

Assignment Documents

This application complete the assignment of assets from Herbert M. Hoppe, deceased to the
HERBERT M. HOPPE REVOCABLE TRUST

STATE OF MINNESOTA
CERTIFICATION OF VITAL RECORD

CERTIFICATE OF DEATH

STATE FILE NUMBER 2018-MN-011216

DECEDENT HERBERT MATH HOPPE
LAST NAME BEFORE FIRST MARRIAGE
ALSO KNOWN AS
SOCIAL SECURITY NUMBER [REDACTED]
SEX MALE
BORN JUNE 25, 1934
PLACE OF BIRTH NEW MUNICH MINNESOTA

DATE OF DEATH MARCH 28, 2018
PLACE OF DEATH ST CLOUD HOSPITAL
SAINT CLOUD STEARNS MINNESOTA

MARITAL STATUS MARRIED
SPOUSE VALERIA C HOPPE
LAST NAME BEFORE FIRST MARRIAGE KOLB
RESIDENCE SAINT CLOUD STEARNS MINNESOTA
PARENT ROSE KLASSEN
PARENT ALOYS HOPPE
FUNERAL HOME DANIEL FUNERAL HOME & CREMATION SERVICE
DISPOSITION ENTOMBMENT

CAUSE OF DEATH
IMMEDIATE PROBABLE CARDIAC ARREST
UNDERLYING SEPSIS
PNEUMONIA
HISTORY OF SYSTOLIC HEART FAILURE WITH CARDIOMYOPATHY

OTHER CONTRIBUTING CONDITIONS

MANNER NATURAL
MEDICAL CERTIFIER HANADEE I ALAMELDIN, M.B., B.S.
1200 6TH AVENUE N, SAINT CLOUD, MINNESOTA, 56303

THIS RECORD HAS NOT BEEN AMENDED

THIS IS A TRUE AND CORRECT RECORD OF DEATH REGISTERED IN THE MINNESOTA OFFICE OF VITAL RECORDS.



73A-000208211

MR&C Certificate ID
11194245

FILED: MARCH 28, 2018

Molly Mulcahy Crawford

Molly Mulcahy Crawford
STATE REGISTRAR

ISSUED: APRIL 06, 2018

STEARNS COUNTY LICENSE CENTER

THIS CERTIFICATE IS VALID ONLY WHEN PRINTED ON OFFICIAL WATERMARKED SECURITY PAPER WITH A SECURITY THREAD AND STATE SEAL OF MINNESOTA.

ANY ALTERATION OR ERASURE VOIDS THIS CERTIFICATE



THE HERBERT M. HOPPE TRUST

I, Herbert M. Hoppe, of Stearns County, Minnesota, desire to create a trust (The Herbert M. Hoppe Trust). Therefore, I intend to transfer property to me as trustee, and I declare that I shall hold said property and all additions thereto, in trust, as follows.

I reserve the right by an acknowledged instrument filed with the trust records to revoke the trust in whole or in part or to amend the trust instrument. On my death, the trust shall be irrevocable and the trust instrument may not be amended.

ONE: MY FAMILY

My wife's name is Valeria C. Hoppe and my children are Linda M. Hoppe, Kurtis M. Hoppe, Gary E. Hoppe, Brenda A. Zink, Wanda M. Hoppe-Wright, Mark A. Hoppe, and Keith P. Hoppe.

TWO: TRUST FOR MY BENEFIT

The trustee may pay to me so much of the net income or principal or both, whether the whole or a lesser amount, as the trustee in its sole discretion determines. Any net income not so paid shall be added to principal.

The trustee shall render to me an account of the administration of the trust whenever I request the same. My written approval of the account shall as to all matters and transactions embraced in the account be binding upon all other persons interested in the trust.

On my death all property then belonging to the income and principal of the trust (the trust property) shall be disposed of as follows:

- (a) If my probate estate (excluding income) is insufficient to pay my funeral expenses, all claims against my estate, the expenses of administering my estate and all death taxes chargeable to my estate and to satisfy all pre-residuary devises given by will, the trustee shall pay directly or make available to my personal representatives, out of the trust property, such sums as shall be required to satisfy the deficiency.

- (b) After making all payments required by subparagraph (a), the trust shall terminate and the trustee shall distribute the balance of the trust property to itself to dispose of as provided in Article THREE.

