COMMERCIAL LAW GROUP, P.C.
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Cary Tepper, Esquire
Booth, Freret, Imlay & Tepper, PC
7900 Wisconsin Avenue
Suite 304
Bethesda, Maryland 28014-3628

Re: Aubrey K. McClendon and Ward Family Enterprises, LP; Investment in Family Broadcasting Group, Inc.; Our File No. 3504.0040

Dear Cary:

In connection with the referenced matter, enclosed is a copy of the Amended and Restated Recapitalization Agreement among Family Broadcasting Group, Inc., and its shareholders, entered into by the parties within the last week but dated effective December 22, 2008. The changes in ownership contemplated by the Recapitalization Agreement are intended to better reflect the relative amounts of capital at risk in the venture. This letter explains the transactions leading up to the Recapitalization Agreement.

In December of 2006, Mr. Aubrey K. McClendon, McClendon Venture Company, L.L.C., Ward Family Enterprises, LP, and TLW Venture Company, L.L.C. invested in Family Broadcasting Group. Half of the investment was used to purchase 24,149 shares of Series A Convertible Preferred Stock and the other half was invested in the form of Promissory Notes that could be converted to shares of Series A Preferred Stock.

The original investment closed on December 18, 2006. At the closing of the original investment, the Series A Convertible Preferred Stock represented 31% of the voting stock of Family Broadcasting Group and, on conversion of the Notes into Series A Convertible Preferred Stock, would have represented 54.5% of the voting stock of Family Broadcasting Group. The proceeds of the original investment were used to pay off Family Broadcasting Group's existing debt, acquire additional equipment, construct a new broadcasting facility and fund general operating purposes.

In August of 2008, Mr. McClendon and Ward Family Enterprises made a bridge loan to Family Broadcasting Group to complete construction of the broadcasting facility. In

December of 2008, the amount of the bridge loan was increased for general operating purposes. The notes under the bridge loan were convertible into preferred stock of Family Broadcasting Group.

On the closing of the Recapitalization Agreement: (a) the December 2006 Notes, including all accrued and unpaid interest, will be converted into Series A Convertible Preferred Stock; (b) the bridge notes will be converted into new Series B Convertible Preferred Stock; and (c) any unfunded amount of the bridge loan will be paid to purchase additional shares of Series B Convertible Preferred Stock.

After the regulatory approval and closing of the Recapitalization Agreement, the investors will control, in the aggregate, 91.73% of the fully diluted equity of Family Broadcasting Group.

Should you have any questions, or need any additional information, please do not hesitate to call.

Very truly yours,

Michael Meleen

Michael Meleen
For the Firm

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Enclosure

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