BOOK 11302 PAGE 459

This instrument prepared by and return to:
Peter A. Strauss, Esquire
SFX Entertainment
650 Madison Avenue
New York, New York 10022

WARRANTY DEED
(Davidson County)

THIS INDENTURE, made and entered into as of the 20 day of May, 1998, by and between SINCLAIR RADIO OF NASHVILLE, INC., a Maryland corporation, party of the first part, and SFX OPERATING COMPANY OF TENNESSEE, INC., a Delaware corporation, party of the second part.

WITNESSETH: That for and in consideration of Ten Dollars ($10.00), cash in hand paid, and other good and valuable considerations, the receipt of all of which is hereby acknowledged, the said party of the first part has bargained and sold and does hereby bargain, sell, convey and confirm unto the said party of the second part the following described real estate, situated and being in the County of Davidson, State of Tennessee:

See Exhibit A attached hereto and incorporated herein by reference.

TO HAVE AND TO HOLD the aforesaid real estate together with all the appurtenances and hereditaments thereunto belonging or in any wise appertaining unto the said party of the second part, their heirs and assigns in fee simple forever.

The said party of the first part does hereby covenant with the said party of the second part that it is lawfully seized in fee of the aforedescribed real estate; that it has a good right to sell and convey the same; that the same is unencumbered, except as noted of record, except as set forth on Exhibit B attached hereto and incorporated herein by reference and except for 1998 city and county taxes, and that the title and quiet possession thereto it will warrant and forever defend against the lawful claims of all persons.

The word "party" as used herein shall mean "parties" if more than one person or entity be referred to, and pronouns shall be construed according to their proper gender and number according to the context hereof.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK
SIGNATURE PAGE TO FOLLOW]

05538252
IDENTIFICATION REFERENCE
99 JAN 19 PM 3:19
[illegible] BUSTER
DAVIDSON COUNTY, TN.

WITNESS the signature of the party of the first part the day and year first above written.

SINCLAIR RADIO OF NASHVILLE, INC.,
a Maryland corporation

By: _____
David B. Amy, Secretary

STATE OF MARYLAND)
)
CITY OF BALTIMORE) TO WIT:

Before me, a Notary Public in and for said State and City, duly commissioned and qualified, personally appeared David B. Amy to me known (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be Secretary of Sinclair Radio of Nashville, Inc., a Maryland corporation (the "Corporation"), the within named bargainor, and that he, as such Secretary of the Corporation, executed the foregoing instrument for the purpose therein contained, by signing the name of the corporation by himself as Secretary of the Corporation.

WITNESS my hand and Notarial Seal at office this 15th day of May, 1998.

_____
Notary Public

My Commission Expires: 10/2/98

* * * * * * * * * * * *

(FOR RECORDING DATA ONLY)

Property Address: 1130 Old Hickory Blvd.,
Nashville, TN 37207

Parcel Identification No. 41-18

Name and address of property owner and mail tax bills to:

SFX Operating Company of Tennessee, Inc.
650 Madison Avenue
New York, New York 10022

State Tax..... $_____
Register's Fee ..... $ 1.00
Recording Fee ..... $_____
TOTAL $_____

T.G. # CTIC No. 27938

I, or we, hereby swear or affirm that, to the best of affiant's knowledge, information, and belief, the actual consideration for this transfer or value of the property transferred, whichever is greater, is $375,000.00, which amount is equal to or greater than the amount which the property transferred would command at a fair and voluntary sale.

Affiant

Subscribed and sworn to before me this 15th day of May, 1998.

Notary Public

My Commission Expires: 10/2/98

EXHIBIT A

A tract of land in Metropolitan Nashville, Davidson County, Tennessee, being more particularly described according to a survey by Ragan-Smith Associates, Project No. 77-020, Work Order No. 4914, dated May 10, 1995 as follows:

Beginning at an existing iron pin on the northerly margin of Old Hickory Boulevard, said pin being N 27° 13' 03" East, 30 feet from the centerline of Old Hickory Boulevard and being 19 feet westerly of a point in the center of a concrete culvert and about 628 feet westerly of the centerline of Dickerson Pike as measured along the original centerline of Old Hickory Boulevard; thence,

1. with the northerly margin of Old Hickory Boulevard with a 2835.00 foot radius curve to the right a distance of 806.07 feet to an existing iron pin at the southeasterly corner of Lot 19 on the Plan of Hickory Acres Subdivision, Section 1 (not of record), said curve having a chord bearing and distance of N 63° 05' 24" W, 803.02 feet; thence,

2. with the easterly line of Hickory Acres Subdivision, Section 1 and Section 2 in part, N 15° 41' 03" E, 508.18 feet to an existing iron pin in the easterly line of Lot 22, Hickory Acres Subdivision, Section 2, recorded in Book 2330, Page 117, R.O.D.C., Tenn.; thence,

