

Inner City Broadcasting Corporation  
And Subsidiaries

Inner City Broadcasting Corporation ("Inner City") wholly owns all of the voting stock of Inner City Media Corporation ("Media"). In turn, Media wholly owns ICBC Broadcast Holdings, Inc. ("Holdings"). Holdings wholly owns Urban Radio, L.L.C. ("Urban Radio").

Urban Radio owns: 100% of Urban Radio I, L.L.C.; 100% of Urban Radio II, L.L.C.; and 100% of Urban Radio III, L.L.C.

Urban Radio I, L.L.C. is the licensee of WLIB(AM), New York, NY and WBLS(FM), New York, NY.

Urban Radio II, L.L.C. is the licensee of WOIC(AM) and WARQ(FM), Columbia, SC, WMFX(FM), St. Andrews, SC, WWDM(FM), Sumter, SC, WHXT(FM), Orangeburg, SC, WZMJ(FM), Batesburg, SC, WOAD(AM), WKXI(AM) and WJMI(FM), Jackson, MS, WKXI-FM, Magee, MS, WOAD-FM, Pickens, MS and WJNT(AM), Pearl, MS.

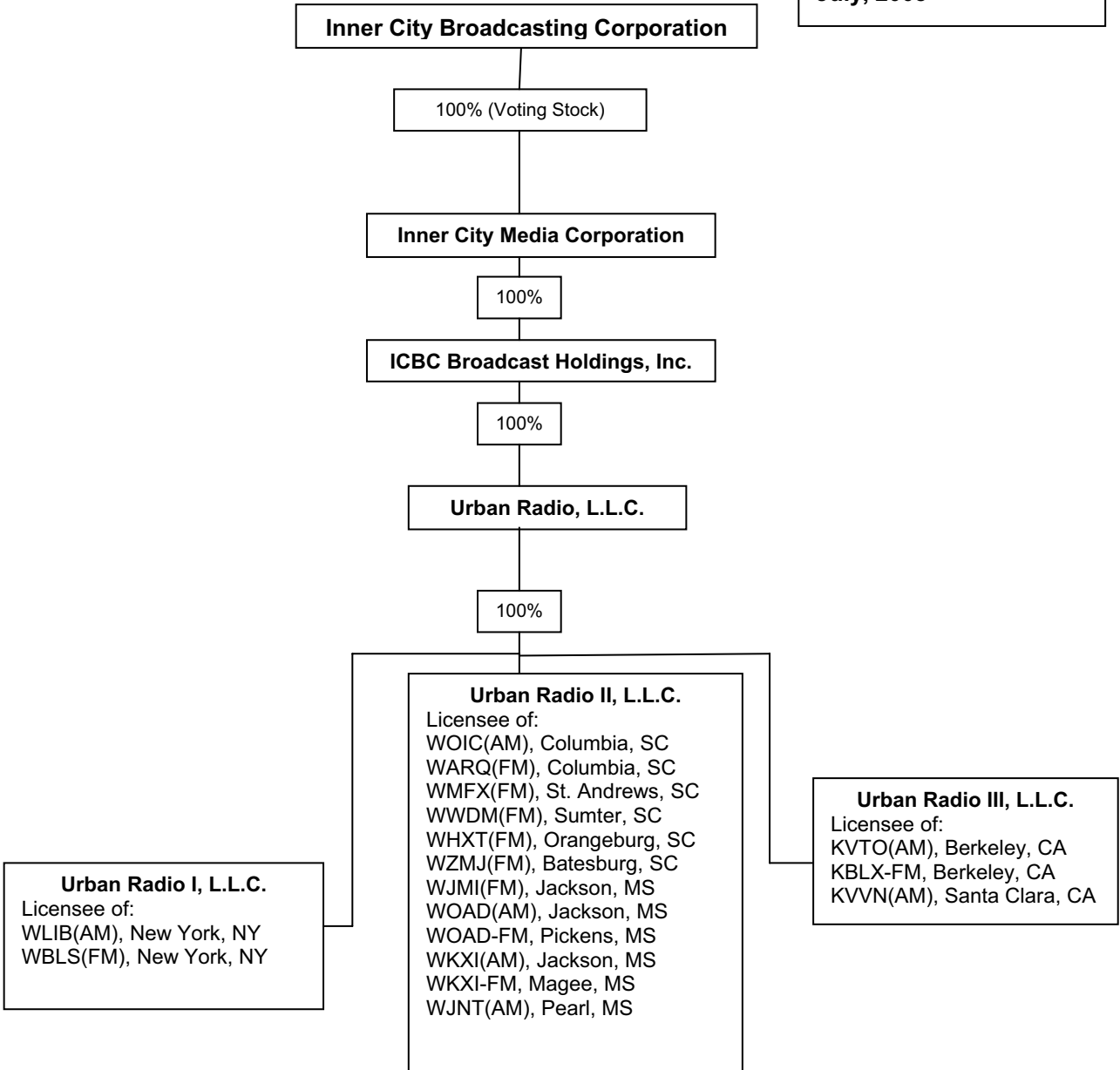
Urban Radio III, L.L.C. is the licensee of KVTO(AM) and KBLX-FM, Berkeley, CA and KVVN(AM), Santa Clara, CA.

Through the foregoing subsidiaries, Inner City owns the following broadcast radio stations:

<u>Facility ID</u>	<u>Call Sign</u>	<u>City and State</u>
28681	KVTO(AM)	Berkeley, California
28670	KBLX-FM	Berkeley, California
28438	KVVN(AM)	Santa Clara, California
28204	WLIB(AM)	New York, New York
28203	WBLS(FM)	New York, New York
73370	WOIC(AM)	Columbia, South Carolina
58400	WARQ(FM)	Columbia, South Carolina
19471	WMFX(FM)	St. Andrews, South Carolina
58398	WWDM(FM)	Sumter, South Carolina
50522	WHXT(FM)	Orangeburg, South Carolina
12421	WZMJ(FM)	Batesburg, South Carolina
50404	WOAD(AM)	Jackson, Mississippi
50409	WKXI(AM)	Jackson, Mississippi
50407	WKXI-FM	Magee, Mississippi
50408	WJMI(FM)	Jackson, Mississippi
29512	WOAD-FM	Pickens, Mississippi
7691	WJNT(AM)	Pearl, Mississippi

Please refer to the following chart for the entities within the chain of ownership.

