

FIRST AMENDMENT TO LOCAL MARKETING AGREEMENT

THIS FIRST AMENDMENT TO LOCAL MARKETING AGREEMENT (this "Amendment") is made as of April 19, 2016 between Truth Broadcasting Corporation ("Licensee") and Southern Broadcast Media, LLC ("Programmer").

Recitals

Licensee and Programmer are parties to that certain Local Programming and Marketing Agreement (the "LMA") dated December 11, 2015 and desire to amend the LMA as set forth herein.

Agreement

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged and confirmed, the parties, intending to be legally bound, hereby agree as follows:

1. Licensee and Programmer hereby substitute Section 3.3 of the LMA for the following:

"Expenses. Licensee shall pay when due all fees and expenses relating to (i) the Station's transmission facilities, including rent, utilities, maintenance, repair and replacement expenses (regardless of whether such expenses is treated as an ordinary, extraordinary, or capital item for accounting purposes), (ii) mortgage payments, taxes, and insurance relating to all real property opened by Licensee, and rent and taxes under all real and personal property leases relating to the Station, including rent for the Facilities, (iii) casualty and liability insurance for all Station facilities, and (iv) FCC regulatory fees. Programmer shall reimburse when due all other expenses relating to the operation of the Station."

2. Capitalized terms used herein and not otherwise defined shall have their respective meanings set forth in the LMA. Except as expressly set forth herein, the LMA has not been amended or modified and remains in full force and effect. This Amendment may be executed in separate counterparts.

[SIGNATURE PAGE FOLLOWS]

SIGNATURE PAGE TO FIRST AMENDMENT TO LOCAL MARKETING AGREEMENT

IN WITNESS WHEREOF, the parties have duly executed this Amendment as of the date first set forth above.

PROGRAMMER: SOUTHERN BROADCAST MEDIA, LLC

By: 

Name: Richard Miller
Title: Member

LICENSEE: TRUTH BROADCASTING CORPORATION

By: 

Name: Stuart Epperson Jr.
Title: President, CEO