

Recording requested by, and)
when recorded, please return to:)

Crown Castle GT Company LLC)
2000 Corporate Drive)
Canonsburg, PA 15317)
Attention: Legal Department)

with a copy to:)

Crown Castle GT Company LLC)
9830 South 51st Street, Suite A-136)
Phoenix, AZ 85044)
Attention: Property Management)



200409010027
Skagit County Auditor

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BUN # 817182

MEMORANDUM OF AMENDMENT TO OPTION AND LICENSE
AGREEMENT FOR TELECOMMUNICATIONS SITE

THIS MEMORANDUM OF AMENDMENT TO OPTION AND LICENSE AGREEMENT FOR TELECOMMUNICATIONS SITE ("Memorandum") dated for reference purposes as of 5-24, 2004, is made and entered into by and between **CARLSON FAMILY INVESTMENTS, a Washington General Partnership** ("Licensor") having a mailing address of 22304 State Highway 9, Mount Vernon, WA 98274 and **CROWN CASTLE GT COMPANY LLC, a Delaware limited liability company** ("Licensee").

WHEREAS, on or about February 10, 2000, *GTE Wireless of the Pacific Incorporated, a Delaware corporation* ("GTE"), entered into an OPTION AND LICENSE AGREEMENT FOR TELECOMMUNICATIONS SITE ("Agreement") with the *Carlson Family Partnership* ("Original Licensor"), whereby GTE acquired a license to develop and operate a personal communications service ("PCS") facility on a portion of Original Licensor's property (the "Property") located in Section 25, Township 33 North, Range 04 East, W.M., in Skagit County, Washington having Skagit County Assessor's Parcel Number P17234 ("Licensed Premises"); and

WHEREAS, on or about December 1, 2000, Licensee, through its assumption of all of GTE's obligations under the Agreement, acquired all of GTE's rights, obligations and interests in the Licensed Premises; and

WHEREAS, on or about January 10, 2001, the parties hereto agreed and confirmed that CARLSON FAMILY INVESTMENTS ("Licensor"), being originally incorrectly named as the Carlson Family Partnership in the Agreement, then held and would continue to hold all of

Original Licensor's interest in the Property, the Licensed Premises and under the Agreement; and

WHEREAS, Landlord and Tenant have amended the Agreement ("First Amendment") and now desire to execute this Memorandum for the purpose of setting forth certain terms and conditions of the First Amendment and to provide record notice of the First Amendment.

NOW, THEREFORE, in consideration of the mutual promises, the benefits to each of them, and for other good and valuable consideration, the receipt and sufficiency of which are duly acknowledged, the parties agree as follows:

1. The property referred to in the Agreement as the Licensed Premises is hereby expanded in size by three hundred (300) square feet (10' by 30'), as shown on attached Exhibit A (the "Enlarged Licensed Premises").
2. The First Amendment contains terms and conditions in addition to those set forth in this Memorandum and all other terms and conditions of the Agreement and the First Amendment shall remain in full force and effect.

IN WITNESS WHEREOF, Licensor and Licensee have executed this Memorandum as of the date last signed by the parties below.

LICENSOR: CARLSON FAMILY INVESTMENTS

By: Alfred N. Carlson

Alfred N. Carlson, a married individual holding as separate property his 60% undivided interest in the subject Property

By: Mildred Leslie

Mildred Leslie, a married individual holding as separate property her 20% undivided interest in the subject Property

By: Delores M. Brown

Delores M. Brown, a single individual holding as separate property her 20% undivided interest in the subject Property

