
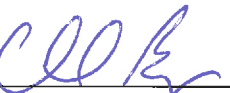


IN WITNESS WHEREOF, the Parties hereto deem this Asset Purchase Agreement effective as of the Effective Date.

**PINNACLE MEDIA, LLC**

By:   
Chad Boeger, President and Manager  
"Purchaser"

**UNION BROADCASTING, INC.\***

By:   
Chad Boeger, President and Manager  
"UBI"

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\*As to UBI's agreement to participate in the Advertising Agreement at Exhibit T, and take the actions as noted at Appendix II.