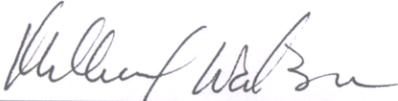


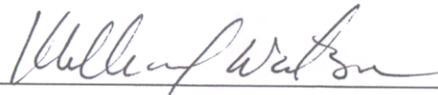
IN WITNESS WHEREOF, the parties hereto have duly executed this Asset Purchase Agreement as of the day and year first above written.

SELLERS:

PAXSON COMMUNICATIONS CORPORATION

By: 
Name: **WILLIAM L. WATSON**
Title: **Vice President**

PAXSON COMMUNICATIONS LICENSE COMPANY, LLC

By: 
Name: **WILLIAM L. WATSON**
Title: **SECRETARY**

BUYER:

UNIVISION COMMUNICATIONS INC.

By: _____
Name:
Title:

IN WITNESS WHEREOF, the parties hereto have duly executed this Asset Purchase Agreement as of the day and year first above written.

SELLERS:

PAXSON COMMUNICATIONS
CORPORATION

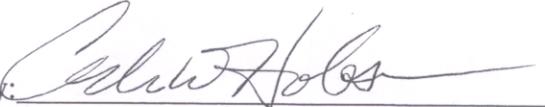
By: _____
Name:
Title:

PAXSON COMMUNICATIONS LICENSE
COMPANY, LLC

By: _____
Name:
Title:

BUYER:

UNIVISION COMMUNICATIONS INC.

By: 
Name: Andrew W. Hobson
Title: Executive Vice President