The trust property disposed of under this paragraph shall not include any property distributable to the trustee as a result of my death, whether by will or otherwise.

THREE: SEPARATE TRUST ON MY DEATH

On my death, the trustee shall dispose of the trust property distributable to the trustee as provided in Article TWO, together with all other property distributable to the trustee as a result of my death, whether by will or otherwise, (the trust fund) as follows:

SECTION 3.01

If my wife survives me and if the federal estate tax is in effect at my death, the Bypass Share shall be disposed of as provided in Section 3.02. The "Bypass Share" shall be a fraction of the trust fund of which the numerator is a sum equal to the largest amount that can pass free of federal estate tax under this Section and of which the denominator is the value of the trust fund. In establishing the fraction, the values finally determined for federal estate tax purposes shall be used, and the property disposed of by the following two paragraphs shall be deemed to qualify for the marital deduction even though all or part of it does not so qualify. I recognize that the Bypass Share may be (i) zero and (ii) may be affected by the action of my personal representatives in exercising certain tax elections. I further recognize that due to changes made in the federal estate tax law the Bypass Share may (i) increase significantly over time and (ii) exceed the value of the trust fund. If the Bypass Share exceeds the value of the trust fund, the entire trust fund shall pass under this Section.

If my wife survives me and section 1022 of the Internal Revenue Code is in effect on my death, the Section 1022 Amount shall be disposed of as provided in Section 3.03. The "Section 1022 Amount" shall consist of assets selected by my personal representatives which, together with any other property passing to my wife by reason of my death whether under or outside this trust instrument, shall collectively have a sufficient amount of appreciation to fully utilize the spousal property basis increase under Internal Revenue Code section 1022(c) available to my estate. My personal representatives shall select assets to satisfy this disposition having the lowest aggregate fair market value to utilize such basis increase, but they may depart from this direction if my personal representatives (other than my wife) determine in their discretion to do so (for example, because an asset may be more likely to be sold in the near future than

another asset). My personal representatives (other than my wife) shall not be liable to any beneficiary for the selection of assets made pursuant to this Section unless such selection is made in bad faith. If the aggregate value of such property on the date or dates of distribution is less than the aggregate value on the date of my death, my personal representatives shall select additional property to be disposed of as provided in Section 3.03 with a date of distribution value equal to such difference. If the Section 1022 Amount exceeds the value of the balance of the trust fund, the entire balance of the trust fund shall pass under this Section as a disposition of the balance of the trust fund and not as a pecuniary disposition.

The balance of the trust fund not disposed of by the preceding provisions of this Article shall be disposed of as follows:

- (a) If my wife survives me and if the federal estate tax is not in effect at my death, the balance of the trust fund shall be disposed of as provided in Section 3.02.
- (b) If my wife survives me and if the federal estate tax is in effect at my death, the balance of the trust fund shall be disposed of as provided in Section 3.03.
- (c) If my wife does not survive me, the balance of the trust fund shall be disposed of as provided in Section 3.04.

My wife shall be deemed for purposes of the preceding provisions of this Article to have survived me if we die simultaneously or under such circumstances that the order of our deaths cannot be established by proof.

SECTION 3.02

The property to be disposed of as provided in this Section shall be held by the trustee, in trust, as follows.

If no disinterested trustee is appointed as provided in Article FOUR, the trustee shall pay the net income to my wife at least quarter-annually and shall pay to my wife such amount or amounts out of the principal as she needs for her support in her customary manner of living and for her health.

If a disinterested trustee is appointed as provided in Article FOUR, the trustee shall pay out of the net income or principal or both such amount or amounts (whether

equal or unequal, and whether the whole or a lesser amount) as the disinterested trustee in its sole discretion determines to such one or more of my wife and my descendants, of whatever degree and whether or not born during my life, as the disinterested trustee in its sole discretion selects. In exercising this discretionary power, the disinterested trustee may but need not consider any other resources of any beneficiary, and shall give primary consideration to the needs and desires of my wife. Any net income not so paid shall be added to principal.

