

SECOND AMENDMENT TO LEASE AGREEMENT

THIS SECOND AMENDMENT TO LEASE AGREEMENT (“Second Amendment”) is made this ____ day of _____, 20__, by and between City of Milwaukee, a Wisconsin municipal corporation (“Lessor”) and United States Cellular Operating Company LLC, a Delaware limited liability company, having an address at 8410 West Bryn Mawr Avenue, Chicago, Illinois, 60631 (“Lessee”). Lessor and Lessee are each a “Party”; together, they are the “Parties.”

Whereas, Lessor and Lessee previously entered into that certain Lease Agreement on April 9, 2002, as amended (“Lease”), that provides for the operation of communications equipment on Lessor’s tower and real property owned by Lessor that is located at 1640 South 24th Street in the City of Milwaukee, County of Milwaukee, State of Wisconsin (the “Premises”); and

Whereas, Lessor and Lessee hereby agree to amend the Lease to describe changes to Lessee’s equipment on the Premises.

NOW THEREFORE, in consideration of the promises hereinafter made and other good and valuable consideration, the receipt of which is hereby acknowledged, the Parties agree as follows:

1. Revised Equipment Installation and Addition of Exhibit C-2 to Lease. Exhibit C-1 is hereby deleted and replaced with Exhibit C-2 attached hereto, which reflects the modified equipment that Lessee shall be permitted to install, operate, replace, and maintain on the Premises.

2. Other than as specifically amended herein, all other terms and conditions of the Lease shall remain in full force and effect. Where there is conflict between the terms of the Lease and this Second Amendment, the terms of this Second Amendment shall control. Unless otherwise indicated or introduced in this Amendment, all defined terms referenced in the Second Amendment shall have the same meaning as those found in the Lease.

[Signature Page Follows]

IN WITNESS WHEREOF, the parties hereto have executed this Second Amendment on as of the last signature date below.

LESSEE:

UNITED STATES CELLULAR OPERATING COMPANY LLC

Name, Title

Date

LESSOR:

CITY OF MILWAUKEE

By: _____
Cavalier Johnson, Mayor

Date

By: _____
James Owczarski, City Clerk

Date

COUNTERSIGNED

By: _____
Bill Christianson, City Comptroller

Date

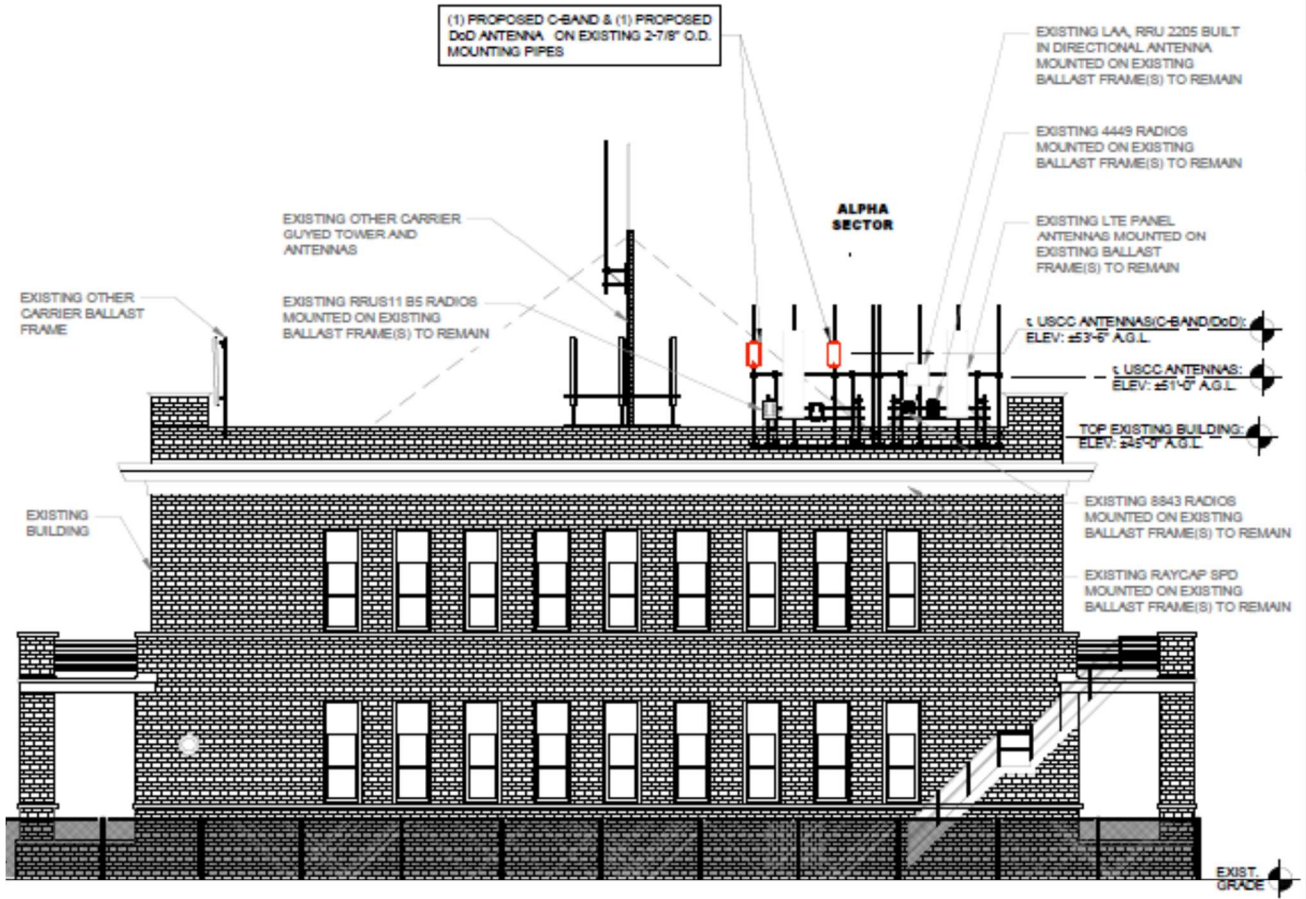
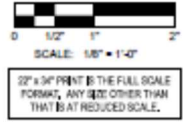
Approved as to form and execution