**Ownership Structure  
July, 2008**



Urban Radio, Urban Radio I, L.L.C., Urban Radio II, L.L.C., and Urban Radio III, L.L.C.

all share the same three managers and officers, as follows:

Pierre M. Sutton, Manager and CEO  
Charles M. Warfield, Manager and President  
Lois E. Wright, Manager, Executive Vice President and Company Counsel

The officers and directors of Media are:

Pierre M. Sutton, Chairman of the Board and CEO  
Charles M. Warfield, Director, President and COO  
Lois E. Wright, Esq., Director, Executive Vice President and Corporate Counsel  
Skip Finley, Director  
Brian W. McNeill, Director  
Andrew Mulderry, Director  
Davis Weinstock, Director  
Craig R. Browne, Director  
James K. Mason, Director

The following four parties own Series A-1 Participating Preferred Stock of Media, which is non-voting: Alta Communications IX, L.P. (34,486 shares), Alta Communications IX-B, L.P. (1,986 shares), Alta IX Associates LLC (28 shares), and Mercury Capital Partners III, L.P. (5,000 shares). Under certain circumstances, those parties may acquire rights which would allow them to convert their Series A-1 Participating Preferred Stock into voting stock.

The officers and directors of Holdings are:

Pierre M. Sutton, Chairman of the Board and CEO  
Charles M. Warfield, Director, President and COO  
Lois E. Wright, Esq., Director, Executive Vice President and Corporate Counsel  
William C. Cooper, Vice President and CFO

The Officers, Directors and five percent or greater shareholders of Inner City are:

Pierre M. Sutton, President, CEO and Chairman  
Cheryl Sutton, Senior Vice President, Treasurer  
Roscoe C. Brown, Vice President  
Carlos Russell, Vice President  
Oliver C. Sutton, II, Vice President, Co-Counsel  
Lois E. Wright, Vice President, Co- Counsel  
Mary Redd, Corporate Secretary

Harold B. Jackson, Vice Chairman, Group Chairman  
and Harold B. Jackson Productions  
Clifton Sutton, Director  
Barbara Justice, Director  
Charles Andrews, Jr., Director  
Henrietta Lyle, Director  
Percy E. Sutton, Shareholder  
Percy E. and Leatrice Sutton  
Leatrice Sutton  
Renee H. Sutton, Shareholder  
Percy Sutton Intercontinental, Inc., Shareholder

Each of the officers, directors and shareholders of Inner City, and the officers, directors and managers of all Inner City subsidiaries, is a United States citizen and may be reached through Inner City's offices:

Inner City Broadcasting Corporation  
c/o Lois E. Wright, Esq.  
3 Park Avenue, 40th Floor, New York, NY 10016  
(212) 447-1000

Inner City and all of its broadcast subsidiaries described in this narrative have placed ownership reports on file with the Commission.

#### Family Relationships

Percy E. Sutton is the father of Pierre M. Sutton and Cheryl L. Sutton. Oliver C. Sutton, II, Charles C. Andrews, Jr. and Clifton R. Sutton are nephews of Percy E. Sutton. Leatrice Sutton is the wife of Percy E. Sutton and the mother of Pierre M. Sutton. Renee H. Sutton is the sister-in-law of Percy E. Sutton and the mother of Carol Sutton Lewis. Several of the grandchildren of Percy E. Sutton have Class A shares of Inner City, no single holding of which represents as much as one percent of the votes of Inner City.

### Alta Communications

Alta Communications IX, L.P. is a Delaware limited partnership. The sole General Partner of Alta Communications IX, L.P. is Alta Communications IX Managers Limited Partnership, also a Delaware limited partnership. The Limited Partners of Alta Communications IX, L.P. are insulated.

The sole General Partner of Alta Communications IX Managers Limited Partnership is Alta Communications IX Managers, LLC, a Delaware limited liability company. The Limited Partners of Alta Communications IX Managers Limited Partnership include: Brian W. McNeill, Timothy L. Dibble, William P. Egan, Eileen McCarthy, Robert Emmert, B. Lane MacDonald, Andrew T. Mulderry, Patrick D. Brubaker, Philip L. Thompson and Matthew Blodgett. Other Limited Partners of Alta Communications IX Managers Limited Partnership are insulated.

The Managing Members of Alta Communications IX Managers, LLC are: Brian W. McNeill and Timothy L. Dibble. The Members of Alta Communications IX Managers, LLC are William P. Egan, Eileen McCarthy, Robert Emmert, B. Lane MacDonald, Andrew T. Mulderry, Patrick D. Brubaker, and Philip L. Thompson.

### Alta Communications IX, L.P.

The sole general partner of Alta Communications IX, L.P. is Alta Communications IX Managers Limited Partnership, which owns 100% of the votes in the entity and 1% of the assets. Insulated limited partners hold the remaining 99% of the assets.

