

ASPEN 991066

WHEN RECORDED RETURN TO:

GAIL P RUNNFELDT
 KARR TUTTLE CAMPBELL
 1201 THIRD AVE STE 2900
 SEATTLE WA 98101

Document Title(s) (or transactions contained therein): Assignment of Lessee's Interest In Lease and Assumption of Liabilities Under Lease	
Reference Number(s) of Documents assigned or released:	n/a
Landlord (Last name first, then first name and initials):	
1. Key Broadcasting, Inc.	
Tenant (Last name first, then first name and initials):	
1. Garrard, Inc.	
Assignee (Last name first, then first name and initials):	
1. New Northwest Broadcasters II, Inc.	
Legal description (abbreviated: i.e. lot, block, plat or section, township, range):	
See Attached Exhibit A.	
Assessor's Property Tax Parcel/Account Number:	
The Auditor/Recorder will rely on the information provided on the form. The staff will not read the document to verify the accuracy or completeness of the indexing information provided herein.	

**ASSIGNMENT OF LESSEE'S INTEREST IN LEASE AND
 ASSUMPTION OF LIABILITIES UNDER LEASE**

STATE OF WASHINGTON)

) ss. KNOW ALL PERSONS BY THESE PRESENTS

COUNTY OF KING)

Assignment of Lessee's Interest in Lease and Assumption of Liabilities under Lease - 1
 (Key Broadcasting, Inc.) 0236911.01 / 32625.01

This Assignment of Lessee's Interest in Lease and Assumption of Liabilities Under Lease (this "Assignment") is entered into this 19th day of May, 1999, by and between GARRARD, INC. (hereinafter called the "Seller") and NEW NORTHWEST BROADCASTERS II, INC. (hereinafter called the "Buyer").

WITNESSETH:

WHEREAS, pursuant to that certain Asset Purchase Agreement between Seller, William R. Garrard and Buyer dated as of January 5, 1999 and as subsequently amended (the "Purchase Agreement"), Seller has this day assigned, transferred and conveyed to Buyer all of Seller's right, title and interest in and to certain Licenses (including FCC Licenses), Assumed Contracts and other assets of Seller, including, without limitation, all of Seller's right, title and interest in that certain lease dated September 30, 1994 of the real property and improvements located in Klamath County, Oregon, which property is more fully described in Exhibit A attached hereto and made a part hereof (the "Lease");

WHEREAS, Seller desires to confirm in the real property records the conveyance of all of its right, title and interest in and to the Lease to Buyer. Unless otherwise defined, terms that appear in this Agreement with their initial letters capitalized shall have the respective meanings ascribed to them in the Purchase Agreement (including all exhibits), and the terms of the Purchase Agreement (including all exhibits) are incorporated by this reference in this Agreement.

NOW, THEREFORE, for and in consideration of the sum of TEN AND NO/100 DOLLARS (\$10.00) and other good and valuable consideration paid to Seller by Buyer, the receipt and sufficiency of which are hereby acknowledged, Seller does hereby ASSIGN unto Buyer, its successors and assigns, all Seller's right, title and interest, as lessor, in and to the Lease, security deposit and other tenant deposits, advance rental payments and other sums to accrue under the Lease.

All the covenants, terms, and conditions set forth in the Purchase Agreement shall be binding upon and shall inure to the benefit of the parties hereto and their respective heirs, executors, administrators, legal representatives, successors and assigns.

EXECUTED and delivered as of the day and year first above written.

SELLER:

GARRARD, INC.

By:


WILLIAM R. GARRARD, President

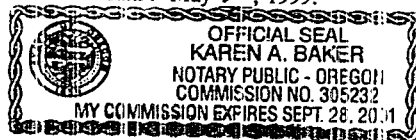
23000

BUYER:

NEW NORTHWEST BROADCASTERS II,
INC.By: Ivan E Braiker
Name: IVAN BRAIKER
Its: presidentSELLER:STATE OF OREGON)
COUNTY OF Klamath ss.

I certify that I know or have satisfactory evidence that WILLIAM R. GARRARD is the person who appeared before me, and said person acknowledged that he signed this instrument, on oath stated that he was authorized to execute the instrument and acknowledged it as the President of GARRARD, INC., to be the free and voluntary act of such party for the uses and purposes mentioned in the instrument.

DATED: May 20, 1999.



