

AFTER RECORDING RETURN TO:  
UPF WASHINGTON INC  
12410 E MIRABEAU PKWY #100  
SPOKANE VALLEY WA 99216  
REF # 299424

E 2641507 B 5450 P 491-497  
RICHARD T. MAUGHAN  
DAVIS COUNTY, UTAH RECORDER  
02/02/2012 03:38 PM  
FEE \$23.00 Pas: 7  
DEP RT REC'D FOR UPF WASHINGTON I  
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Prepared by:  
Lake & Cobb, PLC  
1095 W. Rio Salado Pkwy, Suite 206  
Tempe, AZ 85281

Space above this line for Recorder's Use

A.P.N. 13-012-0057

Prior recorded document(s) in Davis County, Utah:  
None known

MEMORANDUM OF SECOND AMENDMENT TO  
PCS SITE AGREEMENT

This Memorandum of Second Amendment to PCS Site Agreement is made effective this 5TH day of MAY, 2011 by and between LOU ANN RAY, as to an undivided 1/2 interest, and IVAN J. RAY AND SHIRLEY RAY, husband and wife as joint tenants as to an undivided 1/2 interest, with a mailing address of ~~1587 E. South Weber Drive~~ <sup>7268 SOUTH 1600 EAST</sup> South Weber, Utah 84405 (hereinafter collectively referred to as "Lessor") and STC FIVE LLC, a Delaware limited liability company, by and through its Attorney In Fact, Global Signal Acquisitions II LLC, a Delaware limited liability company, with its principal offices located at 2000 Corporate Drive, Canonsburg, Pennsylvania 15317 (hereinafter referred to as "Lessee").

1. Lessor and MajorCo, L.P. ("Original Lessee") entered into a PCS Site Agreement dated April 17, 1996 (the "Original Agreement") whereby Original Lessee leased certain real property, together with access and utility easements, located in Davis County, Utah from Lessor (the "Site"), all located within certain real property owned by Lessor ("Lessor's Property"). Lessor's Property, of which the Site is a part, is more particularly described on Exhibit A attached hereto.

Site Name: Ray's Valley Service  
Business Unit #: 880537

1  
By (Initials) LR Date 5/31/11 Sec Type L  
SUT: 880537 Lease/Lic 147463

2. STC Five LLC is currently the Lessee under the Agreement as successor in interest to the Original Lessee.

3. The Agreement had an initial term that commenced on April 17, 1996 and expired on April 16, 2001. The Agreement provides for four extensions of five years each, the first three of which were exercised by Lessee (each extension is referred to as a "Renewal Term"). According to the Agreement, the final Renewal Term expires April 16, 2021.

4. Lessor and Lessee have entered into a Second Amendment to PCS Site Agreement (the "Second Amendment"), of which this is a Memorandum, providing for six additional Renewal Terms of five years each. Pursuant to the Second Amendment, the final Renewal Term expires on April 16, 2051.

5. By the Second Amendment, Lessor granted to Lessee the option to expand the Site by up to an additional 1,700 square feet adjacent to the Site. Additional details of the foregoing expansion are set forth in the Second Amendment.

6. The terms, covenants and provisions of the Second Amendment shall extend to and be binding upon the respective executors, administrators, heirs, successors and assigns of Lessor and Lessee.

7. This Memorandum does not contain the social security number of any person.

8. A copy of the Second Amendment is on file with Lessor and Lessee.

[Execution Pages Follow]

IN WITNESS WHEREOF, hereunto and to duplicates hereof, Lessor and Lessee have caused this Memorandum to be duly executed on the day and year first written above.

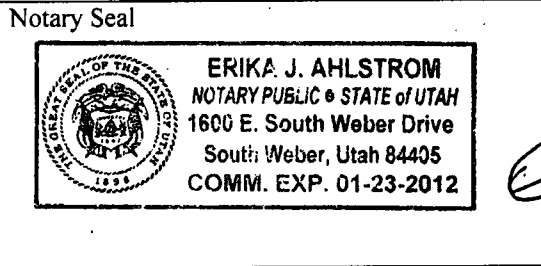
**LESSOR:**  
LOU ANN RAY, as to an undivided 1/2 interest

By: Lou Ann Ray  
Lou Ann Ray

STATE OF Utah )  
 )ss.  
COUNTY OF Davis )

On this 5 day of May 2011, before me, the subscriber, a Notary Public in and for said State and County, personally LOU ANN RAY, known or identified to me to be the person whose name is subscribed to the within instrument, and in due form of law acknowledged he/she signed this instrument as his/her free and voluntary act for the uses and purposes mentioned in this instrument.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my seal in said State and County on the day and year last above written.

