

RESOLUTION NO. _____

A RESOLUTION AUTHORIZING EXECUTION OF A FIRST AMENDMENT TO LICENSE AGREEMENT BETWEEN THE VILLAGE OF DOWNERS GROVE AND SPRINTCOM, INC. TO INSTALL, MAINTAIN AND OPERATE ANTENNA EQUIPMENT ON VILLAGE PROPERTY

BE IT RESOLVED by the Village Council of the Village of Downers Grove, DuPage County, Illinois as follows:

1. That the form and substance of a certain First Amendment ("Amendment No. 1"), between the between the Village of Downers Grove ("Landlord") and SprintCom, Inc. ("Tenant") for a license agreement to install, maintain and operate antenna equipment on Village property located at 4414 Downers Drive, Downers Grove, IL, as set forth in Amendment No. 1 submitted to this meeting with the recommendation of the Village Manager, is hereby approved.

2. That the Village Manager and Village Clerk are hereby respectively authorized and directed for and on behalf of the Village to execute, attest, seal and deliver Amendment No. 1, substantially in the form approved in the foregoing paragraph of this Resolution, together with such changes as the Manager shall deem necessary.

3. That the proper officials, agents and employees of the Village are hereby authorized and directed to take such further action as they may deem necessary or appropriate to perform all obligations and commitments of the Village in accordance with the provisions of the Amendment No. 1.

4. That all resolutions or parts of resolutions in conflict with the provision of this Resolution are hereby repealed.

5. That this Resolution shall be in full force and effect from and after its passage as provided by law.

Mayor

Passed:

Attest: _____

Village Clerk

Premises Name: Downers Grove

Premises ID #: CH03XC649

AMENDMENT NO. I TO LICENSE AGREEMENT BETWEEN THE VILLAGE OF DOWNERS GROVE AND SPRINTCOM, INC. TO INSTALL, MAINTAIN AND OPERATE ANTENNA EQUIPMENT ON VILLAGE PROPERTY

This Amendment No. I to License Agreement between the Village of Downers Grove and Sprintcom, Inc. to Install, Maintain and Operate Antenna Equipment on Village Property ("Amendment"), effective as of the date last signed below ("Effective Date"), amends a certain License Agreement by and between Sprintcom, Inc, a Kansas corporation ("Licensee") and the Village of Downers Grove, an Illinois municipal corporation ("Village"), dated July 6, 1998, (the "Agreement").

BACKGROUND



Licensee desires to allow its affiliates or joint venture partners to use some portion of the Licensed Premises for the deployment of advanced wireless services.

Licensee and the Village therefore desire to modify the provisions of the Agreement as provided below.

AGREEMENT

For good and valuable consideration the receipt and sufficiency of which is acknowledged, the Village and Licensee agree as follows:

1. **Modification to the Licensee Improvements.** Exhibit 2 of the Agreement is amended to include the revised Exhibit 2.2, consisting of lease drawings labeled C-2 and C-4, a copy of which is attached and made a part hereof. Upon full execution of this Amendment, Licensee is permitted to do all work necessary to prepare, maintain and alter the Licensed Premises to install, modify or otherwise relocate the Licensee Improvements, all as more fully described and contemplated in Exhibit 2.2.
2. **Assignment and Subletting.** Section 16 of the Agreement shall remain as is.
3. **Expiration or Termination of Sublicense.** If Licensee's sublicensee (i) does not install, construct or add equipment to the Licensed Premises, or (ii) installs equipment, but later removes the equipment, then upon written notice to Village, Licensee may terminate this Amendment. After terminating the Amendment, the terms and conditions of the Agreement as they existed immediately prior to the Effective Date of this Amendment shall be deemed ratified, and shall continue in full force and effect. Rent shall revert to the amount in effect immediately prior to the Effective Date of this Amendment, plus any rental increases, including annual escalators or rent increases due to other Licensed Premises modifications made by Licensee, which occurred during the period of time between the Effective Date of this Amendment and the termination date of this Amendment.
4. **Modification to Rent.** In consideration for the revisions contemplated by this Amendment, effective upon the first day of the month following the date the Licensee Improvements are modified, the monthly rent will be increased by \$500.00.

