

COMPLIANCE WITH 47 C.F.R. § 73.3555(c): THE RADIO-TELEVISION CROSS OWNERSHIP RULE

By the instant application, FCC consent is sought to the transfer of control of Jackson Television, LLC, licensee of WDBD(TV), Jackson, Mississippi, to Alta Communications VIII L.P., Alta Jackson Mississippi Inv. Corp., Alta-Comm VIII S by S, LLC, and Alta VIII Associates, LLC (collectively, "Alta"). Alta currently has an attributable interest Urban Radio II, LLC, the licensee of the following radio stations in the Jackson area:

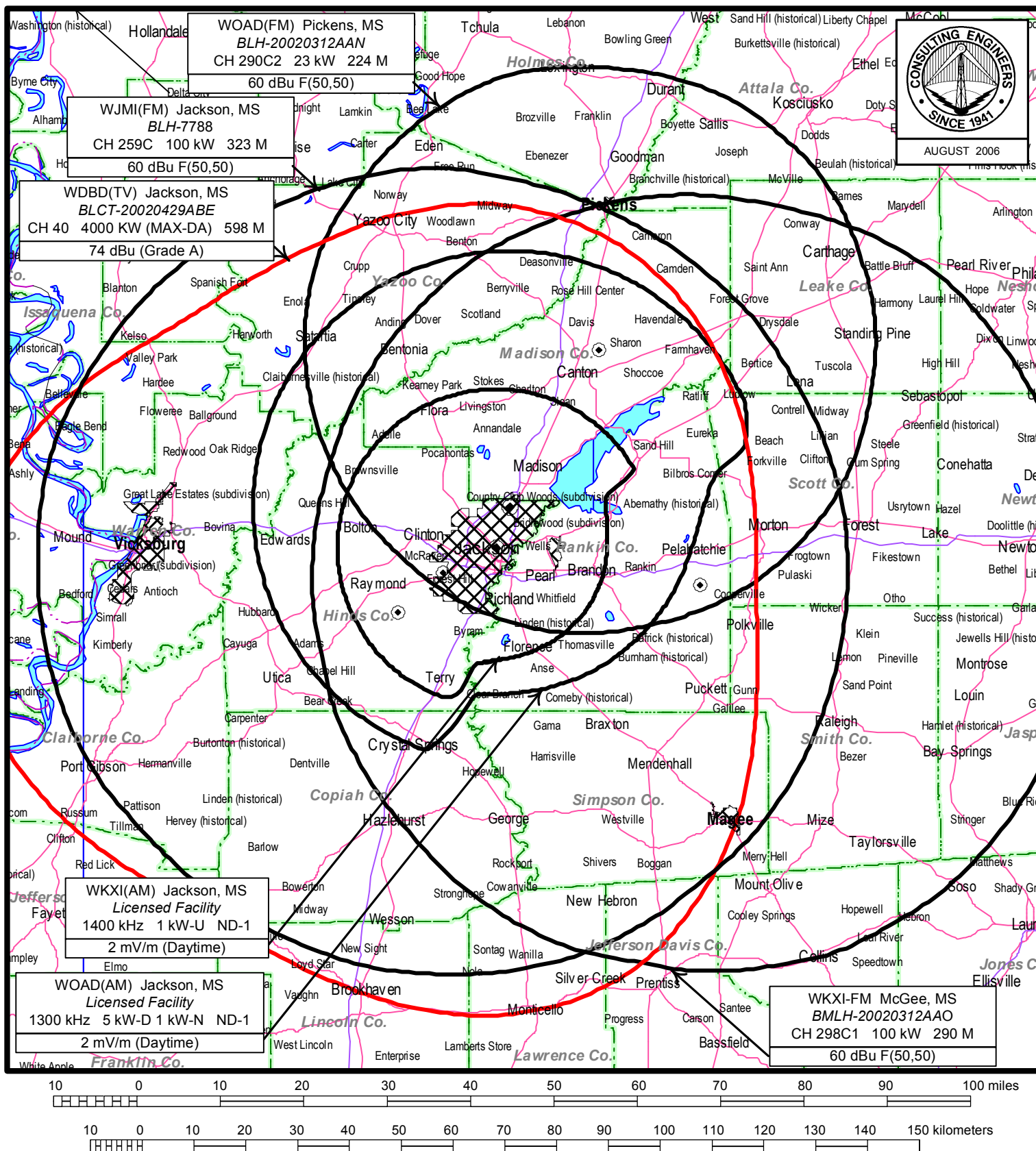
WJMI(FM), Jackson, Mississippi
 WKXI(AM), Jackson, Mississippi
 WKXI-FM, Magee, Mississippi
 WOAD(AM), Jackson, Mississippi
 WOAD-FM, Pickens, Mississippi^{1/}

