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ASSIGNMENT AND ASSUMPTION OF LEASES

This Assignment of Leases ("Agreement") is dated as of _____, 2012, between Sedgwick County, Kansas, a political subdivision of the state of Kansas ("Assignor"), and Pixius Communications, LLC, a Kansas Limited Liability Company ("Assignee").

RECITALS

- A. Assignor is the Lessor under certain Leases as identified on Exhibit A.
- B. Assignor has agreed to assign the Leases to Assignee, and Assignee has agreed to assume, all of Assignor's right, title and interest in and to the Leases.
- C. The Effective Date is the date of closing on the Purchase and Sale Agreement entered into the parties.

AGREEMENT

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor and Assignee each hereby agree as follows:

1. Assignment. Effective as of 12:01 a.m. local time on the Effective Date, Assignor hereby assigns and transfers to Assignee all of Assignor's right, title, and interest in and to the Lease.
2. Assumption. Effective as of 12:01 a.m. on the Effective Date, Assignee hereby assumes all of the Assignor's covenants, agreements, liabilities and obligations that arise after the 12:01 a.m. on the Effective Date and relate to facts, circumstances or conditions existing, initiated or occurring after 12:01 a.m. after the Effective Date.
3. Miscellaneous. This Agreement shall be construed and enforced in accordance with, and governed by, the laws of the State of Kansas without regard to conflicts-of-law principles that would require the application of any other law. The headings of this Agreement are for purposes of reference only and shall not limit or define the meaning of the provisions hereof. This Agreement may be executed in any number of counterparts, each of which shall be an

EXHIBIT A

<u>Lessee</u>	<u>Date of Lease</u>	<u>County Clerk Record Number</u>
AT&T	Aug. 13, 2003	4102-8
Verizon (New Cingular)	July, 13, 2005	4702-8