

RADIO MARKET ANALYSIS
CUMULUS LICENSING LLC
WWTN - HENDERSONVILLE, TENNESSEE
WQOK - GOODLETTSVILLE, TENNESSEE
WNFN - MILLERSVILLE, TENNESSEE
WRQQ - BELLE MEADE, TENNESSEE
August 2007

TECHNICAL STATEMENT

1. This technical statement and attached exhibits were prepared on behalf of Cumulus Licensing LLC ("Cumulus"). Cumulus is the licensee of WWTN, Channel 259C0, Manchester, Tennessee; WQOK, Channel 221A, Hendersonville, Tennessee; WNFN, Channel 294A, Belle Meade, Tennessee; and WRQQ, Channel 246C2, Goodlettsville, Tennessee. Each of these stations was ordered to change community of license in MB Docket #06-77. As such, a minor change application is being submitted for each station and an updated Radio Market Analysis is needed. Cumulus is also the licensee of WSM-FM, Channel 238C, Nashville, Tennessee and WHRP, Channel 227C1, Tullahoma, Tennessee¹. It is also noted that a principal of Cumulus is a party to a Joint Sales Agreement for WSM, 650 kHz, Nashville, Tennessee. Therefore, Cumulus has attributable interests in WSM AM.

2. As a result of these changes of community of license, WNFN will move to Millersville, Tennessee; WRQQ will move to Belle Meade, Tennessee; WWTN will move to Hendersonville, Tennessee; and WQOK will move to Goodlettsville, Tennessee. As such, WNFN, WRQQ, WWTN, WQOK, WSM-FM and WSM are or will be licensed to communities

1) WHRP's licensed facility at Tullahoma, Tennessee is not located in a metro county in any Arbitron market and has contour overlap with the city grade contour of the proposed WWTN. It is noted that WHRP has an outstanding construction permit to relocate and change community of license from Tullahoma, Tennessee to New Market, Alabama (BPH-20050408ABI). Since there is no contour overlap between WWTN, WQOK, WRQQ or WNFN and the WHRP CP, it is not considered further in this study.

within a metro county in the Nashville, Tennessee market. Further, as the licensed/proposed contour of WWTN overlaps with the contour of the licensed WHRP facility (and with the city grade contour of WSM) , a contour ownership review is required. Therefore, a hybrid ownership analysis for both rated and non-rated markets is necessary.

NASHVILLE, TENNESSEE ARBITRON/BIA MARKET REVIEW

3. As shown on Exhibit #1, there are sixty-one AM and FM (commercial and non-commercial) stations listed in the Nashville, Tennessee Arbitron Market (Market #44). Cumulus would be in control of five FM stations and one AM station in the market. The number of stations indicated falls in the forty-five stations tier of §73.3555(a)(1)(i) of the Commission's rules. At this level, common ownership or control of up to eight stations, with no more than five in the same service, is permissible. As such, Cumulus' interests in five FM stations and one AM station in the Nashville, Tennessee market are in compliance with §73.3555 of the rules. Therefore, the minor change applications for the four stations implementing changes of community of license are in compliance with the Commission's multiple ownership rules.

REVISED CONTOUR OVERLAP ANALYSIS

4. Since WWTN and WHRP have contour overlap, a study has been conducted to verify that the contour overlap market is also in compliance with the Commission's multiple ownership rules. The city grade contours of the subject stations are shown on Exhibit #2. As noted, the locations of the city grade contours of the stations create a distinct radio market requiring review WWTN, WHRP license and WSM).

accurate to the best of our belief and knowledge. All data relating to AM and FM facilities in the relevant BIA/Arbitron market was determined using the BIA Financial Network, Inc. Media Access Pro, Version 4.2. BIA database. Technical data related to AM and FM facilities was extracted from the Commission's CDBS database. We assume no liability for errors or omissions in either database which may be adverse to the information contained herein.



