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BY: TODD RABY
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2015005275

MACON COUNTY, NC
TODD RABY
REGISTER OF DEEDS

NC FEE \$26.00

Instrument Prepared By:

SBA Towers VI, LLC
Nicole Pocchia
8051 Congress Avenue
Boca Raton, FL 33487
(561) 226-9439

Upon Recording Return To:

~~SBA Towers VI, LLC~~
Attn: Debra DiBetta
8051 Congress Avenue
Boca Raton, FL 33487
~~(561) 226-9461~~

When Recorded Return to:

Title Source, Inc. -
Commercial Team
662 Woodward Avenue
Detroit, MI 48226
TSI#: 60534613

SBA Site ID: NC17377-A, Slagle

60534613 JS

ASSIGNMENT AND ASSUMPTION OF GROUND LEASE AND EASEMENT

THIS ASSIGNMENT AND ASSUMPTION OF GROUND LEASE AND EASEMENT ("Assignment") is made and entered into as of this 20th day of July, 2015 ("Transfer Date") by RATLIFF TOWERS, LLC, a Virginia limited liability company, with an address at P.O. Box 448, Richlands, VA 24641 ("Assignor"), to SBA TOWERS VI, LLC, a Delaware limited liability company, having an address at 8051 Congress Avenue, Boca Raton, FL 33487 ("Assignee").

Preliminary Statement:

A. On the 24th day of April, 2007, Charles Siler Slagle Trust, successor in interest to Siler Slagle and Clydie O. Slagle ("Ground Lessor"), as landlord, and Assignor, as tenant, entered into that certain Tower Site Lease Agreement (collectively with all amendments, modifications, renewals, substitutions, extensions, and replacements thereto and thereof, as applicable, the "Ground Lease") for that certain parcel of real property ("Real Property") located in the City of Franklin, County of Macon, State of North Carolina, which Real Property is more particularly described on Exhibit "A" attached hereto. In connection with the Ground Lease, Ground Lessor and Assignor recorded a Memorandum of Lease in Book M-31, Page 1865 in the Register of Deed's office of Macon County, North Carolina.

B. On the 5th day of January, 2007, Siler Slagle and Clydie O. Slagle ("Grantor"), as grantor, and Assignor, as grantee, entered into that certain Deed of Easement (collectively with all amendments, modifications, renewals, substitutions, extensions, and replacements thereto and thereof, as applicable, the "Easement") located on the Real Property more particularly described on Exhibit "A". The Easement was recorded in Book A-31, Page 1966 in the Register of Deed's office of Macon County, North Carolina.

C. Pursuant to that certain Purchase and Sale Agreement dated as of the 21st day of May, 2015 ("Purchase and Sale Agreement"), by and between Assignor and Assignee, Assignor has, among other things, agreed to assign all its right, title and interest in and to the Ground Lease and Easement to Assignee and to sell and convey to Assignee all of its right, title and interest in the improvements thereon, including all communications towers or monopoles on the Real Property. All capitalized terms not otherwise defined in this Assignment shall have the meaning ascribed thereto in the Purchase and Sale Agreement.

In consideration of the mutual covenants contained in this Assignment, and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor and Assignee hereby agree as follows:

1. ASSIGNMENT. As of the Transfer Date, Assignor hereby assigns and transfers all of its right, title, claim and interest in, to and under the Ground Lease and Easement to Assignor and its successors and assigns.

2. ACCEPTANCE OF ASSIGNMENT. Assignee as of the Transfer Date, hereby accepts the foregoing assignment of the Ground Lease and Easement, and assumes all of the Assignor's obligations under the Ground Lease and Easement which arise or relate to the period after the Transfer Date.

3. APPURTENANCES, EASEMENTS AND IMPROVEMENTS. Assignor hereby grants, bargains, assigns and sells to Assignee, its heirs and assigns forever, all of Assignor's right, title and interest in and to (i) all Appurtenant Property relating to the Real Property, (ii) all Easements benefiting the Real Property, (iii) all Improvements constructed on the Real Property or the Easements, and (iv) any and all non-disturbance agreements, subordination, non-disturbance & attornment agreements and all similar agreements benefitting Assignor and/or the Ground Lease and Easement.