3. with the easterly line of Hickory Acres, Section 2, N 25° 08' 55" E, 669.98 feet to an existing concrete monument in the southerly line of Dalemere Subdivision, recorded in Book 2900, Page 35, R.O.D.C., Tenn.; thence,

4. with the southerly line of Dalemere Subdivision, Section One, S 86° 51' 48" E, 295.68 feet to an existing iron pin at the southeasterly corner of Lot 42, Dalemere Subdivision, Section Three, recorded in Book 3300, Page 6, R.O.D.C., Tenn.; thence,

5. with the southerly line of Dalemere Subdivision, Section Three, S 87° 17' 07" E, 206.98 feet to an existing concrete monument on the westerly margin of the south terminus of Yoest Drive, said monument also being the southwest corner of Dalemere Subdivision, Section two, recorded in Book 2854, Page 133, R.O.D.C., Tenn.; thence,

6. with the southerly line of Dalemere Subdivision, Section Two, S 86° 45' 55" E, passing an existing iron pin at 51.30 feet, a total of 392.38 feet to an existing iron pin at the northwest corner of Mary F. King property, recorded in Book 6908, Page 94, R.O.D.C., Tenn.; thence,

7. with the westerly line of King, S 7° 18' 41" W, 131.29 feet to an existing iron pin in the westerly line of Mary Frances King property, recorded in Book 6908, Page 94, R.O.D.C., Tenn.; thence

8. with the westerly line of King, S 20° 06' 34" W, a distance of 302.64 feet to an existing iron pin on the west line of Patricia Kay Frensley, recorded in Book 5396, Page 783, R.O.D.C., Tenn.; thence,

9. continuing with the west lines of Frensley, Carver, Rawls and Caudle, S 25° 02' 39" W, 791.79 feet to an existing iron pin at the northwesterly corner of Hoover Vanatta et ux, recorded in Book 6890, Page 690, R.O.D.C., Tenn.; thence,

10. with Vanatta's west line, S 27° 11' 13" W, 314.15 feet to the point of beginning and containing 27.684 acres, more or less as calculated by the above courses which were determined within the precision requirements of a Class "Urban" ALTA/ACSM Land Title Survey of 1992.

Included in the above described property is a cemetery approximately 20 by 20 feet, the center which bears from the southwest corner of Lot 42, Dalemere Subdivision, Section Three, S 12° 52' W, 402.3 feet. There is no visible access to the cemetery and no record of ownership or access known to this surveyor.

Being the same property conveyed to Keymarket of Nashville, Inc., a Georgia corporation, by deed of record in Book 9371, page 858, R.O.D.C., Tennessee.

This legal description was prepared by John O. Spry, Tennessee license number 727 on May 17, 1995. His address is c/o RAGAN-SMITH-ASSOCIATES, INC., 315 Woodland Street, Nashville, Tennessee 37206.

Being the same property conveyed to Grantor herein by River City Broadcasting, L.P. by Warranty Deed dated May 31, 1996, of record in Book 10078, Page 524 in the Register's Office of Davidson County, Tennessee.

EXHIBIT B
(Davidson County, TN)

1. Agreement for Dedication of Easement for Sanitary, Storm Drainage, Water Mains and Appurtenances as set out in Book 6342, page 611, in said Register's Office.

2. All matters shown on the survey of Ragan-Smith-Associates, Inc., dated May 10, 1995.

3. The following matters as shown on survey prepared by Ragan-Smith Associates dated May 10, 1995, revised June 21, 1995, Job No. 77-0202, Work Order No. 4914, including but not limited to:

   a. Drains and sanitary sewers as set out in Book 6342, page 611;
   b. Underground electric and power poles on the south property line;
   c. PVC pipe with galvanized antenna wires runs from adjacent lot at southwest corner of property;
   d. Drain at southwest or property;
   e. Rights of the public road to ingress and egress to and from the cemetery (20' x 20') located on the property;
   f. Encroachment of gardens located on the north and west lines of the property; and
   g. Fence encroachments and antenna guy anchor on west property line.

4332 01/19 0101 03CHECK 1414.50

OFFICIAL RECEIPT

BILL GARRETT

REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

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

BOOK 11302 PAGE 465

05538252

IDENTIFICATION REFERENCE

99 JAN 19 PM 3:19

REGISTER
DAVIDSON COUNTY, TN.

CASH

	MTG 80.00
CO TX	1467.50
PBFEE	1.00
MTGFT	24.00
CFEE	2.00
TOTAL	1,14.50
CHECK	1,14.50

01/19/99 01 10:17 CO:1 4330

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

No. 1413761