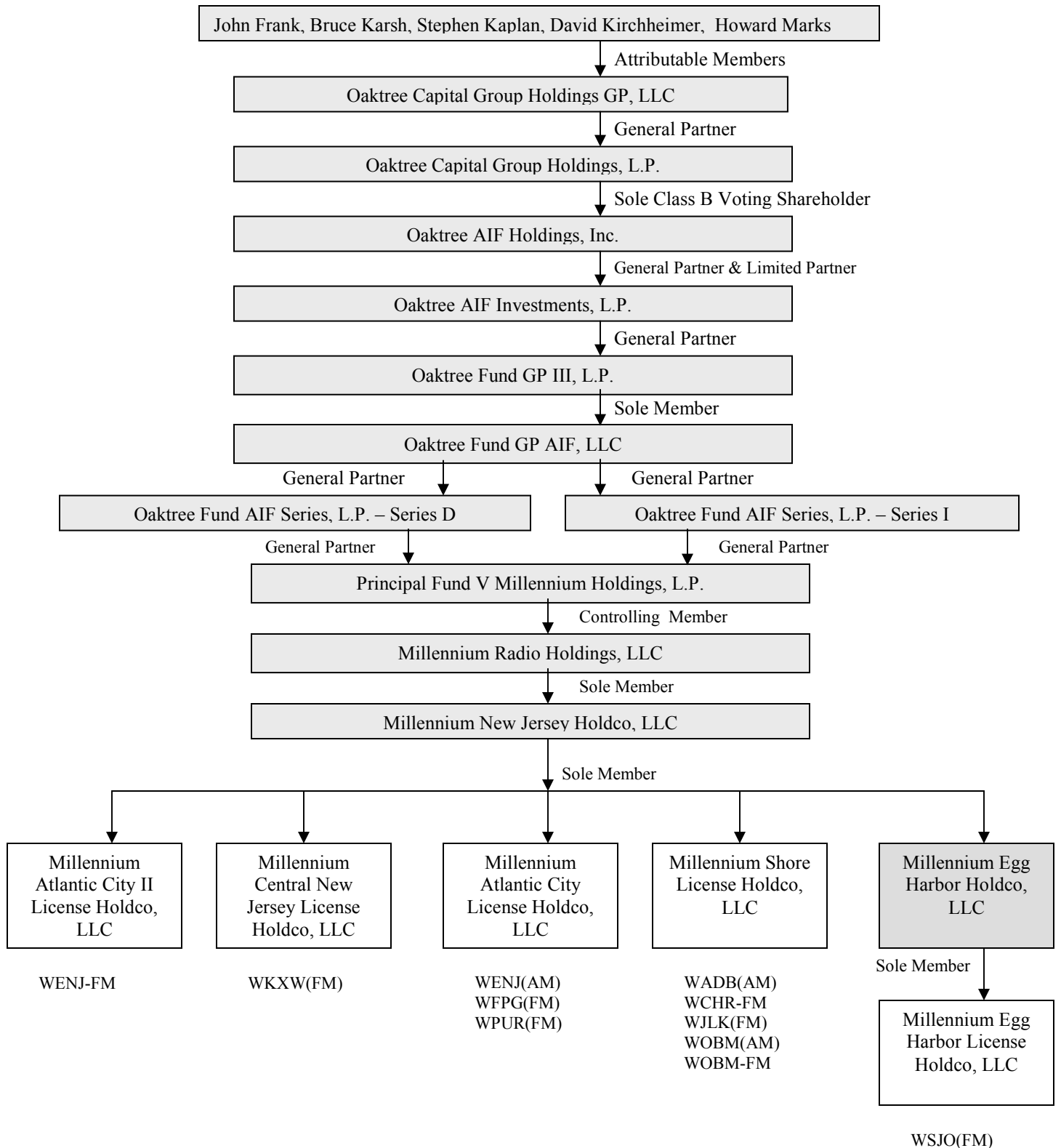


Proposed Ownership Structure



Entity-Specific Ownership Information

Millennium Shore License Holdco, LLC

Name and Address	Citizenship	Positional Interest	Percentage Vote	Percentage of Total Assets (debt plus equity)
Millennium Shore License Holdco, LLC 2401 Route 66 Ocean, NJ 07712	Delaware Limited Liability Company	--	--	--
Millennium New Jersey Holdco, LLC 2401 Route 66 Ocean, NJ 07712	Delaware Limited Liability Company	Sole Member	100%	100%
William Saurer 2401 Route 66 Ocean, NJ 07712	U.S.	President and Chief Executive Officer	0%	0%
W. Wilson Dorward 2401 Route 66 Ocean, NJ 07712	U.S.	Chief Financial Officer	0%	0%
Stephen Kaplan c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28th Floor Los Angeles, CA 90071	U.S.	Manager	0%	0%
B. James Ford c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28th Floor Los Angeles, CA 90071	U.S.	Manager	0%	0%
Andrew Salter c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28th Floor Los Angeles, CA 90071	U.S.	Manager	0%	0%
David Quick c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28th Floor Los Angeles, CA 90071	U.S.	Manager	0%	0%

Millennium New Jersey Holdco, LLC

Name and Address	Citizenship	Positional Interest	Percentage Vote	Percentage of Total Assets (debt plus equity)
Millennium New Jersey Holdco, LLC 2401 Route 66 Ocean, NJ 07712	Delaware Limited Liability Company	--	--	--
Millennium Radio Holdings, LLC c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28th Floor Los Angeles, CA 90071	Delaware Limited Liability Company	Sole Member	100%	100%*
William Saurer 2401 Route 66 Ocean, NJ 07712	U.S.	President and Chief Executive Officer	0%	0%
W. Wilson Dorward 2401 Route 66 Ocean, NJ 07712	U.S.	Chief Financial Officer	0%	0%
Stephen Kaplan c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28th Floor Los Angeles, CA 90071	U.S.	Manager	0%	0%
B. James Ford c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28th Floor Los Angeles, CA 90071	U.S.	Manager	0%	0%
Andrew Salter c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28th Floor Los Angeles, CA 90071	U.S.	Manager	0%	0%
David Quick c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28th Floor Los Angeles, CA 90071	U.S.	Manager	0%	0%

*Millennium New Jersey Holdco, LLC is a borrower on the Millennium entities' credit agreement. Therefore, the percentage of total assets would be less than 100 percent if debt/equity were taken into account. No other entities hold attributable interests in Millennium New Jersey Holdco, LLC.

