

RADIO MARKET ANALYSIS
TOWNSQUARE MEDIA BANGOR LICENSE, LLC
WEZQ - BANGOR, MAINE
WQCB - BREWER, MAINE
WWMJ/WDEA - ELLSWORTH, MAINE
WBZN - OLD TOWN, MAINE
May 2012

TECHNICAL STATEMENT

1. This Technical Statement and attached exhibits were prepared on behalf of Townsquare Media Bangor License, LLC ("Townsquare"), proposed assignee of WEZQ, Channel 225B, Bangor, Maine; WQCB, Channel 293C, Brewer, Maine; WDEA, 1370 kHz, and WWMJ, Channel 239B, Ellsworth, Maine; and WBZN, Channel 297C2, Old Town, Maine. WEZQ, WQCB, and WBZN are each licensed to a community in a metro county in the Bangor, Maine Arbitron Market. WWMJ is not licensed to any metro county, but is considered "home" to the Bangor, Maine Arbitron Market. WDEA is not metro station in nor considered "home" to any Arbitron Market. Therefore, this review will verify that the referenced stations are in compliance in both rated and non-rated markets.

BANGOR, MAINE BIA/ARBITRON MARKET

2. As shown on Exhibit #21 there are twenty-seven AM and FM (commercial and non-commercial) stations listed in the Bangor, Maine Arbitron Market (Market #217). Townsquare would control four FM stations in the market (WBZN, WEZQ, WQCB and WWMJ). The number of stations indicated falls in the fifteen to twenty-nine stations tier of §73.3555(a)(1)(iii)

of the Commission's rules. At this level, common ownership or control of up to six stations, with no more than four in the same service, is permissible. Therefore, Townsquare is in compliance in the rated Bangor, Maine market.

3. Attached as Exhibit #2 is a map depicting the city grade contours of WBZN, WEZQ, WQCB, WWMJ and WDEA. Based on these facilities and their respective city grade contours, two distinct overlap markets are created. Market #1 consists of FM stations WBZN, WEZQ, WQCB and WWMJ. Market #2 consists of AM station WDEA and FM stations WWMJ and WEZQ. Since the city grade contours of WWMJ and WEZQ are subject stations in each of the markets, these contour will be used to establish the "Radio Market Boundary" and to determine the number of other stations in the market. The subject stations in each market will then be added to that number to demonstrate compliance in the respective market. No stations with transmitters located more than 92.0 kilometers from the boundary of the common overlap of subject stations will be considered. Further, no other facility controlled by Townsquare will be considered as a market contributor, unless it is a subject station in the radio market under study.

4. Exhibit #3 is a depiction of the AM and FM stations (commercial and non-commercial) providing service to the WWMJ/WEZQ Radio Market boundary. Thirteen contributing stations are depicted. Exhibit #4 is a tabulation of the stations in Radio Market #1, which has a total of seventeen stations, including the four subject stations (WBZN, WEZQ, WQCB, and WWMJ). The number of stations indicated falls in the fifteen to twenty-nine

stations tier of §73.3555(a)(1)(iii) of the Commission's rules. At this level, common ownership or control of up to six stations, with no more than four in the same service, is permissible. Therefore, Townsquare is in compliance in the non-rated Market #1.

5. Exhibit #5 is a tabulation of the stations in Radio Market #2, which has a total of sixteen stations, including the three subject stations (WEZQ, WWMJ and WDEA). The number of stations indicated falls in the fifteen to twenty-nine stations tier of §73.3555(a)(1)(iii) of the Commission's rules. At this level, common ownership or control of up to six stations, with no more than four in the same service, is permissible. Therefore, Townsquare is in compliance in the non-rated Market #2.

6. Based on the compliance shown in both the rated and non-markets reviewed, the proposed acquisition of WEZQ, WQCB, WWMJ WBZN and WDEA is in compliance with §73.3555 of the Commission's multiple ownership rules.

7. The foregoing technical statement was prepared on behalf of Townsquare Media Bangor License, LCC, by Graham Brock, Inc., its Technical Consultants. All information contained herein is true and accurate to the best of our belief and knowledge. All data relating to AM and FM facilities was extracted from the CDBS database. Data regarding the relevant Arbitron market was determined using the BIA MEDIA Access Pro Version 4.6. We assume no liability for errors or omissions in those databases which may be adverse to the information contained herein.

