

Lotus Communications Corp. &amp; Affiliates,

Los Angeles, California

## I. Overview

Lotus Communications Corp., a California corporation ("**Lotus**"), is a holding company in the broadcasting business. Its headquarters are located at 3301 Barham Boulevard, Suite 200, Los Angeles, California 90068. Lotus has eight corporate subsidiaries (the "**Corporate Licensees**"), and two limited liability companies (the "**LLC Licensees**"), aggregating 10 wholly owned subsidiaries (collectively, the "**Subsidiaries**"), who are licensees of radio or low-power television stations (collectively with Lotus, the "**Company**"). The Company's broadcast holdings, which are summarized on the attached organizational chart, break down to (i) 34 full-power radio stations and (ii) two low power television stations (plus five FM translators). The radio stations are in Arizona, California, and Nevada; the low-power television stations are in Arizona and Texas.

The issued and outstanding voting equity of Lotus is comprised of 500 shares of Class A Common Stock (the "**Voting Stock**"). The Howard A. Kalmenson Trust (Howard A. Kalmenson, Trustee) and The Lilli Kalmenson Rosenbloom Trust (Lilli Kalmenson Rosenbloom, Trustee) each own 50% of the Voting Stock. Lotus owns, beneficially and of record, all issued and outstanding equity in each of Subsidiaries, with Howard A. Kalmenson exercising all Lotus' voting power in the Subsidiaries, as well as voting all Voting Stock. Consequently, he alone controls Lotus and each of the Subsidiaries. In addition, Lotus has 644 issued and outstanding shares of non-voting stock which are owned by various members of the extended Kalmenson family or trusts for their benefit.

### A. Company Radio Interests: The Company's radio licensees consist of the following Subsidiaries:

#### Arizona Lotus Corp., an Arizona corporation

KTCT (AM), 990 kHz, Tucson, Arizona, FCC Identification Number ("**FIN**") 2744  
 KLPX (FM), Channel 241, 96.1 MHz, Tucson, Arizona, FIN 2745  
 KCMT (FM), Channel 221, 92.1 MHz, Green Valley, Arizona, FIN 2746  
 KFMA (FM), Channel 271, 102.1 MHz, Oro Valley, Arizona, FIN 87841  
 K239CF (FM Translator), Channel 239, 95.7 MHz, Tucson, Arizona FIN 82314  
 K232FD (FM Translator), Channel 232, 94.3 MHz, Tortolita, Arizona, FIN 142429

#### Lotus Bakersfield Corp., a California corporation

KVMX (FM), Channel 221A, 92.1 MHz, Bakersfield, California, FIN 35108  
 KWAC (AM), 1490 kHz, Bakersfield, California, FIN 35109  
 KCHJ (AM), 1010 kHz, Delano, California, FIN 35111  
 KIWI (FM), Channel 275, 102.9MHz, McFarland, California, FIN 8108  
 KPSL-FM, Channel 243, 96.5 MHz, Bakersfield, California, FIN 28847

#### Lotus Broadcasting Corp., a Nevada corporation

KBAD (AM), 920 kHz, Las Vegas, Nevada, FIN 38448  
 KENO (AM), 1460 kHz, Las Vegas, Nevada, FIN 38449  
 KXPT (FM), Channel 256, 97.1 MHz, Las Vegas, Nevada, FIN 38450  
 KOMP (FM), Channel 222, 92.3 MHz, Las Vegas, Nevada, FIN 38451  
 KWWN (AM), 1100 kHz, Las Vegas, Nevada, FIN 137871  
 KLAV (AM), 1230 kHz, Las Vegas, Nevada, FIN 70690

KRLV (AM), 1340 kHz, Las Vegas, Nevada, FIN 40756  
KWID (FM), Channel 270, 101.9 MHz, Las Vegas, Nevada, FIN 55503  
K255CT (FM Translator), Channel 255, 98.9 MHz, Henderson, Nevada, FIN 38447  
K265EZ (FM Translator), Channel 265, 100.9 MHz, Henderson, Nevada, FIN 147567

