

## **Atlanta, GA Arbitron Metro**

ParentCo will control Stations WYAY(FM), Facility ID No. 48727, Gainesville, Georgia (Hall County) and WKHX-FM, Facility ID No. 73161, Marietta, Georgia (Cobb County). In addition, pursuant to the Radio Disney Stations' Sales Representation Agreement, a copy of which has been provided at Exhibit 17 of this application, ABC Radio will act as non-exclusive sales representative for station WDWD(AM), Facility ID No. 8623, Atlanta, Georgia (Fulton County), which is licensed to Radio Disney Atlanta, LLC. It is uncertain whether ABC Radio will sell greater than 15% of the advertising time available on WDWD(AM), but out of an abundance of caution, in preparing this local radio ownership showing, ParentCo will presume that its interest in WDWD(AM) will be attributable. Cobb and Fulton counties are included in the Atlanta, Georgia Arbitron Metro. Hall County is not included in an Arbitron Metro; however, Station WYAY(FM), which is licensed to a community located in Hall County, reports the Atlanta Metro as "home" market. Therefore, for Station WYAY(FM), compliance with the local radio ownership rule is demonstrated using both the Arbitron market methodology and the contour-overlap methodology. As is demonstrated herein, ParentCo's ownership of WYAY(FM) and WKHX-FM, and its provision of advertising sales services for WDWD(AM) will comply with the Commission's local radio ownership rule.

As is shown on the attached "FCC Geographic Market Definition for Atlanta, GA," generated using BIA Financial Network, Inc.'s Media Access Pro database, there are 81 licensed, full power commercial and noncommercial radio stations in the Atlanta, Georgia Metro.

The Commission's multiple ownership rule (47 C.F.R. § 73.3555(a)) provides that in a radio market with 45 or more full-power, commercial and noncommercial radio stations, a person or single entity may have a cognizable interest in not more than 8 commercial radio stations in total and not more than 5 commercial stations in the same service. ParentCo may have an attributable interest in 1 AM station and 2 FM stations in the Atlanta, Georgia Arbitron Metro, and therefore will comply with the Commission's multiple ownership rule in this market.

Also, as is shown on the attached contour analysis prepared by du Treil, Lundin and Rackley, ParentCo's ownership of station WYAY(FM) will also comply with the Commission's local radio ownership rule using the contour overlap methodology.



# FCC Geographic Market Definition for Atlanta, GA

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
WGKA	AM	920	C	News/Talk	Atlanta, GA	07/02/2003	10	Salem Communications Corporation	Atlanta, GA	Fulton
WAFS	AM	1190	C	ChrsContem	Atlanta, GA	07/02/2003	10	Salem Communications Corporation	Atlanta, GA	Fulton
WAEC	AM	860	C	Religion	Atlanta, GA	07/02/2003	10	Beasley Broadcast Group	Atlanta, GA	Fulton
WALR	FM	104.1	C	R&B Oldies	Atlanta, GA	07/02/2003	10	Cox Radio Inc	La Grange, GA	Troup
WAOK	AM	1380	C	News/Talk	Atlanta, GA	07/02/2003	10	CBS Radio	Atlanta, GA	Fulton
WATB	AM	1430	C	Internat'l	Atlanta, GA	07/02/2003	10	Multicultural Radio Broadcasting Inc	Decatur, GA	De Kalb
WBHF	AM	1450	C	Oldies	Atlanta, GA	07/02/2003	10	Anverse Inc	Cartersville, GA	Bartow
WBTR	FM	92.1	C	Country	Atlanta, GA	07/02/2003	10	Gradick, Steven L.	Carrollton, GA	Carroll
WBZY	FM	105.3	C	Modern	Atlanta, GA	07/02/2003	10	Clear Channel Communications	Bowdon, GA	Carroll
WPBS	AM	1040	C	Spanish	Atlanta, GA	07/02/2003	10	Pacific Star Broadcasting Incorporated	Conyers, GA	Rockdale
WCHK	AM	1290	C	Cty/Nws/Tlk	Atlanta, GA	07/02/2003	10	Columbus Television Inc	Canton, GA	Cherokee
WVWA	FM	96.7	C	Spanish	Atlanta, GA	07/02/2003	10	Clear Channel Communications	Peachtree City, GA	Fayette
WAOS	AM	1600	C	Span/Mexcn	Atlanta, GA	07/02/2003	10	La Favorita Inc	Austell, GA	Cobb
WCNN	AM	680	C	Sports	Atlanta, GA	07/02/2003	10	Dickey Brothers Broadcasting, LLC	North Atlanta, GA	Fulton
WCOH	AM	1400	C	Country	Atlanta, GA	07/02/2003	10	Clear Channel Communications	Newnan, GA	Coweta
WDCY	AM	1520	C	Christian	Atlanta, GA	07/02/2003	10	Word Christian Broadcasting	Douglasville, GA	Douglas
WXEM	AM	1460	C	Span/Mexcn	Atlanta, GA	07/02/2003	10	La Favorita Inc	Buford, GA	Gwinnett
WFOM	AM	1230	C	Talk/Sprts	Atlanta, GA	07/02/2003	10	Dickey Brothers Broadcasting, LLC	Marietta, GA	Cobb
WFOX	FM	97.1	C	Clsc Hits	Atlanta, GA	07/02/2003	10	Cox Radio Inc	Gainesville, GA	Hall
WGFS	AM	1430	C	Oldes/Talk	Atlanta, GA	07/02/2003	10	Multicultural Radio Broadcasting Inc	Covington, GA	Newton
WGST	AM	640	C	News	Atlanta, GA	07/02/2003	10	Clear Channel Communications	Atlanta, GA	Fulton
WGUN	AM	1010	C	Religion	Atlanta, GA	07/02/2003	10	Rivers Group	Atlanta, GA	Fulton
WHIE	AM	1320	C	Cty/Tlk/Spt	Atlanta, GA	07/02/2003	10	Chappell Communications LLC	Griffin, GA	Spalding
WWWQ	FM	100.5	C	CHR	Atlanta, GA	07/02/2003	10	p Cumulus Media Partners LLC	College Park, GA	Fulton
WALR	AM	1340	C	Span/Sprts	Atlanta, GA	07/02/2003	10	Dickey Brothers Broadcasting, LLC	Atlanta, GA	Fulton
WIMO	AM	1300	C	Talk/Sprts	Atlanta, GA	07/02/2003	10	Myers, Mark	Winder, GA	Barrow
WFTD	AM	1080	C	Span/Mexcn	Atlanta, GA	07/02/2003	10	Prieto Communications Inc	Marietta, GA	Cobb
WFSH	FM	104.7	C	ChrsContem	Atlanta, GA	07/02/2003	10	Salem Communications Corporation	Athens, GA	Clarke
WKEU	AM	1450	C	Oldies	Atlanta, GA	07/02/2003	10	WLT Associates LP	Griffin, GA	Spalding
WHTA	FM	107.9	C	Urban AC	Atlanta, GA	07/02/2003	10	Radio One Inc	Hampton, GA	Henry
WKHX	FM	101.5	C	Country	Atlanta, GA	07/02/2003	10	ABC/Disney	Marietta, GA	Cobb
WNIV	AM	970	C	Chrst/Talk	Atlanta, GA	07/02/2003	10	Salem Communications Corporation	Atlanta, GA	Fulton
WKLS	FM	96.1	C	Clsc Rock	Atlanta, GA	07/02/2003	10	Clear Channel Communications	Atlanta, GA	Fulton
WDPC	AM	1500	C	Christian	Atlanta, GA	07/02/2003	10	Word Christian Broadcasting	Dallas, GA	Paulding

"C" - Commercial Station; "NC" - Non Commercial Station

"p" indicates pending sale to owner listed



# FCC Geographic Market Definition for Atlanta, GA

Call Letters	AM/FM	Freq	Type		Home Market	Market	Home	Owner	City & State of License	County of License
			Station	Format		Designtn Date	Mkt Rank			
WKUN	AM	1490	C	Sothn Gspel	Atlanta, GA	07/02/2003	10	Bostwick Broadcasting Group	Monroe, GA	Walton
WLBA	AM	1130	C	Span/Mexcn	Atlanta, GA	07/02/2003	10	La Favorita Inc	Gainesville, GA	Cobb
WWWE	AM	1100	C	Span/Chrst	Atlanta, GA	07/02/2003	10	Beasley Broadcast Group	Hapeville, GA	Carroll
WLKQ	FM	102.3	C	Mexican	Atlanta, GA	07/02/2003	10	Davis Broadcasting Inc	Buford, GA	Gwinnett
WNEA	AM	1300	C	Christian	Atlanta, GA	07/02/2003	10	Word Christian Broadcasting	Newnan, GA	Coweta
WBTS	FM	95.5	C	CHR/Rhymc	Atlanta, GA	07/02/2003	10	Cox Radio Inc	Doraville, GA	De Kalb
WLTM	FM	94.9	C	Soft AC	Atlanta, GA	07/02/2003	10	Clear Channel Communications	Atlanta, GA	Fulton
WDWD	AM	590	C	Children	Atlanta, GA	07/02/2003	10	ABC/Disney	Atlanta, GA	Fulton
WLBB	AM	1330	C	News/Talk	Atlanta, GA	07/02/2003	10	Gradick, Steven L.	Carrollton, GA	Carroll
WQXI	AM	790	C	Sports	Atlanta, GA	07/02/2003	10 p	Lincoln National Corporation	Atlanta, GA	Fulton
WSTR	FM	94.1	C	Top 40	Atlanta, GA	07/02/2003	10 p	Lincoln National Corporation	Smyrna, GA	Cobb
WNNX	FM	99.7	C	Altve/NwRck	Atlanta, GA	07/02/2003	10 p	Cumulus Media Partners LLC	Atlanta, GA	Fulton
WSB	AM	750	C	News/Talk	Atlanta, GA	07/02/2003	10	Cox Radio Inc	Atlanta, GA	Fulton
WSB	FM	98.5	C	Soft AC	Atlanta, GA	07/02/2003	10	Cox Radio Inc	Atlanta, GA	Fulton
WSSA	AM	1570	C	Gospel	Atlanta, GA	07/02/2003	10	Saints Inc	Morrow, GA	Clayton
WTJH	AM	1260	C	Gospel	Atlanta, GA	07/02/2003	10	Willis Broadcasting Corporation	East Point, GA	Fulton
WVEE	FM	103.3	C	Urban	Atlanta, GA	07/02/2003	10	CBS Radio	Atlanta, GA	Fulton
WVFJ	FM	93.3	C	ChrsContem	Atlanta, GA	07/02/2003	10	Provident Broadcasting Co, Inc	Manchester, GA	Meriwether
WPBC	AM	1310	C	Korean	Atlanta, GA	07/02/2003	10	Hanmi Broadcasting Inc	Decatur, GA	De Kalb
WYAY	FM	106.7	C	Country	Atlanta, GA	07/02/2003	10	ABC/Disney	Gainesville, GA	Hall
WAZX	AM	1550	C	Span/Mexcn	Atlanta, GA	07/02/2003	10	Macias, Javier	Smyrna, GA	Cobb
WYXC	AM	1270	C	Nws/Tlk/Spt	Atlanta, GA	07/02/2003	10	Clarion Communications Inc	Cartersville, GA	Bartow
WYYZ	AM	1490	C	Cntry/Gospl	Atlanta, GA	07/02/2003	10	Hellinger Broadcasting Co	Jasper, GA	Pickens
WYZE	AM	1480	C	Gospel	Atlanta, GA	07/02/2003	10	GHB Broadcasting	Atlanta, GA	Fulton
WKKP	AM	1410	C	Gospel	Atlanta, GA	07/02/2003	10	Henry County Radio Co	McDonough, GA	Henry
WZGC	FM	92.9	C	Rock	Atlanta, GA	07/02/2003	10	CBS Radio	Atlanta, GA	Fulton
WTSH	FM	107.1	C	Country	Atlanta, GA	07/02/2003	10	Woman's World Broadcasting Inc	Rockmart, GA	Polk
WPLO	AM	610	C	Span/Mexcn	Atlanta, GA	07/02/2003	10	Prieto Communications Inc	Grayson, GA	Gwinnett
WLTA	AM	1400	C	Chrst/Talk	Atlanta, GA	07/02/2003	10	Salem Communications Corporation	Alpharetta, GA	Fulton
WMLB	AM	1160	C	Variety	Atlanta, GA	07/02/2003	10	JW Broadcasting Inc	East Point, GA	Fulton
WJZZ	FM	107.5	C	Smooth	Atlanta, GA	07/02/2003	10	Radio One Inc	Roswell, GA	Fulton
WNSY	FM	100.1	C	Oldies	Atlanta, GA	07/02/2003	10	Columbus Television Inc	Talking Rock, GA	Pickens
WWVA	FM	105.7	C	Spanish	Atlanta, GA	07/02/2003	10	Clear Channel Communications	Canton, GA	Cherokee
WABE	FM	90.1	NC	Nws/Tlk/Cls	Atlanta, GA	07/02/2003	10	City of Atlanta, Board of Education	Atlanta, GA	Fulton

"C" - Commercial Station; "NC" - Non Commercial Station

"p" indicates pending sale to owner listed



## FCC Geographic Market Definition for Atlanta, GA

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
WCCV	FM	91.7	NC	Religion	Atlanta, GA	07/02/2003	10	Immanuel Broadcasting Network Inc	Cartersville, GA	Bartow
WCLK	FM	91.9	NC	Jazz	Atlanta, GA	07/02/2003	10	Clark College	Atlanta, GA	Fulton
WMVV	FM	90.7	NC	Religion	Atlanta, GA	07/02/2003	10	Life Radio Ministries	Griffin, GA	Spalding
WRAS	FM	88.5	NC	Progressive	Atlanta, GA	07/02/2003	10	Georgia State University	Atlanta, GA	Fulton
WREK	FM	91.1	NC	Variety	Atlanta, GA	07/02/2003	10	Georgia Institute of Technology, Communications	Atlanta, GA	Fulton
WRFG	FM	89.3	NC	Variety	Atlanta, GA	07/02/2003	10	Radio Free Georgia Broadcasting Foundation	Atlanta, GA	Fulton
WWEV	FM	91.5	NC	Religion	Atlanta, GA	07/02/2003	10	Curriculum Development Foundation	Cumming, GA	Forsyth
WUWG	FM	90.7	NC	CHR	Atlanta, GA	07/02/2003	10	Georgia Public Telecommunications Commission	Carrollton, GA	Carroll
WYFW	FM	89.5	NC	Religion	Atlanta, GA	07/02/2003	10	Bible Broadcasting Network	Winder, GA	Barrow
WPZE	FM	97.5	C	Gospel	Atlanta, GA	07/02/2003	10	Radio One Inc	Fayetteville, GA	Fayette
WAMJ	FM	102.5	C	R&B Oldies	Atlanta, GA	07/02/2003	10	Radio One Inc	Mableton, GA	Cobb
WNEE	FM	88.3	NC	Christian	Atlanta, GA	10/27/2003	10	Community Public Radio	Jasper, GA	Pickens
WWAA	AM	1690	C	Talk	Atlanta, GA	10/08/2004	10	p JW Broadcasting Inc	Avondale Estates, GA	De Kalb
WFGM	AM	830	C	CP - NOA	Atlanta, GA	03/14/2005	10	Seeger, Guest & Fort	Sandy Springs, GA	Fulton

**Number of Stations in Geographic Market 82**

**Previous Stations in Geographic Market**

"C" - Commercial Station; "NC" - Non Commercial Station

"p" indicates pending sale to owner listed

## **Compliance with Radio-Television Cross-Ownership Rule**

ParentCo is neither the licensee of, nor does it have an attributable interest in any broadcast television stations. Similarly, ParentCo will neither become the licensee of, nor will it obtain an attributable interest, in any broadcast television station pursuant to the transaction proposed in this application.

Michael A. Miles and Kate Brown will be members of the Board of Directors of ParentCo. Michael A. Miles is also a director of Time Warner Inc., and Kate Brown is Senior Vice President of Time Warner Inc., the ultimate parent company of SuperStation, Inc., licensee of WTBS(TV), Facility ID 64033, Atlanta, Georgia.

In its 2002 Biennial Regulatory Review Report and Order, *2002 Biennial Regulatory Review – Review of the Commission’s Broadcast Ownership Rules and Other Rules Adopted Pursuant to Section 202 of the Telecommunications Act of 1996*, 18 FCC Rcd 13620 (2003), the Commission concluded that the radio-television cross-ownership rule no longer served the public interest and repealed the rule. *Id.* at 13768. However, the Third Circuit’s stay of the effective date of the FCC’s multiple ownership rules imposed in 2003 remains in effect as to the repeal of the radio-television cross-ownership rule. *See Prometheus Radio Project v. FCC*, 373 F.3d 372, 435 (3d Cir. 2004) (denying motion to lift stay of the radio-television cross-ownership rule). ParentCo thus remains subject to the radio-television cross-ownership rule.

The radio-television cross-ownership rule is triggered when either (i) the Grade A contour of a television station encompasses the community of license of a commonly owned radio station, or (ii) when the 1 mV/m contour of an FM station or the 2 mV/m contour of an AM station encompasses the community of license of a commonly owned television station.

ParentCo’s acquisition of broadcast radio stations WYAY(FM) and WKHX-FM in the Atlanta, Georgia Arbitron Metro, as proposed in this application, would result in Michael A. Miles and Kate Brown having an attributable interest in both broadcast television and broadcast radio stations in the Atlanta, Georgia Arbitron Metro.

This proposed acquisition triggers radio-television cross-ownership rule as to Michael A. Miles and Kate Brown with regard to the Atlanta Metro because, as shown on the attached cross-ownership analysis map, the 1mV/m contour of both of those FM stations encompasses Atlanta,

Georgia, the community of license of WTBS(TV), and the Grade A contour of WTBS(TV) encompasses the community of license of radio station WKHX-FM.

Although the radio-television cross-ownership rule is triggered by contour encompassment, the Commission determines compliance with the rule on an Arbitron Metro basis.

Under the radio-television cross-ownership rule, an entity may control two commercial television station and six commercial radio stations in an Arbitron Metro market if at least 20 independently owned and operated media voices would remain in the market post-acquisition. *See* 47 C.F.R. § 73.3555(c)(2)(ii) (2002). As the charts below indicate, there will be 56 independently owned and operated media voices in the Atlanta Metro following the consummation of the instant application. As a result, Michael A. Miles and Kate Brown may have an attributable interest in one commercial television station and two commercial radio stations in the Atlanta Metro consistent with the radio-television cross-ownership rule.

