

AMENDMENT TO ASSET PURCHASE AGREEMENT

THIS AMENDMENT TO ASSET PURCHASE AGREEMENT (this "Amendment") is made as of May __, 2008 by and between TED W. AUSTIN, JR. ("Seller"), and SANDHILL MEDIA GROUP, LLC, an Idaho limited liability company ("Buyer"). Capitalized terms used herein but not otherwise defined shall have the meanings ascribed to them in the Agreement (as defined below).

BACKGROUND:

WHEREAS, on April 25, 2008, Seller agreed to sell and Buyer agreed to acquire certain of the assets owned or leased by Seller and used or useful in connection with the operation of FM translator station K279AU, Idaho Falls, Idaho ("Station"); and

WHEREAS, the Asset Purchase Agreement to transfer the Station between the parties, dated April 25, 2008 ("Purchase Agreement"), incorrectly refers to Buyer as 'Sand Hill Media Company, LLC';

WHEREAS, Buyer acknowledges that it intended to be bound under the Purchase Agreement and both parties have agreed to amend the Purchase Agreement to correct the name of the Buyer, as set forth herein.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereby agree as follows:

1. The first paragraph of the Purchase Agreement is hereby deleted in its entirety and replaced with the following:

"THIS ASSET PURCHASE AGREEMENT, dated as of April 25, 2008 (this "Agreement"), is by and between TED W. AUSTIN, JR. ("Seller"), and SANDHILL MEDIA GROUP, LLC, an Idaho limited liability company ("Buyer")."

2. All references to 'Sand Hill Media Company, LLC' in the Purchase Agreement shall hereinafter be changed to 'Sandhill Media Group, LLC' and Buyer agrees and acknowledges that the signature of Ryan G. Frandsen thereto effectively bound Buyer to perform under the terms of the Purchase Agreement.

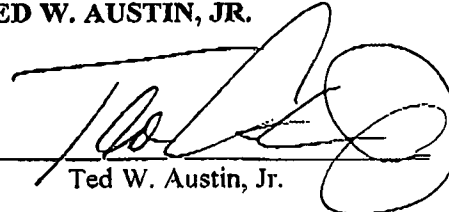
3. This Amendment may be executed in any number of counterparts, each of which shall be deemed to be an original, and all of such counterparts shall constitute one Amendment.

4. As modified herein, the Purchase Agreement is hereby ratified and confirmed and shall remain in full force and effect.

(Signatures to Follow)

IN WITNESS WHEREOF, the parties hereto have executed this Amendment to Asset Purchase Agreement as of the date written above.

TED W. AUSTIN, JR.



Ted W. Austin, Jr.

SANDHILL MEDIA GROUP, LLC

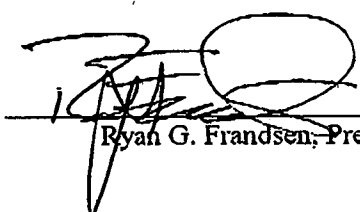
Ryan G. Frandsen, President

IN WITNESS WHEREOF, the parties hereto have executed this Amendment to Asset Purchase Agreement as of the date written above.

TED W. AUSTIN, JR.

Ted W. Austin, Jr.

SANDHILL MEDIA GROUP, LLC



Ryan G. Frandsen, President