The 1 mV/m contours of WJMI(FM) and WKXI-FM and the 2 mV/m contours of WKXI(AM) and WOAD(AM) each wholly encompass Jackson. However, the 1 mV/m contour of WOAD-FM does not wholly encompass Jackson, neither does the Grade A contour of WDBD(TV) wholly encompass Pickens. *See* attached map prepared by du Treil, Lundin & Rackley, Inc. Thus, WJMI(FM), WKXI(AM), WKXI-FM, and WOAD(AM) are located in the same market as WDBD(TV), while WOAD-FM is not a part of this market.^{2/} In order for a party to combine an attributable interest in one television station and four radio stations in the same market, there must remain at least 10 independently owned media voices in the market following the merger. 47 C.F.R. § 73.3555(c)(2)(ii). As set forth in the attached charts, seven independent television voices and 17 additional independent radio voices (that are not also television voices), for a total of 24 independently owned media voices, will serve the Jackson market post-merger. Accordingly, Alta's acquisition of control of WDBD(TV) complies with the Commission's radio-television cross ownership rule.

^{1/} All of these stations are in the same radio market. The Jackson radio market contains 33 full power radio stations. Therefore, a single party may hold an attributable interest in up to seven radio stations, not more than four in the same service. *See* 47 C.F.R. § 73.3555(a)(1)(ii). Alta's interest in five radio stations, three FM and two AM, complies with this rule.

^{2/} Alta also holds an attributable interest in WVIM-FM, Coldwater, Mississippi, but the station is located well north of Jackson and is not in the Jackson market. Specifically, the station's 1 mV/m contour does not encompass Jackson, nor does the WDBD(TV) Grade A contour encompass Coldwater.

In addition, Alta holds a nonattributable interest in WUFX(TV), Vicksburg, Mississippi, licensed to Mississippi Television, LLC, through its ownership of insulated membership interests and debt in the licensee, which interests do not exceed 33% of the licensee's total asset value. Jackson Television, LLC and Mississippi Television, LLC have also entered into an Agreement for the Sale of Commercial Time (the "JSA") and a Shared Services Agreement pursuant to which Mississippi Television, LLC sells all of the advertising time of (but provides no programming to) WDBD(TV) and provides master control facilities, engineering and information technology, and administrative and accounting services to Jackson Television, LLC. Pursuant to the FCC's rules, none of these arrangements give Mississippi Television, LLC an attributable interest in Jackson Television, LLC, either singly or in combination. *See Malara Broadcast Group of Duluth Licensee LLC*, DA 04-3908 (Dec. 14, 2004).



