

Other Broadcast Interests
(Responsive to Section II, Questions 2 and 3)

Radio One, Inc. ("ROI") is the corporate parent of the following:

- **Radio One Licenses, LLC** ("ROL"). ROI is the sole member of ROL. ROL is the licensee of the following stations:

<u>Call Sign</u>	<u>Community of License</u>	<u>Facility ID #</u>
• K261AB	New Hall, CA (FM Translator)	70039
• KBFB(FM)	Dallas, TX	9627
• KBXX(FM)	Houston, TX	11969
• KKBT(FM)	Los Angeles, CA	70038
• KMJQ(FM)	Houston, TX	11971
• KSOC(FM)	Gainesville, TX	6386
• KROI(FM)	Seabrook, TX	35565
• WBOT(FM)	Brockton, MA	19633
• WCDX(FM)	Mechanicsville, VA	60473
• WERQ-FM	Baltimore, MD	68827
• WFUN-FM	Bethalto, IL	4948
• WFXC(FM)	Durham, NC	36952
• WFXK(FM)	Tarboro, NC	24931
• WROU(AM)	Petersburg, VA	60474
• WKJS(FM)	Richmond, VA	3725
• WPZZ(FM)	Crewe, VA	321
• WKYS(FM)	Washington, DC	73200
• WMMJ(FM)	Bethesda, MD	54712
• WNNL(FM)	Fuquay-Varina, NC	9728
• WOL(AM)	Washington, DC	54713
• WOLB(AM)	Baltimore, MD	54711
• WPPZ-FM	Jenkintown, PA	30572
• WPHI-FM	Media, PA	25079
• WRNB(FM)	Pennsauken, NJ	12211
• WQOK(FM)	South Boston, VA	69559
• WKJM(FM)	Petersburg, VA	60477
• WVCG(AM)	Coral Gables, FL	74165
• WWIN(AM)	Baltimore, MD	54709
• WWIN-FM	Glen Burnie, MD	54710
• WYCB(AM)	Washington, DC	7038
• WHTA(FM)	Hampton, GA	52548

- **Radio One of Detroit, LLC.** Bell Broadcasting Company is a wholly-owned subsidiary of ROI. Bell Broadcasting Company is the sole member of Radio One of Detroit, LLC, Radio One of Detroit, LLC is the licensee of the following stations:

• WCHB(AM)	Taylor, Michigan	Facility ID #4598
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- WDMK(FM) Detroit, Michigan Facility ID #4597
 - WHTD(FM) Mt. Clemens, Michigan Facility ID #54915
- **ROA Licenses, LLC.** ROI is the sole member of Radio One of Atlanta, LLC, which is the sole member of ROA Licenses, LLC. ROA Licenses, LLC, is the licensee of the following stations:
- WPZE(FM) Fayetteville, Georgia Facility ID #3105
 - WJZZ-FM Roswell, Georgia Facility ID #31872
- **Radio One of Augusta, LLC.** ROI is the sole member of Radio One of Charlotte, LLC, which is the sole member of Radio One of Augusta, LLC. Radio One of Augusta, LLC is the licensee of the following stations:
- WAKB(FM) Wrens, Georgia, Facility ID #15849
 - WTHB(AM) Augusta, Georgia Facility ID #15843
 - WFXA-FM Augusta, Georgia Facility ID #15848
 - WTHB-FM Waynesboro, Georgia Facility ID #31942
 - WAEG(FM) Evans, Georgia Facility ID #31941
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- **Radio One of North Carolina, LLC.** ROI is the sole member of Radio One of Charlotte, LLC, which is the sole member of Charlotte Broadcasting, LLC, which is the sole member of Radio One of North Carolina, LLC. Radio One of North Carolina, LLC is the licensee of the following stations:
- WQNC (FM), Harrisburg, North Carolina, Facility ID #28898
 - WPZS (FM), Albemarle, North Carolina, Facility ID #52553
- **Radio One of Boston Licenses, LLC.** Radio One of Boston, Inc. is a wholly-owned subsidiary of ROI. Radio One of Boston, Inc. is the sole member of Radio One of Boston Licenses, LLC. Radio One of Boston Licenses, LLC is the licensee of WILD(AM), Boston, Massachusetts, Facility ID #47413.
- **Blue Chip Merger Subsidiary, Inc. ("BCMSI"),** is a wholly-owned subsidiary of ROI. BCMSI is the parent of Blue Chip Broadcast Company, which is the sole member of Blue Chip Broadcasting, Ltd., which is the sole member of **Blue Chip Broadcasting Licenses, Ltd.**, licensee of the following stations:
- WCKX(FM) Columbus, Ohio Facility ID # 27645
 - WJMO(AM) Cleveland Heights, Ohio Facility ID # 74472
 - WING(AM) Dayton, Ohio Facility ID # 25039
 - WGTZ(FM) Eaton, Ohio Facility ID # 25043
 - WZAK(FM) Cleveland, Ohio Facility ID # 74465
 - WJYD(FM) London, Ohio Facility ID # 63949
 - WDHT(FM) Springfield, Ohio Facility ID # 60252
 - WXMG(FM) Upper Arlington, Ohio Facility ID # 73972
 - WKSW(FM) Urbana, Ohio Facility ID # 10113
 - WENZ (FM) Cleveland, Ohio Facility ID # 2685

- WERE(AM) Cleveland, Ohio Facility ID # 41389
- WEGK(FM) Charlestown, Indiana Facility ID #76595

BCMSI is also the sole member of **Blue Chip Broadcasting Licenses II, Ltd.**, licensee of the following stations:

- WGZB-FM Corydon, Indiana Facility ID # 53202
- WGZB-FM1 Louisville, Kentucky Facility ID # 53201
(FM Booster)
- WIZF(FM) Erlanger, Kentucky Facility ID # 5893
- WMJM(FM) Jeffersontown, Kentucky Facility ID # 10322
- WDJX(FM) Louisville, Kentucky Facility ID #55498
- WXMA(FM) Louisville, Kentucky Facility ID #37236
- WLRS(FM) Shepherdsville, Kentucky Facility ID # 51074
- KTTB(FM) Glencoe, Minnesota Facility ID # 70705

