

**DISCLOSURE SCHEDULES
TO
ASSET PURCHASE AGREEMENT
BETWEEN
BEASLEY FM ACQUISITION CORP.
AND
RADIO NEVADA CORP.
FOR
STATION KDWN(AM), LAS VEGAS, NEVADA

DATED AS OF MARCH 23, 2006**

Reference is made to the Asset Purchase Agreement (the “*Agreement*”), dated as of March 23, 2006, between Beasley FM Acquisition Corp. (“*Buyer*”) and Radio Nevada Corp. (“*Seller*”). These Schedules are the “Schedules” referred to in the Agreement. Capitalized terms used in these Schedules and not otherwise defined herein are used as defined in the Agreement.

These Schedules are not intended to constitute, and shall not be construed as constituting, any representation or warranty of Seller except as and to the extent expressly provided in the Agreement. The fact that any item of information is contained herein shall not, in and of itself, be construed to mean that such information is required to be disclosed in or by the Agreement or that such item of information is “material” as such term is used in the Agreement. Any matter disclosed in one Schedule hereof shall, if and to the extent that a reasonable person would regard such matter as relevant to information disclosed on other Schedules, be deemed to be disclosed in such other Schedules. The headings in these Schedules are for convenience of reference only and shall not be deemed to alter or affect the express description of the sections of these Schedules as set forth in the Agreement.

SCHEDULES AND EXHIBITS

Schedules

Schedule 1.2(a)	Station Licenses
Schedule 1.2(b)	Real Property
Schedule 1.2(c)	Personal Property
Schedule 1.2(d)	Assumed Contracts
Schedule 1.2(e)	Intangible Property
Schedule 1.3(h)	Excluded Assets
Schedule 6.4	Litigation
Schedule 7.3	Required Consents
Schedule 7.8	Personnel Information and Employee Benefit Plans
Schedule 7.14	UCC Financing Statements
Schedule 7.15	Insurance
Schedule 10.9	Noncompete Parties

Schedule 1.2(a)
Station Licenses

1.	KDWN(AM)	Main Station	Expires 10/01/2013
2.	KAI922	Remote Pickup	Expires 10/01/2013
3.	KAI994	Remote Pickup	Expires 10/01/2013
4.	KIL217	Remote Pickup	Expires 10/01/2013
5.	WAW490	Aural STL	Expires 10/01/2013

Schedule 1.2(b)
Real Property

1. Month to month verbal lease, by and between Plaza Hotel and Radio Nevada Corp., cancellable by either party on 30 days notice.

2. Lease and Option Agreement, to be negotiated between Buyer and Seller, for Buyer's use of existing KDWN transmitter site, including transmitter building and tower. Lease terms: lease term shall be for 36 months after the date of Closing of the Purchase Agreement, non-renewable, at a rent of \$3,000 per month. Buyer shall pay all tower site utilities, maintenance, and its own insurance. The parties will indemnify each other from liability arising from their own actions or failure to act. Buyer shall have the option to purchase the transmitter site, in fee simple, for \$5,000,000, exercisable by Buyer at any time during the term of the Lease and Option Agreement, provided that the sale is consummated on or before the 30th day after the end of the term of the lease. The option will terminate in the event that the option is not exercised during the term of the lease, or the purchase does not close on or before the 30th day after the end of the term of the lease. The purchase price shall be paid in cash with a 10% good faith escrow deposit to be paid by Buyer upon exercise of the option.

Schedule 1.2(c)
Personal Property

See attached.

Altec Lansing	Model 150
Unknown (Custom?)	Unknown
Unknown (Custom?)	Unknown
Various	Various
Panasonic	KXP1624
Altec Lansing	Unknown
RCA	Unknown
Sears	Kenmore
Sears	Kenmore
SMC	Unknown

Bi Acoustic Spkr
Speaker Cabinets
Speaker Cabinets
Various Parts/Spkrs/cables in boxes
Dot Matrix wide carriage printer
Control unit
8 Channel tube console
Room AC units Condition Unknown
Room AC units Condition Unknown
Cooling fan

