

**BILL OF SALE**

**THIS BILL OF SALE** is made and executed as of May [ ], 2025 (“Effective Date”), by the Indian River County a Florida municipal governmental entity, whose address is 1800 27th Street, Vero Beach, FL 32960 (“**Transferor**”), and is delivered to and in favor of Wireless EDGE Towers III, LLC, a Delaware limited liability company, whose address is 38 West Market Street, Rhinebeck, NY 12572 (“**Transferee**”), in connection with that certain Easement Agreement, dated as of the date hereof (the “**Agreement**”) by and between Transferor and Transferee wherein Transferee has agreed to accept from Transferor, and Transferor has agreed to convey, transfer, assign and deliver to Transferee, certain rights owned by Transferor related exclusively to that certain wireless telecommunications facility located at 8865 N A1A in the City of Vero Beach, County of Indian River, State of Florida as more particularly defined in the Assignment and Assumption of Lease Agreement, as set forth on Exhibit A attached hereto (the “**Assignment**”). (Capitalized terms used and not otherwise defined herein shall have the meanings assigned to such terms in the Purchase Agreement).

1. Sale by Transferor. Transferor hereby conveys, transfers, assigns and delivers to Transferee all of the Purchased Assets, free and clear of any and all mortgages, security interests, pledges, liens, charges and encumbrances, and Transferee hereby accepts such transfer and assumes and agrees to perform from and after the Effective Date all of the Transferor's obligations related to the Purchased Assets. TRANSFEEE ACKNOWLEDGES AND AGREES THAT THE ASSIGNMENTS ARE BEING ACQUIRED ON THE EFFECTIVE DATE IN THEIR AS-IS CONDITION ON THE EFFECTIVE DATE, AND TRANSFEEE IS RELYING SOLELY ON ITS OWN EXAMINATION OF THE ASSIGNMENTS AND THE PROVISIONS OF THIS BILL OF SALE.

2. Further Assurances. Transferor covenants and agrees that within one (1) month after the delivery hereof, Transferor will, upon the reasonable request of Transferee, at no cost to Transferor, execute, acknowledge and deliver, or will cause to be executed, acknowledged and delivered, all such further bills of sale, assignments, transfers, or conveyances as may be required for the assigning, transferring, granting, or conveying to Transferee of the Purchased Assets.

3. Successors and Assigns. This instrument and the covenants and agreements herein set forth shall inure to the benefit of Transferee and its successors and assigns and shall be binding upon Transferor and its successors and assigns.

4. Counterparts; Electronic Transmission. This Bill of Sale may be executed in any number of counterparts, and each of which shall, when executed, be deemed to be an original and all of which shall be deemed to be one and the same instrument.

(Signature and Acknowledgement Pages Follow)

IN WITNESS WHEREOF, Transferor has executed this BILL OF SALE on the date last written below.

**TRANSFEROR:**

**Indian River County**  
a Florida municipal governmental entity

By: \_\_\_\_\_

Name:

Title:

Date: \_\_\_\_\_

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.
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**TRANSFEROR ACKNOWLEDGEMENT**

STATE OF FLORIDA

COUNTY OF INDIAN RIVER

On the \_\_\_\_\_ day of \_\_\_\_\_ in the year 2025 before me, the undersigned, personally appeared \_\_\_\_\_, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his capacity, and that by his signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.

(SEAL)

\_\_\_\_\_  
Notary Public (Signature)

\_\_\_\_\_  
Notary Public (Print Name)

My Commission Expires: \_\_\_\_\_

**TRANSFeree:**

**WIRELESS EDGE TOWERS III, LLC,**  
a Delaware limited liability company

By: \_\_\_\_\_

Name: John E. Arthur

Title: President

Date: \_\_\_\_\_

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.
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**TRANSFeree ACKNOWLEDGEMENT**

STATE OF NEW YORK

COUNTY OF DUTCHESS

On the \_\_\_\_\_ day of \_\_\_\_\_ in the year 2025 before me, the undersigned, personally appeared John E. Arthur, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his capacity, and that by his signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.

(SEAL)

\_\_\_\_\_  
Notary Public (Signature)

\_\_\_\_\_  
Notary Public (Print Name)

My Commission Expires: \_\_\_\_\_

**EXHIBIT A**