

Albuquerque, NM Arbitron Metro

Citadel currently owns and ParentCo will control stations KNML(AM), Facility ID No. 68608, Albuquerque, New Mexico (Bernalillo County); KKOB(AM), Facility ID No. 11251, Albuquerque, New Mexico (Bernalillo County); KTBL(AM), Facility ID No. 48604, Los Ranchos, New Mexico (Bernalillo County); KMGA(FM), Facility ID No. 11231, Albuquerque, New Mexico (Bernalillo County); KBZU(FM), Facility ID No. 48596, Albuquerque, New Mexico (Bernalillo County); KKOB-FM, Facility ID No. 11250, Albuquerque, New Mexico (Bernalillo County); KRST(FM), Facility ID No. 12584, Albuquerque, New Mexico (Bernalillo County); and KDRF(FM), Facility ID No. 55052, Albuquerque, New Mexico (Bernalillo County). Bernalillo County is included in the Albuquerque, New Mexico Metro. As is demonstrated herein, ParentCo's control of KNML(AM), KKOB(AM), KTBL(AM), KMGA(FM), KBZU(FM), KKOB-FM, KRST(FM) and KDRF(FM) will exceed the Commission's current local radio ownership rule.

As is shown on the attached "FCC Geographic Market Definition for Albuquerque, NM," generated using BIA Financial Network, Inc.'s Media Access Pro database, there are 44 licensed, full power commercial and noncommercial radio stations in the Albuquerque Metro.

The Commission's multiple ownership rule (47 C.F.R. § 73.3555(a)) provides that in a radio market with between 30 and 44 (inclusive) full-power, commercial and noncommercial radio stations, a person or single entity may have a cognizable interest in not more than 7 commercial radio stations in total and not more than 4 commercial stations in the same service. ParentCo will have an attributable interest in 3 AM stations and 5 FM stations in the Albuquerque, NM Arbitron Metro, and therefore will exceed the local radio ownership limits by 1 FM station.



