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ENT 28671:2019 PG 1 of 3
JEFFERY SMITH
UTAH COUNTY RECORDER
2019 Apr 08 12:24 pm FEE 14.00 BY SS
RECORDED FOR ATLAS TOWER 1 LLC

Title of Document: Memorandum of Lease
for 1st Recording

Grantor: L&M SMITH PROPERTIES LLC
196 N 775 E
AMERICAN FORK, UT 84003-2068

Grantee: Atlas Tower 1, LLC
3002 Bluff Street, Suite 300
Boulder, CO 80301

Parcel Number: 14:055:0159

Legal Description: COM S 329.53 FT & W 1126.75 FT FR N 1/4 COR.
SEC. 30, T5S, R2E, SLB&M.; S 89 DEG 47' 0" W
195.9 FT; S 30 DEG 33' 29" W 275.17 FT; ALONG A
CURVE TO L (CHORD BEARS: S 9 DEG 57' 23" E
204.19 FT, RADIUS = 5944 FT); S 10 DEG 56' 26" E
167.42 FT; S 89 DEG 57' 0" E 272.05 FT; N 0 DEG
19' 0" W 603.43 FT TO BEG. AREA 4.017 AC.

EXHIBIT 3

Return to:
Atlas Tower 1, LLC
3002 Bluff Street, Suite 300
Boulder, CO 80301

ENT 28671:2019 PG 2 of 3

FORM OF MEMORANDUM OF LEASE

This Memorandum of Lease evidences a Lease ("Lease") is made upon the date of the last signed, in the recording district of Utah County, UT, by and between, L&M SMITH PROPERTIES LLC (the "Landlord"), whose address is 196 N 775 E AMERICAN FORK, UT 84003-2068, and Atlas Tower 1, LLC (the "Tenant"), whose address is 3002 Bluff Street, Suite 300, Boulder, CO 80301, commencing upon the earlier of (1) the election of Tenant by sending Notice of Commencement to Landlord or (2) on the first day of the month following site construction completion (the "Commencement Date"), which shall be confirmed in writing from Tenant to Landlord, for certain real property (the "Premises"), as described in Exhibit 1 attached hereto.

Landlord ratifies, restates and confirms the Lease and hereby Leases to Tenant the Premises, subject to the terms and conditions of the Lease. The Lease provides for the Lease by the Landlord to Tenant of the Premises for [a/an initial] term of two hundred forty (240) months with four renewal option(s) of an additional sixty (60) months each, and further provides:

1. Landlord will attorn to any mortgagee of Tenant and will subordinate any Landlord's lien to the liens of Tenant's mortgagees;
2. The Lease restricts Landlord's ability to utilize, or allow the utilization of its adjacent property for the construction, operation and/or maintenance of communications towers and related facilities;
3. The Premises may be used exclusively by Tenant for all legal purposes, including without limitation, erecting, installing, operating and maintaining radio and communications towers, buildings, and equipment;
4. Tenant is entitled to sublease and/or sublicense the Premises, including any communications tower located thereon; and,
5. Under certain circumstances, Tenant has a right of first refusal to acquire the Premises from Landlord.
6. Landlord authorizes Tenant, and any of Tenants agents or representatives, to seek, apply for, and secure any and all permits related to the installation of a wireless communications tower and facility.

**[THE REMAINDER OF THIS PAGE IS INTENTIONALLY LEFT BLANK,
SIGNATURES BEGIN ON NEXT TWO PAGES]**

IN WITNESS WHEREOF, the parties hereto have executed this MEMORANDUM OF LEASE as of the date last signed by a party hereto.

LANDLORD:

ENT 28671:2019 PG 3 of 3

L&M SMITH PROPERTIES LLC

Signature: LeGrande G. Smith Marcia Ann Smith

Printed Name: LeGrande G. Smith Marcia Ann Smith

Title: L & M Smith Properties LLC

Date: January 29, 2019

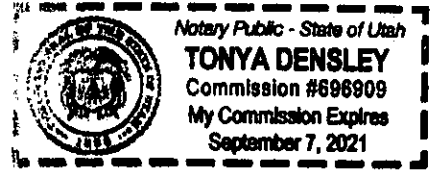
State of Utah Utah
County of Utah Utah

On this 29 day of January 2019, before me personally appeared LeGrande G. Smith; Marcia Ann Smith to me known (or proved to me on the basis of satisfactory evidence) to be the persons described in and who executed the foregoing instrument, and acknowledged that he executed the same as his free act and deed.

WITNESS my hand and Official Seal at office this 29 day of January, 2019

[Signature]
Notary Public

My Commission Expires: September 7, 2021
TENANT:



Atlas Tower 1, LLC

Signature: [Signature]

Printed Name: Evan Eschmeyer

Title: Chief Financial Officer, Atlas Tower 1 LLC

Date: 3/5/19

State of Colorado
County of Boulder

On this 5 day of March, 2019, before me personally appeared Evan Eschmeyer to me known (or proved to me on the basis of satisfactory evidence) to be the persons described in and who executed the foregoing instrument, and acknowledged that he executed the same as his free act and deed.

WITNESS my hand and Official Seal at office this 5 day of March, 2019

[Signature]
Notary Public

My Commission Expires: 4-17-2022

