3

This Instrument Prepared By:
Egerton, McAfee, Armistead, & Davis, P.C.
P.O. Box 2047
Knoxville, Tennessee 37901

Responsible Taxpayer:
Name and Address of Property Owner:
Citadel Broadcasting Company
City Center West
7201 West Blake Need Blvd., Suite 400
Las Vegas, NV 89128
Attn: Donna L. Heffner

Name and Address of Property Owner:
Citadel Broadcasting Company
City Center West
7201 West Blake Need Blvd., Suite 400
Las Vegas, NV 89128

Parcel Identification Number Assigned by
County Tax Assessor:
13W 06800, Map 93-11, Parcel 42 (Tract 1)
13W 06770, Map 93-11, Parcel 44 (Tract 2)

WARRANTY DEED

This Indenture made this 28th day of September, 2000, by and between **DICK BROADCASTING COMPANY, INC. OF TENNESSEE**, a Tennessee corporation, having its principal offices in Knoxville, Tennessee ("First Party"), and **CITADEL BROADCASTING COMPANY**, a Nevada corporation, having its principal offices in Las Vegas, Nevada ("Second Party"),

W I T N E S S E T H :

That said First Party, for and in consideration of the sum of One and 00/100 Dollar ($1.00) and other good and valuable consideration to it in hand paid by Second Party, the receipt of which is hereby acknowledged, has granted, bargained, sold, conveyed and does hereby grant, bargain, sell, and convey unto the said Second Party the premises, to-wit:

SEE EXHIBIT "A" INCORPORATED BY THIS REFERENCE AS FULLY SET FORTH HEREIN.

AS TO TRACT 1:

BEING the same property conveyed to Dick Broadcasting Company, Inc. of Tennessee by James A. Dick, et. al. by deed dated September 13, 2000 of record in Instrument No. 20001013-0101750 in the Register's Office for Davidson County, Tennessee.

AS TO TRACT 2:
See Articles of Merger of Dick Broadcasting Company, Inc. of Nashville into Dick Broadcasting Company, Inc. of Tennessee in Instrument No. 200007240072871, in the Register's Office for Davidson County, Tennessee.

THIS DESCRIPTION IS PREPARED FROM INFORMATION FURNISHED TO THE PREPARER; AND NO REPRESENTATION AS TO THE ACCURACY THEREOF IS MADE, INTENDED OR TO BE IMPLIED. THE PREPARER OF THIS INSTRUMENT MAKES NO REPRESENTATION AS TO THE STATUS OF THE TITLE OF THE PROPERTY DESCRIBED AND CONVEYED HEREIN.

With the hereditaments and appurtenances thereto appertaining, TO HAVE AND TO HOLD the said premises to the Second Party, its successors and assigns forever.

First Party, for itself and its successors and assigns does hereby covenant with Second Party, its successors and assigns, that it is lawfully seized in fee simple of the premises above conveyed and has full power authority and right to convey the same, and that said premises are free from all encumbrances except property taxes due for the year 2000, which will be prorated as of the date first above written between the parties. First Party, furthermore, will forever warrant and defend the said premises and the title thereto against the lawful claims of all persons whomsoever.

Davidson County DEEDWARR
Recvd: 10/13/00 09:28 3pgs
Fees:15.00 Taxes:7677.50
20001013-0101751

#1

IN WITNESS WHEREOF, the said First Party has executed this instrument the day and year first above written.

DICK BROADCASTING COMPANY, INC. OF TENNESSEE

By: _____
David Henderlight
Its: Vice President

STATE OF TENNESSEE
COUNTY OF KNOX

Before me, the undersigned authority, a Notary Public in and for said county and state, personally appeared the within named bargainor, **DAVID HENDERLIGHT**, 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 **DICK BROADCASTING COMPANY, INC. OF TENNESSEE**, the within named bargainor, a corporation, and that he as such officer being authorized so to do, executed the within instrument for the purposes therein contained by signing the name of said corporation by himself as such Vice President.

