

MERLIN MEDIA, LLC
MERLIN MEDIA LICENSE, LLC
222 Merchandise Mart Plaza
Suite 230
Chicago, Illinois 60654

October 11, 2012

CBS Radio Inc.
1271 Avenue of the Americas, Floor 44
New York, New York 10020

Re: Asset Purchase Agreement dated as of October 5, 2012 Among
Merlin Media, LLC, Merlin Media License, LLC, and CBS Radio Inc.

Dear Sir or Madam:

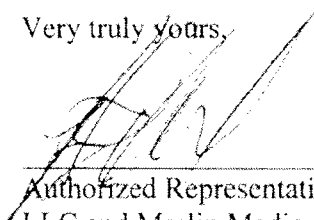
This letter set forth certain agreements and understandings of the parties (the "Parties") to the above-referenced Asset Purchase Agreement (the "Purchase Agreement"). Capitalized terms used herein and not otherwise defined herein shall have the meanings assigned to such terms in the Purchase Agreement.

Buyer desires to retain the ability to assign its rights, but not its obligations, under the Purchase Agreement to an EAT pursuant to Section 10.2(b) of the Purchase Agreement. In furtherance thereof, Buyer has requested that the FCC Application shall request the consent of the FCC to the assignment of the FCC Licenses from Seller to the EAT.

The Parties hereby agree that: (a) the term "FCC Application" in the Purchase Agreement shall mean an application filed with the FCC requesting consent to the assignment of the FCC Licenses from Seller to the EAT, (b) the first sentence of Section 8.4 of the Purchase Agreement shall be amended to add the words "or control" between "...Buyer's lack of qualifications to be" and "the licensee of the Station..." and (c) the third sentence of Section 8.4 of the Purchase Agreement shall be amended to add the words "or control the" between "...Buyer's qualifications to be" and "licensee of the Station..." Except for the modifications set forth in clauses (a), (b) and (c) above, the Purchase Agreement shall remain in full force and effect without amendment or modification hereby. CBS Radio Inc. shall not be released from any of its obligations under the Purchase Agreement as a result of any assignment of rights to the EAT.

The parties acknowledge their agreement with the foregoing by their respective signatures below.

Very truly yours,

A handwritten signature in black ink, appearing to be 'H. W.', written over a horizontal line.

Authorized Representative of Merlin Media,
LLC and Merlin Media License, LLC

AGREED:

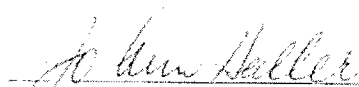
Authorized Representative of CBS Radio Inc.

The parties acknowledge their agreement with the foregoing by their respective signatures below.

Very truly yours,

Authorized Representative of Merlin Media,
LLC and Merlin Media License, LLC

AGREED:



Authorized Representative of CBS Radio Inc.