

**County of Palm Beach, FL
Frequency Reconfiguration Final
Closing**

**MUTUAL ASSIGNMENT OF FCC LICENSES / RECONFIGURATION
CERTIFICATIONS**

A. County of Palm Beach, FL, a governmental agency (the "Incumbent"), and Nextel South Corp., a wholly-owned indirect subsidiary of Nextel Communications, Inc., a Delaware corporation ("Nextel"), have entered into an Frequency Reconfiguration Agreement (the "Agreement"), dated August 15, 2006, for the creation / assignment of certain 800 MHz license(s) and the creation /assignment of certain 800 MHz license(s) (collectively referred to as the "License(s)");

B. Incumbent and Nextel have applied for and received Federal Communications Commission ("FCC") grant or consent to transfer such License(s);

NOW, THEREFORE:

1. Incumbent has assigned or modified the frequencies on the parameters listed below to Nextel. Nextel accepts this assignment and assumes responsibility as licensee from and after the date hereof.

CALLSIGN	Frequencies	Licensee	Location	# of Freq	Exp. Date	Lat (N)	Long (W)
WNDD563	852.2375	Palm Beach, County of	Belle Glade, FL	1	10/22/2012	26-39-56	80-38-38
WNDD563	852.3875	Palm Beach, County of	West Palm Beach, FL	1	10/22/2012	26-44-59	80-4-3
WNDD563	852.8875	Palm Beach, County of	Boynton Beach, FL	1	10/22/2012	26-32-28	80-4-18
WNDD563	853.5125	Palm Beach, County of	Greenacres, FL	1	10/22/2012	26-38-46	80-10-21
WPLU658	853.3875	Palm Beach, County of	West Palm Beach, FL	1	02/24/2013	26-40-37.2	80-6-37.2
WPLU658	853.3875	Palm Beach, County of	West Palm Beach, FL	1	02/24/2013	26-40-37.2	80-6-37.2
WPLU658	853.3875	Palm Beach, County of	_____	1	02/24/2013	26-41-4.2	80-22-21.2
WPLU658	853.3875	Palm Beach, County of	_____	1	02/24/2013	26-41-4.2	80-22-21.2
WPLU658	853.3875	Palm Beach, County of	_____	1	02/24/2013	26-41-4.2	80-22-21.2

Nextel - Mod/Assign - No Equipment - No Consideration

2. Nextel has created or assigned the frequencies on the parameters listed below to Incumbent. Incumbent accepts this grant/assignment and assumes responsibility as licensee from and after the date hereof.

Replacement Frequencies	Lat (N)	Long (W)	ERP (W)	Gnd Elev (ft)	Ant. Height (ft)	New Licensee	Location
854.6375	26-40-37.2	80-6-37.2	330	23	148	Palm Beach, County of	West Palm Beach, FL
854.6375	26-41-4.2	80-22-21.2	135	_____	_____	Palm Beach, County of	_____
854.6375	26-41-4.2	80-22-21.2	175	_____	_____	Palm Beach, County of	_____
854.7375	26-44-59	80-4-3	490	16	410	Palm Beach, County of	West Palm Beach, FL
856.0625	26-32-28	80-4-18	500	20	273	Palm Beach, County of	Boynton Beach, FL
858.7875	26-39-56	80-38-38	170	12	410	Palm Beach, County of	Belle Glade, FL
859.6625	26-38-46	80-10-21	427	14	410	Palm Beach, County of	Greenacres, FL

3. Incumbent agrees that all necessary work contemplated by the Agreement to reconfigure Incumbent's facilities has been satisfactorily completed.

4. Nextel and Incumbent agree that the Actual Costs to reconfigure the Incumbent System to operate on the Replacement Frequencies is \$0.00.

(Execution Page to Follow)

**PALM BEACH COUNTY, FLORIDA, BY
ITS BOARD OF COUNTY
COMMISSIONERS**

DATE: _____

By: _____
Name: Addie L. Greene
Title: Chairperson

ATTEST:
SHARON R. BOCK, CLERK &
COMPTROLLER

By: _____
Deputy Clerk

APPROVED AS TO FORM & LEGAL
SUFFICIENCY

By: _____
Assistant County Attorney

APPROVED AS TO TERMS AND
CONDITIONS

By: *Ann Mary Wolf*
Director, Facilities Dev. & Ops. *MD*

NEXTEL SOUTH CORP.

DATE: _____

By: *William M. Jenkins*
Name: William M. Jenkins
Title: Authorized Signatory

**County of Palm Beach, FL
Frequency Reconfiguration
Final Closing**

CLOSING CERTIFICATE OF COUNTY OF PALM BEACH, FL

I do hereby certify of behalf of **County of Palm Beach, FL**, a governmental agency ("Incumbent"), that:

1. Incumbent is a corporation or other entity, the undersigned is a duly appointed and acting officer of Incumbent.

2. That Incumbent has in all material respects complied with, satisfied or performed all obligations and conditions under that certain Frequency Reconfiguration Agreement (the "Agreement"), dated August 15, 2006, by and between Incumbent and Nextel South Corp., a wholly-owned indirect subsidiary of Nextel Communications, Inc., a Delaware corporation ("Nextel"), required to be complied with, satisfied or performed by it on or prior to this date as a condition of Closing, including but not limited to the Closing Conditions set forth in Section 9 of the Agreement.