FCC Geographic Market Definition for Albuquerque, NM

Call Letters	AM/FM	Freq	Type		Home Market	Market	Home	Owner	City & State of License	County of License
			Station	Format		Designtn Date	Mkt Rank			
KJFA	FM	101.3	C	Mexican	Albuquerque, NM	07/02/2003	70	Univision Communications Inc	Albuquerque, NM	Bernalillo
KABQ	AM	1350	C	Talk	Albuquerque, NM	07/02/2003	70	Clear Channel Communications	Albuquerque, NM	Bernalillo
KKSS	FM	97.3	C	HpHop/Rhy	Albuquerque, NM	07/02/2003	70	Univision Communications Inc	Santa Fe, NM	Santa Fe
KKJY	AM	1550	C	Adlt Stndrd	Albuquerque, NM	07/02/2003	70	Davis, Don	Albuquerque, NM	Bernalillo
KLVO	FM	97.7	C	Span/Mexcn	Albuquerque, NM	07/02/2003	70	American General Media	Belen, NM	Valencia
KARS	AM	860	C	Country	Albuquerque, NM	07/02/2003	70	American General Media	Belen, NM	Valencia
KDAZ	AM	730	C	ChrsContem	Albuquerque, NM	07/02/2003	70	Pan American Broadcasting	Albuquerque, NM	Bernalillo
KDEF	AM	1150	C	Sprts/Oldes	Albuquerque, NM	07/02/2003	70	RAMH Corp	Albuquerque, NM	Bernalillo
KTEG	FM	104.7	C	Alternative	Albuquerque, NM	07/02/2003	70	Clear Channel Communications	Bosque Farms, NM	Valencia
KHFM	FM	95.5	C	Classical	Albuquerque, NM	07/02/2003	70	American General Media	Santa Fe, NM	Santa Fe
KKIM	AM	1000	C	Chrst/Talk	Albuquerque, NM	07/02/2003	70	American General Media	Albuquerque, NM	Bernalillo
KPEK	FM	100.3	C	Modern AC	Albuquerque, NM	07/02/2003	70	Clear Channel Communications	Albuquerque, NM	Bernalillo
KALY	AM	1240	C	Children	Albuquerque, NM	07/02/2003	70	ABC/Disney	Los Ranchos De Albuq,	Bernalillo
KMGA	FM	99.5	C	Soft AC	Albuquerque, NM	07/02/2003	70	Citadel Broadcasting Corp	Albuquerque, NM	Bernalillo
KRZY	FM	105.9	C	Spanish AC	Albuquerque, NM	07/02/2003	70	Entravision Holdings LLC	Santa Fe, NM	Santa Fe
KNML	AM	610	C	Sports	Albuquerque, NM	07/02/2003	70	Citadel Broadcasting Corp	Albuquerque, NM	Bernalillo
KBZU	FM	96.3	C	Clsc Rock	Albuquerque, NM	07/02/2003	70	Citadel Broadcasting Corp	Albuquerque, NM	Bernalillo
KKOB	AM	770	C	News/Talk	Albuquerque, NM	07/02/2003	70	Citadel Broadcasting Corp	Albuquerque, NM	Bernalillo
KKOB	FM	93.3	C	Hot AC	Albuquerque, NM	07/02/2003	70	Citadel Broadcasting Corp	Albuquerque, NM	Bernalillo
KTBL	AM	1050	C	Talk	Albuquerque, NM	07/02/2003	70	Citadel Broadcasting Corp	Los Ranchos, NM	Bernalillo
KSVA	AM	920	C	Chrst/Talk	Albuquerque, NM	10/30/2003	70	Lifetalk Broadcasting Association	Albuquerque, NM	Bernalillo
KZRR	FM	94.1	C	AOR	Albuquerque, NM	07/02/2003	70	Clear Channel Communications	Albuquerque, NM	Bernalillo
KABG	FM	98.5	C	Oldies	Albuquerque, NM	07/02/2003	70	American General Media	Los Alamos, NM	Los Alamos
KRST	FM	92.3	C	Country	Albuquerque, NM	07/02/2003	70	Citadel Broadcasting Corp	Albuquerque, NM	Bernalillo
KRZY	AM	1450	C	Spanish AC	Albuquerque, NM	07/02/2003	70	Entravision Holdings LLC	Albuquerque, NM	Bernalillo
KKNS	AM	1310	C	Sports	Albuquerque, NM	07/02/2003	70	Simmons Media Group Inc	Corrales, NM	Sandoval
KXKS	AM	1190	C	Religion	Albuquerque, NM	07/02/2003	70	Wilkins Communications Network Inc	Albuquerque, NM	Bernalillo
KRKE	AM	1600	C	Oldies	Albuquerque, NM	07/02/2003	70	Davis, Don	Albuquerque, NM	Bernalillo
KKRG	FM	105.1	C	Country	Albuquerque, NM	07/02/2003	70	Univision Communications Inc	Santa Fe, NM	Santa Fe
KBQI	FM	107.9	C	Country	Albuquerque, NM	07/02/2003	70	Clear Channel Communications	Albuquerque, NM	Bernalillo
KDRF	FM	103.3	C	Clsc Hits	Albuquerque, NM	07/02/2003	70	Citadel Broadcasting Corp	Albuquerque, NM	Bernalillo
KNKT	FM	107.1	C	Christian	Albuquerque, NM	07/02/2003	70	Calvary Chapel of Albuquerque, Inc.	Armijo, NM	Bernalillo
KABQ	FM	104.1	C	AAA	Albuquerque, NM	07/02/2003	70	Clear Channel Communications	Santa Fe, NM	Santa Fe
KQBT	FM	101.7	C	Oldies	Albuquerque, NM	07/02/2003	70	Univision Communications Inc	Rio Rancho, NM	Sandoval