I authorize a disinterested personal representative of my estate to elect to qualify any fractional share of the property otherwise passing to this trust (whether the whole of such property or a lesser share) for the federal estate tax marital deduction pursuant to section 2056 of the Internal Revenue Code. Any share as to which such election is made shall not pass to this trust but instead shall be held by the trustee in the trust under Section 3.03. During the administration of the trust fund such share shall be treated as a fractional share of the trust fund. I anticipate that a disinterested personal representative of my estate will make such election in order to minimize the state death taxes payable by my estate, but that it will also give consideration to the federal estate and state death taxes likely to be paid by my wife's estate upon her subsequent death, particularly if she should die prior to the time the election is made. The determination of a disinterested personal representative as to whether or not to make such election shall be conclusive on all persons interested in my estate or the trusts under this trust instrument.

On my wife's death, the trustee shall dispose of the principal and interest of the trust as provided in Section 3.04.

SECTION 3.03

Any property to be disposed of as provided in this Section shall be held by the trustee, in trust, to pay the net income to my wife at least quarter-annually and to pay to my wife so much of the principal, whether the whole or a lesser amount, as the disinterested trustee in its sole discretion determines. In exercising this discretionary power, the disinterested trustee may but need not consider any other resources of my wife and shall give primary consideration to the needs of my wife.

My personal representatives shall determine whether to elect under the Internal Revenue Code, or any applicable state death tax law, to qualify all or a portion of the trust created by this Section for the federal or state marital deduction. Generally, I anticipate that my personal representatives will elect to qualify the entire trust for the federal and state marital deduction. However, I expect that some consideration be given to the taxes payable in my wife's estate, particularly if she dies prior to the time the election is made.

The determination of my personal representatives with respect to the exercise of the election shall be conclusive upon all affected persons.

On my wife's death, the trustee shall, except to the extent that my wife's will contains a different direction for the payment of death taxes which specifically refers to this trust, make available to my wife's personal representatives from the principal of the trust such amount as the personal representatives determine to be equal to the excess of (i) all death taxes which become payable by reason of my wife's death, over (ii) the death taxes that would become payable by reason of my wife's death if in the tax computation there had not been included any part of the property belonging to the trust. The trustee shall pay this amount at such times as said personal representatives may in writing request as funds are needed to pay the death taxes. The determination of my wife's personal representatives as to the amount payable shall be conclusive upon all persons interested in the trust. The trustee shall distribute the balance of the principal of the trust to such person or persons out of a class composed of my descendants, of whatever degree and whenever born, and in such estates, interests, and proportions as my wife may, by a will specifically referring to this Section, appoint. All property not effectively appointed shall be disposed of as provided in Section 3.04.

If my wife disclaims, in whole or in part, her interest in the trust, the trustee shall place the property or that portion thereof to which such disclaimer pertains in a separate trust to hold and dispose of from the date of my death in the same manner as the trust created by Section 3.02, except that my wife shall not have any power of appointment over such separate trust.

If the trustee is entitled to payment of benefits from any qualified plan, tax-sheltered annuity, individual retirement account or Roth IRA (the account), my wife shall have the power, exercisable annually or at more frequent intervals in any calendar year, to require the trustee to withdraw and to receive from the account the amount equal to all of the income earned by the account in such year and to pay such amount from the trust to my wife. My wife may exercise each of these powers by a written instrument delivered to the trustee.

SECTION 3.04

If descendants of mine are living when property is to be disposed of as provided in this Section, the trustee shall divide such property into as many equal shares as will allow it to set apart one share for each child of mine who shall then be living and one share for the descendants who shall then be living of each child of mine who died before the date property is to be disposed of as provided in this Section 3.05.

Each share set apart for a child shall be distributed to such child; provided, however, that if the trust property consists of Tri-County Broadcasting, Inc. stock, the trustee shall determine the number of shares of Voting Common Stock in Tri-County Broadcasting, Inc. (the "Company") each child of mine either owns or has owned (if a child predeceases me, the determination of shares owned shall be based on the number of shares owned by such child on the date of their death), and shall then distribute to my children (the share provided herein for a predeceased child shall be distributed to the living descendants of such deceased child. All of the share of such pre-deceased child shall be given to such living descendants. If a pre-deceased child of mine is not survived by descendants, the share provided for such predeceased child shall lapse) or member of such group, as many shares as needed to bring the number of voting shares owned by such child (or member of such group) to the following:

<u>Shareholder</u>	<u>Voting Common Stock</u>	<u>Percentage</u>
Gary Hoppe	24	24%
Mark Hoppe	24	24%
Linda Hoppe	6	6%
Kurtis Hoppe	17	17%
Brenda Zink	6	6%
Wanda Hoppe Wright	6	6%
Keith Hoppe	<u>17</u>	<u>17%</u>
Total	100	100%

The number of shares directed to be distributed are based on the Company having 100 voting and 1,000 non-voting shares issued and outstanding at such time. If the Company has more or less shares issued and outstanding at such time, the numbers herein shall be adjusted proportionately.

