Contel of Iowa, Inc.	A tract of land, 160 acres, 2 1/2 miles E of Macksburg Township, in the NW 1/2, Section 18, Township 74N, Range 28W, Madison County, Iowa.	Recorded 8/27/90, Book 127, Page 343, Document # 460, Madison County, Iowa.
IA-2-1314	Macksburg	Telephone Buried Plant Right of Way Easement	Arnett Waddingham and Irene Waddingham	Contel of Iowa, Inc.	A tract of land, 160 acres, 2 miles E of Macksburg Township, in the NE 1/2, Section 13, Township 74N, Range 29W, Madison County, Iowa.	Recorded 8/27/90, Book 127, Page 344, Document # 461, Madison County, Iowa.
IA-2-1315	Macksburg	Telephone Buried Plant Right of Way Easement	Dorothy Jane Welch	Contel of Iowa, Inc.	A tract of land, 40 acres, 6 miles S of Winterset Township, in the SE 1/4, SE 1/4, Section 31, Township 75N, Range 27W, Madison County, Iowa.	Recorded 8/27/90, Book 127, Page 345, Document # 462, Madison County, Iowa.
IA-2-1316	Macksburg	Telephone Buried Plant Right of Way Easement	Lois R. Smith	Contel of Iowa, Inc.	A tract of land, 40 acres, 4 1/2 miles E of Winterset Township, in the SW 1/4, SE 1/4, and the SE 1/4, SW 1/4, Section 9, Township 74N, Range 28W, Madison County, Iowa.	Recorded 9/11/90, Book 127, Page 359, Document # 595, Madison County, Iowa.

Control Number	Exchange Name	Contract Title	Grantor	Grantee	Property Description	Recording Information
IA-2-1317	Macksburg	Telephone Buried Plant Right of Way Easement	Jimmie D. Smith and Nancy J. Smith	Contel of Iowa, Inc.	A tract of land, 40 acres, 2 1/2 miles E of Macksburg Township, in the NE 1/4, NW 1/4, Section 13, Township 74N, Range 29W, Madison County, Iowa.	Recorded 9/11/90, Book 127, Page 360, Document # 596, Madison County, Iowa.