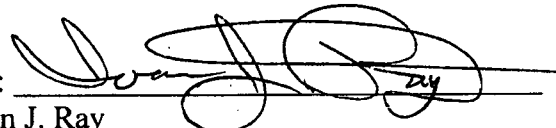


Erika J. Ahlstrom  
(Signature of Notary)

My Commission Expires: 01/23/2012

**LESSOR:**

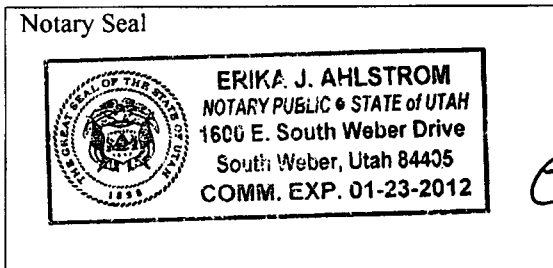
IVAN J. RAY AND SHIRLEY RAY, husband  
and wife as joint tenants as to an undivided 1/2  
interest

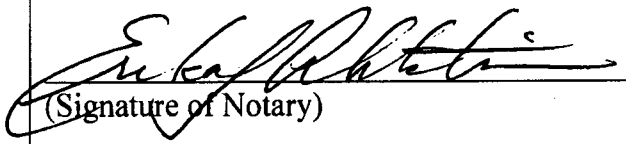
By:   
Ivan J. Ray

STATE OF Utah )  
 )ss:  
COUNTY OF Davis )

On this 5 day of May 2011, before me, the subscriber, a Notary Public in  
and for said State and County, personally appeared IVAN J. RAY, known or identified to me to  
be the person whose name is subscribed to the within instrument, and in due form of law  
acknowledged that he/she signed this instrument as his/her free and voluntary act for the uses  
and purposes mentioned in this instrument.

**IN TESTIMONY WHEREOF**, I have hereunto set my hand and affixed my seal in said  
State and County on the day and year last above written.



  
(Signature of Notary)

My Commission Expires: 01/23/2012

**LESSOR:**

IVAN J. RAY AND SHIRLEY RAY, husband  
and wife as joint tenants as to an undivided 1/2  
interest


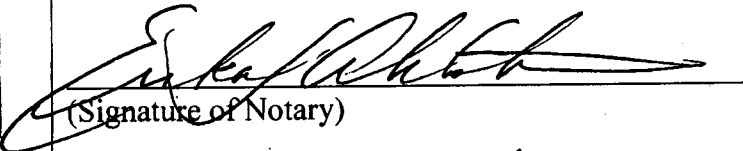
By: Shirley Ray  
Shirley Ray

STATE OF Utah )  
 )ss.  
COUNTY OF Davis )

On this 5 day of May 2011, before me, the subscriber, a Notary Public in  
and for said State and County, personally appeared SHIRLEY RAY, known or identified to me  
to be the person whose name is subscribed to the within instrument, and in due form of law  
acknowledged that he/she signed this instrument as his/her free and voluntary act for the uses  
and purposes mentioned in this instrument.

**IN TESTIMONY WHEREOF**, I have hereunto set my hand and affixed my seal in said  
State and County on the day and year last above written.

Notary Seal

	<b>ERIKA J. AHLSTROM</b> NOTARY PUBLIC • STATE of UTAH 1600 E. South Weber Drive South Weber, Utah 84405 COMM. EXP. 01-23-2012
	 (Signature of Notary)

My Commission Expires: 01/23/2012



**EXHIBIT A**  
**(Legal Description of Lessor's Property)**

Situate in the County of Davis, State of Utah, described as follows:

A PT OF THE SE 1/4 OF SEC 27-T5N-R1W, SLM: BEG ON THE N LINE OF A ROAD, SD PT BEING E 132.11 FT FR THE S 1/4 COR OF SEC 27, TH N 199.62 FT, MOL, TO THE S'LY LINE OF A STATE ROAD, TH S 64°51'50" E 84.40 FT & SE'LY 247.2 FT ALG SD S'LY LINE OF A STATE ROAD, TH S 35.20 FT, MOL, TO THE N LINE OF A ROAD, TH W 226.2 FT, TH S 30.96 FT, TH W 76.41 FT, MOL, TO THE POB. CONT. 0.748 ACRES.

Also described as tax parcel number 13-012-0057