CALLS	AM or FM	City of License	State of License	Parent	AM Frequency	FM Frequency	Power - Day/ FM	Power - Night	HAAT	Class
1 WKHX	FM	Marietta	GA	ABC/Disney	0	101.5	100000	0	1079	C0
1 WDWD	AM	Atlanta	GA	ABC/Disney	590	0	5000	4500	0	B
1 WYAY	FM	Gainesville	GA	ABC/Disney	0	106.7	77000	0	1657	C
2 WBHF	AM	Cartersville	GA	Anverse Inc	1450	0	1000	1000	0	C
3 WAEC	AM	Atlanta	GA	Beasley Broadcast Group	860	0	5000	500	0	B
3 WWWE	AM	Hapeville	GA	Beasley Broadcast Group	1100	0	5000	0	0	D
4 WYFW	FM	Winder	GA	Bible Broadcasting Network	0	89.5	6000	0	200	A
5 WKUN	AM	Monroe	GA	Bostwick Broadcasting Group	1490	0	1000	1000	0	C
6 WAOK	AM	Atlanta	GA	CBS Corporation	1380	0	5000	4200	0	B
6 WVEE	FM	Atlanta	GA	CBS Corporation	0	103.3	100000	0	1017	C0
6 WZGC	FM	Atlanta	GA	CBS Corporation	0	92.9	66000	0	1116	C1
7 WHIE	AM	Griffin	GA	Chappell Communications LLC	1320	0	5000	83	0	D
8 WABE	FM	Atlanta	GA	City of Atlanta, Board of Education	0	90.1	96000	0	822	C1
9 WYXC	AM	Cartersville	GA	Clarion Communications Inc	1270	0	2000	187	0	D
10 WCLK	FM	Atlanta	GA	Clark College	0	91.9	6000	0	308	A
11 WBZY	FM	Bowdon	GA	Clear Channel Communications	0	105.3	61000	0	1204	C1
11 WVWA	FM	Peachtree City	GA	Clear Channel Communications	0	96.7	2150	0	551	A
11 WCOH	AM	Newnan	GA	Clear Channel Communications	1400	0	1000	1000	0	C
11 WGST	AM	Atlanta	GA	Clear Channel Communications	640	0	50000	1000	0	B
11 WKLS	FM	Atlanta	GA	Clear Channel Communications	0	96.1	100000	0	984	C0
11 WLTM	FM	Atlanta	GA	Clear Channel Communications	0	94.9	100000	0	978	C1
11 WWVA	FM	Canton	GA	Clear Channel Communications	0	105.7	20000	0	781	C2
12 WCHK	AM	Canton	GA	Columbus Television Inc	1290	0	5000	500	0	B
12 WNSY	FM	Talking Rock	GA	Columbus Television Inc	0	100.1	7000	0	617	C3
13 WNEE	FM	Jasper	GA	Community Public Radio	0	88.3	200	0	3	A
14 WALR	FM	La Grange	GA	Cox Enterprises Inc	0	104.1	100000	0	1217	C0
14 WFOX	FM	Gainesville	GA	Cox Enterprises Inc	0	97.1	100000	0	1585	C
14 WBTS	FM	Doraville	GA	Cox Enterprises Inc	0	95.5	74000	0	1116	C1
14 WSB	AM	Atlanta	GA	Cox Enterprises Inc	750	0	50000	50000	0	A
14 WSB	FM	Atlanta	GA	Cox Enterprises Inc	0	98.5	100000	0	1027	C0
15 WWWQ	FM	College Park	GA	Cumulus Media Partners LLC	0	100.5	12500	0	978	C2
15 WNNX	FM	Atlanta	GA	Cumulus Media Partners LLC	0	99.7	100000	0	1116	C0
16 WVEV	FM	Cumming	GA	Curriculum Development Foundation	0	91.5	8900	0	961	C2
17 WLKQ	FM	Buford	GA	Davis Broadcasting Inc	0	102.3	4200	0	390	A
18 WCNN	AM	North Atlanta	GA	Dickey Brothers Broadcasting, LLC	680	0	50000	10000	0	B
18 WFOM	AM	Marietta	GA	Dickey Brothers Broadcasting, LLC	1230	0	1000	1000	0	C
18 WALR	AM	Atlanta	GA	Dickey Brothers Broadcasting, LLC	1340	0	1000	1000	0	C
19 WREK	FM	Atlanta	GA	Georgia Institute of Technology, Communications	0	91.1	40000	0	341	C2

CALLS	AM or FM	City of License	State of License	Parent	AM Frequency	FM Frequency	Power - Day/ FM	Power - Night	HAAT	Class
19 WUWG	FM	Carrollton	GA	Georgia Public Telecommunications Commission	0	90.7	500	0	495	A
20 WRAS	FM	Atlanta	GA	Georgia State University	0	88.5	100000	0	436	C1
21 WYZE	AM	Atlanta	GA	GHB Broadcasting	1480	0	5000	44	0	D
22 WBTR	FM	Carrollton	GA	Gradick, Steven L.	0	92.1	580	0	637	A
22 WLBB	AM	Carrollton	GA	Gradick, Steven L.	1330	0	500	0	0	D
23 WPBC	AM	Decatur	GA	Hanmi Broadcasting Inc	1310	0	2500	31	0	D
24 WYYZ	AM	Jasper	GA	Hellinger Broadcasting Co	1490	0	1000	1000	0	C
25 WKKP	AM	McDonough	GA	Henry County Radio Co	1410	0	2500	58	0	D
26 WCCV	FM	Cartersville	GA	Immanuel Broadcasting Network Inc	0	91.7	7300	0	935	C2
27 WMLB	AM	East Point	GA	JW Broadcasting Inc	1160	0	50000	160	0	D
27 WAAA	AM	Avondale Estates	GA	JW Broadcasting Inc	1690	0	10000	1000	0	B
28 WAOS	AM	Austell	GA	La Favorita Inc	1600	0	20000	67	0	D
28 WXEM	AM	Buford	GA	La Favorita Inc	1460	0	5000	193	0	B
28 WLBA	AM	Gainesville	GA	La Favorita Inc	1130	0	10000	0	0	D
29 WMVV	FM	Griffin	GA	Life Radio Ministries	0	90.7	18000	0	472	C2
30 WQXI	AM	Atlanta	GA	Lincoln National Corporation	790	0	28000	1000	0	B
30 WSTR	FM	Smyrna	GA	Lincoln National Corporation	0	94.1	100000	0	1020	C0
31 WAZX	AM	Smyrna	GA	Macias, Javier	1550	0	50000	16	0	D
32 WATB	AM	Decatur	GA	Multicultural Radio Broadcasting Inc	1430	0	50000	160	0	D
32 WGFS	AM	Covington	GA	Multicultural Radio Broadcasting Inc	1430	0	3900	212	0	B
33 WIMO	AM	Winder	GA	Myers, Mark	1300	0	650	50	0	D
34 WPBS	AM	Conyers	GA	Pacific Star Broadcasting Incorporated	1040	0	12000	0	0	D
35 WFTD	AM	Marietta	GA	Prieto Communications Inc	1080	0	50000	0	0	D
35 WPLO	AM	Grayson	GA	Prieto Communications Inc	610	0	1500	225	0	D
36 WVFJ	FM	Manchester	GA	Provident Broadcasting Co, Inc	0	93.3	27000	0	1611	C1
37 WRFG	FM	Atlanta	GA	Radio Free Georgia Broadcasting Foundation	0	89.3	65000	0	486	C1
38 WHTA	FM	Hampton	GA	Radio One Inc	0	107.9	27000	0	577	C2
38 WJZZ	FM	Roswell	GA	Radio One Inc	0	107.5	21500	0	361	C3
38 WPZE	FM	Fayetteville	GA	Radio One Inc	0	97.5	7900	0	574	C3
38 WAMJ	FM	Mableton	GA	Radio One Inc	0	102.5	3000	0	469	A
39 WGUN	AM	Atlanta	GA	Rivers Group	1010	0	50000	78	0	D
40 WSSA	AM	Morrow	GA	Saints Inc	1570	0	5000	50	0	D
41 WGKA	AM	Atlanta	GA	Salem Communications Corporation	920	0	14000	490	0	B
41 WAFS	AM	Atlanta	GA	Salem Communications Corporation	1190	0	25000	0	0	D
41 WFSH	FM	Athens	GA	Salem Communications Corporation	0	104.7	24000	0	1657	C1
41 WNIV	AM	Atlanta	GA	Salem Communications Corporation	970	0	5000	39	0	D
41 WLTA	AM	Alpharetta	GA	Salem Communications Corporation	1400	0	1000	1000	0	C
42 WTJH	AM	East Point	GA	Willis Broadcasting Corporation	1260	0	5000	0	0	D

<b>CALLS</b>	<b>AM or FM</b>	<b>City of License</b>	<b>State of License</b>	<b>Parent</b>	<b>AM Frequency</b>	<b>FM Frequency</b>	<b>Power - Day/ FM</b>	<b>Power - Night</b>	<b>HAAT</b>	<b>Class</b>
43 WKEU	AM	Griffin	GA	WLT Associates LP	1450	0	1000	1000	0	C
44 WTSH	FM	Rockmart	GA	Woman's World Broadcasting Inc	0	107.1	37000	0	568	C2
45 WDCY	AM	Douglasville	GA	Word Christian Broadcasting	1520	0	2500	0	0	D
45 WDPC	AM	Dallas	GA	Word Christian Broadcasting	1500	0	5000	0	0	D
45 WNEA	AM	Newnan	GA	Word Christian Broadcasting	1300	0	1000	50	0	D

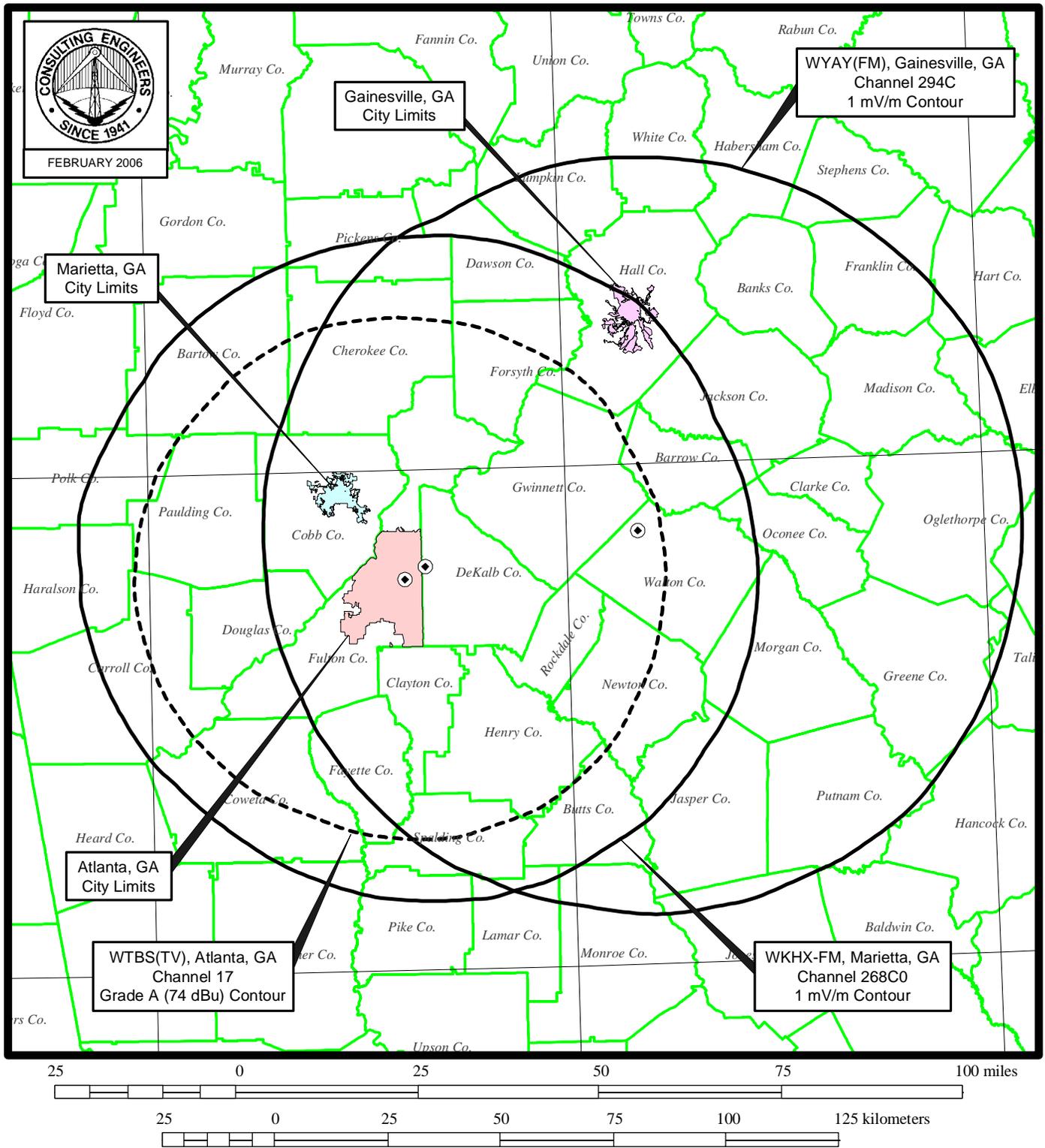
There are forty-five (45) independently owned and operating broadcast radio stations within the Atlanta, GA radio metro market, which encompasses WTBS(TV)'s community of license.

	<b>CALLS</b>	<b>Channel</b>	<b>Affiliation</b>	<b>City of License</b>	<b>County of License</b>	<b>State of License</b>	<b>Parent</b>	<b>Power</b>	<b>HAAT</b>	<b>Type Service</b>	<b>Grade B Overlap</b>	<b>Radio</b>
1	WAGA	5	FOX	Atlanta	Fulton	GA	News Corporation	100	1076	MAIN	Yes	No
2	WATC	57	IND	Atlanta	Fulton	GA	Carolina Christian Broadcasting Incorporated	2697.9	1047	PUB	Yes	No
3	WATL	36	WB	Atlanta	Fulton	GA	Tribune Co	2690	1027	MAIN	Yes	No
4	WGCL-TV	46	CBS	Atlanta	Fulton	GA	Meredith Corp	2340	1089	MAIN	Yes	No
5	WGTV	8	PBS	Athens	Clarke	GA	Georgia Public Telecommunications Commission	316	1070	PUB	Yes	Yes
6	WHSB-TV	63	TBN	Monroe	Walton	GA	Trinity Broadcasting Network Inc	5000	1191	MAIN	Yes	No
7	WPBA	30	PBS	Atlanta	Fulton	GA	Atlanta Board of Education	1380	1096	PUB	Yes	No
8	WPXA	14	i	Rome	Floyd	GA	Paxson Communications Corporation	3800	1992	MAIN	Yes	No
9	WSB-TV	2	ABC	Atlanta	Fulton	GA	Cox Enterprises Inc	100	1037	MAIN	Yes	Yes
10	WTBS	17	TBS	Atlanta	Fulton	GA	Time Warner Inc	1480	1089	MAIN	Yes	No
11	WUPA	69	UPN	Atlanta	Fulton	GA	CBS Corporation	1000	1102	MAIN	Yes	Yes
12	WUVG-TV	34	UNI	Athens	Clarke	GA	Univision Communications Inc	5000	1444	MAIN	Yes	No
13	WXIA-TV	11	NBC	Atlanta	Fulton	GA	Gannett Co Inc	316	1050	MAIN	Yes	No

In the Atlanta, GA DMA, there are thirteen (13) independently owned and operating full-power broadcast TV stations within the DMA of WTBS(TV)'s community of license that have Grade B signal contours that overlap with the Grade B signal contour of WTBS(TV). Of these, ten (10) do not own radio stations in the Atlanta, GA DMA.

	<b>Parent/Owner</b>	<b>Newspaper</b>	<b>County Published</b>	<b>Circulation Monday - Thursday</b>	<b>DMA Households</b>	<b>Percentage of Households</b>
1	Cox Newspapers, Inc.	Atlanta Journal-Constitution	Fulton	351,999	2,097,220	16.68%

In the Atlanta, GA DMA, there is one (1) English language newspaper published at least four days a week within the DMA with a circulation exceeding 5% of the households in the DMA. The newspaper is owned by Cox Newspapers, Inc., a subsidiary of Cox Enterprises, which owns Television Station WSB-TV in the DMA.



## CROSS-OWNERSHIP ANALYSIS MAP

du Treil, Lundin & Rackley, Inc. Sarasota, Florida

### **Chicago, IL Arbitron Metro**

ParentCo will control Stations WLS(AM), Facility ID No. 73227, Chicago, Illinois (Cook County) and WZZN(FM), Facility ID No. 73228, Chicago, Illinois (Cook County). In addition, pursuant to the Radio Disney Stations' Sales Representation Agreement, a copy of which has been provided at Exhibit 17 of this application, ABC Radio will act as non-exclusive sales representative for station WRDZ(AM), Facility ID No. 28309, La Grange, Illinois (Cook County), which is licensed to Radio Disney Chicago, LLC. It is uncertain whether ABC Radio will sell greater than 15% of the advertising time available on WRDZ(AM), but out of an abundance of caution, in preparing this local radio ownership showing, ParentCo will presume that its interest in WRDZ(AM) will be attributable. Cook County is included in the Chicago, Illinois Arbitron Metro. As is demonstrated herein, ParentCo's ownership of WLS(AM) and WZZN(FM), and its provision of advertising sales services for WRDZ(AM) would comply with the Commission's local radio ownership rule.

As is shown on the attached "FCC Geographic Market Definition for Chicago, IL," generated using BIA Financial Network, Inc.'s Media Access Pro database, there are 133 licensed, full power commercial and noncommercial radio stations in the Chicago, IL Metro.

The Commission's multiple ownership rule (47 C.F.R. § 73.3555(a)) provides that in a radio market with 45 or more full-power, commercial and noncommercial radio stations, a person or single entity may have a cognizable interest in not more than 8 commercial radio stations in total and not more than 5 commercial stations in the same service. ParentCo may have an attributable interest in 2 AM stations and 1 FM station in the Chicago, IL Arbitron Metro, and therefore will comply with the Commission's multiple ownership rule in this market.



# FCC Geographic Market Definition for Chicago, IL

Call Letters	AM/FM	Freq	Type		Home Market	Market	Home	Owner	City & State of License	County of License
			Station	Format		Designn Date	Mkt Rank			
WAIT	AM	820	C	Relgn/Varty	Chicago, IL	07/02/2003	3	NewsWeb Corporation	Willow Springs, IL	Cook
WAKE	AM	1500	C	Adlt Stndrd	Chicago, IL	07/02/2003	3	Porter County Broadcasting	Valparaiso, IN	Porter
WLEY	FM	107.9	C	Span/Mexcn	Chicago, IL	07/02/2003	3	Spanish Broadcasting System	Aurora, IL	Du Page
WBBM	AM	780	C	News	Chicago, IL	07/02/2003	3	CBS Radio	Chicago, IL	Cook
WBBM	FM	96.3	C	CHR/Dance	Chicago, IL	07/02/2003	3	CBS Radio	Chicago, IL	Cook
WBGX	AM	1570	C	Gospel	Chicago, IL	07/02/2003	3	Great Lakes Radio - Chicago LLC	Harvey, IL	Cook
WVAZ	FM	102.7	C	Urban AC	Chicago, IL	07/02/2003	3	Clear Channel Communications	Oak Park, IL	Cook
WRZA	FM	99.9	C	Variety	Chicago, IL	07/02/2003	3	NewsWeb Corporation	Park Forest, IL	Will
WCCQ	FM	98.3	C	Country	Chicago, IL	07/02/2003	3	NextMedia Group	Crest Hill, IL	Will
WMVP	AM	1000	C	Sports	Chicago, IL	07/02/2003	3	ABC/Disney	Chicago, IL	Cook
WCGO	AM	1600	C	Nostalgia	Chicago, IL	07/02/2003	3	Kovas Communications	Chicago Heights, IL	Cook
WTMX	FM	101.9	C	AC	Chicago, IL	07/02/2003	3	Bonneville International Corp	Skokie, IL	Cook
WYWY	FM	103.9	C	Oldies	Chicago, IL	07/02/2003	3	NextMedia Group	Dundee, IL	Kane
WCSJ	AM	1550	C	AdStd/News	Chicago, IL	07/02/2003	3	Nelson Multimedia Inc	Morris, IL	Grundy
WYKT	FM	105.5	C	Oldies	Chicago, IL	07/02/2003	3	STARadio Corp	Wilmington, IL	Will
WKTA	AM	1330	C	Diverse	Chicago, IL	07/02/2003	3	Polnet Communications Ltd	Evanston, IL	Cook
WEEF	AM	1430	C	Ethnic	Chicago, IL	07/02/2003	3	Polnet Communications Ltd	Highland Park, IL	Lake
WFMT	FM	98.7	C	Classical	Chicago, IL	07/02/2003	3	Window to the World Comm Inc	Chicago, IL	Cook
WSPY	AM	1480	C	Oldes/FuSvc	Chicago, IL	07/02/2003	3	Nelson Multimedia Inc	Geneva, IL	Kane
WKSC	FM	103.5	C	CHR	Chicago, IL	07/02/2003	3	Clear Channel Communications	Chicago, IL	Cook
WGRB	AM	1390	C	Black Gospl	Chicago, IL	07/02/2003	3	Clear Channel Communications	Chicago, IL	Cook
WGCI	FM	107.5	C	Urban	Chicago, IL	07/02/2003	3	Clear Channel Communications	Chicago, IL	Cook
WGN	AM	720	C	News/Talk	Chicago, IL	07/02/2003	3	Tribune Co	Chicago, IL	Cook
WIND	AM	560	C	News/Talk	Chicago, IL	07/02/2003	3	Salem Communications Corporation	Chicago, IL	Cook
WCPT	AM	850	C	Talk	Chicago, IL	07/02/2003	3	NewsWeb Corporation	Crystal Lake, IL	Mc Henry
WSCR	AM	670	C	Sprts/Talk	Chicago, IL	07/02/2003	3	CBS Radio	Chicago, IL	Cook
WJKL	FM	94.3	C	ChrsContem	Chicago, IL	07/02/2003	3	p Elgin Broadcasting Company Inc	Elgin, IL	Kane
WJMK	FM	104.3	C	Jack	Chicago, IL	07/02/2003	3	CBS Radio	Chicago, IL	Cook
WJOB	AM	1230	C	Nws/Tlk/Spt	Chicago, IL	07/02/2003	3	Vazquez Development LLC	Hammond, IN	Lake
WJOL	AM	1340	C	Talk	Chicago, IL	07/02/2003	3	NextMedia Group	Joliet, IL	Will
WNTD	AM	950	C	Spanish AC	Chicago, IL	07/02/2003	3	Multicultural Radio Broadcasting Inc	Chicago, IL	Cook
WVHN	AM	1510	C	Gospel	Chicago, IL	07/02/2003	3	Hawkins Broadcasing Co	Joliet, IL	Will
WVIX	FM	93.5	C	SpnAC/Reg	Chicago, IL	07/02/2003	3	Univision Communications Inc	Joliet, IL	Will
WIIL	FM	95.1	C	Adult Rock	Chicago, IL	07/02/2003	3	NextMedia Group	Kenosha, WI	Kenosha

