

**EXHIBIT AND SCHEDULES TO THE ASSET EXCHANGE AGREEMENT;**  
**REAL ESTATE PURCHASE AGREEMENT**  
**AND JUSTIFICATION FOR EXCLUSION**

The Real Estate Purchase Agreement, and the following exhibit and schedules to the Asset Exchange Agreement are omitted for the reasons stated, but will be provided to the FCC upon request:

**REAL ESTATE PURCHASE AGREEMENT:** This agreement is between Univision Radio Illinois, Inc. and Salem Radio Properties, Inc., for the sale of certain real property located in Lake County, Indiana, being used as the transmitter site for WIND-AM. The information in this agreement does not reflect on the legal or other qualifications of the parties and is not relevant to whether the structure of the transaction complies with the FCC's rules.

**ASSET EXCHANGE AGREEMENT:**

**EXHIBIT:**

Exhibit 8.2(g) – This exhibit is a form of a Diplex Agreement under which a station that is not part of this exchange transaction may be diplexed on a tower site. The information in this exhibit does not reflect on the legal or other qualifications of the parties and is not relevant to whether the structure of the transaction complies with the FCC's rules.

**SCHEDULES:**

Schedules 2.1(a) and 2.2(a) - These schedules list the tangible personal property to be assigned. The information in this schedule does not reflect on the legal or other qualifications of the parties and is not relevant to whether the structure of the transaction complies with the FCC's rules.

Schedules 2.1(b) and 2.2(b) - These schedules list FCC licenses and permits to be assigned. The list of FCC licenses is a matter of record at the Commission and is therefore not provided.

Schedules 2.1(c) and 2.2(c) - These schedules list station agreements to be assigned. The information in the schedule does not reflect on the legal or other qualifications of the parties and is not relevant to whether the structure of the transaction complies with the FCC's rules.

Schedule 2.3 - This schedule lists excluded assets. The information in the schedule does not reflect on the legal or other qualifications of the parties and is not relevant to whether the structure of the transaction complies with the FCC's rules.

Schedule 3.1 - This schedule addresses organizational and good standing matters. The information in the schedule does not reflect on the legal or other qualifications of the

parties and is not relevant to whether the structure of the transaction complies with the FCC's rules.

Schedule 3.4 - This schedule lists the required governmental consents (excluding the FCC) and consents of third parties. The information in the schedule does not reflect on the legal or other qualifications of the parties and is not relevant to whether the structure of the transaction complies with the FCC's rules.

Schedule 4.3 - This schedule lists real property to be assigned. The information in the schedule does not reflect on the legal or other qualifications of the parties and is not relevant to whether the structure of the transaction complies with the FCC's rules.