

12

2007 044255

STATE OF INDIANA
LAKE COUNTY
RECORDER'S OFFICE
2007 MAY 31 PM 12:25
MOUNTAIN VIEW
IN 47001

THIS DOCUMENT WAS PREPARED BY:
WIRELESS CAPITAL PARTNERS, LLC
2800 28th Street, Suite 100
Santa Monica, CA 90405
Attn: Tera Stogryn

AFTER RECORDING RETURN TO:
NORTH AMERICAN TITLE
2200 Post Oak Blvd., Suite 100
Houston, TX 77056
Attn: Tania Baez
WCP #: 171408



This instrument was prepared by Tera Stogryn, and reasonable care has been taken to redact each Social Security number in this document, unless required by law.

[Signature]
Tania Baez, Agent

FILED

MAY 30 2007

PEGGY HOLINGA KATONA
LAKE COUNTY AUDITOR

DOCUMENT TITLE: MEMORANDUM OF ASSIGNMENT
GRANTOR/LESSOR: WIRELESS CAPITAL PARTNERS, LLC, a Delaware limited liability company
GRANTEE/LESSEE: WCP Wireless Lease Subsidiary, LLC, a Delaware limited liability company
PROPERTY ADDRESS: 1901 N Cline Ave., Griffith, IN 46319

3400
3065
007079
R

PREPARED BY AND
WHEN RECORDED RETURN TO:

WCP WIRELESS LEASE SUBSIDIARY, LLC
2800 28th Street, Suite 100
Santa Monica, California 90405
Attn: Servicing Manager
WCP #171408

MEMORANDUM OF ASSIGNMENT

This MEMORANDUM OF ASSIGNMENT (this “**Memorandum**”) is made as of January 31, 2007 between ~~Wireless Capital Partners, LLC~~, a Delaware limited liability company (“**Assignor**”), and WCP Wireless Lease Subsidiary, LLC, a Delaware limited liability company (“**Assignee**”).

1. Assignor and Robert Farag and Maureen Farag, Individual, as Landlord, are parties to a Purchase and Sale of Lease and Successor Lease dated December 20, 2006 (the “**Agreement**”), a memorandum of which was recorded on approximately January 5, 2007, in the form attached hereto as Exhibit “A”, in the office of the county recording office of Lake County, State of IN.

* Recorded January 23, 2007, Doc. No. 2007-006052.

2. Pursuant to a Master Purchase and Sale Agreement (“**Master Agreement**”) dated June 30, 2006 and an Assignment dated January 31, 2007 (the “**Assignment**”), Assignor has sold, transferred and assigned all of its right, title and interest in and to the Agreement and the subject matter thereof including, without limitation, all amounts due and payable thereunder, to Assignee. The parties hereto desire to execute this Memorandum to provide constructive notice of the existence of the Master Agreement and the Assignment, and of Assignee’s rights thereunder.

3. The terms and conditions of the Master Agreement and the Assignment are incorporated herein by reference as if set forth herein in full. Copies of the Master Agreement, the Assignment and the Agreement are maintained by Assignee at its offices set forth above.


IN WITNESS WHEREOF, this Memorandum of Assignment has been signed and delivered as of January 31, 2007.

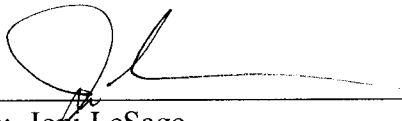
ASSIGNOR:

