

ASSIGNMENT OF AGREEMENT
from
SIMMONS MEDIA GROUP, INC.
to
WESTERN BROADCASTING, LLC
(Washington County, Utah)

For the sum of Ten Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, **SIMMONS MEDIA GROUP, INC.**, a Utah corporation ("SMGI"), hereby transfers and assigns absolutely to **WESTERN BROADCASTING, LLC**, a Utah limited liability company, all rights, title, interest and entitlement of SMGI in and to that certain Asset Purchase Agreement dated as of December 29, 2000 (the "Agreement"), by and between Marathon Media Group, LLC, a Delaware limited liability company, as "Seller," and SMGI, as "Buyer," a copy of which is attached hereto as Exhibit A. This Assignment is subject to the consent of Marathon Media Group, LLC.

From time to time after the date of this Assignment of Agreement, each party hereto, at the request of the other party and without further consideration, shall execute and deliver or use its reasonable and good faith efforts to cause to be executed and delivered (at the requesting party's expense), such other assignments, consents, releases, assurances in law, assumptions and other instruments as the requesting party may reasonably deem necessary or desirable (i) to vest, perfect or confirm, on record or otherwise, in the requesting party the title to any assets, properties or rights acquired or to be acquired by the requesting party by reason hereof; or (ii) to put the requesting party in possession of any of such assets, property or rights.

This Assignment of Agreement is dated the 31st day of January, 2001.

ASSIGNOR:

ASSIGNEE:

SIMMONS MEDIA GROUP, INC.,
a Utah corporation

WESTERN BROADCASTING, LLC
A Utah limited liability company

By G. Craig Hanson
Name: G. Craig Hanson
Title: President, Radio Group

BY David E. Simmons
Name: David E. Simmons
Title: Manager

CONSENT TO ASSIGNMENT

MARATHON MEDIA GROUP LLC, "Seller" under that certain Asset Purchase Agreement dated December 29, 2000 (the "Agreement"), between Marathon Media Group LLC and Simmons Media Group, Inc., hereby consents to the assignment of the Agreement by Simmons Media Group, Inc. to Western Broadcasting, LLC. This consent is granted consistent with Section 11.6 of the Agreement.

Dated this 5th day of February, 2001.

MARATHON MEDIA GROUP LLC,
a Delaware limited liability company,

By Bruce Buzick

Name: Bruce Buzick

Title: Executive Vice President, Marathon Media Inc.
ITS GENERAL PARTNER