UNIFORM COMMERCIAL CODE FINANCING STATEMENT UCC-1 FINANCING STATEMENT FIXTURE FILING

(Non-Standard)

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P.O. BOX 2969

SPRINGFIELD, IL 62708

1. This Financing Statement is presented to a Filing Officer for filing pursuant to the Uniform Commercial Code.

For Filing Officer

File with the County Recorder, Douglas County, NV

THIS FILING IS A FIXTURE FILING AND SHOULD BE FILED IN THE REAL ESTATE RECORDS

2. Debtor:

Name and Mailing Address:

08179

Smart SMR of California, Inc. 1505 Farm Credit Drive Suite 100 McLean, VA 22102 Tax ID No.: 22-3130303

See Exhibit B for Additional Addresses

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Name and Mailing Address:

The Chase Manhattan Bank, as Collateral Agent 200 Jericho Quadrangle Jericho, NY 11753

Tax ID No.: 13-4994650

4. This Financing Statement covers all of the Debtor's right, title, and interest, now owned or hereafter acquired, in and to all equipment and other personal property (including fixtures) located on the real property described in Exhibit A attached hereto (including all accessions, proceeds, products, rents, profits, income, benefits, substitutions and replacements of and to any thereof (including any proceeds of insurance thereon and all causes of action, claims and warranties in respect thereof)).

DEBTOR:	
Smart SMR of California, Inc.	
By: Clavish. Name: Folward Davis	_ \ \ / /
Title: Assistant Treasurer	
THE CHASE MANHATTAN BANK	

as Collateral Agent

By:		\		
By: Name:		1		
Title:			V	No. of Concession, Name of Street, or other Persons, Name of Street, or ot
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EXHIBIT A

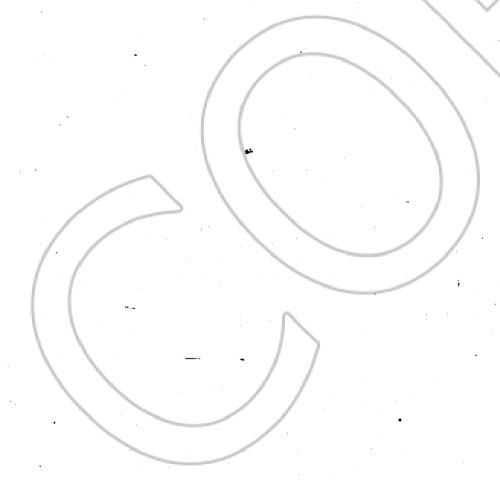
DESCRIPTION OF LAND

The Land is legally described as follows:

The following described real property in the State of Nevada, Country of Douglas.

All that portion of the East 1/2 of the East 1/2 of Section 30, Township 14 North, Range 19 East, M.D.B.& M., lying within a radius of 500 feet of the highest point of Genoa Peak.

PARCEL 1: A.P.N. 15-050-06



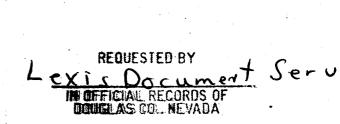
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EXHIBIT B

Smart SMR of California, Inc. dba Nextel Communications 3675 Mt. Diablo Blvd., Suite 320 Lafayette, CA 94549

Smart SMR of California, Inc. dba Nextel Communications 475 14th Street Oakland, CA 94612

Smart SMR of California, Inc. dba Nextel Communications 624 S. Grand Avenue, Ste. 900 & 1800 Los Angeles, CA 90017



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RECORDER
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