4. JURISDICTION AND VENUE. The parties acknowledge that a substantial portion of the negotiations, anticipated performance and execution of this Assignment occurred or shall occur in Tazewell County, Virginia. Any civil action or legal proceeding arising out of or relating to this Assignment shall be brought in the courts of record of the Commonwealth of Virginia in Tazewell County. Each party consents to the jurisdiction of such court in any such civil action or legal proceeding and waives any objection to the laying of venue of any such civil action or legal proceeding in such court. Service of any court paper may be effected on such party by mail, as provided in this Assignment, or in such other manner as may be provided under applicable laws, rules of procedure or local rules.

5. ATTORNEYS FEES AND COSTS. In the event of any litigation or arbitration between Assignor and Assignee arising out of this Assignment, the prevailing party will be entitled to recover all expenses and costs incurred in connection therewith, including reasonable attorneys' fees and costs.

6. BINDING EFFECT. This Assignment will be binding on and inure to the benefit of the parties herein, their heirs, executors, administrators, successors-in-interest and assigns.

7. GOVERNING LAW. This Assignment will be governed by and construed in accordance with the internal laws of the Commonwealth of Virginia without regard to principles of conflicts of laws.

8. COUNTERPARTS. This Assignment may be executed in two or more counterparts, each of which will be deemed an original, but all of which together will constitute one and the same instrument.

THIS ASSIGNMENT has been executed by Assignor and Assignee on the Transfer Date.

EXECUTION PAGES FOLLOW

Witnesses:

Andrea S. Lester
Print Name: Andrea S. Lester

Preston Meade
Print Name: Preston Meade

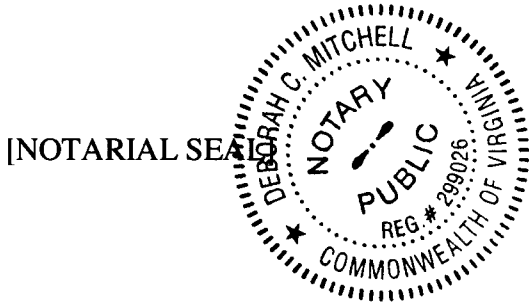
ASSIGNOR:

RATLIFF TOWERS, LLC,
a Virginia limited liability company

By: C.R. Bolling
C.R. Bolling
Manager

STATE OF Virginia
COUNTY OF Tazewell

The foregoing instrument was acknowledged before me this 17 day of July, 2015, by C.R. Bolling, Manager of Ratliff Towers, LLC, a Virginia limited liability company. He is personally known to me or has produced drivers license as identification.



Deborah C. Mitchell
Print Name: Deborah C. Mitchell
NOTARY PUBLIC - state of Virginia
Commission Number: 299026
My Commission Expires: 2/28/19

Witnesses:

[Signature]
Print Name: Debra Dibette

[Signature]
Print Name: Jennifer Carrick

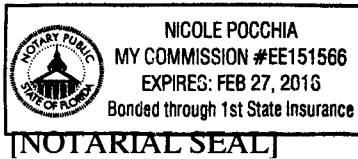
ASSIGNEE:

SBA TOWERS VI, LLC,
a Delaware limited liability company

By: [Signature]
Neil Seidman
Senior Vice President

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 20th day of July, 2015, by Neil Seidman, Senior Vice President of SBA Towers VI, LLC, a Delaware limited liability company. He is personally known to me.