- **Radio One of Indiana, LLC. ("ROINDLLC").** Radio One of Indiana, L.P. ("ROINDLP") is the sole member of ROINDLLC. ROI is the general partner of and owns a 99% partnership interest in ROINDLP. Radio One of Texas II, LLC is the limited partner of and owns a 1% interest in ROINDLP. ROI is the sole member of Radio One of Texas II, LLC. ROINDLLC is the licensee of the following stations:

- WDNI-LP Indianapolis, Indiana Facility ID # 28199
- WHHH(FM) Indianapolis, Indiana Facility ID # 60207
- WTLC(AM) Indianapolis, Indiana Facility ID # 51433
- WTLC-FM Greenwood, Indiana Facility ID # 25071
- WYJZ(FM) Lebanon, Indiana Facility ID # 6420

- **New Mableton Broadcasting Corporation ("NMBC").** ROI is the sole share holder of NMBC. NMBC is the licensee of the following station:

- WAMJ (FM) Mableton, Georgia Facility ID # 24562

- **Radio One of Dayton, LLC** Hawes-Saunders Broadcast Properties, Inc. ("HSBP") is a wholly owned subsidiary of Blue Chip Broadcasting, Ltd. HSBP is the sole member of Radio One of Dayton Licenses, LLC. Radio One of Dayton Licenses, LLC is the licensee of the following station:

- WROU-FM West Carrollton, Ohio Facility ID # 26451

Radio One, Inc. provides programming to station WDBZ(AM), Cincinnati, OH, Facility ID #10139, pursuant to a Local Marketing Agreement.

Catherine L. Hughes, Radio One's Chairperson, and Alfred C. Liggins, III, Radio One's CEO, together own approximately 56.6% of the outstanding voting stock of Radio One. The majority of such stock is held in the name of Catherine L. Hughes Revocable Trust (of which Ms. Hughes is the trustee and sole beneficiary) and Alfred C. Liggins, III, Revocable Trust (of which Mr. Liggins is the trustee and sole beneficiary) (the "Revocable Trusts"). Ms. Hughes is the mother of Alfred C. Liggins, III.

No single individual or entity holds in excess of 33% of the EDP of Radio One, Inc. With respect to each other reporting entity, no single individual or entity (other than Radio One, Inc. or another Radio One-owned entity identified in the applicable ownership report as owning such reporting entity) holds in excess of 33% of the EDP of such reporting entity.

The directors of ROI, Bell Broadcasting Company ("Bell"), Radio One of Boston, Inc. ("ROBI"), Blue Chip Merger Subsidiary, Inc. ("BCMSI"), Blue Chip Broadcast Company ("BCBC"), New Mableton Broadcasting Corporation ("NMBC") and Hawes-Saunders Broadcast Properties, Inc. ("HSBP"), respectively are as follows:

Catherine L. Hughes
Radio One, Inc.
5900 Princess Garden Parkway
4th Floor
Lanham, MD 20706

Director of:
ROI, Bell, ROBI, BCMSI, BCBC, NMBC and HSBP

Alfred C. Liggins, III
Radio One, Inc.
5900 Princess Garden Parkway
7th Floor
Lanham, MD 20706

Director of:
ROI, Bell, ROBI, BCMSI, BCBC, NMBC and HSBP

Terry L. Jones
Syndicated Communications Venture Partners II, L.P.
8401 Colesville Road
#300
Silver Spring, MD 20910

Director of: ROI, Bell, ROBI, BCMSI, BCBC, NMBC and HSBP

Brian W. McNeill
Alta Communications
200 Clarendon Street
51st Floor
Boston, MA 02116

Director of: ROI, Bell, ROBI, BCMSI, BCBC, NMBC and HSBP

Ronald E. Blaylock
Blaylock & Partners, L.P.
399 Park Avenue
15th Floor
New York, NY 10022

Director of: ROI and NMBC

L. Ross Love
Blue Chip Enterprises
One Centennial Plaza, Suite 200
Cincinnati, OH 45202

Director of ROI and NMBC

D. Geoffrey Armstrong
310 Partners
1614 West 5th Street

Director of ROI and NMBC

Austin, TX 78703

The officers of ROI, Bell, ROBI, BCMSI, BCBC and HSBP, are as follows:

Catherine L. Hughes Radio One, Inc. 5900 Princess Garden Parkway 4 th Floor Lanham, MD 20706	Chairperson and Secretary
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Alfred C. Liggins, III Radio One, Inc. 5900 Princess Garden Parkway 7 th Floor Lanham, MD 20706	President, Treasurer and Chief Executive Officer
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Scott R. Royster Radio One, Inc. 5900 Princess Garden Parkway 7 th Floor Lanham, MD 20706	Executive Vice President and Chief Financial Officer
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Linda J. Eckard Vilardo Radio One, Inc. 5900 Princess Garden Parkway 7 th Floor Lanham, MD 20706	Vice President and Assistant Secretary
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John W. Jones Radio One, Inc. 5900 Princess Garden Parkway 5 th Floor Lanham, MD 20706	Assistant Secretary (ROI only)
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The officers of Radio One Licenses, LLC; Radio One of Detroit, LLC; Radio One of Atlanta, LLC; ROA Licenses, LLC; Radio One of Charlotte, LLC; Charlotte Broadcasting, LLC; Radio One of North Carolina, LLC; Radio One of Augusta, LLC; Radio One of Boston Licenses, LLC; Blue Chip Broadcasting, Ltd.; Blue Chip Broadcasting Licenses, Ltd.; Blue Chip Broadcasting Licenses II, Ltd; Radio One of Indiana, LLC; Radio One of Texas II, LLC, Radio One of Dayton Licenses, LLC and New Mableton Broadcasting Corporation are as follows:

Catherine L. Hughes	Secretary
Alfred C. Liggins, III	President and CEO
Scott R. Royster	Executive Vice President and CFO
Linda J. Eckard Vilardo	Vice President and Assistant Secretary

OTHER MEDIA INTERESTS

The Revocable Trusts, Catherine L. Hughes, Scott R. Royster, Alfred C. Liggins, III, Linda J. Eckard Vilardo, Terry L. Jones, John W. Jones and Ron Blaylock have no other attributable broadcast ownership interests other than those listed above.