"C" - Commercial Station; "NC" - Non Commercial Station

"p" indicates pending sale to owner listed



# FCC Geographic Market Definition for Chicago, IL

Call Letters	AM/FM	Freq	Type		Home Market	Market	Home	Owner	City & State of License	County of License
			Station	Format		Designtn Date	Mkt Rank			
WJJG	AM	1530	C	Talk	Chicago, IL	07/02/2003	3	Joseph J Gentile Inc	Elmhurst, IL	Du Page
WKKD	AM	1580	C	Ethnic	Chicago, IL	07/02/2003	3	Kovas Communications	Aurora, IL	Du Page
WERV	FM	95.9	C	Clsc Hits	Chicago, IL	07/02/2003	3	NextMedia Group	Aurora, IL	Du Page
WKQX	FM	101.1	C	Alternative	Chicago, IL	07/02/2003	3	Emmis Communications	Chicago, IL	Cook
WKRS	AM	1220	C	News/Talk	Chicago, IL	07/02/2003	3	NextMedia Group	Waukegan, IL	Lake
WLIT	FM	93.9	C	AC	Chicago, IL	07/02/2003	3	Clear Channel Communications	Chicago, IL	Cook
WLIP	AM	1050	C	Adlt Stndrd	Chicago, IL	07/02/2003	3	NextMedia Group	Kenosha, WI	Kenosha
WLJE	FM	105.5	C	Country	Chicago, IL	07/02/2003	3	Porter County Broadcasting	Valparaiso, IN	Porter
WSSR	FM	96.7	C	AC	Chicago, IL	07/02/2003	3	NextMedia Group	Joliet, IL	Will
WSRB	FM	106.3	C	Urban AC	Chicago, IL	07/02/2003	3	Crawford Broadcasting Company	Lansing, IL	Cook
WILV	FM	100.3	C	AC/Urb/Old	Chicago, IL	07/02/2003	3	Bonneville International Corp	Chicago, IL	Cook
WLS	AM	890	C	News/Talk	Chicago, IL	07/02/2003	3	ABC/Disney	Chicago, IL	Cook
WZZN	FM	94.7	C	Oldies	Chicago, IL	07/02/2003	3	ABC/Disney	Chicago, IL	Cook
WLTH	AM	1370	C	Talk/RhyBI	Chicago, IL	07/02/2003	3	Marshall Media Group Inc	Gary, IN	Lake
WLUP	FM	97.9	C	Clsc Rock	Chicago, IL	07/02/2003	3	Emmis Communications	Chicago, IL	Cook
WYLL	AM	1160	C	Chrst/Talk	Chicago, IL	07/02/2003	3	Salem Communications Corporation	Chicago, IL	Cook
WMCW	AM	1600	C	Adlt Stndrd	Chicago, IL	07/02/2003	3	Kovas Communications	Harvard, IL	Mc Henry
WNUA	FM	95.5	C	Smooth	Chicago, IL	07/02/2003	3	Clear Channel Communications	Chicago, IL	Cook
WCFJ	AM	1470	C	Ethnc/Varty	Chicago, IL	07/02/2003	3	NewsWeb Corporation	Chicago Heights, IL	Cook
WBIG	AM	1280	C	News/Talk	Chicago, IL	07/02/2003	3	McNaughton-Jackle Stations	Aurora, IL	Du Page
WDRV	FM	97.1	C	Rock	Chicago, IL	07/02/2003	3	Bonneville International Corp	Chicago, IL	Cook
WPJX	AM	1500	C	Oldies	Chicago, IL	07/02/2003	3 p	Polnet Communications Ltd	Zion, IL	Lake
WWDV	FM	96.9	C	Rock	Chicago, IL	07/02/2003	3	Bonneville International Corp	Zion, IL	Lake
WNWI	AM	1080	C	Intnl/Talk	Chicago, IL	07/02/2003	3	Birach Broadcasting Corporation	Oak Lawn, IL	Cook
WOJO	FM	105.1	C	Span/Mexcn	Chicago, IL	07/02/2003	3	Univision Communications Inc	Evanston, IL	Cook
WONX	AM	1590	C	Ethnic	Chicago, IL	07/02/2003	3	Kovas Communications	Evanston, IL	Cook
WPNA	AM	1490	C	Polish	Chicago, IL	07/02/2003	3	Polish National Alliance	Oak Park, IL	Cook
WRMN	AM	1410	C	News/Talk	Chicago, IL	07/02/2003	3 p	Elgin Broadcasting Company Inc	Elgin, IL	Kane
WKIE	FM	92.7	C	Adult Hits	Chicago, IL	07/02/2003	3	NewsWeb Corporation	Arlington Heights, IL	Cook
WSPY	FM	107.1	C	AC	Chicago, IL	07/02/2003	3	Nelson Multimedia Inc	Plano, IL	Kendall
WRDZ	AM	1300	C	Children	Chicago, IL	07/02/2003	3	ABC/Disney	La Grange, IL	Cook
WYCA	FM	102.3	C	Gospel	Chicago, IL	07/02/2003	3	Crawford Broadcasting Company	Crete, IL	Will
WUSN	FM	99.5	C	Country	Chicago, IL	07/02/2003	3	CBS Radio	Chicago, IL	Cook
WVON	AM	1450	C	Talk	Chicago, IL	07/02/2003	3	Midway Broadcasting	Cicero, IL	Cook

"C" - Commercial Station; "NC" - Non Commercial Station

"p" indicates pending sale to owner listed



# FCC Geographic Market Definition for Chicago, IL

Call Letters	AM/FM	Freq	Type		Home Market	Market	Home	Owner	City & State of License	County of License
			Station	Format		Designtn Date	Mkt Rank			
WVUR	FM	95.1	NC	Diverse	Chicago, IL	07/02/2003	3	Valparaiso University	Valparaiso, IN	Porter
WVIV	FM	103.1	C	Span/Regat	Chicago, IL	07/02/2003	3	Univision Communications Inc	Highland Park, IL	Lake
WWCA	AM	1270	C	Gospel	Chicago, IL	07/02/2003	3	Starboard Media Foundation Inc	Gary, IN	Lake
WXRD	FM	103.9	C	Clsc Rock	Chicago, IL	07/02/2003	3	Porter County Broadcasting	Crown Point, IN	Lake
WZSR	FM	105.5	C	AC	Chicago, IL	07/02/2003	3	NextMedia Group	Woodstock, IL	Mc Henry
WXLC	FM	102.3	C	Hot AC	Chicago, IL	07/02/2003	3	NextMedia Group	Waukegan, IL	Lake
WXRT	FM	93.1	C	AAA	Chicago, IL	07/02/2003	3	CBS Radio	Chicago, IL	Cook
WPWX	FM	92.3	C	Urban	Chicago, IL	07/02/2003	3	Crawford Broadcasting Company	Hammond, IN	Lake
WPPN	FM	106.7	C	Spanish AC	Chicago, IL	07/02/2003	3	Univision Communications Inc	Des Plaines, IL	Cook
WZVN	FM	107.1	C	AC	Chicago, IL	07/02/2003	3	Porter County Broadcasting	Lowell, IN	Lake
WCKG	FM	105.9	C	Talk	Chicago, IL	07/02/2003	3	CBS Radio	Elmwood Park, IL	Cook
WNDZ	AM	750	C	Variety	Chicago, IL	07/02/2003	3	NewsWeb Corporation	Portage, IN	Porter
WNVR	AM	1030	C	Polish	Chicago, IL	07/02/2003	3	Polnet Communications Ltd	Vernon Hills, IL	Lake
WRTO	AM	1200	C	Spn/Tlk/Nws	Chicago, IL	07/02/2003	3	Univision Communications Inc	Chicago, IL	Cook
WRXQ	FM	100.7	C	Clsc Rock	Chicago, IL	07/02/2003	3	NextMedia Group	Coal City, IL	Grundy
WCFL	FM	104.7	NC	ChrsContem	Chicago, IL	07/02/2003	3	Illinois Bible Institute	Morris, IL	Grundy
WCSJ	FM	103.1	C	AdStd/News	Chicago, IL	07/02/2003	3	Nelson Multimedia Inc	Morris, IL	Grundy
WSBC	AM	1240	C	Ethnc/Varty	Chicago, IL	07/02/2003	3	NewsWeb Corporation	Chicago, IL	Cook
WCEV	AM	1450	C	Ethnic	Chicago, IL	07/02/2003	3	Migala Communications Corp	Cicero, IL	Cook
WJDK	FM	95.7	C	AC	Chicago, IL	07/02/2003	3	Nelson Multimedia Inc	Seneca, IL	Grundy
WMBI	AM	1110	NC	Religion	Chicago, IL	07/02/2003	3	Moody Bible Institute of Chicago Incorporated	Chicago, IL	Cook
WARG	FM	88.9	NC	Alternative	Chicago, IL	07/02/2003	3	Community High School Dist 217	Summit, IL	Cook
WBEZ	FM	91.5	NC	Nws/Tlk/Inf	Chicago, IL	07/02/2003	3	WBEZ Alliance Inc	Chicago, IL	Cook
WCRX	FM	88.1	NC	CHR	Chicago, IL	07/02/2003	3	Columbia College	Chicago, IL	Cook
WCSF	FM	88.7	NC	Rock/Altve	Chicago, IL	07/02/2003	3	College of St. Francis	Joliet, IL	Will
WDCB	FM	90.9	NC	Jazz/News	Chicago, IL	07/02/2003	3	College Of Du Page	Glen Ellyn, IL	Du Page
WDGC	FM	88.3	NC	Variety	Chicago, IL	07/02/2003	3	Du Page City, IL School District #99	Downers Grove, IL	Du Page
WDSO	FM	88.3	NC	Variety	Chicago, IL	07/02/2003	3	Duneland School Corp	Chesterton, IN	Porter
WEPS	FM	88.9	NC	Educational	Chicago, IL	07/02/2003	3	Union Sch Dist #46	Elgin, IL	Kane
WETN	FM	88.1	NC	ChrsContem	Chicago, IL	07/02/2003	3	Wheaton College	Wheaton, IL	Du Page
WGBK	FM	88.5	NC	Educational	Chicago, IL	07/02/2003	3	Glenbrook High School District	Glenview, IL	Cook
WGTD	FM	91.1	NC	NPR/ClscI	Chicago, IL	07/02/2003	3	Gateway Technical College	Kenosha, WI	Kenosha
WGVE	FM	88.7	NC	Variety	Chicago, IL	07/02/2003	3	Gary Community School Corp	Gary, IN	Lake
WHFH	FM	88.5	NC	AOR	Chicago, IL	07/02/2003	3	Community High School District No. 233	Flossmoor, IL	Cook

"C" - Commercial Station; "NC" - Non Commercial Station

"p" indicates pending sale to owner listed



# FCC Geographic Market Definition for Chicago, IL

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
WHPK	FM	88.5	NC	Variety	Chicago, IL	07/02/2003	3	University of Chicago	Chicago, IL	Cook
WHSD	FM	88.5	NC	Variety	Chicago, IL	07/02/2003	3	Hinsdale Twp.	Hinsdale, IL	Du Page
WJCG	FM	88.9	NC	Religion	Chicago, IL	07/02/2003	3	Moody Bible Institute of Chicago Incorporated	Monee, IL	Will
WJCH	FM	91.9	NC	Religion	Chicago, IL	07/02/2003	3	Family Stations Inc	Joliet, IL	Will
WKKC	FM	89.3	NC	Educational	Chicago, IL	07/02/2003	3	Community College District #508	Chicago, IL	Cook
WLRA	FM	88.1	NC	Variety	Chicago, IL	07/02/2003	3	Lewis University	Lockport, IL	Will
WLTL	FM	88.1	NC	Variety	Chicago, IL	07/02/2003	3	Lyons Township High School	La Grange, IL	Cook
WLUW	FM	88.7	NC	Variety	Chicago, IL	07/02/2003	3	Loyola University of Chicago	Chicago, IL	Cook
WMBI	FM	90.1	NC	Religion	Chicago, IL	07/02/2003	3	Moody Bible Institute of Chicago Incorporated	Chicago, IL	Cook
WMTH	FM	90.5	NC	Eclectic	Chicago, IL	07/02/2003	3	Maine Township #207	Park Ridge, IL	Cook
WMXM	FM	88.9	NC	Variety	Chicago, IL	07/02/2003	3	Lake Forest College	Lake Forest, IL	Lake
WNTH	FM	88.1	NC	Variety	Chicago, IL	07/02/2003	3	Twp High School District #203	Winnetka, IL	Cook
WNUR	FM	89.3	NC	Variety	Chicago, IL	07/02/2003	3	Northwestern University	Evanston, IL	Cook
WONC	FM	89.1	NC	AOR	Chicago, IL	07/02/2003	3	North Central College	Naperville, IL	Du Page
WIIT	FM	88.9	NC	Variety	Chicago, IL	07/02/2003	3	Illinois Institute of Technology	Chicago, IL	Cook
WRRG	FM	88.9	NC	Alternative	Chicago, IL	07/02/2003	3	Triton College	River Grove, IL	Cook
WRSE	FM	88.7	NC	Alternative	Chicago, IL	07/02/2003	3	Elmhurst College	Elmhurst, IL	Du Page
WRTE	FM	90.5	NC	Variety	Chicago, IL	07/02/2003	3	Mexican Fine Arts Center Museum	Chicago, IL	Cook
WSSD	FM	88.1	NC	Urban/Jazz	Chicago, IL	07/02/2003	3	Lakeside Telecommunications Inc	Chicago, IL	Cook
WXAV	FM	88.3	NC	Variety	Chicago, IL	07/02/2003	3	St. Xavier University	Chicago, IL	Cook
WZRD	FM	88.3	NC	Variety	Chicago, IL	07/02/2003	3	Northeastern Illinois University	Chicago, IL	Cook
WBEW	FM	89.5	NC	Nws/Tlk/Inf	Chicago, IL	07/02/2003	3	WBEZ Alliance Inc	Chesterton, IN	Porter
WRLI	AM	1690	C	Oldies	Chicago, IL	10/24/2003	3	Clear Channel Communications	Berwyn, IL	Cook
WBMF	FM	88.1	NC	Christian	Chicago, IL	12/22/2003	3	p Family Worship Center Church Inc	Crete, IL	Will
WCLR	FM	88.3	NC	ChrsContem	Chicago, IL	01/12/2004	3	Educational Media Foundation	Arlington Heights, IL	Cook
WEDC	AM	1240	C	Ethnic	Chicago, IL	09/16/2004	3	Foreign Language Broadcasts Inc	Chicago, IL	Cook
WSRI	FM	88.7	NC	ChrsContem	Chicago, IL	05/24/2005	3	Educational Media Foundation	Sugar Grove, IL	Kane
WAES	FM	88.1	NC	Variety	Chicago, IL	07/02/2003	3	Adlai E Stevenson HS Dist 125	Lincolnshire, IL	Lake
WTMK	FM	88.5	NC	ChrsContem	Chicago, IL	12/12/2005	3	CSN International	Lowell, IN	Lake
WHCM	FM	88.3	NC	Variety	Chicago, IL	07/02/2003	3	William Rainey Harper College	Palatine, IL	Cook
WBHI	FM	90.7	NC	DARK	Chicago, IL	07/02/2003	3	Bogan High School	Chicago, IL	Cook

Number of Stations in Geographic Market 133

**Previous Stations in Geographic Market**

WDEK	FM	92.5	C	Variety		01/20/2005	0	NewsWeb Corporation	DeKalb, IL	De Kalb
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"C" - Commercial Station; "NC" - Non Commercial Station

"p" indicates pending sale to owner listed



# FCC Geographic Market Definition for Chicago, IL

Call Letters	AM/ FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
WYRB	FM	106.3	C	Urban AC		01/20/2005	0	Crawford Broadcasting Company	Genoa, IL	De Kalb

"C" - Commercial Station; "NC" - Non Commercial Station

"p" indicates pending sale to owner listed

### **Dallas-Ft. Worth, TX Arbitron Metro**

ParentCo will control Stations WBAP(AM), Facility ID No. 71200, Ft. Worth, Texas (Tarrant County); KSCS(FM), Facility ID No. 71201, Ft. Worth, Texas (Tarrant County) and KTYS(FM), Facility ID No. 26468, Flower Mound, Texas (Denton County). In addition, pursuant to the Radio Disney Stations' Sales Representation Agreement, a copy of which has been provided at Exhibit 17 of this application, ABC Radio will act as non-exclusive sales representative for station KMKI(AM), Facility ID No. 49320, Plano, Texas (Collin County), which is licensed to Radio Disney Dallas LLC. It is uncertain whether ABC Radio will sell greater than 15% of the advertising time available on KMKI(AM), but out of an abundance of caution, in preparing this local radio ownership showing, ParentCo will presume that its interest in KMKI(AM) will be attributable. Tarrant, Denton and Collin counties are included in the Dallas-Ft. Worth, TX Arbitron Metro. As is demonstrated herein, ParentCo's ownership of WBAP(AM), KSCS(FM) and KTYS(FM), and its provision of advertising sales services for KMKI(AM) will comply with the Commission's local radio ownership rule.

As is shown on the attached "FCC Geographic Market Definition for Dallas-Ft. Worth, TX," generated using BIA Financial Network, Inc.'s Media Access Pro database, there are 80 licensed, full power commercial and noncommercial radio stations in the Dallas-Ft. Worth Metro.

The Commission's multiple ownership rule (47 C.F.R. § 73.3555(a)) provides that in a radio market with 45 or more full-power, commercial and noncommercial radio stations, a person or single entity may have a cognizable interest in not more than 8 commercial radio stations in total and not more than 5 commercial stations in the same service. Upon consummation of the merger, ParentCo will may have an attributable interest in 2 AM stations and 2 FM stations in the Dallas-Ft. Worth, TX Arbitron Metro, and therefore will comply with the Commission's multiple ownership rule in this market.



# FCC Geographic Market Definition for Dallas-Ft. Worth, TX

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
KTCK	AM	1310	C	Sprts/Talk	Dallas-Ft. Worth, TX	07/02/2003	5	p Cumulus Media Partners LLC	Dallas, TX	Dallas
KZPS	FM	92.5	C	Clsc Rock	Dallas-Ft. Worth, TX	07/02/2003	5	Clear Channel Communications	Dallas, TX	Dallas
KBEC	AM	1390	C	Country	Dallas-Ft. Worth, TX	07/02/2003	5	F & R Tuck Inc	Waxahachie, TX	Ellis
KCLE	AM	1140	C	Country	Dallas-Ft. Worth, TX	07/02/2003	5	p M&M Broadcasters Ltd	Cleburne, TX	Johnson
KTNO	AM	1440	C	Span/Chrst	Dallas-Ft. Worth, TX	07/02/2003	5	Mortenson Broadcasting Company Incorporated	University Park, TX	Dallas
KDGE	FM	102.1	C	Alternative	Dallas-Ft. Worth, TX	07/02/2003	5	Clear Channel Communications	Fort Worth-Dallas, TX	Tarrant
KZMP	FM	104.9	C	Mexican	Dallas-Ft. Worth, TX	07/02/2003	5	Entravision Holdings LLC	Pilot Point, TX	Denton
KEGL	FM	97.1	C	Span/Oldes	Dallas-Ft. Worth, TX	07/02/2003	5	Clear Channel Communications	Fort Worth, TX	Tarrant
KESN	FM	103.3	C	Sports	Dallas-Ft. Worth, TX	07/02/2003	5	ABC/Disney	Allen, TX	Collin
KLTY	FM	94.9	C	ChrsContem	Dallas-Ft. Worth, TX	07/02/2003	5	Salem Communications Corporation	Arlington, TX	Tarrant
KFJZ	AM	870	C	Tejano	Dallas-Ft. Worth, TX	07/02/2003	5	Border Media Partners LLC	Fort Worth, TX	Tarrant
KNOR	FM	93.7	C	Urban	Dallas-Ft. Worth, TX	07/02/2003	5	Lieberman Broadcasting Inc	Krum, TX	Denton
KFCD	AM	990	C	Talk/Sprts	Dallas-Ft. Worth, TX	07/02/2003	5	p D.B. Zwirn & Co LP	Farmersville, TX	Collin
KHVN	AM	970	C	Gospel	Dallas-Ft. Worth, TX	07/02/2003	5	Mortenson Broadcasting Company Incorporated	Fort Worth, TX	Tarrant
KXEB	AM	910	C	Talk	Dallas-Ft. Worth, TX	07/02/2003	5	Border Media Partners LLC	Frisco, TX	Denton
KHKS	FM	106.1	C	CHR	Dallas-Ft. Worth, TX	07/02/2003	5	Clear Channel Communications	Denton, TX	Denton
KWRD	FM	100.7	C	Chrst/Talk	Dallas-Ft. Worth, TX	08/02/2003	5	Salem Communications Corporation	Highland Village, TX	Denton
KKDA	AM	730	C	Urban	Dallas-Ft. Worth, TX	07/02/2003	5	Service Broadcasting Corporation	Grand Prairie, TX	Dallas
KKDA	FM	104.5	C	Urban	Dallas-Ft. Worth, TX	07/02/2003	5	Service Broadcasting Corporation	Dallas, TX	Dallas
KLUV	FM	98.7	C	Oldies	Dallas-Ft. Worth, TX	07/02/2003	5	CBS Radio	Dallas, TX	Dallas
KNIT	AM	1480	C	Spn/Tej/Spt	Dallas-Ft. Worth, TX	07/02/2003	5	James Crystal Enterprises	Dallas, TX	Dallas
KJKK	FM	100.3	C	Jack	Dallas-Ft. Worth, TX	07/02/2003	5	CBS Radio	Dallas, TX	Dallas
KDMX	FM	102.9	C	AC	Dallas-Ft. Worth, TX	07/02/2003	5	Clear Channel Communications	Dallas, TX	Dallas
KZMP	AM	1540	C	Mexican	Dallas-Ft. Worth, TX	07/02/2003	5	Entravision Holdings LLC	University Park, TX	Dallas
KOAI	FM	107.5	C	Smooth	Dallas-Ft. Worth, TX	07/02/2003	5	CBS Radio	Fort Worth, TX	Tarrant
KPIR	AM	1420	C	Country	Dallas-Ft. Worth, TX	07/02/2003	5	BBC Broadcasting	Granbury, TX	Hood
KPLX	FM	99.5	C	Country	Dallas-Ft. Worth, TX	07/02/2003	5	p Cumulus Media Partners LLC	Fort Worth, TX	Tarrant
KLLI	FM	105.3	C	Talk	Dallas-Ft. Worth, TX	07/02/2003	5	CBS Radio	Dallas, TX	Dallas
KRLD	AM	1080	C	News	Dallas-Ft. Worth, TX	07/02/2003	5	CBS Radio	Dallas, TX	Dallas
KJON	AM	850	C	Cntry/BIGrs	Dallas-Ft. Worth, TX	07/02/2003	5	Border Media Partners LLC	Carrollton, TX	Collin
KSCS	FM	96.3	C	Country	Dallas-Ft. Worth, TX	07/02/2003	5	ABC/Disney	Fort Worth, TX	Tarrant
KFLC	AM	1270	C	Spn/Nws/Sp	Dallas-Ft. Worth, TX	07/02/2003	5	Univision Communications Inc	Fort Worth, TX	Tarrant
KPYK	AM	1570	C	Big Band	Dallas-Ft. Worth, TX	07/02/2003	5	Mohnkern Electronics	Terrell, TX	Kaufman
KRVF	FM	106.9	C	Country	Dallas-Ft. Worth, TX	07/02/2003	5	LKCM Radio Group LP	Kerens, TX	Kaufman