This ____ day of _____, 20__.

Jordan M. Schettle
Assistant City Attorney
State Bar No. 1104571

EXHIBIT C-2

(Description of revised Lessee Equipment on Property)



5 PROPOSED SITE ELEVATION
SCALE: 1/8" = 1'-0"

EXHIBIT C-2 (continued)

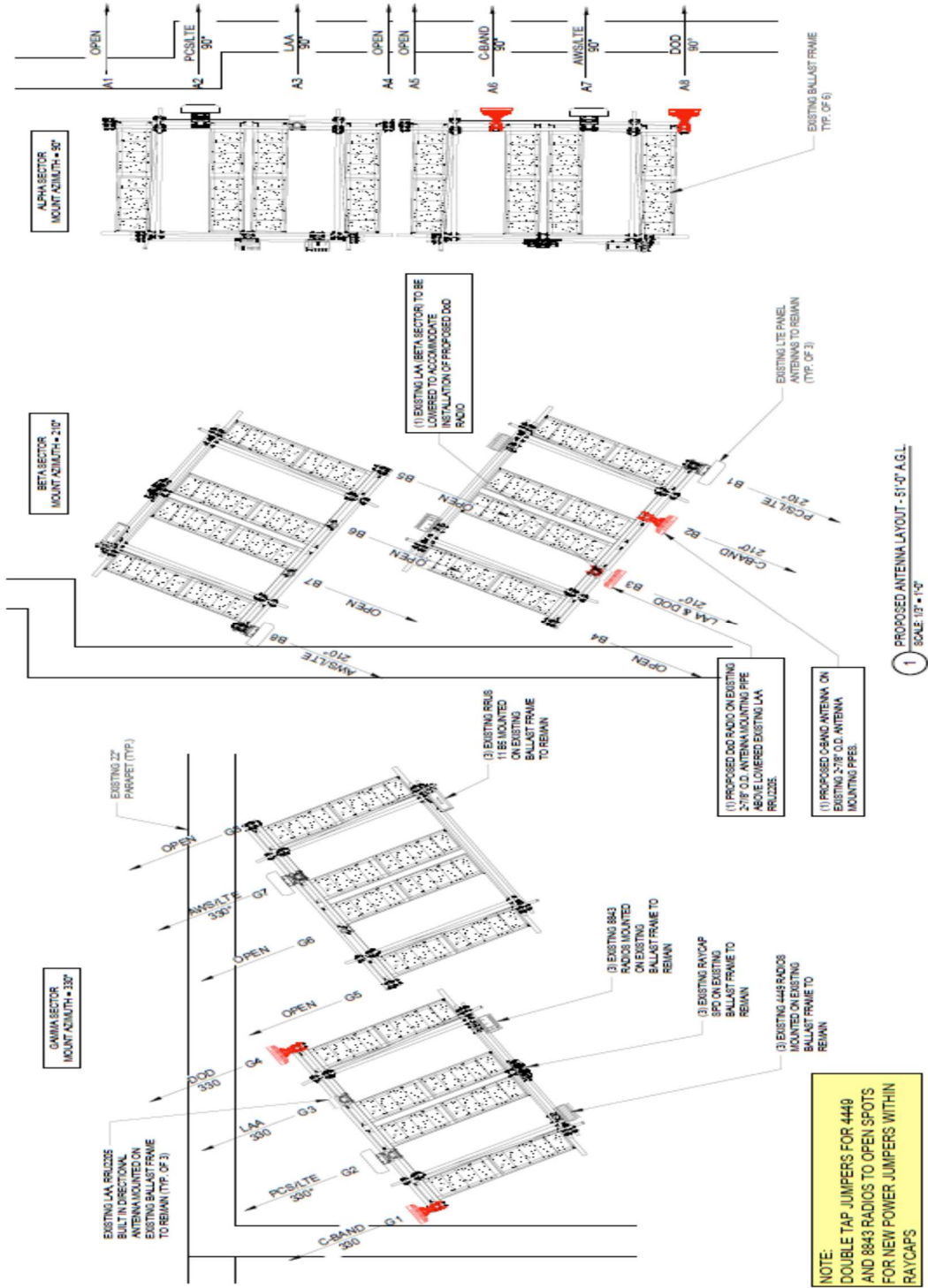


EXHIBIT C-2 (continued)

PROPOSED ANTENNA KEY		PCS	Status	Rad Center	Technology	Antenna Make/Model	Ant. QTY	Azi- muth	Elec. MIB- TILT	812/871 Radio QTY	82/866 Radio QTY	85 Radio QTY	846 Radio QTY	Highband Radio QTY	Highband Radio QTY	Surge Protection QTY	Cable Type	Cable Count	
Alpha Sector	A1		empty																
	A2		existing	51'	PCS/LTE	AMPHENCL TWINESBLUDDGG T	1	90°		4449	1	8843	1			1	1-1/4" HYBRID	1	
	A3		existing	51'	LAA	Integrated Antenna / Radio		90°						2205	1		SHARED		
	A4-A5		empty																
	A6		proposed	53'-6"	C-BAND	INTEGRATED UNIT		90°										SHARED	
	A7		existing	51'	ANS/LTE	AMPHENCL TWINESBLUDDGG T	1	90°					RRU11	1				SHARED	
