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August 4, 2010

Richard D. Bogner
4 Hunters Lane
Roslyn, NY 11576

Re: WNYZ-LP (Facility ID No. 56043), New York, NY
Proposed Application for Displacement to Channel 49

Dear Mr. Bogner:

This is to provide the consent of WRNN-TV Associates LP ("RNN"), licensee of WRNN-TV, Kingston, New York (Facility ID No. 74156) (Channel 48D), to your use of a full-service emission mask in the operation of WNYZ-LP on Channel 49, as specifically detailed in your Proposed Application for Displacement to Channel 49 with an Effective Radiated Power of 1kW (the "Application"). Such consent, however, is subject to your agreement to the following conditions, as evidenced by your signing this agreement below:

1) If WNYZ-LP causes actual interference to RNN, as determined in RNN's sole good faith judgment, WNYZ-LP shall immediately reduce power to or below a level where no interference would occur when using a stringent emission mask;

2) If you, or any successor or assign (the "WNYZ-LP Licensee"), enters into an agreement to sell assign or transfer control of the license of WNYZ-LP, the WNYZ-LP Licensee shall provide a copy of this consent letter the proposed buyer or assignee during the due diligence period, and shall condition any sale or assignment upon said buyer or assignee also agreeing in writing that if, at any time, its operation of WNYZ-LP causes actual interference to RNN, as determined in RNN's sole good faith judgment, said buyer or assignee of WNYZ-LP shall immediately reduce power to or below a level where no interference would occur when using a stringent emission mask; and

3) If, at any time, RNN brings a legal or administrative claim or action for non-compliance by the WNYZ-LP Licensee, of the terms and conditions of this consent, the

WNYZ-LP License shall reimburse and pay RNN for any legal costs and fees, including reasonable attorney fees, it may incur in any such legal or administrative claim or action.

RNN's conditioned consent applies to the facilities proposed in the Application. If the WNYZ-LP Licensee further modifies the WRNN-LD operating facilities in a manner that would not require RNN's consent under applicable FCC policies or rules, and subsequently operates WNYZ-LP in compliance with such FCC policies or rules, it is understood that RNN's consent and conditions thereto would become null and void.

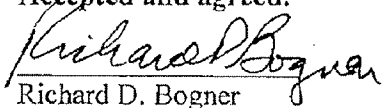
You have RNN's permission to submit a copy of this letter to the FCC in connection with your Application.

Sincerely yours,



Christian French
Chief Operating Officer

Accepted and agreed.


Richard D. Bogner

8/5/10

Date