

PARTIAL ASSIGNMENT OF ASSET PURCHASE AGREEMENT

THIS PARTIAL ASSIGNMENT OF ASSET PURCHASE AGREEMENT (this “Partial Assignment”), is made as of June 9, 2006, by and between BUSTOS MEDIA OF COLORADO LICENSE, LLC, a Delaware limited liability company (“Assignor”), and BUSTOS MEDIA OF COLORADO LICENSE CORP., a Delaware corporation (“Assignee”).

WHEREAS, Assignor is a party to that certain Asset Purchase Agreement, dated April 11, 2006 (the “Purchase Agreement”), between Assignor, BUSTOS MEDIA OF COLORADO, LLC, a Delaware limited liability company, and BUSTOS MEDIA OPERATING, LLC, a Delaware limited liability company (collectively, “Buyer” thereunder) and SUPERIOR BROADCASTING OF DENVER, LLC (as Seller thereunder), with respect to Station KGDQ, Colorado Springs, Colorado (the “Station”); and

WHEREAS, Assignor desires to assign certain of its rights under the Purchase Agreement to Assignee, and Assignee desires to accept such rights from Assignor; and

WHEREAS, capitalized terms used herein and not otherwise defined, shall have the respective meanings set forth for such terms in the Purchase Agreement; and

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties hereto agree as follows:

1. Assignor does hereby assign to Assignee the right of Assignor to receive an assignment from Seller of the Authorizations for the Station under the Purchase Agreement.
2. Assignee does hereby accept from Assignor the right of Assignor to receive an assignment of the Authorizations for the Station under the Purchase Agreement.
3. Except as otherwise assigned hereby, Assignor retains all of its other rights and all of its obligations under the Purchase Agreement.

[SIGNATURE PAGE FOLLOWS]

SIGNATURE PAGE TO PARTIAL ASSIGNMENT OF ASSET PURCHASE AGREEMENT

IN WITNESS WHEREOF, Assignor has duly executed this Partial Assignment as of the date first set forth above.

BUSTOS MEDIA OF COLORADO LICENSE, LLC

By: _____
Amador Bustos, President and CEO

BUSTOS MEDIA OF COLORADO LICENSE CORP.

By: _____
Amador Bustos, President