

SCHEDULES TO ASSET PURCHASE AGREEMENT

Schedule 1.1(a)	FCC Licenses
Schedule 1.1(b)	Tangible Personal Property
Schedule 1.1(c)	Assumed Contracts
Schedule 1.6	Allocation of Assets to Purchase Price
Schedule 5.6	Memorandum of Understanding

SCHEDULE 1.1(a)
FCC Licenses

License (FCC File No. BL-19850812AE) for AM Station KWCY, Cathedral City, CA (Facility ID 24252), renewed through 12/1/21 in File No. BR- 20130717ABP

License (FCC File No. BL-19810421AA) for AM radio station KKGX, Palm Springs, CA (Facility ID 67355), renewed through 12/1/21 in File No. BR- 20130717ABV

License (FCC File No. BLFT-20180409ABA) for FM translator station K222DA, Cathedral City, CA (Facility ID 200709), granted 4/23/18 through 12/1/21

License (FCC File No. BLFT- 20170329AAF) for FM translator station K256CU, Palm Springs, CA (Facility ID 150768), granted 4/3/17 through 12/1/21

License for Aural Studio-Transmitter Link: Callsign WFD586, renewed through 12/1/21 (linking Dinah Shore Dr. studio site to KKGX transmitter site)

SCHEDULE 5.6

Memorandum of Understanding, dated January 4, 2021

Misdated copy attached. (January 4, 2020 should be January 4, 2021)

Memorandum of Understanding

To: Big Brand Management Ltd. Co. and permitted assigns

From: Desert Broadcasters LLC

Re: Lease for 28 acres of land, Palm Springs CA 92234

Date: January 4, 2020

Big Brand Management Ltd. Co. and/or its permitted assigns ("Lessee") and Desert Broadcasters LLC ("Lessor") have entered into that property agreement pursuant to which Lessee is acquiring property from Lessor located at 68700 Dinah Shore, Cathedral City, CA. Lessor and Lessee are also entering into an Asset Purchase Agreement pursuant to which Lessee will acquire certain FCC broadcast licenses and related station equipment located at 68700 Dinah Shore from Lessor. Additional equipment related to operation of the FCC licenses is located at the property referenced above. To ensure continued operation of the radio stations, Lessor and Lessee intend to enter into a lease for the above referenced property on the terms and conditions set forth below:

- Non-exclusive lease of the property known as "Approximately 28.04 Acres, Palm Springs, CA 92234" (the "28 Acres")
- One-year term
- Exclusive option to Lessee to purchase the property at any time prior to the end of the lease on mutually agreeable terms
- Monthly rent of \$1800.00 due on the first business day of each month of the lease term.

The parties understand that the foregoing material terms and conditions to be included in the lease for the 28 Acres are not exhaustive. Additional material terms and conditions with respect to prorated rent for any partial month, late payments, responsibility for utility costs and other standard terms of leases for broadcast tower sites, e.g., default and remedies, are to be included in the lease for the 28 Acres.

This Memorandum of Understanding will expire on the date Lessor and Lessee enter into a lease agreement as described above.

[signature page follows]



IN WITNESS WHEREOF, the parties hereto have executed this Memorandum of Understanding as of the date set forth above.

DESERT BROADCASTERS LLC

By: 

Name: Garry Wing

Title: Manager

BIG BRAND MANAGEMENT LTD. CO.

By: _____

Name: Louie Comella

Title: Managing Director

IN WITNESS WHEREOF, the parties hereto have executed this Memorandum of Understanding as of the date set forth above.


DESERT BROADCASTERS LLC

By: _____

Name: Garry Wing

Title: Manager

BIG BRAND MANAGEMENT LTD. CO.

By:  _____

Name: Louie Comella

Title: Managing Director