

FIRST AMENDMENT TO OPTION AND GROUND LEASE AGREEMENT

THIS FIRST AMENDMENT TO OPTION AND GROUND LEASE AGREEMENT (this "Amendment") is made and entered into this ____ day of _____, 2016, by and between **THE HAPEVILLE DEVELOPMENT AUTHORITY**, a public body corporate and politic and an instrumentality and public corporation created and existing under the laws of the State of Georgia ("Lessor"), and **TOWERCOM V, LLC**, a Florida limited liability company ("Lessee").

WITNESSETH:

WHEREAS, the City of Hapeville, Georgia, as Landlord, and Lessor, as Tenant, entered into that certain Lease Agreement dated June 28, 2016 (the "Master Lease"), for the lease of certain property located on King Arnold Street in the City of Hapeville, Georgia (the "Property");

WHEREAS, Lessor and Lessee entered into that certain Option and Ground Lease Agreement dated June 28, 2016 (the "Lease Agreement"), regarding the option and lease of the Property for a telecommunications site;

WHEREAS, Lessor and Lessee desire to amend the descriptions of the Site and Easements;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

1. Leased Premises/Site Plan. Exhibit A and Exhibit A-1 attached to the Lease Agreement are hereby deleted and replaced with **Exhibit A** and **Exhibit A-1** attached hereto and by this reference incorporated herein. Lessor acknowledges that Lessee intends to install the communications tower and the initial ground equipment for Lessee's tenants in Lease Area #1 (as shown on Exhibit A) until Lease Area #1 is fully occupied.

2. Easements. Exhibit B and Exhibit B-1 attached to the Lease Agreement are hereby deleted and replaced with **Exhibit B** attached hereto and by this reference incorporated herein.

3. Appointment of Agent. As required by the Master Lease, Lessor hereby irrevocably appoints the City of Hapeville, Georgia to be its agent for the purpose of administration of the Lease Agreement, and Lessee hereby agrees to such appointment.

4. City of Hapeville Video Equipment. Lessor and Lessee hereby acknowledge and agree that the City of Hapeville's right to install 911 or other emergency antennas on the tower pursuant to Section 12 of the Lease Agreement shall include the right to install video surveillance equipment at a location on the communications tower reasonably approved by Lessee. Any ground equipment required to support the City of Hapeville's emergency antennas or other tower equipment shall be installed in Lease Area #2 (as shown on Exhibit A).

5. Agreement in Effect. Except as herein expressly modified and amended, the Lease Agreement shall remain in full force and effect pursuant to each and every term and

condition. This Amendment shall be binding upon and inure to the benefit of the parties hereto and their respective successors and assigns.

IN WITNESS WHEREOF, the parties hereto have executed this Amendment under seal as of the date and year first above written.

OPTIONOR/LESSOR:

HAPEVILLE DEVELOPMENT AUTHORITY,
a public body corporate and politic and an
instrumentality and public corporation created and
existing under the laws of the State of Georgia

By: _____
Katrina T. Bradbury
Chairman

OPTIONEE/LESSEE:

TOWERCOM V, LLC, a Florida limited liability
company

By: _____
Paul Bulloch Jr.
Managing Partner

The City of Hapeville hereby joins in to
acknowledge its consent to this Amendment.

City of Hapeville, Georgia

By: _____
Alan Hallman
Mayor

Attest by: _____
City Clerk

EXHIBIT A

The Site/Leased Premises

LEASE AREA #1

All that tract or parcel of land lying and being in Land Lot 95, 14th District, City of Hapeville, Fulton County, Georgia and being more particularly described as follows:

To find the point of beginning, commence at a ¼-inch rebar found at the northwest corner of the lands of the City of Hapeville, being Lot 13 of Central Park Subdivision as per plat recorded in Plat Book 201, Page 111, Fulton County, Georgia records; thence, South 21°28'19" West, 5.70 feet to a point and the true POINT OF BEGINNING; Thence running, South 21°28'19" West, 70.00 feet to a point; Thence, North 69°07'21" West, 39.27 feet to a point; Thence, North 20°52'39" East, 70.00 feet to a point; Thence, South 69°07'21" East, 40.00 feet to a point and the POINT OF BEGINNING.

Said tract contains 0.064 acres (2,775 square feet), more or less, as shown in a survey prepared for TowerCom V, LLC and First American Title Insurance Company by Point To Point Land Surveyors, Inc. dated July 21, 2016 and last revised September 14, 2016.

LEASE AREA #2

All that tract or parcel of land lying and being in Land Lot 95, 14th District, City of Hapeville, Fulton County, Georgia and being more particularly described as follows:

To find the point of beginning, commence at a ¼-inch rebar found at the northwest corner of the lands of the City of Hapeville, being Lot 13 of Central Park Subdivision as per plat recorded in Plat Book 201, Page 111, Fulton County, Georgia records; thence, South 21°28'19" West, 5.70 feet to a point and the true POINT OF BEGINNING; Thence running, South 69°07'21" East, 30.05 feet to a point; Thence, South 20°52'39" West, 60.00 feet to a point; Thence, North 69°07'21" West, 30.67 feet to a point; Thence, North 21°28'19" East, 60.00 feet to a point and the POINT OF BEGINNING.

Said tract contains 0.042 acres (1,822 square feet), more or less, as shown in a survey prepared for TowerCom V, LLC and First American Title Insurance Company by Point To Point Land Surveyors, Inc. dated July 21, 2016 and last revised September 14, 2016.

