

REURNED
JUN 29 1999

EXHIBIT B

April 99

Site Name: SAHARA

PCS Site Agreement

Site I. D. SL29XC111D

06-037-0113

Memorandum of PCS Site Agreement

NE 24 2N-1W

This memorandum evidences that a lease was made and entered into by written PCS Site Agreement dated June 18, 1999, 1999, between Barton Creek Partners, L.L.C., a Utah Limited Liability Company ("Owner") and Sprint Spectrum L.P., a Delaware limited partnership ("SSLP").

Such Agreement provides in part that Owner leases to SSLP a certain site ("Site") located at 801 North 500 West, City of West Bountiful, County of Davis, State of Utah, 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 ten (10) years commencing on June 18, 1999, which term is subject to three (3) additional five (5) year extension periods by SSLP.

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

E 1528527 B 2525 P 434
SHERYL L. WHITE, DAVIS CNTY RECORDER
1999 JUN 29 11:47 AM FEE 18.00 DEP MEC
REC'D FOR KING, SCOTT W.

"OWNER"

BARTON CREEK PARTNERS, L.L.C., a Utah
Limited Liability Company

By:

Name: THOMAS C. MABEY
Title: Manager

Address: 801 North 500 West, West Bountiful, UT 84087

Sprint Spectrum L.P.

By:

Name: Sprint Spectrum L.P.
George Chantous
Title: Site Development Manager

"SSLP"

Address: 4683 Chabot Dr., Suite 100, Pleasanton, CA 94588

Attach Exhibit A - Site Description

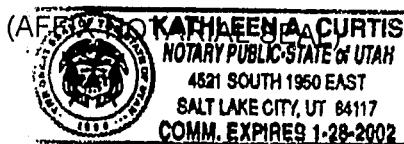
OWNER NOTARY BLOCK:

STATE OF UTAH

COUNTY OF DAVIS

E 1528527 B 2525 P 435

The foregoing instrument was acknowledged before me this 9th day of May, 1999, by THOMAS C. MABEY, as Manager on behalf of BARTON CREEK PARTNERS, L.L.C., a Utah limited liability company.



My commission expires:

Kathleen A. Curtis Mears
(OFFICIAL NOTARY SIGNATURE)
NOTARY PUBLIC—STATE OF Utah

Kathleen A. Curtis Mears
(PRINTED, TYPED OR STAMPED NAME OF NOTARY)
COMMISSION NUMBER: _____

SSLP NOTARY BLOCK:

STATE OF CALIFORNIA

COUNTY OF ALAMEDA

The foregoing instrument was acknowledged before me this _____ day of _____, 1999, by _____

Sprint Spectrum L.P., a Delaware limited partnership, who executed the foregoing instrument on behalf of such corporation.

(AFFIX NOTARIAL SEAL)

See Attached
(OFFICIAL NOTARY SIGNATURE)
NOTARY PUBLIC—STATE OF _____

My commission expires:

See Attached
(PRINTED, TYPED OR STAMPED NAME OF NOTARY)

M

SPRINT SPECTRUM L.P. NOTARY BLOCK:

E 1528527 B 2525 P 436

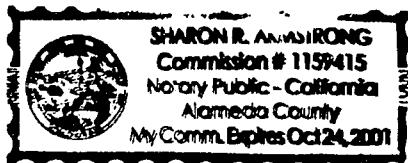
STATE OF CALIFORNIA

COUNTY OF ALAMEDA

The foregoing instrument was acknowledged before me this 18th day of June, 1999, by George Ghantous who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity and that by his signature on the instrument the person or the entity upon behalf of which the person acted, executed the instrument.

Witness my hand and official seal.

(AFFIX NOTARIAL SEAL)



My commission expires:
October 24, 2001


(OFFICIAL NOTARY SIGNATURE)
Notary Public - State of California

Sharon R. Armstrong
(PRINTED, TYPED OR STAMPED NAME OF NOTARY)