[Signature]
Print Name: Nicole Pochia
NOTARY PUBLIC - Florida
Commission Number: EE151566
My Commission Expires: 2-27-16

EXHIBIT "A"**Real Property****NC17377-A, Slagle****LEASE AREA**

BEGINNING AT AN EXISTING IRON ROD LOCATED ON THE SOUTHERN PROPERTY LINE OF RICHARD J. ZANE (D.B. M-25, PG. 1159), SAID LINE ALSO BEING THE NORTHERN PROPERTY LINE OF CHRISTINE E. SLAGLE, TR (D.B. F-34, PG. 931), TRAVELING THENCE SOUTH 13° 50' 49" WEST 147.95 FEET TO THE POINT OF TRUE BEGINNING, THENCE SOUTH 00° 00' 00" EAST 60.00 FEET TO A POINT, THENCE NORTH 90° 00' 00" WEST 100.00 FEET TO A POINT, THENCE NORTH 00° 00' 00" EAST 60.00 FEET TO A POINT, THENCE NORTH 90° 00' 00" EAST 100.00 FEET TO THE PLACE AND POINT OF BEGINNING, CONTAINING A TOTAL OF 6,000 SQ. FT., MORE OR LESS.

10' INGRESS & EGRESS EASEMENT AND 25' RIGHT-OF-WAY

SITUATED IN CARTOOGECWAYE TOWNSHIP, MACON COUNTY, NORTH CAROLINA AT THE INTERSECTION OF INTERSTATE 64 WITH OLD PAINTER LANE, AND BEING THE CENTERLINE OF A 10 FOOT INGRESS & EGRESS EASEMENT AND MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT THE INTERSECTION OF THE PAVEMENT OF US HIGHWAY 64 WITH THE EDGE OF PAVEMENT OF OLD PRINTERS WAY LANE THENCE THROUGH THE RIGHT-OF-WAY OF US HIGHWAY 64, SOUTH 33° 45' 36" EAST A DISTANCE OF 7.39 FEET TO A POINT; THENCE WITH A CURVE TO THE RIGHT WITH A DELTA ANGLE OF 30° 58' 43", AN ARC LENGTH OF 57.20 FEET, WITH A RADIUS OF 75.00 FEET TO A POINT; THENCE SOUTH 02° 46' 54" EAST 24.53 FEET TO A POINT, THENCE SOUTH 01° 29' 21" WEST 22.52 FEET TO A POINT; THENCE ALONG A CURVE TO THE RIGHT AND GOING THROUGH THE SEAY PROPERTY AS PER D.B. G-24, PG. 1578, WITH A DELTA ANGLE OF 52° 51' 29", AN ARC LENGTH OF 57.20 FEET AND A RADIUS OF 62.00 FEET TO A POINT; THENCE CONTINUING ALONG SAID CURVE ENTERING ONTO THE THOMAS SHMITT TRACTS AS PER D.B. K-23, PG. 1897 AND D.B. Q-17, PG 420 AND CONTINUING ALONG SAID TRACTS THE FOLLOWING COURSES; SOUTH 54° 20' 50" WEST 118.43 FEET TO A POINT; THENCE SOUTH 52° 40' 18" WEST 46.05 FEET TO A POINT; THENCE SOUTH 50° 52' 54" WEST 78.84 FEET TO A POINT; THENCE SOUTH 41° 01' 01" WEST 43.83 FEET TO A POINT; THENCE SOUTH 25° 43' 41" WEST 17.43 FEET TO A POINT; THENCE ALONG A CURVE TO THE LEFT WITH A DELTA ANGLE OF 123° 26' 09", AN ARC LENGTH OF 64.63 FEET AND A RADIUS OF 30.00 FEET TO A POINT; THENCE NORTH 82° 17' 32" EAST 16.76 FEET TO A POINT; THENCE NORTH 73° 20' 06" EAST 68.84 FEET TO A POINT; THENCE ALONG A CURVE TO THE RIGHT WITH A DELTA ANGLE OF 47° 27' 01", AN ARC LENGTH OF 86.96 FEET AND A RADIUS OF 105.00 FEET TO A POINT; THENCE SOUTH 59° 12' 53" EAST 133.28 FEET TO A POINT; THENCE ALONG A CURVE TO THE RIGHT WITH A DELTA ANGLE OF 45° 02' 05", AN ARC LENGTH OF 94.32 FEET AND A RADIUS OF 120.00 FEET TO A POINT; THENCE SOUTH 14° 10' 48" EAST 86.18 FEET TO A POINT; THENCE SOUTH 12° 05' 03" EAST 48.43 FEET TO A POINT; THENCE RUNNING ALONG AND WITH ANOTHER SCHMITT TRACT AS PER D.B. K-23, PG. 1897 AND WITH THE STOVER TRACT SA PER D.B. K-23, PG. 443 WITH A CURVE TO THE LEFT WITH A RADIUS OF 188.00 FEET, A DELTA ANGLE OF 18° 52' 00" AND AN ARC LENGTH OF 61.91 FEET TO A POINT; THENCE SOUTH 30° 57' 03" EAST 133.74 FEET TO A POINT; THENCE SOUTH 35° 37' 40" EAST 58.10 FEET TO A POINT; THENCE ALONG A CURVE TO THE LEFT WITH A DELTA ANGLE OF 5° 35' 12", AN

