

Shared Services Agreement and Lease

At the closing, American Spirit Media, LLC, through its subsidiaries, KAUZ, LLC, and KAUZ License Subsidiary, LLC (collectively, “American Spirit”), will enter into a Shared Services Agreement and Lease with affiliates of Raycom Media, Inc. (“Raycom”). As part of the Purchase Agreement, Raycom will acquire station KSWO-TV, Lawton, OK. KSWO-TV and KAUZ-TV are currently parties to a grandfathered joint sales agreement, which will terminate at the closing. Raycom has agreed, however, that it will continue to provide news, production services, administrative support, and building space, to KAUZ-TV pursuant to the Shared Services Agreement and Lease, copies of which are attached hereto.

The Shared Services Agreement and Lease represent the entire agreement of Raycom and American Spirit with respect to KAUZ-TV. Other than the Shared Services Agreement and Lease, there will be no financial relationship between American Spirit and Raycom. There is no option, right of first refusal, put/call arrangement, or similar contingent interest, or loan guarantee between American Spirit and Raycom. There is also no joint sales agreement or LMA, or any other agreement or arrangement (written or oral) that would have the same practical operational or financial effect, between American Spirit and Raycom.