L. Ross Love is the majority owner of Blue Chip Communications, Inc., which is the licensee of radio station WDBZ(AM), Cincinnati, Ohio. Blue Chip Communications, Inc. has entered into a Local Marketing Agreement with Radio One, Inc. pursuant to which Radio One, Inc. provides programming to WDBZ(AM).

D. Geoffrey Armstrong is a director of Nexstar Broadcasting Group, Inc. ("Nexstar"). Nexstar is the indirect parent of the licensees of the following television broadcast stations:

<u>Call Sign</u>	<u>Location</u>	<u>Facility ID</u>
WTWO(TV)	Terre Haute, IN	20426
KQTV(TV)	St. Joseph, MO	20427
KTAB-TV	Abilene, TX	59988
KFDX-TV	Wichita Falls, TX	65370
KBTW-TV	Port Arthur, TX	61214
WJET-TV	Erie, PA	65749
KSNF(TV)	Joplin, MO	67766
WROC-TV	Rochester, NY	73964
KTAL-TV	Shreveport, LA	35648
KMID(TV)	Midland, TX	35131
K12FM	Fort Stockton, TX	35132
WBRE-TV	Wilkes-Barre, PA	71225
W24BL	Pottsville, PA	71222
W51BP	Clarks Summit, PA	71223
W30AN	Williamsport, PA	71224
W64AL	Stroudsburg, PA	71226
WCIA(TV)	Champaign, IL	42124
WCFN(TV)	Springfield, IL	42116
WMBD-TV	Peoria, IL	42121
KARK-TV	Little Rock, AR	33440
WDHN(TV)	Dothan, AL	43846
WFXV(TV)	Utica, NY	43424
WPNY-LP	Little Falls, NY	34335
W31BP	Burlington, NY	34332
W53AM	Utica, NY	34331
WQRF-TV	Rockford, IL	52408
KLBK-TV	Lubbock, TX	3660
K44FG	Snyder, TX	3664
WTVW(TV)	Evansville, IN	3661
KFSX-TV	Springfield, MO	3659
KARD	West Monroe, LA	3658
WHAG-TV	Hagerstown, MD	25045
WFFT-TV	Ft. Wayne, IN	25040
KSVI(TV)	Billings, MT	5243
K16DH	Miles City, MT	5250
K16DZ	Hardin, MT	5251

K19FF	Miles City, MT	125455
K25BP	Billings, MT	5244
K33EA	Columbus, MT	5249
K58IH	Colstrip, etc. MT	125350
K66EQ	Coolstrip, MT	5247
KAMR-TV	Amarillo, TX	8523
K45BF	Clovis, TX	8530
K28BA	San Jon, NM	8529
K25CP	Kress, TX	8522
KFTA-TV	Fort Smith, AR	29560
KNWA-TV	Rogers, AR	29557
KLST	San Angelo, TX	31114

Nexstar Broadcasting, Inc. also is the broker under grandfathered time brokerage agreements for television stations WFXP(TV), Erie, Pennsylvania, Facility No. 19707 and KHMT(TV), Hardin, Montana, Facility No. 47670.

Nexstar Broadcasting, Inc. is the winning bidder in Auction 81 for a new television translator station on channel 27 at Billings, Montana.

Brian McNeill has attributable interests in the following:

Radio One, Inc. ("ROI"), which is the corporate parent of the following:

Radio One Licenses, LLC ("ROL") Mr. McNeill is a Director of Radio One, Inc., sole member of ROL, licensee of the following Stations:

<u>Call Sign</u>	<u>Community of License</u>	<u>Facility ID #</u>
K261AB	New Hall, CA (FM Translator)	70039
KBFB(FM)	Dallas, TX	9627
KBXX(FM)	Houston, TX	11969
KKBT(FM)	Los Angeles, CA	70038
KMJQ(FM)	Houston, TX	11971
KSOC(FM)	Gainesville, TX	6386
KROI(FM)	Seabrook, TX	35565
WBOT(FM)	Brockton, MA	19633
WCDX(FM)	Mechanicsville, VA	60473
WERQ-FM	Baltimore, MD	68827
WFUN-FM	Bethalto, IL	4948
WFXC(FM)	Durham, NC	36952
WFXX(FM)	Tharboro, NC	24931
WROU(AM)	Petersburg, VA	60474
WPZZ(FM)	Richmond, VA	3725
WKJS(FM)	Crewe, VA	321
WKYS(FM)	Washington, DC	73200
WMMJ(FM)	Bethesda, MD	54712
WNNL(FM)	Fuquay-Varina, NC	9728
WOL(AM)	Washington, DC	54713
WOLB(AM)	Baltimore, MD	54711
WPPZ-FM	Jenkintown, PA	30572

WPHI-FM	Media, PA	25079
WRNB(FM)	Pennsauken, NJ	12211
WQOK(FM)	South Boston, VA	69559
WKJM(FM)	Petersburg, VA	60477
WVCG(AM)	Coral Gables, FL	74165
WWIN(AM)	Baltimore, MD	54709
WWIN-FM	Glen Burnie, MD	54710
WYCB(AM)	Washington, DC	7038
WHTA(FM)	Hampton, GA	52548

Radio One of Detroit, LLC. Bell Broadcasting Company is a wholly-owned subsidiary of ROI. Bell Broadcasting Company is the sole member of Radio One of Detroit, LLC. Radio One of Detroit, LLC is the licensee of the stations listed below. Mr. McNeill is a director of ROI.