"C" - Commercial Station; "NC" - Non Commercial Station

"p" indicates pending sale to owner listed



# FCC Geographic Market Definition for Dallas-Ft. Worth, TX

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
KRVA	AM	1600	C	Span/Chrst	Dallas-Ft. Worth, TX	07/02/2003	5	Mortenson Broadcasting Company Incorporated	Cockrell Hill, TX	Dallas
KSOC	FM	94.5	C	CIHts/R&BO	Dallas-Ft. Worth, TX	07/02/2003	5	Radio One Inc	Gainesville, TX	Cooke
KMGS	AM	1160	C	Urban/Oldes	Dallas-Ft. Worth, TX	07/02/2003	5	First Broadcasting Investment Partners, LLC	Highland Park, TX	Dallas
KVIL	FM	103.7	C	AC	Dallas-Ft. Worth, TX	07/02/2003	5	CBS Radio	Highland Park-Dallas, TX	Dallas
KBOC	FM	98.3	C	Country	Dallas-Ft. Worth, TX	07/02/2003	5	Witko Broadcasting LLC	Bridgeport, TX	Wise
KMKI	AM	620	C	Children	Dallas-Ft. Worth, TX	07/02/2003	5	ABC/Disney	Plano, TX	Collin
KRNB	FM	105.7	C	Rhythm/Blue	Dallas-Ft. Worth, TX	07/02/2003	5	Service Broadcasting Corporation	Decatur, TX	Wise
KESS	FM	107.9	C	Span/Mexcn	Dallas-Ft. Worth, TX	07/02/2003	5	Univision Communications Inc	Lewisville, TX	Denton
KMNY	AM	1360	C	Bus News	Dallas-Ft. Worth, TX	07/02/2003	5	Multicultural Radio Broadcasting Inc	Hurst, TX	Tarrant
KFWR	FM	95.9	C	Country	Dallas-Ft. Worth, TX	07/02/2003	5	LKCM Radio Group LP	Mineral Wells, TX	Palo Pinto
KZEE	AM	1220	C	Ethnc/Gospl	Dallas-Ft. Worth, TX	07/02/2003	5	Tarrant Radio Broadcasting Inc	Weatherford, TX	Parker
KBFB	FM	97.9	C	Hip Hop	Dallas-Ft. Worth, TX	07/02/2003	5	Radio One Inc	Dallas, TX	Dallas
KTYS	FM	96.7	C	Country	Dallas-Ft. Worth, TX	07/02/2003	5	ABC/Disney	Flower Mound, TX	Denton
KHFX	AM	1460	C	Country	Dallas-Ft. Worth, TX	07/02/2003	5	M&M Broadcasters Ltd	Burleson, TX	Johnson
WBAP	AM	820	C	News/Talk	Dallas-Ft. Worth, TX	07/02/2003	5	ABC/Disney	Fort Worth, TX	Tarrant
KLIF	AM	570	C	Talk	Dallas-Ft. Worth, TX	07/02/2003	5	p Cumulus Media Partners LLC	Dallas, TX	Dallas
WRR	FM	101.1	C	Classical	Dallas-Ft. Worth, TX	07/02/2003	5	City of Dallas	Dallas, TX	Dallas
KDFT	AM	540	C	Span/Chrst	Dallas-Ft. Worth, TX	07/02/2003	5	Multicultural Radio Broadcasting Inc	Ferris, TX	Dallas
KFZO	FM	99.1	C	Span/Regat	Dallas-Ft. Worth, TX	07/02/2003	5	Univision Communications Inc	Denton, TX	Denton
KTCY	FM	101.7	C	Span/CHR	Dallas-Ft. Worth, TX	07/02/2003	5	Entravision Holdings LLC	Azle, TX	Tarrant
KLNO	FM	94.1	C	Span/Mexcn	Dallas-Ft. Worth, TX	07/02/2003	5	Univision Communications Inc	Fort Worth, TX	Tarrant
KDXX	FM	107.1	C	Spanish AC	Dallas-Ft. Worth, TX	07/02/2003	5	Univision Communications Inc	Benbrook, TX	Tarrant
KZZA	FM	106.7	C	Hurban	Dallas-Ft. Worth, TX	07/02/2003	5	Entravision Holdings LLC	Muenster, TX	Cooke
KAAM	AM	770	C	AdStd/Nstlg	Dallas-Ft. Worth, TX	07/02/2003	5	Crawford Broadcasting Company	Garland, TX	Dallas
KFXR	AM	1190	C	Sports	Dallas-Ft. Worth, TX	07/02/2003	5	Clear Channel Communications	Dallas, TX	Dallas
KSKY	AM	660	C	News/Talk	Dallas-Ft. Worth, TX	07/02/2003	5	Salem Communications Corporation	Balch Springs, TX	Dallas
KTDK	FM	104.1	C	Sprts/Talk	Dallas-Ft. Worth, TX	07/02/2003	5	p Cumulus Media Partners LLC	Sanger, TX	Denton
KGGR	AM	1040	C	Gospel	Dallas-Ft. Worth, TX	07/02/2003	5	Mortenson Broadcasting Company Incorporated	Dallas, TX	Dallas
KHYI	FM	95.3	C	Amerc/Cntry	Dallas-Ft. Worth, TX	07/02/2003	5	Metro Broadcasters-TX Inc	Howe, TX	Grayson
KDBN	FM	93.3	C	Clsc Rock	Dallas-Ft. Worth, TX	07/02/2003	5	p Cumulus Media Partners LLC	Haltom City, TX	Tarrant
KKLF	AM	1700	C	Talk	Dallas-Ft. Worth, TX	03/15/2005	5	p Cumulus Media Partners LLC	Richardson, TX	Dallas
KXEZ	FM	92.1	C	Old/Spt/Nws	Dallas-Ft. Worth, TX	07/02/2003	5	Metro Broadcasters-TX Inc	Farmersville, TX	Collin
KCBI	FM	90.9	NC	ChrsContem	Dallas-Ft. Worth, TX	07/02/2003	5	Criswell College	Dallas, TX	Dallas
KDKR	FM	91.3	NC	Religion	Dallas-Ft. Worth, TX	07/02/2003	5	CSN International	Decatur, TX	Wise

"C" - Commercial Station; "NC" - Non Commercial Station

"p" indicates pending sale to owner listed



## FCC Geographic Market Definition for Dallas-Ft. Worth, TX

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
KEOM	FM	88.5	NC	Educational	Dallas-Ft. Worth, TX	07/02/2003	5	Mesquite Independent School District	Mesquite, TX	Dallas
KERA	FM	90.1	NC	Nws/Tlk/Inf	Dallas-Ft. Worth, TX	07/02/2003	5	North Texas Public Broadcasting Inc	Dallas, TX	Dallas
KJCR	FM	88.3	NC	ChrsContem	Dallas-Ft. Worth, TX	07/02/2003	5	Southwestern Adventist University	Keene, TX	Johnson
KSQX	FM	89.1	NC	Oldies	Dallas-Ft. Worth, TX	07/02/2003	5	CSSI Non Profit Educational Broadcasting	Springtown, TX	Parker
KNON	FM	89.3	NC	Variety	Dallas-Ft. Worth, TX	07/02/2003	5	Agape Broadcasting Foundation Inc	Dallas, TX	Dallas
KNTU	FM	88.1	NC	Jazz/Clsc	Dallas-Ft. Worth, TX	07/02/2003	5	University of North Texas	McKinney, TX	Collin
KTCU	FM	88.7	NC	Variety	Dallas-Ft. Worth, TX	07/02/2003	5	Texas Christian University	Fort Worth, TX	Tarrant
KVRK	FM	89.7	NC	Chrst/Rock	Dallas-Ft. Worth, TX	07/02/2003	5	Research Educational Foundation	Sanger, TX	Denton
KVTT	FM	91.7	NC	Chrst/Talk	Dallas-Ft. Worth, TX	07/02/2003	5	Covenant Educational Media Inc	Dallas, TX	Dallas
KYQX	FM	89.5	NC	Soft Rock	Dallas-Ft. Worth, TX	07/02/2003	5	CSSI Non Profit Educational Broadcasting	Weatherford, TX	Parker
KKGM	AM	1630	C	Gospel	Dallas-Ft. Worth, TX	07/02/2003	5	Mortenson Broadcasting Company Incorporated	Ft. Worth, TX	Tarrant
KMQX	FM	88.5	NC	Oldies	Dallas-Ft. Worth, TX	11/24/2003	5	CSSI Non Profit Educational Broadcasting	Weatherford, TX	Parker
KHSE	AM	700	C	CP - NOA	Dallas-Ft. Worth, TX	10/20/2004	5	p D.B. Zwirn & Co LP	Wylie, TX	Collin

**Number of Stations in Geographic Market 81**

### Previous Stations in Geographic Market

KTFW	FM	92.1	C	Country		01/26/2006	0	LKCM Radio Group LP	Glen Rose, TX	Somervell
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## **Detroit, MI Arbitron Metro**

ParentCo will control Stations WJR(AM), Facility ID No. 8626, Detroit, Michigan (Wayne County); WDVD(FM), Facility ID No. 8631, Detroit, Michigan (Wayne County) and WDRQ(FM), Facility ID No. 70040, Detroit, Michigan (Wayne County). In addition, pursuant to the Radio Disney Stations' Sales Representation Agreement, a copy of which has been provided at Exhibit 17 of this application, ABC Radio will act as non-exclusive sales representative for station WFDF(AM), Facility ID No. 13664, Farmington Hills, Michigan (Oakland County), which is licensed to Radio Disney Group LLC. It is uncertain whether ABC Radio will sell greater than 15% of the advertising time available on WFDF(AM), but out of an abundance of caution, in preparing this local radio ownership showing, ParentCo will presume that its interest in WFDF(AM) will be attributable. Both Wayne and Oakland counties are included in the Detroit, Michigan Arbitron Metro. As is demonstrated herein, ParentCo's ownership of WJR(AM), WDVD(FM) and WDRQ(FM), and its provision of advertising sales services for WFDF(AM) will comply with the Commission's local radio ownership rule.

As is shown on the attached "FCC Geographic Market Definition for Detroit, MI," generated using BIA Financial Network, Inc.'s Media Access Pro database, there are 68 licensed, full power commercial and noncommercial radio stations in the Detroit, MI Metro.

The Commission's multiple ownership rule (47 C.F.R. § 73.3555(a)) provides that in a radio market with 45 or more full-power, commercial and noncommercial radio stations, a person or single entity may have a cognizable interest in not more than 8 commercial radio stations in total and not more than 5 commercial stations in the same service. ParentCo may have an attributable interest in 2 AM stations and 2 FM stations in the Detroit, MI Arbitron Metro, and therefore will comply with the Commission's multiple ownership rule in this market.



# FCC Geographic Market Definition for Detroit, MI

Call Letters	AM/FM	Freq	Type		Home Market	Market	Home	Owner	City & State of License	County of License
			Station	Format		Designtn Date	Mkt Rank			
WHMI	FM	93.5	C	Clsc Hits	Detroit, MI	07/02/2003	9	Livingston Radio	Howell, MI	Livingston
WMKM	AM	1440	C	Gospel	Detroit, MI	07/02/2003	9	Davidson Media Group LLC	Inkster, MI	Wayne
WCAR	AM	1090	C	Religion	Detroit, MI	07/02/2003	9	1090 Investments LLC	Livonia, MI	Wayne
WCHB	AM	1200	C	Gospel	Detroit, MI	07/02/2003	9	Radio One Inc	Taylor, MI	Wayne
WYCD	FM	99.5	C	Country	Detroit, MI	07/02/2003	9	CBS Radio	Detroit, MI	Wayne
WDFN	AM	1130	C	Sports	Detroit, MI	07/02/2003	9	Clear Channel Communications	Detroit, MI	Wayne
WMXD	FM	92.3	C	Urban AC	Detroit, MI	07/02/2003	9	Clear Channel Communications	Detroit, MI	Wayne
WKQI	FM	95.5	C	Top 40	Detroit, MI	07/02/2003	9	Clear Channel Communications	Detroit, MI	Wayne
WLSP	AM	1530	C	Adlt Stndrd	Flint, MI	07/02/2003	125	Regent Communications, Inc	Lapeer, MI	Lapeer
WQUS	FM	103.1	C	Rock	Flint, MI	07/02/2003	125	Regent Communications, Inc	Lapeer, MI	Lapeer
WDRQ	FM	93.1	C	Clsc Hits	Detroit, MI	07/02/2003	9	ABC/Disney	Detroit, MI	Wayne
WYDM	FM	97.5	NC	Variety	Detroit, MI	07/02/2003	9	Monroe Public Schools	Monroe, MI	Monroe
WEXL	AM	1340	C	Gospel	Detroit, MI	07/02/2003	9	Crawford Broadcasting Company	Royal Oak, MI	Oakland
WDFD	AM	910	C	Children	Detroit, MI	08/08/2005	9	ABC/Disney	Farmington Hills, MI	Oakland
WGPR	FM	107.5	C	Urb/Jaz/R&	Detroit, MI	07/02/2003	9	WGPR Inc	Detroit, MI	Wayne
WHLS	AM	1450	C	Adlt Stndrd	Detroit, MI	07/02/2003	9	Liggett Communications LLC	Port Huron, MI	St Clair
WRDT	AM	560	C	Religion	Detroit, MI	07/02/2003	9	Crawford Broadcasting Company	Monroe, MI	Monroe
WDVD	FM	96.3	C	Hot AC	Detroit, MI	07/02/2003	9	ABC/Disney	Detroit, MI	Wayne
WJLB	FM	97.9	C	Urban	Detroit, MI	07/02/2003	9	Clear Channel Communications	Detroit, MI	Wayne
WKRK	FM	97.1	C	Talk	Detroit, MI	07/02/2003	9	CBS Radio	Detroit, MI	Wayne
WJR	AM	760	C	FullService	Detroit, MI	07/02/2003	9	ABC/Disney	Detroit, MI	Wayne
WHTD	FM	102.7	C	Urban	Detroit, MI	07/02/2003	9	Radio One Inc	Mount Clemens, MI	Macomb
WDMK	FM	105.9	C	Urban AC	Detroit, MI	07/02/2003	9	Radio One Inc	Detroit, MI	Wayne
WVMV	FM	98.7	C	SmJaz/NAC	Detroit, MI	07/02/2003	9	CBS Radio	Detroit, MI	Wayne
WLQV	AM	1500	C	Chrst/Talk	Detroit, MI	07/02/2003	9	Salem Communications Corporation	Detroit, MI	Wayne
WCSX	FM	94.7	C	Clsc Rock	Detroit, MI	07/02/2003	9	Greater Media Inc	Birmingham, MI	Oakland
WMPC	AM	1230	C	Christian	Detroit, MI	07/02/2003	9	Calvary Bible Church	Lapeer, MI	Lapeer
WMUZ	FM	103.5	C	ChrsContem	Detroit, MI	07/02/2003	9	Crawford Broadcasting Company	Detroit, MI	Wayne
WDTW	AM	1310	C	Nws/Tlk/Inf	Detroit, MI	07/02/2003	9	Clear Channel Communications	Dearborn, MI	Wayne
WNIC	FM	100.3	C	AC	Detroit, MI	07/02/2003	9	Clear Channel Communications	Dearborn, MI	Wayne
WOMC	FM	104.3	C	Oldies	Detroit, MI	07/02/2003	9	CBS Radio	Detroit, MI	Wayne
WPHM	AM	1380	C	Nws/Tlk/Inf	Detroit, MI	07/02/2003	9	Liggett Communications LLC	Port Huron, MI	St Clair
WPON	AM	1460	C	Tlk/Old/Eth	Detroit, MI	07/02/2003	9	Birach Broadcasting Corporation	Walled Lake, MI	Oakland
WDTK	AM	1400	C	News/Talk	Detroit, MI	07/02/2003	9	Salem Communications Corporation	Detroit, MI	Wayne

"C" - Commercial Station; "NC" - Non Commercial Station

"p" indicates pending sale to owner listed



# FCC Geographic Market Definition for Detroit, MI

Call Letters	AM/FM	Freq	Type		Home Market	Market	Home	Owner	City & State of License	County of License
			Station	Format		Designtn Date	Mkt Rank			
WMGC	FM	105.1	C	AC	Detroit, MI	07/02/2003	9	Greater Media Inc	Detroit, MI	Wayne
WRIF	FM	101.1	C	AOR	Detroit, MI	07/02/2003	9	Greater Media Inc	Detroit, MI	Wayne
WSAQ	FM	107.1	C	Country	Detroit, MI	07/02/2003	9	Liggett Communications LLC	Port Huron, MI	St Clair
WTWR	FM	98.3	C	CHR	Toledo, OH	07/02/2003	84	Cumulus Broadcasting Inc	Luna Pier, MI	Monroe
WWJ	AM	950	C	News	Detroit, MI	07/02/2003	9	CBS Radio	Detroit, MI	Wayne
WDTW	FM	106.7	C	Clsc Hits	Detroit, MI	07/02/2003	9	Clear Channel Communications	Detroit, MI	Wayne
WXYT	AM	1270	C	Sports	Detroit, MI	07/02/2003	9	CBS Radio	Detroit, MI	Wayne
WNZK	AM	690	C	Nws/Tlk/Int	Detroit, MI	07/02/2003	9	Birach Broadcasting Corporation	Dearborn Heights, MI	Wayne
WUFL	AM	1030	NC	Christian	Detroit, MI	07/02/2003	9	Family Life Communications Inc	Sterling Heights, MI	Macomb
CKLW	AM	800	C	News/Talk	Detroit, MI	07/02/2003	9	CHUM Group Radio	Windsor, ON	Ontario
WHLX	AM	1590	C	Adlt Stndrd	Detroit, MI	07/02/2003	9	Liggett Communications LLC	Marine City, MI	St Clair
CIDR	FM	93.9	C	AC	Detroit, MI	07/02/2003	9	CHUM Group Radio	Windsor, ON	Ontario
CIMX	FM	88.7	C	Alternative	Detroit, MI	07/02/2003	9	CHUM Group Radio	Windsor, ON	Ontario
CKWW	AM	580	C	AC	Detroit, MI	07/02/2003	9	CHUM Group Radio	Windsor, ON	Ontario
WGRT	FM	102.3	C	AC	Detroit, MI	07/02/2003	9	Port Huron Family Radio	Port Huron, MI	St Clair
WAHS	FM	89.5	NC	CHR	Detroit, MI	07/02/2003	9	Avondale School District	Auburn Heights, MI	Oakland
WAUS	FM	90.7	NC	Classical	Detroit, MI	07/02/2003	9	Andrews Broadcasting Corp	Berrien Springs, MI	Oakland
WBFH	FM	88.1	NC	Variety	Detroit, MI	07/02/2003	9	Bloomfield Hills School District	Bloomfield Hills, MI	Oakland
WBLD	FM	89.3	NC	AOR	Detroit, MI	07/02/2003	9	West Bloomfield Bd of Education	Orchard Lake, MI	Oakland
WDET	FM	101.9	NC	NPR/Prgvs	Detroit, MI	07/02/2003	9	Wayne State University	Detroit, MI	Wayne
WRCJ	FM	90.9	NC	Clsc/Jazz	Detroit, MI	07/02/2003	9	City of Detroit, Board of Educators	Detroit, MI	Wayne
WHFR	FM	89.3	NC	Variety	Detroit, MI	07/02/2003	9	Henry Ford Community College	Dearborn, MI	Wayne
WHPR	FM	88.1	NC	Talk/Clsc	Detroit, MI	07/02/2003	9	Highland Park Broadcasting LP	Highland Park, MI	Wayne
WNFA	FM	88.3	NC	Relgn/Insp	Detroit, MI	07/02/2003	9	Ross Bible Church	Port Huron, MI	St Clair
WORW	FM	91.9	NC	AOR	Detroit, MI	07/02/2003	9	Port Huron Area School District	Port Huron, MI	St Clair
WOVI	FM	89.5	NC	Lite Rock	Detroit, MI	07/02/2003	9	Novi Community School District, Board of	Novi, MI	Oakland
WPHS	FM	89.1	NC	Alternative	Detroit, MI	07/02/2003	9	Warren Consolidated Schools	Warren, MI	Macomb
WSDP	FM	88.1	NC	Alternative	Detroit, MI	07/02/2003	9	Plymouth-Canton Community Schools	Plymouth, MI	Wayne
WSGR	FM	91.3	NC	Jazz/Top40	Detroit, MI	07/02/2003	9	St Clair County Community College	Port Huron, MI	St Clair
WSHJ	FM	88.3	NC	CHR/News	Detroit, MI	07/02/2003	9	Southfield Board of Education	Southfield, MI	Oakland
WXOU	FM	88.3	NC	Educational	Detroit, MI	07/02/2003	9	Oakland University	Auburn Hills, MI	Oakland
WWKM	FM	89.1	NC	CCTmp/Educ	Detroit, MI	07/02/2003	9	Michigan Community Radio	Imlay City, MI	Lapeer
WHYT	FM	88.1	NC	ChrsContem	Detroit, MI	10/11/2004	9	Superior Communications	Goodland Township, MI	Lapeer
WDTR	FM	88.1	NC	ChrsContem	Toledo, OH	10/12/2004	84	Northland Community Broadcasters	Monroe, MI	Monroe

"C" - Commercial Station; "NC" - Non Commercial Station

"p" indicates pending sale to owner listed



# FCC Geographic Market Definition for Detroit, MI

Call Letters	AM/ FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
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Number of Stations in Geographic Market 68

Previous Stations in Geographic Market

## **Los Angeles, CA Arbitron Metro**

ParentCo will control Stations KABC(AM), Facility ID No. 33254, Los Angeles, California and KLOS(FM), Facility ID No. 35078, Los Angeles, California. In addition, pursuant to the Radio Disney Stations' Sales Representation Agreement, a copy of which has been provided at Exhibit 17 of this application, ABC Radio will act as non-exclusive sales representative for station KDIS(AM), Facility ID No. 25076, Pasadena, California (Los Angeles County), which is licensed to KABC-AM Radio, Inc. It is uncertain whether ABC Radio will sell greater than 15% of the advertising time available on KDIS(AM), but out of an abundance of caution, in preparing this local radio ownership showing, ParentCo will presume that its interest in KDIS(AM) will be attributable. As is demonstrated herein, ParentCo's ownership of KABC(AM) and KLOS(FM), and its provision of advertising sales services for KDIS(AM) will comply with the Commission's local radio ownership rule.

