

**Return Address:**  
**OLD REPUBLIC TITLE**  
**530 South Main Street**  
**Suite 1031**  
**Akron, OH 44311**



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**Order # 01-13054359-01R**

Please print or type information **WASHINGTON STATE RECORDER'S Cover Sheet** (RCW 65.04)

**Document Title(s)** (or transactions contained therein): (all areas applicable to your document must be filled in)

MEMORANDUM OF MASTER PREPAID LEASE AND MANAGEMENT AGREEMENT

**Reference Number(s) of Documents assigned or released:**

Additional reference #'s on page \_\_\_\_\_ of document

**Grantor(s)** (Last name, first name, initials)

T-MOBILE WEST TOWER LLC

**Grantee(s)** (Last name first, then first name and initials)

CCTMO LLC

**Legal description** (abbreviated: i.e. lot, block, plat or section, township, range)

PTN OF SE 1/4 OF NE 1/4, 17-34-4 E W.M.

**Assessor's Property Tax Parcel/Account Number** ☐ Assessor Tax # not yet assigned

340417-1-014-0900 (P107826)

The Auditor/Recorder will rely on the information provided on the form. The staff will not read the document to verify the accuracy or completeness of the indexing information provided herein.

I am requesting an emergency nonstandard recording for an additional fee as provided in RCW 36.18.010. I understand that the recording processing requirements may cover up or otherwise obscure some part of the text of the original document.

\_\_\_\_\_  
Signature of Requesting Party

**MEMORANDUM OF MASTER PREPAID LEASE  
AND MANAGEMENT AGREEMENT**

**THIS MEMORANDUM OF MASTER PREPAID LEASE AND MANAGEMENT AGREEMENT** (this "Memorandum") is made this 2 day of August, 2013, by and between **T-MOBILE WEST TOWER LLC**, a Delaware limited liability company ("T-Mobile Lessor"), having a mailing address of 12920 S.E. 38th Street, Bellevue, Washington 98006, and **CCTMO LLC**, a Delaware limited liability company ("Crown"), having a mailing address of 2000 Corporate Drive, Canonsburg, Pennsylvania 15317.

1. The City of Mount Vernon and VoiceStream PCS III Corporation ("Original T-Mobile Tenant") entered into that certain Option and Site Lease Agreement dated March 20, 2005 for certain real property as described on **Exhibit A** attached hereto and incorporated herein by reference (the "Leased Premises") and Richard S. Duffy, as Guardian of the Person and Estate of Marie W. Duffy per court order entered in Skagit County Cause No. 02-4-00173-4 and as Trustee of the Richard Duffy Testamentary Trust as created in Skagit County Probate Cause No. 03-4-00130-9, and VoiceStream PCS III Corporation, a Delaware corporation, d/b/a T-Mobile entered into that certain Power Easement Agreement dated as of August 1, 2005, for certain real property described on **Exhibit B** attached hereto and incorporated herein by reference (the "Easement Area," and together with the Leased Premises, the "Land").

2. T-Mobile Lessor and Crown are parties to (a) a Master Prepaid Lease (the "MPL") and (b) a Management Agreement (the "MA"), each with an effective date of November 30, 2012, pursuant to which T-Mobile Lessor (as successor to Original T-Mobile Tenant) has granted to Crown and Crown has accepted, either (y) a leasehold or sub-leasehold interest in the Land, together with the telecommunications tower located thereon, and such other improvements as more fully set forth in the MPL or the MA, as applicable (collectively, the "Site"), or (z) an exclusive right to operate, manage and administer the Site, in either case, subject to the terms, conditions and reservations in the MPL or the MA, as applicable.

3. The MPL and the MA each have a term that commenced on November 30, 2012 and shall terminate or expire, with respect to the Site, on the Site Expiration Date or Technical Closing Date, as applicable, and as determined in accordance with the MPL and the MA, but in no event later than December 31, 2049.

4. Crown has an option to purchase T-Mobile Lessor's right, title and interest in the Site in accordance with **Section 20** of the MPL.

5. Unless otherwise defined herein, capitalized terms shall have the meaning set forth in the MPL. The MPL and the MA and any and all amendments thereto contain terms and conditions in addition to those set forth in this Memorandum. This Memorandum is not intended to amend or modify the terms and conditions of the MPL or the MA or of any amendments thereto. The parties agree that the terms and conditions of the MPL and the MA, as applicable, shall govern the relationship of the parties under this Memorandum and the MPL and the MA are



each incorporated herein by reference. In the event of a conflict or inconsistency between the terms of the MPL or the MA and this Memorandum, the applicable terms of the MPL and the MA shall govern and control.

6. This Memorandum shall not be amended, supplemented or modified in any respect, except pursuant to written agreement duly executed by the parties; provided, however, if the term of both the MPL and MA shall terminate or expire with respect to the Site, the parties shall execute and file a revocation of or amendment to this Memorandum to evidence such termination or expiration. If either party fails to timely execute a revocation of or amendment to this Memorandum promptly after the expiration or termination of both the MPL and MA, then the other party shall have the right to execute such revocation or amendment as attorney in fact for such failing party.

