

Lotus Communications Corp. & Affiliates**Los Angeles, California****I. Overview**

Lotus Communications Corp., a California corporation ("**Communications Corp.**"), is a holding and operating company, with headquarters at 3301 Barham Boulevard, Suite 200, Los Angeles, California 90068. Communications Corp. has seven corporate subsidiaries, and two limited liability companies, aggregating 10 affiliates, who are licensees of radio/television stations or holders of construction permits (collectively, the "**Company**"). The Company's broadcast holdings break down to (i) 29 full-power radio stations and (ii) two Low Power Television stations (plus three FM translators). The radio stations are in Arizona, California and Nevada; the television stations are in Arizona and Texas.

Communications Corp. has 1144 issued and outstanding shares of capital stock, divided into Class A Common, which is voting stock (the "**Voting Stock**"), and Class B Common, which is non-voting stock. Each of the Howard A. Kalmenson Trust (Howard A. Kalmenson, Trustee) and the Lilli Kalmenson Rosenbloom Trust (Lilli Kalmenson Rosenbloom, Trustee) owns 50% of the 500 issued and outstanding shares the Voting Stock, representing a 21.85% interest in the outstanding equity. Together, the holders of the Voting Stock own 43.7% of the outstanding equity. Howard A. Kalmenson votes all shares of the Voting Stock. Communications Corp. wholly controls its affiliates, with Howard A. Kalmenson exercising Communications Corp.'s voting power in its affiliates, as well as voting all shares of the Voting Stock. Consequently, he alone controls Communications Corp. and each licensee-affiliate, and votes all shares of the assignee, Lotus Fresno Corp.

A. Company Radio Interests. The Company's radio licensees consist of Communications Corp. and the following corporate subsidiaries:

Arizona Lotus Corp., an Arizona corporation
 Lotus Bakersfield Corp., a California corporation
 Lotus Broadcasting Corp., a Nevada corporation
 Lotus Fresno Corp., a California corporation
 Lotus Oxnard Corp., a California corporation
 Lotus Radio Corp., a Nevada corporation

The Company's radio station holdings are identified in Part III below.

B. Company Television Interests. The Company's television licensees consist of two limited liability companies, namely:

Lotus TV of Phoenix LLC
 Lotus TV of Houston LLC

The Company's television station holdings are identified in Part IV below.

II. Company Officials

A. Radio Station Officials

- (i) *Directors.* The directors of Communications Corp. and its corporate licensee subsidiaries are:

Howard A. Kalmenson
James Kalmenson
Lilli Kalmenson Rosenbloom
William Kalmenson¹

- (ii) *Officers.* The officers of Communications Corp. and its corporate licensee subsidiaries are:

(a) Communications Corp.:

Howard A. Kalmenson, President
James Kalmenson, First Senior Vice President
Lilli Kalmenson Rosenbloom, Vice President
Jerry Roy, Senior Vice President, Chief Compliance Officer & Secretary
William H. Shriftman, Senior Vice President, Chief Financial Officer & Treasurer
Jay Levine, Assistant Secretary & Vice President
Melissa B. Frederick, Assistant Secretary
K. Jasmin Dorismond, Vice President

(b) Lotus Broadcasting Corp.:

Howard A. Kalmenson, President
James Kalmenson, First Senior Vice President
Lilli Kalmenson Rosenbloom, Vice President
Jerry Roy, Senior Vice President, Chief Compliance Officer & Secretary
William H. Shriftman, Senior Vice President, Chief Financial Officer & Treasurer
Anthony Bonnici, Vice President
Jay Levine, Vice President
Melissa B. Frederick, Assistant Secretary
K. Jasmin Dorismond, Vice President

(c) Lotus Radio Corp., Arizona Lotus Corp., Lotus Oxnard Corp., Lotus Bakersfield Corp., Lotus Fresno Corp. and Lotus Sacramento Corp.:

Howard A. Kalmenson, President
James Kalmenson, First Senior Vice President
Lilli Kalmenson Rosenbloom, Vice President
Jerry Roy, Senior Vice President, Chief Compliance Officer & Secretary
William H. Shriftman, Senior Vice President, Chief Financial Officer & Treasurer
Melissa B. Frederick, Assistant Secretary
K. Jasmin Dorismond, Vice President

¹ William Kalmenson only serves as a Director of Communications Corp.
EMB/D949797v3/M064705/C0166200
EMB/D949797v4/M064705/C0166200

Jay Levine, Vice President

B. Television Station Officials. The officers of Lotus TV of Phoenix LLC and Lotus TV of Houston LLC are:

James Kalmenson, President and Manager
Jerry Roy, Senior Vice President (Compliance)
William Shriftman, Senior Vice President (Finance)
Howard A. Kalmenson, Secretary
Melissa B. Frederick, Assistant Secretary
K. Jasmin Dorismond, Vice President
Jay Levine, Vice President

C. Information Concerning Individuals and Relationships. Each individual who holds or votes stock in the Company or is a Company officer or director is a U.S. citizen.

(i) *Family Relationships.* Howard A. Kalmenson and Lilli Kalmenson Rosenbloom, respectively, are the father and mother of William Kalmenson and James Kalmenson.

Lilli Kalmenson Rosenbloom is Jay Levine's aunt.
William Kalmenson and James Kalmenson are brothers, and Jay Levine is their first cousin.

