THIS INSTRUMENT PREPARED BY:
Johnson & Swanson
A Professional Corporation
900 Jackson Street
100 Founders Square
Dallas, Texas 75202-4499

WARRANTY DEED

ADDRESS NEW OWNERS:	SEND TAX BILLS TO:	MAP 7 PARCEL NO.
Hicks Broadcasting Partners of Tennessee, L.P. 1907 N. Lamar Boulevard Austin, Texas 78705	Same	Map 73 Parcel 119 Map 74 Parcel 5

FOR AND IN CONSIDERATION of Ten Dollars ($10.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the undersigned, HICKS BROADCASTING CORPORATION OF TENNESSEE, a Delaware corporation, does hereby transfer and convey to HICKS BROADCASTING PARTNERS OF TENNESSEE, L.P., a Delaware limited partnership, a certain tract or parcel of real property (the "Property") in the 1st Civil District of Davidson County, Tennessee, described on Exhibit A attached hereto.

This is improved property described with greater particularity on Exhibit A attached hereto.

To have and to hold the Property, with the appurtenances, estate, title and interest therein belonging to the said HICKS BROADCASTING PARTNERS OF TENNESSEE, L.P., its successors and assigns forever.

The undersigned covenants with the said HICKS BROADCASTING PARTNERS OF TENNESSEE, L.P. that it is lawfully seized and possessed of the Property in fee simple and has a good right to convey it and the same is unencumbered, subject to the following matters:

(1) Zoning and other governmental laws, ordinances, rules and regulations.

(2) An unrecorded agreement dated November, 1948 granting an easement for road purposes to Davidson County, Tennessee as follows:

BEGINNING IN THE CENTER OF NEELEY'S BEND ROAD AND IN THE SOUTHEAST CORNER OF THE O.N. WILLIAMS' PROPERTY OF RECORD AND DEED BOOK 2293, PAGE 251, THENCE RUNNING ALONG CENTER LINE OF NEELEY'S BEND ROAD SOUTH 07 DEGREES 46 MINUTES 59 SECONDS EAST 239.94 FEET TO A POINT IN THE NORTHWEST CORNER OF WILLIAM E. SHIPMAN PROPERTY OF RECORD AND DEED BOOK 5056, PAGE 467 R.O.D.C., TENNESSEE; THENCE ALONG SHIPMAN'S NORTHWEST LINE SOUTH 67 DEGREES 55 MINUTES 05 SECONDS WEST 30.96 FEET TO AN EXISTING IRON PIN; THENCE LEAVING SHIPMAN'S LINE AND RUNNING PARALLEL TO THE CENTER LINE OF NEELEY'S BEND ROAD NORTH 07 DEGREES 46 MINUTES 59 SECONDS WEST 240.01 FEET TO AN EXISTING IRON PIN IN THE SOUTHEAST LINE OF WILLIAMS' PROPERTY; THENCE ALONG WILLIAMS' LINE NORTH 68 DEGREES 02 MINUTES 29 SECONDS EAST 30.94 FEET TO THE POINT OF BEGINNING.

(3) 1988 taxes are not yet due and payable. Map 73, Parcel 19; Map 74, Parcel 5.

(4) Easement granted to the United States of America by B.E. Shipman and wife, of record in Book 2246, Page 61, Register of Davidson County, Tennessee.

(5) Title to any portion of the Property which may lie within the bounds of high and low water marks of the Cumberland River.

(6) The state of facts shown on the survey of the Property by Wamble & Associates, registered land surveyors, dated December 16, 1986, redated July 15, 1987.

The deeds of trust concerning the Property are as follows:

(a) Deed of Trust, Assignment of Leases and Security Agreement executed by Hicks Broadcasting Corporation of Tennessee, a Delaware Corporation, to T. Andrew Smith, Trustee, of record in Book 7318, page 484, said Register's Office, and as modified by a Deed of Trust Modification Agreement of record in Book 7334, page 608, said Register's Office, to secure to Meritor Savings Bank the payment of one note dated July 31, 1987, in the original principal amount of $5,000,000.00, payable as set forth therein and being further secured by a UCC-1 Financing Statement filed of record in Book 7318, page 503, Register's Office for Davidson County, Tennessee, and with the Secretary of State, State of Tennessee, File No. 457571.

