

CONSENT OF EAGLE CREEK BROADCASTING LLC

AS TO KZTV, CORPUS CHRISTI AND KVTV, LAREDO

This Consent is made as of June 4, 2002 by the undersigned, the sole managing member of Eagle Creek Broadcasting LLC, a Delaware limited liability company.

WHEREAS, Eagle Creek, Corpus Christi Broadcasting Co., Inc., a Texas corporation ("Corpus Christi"), K-Six Television, Inc., a Texas corporation ("K-Six"), and certain individuals entered into a Stock Purchase Agreement, dated as of December 21, 2001, as amended, pursuant to which K-Six will become, as of the date hereof, an indirect wholly-owned subsidiary of Eagle Creek and the former shareholders of K-Six will receive certain valuable consideration (the "Acquisition");

WHEREAS, K-Six is the owner of certain assets (the "Assets") and the obligor under certain liabilities ("Liabilities") related to the operation of KZTV Station in Corpus Christi, Texas ("KZTV") and KVTV Station in Laredo, Texas ("KVTV"), including the Federal Communications Commission licenses for such stations (the "FCC License");

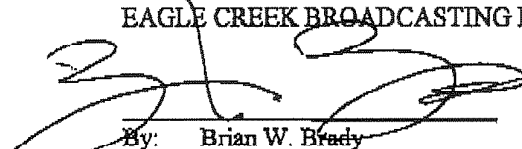
WHEREAS, upon consummation of the Acquisition, Eagle Creek desires to transfer to Eagle Creek Broadcasting of Corpus Christi, LLC all of the assets and liabilities of K-Six relating to KZTV, including all of the KZTV FCC License; and

WHEREAS, upon consummation of the Acquisition, Eagle Creek desires to transfer to Eagle Creek Broadcasting of Laredo, LLC all of the assets and liabilities of K-Six relating to KZTV, including all of the KZTV FCC Licenses; and

NOW THEREFORE, in consideration of the promises and mutual covenants contained herein, and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Eagle Creek hereby covenants that:

- (1) Promptly after the closing of the Acquisition, Eagle Creek shall cause K-Six to transfer to Eagle Creek Broadcasting of Corpus Christi, LLC all of the assets and liabilities of K-Six relating to KZTV, including, upon approval of the FCC, all FCC Licenses relating to KZTV.
- (2) Promptly after the closing of the Acquisition, Eagle Creek shall cause K-Six to transfer to Eagle Creek Broadcasting of Laredo, LLC all of the assets and liabilities of K-Six relating to KVTV, including, upon approval of the FCC, all FCC Licenses relating to KVTV.

EAGLE CREEK BROADCASTING LLC


By: Brian W. Brady
Its: Sole Managing Member