COMMISSION NUMBER: 1159415

EXHIBIT A

April 99

Site Name: SAHARA

PCS Site Agreement

Site I. D. SL29XC111D

Site Description

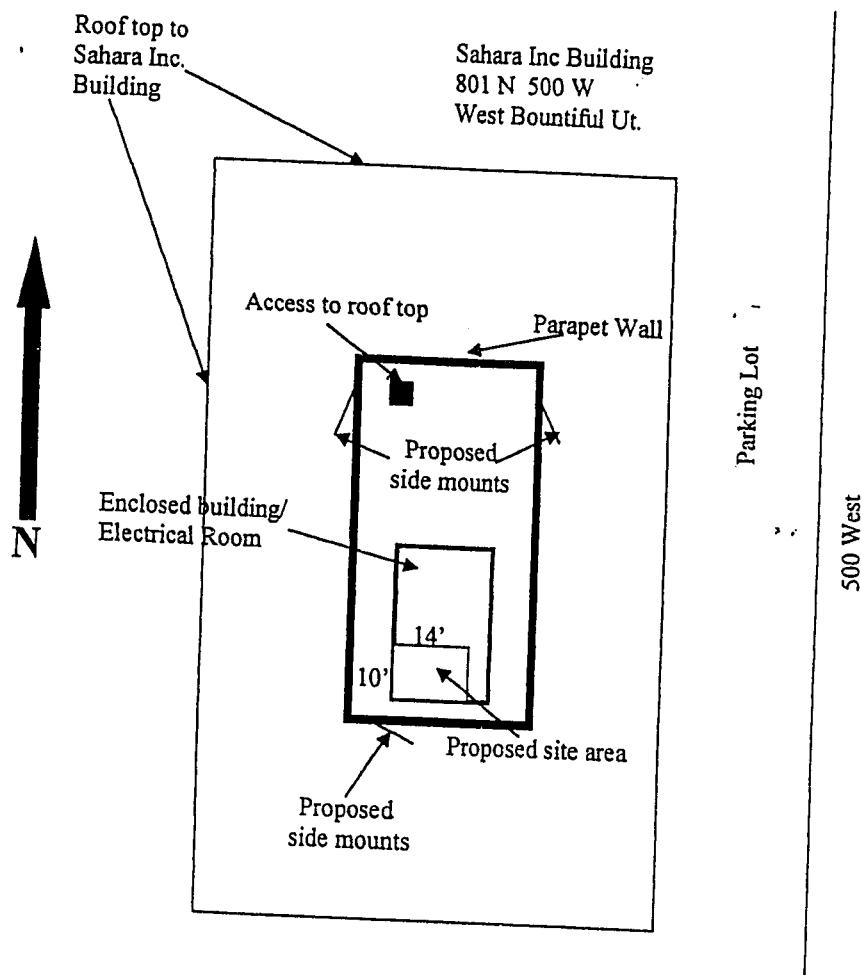
Site situated in the City of West Bountiful, County of Davis, State of Utah commonly described as follows:

Legal Description:

E 1528527 B 2525 P 437

SEE EXHIBIT 'A-1' ATTACHED HERETO AND INCORPORATED BY REFERENCE.

Sketch of Site:



Owner Initials MM
SSLP Initials 6K

Note: Owner and SSLP may, at SSLP's option, replace this Exhibit with an exhibit setting forth the legal description of the property on which the Site is located and/or an as-built drawing depicting the Site.

*[Use this Exhibit A for PCS Site Agreement, Memorandum of PCS Site Agreement, Option Agreement and Memorandum of Option Agreement.]

Version 3

EXHIBIT A-1

April 99

Site Name: SAHARA

Site Description

Site I. D. SL29XC111D

The Site consists of only that portion of the below-described real property which portion is specified in Section 1, "Premises and Use", of the Site Agreement and is further described in Exhibit A to which this exhibit is attached. The Site does not include any other portions of the below-described property. The property of which the Site is a part is that certain real property situated in Davis County, State of Utah commonly described as follows:

A parcel of land lying within Section 24, Township 2 North, Range 1 West, Salt Lake Base and Meridian, more particularly described as follows: Beginning at a point on the West line of 500 West Street, said point being North 00°08'30" West, a distance of 1749.09 feet along the Section line and point also being North 0°22'48" East, a distance of 1352.51 feet along the centerline of 500 West Street, and North 89°37'12" West, a distance of 40.00 feet from the centerline monument found at the intersection of 400 North Street and 500 West Street and running thence North 89°37'12" West, a distance of 425.00 feet, to a point on the Easterly right of way line of Interstate 15 said point also being on a 2776.90 foot radius curve to the right (radius bears South 68°58'44" East); thence along the arc of said curve 226.43 feet through a central angle of 04°40'19"; thence South 89°37'12" East, a distance of 336.62 feet; thence South 00°22'48" West, a distance of 208.40 feet, to the point of Beginning.

(Serial No. 06-037-0163)

Owner Initials: MM

SSLP Initials: 6A