(b) Deed of Trust, Assignment of Leases and Security Agreement executed by Hicks Broadcasting Corporation of Tennessee, a Delaware Corporation, to Thomas M. Black, Trustee, of record in Book 7318, page 505, said Register's Office, and as modified by a Deed of Trust Modification Agreement of record in Book 7362, page 515, said Register's Office, to secure to Business Capital Limited Development Partnership-II the payment of one note dated July 31,

1987, in the original principal amount of $500,000.00 payable as set forth therein and being further secured by a UCC-1 Financing Statement filed of record in Book 7318, page 522, Register's Office for Davidson County, Tennessee, and with the Secretary of State, State of Tennessee File No. 457572 and File NO. 457573. (This is to be released of record.)

(c) Deed of Trust, Assignment of Rents and Security Agreement executed by Hicks Broadcasting Corporation of Tennessee, a Delaware Corporation, to D. Reed Houk, Trustee, of record in Book 7318, page 525, said Register's Office, to secure to MVenture Corporation, a Texas Corporation, Kemmerer Properties, a New York General Partnership, and Sunwestern Ventures Company, a Texas Corporation, the payment of one note dated July 31, 1987, in the original principal amount of $1,000,000.00, payable as set forth therein and being further secured by a UCC-1 Financing Statement, filed of record in Book 7318, page 549, Register's Office for Davidson County, Tennessee, and with the Secretary of State, State of Tennessee File NO. 457574.

(d) Deed of Trust, Assignment of Leases and Security Agreement executed by Hicks Broadcasting Corporation of Tennessee, a Delaware Corporation, Thomas M. Black, Trustee, of record in Book 7318, page 553, said Register's Office, and as modified by a Deed of Trust Modification Agreement of record in Book 7359, page 825, said Register's Office, to secure to Business Development Capital Limited Partnership-II, the payment of one note dated July 31, 1987, in the original principal amount of $2,475,000.00, payable as set forth therein and being further secured by a UCC-1 Financing Statement filed of record in Book 7318, page 522, Register's Office for Davidson County, Tennessee and with the Secretary of State, State of Tennessee, File No. 457572, and File No. 457573.

It is understood and agreed that part of the consideration for the transfer of said property is the agreement of Hicks Broadcasting Partners of Tennessee, L.P. to assume the obligations of Hicks Broadcasting Corporation to Meritor Savings Bank pursuant to a Release and Assumption Agreement between Meritor Savings Bank, Hicks Broadcasting Corporation and Hicks Broadcasting Partners of Tennessee of even date herewith.

The undersigned does further covenant and bind itself and its successors and assigns to warrant and forever defend that title to the Property to the said HICKS BROADCASTING PARTNERS OF TENNESSEE, L.P., its successors and assigns, against the lawful claims of all other persons or entities whomsoever, subject as aforesaid.

Notwithstanding anything to the contrary in the Transaction Documents (as defined in the Amended and Restated Loan and Security Agreement of March 25, 1988 between Meritor Savings Bank and Hicks Broadcasting Partners of Tennessee L.P. (the "Loan Agreement")), no employee, agent, representative, general or limited partner of Borrower, or their successors, assigns, heirs or legal representatives (collectively "Non Recourse Parties") shall have any personal liability or partnership liability, except to the extent that Thomas O. Hicks and R. Steven Hicks have guaranteed Hicks Broadcasting Partners of Tennessee, L.P.'s indebtedness to Meritor Savings Bank pursuant to the Meritor Guaranty (as defined in the Loan Agreement), to pay all or any part of the indebtedness evidenced by the Transaction Documents, and the holder hereof agrees (except as aforesaid) that it will not seek any money judgment, deficiency or otherwise, against any of the Non-Recourse Parties in the event of default in the payment of all or any part of the indebtedness evidenced by the Transaction Documents.

IN WITNESS WHEREOF, the undersigned corporation has executed this instrument by and through its authorized officer this 25th day of March, 1988.

