

American Crossroads

1401 New York Avenue
NW Suite 1200
Washington

DC 20005

FEC ID No. C00487363

24-Hour Notice 48-Hour Notice

SCHEDULE E (FEC Form 3X)

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FOR LINE 24 OF FORM 3X

ITEMIZED INDEPENDENT EXPENDITURES

| | |
|---|---|
| NAME OF COMMITTEE (In Full) American Crossroads | FEC IDENTIFICATION NUMBER C C00487363 |
| Check if <input checked="" type="checkbox"/> 24-hour notice <input type="checkbox"/> 48-hour notice | |

| | |
|--|---|
| Full Name (Last, First, Middle, Initial) of Payee Crossroads Media, LLC | Date M M / D D / Y Y Y Y 1 0 / 2 6 / 2 0 1 0 |
| Mailing Address 66 Canal Center Plaza Ste. 555 | Amount 240725.00 |
| City Alexandria | State VA |
| Zip Code 22314 | Office Sought: <input checked="" type="checkbox"/> House State: NC <input type="checkbox"/> Senate District: 11 <input type="checkbox"/> Presidential |
| Purpose of Expenditure TV/Media Placement | Category/ Type |
| Name of Federal Candidate supported or Opposed by expenditure: Heath Shuler | Check One: <input type="checkbox"/> Support <input checked="" type="checkbox"/> Oppose |
| Calendar Year-To-Date Per Election for Office Sought | Disbursement For: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General 2010 <input type="checkbox"/> Other (specify) : _____ |
| 252378.00 | Transaction ID: E.001 |

| | |
|--|---|
| Full Name (Last, First, Middle, Initial) of Payee Up Grade Films | Date M M / D D / Y Y Y Y 1 0 / 2 6 / 2 0 1 0 |
| Mailing Address 3299 K Street, NW Ste. 200 | Amount 11653.00 |
| City Washington | State DC |
| Zip Code 20007 | Office Sought: <input checked="" type="checkbox"/> House State: NC <input type="checkbox"/> Senate District: 11 <input type="checkbox"/> Presidential |
| Purpose of Expenditure TV/Media Production | Category/ Type |
| Name of Federal Candidate supported or Opposed by expenditure: Heath Shuler | Check One: <input type="checkbox"/> Support <input checked="" type="checkbox"/> Oppose |
| Calendar Year-To-Date Per Election for Office Sought | Disbursement For: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General 2010 <input type="checkbox"/> Other (specify) : _____ |
| 252378.00 | Transaction ID: E.002 |

| | |
|---|-----------|
| (a) SUBTOTAL of Itemized Independent Expenditures | 252378.00 |
| (b) SUBTOTAL of Unitemized Independent Expenditures | |
| (c) TOTAL Independent Expenditures | 252378.00 |

Under penalty of perjury I certify that the independent expenditures reported herein were not made in cooperation, consultation, or concert with, or at the request or suggestion of, any candidate or authorized committee or agent of either, or (if the reporting entity is not a political party committee) any political party committee or its agent.

Margee D. Clancy
Signature

M M / D D / Y Y Y Y
1 0 / 2 6 / 2 0 1 0