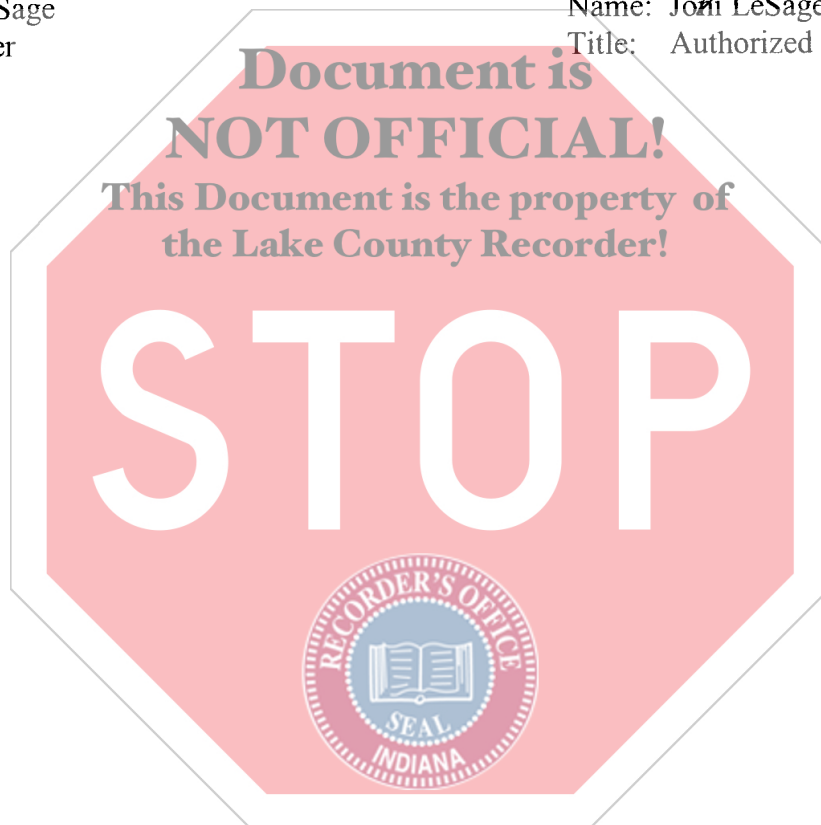
ASSIGNEE:

**WIRELESS CAPITAL PARTNERS, LLC,
a Delaware limited liability company**

**WCP WIRELESS LEASE
SUBSIDIARY, LLC, a Delaware
limited liability company**

By: 
Name: Joni LeSage
Title: Treasurer

By: 
Name: Joni LeSage
Title: Authorized Signatory



ALL-PURPOSE ACKNOWLEDGMENT

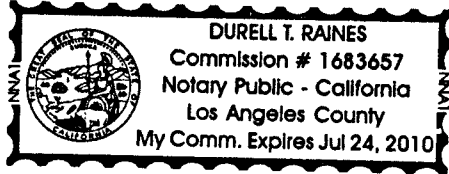
State of CALIFORNIA
 County of LOS ANGELES

} ss.

On 01-23-2007 before me, Durell T. Raines, Notary Public,
Date Name and Title of Officer (e.g., "Jane Doe, Notary Public")

personally appeared Joni LeSage,
Name(s) of Signer(s)

personally known to me
 proved to me on the basis of satisfactory evidence



to be the person whose names is subscribed to the within instrument and acknowledged to me that she executed the same in her authorized capacity, and that by her signatures on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

[Handwritten Signature]
 Signature of Notary Public

Document is NOT OFFICIAL!

OPTIONAL
 Though the information below is not required by law, it may prove valuable to persons relying on the document and could not prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

Title or Type of Document: _____

Document Date: _____ Number of Pages: _____

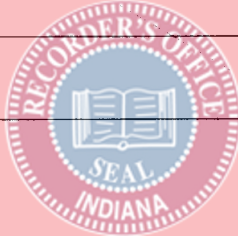
Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer

Signer's Name: _____

- Individual
- Corporate Officer – Title(s): _____
- Partner - Limited General
- Attorney-in-Fact
- Trustee
- Guardian or Conservator
- Other: _____

Signer is Representing: _____



RIGHT THUMBPRINT OF SIGNER
 Top of thumb here

ALL-PURPOSE ACKNOWLEDGMENT

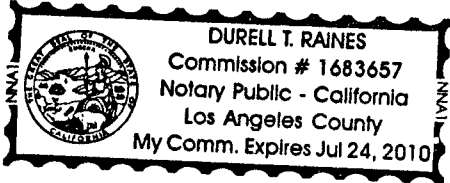
State of CALIFORNIA
County of LOS ANGELES

} SS.

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Date Name and Title of Officer (e.g., "Jane Doe, Notary Public")

personally appeared Joni LeSage
Name(s) of Signer(s)

X personally known to me
 proved to me on the basis of satisfactory evidence



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WITNESS my hand and official seal.