HICKS BROADCASTING CORPORATION
OF TENNESSEE

By: _____
William R. Hicks,
Vice President

EXHIBIT A

BEING A PARCEL OF LAND LOCATED IN THE FIRST CIVIL DISTRICT OF NASHVILLE, DAVIDSON COUNTY, TENNESSEE ON THE WESTERLY SIDE OF NEELEY'S BEND ROAD (HAVING A 60 FOOT UNRECORDED RIGHT-OF-WAY EASEMENT), BETWEEN MENEES LANE AND OVERTON ROAD AND BEING A PART OF LOT NUMBER ONE ON THE MAP SHOWING DIVISION OF ESTATE OF J.K.P. AND MATTIE G. HAMBLEN DATED SEPTEMBER 20, 1901 OF RECORD IN MINUTE BOOK 6, PAGE 366, OF THE COUNTY COURT FOR DAVIDSON COUNTY, TENNESSEE AND BEING MORE PARTICULARLY DESCRIBED ACCORDING TO A SURVEY PREPARED BY WAMBLE & ASSOCIATES REGISTERED LAND SURVEYOR NO. 1136 IN DECEMBER 1986, WITH ALL BEARINGS BEING REFERENCED TO MAGNETIC NORTH AS FOLLOW; TO-WIT:

BEGINNING AT A POINT IN THE CENTER OF NEELEY'S BEND ROAD IN THE SOUTHEAST CORNER OF THE O.N. WILLIAMS PROPERTY OF RECORD AND DEED BOOK 2293, PAGE 251, R.O.D.C, TENNESSEE; RUNS THENCE ALONG THE CENTER OF NEELEY'S BEND ROAD SOUTH 7 DEGREES 46 MINUTES 59 SECONDS EAST 239.93 FEET TO A POINT IN THE NORTHEAST CORNER OF THE WILLIAM E. SHIPMAN PROPERTY OF RECORD AND DEED BOOK 5056, PAGE 467, R.O.D.C., TENNESSEE; THENCE LEAVING NEELEY'S BEND ROAD AND RUNNING ALONG SHIPMAN'S LINE SOUTH 67 DEGREES 55 MINUTES 05 SECONDS WEST 3,208.91 FEET (PASSING AN EXISTING IRON PIN AT 30.96 FEET) TO THE LOW WATER LINE OF THE CUMBERLAND RIVER; THENCE, WITH LOW WATER MARK OF SAID RIVER AS FOLLOWS: THENCE, NORTH 15 DEGREES 21 MINUTES 06 SECONDS WEST 152.06 FEET TO A POINT; THENCE, NORTH 16 DEGREES 01 MINUTES 20 SECONDS WEST 117.91 FEET TO A POINT; THENCE, NORTH 15 DEGREES 32 MINUTES 26 SECONDS WEST 176.56 FEET TO A POINT; THENCE, NORTH 05 DEGREES 50 MINUTES 58 SECONDS WEST 103.71 FEET TO A POINT; THENCE, NORTH 04 DEGREES 42 MINUTES 08 SECONDS WEST 129.17 FEET TO A POINT; THENCE, NORTH 05 DEGREES 07 MINUTES 20 SECONDS WEST 120.31 FEET TO A POINT; THENCE, NORTH 04 DEGREES 23 MINUTES 43 SECONDS WEST 132.55 FEET TO A POINT IN THE SOUTHEAST PROPERTY LINE OF THE J.W. MENEES PROPERTY OF RECORD AND DEED BOOK 1425, PAGE 228, R.O.D.C., TENNESSEE; THENCE, LEAVING SAID RIVER AND RUNNING ALONG MENEES' LINE NORTH 67 DEGREES 43 MINUTES 51 SECONDS EAST 1,615.29 FEET TO AN EXISTING IRON PIN IN THE NORTHWEST CORNER OF THE BOB WHISENANT'S PROPERTY OF RECORD AND DEED BOOK 6840, PAGE 262, R.O.D.C., TENNESSEE; THENCE, WITH WHISENANT'S WEST LINE SOUTH 09 DEGREES 55 MINUTES 40 SECONDS EAST 462.95 FEET TO AN EXISTING IRON PIN IN THE NORTHWEST CORNER OF THE O.N. WILLIAMS' PROPERTY; THENCE ALONG WILLIAMS' WEST PROPERTY LINE SOUTH 10 DEGREES 07 MINUTES 03 SECONDS EAST 229.60 FEET TO A POINT AND WILLIAMS' SOUTHWEST CORNER; THENCE, ALONG WILLIAMS' SOUTHEAST LINE NORTH 68 DEGREES 02 MINUTES 20 SECONDS EAST 1,604.63 FEET (PASSING AN EXISTING IRON PIN AT 1,573.69 FEET) TO A POINT OF BEGINNING.

