

Alan R. Brill, Transferor  
*Pro Forma* Transfer of Control  
December 31, 2001  
FCC Form 316  
Exhibit 2  
Page 1

Alan R. Brill certifies that the use of FCC Form 316 is appropriate for this transaction. The transfer proposed herein involves an internal corporate restructuring, which will not change the ultimate ownership and control of the licensee.

Through intermediate entities, Alan R. Brill controls the licensee as the 100% owner. Two of these intermediate companies are BH One, LLC (“**BHOL**”), and BH Two, LLC (“**BHTL**”). Mr. Brill is the 100% owner of these two limited liability companies. Mr. Brill will contribute his membership interests in BHOL and BHTL to a new corporation, **Broadcasting, Inc.** Mr. Brill owns 100% of the issued and outstanding stock of Broadcasting, Inc. and is the President and sole Director of the corporation. In effect, the only change is the insertion of a new entity, Broadcasting, Inc., in the chain of ownership between Mr. Brill and BHOL and BHTL. For convenience, before and after charts showing this are attached. No consideration is involved in this transaction.

Applications for the necessary *pro forma* transfer of control involving Broadcasting, Inc. are being filed simultaneously for the following licensees: Northland Broadcasting, LLC; NB II, LLC; NB III, LLC; Northern Colorado Radio, Inc.; NCR III, LLC; NCR IV, LLC; Reading Radio, Inc.; Tri-State Broadcasting, Inc.; and TSB IV, LLC (collectively, the “**Broadcasting, Inc. Transfers**”).<sup>1</sup> All of these licensees are effectively 100% owned and controlled by Mr. Brill.