### Alta Communications IX Managers Limited Partnership

The sole general partner of Alta Communications IX Managers Limited Partnership is Alta Communications IX Managers, LLC, which holds 100% of voting interest in the entity. The limited partners, which hold percentages of the entity's assets are as follows:

Timothy L. Dibble, 14.59  
Brian W. McNeill, 14.59  
William P. Egan, 1.53  
Eileen McCarthy, 4.97  
Robert Emmert, 10.68  
B. Lane MacDonald, 10.68  
Andrew T. Mulderry, 9.08  
Patrick D. Brubaker, 3.19  
Philip L. Thompson, 10.68  
Matthew Blodgett, 0.50

Alta Communications IX Managers LLC

The managing members of Alta Communications IX Managers, LLC are as follows:

Brian W. McNeill (20.40% voting and equity interest)  
Timothy L. Dibble (20.40% voting and equity interest)  
William P. Egan (7.85% voting and equity interest)  
Philip L. Thompson (11.13% voting and equity interest)  
Eileen McCarthy (5.18% voting and equity interest)  
Patrick D. Brubaker (3.31% voting and equity interest)  
Robert Emmert (11.13% voting and equity interest)  
B. Lane MacDonald (11.13% voting and equity interest)  
Andrew T. Mulderry (9.46% voting and equity interest)

These entities and individuals collectively hold attributable interests in the stations identified in the following pages, entitled “Other Media Interests of Alta Entities.”

### **OTHER MEDIA INTERESTS OF ALTA ENTITIES**

Various legal entities and individuals affiliated with Alta Communications, Inc. (“Alta”) hold attributable interests in the following licensees and stations (collectively, the “Alta Stations”):

<b><u>Licensee</u></b>	<b><u>Call Sign</u></b>	<b><u>FIN</u></b>	<b><u>Community of License</u></b>
ACME Television Licenses of Madison, LLC	WBUW(TV)	26025	Janesville, WI
ACME Television Licenses of New Mexico, LLC	K23BT	48594	Farmington, NM
ACME Television Licenses of New Mexico, LLC	K24CT	31655	Alamagordo, NM
ACME Television Licenses of New Mexico, LLC	K28HB	31656	Alamagordo, NM
ACME Television Licenses of New Mexico, LLC	KASY-TV	55049	Albuquerque, NM
ACME Television Licenses of New Mexico, LLC	KRWB-TV	84157	Roswell, NM
ACME Television Licenses of New Mexico, LLC	KWBQ(TV)	76268	Santa Fe, NM
ACME Television Licenses of Ohio, LLC	WBDT(TV)	70138	Springfield, OH
ACME Television Licenses of Tennessee, LLC	WBXX-TV	72971	Crossville, TN
ACME Television Licenses of Wisconsin, LLC	WIWB(TV)	73042	Suring, WI
Arnold N. Applebaum	KSBT-LP	2854	Santa Barbara, CA
Bluewater Broadcasting Company, LLC	WACV(AM)	43633	Montgomery, AL
Bluewater Broadcasting Company, LLC	WBAM-FM	16379	Montgomery, AL
Bluewater Broadcasting Company, LLC	WJWZ(FM)	70356	Wetumpka, AL
Bluewater Broadcasting Company, LLC	WQKS-FM	43628	Montgomery, AL
Bustos Media Holdings, LLC	KREH(AM)	71631	Pecan Grove, TX
Bustos Media Holdings, LLC	KZSJ(AM)	30906	San Martin, CA
Bustos Media Holdings, LLC	KTXV(AM)	161266	Mabank, TX
Bustos Media of California License, LLC	KBAA(FM)	87969	Grass Valley, CA
Bustos Media of California License, LLC	KBBU(FM)	43335	Modesto, CA
Bustos Media of California License, LLC	KLMG(FM)	24464	Jackson, CA
Bustos Media of California License, LLC	KTTA(FM)	51221	Esparto, CA
Bustos Media of California License, LLC	KSTV-LP	34570	Sacramento, CA
Bustos Media of Colorado License Corp.	KGDQ(FM)	70822	Centennial, CO
Bustos Media of Eastern Washington License, LLC	K225AR	139113	Wenatchee, WA
Bustos Media of Eastern Washington License, LLC	KMMG(FM)	4758	Benton City, WA
Bustos Media of Eastern Washington License, LLC	KULE(AM)	4041	Ephrata, WA
Bustos Media of Eastern Washington License, LLC	KULE-FM	4042	Ephrata, WA
Bustos Media of Eastern Washington License, LLC	KDYK(AM)	64506	Union Gap, WA
Bustos Media of Eastern Washington License, LLC	KZML(FM)	15137	Quincy, WA
Bustos Media of Eastern Washington License, LLC	KZML-FM1	137979	Wenatchee, WA
Bustos Media of Eastern Washington License, LLC	KZTA(FM)	36006	Naches, WA
Bustos Media of Eastern Washington License, LLC	KZTB(FM)	953	Milton-Freewater, OR
Bustos Media of Eastern Washington License, LLC	KZTB-FM1	165134	La Grande, OR
Bustos Media of Eastern Washington License, LLC	KDYM(AM)	4757	Sunnyside, WA
Bustos Media of Idaho License, LLC	KDBI(FM)	54509	Emmett, ID
Bustos Media of Idaho License, LLC	KQTA(FM)	87812	Homedale, ID



