

## **ASSIGNMENT OF ASSET PURCHASE AGREEMENT**

**THIS ASSIGNMENT OF ASSET PURCHASE AGREEMENT** (this "Assignment"), is made as of November 15, 2006, by and between BARBA TELEVISION, CO., a Florida corporation ("Assignor"), and CARIBEVISION STATION GROUP, LLC, a Delaware limited liability company ("Assignee").

**WHEREAS**, Assignor is a party to that certain Asset Purchase Agreement, dated November 2, 2006 (the "Purchase Agreement"), between Assignor (as Buyer thereunder) and LocalOne Texas, Ltd. (as Seller thereunder), with respect to Station WFUN-LP, Miami, Florida (the "Station"); and

**WHEREAS**, Assignor desires to assign 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 defined shall have the respective meanings set forth 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 all of Assignor's right to purchase the Assets and receive an assignment from Seller of the FCC Licenses relating to the Station, under the Purchase Agreement.

2. Assignee does hereby accept from Assignor all of Assignor's right to purchase the Assets and receive an assignment from Seller of the FCC Licenses relating to the Station, under the Purchase Agreement.

[SIGNATURE PAGE FOLLOWS]

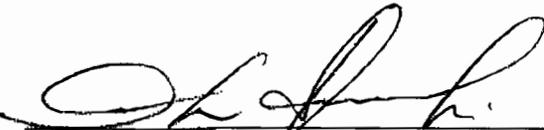
**SIGNATURE PAGE TO ASSIGNMENT OF ASSET PURCHASE AGREEMENT**

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

**BARBA TELEVISION, CO.**

By:   
Carlos Barba, President

**CARIBEVISION STATION GROUP, LLC**

By:   
Carlos Barba, CEO