Witness my hand and official seal at office in the aforesaid county, this 28th day of September 2000.

_____
Notary Public

My Commission expires: 9-30-2001

STATE OF TENNESSEE
COUNTY OF KNOX

I hereby swear or affirm that the actual consideration for this transfer, or the value of the property transferred, whichever is greater, is $2,075,000.00, which amount equals or exceeds that which the property transferred would command at a fair, voluntary sale.

_____
Affiant

Sworn to and subscribed before me
this 28th day of September, 2000

_____
Notary Public
My commission expires:
9-30-2001

EXHIBIT "A"
LEGAL DESCRIPTION

TRACT 1:

Land in Davidson County, Tennessee, being Lots Nos. 7, 8, 9, 28, 29, 30 and part of an abandoned alley lying between said lots on the Plan of Rutledge's Addition as of record in Book 21, page 73, Register's Office for Davidson County, Tennessee, described together as follows:

Beginning at the northeast corner of 2nd Avenue South, formerly Market Street and Highland Avenue; thence with the northerly margin of Highland Avenue eastwardly 315 feet to the westerly margin of Rutledge Street; thence with said street northwardly 150 feet; thence at right angles westwardly 315 feet to the easterly margin of 2nd Avenue South; thence with said Avenue southwardly 150 feet to the beginning.

Being the same property conveyed to James A. Dick and wife, Marilyn M. Dick by Installment Deed from Ellen M. Lane and Donald W. Lane of record in Book 5499, page 103, Register's Office for Davidson County, Tennessee. The said James A. Dick and Marilyn M. Dick having conveyed an undivided 4.15% interest each to James A. Dick, Jr., Charles Arthur Dick, Emily Dick McAlister and Jeannette Dick Hundley, as tenants in common by Quitclaim Deed of record in Book 10328, page 80, said Register's Office, and an undivided 4.15% interest each to James A. Dick, Jr., Emily Dick McAlister and Jeannette Dick Hundley, as tenants in common by Quitclaim Deed of record in Book 10756, page 297, said Register's Office, and an undivided 4.15% interest each to James A. Dick, Jr., Emily Dick McAlister and Jeannette Dick Hundley, as tenants in common by Quitclaim Deed of record in Book 11315, page 986, said Register's Office.

TRACT 2:

LAND in Davidson County, Tennessee, being all of Lot Nos. 1, 2, 3, 4 and 5 and part of Lot No. 6, all of Lots 36, 35, 34, 33, 32 and part of Lot 31, Rutledge's Addition to Nashville, together with the tracts which were formerly alleys lying between Lots 33 and Lots 34, 35 and 36 and tract lying between Lots 1 through 6 inclusive, and Lots 31 through 34, inclusive, as shown on plat of record in Plat Book 21, page 73, in the Register's Office of Davidson County, Tennessee, to which plat reference is hereby made for a more particular description.

BEGINNING at the point of intersection of the west line of Rutledge Street with the south line of Peabody (formerly Castleman) Street; thence from said point of beginning with said west line of Rutledge Street, South 24 deg. 55 min. 30 sec. East 310 feet to a point; turning thence South 64 deg. 53 min. 43 sec. West 315.30 feet to a point in the east line of Second Avenue (formerly Market Street); thence with said east line of Second Avenue, North 25 deg. 00 min. West 310 feet to a point at the intersection of said line of Second Avenue with the South line of Peabody Street; thence with Peabody Street, North 64 deg. 53 min. 48 sec. East, 315.71 feet to the place of beginning according to the survey of Barge, Waggoner and Sumner, Inc., Engineers, Nashville, Tennessee, dated March 31, 1969.

Being the same property conveyed to Dick Broadcasting Company Inc. of Nashville, a Tennessee corporation by deed from Chatham Corporation, a Delaware corporation of record in Book 5058, page 669, Register's Office for Davidson County, Tennessee.