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

"p" indicates pending sale to owner listed



FCC Geographic Market Definition for Albuquerque, NM

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
KIOT	FM	102.5	C	Clsc Hits	Albuquerque, NM	07/02/2003	70	Univision Communications Inc	Los Lunas, NM	Valencia
KAGM	FM	106.3	C	News/Talk	Albuquerque, NM	07/02/2003	70	American General Media	Los Lunas, NM	Valencia
KSYU	FM	95.1	C	Rhythm/Blue	Albuquerque, NM	07/02/2003	70	Clear Channel Communications	Corrales, NM	Sandoval
KZNM	FM	106.7	C	Spn/Mex/OI	Albuquerque, NM	07/02/2003	70	American General Media	Los Alamos, NM	Los Alamos
KANW	FM	89.1	NC	NPR/Ethnc	Albuquerque, NM	07/02/2003	70	Board of Education City of Albuquerque	Albuquerque, NM	Bernalillo
KFLQ	FM	91.5	NC	Christian	Albuquerque, NM	07/02/2003	70	Family Life Broadcasting System	Albuquerque, NM	Bernalillo
KLYT	FM	88.3	NC	Christian	Albuquerque, NM	07/02/2003	70	Calvary Chapel of Albuquerque, Inc.	Albuquerque, NM	Bernalillo
KUNM	FM	89.9	NC	NPR/Ethnc	Albuquerque, NM	07/02/2003	70	University of New Mexico	Albuquerque, NM	Bernalillo
KQLV	FM	105.5	NC	ChrsContem	Albuquerque, NM	07/02/2003	70	Educational Media Foundation	Bosque Farms, NM	Valencia
KVLK	FM	90.7	NC	ChrsContem	Albuquerque, NM	07/02/2003	70	Educational Media Foundation	Belen, NM	Valencia

Number of Stations in Geographic Market 44

Previous Stations in Geographic Market

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

"p" indicates pending sale to owner listed

Allentown-Bethlehem, PA Arbitron Metro

Citadel currently owns and ParentCo will control stations WLEV(FM), Facility ID No. 39875, Allentown, Pennsylvania (Lehigh County), and WCTO(FM), Facility ID No. 36997, Easton, Pennsylvania (Northampton County). Both Lehigh and Northampton counties are included in the Allentown-Bethlehem, Pennsylvania Arbitron Metro. As is demonstrated herein, ParentCo's ownership of WLEV(FM) and WCTO(FM) will comply with the Commission's local radio ownership rule.

As is shown on the attached "FCC Geographic Market Definition for Allentown-Bethlehem, PA," generated using BIA Financial Network, Inc.'s Media Access Pro database, there are 25 licensed, full power commercial and noncommercial radio stations in the Allentown-Bethlehem, PA Metro.

The Commission's multiple ownership rule (47 C.F.R. § 73.3555(a)) provides that in a radio market with between 15 and 29 (inclusive) full-power, commercial and noncommercial radio stations, a person or single entity may have a cognizable interest in not more than 6 commercial radio stations in total and not more than 4 commercial stations in the same service. ParentCo will have an attributable interest in 2 FM stations in the Allentown-Bethlehem, PA Arbitron Metro, and therefore will comply with the Commission's multiple ownership rule in this market.