Millennium Radio Holdings, LLC*

Name and Address	Citizenship	Positional Interest	Percentage Vote	Percentage of Total Assets (debt plus equity)
Millennium Radio Holdings, LLC c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28th Floor Los Angeles, CA 90071	Delaware Limited Liability Company	--	--	--
Principal Fund V Millennium Holdings, L.P. c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28th Floor Los Angeles, CA 90071	Delaware Limited Partnership	Controlling Member	100%	66.4%
William Saurer 2401 Route 66 Ocean, NJ 07712	U.S.	President and Chief Executive Officer	0%	0%
W. Wilson Dorward 2401 Route 66 Ocean, NJ 07712	U.S.	Chief Financial Officer	0%	0%
Stephen Kaplan c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28th Floor Los Angeles, CA 90071	U.S.	Manager	0%	0%
B. James Ford c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28th Floor Los Angeles, CA 90071	U.S.	Manager	0%	0%
Andrew Salter c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28th Floor Los Angeles, CA 90071	U.S.	Manager	0%	0%
David Quick c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28th Floor Los Angeles, CA 90071	U.S.	Vice President, Secretary and Manager	0%	0%

*The limited liability company agreement of Millennium Radio Holdings, LLC includes the Commission's insulating language for non-attributable members. Such non-attributable members of Millennium Radio Holdings, LLC are not listed here.

Principal Fund V Millennium Holdings, L.P.*

Name and Address	Citizenship	Positional Interest	Percentage Vote	Percentage of Total Assets (debt plus equity)
Principal Fund V Millennium Holdings, L.P. c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28th Floor Los Angeles, CA 90071	Delaware Limited Partnership	--	--	--
Oaktree Fund AIF Series, L.P. - Series I c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28th Floor Los Angeles, CA 90071	Delaware Limited Partnership	General Partner	50%	0.12%
Oaktree Fund AIF Series, L.P. - Series D c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28th Floor Los Angeles, CA 90071	Delaware Limited Partnership	General Partner	50%	0.45%

*The Principal Fund V Millennium Holdings, L.P. partnership agreement includes the Commission's insulating language for limited partners. Principal Fund V Millennium Holdings, L.P.'s remaining equity is held by such limited partners.