EXHIBIT B

Easements

10' UTILITY EASEMENT #1

Together with a proposed 10-foot wide utility easement lying and being in Land Lot 95, 14th District, City of Hapeville, Fulton County, Georgia and being described by the following centerline data:

To find the point of beginning, commence at a ¼-inch rebar found at the northwest corner of the lands of the City of Hapeville, being Lot 13 of Central Park Subdivision as per plat recorded in Plat Book 201, Page 111, Fulton County, Georgia records; thence, South 21°28'19" West, 5.70 feet to a point; thence, North 69°07'21" West, 5.00 feet to a point and the true POINT OF BEGINNING; Thence running, North 21°27'58" East, 10.75 feet to a point; Thence, South 68°32'02" East, 29.94 feet to the ENDING at a point.

As shown in a survey prepared for TowerCom V, LLC and First American Title Insurance Company by Point To Point Land Surveyors, Inc. dated July 21, 2016 and last revised September 14, 2016.

10' UTILITY EASEMENT #2

Together with a proposed 10-foot wide utility easement lying and being in Land Lot 95, 14th District, City of Hapeville, Fulton County, Georgia and being described by the following centerline data:

To find the point of beginning, commence at a ¼-inch rebar found at the northwest corner of the lands of the City of Hapeville, being Lot 13 of Central Park Subdivision as per plat recorded in Plat Book 201, Page 111, Fulton County, Georgia records; thence, South 21°28'19" West, 5.70 feet to a point; thence, South 69°07'21" East, 25.05 feet to a point and the true POINT OF BEGINNING; Thence running, North 20°52'39" East, 10.44 feet to a point; Thence, South 68°32'02" East, 155.06 feet to the ENDING at a point on the northwesterly right-of-way line of Central Park Drive (having a 50-foot right-of-way).

As shown in a survey prepared for TowerCom V, LLC and First American Title Insurance Company by Point To Point Land Surveyors, Inc. dated July 21, 2016 and last revised September 14, 2016.

20' INGRESS-EGRESS EASEMENT #1

Together with a proposed 20-foot wide ingress-egress easement lying and being in Land Lot 95, 14th District, City of Hapeville, Fulton County, Georgia and being described by the following centerline data:

To find the point of beginning, commence at a ¼-inch rebar found at the northwest corner of the lands of the City of Hapeville, being Lot 13 of Central Park Subdivision as per plat recorded in Plat Book 201, Page 111, Fulton County, Georgia records; thence, South 21°28'19" West, 5.70 feet to a point; thence, South 69°07'21" East, 30.05 feet to a point; thence, South 20°52'39" West, 50.00 feet to a point and the true POINT OF BEGINNING; Thence running, North 69°07'21" West, 30.56 feet to the ENDING at a point.

As shown in a survey prepared for TowerCom V, LLC and First American Title Insurance Company by Point To Point Land Surveyors, Inc. dated July 21, 2016 and last revised September 14, 2016.

20' INGRESS-EGRESS EASEMENT #2

Together with a proposed 20-foot wide ingress-egress easement lying and being in Land Lot 95, 14th District, City of Hapeville, Fulton County, Georgia and being described by the following centerline data:

To find the point of beginning, commence at a ¼-inch rebar found at the northwest corner of the lands of the City of Hapeville, being Lot 13 of Central Park Subdivision as per plat recorded in Plat Book 201, Page 111, Fulton County, Georgia records; thence, South 21°28'19" West, 5.70 feet to a point; thence, South 69°07'21" East, 30.05 feet to a point; thence, South 20°52'39" West, 50.00 feet to a point and the true POINT OF BEGINNING; Thence running, South 69°07'21" East, 149.44 feet to the ENDING at a point on the northwesterly right-of-way line of Central Park Drive (having a 50-foot right-of-way).

As shown in a survey prepared for TowerCom V, LLC and First American Title Insurance Company by Point To Point Land Surveyors, Inc. dated July 21, 2016 and last revised September 14, 2016.

20' TEMPORARY CONSTRUCTION EASEMENT

Together with a proposed 20-foot wide temporary construction easement lying and being in Land Lot 95, 14th District, City of Hapeville, Fulton County, Georgia and being described by the following centerline data:

To find the point of beginning, commence at a ¼-inch rebar found at the northwest corner of the lands of the City of Hapeville, being Lot 13 of Central Park Subdivision as per plat recorded in Plat Book 201, Page 111, Fulton County, Georgia records; thence, South 21°28'19" West, 5.70 feet to a point; thence, South 21°28'19" West, 70.00 feet to a point; thence, North 69°07'21" West, 19.54 feet to a point and the true POINT OF BEGINNING; Thence running, South

22°40'54" West, 47.17 feet to a point; Thence, South 42°26'50" West, 28.68 feet to a point; Thence, South 22°16'07" West, 144.25 feet to a point; Thence, South 00°44'04" West, 46.60 feet to a point; Thence, South 21°42'08" West, 48.06 feet to a point; Thence, South 25°13'31" West, 110.85 feet to a point; Thence, South 29°28'44" West, 60.16 feet to a point; Thence, South 19°37'38" West, 60.38 feet to a point; Thence, South 61°53'12" West, 49.44 feet to a point; Thence, South 26°23'39" West, 50.94 feet to the ENDING at a point on the easterly right-of-way line of King Arnold Street (having a 50-foot right-of-way).

As shown in a survey prepared for TowerCom V, LLC and First American Title Insurance Company by Point To Point Land Surveyors, Inc. dated July 21, 2016 and last revised September 14, 2016.