ARC LENGTH OF 9.75 FEET AND A RADIUS OF 100.00 FEET TO A POINT; THENCE SOUTH $41^{\circ} 12' 52''$ EAST 128.75 FEET TO A POINT; THENCE SOUTH $43^{\circ} 07' 01''$ EAST 132.98 FEET TO A POINT; THENCE ALONG A CURVE TO THE RIGHT WITH A DELTA ANGLE OF $33^{\circ} 39' 58''$, AN ARC LENGTH OF 88.14 FEET AND A RADIUS OF 150.00 FEET TO A POINT; RUNNING THENCE ALONG AND WITH THE SLAGLE, ROBERTSON & WILLIAMS TRACTS AS PER D.B. B-23, PG. 429, D.B. X-17, PG. 121 AND D.B. C-20, PG. 1055 THE FOLLOWING COURSES; THENCE SOUTH $09^{\circ} 10' 21''$ EAST 71.68 FEET TO A POINT; THENCE ALONG A CURVE TO THE LEFT WITH A DELTA ANGLE OF $9^{\circ} 10' 21''$, AN ARC LENGTH OF 20.01 FEET AND A RADIUS OF 125.00 FEET TO A POINT; THENCE SOUTH $18^{\circ} 37' 24''$ EAST 118.68 FEET TO A POINT; THENCE ALONG A CURVE TO THE LEFT WITH A DELTA ANGLE OF $108^{\circ} 41' 58''$, AN ARC LENGTH OF 189.72 FEET AND A RADIUS OF 100.00 FEET TO A POINT; THENCE NORTH $52^{\circ} 40' 38''$ EAST 82.92 FEET TO A POINT; THENCE ALONG A CURVE TO THE RIGHT WITH A DELTA ANGLE OF $73^{\circ} 38' 59''$, AN ARC LENGTH OF 102.79 FEET AND A RADIUS OF 80.00 FEET TO A POINT; THENCE SOUTH $53^{\circ} 42' 22''$ EAST 96.97 FEET TO A POINT; THENCE ALONG A CURVE TO THE RIGHT WITH A DELTA ANGLE OF $50^{\circ} 38' 38''$, AN ARC LENGTH OF 79.55 FEET AND A RADIUS OF 90.00 FEET TO A POINT; THENCE SOUTH $03^{\circ} 03' 44''$ EAST 92.06 FEET TO A POINT; THENCE SOUTH $18^{\circ} 28' 48''$ WEST 50.00 FEET TO A POINT; THENCE ALONG A CURVE TO THE LEFT WITH A DELTA ANGLE OF $51^{\circ} 10' 46''$, AN ARC LENGTH 42.88 FEET AND A RADIUS OF 48.00 FEET TO A POINT; THENCE SOUTH $32^{\circ} 41' 58''$ EAST 74.67 FEET TO A POINT; THENCE SOUTH $20^{\circ} 05' 37''$ EAST 37.03 FEET TO A POINT; THENCE ALONG A CURVE TO THE LEFT WITH A DELTA ANGLE OF $24^{\circ} 31' 38''$, AN ARC LENGTH OF 117.72 FEET AND A RADIUS OF 275.00 FEET TO A POINT; THENCE SOUTH $44^{\circ} 37' 15''$ EAST 96.77 FEET TO A POINT; THENCE RUNNING THROUGH THE SILER SLAGLE TRACT IDENTIFIED AS TAX PARCEL 6563.00-44-7278 THE FOLLOWING COURSES TO THE TOWER COMPOPUNT AREA:

THENCE RUNNING ALONG A CURVE TO THE LEFT WITH A DELTA ANGLE OF $56^{\circ} 37' 05''$, AN ARC LENGTH OF 59.29 FEET AND A RADIUS OF 60.00 FEET TO A POINT.

THENCE CHANGING TO A 25 FOOT RIGHT-OF-WAY THE FOLLOWING COURSES:

THENCE NORTH $78^{\circ} 45' 39''$ EAST 60.65 FEET TO A POINT; THENCE SOUTH $77^{\circ} 18' 19''$ EAST 49.51 FEET TO A POINT; THENCE SOUTH $24^{\circ} 02' 40''$ EAST 57.09 FEET TO A POINT; THENCE SOUTH $04^{\circ} 36' 41''$ EAST 65.21 FEET TO A POINT; THENCE SOUTH $10^{\circ} 06' 31''$ EAST 51.67 FEET TO A POINT; THENCE SOUTH $22^{\circ} 52' 24''$ EAST 32.82 FEET TO A POINT; THENCE ALONG A CURVE TO THE LEFT WITH A DELTA ANGLE OF $64^{\circ} 13' 29''$, AN ARC LENGTH OF 112.09 FEET AND A RADIUS OF 100.00 FEET TO A POINT; THENCE SOUTH $87^{\circ} 05' 53''$ EAST 155.39 FEET TO A POINT; THENCE ALONG A CURVE TO THE RIGHT WITH A DELTA ANGLE OF $50^{\circ} 58' 10''$, AN ARC LENGTH OF 26.69 FEET AND A RADIUS OF 30.00 FEET TO A POINT; THENCE SOUTH $36^{\circ} 07' 42''$ EAST 61.71 FEET TO A POINT; THENCE ALONG A CURVE TO THE RIGHT WITH A DELTA ANGLE OF $25^{\circ} 24' 06''$, AN ARC LENGTH OF 13.30 AND A RADIUS OF 30.00 FEET TO A POINT; THENCE SOUTH $10^{\circ} 43' 37''$ EAST 88.68 FEET TO A POINT; THENCE ALONG A CURVE TO THE LEFT WITH A DELTA ANGLE OF $70^{\circ} 02' 31''$, AN ARC LENGTH OF 73.35 FEET AND A RADIUS OF 60.00 FEET TO A POINT; THENCE SOUTH $80^{\circ} 46' 08''$ EAST 72.77 FEET TO A POINT; THENCE SOUTH $61^{\circ} 57' 53''$ EAST 64.52 FEET TO A POINT; THENCE SOUTH $55^{\circ} 03' 37''$ EAST 28.84 FEET TO A POINT; THENCE SOUTH $69^{\circ} 17' 48''$ EAST 44.95 FEET TO A POINT; THENCE SOUTH $75^{\circ} 41' 22''$ EAST 115.46 FEET TO A POINT; THENCE SOUTH $87^{\circ} 06' 44''$ EAST 59.68 FEET TO A POINT; THENCE NORTH $73^{\circ} 39' 20''$ EAST 162.82 FEET TO A POINT; THENCE NORTH $56^{\circ} 13' 24''$ EAST 34.13 FEET TO A POINT; THENCE ALONG A CURVE TO THE LEFT WITH A DELTA ANGLE OF $117^{\circ} 40' 27''$, AN ARC LENGTH OF 61.61 FEET AND A RADIUS OF 30.00 FEET TO A POINT; THENCE NORTH $51^{\circ} 27' 03''$ WEST 34.13 FEET TO A POINT; THENCE NORTH $63^{\circ} 08' 59''$ WEST 95.10 FEET TO A POINT;

