

Federal Communications Commission Washington, D.C. 20554 <p style="text-align: center;">FCC 323</p>	Approved by OMB 3060-0010 (June 2002) FOR FCC USE ONLY
<p>OWNERSHIP REPORT FOR COMMERCIAL BROADCAST STATIONS</p> <p>Read INSTRUCTIONS Before Filling Out Form</p>	FOR COMMISSION USE ONLY FILE NO. BOS - 20060602AAO

Section I - General Information

1.	Legal Name of the Applicant RADIO ONE LICENSES, LLC		
	Mailing Address 5900 PRINCESS GARDEN PARKWAY		
	City LANHAM	State or Country (if foreign address) MD	ZIP Code 20706 -
	Telephone Number (include area code) 3013061111	E-Mail Address (if available) SHARRIS@RADIO-ONE.COM	
	FCC Registration Number: 0007164544	Call Sign WHHL	Facility ID Number 74578
2.	Contact Representative (if other than Licensee/Permittee) SONYA M. HALL-HARRIS		Firm or Company Name RADIO ONE, INC.
	Telephone Number (include area code) 3013061111	E-Mail Address (if available) SHARRIS@RADIO-ONE.COM	
3.	Name of entity, if other than licensee or permittee, for which report is filed		
	Mailing Address		
	City	State or Country (if foreign address)	ZIP Code
	Telephone Number (include area code)	E-Mail Address (if available)	
4.	If this application has been submitted without a fee, indicate reason for fee exemption (see 47 C.F.R. Section 1.1114): <input type="radio"/> Governmental Entity <input type="radio"/> Fee-exempt Report <input type="radio"/> Other <input checked="" type="radio"/> N/A (Fee Required)		

Section II - Ownership Information

5.	a. <input type="radio"/> Biennial b. <input checked="" type="radio"/> Transfer of Control or Assignment of License/Permit c. <input type="radio"/> Other d. <input type="radio"/> Amendment to pending application		
	for the following stations: [Enter Station Information]		
	<p>Station List</p>		

This Report is filed for the following stations:

Call Letters	Facility ID Number	Location (City/State)	Class of service
WHHL	74578	JERSEYVILLE IL	FM

All of the information furnished in this Report is accurate as of 05/05/2006 (Date must comply with 47 C.F.R. Section 73.3615(a), i.e., information must be current within 60 days of filing of this report, when 5(a) below is checked.)

This Report is filed for (check one)

6. Respondent is:

Sole proprietorship
 Not-for-profit corporation
 Limited partnership
 For-profit corporation
 General partnership
 Other

If "Other", describe nature of the respondent in an Exhibit. [Exhibit 1]

7. List all contracts and other instruments required to be filed by 47 C.F.R. Section 73.3613. (Only licensees, permittees, or a reporting entity with a majority interest in or that otherwise exercises de facto control over the subject licensee or permittee shall respond.)

[Enter Contract/Instrument Information]

Contracts/Instruments Information

List all contracts and other instruments required to be filed by 47 C.F.R. Section 73.3613. (Only licensees, permittees, or a reporting entity with a majority interest in or that otherwise exercises de facto control over the subject shall respond.)

Description of contract or instrument	Name of person or organization with whom contract is made	Date of Execution	Date of Expiration
SEE EXHIBIT 1 - CONTRACTS			

8. Capitalization (Only licensees, permittees, or a reporting entity with a majority interest in or that otherwise exercises de facto control over the subject licensee or permittee shall respond.)

[Enter Capitalization Information]

Capitalization

Capitalization (Only licensees, permittees, or a reporting entity with a majority interest in or that otherwise exercises de facto control over the subject licensee or permittee shall respond.)