Karen A Baker
NOTARY PUBLIC in and for the State of Oregon
Printed Name of Notary: KAREN A BAKER
Residing at: KLAMATH FALLS, OR
Commission Expires: 9-28-01

BUYER:STATE OF WASHINGTON)
COUNTY OF KING) ss.

I certify that I know or have satisfactory evidence that Ivan E Braiker is the person who appeared before me, and said person acknowledged that he signed this instrument, on oath stated that he was authorized to execute the instrument and acknowledged it as the president of NEW NORTHWEST BROADCASTERS II, INC., to be the free and voluntary act of such party for the uses and purposes mentioned in the instrument.

DATED: May 21, 1999.

Glenn Runkle
NOTARY PUBLIC in and for the State of Washington
Printed Name of Notary: Glenn Runkle
Residing at: WOODWAY, WA.
Commission Expires: 1-16-02

DESCRIPTION OF PROPERTY

The following described real property situated in Klamath County, Oregon:

Beginning at the Southeast corner of Section 31, Twp. 38 S., R. 9 E., W.M.; thence South $89^{\circ}4'$ West 380 feet; thence North $49'$ West a distance of 147.5 feet more or less to the intersection of the extension of the Northerly line of Lot 3, Block 5 WESTLAKE PARK ADDITION to the City of Klamath Falls, Oregon; thence Westerly along the course of the northerly line of said Lot 3, 146.6 feet more or less to the Northwest corner of said Lot 3, Block 5; thence Northerly 45 feet more or less to the Southwest corner of Lot 5 of said Block 5; thence Easterly along the Southerly line of Lot 5 of said Block 5, 146.6 feet; thence North 49° West to the Southerly line of Henrietta Street; thence Easterly along the Southerly line of Henrietta Street to the section line between Sections 31 and 32, Twp. 38 S., R. 9 E., W.M.; thence Southerly along said section line to the point of beginning, being vacated Blocks 1 and 4 and Lot 4 of Block 5 WESTLAKE PARK ADDITION to the City of Klamath Falls, Oregon, and those portions of Armour Avenue, Seymour Avenue, and Pasadena Avenue accruing to said blocks and lot by reason of such vacation.

Beginning on the section line between Section 31, Twp. 38 S., R. 9 E., W.M. and Section 6 Twp. 39 S., R. 9 E., W.M. at a point $89^{\circ}41'$ West 586.6 feet from the Southeast Corner of said Section 31; thence Northerly along the Westerly line of Inez Avenue WESTLAKE PARK ADDITION to the City of Klamath Falls, Oregon, to the Southwest corner of the intersection of said Inez Avenue and Henrietta Street; thence Westerly along the Southerly line of Henrietta Street 280 feet; thence Southerly and parallel with the Easterly line of Inez Avenue 135 feet to the Northwestern corner of Lot 3, Block 10 WESTLAKE PARK ADDITION to the City of Klamath Falls, Oregon; thence Easterly along the course of the Northerly line of said Lot 3, 140 feet to a point; thence Southerly and parallel with the Easterly side of said Lot 3, 45 feet to a point; thence Westerly and along the course of the Southerly line of Lot 3 of said Block 10, 200 feet to a point on the Westerly line of Roy Avenue, WESTLAKE PARK ADDITION to the City of Klamath Falls, Oregon; thence Northerly along the Westerly line of said Roy Avenue to the intersection of the South line of Henrietta Street; thence Westerly along the southerly line of Henrietta Street 290 feet to a point; thence Southerly and parallel with the Easterly line of Lots 5 and 6, Block 20 WESTLAKE PARK ADDITION to the City of Klamath Falls, Oregon, 90 feet to a point; thence Westerly and along the course of the Southerly line of said Lot 5, Block 20 to the Southwest corner thereof; thence Southerly to the Northwest corner of Lot 2, Block 20 WESTLAKE PARK ADDITION to the City of Klamath Falls, Oregon; thence Easterly along the course of the Northerly line of said Lot 2, 129.5 feet to a point; thence Southerly and parallel to the Easterly line of Lots 1, and 2, Block 20 WESTLAKE PARK ADDITION to the City of Klamath Falls, Oregon, to the Section line between Section 31, Twp. 38 S., R. 9 E., W.M. and Section 6, Twp. 39 S., R. 9 E., W.M.; thence Easterly along said Section line to the point of beginning, being vacated Block 9, 14, and 15, and Lots 1, 2, 4, 5, and 6, Block 10, and Lots 3 and 4 Block 20 WESTLAKE PARK ADDITION to the City of Klamath Falls, Oregon, and the portions of Estella Avenue, Roy Avenue, Carroll Avenue, and Robbins Avenue accruing thereto by reason of such vacation.

