

\$21,000,000

October , 1978  
New York, New York

FOR VALUE RECEIVED, the undersigned (the "Maker") hereby promises to pay to AMERICAN BROADCASTING COMPANIES, INC. (the "Payee"), or order, at its office at 1330 Avenue of the Americas, New York, New York 10019, or at such other place as may be designated in writing by the holder of this Note, on or before April 1, 1993, the principal sum of TWENTY-ONE MILLION DOLLARS (\$21,000,000), in lawful money of the United States of America, together with interest from the date hereof at the rate of 9-1/4% per annum (computed on the basis of a year of 365 days and actual days elapsed) on the unpaid principal sum from time to time outstanding, in like money, at said office, as follows:

(a) On April 1, 1982, the Maker shall pay interest only on the unpaid principal sum of this Note.

(b) On October 1, 1982 and on the first days of April and October thereafter to and including April 1, 1993, the Maker shall pay semi-annual installments of principal and interest of \$1,633,193.10 each, each such installment to be applied first to the payment of accrued interest at the rate aforesaid and the balance to the reduction of the principal sum hereof.

The Maker shall pay to the Payee a late charge equal to four cents (\$.04) per One Dollar (\$1.00) or part thereof on any installment of principal or interest which shall have become delinquent for a period in excess of ten (10) days.

If the principal balance of this Note shall not be paid by the Maker when the same shall have become due and payable, whether at maturity, by acceleration or otherwise, said principal balance shall bear interest at the rate of 10-1/4% per annum until the same shall have been paid.

The Maker and any endorsers or guarantors hereby, jointly and severally, waive presentment, notice of dishonor and protest of this Note.

In case suit shall be brought for the collection hereof or the same must be collected on the demand of an attorney, the Maker shall pay the reasonable attorneys' fees of the holder of this Note for making such collection.

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