5. **Licensee's Notice Address.** Licensee's notice address in Section 21 of the Agreement is hereby deleted in its entirety and replaced with the following:

Sprint/Nextel Property Services
Mailstop KSOPHT0101-Z2650
6391 Sprint Parkway
Overland Park, Kansas 66251-2650

With a mandatory copy to:

Sprint/Nextel Law Department
Mailstop KSOPHT0101-Z2020
6391 Sprint Parkway
Overland Park, Kansas 66251-2020
Attn.: Real Estate Attorney"

6. **General Terms and Conditions.**

(a) All capitalized terms used in this Amendment, unless otherwise defined herein, will have the same meaning as the terms contained in the Agreement.

(b) In case of any inconsistencies between the terms and conditions contained in the Agreement and the terms and conditions contained in this Amendment, the terms and conditions herein will control. Except as set forth below, all provisions of the Agreement are ratified and remain unchanged and in full force and effect.

(c) This Amendment may be executed in duplicate counterparts, each of which will be deemed an original.

(d) Each of the parties represent and warrant that they have the right, power, legal capacity and authority to enter into and perform their respective obligations under this Amendment.

SIGNATURES ON FOLLOWING PAGE



The parties have executed this Amendment as of the Effective Date.

Village:

Village of Downers Grove, an Illinois municipal corporation

By: _____

Name: _____

Title: _____

Date: (Date must be completed)

Licensee:

Sprintcom, Inc., a Kansas Corporation

By: *Holly S. Castellanos*

Name: Holly S. Castellanos

Title: Manager, Real Estate

Date: (Date must be completed) 9/1/09



Exhibit 2.2

[see attached]

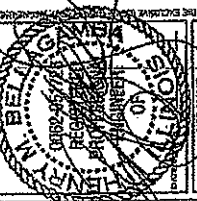
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clear wireless LLC
 1000 N. ROSSER RD
 SUITE 300
 ROCKFORD, IL 60089
 (815) 398-9800

ROSENTHAL ENGINEERING CONSULTANTS, INC.
 5120 N. MICHIGAN RD.
 SUITE 100
 ROCKFORD, IL 60089
 TEL: 815-398-9800
 FAX: 815-398-9801
 WWW.RENCON.COM

NO.	DESCRIPTION	DATE	BY
1	ISSUED FOR PERMIT	08/05/08	JL
2	REVISED FOR PERMIT	08/15/08	JL
3	REVISED FOR PERMIT	08/20/08	JL
4	REVISED FOR PERMIT	08/25/08	JL
5	REVISED FOR PERMIT	09/01/08	JL
6	REVISED FOR PERMIT	09/05/08	JL
7	REVISED FOR PERMIT	09/10/08	JL
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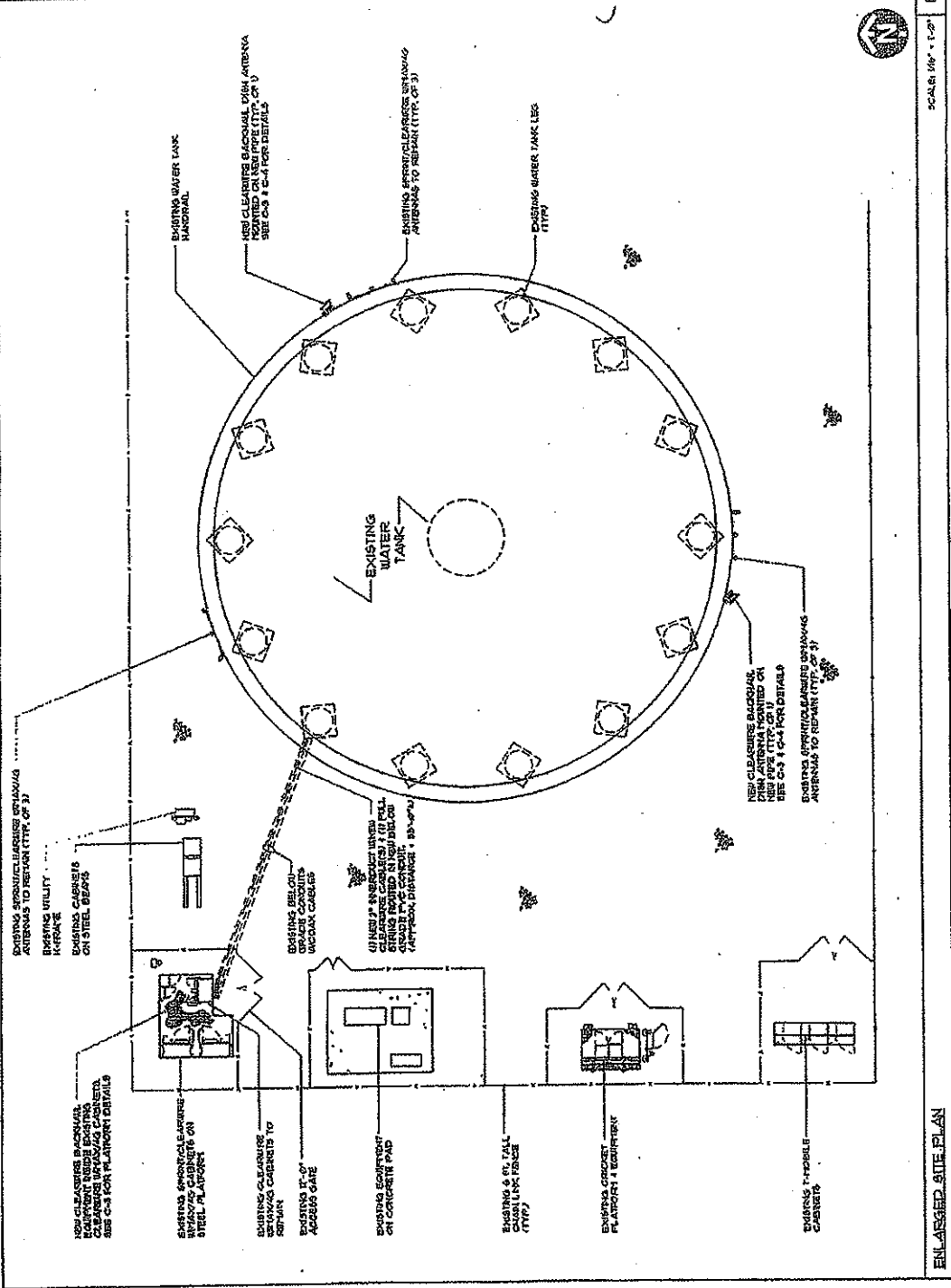
SITE NAME
 DOWNERS DRIVE