Class of stock (preferred, common or other)	Voting or Non-voting	Number of Shares			
		Authorized	Issued and Outstanding	Treasury	Unissued

SEE EXHIBIT 1 - CAPITALIZATION

9. (a.) List the respondent, and, if other than a natural person, its officers, directors, stockholders and other entities with attributable interests, non-insulated partners and/or members. If a corporation or partnership holds an attributable interest in the respondent, list separately its officers, directors, stockholders and other entities with attributable interests, non-insulated partners and/or members. Create a separate row for each individual or entity. Attach supplemental pages, if necessary.
 [Enter Owner Information]

Owner Information

List the respondent, and, if other than a natural person, its officers, directors, stockholders and other entities with attributable interests, non-insulated partners and/or members. If a corporation or partnership holds an attributable interest in the respondent, list separately its officers, directors, stockholders and other entities with attributable interests, non-insulated partners and/or members. Create a separate row for each individual or entity. Attach supplemental pages, if necessary.

(Read carefully - The numbered items below refer to line numbers in the following table.)

1. Name and address of respondent and each party to the respondent holding an attributable interest (if other than individual also show name, address and citizenship of natural person authorized to vote the stock or holding the attributable interest). List the respondent first, officers next, then directors and, thereafter, remaining stockholders and other entities with attributable interests, and partners.
2. Gender (male or female).
3. Ethnicity (check one).
4. Race (select one or more).
5. Citizenship.
6. Positional interest: Officer, director, general partner, limited partner, LLC member, investor/creditor attributable under the Commission's **equity/debt plus** standard, etc.
7. Percentage of votes.
8. Percentage of total assets (equity debt plus).

1. Name and Address	ALFRED C. LIGGINS, III, 5900 PRINCESS GARDEN PARKWAY, 7TH FLOOR, LANHAM, MD 20706
2. Gender (male or female)	Male
3. Ethnicity (check one)	<input type="radio"/> Hispanic or Latino <input checked="" type="radio"/> Not Hispanic or Latino
4. Race (select one or more)	<input type="radio"/> American Indian or Alaska Native <input type="radio"/> Asian <input checked="" type="radio"/> Black or African American <input type="radio"/> Native Hawaiian or Other Pacific Islander <input type="radio"/> White
5. Citizenship	US
6. Positional Interest	PRESIDENT AND CEO
7. Percentage of votes	0.00
8. Percentage of total assets (equity debt plus)	0.00

1. Name and Address	SCOTT R. ROYSTER, 5900 PRINCESS GARDEN PARKWAY, 7TH FLOOR, LANHAM, MD 20706
2. Gender (male or female)	Male

3. Ethnicity (check one)	<input type="radio"/> Hispanic or Latino <input checked="" type="radio"/> Not Hispanic or Latino
4. Race (select one or more)	<input type="radio"/> American Indian or Alaska Native <input type="radio"/> Asian <input checked="" type="radio"/> Black or African American <input type="radio"/> Native Hawaiian or Other Pacific Islander <input type="radio"/> White
5. Citizenship	US
6. Positional Interest	EXECUTIVE VP AND CFO
7. Percentage of votes	0.00
8. Percentage of total assets (equity debt plus)	0.00

1. Name and Address	LINDA J. VILARDO, 5900 PRINCESS GARDEN PARKWAY, 7TH FLOOR, LANHAM, MD, 20706
2. Gender (male or female)	Female
3. Ethnicity (check one)	<input type="radio"/> Hispanic or Latino <input checked="" type="radio"/> Not Hispanic or Latino
4. Race (select one or more)	<input type="radio"/> American Indian or Alaska Native <input type="radio"/> Asian <input type="radio"/> Black or African American <input type="radio"/> Native Hawaiian or Other Pacific Islander <input checked="" type="radio"/> White
5. Citizenship	US
6. Positional Interest	ASSISTANT SECRETARY AND VP
7. Percentage of votes	0.00
8. Percentage of total assets (equity debt plus)	0.00

1. Name and Address	CATHERINE L. HUGHES, 5900 PRINCESS GARDEN PARKWAY, 4TH FLOOR, LANHAM, MD 20706
2. Gender (male or female)	Female
3. Ethnicity (check one)	<input type="radio"/> Hispanic or Latino <input checked="" type="radio"/> Not Hispanic or Latino
4. Race (select one or more)	<input type="radio"/> American Indian or Alaska Native <input type="radio"/> Asian <input checked="" type="radio"/> Black or African American <input type="radio"/> Native Hawaiian or Other Pacific Islander <input type="radio"/> White
5. Citizenship	US
6. Positional Interest	SECRETARY
7. Percentage of votes	0.00
8. Percentage of total assets (equity debt plus)	0.00

