

**DESCRIPTION OF THE TRANSACTION / USE OF FCC FORM 316 / AGREEMENT
FOR TRANSFER OF STATION**

Kenley D. Squier is a member of Radio Vermont Classics, L.L.C. Radio Vermont Classics, L.L.C. is the direct parent of wholly owned subsidiary Woodchuck Radio, LLC which, in turn, is the licensee of WEXP, Fac. ID No. 65961, Brandon, Vermont. Mr. Squier is managing member of Woodchuck Radio, LLC.

Pursuant to the proposed *pro forma* transaction, Mr. Squier will assign his interest in Radio Vermont Classics, L.L.C. to the Kenley D. Squier Living Trust, of which he is the sole trustee and beneficiary.¹ The changes in interest proposed in this *pro forma* transaction are summarized in the following table:

	Current Ownership			Proposed Ownership		
	Interest	% Votes	% Equity	Interest	% Votes	% Equity
Kenley D. Squier ²	Member	90%	90%	Member	0%	0%
The Kenley D. Squier Living Trust	--	--	--	Member	90%	90%
Eric Michaels ³	Member	10%	10%	Member	10%	10%

Upon consummation of the proposed *pro forma* transaction, the Kenley D. Squier Living Trust, of which Kenley D. Squier is sole trustee, will have voting control over the Licensee. Accordingly, the proposed *pro forma* transaction involves no substantial change in the beneficial ownership of the Licensee, and use of FCC Form 316 is appropriate.

¹ No written agreement will govern this transfer.

² Mr. Squier is a U.S. citizen. His address is 894 Tamarack Rd., Stowe, VT, 05672.

³ Mr. Michaels is a U.S. citizen. His address is 54 Conti Circle, Barre, VT, 05641.