



199908250138

Kathy Hill, Skagit County Auditor
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PROJECT NAME: WA1-SKYLINE-2

FILED FOR RECORD AT REQUEST OF
AND WHEN RECORDED RETURN TO:
AirTouch Cellular
Attn: Real Estate Department - M/S 223
P. O. Box 91211
Bellevue, WA 98009-9211

SKAGIT COUNTY WASHINGTON
Real Estate Excise Tax
PAID

ORIGINAL
AUG 25 1999

Amount Paid \$ 0
Skagit County Treasurer
By: *sp* Deputy

MEMORANDUM OF OPTION AND LEASE AGREEMENT

Lessor: ALEXANDER KIM and YOUNG KIM

Lessee: Seattle SMSA Limited Partnership, c/o AirTouch Communications, Inc., d/b/a/ AirTouch Cellular

Legal Description: Lot 1, "Skyline No. 19", as per plat recorded in Volume 13 of Plats, Pages 19, 20 and 21, records of Skagit County, State of Washington
Situate in the City of Anacortes, County of Skagit, State of Washington

Assessor's Parcel #: P82073

This Memorandum dated this 1st day of JUNE, 1999,
by and between ALEXANDER KIM and YOUNG KIM, husband and wife (hereinafter "Lessor")

and Seattle SMSA Limited Partnership, c/o AirTouch Communications, Inc. as General Partner, d/b/a AirTouch Cellular, located at 3350 161st Avenue S.E., P.O. Box 91211; Bellevue, Washington 98009-9211 (hereinafter "Lessee"), is a record of that Option and Lease Agreement (hereinafter "Agreement") between Lessor and Lessee dated

June 1, 1999, which Agreement includes in part the following terms:

1. Leased Premises. The Agreement pertains to real property consisting of approximately 600 square feet of interior building space and accompanying rooftop space for antennas, and space provided for utility cabling, ingress and egress, which is described in Exhibit "A" (hereinafter "Premises"), which is attached hereto and incorporated herein by this reference.

2. Term of Agreement and Options to Extend. The initial term of the Agreement is for a five-year (5) period commencing on the date the Option is exercised by Lessee. Lessee has options to extend the Agreement term for two (2) consecutive five-year (5) periods. Lessee may, under certain conditions, elect to further extend the term thereof.

3. Successors and Assigns. The terms, covenants and provisions of the Agreement extend to and are binding upon the respective executors, administrators, heirs, successors and assigns of Lessor and Lessee.

4. Ratification of Lease. The parties by this Memorandum intend to record a reference to the Agreement and do hereby ratify and confirm all of the terms and conditions of the Agreement and do hereby declare that the real property described in Exhibit "A" attached hereto is in all respects subject to all of the applicable provisions contained in the Agreement.



LESSOR

ALEXANDER KIM and YOUNG KIM, husband and wife

By: *Alexander Kim Young Kim*

Its: OWNER

Date: 6-1-99

LESSEE Seattle SISA Limited Partnership
Name: By: AirTouch Communications, Inc.
Its: general Partner

By: *[Signature]*

Its: Director, NW Network Ops

Date: 6/18/99

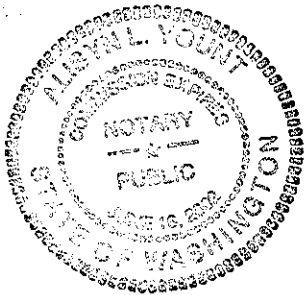


INDIVIDUAL ACKNOWLEDGMENT

STATE OF Washington)
) SS.
COUNTY OF Skagit)

On this 1st day of June, 1999, before me, the undersigned, a Notary Public in and for the State of _____, duly commissioned and sworn, personally appeared Alexander Kim and Young Kim to me proven to be the individual(s) described in and who executed the foregoing instrument and acknowledged that he/she/they signed said instrument as his/her/their free and voluntary act and deed for the uses and purposes therein mentioned.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year first above written.



Allyn L. Yount
Notary name printed: Allyn L. Yount
Notary Public in and for the State of WA
residing at Anacortes
My appointment expires: 08-16-02

CORPORATE ACKNOWLEDGMENT

STATE OF _____)
) SS.
COUNTY OF _____)

On this _____ day of _____, 1999, before me, the undersigned, a Notary Public in and for the State of _____, duly commissioned and sworn, personally appeared _____ to me known to be the _____ of _____ the _____ that executed the foregoing instrument and acknowledged the said instrument to be the free and voluntary act and deed of said corporation, for the uses and purposes therein mentioned, and on oath stated that he is authorized to execute the said instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year first above written.

Notary name printed: _____
Notary Public in and for the State of _____
residing at _____
My appointment expires: _____



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EXHIBIT A
OPTION AND LEASE AGREEMENT
WA1SKYLINE-2

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LEGAL DESCRIPTION

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EXHIBIT A
OPTION AND LEASE AGREEMENT
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