<u>Call Sign</u>	<u>ID Number</u>	<u>City/State</u>
WDTJ(FM)	4597	Detroit, MI
WCHB(AM)	4598	Taylor, MI.
WDMK(FM)	54915	Mt. Clemens, MI

ROA Licenses, LLC. ROI is the sole member of Radio One of Atlanta, LLC, which is the sole member of ROA Licenses, LLC. ROA Licenses, LLC is the licensee of the stations listed below.

<u>Call Sign</u>	<u>ID Number</u>	<u>City/State</u>
WPZE(FM)	3105	Fayetteville, GA
WJZZ-FM	31872	Rosewell, GA.

Radio One of Augusta, LLC. ("ROA") is the licensee of the stations listed below. ROI is the sole member of Radio One of Charlotte, LLC, which is the sole member of Radio One of Augusta, LLC. Mr. McNeill is a director of ROI.

<u>Call Sign</u>	<u>ID Number</u>	<u>City/State</u>
WTHB(AM)	15843	Augusta, GA
WFXA-FM	15848	Augusta, GA
WAEG(FM)	31941	Evans, GA
WTHB-FM	31942	Waynesboro, GA
WAKB(FM)	15849	Wrens, GA

Radio One of North Carolina, LLC ("RONC") is the licensee of station listed below. ROI is the sole member of Radio One of Charlotte, LLC, which is the sole member of Charlotte Broadcasting, LLC, which is the sole member of Radio One of North Carolina, LLC. Mr. McNeill is a director of ROI.

<u>Call Sign</u>	<u>ID Number</u>	<u>City/State</u>
WQNC(FM)	28898	Harrisburg, NC
WPZS(FM)	52553	Albemarle, NC

Radio One of Boston Licenses, LLC. ("ROBL") is the licensee of the station listed below. Radio One of Boston, Inc. is the sole member of ROBL. Mr. McNeill is a director of Radio One of Boston, Inc. Mr. McNeill is also a director of ROI, sole shareholder of Radio One of Boston, Inc.

<u>Call Sign</u>	<u>ID Number</u>	<u>City/State</u>
WILD(AM)	47413	Boston, MA

Blue Chip Merger Subsidiary, Inc. ("BCMSI"), is a wholly-owned subsidiary of ROI. BCMSI is the parent of Blue Chip Broadcast Company, which is the sole member of Blue Chip Broadcasting, Ltd., which in turn is the sole member of **Blue Chip Broadcasting Licenses, Ltd.**, licensee of the following stations:

<u>Call Sign</u>	<u>ID Number</u>	<u>City/State</u>
WCKX(FM)	27645	Columbus, OH
WJMO(AM)	74472	Cleveland Heights, OH
WING(AM)	25039	Dayton, OH
WGTZ(FM)	25043	Eaton, OH
WZAK(AM)	74465	Cleveland, OH
WENZ(FM)	2685	Cleveland, OH
WJYD(FM)	63949	London, OH
WDHT(FM)	60252	Springfield, OH
WXMG(FM)	73972	Upper Arlington, OH
WKSX(FM)	10113	Urbana, OH
WERE(AM)	41389	Cleveland, OH
WEGK(FM)	76595	Charlestown, IN

BCMSI is also the sole member of **Blue Chip Broadcasting Licenses II, Ltd.**, licensee of the following stations:

<u>Call Sign</u>	<u>ID Number</u>	<u>City/State</u>
WGZB-FM	53202	Corydon, IN
WGZB-FM1	53201	Louisville, KY
WIZF(FM)	5893	Erlanger, KY
WMJM(FM)	10322	Jeffersontown, KY
WDJX(FM)	55498	Louisville, KY
WXMA(FM)	37236	Louisville, KY
WLRS(FM)	51074	Shepherdsville, KY
KTTB(FM)	70705	Glencoe, MN

Radio One of Dayton Licenses, LLC. Hawes-Saunders Broadcast Properties, Inc. ("HSBP") is a wholly owned subsidiary of Blue Chip Broadcasting, Ltd. HSBP is the sole member of Radio One of Dayton Licenses, LLC. Radio One of Dayton Licenses, LLC is the licensee of the following stations:

<u>Call Sign</u>	<u>ID Number</u>	<u>City/State</u>
WROU-FM	26451	West Carrollton, OH

Radio One of Indiana, LLC ("ROINDLLC") is the licensee of the stations listed below. Mr. McNeill is a director of ROI. Radio One of Indiana, L.P. ("ROINDLP") is the sole member of ROINDLLC. ROI is the General Partner of and owns 99% partnership interest in ROINDLP. Radio One of Texas II, LLC is the limited partner of and owns a 1% interest in ROINDLP. ROI is the sole member of Radio One of Texas II, LLC.

<u>Call Sign</u>	<u>ID Number</u>	<u>City/State</u>
WTLC-FM	25071	Greenwood, IN
WHHH(FM)	60207	Indianapolis, IN
WTLC(AM)	51433	Indianapolis, IN
WDNI-L.P.	28199	Indianapolis, IN
WYJZ(FM)	6420	Lebanon, IN

New Mableton Broadcasting Corporation ("NMBC"). ROI is the sole shareholder of NMBC. NMBC is the licensee of the following station:

<u>Call Sign</u>	<u>ID Number</u>	<u>City/State</u>
WAMJ (FM)	24562	Mableton, Georgia

Radio One, Inc. provides programming to station WDBZ(AM) (ID #10139), Cincinnati, OH pursuant to an LMA.

Cohan Radio Group, Inc. ("Cohan")

Mr. McNeill is a 11% stockholder and Director of Cohan, licensee of the following stations:

<u>Call Sign</u>	<u>ID Number</u>	<u>City/State</u>
WWTK(AM)	27194	Lake Placid, FL
WWOJ(FM)	27199	Avon Park, FL
WWLL(FM)	57627	Sebring, FL
WITS(AM)	57629	Sebring, FL
WJCM(AM)	73124	Sebring, FL

Broadcasting Licenses, L. P. ("Broadcasting")

licensee of stations KMVU(TV) (ID #32958), Medford, Oregon. Mr. McNeill is a Founding General Partner of Alta Subordinated Debt Management III, L. P., the General Partner of Alta Subordinated Debt Partners III, L.P., which holds a controlling interest in Northwest Broadcasting, Inc., General Partner of Broadcasting.