<b><u>Licensee</u></b>	<b><u>Call Sign</u></b>	<b><u>FIN</u></b>	<b><u>Community of License</u></b>
Bustos Media of Oregon License, LLC	KGDD(AM)	2431	Oregon City, OR
Bustos Media of Oregon License, LLC	KSZN(AM)	51210	Gresham, OR
Bustos Media of Oregon License, LLC	KOOR(AM)	68212	Milwaukie, OR
Bustos Media of Oregon License, LLC	KXMG(AM)	71752	Portland, OR
Bustos Media of Seattle License, LLC	KDDS-FM	33622	Elma, WA
Bustos Media of Seattle License, LLC	KTBK(AM)	33683	Auburn-Federal Way, WA
Bustos Media of Utah License, LLC	KDUT(FM)	88272	Randolph, UT
Bustos Media of Utah License, LLC	KDUT-FM1	122076	Bountiful, UT
Bustos Media of Utah License, LLC	KDUT-FM2	122078	Salt Lake City, UT
Bustos Media of Utah License, LLC	KDUT-FM3	123370	Ogden, UT
Bustos Media of Utah License, LLC	KDUT-FM4	131417	American Fork, UT
Bustos Media of Utah License, LLC	KDUT-FM5	131424	Provo, UT
Bustos Media of Utah License, LLC	KTUB(AM)	69557	Centerville, UT
Bustos Media of Utah License, LLC	KBTU-LP	125589	Salt Lake City, UT
Bustos Media of Wisconsin License, LLC	WBWT-LP	56213	Milwaukee, WI
Bustos Media of Wisconsin License, LLC	WBWT-LP	168398	Milwaukee, WI
Bustos Media of Wisconsin License, LLC	WDDW(FM)	53506	Sturtevant, WI
Club Communications <sup>1</sup>	KUVM-CA	13200	Dewalt, TX
Eagle Creek Broadcasting of Corpus Christi, LLC	KZTV(TV)	33079	Corpus Christi, TX
Eagle Creek Broadcasting of Laredo, LLC	KVTV(TV)	33078	Laredo, TX
First Broadcasting Capital Partners, LLC	KELE(AM)	12699	Missouri Grove, MO
First Broadcasting Capital Partners, LLC	WAOL(FM)	56226	Ripley, OH
First Broadcasting Capital Partners, LLC	WOXY(FM)	3653	Oxford, OH
First Broadcasting Capital Partners, LLC	KBDB-FM	28208	Forks, WA
First Broadcasting Capital Partners, LLC	KBIS(AM)	28209	Forks, WA
First Broadcasting Capital Partners, LLC	KMCQ(FM)	41861	The Dalles, OR
First Broadcasting Investment Partners, LLC	WAMD(AM)	39550	Aberdeen, MD
Flying Bear Licensing, LLC	KNGY(FM)	36029	Alameda, CA
Galaxy Syracuse Licensee LLC	W249BC	618	Mattydale, NY
Galaxy Syracuse Licensee LLC	W256AC	22235	Solvay, NY
Galaxy Syracuse Licensee LLC	W259AX	143124	Hannibal, NY
Galaxy Syracuse Licensee LLC	WKRH(FM)	56996	Minetto, NY
Galaxy Syracuse Licensee LLC	WKRL-FM	54547	North Syracuse, NY
Galaxy Syracuse Licensee LLC	WSCP(AM)	1046	Sandy Creek-Pulaski, NY
Galaxy Syracuse Licensee LLC	WSGO(AM)	24130	Oswego, NY
Galaxy Syracuse Licensee LLC	WTKV(FM)	24131	Oswego, NY
Galaxy Syracuse Licensee LLC	WTKW(FM)	22234	Bridgeport, NY
Galaxy Syracuse Licensee LLC	WTLA(AM)	54546	North Syracuse, NY
Galaxy Syracuse Licensee LLC	WZUN(FM)	60253	Phoenix, NY
Galaxy Syracuse Licensee LLC	W291BU	143125	Fulton, NY
Galaxy Utica Licensee LLC	WKLL(FM)	54959	Frankfort, NY
Galaxy Utica Licensee LLC	WTLB(AM)	54548	Utica, NY
Galaxy Utica Licensee LLC	WIXT(AM)	57701	Little Falls, NY

<b><u>Licensee</u></b>	<b><u>Call Sign</u></b>	<b><u>FIN</u></b>	<b><u>Community of License</u></b>
Galaxy Utica Licensee LLC	WOUR(FM)	4681	Utica, NY
Galaxy Utica Licensee LLC	WRNY(AM)	53657	Rome, NY
Galaxy Utica Licensee LLC	WUMX(FM)	53656	Rome, NY
Galaxy Utica Licensee LLC	W248AN	140147	Little Falls, NY
Galaxy Utica Licensee LLC	W274AT	140065	Little Falls, NY
Jackson Television, LLC	WDBD(TV)	71326	Jackson, MS
Jackson Television, LLC	WXMS-LP	52079	Natchez, MS
Joseph W. Shaffer	KADF-LP	32281	Austin, TX
Joseph W. Shaffer	KTDF-LP	28794	San Antonio, TX
JW Broadcasting, LLC	K02NQ	55254	Columbia, MO
JW Broadcasting, LLC	K38II	55253	Jefferson City, MO
JW Broadcasting, LLC	KMIZ(TV)	63164	Columbia, MO
JW Broadcasting, LLC	KZOU-LP	56176	Columbia, MO
Mako Communications, LLC	KODF-LP	52925	Britton, TX
Marathon Media Group, LLC	KLPW-FM	70301	Union, MO
Marathon Media Group, LLC	KPLD(FM)	55399	Kanab, UT
Michael Mintz	K69IH	130397	Amarillo, TX
Millcreek Broadcasting, LLC, Debtor-In-Possession	K274AV	59029	Rural Juab County, UT
Millcreek Broadcasting, LLC, Debtor-In-Possession	KAUU(FM)	59034	Manti, UT
Millcreek Broadcasting, LLC, Debtor-In-Possession	KAUU-FM1	136374	Lehi, UT
Millcreek Broadcasting, LLC, Debtor-In-Possession	KUDD(FM)	33438	Roy, UT
Millcreek Broadcasting, LLC, Debtor-In-Possession	KUDD-FM1	106586	Salt Lake City, UT
Millcreek Broadcasting, LLC, Debtor-In-Possession	KUDD-FM2	122080	Ogden, UT
Millcreek Broadcasting, LLC, Debtor-In-Possession	KUDD-FM4	136266	Bountiful, UT
Millcreek Broadcasting, LLC, Debtor-In-Possession	KUDE(FM)	72769	Nephi, UT
Millcreek Broadcasting, LLC, Debtor-In-Possession	KUDE-FM1	132587	Provo, UT
Millcreek Broadcasting, LLC, Debtor-In-Possession	KUDE-FM3	135942	Eureka, UT
Millcreek Broadcasting, LLC, Debtor-In-Possession	KUUU(FM)	37876	South Jordan, UT
Millennium Atlantic City II License Holdco, LLC	WXKW(FM)	72981	Millville, NJ
Millennium Atlantic City License Holdco, LLC	WENJ(AM)	10448	Atlantic City, NJ
Millennium Atlantic City License Holdco, LLC	WFPG(FM)	10449	Atlantic City, NJ
Millennium Atlantic City License Holdco, LLC	WPUR(FM)	54894	Atlantic City, NJ
Millennium Central New Jersey License Holdco, LLC	WBUD(AM)	53443	Trenton, NJ
Millennium Central New Jersey License Holdco, LLC	WKXW(FM)	53458	Trenton, NJ
Millennium Egg Harbor License Holdco, LLC	WSJO(FM)	57357	Egg Harbor City, NJ
Millennium Shore License Holdco, LLC	WADB(AM)	14895	Asbury Park, NJ
Millennium Shore License Holdco, LLC	WCHR-FM	24934	Manahawkin, NJ
Millennium Shore License Holdco, LLC	WJLK(FM)	14907	Asbury Park, NJ
Millennium Shore License Holdco, LLC	WOBM(AM)	49295	Lakewood Township, NJ
Millennium Shore License Holdco, LLC	WOBM-FM	59508	Toms River, NJ
NM Licensing, LLC	KBAY(FM)	35401	Gilroy, CA
NM Licensing, LLC	KEZR(FM)	1176	San Jose, CA
NM Licensing, LLC	KLAK(FM)	36265	Durant, OK

