

LETTER OF INTENT

Joseph V. Earley agrees to purchase all assets of WOIL (The Sanctuary Broadcasting Company) and all secondary FCC licenses (WOIL, Channel 50 Ashville, Channel 63, 38 Talladega/Sylacauga). Assets also include miscellaneous transmitters, television gear, antennas, towers, one building downtown Talladega, and one acre of land with transmitter building on Beaver Mountain in Ashville.

The total purchase price is \$200,000.00 (minus \$2000.00 that was paid on December 12, 2008). The remaining \$198,000.00 is to be paid within 30 days of FCC transfer of control approval. Joseph V. Earley will be responsible for filing all documents and forms and paying all FCC fees associated with this transfer.

Joseph V. Earley 12-19-08  
Joseph V. Earley Date

Freddy Edwards 12-19-08  
Freddy Edwards Date  
The Sanctuary Broadcasting Company

Acknowledged 19 December 2008  
By Joyce Judkins, Notary Public  
Joyce Judkins  
Commission expires 7-10-2011