Mountain Licenses, L.P. ("Mountain")

licensee of station KAYU-TV (ID #58684), Spokane, Washington and KFFX-TV (ID #12729), Pendleton, OR. Mr. McNeill is a Founding General Partner of Alta Subordinated Debt Management III, L. P., the General Partner of Alta Subordinated Debt Partners III, L.P., which holds a controlling interest in Northwest Broadcasting, Inc., the General Partner of Mountain.

Stainless Broadcasting, L.P. ("Stainless")

licensee of station WICZ-TV (ID #62210), Binghamton, NY. Mr. McNeill is a Founding General Partner of Alta Subordinated Debt Management III, L. P., the General Partner of Alta Subordinated Debt Partners III, L.P., which holds a controlling interest in Northwest Broadcasting, Inc. ("NBI"). NBI is the General Partner of Northwest Broadcasting, L.P., which holds a 99% membership interest in Stainless Broadcasting, L.L.C., the 99% limited partner of Stainless.

Desert Sky Media, LLC

Mr. McNeill is a Managing Member of Alta Communications VII Managers, LLC, sole General Partner of Alta Communications, L.P. Alta Communications, L.P. holds an attributable interest in Desert Sky Media, LLC, licensee of stations listed below.

<u>Call Sign</u>	<u>ID Number</u>	<u>City/State</u>
*KOAS(FM)	25692	Dolan Springs, AZ
*KVGS(FM)	25752	Laughlin, NV

*Being Sold.

Millcreek Broadcasting, LLC ("Millcreek") Alta Communications VII, L.P. may hold an equity plus debt of Millcreek, which is licensee of the following stations:

<u>Call Sign</u>	<u>ID Number</u>	<u>City/State</u>
*KUDD(FM)	33438	Roy, UT
KUDE(FM)	72769	Nephi, UT
KNJQ(FM)	59034	Manti, UT
K274AG	59029	Rural Juab County, UT
*KUUU(FM)	37876	Tooele, UT

Millcreek time brokers station *KTCE(FM) (Facility ID #43339), Payson, UT.

*These stations may be EDP attributable

Superior Broadcasting of Denver, LLC

Alta Communications VII, L.P. holds an attributable interest in Superior Broadcasting of Denver, LLC, licensee of the stations listed below.

<u>Call Sign</u>	<u>ID Number</u>	<u>City/State</u>
KFVR-FM	81305	La Junta, CO
KXDC(FM)	76780	Estes Park, CO
KKCS-FM	70822	Colorado Spring, CO
K240CH	70823	Cripple Creek, CO

ACME Communications, Inc.

Mr. McNeill is a Managing Member of Alta Communications VII Managers, LLC, sole General Partner of Alta Communications VII, L.P. Alta Communications VII, L.P. has an attributable stock interest in ACME Communications, Inc., licensee of the entities listed below.

ACME Television Licenses of New Mexico, LLC, licensee of
KRWB-TV (Facility ID #84157), Roswell, NM

ACME Television Licenses of Utah, LLC, licensee of
*KUWB(TV) (ID #1136), Ogden, UT

ACME Television Licenses of New Mexico, LLC, licensee of
KWBQ(TV) (ID #76268), Santa Fe, NM and KASY-TV (ID
#55049), Albuquerque, NM

ACME Television Licenses of Ohio, LLC, licensee of
WBDT(TV) (ID #70138), Springfield, OH

ACME Television Licenses of Illinois, LLC, licensee of
WBUI(TV) (ID #16363), Decatur, IL

ACME Television Licenses of Tennessee, LLC, licensee of
WBXX-TV (ID #72971), Crossville, TN

ACME Television Licenses of Wisconsin, LLC, licensee of
WIWB(TV) (ID #73042), Suring, WI

ACME Television Licenses of Florida, LLC, licensee of WTVK-
TV (ID #61504), Naples, FL

ACME Television Licenses of Madison, LLC, licensee of
WBUW-TV (ID #26025), Janesville, WI

*Being Sold.

Galaxy Communications, LP ("Galaxy") is the licensee of the stations listed below. Alta Communications VIII, LP, Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, LP, and Alta VIII Associates, LLC. hold attributable stock in GC Radio, Inc., the sole general partner of Galaxy.

<u>Call Sign</u>	<u>ID Number</u>	<u>Location</u>
WZUN(FM)	60253	Phoenix, NY
WTKW(FM)	22234	Bridgeport, NY
WTKV(FM)	24131	Oswego, NY
WSGO(AM)	24130	Oswego, NY
WKLL(FM)	54959	Frankfort, NY
WTLA(AM)	54546	North Syracuse, NY
WKRL-FM	54547	North Syracuse, NY
WTLB(AM)	54548	Utica, NY
WRCK(FM)	54549	Utica, NY
WKRH(FM)	56996	Minetto, NY
W256AC	22235	Solvay, NY
W267AL	85935	Syracuse, NY

WSCP(AM) 1046
WSCP-FM 1047

Pulaski, NY
Sandy Creek-Pulaski, NY

Dot Communications, Inc. ("Dot") is the licensee of WEGQ(FM) (ID #64620), Scotia, NY and WRCZ(FM) (ID #73929, Ravena, NY. Galaxy controls Dot.

NM Licensing, LLC is a licensee entity of the stations listed below. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P. and Alta VIII Associates, LLC hold attributable interests in a controlling entity, which, through other subsidiaries, controls this licensee.