*[Remainder of page intentionally left blank. Signature and acknowledgments to follow.]*



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IN WITNESS WHEREOF, the parties hereto have set their hands and seals as of the date first above written.

**T-MOBILE TENANT:**

**T-MOBILE WEST TOWER LLC,**  
a Delaware limited liability company

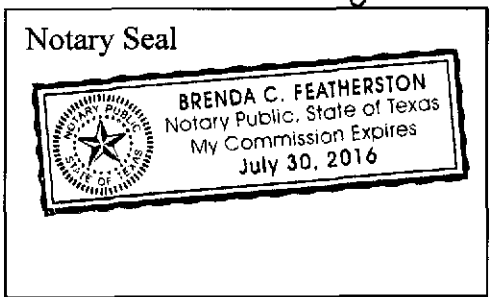
By: **CCTMO LLC,**  
a Delaware limited liability company  
Its: Attorney in Fact

By: [Signature]  
Name: Lisa A. Sedgwick  
Its: RET Manager

STATE OF Texas )  
COUNTY OF Harris )SS

I certify that I know or have satisfactory evidence that Lisa A. Sedgwick, is the person who appeared before me, and said person acknowledged that said person signed this instrument, on oath stated that said person was authorized to execute the instrument and acknowledged it as the RET Manager of **CCTMO LLC**, a Delaware limited liability company, as Attorney-in-Fact for **T-MOBILE WEST TOWER LLC** to be the free and voluntary act of such party for the uses and purposes mentioned in the instrument.

DATED: 22 August 2, 2013



[Signature]  
(Signature of Notary)  
Brenda C. Featherston  
(Legibly Print or Stamp Name of Notary)  
Notary Public in and for the State of Texas  
Serial Number, if any: \_\_\_\_\_

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CROWN:

**CCTMO LLC,**  
a Delaware limited liability company

By: [Signature]  
Name: Lisa A. Sedgwick  
Its: RET Manager

STATE OF Texas )  
COUNTY OF Harris )SS

I certify that I know or have satisfactory evidence that Lisa A. Sedgwick, is the person who appeared before me, and said person acknowledged that said person signed this instrument, on oath stated that said person was authorized to execute the instrument and acknowledged it as the RET Manager of CCTMO LLC, a Delaware limited liability company, to be the free and voluntary act of such party for the uses and purposes mentioned in the instrument.

DATED: August 2, 2013

Notary Seal



[Signature]  
(Signature of Notary)

Brenda C. Featherston  
(Legibly Print or Stamp Name of Notary)  
Notary Public in and for the State of Texas  
Serial Number, if any: \_\_\_\_\_



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## EXHIBIT "A"

A portion of the following described real property, together with easements for ingress, egress and utilities thereto:

### PARCEL "A":

That portion of the Southeast  $\frac{1}{4}$  of the Northeast  $\frac{1}{4}$  of Section 17, Township 34 North, Range 4 East W.M., described as follows:

Begin at the Southwest corner of Lot 2 of Mount Vernon Short Plat No. MV-4-87, approved December 17, 1987 and recorded December 21, 1987, as Auditor's File No. 8712210075, in Book 8 of Short Plats, page 8, which corner is the intersection of the North line of the South 679 feet of said subdivision, with the West line of the East 214 feet of said subdivision;  
thence South  $01^{\circ}01'55''$  West along said West line, a distance of 129.02 feet, more or less, to the North line of the South 550 feet of said subdivision;  
thence North  $87^{\circ}55'05''$  West, a distance of 117.70 feet, more or less, along said subdivision to the East line of the West 333 feet of said subdivision;  
thence North  $01^{\circ}07'38''$  East, a distance of 15.33 feet, more or less, along said East line to the North line of the South 565.33 feet of said subdivision;  
thence North  $87^{\circ}55'03''$  West, a distance of 188.62 feet along said North line;  
thence North  $01^{\circ}04'43''$  East a distance of 278.63 feet;  
thence South  $87^{\circ}55'04''$  East, a distance of 306.07 feet, more or less, to a point on the West line of the East 214 feet of said subdivision;  
thence South  $01^{\circ}01'55''$  West along said West line to the point of beginning, except that portion described as follows:

Beginning at the Southwest corner of Lot 2 of Mount Vernon Short Plat No. MV-4-87, approved December 17, 1987, and recorded December 21, 1987, as Auditor's File No. 8712210075 in Book 8 of Short Plats, page 8, which corner is the intersection of the North line of the South 679.00 feet of said subdivision with the West line of the East 214.00 feet of said subdivision;  
thence South  $01^{\circ}01'55''$  West 21.02 feet along said West line to the true point of beginning;  
thence continue South  $01^{\circ}01'55''$  West 108.00 feet along said West line to the North line of the South 550.00 feet of said subdivision;  
thence North  $87^{\circ}54'52''$  West (called North  $87^{\circ}55'05''$  West in previous descriptions) 117.68 feet along said North line to the East line of the West 333.00 feet of said subdivision;  
thence North  $01^{\circ}07'34''$  East (called North  $01^{\circ}07'38''$  East in previous descriptions) 15.33 feet along said East line to the North line of the South 565.33 feet of said subdivision;  
thence continue North  $1^{\circ}07'34''$  East 27.67 feet;  
thence South  $87^{\circ}54'52''$  East 53.44 feet parallel with the South line of said subdivision to a point bearing South  $46^{\circ}11'00''$  West from the true point of beginning;  
thence North  $46^{\circ}11'00''$  East 90.49 feet to the true point of beginning.

TOGETHER WITH a non-exclusive easement for ingress, egress, drainage and utilities over and across the following described tracts (a), (b), (c) and (d):

*Continued on following pages*



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PARCEL "A" continued:

(a) The East 30 feet of the North 285.33 feet of the South 565.33 feet of the West 333 feet of the East ½ of said Southeast ¼ of the Northeast ¼;

(b) The East 30 feet of the South 280 feet of the East ½ of said Southeast ¼ of the Northeast ¼, EXCEPT the West 143.5 feet thereof ALSO EXCEPT the South 30 feet thereof, ALSO EXCEPT that portion of said premises lying East of the following described line:

Beginning at the East ¼ corner of said Section 17;  
thence North 87°55'03" West along the South line of the Northeast ¼ of said Section 17, a distance of 345.83 feet;  
thence North 0°14'33" West, a distance of 30.02 feet to the true point of beginning;  
thence continue North 0°14'33" West, a distance of 250.20 feet to the North line of the South 280.00 feet of said subdivision and to the terminus of said described line.

(c) The West 30 feet of the following described property, as reserved on Auditor's File No. 881583:

The North 285.33 feet of the South 565.33 feet of the West 333 feet of the East ½ of the Southeast ¼ of the Northeast ¼ of Section 17, Township 34 North, Range 4 East, W.M.,

TOGETHER WITH the North 285.33 feet of the South 565.33 feet of the East 15 feet of the West ½ of the Southeast ¼ of the Northeast ¼ of Section 17, Township 34 North, Range 4 East W.M.

(d) The West 30 feet of the following described property, as reserved on Auditor's File Nos. 881578 and 881589:

The West 45 feet of the North 250 feet of the South 280 feet of the East ½ of the Southeast ¼ of the Northeast ¼ of Section 17, Township 34 North, Range 4 East W.M.

TOGETHER WITH the East 15 feet of the North 250 feet of the South 280 feet of the West ½ of the Southeast ¼ of the Northeast ¼ of Section 17, Township 34 North, Range 4 East W.M.,

ALSO TOGETHER WITH a non-exclusive easement for sanitary sewer and storm sewer lines over and across a 15 foot wide strip of land adjoining the Southerly side of the following described line:

Begin at the Northwest corner of the above described main tract;  
thence North 87°55'04" West along the Westerly extension of the North line of the above described main tract, a distance of 158.19 feet, more or less, to the West line of the East 15 feet of the West ½ of the Southeast ¼ of the Northeast ¼, the terminus of this line description.

ALSO TOGETHER WITH a non-exclusive easement for sanitary sewer and storm sewer lines over and across the South 1,122.5 feet of the East 15 feet of the West ½ of said Southeast ¼ of the Northeast ¼; EXCEPT the South 565.33 feet thereof.

Situate in the County of Skagit, State of Washington.



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**PARCEL "B":**

A non-exclusive easement for ingress, egress and utilities over and across the South 30 feet of Lot 2 of Mount Vernon Short Plat No. MV-4-87, approved December 17, 1987, and recorded December 21, 1987, as Auditor's File No. 8712210075, in Book 8 of Short Plats, page 8, records of Skagit County, being a portion of the East ½ of the Southeast ¼ of the Northeast ¼ of Section 17, Township 34 North, Range 4 East W.M.

TOGETHER WITH a non-exclusive easement for ingress, egress and utilities over and across both the South 15 feet of Lot 1 of said Short Plat, and the North 15 feet of the South 45 feet of Lot 2 of said Short Plat.

Situate in the County of Skagit, State of Washington.



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EXHIBIT "B"

The north 70 feet of the west 20 feet of the east 61 feet of the following described parcel:

The north 285.33 feet of the south 565.33 feet of the west 333.00 feet of the East Half of the Southeast Quarter of the Northeast Quarter of Section 17, Township 34 North, Range 4 East, W.M., as described in Schedule "C" as Parcel "M" in First American Title Report #86119, dated September 2, 2005.

Situate in the County of Skagit, State of Washington.

Containing 1400 square feet, more or less.



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