

**ACTION OF THE EQUITY HOLDERS OF  
LAKES MEDIA, LLC AND LAKES MEDIA HOLDING COMPANY, LLC**

As of the date indicated below, the principals of **LAKES MEDIA, LLC** (herein the “Assignee”), and **LAKES MEDIA HOLDING COMPANY, LLC** (“Company”), both Virginia limited liability companies, at a special meeting called in accordance with the regulations of each of the respective companies and constituting a quorum, but pursuant to which a majority of the voting principals waived notice, adopted the following resolutions and consent and agreed to the same and the actions thereby taken:

**WHEREAS**, all the principals and equity holders of the Company have determined that it is in the Company’s interests to consolidate certain activities and operations of the Company with those of the Company’s affiliate, Assignee, and to assign, deliver and convey the assets and licenses for the radio broadcast stations identified on **Attachment A**, hereto (the “Stations”) to Assignee, in return for one dollar (\$1.00) and other good and valuable consideration and for tax benefit purposes:

**NOW THEREFORE, BE IT**

**RESOLVED**, that the ownership of the Company and Assignee are materially the same; and

**FURTHER RESOLVED**, that Managing Member and the officers of both the Company and Assignee are each hereby authorized and directed to do, or cause to be done, all acts and things (including without limitation, the execution and delivery of any and all agreements, amendments to agreements, assignments and other documents) as any of them consider to be necessary or desirable to satisfy the Company’s and/or Assignee’s obligations and covenants under these resolutions, and to accomplish the purposes or intent of these resolutions; and

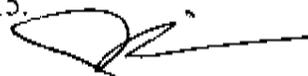
**FURTHER RESOLVED**, that the Managing Member and the officers of the Company and/or Assignee, hereby are authorized and empowered in the name and on behalf of, as applicable, the Company to enter into, execute and deliver all other documents, certificates and agreements necessary to effect and consummate the *pro forma* conveyance and assignment to Assignee of the FCC Licenses for the Stations, pursuant to these resolutions; and

**FURTHER RESOLVED**, that the Managing Member and/or each officer of the Company and/or Assignee are hereby authorized to do and perform all other acts and deeds that may be requisite or necessary to carry fully into effect the foregoing resolutions; and

**FURTHER RESOLVED**, that any commercially reasonable acts or actions taken by the Managing Member or any officer of the Company and/or Assignee prior to the date hereof respecting the *pro forma* sale, conveyance and assignment by the Company of the assets and licenses for the Towers to Assignee are hereby expressly ratified, authorized and accepted on behalf of the Company.

The Resolutions were adopted by the Company and Assignee as of November 16, 2015.

Signed and dated as of the 16th day of November, 2015.



/s/ Thomas C. Birch

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Thomas C. Birch, Managing Member

**STATIONS TO BE ASSIGNED**

<b>LICENSEE</b>	<b>CALL SIGN</b>	<b>COMMUNITY OF LICENSE —CITY / STATE</b>	<b>FCC FACILITY ID NUMBER</b>
Lakes Media Holding Company, LLC	WLUS-FM	Clarksville, VA	11723
Lakes Media Holding Company, LLC	WKSK-FM	South Hill, VA	50234
Lakes Media Holding Company, LLC	WSHV(AM)	South Hill, VA	50235