

Purpose of Amendment

The following Sections of this application (the “Application”) are being amended to reflect the following:

Section II, Question 4: A revised Exhibit 6 (Description of Transaction) is being submitted to replace the existing Exhibit. Exhibit 6 has been revised to (i) reflect a change in the name of Cadet Holding Corporation, a direct wholly-owned subsidiary of Cumulus Media Inc. (“CMI”), to Cumulus Media Holdings Inc., and (ii) reflect that the Commission has granted a Form 316 application authorizing the transfer of control of two FM translators licensed to an indirect subsidiary of Cumulus Media Partners, LLC (“CMP”).

Section III, Question 3: A revised Exhibit 7 (Agreements for Transfer of Control) has been revised to reflect that the name of Cadet Holding Corporation has been changed to Cumulus Media Holdings Inc.

Section IV, Question 5: An Amended and Restated Investment Agreement, dated as of April 22, 2011, is being submitted to replace the original Investment Agreement which was included in Exhibit 15. A revised Exhibit 15 (Summary of Transaction) is being submitted to update the former Exhibit to reflect that UBS Securities LLC (“UBS”) has acquired the right to syndicate up to \$125 million of CMI Class A Common Stock to third parties in accordance with the Amended and Restated Investment Agreement. A revised Exhibit 15A (Agreements) also is being submitted to update the former Exhibit.

Section IV, Question 6: A revised Exhibit 16 (Parties to the Application) is being submitted to replace the existing Exhibit. Exhibit 16 has been revised to (i) list the officers and directors of the post-consummation licensee, (ii) reflect the change in the name of Cadet Holding Corporation to Cumulus Media Holdings Inc., (iii) reflect the change in the post-consummation ownership of CMI after accounting for the syndication of the CMI Class A Common Stock by UBS, and (iv) update and supplement information regarding the ownership of Crestview Radio Investors, LLC.

Section IV, Question 7: An updated Exhibit 18 (Other Authorizations) is being submitted to reflect a change in a station’s call sign and the Commission’s grant of a Form 316 application authorizing the transfer of control of two FM translators licensed to an indirect subsidiary of CMP.

The other portions of the Application remain unchanged.