FCC Geographic Market Definition for Nashville, TN

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
WQSV	AM	790	C	Cntry/Gospl	Nashville, TN	07/02/2003	44	Sycamore Valley Broadcasting	Ashland City, TN	Cheatham
WAKM	AM	950	C	Country	Nashville, TN	07/02/2003	44	Franklin Radio Assoc	Franklin, TN	Williamson
WUBT	FM	101.1	C	Urban	Nashville, TN	07/02/2003	44 p	Clear Channel	Russellville, KY	Logan
WAMB	AM	1200	C	Adlt Stndrd	Nashville, TN	07/02/2003	44 p	Barry, William	Nashville, TN	Davidson
WYXE	AM	1130	C	Span/Chrst	Nashville, TN	07/02/2003	44	Iglesia de Dios Hispana Pentecostal, Nashville TN	Gallatin, TN	Sumner
WQSE	AM	1030	C	Sothn Gspel	Nashville, TN	07/02/2003	44	Grace Broadcasting Services Inc	White Bluff, TN	Dickson
WPFD	AM	850	C	Country	Nashville, TN	07/02/2003	44	Martin, R.L., Trustee	Fairview, TN	Williamson
WCOR	AM	1490	C	Cntry/Sprts	Nashville, TN	07/02/2003	44	Barry, William	Lebanon, TN	Wilson
WDBL	AM	1590	C	News/Talk	Nashville, TN	07/02/2003	44	Lightning Broadcasting LLC	Springfield, TN	Robertson
WDKN	AM	1260	C	Country	Nashville, TN	07/02/2003	44	Edmisson & Eubank Communications Inc	Dickson, TN	Dickson
WGNS	AM	1450	C	Talk	Nashville, TN	07/02/2003	44	Rutherford Group Inc	Murfreesboro, TN	Rutherford
WHIN	AM	1010	C	Country	Nashville, TN	07/02/2003	44	WHIN Inc	Gallatin, TN	Sumner
WHEW	AM	1380	C	Mexcn/Varty	Nashville, TN	07/02/2003	44	SG Communications	Franklin, TN	Williamson
WRLT	FM	100.1	C	AAA	Nashville, TN	07/02/2003	44	Tuned In Broadcasting Inc	Franklin, TN	Williamson
WNVL	AM	1240	C	Span/AdHts	Nashville, TN	07/02/2003	44	Davidson Media Group LLC	Nashville, TN	Davidson
WKDF	FM	103.3	C	Country	Nashville, TN	07/02/2003	44	Citadel Communications	Nashville, TN	Davidson
WLAC	AM	1510	C	Nws/Tlk/Spt	Nashville, TN	07/02/2003	44 p	Clear Channel	Nashville, TN	Davidson
WNRQ	FM	105.9	C	Clsc Rock	Nashville, TN	07/02/2003	44 p	Clear Channel	Nashville, TN	Davidson
WPLN	AM	1430	NC	Nws/Tlk/Clc	Nashville, TN	07/02/2003	44	Nashville Public Radio	Madison, TN	Davidson
WNSG	AM	880	C	Black Gospl	Nashville, TN	07/02/2003	44	Davidson Media Group LLC	Nashville, TN	Davidson
WWTN	FM	99.7	C	Talk	Nashville, TN	07/02/2003	44 p	Cumulus	Manchester, TN	Coffee
WMGC	AM	810	C	Mexican	Nashville, TN	07/02/2003	44	Radio 810 Nashville Limited	Murfreesboro, TN	Rutherford
WNAH	AM	1360	C	Gospel	Nashville, TN	07/02/2003	44	Hermitage Broadcasting	Nashville, TN	Davidson
WNQM	AM	1300	C	Chrst/Talk	Nashville, TN	07/02/2003	44	F.W. Robbert Broadcasting	Nashville, TN	Davidson
WQQK	FM	92.1	C	UrbAC/R&B	Nashville, TN	07/02/2003	44 p	Cumulus	Hendersonville, TN	Sumner
WQKR	AM	1270	C	Adlt Stndrd	Nashville, TN	07/02/2003	44	Venture Broadcasting LLC	Portland, TN	Sumner
WSGI	AM	1100	C	Variety	Nashville, TN	07/02/2003	44	Lightning Broadcasting LLC	Springfield, TN	Robertson
WYFN	AM	980	NC	Relig Music	Nashville, TN	07/02/2003	44	Bible Broadcasting Network	Nashville, TN	Davidson
WSIX	FM	97.9	C	Country	Nashville, TN	07/02/2003	44 p	Clear Channel	Nashville, TN	Davidson
WSM	AM	650	C	Country	Nashville, TN	07/02/2003	44	Gaylord Entertainment Company	Nashville, TN	Davidson
WSM	FM	95.5	C	Country	Nashville, TN	07/02/2003	44 p	Cumulus	Nashville, TN	Davidson
WNSR	AM	560	C	Talk/Sprts	Nashville, TN	07/02/2003	44	Southern Wabash Communications Corporation	Brentwood, TN	Williamson
WCJK	FM	96.3	C	Adult Hits	Nashville, TN	07/02/2003	44	South Central Communications Corporation	Murfreesboro, TN	Rutherford

