

**Description of the Proposed Transfer of Control
and
Parties to the Application**

As shown in the attached chart, CMCG Puerto Rico License LLC (the licensee entity) is a wholly-owned subsidiary of CMCG Puerto Rico LLC, which, in turn, is a wholly-owned subsidiary of Corporate Media Consultants Group II LLC. Power Television International LLC holds 51% of the voting units of Corporate Media Consultants Group II LLC and Max Media IV LLC holds 49% of the voting units of Corporate Media Consultants Group II LLC.

The Form 315 application requests FCC authority to transfer control of the licensee entity from Power Television International LLC to Max Media IV LLC, which would then become the 100% parent of Corporate Media Consultants Group II LLC and, ultimately, of the licensee entity.

The following is a listing of the voting and equity interests of each of these parties. All parties are U.S. citizens.

1. **CMCG Puerto Rico License LLC** does not have any officers. Its sole member is CMCG Puerto Rico LLC, and its Manager is Corporate Media Consultants Group II LLC.
2. The sole member and manager of **CMCG Puerto Rico LLC** is Corporate Media Consultants Group II LLC, and its officers after consummation of this transfer will be:

John A. Trinder, President
900 Laskin Road
Virginia Beach, VA 23451
A. Eugene Loving, Jr., Secretary
900 Laskin Road
Virginia Beach, VA 23451

David J. Wilhelm, Vice President/Assistant Secretary
900 Laskin Road
Virginia Beach, VA 23451

3. After the grant and consummation of the transfer of control proposed herein, the sole member of **Corporate Media Consultants Group II LLC** will be Max Media IV LLC; its managers will be:

A. Eugene Loving, Jr.
900 Laskin Road
Virginia Beach, VA 23451

John A. Trinder
900 Laskin Road
Virginia Beach, VA 23451

and the officers will be:

John A. Trinder, President
900 Laskin Road
Virginia Beach, VA 23451

A. Eugene Loving, Jr., Vice President/Secretary
900 Laskin Road
Virginia Beach, VA 23451

David J. Wilhelm, Assistant Secretary
900 Laskin Road
Virginia Beach, VA 23451

4. The sole member and manager of **Max Media IV LLC** is Max Media X LLC, and its officers are:

John A. Trinder, President
900 Laskin Road
Virginia Beach, VA 23451

A. Eugene Loving, Jr., Secretary
900 Laskin Road
Virginia Beach, VA 23451

David J. Wilhelm, Vice President/Assistant Secretary
900 Laskin Road
Virginia Beach, VA 23451

5. The members of **Max Media X LLC** are:

LMM Holdings (49% Voting and 55% Equity)
135 E. 57th Street, 6th Floor
New York, NY 1022

Max Management X LLC (0.00% Voting and 22.5% Equity)
900 Laskin Road
Virginia Beach, VA 23451

Max Media LLC (51% Voting and 22.5% Equity)
900 Laskin Road
Virginia Beach, VA 23451

its managers are:

A. Eugene Loving, Jr.
900 Laskin Road
Virginia Beach, VA 23451

John A. Trinder
900 Laskin Road
Virginia Beach, VA 23451

Kevin Gundersen
135 E. 57th Street, 6th Floor
New York, NY 1022

and its officers are:

A. Eugene Loving, Jr., Chief Executive Officer
900 Laskin Road
Virginia Beach, VA 23451

John A. Trinder, President
900 Laskin Road
Virginia Beach, VA 23451

David J. Wilhelm, Chief Financial Officer.
900 Laskin Road
Virginia Beach, VA 23451

6. The managing member of LMM Holdings, LLC is GMMX, LLC, which is wholly-owned by GMM Radio Holdings, LLC, the sole member of which is:

Todd Boehly
135 East 57th St.
6th Floor
New York, NY 10022

7. The members of **Max Management X LLC** are:

A. Eugene Loving, Jr. (14.3%)
900 Laskin Road
Virginia Beach, VA 23451

John A. Trinder (14.3%)
900 Laskin Road
Virginia Beach, VA 23451

David J. Wilhelm (14.3%)
900 Laskin Road
Virginia Beach, VA 23451

Allen B. Rider, III (14.3%)
10001 Patterson Avenue, #100
Richmond, VA 23233

Tim Robertson (14.3%)
295 Bendix Road, Suite 130
Virginia Beach, VA 23452

The Estate of Charles A. McFadden (Kimberly A. Guadagno, Executrix) (14.3%)
14 Riverview Road
Monmouth Beach, NJ 07750