1. Name and Address	RADIO ONE, INC.
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2. Gender (male or female)	N/A
3. Ethnicity (check one)	<input type="radio"/> Hispanic or Latino <input checked="" type="radio"/> Not Hispanic or Latino
4. Race (select one or more)	<input type="radio"/> American Indian or Alaska Native <input type="radio"/> Asian <input type="radio"/> Black or African American <input type="radio"/> Native Hawaiian or Other Pacific Islander <input checked="" type="radio"/> White
5. Citizenship	DE
6. Positional Interest	EX. 1 - CAPITALIZATION
7. Percentage of votes	100.00
8. Percentage of total assets (equity debt plus)	100.00
(b) Respondent certifies that equity and financial interests not set forth in response to Question 9 (a) are non-attributable.	<input checked="" type="radio"/> Yes <input type="radio"/> No <input type="radio"/> N/A See Explanation in [Exhibit 2]
(c) Is the respondent or any party holding an attributable interest in the respondent also the holder of an attributable interest in any other broadcast station or in any cable or newspaper entities in the same market or with overlapping signals in the same broadcast service, as described in 47 C.F.R. Sections 73.3555 and 76.501?	<input checked="" type="radio"/> Yes <input type="radio"/> No
If "Yes", submit an Exhibit identifying the holder of that other attributable interest, listing the call signs, locations and facilities identifiers of such other broadcast stations, and describing the nature and size of the ownership interest and the positions held in the other broadcast, cable or newspaper entities.	[Exhibit 3]
(d) Are any of the individuals listed in response to Question 9(a) related as parent-child, husband-wife, brothers and sisters?	<input checked="" type="radio"/> Yes <input type="radio"/> No
If "Yes", submit an Exhibit setting forth full information as to the family relationship	[Exhibit 4]
(e) Is respondent seeking an attribution exemption for any officer or director with duties unrelated to the licensee or permittee?	<input type="radio"/> Yes <input checked="" type="radio"/> No
If "Yes", submit an Exhibit identifying that individual by name and title, fully describing that individual's duties and responsibilities, and explaining why that individual should not be attributed an interest.	[Exhibit 5]

SECTION III - CERTIFICATION

I certify that I am LINDA VILARDO, VICE PRESIDENT

(Official Title)

of RADIO ONE LICENSES, LLC

(Exact legal title or name of respondent)

and that I have examined this Report and that to the best of my knowledge and belief, all statements in this Report are true, correct and complete.

(Date of certification must be within 60 days of the date shown in Question 5, Section II and in no event prior to that date.)

Signature LINDA VILARDO	Date 06/02/2006
Telephone Number of Respondent (Include area code) 3013061111	

WILLFUL FALSE STATEMENTS ON THIS FORM ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. CODE, TITLE 18, SECTION 1001), AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. CODE, TITLE 47, SECTION 312(a)(1)), AND/OR FORFEITURE (U.S. CODE, TITLE 47, SECTION 503).

Exhibits

Exhibit 1

Description: EXHIBIT 1 - RESPONDENT

RADIO ONE LICENSES, LLC IS A LIMITED LIABILITY COMPANY, THE SOLE MEMBER OF WHICH IS RADIO ONE, INC.

Attachment 1

Description
Exhibit 1 - Contracts
Exhibit 1 - Capitalization
Exhibit 3 - Other Broadcast Interest Exhibit

Exhibit 4

Description: EXHIBIT 4 TO SECTION II, QUESTION 9(D)

CATHERINE L. HUGHES, RADIO ONES CHAIRPERSON, AND ALFRED C. LIGGINS, III, RADIO ONES CEO, TOGETHER OWN APPROXIMATELY 73.5% OF THE OUTSTANDING VOTING STOCK OF RADIO ONE. THE MAJORITY OF SUCH STOCK IS HELD IN THE NAME OF CATHERINE L. HUGHES REVOCABLE TRUST (OF WHICH MS. HUGHES IS THE TRUSTEE AND SOLE BENEFICIARY) AND ALFRED C. LIGGINS, III, REVOCABLE TRUST (OF WHICH MR. LIGGINS IS THE TRUSTEE AND SOLE BENEFICIARY) ("THE REVOCABLE TRUSTS"). MS. HUGHES IS THE MOTHER OF ALFRED C. LIGGINS, III.

