

**LOTUS COMMUNICATIONS CORP. & AFFILIATES**

**I.**

**OVERVIEW**

Lotus Communications Corp. (Communications Corp.), a California corporation, is a holding and operating company, with headquarters at 3301 Barham Boulevard, Suite 200, Los Angeles, California 90068. Communications Corp. owns seven first-tier corporate subsidiaries, and three limited liability companies, aggregating 10 affiliates, who are licensees of radio/television stations (the "Company"). The Company's broadcast holdings break-down to (i) twenty-six full-power radio stations and (ii) three Low Power Television stations (plus three FM translators). The radio stations are in Arizona, California, Nevada and Texas; the television stations are in Arizona, Florida and Texas.

Communications Corp. has two classes of stock - Class A (common and voting) and Class B (common and non-voting). There are 500 issued and outstanding shares of Class A stock, owned, in equal part, by The Howard A. Kalmenson Trust (Howard A. Kalmenson, Trustee) and The Lilli Kalmenson Rosenbloom Trust (Lilli Kalmenson Rosenbloom, Trustee). There are eighty-five issued and outstanding shares of Class B stock which are held by Diane K. Levine, in her individual capacity (eighty shares), and as Executor of the Estate of Burton Levine (five shares).

The equity interest in Class A and Class B stock in Communications Corp. is owned and held as follows:

The Howard A. Kalmenson Trust (42.66%)  
The Lilli Kalmenson Rosenbloom Trust (42.66%)  
Diane K. Levine, individually (13.82%)  
Diane K. Levine, Executor of the Estate of Burton Levine (0.86%)

Communications Corp. wholly controls its affiliates, with Howard A. Kalmenson exercising Communications Corp's voting power in its affiliates. He also votes all the voting stock in Communications Corp. Consequently, he alone controls Communications Corp. and each licensee-affiliate.

**COMPANY RADIO INTERESTS**

The Company's radio licensees consist of Communications Corp., and the following corporate subsidiaries:

Lotus Broadcasting Corp., a Nevada corporation  
Lotus Radio Corp., a Nevada corporation  
Arizona Lotus Corp., an Arizona corporation  
Lotus Oxnard Corp., a California corporation

Texas Lotus Corp., a Texas corporation  
Lotus Bakersfield Corp., a California corporation  
Lotus Fresno Corp., a California corporation

The Company's radio station holdings are identified in Part III herein.

### **COMPANY TELEVISION INTERESTS**

The Company's television licensees consist of three limited liability companies, namely:

Lotus TV of Phoenix LLC  
Lotus TV of Tampa LLC  
Lotus TV of Houston LLC

The Company's television station holdings are identified in Part IV hereof.

## **II.**

### **COMPANY OFFICIALS**

#### **A.**

### **RADIO STATION OFFICIALS**

#### **DIRECTORS**

The directors of Communications Corp. and its corporate licensee subsidiaries are:

Howard A. Kalmenson  
James Kalmenson  
Lilli Kalmenson Rosenbloom  
William Kalmenson

(except for William Kalmenson who only serves as a director of Communications Corp.)

#### **OFFICERS**

The officers of Communications Corp. and its corporate licensee subsidiaries are:

#### **COMMUNICATIONS CORP.**

Howard A. Kalmenson, President  
Lilli Kalmenson Rosenbloom, Vice President  
Jerry Roy, Senior Vice President, Chief Compliance Officer and Secretary  
William H. Shriftman, Senior Vice President, Chief Financial Officer and Treasurer  
James Kalmenson, Vice President

Jay Levine, Assistant Secretary

LOTUS BROADCASTING CORP.

Howard A. Kalmenson, President  
Lilli Kalmenson Rosenbloom, Vice President  
Jerry Roy, Senior Vice President, Chief Compliance Officer and Secretary  
William H. Shriftman, Senior Vice President, Chief Financial Officer and  
Treasurer  
Tony Bonnici, Vice President

LOTUS RADIO CORP.  
ARIZONA LOTUS CORP.  
LOTUS OXNARD CORP.  
LOTUS BAKERSFIELD CORP.  
LOTUS FRESNO CORP.

Howard A. Kalmenson, President  
Lilli Kalmenson Rosenbloom, Vice President  
Jerry Roy, Senior Vice President, Chief Compliance Officer and Secretary  
William H. Shriftman, Senior Vice President, Chief Financial Officer and  
Treasurer

TEXAS LOTUS CORP.

Howard A. Kalmenson, President  
Lilli Kalmenson Rosenbloom, Vice President  
Jerry Roy, Senior Vice President, Chief Compliance Officer and Secretary  
William H. Shriftman, Senior Vice President, Chief Financial Officer and  
Treasurer  
Jay Levine, Vice President and Assistant Secretary

**B.**

**TELEVISION STATION OFFICIALS**

The officials of Lotus TV of Tampa LLC, Lotus TV of Phoenix LLC and Lotus TV of Houston, LLC are:

James Kalmenson, Manager  
James Kalmenson, President  
Jerry Roy, Senior Vice President (Compliance)  
William Shriftman, Senior Vice President (Finance)  
Howard A. Kalmenson, Secretary

C.

**INFORMATION CONCERNING INDIVIDUALS AND RELATIONSHIPS**

Each individual who holds or votes stock in the Company or is a Company officer or director is a U.S. citizen.

1. Family Relationships

Howard A. Kalmenson and Diane K. Levine are brother and sister.

Howard A. Kalmenson and Lilli Kalmenson Rosenbloom, respectively, are the father and mother of William Kalmenson and James Kalmenson and Diane K. Levine is their aunt.

Howard A. Kalmenson and Diane K. Levine, respectively, are the uncle and mother of Jay Levine.