TV/RADIO CROSS OWNERSHIP ANALYSIS

PREPARED ON BEHALF OF
 ALTA COMMUNICATIONS

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

RADIO STATIONS SERVING THE JACKSON, MS METRO MARKET

Voice	Licensee (Parent Company)	Call Sign	Community of License
1	New South Radio, Inc.	WIIN(AM) WJKK(FM) WUSJ(FM) WYOY(FM)	Ridgeland, MS Vicksburg, MS Madison, MS Gluckstadt, MS
2	Capstar TX Limited Partnership (Clear Channel Communications)	WJDX(AM) WZRX(AM) WHLH(FM) WMSI-FM WQJQ(FM) WSTZ-FM	Jackson, MS Jackson, MS Jackson, MS Jackson, MS Kosciusko, MS Vicksburg, MS
3	Buchanan Broadcasting Company, Inc.	WJNT(AM)	Pearl, MS
4	Urban Radio II, L.L.C. (Inner City Broadcasting Corporation)	WKXI(AM) WKXI-FM WOAD(AM) WOAD-FM WJMI(FM)	Jackson, MS Magee, MS Jackson, MS Pickens, MS Jackson, MS
5	WMGO Broadcasting Corp., Inc.	WMGO(AM)	Canton, MS
6	Marion R. Williams	WONG(AM)	Canton, MS
7	TalkQ Corporation	WPBQ(AM)	Flowood, MS
8	Sportsrad, Inc.	WSFZ(AM)	Jackson, MS
9	Wood Broadcasting Co.	WTWZ(AM)	Clinton, MS
10	Jackson Radio, LLC	WZQK(AM)	Brandon, MS
11	WFMN Radio, Inc. (TeleSouth Communications, Inc.)	WFMN(FM)	Flora, MS
12	Mississippi College	WHJT(FM)	Clinton, MS
13	Flinn Broadcasting Corporation	WJXN-FM	Utica, MS

Voice	Licensee (Parent Company)	Call Sign	Community of License
14	On Top Communications of Mississippi, LLC, Debtor-in-Possession	WRJH(FM)	Brandon, MS
15	Commander Communications Corporation	WRTM-FM	Port Gibson, MS
16	Backyard Broadcasting Mississippi Licensee, LLC	WRXW(FM) WWJK(FM)	Pearl, MS Jackson, MS
17	Jackson State University	WJSU-FM*	Jackson, MS
18	Mississippi Authority for Educational TV	WMPN-FM*	Jackson, MS
19	J.C. Maxwell Broadcasting Group, Inc.	WMPR(FM)*	Jackson, MS