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

"p" indicates pending sale to owner listed



FCC Geographic Market Definition for Nashville, TN

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
WVOL	AM	1470	C	Rhythm/Blu	Nashville, TN	07/02/2003	44	Heidelberg Broadcasting LLC	Berry Hill, TN	Davidson
WVRY	FM	105.1	C	Sothn Gspel	Nashville, TN	07/02/2003	44	Grace Broadcasting Services Inc	Waverly, TN	Humphreys
WMRO	AM	1560	C	Hot AC	Nashville, TN	07/02/2003	44	Classic Broadcasting Inc	Gallatin, TN	Sumner
WGFX	FM	104.5	C	Spt/Nws/Tlk	Nashville, TN	07/02/2003	44	Citadel Communications	Gallatin, TN	Sumner
WBUZ	FM	102.9	C	Rock	Nashville, TN	07/02/2003	44	Cromwell Group Inc, The	La Vergne, TN	Rutherford
WRVW	FM	107.5	C	CHR	Nashville, TN	07/02/2003	44 p	Clear Channel	Lebanon, TN	Wilson
WJXA	FM	92.9	C	AC	Nashville, TN	07/02/2003	44	South Central Communications Corporation	Nashville, TN	Davidson
WENO	AM	760	C	Chrst/Talk	Nashville, TN	07/02/2003	44	Trevecca Nazarene University	Nashville, TN	Davidson
WVNS	FM	102.5	C	Hot AC	Nashville, TN	07/02/2003	44	Cromwell Group Inc, The	Pegram, TN	Cheatham
WFFI	FM	93.7	C	ChrsContem	Nashville, TN	07/02/2003	44	Salem Communications Corporation	Kingston Springs, TN	Cheatham
WFFH	FM	94.1	C	ChrsContem	Nashville, TN	07/02/2003	44	Salem Communications Corporation	Smyrna, TN	Rutherford
WFCM	AM	710	NC	Inspiration	Nashville, TN	07/02/2003	44	Moody Bible Institute of Chicago Incorporated	Smyrna, TN	Rutherford
WANT	FM	98.9	C	Country	Nashville, TN	07/02/2003	44	Bay, Susan	Lebanon, TN	Wilson
WBOZ	FM	104.9	C	Sothn Gspel	Nashville, TN	07/02/2003	44	Salem Communications Corporation	Woodbury, TN	Cannon
WNFN	FM	106.7	C	Sports	Nashville, TN	07/02/2003	44 p	Cumulus	Belle Meade, TN	Davidson
WRQQ	FM	97.1	C	Oldies	Nashville, TN	07/02/2003	44 p	Cumulus	Goodlettsville, TN	Davidson
WFCM	FM	91.7	NC	Inspiration	Nashville, TN	07/02/2003	44	Moody Bible Institute of Chicago Incorporated	Murfreesboro, TN	Rutherford
WFMQ	FM	91.5	NC	Variety	Nashville, TN	07/02/2003	44	Cumberland University	Lebanon, TN	Wilson
WFSK	FM	88.1	NC	Smooth	Nashville, TN	07/02/2003	44	Fisk University	Nashville, TN	Davidson
WMOT	FM	89.5	NC	Jazz	Nashville, TN	07/02/2003	44	Middle Tennessee State University	Murfreesboro, TN	Rutherford
WMTS	FM	88.3	NC	Variety	Nashville, TN	07/02/2003	44	Middle Tennessee State University	Murfreesboro, TN	Rutherford
WNAZ	FM	89.1	NC	Chrst/CHR	Nashville, TN	07/02/2003	44	Trevecca Nazarene University	Nashville, TN	Davidson
WNRZ	FM	91.5	NC	Christian	Nashville, TN	07/02/2003	44	Trevecca Nazarene University	Dickson, TN	Dickson
WPLN	FM	90.3	NC	Clscl/News	Nashville, TN	07/02/2003	44	Nashville Public Radio	Nashville, TN	Davidson
WRVU	FM	91.1	NC	Variety	Nashville, TN	07/02/2003	44	Vanderbilt University	Nashville, TN	Davidson
WVCP	FM	88.5	NC	Diverse	Nashville, TN	07/02/2003	44	Volunteer State Community College	Gallatin, TN	Sumner
WKDA	AM	900	C	Span/Trpcl	Nashville, TN	07/02/2003	44	Bay, Susan	Lebanon, TN	Wilson
WCRT	AM	1160	C	Religion	Nashville, TN	11/17/2005	44	Bott Radio Network	Donelson, TN	Davidson

