

## AMENDMENT TO TIME BROKERAGE AGREEMENT

This Amendment to Time Brokerage Agreement ("Amendment") is entered into this 12<sup>th</sup> day of March, 2015 (the "Amendment Effective Date"), by and between Dana R. Withers ("Licensee") and the Estate of W. Russell Withers, Jr. (the "Estate"), successor-in-interest to W. Russell Withers, Jr., d/b/a Withers Broadcasting Company of Missouri ("Withers") (the Estate and Withers may individually or collectively be referred to herein as "Broker").

WHEREAS, Licensee and Withers entered into that certain Time Brokerage Agreement dated as of December 19, 2001 (the "TBA"), pursuant to which Withers agreed to provide certain programming and sales management services to Licensee's station KYRX(FM), Chaffee, MO (FIN: 81680), subject to all applicable rules of the Federal Communications Commission ("FCC" or "Commission"); and

WHEREAS, the TBA expired by its terms on December 18, 2006; and

WHEREAS, the parties nonetheless continued to perform pursuant to the TBA in accordance with its terms; and

WHEREAS, on January 24, 2014, the Estate succeeded to Withers' properties and assets by operation of law, including Withers' interests and obligations as Broker under the TBA; and

WHEREAS, Licensee and Estate wish to ratify the respective actions of Licensee and Broker since the expiration of the TBA and extend the term of the TBA for the period specified herein;

NOW, THEREFORE, in consideration of the mutual covenants and undertakings set forth herein, and for other good and valuable consideration, the receipt and sufficiency of which are hereby expressly acknowledged, the parties hereto, intending to be bound, agree as follows:

1. Capitalized terms not otherwise defined herein will have the meaning ascribed to them in the TBA.
2. Licensee hereby ratifies and confirms the actions of Licensee in performing under the TBA from and after December 18, 2006 through the date hereof. Estate hereby ratifies and confirms the actions of Broker in performing under the TBA from and after December 18, 2006 through the date hereof.
3. The term of the TBA is hereby extended until the date on which Withers' properties, assets and obligations, including without limitation those arising out of or related to the TBA, are transferred from the Estate to Dana R. Withers, as heir, or a company designated by her (the "Estate Closing Date"). The TBA shall automatically terminate on the Estate Closing Date without need for further action by either party.

4. Except as expressly modified herein, the TBA shall remain in full force and effect in accordance with its terms.

5. This Amendment may be executed in counterparts, each of which shall be deemed an original and all of which together shall be deemed one and the same instrument. The parties may exchange counterpart signatures by electronic mail or facsimile, and such electronic copies shall be deemed originals.

*[Signature page follows.]*

IN WITNESS WHEREOF, the parties hereto have caused this Amendment to Time Brokerage Agreement to be executed by their duly authorized representatives as of the date first set forth above.

LICENSEE:

DANA R. WITHERS

Dana R. Withers

BROKER:

ESTATE OF W. RUSSELL WITHERS, JR.

By: Dana R. Withers

Name: Dana R. Withers

Title: Personal Representative