

### **OTHER FCC AUTHORIZATIONS**

The assignor, ACME Television Licenses of Oregon, LLC, is an indirect subsidiary of ACME Communications, Inc. (“ACME”), a Delaware corporation. ACME, through various subsidiaries, holds attributable interests in the following broadcast stations:

<b>Licensee</b>	<b>Station</b>	<b>Community of License</b>	<b>Facility ID #</b>
ACME Television Licenses of New Mexico, LLC	KASY-TV KWBQ(TV)	Albuquerque, NM Santa Fe, NM	55049 76268
ACME Television Licenses of Utah, LLC	KUWB(TV)	Ogden, UT	1136
ACME Television Licenses of Oregon, LLC	KWBP(TV)	Salem, OR	10192
ACME Television Licenses of Ohio, LLC	WBDT(TV)	Springfield, OH	70138
ACME Television Licenses of Illinois, LLC	WBUI(TV)	Decatur, IL	16363
ACME Television Licenses of Tennessee, LLC	WBXX-TV	Crossville, TN	72971
ACME Television Licenses of Wisconsin, LLC	WIWB(TV)	Suring, WI	73042
ACME Television Licenses of Madison, LLC	WBUW(TV)	Janesville, WI	26025
ACME Television Licenses of Florida, LLC	WTVK(TV)	Naples, FL	61504
ACME Television Licenses of Missouri, LLC	KPLR-TV <sup>1</sup>	St. Louis, MO	35417

The media interests of other parties to the application are set forth below.

**James Collis  
Seaport Capital, LLC  
CEA Capital Partners USA, LP  
CEA Capital Partners USA CI, LP**

James Collis, CEA Capital Partners USA, LP, and CEA Capital Partners USA CI, LP each hold an attributable interest in ACME (collectively, “CEA Capital Partners”).<sup>2</sup> CEA

<sup>1</sup> On January 13, 2003, ACME Television Licenses of Missouri, LLC filed an application to transfer control of KPLR-TV to Tribune Broadcasting Company.

<sup>2</sup> Mr. Collis is an Executive Vice President of Seaport Capital, LLC, which manages CEA Capital Partners USA, L.P. and CEA Capital Partners USA CI, L.P. CEA Capital Partners USA, LP holds approximately 1,173,476 ACME shares, and CEA Capital Partners USA CI, L.P. holds approximately 361,884 ACME shares. Mr. Collis

Capital Partners are ultimately controlled by the J. Patrick Michaels, Jr. Family Trust (the “Michaels Trust”). The Michaels Trust, through various indirect subsidiaries, holds an attributable interest in the following broadcast stations:

<b>Station</b>	<b>Community of License</b>	<b>Facility ID #</b>
KYUU(AM)	Liberal, KS	36752
KDGB(FM)	Pratt, KS	37122
KSLS(FM)	Liberal, KS	37120
KXXX(AM)	Colby, KS	37125
KQLS(FM)	Colby, KS	37124
KZLS(FM)	Great Bend, KS	37129
KFNF(FM)	Oberlin, KS	37132
KOLS(FM)	Dodge City, KS	37131
KZRD(FM)	Dodge City, KS	13010
KWLS(AM)	Pratt, KS	37126
KILS(FM)	Minneapolis, KS	37127
KNNS(AM)	Larned, KS	7991
KGTR(FM)	Larned, KS	7990
WNCD(FM)	Youngstown, OH	13668
WNIO(AM)	Youngstown, OH	13669
WICT(FM)	Grove City, PA	74469
WAKZ(FM)	Sharpsville, PA	74468
WWCP-TV	Johnstown-Altoona, PA	20295

### **Thomas Embrescia**

Mr. Embrescia holds an attributable interest in Butler Broadcasting Company, LLC, licensee of the following broadcast stations:

<b>Station</b>	<b>Community of License</b>	<b>Facility ID #</b>
KZAR(AM)	Rogers, AR	31882
KXNA(FM)	Springdale, AR	71703
KREB(AM)	Bentonville-Bella, AR	30935
KREB-FM	Huntsville, AR	69858

Butler Broadcasting Company, LLC holds an attributable interest in HMEB Communications, LLC, licensee of Station KCZZ(AM), Mission, Kansas (Facility ID No. 57120).

---

may be deemed to have voting and investment power over those shares. However, Mr. Collis and Seaport Capital, LLC have no pecuniary interest in and disclaim beneficial ownership of these shares.