<b><u>Licensee</u></b>	<b><u>Call Sign</u></b>	<b><u>FIN</u></b>	<b><u>Community of License</u></b>
NM Licensing, LLC	KMAD-FM	54812	Whitesboro, TX
NM Licensing, LLC	KMKT(FM)	77588	Bells, TX
NM Licensing, LLC	WANG(AM)	47108	Havelock, NC
NM Licensing, LLC	WAZO(FM)	59480	Southport, NC
NM Licensing, LLC	WCCQ(FM)	10677	Crest Hill, IL
NM Licensing, LLC	WCEN-FM	60787	Hemlock, MI
NM Licensing, LLC	WERO(FM)	64609	Washington, NC
NM Licensing, LLC	WERV-FM	73171	Aurora, IL
NM Licensing, LLC	WGER(FM)	20384	Saginaw, MI
NM Licensing, LLC	WHBC(AM)	4489	Canton, OH
NM Licensing, LLC	WHBC-FM	4488	Canton, OH
NM Licensing, LLC	WIIL(FM)	28473	Kenosha, WI
NM Licensing, LLC	WILT(FM)	47884	Jacksonville, NC
NM Licensing, LLC	WJOL(AM)	62235	Joliet, IL
NM Licensing, LLC	WKRS (AM)	10450	Waukegan, IL
NM Licensing, LLC	WKXB(FM)	59481	Burgaw, NC
NM Licensing, LLC	WKZQ-FM	24776	Myrtle Beach, SC
NM Licensing, LLC	WLIP(AM)	28478	Kenosha, WI
NM Licensing, LLC	WMFD(AM)	61701	Wilmington, NC
NM Licensing, LLC	WMYB(FM)	27265	Myrtle Beach, SC
NM Licensing, LLC	WRNN(AM)	24775	Myrtle Beach, SC
NM Licensing, LLC	WQSL(FM)	28171	Jacksonville, NC
NM Licensing, LLC	WQZL(FM)	47883	Belhaven, NC
NM Licensing, LLC	WRNN-FM	53949	Socastee, SC
NM Licensing, LLC	WRNS(AM)	36944	Kinston, NC
NM Licensing, LLC	WRNS-FM	36950	Kinston, NC
NM Licensing, LLC	WSSMFM)	47106	Wilmington, NC
NM Licensing, LLC	WRXQ(FM)	3959	Coal City, IL
NM Licensing, LLC	WSFM(FM)	48626	Oak Island, NC
NM Licensing, LLC	WSGW(AM)	22674	Saginaw, MI
NM Licensing, LLC	WTKQ-FM	41842	Carrollton, MI
NM Licensing, LLC	WSSR(FM)	62240	Joliet, IL
NM Licensing, LLC	WTLZ(FM)	74093	Saginaw, MI
NM Licensing, LLC	WWYW(FM)	3135	Dundee, IL
NM Licensing, LLC	WXLC(FM)	10451	Waukegan, IL
NM Licensing, LLC	WXQR-FM	28172	Jacksonville, NC
NM Licensing, LLC	WYAV(FM)	36947	Myrtle Beach, SC
NM Licensing, LLC	WZSR(FM)	53505	Woodstock, IL
NRG License Sub, LLC	KBBK(FM)	35063	Lincoln, NE
NRG License Sub, LLC	KFGE(FM)	6490	Milford, NE
NRG License Sub, LLC	KFMT-FM	34549	Fremont, NE
NRG License Sub, LLC	KGFW(AM)	9933	Kearney, NE
NRG License Sub, LLC	KHBT(FM)	10902	Humboldt, IA

