

### **COMPLIANCE WITH MULTIPLE OWNERSHIP RULES**

On February 28, 2006, Citadel Broadcasting Company filed an application on FCC Form 314 seeking the Commission's consent for the assignment of the licenses associated with 11 radio stations in 7 markets from Citadel Broadcasting Company ("*Citadel*") to The Last Bastion Station Trust, LLC (the "*Trustee*"), as trustee under the Citadel Divestiture Trust (FCC File No. BALH-20060228ALE-ALO) (the "*Citadel Divestiture Trust Application*"). That application was filed in connection with the transfer of control of Citadel from the Existing Shareholders of Citadel Broadcasting Corporation and of The Walt Disney Co. (transferors) to the Shareholders of Citadel Broadcasting Corporation and of The Walt Disney Co. (transferees). The Citadel Divestiture Trust Application was granted by the Commission on March 22, 2007 and the related *Memorandum Opinion and Order* was released on April 4, 2007.

The purpose of this application is to substitute one Citadel station in the Little Rock, AR market for another Citadel station previously designated for the trust. The stations previously designated for the trust in the Little Rock market were KARN-FM, Sheridan, AR, KPZK-FM, Cabot, AR, and KVLO(FM), Humnoke, AR. Citadel seeks FCC consent to assign KOKY(FM), Sherwood, AR to the Trustee instead of KARN-FM, Sheridan, AR. In order to avoid delay in the merger, to the extent that the merger is consummated prior to the grant of this application, Citadel will assign KARN-FM to the trust and will file an application seeking FCC authority to assign KARN-FM back to Citadel when KOKY(FM) is assigned to the Trustee.

As was demonstrated in the Citadel Divestiture Trust Application, neither the Trustee nor Elliot B. Evers, the sole member of the Trustee, has any attributable interest in any other radio station in the Little Rock market. As is demonstrated in the following Arbitron Metro methodology, the proposed assignment complies with the Commission's local radio ownership rule in the Little Rock market.

#### **Little Rock, AR Arbitron Metro**

Upon consummation of the proposed transaction, Trustee will have an attributable interest in stations KPZK(AM), Facility ID No. 24150, Little Rock, Arkansas (Pulaski County); KVLO(FM), Facility ID No. 28114, Humnoke, Arkansas (Lonoke County); and KOKY(FM), Facility ID No. 15161, Sherwood, Arkansas (Pulaski County). Pulaski and Lonoke Counties are included in the Little Rock, Arkansas Arbitron Metro.

As is shown on the attached "FCC Geographic Market Definition for Little Rock, AR," generated using BIA Financial Network, Inc.'s Media Access Pro database, there are 41 licensed, full power commercial and noncommercial radio stations in the Little Rock Metro.

The Commission's multiple ownership rule (47 C.F.R. § 73.3555(a)) provides that in a radio market with between 30 and 44 (inclusive) full-power, commercial and noncommercial radio stations, a person or single entity may have a cognizable interest in not more than 7 commercial radio stations in total and not more than 4 commercial stations in the same service.

Trustee will have an attributable interest in 3 FM stations in the Little Rock, AR Arbitron Metro, and therefore will comply with the local radio ownership limits.



