

**FIRST AMENDMENT TO  
ASSET PURCHASE AGREEMENT**

**WHEREAS Ken Rainey, Sr. and N. Brad Carter, Jr.** entered into an Asset Purchase Agreement dated the 30<sup>th</sup> day of August, 2013 (the "Agreement"); and

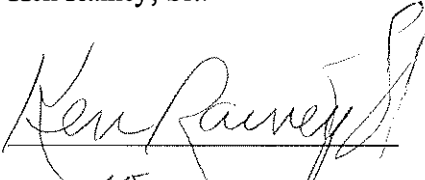
**WHEREAS Ken Rainey, Sr. and N. Brad Carter, Jr.** desire to amend Exhibit I to the Agreement.

**NOW, THEREFORE**, in consideration of the mutual promises contained herein, the parties agree as follows:

The Business Area defined in Exhibit I as "the East Mississippi and West Alabama listening area" shall be limited to the geographic area within the 1 mV/m strength signal contour of the 93.1 FM station.

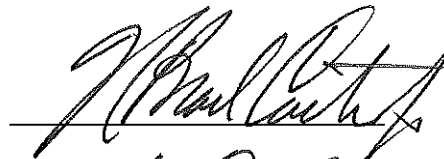
**IN WITNESS WHEREOF**, the parties have executed this instrument in duplicate on the dates stated below their signatures.

Ken Rainey, Sr.:



Dated: 10-31-2013

N. Brad Carter, Jr.:



Dated: 30 Oct 2013