CONTAINING 1,864,522 SQUARE FEET OR 42.80 ACRES.

THE ABOVE DESCRIBED PROPERTY IS SUBJECT TO AN UNRECORDED AGREEMENT DATED NOVEMBER, 1948, GRANTING AN EASEMENT FOR ROAD PURPOSES TO DAVIDSON COUNTY, TENNESSEE AS FOLLOWS:

BEGINNING IN THE CENTER OF NEELEY'S BEND ROAD AND IN THE SOUTHEAST CORNER OF THE O.N. WILLIAMS' PROPERTY OF RECORD AND DEED BOOK 2293, PAGE 251, THENCE RUNNING ALONG CENTER LINE OF NEELEY'S BEND ROAD SOUTH 07 DEGREES 46 MINUTES 59 SECONDS EAST 239.94 FEET TO A POINT IN THE NORTHWEST CORNER OF WILLIAM E. SHIPMAN PROPERTY OF RECORD AND DEED BOOK 5056, PAGE 467 R.O.D.C., TENNESSEE; THENCE ALONG SHIPMAN'S NORTHWEST LINE SOUTH 67 DEGREES 55 MINUTES 05 SECONDS WEST 30.96 FEET TO AN EXISTING IRON PIN; THENCE LEAVING SHIPMAN'S LINE AND RUNNING PARALLEL TO THE CENTER LINE OF NEELEY'S BEND ROAD NORTH 07 DEGREES 46 MINUTES 59 SECONDS WEST 240.01 FEET TO AN EXISTING IRON PIN IN THE SOUTHEAST LINE OF WILLIAMS' PROPERTY; THENCE ALONG WILLIAMS' LINE NORTH 68 DEGREES 02 MINUTES 29 SECONDS EAST 30.94 FEET TO THE POINT OF BEGINNING.

CONTAINING 7,199 SQUARE FEET OR 0.17 ACRES.

BEING THE SAME PROPERTY CONVEYED TO SKY COMMUNICATIONS, INC. BY DEED FROM GENERAL ELECTRIC BROADCASTING COMPANY, INC. ON NOVEMBER 28, 1983, AS OF RECORD IN DEED BOOK 6187, PAGE 964, R.O.D.C., TENNESSEE AND BEING THE SAME PROPERTY CONVEYED TO BUSINESS DEVELOPMENT CAPITAL LIMITED PARTNERSHIP-II BY DEED FROM SKY COMMUNICATIONS, INC. OF RECORD IN BOOK 7280, PAGE 94, SAID REGISTER'S OFFICE AND BEING THE SAME PROPERTY CONVEYED TO HICKS BROADCASTING CORPORATION OF TENNESSEE BY DEED DATED _____ FROM BUSINESS DEVELOPMENT CAPITAL LIMITED PARTNERSHIP II OF RECORD IN BOOK ___, PAGE ___, SAID REGISTER'S OFFICE.

STATE OF PENNSYLVANIA :
: SS
COUNTY OF PHILADELPHIA :

Before me, a Notary Public in and for said State and County, duly commissioned and qualified, personally appeared William R. Hicks, with whom I am personally acquainted, or proved to me on the basis of satisfactory evidence, and who, upon oath, acknowledged himself to be the Vice President of Hicks Broadcasting Corporation of Tennessee, the within named bargainor, a corporation, and that he as such Vice President, being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing the name of the corporation by himself as such Vice President. Witness my hand and seal of office this 25th day of March, 1988.

