

EXPLANATION OF TRANSACTION

This Application seeks the Commission's consent to a *pro forma* assignment of the following stations:

KIKK(AM), Facility ID Number 25450, Pasadena, TX
KILT(AM), Facility ID Number 25440, Houston, TX
KRLD(AM), Facility ID Number 59820, Dallas, TX
KKHH(FM), Facility ID Number 25449, Houston, TX
KILT-FM, Facility ID Number 25439, Houston, TX
KJKK(FM), Facility ID Number 63779, Dallas, TX
KLLI(FM), Facility ID Number 1087, Dallas, TX
KLUV(FM), Facility ID Number 67195, Dallas, TX
KMVK(FM), Facility ID Number 23440, Fort Worth, TX
KVIL(FM), Facility ID Number 28624, Dallas TX
(collectively, the "Stations")

This transaction will not result in any change in the ultimate ownership or control of the Stations. Both before and after the proposed transaction, the licensee of the Stations is and will be ultimately wholly owned and controlled by CBS Radio Inc. Therefore, this request is properly filed on FCC Form 316.

The current licensee of the Stations is Texas CBS Radio Broadcasting L.P. That entity's limited partner is CBS Radio Partner I Inc. and its general partner is CBS Radio Texas Partner II Inc. Both of those entities are wholly owned and controlled by CBS Radio Inc.

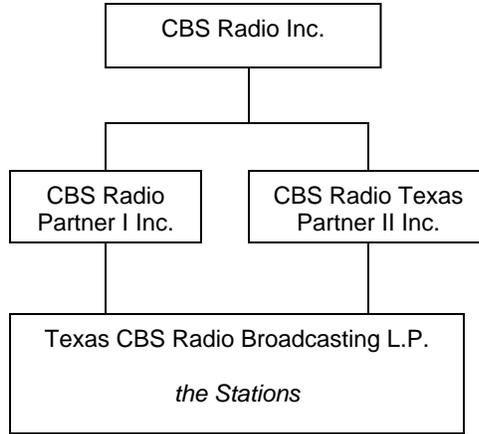
The proposed transaction will be effectuated in the following steps.

- Texas CBS Radio Broadcasting L.P. will contribute its assets, including the FCC licenses for the Stations, to CBS Radio Partner I Inc., then
- CBS Radio Texas Partner II Inc. will merge into its sister company, CBS Radio Partner I Inc.

Although there are two steps to this transaction, they will occur in nearly instantaneous succession with no appreciable intervening period of time. The request for consent to this transaction may be filed on a single FCC Form 316 application in accordance with the Commission's decision in *Applications of Phipps and WCTV Licensee Corp.*, Memorandum Opinion and Order, 11 FCC Rcd 13053, 13056 (1996).

The charts on the following pages depict the present and proposed ownership structure of the licensee of the Stations.

Current Structure



Proposed Structure

