Addendum to Settlement and Release of Claims Agreement signed by Carl and Linda Watkins on October 21, 2020 and signed by Richard O. Mecham in his individual capacity and behalf of various limited liability companies on October 27, 2020

This addendum to the Settlement and Release of Claims Agreement signed by Richard O. Mecham on October 27, 2020 and Carl and Linda Watkins o October 21, 2020 is entered into by Carl Watkins and Linda Watkins (collectively "Watkins") and Richard O. Mecham, Rich Broadcasting, LLC; Rich Broadcasting Idaho, LLC; and Rich Broadcasting LS, LLC (collectively "Rich"). Watkins and Rich are sometime collectively referred to as "the Parties" and individually as "a Party."

RECITALS

- Watkins and Rich entered into a Settlement and Release of Claims Agreement
 ("Settlement Agreement") signed by Watkins on October 21, 2020 and signed by Rich on
 October 27, 2020 the purpose of which was to resolve litigation in 7th Judicial District
 Court of Bonneville County State of Idaho Case No. CV10-19-7165.
- 2. In the Settlement Agreement Rich agreed convey to Watkins the KWIK-AM station free clear of all liens and financial encumbrances to include the tower, the transmitter building, the transmitter and other related equipment.
- 3. Thereafter, the transfer did not occur primarily because all assets owned by Rich are encumbered by a loan through Celtic Bank or other lending institution. Said bank loan purports to restrict Rich's ability to transfer assets that were due to be transferred to Watkins pursuant to the Settlement Agreement.
- 4. Watkins has proposed filing a second lawsuit against Rich inasmuch as the Settlement Agreement provided that Rich would transfer assets free and clear of all liens and

- financial encumbrances which Rich cannot do.
- 5. In lieu of a second lawsuit by Watkins whereby Watkins would pursue any and all claims against Rich that Watkins may have for breach of contract, fraud, misrepresentation or other claims arising from and out of the Settlement Agreement and/or Rich's failure to perform the Settlement Agreement, the Parties do now hereby enter into this Addendum to the Settlement Agreement.

ADDENDUM TO SETTLEMENT AGREEMENT

For good and valuable consideration the parties agree as follows:

- 1. Rich will immediately take steps necessary to transfer the license for KWIK-AM radio station to Watkins. Watkins will then apply to the FCC for license transfer. Rich will cooperate in a reasonable fashion with Watkins' efforts to obtain FCC license transfer. While Rich's bank loan encumbers tangible items of equipment it does not encumber the FCC license and as such there are no restrictions or limitations on Rich's ability to cooperate with Watkins' efforts to have the license transferred.
- 2. The Parties anticipate that the license transfer will take approximately sixty (60) days.

 Immediately upon FCC approval of the license transfer Watkins may begin operating the radio station and will be allowed to use all equipment in the building including the tower, the ground system, the transmitter, the audio processing equipment, the remote control equipment, the STL receiver and STL transmitter or equivalent equipment, the FM receiver and equipment rack. Said equipment is likely encumbered by Rich's bank loan so while Watkins will be allowed to use said equipment, Rich cannot transfer said equipment to Watkins free and clear of liens and encumbrances at this time.

- 3. Rich will have five (5) years from the date of this Addendum to clear any encumbrances off of said equipment so that said equipment can then be transferred to Watkins unencumbered. If at the conclusion of the five (5) years Rich cannot transfer the equipment unencumbered then he will owe Watkins \$15,000 as consideration for Watkins not receiving clear title and ownership of said equipment.
- 4. Except as specifically set forth in this Addendum all other terms and conditions of the Settlement Agreement remain in full force and effect.

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Carl Watkins	
Dated <u>28 DGC 20</u>	21

RICH BROADCASTING, LLC

RICH BROADCASTING, IDAHO, LLC

Dated 12/22/2021

Richard O. Mecham
Dated 12/22/202/

RICH BROADCASTING, IDAHO, LS, LLC

Achard O. Mecham
Dated 12/22/2021

Richard O. Mecham, individually Dated 12/22/2021