	A8		proposed	53'-6"	DOO	INTEGRATED UNIT		90°										SHARED	
	A9		existing	51'	PCS/LTE	AMPHENCL TWINESBLUDDGG T	1	210°		4449	1	8843	1				1	1-1/4" HYBRID	1
Beta Sector	B2		proposed	53'-6"	C-BAND	INTEGRATED UNIT		210°										SHARED	
	B3		existing	49'	LAA	Integrated Antenna / Radio		210°						2205	1		SHARED		
	B4		proposed	53'-6"	DOO	INTEGRATED UNIT		210°										SHARED	
	B8		existing	51'	ANS/LTE	AMPHENCL TWINESBLUDDGG T	1	210°					RRU11	1				SHARED	
Gamma Sector	G2		proposed	53'-6"	C-BAND	INTEGRATED UNIT		330°										SHARED	
	G3		existing	51'	PCS/LTE	AMPHENCL TWINESBLUDDGG T	1	330°		4449	1	8843	1				1	1-1/4" HYBRID	1
	G4		existing	51'	LAA	Integrated Antenna / Radio		330°						2205	1		SHARED		
	G5-G6		empty		DOO	INTEGRATED UNIT		330°										SHARED	
	G7		existing	51'	ANS/LTE	AMPHENCL TWINESBLUDDGG T	1	330°					RRU11	1				SHARED	
	G8		empty																
							Antenna Total	6	Equipment Total			3	3	3	6	3	3	Cable Total	3