[Handwritten Signature]
Signature of Notary Public

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- Partner - Limited General
- Attorney-in-Fact
- Trustee
- Guardian or Conservator
- Other: _____

Signer is Representing: _____



RIGHT THUMBPRINT OF SIGNER

Top of thumb here

EXHIBIT "A"

PREPARED BY AND
WHEN RECORDED MAIL TO:

WIRELESS CAPITAL PARTNERS, LLC
2800 28th Street, Suite 100
Santa Monica, California 90405
Attn: Servicing Manager
WCP#: 171408

MEMORANDUM OF PURCHASE AND SALE OF LEASE
AND SUCCESSOR LEASE

This Memorandum of Purchase and Sale of Lease and Successor Lease (this "Memorandum") is made as of Jan 1, 2007 between ROBERT FARAG AND MAUREEN FARAG ("Landlord"), and WIRELESS CAPITAL PARTNERS, LLC, a Delaware limited liability company ("WCP").

A. Landlord, as ~~successor in interest to Sleepy Hollow Golf Corporation~~, as lessor, and Gary Cellular Tower Holdings, LLC, as ~~successor in interest to Gary Cellular Telephone Company~~, as lessee ("Tenant"), are parties to that certain lease dated as of December 2, 1994, as amended (the "Lease"), with respect to the premises described on Exhibit A attached hereto (the "Premises").

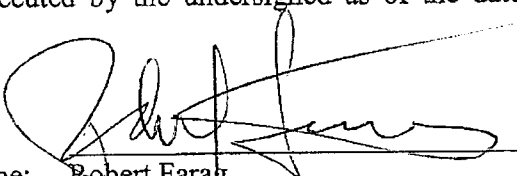
B. Landlord and WCP are parties to a Purchase and Sale of Lease and Successor Lease dated on or about the date hereof (the "Agreement"), pursuant to which Landlord has, among other things, sold and assigned to WCP its right, title and interest in and to the Lease. The parties hereto desire to execute this Memorandum to provide constructive notice of the existence of the Lease and the Agreement, and of WCP's rights under the Agreement including the easement granted therein.

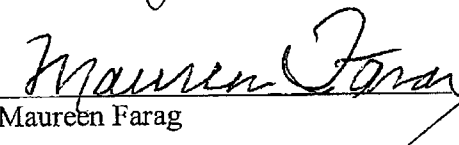
For good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, the parties hereto acknowledge and/or agree as follows:

Landlord has sold and assigned and hereby does sell and assign all of its right, title and interest in and to the Lease to WCP, on the terms and subject to the conditions set forth in the Agreement. The Lease expires by its terms on or about November 30, 2014 and contains two (2) option(s) to renew or extend the term for an additional period of five (5) years each. Landlord has leased and hereby does lease the Premises to WCP, on the terms and subject to the conditions set forth in the Agreement. The successor lease is for a term commencing upon the expiration or termination of the Lease and ending on January 31, 2037. Landlord has retained all of Landlord's obligations and liabilities under the Lease.

The terms and conditions of the Lease and the Agreement are hereby incorporated herein by reference as if set forth herein in full. Copies of the Lease and the Agreement are maintained by WCP at the address of WCP above and are available to interested parties upon request. This Memorandum has been duly executed by the undersigned as of the date first written above.

Landlord:

By: 
Name: Robert Farag

By: 
Name: Maureen Farag

WCP:

WIRELESS CAPITAL PARTNERS, LLC,
a Delaware limited liability company



ALL-PURPOSE ACKNOWLEDGMENT

State of Indiana }
County of Lake } ss.

On Dec. 18 2006 before me, Beth A. Taque, Notary Public
Date Name and Title of Officer (e.g., "Jane Doe, Notary Public")

personally appeared Robert Farag and Maureen Farag
Name(s) of Signer(s)

personally known to me
 proved to me on the basis of satisfactory evidence

to be the person whose name is subscribed to the within instrument and acknowledged to me that she executed the same in her authorized capacity, and that by her signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Beth A. Taque
Signature of Notary Public

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Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer

Signer's Name: _____

- Individual
- Corporate Officer -- Title(s): _____
- Partner - Limited General
- Attorney-in-Fact
- Trustee
- Guardian or Conservator
- Other: _____

Signer is Representing: _____



RIGHT THUMBPRINT OF SIGNER
Top of thumb here

ALL-PURPOSE ACKNOWLEDGMENT

State of Indiana
County of Lake } ss.