Mr. Embrescia also holds an attributable interest in Second Generation of Iowa Ltd. (“Second Generation”), licensee of Station KFXA(TV), Cedar Rapids, Iowa (Facility ID No. 35336). Second Generation holds an option to acquire Station KFXB(TV), Dubuque, Iowa (Facility ID No. 17625), and currently brokers more than 15% of the programming time on KFXB.

Mr. Embrescia also holds an attributable interest in Highlands Communications Associates, LLC, licensee of Stations WATA(AM), Boone, North Carolina (Facility ID No. 71068) and WZJS(FM), Banner Elk, North Carolina (Facility ID No. 60647).

### **Alta Subordinated Debt Partners III, L.P.**

Alta Subordinated Debt Partners III, L.P. holds an attributable interest in the following broadcast stations:

<b>Station</b>	<b>Community of License</b>	<b>Facility ID #</b>
KMVU(TV)	Medford, OR	32958
KAYU-TV	Spokane, WA	58684
KTVZ(TV)	Bend, OR	55907
WICZ-TV	Binghamton, NY	62210
WNKY(TV)	Bowling Green, KY	61217
KFFX-TV	Pendleton, OR	12729
KHUI(FM)	Honolulu, HI	641
KORL(AM)	Honolulu, HI	16742
KQMQ-FM	Honolulu, HI	16745
KPOI-FM	Honolulu, HI	34620
KDDB(FM)	Waipahu, HI	38244

### **Alta-Comm S by S, LLC**

Alta-Comm S by S, LLC holds an attributable interest in New Wave Broadcasting, L.P. and NM Licensing, LLC, which are the licensees of the following broadcast stations:

<b>Station</b>	<b>Community of License</b>	<b>Facility ID #</b>
KLAK(FM)	Durant, OK	36265
KMKT(FM)	Bells, TX	77588
WKRS(AM)	Waukegan, IL	10450
WXLC(FM)	Waukegan, IL	10451
WBVS(FM)	Coal City, IL	3959
WAIT(AM)	Crystal Lake, IL	53504
WJOL(AM)	Joliet, IL	62235
WJTW(FM)	Joliet, IL	48449
WLLI-FM	Joliet, IL	62240

**FCC Form 314**  
**Section II, Question 4**  
**Exhibit No. 5**

<b>Station</b>	<b>Community of License</b>	<b>Facility ID #</b>
WZSR(FM)	Woodstock, IL	53505
WIL(FM)	Kenosha, WI	28473
WLIP(AM)	Kenosha, WI	28478
WEXT(FM)	Sturtevant, WI	53506
WHBC(AM)	Canton, OH	4489
WHBC-FM	Canton, OH	4488
KSRN(FM)	Kings Beach, CA	34582
WJBR-FM	Wilmington, DE	14374
WYYX(FM)	Bonifay, FL	25412
WILN(FM)	Panama City, FL	4125
WPCF(AM)	Panama City Beach, FL	13012
WVVE(FM)	Panama City Beach, FL	72956
WYOO(FM)	Springfield, FL	67074
WDZ(AM)	Decatur, IL	53348
WDZQ(FM)	Decatur, IL	47004
WSOY(AM)	Decatur, IL	36945
WSOY-FM	Decatur, IL	36951
WCZQ(FM)	Monticello, IL	46942
KTHX-FM	Incline Village, NV	48685
KRZQ-FM	Sparks, NV	48683
KJZS(FM)	Sparks, NV	13528
WQZL(FM)	Bellhaven, NC	47883
WANG(AM)	Havelock, NC	47108
WANG-FM	Havelock, NC	47106
WKOQ(FM)	Jacksonville, NC	47884
WRNS-FM	Kinston, NC	36950
WRNS(AM)	Kinston, NC	36944
WDLX(AM)	Washington, NC	64610
WERO(FM)	Washington, NC	64609
WFNN(AM)	Erie, PA	26611
WJET(AM)	Erie, PA	33769
WRTS(FM)	Erie, PA	55028
WRKT(FM)	North East, PA	55063
WRNN(FM)	Socastee, SC	53949
KONE(FM)	Lubbock, TX	26519
KLLL-FM	Lubbock, TX	36954
KMMX(FM)	Lamesa, TX	86
WFGO(FM)	Erie, PA	52144
WERV-FM	Aurora, IL	73171
WRPL(FM)	Fairview, PA	76244
WXQR-FM	Jacksonville, NC	28172
WQSL(FM)	Jacksonville, NC	28171

**Alta Communications VI, L.P.**

Alta Communications VI, L.P. holds an attributable interest in New Wave Broadcasting, L.P. and NextMedia Group, LLC.

