

EXHIBIT 10

DESCRIPTION OF TRANSACTION/AGREEMENTS

I. Description of Transaction

The instant amendment to the pending assignment application (FCC File Nos. BAL-20010314AAA and BALH-20010314AAB) substitutes Bonneville Holding Company ("BHC") for Western Broadcasting, LS, LLC ("Western-LS") as assignee. Accordingly, the application now seeks Commission consent to the assignment of the FCC authorizations for radio stations KUNF(AM), Washington, Utah and KREC(FM), Brian Head, Utah from Marathon Media Group, L.L.C. ("Marathon") to BHC.

This proposed assignment would be effectuated by the consummation of the Asset Purchase Agreement (the "Marathon/Simmons APA") dated as of December 29, 2000, as amended, between Marathon and Western-LS (and its affiliate, Western Broadcasting, LLC ("Western")) followed immediately by the consummation of the Asset Purchase Agreement (the "Simmons/Bonneville APA") dated as of November 7, 2002 among Western-LS, Western, BHC and BHC's affiliate, Bonneville International Corporation ("BIC"). Section 3.1 of the Simmons/Bonneville APA provides that the closing under that agreement shall take place immediately following (and in no event more than ten (10) minutes after) the closing under the Marathon/Simmons APA.

Furthermore, the parties represent, in accordance with Section 6.1(d) of the Simmons/Bonneville APA, that (1) the assignment of the FCC licenses for radio stations KUNF(AM) and KREC(FM) from Marathon to Western-LS shall not be consummated, and Western-LS shall not acquire or accept control of such FCC licenses from Marathon, until and unless such licenses are immediately assigned to BHC instantaneously, but in any event not more than ten (10) minutes following their assignment from Marathon to Western-LS, and (2) in the event that the assignment of such FCC licenses from Western-LS to BHC is not consummated within ten (10) minutes following assignment of the FCC licenses from Marathon to Western-LS, control of the FCC licenses for KUNF(AM) and KREC(FM) shall remain with Marathon.

Accordingly, the assignment of the FCC authorizations for KUNF(AM) and KREC(FM) from Marathon to BHC would pass through Western-LS. However, this pass-through would be virtually instantaneous and Western-LS would not acquire or maintain control of the FCC authorizations. This form of pass-through transaction is in compliance with the policy of the FCC permitting an essentially instantaneous pass-through of a broadcast license from an assignor to an assignee through a third-party intermediary pursuant to a single assignment application. See John H. Phipps, Inc., 11 FCC Rcd 13053 (1996).

The proposed sale of these two radio stations in the St. George-Cedar City, Utah market is part of a multiple-station, multiple-market transaction. An additional two radio stations in the St. George-Cedar City, Utah market^{1/}, three radio stations and a construction permit for a new AM station in the Salt Lake City-Ogden-Provo, Utah market, and seven radio stations in the Idaho Falls-Pocatello-Blackfoot, Idaho market are to be sold by Western-LS and its affiliates to BHC and BIC pursuant to two additional Asset Purchase Agreements.

Three assignment applications are being filed concurrently with the instant amendment for the various stations involved in this transaction. Specifically, an application is being filed seeking Commission consent to the assignment of the FCC authorizations for radio stations KZNI(AM), KCVI(FM), KLCE(FM), KZNR(AM) and KBLI(AM) from Western Communications, Inc. to BHC. Another application is being filed seeking Commission consent to the assignment of the FCC authorizations for radio stations KSNN(FM), KDXU(AM), KPLV(FM) and KFTZ(FM) from Western-LS to BHC. A third assignment application is being filed seeking Commission consent to the assignment of the FCC authorizations for radio stations KSFI(AM), KRSP-FM and KQMB(FM) and a construction permit for new AM station KUTR(AM) from Simmons-SLC, LS, LLC to BHC.

II. Agreements

Western-LS, BHC and their affiliates have entered into the following agreements:

1. Asset Purchase Agreement, dated as of November 7, 2002, by and among Bonneville International Corporation, Bonneville Holding Company, Simmons Media Group, LLC, Simmons-SLC, LLC, and Simmons-SLC, LS, LLC for KSFI(FM), Salt Lake City, Utah; KRSP-FM, Salt Lake City, Utah; KQMB(FM), Midvale, Utah; and KUTR(AM), Taylorsville, Utah.
2. Asset Purchase Agreement, dated as of November 7, 2002, by and among Bonneville International Corporation, Bonneville Holding Company, Western Communications, Inc., Western Broadcasting, LLC, and Western Broadcasting, LS, LLC, for KDXU(AM), St. George, Utah; KSNN(FM), St. George, Utah, KFTZ(FM), Idaho Falls, Idaho; KPLV(FM), Idaho Falls, Idaho; KZNI(AM), Idaho Falls, Idaho; KZNR(AM), Blackfoot, Idaho; KLCE(FM), Blackfoot, Idaho; KCVI(FM), Blackfoot, Idaho; and KBLI(AM), Blackfoot, Idaho.
3. Asset Purchase Agreement, dated as of November 7, 2002, by and among Bonneville International Corporation, Bonneville Holding Company, Western Broadcasting, LLC, and Western Broadcasting, LS, LLC, for KUNF(AM), Washington, Utah; and KREC(FM), Brian Head, Utah.

^{1/} The two additional stations are KSNN(FM) and KDXU(AM). BIC and BHC are not assuming, or entering into, any Local Marketing Agreements, Time Brokerage Agreements or Joint Sales Agreements for any other radio stations in the St. George-Cedar City, Utah market.

This Exhibit 10 includes the Simmons/Bonneville APA described in Item 3 above that provides for the transaction that is the subject of the instant application. This Exhibit 10 omits the schedules to the Simmons/Bonneville APA to avoid burdening the Commission with unnecessary information that is not relevant to the Commission's or the public's review of the transaction proposed herein and to preserve confidential and proprietary information relating to the business of the parties hereto. Following the Simmons/Bonneville APA, this Exhibit includes an index identifying the omitted schedules, which will be submitted to the Commission upon its request.