Any such distributions to a child shall be outright. Any such distribution to a descendant of a child shall be administered and distributed pursuant to the provisions of Section 3.05 hereafter.

The remaining trust property shall be distributed to my descendants, *per stirpes*.

Each share set apart for the descendants of a deceased child shall be divided and set apart into subshares for the persons constituting such descendants, *per stirpes*, and each subshare shall be held in further trust as provided in Section 3.05 for the benefit of the person for whom the subshare was set apart.

If no descendants of mine are living when property is to be disposed of as provided in this Section, the trustee shall distribute all such property as provided in Section 3.07.

SECTION 3.05

When property, whether principal or income, is to be paid or distributed to a beneficiary who has not attained age 30 and such beneficiary is a descendant of a child of mine, the property shall be vested in such beneficiary, but the trustee may hold the property in a separate trust and may pay to the beneficiary so much of the net income or principal or both, whether the whole or a lesser amount, as the trustee in its sole discretion determines. Any net income not so paid shall be added to principal. When the beneficiary attains age 30, or, if the beneficiary dies before attaining age 30, the trustee shall distribute all property then belonging to the income and principal of the trust to the beneficiary or the beneficiary's estate, as applicable.

SECTION 3.06

Notwithstanding the preceding provisions of this trust instrument, any trust created on my death shall be subject to the following:

- (a) For a trust under Section 3.04, the trustee shall each year, beginning with the year of my death, withdraw from any Retirement Death Benefit the Required Minimum Distribution for such Retirement Death Benefit for such year, plus such additional amount or amounts as the disinterested trustee in its sole discretion determines. All amounts so withdrawn (net of expenses) shall be distributed upon receipt to one or more then living persons as the disinterested trustee selects out of a class consisting of the beneficiary or beneficiaries who then may receive discretionary payments of income from the trust. If no beneficiary who may receive discretionary payments of income of the trust is then living, the trustee shall instead distribute any amount that would have been distributed under the preceding sentence to the person or persons with an interest in the trust as their rights or interests then take effect under the trust instrument.

- (b) For a trust under Section 3.05, the trustee shall each year beginning with the year of my death, withdraw from any Retirement Death Benefit the Required Minimum Distribution for such Retirement Death Benefit for such year, plus such additional amount or amounts as the trustee in its sole discretion determines. All amounts so withdrawn (net of expenses) shall be distributed upon receipt to the beneficiary of the trust if the beneficiary is then living. If the beneficiary is then deceased, the trustee shall instead distribute any amount that would have been distributed to the person or persons with an interest in the trust as their rights or interests then take effect under the trust instrument.

The Required Minimum Distribution for any year shall be the amount determined for each Retirement Death Benefit in accordance with section 401(a)(9) of the Internal Revenue Code and Treasury Regulations thereunder. Retirement Death Benefit means any benefit or amount that is owned by or payable to the trust under an individual retirement account as defined in section 408 of the Code, a Roth IRA as defined in Section 408A of the Code, a pension, profit sharing or other retirement plan that is qualified under section 401(a) of the Code, or any other retirement plan or arrangement that is subject to the "minimum distribution rules" of section 401(a)(9) of the Code.

If, on termination of a trust, the Retirement Death Benefit is not held in further trust, the trustee shall request that the Retirement Death Benefit be payable directly to the distributees of the trust as their rights or interests then take effect under the trust instrument. Such distributees should have all rights and powers that belong to a beneficiary of the Retirement Death Benefit.

SECTION 3.07

If there shall not be an effective disposition of any property under this Article, such property shall be distributed to the then living descendants of my parents, *per stirpes*.

SECTION 3.08

The following provisions apply to each trust created by this Article.

The interest of each beneficiary in the income and principal of the trust shall be free from the control or interference of any creditor of a beneficiary or of any spouse of a married beneficiary and shall not be subject to attachment or susceptible of anticipation or alienation.

Persons conceived before the termination of the trust but born thereafter shall take under the trust as if they had been born at the time of termination.

