

**FIRST AMENDMENT TO ROOFTOP SITE LEASE WITH OPTION**

This First Amendment (the "First Amendment") to that certain Rooftop Site Lease With Option dated May 31, 2000 by and between Warobick Enterprises LLC and VoiceStream PCS, BTA I Corp. (the "Agreement") is made and entered into as of the latter signature date hereof, by and between Cell Tower Lease Acquisition LLC, a Delaware limited liability company, successor in interest to the Agreement (the "Landlord") and T-Mobile Central LLC a Delaware limited liability company as successor in interest to VoiceStream PCS BTA I Corp., a Delaware corporation (the "Tenant") (collectively, the "Parties").

**RECITALS**

WHEREAS, Landlord holds an easement over the rooftop at certain building located at 965 Cannongate Road, Oconomowoc, WI 53066 more commonly known to Landlord as the Oconomowoc Tower A, WI (the "Building"); and

WHEREAS, Landlord and Tenant entered into the Agreement for the use of portions of the roof at the antenna site (the "Property"); and

WHEREAS, Tenant desires to modify its equipment at the Property ("Modified Equipment"); and

WHEREAS, the Parties agree that as consideration for Tenant's Modified Equipment, the current Rent payable under the Agreement shall be increased as set forth herein.

NOW THEREFORE, in consideration of the foregoing promises and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Parties hereto agree as follows:

- 1) Landlord and Tenant agree and acknowledge that Tenant shall modify its equipment for a final installed configuration pursuant to Exhibit C-1.
- 2) Landlord and Tenant agree and acknowledge that Exhibit C to the Agreement is hereby deleted in its entirety as of the date this First Amendment is fully executed and shall be replaced with Exhibit C-1 attached hereto and incorporated by this reference. In the event of inconsistency or discrepancy between the Exhibit C-1 and Tenant's equipment information set forth in the Agreement, the Exhibit C-1 shall control.
- 3) Effective upon the earlier to occur of: i) commencement of installation of the Modified Equipment; or ii) October 28, 2014 ("Commencement Date"), the Rent shall be increased by \_\_\_\_\_ per month

Landlord Site Number/ Name: Oconomowoc Tower A/ WI-9000  
Landlord Contract Number: 20300  
Tenant Site Number/ Name:

("Increased Fee"). The Increased Fee for any fractional month at the beginning or end of the period shall be appropriately prorated.

- 4) Landlord and Tenant agree and acknowledge that Landlord's Notice Address shall be amended as follows:

Cell Tower Lease Acquisition LLC  
10 Presidential Way  
Woburn, MA 01801  
Attention: Contracts Landlord  
Phone: 781-926-4500  
Fax: 781-926-4721

With a copy to:

American Tower Corporation  
116 Huntington Avenue, 11th Floor  
Boston, MA 02116  
Attn: General Counsel

- 5) Capitalized terms contained herein, unless otherwise defined, are intended to have the same meaning and effect as that set forth in the Agreement.
- 6) All other terms and provisions of the Agreement remain in full force and effect.

[SIGNATURES APPEAR ON THE NEXT PAGE]

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Landlord Site Number/ Name: Oconomowoc Tower A/ WI-9000  
Landlord Contract Number: 20300  
Tenant Site Number/ Name:

**IN WITNESS WHEREOF**, the Parties hereto have set their hands and seals to this First Amendment to that certain Rooftop Site Lease With Option as of the day and year first written below:

LANDLORD:  
Cell Tower Lease Acquisition LLC, a  
Delaware limited liability company

TENANT:  
T-Mobile Central LLC a Delaware limited  
liability company

By:                     Lisa Aliperta                    

By:                     F. Afridi                    

Name:                     Lisa Aliperta                    

Name: Faisal Afridi

Title:                     Vice President, Finance                    

Title: Area Director, Engineering &  
Operations

Date:                     9/22/14                    

Date:                     9/12/14

Landlord Site Number/ Name: Oconomowoc Tower A/ WI-9000  
Landlord Contract Number: 20300  
Tenant Site Number/ Name:

**EXHIBIT C-1**

***See attached Rooftop Relocation/ Reconfiguration Application***