Lilli Kalmenson Rosenbloom is the aunt of Jay Levine.

Diane K. Levine is the aunt of William and James Kalmenson.

William Kalmenson and James Kalmenson are brothers.

William Kalmenson and James Kalmenson are first cousins of Jay Levine.

2. Addresses

Howard A. Kalmenson  
Lotus Communications Corp.  
3301 Barham Boulevard, Suite 200  
Los Angeles, CA 90068

James Kalmenson  
Lotus Communications Corp.  
3301 Barham Boulevard, Suite 200  
Los Angeles, CA 90068

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

Diane K. Levine  
17 Reunion Road  
Ryebrook, NY 10573

Diane K. Levine, Executor of the estate of Burton Levine  
17 Reunion Road  
Ryebrook, NY 10573

Jay Levine  
Texas Lotus Corp.  
427 East Ninth Street  
San Antonio, TX 78215

Lilli Kalmenson Rosenbloom  
Lotus Interiors  
5031 Brewster  
Tarzana, CA 91352

Jerry Roy  
Lotus Communications Corp.  
3301 Barham Boulevard, Suite 200  
Los Angeles, CA 90068

William H. Shriftman  
Lotus Communications Corp.  
3301 Barham Boulevard, Suite 200  
Los Angeles, CA 90068

Tony Bonnici  
Lotus Broadcasting Corp.  
8755 W. Flamingo Road  
Las Vegas, NV 89147

### **III.**

#### **RADIO BROADCAST STATION LICENSEES**

##### **A. Lotus Communications Corp.**

1. KWKU (AM)  
1220 kHz  
Pomona, CA  
Facility Number: 1925
2. KWKW (AM)  
1330kHz  
Los Angeles, CA  
Facility Number: 38454

**B. Lotus Broadcasting Corp.**

1. KBAD (AM)  
920 kHz  
Las Vegas, NV  
Facility Number: 38448
2. KENO (AM)  
1460 kHz  
Las Vegas, NV  
Facility Number: 38449
3. KXPT (FM)  
Channel 246C, 97.1 MHz  
Las Vegas, NV  
Facility Number: 38450
4. KOMP (FM)  
Channel 222C, 92.3 MHz  
Las Vegas, NV  
Facility Number: 38451
5. K257BU (FM Translator)  
Channel 255, 98.9 MHz  
Henderson, NV  
Facility Number: 38447
6. KWWN (AM)  
1100 kHz  
Las Vegas, NV  
Facility Number: 137871

**C. Lotus Radio Corp.**

1. KOZZ-FM  
Channel 289C, 105.7 MHz  
Reno, NV  
Facility Number: 38452
2. KDOT (FM)  
Channel 283C, 104.5 MHz  
Reno, NV  
Facility Number: 38457

3. KHIT (AM)  
1450 kHz  
Reno, NV  
Facility Number: 38458
4. KPLY (AM)  
630 kHz  
Reno, NV  
Facility Number: 50304
5. KUUB (FM)  
Channel 233C3, 94.5 MHz  
Sun Valley, NV  
Facility Number: 83586
6. K232EA (FM Translator)  
Channel 232, 94.3 MHz  
Carson City, NV  
Facility Number: 86396

**D. Arizona Lotus Corp.**

1. KTKT (AM)  
990 kHz  
Tucson, AZ  
Facility Number: 2744
2. KLPX (FM)  
Channel 241C, 96.1 MHz  
Tucson, AZ  
Facility Number: 2745
3. KFMA (FM)  
Channel 221C2, 92.1 MHz  
Green Valley, AZ  
Facility Number: 2746
4. KCMT (FM)  
Channel 271C1, 102.1 MHz  
Oro Valley, AZ  
Facility Number: 87841
5. Station K267AF (FM Translator)  
Channel 267D, 101.3 MHz  
Tucson, AZ  
Facility Number: 82314

**E. Lotus Oxnard Corp.**

1. KIRN (AM)  
670 kHz  
Simi Valley, CA  
Facility Number: 69743

**F. Lotus Bakersfield Corp.**

1. KPSL-FM  
Channel 221A, 92.1 MHz  
Bakersfield, CA  
Facility Number: 35108
2. KWAC (AM)  
1490 kHz  
Bakersfield, CA  
Facility Number: 35109
3. KCHJ (AM)  
1010 kHz  
Delano, CA  
Facility Number: 35111
4. KIWI (FM)  
Channel 275B1, 102.9 MHz  
McFarland, CA  
Facility Number: 8108

**G. Texas Lotus Corp.**

KZEP-FM  
Channel 283C1, 104.5 MHz  
San Antonio, TX  
Facility Number: 65329

**H. Lotus Fresno Corp.**

1. KLBN (FM)  
Channel 270, 101.9 MHz  
Fresno, CA  
Facility Number: 29296
2. KGST (AM)  
1600 kHz  
Fresno, CA  
Facility Number: 38453

3. KKBZ (FM)  
Channel 286B1, 105.1MHz  
Auberry, CA  
Facility Number: 38455
4. KXOB (FM)  
Channel 296B1, 107.1 MHz  
Madera, CA  
Facility Number: 51845

#### IV.

#### TV BROADCAST STATION LICENSEES

A. **Lotus TV of Tampa LLC**

WTAM-LP  
Channel 30  
Tampa, Florida  
Facility Number 9027

B. **Lotus TV of Phoenix LLC**

KPHE-LP  
Channel 44  
Phoenix, Arizona  
Facility Number 30885

C. **Lotus TV of Houston LLC**

KHLM-LP  
Channel 43  
Houston, Texas  
Facility Number 57189