Oaktree Fund AIF Series, L.P. – Series D

Name and Address	Citizenship	Positional Interest	Percentage Vote	Percentage of Total Assets (debt plus equity)
Oaktree Fund AIF Series, L.P. – Series D c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28th Floor Los Angeles, CA 90071	Delaware Limited Partnership	---	---	---
Oaktree Fund GP AIF, LLC c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28 th Floor Los Angeles, CA 90071	Delaware Limited Liability Company	General Partner	100%	0%
Oaktree Fund GP III, L.P. c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28 th Floor Los Angeles, CA 90071	Delaware Limited Partnership	Limited Partner	0%	100%

Oaktree Fund AIF Series, L.P. – Series I

Name and Address	Citizenship	Positional Interest	Percentage Vote	Percentage of Total Assets (debt plus equity)
Oaktree Fund AIF Series, L.P. – Series I c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28th Floor Los Angeles, CA 90071	Delaware Limited Partnership	---	---	---
Oaktree Fund GP AIF, LLC c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28 th Floor Los Angeles, CA 90071	Delaware Limited Liability Company	General Partner	100%	0%
Oaktree Fund GP III, L.P. c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28 th Floor Los Angeles, CA 90071	Delaware Limited Partnership	Limited Partner	0%	100%

Oaktree Fund GP AIF, LLC

Name and Address	Citizenship	Positional Interest	Percentage Vote	Percentage of Total Assets (debt plus equity)
Oaktree Fund GP AIF, LLC c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28th Floor Los Angeles, CA 90071	Delaware Limited Liability Company	---	---	---
Oaktree Fund GP III, L.P. c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28 th Floor Los Angeles, CA 90071	Delaware Limited Partnership	Sole Member	100%	100%
Todd Molz c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28 th Floor Los Angeles, CA 90071	U.S.	Secretary	0%	0%

Oaktree Fund GP III, L.P.

Name and Address	Citizenship	Positional Interest	Percentage Vote	Percentage of Total Assets (debt plus equity)
Oaktree Fund GP III, L.P. c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28th Floor Los Angeles, CA 90071	Delaware Limited Partnership	---	---	---
Oaktree AIF Investments, L.P. c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28 th Floor Los Angeles, CA 90071	Delaware Limited Partnership	General Partner	100%	50-65%*

*Oaktree AIF Investments, L.P. has an ownership interest in Oaktree Fund GP III, L.P. as a general partner, and certain investment professionals who are employees of Oaktree have an ownership interest as limited partners. These investment professionals receive their incentive compensation in the underlying investment funds through Oaktree Fund GP III, L.P., and the percentage of assets and equity attributable to the investment professionals (and, correspondingly, to Oaktree AIF Investments, L.P., the general partner) vary as new funds are added underneath and old funds liquidate. Moreover, different investment professionals have interests that are separated into different series designations, making a single percentage difficult to calculate. Accordingly, the data set forth in the table above is provided as a range.

The partnership agreement of Oaktree Fund GP III, L.P. includes the Commission's insulating language for limited partners. Such limited partners of Oaktree Fund GP III, L.P. are not listed here.

Oaktree AIF Investments, L.P.

Name and Address	Citizenship	Positional Interest	Percentage Vote	Percentage of Total Assets (debt plus equity)
Oaktree AIF Investments, L.P. c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28th Floor Los Angeles, CA 90071	Delaware Limited Partnership	---	---	---
Oaktree AIF Holdings, Inc. c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28 th Floor Los Angeles, CA 90071	Delaware Corporation	General Partner and Limited Partner	100%	15.27%
Oaktree Capital Group Holdings, L.P. c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28 th Floor Los Angeles, CA 90071	Delaware Limited Partnership	Limited Partner	0%	84.73%
Howard Marks c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28 th Floor Los Angeles, CA 90071	U.S.	Chairman	0%	0%
Bruce Karsh c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28 th Floor Los Angeles, CA 90071	U.S.	President	0%	0%
John Frank c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28 th Floor Los Angeles, CA 90071	U.S.	Managing Principal	0%	0%
David Kirchheimer c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28 th Floor Los Angeles, CA 90071	U.S.	Chief Financial Officer	0%	0%
Todd Molz c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28 th Floor Los Angeles, CA 90071	U.S.	Managing Director, General Counsel and Secretary	0%	0%
Richard Ting c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28 th Floor Los Angeles, CA 90071	U.S.	Managing Director, Associate General Counsel and Assistant Secretary	0%	0%
Lisa Arakaki c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28 th Floor Los Angeles, CA 90071	U.S.	Managing Director and Assistant Secretary	0%	0%

