

**CONSENT OF DIRECTORS OF  
LeSEA BROADCASTING CORPORATION  
TO ACTION WITHOUT MEETING**

We, the undersigned, all being the directors of LeSEA Broadcasting Corporation, an Indiana non-profit corporation ("the Corporation"), do hereby adopt the following resolutions by signing our written consent thereto:

**Transfer of Certain FCC Licenses to Separate Non-Profit Corporations  
(Subject to Prior FCC Approval)**

WHEREAS, the Corporation has the opportunity to obtain financing from a lender, Wells Fargo Foothill, Inc.; and

WHEREAS, to facilitate the financing, the Corporation must transfer the FCC licenses for three of the Corporation's television stations to three separate non-profit Indiana corporations, each controlled solely by the Corporation, all as shown on Exhibit A hereto.

NOW, THEREFORE, BE IT RESOLVED, that the Corporation, acting through the President of the Corporation or any other person designated by the President (each of the foregoing being referred to herein as an "Authorized Signatory") shall take any action or enter into, execute, deliver and perform any agreement or series of agreements necessary and appropriate to accomplish the foregoing transfers, including, without limitation, any filings required with the Federal Communications Commission ("FCC").

RESOLVED FURTHER, that any of the Authorized Signatories be, and they hereby are, further authorized, empowered and directed, on behalf and in the name of the Corporation, to take or cause to be taken all such actions, pay such fees and expenses, and sign, execute, verify, acknowledge, certify to, file, record and deliver all such instruments, documents and agreements as such Authorized Signatory taking or causing such action to be taken, shall determine to be necessary, desirable or appropriate to effectuate the intent of the foregoing resolutions upon terms that are in the best interests of the Corporation.

RESOLVED, that, in connection with the foregoing resolutions, the taking of any action and the execution and delivery of any instrument, document or agreement by any Authorized Signatory in connection with the implementation of any or all of the foregoing resolutions shall be conclusive evidence of such Authorized Signatory's determination that the same was necessary, desirable, appropriate and in the best interests of the Corporation.

RESOLVED, that the Secretary of the Corporation be, and hereby is, authorized, empowered, and directed to attest the execution and delivery of any agreement, document or other instrument contemplated by the foregoing resolutions or as directed by any Authorized Signatory.

This action is effective as of February 27, 2007.

DIRECTORS:

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Peter Sumrall, President/Director

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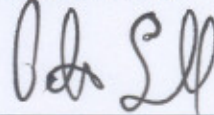
David E. Sumrall, Treasurer/Director

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David M. Sumrall, Secretary/Director

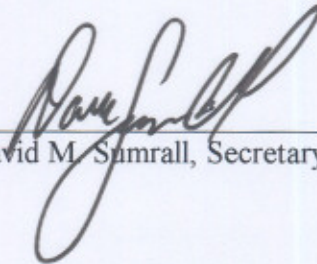
This action is effective as of February 27, 2007.

DIRECTORS:

A handwritten signature in black ink, appearing to read 'Peter Sumrall', written over a horizontal line.

Peter Sumrall, President/Director

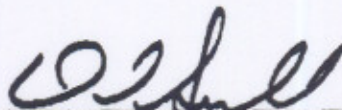
David E. Sumrall, Treasurer/Director

A handwritten signature in black ink, appearing to read 'David M. Sumrall', written over a horizontal line.

David M. Sumrall, Secretary/Director

DIRECTORS:

Peter Sumrall, President/Director

A handwritten signature in dark ink, appearing to read 'D. Sumrall', written over a horizontal line.

David E. Sumrall, Treasurer/Director

David M. Sumrall, Secretary/Director

Exhibit A

<i>Station / Community of License</i>	<i>Facility Id. #</i>	<i>Subsidiary Corporation</i>
WHME-TV, South Bend, IN	36617	LeSEA Broadcasting of South Bend, Inc.
KWHE, Honolulu, HI	36846	LeSEA Broadcasting of Hawaii, Inc.
WHNO, New Orleans, LA	37106	LeSEA Broadcasting of New Orleans, Inc.