3. All the representations and warranties made by Incumbent in the Agreement are true and correct with respect to Incumbent as of the date of this Certificate.

IN WITNESS WHEREOF, I have hereunto set my hand this date of _____, 2007.

**COUNTY OF PALM BEACH, FL
BY ITS BOARD OF COUNTY COMMISSIONERS**

By: _____
Name: Addie Greene
Title: Chairperson

ATTEST:
SHARON R. BOCK, CLERK &
COMPTROLLER

By: _____
Deputy Clerk

APPROVED AS TO FORM & LEGAL
SUFFICIENCY

By: _____
Assistant County Attorney

APPROVED AS TO TERMS AND
CONDITIONS

By: Anthony Wong
Director, Facilities Dev. & Ops. *AW*

**County of Palm Beach, FL
Frequency Reconfiguration
Final Closing**

CLOSING CERTIFICATE OF NEXTEL SOUTH CORP.

I do hereby certify on behalf of Nextel South Corp., a wholly-owned indirect subsidiary of Nextel Communications, Inc., a Delaware corporation ("Nextel"), that:

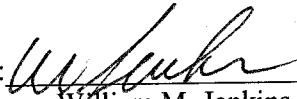
1. Nextel is a corporation or other entity and the undersigned is a duly appointed and acting officer of it.

2. That Nextel has in all material respects complied with, satisfied or performed all obligations and conditions under that certain Frequency Reconfiguration Agreement (the "Agreement"), dated August 15, 2006, by and between Nextel, and County of Palm Beach, FL, a governmental agency (the "Incumbent") required to be complied with, satisfied or performed by it on or prior to this date as a condition of Closing, including but not limited to the Closing Conditions set forth in Section 9 of the Agreement.

3. All the representations and warranties made by Nextel in the Agreement are true and correct with respect to Nextel as of the date of this Certificate.

IN WITNESS WHEREOF, I have hereunto set my hand this date of Jan. 18
_____, 2007.

NEXTEL SOUTH CORP.

By: 
Name: William M. Jenkins
Title: Authorized Signatory



Transition Administrator

The Official Reconfiguration Manager

800 MHZ RECONFIGURATION

COMPLETION CERTIFICATION

Incumbent Name: County of Palm Beach, FL

Certification

Pursuant to the FCC's order mandating the 800 MHz band reconfiguration (the "Order"), the above-name incumbent licensee (the "Incumbent") hereby certifies to the Transition Administrator appointed pursuant to the Order as follows:

1. That Incumbent has relinquished its original 800 MHz frequencies identified on Schedule A attached and reconfigured its facilities to operate on the replacement frequencies identified on Schedule B attached (the "Replacement Frequencies");
2. That all work required to reconfigure Incumbent's facilities to operate on the Replacement Frequencies has been satisfactorily completed; and
3. That Nextel South Corp. ("Nextel") and Incumbent have agreed that no money (\$0.00) was required to reconfigure Incumbent's facilities to operate on the Replacement Frequencies.

Signature: Audrey Wolf WJD
 Print Name: Audrey Wolf
 Title: Director, Facilities Development & Opns
 Phone Number: (561) 233-0200
 E-mail: awolf@pbcgov.com
 Date: 2/27/07

SCHEDULE A

Incumbent Frequencies

Incumbent's Name: County of Palm Beach, FL

Incumbent Assigns to Nextel:

CALLSIGN	Frequencies	Licensee	Location	# of Freq	Exp. Date	Lat (N)	Long (W)
WNDD563	852.2375	Palm Beach, County of	Belle Glade, FL	1	10/22/2012	26-39-56	80-38-38
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WNDD563	852.8875	Palm Beach, County of	Boynton Beach, FL	1	10/22/2012	26-32-28	80-4-18
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WPLU658	853.3875	Palm Beach, County of	West Palm Beach, FL	1	02/24/2013	26-40-37.2	80-6-37.2
WPLU658	853.3875	Palm Beach, County of	West Palm Beach, FL	1	02/24/2013	26-40-37.2	80-6-37.2
WPLU658	853.3875	Palm Beach, County of	_____	1	02/24/2013	26-41-4.2	80-22-21.2
WPLU658	853.3875	Palm Beach, County of	_____	1	02/24/2013	26-41-4.2	80-22-21.2
WPLU658	853.3875	Palm Beach, County of	_____	1	02/24/2013	26-41-4.2	80-22-21.2

Nextel – Mod/Assign – No Equipment – No Consideration

SCHEDULE B

Replacement Frequencies

Incumbent's Name: County of Palm Beach, FL

Nextel Assigns to Incumbent:

Replacement Frequencies	Lat (N)	Long (W)	ERP (W)	Gnd Elev (ft)	Ant. Height (ft)	New Licensee	Location
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854.6375	26-41-4.2	80-22-21.2	175	---	---	Palm Beach, County of	---
854.7375	26-44-59	80-4-3	490	16	410	Palm Beach, County of	West Palm Beach, FL
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