AGREEMENT

This agreement is made and entered into this ___ day of ______, 2008, between Dart Industries, Inc. and T-Mobile South LLC in order to obtain the approval of CU08-00004.

WHEREAS, Dart Industries, Inc. and T-Mobile South LLC have requested approval of CU08-00004 for the purpose of erecting a telecommunication tower and related facilities on the following described real estate:

See Attached Exhibit A

and,

WHEREAS, it is the owner’s obligation to obtain all necessary development approvals for the subject property from the County Commission pursuant to all applicable development regulations,

NOW THEREFORE, in consideration of the promises, mutual covenants, representations, warranties and conditions herein contained, Dart Industries, Inc. and T-Mobile South, LLC hereby agree as follows:

1. Where feasible, Dart Industries, Inc. and T-Mobile South LLC shall make the communication tower and site available to other legitimate service providers at a price equal to or lower than the market rates and subject to reasonable terms.

2. Factors that may impact determinations regarding feasibility include, but are not limited to: the use of sound engineering principals, the impact of the co-location on the structural integrity of the tower, and the impact of the co-location on existing tower users.

3. Factors which may impact determinations regarding reasonable terms include, but are not limited to: the capitalized cost of the telecommunication tower and land, the amount of the lease payments, the incremental cost of designing and constructing the tower to accommodate additional users, increases in maintenance expenses due to co-location, and a fair return on investment which is consistent with rates paid for comparable tower sites for co-location.

4. In the event that the Board of County Commissioners makes a determination, after giving Dart Industries, Inc. and T-Mobile South LLC reasonable notice and an opportunity to be heard, that the tower and site were not made available to other service providers as set forth herein, the approvals granted in CU08-00004 shall be void, and Dart Industries, Inc. and T-Mobile South LLC agree to remove the subject tower and related facilities within a reasonable time thereafter, to be established by the Board.

5. In the event that the Board brings any action at law or in equity for or on account of any breach of, or to enforce or interpret any of the covenants,
terms, or conditions of the Agreement, the Board shall be entitled to recover, as part of the Board’s costs, reasonable attorney’s fees, the amount of which shall be fixed by the court and shall be made a part of any judgment or decree rendered.

IN WITNESS WHEREOF, the parties hereto have set their hands and seal this day of ______________, 2008.

Dart Industries, Inc.  
Mike Ackroyd for T-Mobile South LLC

Thomas M. Roehl  
Mike Ackroyd

Printed  
Printed

STATE OF FLORIDA  
COUNTY OF _______________________

The foregoing instrument was acknowledged before me this ______________ day of ______________, 2008 by ______________________, who is personally known to me or has produced ______________________ as identification.

(VICTOR E. LISER  
Notary Public

Printed Name  
Commission No.: ______________
Commission Expires: ______________

STATE OF FLORIDA  
COUNTY OF ____________

The foregoing instrument was acknowledged before me this ______________ day of ______________, 2008, by Mike Ackroyd who is personally known to me or who has produced ______________________ as identification.

(THeresa G. Brown  
Notary Public

Printed Name  
Commission No.: DD751735  
Commission Expires: 01/24/2012

2
BOARD OF COUNTY COMMISSIONERS OF
OSCEOLA COUNTY, FLORIDA

By: [Signature]
Chairman/Vice Chairman
Co-Location Agreement: 2008-2004

(Seal)

ATTEST:
[Signature]
Clerk/Deputy Clerk of the Board
Approved 08/11/08

STATE OF FLORIDA
COUNTY OF OSCEOLA

The foregoing instrument was acknowledged before me this 11th day of
August , 2008, respectively as Chairman/Vice Chairman and Clerk/Deputy
Clerk of the Board of County Commissioners of Osceola County, Florida, who are
personally known to me and who did not take an oath.

(NOTARY PUBLIC SEAL)

DEBRA A. DAVIS
Notary Public
Notary Public, State of Florida
My comm. exp. Dec. 17, 2010
Comm. No. DD 622989

[Signature]
Notary Public

Debra A. Davis
Printed Name
Commission No.: 02 2,989
Commission Expires: 12/17/10
EXHIBIT A

PARENT PARCEL (OFFICIAL RECORD BOOK 2985, PAGE 1151):
LOT 1, OSCEOLA CORPORATE CENTER, ACCORDING TO THE PLAT THEREOF, AS
RECORDED IN PLAT BOOK 6, PAGES 147, 148 AND 149, PUBLIC RECORDS OF
OSCEOLA COUNTY, FLORIDA.