LaMaSa Airwaves LLC (14.3%)
1821 Eden Way
Virginia Beach, VA 23454

its managers are:

A. Eugene Loving, Jr.
900 Laskin Road
Virginia Beach, VA 23451

John A. Trinder
900 Laskin Road
Virginia Beach, VA 23451

Allen B. Rider, III
10001 Patterson Avenue, #100
Richmond, VA 23233

and its officers are:

John A. Trinder, Chief Operating Officer/President
900 Laskin Road
Virginia Beach, VA 23451

A. Eugene Loving, Jr., Chief Executive Officer/Secretary
900 Laskin Road
Virginia Beach, VA 23451

David J. Wilhelm, Chief Financial Officer/Vice President/Assistant Secretary
900 Laskin Road
Virginia Beach, VA 23451

8. The managers of **Max Media LLC** are:

Kenneth Diekroeger
1420 Benito Avenue
Burlingame, CA 94010

Jacob Mizrahi
One Embarcadero Center
33rd Floor
San Francisco, CA 94111

Jesse Rogers
One Embarcadero Center
33rd Floor
San Francisco, CA 94111

Terrence D. Daniels
200 Garrett Street, Suite M
Charlottesville, VA 22902

Anthony R. Ignaczak
200 Garrett Street, Suite M
Charlottesville, VA 22902

Matthew B. Engel
200 Garrett Street, Suite M
Charlottesville, VA 22902

Allen B. Rider, III

10001 Patterson Avenue, #100
Richmond, VA 23233

A. Eugene Loving, Jr.
900 Laskin Road
Virginia Beach, VA 23451

John A. Trinder
900 Laskin Road
Virginia Beach, VA 23451

its officers are:

A. Eugene Loving, Jr., Chief Executive Officer/President/Secretary
900 Laskin Road
Virginia Beach, VA 23451

John A. Trinder, Chief Operating Officer
900 Laskin Road
Virginia Beach, VA 23451

David J. Wilhelm, Chief Financial Officer/Treasurer
900 Laskin Road
Virginia Beach, VA 23451

and its members are:

Aardvarks Also LLC
900 Laskin Road
Virginia Beach, VA 23451
Holds 7.5708% of Class A and Class C Membership Interests and 2.778% of the Class E Membership Interests and 7.5708% of the voting interests.

9. The managers of **Aardvarks Also LLC** are:

John A. Trinder
900 Laskin Road
Virginia Beach, VA 23451

A. Eugene Loving, Jr.
900 Laskin Road
Virginia Beach, VA 23451

Timothy B. Robertson
295 Bendix Road, Suite 130
Virginia Beach, VA 23452

its officers are:

John A. Trinder, President
900 Laskin Road
Virginia Beach, VA 23451

David Wilhelm, Vice President/Assistant Secretary
900 Laskin Road
Virginia Beach, VA 23451

A. Eugene Loving, Jr., Secretary
900 Laskin Road
Virginia Beach, VA 23451

and its members are:

A. Eugene Loving, Jr. (19.648% Voting & Equity)
900 Laskin Road
Virginia Beach, VA 23451

John A. Trinder (16.701 % Voting & Equity)
900 Laskin Road
Virginia Beach, VA 23451

James C. Trinder (2.947% Voting & Equity)
900 Laskin Road
Virginia Beach, VA 23451

Steamboat – SPGS LLC¹ (19.648% Voting & Equity)
900 Laskin Road
Virginia Beach, VA 23451

¹ Equity and voting interests held as follows: 25.5% The Charles A. McFadden Revocable Trust; 25.5% The Mary Patricia B. McFadden Revocable Trust; 9.8% Martin Neil McFadden; 9.8% Patrick Kevin McFadden; 9.8% Kimberly A. Guadagno; 9.8% Tracy Marie Butteroff; 9.8% Michael Charles McFadden.

