

Description of the Proposed Transaction

This application seeks the Commission’s consent to the *pro forma* transfer of control of CBS Radio Annapolis LLC, the licensee of station WLZL(FM), Facility ID No. 20983, Annapolis, MD, from CBS International Inc. to CBS Radio Annapolis Holdings Inc.

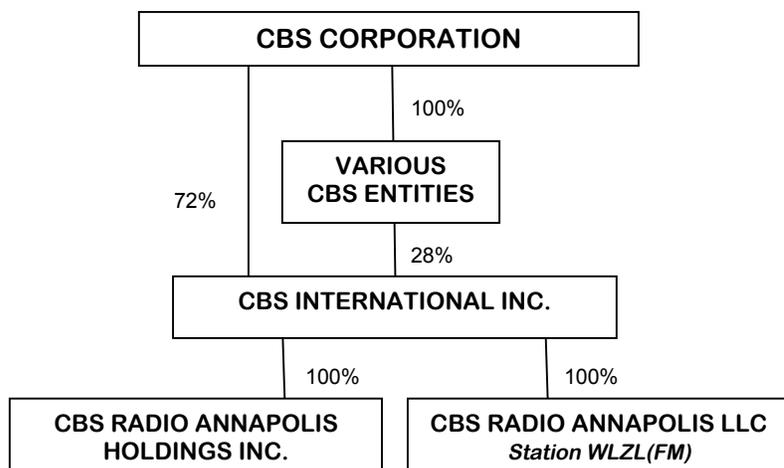
The use of FCC Form 316 is appropriate because CBS Corporation currently controls, and will continue to control, WLZL(FM) following the proposed transfer of control. Therefore the proposed transfer of control will not result in a substantial change in the beneficial ownership or control of any FCC licensee.

CBS International Inc. is the sole member of CBS Radio Annapolis LLC and the sole shareholder of CBS Radio Annapolis Holdings Inc. CBS International Inc.’s single majority shareholder is CBS Corporation, which holds approximately 72% of the shares of CBS International Inc. The remaining shares of CBS International Inc. are held by other subsidiaries of CBS Corporation.

The proposed transfer of control will be effectuated by CBS International Inc. contributing its interest in CBS Radio Annapolis LLC to CBS Radio Annapolis Holdings Inc. CBS Radio Annapolis Holdings Inc. will be wholly-owned by CBS International Inc.

The following charts depict the current and proposed ownership of WLZL(FM).

Current Structure



Proposed Structure