**Brian McNeill**

Mr. McNeill holds an attributable interest in the following broadcast stations:

<b>Station</b>	<b>Community of License</b>	<b>Facility ID #</b>
KMVU(TV)	Medford, OR	32958
KAYU-TV	Spokane, WA	58684
KTVZ(TV)	Bend, OR	55907
WICZ-TV	Binghamton, NY	62210
WNKY(TV)	Bowling Green, KY	61217
KTYO-TV	Las Cruces, NM	36916
KXRE(AM)	Manitou Springs, CO	54258
KAVA(AM)	Pueblo, CO	54259
WWSI-TV	Atlantic City, NJ	23142
KFFX-TV	Pendleton, OR	12729

Mr. McNeill holds an attributable interest in New Wave Broadcasting, L.P. and NextMedia Group, LLC.

Mr. McNeill holds an attributable interest in Commonwealth License Subsidiary, LLC, licensee of the following broadcast stations:

<b>Station</b>	<b>Community of License</b>	<b>Facility ID #</b>
KROP(AM)	Brawley, CA	63470
KSIQ(FM)	Brawley, CA	63471
KLMR(AM)	Lamar, CO	174
KSNZ(FM)	Lamar, CO	175
KRLT(FM)	South Lake Tahoe, CA	55494
KOWL(AM)	South Lake Tahoe, CA	55493
KTHN(FM)	La Junta, CO	7046
KBLJ(AM)	La Junta, CO	7047
KTAN(AM)	Sierra Vista, AZ	23446
KZMK(FM)_	Sierra Vista, AZ	23445
KWCD(FM)	Bisbee, AZ	22972
KMON(AM)	Great Falls, MT	62330
KMON-FM	Great Falls, MT	62331
KLFM(FM)	Great Falls, MT	56665
KCAP(AM)	Helena, MT	50355

Station	Community of License	Facility ID #
KZMT(FM)	Helena, MT	50357
KHKR-FM	East Helena, MT	49724
KTHC(FM)	Sidney, MT	10513
KEYZ(AM)	Williston, ND	10511
KYYZ(FM)	Williston, ND	10510
KVVR(FM)	Dutton, MT	84237
KONA(AM)	Kennewick, WA	67668
KONA-FM	Kennewick, WA	67669

Mr. McNeill holds an attributable interest in Millcreek Broadcasting, LLC (“Millcreek”), licensee of the following broadcast stations:

Station	Community of License	Facility ID #
KWKD(FM)	Randolph, UT	88272
KUDD(FM)	Roy, UT	33438
KUUU(FM)	Tooele, UT	37876
KMDG(FM)	Nephi, UT	72769
KOVO(AM)	Provo, UT	65665
KMXU-FM	Manti, UT	59034

Millcreek holds an attributable interest in Rocky Mountain Radio Network, Inc., licensee of Station KOTB(FM), Evanston, Wyoming (Facility ID No. 20029).

Millcreek brokers more than 15% of the programming time on Station KTCE(FM), Payson, Utah (Facility ID No. 43339).

Mr. McNeill holds an attributable interest in Desert Sky Media, LLC, licensee of Stations KOAS(FM), Dolan Springs, Arizona (Facility ID No. 25692) and KVGS(FM), Laughlin, Nevada (Facility ID No. 25752).

Mr. McNeill holds an attributable interest in Galaxy Communications, LP (“Galaxy”), licensee of the following broadcast stations:

Station	Community of License	Facility ID #
WZUN(FM)	Phoenix, NY	60253
WTKW(FM)	Bridgeport, NY	22234
WTKV(FM)	Oswego, NY	24131
WSGO(AM)	Oswego, NY	24130
WKLL(FM)	Frankfort, NY	54959
WTLA(AM)	North Syracuse, NY	54546
WKRL-FM	North Syracuse, NY	54547
WTLB(AM)	Utica, NY	54548
WRCK(FM)	Utica, NY	54549

<b>Station</b>	<b>Community of License</b>	<b>Facility ID #</b>
WKRH(FM)	Minetto, NY	56996
W256AC	Solvay, NY	22235
W267AL	Syracuse, NY	85935
WSCP(AM)	Pulaski, NY	1046
WSCP-FM	Sandy Creek-Pulaski, NY	1047
WKRd(FM)	Scotia, NY	64620

Galaxy controls DOT Communications, Inc., licensee of Stations WHTR(AM), Albany, New York (Facility ID No. 4683), and WRCZ(FM), Ravena, New York (Facility ID No. 73929).

