

SECOND AMENDMENT TO LEASE AGREEMENT

THIS SECOND AMENDMENT TO LEASE AGREEMENT (“Second Amendment”) is made as of the 1st day of November, 2010, by and between T-MOBILE CENTRAL, LLC as successor in interest to VOICESTREAM PCS II CORPORATION as successor in interest to VOICE STREAM PCS, BTA I CORP. (“Tenant”) and the CITY OF MILWAUKEE, a Wisconsin municipal corporation (“Landlord”).

RECITALS

WHEREAS, Tenant and Landlord entered into that certain Lease dated November 16, 2000 and amended (the “First Amendment”) December 4, 2005 relative to Landlord’s property known as the Hawley Road Water Tank (as amended, the “Lease”); and

WHEREAS, Tenant and Landlord wish to extend and amend the Lease as set forth below.

NOW, THEREFORE, the parties hereto agree as follows (all capitalized terms used but not defined herein shall have the meaning set forth in the Lease):

1. The term of this Lease shall be extended for years 11 through 15, with this Option Term to expire November 15, 2015, with the annual rent, in accordance with Section 1(b) of the Lease to be as follows (as previously set forth in the First Amendment):

<u>Lease Year</u>	<u>Annual Rent</u>
11	\$30,630.76
12	\$32,162.30
13	\$33,770.42
14	\$35,458.94
15	\$37,231.89

2. Tenant agrees to abide by the Security Policy adopted by Landlord and attached as Exhibit A hereto.

3. Except as modified by this Second Amendment, and the previously executed First Amendment, the Lease shall continue in full force and effect as provided therein.

[Signatures appear on following page]

IN WITNESS WHEREOF, Tenant and Landlord have caused this Second Amendment to be executed by their duly-authorized representatives as of the date set forth above.

**LANDLORD
CITY OF MILWAUKEE**

By: _____
Tom Barrett
Mayor

By: _____
Ronald D. Leonhardt
City Clerk

Countersigned:

By: _____
W. Martin Morics
City Comptroller

**TENANT
T-MOBILE CENTRAL, LLC**

By: _____
Faisal Afridi, Area Director, Eng. and Ops.

Approved as to form and execution
this ____ day of _____, 2011

By: _____
Jeremy R. McKenzie
Assistant City Attorney

1052-2010-1376:165811