

IN WITNESS WHEREOF, the parties have caused the execution of this Agreement by their duly authorized officers on the date first above written.

SELLER:

PEAK BROADCASTING OF FRESNO, LLC

By: PEAK BROADCASTING, LLC
Its: Sole Member

By: _____

Name: Todd Lawley

Title: Managing Member

**PEAK BROADCASTING OF FRESNO
LICENSES, LLC**

By: PEAK BROADCASTING OF FRESNO, LLC
Its: Sole Member

By: _____

Name: Todd Lawley

Title: Managing Member

BUYER:

LOTUS FRESNO CORP.

By: _____

Howard Kalmenson

Title: President

ESCROW AGENT:

KALIL & CO., INC.

By: _____

Frank C. Kalil

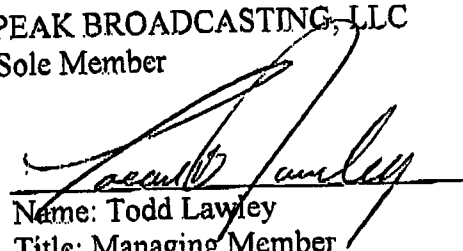
Title:

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be duly executed as of the date first written above.

PEAK BROADCASTING OF FRESNO, LLC

By: PEAK BROADCASTING, LLC
Its: Sole Member

By:

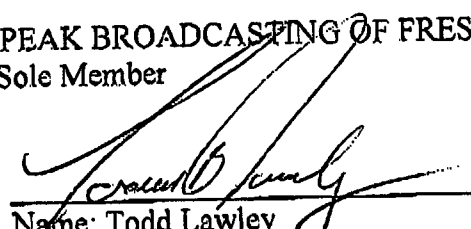

Name: Todd Lawley

Title: Managing Member

**PEAK BROADCASTING OF FRESNO
LICENSES, LLC**

By: PEAK BROADCASTING OF FRESNO, LLC
Its: Sole Member


By:


Name: Todd Lawley

Title: Managing Member

LOTUS FRESNO CORP.

By:


Name: Howard Kalmenson

Title: President