Mr. McNeill holds an attributable interest in Radio One Licenses, LLC, licensee of the following broadcast stations:

<b>Station</b>	<b>Community of License</b>	<b>Facility ID #</b>
K261AB	New Hall, CA	70039
KKBT(FM)	Los Angeles, CA	70038
WKYS(FM)	Washington, DC	73200
WOL(AM)	Washington, DC	54713
WYCB(AM)	Washington, DC	7038
WVCG(AM)	Coral Gables, FL	74165
WHTA(FM)	Macon, GA	52548
WFUN-FM	Bethalto, IL	4948
WBOT(FM)_	Brockton, MA	19633
WMMJ(FM)	Bethesda, MD	54712
WWIN(AM)	Baltimore, MD	54709
WWIN-FM	Glen Bernie, MD	54710
WOLB(AM)	Baltimore, MD	54711
WERQ-FM	Baltimore, MD	68827
WFXC(FM)	Durham, NC	36952
WNNL(FM)	Fuquay-Varina, NC	9728
WFXK(FM)	Tarboro, NC	24931
WERE(AM)	Cleveland, OH	41389
WENZ(FM)	Cleveland, OH	2685
WZAK(FM)	Cleveland, OH	74465
WJMO(AM)	Cleveland, Heights, OH	74472
WPHI-FM	Jenkintown, PA	30572
WPLY(FM)	Media, PA	25079
KBFB(FM)	Dallas, TX	9627
KSOC(FM)	Gainsville, TX	6386
KBXX(FM)	Houston, TX	11969
KMJQ(FM)	Houston, TX	11971
WKJS(FM)	Crewe, VA	321
WGCv(AM)	Petersburg, VA	60474

Station	Community of License	Facility ID #
WHTA(FM)	Hampton, GA	52548

Radio One, Inc. brokers more than 15% of the programming time on the following radio stations:

Station	Community of License	Facility ID #
WAMJ(FM)	Mableton, GA	24562
WDBZ(AM)	Cincinnati, OH	10139
WBLO(FM)	Charlestown, IN	76595

Mr. McNeill holds an attributable interest in Radio One of Indiana, LLC, licensee of the following broadcast stations:

Station	Community of License	Facility ID #
WTLC-FM	Greenwood, IN	25071
WHHH(FM)	Indianapolis, IN	60207
WTLC(AM)	Indianapolis, IN	51433
WDNI-LP	Indianapolis, IN	28199
WYJZ(FM)	Lebanon, IN	6420

Mr. McNeill holds an attributable interest in Blue Chip Broadcasting Licenses, Ltd., licensee of the following broadcast stations:

Station	Community of License	Facility ID #
WING(AM)	Dayton, OH	25039
WDHT(FM)	Springfield, OH	60252
WCKX(FM)	Columbus, OH	27645
WJYD(FM)	London, OH	63949
WXMG(FM)	Upper Arlington, OH	73972
WGTZ(FM)	Eaton, OH	25043
WKSW(FM)	Urbana, OH	10113



Mr. McNeill holds an attributable interest in Blue Chip Broadcasting Licenses II, LTD, licensee of the following broadcast stations:

Station	Community of License	Facility ID #
WGZB-FM	Corydon, IN	53202
WGZB-FM1	Louisville, KY	53201
WIZF(FM)	Erlanger, KY	5893
WMJM(FM)	Jeffersontown, KY	10322
WDJX(FM)	Louisville, KY	55498
WXMA(FM)	Louisville, KY	37236
WLRS(FM)	Shepherdsville, KY	51074
KTTB(FM)	Glencoe, MN	70705

Mr. McNeill also holds an attributable interest in Radio One of Boston Licenses, LLC, licensee of Station WILD(AM), Boston, Massachusetts (Facility ID No. 47413).