FCC Geographic Market Definition for Allentown-Bethlehem, PA

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
WAEB	AM	790	C	Nws/Tlk/Spt	Allentown-Bethlehem, PA	07/02/2003	68	Clear Channel Communications	Allentown, PA	Lehigh
WEEX	AM	1230	C	Sports	Allentown-Bethlehem, PA	07/02/2003	68	Access.1 Communications	Easton, PA	Northampton
WEST	AM	1400	C	Adlt Stndrd	Allentown-Bethlehem, PA	07/02/2003	68	Maranatha Broadcasting Company Inc	Easton, PA	Northampton
WHCY	FM	106.3	C	Hot AC	Sussex, NJ	07/02/2003	247	Clear Channel Communications	Blairstown, NJ	Warren
WLEV	FM	100.7	C	AC	Allentown-Bethlehem, PA	07/02/2003	68	Citadel Broadcasting Corp	Allentown, PA	Lehigh
WGPA	AM	1100	C	Variety	Allentown-Bethlehem, PA	07/02/2003	68	Timmer Broadcasting Company	Bethlehem, PA	Northampton
WHOL	AM	1600	C	Span/Trpcl	Allentown-Bethlehem, PA	07/02/2003	68	Braccili, Matthew	Allentown, PA	Lehigh
WTKZ	AM	1320	C	Sports	Allentown-Bethlehem, PA	07/02/2003	68	Access.1 Communications	Allentown, PA	Lehigh
WCTO	FM	96.1	C	Country	Allentown-Bethlehem, PA	07/02/2003	68	Citadel Broadcasting Corp	Easton, PA	Northampton
WLSH	AM	1410	C	Lt AC/Easy	Allentown-Bethlehem, PA	07/02/2003	68	HGF Media Group	Lansford, PA	Carbon
WODE	FM	99.9	C	Clsc Hits	Allentown-Bethlehem, PA	07/02/2003	68	Access.1 Communications	Easton, PA	Northampton
WRNJ	AM	1510	C	Old/Nws/Tlk	Allentown-Bethlehem, PA	07/02/2003	68	WRNJ Radio	Hackettstown, NJ	Warren
WKAP	AM	1470	C	Oldies	Allentown-Bethlehem, PA	07/02/2003	68	Clear Channel Communications	Allentown, PA	Lehigh
WAEB	FM	104.1	C	Adult CHR	Allentown-Bethlehem, PA	07/02/2003	68	Clear Channel Communications	Allentown, PA	Lehigh
WBYN	AM	1160	C	Christian	Allentown-Bethlehem, PA	07/02/2003	68	Nassau Broadcasting Partners LP	Lehighon, PA	Carbon
WZZO	FM	95.1	C	AOR	Allentown-Bethlehem, PA	07/02/2003	68	Clear Channel Communications	Bethlehem, PA	Northampton
WWYY	FM	107.1	C	AC	Allentown-Bethlehem, PA	07/02/2003	68	Access.1 Communications	Belvidere, NJ	Warren
WDIY	FM	88.1	NC	Variety	Allentown-Bethlehem, PA	07/02/2003	68	Lehigh Valley Community Broadcast Associates	Allentown, PA	Lehigh
WJCS	FM	89.3	NC	Christian	Allentown-Bethlehem, PA	07/02/2003	68	Beacon Broadcasting Corporation	Allentown, PA	Lehigh
WJRH	FM	104.9	NC	Variety	Allentown-Bethlehem, PA	07/02/2003	68	Lafayette College	Easton, PA	Northampton
WLVR	FM	91.3	NC	Variety	Allentown-Bethlehem, PA	07/02/2003	68	Lehigh University	Bethlehem, PA	Northampton
WMUH	FM	91.7	NC	Variety	Allentown-Bethlehem, PA	07/02/2003	68	Muhlenberg College	Allentown, PA	Lehigh
WNTI	FM	91.9	NC	Variety	Allentown-Bethlehem, PA	07/02/2003	68	Centenary College for Women	Hackettstown, NJ	Warren
WXLV	FM	90.3	NC	Variety	Allentown-Bethlehem, PA	07/02/2003	68	Lehigh Carbon Community College	Schnecksville, PA	Lehigh
WWPJ	FM	89.5	NC	Classical	Allentown-Bethlehem, PA	07/02/2003	68	Mercer County Community College	Pen Argyl, PA	Northampton

Number of Stations in Geographic Market 25

Previous Stations in Geographic Market

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

"p" indicates pending sale to owner listed

Augusta-Waterville, ME Arbitron Metro

Citadel currently owns and ParentCo will control stations WJZN(AM), Facility ID No. 52604, Augusta, Maine (Kennebec County); WTVL(AM), Facility ID No. 52607, Waterville, Maine (Kennebec County); WMME-FM, Facility ID No. 52605, Augusta, Maine (Kennebec County) and WEBB(FM), Facility ID No. 52608 (Kennebec County). Kennebec County is included in the Augusta-Waterville, Maine Arbitron Metro. As is demonstrated herein, ParentCo's ownership of WJZN(AM), WTVL(AM), WMME-FM, and WEBB(FM) will comply with the Commission's local radio ownership rule.

As is shown on the attached "FCC Geographic Market Definition for Augusta-Waterville, ME," generated using BIA Financial Network, Inc.'s Media Access Pro database, there are 13 licensed, full power commercial and noncommercial radio stations in the Augusta-Waterville Metro.

The Commission's multiple ownership rule (47 C.F.R. § 73.3555(a)) provides that in a radio market with 14 or fewer full-power, commercial and noncommercial radio stations, a person or single entity may have a cognizable interest in not more than 5 commercial radio stations in total and not more than 3 commercial stations in the same service (provided that no person or single entity may have a cognizable interest in more than 50% of the full-power commercial and noncommercial radio stations in such market unless the combination of stations comprises not more than one AM and one FM station). ParentCo will have an attributable interest in 2 AM stations and 2 FM stations in the Augusta-Waterville, ME Arbitron Metro, and therefore will comply with the Commission's multiple ownership rule in this market.



