

Cell Site No.: WI0161
F.A. Number: 10012369
Site Name: 161 Fire Station
Site Address: 5600 West Oklahoma Avenue, Milwaukee, WI

FIRST AMENDMENT TO LEASE AGREEMENT

THIS FIRST AMENDMENT TO GROUND LEASE AGREEMENT ("Amendment"), dated as of the latter of the signature dates below, is by and between City of Milwaukee, a Wisconsin municipal corporation, having a mailing address of 200 East Wells Street, Milwaukee, Wisconsin 53202 (hereinafter referred to as "Landlord") and New Cingular Wireless PCS, LLC, a Delaware limited liability company, successor-in-interest to AT&T Wireless PCS, Inc., a Delaware corporation, having a mailing address of 6100 Atlantic Blvd., Norcross, Georgia 30071 (hereinafter referred to as "Tenant").

WHEREAS, Landlord and Tenant entered into a Ground Lease Agreement dated October 19, 2000 (the "Lease"), whereby Landlord leased to Tenant certain Premises, therein described, that are a portion of the Property located at 5600 West Oklahoma, Milwaukee, WI 53207 ("Agreement"); and

WHEREAS, Landlord and Tenant desire to amend the Agreement to modify the Antenna Installation section thereof;

WHEREAS, Landlord and Tenant desire to amend the Agreement to modify the notice section thereof; and

WHEREAS, Landlord and Tenant, in their mutual interest, wish to amend the Agreement as set forth below accordingly.

NOW THEREFORE, in consideration of the foregoing and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Landlord and Tenant agree as follows:

1. **Antenna Installation.** Section 5 of the Agreement is hereby amended to reflect that the Tenant's antenna installation will be at a RAD center of 150 feet.
2. **Rent.** Effective April 1, 2007, the rent shall be increased by \$19,500.00 per annum. The rent is hereby increased from \$0 per annum to \$19,500.00 per annum.
3. **Notices.** Section 16 is hereby deleted in its entirety and replaced by the following: **NOTICES.** All notices, requests, demands and communications hereunder will be given by first class certified or registered mail, return receipt requested, or by a nationally recognized overnight courier, postage prepaid, to be effective when properly sent and received, refused or returned undelivered. Notices will be addressed to the parties as follows. As to Tenant, c/o Cingular Wireless LLC, Attn.: Network Real Estate Administration, Re: Cell Site #0161, FA Number 10012369, 6100 Atlantic Boulevard, Norcross, Georgia 30071; with a copy to Cingular Wireless LLC, Attn: Legal Department, Re: Cell Site #0161, FA Number, 10012369, 15 E. Midland Avenue, Paramus, New Jersey 07652; and as to Landlord, City of Milwaukee, Director

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of Administration, Room 606, City Hall, 200 East Wells Street, Milwaukee, WI 53202; with a copy to: Office of City Attorney, City Hall, Room 800, 200 East Wells Street, Milwaukee, WI 53202. Either party hereto may change the place for the giving of notice to it by thirty (30) days prior written notice to the other as provided herein.

4. **Other Terms and Conditions Remain.** In the event of any inconsistencies between the Agreement and this Amendment, the terms of this Amendment shall control. Except as expressly set forth in this Amendment, the Agreement otherwise is unmodified and remains in full force and effect. Each reference in the Agreement to itself shall be deemed also to refer to this Amendment.

5. **Capitalized Terms.** All capitalized terms used but not defined herein shall have the same meanings as defined in the Agreement.

Lessee:

New Cingular Wireless PCS, LLC, a Delaware
limited liability company

By: _____

Name: Scott A. Root

Title: Real Estate and Construction Manager,
IL/WI

Date: _____

Lessor:

City of Milwaukee

By: _____

Name: Ronald D. Leonhardt

Title: Clerk

By: _____

Name: W. Martin Morics

Title: City Comptroller

Date: _____

By: _____

Name: Tom Barrett

Title: Mayor

Date: _____

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TENANT ACKNOWLEDGEMENT

STATE OF _____)
) ss:
COUNTY OF _____)

On the _____ day of _____, 2007 before me personally appeared Scott A. Root, and acknowledged under oath that he is the Manager, Real Estate and Construction of New Cingular Wireless PCS, LLC, a Delaware limited liability company, the limited liability company named in the attached instrument, and as such was authorized to execute this instrument on behalf of the limited liability company.

Notary Public: _____
My Commission Expires: _____

LANDLORD ACKNOWLEDGEMENT

STATE OF _____)
) ss:
COUNTY OF _____)

BE IT REMEMBERED, that on this _____ day of _____, 200__ before me, the subscriber, a person authorized to take oaths in the State of _____, personally appeared _____ who, being duly sworn on his/her oath, deposed and made proof to my satisfaction that he/she is the person named in the within instrument; and I, having first made known to him/her the contents thereof, he/she did acknowledge that he/she signed, sealed and delivered the same as his/her voluntary act and deed for the purposes therein contained.

Notary Public: _____
My Commission Expires: _____