After my death, the trustee shall each year render an account of the administration of the trust to my wife, or, if my wife is not then living, to each of my descendants with an income interest in the trust. Such person's written approval of the account shall as to all matters and transactions embraced in the account be binding upon any other persons (whether in being or not) interested in the trust, but this shall not give such persons acting with the trustee the power to alter or terminate the trust.

Whenever distribution is to be made to designated "descendants" on a *per stirpes* basis, the property shall be divided into as many shares as there are surviving children of the named ancestor and deceased children of the named ancestor who left descendants who survived the named ancestor, each surviving child receiving one share and the share of each deceased child being divided among his or her descendants in the same manner.

FOUR: TRUSTEE

Effective on my death or on such earlier date as I elect in an acknowledged instrument filed with the trust records, Valeria C. Hoppe shall be appointed as trustee. A person acting under a power of attorney may act on my behalf in making the election to effect the early appointment of the trustee.

I may, and after my death my wife may, appoint additional trustees (but not an additional disinterested trustee) of any trust. A person acting for my wife under a power of attorney may appoint additional trustees under the preceding sentence.

I may, and after my death my wife may, remove any trustee (including a disinterested trustee) of any trust.

I authorize each person at any time acting as trustee to appoint a successor trustee in its place, such appointment to take effect upon the person making it ceasing to act. Any appointment may be revoked or changed prior to its becoming effective. Any appointment, revocation or change shall be effected by an acknowledged instrument filed with the trust records.

If at any time there is no acting or appointed trustee, I appoint Kurtis M. Hoppe, Keith P. Hoppe, and Mark A. Hoppe as successor trustees.

A disinterested trustee may be appointed by a majority of my children.

If the disinterested trustee fails to qualify, is removed, or ceases to act, a successor disinterested trustee shall be appointed by a majority of my children.

References to "trustee" in this trust instrument shall mean all trustees in office or one or more specific trustees in office as appears from the context in which the word is used.

A trustee may delegate any powers, except powers vested exclusively in a disinterested trustee, to another trustee and shall have no further responsibility with respect to the exercise of such powers while the delegation remains in effect. Any delegation may be revoked. If, in the opinion of a trustee other than myself, I am incapacitated through illness, age or other cause, I shall be deemed to have delegated all powers to such other trustee during the time such incapacity continues. The determination of a trustee which effects a deemed delegation under the preceding sentence shall be evidenced by an acknowledged instrument which states the conclusion of such trustee and is filed with the trust records. No further documentation is required to effect such deemed delegation.

If two or more trustees are acting, the trustees may designate one or more of them as the custodian trustee or trustees. By making this designation, the trustees delegate to the custodian trustee or trustees the responsibility to act as custodian of the trust property and records. This delegation includes the power to execute and deliver without joinder of other trustees in office any instrument that will accomplish or facilitate the exercise of the powers vested in the trustees, provided that with respect to each such instrument, the other trustees concur in its execution and delivery. Each custodian trustee may exercise the power granted under the preceding sentence without the joinder of another custodian trustee.

To qualify for appointment as disinterested trustee, a trustee must be a person (individual or corporate) who (i) has no interest vested or contingent in the trust property, (ii) cannot be benefited by the exercise or non-exercise of the powers vested exclusively in the disinterested trustee, and (iii) is not related or subordinate to my wife within the meaning of section 672(c) of the Internal Revenue Code. In addition, the disinterested trustee must be one who can possess the powers vested exclusively in the disinterested trustee without causing trust income or principal to be attributable to a trust beneficiary for federal income, gift or estate tax purposes prior to the distribution of the trust income or principal to that beneficiary.

No bond or other security shall be required of any trustee appointed as provided herein.

An appointment, resignation or removal of a trustee shall be effected by an acknowledged instrument filed with the trust records. Each trustee appointed as provided in this Article shall accept such appointment by an acknowledged instrument filed with the trust records. A delegation of powers, a designation of custodian, or a revocation of such delegation or designation shall be effected by an acknowledged instrument filed with the trust records.

I may, and after my death my wife may, change the situs of the administration of any trust from one jurisdiction to any other by an acknowledged instrument filed with the trust records.

