

Description of the Transaction

Amigo Radio, Ltd. ("Amigo Licensee"), is the licensee of 15 radio stations in Texas. Pursuant to interrelated transactions described below, seven of those radio stations will remain licensed to Amigo Licensee, with control of that entity being transferred to Border Media Partners, LLC ("BMP"). The other eight radio stations will ultimately be assigned to Tejas Broadcasting, LLP ("Tejas") pursuant to the instant Form 314 assignment of license application.

The parties to this Form 314 application seek Commission approval for the second step of the two-step interrelated transaction, pursuant to which Amigo Licensee will assign the licenses for eight radio stations to Tejas.

In a concurrently filed Form 315 application, the parties to that application seek Commission approval for the first step of the two-step interrelated transaction. In that first step, BMP will acquire all of the partnership units of Amigo Broadcasting, L.P. ("Amigo Broadcasting"), the parent of Amigo Licensee, from Wilson-Amigo GP, LLC ("Wilson-Amigo GP") and Wilson-Amigo LP, LLC (Wilson-Amigo GP and Wilson-Amigo LP, LLC are collectively referred to herein as the "Wilson-Amigo Entities"), thereby transferring control of Amigo Licensee.

The transactions would be timed such that the transfer of control of Amigo Licensee would occur first, followed immediately by the assignment from Amigo Licensee to Tejas of the eight radio station licenses that are the subject of this Form 314 application. Amigo Licensee, as controlled by BMP, would retain the seven radio station

licenses that are the subject of the concurrently-filed Form 315 application but not the subject of this Form 314 application.

The two steps of this transaction are described in greater detail below:

Step One: In accordance with a Securities Purchase Agreement dated August 27, 2004, by and among BMP and the Wilson-Amigo Entities, BMP will acquire the majority partnership units of Amigo Broadcasting, the parent of Amigo Licensee. The acquisition of the majority partnership units will result in a transfer of control of Amigo Broadcasting, and thereby Amigo Licensee, from the Wilson-Amigo Entities to BMP.

In a corresponding transaction, BMP has also entered into separate Securities Purchase Agreements and a Redemption Agreement with certain holders of minority partnership units of Amigo Broadcasting.¹

Pursuant to these separate Securities Purchase Agreements, BMP would acquire the minority partnership units in Amigo Broadcasting, i.e., those not held by the Wilson-Amigo Entities. Following the consummation of the transactions contemplated by these separate Securities Purchase Agreements, BMP will wholly own Amigo Broadcasting.

Step Two: Pursuant to the Redemption Agreement, BMP would cause Amigo Licensee (which BMP would then control pursuant to Step One), to assign eight radio station licenses held by Amigo Licensee to Tejas, which is a new entity controlled by New World, one of the Minority Unit Holders.

¹ Separate Securities Purchase Agreements have been entered into by and among BMP and certain holders of minority partnership units of Amigo Broadcasting including, Amigo Operating, LLC ("Amigo Operating"), New World Broadcasting, Inc. ("New World"), Brooks Broadcasting, Inc. ("BBI"), Kendall R. Coffey, Jr. ("Coffey"), Terry and Sandra Shockley and Javier Luevano (the preceding entities and persons collectively referred to herein as "Minority Unit Holders").

The closing of the Redemption Agreement transaction assigning eight Amigo Licensee station licenses to Tejas shall occur immediately following the closing of the separate Securities Purchase Agreements: (1) between BMP and the Wilson-Amigo Entities; and (2) between BMP and the Minority Unit Holders.

The end result of Step One will be a transfer of control of Amigo Licensee to BMP. Once Step One is completed, BMP will immediately cause Amigo Licensee to implement Step Two pursuant to the transaction proposed in the instant Form 314 application.

Thus, BMP is acting merely as an intermediary party in what is, essentially, an assignment of the licenses for eight radio station from Amigo Licensee to Tejas. The Commission permits such intermediary party transactions where the intermediary is in control of the licenses for only a brief period of time. Because BMP will control the eight radio stations being assigned to Tejas only for a brief instant in time and will not actually exercise operational control of the licenses, there is no need for separate FCC approval of the intermediary step in the transaction with respect to the eight station licenses being assigned to Tejas. See *In re John H. Phipps, Inc.*, 11 FCC Rcd 13053 (1996).