AMERICAN TOWER

August 6, 2002

VIA FEDERAL EXPRESS

Mr. Kevin Burke
Deputy County Attorney
Office of the Fauquier County Attorney
40 Culpeper Street
Warrenton, Virginia 20186

RE: American Tower Morrisville Site

Dear Mr. Burke:

I write on behalf of Mr. Tom Ehrensberger to confirm several negotiations between the two of you. By copy of this letter, the following is the proposal from American Tower Corporation (ATC) to Fauquier County (the County) for the location of its equipment on the above-referenced tower.

- The County will pay for the structural analysis to be conducted showing the proposed extension and the proposed County equipment, as well as the equipment currently being installed by Sprint PCS
- The County will pay $2500.00 per month in rent to ATC
- There will be an annual escalation of 4% on that rent
- The first term of the agreement will be five (5) years
- There will be three (3) consecutive terms of five (5) years to the agreement
- The County will pay for the extension to the tower and the installation fees to construct it
- If the County grants ATC a variance to extend the tower to 199' and American Tower Construction Services performs the installation of that extension, a reduction of 15% of the cost of that installation will be granted to the County by ATC

It is our understanding that the Board will have to review this proposal and decide whether or not it is acceptable. Please keep us informed of the progress and outcome of that decision.

Thank you for your time and attention to this matter. Please feel free to contact Tom with any questions or comments at 412-721-4618.

Very truly yours,

Jaymie L. Hanna

cc via email: Tom Ehrensberger
Jeff Baker
Van Thompson