Beginning at the Northwest corner of the intersection of Henrietta Street and Armour Avenue in WESTLAKE PARK ADDITION to the City of Klamath Falls, Oregon, thence Westerly along the Northerly line of Henrietta Street 1281.9 feet more or less to the Southwest corner of the vacated Lot 1, Block 19, WESTLAKE PARK ADDITION to the City of Klamath Falls, Oregon; thence Northerly 873.9 feet to the Southerly line of Bridge Street, WESTLAKE PART ADDITION to the City of Klamath Falls, Oregon; thence North 89° East 115 feet; thence Southerly and along the Westerly line of Robbins Avenue 182.9 feet to a point; thence Easterly and along the course of the Southerly line of Lot 8, Block 17 WESTLAKE PARK ADDITION to the City of Klamath Falls, Oregon, 160 feet more or less to the Southeast corner of said Lot 8; thence Southerly along the Westerly line of Lot 1, said Block 17 to the Southerly corner thereof; thence North 89° East to a point on the Easterly line of Roy Avenue WESTLAKE PARK ADDITION to the City of Klamath Falls, Oregon; thence Northerly along the Easterly line of said Roy Avenue to its intersection with the Northerly line of Bridge Street WESTLAKE PARK ADDITION to the City of Klamath Falls, Oregon; thence North 89° East 340 feet to a point; thence South 0°49' East 465 feet; thence North 89° East 466.6 feet to a point on the Westerly line of Armour Avenue; thence Southerly along the Westerly line of Armour Avenue 465 feet more or less to the point of beginning, begin vacated Block 2, 3, 6, 8, 11, 13, 16, 19, 18, 12 and 7, and Lots 9 and 12, Block 17, WESTLAKE PARK ADDITION to the City of Klamath Falls, Oregon, and the portions of Seymour Avenue, Pasadena Avenue, Inez Avenue, Estella Avenue, Roy Avenue, Carroll Avenue, Robbins Avenue, and Chittenden Street, Westlake Boulevard, and Bridge Street accruing thereto by reason of said vacation.

Beginning at the Southeasterly corner of Lot 2, Block 1, CARROLL'S ADDITION to the City of Klamath Falls, Oregon; thence Southerly along the Westerly line of Armour Avenue of said CARROLL'S ADDITION to the City of Klamath Falls, Oregon, 45 feet to a point; thence South 89° West 466.6 feet to a point; thence North 0°49' West 465 feet to a point; thence North 89° East 526.6 feet more or less to the Easterly Section line of Section 31, Twp. 39 S., R. 9 E., W.M. thence South 49' East 330 feet; thence Westerly and along the course of the Northerly line of Lot 3, Block 1, CARROLL'S ADDITION to the City of Klamath Falls, Oregon, to the Northwest corner of said Lot 3; thence Southerly and along the Westerly line of Lots 2 and 3 of said Block 1, CARROLL'S ADDITION to the City of Klamath Falls, Oregon, 90 feet more or less to the Southwesterly corner of Lot 2 of said Block 1; thence Easterly along the Southerly line of said Lot 2, Block 1, CARROLL'S ADDITION to the City of Klamath Falls, Oregon, 115 feet more or less to the point of beginning, being vacated Blocks 2 and 3, and Lots 1, 4, 5, 6, 7, 8, and 9 of Block 1, CARROLL'S ADDITION to the City of Klamath Falls, Oregon, and those portions of Armour Avenue, Seymour Avenue, Pasadena Avenue, and Bridge Street accruing thereto by reason of said vacation, and Lots 3 and 4 Block 17, WESTLAKE PARK ADDITION to the City of Klamath Falls, Oregon.

Lots 2 and 3, Block 1, CARROLL'S ADDITION to the City of Klamath Falls, Oregon, according to the duly recorded plat thereof on file in the office of the County Clerk of Klamath County, Oregon.

State of Oregon, County of Klamath

Recorded 6/10/99, at 3:39 p.m.

In Vol. M99 Page 22998

Linda Smith,

County Clerk

Fees 50 -

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