RACK ROOM

Left	Equipment	Rack
Make	Model	Description
Gentner	Voice Interface	Voice Telephone interface for GSC-3000
Gentner	GSC-3000	Transmitter Remote Control Unit
Gentner	Command relay	Relay unit for GSC-3000
Gentner	Command relay	Relay unit for GSC-3000
Gentner	Command relay	Relay unit for GSC-3000
Gentner	Command relay	Relay unit for GSC-3000
Phillips	17" CRT Monitor	Monitor for GSC-3000
Multi-Modem	Modem	Modem for GSC-3000
E-Machines	733i	Computer tower with keyboard mouse
Unknown	6'	6' Steel Equipment Rack
Left Center	Equipment	Rack
Moseley	MRC-1	Remote control unit.
Moseley	BSP-1	Barrier Strip Panel
Moseley	TRL-1	Transmitter-Studio Link Transmitter
Vocorn	15 W Amp	15 Watt amplifier for TRL-1
Right Center	Equipment	Rack
Moseley	PCL-6020	STL Receiver 949.0 Mhz
Moseley	CIP-2	Control Interface Panel
Moseley	CIP-2	Control Interface Panel
Right	Equipment	Rack
Gates	AM-80	Modulation Monitor
Orban	Optimod 9200	Digital/compressor/limiter
Gates	ME-1	Modulation Enhancer
Unknown	Patch Panel	Single Patch Panel, old style dual plugs
General Electric	YDA-1	Noise and Distortion Meter
Loose	Equipment	In Rack Room
Bell and Howell	Unknown	Oscilloscope
Tektronics	524-D	Oscilloscope
Radio Shack	Unknown	AM/FM/TV receiver portable
Concord	220 R	Reel to Reel Portable recorder
Admiral	CQC-23496	Remote indicator unit (Army Surplus) Purpose Unkwn
Admiral	CQC-23496	Remote indicator unit (Army Surplus) Purpose Unkwn
Russco	TT	Turntable old style motor/puck unit
Russco	TT	Turntable old style motor/puck unit
Ampex	Model 351	Reel to Reel Recorder
Ampex	351 electronics	Tube type electronics
Ampex	Model 351	Reel to Reel, no electronics
Ampex	Model 351	Reel to Reel, no electronics
ITA	FM250A	Broadcast Transmitter FM

Phasor Room

Manufacturer	Model	Description
Potomac Instruments	AM-19 (204)	3 Tower antenna monitor
Potomac Instruments	PMA19	Precision Monitoring Adaptor
Gates		3 Tower Antenna Phasing Unit
Delta	CPE-1	Common point Impedance Bridge
Delta	TCA-40	Common point Ammeter 40 Amps toroidal
Sears	Kenmore	Room Airconditioner Inoperative

Transmitter Room

Harris	3DX50	Destiny 50 KW Transmitter
Harris	MW-50	Aux Xmtr
Harris	MW-50	Power supply unit
Harris	MW-50	Step Start panel
Goodman	AR60	Air Handler
American Standard	Unknown	Air Handler
Unknown	Unknown	Metal Storage Cabinet
Various	Various	Assorted parts/components
Eimac	Various	Spare tubes MW-50 Transmitter

Tech Room

Innovonics	Model 200	Limiter
Dorough	DAP-310	3 Band processor
Innovonics	Model 222	NRSC Limiter
Regency	Unknown	2 Way Radio
Regency	Unknown	2 Way Radio
Various	Various	Wire/Cable/parts/supplies
Unknown	Unknown	workbench, metal with sears toolbox.
Sears	Unknown	Hand tool box
Unknown	Unknown	File Cabinet
Unknown	Unknown	File Cabinet
Nema Clarke	120 E	Field Intensity Meter
Various	Various	Ammeter, portable plug in Thermocouple type
Unknown	Unknown	Desk, with Chair
Unknown	Unknown	Parts Cabinet

Inside Storage Room

various	Various	Equipment Manuals
Sears	Craftsman	Grinding Wheel
various	Various	Assorted Hardware, bolts, Screws Nuts
Harris		HV Rectifier MW-50 Condx unknown
Unknown	Unknown	Buffing Wheel

Sears
Sears
General Electric
Sears

Kenmore
Kenmore

Coldspot

Ray Jefferson
Russco
Ampex
Ampex
Collins
Gates
Gates
Sparta
Sears
Sears
Radio Shack

Unknown
TT
Model 351
Model 351

Cartimatic
M-5952
Unknown

Unknown

Kitchen

Stove Electric
Hot Water heater (Inoperative)
Microwave Oven
Refrigerator

Studio Room (Nuclear Proof Room)

Marine Transceiver
Turn Table
Reel to Reel
Electronics Tube type
Cartridge Player
Cartridge Record/player
Recording amplifier
4 Channel Mixer
Battery Charger
Battery Charger
4 Channel Security Monitor