SITE NO.
 IL-CH15052

SITE ADDRESS
 415 DOWNERS DRIVE
 DOWNERS DRIVE, IL 60018

SHEET NAME
 ENLARGED SITE PLAN

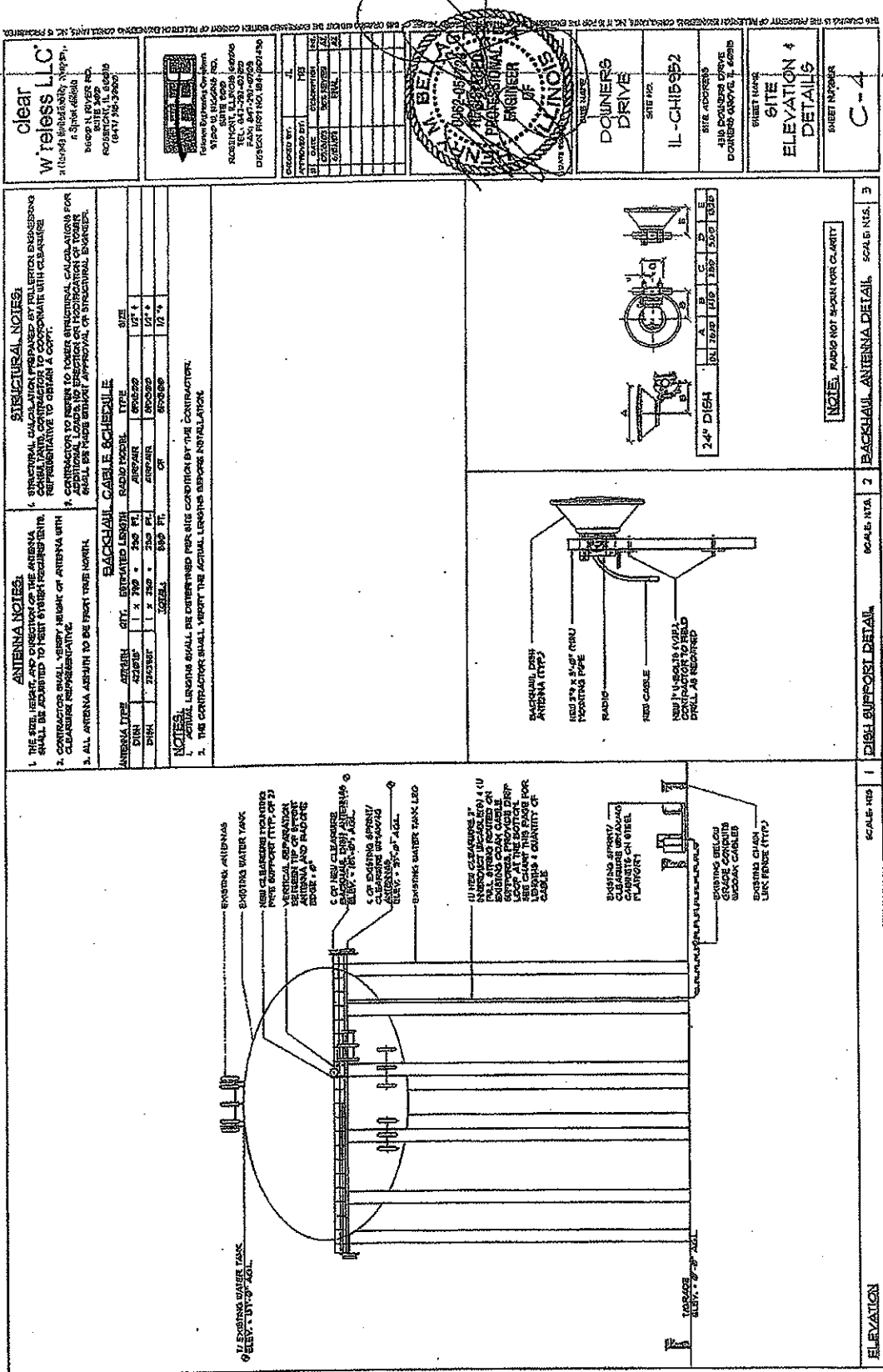
SHEET NUMBER
 C-2




SCALE: 1/8" = 1'-0"

ENLARGED SITE PLAN

hce



clear wireless LLC
A (604) BELLEVILLE, ILLINOIS
1300 N. BRIDGE ST.
SUITE 300
BELLEVILLE, IL 62206
(618) 298-9940



W. N. BELL
PROFESSIONAL ENGINEER
STATE OF ILLINOIS

DOWNERS DRIVE
SITE NO.
IL-CH15952
SITE ADDRESS
410 DOWNERS DRIVE
DOWNERS GROVE, IL 60130

SHEET NAME
SITE ELEVATION & DETAILS
SHEET NUMBER
C-4

ANTENNA NOTES:

- THE SIZE, HEIGHT, AND ORIENTATION OF THE ANTENNA SHALL BE ADJUSTED TO MEET OVERHEAD CLEARANCE REQUIREMENTS.
- CONTRACTOR SHALL VERIFY CLEARANCE OF ANTENNA WITH CLEARANCE REPRESENTATIVE.
- ALL ANTENNA SHALL BE FROM THE NORTH.

STRUCTURAL NOTES:

- STRUCTURAL CALCULATION PREPARED BY FULLERTON ENGINEERING CONSULTANTS. CONTRACTOR TO COORDINATE WITH CLEARANCE REPRESENTATIVE TO OBTAIN A COPY.
- CONTRACTOR TO REFER TO POWER STRUCTURAL CALCULATIONS FOR ALL STRUCTURAL REQUIREMENTS.
- ALL STRUCTURAL WORK SHALL BE DONE UNDER APPROVAL OF STRUCTURAL ENGINEER.

BACKHAUL CABLE SCHEDULE

ANTENNA TYPE	ANTENNA QTY.	ESTIMATED LENGTH	RADIO MODEL	TYPE	SIZE
DISH	1	700' ±	9500-200	REPAIR	1/2"
DISH	2	200' ±	9500-200	REPAIR	1/2"
DISH	1	200' ±	9500-200	REPAIR	1/2"

NOTES:

- ACTUAL LENGTHS SHALL BE DETERMINED FOR SITE CONDITION BY THE CONTRACTOR.
- THE CONTRACTOR SHALL VERIFY THE ACTUAL LENGTHS BEFORE INSTALLATION.

1 DISH SUPPORT DETAIL SCALE: NTA

2 BACKHAUL ANTENNA DETAIL SCALE: NTS, 3

3 DISH ANTENNA DETAIL SCALE: NTS, 3

Handwritten signature