FCC Geographic Market Definition for Augusta-Waterville, ME

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
WFAU	AM	1280	C	Sports	Augusta-Waterville, ME	07/02/2003	266	Clear Channel Communications	Gardiner, ME	Kennebec
WABK	FM	104.3	C	Oldies	Augusta-Waterville, ME	07/02/2003	266	Clear Channel Communications	Gardiner, ME	Kennebec
WMDR	AM	1340	C	Children	Augusta-Waterville, ME	07/02/2003	266	Light of Life Ministries	Augusta, ME	Kennebec
WKCG	FM	101.3	C	AC	Augusta-Waterville, ME	07/02/2003	266	Clear Channel Communications	Augusta, ME	Kennebec
WJZN	AM	1400	C	Oldies	Augusta-Waterville, ME	07/02/2003	266	Citadel Broadcasting Corp	Augusta, ME	Kennebec
WMME	FM	92.3	C	Top 40	Augusta-Waterville, ME	07/02/2003	266	Citadel Broadcasting Corp	Augusta, ME	Kennebec
WTOS	FM	105.1	C	AOR	Augusta-Waterville, ME	07/02/2003	266	Clear Channel Communications	Skowhegan, ME	Somerset
WTVL	AM	1490	C	Country	Augusta-Waterville, ME	07/02/2003	266	Citadel Broadcasting Corp	Waterville, ME	Kennebec
WEBB	FM	98.5	C	Country	Augusta-Waterville, ME	07/02/2003	266	Citadel Broadcasting Corp	Waterville, ME	Kennebec
WLOB	FM	96.3	C	Talk	Augusta-Waterville, ME	07/02/2003	266	Atlantic Coast Radio LLC	Rumford, ME	Oxford
WWWA	FM	95.3	C	Religion	Augusta-Waterville, ME	07/02/2003	266	Light of Life Ministries	Winslow, ME	Kennebec
WMEW	FM	91.3	NC	News/Clscl	Augusta-Waterville, ME	07/02/2003	266	Maine Public Broadcasting Corporation	Waterville, ME	Kennebec
WMHB	FM	89.7	NC	Alternative	Augusta-Waterville, ME	07/02/2003	266	Mayflower Hill Broadcasting Corp	Waterville, ME	Kennebec

Number of Stations in Geographic Market 13

Previous Stations in Geographic Market

WLOB	AM	1310	C	Talk	Portland, ME	02/09/2005	167	Atlantic Coast Radio LLC	Portland, ME	Cumberland
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"C" - Commercial Station; "NC" - Non Commercial Station

"p" indicates pending sale to owner listed

Baton Rouge, LA Arbitron Metro

Citadel currently owns and ParentCo will control stations WXOK(AM), Facility ID No. 11606, Baton Rouge, Louisiana (East Baton Rouge parish); WIBR(AM), Facility ID No. 61275, Baton Rouge, Louisiana (East Baton Rouge parish); KQXL-FM, Facility ID No. 11607, New Roads, Louisiana (Pointe Coupee parish); WEMX(FM), Facility ID No. 58931, Kentwood, Louisiana (Tangipahoa parish); WCDV(FM), Facility ID No. 61271, Hammond, Louisiana (Tangipahoa parish) and KRDJ(FM), Facility ID No. 8167, New Iberia, Louisiana (Iberia parish). East Baton Rouge parish is included in the Baton Rouge, Louisiana Arbitron Metro. Although Iberia parish is included in the Lafayette Arbitron Metro, KRDJ(FM) reports the Baton Rouge Metro as “home” market, and therefore, KRDJ will demonstrate compliance with the local radio ownership rule in both the Baton Rouge Metro and the Lafayette Metro (*see infra*). Pointe Coupee parish and Tangipahoa parish are not included in an Arbitron Metro; however, Stations KQXL-FM, WEMX(FM), WCDV(FM) and KRDJ(FM), which are licensed to communities located in those parishes, report the Baton Rouge Metro as “home” market. Therefore, for Stations KQXL-FM, WEMX(FM), WCDV(FM) and KRDJ(FM), compliance with the local radio ownership rule is demonstrated using both the Arbitron market methodology and the contour-overlap methodology. As is demonstrated herein, ParentCo’s ownership of WXOK(AM), WIBR(AM), KQXL-FM, WEMX(FM), WCDV(FM), and KRDJ(FM) will comply with the Commission’s local radio ownership rule.