<u>Call Sign</u>	<u>Location</u>	<u>ID Number</u>
KLAK(FM)	Durant, OK	36265
KMAD-FM	Whiteboro, TX	54812
KMKT(FM)	Bells, TX	77588
WKRS(AM)	Waukegan, IL	10450
WXLG(FM)	Waukegan, IL	10451
WRXQ(FM)	Coal City, IL	3959
WJOL(AM)	Joliet, IL	62235
WSSR(FM)	Joliet, IL	62240
WZSR(FM)	Woodstock, IL	53505
WIIL(FM)	Kenosha, WI	28473
WLIP(AM)	Kenosha, WI	28478
WEXT(FM)	Sturtevant, WI	53506
WHBC(AM)	Canton, OH	4489
WHBC-FM	Canton, OH	4488
WJBR-FM	Wilmington, DE	14374
WDZ(AM)	Decatur, IL	53348
WDZQ(FM)	Decatur, IL	47004
WSOY(AM)	Decatur, IL	36945
WSOY-FM	Decatur, IL	36951
WCZQ(FM)	Monticello, IL	46942
*KTHX-FM	Dayton, NV	48685
KRZQ-FM	Sparks, NV	48683
KJZS(FM)	Sparks, NV	13528
WQZL(FM)	Bellhaven, NC	47883
WANG(AM)	Havelock, NC	47108
WSSM(FM)	Havelock, NC	47106
WILT(FM)	Jacksonville, NC	47884
WRNS-FM	Kinston, NC	36950
WRNS(AM)	Kinston, NC	36944
*WDLX(AM)	Washington, NC	64610
WERO(FM)	Washington, NC	64609
WMYB(FM)	Myrtle Beach, SC	27265
WQJM(AM)	Myrtle Beach, SC	24775
WKZQ-FM	Myrtle Beach, SC	24776
WYAV(FM)	Myrtle Beach, SC	36947
WFNN(AM)	Erie, PA	26611

WJET(AM)	Erie, PA	33769
WRTS(FM)	Erie, PA	55028
WRKT(FM)	North East, PA	55063
WRNN(FM)	Socastee, SC	53949
*KONE(FM)	Lubbock, TX	26519
*KLLL-FM	Lubbock, TX	36954
*KMMX(FM)	Tahoka, TX	86
WFGO(FM)	Erie, PA	52144
WERV-FM	Aurora, IL	73171
WUSE(FM)	Fairview, PA	76244
WXQR-FM	Jacksonville, NC	28172
WQSL(FM)	Jacksonville, NC	28171
KVSO(AM)	Ardmore, OK	11182
KKAJ-FM	Ardmore, OK	11181
KTRX(FM)	Dickson, OK	88041
KYNZ(FM)	Lone Grove, OK	58333
WXQL(FM)	Carrollton, MI	41842
WCEN-FM	Hemlock, MI	60787
WGER(FM)	Saginaw, MI	20384
WTLZ(FM)	Saginaw, MI	74093
WSGW(AM)	Saginaw, MI	22674
*KURK(FM)	Reno, NV	64055
WCCQ(FM)	Crest Hill, IL	10677
WWYW(FM)	Dundee, IL	3135
WSFM(FM)	Oak Island, NC	48626
WRQR(FM)	Wilmington, NC	74159
WKXB(FM)	Burgaw, NC	59481
WAZO(FM)	Southport, NC	59480
WMFD(AM)	Wilmington, NC	61701
**KEZR(FM)	San Jose, CA	1176
**KBAY(FM)	Gilroy, CA	35401

NM Licensing LLC also presents programs over the facilities of Station *KBTE(FM) ID # 1302, Tulia, Texas through time brokerage arrangements.

* Being Sold

**Being Acquired.

Millennium Radio Group, LLC ("Millennium")

Alta Communications VIII, L.P. holds an attributable interest in Millennium, parent company of the following licensees:

Millennium Atlantic City License Holdco, LLC, licensee of:

<u>Call Sign</u>	<u>ID Number</u>	<u>City/State</u>
WKXW(AM)	10448	Atlantic City, NJ
WFPG-FM	10449	Atlantic City, NJ
WPUR(FM)	54894	Atlantic City, NJ
*WKOE(FM)	49984	Ocean City, NJ

*Time Brokered Station.

Millennium Central New Jersey License Holdco, LLC, licensee of:

<u>Call Sign</u>	<u>ID Number</u>	<u>City/State</u>
WBUD(AM)	53443	Trenton, NJ
WKXW-FM	53458	Trenton, NJ

Millennium Atlantic City II License Holdco, LLC, licensee of:

<u>Call Sign</u>	<u>ID Number</u>	<u>City/State</u>
WIXM(FM)	72981	Millville, NJ

Millennium Shore License Holdco, LLC is the licensee of:

<u>Call Sign</u>	<u>ID Number</u>	<u>City/State</u>
WADB(AM)	14895	Asbury Park, NJ
WJLK-FM	14907	Asbury Park, NJ
WOBM-FM	59508	Tom River, NJ
WOBM(AM)	49295	Lakewood Township, NJ
WCHR-FM	24934	Manahawkin, NJ

Millennium Egg Harbor License Holdco, LLC is the licensee of:

<u>Call Sign</u>	<u>ID Number</u>	<u>City/State</u>
WSJO(FM)	57357	Egg Harbor City, NJ

Hispanic Broadcasters of Philadelphia, LLC ("Hispanic")

is the licensee of WWSI-TV (Facility ID #23142), Atlantic City, NJ. Council Tree Hispanic Broadcasters, LLC is the sole member of Council Tree Communications III, LLC, which in turn is the sole member of Hispanic. Alta Communications VIII, LP, Alta VIII Associates, LLC, Alta/Council Tree Corporation and Alta Comm VIII S by S, LLC are members of Council Tree Hispanic Broadcasters, LLC.

Eagle Creek Broadcasting of Corpus Christi, LLC ("Eagle Creek Corpus Christi") is the licensee of KZTV(TV) (Facility ID #33079), Corpus Christi, TX. Alta Communications VIII, LP, Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, LP, and Alta VIII Associates, LLC (the "Alta Entities") holds an attributable interest in Eagle Creek Broadcasting, LLC., Managing Member of Eagle Creek Corpus Christi.

