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Prepared by & Return to:
Anthony Rosa, Esquire/Land Management
ATC Sequoia LLC
10 Presidential Way
Woburn, MA 01801

Tax Parcel: 31-48

MEMORANDUM OF LEASE

This Memorandum of Lease (this "*Memorandum*") is entered into on this 20th day of January, 2017 by and between Cellco Partnership, a Delaware general partnership d/b/a Verizon Wireless, with an office at, c/o Verizon Wireless, 180 Washington Valley Road, Bedminster, New Jersey (hereinafter referred to as "*LESSOR*"), and ATC Sequoia LLC, a Delaware limited liability company, with an office at 10 Presidential Way, Woburn, MA (hereinafter referred to as "*LESSEE*").

1. LESSOR, LESSEE, Verizon Communications Inc., a Delaware corporation, as guarantor, and the other Verizon Lessors entered into a Master Prepaid Lease ("*MPL*") with an effective date of March 27, 2015, for the purpose of LESSEE managing, operating and maintaining the site legally described in Attachment 1 annexed hereto (the "*Site*"). All of the foregoing is set forth in the MPL.
2. The term of the MPL as to the Site commences on March 27, 2015 and ends on March 26, 2045, unless earlier terminated in accordance with the MPL.
3. LESSOR has granted LESSEE a limited power of attorney (the "*Limited Power of Attorney*"), to, among other things, prepare, negotiate, execute, deliver, record and/or file documents on behalf of LESSOR, all as more particularly described in the Limited Power of Attorney, a copy of which is attached hereto as Attachment 2 and incorporated herein by this reference. Said Limited Power of Attorney was recorded on June 12, 2016 as Document No. 3412, Book 01378, Page 595.

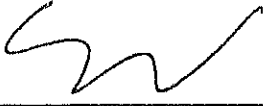
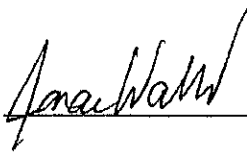




Capitalized terms used and not defined herein have the respective meanings ascribed to them in the MPL.

This Memorandum may be executed in any number of counterparts, each such counterpart being deemed to be an original instrument, and all such counterparts shall together constitute the same agreement.

The duplicate original copies of the MPL are held at LESSOR'S and LESSEE'S addresses set forth above.

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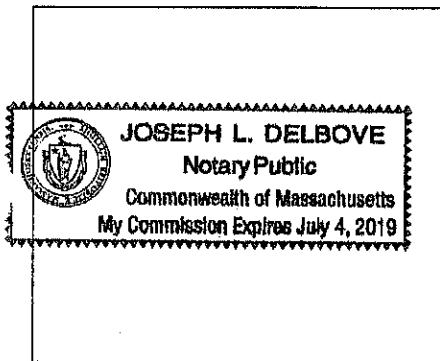
IN WITNESS WHEREOF, the Parties have executed this Memorandum of Lease as of the day and year first above written.

<p>LESSOR: By ATC Sequoia LLC As Attorney in Fact for Cellco Partnership d/b/a Verizon Wireless</p> <p>By: <u></u> <u>Shawn Lanier</u></p> <p>Title: <u>Vice President, Legal, US Tower</u> Date: <u>1-20-17</u></p>	<p>LESSEE: ATC Sequoia LLC</p> <p>By: <u></u> <u>Janae Walker Bronson</u></p> <p>Title: <u>Vice President, Legal, US Tower</u> Date: <u>1-13-17</u></p>
<p>WITNESSES:</p> <p>By: <u></u> (Signature) <u>Cynthia McCarty</u> (Print)</p> <p>By: <u></u> (Signature) <u>Jonathan Meadows</u> (Print)</p>	<p>WITNESSES:</p> <p>By: <u></u> (Signature) <u>Cynthia McCarty</u> (Print)</p> <p>By: <u></u> (Signature) <u>Jonathan Meadows</u> (Print)</p>

COMMONWEALTH OF MASSACHUSETTS)
) ss.
COUNTY OF MIDDLESEX)

On this 20th of Jan, 2017, before me, Joseph L. DeBove the undersigned notary public, personally appeared Shawn Lanier, Vice President, Legal, US Tower, of ATC Sequoia LLC as attorney in fact for Cellco Partnership proved to me through satisfactory evidence of identification, which was personal knowledge, to be the person whose name is signed on the preceding or attached document, and acknowledged to me that he signed it as voluntarily for its stated purpose.

