QUIT CLAIM DEED

THIS INSTRUMENT PREPARED BY:

PINNACLE TOWERS LLC
301 N. Cattlemen Rd.
Suite 300
Sarasota, FL 34232

MAP 113 **PAR** 147
SAME X PART OF

Person or agency responsible for payment of taxes:
Name: GRANTEE
Address: Same

GRANTOR: Pinnacle Towers LLC
ADDRESS: 301 N. Cattlemen Road Suite 300
Sarasota, FL 34232

GRANTEE: Pinnacle Towers Asset Holding, LLC
ADDRESS: 301 N. Cattlemen Road Suite 300
Sarasota, FL 34232

OATH

I, or we, hereby swear or affirm that the actual consideration for this transfer, or value of the property or interest in property transferred, whichever is greater, is **$50.00****, which amount is equal to or greater than the amount which the property or interest in property transferred would command at a fair and voluntary sale.

Affiant

Subscribed and sworn to before me this the 16th day of November, 2006.

Notary Public or Register

My Commission Expires: 7-19-08

RECORDING INFORMATION

Davidson County DEEDQC
Recvd: 11/17/06 13:56 7 pgs
Fees:37.00 Taxes:0.00
20061117-0143230

THIS INDENTURE made and entered into this 16th day of November, 2006 and between **Pinnacle Towers LLC**, a limited liability company organized and operating under the laws of the state of Delaware formerly known as Pinnacle Towers, Inc., a Delaware corporation, by Certificate of Conversion to Limited Liability Company, attached hereto as **Exhibit "A"**, known hereinafter as "Grantor", and **Pinnacle Towers Asset Holding LLC**, known hereinafter as "Grantee";

WITNESSETH: That for and in consideration of Fifty Dollars ($50.00) and other good and valuable consideration in hand paid, the receipt of which is hereby acknowledged

The Grantor has granted, bargained, sold and conveyed and does hereby remise and release, quit claim and convey unto the Grantee, the following described premises, to-wit:

Land in the ninth civil district of Davidson County, Tennessee, being part of the property described according to a survey by Tennessee Valley Engineers, dated April 16, 1969, more particularly described as follows:

Beginning at a point in the westerly margin of Fire Tower Road, said point being north 88° west 25 feet from the northeast corner of the property conveyed to Milton Bracey and wife, Jane P. Bracey by deed from Aaron Furlough and wife, Margaret L. Furlough, of record in Book 4328, page 77, Register's Office for said County; thence with the margin of said road south 14° 30' east 144.5 feet to a point; thence continuing with said margin south 22° 30' east 140 feet to a point; thence continuing with said margin south 21° east 140 feet to a point; thence continuing with said margin south 11° west 150 feet to a point; thence continuing with said margin south 30° west 125 feet to a point; thence continuing with said margin south 56° west 125 feet to a point; thence continuing with said margin south 58° west 50 feet, more or less, to a point, said point being the northeast corner of the property conveyed to A. D. Agee, Trustee by deed from Milton Bracey and wife, Jane P. Bracey, of record in Book 4366, page 17, Register's Office for said County; thence leaving said road with the northerly boundary line of the said A. D. Agee, Trustee property north 72° west 923 feet to a point; thence north 4° east 859 feet to a point; thence south 51° 45' east 100 feet to a point; thence south 64° east 100 feet to a point; thence south 77° east 100 feet to a point; thence south 83° east 100 feet to a point; thence south 88° east 263 feet to a point; thence south 16° west 365 feet to a point; thence south 88° east 455 feet to the point of beginning, containing 20 acres, more or less.

Being the same property conveyed to Nashville Mobilphone Incorporated by deed from Milton Bracey and wife, Jane P. Bracey of record in Book 5114, page 175, and in Book 5430, page 863, Register's Office for Davidson County, Tennessee. Nashville Mobilphone Company Incorporated having merged into Telpage of Nashville, Inc. on June 2, 1980 by Articles of Merger and Plan of Reorganization of record in Book 5625, page 346, Register's Office of Davidson County, Tennessee. Telpage of Nashville, Inc. having changed its name to Mobilecomm of Nashville, Inc., by Articles of Amendment to the Charter of Telpage of Nashville, Inc., on May 31, 1990. Mobilecomm of Nashville, Inc. having merged into Mobilecomm of Tennessee, Inc. on December 31, 1992, by Articles of Merger.

This is improved property (cell tower) also known as 6078 Fire Tower Road, Nashville, TN 37221.

Being the same property conveyed to Pinnacle Towers Inc., a Delaware corporation by Tennessee Limited Warranty Deed from Mobilecomm of Tennessee, Inc., a Tennessee corporation, dated September 3, 1998, of record in Deed Book 11142, Page 817, in the said Register's Office.

Together with the hereditaments and appurtenances thereto appertaining, hereby releasing all claim to homestead and dower therein.

Together with the Grantor's right, title and interest in and to all improvements (including without limitation any and all communication towers) located on the real property above.

