

OFFICIAL RECORD

Requested By:
LANDAMERICA FINANCIAL GROUP

INC
Douglas County - NV
Werner Christen - Recorder
Page: 1 Of 4 Fee: 17.00
BK-1205 PG-13516 RPTT: 0.00



ORIGIN ID: JMDA (489) 322-2000
RECORDING DEPARTMENT
FIRST AMERICAN TITLE
1801 LAKEPOINTE DRIVE STE 111

LEWISVILLE, TX 75067
UNITED STATES US

**Assignment and Assumption of
Ground Lease**

For good and valuable consideration, the receipt of which is hereby acknowledged, **Spectrum Resources Towers, L.P.**, a Delaware limited partnership ("Assignor"), hereby irrevocably assigns, transfers and sets over to, **Global Tower LLC**, a Delaware limited liability company ("Assignee"), all of Assignor's right, title and interest in and to the Ground Lease (the "Ground Lease"), dated December 30, 1996, between Spectrum Resources Towers, L.P. and Anne Berry and F. Langwith Berry, as modified, amended or supplemented, for property more particularly described on Exhibit A attached hereto.

Assignee hereby assumes all obligations in connection with the Ground Lease, arising or first becoming due and payable after the date hereof.

Assignor makes no representation or warranty in connection with this Assignment, except to the extent expressly set forth in the Asset Purchase Agreement, dated as of July 14, 2005, by and among Mesa Communications Group LLC, a Georgia limited liability company, Spectrum Resources Towers, L.P., a Delaware limited partnership, Mesa/Spectrum Holding, Inc. a Delaware corporation, and Spectrum Resources Towers LLC, a Delaware limited liability company, and Global Tower, LLC, a Delaware limited liability company, and this Assignment is made without other recourse to Assignor.

All terms of this Assignment shall be binding upon, inure to the benefit of and be enforceable by the parties hereto and their respective legal representatives, successors and assigns.

No modification, waiver, amendment, discharge or change of this Assignment shall be valid unless the same is in writing and signed by the party against which the enforcement of such modification, waiver, amendment, discharge or change is or may be sought.

This Assignment shall be construed and enforced in accordance with the laws of the State of Nevada.

This Assignment may be executed in any number of counterparts, each of which so executed shall be deemed original; such counterparts shall together constitute but one agreement.

10817751

IN WITNESS WHEREOF, Assignor and Assignee have caused these presents to be signed by their duly authorized officers as of _____, 2005.

Assignor: **SPECTRUM RESOURCES TOWERS, L.P.**

By: Mesa Communications Group LLC
Its General Partner

By: *Michael T. Williams*
Michael T. Williams
President

STATE OF VIRGINIA

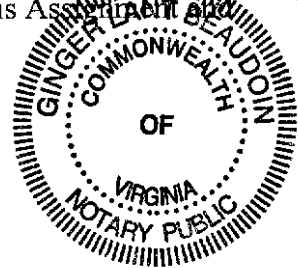
COUNTY OF FAIRFAX

On the 19 day of October, 2005, personally appeared before me Michael T. Williams, as President of Mesa Communications Group LLC, General Partner of Spectrum Resources Towers, L.P., and he acknowledged that he executed this Assignment and Assumption of Ground Lease as his free act and deed in such capacity.

Ginger Lou Beaudoin

Notary Public

My commission expires: 10/31/06



Assignee: **GLOBAL TOWER LLC**

By: *Marc C. Ganzi*
Marc C. Ganzi
Chief Executive Officer

STATE OF FLORIDA

COUNTY OF PALM BEACH

On the 28th day of October, 2005, personally appeared before me Marc C. Ganzi, as Chief Executive Officer of Global Tower LLC, and he acknowledged that he executed this Assignment and Assumption of Ground Lease as his free act and deed in such capacity.

Kim Bartels

Notary Public

My commission expires: _____

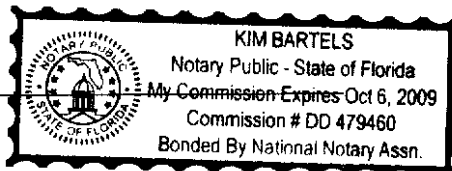


Exhibit A

Legal Description

[Exhibit Begins on Following Page]

COPY



ALL that real property situate in the County of Douglas, State of Nevada, described as follows:

ALL that portion of the East ½ of the East ½ 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.

Assessor's Parcel No. 15-050-06.

