

## Amendment No. 1 to Site Lease With Option.

### Preamble

WHEREAS, Landlord entered into a Site Lease with Option Agreement ("Agreement") with Cellular Network Partnership, d/b/a Pioneer Cellular ("Pioneer") dated June 14, 2013, and

WHEREAS, Pioneer subsequently assigned all of its rights, title and interest under the Agreement to Branch Towers, LLC in an Assignment dated July 23, 2013 and thereupon Branch Towers, LLC became the Tenant under said Agreement, assuming all rights, obligations and responsibilities thereto.

WHEREAS, Branch as the new Tenant, and Landlord are now desirous of amending certain provisions of the Agreement to accommodate Landlord's desire for a one-time lump sum payment and is willing to grant Tenant a long term lease in exchange therefore, and Tenant is in agreement with said proposal.

NOW THEREFORE, for adequate and valuable consideration given, acknowledged and received, the Parties agree as follows:

1. Term. Section 2 of the Agreement is hereby deleted in its entirety and replaced with the following language:

"2. Term. The term of this Lease shall be for fifty (50) years commencing on June 14, 2013 and continuing until June 13, 2063 at 12:00 p.m. (midnight).

2. Rent. Section 4 of the Agreement is hereby deleted in its entirety and replaced with the following language:

"4. Rent. In exchange for the long term lease granted herein, Tenant agrees to pay Landlord a one-time lump sum amount of [REDACTED] ([REDACTED]) which shall be paid to Landlord prior to Tenant commencing construction activities at the site. Once paid, Landlord further acknowledges said amount as being full and complete satisfaction of Tenant's rental payment obligations during the entire term of the lease.

Except for the changes noted above, all other terms of the Agreement shall remain unchanged and have the full force and effect as intended by the Parties.

AGREED TO, ACCEPTED AND MADE EFFECTIVE this 31 day of October, 2013

TENANT

Branch Towers, LLC

By: Curtis R. Branch

Title: Curtis R. Branch, President

LANDLORD

Derrick Sutherland

Derrick Sutherland

Chanda Sutherland

Chanda Sutherland

(f/k/a Chanda Alessi)

LANDLORD ACKNOWLEDGEMENT

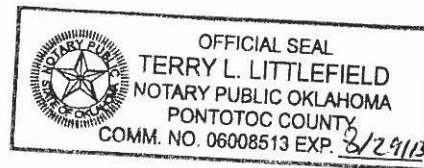
STATE OF OKLAHOMA )  
) SS:  
COUNTY OF PONTOTOC )

On the 24 day of October, 2013 before me personally appeared, Derrick and Chanda Sutherland, husband and wife, who duly being sworn on his/her oath, deposed and made proof to my satisfaction that he/she signed and deliver the same as his/her voluntary act and deed.

Terry L. Littlefield  
Notary Public

(SEAL)

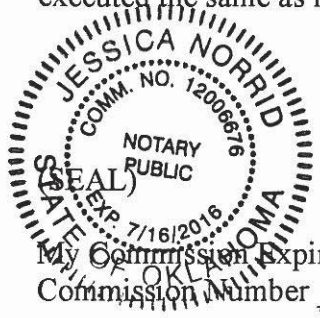
My Commission Expires 8-29-14  
Commission Number 06008513



TENANT ACKNOWLEDGEMENT

STATE OF OKLAHOMA )  
 ) SS:  
COUNTY OF TULSA )

On the 31 day of October, 2013 before me, the undersigned a Notary Public in and for the county and state aforesaid, personally appeared Curtis R. Branch, President of Branch Towers, LLC, a Delaware limited liability company, and acknowledged to me that he executed the same as his free and voluntary act and deed on behalf of said company.



Jessica Norrid  
Notary Public

My Commission Expires 7-16-16  
Commission Number 12006014