

Agreement for Assignment of License of Station

(In response to Form 316, Section II, Item 6(a); and Section III, Item 4)

This Form 316 application seeks Commission consent to the pro forma assignment of radio station WWYY(FM), Belvidere, New Jersey (the “Station”), from Nassau Broadcasting Holdings, Inc. (“NBH”) Nassau Broadcasting II, L.L.C. (“Nassau II”). Louis F. Mercatanti, Jr. controls both by virtue of his 100% stock ownership of NBH and his 54.7% voting control of Nassau, which is a matter of record before the Commission.

As noted in Exhibit 1 to this application, the parties are filing this pro forma assignment in connection with the recapitalization of Nassau Broadcasting Partners, Limited Partnership (“Partners”), the ultimate parent of Nassau II. Although there is no specific contract between the parties for the assignment of the license for the Station from NBH to Nassau II, which would otherwise requires the parties to answer “no” to Section II, Item 6(a) and Section III, Item 4(a), the recapitalization agreement for Partners, which is currently on file with the Commission as part of the Form 316 application for the transfer of control of Nassau II, provides that NBH would assign this and any other stations that it will operate to Nassau II. See Exhibit 4 to File No. BTCH-20030416AAS. Accordingly, the parties have answered “yes” to both questions because the agreements are on file with the Commission and will be placed in the Station’s public inspection file.

At such time as the proposed assignment of license is approved, the Nassau entity parties would take any necessary actions to memorialize formally in instruments exchanged between the parties the assignment between the two Nassau entities.