* Noncommercial educational station

Sources

1. CDBS Public Access Database
2. BIAfn's Media Access Pro Database



FCC Geographic Market Definition for Jackson, MS

Call Letters	AM/FM	Freq	Type		Home Market	Market Designtn	Home Mkt	Owner	City & State of License	County of License
			Station	Format		Date	Rank			
WHJT	FM	93.5	C	ChrsContem	Jackson, MS	07/02/2003	122	Mississippi College	Clinton, MS	Hinds
WJDX	AM	620	C	Sports	Jackson, MS	07/02/2003	122	Clear Channel Communications	Jackson, MS	Hinds
WJMI	FM	99.7	C	Urban	Jackson, MS	07/02/2003	122	Inner City Broadcasting Corporation	Jackson, MS	Hinds
WJNT	AM	1180	C	News/Talk	Jackson, MS	07/02/2003	122	p Inner City Broadcasting Corporation	Pearl, MS	Rankin
WQJQ	FM	105.1	C	Oldies	Jackson, MS	07/02/2003	122	Clear Channel Communications	Kosciusko, MS	Attala
WKXI	AM	1400	C	Urban/Oldes	Jackson, MS	07/02/2003	122	Inner City Broadcasting Corporation	Jackson, MS	Hinds
WSTZ	FM	106.7	C	Clsc Rock	Jackson, MS	07/02/2003	122	Clear Channel Communications	Vicksburg, MS	Warren
WHLH	FM	95.5	C	Black Gospl	Jackson, MS	07/02/2003	122	Clear Channel Communications	Jackson, MS	Hinds
WOAD	FM	105.9	C	Black Gospl	Jackson, MS	07/02/2003	122	Inner City Broadcasting Corporation	Pickens, MS	Holmes
WMGO	AM	1370	C	AC/News	Jackson, MS	07/02/2003	122	WMGO Broadcasting Corp	Canton, MS	Madison
WMSI	FM	102.9	C	Country	Jackson, MS	07/02/2003	122	Clear Channel Communications	Jackson, MS	Hinds
WOAD	AM	1300	C	Gospel	Jackson, MS	07/02/2003	122	Inner City Broadcasting Corporation	Jackson, MS	Hinds
WJKK	FM	98.7	C	Soft AC	Jackson, MS	07/02/2003	122	New South Radio Inc	Vicksburg, MS	Warren
WRJH	FM	97.7	C	Urban	Jackson, MS	07/02/2003	122	p Roberts Broadcasting Companies	Brandon, MS	Rankin
WZQK	AM	970	C	Country	Jackson, MS	07/02/2003	122	Jackson Radio LLC	Brandon, MS	Rankin
WKXI	FM	107.5	C	AC	Jackson, MS	07/02/2003	122	Inner City Broadcasting Corporation	Magee, MS	Simpson
WSFZ	AM	930	C	Sports	Jackson, MS	07/02/2003	122	Sportsrad Inc	Jackson, MS	Hinds
WTWZ	AM	1120	C	BGs/Cst/Gs	Jackson, MS	07/02/2003	122	Wood, Terry E.	Clinton, MS	Hinds
WWJK	FM	94.7	C	Jack	Jackson, MS	07/02/2003	122	Backyard Broadcasting	Jackson, MS	Hinds
WUSJ	FM	96.3	C	Country	Jackson, MS	07/02/2003	122	New South Radio Inc	Madison, MS	Madison
WYOY	FM	101.7	C	CHR	Jackson, MS	07/02/2003	122	New South Radio Inc	Gluckstadt, MS	Madison
WZRX	AM	1590	C	Gospel	Jackson, MS	07/02/2003	122	Clear Channel Communications	Jackson, MS	Hinds
WWDF	AM	720	C	Gospel	Jackson, MS	07/02/2003	122	Willis Broadcasting Corporation	Richland, MS	Rankin
WONG	AM	1150	C	Gospl/RhyBI	Jackson, MS	07/02/2003	122	Williams, Marion R.	Canton, MS	Madison
WIIN	AM	780	C	Span/Varty	Jackson, MS	07/02/2003	122	New South Radio Inc	Ridgeland, MS	Madison
WPBQ	AM	1240	C	News/Talk	Jackson, MS	07/02/2003	122	TalkQ Corporation	Flowood, MS	Rankin
WJXN	FM	100.9	C	ChrsContem	Jackson, MS	07/02/2003	122	Flinn Broadcasting Corporation	Utica, MS	Hinds
WRXW	FM	93.9	C	Rock	Jackson, MS	07/02/2003	122	Backyard Broadcasting	Pearl, MS	Rankin
WFMN	FM	97.3	C	News/Talk	Jackson, MS	07/02/2003	122	TeleSouth Communications Inc	Flora, MS	Madison
WRTM	FM	100.5	C	Rhythm/Blue	Jackson, MS	07/02/2003	122	Commander Communications Corp	Port Gibson, MS	Clairborne
WJSU	FM	88.5	NC	Jazz/Gospl	Jackson, MS	07/02/2003	122	Jackson State University	Jackson, MS	Hinds
WMPN	FM	91.3	NC	Clsc/News	Jackson, MS	07/02/2003	122	Mississippi Authority for Educational Television	Jackson, MS	Hinds
WMPR	FM	90.1	NC	Variety	Jackson, MS	07/02/2003	122	JC Maxwell Broadcasting Group Inc	Jackson, MS	Hinds

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

"p" indicates pending sale to owner listed



FCC Geographic Market Definition for Jackson, MS

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 33

Previous Stations in Geographic Market

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

"p" indicates pending sale to owner listed

**TELEVISION STATIONS SERVING THE
JACKSON, MISSISSIPPI
DESIGNATED MARKET AREA (DMA)**

Voice	Licensee (Parent Company)	Call Sign	Community of License
1	Jackson Television, LLC	WDBD(TV)	Jackson, MS
2	WAPT Hearst-Argyle TV, Inc.	WAPT(TV)	Jackson, MS
3	Media General Communications, Inc.	WJTV(TV)	Jackson, MS
4	CivCo, Inc. (Raycom Media, Inc.)	WLBT(TV)	Jackson, MS
5	Roberts Broadcasting Company of Jackson, MS, LLC	WRBJ(TV)	Magee, MS
6	Mississippi Television, LLC	WUFX(TV)	Vicksburg, MS
7	Mississippi Authority for Educational TV	WMPN-TV* WMAU-TV*	Jackson, MS Bude, MS

* Noncommercial educational station

Sources

1. CDBS Public Access Database
2. BIAfn's Television Yearbook 2006