

January 13, 2004

Saga Communications of North Carolina, LLC
73 Kercheval Avenue
Grosse Pointe Farms, Michigan 48236

Re: WOXL Purchase Agreement and WOXL Assignment Agreement (each as defined below)

Gentlemen:

Reference is hereby made to the (i) Asset Purchase Agreement dated as of January 13, 2004 ("WOXL Purchase Agreement") by and between Ashville Radio Partners, LLC, a South Carolina limited liability company ("Ashville") and Liberty Productions, a Limited Partnership, a North Carolina limited partnership ("Liberty"), and (ii) Assignment and Assumption Agreement dated as of January 13, 2004 ("WOXL Assignment Agreement") by and between Ashville and Saga Communications of North Carolina, LLC, a Delaware limited liability company ("Saga").

Pursuant to the WOXL Purchase Agreement, Ashville has agreed to purchase, and Liberty has agreed to sell, the assets associated with radio station WOXL(FM) for the cash purchase price of \$450,000 and other consideration as set forth in Section 1.3 of the WOXL Agreement. Pursuant to the WOXL Assignment Agreement, Ashville has agreed to convey to Saga all of its right, title and interest in and to the WOXL Purchase Agreement for the assignment price specified in Section 2 of the WOXL Assignment Agreement.

Each of Saga and Ashville acknowledges and agrees that if there are any matters or events respecting Liberty or WOXL arising from the business or operation of WOXL on or prior to the date of the consummation of the WOXL Purchase Agreement and the WOXL Assignment Agreement that would give rise to a downward adjustment ("WOXL Adjustment") to the cash purchase price under the Section 1.3 of the WOXL Purchase Agreement, Ashville agrees that the assignment price payable by Saga to Ashville under Section 2 of the WOXL Assignment Agreement shall be reduced dollar-for-dollar by the amount of the WOXL Adjustment.

This letter agreement may be signed in counterparts, each of which shall be deemed an original and all of which together will constitute one and the same instrument. A facsimile transmission hereof shall be deemed an original.

Very truly yours,

Ashville Radio Partners, LLC

By: 

Name: EDWARD F. SEEBER
Title: MANAGING MEMBER

Acknowledged and Agreed:

Saga Communications of North Carolina, LLC

By: _____
Name:
Title:

Acknowledged and Agreed:

Saga Communications of North Carolina, LLC

By: *Samuel O. Bush*

Name:

Title: