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THIRD AMENDMENT TO LEASE NO. 24384

24384

THIS THIRD AMENDMENT TO LEASE NO. 24384 ("Third Amendment") is made and entered into, in duplicate, as of July 1, 2007, for reference purposes only, pursuant to a minute order adopted by the City Council of the City of Long Beach at its meeting of September 20, 2005, between the CITY OF LONG BEACH, a municipal corporation ("Lessor") and LOS ANGELES SMSA LIMITED PARTNERSHIP, dba VERIZON WIRELESS by AIRTOUCH CELLULAR, a California corporation, its General Partner, whose address is 180 Washington Valley Road, Bedminster, New Jersey ("Lessee").

1. RECITALS. This Third Amendment is made with reference to the following facts and objectives:

1.1 Pursuant to Lease No. 24384 dated September 30, 1995, as amended (the "Lease"), Lessor leased approximately 2,200 square feet of space to Lessee in premises commonly known as 2400 Studebaker Road, Long Beach, California (the "Premises") to be used by Lessee for constructing, maintaining and operating a cellular mobile telephone facility.

1.2 Pursuant to that certain First Amendment to Lease dated February 8, 2001 and that certain Second Amendment to Lease dated November 15, 2001, Lessee exercised the option to extend the term of the Lease to September 30, 2005, the parties agreed to increase the size of the Premises to 3,290 square feet of space, and the parties agreed to increase the rent payable under the Lease.

1.3 By Letter Agreement dated February 1, 2001, Lessee subleased a portion of the Premises to SpectraSite Holdings, Inc., or one of its subsidiaries ("Subtenant"). Lessor consented to be the sublease on February 12, 2001.

1.4 Lessee desires to exercise the option to further extend the term of the Lease from September 30, 2005 to September 30, 2010 and Lessor is willing to do so on the terms and conditions of this Third Amendment.

Robert E. Shannon
City Attorney of Long Beach
333 West Ocean Boulevard
Long Beach, California 90802-4664
Telephone (562) 570-2200

1 NOW, THEREFORE, the parties do hereby agree as follows:

2 2. Section 2 of Lease No. 24384 is hereby amended in its entirety to read
3 as follows:

4 "2. TERM. The term of this Lease shall be and hereby is extended for a
5 period of five (5) years ("Extended Term"). The Extended Term shall be deemed to have
6 commenced on October 1, 2005 and shall expire on September 30, 2010 ("Term"), unless
7 terminated sooner as provided herein."

8 3. Section 3(B) of Lease No. 24384 is hereby amended in its entirety to read
9 as follows:

10 "3 (B). RENT. Lessee shall pay annual rent to Lessor for the first twelve
11 month period during the Extended Term, commencing on October 1, 2005 and expiring on
12 September 30, 2006 ("Initial Extended Lease Year"), in the amount of Twenty Thousand
13 Nine Hundred Forty Eight Dollars (\$20,948.00)."

14 4. Section 3 (C) of Lease No. 24384 is hereby amended in its entirety to read
15 as follows:

16 "3 (C). On each anniversary date beginning on October 1, 2006 and
17 continuing on each anniversary date until the expiration of the extended term, Lessee shall
18 pay to Lessor as rent for each lease year without deduction, setoff, notice, or demand the
19 annual rent paid for the immediately preceding year (the "Base Rent") plus an amount
20 which is equal to the Base Rent multiplied by the Consumer Price Index adjuster."

21 5. FULL FORCE AND EFFECT. Except as modified by this Third
22 Amendment, all terms of the Lease are ratified and confirmed and shall remain in full force
23 and effect.

24 IN WITNESS WHEREOF, the parties have executed this Third Amendment

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with all formalities required by law as of the date first set forth above.

"LESSEE"

LOS ANGELES SMSA LIMITED PARTNERSHIP, dba VERIZON WIRELESS by AIRTOUCH CELLULAR, a California corporation, its General Partner


March 23, 2007

By: 
Name: Keith A. Surratt
Its: West Area Vice President
- Network

"LESSOR"

CITY OF LONG BEACH, a municipal corporation

July 18, 2007

By 
Assistant City Manager

This Third Amendment to Lease No. 24384 is approved as to form on June 29, 2007.

ROBERT E. SHANNON, City Attorney

By 
Deputy

GJA 1/12/07 (3rdAmendment24384-VerisonWireless)#06-02438
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