

On Top Communications  
FCC 316 Application, "Transfer Control of Entity Holding Broadcast License"  
Section III Transferee(s), Question # 6

**EXHIBIT 12**  
**Other Authorizations**

**I. MMG VENTURES, LP, et. al**

The Transferees also have attributable interests in other On Top Communications, LLC's licensees, as follows:

<b><u>Call Sign</u></b>	<b><u>Service</u></b>	<b><u>Facility ID No.</u></b>	<b><u>Community of License</u></b>	<b><u>Licensee</u></b>
KNOU	FM	89100	Empire, LA	On Top Communications of Louisiana, LLC
WFFM	FM	72056	Ashburn, GA	On Top Communications of Georgia, LLC
WRXZ	FM	33058	Sylvester, GA	On Top Communications of Georgia, LLC
WRJH	FM	73959	Brandon, MS	On Top Communications of Mississippi, LLC
WWHV	FM	14327	Virginia Beach, VA	On Top Communications of Virginia, LLC

**II. MMG VENTURES, LP**

**Rainbow Radio Inc.**

MMG Ventures, LP ("MMG"), a transferee in the present application, is an investor in Rainbow Radio, Inc. ("Rainbow"), which is the parent company of Rainbow Radio, LLC, the licensee of WHXT-FM, Orangeburg, South Carolina (Facility ID No. 50522) and WZMJ-FM, Batesburg, South Carolina (Facility ID No. 12421). MMG has a designated seat on Rainbow's board of directors.

**III. OCP IV ON TOP, INC. AND OPPORTUNITY CAPITAL CORPORATION**

**Hawes-Saunders Broadcast Properties, Inc., D.I.P.**

Opportunity Capital Corporation ("OCC"), a transferee in the present application, is an investor in Hawes-Saunders Broadcast Properties, Inc. ("HSBP"), the licensee of WRNB(FM), Troy, Ohio (Facility ID No. 26451) and Hawes-Saunders Radio Group, Inc., the licensee of WOKL (formerly WROU-FM) West Carrollton, Ohio (Facility ID No. 69990). An FCC Form 315 application for transfer of control for WOKL has been filed, File No. BTCH-20030414AAA. An FCC Form 314 application for assignment has been filed for WRNB, File No. BALH-20030403AAY. Both applications have been accepted for filing by the FCC.

**Diamond Radio, Inc.**

OCC and related entities, Opportunity Capital Partners II, LP (“OCP II”) and Opportunity Capital Partners III, LP (“OCP III”) are also investors in Diamond Radio, Inc. (“Diamond Radio”), the licensee of KBMB-FM in Sacramento, California (Facility ID No. 20435). OCC II and OCP III are not parties to this application.

OCC, OCC II and OCP III have recently exercised contractual put rights in Diamond Radio, which when consummated will entitle OCC II and OCC III to more than 5% voting interests in KBMB-FM. (OCC’s voting interest is less than 5%.) Although OCC and OCP IV On Top, Inc. (“OCP”), which are transferees in the present application, do not have attributable interests in Diamond Radio, two of the principals in OCC and OCP have common equity interests and/or hold officer/director positions in the companies that do have attributable interests in Diamond (*i.e.*, OCP II and OCP III):

J. Peter Thompson, single majority shareholder, Officer and Director of OCC also holds the following positions:

General Partner of Thompson Capital Management, OCP II’s General Partner; General Partner of JM Capital Management, LP, OCP III’s General Partner; and Managing Member of JMA Capital Management, LLC, the General Partner of Opportunity Capital Partners IV, LP (“OCP IV”). OCP is wholly-owned by OCP IV.

Lewis E. Byrd, Shareholder, Officer and Director of OCC also holds the following positions:

General Partner of JM Capital Management, LP, OCP III’s General Partner; and Managing Member of JMA Capital Management, LLC, the General Partner of OCP. OCP is wholly owned by OCP IV.

**Access 1 Communications Corp.**

J. Peter Thompson, a principal in OCC and OCP, serves on the Board of Directors of Access.1 Communications Corp., the parent company of the licensees for the following stations:

<b><u>Call Sign</u></b>	<b><u>Service</u></b>	<b><u>Facility ID No.</u></b>	<b><u>Community of License</u></b>	<b><u>Licensee</u></b>
KBTT	FM	9921	Haughton, LA	Access.1 Communications - Shreveport, LLC
KCUL	AM	18262	Marshall, TX	Access.1 Communications Corp. - NY
KCUL-FM	FM	18263	Marshall, TX	Access.1 Communications Corp. - NY

KDKS-FM	FM	16436	Blanchard, LA	Access.1 Communications - Shreveport, LLC
KLKL	FM	13802	Minden, LA	Access.1 Communications - Shreveport, LLC
KOKA	AM	9222	Shreveport, LA	Access.1 Communications - Shreveport, LLC
KSYR	FM	9681	Benton, LA	Access.1 Communications - Shreveport, LLC
KTAL-FM	FM	33728	Texarkana, TX	Access.1 Communications - Shreveport, LLC
WWRL	AM	68906	New York, NY	Access.1 Communications Corp. - NY

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