

Site Name: Downs

Site I.D.: SR-104 A

THIS DOCUMENT WAS PREPARED BY AND AFTER RECORDING SHOULD BE RETURNED TO:

EXHIBIT B

Sprint Spectrum L.P., a Delaware limited partnership
4364 114th Street
Urbandale, Iowa 50322
(515) 278-3020

PCS Site Agreement
Memorandum of PCS Site Agreement

This memorandum evidences that a lease was made and entered into by written PCS Site Agreement dated 2-7, 1996, between David Don Downs ("Owner") and MajorCo, L.P., a Delaware limited partnership ("MLP"), the terms and conditions of which are incorporated herein by reference.

Such Agreement provides in part that Owner leases to MLP a certain site located in the County of Madison, State of Iowa within the property of Owner which is described in Exhibit "A" attached hereto, with grant of easement for unrestricted rights of access thereto and to electric and telephone facilities for a term of five (5) years commencing on 2-12- 1996 which term is subject to four (4) additional five (5) year extension periods by MLP.

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

"OWNER"

"MLP"

David Don Downs

MajorCo, L.P., a Delaware limited partnership

By: David Don Downs

By: William K. Rector

Name: David Don Downs

Name: William K. Rector

Title: Owner

Title: MTA Director

REC: 1500
R.M.F. \$ 103

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COMPUTER
RECORDED
COMPARED

MICHELLE UTSLER
RECORDER
MADISON COUNTY, IOWA

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Exhibit A
to

Memorandum of PCS Site Agreement

Legal Description of Property:

Site situated in the County of Madison, State of Iowa legally described as: The West Half (W1/2) of the Northwest Quarter (NW1/4) and the Northwest Quarter (NW1/4) of the Southwest Quarter (SW1/4) of Section Twelve (12), Township Seventy-five (75) North, Range Twenty-six (26) West of the 5th P.M., Madison County, Iowa.

Owner Initials LSL

MLP Initials MLP

Site Name: Downs

Site I.D.: SR-104 A

STATE OF IOWA

COUNTY OF Madison

On this 9 day of February, 1996, before me, the undersigned, a Notary Public in and for the State of Iowa, personally appeared David Don Downs, to me known to be the identical person named in and who executed the foregoing instrument, and acknowledged that the person, executed the instrument as its voluntary act and deed.

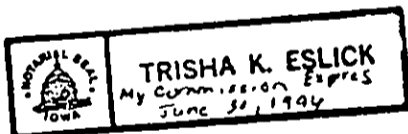
JEFFREY W. MEADER
MY COMMISSION EXPIRES
DECEMBER 1, 1996

Jeffrey W. Meader
Notary Public in and for said State

STATE OF IOWA

COUNTY OF POLK

On this 12 day of February, 1996, before me, the undersigned, a Notary Public in and for the State of Iowa, personally appeared William K. Rector, to me personally known, who, being by me duly sworn, did say that he is the MTA Director of the partnership executing the foregoing instrument, that said instrument was signed on behalf of the partnership; and that William K. Rector, as MTA Director, acknowledged the execution of the foregoing instrument to be the voluntary act and deed of the partnership, by it and by them voluntarily executed.

 TRISHA K. ESLICK
My Commission Expires
June 30, 1996

Trisha K. Eslick
Notary Public in and for said State