Judi Cosmi
Notary Public in and for the
State of Pennsylvania

My Commission Expires:

Sworn to and subscribed before me
this 23 day of March 1988

JUDI COSMI
Notary Public, Phila., Phila. Co.
My Commission Expires Nov. 25., 1991

AFFIDAVIT OF VALUE

The actual consideration for this transfer or the value of the property conveyed (whichever is greater) is $250,000, and this is equal to or greater than the price the Property will bring at a fair and voluntary sale.

Affiant

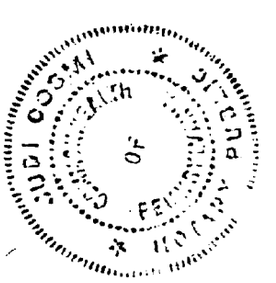
Sworn to and subscribed before me this 25th day of March, 1988.

Notary Public

My Commission Expires:

JUDI COSMI
Notary Public, Phila., Phila. Co.
My Commission Expires Nov. 25., 1991

Sworn to and subscribed before me this 25 day of March 1988



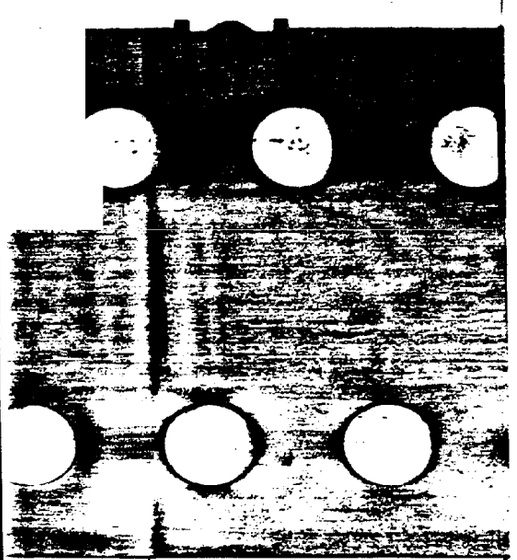
RUSH

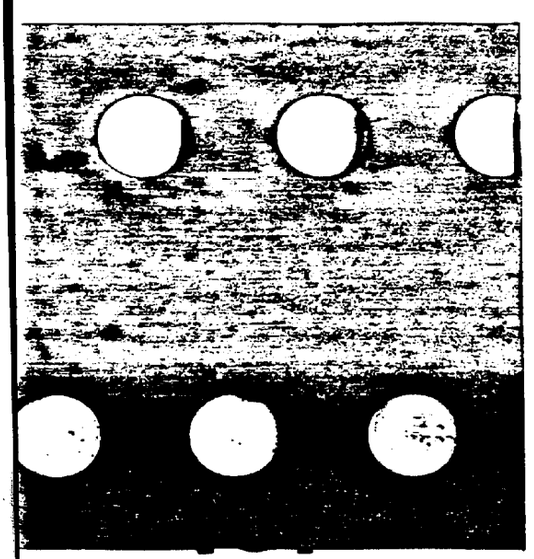
1-520 03/22 0101 035HEEK 774.50

MAR 31 1 53 PM '88
FELIX Z WILSON II REGISTER
DAVIDSON COUNTY, TN

IDENTIFICATION REFERENCE

17402





OFFICIAL RECEIPT

FELIX Z. WILSON, II
REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 7504 PAGE 511

CO - CONVEYANCE	CC - CERTIFIED COPY	MISC - MISCELLANEOUS
MO - MORTGAGE	REL - RELEASE	CO TAX - STATE TAX CONVEY
WD - WARRANTY DEED	UCC - UNIFORM COMMERCIAL CODE	MO TAX - STATE TAX MORT
TD - TRUST DEED		PRFEE - PROBATE FEE

DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL

DAMT
2500000.00
DOK TX 700.00
PRFEE 0.50
WDEED 24.00
TOTAL 724.50

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK 724.50

03/31/98 01 13:57 0001 1570

17402.

IDENTIFICATION REFERENCE

MAR 31 1 53 PM '98

FELIX Z WILSON II REGISTER
DAVIDSON COUNTY, TN

No. 76050