Name and Address	Citizenship	Positional Interest	Percentage Vote	Percentage of Total Assets (debt plus equity)
Brian Beck c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28 th Floor Los Angeles, CA 90071	U.S.	Managing Director and Assistant Secretary	0%	0%
Emily Alexander c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28 th Floor Los Angeles, CA 90071	U.S.	Managing Director and Assistant Secretary	0%	0%
Martin Boskovich c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28 th Floor Los Angeles, CA 90071	U.S.	Senior Vice President	0%	0%
Shawn Haghighi c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28 th Floor Los Angeles, CA 90071	U.S.	Senior Vice President	0%	0%
Jay Ghiya c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28 th Floor Los Angeles, CA 90071	U.S.	Senior Vice President	0%	0%
Cary Kleinman c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28 th Floor Los Angeles, CA 90071	U.S.	Senior Vice President	0%	0%

Oaktree AIF Holdings, Inc.

Name and Address	Citizenship	Positional Interest	Percentage Vote	Percentage of Total Assets (debt plus equity)¹
Oaktree AIF Holdings, Inc. c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28th Floor Los Angeles, CA 90071	Delaware Corporation	---	---	---
Oaktree Capital Group Holdings, L.P. c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28 th Floor Los Angeles, CA 90071	Delaware Limited Partnership	Sole Voting Shareholder	100%	0%
Howard Marks c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28 th Floor Los Angeles, CA 90071	U.S.	Co-President	0%	0%
Bruce Karsh c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28 th Floor Los Angeles, CA 90071	U.S.	Co-President	0%	0%
Todd Molz c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28 th Floor Los Angeles, CA 90071	U.S.	Managing Director, General Counsel, Secretary and Sole Director	0%	0%
Richard Ting c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28 th Floor Los Angeles, CA 90071	U.S.	Managing Director and Assistant Secretary	0%	0%
Lisa Arakaki c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28 th Floor Los Angeles, CA 90071	U.S.	Managing Director and Assistant Secretary	0%	0%
Brian Beck c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28 th Floor Los Angeles, CA 90071	U.S.	Managing Director and Assistant Secretary	0%	0%
John Edwards c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28 th Floor Los Angeles, CA 90071	U.S.	Managing Director and Treasurer	0%	0%

¹ The equity of Oaktree AIF Holdings, Inc. is held by an entity which is properly insulated in accordance with the Commission's rules and policies.

Name and Address	Citizenship	Positional Interest	Percentage Vote	Percentage of Total Assets (debt plus equity)¹
Jeff Arnold c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28 th Floor Los Angeles, CA 90071	U.S.	Managing Director	0%	0%
Emily Alexander c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28 th Floor Los Angeles, CA 90071	U.S.	Managing Director	0%	0%
Martin Boskovich c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28 th Floor Los Angeles, CA 90071	U.S.	Senior Vice President	0%	0%
Shawn Haghighi c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28 th Floor Los Angeles, CA 90071	U.S.	Senior Vice President	0%	0%
Jay Ghiya c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28 th Floor Los Angeles, CA 90071	U.S.	Senior Vice President	0%	0%
Cary Kleinman c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28 th Floor Los Angeles, CA 90071	U.S.	Senior Vice President	0%	0%

Oaktree Capital Group Holdings, L.P.

Name and Address	Citizenship	Positional Interest	Percentage Vote	Percentage of Total Assets (debt plus equity) ²
Oaktree Capital Group Holdings, L.P. c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28th Floor Los Angeles, CA 90071	Delaware Limited Partnership	---	---	---
Oaktree Capital Group Holdings GP, LLC c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28 th Floor Los Angeles, CA 90071	Delaware Limited Liability Company	General Partner	100%	0% ³
John Frank c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28 th Floor Los Angeles, CA 90071	U.S.	Limited Partner	0%	<1%
Stephen Kaplan c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28 th Floor Los Angeles, CA 90071	U.S.	Limited Partner	0%	<1%
Bruce Karsh c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28 th Floor Los Angeles, CA 90071	U.S.	Limited Partner	0%	<1%
David Kirchheimer c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28 th Floor Los Angeles, CA 90071	U.S.	Limited Partner	0%	<1%
Howard Marks c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28 th Floor Los Angeles, CA 90071	U.S.	Limited Partner	0%	<1%

² The partnership agreement of Oaktree Capital Group Holdings, L.P. includes the Commission's insulating language for limited partners. Such limited partners of Oaktree Capital Group Holdings, L.P. who are not involved with Oaktree's media operations are not listed here.