As is shown on the attached "FCC Geographic Market Definition for Los Angeles, CA," generated using BIA Financial Network, Inc.'s Media Access Pro database, there are 89 licensed, full power commercial and noncommercial radio stations in the Los Angeles Metro.

The Commission's multiple ownership rule (47 C.F.R. § 73.3555(a)) provides that in a radio market with 45 or more full-power, commercial and noncommercial radio stations, a person or single entity may have a cognizable interest in not more than 8 commercial radio stations in total and not more than 5 commercial stations in the same service. ParentCo may have an attributable interest in 2 AM stations and 1 FM station in the Los Angeles Arbitron Metro, and therefore will comply with the Commission's multiple ownership rule in this market.



# FCC Geographic Market Definition for Los Angeles, CA

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
KDAY	FM	93.5	C	Hip Hop	Los Angeles, CA	07/02/2003	2	Styles Media Group LLC	Redondo Beach, CA	Los Angeles
KSSE	FM	107.1	C	Span/CHR	Los Angeles, CA	07/02/2003	2	Entravision Holdings LLC	Arcadia, CA	Los Angeles
KABC	AM	790	C	Talk	Los Angeles, CA	07/02/2003	2	ABC/Disney	Los Angeles, CA	Los Angeles
KRCD	FM	103.9	C	Span/Oldes	Los Angeles, CA	07/02/2003	2	Univision Communications Inc	Inglewood, CA	Los Angeles
KMRB	AM	1430	C	Variety	Los Angeles, CA	07/02/2003	2	Multicultural Radio Broadcasting Inc	San Gabriel, CA	Los Angeles
KAVL	AM	610	C	Sprts/Talk	Los Angeles, CA	07/02/2003	2	Clear Channel Communications	Lancaster, CA	Los Angeles
KVVS	FM	97.7	C	Top 40	Los Angeles, CA	07/02/2003	2	Clear Channel Communications	Mojave, CA	Kern
KBIG	FM	104.3	C	AC	Los Angeles, CA	07/02/2003	2	Clear Channel Communications	Los Angeles, CA	Los Angeles
KRCV	FM	98.3	C	Span/Oldes	Los Angeles, CA	07/02/2003	2	Univision Communications Inc	West Covina, CA	Los Angeles
KBRT	AM	740	C	Chrst/Talk	Los Angeles, CA	07/02/2003	2	Crawford Broadcasting Company	Avalon, CA	Los Angeles
KBLA	AM	1580	C	Talk/Varty	Los Angeles, CA	07/02/2003	2	Multicultural Radio Broadcasting Inc	Santa Monica, CA	Los Angeles
KXXM	AM	1190	C	Ethnic	Los Angeles, CA	07/02/2003	2	Salem Communications Corporation	Paramount, CA	Orange
KFSH	FM	95.9	C	ChrsContem	Los Angeles, CA	07/02/2003	2	Salem Communications Corporation	Anaheim, CA	Orange
KWKW	AM	1330	C	Spn/Tlk/Spt	Los Angeles, CA	07/02/2003	2	Lotus Communications Corp	Los Angeles, CA	Los Angeles
KKBT	FM	100.3	C	Urban	Los Angeles, CA	07/02/2003	2	Radio One Inc	Los Angeles, CA	Los Angeles
KFI	AM	640	C	News/Talk	Los Angeles, CA	07/02/2003	2	Clear Channel Communications	Los Angeles, CA	Los Angeles
KXOL	FM	96.3	C	Span/Rhymc	Los Angeles, CA	07/02/2003	2	Spanish Broadcasting System	Los Angeles, CA	Los Angeles
KFRN	AM	1280	NC	Religion	Los Angeles, CA	07/02/2003	2	Family Stations Inc	Long Beach, CA	Los Angeles
KFWB	AM	980	C	News	Los Angeles, CA	07/02/2003	2	p KFWB License Trust	Los Angeles, CA	Los Angeles
KLTX	AM	1390	C	Span/Relgn	Los Angeles, CA	07/02/2003	2	Hi-Favor Broadcasting LLC	Long Beach, CA	Los Angeles
KYPA	AM	1230	C	Korea/Asian	Los Angeles, CA	07/02/2003	2	Multicultural Radio Broadcasting Inc	Los Angeles, CA	Los Angeles
KKGO	AM	1260	C	Adlt Stndrd	Los Angeles, CA	07/02/2003	2	Mt Wilson FM Broadcasters	Beverly Hills, CA	Los Angeles
KBUA	FM	94.3	C	Span/Mexcn	Los Angeles, CA	07/02/2003	2	Lieberman Broadcasting Inc	San Fernando, CA	Los Angeles
KALI	AM	900	C	Variety	Los Angeles, CA	07/02/2003	2	Multicultural Radio Broadcasting Inc	West Covina, CA	Los Angeles
KHJ	AM	930	C	Span/Mexcn	Los Angeles, CA	07/02/2003	2	Lieberman Broadcasting Inc	Los Angeles, CA	Los Angeles
KLSX	FM	97.1	C	Talk	Los Angeles, CA	07/02/2003	2	CBS Radio	Los Angeles, CA	Los Angeles
KRLA	AM	870	C	News/Talk	Los Angeles, CA	07/02/2003	2	Salem Communications Corporation	Glendale, CA	Los Angeles
KTLK	AM	1150	C	Talk	Los Angeles, CA	07/02/2003	2	Clear Channel Communications	Los Angeles, CA	Los Angeles
KIIS	FM	102.7	C	Top 40	Los Angeles, CA	07/02/2003	2	Clear Channel Communications	Los Angeles, CA	Los Angeles
KEBN	FM	94.3	C	Span/Mexcn	Los Angeles, CA	07/02/2003	2	Lieberman Broadcasting Inc	Garden Grove, CA	Orange
KHHT	FM	92.3	C	Urban/RhyBI	Los Angeles, CA	07/02/2003	2	Clear Channel Communications	Los Angeles, CA	Los Angeles
KJLH	FM	102.3	C	Urban	Los Angeles, CA	07/02/2003	2	Taxi Productions Inc	Compton, CA	Los Angeles
KYSR	FM	98.7	C	Modern AC	Los Angeles, CA	07/02/2003	2	Clear Channel Communications	Los Angeles, CA	Los Angeles
KMZT	FM	105.1	C	Classical	Los Angeles, CA	07/02/2003	2	Mt Wilson FM Broadcasters	Los Angeles, CA	Los Angeles

"C" - Commercial Station; "NC" - Non Commercial Station

"p" indicates pending sale to owner listed



# FCC Geographic Market Definition for Los Angeles, CA

Call Letters	AM/FM	Freq	Type		Home Market	Market	Home	Owner	City & State of License	County of License
			Station	Format		Designtn Date	Mkt Rank			
KCBS	FM	93.1	C	Jack	Los Angeles, CA	07/02/2003	2	CBS Radio	Los Angeles, CA	Los Angeles
KGMX	FM	106.3	C	Bright AC	Los Angeles, CA	07/02/2003	2	Point Broadcasting Company	Lancaster, CA	Los Angeles
XTRA	AM	690	C	Adlt Stndrd	Los Angeles, CA	03/11/2005	2	XETRA Communications	Tijuana, MX	Baja California
KLOS	FM	95.5	C	AOR	Los Angeles, CA	07/02/2003	2	ABC/Disney	Los Angeles, CA	Los Angeles
KLYY	FM	97.5	C	Span/Trpcl	Los Angeles, CA	07/02/2003	2	Entravision Holdings LLC	Riverside, CA	Riverside
KTWV	FM	94.7	C	NAC/Jazz	Los Angeles, CA	07/02/2003	2	CBS Radio	Los Angeles, CA	Los Angeles
KPWR	FM	105.9	C	Rhymc/CHR	Los Angeles, CA	07/02/2003	2	Emmis Communications	Los Angeles, CA	Los Angeles
KDIS	AM	1110	C	Children	Los Angeles, CA	07/02/2003	2	ABC/Disney	Pasadena, CA	Los Angeles
KBUE	FM	105.5	C	Span/Mexcn	Los Angeles, CA	07/02/2003	2	Lieberman Broadcasting Inc	Long Beach, CA	Los Angeles
KLAX	FM	97.9	C	Span/Mexcn	Los Angeles, CA	07/02/2003	2	Spanish Broadcasting System	East Los Angeles, CA	Los Angeles
KNX	AM	1070	C	News	Los Angeles, CA	07/02/2003	2	CBS Radio	Los Angeles, CA	Los Angeles
KDLE	FM	103.1	C	Alternative	Los Angeles, CA	07/02/2003	2	Entravision Holdings LLC	Newport Beach, CA	Orange
KOST	FM	103.5	C	AC	Los Angeles, CA	07/02/2003	2	Clear Channel Communications	Los Angeles, CA	Los Angeles
KWJL	AM	1380	C	Big Band	Los Angeles, CA	07/02/2003	2	Point Broadcasting Company	Lancaster, CA	Los Angeles
KSPN	AM	710	C	Sports	Los Angeles, CA	07/02/2003	2	ABC/Disney	Los Angeles, CA	Los Angeles
KROQ	FM	106.7	C	Alternative	Los Angeles, CA	07/02/2003	2	CBS Radio	Pasadena, CA	Los Angeles
KRTH	FM	101.1	C	Oldies	Los Angeles, CA	07/02/2003	2	CBS Radio	Los Angeles, CA	Los Angeles
KMPC	AM	1540	C	Sprts/Talk	Los Angeles, CA	07/02/2003	2	Rose City Radio Corporation	Los Angeles, CA	Los Angeles
KDLD	FM	103.1	C	Alternative	Los Angeles, CA	07/02/2003	2	Entravision Holdings LLC	Santa Monica, CA	Los Angeles
KTNQ	AM	1020	C	Spn/Nws/Tlk	Los Angeles, CA	07/02/2003	2	Univision Communications Inc	Los Angeles, CA	Los Angeles
KWKU	AM	1220	C	Spn/Tlk/Spt	Los Angeles, CA	07/02/2003	2	Lotus Communications Corp	Pomona, CA	Los Angeles
KTYM	AM	1460	C	Relgn/Ethnc	Los Angeles, CA	07/02/2003	2	Trans-America Broadcasting Corp.	Inglewood, CA	Los Angeles
KSCA	FM	101.9	C	Span/Mexcn	Los Angeles, CA	07/02/2003	2	Univision Communications Inc	Glendale, CA	Los Angeles
KUTY	AM	1470	C	Talk	Los Angeles, CA	07/02/2003	2	Point Broadcasting Company	Palmdale, CA	Los Angeles
KVNR	AM	1480	C	Asian	Los Angeles, CA	07/02/2003	2	Lieberman Broadcasting Inc	Santa Ana, CA	Orange
KWIZ	FM	96.7	C	Span/Trpcl	Los Angeles, CA	07/02/2003	2	Lieberman Broadcasting Inc	Santa Ana, CA	Orange
KAZN	AM	1300	C	Asian	Los Angeles, CA	07/02/2003	2	Multicultural Radio Broadcasting Inc	Pasadena, CA	Los Angeles
KIRN	AM	670	C	Eth/Tlk/Spt	Los Angeles, CA	02/19/2004	2	Lotus Communications Corp	Simi Valley, CA	Ventura
KAHZ	AM	1600	C	BNw/Eth/AS	Los Angeles, CA	07/02/2003	2	Multicultural Radio Broadcasting Inc	Pomona, CA	Los Angeles
KWVE	FM	107.9	C	Christian	Los Angeles, CA	07/02/2003	2	Calvary Chapel of Costa Mesa	San Clemente, CA	Orange
KALI	FM	106.3	C	Variety	Los Angeles, CA	07/02/2003	2	Multicultural Radio Broadcasting Inc	Santa Ana, CA	Orange
KZLA	FM	93.9	C	Country	Los Angeles, CA	07/02/2003	2	Emmis Communications	Los Angeles, CA	Los Angeles
KMXE	AM	830	C	Span/Talk	Los Angeles, CA	07/02/2003	2	RadioVisa LLC	Orange, CA	Orange
KKLA	FM	99.5	C	Chrst/Talk	Los Angeles, CA	07/02/2003	2	Salem Communications Corporation	Los Angeles, CA	Los Angeles

"C" - Commercial Station; "NC" - Non Commercial Station

"p" indicates pending sale to owner listed



# FCC Geographic Market Definition for Los Angeles, CA

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
KHTS	AM	1220	C	FuSvc/AC	Los Angeles, CA	07/02/2003	2	Jeri Lyn Broadcasting Inc	Canyon Country, CA	Los Angeles
KLVE	FM	107.5	C	Span/AC	Los Angeles, CA	07/02/2003	2	Univision Communications Inc	Los Angeles, CA	Los Angeles
KFOX	AM	1650	C	Korean	Los Angeles, CA	07/02/2003	2	Chagal Communications Inc	Torrance, CA	Los Angeles
KLAC	AM	570	C	Sports	Los Angeles, CA	07/02/2003	2	Clear Channel Communications	Los Angeles, CA	Los Angeles
KLIT	FM	92.7	C	AC	Los Angeles, CA	07/02/2003	2	Amaturo Group Ltd	Fountain Valley, CA	Orange
KBPK	FM	90.1	NC	AC	Los Angeles, CA	07/02/2003	2	Buena Park School District	Buena Park, CA	Orange
KCRW	FM	89.9	NC	Educa/News	Los Angeles, CA	07/02/2003	2	Santa Monica Comm College	Santa Monica, CA	Los Angeles
KCSN	FM	88.5	NC	Classical	Los Angeles, CA	07/02/2003	2	California State University	Northridge, CA	Los Angeles
KISL	FM	88.7	NC	Educational	Los Angeles, CA	07/02/2003	2	City of Avalon Comm Serv Dept	Avalon, CA	Los Angeles
KKJZ	FM	88.1	NC	Jazz	Los Angeles, CA	07/02/2003	2	California State University	Long Beach, CA	Los Angeles
KPCC	FM	89.3	NC	Nws/Tik/Inf	Los Angeles, CA	07/02/2003	2	Pasadena Area Community College	Pasadena, CA	Los Angeles
KPFC	FM	90.7	NC	Nws/Tik/Ecl	Los Angeles, CA	07/02/2003	2	Pacifica Foundation	Los Angeles, CA	Los Angeles
KIEV	AM	1500	C	Variety	Los Angeles, CA	07/02/2003	2	Royce International Broadcasting Company	Culver City, CA	Los Angeles
KSAK	FM	90.1	NC	Rck/CHR/Ur	Los Angeles, CA	07/02/2003	2	Mt. San Antonio Community College District	Walnut, CA	Los Angeles
KSBR	FM	88.5	NC	Jazz	Los Angeles, CA	07/02/2003	2	South Orange County Community College District	Mission Viejo, CA	Orange
KSPC	FM	88.7	NC	Alternative	Los Angeles, CA	07/02/2003	2	Pomona College Radio Station	Claremont, CA	Los Angeles
KTLW	FM	88.9	NC	Religion	Los Angeles, CA	07/02/2003	2	Life On The Way Communications Inc	Lancaster, CA	Los Angeles
KUCI	FM	88.9	NC	Variety	Los Angeles, CA	07/02/2003	2	University of California	Irvine, CA	Orange
KUSC	FM	91.5	NC	Classical	Los Angeles, CA	07/02/2003	2	University of Southern California	Los Angeles, CA	Los Angeles
KXLU	FM	88.9	NC	Educational	Los Angeles, CA	07/02/2003	2	Loyola Marymount University	Los Angeles, CA	Los Angeles
KCRY	FM	88.1	NC	Educa/News	Los Angeles, CA	07/02/2003	2	Santa Monica Comm College	Mojave, CA	Kern

Number of Stations in Geographic Market 89

## Previous Stations in Geographic Market

"C" - Commercial Station; "NC" - Non Commercial Station

"p" indicates pending sale to owner listed

### **Minneapolis-St. Paul, MN Arbitron Metro**

ParentCo will control Stations KQRS-FM, Facility ID No. 35505, Golden Valley, Minnesota (Hennepin County); KXXR(FM), Facility ID No. 35506, Minneapolis, Minnesota (Hennepin County); WGVX(FM), Facility ID No. 61379, Lakeville, Minnesota (Dakota County); WGVY(FM), Facility ID No. 54838, Cambridge, Minnesota (Isanti County); and WGVZ(FM), Facility ID No. 61541, Eden Prairie, Minnesota (Hennepin County). In addition, pursuant to the Radio Disney Stations' Sales Representation Agreement, a copy of which has been provided at Exhibit 17 of this application, ABC Radio will act as non-exclusive sales representative for station KDIZ(AM), Facility ID No. 35504, Golden Valley, Minnesota (Hennepin County), which is licensed to KQRS, Inc. It is uncertain whether ABC Radio will sell greater than 15% of the advertising time available on KDIZ(AM), but out of an abundance of caution, in preparing this local radio ownership showing, ParentCo will presume that its interest in KDIZ(AM) will be attributable. Hennepin, Dakota, and Isanti counties are included in the Minneapolis-St. Paul Arbitron Metro. As is demonstrated herein, ParentCo's ownership of KQRS-FM, KXXR(FM), WGVX(FM), WGVY(FM) and WGVZ(FM), and its provision of advertising sales services for KDIZ(AM) will comply with the Commission's local radio ownership rule.

As is shown on the attached "FCC Geographic Market Definition for Minneapolis-St. Paul, MN," generated using BIA Financial Network, Inc.'s Media Access Pro database, there are 54 licensed, full power commercial and noncommercial radio stations in the Minneapolis-St. Paul, MN Metro.

The Commission's multiple ownership rule (47 C.F.R. § 73.3555(a)) provides that in a radio market with 45 or more full-power, commercial and noncommercial radio stations, a person or single entity may have a cognizable interest in not more than 8 commercial radio stations in total and not more than 5 commercial stations in the same service. ParentCo may have an attributable interest in 1 AM station and 5 FM stations in the Minneapolis-St. Paul Arbitron Metro, and therefore will comply with the Commission's multiple ownership rule in this market.