Attachment 4

**Other Broadcast Interest Exhibit
(Responsive to Section II, Question 9)**

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

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

<u>Call Sign</u>	<u>Community of License</u>	<u>Facility ID #</u>
• K261AB	New Hall, CA (FM Translator)	70039
• KBFB(FM)	Dallas, TX	9627
• KBXX(FM)	Houston, TX	11969
• KKBT(FM)	Los Angeles, CA	70038
• KMJQ(FM)	Houston, TX	11971
• KSOC(FM)	Gainesville, TX	6386
• KROI(FM)	Seabrook, TX	35565
• WILD(FM)	Brockton, MA	19633
• WCDX(FM)	Mechanicsville, VA	60473
• WERQ-FM	Baltimore, MD	68827
• WFUN-FM	Bethalto, IL	4948
• WHHL (FM)	Jerseyville, IL	74578
• WFXC(FM)	Durham, NC	36952
• WFXK(FM)	Tarboro, NC	24931
• WROU(AM)	Petersburg, VA	60474
• WKJS(FM)	Richmond, VA	3725
• WPZZ(FM)	Crewe, VA	321
• WKYS(FM)	Washington, DC	73200
• WMMJ(FM)	Bethesda, MD	54712
• WNNL(FM)	Fuquay-Varina, NC	9728
• WOL(AM)	Washington, DC	54713
• WOLB(AM)	Baltimore, MD	54711
• WPPZ-FM	Jenkintown, PA	30572
• WPHI-FM	Media, PA	25079
• WRNB(FM)	Pennsauken, NJ	12211
• WQOK(FM)	South Boston, VA	69559
• WKJM(FM)	Petersburg, VA	60477
• WTPS(AM)	Coral Gables, FL	74165
• WWIN(AM)	Baltimore, MD	54709
• WWIN-FM	Glen Burnie, MD	54710
• WYCB(AM)	Washington, DC	7038
• WHTA(FM)	Hampton, GA	52548

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

- WCHB(AM) Taylor, Michigan Facility ID #4598
- WDMK(FM) Detroit, Michigan Facility ID #4597
- WHTD(FM) Mt. Clemens, Michigan Facility ID #54915

- **ROA Licenses, LLC.** ROI is the sole member of Radio One of Atlanta, LLC, which is the sole member of ROA Licenses, LLC. ROA Licenses, LLC, is the licensee of the following stations:

- WPZE(FM) Fayetteville, Georgia Facility ID #3105
- WJZZ-FM Roswell, Georgia Facility ID #31872

- **Radio One of Augusta, LLC.** ROI is the sole member of Radio One of Charlotte, LLC, which is the sole member of Radio One of Augusta, LLC. Radio One of Augusta, LLC is the licensee of the following stations:

- WAKB(FM) Wrens, Georgia, Facility ID #15849
- WTHB(AM) Augusta, Georgia Facility ID #15843
- WFXA-FM Augusta, Georgia Facility ID #15848
- WTHB-FM Waynesboro, Georgia Facility ID #31942
- WAEG(FM) Evans, Georgia Facility ID #31941

- **Radio One of North Carolina, LLC.** ROI is the sole member of Radio One of Charlotte, LLC, which is the sole member of Charlotte Broadcasting, LLC, which is the sole member of Radio One of North Carolina, LLC. Radio One of North Carolina, LLC is the licensee of the following stations:

- WQNC (FM), Harrisburg, North Carolina, Facility ID #28898
- WPZS (FM), Albemarle, North Carolina, Facility ID #52553

- **Radio One of Boston Licenses, LLC.** Radio One of Boston, Inc. is a wholly-owned subsidiary of ROI. Radio One of Boston, Inc. is the sole member of Radio One of Boston Licenses, LLC. Radio One of Boston Licenses, LLC is the licensee of WILD(AM), Boston, Massachusetts, Facility ID #47413.