LESS AND EXCEPT FROM THE ABOVE LANDS THAT PORTION CONVEYED TO THE
STATE OF FLORIDA DEPARTMENT OF TRANSPORTATION, BY VIRTUE OF THAT
CERTAIN WARRANTY DEED RECORDED MARCH 20, 2002, IN OR BOOK 2020, PAGE
1305, PUBLIC RECORDS OF OSCEOLA COUNTY, FLORIDA, BEING MORE
PARTICULARLY DESCRIBED AS FOLLOWS: COMMENCE AT THE NORTHEAST
CORNER OF THE NORTHWEST QUARTER OF SECTION 3, TOWNSHIP 25 SOUTH,
RANGE 29 EAST, OSCEOLA COUNTY, FLORIDA; THENCE ALONG THE NORTHERLY
LINE OF THE NORTHWEST QUARTER OF SAID SECTION 3 RUN NORTH 89 DEGREES
50 MINUTES 41 SECONDS WEST, 391.262 METERS (1283.67 FEET) TO THE EXISTING
EASTERLY RIGHT OF WAY LINE OF STATE ROAD 500/600 AS SHOWN ON FLORIDA
DEPARTMENT OF TRANSPORTATION RIGHT OF WAY MAP, SECTION 92010-2532;
THENCE ALONG SAID RIGHT OF WAY LINE SOUTH 06 DEGREES 51 MINUTES 15
SECONDS EAST 6.099 METERS (20.01 FEET) TO THE SOUTH LINE OF TRACT "B",
OSCEOLA CORPORATE CENTER, AS RECORDED IN PLAT BOOK 6, PAGES 147-149,
PUBLIC RECORDS OF OSCEOLA COUNTY, FLORIDA, FOR THE POINT OF
BEGINNING; THENCE CONTINUE ALONG SAID RIGHT OF WAY LINE SOUTH 06
DEGREES 51 MINUTES 15 SECONDS EAST, 31.619 METERS (103.74 FEET) TO THE
BEGINNING OF A CURVE CONCAVE WESTERLY, HAVING A RADIUS OF 3508.008
METERS (11509.19 FEET) AND A CHORD BEARING OF SOUTH 03 DEGREES 22
MINUTES 30 SECONDS EAST; THENCE SOUTHERLY ALONG THE ARC OF SAID
CURVE THROUGH A CENTRAL ANGLE OF 06 DEGREES 57 MINUTES 30 SECONDS, A
DISTANCE OF 426.033 METERS (1397.74 FEET) TO THE END OF SAID CURVE;
THENCE SOUTH 00 DEGREES 06 MINUTES 15 SECONDS WEST 439.042 METERS
(1440.42 FEET) TO THE SOUTH LINE OF LOT 1, SAID OSCEOLA CORPORATE
CENTER; THENCE DEPARTING SAID EXISTING EASTERLY RIGHT OF WAY LINE
RUN NORTH 89 DEGREES 28 MINUTES 33 SECONDS EAST ALONG THE SOUTH LINE
OF SAID LOT 1, A DISTANCE OF 13.932 METERS (45.71 FEET); THENCE NORTH 00
DEGREES 06 MINUTES 15 SECONDS EAST, 226.839 METERS (744.22 FEET); THENCE
NORTH 89 DEGREES 53 MINUTES 45 SECONDS WEST, 4.247 METERS (13.93 FEET);
THENCE NORTH 00 DEGREES 06 MINUTES 15 SECONDS EAST, 212.050 METERS
(695.70 FEET) TO THE BEGINNING OF A CURVE CONCAVE WESTERLY, HAVING A
RADIUS OF 3517.692 METERS (11540.96 FEET) AND A CHORD BEARING OF NORTH
01 DEGREES 08 MINUTES 03 SECONDS WEST; THENCE NORTHERLY ALONG THE
ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 02 DEGREES 28 MINUTES
35 SECONDS, A DISTANCE OF 152.046 METERS (498.84 FEET) TO THE END OF SAID
CURVE; THENCE NORTH 87 DEGREES 37 MINUTES 40 SECONDS EAST, 4.753
METERS (15.59 FEET) TO THE BEGINNING OF A CURVE CONCAVE WESTERLY,
HAVING A RADIUS OF 3522.445 METERS (11556.55 FEET) AND A CHORD BEARING
OF NORTH 03 DEGREES 40 MINUTES 31 SECONDS WEST; THENCE NORTHERLY
ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 02 DEGREES 36 MINUTES 21 SECONDS, A DISTANCE OF 160.194 METERS (525.57 FEET) TO THE END OF SAID CURVE; THENCE SOUTH 85 DEGREES 01 MINUTES 19 SECONDS WEST, 4.091 METERS (13.42 FEET) TO THE BEGINNING OF A CURVE CONCAVE WESTERLY, HAVING A RADIUS OF 3518.354 METERS (11543.13 FEET) AND A CHORD BEARING OF NORTH 05 DEGREES 54 MINUTES 58 SECONDS WEST; THENCE NORTHERLY ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 01 DEGREES 52 MINUTES 34 SECONDS, A DISTANCE OF 115.207 METERS (377.97 FEET) TO THE END OF SAID CURVE; THENCE NORTH 06 DEGREES 51 MINUTES 15 SECONDS WEST, 30.347 METERS (99.56 FEET) TO SAID SOUTH LINE OF TRACT "B"; THENCE ALONG SAID SOUTH LINE NORTH 89 DEGREES 50 MINUTES 41 SECONDS WEST, 10.424 METERS (34.20 FEET) TO THE POINT OF BEGINNING.