# FCC Geographic Market Definition for Little Rock, AR

Call Letters	AM/FM	Freq	Type	Station	Format	Home Market	Market			City & State of License	County of License
							Designn Date	Home Mkt Rank	Owner		
KAAY	AM	1090	C	Gospel	Little Rock, AR	Little Rock, AR	07/02/2003	85	Citadel Communications	Little Rock, AR	Pulaski
KHLR	FM	94.9	C	Gospel	Little Rock, AR	Little Rock, AR	07/02/2003	85	p Clear Channel	Maumelle, AR	Pulaski
KHKN	FM	106.7	C	Country	Little Rock, AR	Little Rock, AR	07/02/2003	85	p Clear Channel	Benton, AR	Saline
KARN	AM	920	C	Nws/Tlk/Spt	Little Rock, AR	Little Rock, AR	07/02/2003	85	Citadel Communications	Little Rock, AR	Pulaski
KDXE	AM	1380	C	News/Talk	Little Rock, AR	Little Rock, AR	07/02/2003	85	Simmons Media Group Inc	North Little Rock, AR	Pulaski
KEWI	AM	690	C	Nstlg/Sprts	Little Rock, AR	Little Rock, AR	07/02/2003	85	Landers Broadcasting Co Inc	Benton, AR	Saline
KLRG	AM	1150	C	DARK	Little Rock, AR	Little Rock, AR	07/02/2003	85	Willis Broadcasting Corporation	North Little Rock, AR	Pulaski
KCON	AM	1230	C	AC	Little Rock, AR	Little Rock, AR	07/02/2003	85	University of Central Arkansas	Conway, AR	Faulkner
KDJE	FM	100.3	C	Rock	Little Rock, AR	Little Rock, AR	07/02/2003	85	p Clear Channel	Jacksonville, AR	Pulaski
KIPR	FM	92.3	C	Urban AC	Little Rock, AR	Little Rock, AR	07/02/2003	85	Citadel Communications	Pine Bluff, AR	Jefferson
KHDX	FM	93.1	NC	Variety	Little Rock, AR	Little Rock, AR	07/02/2003	85	Hendrix College	Conway, AR	Faulkner
KKPT	FM	94.1	C	Clsc Rock	Little Rock, AR	Little Rock, AR	07/02/2003	85	Signal Media	Little Rock, AR	Pulaski
KTUV	AM	1440	C	Inspiration	Little Rock, AR	Little Rock, AR	07/02/2003	85	Davidson Media Group LLC	Little Rock, AR	Pulaski
KPZK	FM	102.5	C	Gospel	Little Rock, AR	Little Rock, AR	07/02/2003	85	p The Last Bastion Station Trust LLC	Cabot, AR	Lonoke
KGHT	AM	880	C	Gospel	Little Rock, AR	Little Rock, AR	07/02/2003	85	Metropolitan Radio Group	Sheridan, AR	Grant
KABZ	FM	103.7	C	Talk	Little Rock, AR	Little Rock, AR	07/02/2003	85	Signal Media	Little Rock, AR	Pulaski
KPZK	AM	1250	C	Gospel	Little Rock, AR	Little Rock, AR	07/02/2003	85	Citadel Communications	Little Rock, AR	Pulaski
KURB	FM	98.5	C	Hot AC	Little Rock, AR	Little Rock, AR	07/02/2003	85	Citadel Communications	Little Rock, AR	Pulaski
KMJX	FM	105.1	C	Clsc Rock	Little Rock, AR	Little Rock, AR	07/02/2003	85	p Clear Channel	Conway, AR	Faulkner
KMTL	AM	760	C	Gospel	Little Rock, AR	Little Rock, AR	07/02/2003	85	Domerese, George	Sherwood, AR	Pulaski
KJBN	AM	1050	C	ChrsContem	Little Rock, AR	Little Rock, AR	07/02/2003	85	Joshua Ministries	Little Rock, AR	Pulaski
KSSN	FM	95.7	C	Country	Little Rock, AR	Little Rock, AR	07/02/2003	85	p Clear Channel	Little Rock, AR	Pulaski
KXXA	AM	1330	C	Sports	Little Rock, AR	Little Rock, AR	07/02/2003	85	Creative Media Inc	Conway, AR	Faulkner
KASR	FM	92.7	C	Sports	Little Rock, AR	Little Rock, AR	07/02/2003	85	Creative Media Inc	Vilonia, AR	Faulkner
KHTE	FM	96.5	C	Urban/HpHo	Little Rock, AR	Little Rock, AR	07/02/2003	85	Archway Broadcasting Group LLC	England, AR	Lonoke
KVLO	FM	101.7	C	Gospel	Little Rock, AR	Little Rock, AR	07/02/2003	85	p The Last Bastion Station Trust LLC	Humnoke, AR	Lonoke
KCNY	FM	107.1	C	Country	Little Rock, AR	Little Rock, AR	07/02/2003	85	Crain Media Group LLC	Greenbrier, AR	Faulkner
KZTD	AM	1350	C	Mexican	Little Rock, AR	Little Rock, AR	07/02/2003	85	New World LLC	Cabot, AR	Lonoke
KOLL	FM	106.3	C	Oldies	Little Rock, AR	Little Rock, AR	07/02/2003	85	Archway Broadcasting Group LLC	Lonoke, AR	Lonoke
KKSP	FM	93.3	C	ChrsContem	Little Rock, AR	Little Rock, AR	07/02/2003	85	Archway Broadcasting Group LLC	Bryant, AR	Saline
KVDW	AM	1530	C	Gosp/Talk	Little Rock, AR	Little Rock, AR	07/02/2003	85	Wells Broadcasting Inc	England, AR	Lonoke
KARN	FM	102.9	C	Nws/Tlk/Spt	Little Rock, AR	Little Rock, AR	07/02/2003	85	p The Last Bastion Station Trust LLC	Sheridan, AR	Grant
KLAL	FM	107.7	C	Top 40	Little Rock, AR	Little Rock, AR	07/02/2003	85	Citadel Communications	Wrightsville, AR	Pulaski

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

"p" indicates pending sale to owner listed



FCC Geographic Market Definition for Little Rock, AR

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market		Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
KDIS	FM	99.5	C	Children	Little Rock, AR			07/02/2003	85	ABC/Disney	Little Rock, AR	Pulaski
KOKY	FM	102.1	C	Urban AC	Little Rock, AR			07/02/2003	85	Citadel Communications	Sherwood, AR	Pulaski
KWBF	FM	101.1	C	Alternative	Little Rock, AR			07/02/2003	85	Flinn Broadcasting Corporation	North Little Rock, AR	Pulaski
KWLR	FM	96.9	C	Christian	Little Rock, AR			07/02/2003	85	Flinn Broadcasting Corporation	Maumelle, AR	Pulaski
KABF	FM	88.3	NC	Variety	Little Rock, AR			07/02/2003	85	Arkansas Broadcasting Foundation Inc	Little Rock, AR	Pulaski
KLRE	FM	90.5	NC	Classical	Little Rock, AR			07/02/2003	85	Little Rock School District	Little Rock, AR	Pulaski
KUAR	FM	89.1	NC	Nws/Tlk/Inf	Little Rock, AR			07/02/2003	85	University of Arkansas	Little Rock, AR	Pulaski
KUCA	FM	91.3	NC	Top 40	Little Rock, AR			07/02/2003	85	University of Central Arkansas	Conway, AR	Faulkner

Number of Stations in Geographic Market 41

Previous Stations in Geographic Market

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

"p" indicates pending sale to owner listed