

January 26, 2015

VIA EMAIL

Michael Wagner, Assistant Division Chief
Audio Division, Media Bureau
Federal Communications Commission
445 12th Street, SW
Washington, DC 20554

**Re: FCC 314 Assignment Applications
(Lead File Nos. BALH-20141113ADR, BALH-20141113ADM,
BAL-20141113ADJ, and BALH-20141113ACY)**

Dear Mr. Wagner:

BDI Broadcasting, Inc., BG Broadcasting, Inc., Paul Bunyan Broadcasting Co., and BL Broadcasting, Inc. (together, "Sellers") and HBI Radio Alexandria, LLC, HBI Radio Bemidji, LLC, and HBI Radio Brainerd/Wadena, LLC (together, "Buyers") are parties to that certain Asset Purchase Agreement dated as of November 13, 2014 (the, "APA"). The APA is on file with the Commission in connection with the assignment applications referenced above.

The purpose of this letter is to supplement the letter dated January 23, 2015 from Sellers and Buyers to you regarding Section 12.8 of the APA. Sellers and Buyers, by their respective FCC counsel, hereby acknowledge and further clarify that the geographic scope of the non-complete restriction in Section 12.8 of the APA is limited to the 1.0 mV/m contour of the FM stations and the 2.0 mV/m daytime contour of the AM stations.

FCC Counsel for Sellers:

By: _____


John Wells King
Law Office of John Wells King
4051 Shoal Creek Lane East
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(904) 947-9610

FCC Counsel for Buyers:

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(202) 783-4141

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