

SCHEDULE 2.1

FCC LICENSES

License of Station WZZI, Facility ID 9047, Vinton, VA

License for Station WZZU, Facility ID 17407, Lynchburg, VA

Licenses for the following broadcast auxiliaries:

KCI397

WMI984

WPOB301

WPOM741

SCHEDULE 2.2
TANGIBLE PROPERTY

See attached.

SCHEDULE 2.3

CONTRACTS

See also Schedule 2.4.

1. Altitude Production Library Licensing Agreement dated July 31, 2000, between ABC/Radio Today Entertainment and WZZI.
2. American Gold Agreement dated August 13, 2004, between ABC Radio Networks, Inc. ("ABC") and Travis Media, L.L.C., owner of radio station WZZI-FM 101.5, and related e-mail correspondence from Bob LaGrega at ABC acknowledging and accepting that WZZI is simulcasting the American Gold show with WZZU.
3. American Gold Licensing Agreement dated September 4, 2001, between ABC Radio Networks and Travis Media, licensee of station WZZU.
4. Rock & Roll's Greatest Hits Agreement dated August 13, 2004, between ABC Radio Networks, Inc. and Travis Media, LLC, owner of radio station WZZI-FM 101.5, and related e-mail correspondence from Bob LaGrega at ABC acknowledging and accepting that WZZI is simulcasting the Rock & Roll's Greatest Hits show with WZZU.
5. Rock & Roll's Greatest Hits Licensing Agreement dated September 4, 2001, between ABC Radio Networks and Travis Media, licensee of station WZZU.
6. Affiliation and Program License Agreement dated November 13, 2002, by and between United Stations Radio Networks, Inc. and Travis Media, the owner and operator of Radio Station WZZU-FM.
7. Program Agreement dated March 19, 2003, between Access.1 Communications-Superadio, LLC and WZZU-FM.
8. License Agreement dated August 27, 2001, between Mediabase 24/7 and WZZU-FM.
9. Comedy Network Barter License Agreement # 0227478 dated July 10, 2003, between TM Century, Inc. and Travis Broadcasting, owner and operator of WZZI-FM. **[Note that this agreement expires 8/31/04, and Travis Media has sent an e-mail to TM Century, which has been confirmed by them, indicating that they do not wish to renew the agreement.]**
10. Contract for Radio Network Affiliate Station dated February 28, 2003, by and between Travis Media Corporation and International Sports Properties, Inc.
11. Affiliation Agreement dated March 15, 2004, between Westwood One Radio Networks and Travis Broadcasting, LLC, owner and operator of WZZI-FM, 101.5 MHz, and related Starguide Addendum, Equipment Schedule No. 2032 and Starguide Equipment Promissory Note.

12. Affiliation Agreement dated March 15, 2004, between Westwood One Radio Networks and Travis Broadcasting, LLC, owner and operator of WZZU-FM, 97.9 MHz, and related Starguide Addendum, Equipment Schedule No. 2032 and Starguide Equipment Promissory Note.
13. Program License Agreement effective March 22, 2002, between Westwood One Radio, Inc. and WZZU-FM regarding the Beatles Brunch.
14. Commercial Services Agreement effective April 24, 2004 between CoxCom, Inc. and Cox Virginia Telecom and Travis Media, LLC for high speed, business internet services and related modem for WZZI offices at 210 First Street, Suite 240 in Roanoke, VA.
15. Membership Agreement, effective February 1, 1999 between the Radio Advertising Bureau, Inc. and WZZI and Travis Media. Additional stations controlled by Travis Media in the same market (WZZU) are included under the single membership. Membership entitles the stations to services provided by the Radio Advertising Bureau.
16. Westwood One News Affiliation Agreement, entered into on June 19, 2002 and commencing on July 1, 2002 between Travis Media, LLC, owner and operator of WZZI-FM and Westwood One Radio Networks.
17. Westwood One News Affiliation Agreement, entered into on June 19, 2002 and commencing on July 1, 2002 between Travis Media, LLC, owner and operator of WZZU-FM and Westwood One Radio Networks.
18. Representation Agreement and Amendment to the Representation Agreement, entered into on October 16, 2000 between Christal Radio Sales, Inc. and Travis Media, LLC, owner and operator of WZZI-FM.
19. Representation Agreement and Amendment to the Representation Agreement, entered into on October 16, 2000 between Christal Radio Sales, Inc. and Travis Media, LLC, owner and operator of WZZU-FM.
20. Service Agreement, plus Addendum A, Terms and Conditions, effective August 13, 2004 between Travis Media and KMC Telecom for local, long distance, ISDN, T-1, voicemail and telecommunications services.
21. Cell phone trade Agreement, entered into on August 15, 2003 running through October 31, 2004 and any renewal agreements that may be entered into between U.S. Cellular and Travis Media, LLC. The purpose of the trade agreement is for cell phones and cell phone airtime for Travis Media, LLC to use during remote broadcasts and for daily use by its key personnel. The Agreement between Travis Media, LLC and U.S. Cellular will be renewed upon similar terms, commencing November 1, 2004 unless Centennial Broadcasting notifies Travis Media, LLC in writing, prior to October 1, 2004 that it does not wish to have the agreement renewed.

