

AGREEMENT

By unanimous consent of the board of directors and members of Morningstar Media Company, LLC the assets of Morningstar, a Utah Limited Liability Company, were transferred to Legacy Education Corporation, a Utah non-profit corporation on February 15, 2008 subject to approval of the Federal Communications Commission.

The officers, directors and members of Morningstar Media Company, LLC are the same officers, directors and shareholders of Legacy Education Corporation.

I declare under penalty of perjury the above statement to be true and correct to the best of my knowledge.

Signed and dated this 27th day of February 2008.

MORNINGSTAR MEDIA COMPANY LLC

 ss/E. Morgan Skinner, Jr.
By: E. Morgan Skinner, Jr.
Its: Manager