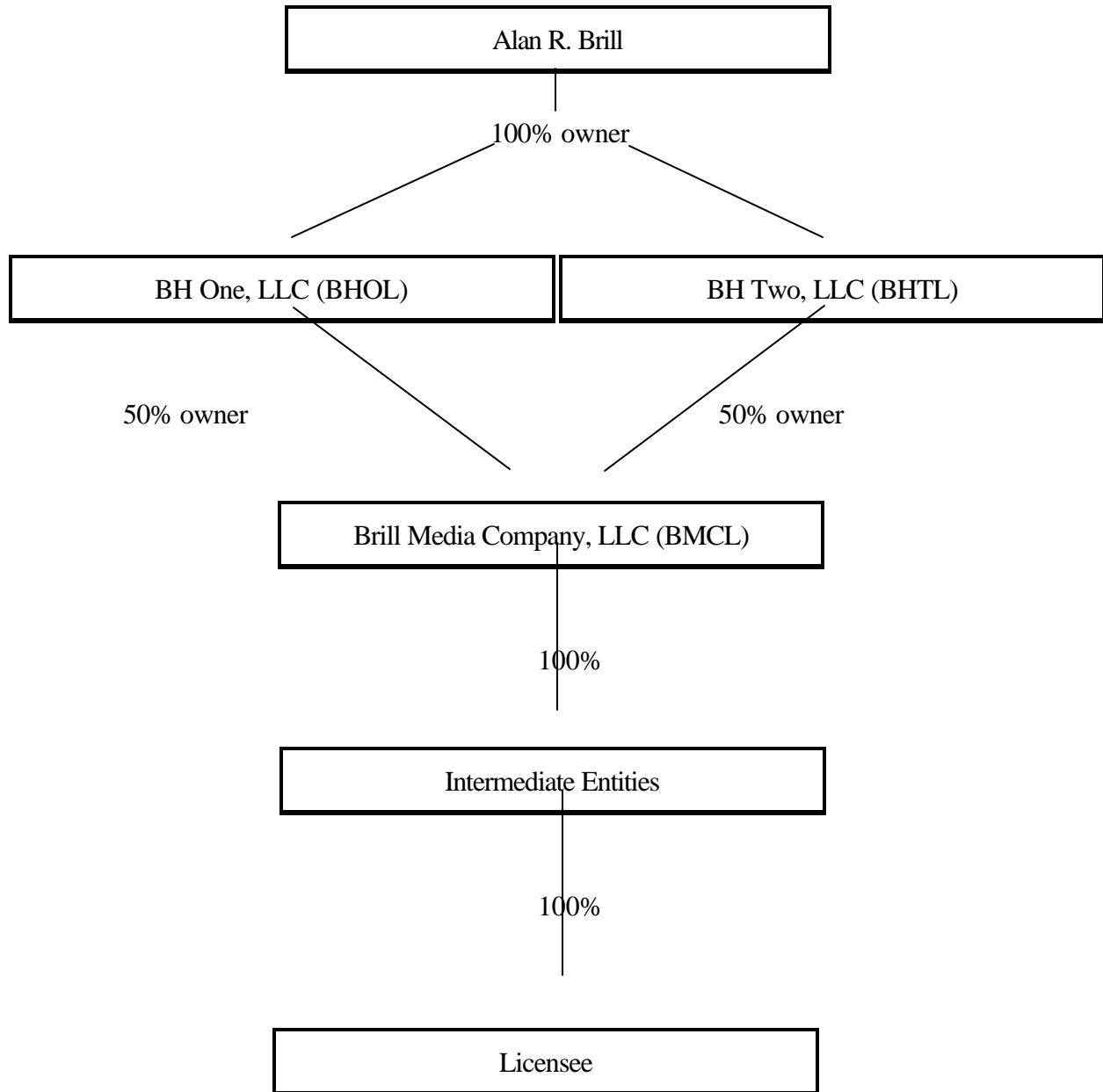
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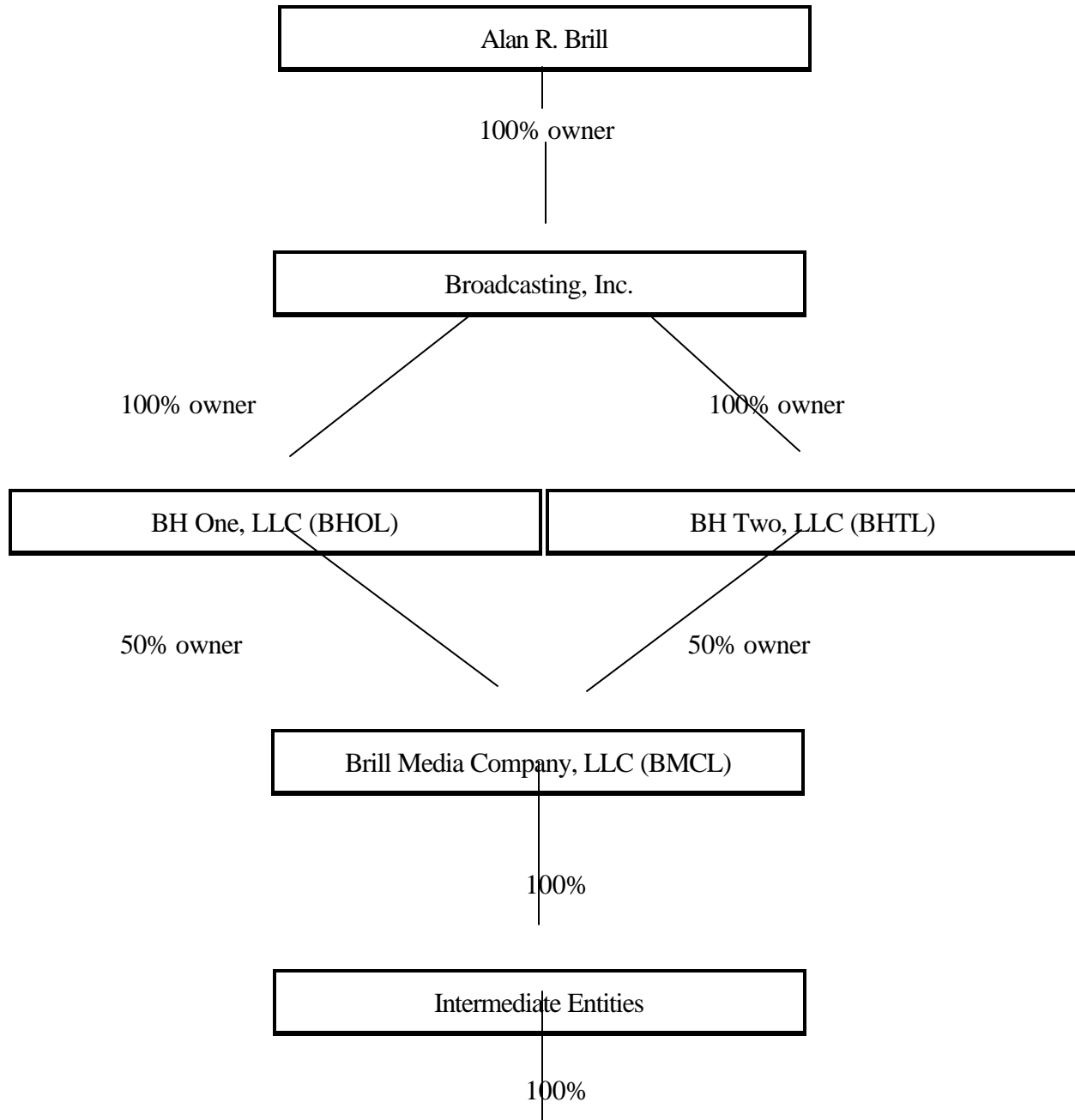
<sup>1</sup> Several other *pro forma* applications are being filed simultaneously with the Broadcasting, Inc. Transfers that affect the company’s ownership structure. Northern Colorado Radio, Inc., NCR III, LLC, and NCR IV, LLC are filing *pro forma* applications to assign their respective authorizations to CRH, LLC. TSB II, Inc. is also filing an application for a *pro forma* assignment of license to WRM, LLC.

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**PRIOR TO THE TRANSFER**



**AFTER THE TRANSFER**



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Licensee
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