On Dec. 18 2006 before me, Beth A. Tague Notary Public
Date Name and Title of Officer (e.g., "Jane Doe, Notary Public")

personally appeared Robert Farag and Maureen Farag
Name(s) of Signer(s)

personally known to me
 proved to me on the basis of satisfactory evidence

to be the person whose name is subscribed to the within instrument and acknowledged to me that she executed the same in her authorized capacity, and that by her signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Beth A. Tague
Signature of Notary Public

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- Trustee
- Guardian or Conservator
- Other: _____

Signer is Representing: _____



ALL-PURPOSE ACKNOWLEDGMENT

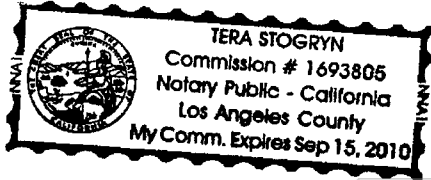
State of CALIFORNIA
County of LOS ANGELES

} SS.

On January 4, 2007 before me, Tera Stogryn, Notary Public
Date Name and Title of Officer (e.g., "Jane Doe, Notary Public")

personally appeared Joni LeSage
Name(s) of Signer(s)

- personally known to me
- proved to me on the basis of satisfactory evidence



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WITNESS my hand and official seal.

[Handwritten Signature]
Signature of Notary Public

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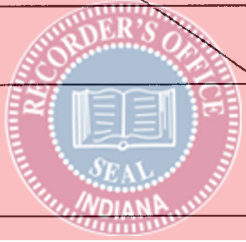
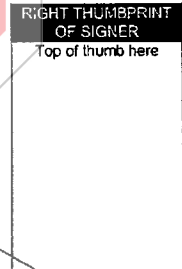
Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer

Signer's Name: _____

- Individual
- Corporate Officer -- Title(s): _____
- Partner - Limited General
- Attorney-in-Fact
- Trustee
- Guardian or Conservator
- Other: _____

Signer is Representing: _____



SCHEDULE A

LEASE DESCRIPTION
AND
LEGAL DESCRIPTION

That certain Site Agreement dated December 2, 1994, by and between ROBERT FARAG AND MAUREEN FARAG, as successor in interest to Sleepy Hollow Golf Corporation, whose address is 1901 N Cline Ave, Griffith, IN 46319 ("Landlord") and Gary Cellular Tower Holdings, LLC as successor in interest to Gary Cellular Telephone Company ("Tenant"), whose address is 2000 W Ameritech Center Drive, Hoffman Estates, IL, 60196, for the property located at 1901 N Cline Ave, Griffith, IN 46319, Lake County.

The Legal Description is as follows:



Legal Description

THAT PART OF THE WEST HALF OF THE NORTHWEST QUARTER OF SECTION TWENTY-THREE, TOWNSHIP THIRTY-SIX NORTH, RANGE NINE WEST OF THE SECOND PRINCIPAL MERIDIAN, BOUNDED AND DESCRIBED AS FOLLOWS: COMMENCING AT THE SOUTHWEST CORNER OF THE WEST HALF OF THE NORTHWEST QUARTER OF SAID SECTION TWENTY-THREE; THENCE NORTH 00°-00'-40" WEST, BEING AN ASSUMED BEARING ON THE WEST LINE OF SAID NORTHWEST QUARTER OF SECTION TWENTY-THREE, A DISTANCE OF 180.0 FT. TO THE NORTH LINE OF A TRACT OF LAND CONVEYED TO CALUMET GAS AND ELECTRIC COMPANY (NOW KNOWN AS NORTHERN INDIANA PUBLIC SERVICE COMPANY) IN DEED RECORD OF BOOK 368, PAGE NO. 125; THENCE NORTH 89°-55'-20" WEST ON THE AFORESAID NORTH LINE, A DISTANCE OF 369.52 FT.; THENCE NORTH 00°-04'-34" EAST, PERPENDICULAR TO THE LAST DESCRIBED COURSE, A DISTANCE OF 60.0 FT. TO THE POINT OF BEGINNING; THENCE CONTINUING NORTH 00°-05'-32" EAST A DISTANCE OF 60.0 FT.; THENCE SOUTH 89°-55'-20" EAST A DISTANCE OF 60.0 FT.; THENCE SOUTH 00°-04'-34" WEST A DISTANCE OF 60.0 FT.; THENCE NORTH 89°-55'-20" WEST A DISTANCE OF 60.0 FT. TO THE POINT OF BEGINNING. ALL IN LAKE COUNTY, INDIANA.