## FCC Geographic Market Definition for Minneapolis-St. Paul, MN

Call Letters	AM/FM	Freq	Type		Home Market	Market	Home	Owner	City & State of License	County of License
			Station	Format		Designtn Date	Mkt Rank			
KSJN	FM	99.5	NC	Classical	Minneapolis-St. Paul, MN	07/02/2003	16	Minnesota Public Radio	Minneapolis, MN	Hennepin
KTLK	FM	100.3	C	News/Talk	Minneapolis-St. Paul, MN	07/02/2003	16	Clear Channel Communications	Minneapolis, MN	Hennepin
KMNV	AM	1400	C	Span/Mexcn	Minneapolis-St. Paul, MN	07/02/2003	16	Davidson Media Group LLC	St. Paul, MN	Ramsey
KDWA	AM	1460	C	Nws/Spt/Tlk	Minneapolis-St. Paul, MN	07/02/2003	16	K & M Broadcasting Inc	Hastings, MN	Dakota
WDGY	AM	630	C	Span/Mexcn	Minneapolis-St. Paul, MN	07/02/2003	16	Borgen, Gregory	Hudson, WI	Ramsey
KDWB	FM	101.3	C	CHR	Minneapolis-St. Paul, MN	07/02/2003	16	Clear Channel Communications	Richfield, MN	Hennepin
KDXL	FM	106.5	NC	Public	Minneapolis-St. Paul, MN	07/02/2003	16	Independent School District 283	St. Louis Park, MN	Hennepin
KEEY	FM	102.1	C	Country	Minneapolis-St. Paul, MN	07/02/2003	16	Clear Channel Communications	St. Paul, MN	Ramsey
KQQL	FM	107.9	C	Oldies	Minneapolis-St. Paul, MN	07/02/2003	16	Clear Channel Communications	Anoka, MN	Anoka
KZJK	FM	104.1	C	Jack	Minneapolis-St. Paul, MN	07/02/2003	16	CBS Radio	St. Louis Park, MN	Hennepin
KLBB	AM	1470	C	Adlt Stndrd	Minneapolis-St. Paul, MN	07/02/2003	16	Davidson Media Group LLC	Brooklyn Park, MN	Hennepin
KKMS	AM	980	C	Chrst/Talk	Minneapolis-St. Paul, MN	07/02/2003	16	Salem Communications Corporation	Eagan, MN	Dakota
KNOF	FM	95.3	C	Gospel	Minneapolis-St. Paul, MN	07/02/2003	16	Selby Gospel Broadcasting	St. Paul, MN	Ramsey
KDIZ	AM	1440	C	Children	Minneapolis-St. Paul, MN	07/02/2003	16	ABC/Disney	Golden Valley, MN	Hennepin
KQRS	FM	92.5	C	Clsc Rock	Minneapolis-St. Paul, MN	07/02/2003	16	ABC/Disney	Golden Valley, MN	Hennepin
KTNF	AM	950	C	BusNw/Sprt	Minneapolis-St. Paul, MN	07/02/2003	16	JR Broadcasting LLC	St. Louis Park, MN	Hennepin
KRWC	AM	1360	C	News/Info	Minneapolis-St. Paul, MN	07/02/2003	16	Donnell Incorporated	Buffalo, MN	Wright
WLOL	AM	1330	C	Religion	Minneapolis-St. Paul, MN	07/02/2003	16	Starboard Media Foundation Inc	Minneapolis, MN	Hennepin
KSMN	AM	1530	C	ChrsContem	Minneapolis-St. Paul, MN	10/29/2004	16	Starboard Media Foundation Inc	Shakopee, MN	Scott
KSTP	AM	1500	C	Talk/News	Minneapolis-St. Paul, MN	07/02/2003	16	Hubbard Broadcasting Inc	St. Paul, MN	Ramsey
KSTP	FM	94.5	C	AC	Minneapolis-St. Paul, MN	07/02/2003	16	Hubbard Broadcasting Inc	St. Paul, MN	Ramsey
KFXN	AM	690	C	Sprts/Talk	Minneapolis-St. Paul, MN	07/02/2003	16	Clear Channel Communications	Minneapolis, MN	Hennepin
KTCZ	FM	97.1	C	AAA	Minneapolis-St. Paul, MN	07/02/2003	16	Clear Channel Communications	Minneapolis, MN	Hennepin
KTIS	AM	900	NC	Inspiration	Minneapolis-St. Paul, MN	07/02/2003	16	Northwestern College Radio Network	Minneapolis, MN	Hennepin
KTIS	FM	98.5	NC	Inspiration	Minneapolis-St. Paul, MN	07/02/2003	16	Northwestern College Radio Network	Minneapolis, MN	Hennepin
KUOM	AM	770	NC	Altve/Varty	Minneapolis-St. Paul, MN	07/02/2003	16	University of Minnesota	Minneapolis, MN	Hennepin
KYCR	AM	1570	C	News/Talk	Minneapolis-St. Paul, MN	07/02/2003	16	Salem Communications Corporation	Golden Valley, MN	Hennepin
WGVY	FM	105.3	C	AAA	Minneapolis-St. Paul, MN	07/02/2003	16	ABC/Disney	Cambridge, MN	Isanti
KXXR	FM	93.7	C	Rock	Minneapolis-St. Paul, MN	07/02/2003	16	ABC/Disney	Minneapolis, MN	Hennepin
WCCO	AM	830	C	Nws/Tlk/Spt	Minneapolis-St. Paul, MN	07/02/2003	16	CBS Radio	Minneapolis, MN	Hennepin
KFAN	AM	1130	C	Sprts/Talk	Minneapolis-St. Paul, MN	07/02/2003	16	Clear Channel Communications	Minneapolis, MN	Hennepin
WEVR	AM	1550	C	AC	Minneapolis-St. Paul, MN	07/02/2003	16	Hanten Broadcasting Co Inc	River Falls, WI	Pierce
WEVR	FM	106.3	C	AC	Minneapolis-St. Paul, MN	07/02/2003	16	Hanten Broadcasting Co Inc	River Falls, WI	Pierce
WIXK	AM	1590	C	Country	Minneapolis-St. Paul, MN	07/02/2003	16	Hubbard Broadcasting Inc	New Richmond, WI	St Croix

"C" - Commercial Station; "NC" - Non Commercial Station

"p" indicates pending sale to owner listed



## FCC Geographic Market Definition for Minneapolis-St. Paul, MN

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
WFMP	FM	107.1	C	Talk	Minneapolis-St. Paul, MN	07/02/2003	16	Hubbard Broadcasting Inc	Coon Rapids, MN	Anoka
WLKX	FM	95.9	C	ChrsContem	Minneapolis-St. Paul, MN	07/02/2003	16	Peters, Daniel	Forest Lake, MN	Washington
WLTE	FM	102.9	C	Lite Rock	Minneapolis-St. Paul, MN	07/02/2003	16	CBS Radio	Minneapolis, MN	Hennepin
WCTS	AM	1030	NC	Religion	Minneapolis-St. Paul, MN	07/02/2003	16	Central Baptist Seminary	Maplewood, MN	Ramsey
WLCI	FM	106.1	C	Country	Minneapolis-St. Paul, MN	07/02/2003	16	Starcom	Elk River, MN	Sherburne
WWTC	AM	1280	C	News/Talk	Minneapolis-St. Paul, MN	07/02/2003	16	Salem Communications Corporation	Minneapolis, MN	Hennepin
WMIN	AM	740	C	Sports	Minneapolis-St. Paul, MN	07/02/2003	16	Borgen, Gregory	Hudson, WI	St Croix
WMGT	AM	1220	C	Tik/MOR/AS	Minneapolis-St. Paul, MN	07/02/2003	16	Endurance Broadcasting LLC	Stillwater, MN	Washington
WGVZ	FM	105.7	C	AAA	Minneapolis-St. Paul, MN	07/02/2003	16	ABC/Disney	Eden Prairie, MN	Hennepin
KTTB	FM	96.3	C	CHR	Minneapolis-St. Paul, MN	07/02/2003	16	Radio One Inc	Glencoe, MN	Mc Leod
WGVX	FM	105.1	C	AAA	Minneapolis-St. Paul, MN	07/02/2003	16	ABC/Disney	Lakeville, MN	Dakota
KZGX	AM	1600	C	Span/Mexcn	Minneapolis-St. Paul, MN	07/02/2003	16	WM Broadcasting Inc	Watertown, MN	Carver
KBEM	FM	88.5	NC	Jazz	Minneapolis-St. Paul, MN	07/02/2003	16	Board of Education, SSD No. 1	Minneapolis, MN	Hennepin
KFAI	FM	90.3	NC	Alternative	Minneapolis-St. Paul, MN	07/02/2003	16	Fresh Air Inc	Minneapolis, MN	Hennepin
KMOJ	FM	89.9	NC	Urban CHR	Minneapolis-St. Paul, MN	07/02/2003	16	Center for Communication & Development	Minneapolis, MN	Hennepin
KNOW	FM	91.1	NC	Nws/Tik/Inf	Minneapolis-St. Paul, MN	07/02/2003	16	Minnesota Public Radio	Minneapolis-St. Paul, MN	Hennepin
WMCN	FM	91.7	NC	Variety	Minneapolis-St. Paul, MN	07/02/2003	16	Macalester College	St. Paul, MN	Ramsey
WRFW	FM	88.7	NC	Talk	Minneapolis-St. Paul, MN	07/02/2003	16	Wisconsin Public Radio	River Falls, WI	Pierce
KMKL	FM	90.3	NC	ChrsContem	Minneapolis-St. Paul, MN	07/02/2003	16	Educational Media Foundation	North Branch, MN	Chisago
KUOM	FM	106.5	NC	Alternative	Minneapolis-St. Paul, MN	10/22/2003	16	University of Minnesota	St. Louis Park, MN	Hennepin

**Number of Stations in Geographic Market 54**

**Previous Stations in Geographic Market**

"C" - Commercial Station; "NC" - Non Commercial Station

"p" indicates pending sale to owner listed

## **New York, NY Arbitron Metro**

ParentCo will control Stations WMOS(FM), Facility ID No. 7996, Montauk, New York (Suffolk County); WABC(AM), Facility ID No. 70658, New York, New York (New York borough) and WPLJ(FM), Facility ID No. 73887, New York, New York (New York borough). In addition, pursuant to the Radio Disney Stations' Sales Representation Agreement, a copy of which has been provided at Exhibit 17 of this application, ABC Radio will act as non-exclusive sales representative for station WQEW(AM), Facility ID No. 29024, New York, New York (New York borough), which is licensed to the New York Times Radio Company. It is uncertain whether ABC Radio will sell greater than 15% of the advertising time available on WQEW(AM), but out of an abundance of caution, in preparing this local radio ownership showing, ParentCo will presume that its interest in WQEW(AM) will be attributable. The New York borough is included in the New York, NY Arbitron Metro. As is demonstrated herein, ParentCo's ownership of WMOS(FM), WABC(AM) and WPLJ(FM), and its provision of advertising sales services for WQEW(AM) will comply with the Commission's local radio ownership rule.

As is shown on the attached "FCC Geographic Market Definition for New York, NY," generated using BIA Financial Network, Inc.'s Media Access Pro database, there are 149 licensed, full power commercial and noncommercial radio stations in the New York, NY Metro.

The Commission's multiple ownership rule (47 C.F.R. § 73.3555(a)) provides that in a radio market with 45 or more full-power, commercial and noncommercial radio stations, a person or single entity may have a cognizable interest in not more than 8 commercial radio stations in total and not more than 5 commercial stations in the same service. ParentCo may have an attributable interest in 2 AM stations and 2 FM stations in the New York, NY Arbitron Metro, and therefore will comply with the Commission's multiple ownership rule in this market.



# FCC Geographic Market Definition for New York, NY

Call Letters	AM/FM	Freq	Type		Home Market	Market	Home	Owner	City & State of License	County of License
			Station	Format		Designtn Date	Mkt Rank			
WTHE	AM	1520	C	Gospel	Nassau-Suffolk, NY	07/02/2003	18	Universal Broadcasting	Mineola, NY	Nassau
WABC	AM	770	C	News/Talk	New York, NY	07/02/2003	1	ABC/Disney	New York, NY	New York
WADO	AM	1280	C	Spn/Nws/Sp	New York, NY	07/02/2003	1	Univision Communications Inc	New York, NY	New York
WALK	AM	1370	C	Variety	Nassau-Suffolk, NY	07/02/2003	18	Clear Channel Communications	East Patchogue, NY	Suffolk
WALK	FM	97.5	C	AC	Nassau-Suffolk, NY	07/02/2003	18	Clear Channel Communications	Patchogue, NY	Suffolk
WKTU	FM	103.5	C	CHR/Rhymc	New York, NY	07/02/2003	1	Clear Channel Communications	Lake Success, NY	Nassau
WAWZ	FM	99.1	C	ChrsContem	Middlesex-Somerset-Union, NJ	07/02/2003	39	Pillar of Fire	Zarephath, NJ	Somerset
WBAB	FM	102.3	C	AOR	Nassau-Suffolk, NY	07/02/2003	18	Cox Radio Inc	Babylon, NY	Suffolk
WBAI	FM	99.5	NC	Eclectic	New York, NY	07/02/2003	1	Pacifica Foundation	New York, NY	New York
WBAZ	FM	102.5	C	Lite AC	Hamptons-Riverhead, NY	09/13/2004	259	Cherry Creek Radio LLC	Bridgehampton, NY	Suffolk
WBLI	FM	106.1	C	Adult CHR	Nassau-Suffolk, NY	07/02/2003	18	Cox Radio Inc	Patchogue, NY	Suffolk
WBLS	FM	107.5	C	Urban	New York, NY	07/02/2003	1	Inner City Broadcasting Corporation	New York, NY	New York
WCBS	FM	101.1	C	Jack	New York, NY	07/02/2003	1	CBS Radio	New York, NY	New York
WCTC	AM	1450	C	Talk	Middlesex-Somerset-Union, NJ	07/02/2003	39	Greater Media Inc	New Brunswick, NJ	Middlesex
WMJC	FM	94.3	C	AC	Nassau-Suffolk, NY	07/02/2003	18	Barnstable Broadcasting Incorporated	Smithtown, NY	Suffolk
WDHA	FM	105.5	C	AOR	Morristown, NJ	07/02/2003	109	Greater Media Inc	Dover, NJ	Morris
WZAA	FM	92.7	C	Reggaeton	Nassau-Suffolk, NY	07/02/2003	18	Univision Communications Inc	Garden City, NY	Nassau
WEBE	FM	107.9	C	AC	Stamford-Norwalk, CT	07/02/2003	142	Cumulus Broadcasting Inc	Westport, CT	Fairfield
WSKQ	FM	97.9	C	Span/Trpcl	New York, NY	07/02/2003	1	Spanish Broadcasting System	New York, NY	New York
WFAS	AM	1230	C	Adlt Stndrd	New York, NY	01/18/2005	1	Cumulus Broadcasting Inc	White Plains, NY	Westchester
WFAS	FM	103.9	C	AC	New York, NY	01/18/2005	1	Cumulus Broadcasting Inc	White Plains, NY	Westchester
WFME	FM	94.7	NC	Religion	New York, NY	07/02/2003	1	Family Stations Inc	Newark, NJ	Essex
WGBB	AM	1240	C	Talk	Nassau-Suffolk, NY	07/02/2003	18	WGBB-AM Inc	Freeport, NY	Nassau
WGCH	AM	1490	C	Nws/Tik/BN	Stamford-Norwalk, CT	07/02/2003	142	BusinessTalkRadio.net Inc	Greenwich, CT	Fairfield
WRCR	AM	1300	C	Soft AC	New York, NY	07/02/2003	1	Alexander Broadcasting Inc	Spring Valley, NY	Rockland
WNYH	AM	740	C	Korean	Nassau-Suffolk, NY	07/02/2003	18	Win Radio Broadcasting Corporation	Huntington, NY	Suffolk
WCAA	FM	105.9	C	SpnAC/Rhy	New York, NY	07/02/2003	1	Univision Communications Inc	Newark, NJ	Essex
WHLI	AM	1100	C	MOR	Nassau-Suffolk, NY	07/02/2003	18	Barnstable Broadcasting Incorporated	Hempstead, NY	Nassau
WEPN	AM	1050	C	Sports	New York, NY	07/02/2003	1	ABC/Disney	New York, NY	New York
WHTG	AM	1410	C	Oldies	Monmouth-Ocean, NJ	07/02/2003	51	Press Communications LLC	Eatontown, NJ	Monmouth
WHTG	FM	106.3	C	Modern	Monmouth-Ocean, NJ	07/02/2003	51	Press Communications LLC	Eatontown, NJ	Monmouth
WHTZ	FM	100.3	C	CHR	New York, NY	07/02/2003	1	Clear Channel Communications	Newark, NJ	Essex
WHUD	FM	100.7	C	AC	New York, NY	12/22/2004	1	Pamal Broadcasting Ltd	Peekskill, NY	Westchester
WINS	AM	1010	C	News	New York, NY	07/02/2003	1	CBS Radio	New York, NY	New York

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# FCC Geographic Market Definition for New York, NY

Call Letters	AM/FM	Freq	Type		Home Market	Market	Home	Owner	City & State of License	County of License
			Station	Format		Designtn Date	Mkt Rank			
WJDM	AM	1530	C	Span/Chrst	Middlesex-Somerset-Union, NJ	07/02/2003	39	Multicultural Radio Broadcasting Inc	Elizabeth, NJ	Union
WZRC	AM	1480	C	Ethnic	New York, NY	07/02/2003	1	Multicultural Radio Broadcasting Inc	New York, NY	New York
WADB	AM	1310	C	Adlt Stndrd	Monmouth-Ocean, NJ	07/02/2003	51	Millennium Radio Group	Asbury Park, NJ	Monmouth
WJLK	FM	94.3	C	Hot AC	Monmouth-Ocean, NJ	07/02/2003	51	Millennium Radio Group	Asbury Park, NJ	Monmouth
WKDM	AM	1380	C	Ethnic	New York, NY	07/02/2003	1	Multicultural Radio Broadcasting Inc	New York, NY	New York
WGHT	AM	1500	C	Oldies	New York, NY	07/02/2003	1	Mariana Broadcasting Inc	Pompton Lakes, NJ	Passaic
WKJY	FM	98.3	C	Soft Rock	Nassau-Suffolk, NY	07/02/2003	18	Barnstable Broadcasting Incorporated	Hempstead, NY	Nassau
WKMB	AM	1070	C	Christian	Morristown, NJ	07/02/2003	109	King's Temple Ministry Inc	Stirling, NJ	Morris
WLIB	AM	1190	C	Talk	New York, NY	07/02/2003	1	Inner City Broadcasting Corporation	New York, NY	New York
WLIM	AM	1580	C	Polish	Nassau-Suffolk, NY	07/02/2003	18	Polnet Communications Ltd	Patchogue, NY	Suffolk
WLIE	AM	540	C	Bus News	Nassau-Suffolk, NY	07/02/2003	18	Long Island Multi-Media LLC	Islip, NY	Suffolk
WLNA	AM	1420	C	Adlt Stndrd	New York, NY	12/22/2004	1	Pamal Broadcasting Ltd	Peekskill, NY	Westchester
WLNG	FM	92.1	C	Oldies	Hamptons-Riverhead, NY	09/13/2004	259	Main Street Broadcasting Co Inc	Sag Harbor, NY	Suffolk
WLTW	FM	106.7	C	Lite AC	New York, NY	07/02/2003	1	Clear Channel Communications	New York, NY	New York
WEFX	FM	95.9	C	Clsc Rock	Stamford-Norwalk, CT	07/02/2003	142	Cox Radio Inc	Norwalk, CT	Fairfield
WMCA	AM	570	C	Chrst/Talk	New York, NY	07/02/2003	1	Salem Communications Corporation	New York, NY	New York
WMGQ	FM	98.3	C	Rock AC	Middlesex-Somerset-Union, NJ	07/02/2003	39	Greater Media Inc	New Brunswick, NJ	Middlesex
WWZY	FM	107.1	C	Soft AC	Monmouth-Ocean, NJ	07/02/2003	51	Press Communications LLC	Long Branch, NJ	Monmouth
WSHU	AM	1260	NC	News/Clsc	Stamford-Norwalk, CT	07/02/2003	142	Sacred Heart University Incorporated	Westport, CT	Fairfield
WMTR	AM	1250	C	Oldies	Morristown, NJ	07/02/2003	109	Greater Media Inc	Morristown, NJ	Morris
WFAN	AM	660	C	Sprts/Talk	New York, NY	07/02/2003	1	CBS Radio	New York, NY	New York
WAXQ	FM	104.3	C	Clsc Rock	New York, NY	07/02/2003	1	Clear Channel Communications	New York, NY	New York
WBBR	AM	1130	C	News	New York, NY	07/02/2003	1	Bloomberg Communications Inc	New York, NY	New York
WNEW	FM	102.7	C	AC	New York, NY	07/02/2003	1	CBS Radio	New York, NY	New York
WNSW	AM	1430	C	Korean	New York, NY	07/02/2003	1	Multicultural Radio Broadcasting Inc	Newark, NJ	Essex
WNLK	AM	1350	C	News/Talk	Stamford-Norwalk, CT	07/02/2003	142	Cox Radio Inc	Norwalk, CT	Fairfield
WNYC	AM	820	NC	Christian	New York, NY	07/02/2003	1	WNYC Radio	New York, NY	New York
WNYC	FM	93.9	NC	News	New York, NY	07/02/2003	1	WNYC Radio	New York, NY	New York
WNYG	AM	1440	C	ChrsContem	Nassau-Suffolk, NY	07/02/2003	18	Multicultural Radio Broadcasting Inc	Babylon, NY	Suffolk
WWRV	AM	1330	NC	Span/Chrst	New York, NY	07/02/2003	1	Radio Vision Cristiana Management Corp	New York, NY	New York
WOR	AM	710	C	News/Talk	New York, NY	07/02/2003	1	Buckley Broadcasting Corporation	New York, NY	New York
WPAT	AM	930	C	Ethnc/Intnl	New York, NY	07/02/2003	1	Multicultural Radio Broadcasting Inc	Paterson, NJ	Passaic
WPAT	FM	93.1	C	Spanish AC	New York, NY	07/02/2003	1	Spanish Broadcasting System	Paterson, NJ	Passaic
WQCD	FM	101.9	C	Jazz	New York, NY	07/02/2003	1	Emmis Communications	New York, NY	New York

