

EXTENSION OF WIRELESS USE AGREEMENT
BETWEEN CITY OF LAS VEGAS AND
NEXTG NETWORKS OF CALIFORNIA, INC.

This Extension of Wireless Use Agreement ("Extension Agreement") is executed to be effective on the 1st day of March, 2011 (the "Effective Date") between the City of Las Vegas, Nevada, a municipal corporation ("City"), and NextG Networks of California, Inc., a Delaware corporation, d.b.a. NextG Networks West ("NextG").

WHEREAS, the City and NextG entered into a Wireless Use Agreement ("WUA") dated March 1, 2006, and an Amendment to Wireless Use Agreement ("Amendment to WUA") dated July 1, 2007, which agreements may hereafter be referred to collectively as the "Amended WUA"; and

WHEREAS, the Amended WUA includes various definitions that are used herein and incorporated herein below; and

WHEREAS, the Amended WUA granted NextG the right to use the City's Rights-of-Way ("ROW") and ROW Poles for purposes of providing Telecommunications Service, including NextG's attachment of Equipment used in providing Telecommunications Service to certain Municipal Facilities located in the ROW; and

WHEREAS, pursuant to the Amended WUA, NextG has deployed its initial Telecommunications Service Network, including the attachment of NextG's Equipment to Municipal Facilities; and

WHEREAS, the term of the Amended WUA will expire on March 1, 2011 if such term is not extended; and

WHEREAS, Section 2 of the WUA provides that the parties may, by mutual consent, extend the term of the Amended WUA for one additional five-year period, on the terms and conditions set forth in the Amended WUA; and

WHEREAS, pursuant to Section 2 of the WUA, the City and NextG wish to renew the Amended WUA and to extend the expiration date thereof for a period of five years, on the same terms and conditions except as otherwise specified below.

NOW THEREFORE, in consideration of the premises and of the terms and conditions specified herein, the parties hereby agree as follows:

SECTION 1. DEFINITIONS.

For purposes of this Extension Agreement, all terms, phrases, words and their derivations herein shall have the same meanings as those terms are defined in the Amended WUA, unless the context clearly indicates that another meaning is intended. When used herein, the term “Effective Date” shall mean March 1, 2011, not the effective dates specified in the WUA and the Amendment to WUA. Words not defined in the Amended WUA or otherwise defined in this Extension Agreement shall be given their common and ordinary meaning.

SECTION 2. EXTENSION OF AMENDED WUA; CONFIRMATION OF TERMS.

This Extension Agreement shall commence on the Effective Date, shall constitute a renewal of the Amended WUA, and shall extend the expiration date of the Amended WUA until March 1, 2016, or until the Amended WUA is otherwise terminated in accordance with the provisions thereof. Except to the extent that the Amended WUA is expressly modified herein, the parties hereby confirm that all terms and conditions of the Amended WUA remain in full force and effect.

SECTION 3. DELETION OF SUBSECTION 6.1 OF AMENDED WUA.

Subsection 6.1 of the Amended WUA concerning deadlines for NextG to Commence Installation and to Commence Operation of its Network, or expansions thereof, is hereby deleted in its entirety.

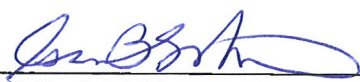
SECTION 4. CHANGE OF ADDRESS FOR NOTICES TO NEXTG.

Subsection 10.1 of the Amended WUA concerning notices to the parties is hereby amended to change the address for notices to NextG to the following:

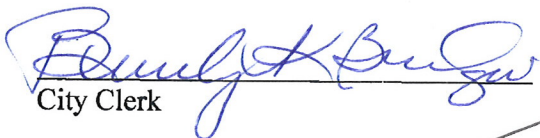
NEXTG NETWORKS OF CALIFORNIA, INC.
Attention: Contracts Administration
890 Tasman Drive
Milpitas, CA 95035

EXECUTED to be effective on the Effective Date specified above.

CITY OF LAS VEGAS, NEVADA,
a municipal corporation,

By: 
OSCAR B. GOODMAN, Mayor

ATTEST:


City Clerk

APPROVED AS TO FORM:

 2/1/11
Date

NEXTG NETWORKS OF CALIFORNIA, INC., a
Delaware corporation d.b.a. NextG Networks West

By: 
ROBERT L. DELSMAN, Senior V.P. and
General Counsel

Approved as to Form and Legal Sufficiency:
<u></u>
Signature/Initials
Date: <u>1/1</u> / <u>11</u> / <u>2011</u>