If a trustee is a corporation which is unable to qualify in any jurisdiction in which administration of any trust property is necessary, such trustee may designate one of its officers to serve in its place. Such officer shall exercise all of the powers conferred on such trustee and shall be entitled to use its services and facilities.

The trustee may exercise in its sole discretion and without prior authority from any court, as to property in any trust or otherwise in its possession, all powers conferred by law upon trustees (including those contained in the Minnesota Trustees' Powers Act, which are incorporated by this reference), or expressed in this instrument, and such powers shall be construed in the broadest possible manner, provided that I intend that any marital deduction trust shall qualify for the federal and Minnesota marital deduction and the trustee is prohibited from exercising any power that would be inconsistent with this intent:

- (a) Power to invest or reinvest in such securities or other property, real or personal (within or without the United States), whether or not the same be income producing, provided that in the case of a marital deduction trust, my wife may require the trustee to make unproductive property productive or convert it to productive property within a reasonable time. I recognize that the trustee has a duty to diversify the trust. In carrying out this duty, I do not intend that it be subject to specific maximum or minimum percentages as to holdings of any given stock or asset type or industry or sector, or that it be required to achieve the maximum possible diversification or to eliminate all diversifiable risk, or that it may be required to adopt a passive or indexed approach to investing. Rather I intend that the duty be applied pragmatically, and that the trustee has discretion and flexibility in

discharging the duty, particularly with respect to assets received by the trustee from me.

- (b) Power to borrow such sums for such period and upon such terms as it deems necessary or convenient in the administration of the trust, and to secure any loan by mortgage or pledge. No trustee shall be personally liable, and each loan shall be payable only out of assets of the trust.
- (c) Power to apply to the use of any beneficiary any property, whether principal or income, payable to such beneficiary, and in the case of a minor (i) to do so without regard to the duty of any person to furnish support for such minor or the availability of other funds for such purpose or (ii) to deliver the same to such minor, or to a custodian under a transfers to minors act, including a custodian selected by the trustee.
- (d) Power, without the consent of any beneficiary, to make divisions or distributions (including the satisfaction of any pecuniary gift) in cash or in specific property, real or personal, or an undivided interest, or partly in cash and partly in such property, and to do so without making pro rata distributions of specific assets and to determine what property will receive basis increases pursuant to section 1022(b) and (c) of the Internal Revenue Code and the amount of such increases and to make such determinations without regard to any duty of impartiality between different beneficiaries.
- (e) Power, when the situs of administration of the trust is changed from one jurisdiction to another, to elect by an instrument filed with the trust records that the law of such other jurisdiction shall govern the administration of the trust to such extent as may be appropriate, provided that the trustee shall not make such an election if it would alter any beneficial interest under the trust.
- (f) Power to combine the trust with any other trust, whether created by me or another person, if the terms of the trusts are substantially the same and the trustees are the same.
- (g) Except as otherwise provided in this instrument, power to permit my wife to occupy real property upon such terms as my disinterested trustee deems proper, whether rent free or for the payment of taxes, insurance, maintenance and ordinary repairs, or other expenses.

- (h) Power to continue or to permit the continuation of any business, incorporated or unincorporated, for such period, or to capitalize or liquidate the business upon such terms as the trustee determines, including (i) to invest additional sums in the business even to the extent that the trust may be invested largely or entirely in the business without liability for loss resulting from lack of diversification, (ii) to act as or to select other persons (including any beneficiary) to act as directors, officers or other employees of the business, to be compensated without regard to such person being a fiduciary or beneficiary, and (iii) to make such other arrangements as the trustee determines.
- (i) Power in the trustee to allocate any portion of my exemption under section 2631(a) of the Internal Revenue Code to any property as to which I am the transferor, including property transferred by me during life to which I did not make an allocation before my death. In exercising this power, the trustee shall not be required to treat different family branches in the same manner.
- (j) Power in the trustee to divide property in any trust with an inclusion ratio, as defined in section 2642(a)(1) of the Internal Revenue Code, as amended, of neither one nor zero into two separate trusts representing two fractional shares of the property being divided, one to have an inclusion ratio of one and the other to have an inclusion ratio of zero, provided that such division is a qualified severance which meets the requirements of section 2642(a)(3).