Bay Shore Enterprises LLC² (19.648% Voting & Equity)
295 Bendix Road, Suite 130
Virginia Beach, VA 23452

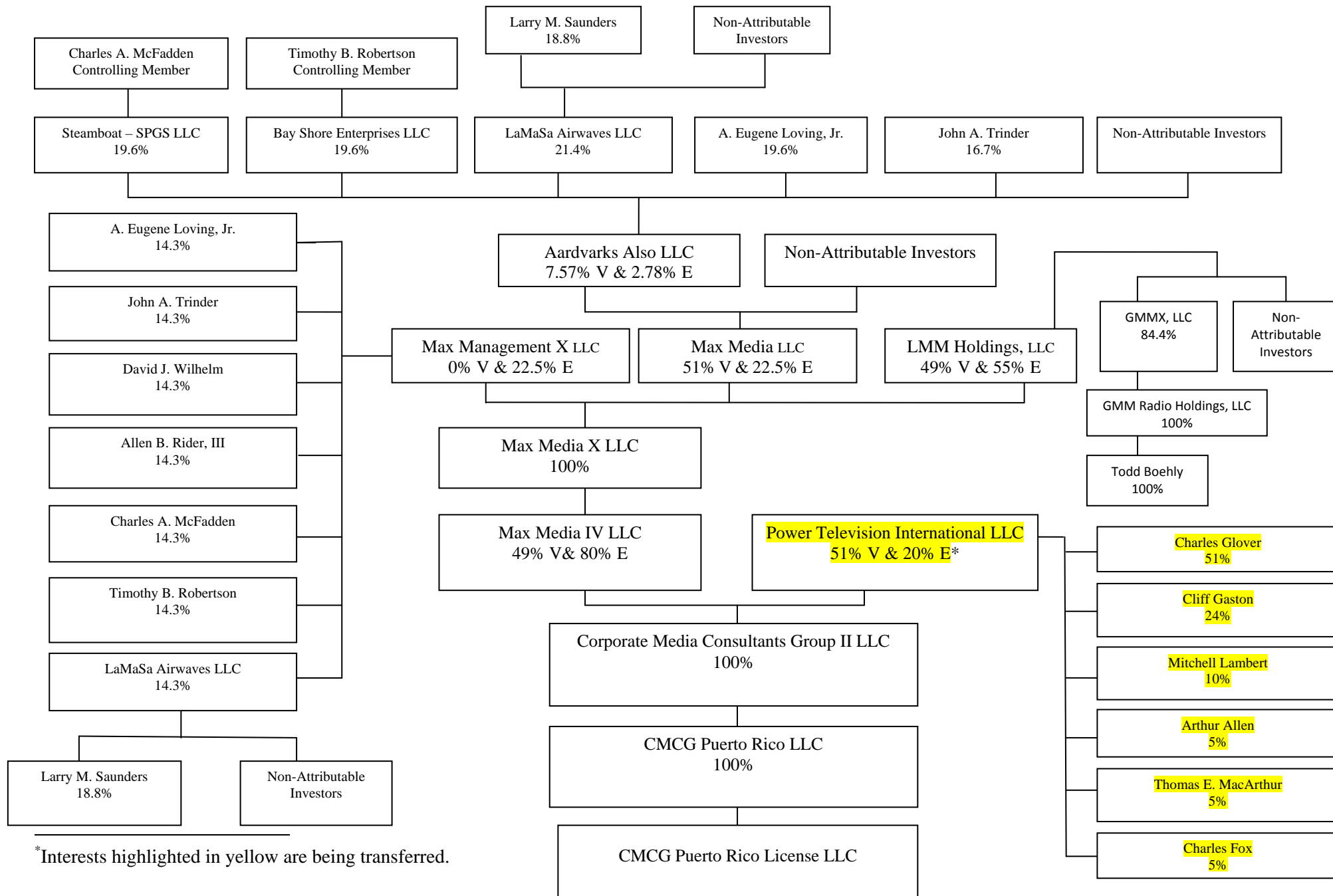
LaMaSa Airwaves LLC³ (21.407% Voting & Equity)
1821 Eden Way
Virginia Beach, VA 23454

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² Equity and voting held 100% by Timothy B. Robertson.

³ Equity and Voting held as follows: 22.22% Barry A. Mandell; 36.67% Dick Lamb; 22.22% Jeffrey Saunders; 18.89% Larry M. Saunders. Jeffrey Saunders is Larry M. Saunders' son. Barry A. Mandell is Larry M. Saunders' son-in-law.

PRE-TRANSFER – CMCG PUERTO RICO LICENSE LLC OWNERSHIP STRUCTURE



AFTER TRANSFER – CMCG PUERTO RICO LICENSE LLC OWNERSHIP STRUCTURE