As is shown on the attached “FCC Geographic Market Definition for Baton Rouge, LA,” generated using BIA Financial Network, Inc.’s Media Access Pro database, there are 26 licensed, full power commercial and noncommercial radio stations in the Baton Rouge Metro.

The Commission’s multiple ownership rule (47 C.F.R. § 73.3555(a)) provides that in a radio market with between 15 and 29 (inclusive) full-power, commercial and noncommercial radio stations, a person or single entity may have a cognizable interest in not more than 6 commercial radio stations in total and not more than 4 commercial stations in the same service. ParentCo will have an attributable interest in 2 AM stations and 4 FM stations in the Baton Rouge, LA Arbitron Metro, and therefore will comply with the Commission’s multiple ownership rule in this market.

Also, as is shown on the attached contour analysis prepared by du Treil, Lundin and Rackley, Citadel’s ownership of stations KQXL-FM, WEMX(FM), WCDV(FM) and KRDJ(FM) also will comply with the Commission’s local radio ownership rule using the contour overlap methodology.



FCC Geographic Market Definition for Baton Rouge, LA

Call Letters	AM/FM	Freq	Type		Home Market	Market	Home	Owner	City & State of License	County of License
			Station	Format		Designtn Date	Mkt Rank			
KQXL	FM	106.5	C	Urban AC	Baton Rouge, LA	07/02/2003	83	Citadel Broadcasting Corp	New Roads, LA	Pointe Coupee
KNXX	FM	104.9	C	Alternative	Baton Rouge, LA	07/02/2003	83	Guaranty Broadcasting Company LLC	Donaldsonville, LA	Ascension
WDGL	FM	98.1	C	Clsc Rock	Baton Rouge, LA	07/02/2003	83	Guaranty Broadcasting Company LLC	Baton Rouge, LA	East Baton Rouge
WSKR	AM	1210	C	Sports	Baton Rouge, LA	07/02/2003	83	Clear Channel Communications	Denham Springs, LA	Livingston
WEMX	FM	94.1	C	Hip Hop	Baton Rouge, LA	07/02/2003	83	Citadel Broadcasting Corp	Kentwood, LA	Tangipahoa
WFMF	FM	102.5	C	Top 40	Baton Rouge, LA	07/02/2003	83	Clear Channel Communications	Baton Rouge, LA	East Baton Rouge
WIBR	AM	1300	C	Urban AC	Baton Rouge, LA	07/02/2003	83	Citadel Broadcasting Corp	Baton Rouge, LA	East Baton Rouge
WJBO	AM	1150	C	Nws/Tlk/Spt	Baton Rouge, LA	07/02/2003	83	Clear Channel Communications	Baton Rouge, LA	East Baton Rouge
WCDV	FM	103.3	C	HotAC/Rhy	Baton Rouge, LA	07/02/2003	83	Citadel Broadcasting Corp	Hammond, LA	Tangipahoa
WPFC	AM	1550	C	Urban/Gospl	Baton Rouge, LA	07/02/2003	83	Victory & Power Inc	Baton Rouge, LA	West Baton Rouge
WQCK	FM	92.7	C	ChrsContem	Baton Rouge, LA	07/02/2003	83	Educational Media Foundation	Clinton, LA	East Feliciana
WYPY	FM	100.7	C	Country	Baton Rouge, LA	07/02/2003	83	Guaranty Broadcasting Company LLC	Baton Rouge, LA	East Baton Rouge
KBRH	AM	1260	C	Clsc/R&BO	Baton Rouge, LA	07/02/2003	83	E. Baton Rouge School	Baton Rouge, LA	East Baton Rouge
WNDC	AM	910	C	Gospel	Baton Rouge, LA	07/02/2003	83	Communications Capital Managers LLC	Baton Rouge, LA	East Baton Rouge
WXOK	AM	1460	C	Gospel	Baton Rouge, LA	07/02/2003	83	Citadel Broadcasting Corp	Baton Rouge, LA	East Baton Rouge
WPYR	AM	1380	C	Talk	Baton Rouge, LA	07/02/2003	83	Clear Channel Communications	Baton Rouge, LA	East Baton Rouge
WYNK	FM	101.5	C	Country	Baton Rouge, LA	07/02/2003	83	Clear Channel Communications	Baton Rouge, LA	East Baton Rouge
KRVE	FM	96.1	C	Lite Rock	Baton Rouge, LA	07/02/2003	83	Clear Channel Communications	Brusly, LA	West Baton Rouge
KRDJ	FM	93.7	C	Clsc Hits	Baton Rouge, LA	07/02/2003	83	Citadel Broadcasting Corp	New Iberia, LA	Iberia
WTGE	FM	107.3	C	Country	Baton Rouge, LA	07/02/2003	83	Guaranty Broadcasting Company LLC	Baker, LA	East Baton Rouge
WNXX	FM	104.5	C	Alternative	Baton Rouge, LA	07/02/2003	83	Guaranty Broadcasting Company LLC	Jackson, LA	East Feliciana
KLSU	FM	91.1	NC	Alternative	Baton Rouge, LA	07/02/2003	83	Louisiana State University	Baton Rouge, LA	East Baton Rouge
KPAE	FM	91.5	NC	Religion	Baton Rouge, LA	07/02/2003	83	Port Allen Educational Broadcasting Foundation	Erwinville, LA	West Baton Rouge
WBRH	FM	90.3	NC	Jazz	Baton Rouge, LA	07/02/2003	83	East Baton Rouge Parish School Board	Baton Rouge, LA	East Baton Rouge
WJFM	FM	88.5	NC	Gospel	Baton Rouge, LA	07/02/2003	83	Family Worship Center Church Inc	Baton Rouge, LA	East Baton Rouge
WRKF	FM	89.3	NC	News/Info	Baton Rouge, LA	07/02/2003	83	Public Radio Inc	Baton Rouge, LA	East Baton Rouge

