

RESOLUTION OF THE DIRECTORS OF HOCHMAN HAWAII-THREE, INC.

A special meeting of the Directors of Hochman Hawaii-Three, Inc. was held on June 15, 2006 at 2:00 p.m. via telephone conference call. George Hochman, William S. Poorman and William G. Mays, being all of the directors of Hochman Hawaii-Three, Inc., were present. As such there was a quorum. Messrs. Hochman, Poorman and Mays waived the requirement of notice for the meeting.

RESOLVED: the Directors of Hochman Hawaii-Three, Inc. do hereby resolve that Hochman Hawaii-Three, Inc. accept the assignment of a construction permit issued by the F.C.C. to Shirk-Mays, LLC, 11863 East – 300 South, Zionsville, Indiana 46077, FCC ID: 166083, Permit File No. BNPH-20060303ACA from Shirk-Mays, LLC, subject to FCC approval, in exchange for the issuance of 100 shares of the 1000 authorized shares of Hochman Hawaii-Three, Inc. to the following individuals in the following quantities:

George Hochman: 49 shares  
William S. Poorman: 25.5 shares  
William G. Mays: 25.5 shares

and said Directors do authorize the above-mentioned issuance to be noted in the books of the corporation and to have the appropriate officers execute the shares as appropriate.

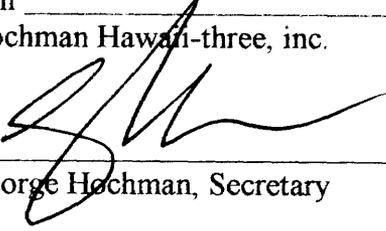
RESOLVED: the Directors of Hochman Hawaii-Three, Inc. do resolve that Hochman Hawaii-Three, Inc. enter into a management agreement with Hochman Hawaii-One, Inc. in the form of the attached Exhibit "A". (Note: Director George Hochman did not vote on this resolution due to his ownership of Hochman Hawaii-One, Inc.. This resolution was passed unanimously by Directors Poorman and Mays.)

RESOLVED: the Directors of Hochman Hawaii-Three, Inc. do resolve that George Hochman, in his capacity as President of Hochman Hawaii-Three, Inc., is hereby authorized to execute the above-mentioned management agreement with Hochman Hawaii-One, Inc. in the form of the attached Exhibit "A" on behalf of Hochman Hawaii-Three, Inc. and take all action and execute and deliver all documents, instruments and agreements as shall be necessary to consummate the transactions contemplated by the above referenced Agreement, including the filing of an application with the FCC to assign the construction permit for the station from Shirk-Mays, LLC to Hochman Hawaii-Three, Inc.

There being no further business, the meeting was adjourned.

DATED: Kalaheo, Hawaii

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Hochman Hawaii-three, inc.

  
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George Hochman, Secretary