THENCE NORTH $79^{\circ} 49' 06''$ WEST 73.79 FEET TO A POINT; THENCE ALONG A CURVE TO THE RIGHT WITH A DELTA ANGLE OF $72^{\circ} 21' 48''$, AN ARC LENGTH OF 126.30 FEET AND A RADIUS OF 100.00 FEET TO A POINT; THENCE NORTH $07^{\circ} 27' 18''$ WEST 84.33 FEET TO A POINT; THENCE NORTH $13^{\circ} 12' 02''$ WEST 67.37 FEET TO A POINT; THENCE ALONG A CURVE TO THE LEFT WITH A DELTA ANGLE OF $55^{\circ} 11' 39''$, AN ARC LENGTH OF 115.80 FEET AND A RADIUS OF 120.00 FEET TO A POINT; THENCE NORTH $70^{\circ} 23' 40''$ WEST 39.15 FEET TO A POINT; THENCE ALONG A CURVE TO THE RIGHT WITH A DELTA ANGLE OF $86^{\circ} 04' 57''$, AN ARC LENGTH OF 105.17 FEET AND A RADIUS OF 70.00 FEET TO A POINT; THENCE ALONG A CURVE TO THE LEFT WITH A DELTA ANGLE OF $29^{\circ} 29' 58''$, AN ARC LENGTH OF 38.04 FEET AND A RADIUS OF 70.00 FEET TO A POINT; THENCE NORTH $13^{\circ} 48' 42''$ WEST 61.25 FEET, ENTERING THE LEASEHOLD AREA; THENCE ALONG A CURVE TO THE LEFT WITH A DELTA ANGLE OF $74^{\circ} 21' 52''$, AN ARC LENGTH OF 51.92 FEET AND A RADIUS OF 40.00 FEET TO A POINT; THENCE NORTH $88^{\circ} 10' 34''$ WEST 87.80 FEET, EXITING THE LEASEHOLD AREA; THENCE ALONG A CURVE TO THE RIGHT WITH A DELTA ANGLE OF $101^{\circ} 07' 11''$, AN ARC LENGTH OF 44.12 FEET AND A RADIUS OF 25.00 FEET TO A POINT; THENCE NORTH $12^{\circ} 56' 37''$ EAST 41.13 FEET, ENTERING BACK INTO THE LEASEHOLD AREA; THENCE ALONG A CURVE TO THE RIGHT WITH A DELTA ANGLE OF $14^{\circ} 32' 54''$, AN ARC LENGTH OF 38.09 FEET AND A RADIUS OF 150.00 FEET TO A POINT; THENCE NORTH $27^{\circ} 29' 31''$ EAST 29.07 FEET TO A POINT; THENCE ALONG A CURVE TO THE LEFT WITH A DELTA ANGLE OF $9^{\circ} 47' 36''$, AN ARC LENGTH OF 25.64 FEET AND A RADIUS OF 150.00 FEET TO A POINT; THENCE NORTH $17^{\circ} 41' 55''$ EAST 4.92 FEET TO A POINT; THENCE ALONG A CURVE TO THE RIGHT WITH A DELTA ANGLE OF $76^{\circ} 47' 29''$, AN ARC LENGTH 46.91 FEET AND A RADIUS OF 35.00 FEET TO A POINT; THENCE SOUTH $85^{\circ} 30' 37''$ EAST 81.16 FEET TO A POINT AT THE COMPOUND AREA.

THE ABOVE DESCRIPTION IS THE CENTERLINE OF AN EXISTING 10' ROAD WHICH IS 5 FEET WIDE ON EACH SIDE OF CENTERLINE AND 25 FEET WIDE THROUGH SLAGLE'S PROPERTY.