Number of Stations in Geographic Market 61

Previous Stations in Geographic Market

WBVR	FM	96.7	C	Country	Bowling Green, KY	02/08/2005	208	Forever Communications Inc	Auburn, KY	Logan
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"C" - Commercial Station; "NC" - Non Commercial Station

"p" indicates pending sale to owner listed

Graham Brock, Inc. - Broadcast Technical Consultants

WNFN
Latitude: 36-15-50 N
Longitude: 086-47-39 W
ERP: 2.95 kW
Channel: 294
Frequency: 106.7 MHz
AMSL Height: 476.4 m

WRQQ 3.16 mV/m

WNFN 3.16 mV/m

WQQK 3.16 mV/m

WSM-FM
BLH-19890717KC
Latitude: 36-08-27 N
Longitude: 086-51-56 W
ERP: 100.00 kW
Channel: 238C1
Frequency: 95.5 MHz

WSM 5.0 mV/m

WHRP
BLH-19890717KC
Latitude: 35-02-04 N
Longitude: 086-22-52 W
ERP: 100.00 kW
Channel: 227C1
Frequency: 93.3 MHz
AMSL Height: 589.0 m

WRQQ
Latitude: 36-17-50 N
Longitude: 086-45-11 W
ERP: 45.00 kW
Channel: 246C0
Frequency: 97.1 MHz

WWTN
Latitude: 35-49-03 N
Longitude: 086-31-24 W
ERP: 100.00 kW
Channel: 259C0
Frequency: 99.7 MHz
AMSL Height: 604.0 m

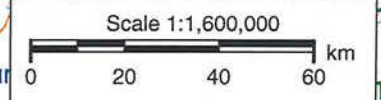
WQQK
Latitude: 36-17-50 N
Longitude: 086-45-11 W
ERP: 3.10 kW
Channel: 221A
Frequency: 92.1 MHz
AMSL Height: 321.0 m

WSM-FM 3.16 mV/m

WWTN 3.16 mV/m

WSM
Latitude: 35-59-50 N
Longitude: 086-47-32 W
ERP: 50.00 kW
Frequency: 650 kHz

EXHIBIT #2
RADIO MARKET ANALYSIS
CUMULUS LICENSING LLC
WWTN - MANCHESTER, TN
WQQK - HENDERSONVILLE, TN
WNFN - BELLE MEADE, TN
WRQQ - GOODLETTSVILLE, TN
August 2007

