

Wheeling, West Virginia Combination

Frequency proposes to acquire the licenses of the following six radio stations that are licensed to communities located within the Wheeling, West Virginia Arbitron Metro market and are listed by Arbitron as "home" to that market:¹

<i>Station</i>	<i>Community</i>	<i>Current Licensee</i>
WEGW(FM)	Wheeling, West Virginia	Capstar
WKWK-FM	Wheeling, West Virginia	Capstar
WOVK(FM)	Wheeling, West Virginia	Capstar
WVKF(FM)	Shadyside, Ohio	Capstar
WBBD(AM)	Wheeling, West Virginia	Capstar
WWVA(AM)	Wheeling, West Virginia	Capstar

The principal community contours of these six stations do not overlap those of any other station not listed above in which Frequency holds or proposes to hold an attributable interest. Accordingly, the Arbitron Metro methodology is appropriate for this combination.²

The BIA Media Access Pro Database identifies nineteen full-power commercial and non-commercial stations as "home" to or licensed within the Wheeling market. Consequently, Frequency's proposed ownership of the stations listed above complies with the Commission's local radio ownership rules under the Arbitron markets methodology.

¹ See BIA Financial Network, "Wheeling, WV Market Overview" and "FCC Geographic Market Definition for Wheeling, WV," available at BIA Media Access Pro Database.

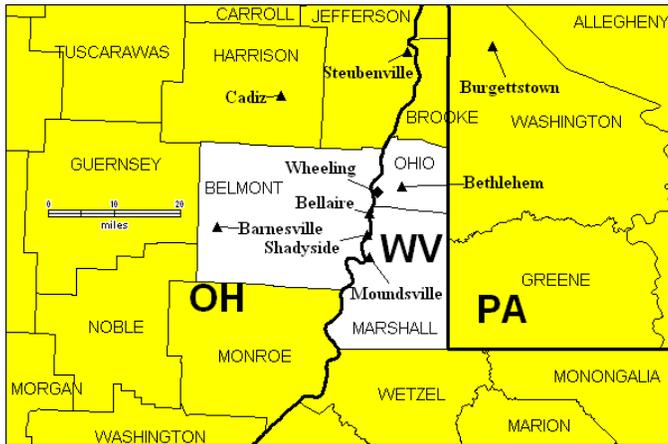
² See 2002 Biennial Regulatory Review – Review of the Commission's Broadcast Ownership Rules and Other Rules Adopted Pursuant to Section 202 of the Telecommunications Act of 1996, *Report & Order & Notice of Proposed Rulemaking*, 18 FCC Rcd 13,620 (2003) ("Biennial Review").

ATTACHMENT 1

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Printouts from BIA Media Access Pro Database

Wheeling, WV Market Overview



Metro Counties / Population (000)

Marshall, WV	34.5
Ohio, WV	44.8
Belmont, OH	69.2
Total	148.5

Market Radio Financials

(all figures in 000's, except percentages and ratios)

ESTIMATED GROSS REVENUES ★★★	2001	2002	2003	2004	2005	2006	Δ 01 - 06
		\$5,800	\$6,200	\$6,100	\$6,300	\$6,600	\$6,800
Δ 05 - 06	2007	2008	2009	2010	2011	Δ 06 - 11	
	3.0%	\$6,900	\$7,100	\$7,300	\$7,400	\$7,600	2.3%
	2001	2006	2011	Est. Breakout			
Revenue/Retail Sales	\$3.21/1,000	\$3.15/1,000	\$3.34/1,000	Local	85%		
Revenue/Capita	\$37.96	\$45.79	\$52.41	National	15%		

Demographic and Economic Overview

(000's, except Retail Sales and EBI in 000,000's)

	2001	2006	Growth Rate	2006	2011	Growth Rate
MSA Population	152.8	148.5	-0.6%	148.5	145.0	-0.5%
Households	61.4	61.5	0.0%	61.5	60.5	-0.3%
Retail Sales	1,809.0	2,156.2	3.6%	2,156.2	2,277.1	1.1%
EBI	2,248.0	2,356.3	0.9%	2,356.3	2,554.3	1.6%