22. Syndicated Radio Broadcast Reciprocal Trade Agreement, dated July 13, 2003 between Hall of Fame Coast to Coast and WZZI-WZZU and Travis Media, LLC for the Tom Kent Hall of Fame Coast to Coast 5-hour Weekend satellite broadcast airing on Sundays on the stations.

23. Syndicated Radio Broadcast Reciprocal Trade Agreement, dated August 13, 2004 between Hall of Fame Coast to Coast and WZZI-WZZU and Travis Media, LLC for the Tom Kent Hall of Fame Coast to Coast Weeknight satellite broadcasts airing Monday – Friday 7pm-12midnight.

SCHEDULE 2.4

REAL PROPERTY LEASES

1. Sublease dated August 1, 2004, by and between Coyner Mountain Towers, L.L.C. and Travis Media, LLC regarding WZZI transmitter.*
2. Office Lease dated December 22, 1998, by and between First Campbell Square, LLC and Travis Media Corporation regarding 210 First Street, S.W., Roanoke, VA 24011.*
3. Lease Agreement dated September 1, 2004, by and between Malcolm R. Burkholder, High Peak Communications, LLC and Travis Media, LLC regarding WZZU transmitter.*
4. Lease Agreement dated February 1, 1995, by and between WGOL and EleCom, Inc. regarding WZZU transmitter.*

*Denotes Material Contract

SCHEDULE 2.5

INTANGIBLE PROPERTY

Common Law Trade Marks

“The River”

“Oldies 97 point 9, the River”

“Oldies 101”

“Oldies 101.5”

SCHEDULE 3

EXCLUDED REAL PROPERTY

Building located at 19C Wadsworth Street, Lynchburg, Virginia.

SCHEDULE 4.3

TRADE AND BARTER

See attached.

SCHEDULE 7.7

SHARED PROPERTY

A 1999 Ford 250 Econoliner currently used by the Stations is the personal property of Robert Travis and will not be transferred to Buyer as part of this Transaction. The backup generator at the WZZU site is shared with EleCom which leases tower and transmitter building space from Seller at the WZZU transmitter site. Pursuant to the terms of the lease, the generator is maintained by EleCom and will become the property of Buyer at the end of the first term of the lease on January 31, 2005.

SCHEDULE 7.11

INSURANCE POLICIES

Workers Comp. Policy – Central Mutual Insurance Co. – WC7926589.

General Liability (Simplified) – All America Insurance Company – CLP7926588.

Property – All America Insurance Company – CLP7926588.

SCHEDULE 7.18

EMPLOYEE BENEFIT PLANS

The only employee benefit plans that Seller has in effect are the personnel policies set out in Seller's employee handbook and the Trigon KeyCare 25 Plan, each of which has been provided to Buyer.

SCHEDULE 7.21

NAMES

WZZU had formerly been known as WRVX and before that WGOL. It has been known as “The River” for as long as it has been owned by Seller. It’s also known as “Oldies 97 point 9, the River.”

WZZI has always been WZZI. It did use the identifier “Z101” until Seller changed the format to Oldies in February 2004. Now the station is called “Oldies 100” or “Oldies 101 point 5.”