Lotus Fresno Corp., a California corporation

KLBN (FM), Channel 270, 101.9 MHz, Fresno, California, FIN 29296  
KGST (AM), 1600 kHz, Fresno, California, FIN 38453  
KKBZ (FM), Channel 286, 105.1 MHz, Auberry, California, FIN 38455  
KHIT-FM, Channel 296, 107.1 MHz, Madera, California, FIN 51845  
KSEQ (FM), Channel 246, 97.1 MHz, Visalia, California, FIN 7717

Lotus Los Angeles Corp., a California corporation

KTMZ (AM), 1220 kHz, Pomona, California, FIN 1925  
KWKW (AM), 1330 kHz, Los Angeles, California, FIN 3845

Lotus Oxnard Corp., a California corporation

KIRN (AM), 670 kHz, Simi Valley, California, FIN 69743

Lotus Radio Corp., a Nevada corporation

KOZZ-FM, Channel 289, 105.7 MHz, Reno, Nevada, FIN 38452  
KDOT (FM), Channel 283, 104.5 MHz, Reno, Nevada, FIN 38457  
KHIT (AM), 1450 kHz, Reno, Nevada, FIN 38458  
KPLY (AM), 630 kHz, Reno, Nevada, FIN 50304  
KUUB (FM), Channel 233, 94.5 MHz, Sun Valley, Nevada, FIN 83586  
KCKQ (AM), 1180 kHz, Sparks, Nevada, FIN 160544  
KFOY (AM), 1060 kHz, Sparks, Nevada, FIN 160030  
K232EA (FM Translator), Channel 232D, 94.3 MHz, Carson City, Nevada, FIN 863

Lotus Sacramento Corp., a California corporation

KMJE (AM), 890 kHz, Olivehurst, California, FIN 160999  
KMJE-FM, Channel 221, 92.1 MHz, Placerville, California, FIN 36028

B. Company Low-Power Television Interests: The LLC Licensees consist of the following:

Lotus TV of Phoenix LLC, an Arizona limited liability company

KPHE-LD, Channel 16, Phoenix, Arizona FIN 168602

Lotus TV of Houston LLC, a Texas limited liability company

KHLM-LD, Channel 43, Houston, Texas, FIN 57189

## II. Officers, Directors and Managers

A. Radio Station Directors and Officers: Howard A. Kalmenson, James Kalmenson and Lilli Kalmenson Rosenbloom are the directors of Lotus and each Corporate Licensee. William Kalmenson is also a director of Lotus. The officers of Lotus and the Corporate Licensees are:

Howard A. Kalmenson, President  
James Kalmenson, First Senior Vice President  
Jay A. Levine, Senior Vice President, Chief Compliance Officer & Secretary  
Lilli Kalmenson Rosenbloom, Vice President  
Jerry Roy, Assistant Secretary  
K. Jasmin Dorismond, Senior Vice President, Chief Financial Officer & Treasurer  
In addition, Anthony Bonnici is Vice President of Lotus Broadcasting Corp.

B. Low-Power Television Stations. The managers and officers of the LLC Licensees are:

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

C. Information Concerning Individuals and Relationships. Each officer, director, manager, holder of any voting interest, or trustee of any trust holding any interest, in the Company, is a US citizen.

(i) Family Relationship: Howard A. Kalmenson and Lilli Kalmenson Rosenbloom are the parents of William and James Kalmenson. Jay A. Levine is Howard A. Kalmenson's nephew and James and William Kalmenson's first cousin.

(ii) Addresses:

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

Lilli Kalmenson Rosenbloom  
The Lilli Kalmenson Rosenbloom Trust  
Lotus Interiors, 5031 Brewster Drive, Tarzana, California 91352

Anthony Bonnici  
8755 West Flamingo Road, Las Vegas, Nevada 89147

Each other officer, director, manager, holder of any voting interest in the Company, or trustee of any trust holding any interest in the Company:  
3301 Barham Boulevard, Suite 200, Los Angeles, California 90068