(ii) *Addresses.*

Howard A. Kalmenson
Lotus Communications Corp.
3301 Barham Boulevard, Suite 200
Los Angeles, CA 90068

James Kalmenson
Lotus Communications Corp.
3301 Barham Boulevard, Suite 200
Los Angeles, CA 90068

William Kalmenson
6100 Primrose Street #12
Los Angeles, CA 90068

Jay Levine
Lotus Communications Corp.
3301 Barham Boulevard, Suite 200
Los Angeles, CA 90068

Lilli Kalmenson Rosenbloom
Lotus Interiors
5031 Brewster Drive
Tarzana, CA 91352

Jerry Roy
Lotus Communications Corp.
3301 Barham Boulevard, Suite 200
Los Angeles, CA 90068

William H. Shriftman
Lotus Communications Corp.
3301 Barham Boulevard, Suite 200
Los Angeles, CA 90068

Anthony Bonnici
Lotus Broadcasting Corp.
8755 W. Flamingo Road
Las Vegas, NV 89147

Melissa B. Frederick
Lotus Communications Corp.
3301 Barham Boulevard, Suite 200
Los Angeles, CA 90068

K. Jasmin Dorismond
Lotus Communications Corp.
3301 Barham Boulevard, Suite 200
Los Angeles, CA 90068

III. Radio Broadcast Station Licensees

A. Lotus Communications Corp.

- (i) KWKU (AM)
1220 kHz
Pomona, CA
Facility Number: 1925
- (ii) KWKW (AM)
1330 kHz
Los Angeles, CA
Facility Number: 3845
- (iii) KDPP (AM)
890 kHz
Olivehurst, CA
Facility Number: 160999

B. Lotus Broadcasting Corp.

- (i) KBAD (AM)
920 kHz
Las Vegas, NV
Facility Number: 38448
- (ii) KENO (AM)
1460 kHz
Las Vegas, NV
Facility Number: 38449
- (iii) KXPT (FM)
Channel 246C, 97.1 MHz
Las Vegas, NV
Facility Number: 38450
- (iv) KOMP (FM)
Channel 222C, 92.3 MHz
Las Vegas, NV
Facility Number: 38451
- (v) K257BU (FM Translator)
Channel 255D, 98.9 MHz
Henderson, NV
Facility Number: 38447
- (vi) KWWN (AM)
1100 kHz
Las Vegas, NV
Facility Number: 137871
- (vii) KLAV (AM)
1230 kHz
Las Vegas, NV
Facility Number: 70690
- (viii) KRLV (AM)
1340 kHz
Las Vegas, NV
Facility Number: 40756
- (ix) KWID
Channel 270C0, 101.9 MHz
Las Vegas, NV
Facility Number: 55503

C. Lotus Radio Corp.

- (i) KOZZ-FM
Channel 289C, 105.7 MHz
Reno, NV
Facility Number: 38452
- (ii) KDOT (FM)
Channel 283C, 104.5 MHz
Reno, NV
Facility Number: 38457
- (iii) KHIT (AM)
1450 kHz
Reno, NV
Facility Number: 38458
- (iv) KPLY (AM)
630 kHz
Reno, NV
Facility Number: 50304
- (v) KUUB (FM)
Channel 233C2, 94.5 MHz
Sun Valley, NV
Facility Number: 83586
- (vi) K232EA (FM Translator)
Channel 232D, 94.3 MHz
Carson City, NV
Facility Number: 86396

D. Arizona Lotus Corp.

- (i) KTKT (AM)
990 kHz
Tucson, AZ
Facility Number: 2744
- (ii) KLPX (FM)
Channel 241C, 96.1 MHz
Tucson, AZ
Facility Number: 2745
- (iii) KFMA (FM)
Channel 221C2, 92.1 MHz
Green Valley, AZ
Facility Number: 2746

- (iv) KCMT (FM)
Channel 271C1, 102.1 MHz
Oro Valley, AZ
Facility Number: 87841
- (v) Station K267AF (FM Translator)
Channel 267D, 101.3 MHz
Tucson, AZ
Facility Number: 82314

E. Lotus Oxnard Corp.

- (i) KIRN (AM)
670 kHz
Simi Valley, CA
Facility Number: 69743

F. Lotus Bakersfield Corp.

- (i) KVMX
Channel 221A, 92.1 MHz
Bakersfield, CA
Facility Number: 35108
- (ii) KWAC (AM)
1490 kHz
Bakersfield, CA
Facility Number: 35109
- (iii) KCHJ (AM)
1010 kHz
Delano, CA
Facility Number: 35111
- (iv) KIWI (FM)
Channel 275B1, 102.9 MHz
McFarland, CA
Facility Number: 8108
- (v) KPSL-FM
Channel 243B, 96.5 MHz
Bakersfield, CA
Facility Number: 28847

G. Lotus Fresno Corp.

- (i) KLBN (FM)
Channel 270B, 101.9 MHz
Fresno, CA
Facility Number: 29296
- (ii) KGST (AM)
1600 kHz
Fresno, CA
Facility Number: 38453
- (iii) KKBZ (FM)
Channel 286B1, 105.1MHz
Auberry, CA
Facility Number: 38455
- (iv) KHIT-FM
Channel 296B1, 107.1 MHz
Madera, CA
Facility Number: 51845

IV. **Television Broadcast Station Licensees**

A. Lotus TV of Phoenix LLC

KPHE-LD
Channel 16
Phoenix, Arizona
Facility Number: 168602

B. Lotus TV of Houston LLC

KHLM-LD
Channel 43
Houston, Texas
Facility Number: 57189