Whenever used, the singular number shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders. Whenever grantee is a corporation, the use of the term "heirs" shall be applicable to its successors.

RECORDERS MEMO
LEGIBILITY OF WRITING, TYPING OR
PRINTING FOR THIS DOCUMENT
UNSATISFACTORY WHEN RECEIVED

IN WITNESS WHEREOF, the said Grantor and Grantee have signed and sealed these presents day and year first above written.

GRANTOR:
Pinnacle Towers LLC

By: Jeffrey A. Klopf
Title: Executive Vice President
General Counsel and Secretary

Witness: _____
Print Name: Lynn Howell

Witness: _____
Print Name: Faith Monahan

STATE OF FLORIDA
COUNTY OF SARASOTA

Personally appeared before me, Jeffrey A. Klopf, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence) and who acknowledged himself to be the Executive Vice President, General Counsel and Secretary who is authorized to execute the instrument of Pinnacle Towers LLC, and that he as such officer, he executed the foregoing instrument for the purposes therein contained by signing the name of the limited liability company by himself as the Executive Vice President, General Counsel and Secretary.

WITNESS my hand and seal, this 14th day of November, 2006.

Mary Lou DiMaggio
MY COMMISSION # DD236359 EXPIRES
July 30, 2007

_____
Notary Public

My commission expires:

Print Name: Mary Lou DiMaggio

GRANTEE:
Pinnacle Towers Asset Holding LLC

By: Jeffrey A. Klopf
Title: Executive Vice President,
General Counsel and Secretary

Witness:
Print Name: Lynn Howell

Witness:
Print Name: Keith Monahan

STATE OF FLORIDA
COUNTY OF SARASOTA

Personally appeared before me, Jeffrey A. Klopf, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence) and who acknowledged himself to be the Executive Vice President, General Counsel and Secretary who is authorized to execute the instrument of Pinnacle Towers Asset Holding LLC, and that he as such officer, he executed the foregoing instrument for the purposes therein contained by signing the name of the limited liability company by himself as the Executive Vice President, General Counsel and Secretary.

WITNESS my hand and seal, this 14th day of November, 2006.

Mary Lou DiMaggio
MY COMMISSION # DD236359 EXPIRES
July 30, 2007

Notary Public

My commission expires:

Print Name: Mary Lou DiMaggio

EXHIBIT A

Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "PINNACLE TOWERS INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "PINNACLE TOWERS INC." TO "PINNACLE TOWERS LLC", FILED IN THIS OFFICE ON THE SEVENTH DAY OF APRIL, A.D. 2004, AT 10:08 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

2499194 8100V
040254820

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 3039098
DATE: 04-07-04

RECORDERS MEMO
LEGIBILITY OF WRITING, TYPING OR PRINTING IN THIS DOCUMENT UNSATISFACTORY WHEN RECEIVED

CERTIFICATE OF CONVERSION TO LIMITED LIABILITY COMPANY
OF
PINNACLE TOWERS INC.
TO
PINNACLE TOWERS LLC

This Certificate of Conversion to Limited Liability Company, dated as of April 7, 2004, is being duly executed and filed by Pinnacle Towers Inc., a Delaware corporation (the "Company"), and Stephen W. Crawford, as an authorized person of Pinnacle Towers LLC, a Delaware limited liability company (the "LLC"), to convert the Company to the LLC, under the Delaware Limited Liability Company Act (6 Del. C. § 18-101, et seq.) and the General Corporation Law of the State of Delaware (8 Del. C. § 101, et seq.) (the "GCL").

1. The Company's name when it was originally incorporated was Pinnacle Towers Inc. and immediately prior to the filing of this Certificate of Conversion to Limited Liability Company the Company's name was Pinnacle Towers Inc.

2. The Company filed its original certificate of incorporation with the Secretary of State of the State of Delaware and was first incorporated in the State of Delaware on April 17, 1995, and was incorporated in the State of Delaware immediately prior to the filing of this Certificate of Conversion to Limited Liability Company.

3. The name of the LLC into which the Company shall be converted as set forth in its certificate of formation is Pinnacle Towers LLC.

4. The conversion of the Company to the LLC has been approved in accordance with the provisions of Section 266 of the GCL.

5. The conversion of the Company to the LLC shall be effective upon the filing of this Certificate of Conversion to Limited Liability Company and a certificate of formation with the Secretary of State of the State of Delaware.

6. This Certificate of Conversion shall be effective on April 7, 2004.

State of Delaware
Secretary of State
Division of Corporations
Delivered 10:15 AM 04/07/2004
FILED 10:09 AM 04/07/2004
SRV 040254820 - 2629194 FILE

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IN WITNESS WHEREOF, the undersigned have executed this Certificate of Conversion to Limited Liability Company as of the date first-above written.

PINNACLE TOWERS INC.

By: _____
Name: David S. Gelch
Title: Secretary

PINNACLE TOWERS LLC

By: _____
Name: Richard W. Crawford
Authorized Person of the LLC

[Pinnacle Towers – Certificate of Conversion]

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