³ As shown above, Oaktree Capital Group Holdings GP, LLC controls Oaktree Capital Group Holdings, L.P., but does not hold any equity interest in that entity. The equity of Oaktree Capital Group Holdings, L.P. is held by limited partners, including the five controlling members of Oaktree Capital Group Holdings GP, LLC (who are five of its six founding members). Each of these five controlling members holds equity in the Millennium entities through Oaktree Capital Group Holdings, L.P.

Oaktree Capital Group Holdings GP, LLC**

Name and Address	Citizenship	Positional Interest	Percentage Vote	Percentage of Total Assets (debt plus equity)
Oaktree Capital Group Holdings GP, LLC c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28th Floor Los Angeles, CA 90071	Delaware Limited Liability Company	---	---	---
Howard Marks c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28 th Floor Los Angeles, CA 90071	U.S.	Member, Manager and Chairman	20%	Note 1
Bruce Karsh c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28 th Floor Los Angeles, CA 90071	U.S.	Member, Manager and President	20%	Note 1
John Frank c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28 th Floor Los Angeles, CA 90071	U.S.	Member, Manager and Managing Principal	20%	Note 1
David Kirchheimer c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28 th Floor Los Angeles, CA 90071	U.S.	Member, Manager, Chief Financial Officer and Chief Administrative Officer	20%	Note 1
Stephen Kaplan c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28 th Floor Los Angeles, CA 90071	U.S.	Member, Manager and Principal	20%	Note 1
Todd Molz c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28 th Floor Los Angeles, CA 90071	U.S.	Managing Director and General Counsel	0%	0%
Richard Ting c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28 th Floor Los Angeles, CA 90071	U.S.	Managing Director and Associate General Counsel	0%	0%
Lisa Arakaki c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28 th Floor Los Angeles, CA 90071	U.S.	Managing Director	0%	0%
Brian Beck c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28 th Floor Los Angeles, CA 90071	U.S.	Managing Director	0%	0%

Name and Address	Citizenship	Positional Interest	Percentage Vote	Percentage of Total Assets (debt plus equity)
Emily Alexander c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28 th Floor Los Angeles, CA 90071	U.S.	Managing Director	0%	0%
Martin Boskovich c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28 th Floor Los Angeles, CA 90071	U.S.	Senior Vice President	0%	0%
Shawn Haghighi c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28 th Floor Los Angeles, CA 90071	U.S.	Senior Vice President	0%	0%
Jay Ghiya c/o Oaktree Capital Management, L.P. 333 South Grand Avenue, 28 th Floor Los Angeles, CA 90071	U.S.	Senior Vice President	0%	0%

** Oaktree Capital Group Holdings GP, LLC (“Oaktree GP LLC”) has voting and non-voting members. The operating agreement of Oaktree GP LLC includes the Commission’s insulating language with respect to the non-voting members and with respect to certain voting members for media matters. The operating agreement establishes a Media Company Committee comprised of the voting members listed above. Each member of the Media Company Committee has an equal one-fifth (1/5) vote. Voting members of Oaktree GP LLC who do not serve on the Media Company Committee are considered insulated members for purposes of any media investment. In addition, notwithstanding any other provision of the operating agreement, these insulated voting members may not vote for the removal of any member of the Media Company Committee except as expressly permitted under the Commission’s insulated member requirements. For the purposes of non-media related investments, all voting members of Oaktree GP LLC are permitted to vote with the percentage of all such members’ voting rights governed by Oaktree GP LLC’s operating agreement.

The current members of the Media Company Committee are five of its six founding members and have continuously retained control since its creation. The members of the Media Company Committee may be removed by a vote of the members of the Media Company Committee or, in accordance with the FCC’s rules and policies, by a vote of other LLC members if a member of the Media Company Committee is subject to bankruptcy proceedings or found by a court to have engaged in malfeasance, committed a felony or acted with gross negligence. However, members of the Media Company Committee may be appointed only by a vote of the members of the Media Company Committee. The Media Company Committee shall act by consensus or, absent a consensus, by the vote of a majority of its members.

Note 1: Because Oaktree GP LLC does not hold any equity interest in Oaktree Capital Group Holdings, L.P., each member is not proposed to hold any indirect equity interest in the Millennium entities through Oaktree GP LLC. However, these members of the Media Company Committee will hold equity in the Millennium entities through Oaktree Capital Group Holdings, L.P.