FCC Geographic Market Definition for Bangor, ME

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
WAEI	AM	910	C	Sports	Bangor, ME	07/02/2003	217	Blueberry Broadcasting LLC	Bangor, ME	Penobscot
WBAK	FM	104.7	C	Clsc Hits	Bangor, ME	07/02/2003	217	Blueberry Broadcasting LLC	Belfast, ME	Waldo
WBFB	FM	97.1	C	Country	Bangor, ME	07/02/2003	217	Blueberry Broadcasting LLC	Bangor, ME	Penobscot
WBYA	FM	105.5	C	Clsc Hits	Bangor, ME	07/02/2003	217	p Nassau Broadcasting I LLC (New Members)	Islesboro, ME	Waldo
WBZN	FM	107.3	C	CHR	Bangor, ME	07/02/2003	217	Cumulus Media Holdings Inc	Old Town, ME	Penobscot
WEZQ	FM	92.9	C	Soft AC	Bangor, ME	07/02/2003	217	Cumulus Media Holdings Inc	Bangor, ME	Penobscot
WGUY	AM	1230	C	DARK	Bangor, ME		217	Innovative Advertising Consultants Incorporated	Veazie, ME	Penobscot
WHCF	FM	88.5	NC	Inspr/Lt AC	Bangor, ME	07/02/2003	217	Bangor Baptist Church	Bangor, ME	Penobscot
WHMX	FM	105.7	NC	ChrsContem	Bangor, ME	07/02/2003	217	Bangor Baptist Church	Lincoln, ME	Penobscot
WHSN	FM	89.3	NC	Altve/Rock	Bangor, ME	07/02/2003	217	Husson University	Bangor, ME	Penobscot
WKIT	FM	100.3	C	Clsc Rock	Bangor, ME	07/02/2003	217	Zone Corporation, The	Brewer, ME	Penobscot
WKSQ	FM	94.5	C	AC	Bangor, ME	07/02/2003	217	Blueberry Broadcasting LLC	Ellsworth, ME	Hancock
WKVV	FM	101.7	NC	ChrsContem	Bangor, ME	07/02/2003	217	Educational Media Foundation	Searsport, ME	Waldo
WKVZ	FM	102.1	NC	ChrsContem	Bangor, ME	07/02/2003	217	Educational Media Foundation	Dexter, ME	Penobscot
WMEB	FM	91.9	NC	Alternative	Bangor, ME	07/02/2003	217	University of Maine System	Orono, ME	Penobscot
WMEH	FM	90.9	NC	News/Varty	Bangor, ME	07/02/2003	217	Maine Public Broadcasting Corporation	Bangor, ME	Penobscot
WNZS	AM	1340	C	News/Talk	Bangor, ME	07/02/2003	217	Waterfront Communications Inc	Veazie, ME	Penobscot
WQCB	FM	106.5	C	Country	Bangor, ME	07/02/2003	217	Cumulus Media Holdings Inc	Brewer, ME	Penobscot
WRNM	FM	91.7	NC	Cst/Cty/SGp	Bangor, ME		217	Light of Life Ministries	Ellsworth, ME	Hancock
WSYY	AM	1240	C	Spt/Tlk/Inf	Bangor, ME	07/02/2003	217	Katahdin Comm Inc	Millinocket, ME	Penobscot
WSYY	FM	94.9	C	Mix/Cty/CHt	Bangor, ME	07/02/2003	217	Katahdin Comm Inc	Millinocket, ME	Penobscot
WVOM	FM	103.9	C	News/Talk	Bangor, ME	07/02/2003	217	Blueberry Broadcasting LLC	Howland, ME	Penobscot
WWLN	FM	90.5	NC	Cst/Cty/SGp	Bangor, ME	12/16/2010	217	Light of Life Ministries	Lincoln, ME	Penobscot
WWMJ	FM	95.7	C	Clsc Hits	Bangor, ME	07/02/2003	217	Cumulus Media Holdings Inc	Ellsworth, ME	Hancock
WWNZ	AM	1400	C	News/Talk	Bangor, ME	06/03/2004	217	Waterfront Communications Inc	Veazie, ME	Penobscot
WXPB	FM	90.3	NC	Religion	Bangor, ME	01/06/2012	217	The Presence Radio Network Inc	Corinth, ME	Penobscot
WZON	AM	620	C	Talk	Bangor, ME	07/02/2003	217	Zone Corporation, The	Bangor, ME	Penobscot