ALSO LESS AND EXCEPT THAT PORTION CONVEYED TO THE SCHOOL BOARD OF OSCEOLA COUNTY, FLORIDA, BY VIRTUE OF THAT CERTAIN SPECIAL WARRANTY DEED RECORDED JULY 2, 2002, IN OR BOOK 2073, PAGE 2064, PUBLIC RECORDS OF OSCEOLA COUNTY, FLORIDA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS: A PORTION OF LOT 1, OSCEOLA CORPORATE CENTER, ACCORDING TO THE PLAT THEREOF, AS RECORDED IN PLAT BOOK 6, PAGES 147-149, PUBLIC RECORDS OF OSCEOLA COUNTY, FLORIDA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS: COMMENCE AT THE SOUTHWEST CORNER OF LOT 1, OSCEOLA CORPORATE CENTER, ACCORDING TO THE PLAT THEREOF, AS RECORDED IN PLAT BOOK 6, PAGES 147-149, PUBLIC RECORDS OF OSCEOLA COUNTY, FLORIDA; THENCE NORTH 00 DEGREES 03 MINUTES 02 SECONDS EAST, ALONG THE WEST LINE OF SAID LOT 1, A DISTANCE OF 639.32 FEET; THENCE SOUTH 89 DEGREES 56 MINUTES 58 SECONDS EAST, A DISTANCE OF 45.71 FEET TO A POINT ON THE EAST RIGHT OF WAY LINE OF U.S. HIGHWAY 441 (S.R. 500 AND 600) FOR THE POINT OF BEGINNING (SAID EAST RIGHT OF WAY LINE, ACCORDING TO OR BOOK 2020, PAGE 1305, OF THE PUBLIC RECORDS OF OSCEOLA COUNTY, FLORIDA); THENCE NORTH 00 DEGREES 03 MINUTES 02 SECONDS EAST, ALONG SAID EAST RIGHT OF WAY LINE, A DISTANCE OF 105.40 FEET; THENCE NORTH 89 DEGREES 56 MINUTES 58 SECONDS WEST, A DISTANCE OF 13.93 FEET; THENCE NORTH 00 DEGREES 03 MINUTES 02 SECONDS WEST, A DISTANCE OF 29.60 FEET; THENCE LEAVING SAID EAST RIGHT OF WAY LINE, RUN SOUTH 89 DEGREES 56 MINUTES 58 SECONDS EAST, A DISTANCE OF 337.69 FEET; THENCE NORTH 00 DEGREES 03 MINUTES 02 SECONDS EAST, A DISTANCE OF 286.46 FEET; THENCE SOUTH 89 DEGREES 56 MINUTES 58 SECONDS EAST, A DISTANCE OF 248.48 FEET; THENCE SOUTH 58 DEGREES 11 MINUTES 25 SECONDS EAST, A DISTANCE OF 191.37 FEET; THENCE SOUTH 78 DEGREES 06 