<b><u>Licensee</u></b>	<b><u>Call Sign</u></b>	<b><u>FIN</u></b>	<b><u>Community of License</u></b>
NRG License Sub, LLC	KHUB(AM)	34550	Fremont, NE
NRG License Sub, LLC	KLGA(AM)	35429	Algona, IA
NRG License Sub, LLC	KLGA-FM	35428	Algona, IA
NRG License Sub, LLC	KLIN-AM	35064	Lincoln, NE
NRG License Sub, LLC	KLNC(FM)	58730	Lincoln, NE
NRG License Sub, LLC	KQKY(FM)	9778	Kearney, NE
NRG License Sub, LLC	KQWC(AM)	24660	Webster City, IA
NRG License Sub, LLC	KQWC-FM	24661	Webster City, IA
NRG License Sub, LLC	KRNY(FM)	47999	Kearney, NE
NRG License Sub, LLC	KROR(FM)	26649	Hastings, NE
NRG License Sub, LLC	KSYZ-FM	41878	Grand Island, NE
NRG License Sub, LLC	KWBE	12950	Beatrice, NE
NRG License Sub, LLC	KWBG(AM)	22978	Boone, IA
NRG License Sub, LLC	W277AC	24447	Watertown, NY
NRG License Sub, LLC	W290AL	86124	Baraboo, WI
NRG License Sub, LLC	WBCV(FM)	59608	Wausau, WI
NRG License Sub, LLC	WBDL(FM)	59232	Reedsburg, WI
NRG License Sub, LLC	WCMY(AM)	70305	Ottawa, IL
NRG License Sub, LLC	WFAW(AM)	24446	Fort Atkinson, WI
NRG License Sub, LLC	WGLX-FM	73054	Wisconsin Rapids, WI
NRG License Sub, LLC	WIXN(AM)	21201	Dixon, IL
NRG License Sub, LLC	WJBD(AM)	70298	Salem, IL
NRG License Sub, LLC	WJBD-FM	70308	Salem, IL
NRG License Sub, LLC	WKCH(FM)	59406	Whitewater, WI
NRG License Sub, LLC	WYTE(FM)	24444	Marshfield, WI
NRG License Sub, LLC	WNFM(FM)	59234	Reedsburg, WI
NRG License Sub, LLC	WOBT(AM)	49801	Rhineland, WI
NRG License Sub, LLC	WRCV(FM)	21203	Dixon, IL
NRG License Sub, LLC	WRDB(AM)	59233	Reedsburg, WI
NRG License Sub, LLC	WRHN(FM)	49800	Rhineland, WI
NRG License Sub, LLC	WRKX(FM)	70304	Ottawa, IL
NRG License Sub, LLC	WRLO-FM	432	Antigo, WI
NRG License Sub, LLC	WSEY(FM)	1641	Oregon, IL
NRG License Sub, LLC	WSJY(FM)	24442	Fort Atkinson, WI
NRG License Sub, LLC	WLJY(FM)	60004	Whiting, WI
Jim Dandy Broadcasting, Inc.	KKIA(FM)	24517	Ida Grove, IA
Jim Dandy Broadcasting, Inc.	KUYY(FM)	29724	Emmetsburg, IA
Sorenson Broadcasting Corp.	KAYL(AM)	49744	Storm Lake, IA
Sorenson Broadcasting Corp.	KAYL-FM	49743	Storm Lake, IA
Sorenson Broadcasting Corp.	KUOO(FM)	8502	Spirit Lake, IA
Sorenson Broadcasting Corp.	KUQQ(FM)	60002	Milford, IA
Sorenson Broadcasting Corp.	KIHK(FM)	57074	Rock Valley, IA
Sorenson Broadcasting Corp.	KSOU(AM)	67756	Sioux Center, IA

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Sorenson Broadcasting Corpn.	KSOU-FM	67773	Sioux Center, IA
Sorenson Broadcasting Corpn.	KCUE(AM)	60855	Red Wing, MN
Sorenson Broadcasting Corpn.	KWNG(FM)	60864	Red Wing, MN
Sorenson Broadcasting Corpn.	KYNT(AM)	60857	Yankton, SD
Sorenson Broadcasting Corpn.	KCCR(AM)	60858	Pierre, SD
Sorenson Broadcasting Corpn.	KKYA(FM)	60863	Yankton, SD
Sorenson Broadcasting Corpn.	KLXS-FM	60860	Pierre, SD
Sorenson Broadcasting Corpn.	KORN(AM)	35420	Mitchell, SD
Sorenson Broadcasting Corpn.	KQRN(FM)	35503	Mitchell, SD
Waitt Omaha, LLC	KOIL(AM)	52802	Plattsmouth, NE
Waitt Omaha, LLC	KOZN(AM)	87182	Bellevue, NE
Waitt Omaha, LLC	KOOO(FM)	35067	Lincoln, NE
Waitt Omaha, LLC	KKAR(AM)	542	Omaha, NE
Waitt Omaha, LLC	KYDZ(AM)	43237	Bellevue, NE
Waitt Omaha, LLC	KQKQ-FM	43238	Council Bluffs, IA
Waitt Omaha, LLC	KBLR-FM	87840	Blair, NE
Platte Broadcasting Company, Inc.	KOPW(FM)	52801	Plattsmouth, NE
Peak Media of PA Licensee LLC	WWCP-TV	20295	Johnstown, PA
Peak Media of PA Licensee LLC	W59AI	20281	State College, PA
Raven License Sub, LLC.	WHDG(FM)	55211	Rhineland, WI
Raven License Sub, LLC.	WLKD(AM)	55210	Minoqua, WI
Raven License Sub, LLC.	WMQA-FM	55209	Minoqua, WI
Rocky Mountain Radio Network, Inc.	KBMG(FM)	20029	Evanston, WY
Rocky Mountain Radio Network, Inc.	KBMG-FM1	161732	Bountiful, UT
Rocky Mountain Radio Network, Inc.	KBMG-FM2	161730	Salt Lake City, UT
Rocky Mountain Radio Network, Inc.	KBMG-FM3	161809	Provo, UT
Rocky Mountain Radio Network, Inc.	KBMG-FM4	161733	Ogden, UT
ShootingStar Broadcasting of New England, LLC	WZMY-TV	14682	Derry, NH
Superior Broadcasting of Denver, LLC	K240CH	70823	Cripple Creek, CO
Superior Broadcasting of Denver, LLC	KSKE-FM	16269	Vail, CO
Superior Broadcasting of Denver, LLC	KSKE-FM2	164923	Glenwood Springs, CO
Superior Broadcasting of Denver, LLC	KGDQ-FM2	136745	Sedalia, CO
Una Vez Mas Abilene License I, LLC	KKAB-LP	125694	Abilene, TX
Una Vez Mas Abilene License II, LLC	KAFW-LP	168382	Abilene, TX
Una Vez Mas Albuquerque License, LLC	KQDF-LP	32283	Albuquerque, NM
Una Vez Mas Alice License, LLC	KAEU-LP	125183	Alice, TX
Una Vez Mas Amarillo License I, LLC	KAMM-LP	125224	Amarillo, TX
Una Vez Mas Amarillo License II, LLC	KTXD-LP	47364	Amarillo, TX
Una Vez Mas Atascadero License, LLC	KASC-CA	10537	Atascadero, CA
Una Vez Mas Atlanta License, LLC	WUVM-LP	69785	Atlanta, GA
Una Vez Mas Big Spring License, LLC	KABS-LP	129558	Big Spring, TX
Una Vez Mas Brownsville License, LLC	KBDF-LP	3265	Brownsville, TX
Una Vez Mas Corpus Christi License, LLC	KYDF-LP	131347	Corpus Christi, TX