Mr. McNeill holds an attributable interest in Radio One of Augusta, LLC, licensee of the following broadcast stations:

Station	Community of License	Facility ID #
WTHB(AM)	Augusta, GA	15843
WFXA-FM	Augusta, GA	15848
WAEG(FM)	Evans, GA	31941
WTHB-FM	Waynesboro, GA	31942
WAKB(FM)	Wrens, GA	15849

Mr. McNeill holds an attributable interest in ROA Licenses, LLC, licensee of Stations WPZE(FM), Fayetteville, Georgia (Facility ID No. 3105), and WJZZ-FM, Roswell, Georgia (Facility ID No. 31872).

Mr. McNeill holds an attributable interest in Radio One of Detroit, LLC, licensee of the following broadcast stations:

Station	Community of License	Facility ID #
WDTJ(FM)	Detroit, MI	4597
WCHB(AM)	Taylor, MI	4598
WDMK(FM)	Mt. Clemens, MI	54915

Mr. McNeill holds an attributable interest in Radio One of North Carolina, LLC, licensee of Station WCHH(FM), Harrisburg, North Carolina (Facility ID No. 28898).

Mr. McNeill holds an attributable interest in Millennium Radio Group, LLC, which holds an attributable interest in the following related entities:

Millennium Atlantic City License Holdco, LLC, licensee of the following broadcast stations:

<b>Station</b>	<b>Community of License</b>	<b>Facility ID #</b>
WKXW(AM)	Atlantic City, NJ	10448
WFPG-FM	Atlantic City, NJ	10449
WPUR(FM)	Atlantic City, NJ	54894

Millennium Central New Jersey License Holdco, LLC, licensee of Stations WBUD(AM), Trenton, New Jersey (Facility ID No. 53443) and WKXW-FM, Trenton, New Jersey (Facility ID No. 53458); and

Millennium Atlantic City II License Holdco, LLC, licensee of Station WIXM(FM), Millville, New Jersey (Facility ID No. 72981).

Millennium Shore License Holdco, LLC, licensee of the following broadcast stations:

<b>Station</b>	<b>Community of License</b>	<b>Facility ID #</b>
WADB(AM)	Asbury Park, NJ	14895
WJLK-FM	Asbury Park, NJ	14907
WBBO(FM)	Ocean Acres, NJ	59495
WOBM(AM)	Lakewood Township, NJ	49295
WOBM-FM	Toms River, NJ	59508

Mr. McNeill holds an attributable interest in Cohan Radio Group, LLC, licensee of the following broadcast stations:

<b>Station</b>	<b>Community of License</b>	<b>Facility ID #</b>
WWTK(AM)	Lake Placid, FL	27194
WWOJ(FM)	Avon Park, FL	27199
WWLL(FM)	Sebring, FL	57627
WITS(AM)	Sebring, FL	57629
WJCM(AM)	Sebring, FL	73124

**William P. Egan**

Mr. Egan holds an attributable interest in AAA Entertainment, LLC, which owns or controls the following broadcast stations:

<b>Station</b>	<b>Community of License</b>	<b>Facility ID #</b>
WWKX(FM)	Woonsocket, RI	65198
WAKX(FM)	Narragansett Pier, RI	22874
WHJM(FM)	Pawcatuck, CT	58731
WMOS(FM)	Montauk, NY	7996
WEHM(FM)	East Hampton, NY	18218
WJPL(FM)	Farmington, IL	76410
WYST(FM)	Fairbury, IL	86178
WQQB(FM)	Rantoul, IL	73229
WWCT(FM)	Peoria, IL	9894
WGKC(FM)	Mahomet, IL	10112
WEVX(FM)	Rantoul, IL	57466
WEBX(FM)	Tuscola, IL	57471
WZPW(FM)	Peoria, IL	3464
WBEA(FM)	Southold, NY	52060
WBAZ(FM)	Bridgehampton, NY	52061
WDQZ(FM)	Lexington, IL	88354
WRPW(FM)	Colfax, IL	15486
WIHN(FM)_	Normal, IL	4617
WDQX(FM)	Morton, IL	43877
WCNL(FM)	Chillicothe, IL	33882

AAA Entertainment Licenses, LLC has an application pending to acquire the license for Station WCSO(FM), Southampton, New York (Facility ID No. 52059).

**TCW Investment Management Company**

TCW Investment Management Company (“TIMCO”) is an investment advisor to certain entities that hold broadcast interests. As an investment advisor, TIMCO has the power to vote shares and/or make decisions on purchases and shares. TIMCO holds or votes 5% or more of the outstanding voting shares of Cox Radio, Inc. and Spanish Broadcasting Systems, Inc., each of which is a publicly-traded company that holds licenses of numerous radio stations.