- **Blue Chip Broadcasting, Ltd.,** is a wholly-owned subsidiary of ROI, which is the sole member of Blue Chip Broadcasting, Ltd., which is the sole member of **Blue Chip Broadcasting Licenses, Ltd.,** licensee of the following stations:

- WCKX(FM) Columbus, Ohio Facility ID # 27645
 - WJMO(AM) Cleveland Heights, Ohio Facility ID # 74472
 - WING(AM) Dayton, Ohio Facility ID # 25039
 - WGTZ(FM) Eaton, Ohio Facility ID # 25043
 - WZAK(FM) Cleveland, Ohio Facility ID # 74465
 - WJYD(FM) London, Ohio Facility ID # 63949
 - WDHT(FM) Springfield, Ohio Facility ID # 60252
 - WXMG(FM) Upper Arlington, Ohio Facility ID # 73972
 - WKSW(FM) Urbana, Ohio Facility ID # 10113
 - WENZ (FM) Cleveland, Ohio Facility ID # 2685
 - WERE(AM) Cleveland, Ohio Facility ID # 41389
 - WLRX(FM) Charlestown, Indiana Facility ID #76595
 - WGZB-FM Corydon, Indiana Facility ID # 53202
 - WGZB-FM1 Louisville, Kentucky Facility ID # 53201
(FM Booster)
 - WIZF(FM) Erlanger, Kentucky Facility ID # 5893
 - WMJM(FM) Jeffersontown, Kentucky Facility ID # 10322
 - WDJX(FM) Louisville, Kentucky Facility ID #55498
 - WXMA(FM) Louisville, Kentucky Facility ID #37236
 - WLRX(FM) Shepherdsville, Kentucky Facility ID # 51074
 - KTTB(FM) Glencoe, Minnesota Facility ID # 70705
- **Radio One of Indiana, LLC. (“ROINDLLC”).** Radio One of Indiana, L.P. (“ROINDLP”) is the sole member of ROINDLLC. ROI is the general partner of and owns a 99% partnership interest in ROINDLP. Radio One of Texas II, LLC is the limited partner of and owns a 1% interest in ROINDLP. ROI is the sole member of Radio One of Texas II, LLC. ROINDLLC is the licensee of the following stations:
 - WDNI-LP Indianapolis, Indiana Facility ID # 28199
 - WHHH(FM) Indianapolis, Indiana Facility ID # 60207
 - WTLC(AM) Indianapolis, Indiana Facility ID # 51433
 - WTLC-FM Greenwood, Indiana Facility ID # 25071
 - WYJZ(FM) Lebanon, Indiana Facility ID # 6420
 - **New Mableton Broadcasting Corporation (“NMBC”).** ROI is the sole share holder of NMBC. NMBC is the licensee of the following station:
 - WAMJ (FM) Mableton, Georgia Facility ID #
24562
 - **Radio One of Dayton Licenses, LLC** Hawes-Saunders Broadcast Properties, Inc. (“HSBP”) is a wholly owned subsidiary of Blue Chip Broadcasting, Ltd.

HSBP is the sole member of Radio One of Dayton Licenses, LLC. Radio One of Dayton Licenses, LLC is the licensee of the following station:

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

Radio One, Inc. provides programming to stations WDBZ(AM), Cincinnati, OH, Facility ID #10139 and WHHL(FM), Jerseyville, IL, Facility ID #74578 pursuant to Local Marketing Agreements.

Catherine L. Hughes, Radio One's Chairperson, and Alfred C. Liggins, III, Radio One's CEO, together own approximately 73.5% of the outstanding voting stock of Radio One. The majority of such stock is held in the name of Catherine L. Hughes Revocable Trust (of which Ms. Hughes is the trustee and sole beneficiary) and Alfred C. Liggins, III, Revocable Trust (of which Mr. Liggins is the trustee and sole beneficiary) (the "Revocable Trusts"). Ms. Hughes is the mother of Alfred C. Liggins, III.

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

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

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

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

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

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

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

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