Number of Stations in Geographic Market 27

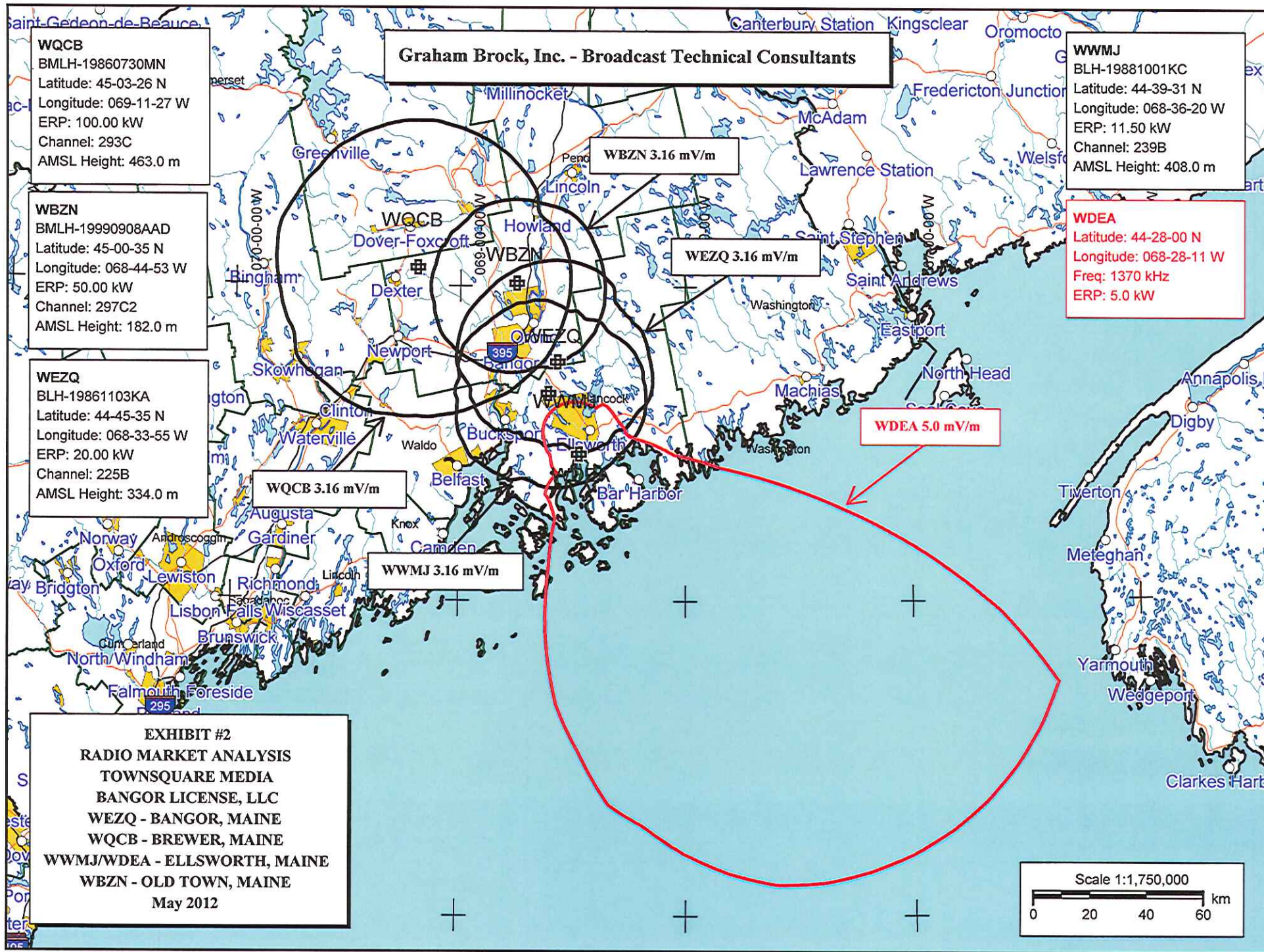
Previous Stations in Geographic Market

WNSX	FM	97.7	C	Clsc Rock		08/08/2006	0	Stony Creek Broadcasting LLC	Winter Harbor, ME	Hancock
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"C" - Commercial Station; "NC" - Non Commercial Station

