

FIRST AMENDMENT TRUST AGREEMENT

THIS FIRST AMENDMENT TO TRUST AGREEMENT (the "Amendment") is made as of August 19, 2008 between Clear Channel Communications, Inc., a Texas corporation (the "Company") and Aloha Station Trust LLC, a Delaware limited liability company (the "Trustee").

Recitals

The Company and the Trustee are parties to a Trust Agreement (the "Trust Agreement") dated July 30, 2008 with respect to the radio stations set forth on *Exhibit A* thereto. The parties desire to amend the Trust Agreement as set forth herein.

Agreement

Accordingly, the parties agree as follows:

1. Amendment. The parties hereby restate Section 4(d)(ii) of the Trust Agreement in its entirety as follows:

"If prior to the execution of a Sale Agreement for a Station the Company notifies the Trustee that the Company may hold the FCC Licenses for such Station consistent with FCC rules and policies, then the Trustee may request FCC consent to assign such licenses to the Company and upon such consent assign and convey to the Company such licenses and the other Station Assets for such Station."

2. Miscellaneous. Except as expressly set forth herein, the Trust Agreement has not been amended or modified and remains in full force and effect. This Amendment may be executed in separate counterparts.

[SIGNATURE PAGE FOLLOWS]

SIGNATURE PAGE TO FIRST AMENDMENT TO TRUST AGREEMENT

IN WITNESS WHEREOF, the parties hereto have executed this First Amendment to Trust Agreement as of the date first written above.

ALOHA STATION TRUST, LLC

By: *Jeannette Tully*
Name *Jeannette Tully*
Title *TRUSTEE*

CLEAR CHANNEL COMMUNICATIONS, INC.

By: _____
Name
Title

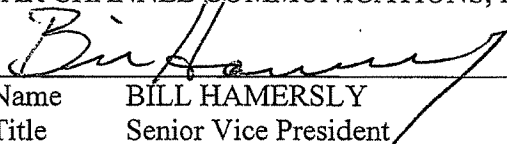
SIGNATURE PAGE TO FIRST AMENDMENT TO TRUST AGREEMENT

IN WITNESS WHEREOF, the parties hereto have executed this First Amendment to Trust Agreement as of the date first written above.

ALOHA STATION TRUST, LLC

By: _____
Name
Title

CLEAR CHANNEL COMMUNICATIONS, INC.

By:  _____
Name BILL HAMERSLY
Title Senior Vice President