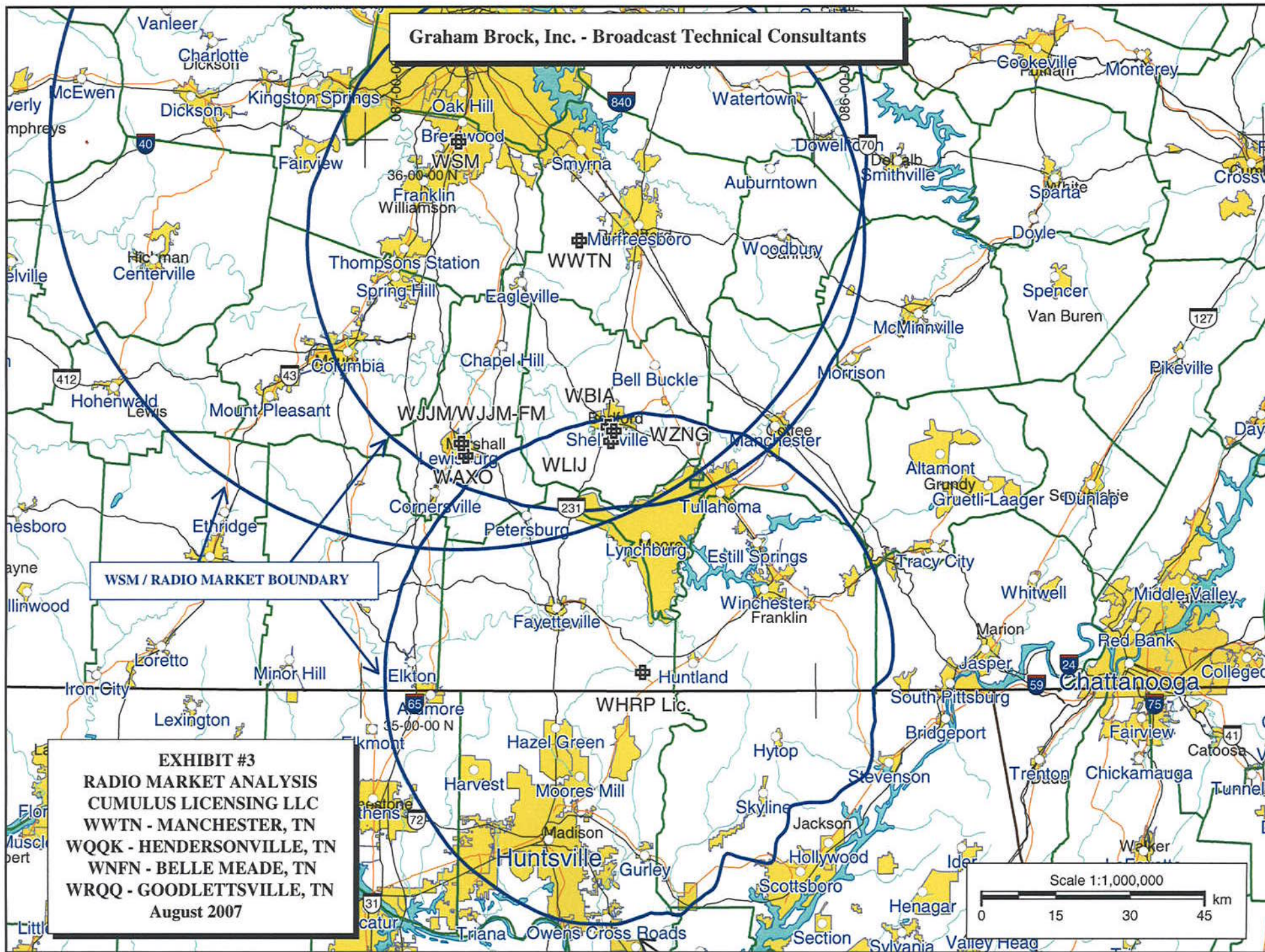


Graham Brock, Inc. - Broadcast Technical Consultants

WSM / RADIO MARKET BOUNDARY

EXHIBIT #3
RADIO MARKET ANALYSIS
CUMULUS LICENSING LLC
WWTN - MANCHESTER, TN
WQK - HENDERSONVILLE, TN
WNFN - BELLE MEADE, TN
WRQQ - GOODLETTSVILLE, TN
August 2007

Scale 1:1,000,000
0 15 30 45 km



RADIO MARKET ANALYSIS
CUMULUS LICENSING LLC
WWTN - HENDERSONVILLE, TENNESSEE
WQOK - GOODLETTSVILLE, TENNESSEE
WNFN - MILLERSVILLE, TENNESSEE
WRQQ - BELLE MEADE, TENNESSEE
August 2007

EXHIBIT #4

Tabulation of Stations in Radio Market

AM Stations

* WSM	650 kHz	Nashville, Tennessee
WAXO	1220 kHz	Lewisburg, Tennessee
WZNG	1400 kHz	Shelbyville, Tennessee
WJJM	1490 kHz	Lewisburg, Tennessee
WLIJ	1580 kHz	Shelbyville, Tennessee

Total AM Stations - 5

FM Stations

WBIA	Ch 202A	Shelbyville, Tennessee
* WHRP	Ch 227C1	Tullahoma, Tennessee
WJJM-FM	Ch 232A	Lewisburg, Tennessee
* WWTN	Ch 259C0	Hendersonville, Tennessee

Total FM Stations - 4

GRAND TOTAL OF STATIONS CONSIDERED IN STUDY - 9

* Subject station.

AFFIDAVIT AND QUALIFICATIONS OF CONSULTANT

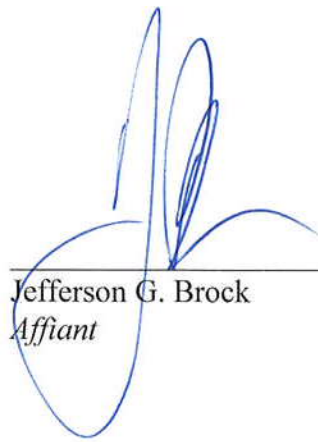
State of Georgia)
St. Simons Island) ss:
County of Glynn)

JEFFERSON G. BROCK, being duly sworn, deposes and says that he is an officer of Graham Brock, Inc. Graham Brock has been engaged by Cumulus Licensing LLC to prepare the attached Technical Exhibit.

His qualifications are a matter of record before the Federal Communications Commission. He has been active in Broadcast Engineering since 1979.

The attached report was either prepared by him or under his direction and all material and exhibits attached hereto are believed to be true and correct.

This the 30th day of August 2007.



Jefferson G. Brock
Affiant

*Sworn to and subscribed before me
this the 30th day of August 2007*



Notary Public, State of Georgia
My Commission Expires: September 3, 2007