Dated: 1/20/17



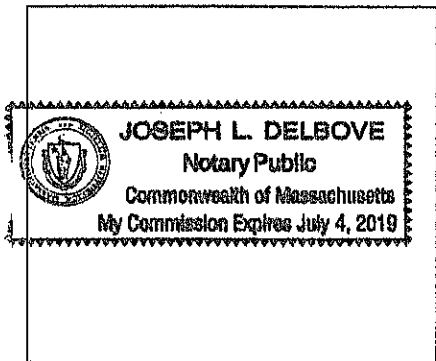
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Joseph L. DeBove
Notary Public
Print Name Joseph L. DeBove
My commission expires 7/4/19

COMMONWEALTH OF MASSACHUSETTS)
) ss.
COUNTY OF MIDDLESEX)

On this 13th of Jun, 2017, before me, Joseph L. DeBove the undersigned notary public, personally appeared Janae Walker Bronson, Vice President, Legal, US Tower, of ATC Sequoia LLC proved to me through satisfactory evidence of identification, which was personal knowledge, to be the person whose name is signed on the preceding or attached document, and acknowledged to me that she signed it as voluntarily for its stated purpose.

Dated: 11/13/17



Joseph L. DeBove
Notary Public
Print Name Joseph L. DeBove
My commission expires 7/4/19

(Use this space for notary stamp/seal)

ATC Site Number: 419509
 VZW Site Number: 236353

MEMORANDUM OF LEASE
ATTACHMENT I
LEGAL DESCRIPTION OF LAND

The Lease Area is approximately 2,500 square feet, more or less, located within the following described property:

The land in said West Tisbury and being a parcel of land comprising 24.2 acres, more or less, on Martha's Vineyard Island in Dukes County, Massachusetts, on the Westerly side of part of a public way known as New Lane, bounded and described as follows: On the North by land now or formerly of Arthur J. Doane and Mary E. Doane in three courses. The first course starts at New Lane and runs Westerly 237 feet, more or less, to a bound; thence the second course runs Southerly 434 feet, more or less to a bound; thence the third course runs westerly to a bound and continues on to Mill Brook in line with said bounds, Bounded on the West by the Mill Brook the entire distance. Bounded on the South by land now or formerly of Leonard B. Athearn and Hope Gray in five courses. The first course starts at the Mill Brook and runs easterly by land now or formerly of Leonard B. Athearn to a bound; thence the second course runs northerly by land now or formerly of Hope Gray to a bound; thence the third course runs easterly by land now or formerly of Hope Gray to a bound; thence the fourth course runs southerly by land now or formerly of Hope Gray to a bound on the northerly side of a private road owned now or formerly by Hope Gray; thence the fifth course runs easterly along the side of the said private road now or formerly owned by Hope Gray to a bound, Bounded on the East by land now or formerly owned by Hope Gray, Phyllis A. Smith and Maryann Alley and James F. Alley in eight courses. The first course starts at a bound at the Southeast corner of the new lot and the side of the Gray private road and proceeds northerly by land now or formerly of Hope Gray to a bound; thence the second course continues northerly by land now or formerly of Hope Gray to a bound; thence the third course runs northerly by the land now or formerly owned by Hope Gray to a bound on the south westerly corner of the land now or formerly owned by Phyllis A. Smith; thence the fourth course runs northerly by the land now or formerly owned by Phyllis A. Smith to a bound on the southerly side of the land now or formerly owned by Maryann Alley and James F. Alley; thence the fifth course runs westerly by land now or formerly owned by Maryann Alley and James F. Alley to a bound; thence the sixth course runs northerly by land now or formerly owned by Maryann Alley and James F. Alley to a bound on the southerly side of a proposed way from New Lane to the new lot; thence the seventh course runs easterly along the northerly side of the Alley property and the proposed way to New Lane; thence the eighth course runs northerly by New Lane 20 feet, more or less, to the point of beginning.

AND BEING a portion of the same property conveyed to Robert B. Doane and Julia L. Rosenthal, Trustees of the Irrevocable Living Trust of the Doane Children w/d/t dated May 03, 1989 from Robert B. Doane and Julia L. Rosenthal *v/v/a* Julia L. Doane by Deed dated October 12, 1989 and recorded November 15, 1989 in Deed Book 531, Page 254.

Tax Parcel No. 31-48

For reference see Memorandum of Land Lease Agreement recorded on 06/23/2011 in Book 1249, Page 84.

ATTEST: Paulo C. DeOliveira, Register

Dukes County Registry of Deeds
Electronically Recorded Document

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Recording Information

Document Number	: 1400
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Number of Pages(including cover sheet)	: 7
Receipt Number	: 186338
Recording Fee	: \$75.00

Dukes County Registry of Deeds
Paulo C. DeOliveira, Register
81 Main Street
PO Box 5231
Edgartown, MA 02539
508-627-4025
www.Masslandrecords.com