

AGREEMENT FOR TRANSFER OF CONTROL

AGREEMENT FOR TRANSFER OF CONTROL, made and entered into this 3rd day of October 2011, by and between SMITH AND FITZGERALD PARTNERSHIP and GEOS COMMUNICATIONS, both General Partnerships in Pennsylvania.

WITNESSETH

WHEREAS, Smith And Fitzgerald Partnership is a partnership in Pennsylvania engaged in the broadcasting business, and in that capacity holds an FCC Construction Permit for FM broadcast station WNAK-FM Indian Lake, NY, facility ID number 183338; and,

WHEREAS, The General Partners of Smith and Fitzgerald, Partnership are Kevin M. Fitzgerald and Benjamin P. Smith (50% ownership each); and,

WHEREAS, The General Partners of Geos Communications are Kevin M. Fitzgerald, Benjamin P. Smith, and Betty S. Curtin (33.3% ownership each); and,

WHEREAS, Smith And Fitzgerald desire to transfer control of this FM broadcast station from Smith and Fitzgerald, Partnership to Geos Communications, constituting a less than 50% change in ownership (this constitutes adding in Betty S. Curtin as a partner of WNAK-FM); and,

WHEREAS, such transfer of control of aforementioned translator station requires prior consent of the FCC,

NOW THEREFORE, it is AGREED as follows:

1. Subject to FCC consent Smith And Fitzgerald Partnership hereby agrees to transfer control of WNAK-FM Indian Lake, NY, Facility ID No 183338 from Smith and Fitzgerald, Partnership to Geos Communications without consideration.

WHEREFORE, the premises considered, the parties to this Agreement have set their signature on the day and year above.

A handwritten signature in black ink, appearing to read 'K. Fitzgerald', written over a horizontal dashed line.

KEVIN M. FITZGERALD
GENERAL PARTNER,
SMITH AND FITZGERALD, PARTNERSHIP
AND GEOS COMMUNICATIONS