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Call Letters	AM/FM	Freq	Type		Home Market	Market	Home	Owner	City & State of License	County of License
			Station	Format		Designtn Date	Mkt Rank			
WPLJ	FM	95.5	C	AC	New York, NY	07/02/2003	1	ABC/Disney	New York, NY	New York
WPUT	AM	1510	C	Adlt Stndrd	New York, NY	01/20/2005	1	Cumulus Broadcasting Inc	Brewster, NY	Putnam
WQEW	AM	1560	C	Kids/Top40	New York, NY	07/02/2003	1	New York Times Co	New York, NY	New York
WQXR	FM	96.3	C	Classical	New York, NY	07/02/2003	1	New York Times Co	New York, NY	New York
WRCN	FM	103.9	C	Clsc Rock	Hamptons-Riverhead, NY	09/13/2004	259	Barnstable Broadcasting Incorporated	Riverhead, NY	Suffolk
WWPR	FM	105.1	C	Urban	New York, NY	07/02/2003	1	Clear Channel Communications	New York, NY	New York
WFTU	AM	1570	C	Alternative	Hamptons-Riverhead, NY	09/13/2004	259	Five Towns College	Riverhead, NY	Suffolk
WRIV	AM	1390	C	Adlt Stndrd	Hamptons-Riverhead, NY	09/13/2004	259	Tria, Vincent	Riverhead, NY	Suffolk
WRKL	AM	910	C	Polish	New York, NY	07/02/2003	1	Polnet Communications Ltd	New City, NY	Rockland
WRKS	FM	98.7	C	Urban AC	New York, NY	07/02/2003	1	Emmis Communications	New York, NY	New York
WRTN	FM	93.5	C	Nostalgia	New York, NY	01/18/2005	1	Hudson Westchester	New Rochelle, NY	Westchester
WDBY	FM	105.5	C	Hot AC	Danbury, CT	07/02/2003	196	Cumulus Broadcasting Inc	Patterson, NY	Putnam
WHFM	FM	95.3	C	AOR	Hamptons-Riverhead, NY	09/13/2004	259	Cox Radio Inc	Southampton, NY	Suffolk
WSNR	AM	620	C	Ethnic	New York, NY	07/02/2003	1	Rose City Radio Corporation	Jersey City, NJ	Hudson
WSTC	AM	1400	C	News/Talk	Stamford-Norwalk, CT	07/02/2003	142	Cox Radio Inc	Stamford, CT	Fairfield
WVIP	AM	1310	NC	Span/Chrst	New York, NY	01/18/2005	1	Radio Vision Cristiana Management Corp	Mt. Kisco, NY	Westchester
WFAF	FM	106.3	C	AC	New York, NY	01/18/2005	1	Cumulus Broadcasting Inc	Mount Kisco, NY	Westchester
WVOX	AM	1460	C	Nws/Tlk/Inf	New York, NY	01/18/2005	1	Hudson Westchester	New Rochelle, NY	Westchester
WWDJ	AM	970	C	Chrst/Talk	New York, NY	07/02/2003	1	Salem Communications Corporation	Hackensack, NJ	Bergen
WLIR	FM	107.1	C	Modern	Hamptons-Riverhead, NY	09/13/2004	259	Jarad Broadcasting Company Incorporated	Hampton Bays, NY	Suffolk
WWRL	AM	1600	C	Urban/Talk	New York, NY	07/02/2003	1	Access.1 Communications	New York, NY	New York
WXMC	AM	1310	C	Span/Chrst	Morristown, NJ	07/02/2003	109	Chladek, James	Parsippany-Troy Hill, NJ	Morris
WFNY	FM	92.3	C	Rock	New York, NY	07/02/2003	1	CBS Radio	New York, NY	New York
WQHT	FM	97.1	C	Urban CHR	New York, NY	07/02/2003	1	Emmis Communications	New York, NY	New York
WKHL	FM	96.7	C	Oldies	Stamford-Norwalk, CT	07/02/2003	142	Cox Radio Inc	Stamford, CT	Fairfield
WXPB	FM	107.1	C	AAA	New York, NY	12/22/2004	1	Pamal Broadcasting Ltd	Briarcliff Manor, NY	Westchester
WCBS	AM	880	C	News	New York, NY	07/02/2003	1	CBS Radio	New York, NY	New York
WVNJ	AM	1160	C	Adlt Stndrd	New York, NY	07/02/2003	1	Universal Broadcasting	Oakland, NJ	Bergen
WBZO	FM	103.1	C	Oldies	Nassau-Suffolk, NY	07/02/2003	18	Barnstable Broadcasting Incorporated	Bay Shore, NY	Suffolk
WWTR	AM	1170	C	Nostalgia	Middlesex-Somerset-Union, NJ	07/02/2003	39	Greater Media Inc	Bridgewater, NJ	Somerset
WEHM	FM	92.9	C	Progressive	Hamptons-Riverhead, NY	09/13/2004	259	Cherry Creek Radio LLC	Southampton, NY	Suffolk
WBON	FM	98.5	C	Clsc Rock	Hamptons-Riverhead, NY	09/13/2004	259	Jarad Broadcasting Company Incorporated	Westhampton, NY	Suffolk
WBEA	FM	101.7	C	Hot AC	Hamptons-Riverhead, NY	10/25/2004	259	Cherry Creek Radio LLC	Southold, NY	Suffolk
WMOS	FM	104.7	C	Clsc Rock	New London, CT	07/02/2003	171	Citadel Broadcasting Corp	Montauk, NY	Suffolk

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# FCC Geographic Market Definition for New York, NY

Call Letters	AM/FM	Freq	Type		Home Market	Market	Home	Owner	City & State of License	County of License
			Station	Format		Designtn Date	Mkt Rank			
WLVG	FM	96.1	C	Soft AC	Nassau-Suffolk, NY	07/02/2003	18	Barnstable Broadcasting Incorporated	Center Moriches, NY	Suffolk
WDRE	FM	105.3	C	CHR/Rhythmic	Hamptons-Riverhead, NY	10/25/2004	259	Jarad Broadcasting Company Incorporated	Calverton-Roanoke, NY	Suffolk
WWRU	AM	1660	C	Korean	New York, NY	07/02/2003	1	Multicultural Radio Broadcasting Inc	Jersey City, NJ	Hudson
WARY	FM	88.1	NC	Variety	New York, NY	01/18/2005	1	Westchester Community College	Valhalla, NY	Westchester
WBGO	FM	88.3	NC	Jazz	New York, NY	07/02/2003	1	Newark Public Radio	Newark, NJ	Essex
WBJB	FM	90.5	NC	AAA/NPR	Monmouth-Ocean, NJ	07/02/2003	51	Brookdale Community College	Lincroft, NJ	Monmouth
WDDM	FM	89.3	NC	Ethnic	Monmouth-Ocean, NJ	07/02/2003	51	Domestic Church Media Foundation Inc	Hazlet, NJ	Monmouth
WCWP	FM	88.1	NC	Variety	Nassau-Suffolk, NY	07/02/2003	18	Long Island University Public Radio	Brookville, NY	Nassau
WDFH	FM	90.3	NC	Alternative	New York, NY	01/18/2005	1	Westchester Council for Public Broadcasting	Ossining, NY	Westchester
WEDW	FM	88.5	NC	Clsc/News	Stamford-Norwalk, CT	07/02/2003	142	Connecticut Public Broadcasting Inc	Stamford, CT	Fairfield
WFDU	FM	89.1	NC	AAA	New York, NY	07/02/2003	1	Fairleigh Dickinson University	Teaneck, NJ	Bergen
WFMU	FM	91.1	NC	Variety	New York, NY	07/02/2003	1	Auricle Communications	East Orange, NJ	Essex
WFRS	FM	88.9	NC	Religion	Nassau-Suffolk, NY	07/02/2003	18	Family Stations Inc	Smithtown, NY	Suffolk
WFUV	FM	90.7	NC	AAA/Folk	New York, NY	07/02/2003	1	Fordham University	New York, NY	New York
WHCR	FM	90.3	NC	Variety	New York, NY	07/02/2003	1	City College of New York	New York, NY	New York
WHPC	FM	90.3	NC	Variety	Nassau-Suffolk, NY	07/02/2003	18	Nassau Community College	Garden City, NY	Nassau
WJSV	FM	90.5	NC	AOR	Morristown, NJ	07/02/2003	109	Morris School District	Morristown, NJ	Morris
WKCR	FM	89.9	NC	Variety	New York, NY	07/02/2003	1	Columbia University	New York, NY	New York
WKNJ	FM	90.3	NC	Variety	Middlesex-Somerset-Union, NJ	07/02/2003	39	Kean University	Union Township, NJ	Union
WKRB	FM	90.9	NC	CHR	New York, NY	07/02/2003	1	Kingsborough Community College	Brooklyn, NY	Kings
WKWZ	FM	88.5	NC	Educational	Nassau-Suffolk, NY	07/02/2003	18	Syosset Central School District	Syosset, NY	Nassau
WMCX	FM	88.9	NC	Alternative	Monmouth-Ocean, NJ	07/02/2003	51	Monmouth University	West Long Branch, NJ	Monmouth
WMNJ	FM	88.9	NC	AOR	Morristown, NJ	07/02/2003	109	Drew University	Madison, NJ	Morris
WMSC	FM	90.3	NC	Alternative	New York, NY	07/02/2003	1	Montclair State University	Upper Montclair, NJ	Essex
WNYE	FM	91.5	NC	Educational	New York, NY	07/02/2003	1	NYC Board of Education	New York, NY	Kings
WNYK	FM	88.7	NC	Classical	New York, NY	07/02/2003	1	Nyack College	Nyack, NY	Rockland
WNYU	FM	89.1	NC	Alternative	New York, NY	07/02/2003	1	New York University	New York, NY	New York
WOSS	FM	91.1	NC	Urban CHR	New York, NY	01/18/2005	1	Union Free School District #1	Ossining, NY	Westchester
WLIU	FM	88.3	NC	Jazz	Hamptons-Riverhead, NY	09/13/2004	259	Long Island University Public Radio	Southampton, NY	Suffolk
WRDR	FM	89.7	NC	Christian	Monmouth-Ocean, NJ	07/02/2003	51	Bridgelight LLC	Freehold Township, NJ	Monmouth
WPOB	FM	88.5	NC	Variety	Nassau-Suffolk, NY	07/02/2003	18	Plainview-Old Bethage Central School District	Plainview, NY	Nassau
WPSC	FM	88.7	NC	Alternative	New York, NY	07/02/2003	1	William Patterson College of New Jersey	Wayne, NJ	Passaic
WRHU	FM	88.7	NC	Variety	Nassau-Suffolk, NY	07/02/2003	18	Hofstra University	Hempstead, NY	Nassau
WRLI	FM	91.3	NC	Cls/Nws/Tlk	Hamptons-Riverhead, NY	09/13/2004	259	Connecticut Public Broadcasting Inc	Southampton, NY	Suffolk

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## FCC Geographic Market Definition for New York, NY

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
WRPR	FM	90.3	NC	CHR	New York, NY	07/02/2003	1	Ramapo College of New Jersey	Mahwah, NJ	Bergen
WRSU	FM	88.7	NC	Variety	Middlesex-Somerset-Union, NJ	07/02/2003	39	Rutgers University Board of Governors	New Brunswick, NJ	Middlesex
WSHR	FM	91.9	NC	Jazz	Nassau-Suffolk, NY	07/02/2003	18	Sachem Central School District Holbrook	Lake Ronkonkoma, NY	Suffolk
WSIA	FM	88.9	NC	Alternative	New York, NY	07/02/2003	1	College of Staten Island	Staten Island, NY	Richmond
WSLX	FM	91.9	NC	Classical	Stamford-Norwalk, CT	07/02/2003	142	St. Luke's Foundation Inc	New Canaan, CT	Fairfield
WSOU	FM	89.5	NC	MdRck/Pub	New York, NY	07/02/2003	1	Seton Hall University	South Orange, NJ	Essex
WSUF	FM	89.9	NC	Talk	Hamptons-Riverhead, NY	09/13/2004	259	Sacred Heart University Incorporated	Noyack, NY	Suffolk
WUSB	FM	90.1	NC	Educational	Nassau-Suffolk, NY	07/02/2003	18	State University of New York	Stony Brook, NY	Suffolk
WVPH	FM	90.3	NC	Educational	Middlesex-Somerset-Union, NJ	07/02/2003	39	Piscataway High School	Piscataway, NJ	Middlesex
WWPT	FM	90.3	NC	AOR	Stamford-Norwalk, CT	07/02/2003	142	Westport, CT Board of Education	Westport, CT	Fairfield
WXBA	FM	88.1	NC	Variety	Nassau-Suffolk, NY	07/02/2003	18	Brentwood Union Free School District	Brentwood, NY	Suffolk
WYGG	FM	88.1	NC	Variety	Monmouth-Ocean, NJ	07/02/2003	51	Minority Business & Housing Development Inc	Asbury Park, NJ	Monmouth
WHBE	FM	96.9	C	Bus News	Hamptons-Riverhead, NY	09/13/2004	259	Cherry Creek Radio LLC	East Hampton, NY	Suffolk

**Number of Stations in Geographic Market 149**

**Previous Stations in Geographic Market**

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## **San Francisco, CA Arbitron Metro**

ParentCo will control Stations KGO(AM), Facility ID No. 34471, San Francisco, California and KSFO(AM), Facility ID No. 34472, San Francisco, California. In addition, pursuant to the Radio Disney Stations' Sales Representation Agreement, a copy of which has been provided at Exhibit 17 of this application, ABC Radio will act as non-exclusive sales representative for station KMKY(AM), Facility ID No. 96, Oakland, California (Alameda County), which is licensed to KGO-AM Radio, Inc. It is uncertain whether ABC Radio will sell greater than 15% of the advertising time available on KMKY(AM), but out of an abundance of caution, in preparing this local radio ownership showing, ParentCo will presume that its interest in KMKY(AM) will be attributable. Alameda County is included in the San Francisco, CA Arbitron Metro. As is demonstrated herein, ParentCo's ownership of KGO(AM) and KSFO(AM), and its provision of advertising sales services for KMKY(AM) will comply with the Commission's local radio ownership rule.

As is shown on the attached "FCC Geographic Market Definition for San Francisco, CA," generated using BIA Financial Network, Inc.'s Media Access Pro database, there are 103 licensed, full power commercial and noncommercial radio stations in the San Francisco, CA Metro.

The Commission's multiple ownership rule (47 C.F.R. § 73.3555(a)) provides that in a radio market with 45 or more full-power, commercial and noncommercial radio stations, a person or single entity may have a cognizable interest in not more than 8 commercial radio stations in total and not more than 5 commercial stations in the same service. ParentCo may have an attributable interest in 3 AM stations in the San Francisco, CA Arbitron Metro, and therefore will comply with the Commission's multiple ownership rule in this market.



# FCC Geographic Market Definition for San Francisco, CA

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
KNTS	AM	1220	C	Talk	San Jose, CA	07/02/2003	34	Salem Communications Corporation	Palo Alto, CA	Santa Clara
KDFC	FM	102.1	C	Classical	San Francisco, CA	07/02/2003	4	Bonneville International Corp	San Francisco, CA	San Francisco
KKDV	FM	92.1	C	Adlt Stndrd	San Francisco, CA	07/02/2003	4	Coast Radio Company Inc	Walnut Creek, CA	Contra Costa
KISQ	FM	98.1	C	Rhythm/Blue	San Francisco, CA	07/02/2003	4	Clear Channel Communications	San Francisco, CA	San Francisco
KVVF	FM	105.7	C	SpnAC/Rhy	San Jose, CA	07/02/2003	34	Univision Communications Inc	Santa Clara, CA	Santa Clara
KAZA	AM	1290	C	Span/Varty	San Jose, CA	07/02/2003	34	Radio Fiesta	Gilroy, CA	Santa Clara
KBLX	FM	102.9	C	Urban AC	San Francisco, CA	07/02/2003	4	Inner City Broadcasting Corporation	Berkeley, CA	Alameda
KCBS	AM	740	C	News	San Francisco, CA	07/02/2003	4	CBS Radio	San Francisco, CA	San Francisco
KMKY	AM	1310	C	Children	San Francisco, CA	07/02/2003	4	ABC/Disney	Oakland, CA	Alameda
KIFR	FM	106.9	C	Talk	San Francisco, CA	07/02/2003	4	CBS Radio	San Francisco, CA	San Francisco
KZSF	AM	1370	C	Span/Mexcn	San Jose, CA	07/02/2003	34	Duarte, Carlos A.	San Jose, CA	Santa Clara
KEST	AM	1450	C	Asian	San Francisco, CA	07/02/2003	4	Multicultural Radio Broadcasting Inc	San Francisco, CA	San Francisco
KEZR	FM	106.5	C	AC	San Jose, CA	07/02/2003	34	NextMedia Group	San Jose, CA	Santa Clara
KFAX	AM	1100	C	Chrst/Talk	San Francisco, CA	07/02/2003	4	Salem Communications Corporation	San Francisco, CA	San Francisco
KFOG	FM	104.5	C	AAA	San Francisco, CA	07/02/2003	4	p Cumulus Media Partners LLC	San Francisco, CA	San Francisco
KEAR	AM	610	NC	Religion	San Francisco, CA	07/02/2003	4	Family Stations Inc	San Francisco, CA	San Francisco
KGO	AM	810	C	News/Talk	San Francisco, CA	07/02/2003	4	ABC/Disney	San Francisco, CA	San Francisco
KSJX	AM	1500	C	Asian	San Jose, CA	07/02/2003	34	Multicultural Radio Broadcasting Inc	San Jose, CA	Santa Clara
KQKE	AM	960	C	Talk	San Francisco, CA	07/02/2003	4	Clear Channel Communications	Oakland, CA	Alameda
KIOI	FM	101.3	C	80s Hits	San Francisco, CA	07/02/2003	4	Clear Channel Communications	San Francisco, CA	San Francisco
KIQI	AM	1010	C	Span/Talk	San Francisco, CA	07/02/2003	4	Multicultural Radio Broadcasting Inc	San Francisco, CA	San Francisco
KITS	FM	105.3	C	Alternative	San Francisco, CA	07/02/2003	4	CBS Radio	San Francisco, CA	San Francisco
KNGY	FM	92.7	C	Dance	San Francisco, CA	07/02/2003	4	Flying Bear Media	Alameda, CA	Alameda
KSOL	FM	98.9	C	Span/Mexcn	San Francisco, CA	07/02/2003	4	Univision Communications Inc	San Francisco, CA	San Francisco
KYCY	AM	1550	C	Talk	San Francisco, CA	07/02/2003	4	CBS Radio	San Francisco, CA	San Francisco
KZBR	FM	95.7	C	Clsc Hits	San Francisco, CA	07/02/2003	4	Bonneville International Corp	San Francisco, CA	San Francisco
KKIQ	FM	101.7	C	AC	San Francisco, CA	07/02/2003	4	Coast Radio Company Inc	Livermore, CA	Alameda
KATD	AM	990	C	Span/Talk	San Francisco, CA	07/02/2003	4	Multicultural Radio Broadcasting Inc	Pittsburg, CA	Contra Costa
KLIV	AM	1590	C	News	San Jose, CA	07/02/2003	34	Empire Broadcasting Corp	San Jose, CA	Santa Clara
KLOK	AM	1170	C	Spn/Tlk/Spt	San Jose, CA	07/02/2003	34	Univision Communications Inc	San Jose, CA	Santa Clara
KKSF	FM	103.7	C	Smooth	San Francisco, CA	07/02/2003	4	Clear Channel Communications	San Francisco, CA	San Francisco
KMEL	FM	106.1	C	HpHop/Rhy	San Francisco, CA	07/02/2003	4	Clear Channel Communications	San Francisco, CA	San Francisco
KDYA	AM	1190	C	Gospel	San Francisco, CA	07/02/2003	4	Baybridge Communications LLC	Vallejo, CA	Solano
KNBR	AM	680	C	Sports	San Francisco, CA	07/02/2003	4	p Cumulus Media Partners LLC	San Francisco, CA	San Francisco

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# FCC Geographic Market Definition for San Francisco, CA

