

**SCHEDULES AND EXHIBITS TO THE ASSET EXCHANGE AGREEMENT
AND JUSTIFICATION FOR EXCLUSION**

The following schedules are omitted for the reasons stated, but will be provided to the FCC upon request:

Schedules 2.1(a) and 2.2(a) - These schedules list the tangible personal property to be assigned. The information in this schedule does not reflect on the legal or other qualifications of the parties and is not relevant to whether the structure of the transaction complies with the FCC's rules.

Schedules 2.1(b) and 2.2(b) - These schedules list FCC licenses and permits to be assigned. The list of FCC licenses is a matter of record at the Commission and is therefore not provided.

Schedules 2.1(c) and 2.2(c) - These schedules list station agreements to be assigned. The information in the schedule do not reflect on the legal or other qualifications of the parties and is not relevant to whether the structure of the transaction complies with the FCC's rules.

Schedule 2.3 - This schedule lists excluded assets. The information in the schedule does not reflect on the legal or other qualifications of the parties and is not relevant to whether the structure of the transaction complies with the FCC's rules.

Schedule 3.1 - This schedule addresses organizational and good standing matters. The information in the schedule does not reflect on the legal or other qualifications of the parties and is not relevant to whether the structure of the transaction complies with the FCC's rules.

Schedule 3.4 - This schedule lists the required governmental consents (excluding the FCC) and consents of third parties. The information in the schedule does not reflect on the legal or other qualifications of the parties and is not relevant to whether the structure of the transaction complies with the FCC's rules.

Schedule 4.3 - This schedule lists real property to be assigned. The information in the schedule does not reflect on the legal or other qualifications of the parties and is not relevant to whether the structure of the transaction complies with the FCC's rules.

Exhibit 5.14 - This exhibit contains the form of collateral access agreement between the parties. The information in the schedule does not reflect on the legal or other qualifications of the party and is not relevant to whether the structure of the transaction complies with the FCC's rules.