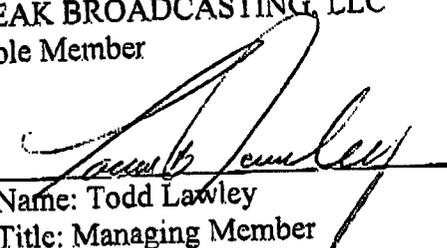


IN WITNESS WHEREOF, the parties have caused the execution of this Agreement by their duly authorized officers on the date first above written.

SELLER:

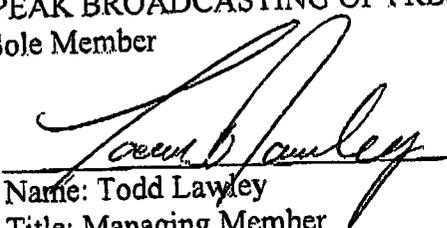
PEAK BROADCASTING OF FRESNO, LLC

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:

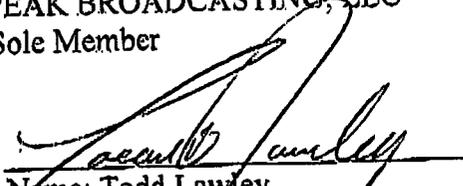
KALIL & CO., INC.

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.

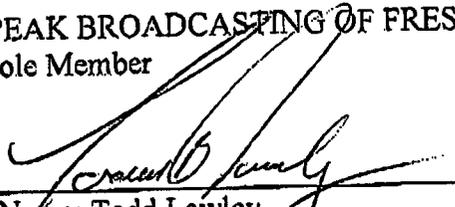
PEAK BROADCASTING OF FRESNO, LLC

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