MINUTES 15 SECONDS EAST, A DISTANCE OF 433.88 FEET; THENCE SOUTH 67 DEGREES 37 MINUTES 57 SECONDS EAST, A DISTANCE OF 182.95 FEET; THENCE SOUTH 02 DEGREES 06 MINUTES 35 SECONDS EAST, A DISTANCE OF 193.37 FEET TO A POINT ON THE SOUTH LINE OF SAID LOT 1; THENCE SOUTH 61 DEGREES 00 MINUTES 29 SECONDS WEST, ALONG SAID SOUTH LINE OF LOT 1, A DISTANCE OF 62.15 FEET; THENCE SOUTH 37 DEGREES 52 MINUTES 01 SECONDS WEST, A DISTANCE OF 503.49 FEET; THENCE SOUTH 50 DEGREES 25 MINUTES 05 SECONDS WEST, A
DISTANCE OF 179.22 FEET TO A POINT ON THE NORTH LINE OF WETLAND NUMBER 31A, ACCORDING TO THE DEED OF CONSERVATION EASEMENT RECORDED IN OR BOOK 1700, PAGE 1888, OF THE PUBLIC RECORDS OF OSCEOLA COUNTY, FLORIDA, AND ALSO RECORDED IN OR BOOK 5938, PAGE 3483, OF THE PUBLIC RECORDS OF ORANGE COUNTY, FLORIDA; THENCE ALONG THE NORTH LINE OF SAID WETLAND 31A, SOUTH 72 DEGREES 01 MINUTES 36 SECONDS WEST, A DISTANCE OF 27.45 FEET; THENCE SOUTH 26 DEGREES 30 MINUTES 00 SECONDS WEST, A DISTANCE OF 24.93 FEET TO A POINT ON THE AFORESAID SOUTH LINE OF LOT 1; THENCE SOUTH 50 DEGREES 25 MINUTES 05 SECONDS WEST, A DISTANCE OF 41.12 FEET TO A POINT ON THE NORTH LINE OF AFORESAID WETLAND 31A; THENCE SOUTH 89 DEGREES 41 MINUTES 49 SECONDS WEST, A DISTANCE OF 167.38 FEET; THENCE NORTH 89 DEGREES 55 MINUTES 05 SECONDS WEST, A DISTANCE OF 149.08 FEET; THENCE SOUTH 83 DEGREES 00 MINUTES 43 SECONDS WEST, A DISTANCE OF 23.29 FEET TO A POINT ON THE SOUTH LINE OF SAID LOT 1; THENCE SOUTH 89 DEGREES 25 MINUTES 15 SECONDS WEST, A DISTANCE OF 118.93 FEET; THENCE LEAVING SAID SOUTH LINE OF LOT 1, RUN NORTH 00 DEGREES 06 MINUTES 38 SECONDS WEST, A DISTANCE OF 635.44 FEET; THENCE NORTH 89 DEGREES 56 MINUTES 58 SECONDS WEST, A DISTANCE OF 305.90 FEET TO THE POINT OF BEGINNING.