Call Letters	AM/FM	Freq	Type		Home Market	Market	Home	Owner	City & State of License	County of License
			Station	Format		Designtn Date	Mkt Rank			
KNEW	AM	910	C	Talk	San Francisco, CA	07/02/2003	4	Clear Channel Communications	Oakland, CA	Alameda
KVVN	AM	1430	C	Ethnic	San Jose, CA	07/02/2003	34	Inner City Broadcasting Corporation	Santa Clara, CA	Santa Clara
KTCT	AM	1050	C	Sports	San Francisco, CA	07/02/2003	4	p Cumulus Media Partners LLC	San Mateo, CA	San Mateo
KOIT	AM	1260	C	Soft AC	San Francisco, CA	07/02/2003	4	Bonneville International Corp	San Francisco, CA	San Francisco
KOIT	FM	96.5	C	Soft AC	San Francisco, CA	07/02/2003	4	Bonneville International Corp	San Francisco, CA	San Francisco
KUFY	FM	98.5	C	Clsc Rock	San Jose, CA	07/02/2003	34	Clear Channel Communications	San Jose, CA	Santa Clara
KPFA	FM	94.1	NC	Ecltc/Varty	San Francisco, CA	07/02/2003	4	Pacifica Foundation	Berkeley, CA	Alameda
KVTO	AM	1400	C	Ethnic	San Francisco, CA	07/02/2003	4	Inner City Broadcasting Corporation	Berkeley, CA	Alameda
KFGY	FM	92.9	C	Country	Santa Rosa, CA	07/02/2003	118	Maverick Media LLC	Healdsburg, CA	Sonoma
KVRV	FM	97.7	C	Clsc Rock	Santa Rosa, CA	07/02/2003	118	Maverick Media LLC	Monte Rio, CA	Sonoma
KLLC	FM	97.3	C	AC	San Francisco, CA	07/02/2003	4	CBS Radio	San Francisco, CA	San Francisco
KRTY	FM	95.3	C	Country	San Jose, CA	07/02/2003	34	Empire Broadcasting Corp	Los Gatos, CA	Santa Clara
KYLD	FM	94.9	C	CHR/Dance	San Francisco, CA	07/02/2003	4	Clear Channel Communications	San Francisco, CA	San Francisco
KSCU	FM	103.3	NC	Variety	San Jose, CA	07/02/2003	34	Santa Clara University	Santa Clara, CA	Santa Clara
KSFO	AM	560	C	Talk	San Francisco, CA	07/02/2003	4	ABC/Disney	San Francisco, CA	San Francisco
KSJO	FM	92.3	C	Span/Oldes	San Francisco, CA	07/02/2003	4	Clear Channel Communications	San Jose, CA	Santa Clara
KSAN	FM	107.7	C	Clsc Rock	San Francisco, CA	07/02/2003	4	p Cumulus Media Partners LLC	San Mateo, CA	San Mateo
KSRO	AM	1350	C	Nws/Tlk/Spt	Santa Rosa, CA	07/02/2003	118	Maverick Media LLC	Santa Rosa, CA	Sonoma
KPIG	AM	1510	C	AAA/Rck/A	San Francisco, CA	07/02/2003	4	Mapleton Communications LLC	Piedmont, CA	Alameda
KVVZ	FM	100.7	C	SpnAC/Rhy	San Francisco, CA	07/02/2003	4	Univision Communications Inc	San Rafael, CA	Marin
KTOB	AM	1490	C	Mexican	Santa Rosa, CA	07/02/2003	118	Moon Broadcasting Corp	Petaluma, CA	Sonoma
KTRB	AM	860	C	Talk	Modesto, CA	07/02/2003	111	Pappas Telecasting Companies	San Francisco, CA	San Francisco
KUIC	FM	95.3	C	AC	San Francisco, CA	07/02/2003	4	Coast Radio Company Inc	Vacaville, CA	Solano
KVON	AM	1440	C	Nws/Tlk/Spt	San Francisco, CA	07/02/2003	4	Wine Country Broadcasting Company	Napa, CA	Napa
KXFX	FM	101.7	C	AOR	Santa Rosa, CA	07/02/2003	118	Maverick Media LLC	Santa Rosa, CA	Sonoma
KVYN	FM	99.3	C	CHt/7&8/8&	San Francisco, CA	07/02/2003	4	Wine Country Broadcasting Company	St. Helena, CA	Napa
KBAY	FM	94.5	C	AC	San Jose, CA	07/02/2003	34	NextMedia Group	Gilroy, CA	Santa Clara
KRZZ	FM	93.3	C	Mexican	San Francisco, CA	07/02/2003	4	Spanish Broadcasting System	San Francisco, CA	San Francisco
KFRC	FM	99.7	C	70s & 80s	San Francisco, CA	07/02/2003	4	CBS Radio	San Francisco, CA	San Francisco
KZST	FM	100.1	C	AC	Santa Rosa, CA	07/02/2003	118	Redwood Empire Stereocasters	Santa Rosa, CA	Sonoma
KRPQ	FM	104.9	C	Country	Santa Rosa, CA	07/02/2003	118	Results Radio LLC	Rohnert Park, CA	Sonoma
KRRS	AM	1460	C	Mexican	Santa Rosa, CA	07/02/2003	118	Moon Broadcasting Corp	Santa Rosa, CA	Sonoma
KBRG	FM	100.3	C	Span/Oldes	San Francisco, CA	01/26/2005	4	Univision Communications Inc	San Jose, CA	Santa Clara
KSQQ	FM	96.1	C	Ethnic	San Jose, CA	07/02/2003	34	Coyote Communications Inc	Morgan Hill, CA	Santa Clara

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# FCC Geographic Market Definition for San Francisco, CA

Call Letters	AM/FM	Freq	Type		Home Market	Market	Home	Owner	City & State of License	County of License
			Station	Format		Designtn Date	Mkt Rank			
KRSH	FM	95.9	C	AAA	Santa Rosa, CA	07/02/2003	118	Sinclair Telecable Inc	Healdsburg, CA	Sonoma
KJZY	FM	93.7	C	Smooth	Santa Rosa, CA	07/02/2003	118	Redwood Empire Stereocasters	Sebastopol, CA	Sonoma
KZSJ	AM	1120	C	Asian	San Jose, CA	07/02/2003	34	Bustos Media Enterprises LLC	San Martin, CA	Santa Clara
KXTS	FM	100.9	C	Span/Varty	Santa Rosa, CA	07/02/2003	118	Sinclair Telecable Inc	Calistoga, CA	Napa
KMHX	FM	104.1	C	Hot AC	Santa Rosa, CA	07/02/2003	118	Results Radio LLC	Windsor, CA	Sonoma
KDIA	AM	1640	C	Religion	San Francisco, CA	07/02/2003	4	Baybridge Communications LLC	Vallejo, CA	Solano
KALW	FM	91.7	NC	Nws/Tlk/Inf	San Francisco, CA	07/02/2003	4	San Francisco Unified School District	San Francisco, CA	San Francisco
KALX	FM	90.7	NC	Variety	San Francisco, CA	07/02/2003	4	University of California	Berkeley, CA	Alameda
KBBF	FM	89.1	NC	Span/VarHt	Santa Rosa, CA	07/02/2003	118	Bi-Lingual Broadcasting Foundation	Santa Rosa, CA	Sonoma
KCEA	FM	89.1	NC	Nostalgia	San Francisco, CA	07/02/2003	4	Sequoia Union High School District	Atherton, CA	San Mateo
KCRH	FM	89.9	NC	Variety	San Francisco, CA	07/02/2003	4	South County Community College District	Hayward, CA	Alameda
KCSM	FM	91.1	NC	Jazz	San Francisco, CA	07/02/2003	4	San Mateo County Community College District	San Mateo, CA	San Mateo
KECG	FM	88.1	NC	Eclectic	San Francisco, CA	07/02/2003	4	El Cerrito High School	El Cerrito, CA	Contra Costa
KFJC	FM	89.7	NC	Variety	San Jose, CA	07/02/2003	34	Foothill-DeAnza Community College District	Los Altos, CA	Santa Clara
KKUP	FM	91.5	NC	Variety	San Jose, CA	07/02/2003	34	Assurance Sciences Foundation	Cupertino, CA	Santa Clara
KMTG	FM	89.3	NC	Variety	San Jose, CA	07/02/2003	34	San Jose Unified School District	San Jose, CA	Santa Clara
KLVR	FM	91.9	NC	ChrsContem	Santa Rosa, CA	07/02/2003	118	Educational Media Foundation	Santa Rosa, CA	Sonoma
KNDL	FM	89.9	NC	Religion	San Francisco, CA	07/02/2003	4	Howell Mountain Broadcasting Co	Angwin, CA	Napa
KOHL	FM	89.3	NC	CHR	San Francisco, CA	07/02/2003	4	Fremont-Newark Community College District	Fremont, CA	Alameda
KPFB	FM	89.3	NC	Ecltc/Varty	San Francisco, CA	07/02/2003	4	Pacifica Foundation	Berkeley, CA	Alameda
KPOO	FM	89.5	NC	Diverse	San Francisco, CA	07/02/2003	4	Poor Peoples Radio Inc	San Francisco, CA	San Francisco
KQED	FM	88.5	NC	Nws/Tlk/Inf	San Francisco, CA	07/02/2003	4	KQED Inc	San Francisco, CA	San Francisco
KRCB	FM	91.1	NC	Variety	Santa Rosa, CA	07/02/2003	118	Rural California Broadcasting Corp	Santa Rosa, CA	Sonoma
KRVH	FM	90.9	NC	DARK	San Francisco, CA	07/02/2003	4	River Delta Unified School District	Rio Vista, CA	Solano
KSFH	FM	87.9	NC	Variety	San Jose, CA	07/02/2003	34	St. Francis High School of Mt. View	Mountain View, CA	Santa Clara
KSJS	FM	90.5	NC	Variety	San Jose, CA	07/02/2003	34	San Jose State University	San Jose, CA	Santa Clara
KSMC	FM	89.5	NC	Alternative	San Francisco, CA	07/02/2003	4	St. Mary's College Student Association	Moraga, CA	Contra Costa
KSRH	FM	88.1	NC	Variety	San Francisco, CA	07/02/2003	4	San Rafael High School	San Rafael, CA	Marin
KUSF	FM	90.3	NC	Variety	San Francisco, CA	07/02/2003	4	University of San Francisco	San Francisco, CA	San Francisco
KVHS	FM	90.5	NC	New Rock	San Francisco, CA	07/02/2003	4	Clayton Valley High School	Concord, CA	Contra Costa
KWMR	FM	90.5	NC	Variety	San Francisco, CA	07/02/2003	4	West Marin Community Radio Inc	Point Reyes Station, CA	Marin
KZSU	FM	90.1	NC	Variety	San Jose, CA	07/02/2003	34	Leland Jr University	Stanford, CA	Santa Clara
KSRT	FM	107.1	C	RhyBl/HpHo	Santa Rosa, CA	07/02/2003	118	p Results Radio LLC	Cloverdale, CA	Sonoma
KNOB	FM	96.7	C	Eclectic	Santa Rosa, CA	07/02/2003	118	JYH Broadcasting	Healdsburg, CA	Sonoma

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KSVY	FM	91.3	NC	Variety		Santa Rosa, CA	03/15/2005	118	Commonbond Foundation	Sonoma, CA	Sonoma

**Number of Stations in Geographic Market 103**

## Previous Stations in Geographic Market

KCNL	FM	104.9	C	Span/AdHts		San Jose, CA	01/26/2005	34	Clear Channel Communications	Sunnyvale, CA	Santa Clara
KFFG	FM	97.7	C	AOR		San Jose, CA	01/26/2005	34	p Cumulus Media Partners LLC	Los Altos, CA	Santa Clara

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### **Washington, DC Arbitron Metro**

ParentCo will control Stations WMAL(AM), Facility ID No. 73250, Washington, DC; WRQX(FM), Facility ID No. 73252, Washington, DC and WJZW(FM), Facility ID No. 70037, Woodbridge, Virginia (Prince William County). Prince William County is included in the Washington, DC Arbitron Metro. As is demonstrated herein, ParentCo's ownership of WMAL(AM), WRQX(FM) and WJZW(FM) will comply with the Commission's local radio ownership rule.

As is shown on the attached "FCC Geographic Market Definition for Washington, DC," generated using BIA Financial Network, Inc.'s Media Access Pro database, there are 62 licensed, full power commercial and noncommercial radio stations in the Washington, DC Metro.

The Commission's multiple ownership rule (47 C.F.R. § 73.3555(a)) provides that in a radio market with 45 or more full-power, commercial and noncommercial radio stations, a person or single entity may have a cognizable interest in not more than 8 commercial radio stations in total and not more than 5 commercial stations in the same service. ParentCo will have an attributable interest in 1 AM station and 2 FM stations in the Washington, DC Arbitron Metro, and therefore will comply with the Commission's multiple ownership rule in this market.



# FCC Geographic Market Definition for Washington, DC

Call Letters	AM/FM	Freq	Type		Home Market	Market	Home	Owner	City & State of License	County of License
			Station	Format		Designtn Date	Mkt Rank			
WILC	AM	900	C	Spanish AC	Washington, DC	07/02/2003	8	ZGS Broadcast Holdings Inc	Laurel, MD	Prince George's
WAVA	AM	780	C	Chrst/Talk	Washington, DC	07/02/2003	8	Salem Communications Corporation	Arlington, VA	Arlington
WAGE	AM	1200	C	Tlk/Nws/Spt	Washington, DC	07/02/2003	8	Potomac Radio LLC	Leesburg, VA	Loudoun
WASH	FM	97.1	C	AC	Washington, DC	07/02/2003	8	Clear Channel Communications	Washington, DC	District of Columbia
WAVA	FM	105.1	C	Chrst/Talk	Washington, DC	07/02/2003	8	Salem Communications Corporation	Arlington, VA	Arlington
WJFK	FM	106.7	C	Talk	Washington, DC	07/02/2003	8	CBS Radio	Manassas, VA	Manassas (City)
WCTN	AM	950	C	Spanish	Washington, DC	07/02/2003	8	Win Radio Broadcasting Corporation	Potomac-Cabin John, MD	Montgomery
WBIG	FM	100.3	C	Oldies	Washington, DC	07/02/2003	8	Clear Channel Communications	Washington, DC	District of Columbia
WGOP	AM	540	C	Nostalgia	Salisbury-Ocean City, MD	02/06/2004	146	Birach Broadcasting Corporation	Damascus, MD	Montgomery
WDCT	AM	1310	C	Korean	Washington, DC	07/02/2003	8	Family Radio Ltd	Fairfax, VA	Fairfax
WFAX	AM	1220	C	Christian	Washington, DC	07/02/2003	8	Newcomb Broadcasting	Falls Church, VA	Falls Church (City)
WTHU	AM	1450	C	Adlt Stndrd	Frederick, MD	07/02/2003	197	Walmer, Charles	Thurmont, MD	Frederick
WFMD	AM	930	C	News/Talk	Frederick, MD	07/02/2003	197	Clear Channel Communications	Frederick, MD	Frederick
WFRE	FM	99.9	C	Country	Frederick, MD	07/02/2003	197	Clear Channel Communications	Frederick, MD	Frederick
WIHT	FM	99.5	C	CHR	Washington, DC	07/02/2003	8	Clear Channel Communications	Washington, DC	District of Columbia
WWRC	AM	1260	C	Talk	Washington, DC	07/02/2003	8	Clear Channel Communications	Washington, DC	District of Columbia
WGMS	FM	104.1	C	Classical	Washington, DC	07/02/2003	8	Bonneville International Corp	Waldorf, MD	Charles
WLZL	FM	99.1	C	Spanish	Washington, DC	07/02/2003	8	CBS Radio	Annapolis, MD	Anne Arundel
WHUR	FM	96.3	C	Urban AC	Washington, DC	07/02/2003	8	Howard University	Washington, DC	District of Columbia
WLXE	AM	1600	C	Ethnic	Washington, DC	07/02/2003	8	Multicultural Radio Broadcasting Inc	Rockville, MD	Montgomery
WMET	AM	1160	C	Talk	Washington, DC	07/02/2003	8	IDT Beltway Communications Corp	Gaithersburg, MD	Montgomery
WKYS	FM	93.9	C	Urban AC	Washington, DC	07/02/2003	8	Radio One Inc	Washington, DC	District of Columbia
WARW	FM	94.7	C	Clsc Rock	Washington, DC	07/02/2003	8	CBS Radio	Bethesda, MD	Montgomery
WMAL	AM	630	C	News/Talk	Washington, DC	07/02/2003	8	ABC/Disney	Washington, DC	District of Columbia
WACA	AM	1540	C	Span/Varty	Washington, DC	07/02/2003	8	AC Communications	Wheaton, MD	Montgomery
WTWP	FM	107.7	C	News	Washington, DC	07/02/2003	8	Bonneville International Corp	Warrenton, VA	Fauquier
WBZS	FM	92.7	C	Span/Trpcl	Washington, DC	07/02/2003	8 p	Red Zebra Broadcasting LLC	Prince Frederick, MD	Calvert
WZHF	AM	1390	C	Ethnic	Washington, DC	07/02/2003	8	Multicultural Radio Broadcasting Inc	Arlington, VA	Arlington
WMZQ	FM	98.7	C	Country	Washington, DC	07/02/2003	8	Clear Channel Communications	Washington, DC	District of Columbia
WKDL	AM	730	C	Span/Mexcn	Washington, DC	07/02/2003	8 p	Red Zebra Broadcasting LLC	Alexandria, VA	Alexandria (City)
WOL	AM	1450	C	News/Talk	Washington, DC	07/02/2003	8	Radio One Inc	Washington, DC	District of Columbia
WPGC	AM	1580	C	Gospel	Washington, DC	07/02/2003	8	CBS Radio	Morningside, MD	Prince George's
WPGC	FM	95.5	C	CHR/Rhymc	Washington, DC	07/02/2003	8	CBS Radio	Morningside, MD	Prince George's
WFED	AM	1050	C	BusNw/Talk	Washington, DC	07/02/2003	8	Bonneville International Corp	Silver Spring, MD	Montgomery

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# FCC Geographic Market Definition for Washington, DC

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
WJZW	FM	105.9	C	Smooth	Washington, DC	07/02/2003	8	ABC/Disney	Woodbridge, VA	Prince William
WKDV	AM	1460	C	Spn/Tlk/Var	Washington, DC	07/02/2003	8	Metro Radio Inc	Manassas, VA	Manassas (City)
WPWC	AM	1480	C	Spn/Tlk/Var	Washington, DC	07/02/2003	8	JMK Communications	Dumfries-Triangle, VA	Prince William
WBPS	FM	94.3	C	Span/Trpcl	Washington, DC	07/02/2003	8	p Red Zebra Broadcasting LLC	Warrenton, VA	Fauquier
WRQX	FM	107.3	C	Hot AC	Washington, DC	07/02/2003	8	ABC/Disney	Washington, DC	District of Columbia
WMMJ	FM	102.3	C	Urban AC	Washington, DC	07/02/2003	8	Radio One Inc	Bethesda, MD	Montgomery
WTOP	FM	103.5	C	News	Washington, DC	07/02/2003	8	Bonneville International Corp	Washington, DC	District of Columbia
WTRI	AM	1520	C	Nostalgia	Frederick, MD	07/02/2003	197	Tricaster Communications LLC	Brunswick, MD	Frederick
WUST	AM	1120	C	Ethnic	Washington, DC	07/02/2003	8	New World Radio Incorporated	Washington, DC	District of Columbia
WTNT	AM	570	C	Talk	Washington, DC	07/02/2003	8	Clear Channel Communications	Bethesda, MD	Montgomery
WWDC	FM	101.1	C	Alternative	Washington, DC	07/02/2003	8	Clear Channel Communications	Washington, DC	District of Columbia
WTEM	AM	980	C	Sprts/Talk	Washington, DC	07/02/2003	8	Clear Channel Communications	Washington, DC	District of Columbia
WKIK	AM	1560	C	Country	Washington, DC	07/02/2003	8	Somar Communications Inc	La Plata, MD	Charles
WTWP	AM	1500	C	News	Washington, DC	07/02/2003	8	Bonneville International Corp	Washington, DC	District of Columbia
WYCB	AM	1340	C	Gospel	Washington, DC	07/02/2003	8	Radio One Inc	Washington, DC	District of Columbia
WTOP	AM	820	C	News	Frederick, MD	07/02/2003	197	Bonneville International Corp	Frederick, MD	Frederick
WWGB	AM	1030	C	Span/Gospl	Washington, DC	07/02/2003	8	Mountain Broadcasting Corp (NJ)	Indian Head, MD	Charles
WAFY	FM	103.1	C	AC	Frederick, MD	07/02/2003	197	Nassau Broadcasting Partners LP	Middletown, MD	Frederick
WDMV	AM	700	C	Talk	Washington, DC	07/02/2003	8	Birach Broadcasting Corporation	Poolesville, MD	Montgomery
WAMU	FM	88.5	NC	Nws/Tlk/Inf	Washington, DC	07/02/2003	8	American University	Washington, DC	District of Columbia
WCSP	FM	90.1	NC	Nws/Tlk/Inf	Washington, DC	07/02/2003	8	National Cable Satellite Corp	Washington, DC	District of Columbia
WETA	FM	90.9	NC	Clsc/News	Washington, DC	07/02/2003	8	Greater Washington Educational Telecomm Assoc	Washington, DC	District of Columbia
WGTS	FM	91.9	NC	ChrsContem	Washington, DC	07/02/2003	8	Columbia Union College	Takoma Park, MD	Montgomery
WYPF	FM	88.1	NC	NPR	Frederick, MD	07/02/2003	197	Your Public Radio Corporation	Frederick, MD	Frederick
WMTB	FM	89.9	NC	Alternative	Frederick, MD	07/02/2003	197	Mount St. Mary's College	Emmitsburg, MD	Frederick
WMUC	FM	88.1	NC	Variety	Washington, DC	07/02/2003	8	University of Maryland	College Park, MD	Prince George's
WPFW	FM	89.3	NC	Jazz	Washington, DC	07/02/2003	8	Pacifica Foundation	Washington, DC	District of Columbia
WGRX	FM	104.5	C	Country	Fredericksburg, VA	07/02/2003	154	Telemedia Broadcasting	Falmouth, VA	Stafford

**Number of Stations in Geographic Market 62**

**Previous Stations in Geographic Market**

WGYS	FM	103.9	C	Classical	Frederick, MD	01/26/2005	197	Bonneville International Corp	Braddock Heights, MD	Frederick
WKIK	FM	102.9	C	Country		07/30/2005	0	Somar Communications Inc	California, MD	St Mary's

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Call Letters	AM/ FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
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