Generator Room

Make	Model	Description
Comtech	PD38	Parabolic 3.8 Meter Sectional C band dish
Fedders	Unknown	Air conditioning Compressor
Unknown	Unknown	Swamp Cooler unit, parts missing
CSI	T-10	AM transmitter 10 KW
Onan	Daytank	Daytank for Genset
Onan	175DYG	Genset 175 KVA 440 VAC
Various	Various	Chests, boxes, empty
Misc	Misc	parts supplies

Building Perimeter and Roof

Unknown Uhaul?	Unknown	5 x 10 enclosed trailer
Dayton	Unknown	4 Ton AC compressor unit
Unknown	Unknown	Swamp Cooler, inoperative
Teledyne	Unknown	3 Phase 480 V to 240 V XFMR
Abbott	Unknown	800 Ampre 480 V power distrib panel
ASCO	Unknown	Generator Transfer Panel
Alligience	Unknown	5 Ton Airconditioning compressor
S/R McKinney	Unknown	Well pressure tank
Unknown	Unknown	480V to 240 V 3 phase xfmr
Unknown	Unknown	Heating unit (roof mount) condx unknown
Unknown	Unknown	4 FM antenna bays, frequency unknown
		Interbay lines missing
Radio Shack	Unknown	Security Camera
Radio Shack	Unknown	Security Camera
Radio Shack	Unknown	Security Camera
Scala	PR-450	950 MHz STL receive dish (Paraflector)
Scala	PR-450	450 MHz TSL transmit dish (Paraflector)
Andrew	LDF-4-50	Line to STL and TSL approx 50' each qty 2

MAKE	MODEL	DESCRIPTION
Kenmore	Unknown	TOWER 1 (WEST)
Tower	Unknown	Room Airconditioner
Base Insulator	Unknown	Guyed Steel Tower
Cablewave	HCC158	Base Insulator
Cablewave		1 5/8" Transmission line
Delta	TCA-20	1/2" Air Sample line
Unknown	Unknown	Toroidal Ammeter
Unknown	Unknown	Sample loop
Huey Phillips	Unknown	Isolation Coil
Various	Various	Tower lighting/control
		Phasing equipment built by Carl T. Jones
		Tower 2 (Center)
Kenmore	Unknown	Room Airconditioner
Tower	Unknown	Guyed Steel tower Painted and Lit
Base Insulator	Unknown	Base Insulator
Cablewave	HCC-300	Transmission Line 3" Air Dielectric
Cablewave		1/2" Air Sample line
Delta	TCA-40	Toroidal ammeter 40 A full Scale
Unknown	Unknown	Sample loop
Unknown	Unknown	Isolation Coil/Capacitor
Huey Phillips	Unknown	Tower lighting/control
Various	Various	Phasing equipment built by Carl T. Jones
		Tower 3
Kenmore	Unknown	Room Airconditioner
Tower	Unknown	Guyed Steel Tower painted lit
Base Insulator	Unknown	Base Insulator
Cablewave	HCC158	1 5/8" Transmission line
Cablewave		1/2" Air Dielectric Sample line
Delta	TCA-20	20 Amp toroidal ammeter
Unknown		Sample loop on tower
Unknown		Isolation Coil for Sample loop
Huey Phillips	Unknown	Tower lighting/control
Various	Various	Phasing equipment built by Carl T. Jones

Schedule 1.2(d)
Assumed Contracts
 (“*” indicates that consent is required for assignment)

1. Agreement between Radio Nevada Corp. and Talk Radio Network, Inc., dated February 3, 2003, as amended (The Michael Savage Show).
2. Agreement between The Associated Press and Radio Nevada Corp. dated as of November 15, 2004 (news service).
3. Month to month verbal lease, by and between Plaza Hotel and Radio Nevada Corp., cancellable by either party on 30 days notice.
4. Agreement between Radio America Network and Radio Nevada Corp., dated December 17, 2003 (Michael Reagan Show).

Schedule 1.2(e)
Intangible Property

1. Call sign “KDWN”

Schedule 1.3(h)
Excluded Assets

1. Real Property used for Station's transmitter site, except to the extent provided in Section 1.2(b).

Schedule 6.4
Litigation

None.

Schedule 7.3
Required Consents

None except as set forth on Schedule 1.2(d).

Schedule 7.8
Personnel Information and Employee Benefit Plans

See attached.

Schedule 7.14
UCC Financing Statements

None.

Schedule 7.15
Insurance

See attached.

Schedule 10.9
Noncompete Parties

1. Claire B.Reis, Las Vegas, NV