LICENSEE: CROWN CASTLE GT COMPANY LLC

By: _____

Larry E. Hughes

Its: President - West Area



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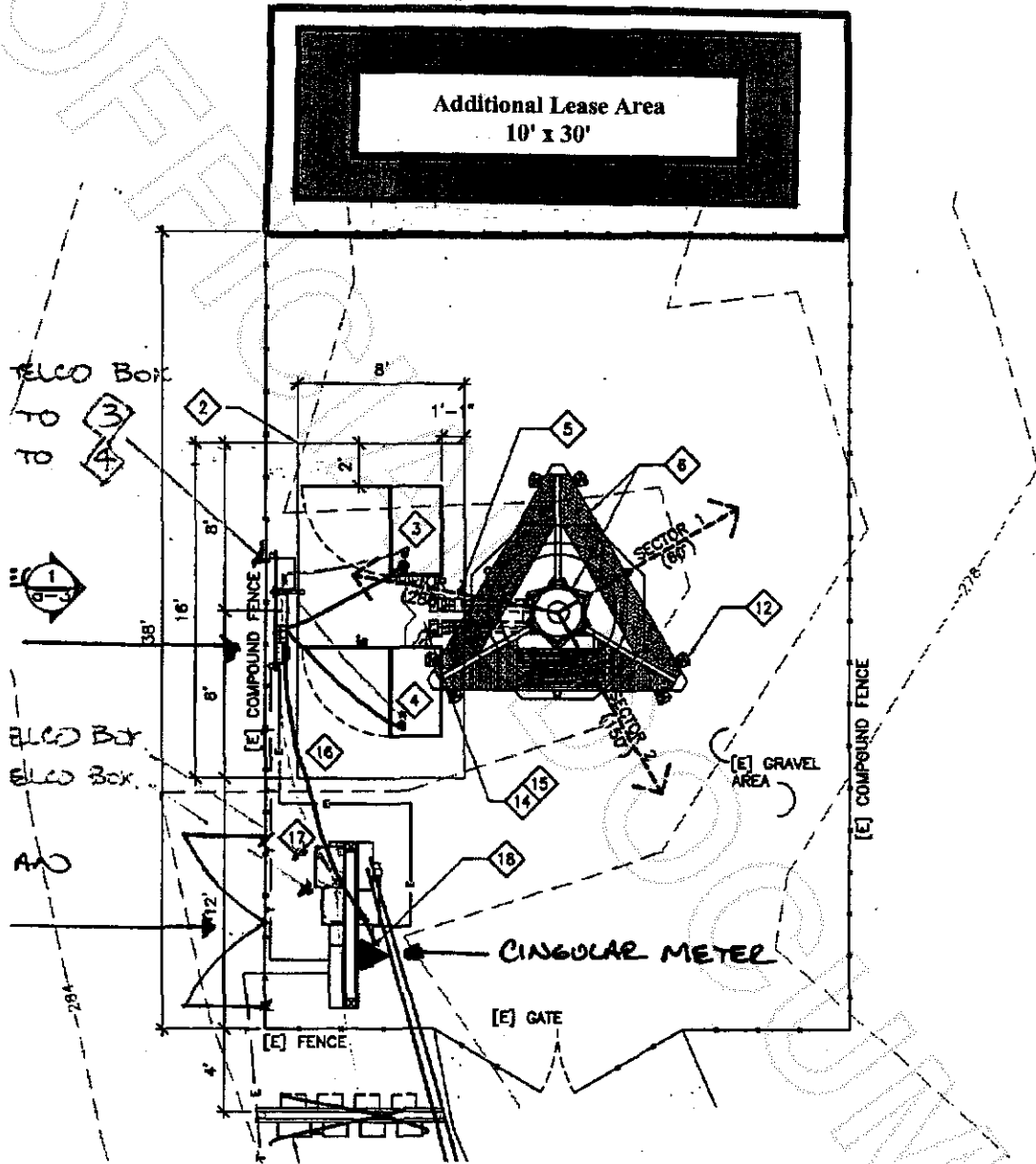
Skagit County Auditor

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EXHIBIT A

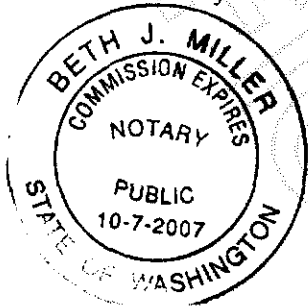


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STATE OF Washington)
) SS:
COUNTY OF Skagit)

On this 24th day of May, 2004, before me, a Notary Public in and for the State of Washington, duly commissioned and sworn, personally appeared **ALFRED N. CARLSON**, to me known to be partner in the Carlson Family Partnership, the partnership named in and which executed the foregoing instrument; and he acknowledged to me that he signed the same as the free and voluntary act and deed of said Amendment for the uses and purposes therein mentioned, being authorized so to do.

WITNESS my hand and official seal the day and year in this certificate above written.

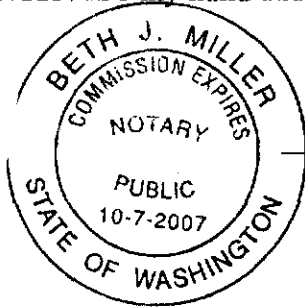


Beth J. Miller
Notary Public

STATE OF Washington)
) SS:
COUNTY OF Skagit)

On this 24th day of May, 2004, before me, a Notary Public in and for the State of Washington, duly commissioned and sworn, personally appeared **MILDRED LESLIE**, to me known to be partner in the Carlson Family Partnership, the partnership named in and which executed the foregoing instrument; and she acknowledged to me that she signed the same as the free and voluntary act and deed of said Amendment for the uses and purposes therein mentioned, being authorized so to do.

WITNESS my hand and official seal the day and year in this certificate above written.



Beth J. Miller
Notary Public



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Skagit County Auditor

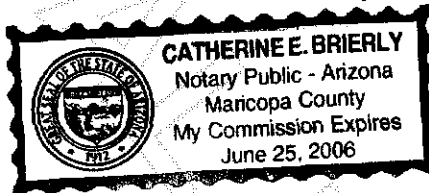
STATE OF ARIZONA)
) SS:
COUNTY OF MARICOPA)

On this 20 day of May, 2004, before me, a Notary Public in and for the State of AZ, duly commissioned and sworn, personally appeared **DOLORES M. BROWN** to me known to be partner in the Carlson Family Partnership, the partnership named in and which executed the foregoing instrument; and she acknowledged to me that she signed the same as the free and voluntary act and deed of said Amendment for the uses and purposes therein mentioned, being authorized so to do.

WITNESS my hand and official seal the day and year in this certificate above written.

Catherine E. Brierly

Notary Public



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Skagit County Auditor

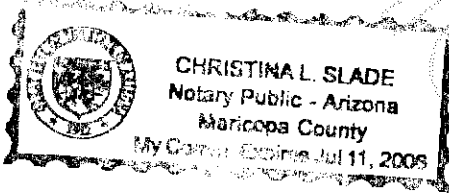
STATE OF Arizona)

) SS:

COUNTY OF Maricopa)

On this 14th day of June, 2004, before me, a Notary Public in and for the State of Arizona duly commissioned and sworn, personally appeared **Larry E. Hughes** to me known to be **President- West Area, of Crown Castle GT Company LLC**, which executed the foregoing instrument; and she acknowledged to me that she signed the same as the free and voluntary act and deed of said Amendment for the uses and purposes therein mentioned, being authorized so to do.

WITNESS my hand and official seal the day and year in this certificate above written.



Christina L. Slade
Notary Public



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Skagit County Auditor