Demographic Breakdown

	Total	Under 12	12 - 17	18 - 24	25 - 34	35 - 44	45 - 54	Over 55
Men (000)	72.0	9.4	5.9	7.4	8.4	9.6	11.8	19.5
Women (000)	76.5	9.0	5.5	6.7	7.7	9.7	12.1	25.8
Total	148.5	18.4	11.4	14.1	16.1	19.3	23.8	45.4
Percentage	100.0%	12.4%	7.7%	9.5%	10.8%	13.0%	16.1%	30.5%
Per Capita	\$ 15,864		Median Household	\$ 29,737		Avg Household	\$ 38,333	
Ethnic Population:	White 95.3%		Black 3.1%		Asian 0.6%		Hispanic 0.6%	

Market Summary

FM Classes	Class A	Class B	Class C	Viable Stations	All FMs	All AMs	Total
# Stations	3	7		7	10	6	16
Tot 12+	2.4	63.5		63.5	65.9	21.6	87.5
Avg 12+	0.8	9.1		9.1	6.6	3.6	5.5
Tot LCS	2.7	72.6		72.6	75.3	24.7	100.0
Avg LCS	0.9	10.4		10.4	7.5	4.1	6.3



FCC Geographic Market Definition for Wheeling, WV

Call Letters	AM/FM	Freq	Type		Home Market	Market	Home	Owner	City & State of License	County of License
			Station	Format		Designn Date	Mkt Rank			
WVLY	AM	1370	C	Nws/Tlk/Inf	Wheeling, WV	07/02/2003	248	Monroe Communications LLC	Moundsville, WV	Marshall
WVKF	FM	95.7	C	Top 40	Wheeling, WV	07/02/2003	248	p Clear Channel	Shadyside, OH	Belmont
WBBD	AM	1400	C	Nostalgia	Wheeling, WV	07/02/2003	248	p Clear Channel	Wheeling, WV	Ohio
WKWK	FM	97.3	C	Lite Rock	Wheeling, WV	07/02/2003	248	p Clear Channel	Wheeling, WV	Ohio
WOMP	AM	1290	C	Sports	Wheeling, WV	07/02/2003	248	Keymarket of PA/Ohio LLC	Bellaire, OH	Belmont
WYJK	FM	100.5	C	Jack	Wheeling, WV	07/02/2003	248	Keymarket of PA/Ohio LLC	Bellaire, OH	Belmont
WOVK	FM	98.7	C	Country	Wheeling, WV	07/02/2003	248	p Clear Channel	Wheeling, WV	Ohio
WSTV	AM	1340	C	Sports	Wheeling, WV	07/02/2003	248	Keymarket of PA/Ohio LLC	Steubenville, OH	Jefferson
WKKX	AM	1600	C	News/Talk	Wheeling, WV	07/02/2003	248	RCK 1 Group LLC	Wheeling, WV	Ohio
WWVA	AM	1170	C	Nws/Tlk/Rlg	Wheeling, WV	07/02/2003	248	p Clear Channel	Wheeling, WV	Ohio
WEGW	FM	107.5	C	Clsc Rock	Wheeling, WV	07/02/2003	248	p Clear Channel	Wheeling, WV	Ohio
WCDK	FM	106.3	C	Clsc Hits	Wheeling, WV	07/02/2003	248	Priority Communications Inc	Cadiz, OH	Harrison
WRKP	FM	96.5	C	ChrsContem	Wheeling, WV	07/02/2003	248	p Educational Media Foundation	Moundsville, WV	Marshall
WUKL	FM	105.5	C	Oldies	Wheeling, WV	07/02/2003	248	Keymarket of PA/Ohio LLC	Bethlehem, WV	Ohio
WBNV	FM	93.5	C	AC	Wheeling, WV	07/02/2003	248	Hafley, W. Grant	Barnesville, OH	Belmont
WGLZ	FM	91.5	NC	Rock	Wheeling, WV	07/02/2003	248	West Liberty State College	West Liberty, WV	Ohio
WPHP	FM	91.9	NC	CHR	Wheeling, WV	07/02/2003	248	Ohio County Board of Education	Wheeling, WV	Ohio
WVNP	FM	89.9	NC	Nws/Tlk/Inf	Wheeling, WV	07/02/2003	248	West Virginia Educational Public Broadcasting	Wheeling, WV	Ohio
WRSG	FM	91.5	NC	Variety	Wheeling, WV	11/04/2004	248	Tyler County Board of Education	Middlebourne, WV	Tyler
WVJW	FM	94.1	NC	CP - NOA	Wheeling, WV		248	Kol Ami Havurah	Benwood, WV	Marshall

Number of Stations in Geographic Market 20

Previous Stations in Geographic Market

"C" - Commercial Station; "NC" - Non Commercial Station

"p" indicates pending sale to owner listed