

ASSIGNMENT AND ASSUMPTION AGREEMENT

This agreement is made and entered into this 12th day of April 2006 by and between **Wilkins Communications Network, Inc.**, a South Carolina corporation ("Wilkins") and **Mobile Bay Corporation**, a South Carolina corporation ("Mobile Bay").

WHEREAS, Wilkins is party to an April 11, 2006 Asset Purchase Agreement (the "APA") with 1270 AM., Inc. ("1270") for the sale by 1270 and the purchase by Wilkins of radio station WJJD(AM), Pritchard, Alabama (the "Station"); and

WHEREAS, Wilkins and 1270 are also parties to an April 11, 2006 Time Brokerage Agreement (the "TBA"), whereby Wilkins is to provide certain programming to 1270 for broadcast over the Station pending consummation or termination of the APA; and

WHEREAS, under both the APA and TBA, Wilkins is authorized to assign its rights thereunder to an entity under common control with Wilkins, whereupon the obligations under the APA and TBA are to become binding upon such assignee; and

WHEREAS, Wilkins and Mobile Bay are both controlled by Robert L. Wilkins;

NOW, THEREFORE, in consideration of the foregoing premises and the mutual covenants and agreements set forth herein and in the APA and TBA, the parties, intending to be legally bound, hereby agree as follows:

1. Wilkins assigns to Mobile Bay, and Mobile Bay assumes from Wilkins, all of Wilkins' rights and obligations under the APA and TBA.
2. No monetary consideration will be paid between Wilkins and Mobile Bay with respect to this assignment and assumption. Rather, the sole consideration for this agreement is Mobile Bay's assumption of the rights and obligations to which Wilkins would otherwise be entitled and liable under the APA and TBA.
3. In all other respects the APA and TBA remain in full force and effect.

Executed on the date first written above.

WILKINS COMMUNICATIONS NETWORK, INC.

By: 

Robert Wilkins, President

MOBILE BAY CORPORATION

By: 

Robert Wilkins, President