T-MOBILE LEASE PARCEL:
THAT PART OF LOT 1, OSCEOLA CORPORATE CENTER, AS PER PLAT THEREOF RECORDED IN PLAT BOOK 6, PAGE 147 OF THE PUBLIC RECORDS OF OSCEOLA COUNTY, FLORIDA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS: COMMENCE AT THE MOST EASTERLY CORNER OF LOT 1, OSCEOLA CORPORATE CENTER, AS PER PLAT THEREOF RECORDED IN PLAT BOOK 6, PAGE 147 OF THE PUBLIC RECORDS OF OSCEOLA COUNTY, FLORIDA; THENCE N 17°49'08" W ALONG THE EASTERLY LINE OF SAID LOT 1 FOR 93.76 FEET; THENCE S 72°10'52" W FOR 195.75 FEET TO THE POINT OF BEGINNING; THENCE N 01°46'43" W FOR 64.00 FEET; THENCE S 88°13'17" W FOR 95.00 FEET; THENCE S 01°46'43" E FOR 64.00 FEET; THENCE N 88°13'17" E FOR 95.00 FEET TO SAID POINT OF BEGINNING. CONTAINING 0.14 ACRES MORE OR LESS.

10' WIDE UTILITY EASEMENT:
THAT PART OF LOT 1, OSCEOLA CORPORATE CENTER, AS PER PLAT THEREOF RECORDED IN PLAT BOOK 6, PAGE 147 OF THE PUBLIC RECORDS OF OSCEOLA COUNTY, FLORIDA, LYING WITHIN 5 FEET OF BOTH SIDES OF A CENTERLINE BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS: COMMENCE AT THE MOST EASTERLY CORNER OF LOT 1, OSCEOLA CORPORATE CENTER, AS PER PLAT THEREOF RECORDED IN PLAT BOOK 6, PAGE 147 OF THE PUBLIC RECORDS OF OSCEOLA COUNTY, FLORIDA; THENCE N 17°49'08" W ALONG THE EASTERLY LINE OF SAID LOT 1 FOR 93.76 FEET; THENCE S 72°10'52" W FOR 195.75 FEET TO THE SOUTHEAST CORNER OF A 64 FOOT X 95 FOOT T-MOBILE LEASE PARCEL; THENCE S 88°13'17" W ALONG THE SOUTH LINE OF SAID LEASE PARCEL FOR 95.00 FEET TO THE SOUTHWEST CORNER OF SAID LEASE PARCEL AND THE POINT OF BEGINNING OF THE HEREIN DESCRIBED CENTERLINE; THENCE S 67°15'56" W FOR
127.33 FEET TO THE POINT OF TERMINUS OF THE HEREIN DESCRIBED CENTERLINE. CONTAINING 0.03 ACRES MORE OR LESS.

15' WIDE INGRESS AND EGRESS EASEMENT:
THAT PART OF LOT 1, OSCEOLA CORPORATE CENTER, AS PER PLAT THEREOF RECORDED IN PLAT BOOK 6, PAGE 147 OF THE PUBLIC RECORDS OF OSCEOLA COUNTY, FLORIDA, LYING WITHIN 7.5 FEET OF BOTH SIDES OF A CENTERLINE BEING MORE PARTICULARLY DESCRIBED AS Follows: COMMENCE AT THE MOST EASTERNLY CORNER OF LOT 1, OSCEOLA CORPORATE CENTER, AS PER PLAT THEREOF RECORDED IN PLAT BOOK 6, PAGE 147 OF THE PUBLIC RECORDS OF OSCEOLA COUNTY, FLORIDA; THENCE N 17°49'08" W ALONG THE EASTERNLY LINE OF SAID LOT 1 FOR 93.76 FEET; THENCE S 72°10'52" W FOR 195.75 FEET TO THE SOUTHEAST CORNER OF A 64 FOOT X 95 FOOT T-MOBILE LEASE PARCEL; THENCE N 01°46'43" W ALONG THE EAST LINE OF SAID LEASE PARCEL FOR 32.00 FEET TO THE POINT OF BEGINNING OF THE HEREIN DESCRIBED CENTERLINE; THENCE N 88°13'17" E FOR 29.43 FEET; THENCE N 20°54'15" E FOR 90.39 FEET; THENCE N 07°32'23" E FOR 27.84 FEET; THENCE N 06°03'58" W FOR 283.33 FEET; THENCE N 24°09'16" W FOR 288.77 FEET; THENCE N 29°21'16" W FOR 163.39 FEET; THENCE N 24°01'41" W FOR 61.35 FEET; THENCE N 18°12'11" W FOR 80.26 FEET; THENCE N 25°27'04" W FOR 126.04 FEET; THENCE N 23°10'41" W FOR 84.22 FEET; THENCE N 12°11'41" W FOR 112.66 FEET TO AN INTERSECTION WITH THE NORTH LINE OF SAID LOT 1 AND THE POINT OF TERMINUS OF THE HEREIN DESCRIBED CENTERLINE. CONTAINING 0.46 ACRES MORE OR LESS.