

91040020

Attn: Op Ellen Zinn K50 AK082
9350 Metcalf
Overland Park, KS. 66212

MEMORANDUM OF RIGHT-OF-WAY OCCUPANCY AGREEMENT

THIS AGREEMENT, made as of the 1st day of July, 1991, by and between US Sprint Communications Company Limited Partnership, doing business in the state of Illinois under the assumed name US Sprint Communications Limited Partnership, a Delaware limited partnership, its successors, assigns, lessees and agents, 8140 Ward Parkway, Kansas City, Missouri 64112, hereinafter referred to as "US Sprint", and the Grand Trunk Western Railroad Company, a Michigan corporation, 1333 Brewery Park Boulevard, Detroit, Michigan 48207, hereinafter referred to as "Railroad".

WHEREAS, US Sprint and Railroad entered into certain Agreement, hereafter called the Agreement dated April 1, 1985 in which Railroad granted to US Sprint the right to construct, install, operate, maintain, modify, replace and remove a communications transmission system over certain of Railroad's South Bend subdivision track beginning at the Western Indiana boundary line and continuing in a generally Southeasterly direction to it's terminus in Munster, IN at the intersection of the GTW Railroad and the CSX Railroad as shown and legally described on Exhibit A, attached hereto and by this reference made a part hereof.

NOW, THEREFORE, in consideration of the premises and in consideration of the mutual covenants and agreements herein and in consideration of the other, and the sum of Ten Dollars (\$10.00) in hand and paid by each party to the other, the receipt of which by each is hereby acknowledged, the parties hereby expressly agree as follows:

The Railroad and US Sprint wish to formalize, record and give notice to the general public of such occupancy where specific segments of the telecommunications system are located in the County of Lake, State of Indiana, between railroad Mile Post 30.63 and railroad Mile Post 31.08. However, this agreement shall not in any way be construed to amend or modify the terms of the underlying agreement dated April 1, 1985.

TO HAVE AND TO HOLD this grant for an initial term of twenty (20) years extending and running through April 1, 2005 with Grantee retaining the right to extend thereafter for three (3) additional successive terms of twenty (20) years each by exercising such in accordance to the terms provided for in the April 1, 1985 agreement.

FILED

AUG 7 1991

Anna N. Anton
AUDITOR LAKE COUNTY

00427

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STATE OF INDIANA'S S.IND.
LAKE COUNTY
FILED FOR RECORD
AUG 8 9 10 AM '91
RECORDED
RECEIVED
ROBERT (808) FRENCH

STATE OF KANSAS)
) SS
COUNTY OF JOHNSON)

Before me, a Notary Public, in and for said County, personally appeared, James B. Farris, known to me to be the person who is Director, Contract and Real Property Administration, of US Sprint Communications Company Limited Partnership, doing business in the state of Illinois under the assumed name US Sprint Communications Limited Partnership, a Delaware limited partnership, which executed the foregoing instrument, who signed the same, and acknowledged to me that he did so sign said instrument in the name and upon behalf of said partnership as such Director; that the same is his free act and deed as such Director, and the free act and deed of said partnership and within his authority delegated by the Board of Directors.

In testimony whereof, I have hereunto subscribed my name, and affixed my official seal at Kansas City, Kansas, this 18th day of July, 1991.
Jeannie Moxley
the Lake County Recorder!

NOTARY PUBLIC
JEANNIE MOXLEY
My Appt. Exp. 5/95

Jeannie Moxley
NOTARY PUBLIC
5/95

My Commission Expires: _____

This instrument was prepared by US Sprint Communications Limited Partnership, a Delaware limited partnership, 8140 Ward Parkway, Kansas City, Missouri 64112.



EXHIBIT "A"

Lake County, State of Indiana:

Township 36 North, Range 10 West;

NE 1/4 of and NW 1/4 of Section 25.