Eagle Creek Broadcasting of Laredo, LLC ("Eagle Creek Laredo") is the licensee of KVTV(TV) (Facility ID #33078), Laredo, TX. Alta Communications VIII, LP, Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, LP, and Alta VIII Associates, LLC (the "Alta Entities") holds an attributable interest in Eagle Creek Broadcasting, LLC., Managing Member of Eagle Creek Laredo.

AAA Entertainment, LLC ("AAA") is the licensee of the stations listed below. Alta Communications VIII, LP, Alta-Comm VIII S by S, LLC,

Alta Communications VIII-B, LP and Alta VIII Associates, LLC hold an attributable interest through EDP in the stations indicated.

<u>Call Sign</u>	<u>Location</u>	<u>ID Number</u>
WHBE(FM)	East Hampton, NY	18218
WWCT(FM)	Farmington, IL	76410
WYST(FM)	Fairbury, IL	86178
WQQB(FM)	Rantoul, IL	73229
WXMP(FM)	Peoria, IL	9894
*WGKC(FM)	Mahomet, IL	10112
WEVX(FM)	Rantoul, IL	57466
*WEBX(FM)	Tuscola, IL	57471
**WZPW(FM)	Peoria, IL	3464
WBEA(FM)	Southhold, NY	52060
WBAZ(FM)	Bridgehampton, NY	52061
WDQZ(FM)	Lexington, IL	88354
WRPW(FM)	Colfax, IL	15486
WIHN(FM)	Normal, IL	4617
WDQX(FM)	Morton, IL	43877
WXCL(FM)	Pekin, IL	33879
WEHM(FM)	Southampton, NY	52059

*EDP Attributable.

**AAA Entertainment LLC, parent of AAA Entertainment Licensing LLC, controls B & G Broadcasters, Inc., licensee of WZPW(FM) (Facility ID #3464), Peoria, IL,

First Broadcasting Investment Partners, LLC ("FBIP") is the licensee of the stations listed below. Alta Communications IX, L.P., FB Alta Corp. and Alta IX Associates, LLC hold a combined 28.89% interest in FBIP.

<u>Call Sign</u>	<u>ID Number</u>	<u>Location</u>
KAZZ(FM)	3922	Deer Park, WA
KBDB-FM	28208	Forks, WA
KBIS(AM)	28209	Forks, WA
KJSA(AM)	31063	Mineral Wells, TX
KREL(AM)	24250	Quanah, TX
WAAM(AM)	72276	Ann Arbor, MI
WAMD(AM)	39550	Aberdeen, MD

First Broadcasting Capital Partners, LLC ("FBCP") is the licensee of the stations listed below. Alta Communications IX, L.P., FB Alta Corp. and Alta IX Associates, LLC hold a combined 28.89% interest in FBIP, which holds a 99% direct membership interest and 1% indirect membership interest in FBCP.

<u>Call Sign</u>	<u>ID Number</u>	<u>Location</u>
KCLE(AM)	65313	Cleburne, TX
KEOR(AM)	3651	Atoka, OK

KMGS(AM)	28618	Highland Park, TX
WOXY(FM)	3653	Oxford, OH
WAXZ(FM)	56222	Georgetown, OH
WAOL(FM)	56226	Ripley, OH
WVIM-FM	16790	Coldwater, MS

First Broadcasting of Sacramento Licensing, LLC ("FBSL") is the licensee of the stations listed below. Alta Communications IX, L.P., FB Alta Corp. and Alta IX Associates, LLC hold a combined 28.89% interest in FBIP, which holds a 99.5% membership interest in First Broadcasting Sacramento, LLC, which holds a 100% membership interest in FBSL.

<u>Call Sign</u>	<u>ID Number</u>	<u>Location</u>
KXCL(FM)	36028	Placerville, CA

JW Broadcasting LLC is the licensee of the stations listed below. Alta Communications IX, L.P., Alta Communications IX-B, L.P. and Alta IX Associates, LLC have an attributable interest in JW Broadcasting LLC:

<u>Call Sign</u>	<u>ID Number</u>	<u>Location</u>
KMIZ(TV)	63164	Columbia, MO
K11TB-LP	55253	Jefferson City, MO
K02NQ-LP.	55254	Columbia, MO

Bluewater Broadcasting Company, LLC is the licensee of the Stations listed below. Alta Bluewater Holdings, Inc. is a 85.5% member of Bluewater Broadcasting Company, LLC. Alta Communications IX, L.P., Alta Communications IX-B, L.P. and Alta IX Associates, LLC are Members of Alta Bluewater Holdings, Inc.

<u>Call Sign</u>	<u>ID Number</u>	<u>Location</u>
WACV(AM)	43633	Montgomery, AL
WQKS-FM	43628	Montgomery, AL
WJWZ(FM)	70356	Wetmpka, AL
WBAM-FM	16379	Montgomery, AL

ShootingStar Broadcasting of New England, LLC is the licensee of the Station listed below. Alta ShootingStar Corp. controls ShootingStar Broadcasting of New England, LLC. Alta Communications IX, L.P., Alta Communications IX-B, L.P. and Alta IX Associates, LLC are Members of Alta ShootingStar Corp.

<u>Call Sign</u>	<u>ID Number</u>	<u>Location</u>
WZMY-TV	14682	Derry, NH

Bustos Media of Seattle License, LLC is the licensee of the Stations listed below. Alta Bustos Investor Corp.

holds a 100% Preferred membership interest in Bustos Media Enterprises, LLC. Alta Communications IX, L.P., Alta Communications IX-B, L.P. and Alta IX Associates, LLC are Members of Alta Bustos Investor Corp.

<u>Call Sign</u>	<u>ID Number</u>	<u>Location</u>
KWMG(AM)	33683	Auburn-Federal Way, WA
*KDDS-FM	33622	Elma, WA

*Granted Acquisition and Operating Pursuant to an LMA.