"p" indicates pending sale to owner listed

EXHIBIT #1



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May 2012

EXHIBIT #4

Tabulation of Stations in Radio Market #1

AM Stations

WZON	620 kHz	Bangor, Maine
WAEI	910 kHz	Bangor, Maine
WGUY	1230 kHz	Veazie, Maine
WNZS	1340 kHz	Veazie, Maine
WWNZ	1400 kHz	Veazie, Maine

Total AM Stations - 5

FM Stations

WHSN	Ch 207A	Bangor, Maine
WERU-FM	Ch 210B	Blue Hill, Maine
WMEH	Ch 215B	Bangor, Maine
WRNM	Ch 219A	Ellsworth, Maine
WMEB-FM	Ch 220B1	Orono, Maine
* WEZQ	Ch 225B	Bangor, Maine
WKSQ	Ch 233B	Ellsworth, Maine
* WWMJ	Ch 239B	Ellsworth, Maine
WKIT-FM	Ch 262B	Brewer, Maine
WKVV	Ch 269B1	Searsport, Maine
* WQCB	Ch 293C	Brewer, Maine
* WBZN	Ch 297C2	Old Town, Maine

Total FM Stations - 12

GRAND TOTAL OF STATIONS CONSIDERED IN STUDY - 17

* Subject station.

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EXHIBIT #5

Tabulation of Stations in Radio Market #2

AM Stations

WZON	620 kHz	Bangor, Maine
WAEI	910 kHz	Bangor, Maine
* WDEA	1370 kHz	Ellsworth, Maine
WGUY	1230 kHz	Veazie, Maine
WNZS	1340 kHz	Veazie, Maine
WWNZ	1400 kHz	Veazie, Maine

Total AM Stations - 6

FM Stations

WHSN	Ch 207A	Bangor, Maine
WERU-FM	Ch 210B	Blue Hill, Maine
WMEH	Ch 215B	Bangor, Maine
WRNM	Ch 219A	Ellsworth, Maine
WMEB-FM	Ch 220B1	Orono, Maine
* WEZQ	Ch 225B	Bangor, Maine
WKSQ	Ch 233B	Ellsworth, Maine
* WWMJ	Ch 239B	Ellsworth, Maine
WKIT-FM	Ch 262B	Brewer, Maine
WKVV	Ch 269B1	Searsport, Maine

Total FM Stations - 10

GRAND TOTAL OF STATIONS CONSIDERED IN STUDY - 16

* Subject station.

AFFIDAVIT AND QUALIFICATIONS OF CONSULTANT

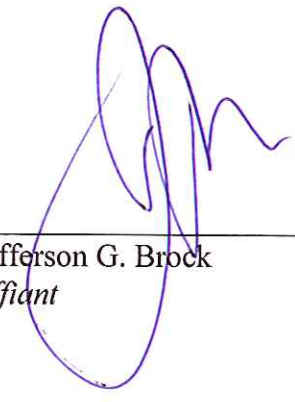
State of Georgia)
St. Simons Island) ss:
County of Glynn)

JEFFERSON G. BROCK, being duly sworn, deposes and says that he is an officer of Graham Brock, Inc. Graham Brock has been engaged by Townsquare Media Bangor License, LLC to prepare the attached Technical Exhibit.

His qualifications are a matter of record before the Federal Communications Commission. He has been active in Broadcast Engineering since 1979.

The attached report was either prepared by him or under his direction and all material and exhibits attached hereto are believed to be true and correct.

This the 1st day of May 2012.



Jefferson G. Brock
Affiant

*Sworn to and subscribed before me
this the 1st day of May 2012*



*Notary Public, State of Georgia
My Commission Expires: March 14, 2015*