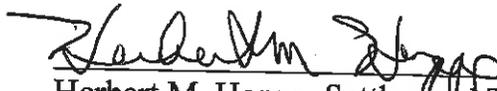
FIVE: TRI-COUNTY BROADCASTING STOCK

It is my desire that, throughout the duration of the trust, the trustee retain the stock of Tri-County Broadcasting, Inc. ("Stock") which comes to it as trustee hereunder. While the trustee is authorized to sell such Stock if it believes such sale is in the best interest of the beneficiaries, it is my earnest hope that such sale will not be deemed necessary and that eventually the Stock will be available to pass in kind to my children. In the event that the trustee decides that the sale of such Stock should be made, it shall be made at a price deemed adequate by the trustee. In view of the fact that the trust principal will most likely consist of the Stock, the trustee is authorized to retain throughout the duration of the trust the Stock which comes to it as trustee hereunder through the retention of such Stock by the trustee may not be regarded as a proper trust investment in the absence of this express authorization.

A child of mine may serve as an officer of Tri-County Broadcasting, Inc. or of any

concern which shall succeed to the whole or to a substantial part of the assets or business of Tri-County Broadcasting, Inc.

In Witness Whereof, I have signed this trust instrument dated October 12th, 2004.


Herbert M. Hoppe, Settlor and Trustee

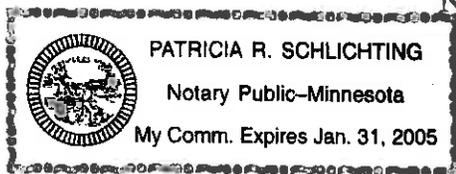
STATE OF MINNESOTA

COUNTY OF STEARNS

The foregoing instrument was acknowledged before me this 12th day of October, 2004, by Herbert M. Hoppe.


Notary Public

246372



TRANSFER ON DEATH DESIGNATION

Title and ownership of the 51 Class A voting shares (the Shares) of Tri-County Broadcasting, Inc (the Corporation) shall be transferred to the trustee of The Herbert M. Hoppe Trust, dated October 12, 2004 on the death of Herbert M. Hoppe. These Shares are hereby registered as Herbert M. Hoppe, TOD the trustee of The Herbert M. Hoppe Trust, dated October 12, 2004 (the Trust) pursuant to Minn. Stat. Sec. 524.6 – 305.

These Shares shall, without the necessity of any act of the Corporation be owned by the trustee of the Trust on the death of Herbert M. Hoppe and the trustee of the Trust shall have all rights and privileges associated with the ownership of these Shares, subject to any restrictions on said Shares.


Herbert M. Hoppe


Date

**ENGINEERING STUDY FOR
TRI-COUNTY BROADCASTING, INC.
SAUK RAPIDS, MINNESOTA
MAY 2018**

This engineering study was performed to illustrate compliance with the FCC broadcast station ownership rules at 47 CFR 73.3555. Tri-County Broadcasting, Inc. has an attributable ownership interest in WXYG, WBHR, WVAL and WMIN (AM), Sauk Rapids, MN and WHMH-FM, Sauk Rapids, MN for a total of five stations, four in one service (AM). Sauk Rapids is not part of a Nielsen market so the contour overlap method of determining ownership limit compliance will be used. Stations with transmitter sites more distant than 92 kilometers and three LPFM stations were excluded. The 5 mV/m city-grade contour was used for AM, 70 dBu for commercial FM and 60 dBu for noncommercial FM stations in the reserved part of the band.

The composite city-grade contour "market" is shown on the attached map. 25 other commercial stations have their city-grade contour overlap all or some of the composite contour. These station contours are shown on the map with AM stations in violet and FM in orange. The subject station contours are shown in blue (AM) and red (FM). In addition, there are five full power noncommercial FM stations (pink contours), bringing the market total including the subject stations to 35. Per 47 CFR 73.3555(a)(ii), "[i]n a radio market with between 30 and 44 (inclusive) full-power, commercial and noncommercial radio stations, not more than 7 commercial radio stations in total and not more than 4 commercial stations in the same service (AM or FM)", this combination of one FM and four AM stations is in compliance.

This engineering exhibit was prepared by me and is true and correct to the best of my knowledge and belief.

