

Omitted Exhibits and Schedules to Agreement

Set forth below is a list of the exhibits and schedules to the Asset Purchase Agreement filed with this application. Pursuant to the Commission's policy as stated in its Public Notice, 17 FCC Rcd 16166 (Media Bureau 2002), the parties do not intend to include exhibits and schedules to the Asset Purchase Agreement with this application. In this connection, Assignor submits that information contained, or to be contained, in the exhibits and schedules listed below is either duplicative of information already provided in the application itself or is not material to the Commission's determination as to whether grant of the application serves the public interest, dealing as they do with physical assets, contracts, and other similar matters. If the Commission or its staff makes a request for any of these exhibits or schedules they will be provided at that time, subject to redaction, or request for confidential treatment, of any confidential or proprietary information contained therein.

Asset Purchase Agreement Exhibits and Schedules

EXHIBITS

Exhibit A	NextMedia Stations
Exhibit B	MHST Stations
Exhibit C	Reserved
Exhibit D	Form of Adjustment Escrow Agreement
Exhibit E	Broadcast Cash Flow
Exhibit F	Transition Services Agreement Term Sheet
Exhibit G	Reserved
Exhibit H-1	Form of Assignment of FCC Licenses (Buyer)
Exhibit H-2	Form of Assignment of FCC Licenses (Matrix)
Exhibit I-1	Form of Station Contract Assignment and Assumption (Buyer)
Exhibit I-2	Form of Station Contract Assignment and Assumption (Matrix)
Exhibit J-1	Form of Lease Assignment and Assumption (Buyer)
Exhibit J-2	Form of Lease Assignment and Assumption (Matrix)
Exhibit K-1	Forms of Owned Real Property Deed (Illinois)
Exhibit K-2	Forms of Owned Real Property Deed (Michigan)

- Exhibit K-3 Forms of Owned Real Property Deed (North Carolina)
- Exhibit K-4 Forms of Owned Real Property Deed (Ohio)
- Exhibit K-5 Forms of Owned Real Property Deed (South Carolina)
- Exhibit K-6 Forms of Owned Real Property Deed (Texas)
- Exhibit K-7 Forms of Owned Real Property Deed (Wisconsin)
- Exhibit L-1 Form of Intellectual Property Assignment and Assumption (Buyer)
- Exhibit L-2 Form of Intellectual Property Assignment and Assumption (Matrix)
- Exhibit M-1 Form of Bill of Sale (Buyer)
- Exhibit M-2 Form of Bill of Sale (Matrix)
- Exhibit N Form of Affidavit of Non-Foreign Status
- Exhibit O Form of Employee Non-Solicitation Letter

SCHEDULES

- Schedule 1.1 Permitted Liens
- Schedule 1.1(a) Excluded Contracts
- Schedule 2.1(a) Governmental Licenses
- Schedule 2.1(b) Tangible Personal Property
- Schedule 2.1(c)(i) Owned Real Property
- Schedule 2.1(c)(ii) Leased Real Property
- Schedule 2.1(c)(iii) Excluded Realty
- Schedule 2.1(d) Assumed Employment Contracts
- Schedule 2.1(e) Other Agreements
- Schedule 2.1(f) Business Intellectual Property
- Schedule 2.2(j) Purchased Intercompany Contracts
- Schedule 2.2(u) Excluded Assets
- Schedule 2.3(d) Assumed Liabilities

Schedule 3.3	No Conflicts
Schedule 3.4	FCC License Matters
Schedule 3.5	Taxes
Schedule 3.8(c)	Condemnation Proceedings
Schedule 3.8(d)	Real Property Use
Schedule 3.9	Material Station Contracts
Schedule 3.10	Environmental Matters
Schedule 3.12(a)	Labor Matters
Schedule 3.12(a)(ii)(x)	MHST Seller Labor Matters
Schedule 3.12(a)(ii)(y)	MHST Seller Station Employees
Schedule 3.12(b)	Employee Benefit Plans
Schedule 3.12(c)	Employment Agreements
Schedule 3.12(d)	Severance Obligations
Schedule 3.14(i)	Compliance with Law
Schedule 3.14(ii)	Indecency Complaints
Schedule 3.15	Litigation
Schedule 3.16	Financial Statements
Schedule 3.17	Absence of Undisclosed Liabilities
Schedule 5.1(a)	Pre-Closing Actions of Sellers
Schedule 5.1(b)	Pre-Closing Actions of Buyer
Schedule 5.6(x)	Required Consents
Schedule 5.6(y)	Consent Payments
Schedule 5.7	Station Employees
Schedule 5.21	Pre-Closing Items
Schedule 5.22	Resolution Measures