<b><u>Licensee</u></b>	<b><u>Call Sign</u></b>	<b><u>FIN</u></b>	<b><u>Community of License</u></b>
Una Vez Mas Flagstaff License, LLC	KAFL-LP	129509	Flagstaff, AZ
Una Vez Mas Lake Shore License, LLC	WQAW-LP	131071	Lake Shore, MD
Una Vez Mas Las Vegas License, LLC	KHDF-CA	66807	Las Vegas, NV
Una Vez Mas Lompoc License, LLC	KLDF-CA	41126	Lompoc, CA
Una Vez Mas Lubbock License, LLC	KDFL-LP	130564	Lubbock, TX
Una Vez Mas McAllen License, LLC	KNDF-LP	68574	McAllen, TX
Una Vez Mas Midland License, LLC	KDFH-LP	125206	Midland, TX
Una Vez Mas Mullin License, LLC	KAXW-LP	52928	Mullin, TX
Una Vez Mas New Orleans License, LLC	WTNO-LP	24981	New Orleans, LA
Una Vez Mas Paso Robles License, LLC	KPAO-CA	68663	Paso Robles, CA
Una Vez Mas Phoenix License, LLC	KPDF-CA	73764	Phoenix, AZ
Una Vez Mas Prescott License I, LLC	KQBN-LP	7370	Prescott, AZ
Una Vez Mas Prescott License II, LLC	KDFQ-LP	7369	Prescott, AZ
Una Vez Mas San Antonio License, LLC	KVDF-CA	60464	San Antonio, TX
Una Vez Mas San Luis Obispo License, LLC	KSBO-CA	31354	San Luis Obispo, CA
Una Vez Mas Santa Barbara License, LLC	KZDF-LP	41124	Santa Barbara, CA
Una Vez Mas Santa Maria License, LLC	KDFS-CA	31351	Santa Maria, CA
Una Vez Mas Sherman License, LLC	KADY-LP	129631	Sherman, TX
Una Vez Mas Sweetwater License I, LLC	KASX-LP	125801	Sweetwater, TX
Una Vez Mas Sweetwater License II, LLC	KSWR-LP	126139	Sweetwater, TX
Una Vez Mas Tampa License, LLC	WXAX-LP	57538	Clearwater, FL
Una Vez Mas Tucson License, LLC	KUDF-LP	27278	Tucson, AZ
Una Vez Mas Victoria License, LLC	KTJA-CA	14934	Victoria, TX
Una Vez Mas Wichita Falls License, LLC	KAWF-LP	131232	Wichita Falls, TX
Urban Radio I, LLC	WBLS(FM)	28203	New York, NY
Urban Radio I, LLC	WLIB(AM)	28204	New York, NY
Urban Radio II, LLC	WARQ(FM)	58400	Columbia, SC
Urban Radio II, LLC	WMFX(FM)	19471	St. Andrews, SC
Urban Radio II, LLC	WHXT(FM)	50522	Orangeburg, SC
Urban Radio II, LLC	WOIC(AM)	73370	Columbia, SC
Urban Radio II, LLC	WWDM(FM)	58398	Sumter, SC
Urban Radio II, LLC	WZMJ(FM)	12421	Batesburg, SC
Urban Radio II, LLC	WJMI(FM)	50408	Jackson, MS
Urban Radio II, LLC	WJNT(AM)	7691	Pearl, MS
Urban Radio II, LLC	WKXI(AM)	50409	Jackson, MS
Urban Radio II, LLC	WKXI-FM	50407	Magee, MS
Urban Radio II, LLC	WOAD(AM)	50404	Jackson, MS
Urban Radio II, LLC	WOAD-FM	29512	Pickens, MS
Urban Radio III, LLC	KBLX-FM	28670	Berkeley, CA
Urban Radio III, LLC	KBLX-FM2	88317	Pleasanton, CA
Urban Radio III, LLC	KVTO(AM)	28681	Berkeley, CA
Urban Radio III, LLC	KVVN(AM)	28438	Santa Clara, CA

In addition to his attributable interests in the Alta Stations listed above, Brian W. McNeill, President, a Director, and a 50% stockholder of Alta Communications, Inc., holds attributable interests in the following licensees and stations:

<b><u>Licensee</u></b>	<b><u>Call Sign</u></b>	<b><u>FIN</u></b>	<b><u>Community of License</u></b>
Blue Chip Broadcasting Licenses, Ltd.	WCKX(FM)	27645	Columbus, OH
Blue Chip Broadcasting Licenses, Ltd.	WENZ(FM)	2685	Cleveland, OH
Blue Chip Broadcasting Licenses, Ltd.	WJMO(AM)	41389	Cleveland, OH
Blue Chip Broadcasting Licenses, Ltd.	WDBZ(AM)	10139	Cincinnati, OH
Blue Chip Broadcasting Licenses, Ltd.	WIZF(FM)	5893	Erlanger, KY
Blue Chip Broadcasting Licenses, Ltd.	WERE(AM)	74472	Cleveland Heights, OH
Blue Chip Broadcasting Licenses, Ltd.	WJYD(FM)	63949	London, OH
Blue Chip Broadcasting Licenses, Ltd.	WMOJ-FM	57353	Norwood, OH
Blue Chip Broadcasting Licenses, Ltd.	WXMJ(FM)	73972	Upper Arlington, OH
Blue Chip Broadcasting Licenses, Ltd.	WZAK(FM)	74465	Cleveland, OH
Cohan Radio Group, Inc.	WITS(AM)	57629	Sebring, FL
Cohan Radio Group, Inc.	WJCM(AM)	73124	Sebring, FL
Cohan Radio Group, Inc.	WWLL(FM)	57627	Sebring, FL
Cohan Radio Group, Inc.	WWOJ(FM)	27199	Avon Park, FL
Cohan Radio Group, Inc.	WWTK(AM)	27194	Lake Placid, FL
New Mableton Broadcasting Corporation	WAMJ(FM)	24562	Mableton, GA
Radio One Licenses, LLC	KBFB(FM)	9627	Dallas, TX
Radio One Licenses, LLC	KBXX(FM)	11969	Houston, TX
Radio One Licenses, LLC	KMJQ(FM)	11971	Houston, TX
Radio One Licenses, LLC	KROI(FM)	35565	Seabrook, TX
Radio One Licenses, LLC	KSOC(FM)	6386	Gainesville, TX
Radio One Licenses, LLC	WCDX(FM)	60473	Mechanicsville, VA
Radio One Licenses, LLC	WERQ-FM	68827	Baltimore, MD
Radio One Licenses, LLC	WFUN-FM	4948	Bethalto, IL
Radio One Licenses, LLC	WFXC(FM)	36952	Durham, NC
Radio One Licenses, LLC	WFXK(FM)	24931	Tarboro, NC
Radio One Licenses, LLC	WHTA(FM)	52548	Hampton, GA
Radio One Licenses, LLC	WHHL(FM)	74578	Jerseyville, IL
Radio One Licenses, LLC	WKJM(FM)	60477	Petersburg, VA
Radio One Licenses, LLC	WKJS(FM)	3725	Richmond, VA
Radio One Licenses, LLC	WKYS(FM)	73200	Washington, DC
Radio One Licenses, LLC	WMMJ(FM)	54712	Bethesda, MD
Radio One Licenses, LLC	WNNL(FM)	9728	Fuquay-Varina, NC
Radio One Licenses, LLC	WOL(AM)	54713	Washington, DC
Radio One Licenses, LLC	WOLB(AM)	54711	Baltimore, MD
Radio One Licenses, LLC	WPHI-FM	25079	Media, PA
Radio One Licenses, LLC	WPPZ-FM	30572	Jenkintown, PA
Radio One Licenses, LLC	WPZZ(FM)	321	Crewe, VA
Radio One Licenses, LLC	WQOK(FM)	69559	South Boston, VA

<b><u>Licensee</u></b>	<b><u>Call Sign</u></b>	<b><u>FIN</u></b>	<b><u>Community of License</u></b>
Radio One Licenses, LLC	WRNB(FM)	12211	Pennsauken, NJ
Radio One Licenses, LLC	WTPS(AM)	60474	Petersburg, VA
Radio One Licenses, LLC	WWIN(AM)	54709	Baltimore, MD
Radio One Licenses, LLC	WWIN-FM	54710	Glen Burnie, MD
Radio One Licenses, LLC	WYCB(AM)	7038	Washington, DC
Radio One of Boston Licenses, LLC	WILD(AM)	47413	Boston, MA
Radio One of Detroit, LLC	WCHB(AM)	4598	Taylor, MI
Radio One of Detroit, LLC	WDMK(FM)	4597	Detroit, MI
Radio One of Detroit, LLC	WHTD(FM)	54915	Mt. Clemens, MI
Radio One of Indiana, LLC	WDNI-LP	28199	Indianapolis, IN
Radio One of Indiana, LLC	WHHH(FM)	60207	Indianapolis, IN
Radio One of Indiana, LLC	WTLC(AM)	51433	Indianapolis, IN
Radio One of Indiana, LLC	WTLC-FM	25071	Greenwood, IN
Radio One of Indiana, LLC	WNOU(FM)	6420	Speedway, IN
Radio One of North Carolina, LLC	WPZS(FM)	52553	Albemarle, NC
Radio One of North Carolina, LLC	WQNC(FM)	28898	Harrisburg, NC
ROA Licenses, LLC	WJZZ-FM	31872	Rosewell, GA
ROA Licenses, LLC	WPZE(FM)	3105	Fayetteville, GA

In addition to his attributable interests in the Alta Stations listed above, William P. Egan, Vice President of Alta Communications, Inc., holds an attributable interest in the following licensee and stations:

<b><u>Licensee</u></b>	<b><u>Call Sign</u></b>	<b><u>FIN</u></b>	<b><u>Community of License</u></b>
The Trustees of the University of Pennsylvania	WXPB(FM)	68229	Philadelphia, PA
The Trustees of the University of Pennsylvania	WXPH(FM)	87834	Middletown, PA
The Trustees of the University of Pennsylvania	W259AU	153367	Harrisburg, PA

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