May 22, 2018

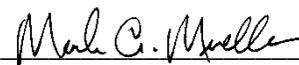

Mark A. Mueller

TABLE 1, AM STATIONS
(subject stations in bold face)

<u>Call Sign</u>	<u>State</u>	<u>City</u>	<u>Freq</u>	<u>Latitude</u>	<u>Longitude</u>	<u>Class</u>	<u>Facility ID</u>
WXYG	MN	SAUK RAPIDS	540	45-36-18.0 N	94-08-21.0 W	B	161448
WBHR	MN	SAUK RAPIDS	660	45-36-18.0 N	94-08-21.0 W	B	26980
WVAL	MN	SAUK RAPIDS	800	45-36-18.0 N	94-08-21.0 W	B	78914
WCCO	MN	MINNEAPOLIS	830	45-10-40.0 N	93-20-55.0 W	A	9642
KLTF	MN	LITTLE FALLS	960	46-00-16.0 N	94-19-42.0 W	D	37780
WMIN	MN	SAUK RAPIDS	1010	45-36-18.0 N	94-08-21.0 W	B	161428
KASM	MN	ALBANY	1150	45-37-53.0 N	94-36-00.0 W	D	33464
KYES	MN	ROCKVILLE	1180	45-21-43.0 N	94-17-57.0 W	B	136921
WJON	MN	ST. CLOUD	1240	45-33-36.0 N	94-08-21.0 W	C	73144
WQPM	MN	PRINCETON	1300	45-33-10.0 N	93-34-54.0 W	D	59618
KXSS	MN	WAITE PARK	1390	45-32-31.0 N	94-15-41.0 W	B	60493
KNSI	MN	ST. CLOUD	1450	45-32-21.0 N	94-10-05.0 W	C	37002

TABLE 2, FM STATIONS
(subject station in bold face)

<u>Call Sign</u>	<u>State</u>	<u>City</u>	<u>Chan</u>	<u>Latitude</u>	<u>Longitude</u>	<u>Class</u>	<u>Facility ID</u>
KVSC	MN	ST. CLOUD	201	45-31-00.0 N	94-13-52.0 W	C2	62112
KNSR	MN	COLLEGEVILLE	205	45-29-51.0 N	94-32-15.0 W	C1	42938
KPCS	MN	PRINCETON	209	45-33-10.0 N	93-34-54.0 W	C2	93446
KSJR-FM	MN	COLLEGEVILLE	211	45-29-51.0 N	94-32-15.0 W	C1	42955
KCFB	MN	ST. CLOUD	218	45-30-02.0 N	94-14-31.0 W	C3	21379
WYRQ-FM	MN	LITTLE FALLS	221	45-56-58.0 N	94-17-46.0 W	A	74277
KKJM	MN	ST. JOSEPH	225	45-38-19.0 N	94-22-23.0 W	C3	62129
KFML	MN	LITTLE FALLS	231	46-00-15.0 N	94-19-40.0 W	A	37779
KMXK	MN	COLD SPRING	235	45-23-53.0 N	94-25-15.0 W	C2	73146
KBEK	MN	MORA	238	45-44-33.0 N	93-22-48.0 W	C3	31613
KZRV	MN	SARTELL	244	45-46-03.0 N	94-08-04.0 W	C2	59149
WWJO	MN	ST. CLOUD	251	45-48-52.0 N	94-01-38.0 W	C0	73145
KZPK	MN	PAYNESVILLE	255	45-34-03.0 N	94-30-42.0 W	C2	57562
KCML	MN	ST. JOSEPH	260	45-32-21.0 N	94-10-05.0 W	A	79009
KIKV-FM	MN	SAUK CENTRE	264	45-41-10.0 N	95-08-03.0 W	C1	4336
WHMH-FM	MN	SAUK RAPIDS	269	45-35-48.0 N	94-09-25.0 W	C2	67694
KLZZ	MN	WAITE PARK	279	45-30-02.0 N	94-14-31.0 W	C3	60492
KCLD-FM	MN	ST. CLOUD	284	45-34-03.0 N	94-30-43.0 W	C	37003
WRXP	MN	CAMBRIDGE	287	45-34-40.0 N	93-12-56.0 W	C3	54838
KDDG	MN	ALBANY	288	45-37-53.0 N	94-36-00.0 W	A	33463
KLCI	MN	ELK RIVER	291	45-14-20.0 N	93-41-14.0 W	C3	59617
KLIZ-FM	MN	BRAINERD	298	46-19-56.0 N	94-10-26.0 W	C1	28654
KQQQ	MN	ANOKA	300	45-20-20.0 N	93-23-27.0 W	C	54457