Bustos Media of Eastern Washington License, LLC is the licensee of the Stations listed below. Alta Bustos Investor Corp. holds a 100% Preferred membership interest in Bustos Media Enterprises, LLC. Alta Communications IX, L.P., Alta Communications IX-B, L.P. and Alta IX Associates, LLC are Members of Alta Bustos Investor Corp.

KULE(AM)	4041	Ephrata, WA
KULE-FM	4042	Ephrata, WA
KZTB(FM)	4758	Benton City, WA
KZTA(FM)	36006	Naches, WA
KYXE(AM)	64506	Union Gap, WA
KZTS(AM)	4757	Sunnyside, WA
KZML(FM)	15137	Quincy, WA
KZML-FM1	137979	Wenatchee, WA
K286BC	139326	Edgemont, WA
K285FN	139179	Kennewick West, WA
K225AR	139113	Wenatchee, WA
K291AS	139108	Mattawa, WA
K229AD	82285	Yakima, WA
K269EU	139111	Royal City, WA
K248BG	139349	Ellensburg, WA
KMMG(FM)	78697	Weston, OR

Bustos Media of California License, LLC is the licensee of the stations listed below. Alta Bustos Investor Corp. holds a 100% Preferred membership interest in Bustos Media Enterprises, LLC. Alta Communications IX, L.P., Alta Communications IX-B, L.P. and Alta IX Associates, LLC are Members of Alta Bustos Investor Corp. assignee of the Stations listed below.

<u>Call Sign</u>	<u>ID Number</u>	<u>Location</u>
KTТА(FM)	51221	Esparto, CA
KBBU(FM)	43335	Modesto, CA
*KKFS(FM)	56366	Lincoln, CA
**KBAA(FM)	87969	Grass Valley, CA
**KLMG(FM)	24464	Jackson, CA

*Being Sold.

**Being Acquired and Operating Pursuant to an LMA

Bustos Media of Utah License, LLC is the licensee of the Stations listed below. Alta Bustos Investor Corp. holds a Alta Bustos Investor Corp. holds a 100% Preferred membership interest in Bustos Media Enterprises, LLC. Alta Communications IX, L.P., Alta Communications IX-B, L.P. and Alta IX Associates, LLC are Members of Alta Bustos Investor Corp.

<u>Call Sign</u>	<u>ID Number</u>	<u>Location</u>
KRRD(AM)	69557	Centerville, UT
KDUT(FM)	88272	Randolph, UT

Rocky Mountain Radio Network, Inc. is the licensee of the station listed below. Rocky is controlled by Bustos Media of Utah License, LLC.

<u>Call Sign</u>	<u>ID Number</u>	<u>Location</u>
KBMG(FM)	20029	Evanston, WY

Bustos Media of Oregon License, LLC is the licensee of the Stations listed below. Alta Bustos Investor Corp. holds a Alta Bustos Investor Corp. holds a 100% Preferred membership interest in Bustos Media Enterprises, LLC. Alta Communications IX, L.P., Alta Communications IX-B, L.P. and Alta IX Associates, LLC are Members of Alta Bustos Investor Corp.

<u>Call Sign</u>	<u>ID Number</u>	<u>Location</u>
KXMG(AM)	71752	Portland, OR
KMUZ(AM)	51210	Gresham, OR
KGDD(AM)	2431	Oregon City, OR
KZNY(AM)	68212	Milwaukee, OR

Bustos Media of Idaho License, LLC is the licensee of the Station listed below:

<u>Call Sign</u>	<u>ID Number</u>	<u>Location</u>
KDBI(FM)	54509	Emmett, ID

Inner City Broadcasting Corporation ("ICBC")

Alta Communications IX, L.P, Alta Communications IX-B, L.P. and Alta IX Associates, LLC hold an attributable interest in Inner City Media Corporation, which is controlled by ICBC, parent company of the licensee entities listed below.

Urban Radio I, L.L.C., licensee of:

<u>Call Sign</u>	<u>ID Number</u>	<u>Location</u>
WBLS(FM)	28203	New York, NY
WLIB(AM)	28204	New York, NY
WHAT(AM)	33686	Philadelphia, PA

Urban Radio II, L.L.C., licensee of:

<u>Call Sign</u>	<u>ID Number</u>	<u>Location</u>
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WJMI(FM)	50408	Jackson, MS
WKXI(AM)	50409	Jackson, MS
WKXI-FM	50407	Magee, MS
WOAD(AM)	50404	Jackson, MS
WOAD-FM	29512	Pickens, MS
WZMJ(FM)	12421	Batesburg, SC
WWDM(FM)	58398	Sumter, SC
WOIC(AM)	73370	Columbia, SC
WARQ(FM)	58400	Columbia, SC
WHXT(FM)	50522	Orangeburg, SC
WMFX(FM)	19471	St. Andrews, SC

Urban Radio III, L.L.C., licensee of:

<u>Call Sign</u>	<u>ID Number</u>	<u>Location</u>
KBLX-FM	28670	Berkeley, CA
KBLX-FM2	88317	Berkeley, CA
KVTO(AM)	28681	Berkeley, CA
KVVN(AM)	28438	Santa Clara, CA

Urban Radio of Pennsylvania, L.L.C., licensee of:

<u>Call Sign</u>	<u>ID Number</u>	<u>Location</u>
WURP(AM)	68903	Braddock, PA

Urban Radio of Florida, L.L.C., licensee of:

<u>Call Sign</u>	<u>ID Number</u>	<u>Location</u>
*WSRF(AM)	67194	Fort Lauderdale, FL

*Being Sold.

Flying Bear Licensing, LLC is the licensee of the station listed below. Alta Communications IX, L.P., Alta Communications IX-B, L.P. below. Alta Communications IX, L.P, Alta Communications IX-B, L.P. and Alta IX Associates, LLC have an attributable interest in Flying Bear Licensing, LLC:

<u>Call Sign</u>	<u>ID Number</u>	<u>Location</u>
KNGY(FM)	36029	Alameda, CA