

OPTION TO PURCHASE UNITS OF PRICE HILL TELEVISION, LLC

THIS OPTION IS ENTERED INTO ON THE 19th day of September, 2013 by and between Julie K Huang, of 2250 Broadway #18B, New York, NY 10024, hereafter "Buyer", and Tom Michel of 5704 Saddleridge Rd., Cincinnati, OH 45247 hereafter "Seller", on the terms and for the purposes hereafter set forth.

Whereas, Seller is the owner of eighty five (85) units (the "Units"), which Buyer represents and warrants constitutes eighty-five percent (85%) of the number of units issued and outstanding of **Price Hill Television, a Limited Liability Company of Delaware whose address is 18977 Munchy Branch Road, Suite 4, Rehoboth Beach, DE 19971**, hereafter "the Company"; and--

Whereas, Buyer desires to acquire an option to purchase the Units, and Seller desires to provide such option to Buyer on the terms provided for herein.

THEREFORE, FOR AND IN CONSIDERATION OF ONE HUNDRED DOLLARS (\$100) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the undersigned Seller does hereby grant and convey unto Buyer an irrevocable option to purchase the Units (the "Option") on the following terms:

1. **PURCHASE PRICE:** In the event that Buyer exercises the Option, the purchase price ("Purchase Price") of each Unit shall be three thousand and eighty-eight dollars and twenty four cents (\$3,088.24) or two hundred and sixty-two thousand five hundred dollars (\$262,500) (the "Aggregate Purchase Price") for 85 Units.

2. **EXERCISE AND SALE DATE:** This option is exercisable in whole or part at any time from the date hereof until September 16th, 2014 (the "Exercise Period") and the exercise of the option effects the sale of up to 85 Units. Buyer may exercise this option by giving Seller three (3) business days' notice of the sale date. At closing, Seller shall deliver purchased units to Buyer in exchange for the Purchase Price in cash. Notwithstanding the foregoing, Buyer shall transfer the Aggregate Purchase Price to Seller no later than December 31, 2013 as a as a good faith deposit, to be returned in the event that FCC approval is not granted.

3. **CONDITIONAL UPON FCC APPROVAL.** The Company owns an LPTV broadcast license (WRDE-LD). The exercise of this Option such that a majority of the units is transferred is conditional upon FCC approval of the change of ownership. Buyer and Seller will work together to file FCC 315 and any other forms, disclosures and information necessary and pertinent to effect the sale of a majority of the units. Buyer and Seller will work together to comply with the public notice requirements of 47 C.F.R. Section 73.3580.

4. **NOTICE:** Notice to Seller of intent to exercise this Option in part or whole shall be deemed given if given personally to Seller in writing or three (3) days after deposit of written notice in the U. S. Mail postage prepaid, return receipt requested addressed to Tom Michel, 5704 Saddleridge Rd., Cincinnati, OH 45247 or three (3) days after emailing notice to tmoinmiddle@cinci.rr.com.

IN WITNESS WHEREOF THE PARTIES HAVE EXECUTED THIS OPTION--

JCH



Tom Michel, Seller

Tom Michel, Seller

9/19/13

print, sign, date

Julie K. Huang

Julie K. Huang, Buyer

9/19/13

print, sign, date