Number of Stations in Geographic Market 26

Previous Stations in Geographic Market

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

"p" indicates pending sale to owner listed

Binghamton, NY Arbitron Metro

Citadel currently owns and ParentCo will control stations WNBF(AM), Facility ID No. 72372, Binghamton, New York (Broome County); WYOS(AM), Facility ID No. 7921, Binghamton, New York (Broome County); WAAL(FM), Facility ID No. 7920, Binghamton, New York (Broome County); WHWK(FM), Facility ID No. 72373, Binghamton, New York (Broome County); and WWYL(FM), Facility ID No. 7663, Chenango Bridge, New York (Broome County). Binghamton County is included in the Binghamton, New York Arbitron Metro. As is demonstrated herein, ParentCo's ownership of WNBF(AM), WYOS(AM), WAAL(FM), WHWK(FM), and WWYL(FM) will comply with the Commission's local radio ownership rule.

As is shown on the attached "FCC Geographic Market Definition for Binghamton, NY," generated using BIA Financial Network, Inc.'s Media Access Pro database, there are 21 licensed, full power commercial and noncommercial radio stations in the Binghamton, NY Metro.

The Commission's multiple ownership rule (47 C.F.R. § 73.3555(a)) provides that in a radio market with between 15 and 29 (inclusive) full-power, commercial and noncommercial radio stations, a person or single entity may have a cognizable interest in not more than 6 commercial radio stations in total and not more than 4 commercial stations in the same service. ParentCo will have an attributable interest in 2 AM stations and 3 FM stations in the Binghamton, New York Arbitron Metro, and therefore will comply with the Commission's multiple ownership rule in this market.



FCC Geographic Market Definition for Binghamton, NY

Call Letters	AM/FM	Freq	Type		Home Market	Market	Home	Owner	City & State of License	County of License
			Station	Format		Designn Date	Mkt Rank			
WAAL	FM	99.1	C	Clsc Rock	Binghamton, NY	07/02/2003	179	Citadel Broadcasting Corp	Binghamton, NY	Broome
WAVR	FM	102.1	C	AC	Binghamton, NY	07/02/2003	179	WATS Broadcasting Inc	Waverly, NY	Tioga
WEBO	AM	1330	C	News/Talk	Binghamton, NY	07/02/2003	179	p Radigan Broadcasting Group	Owego, NY	Tioga
WENE	AM	1430	C	Sports	Binghamton, NY	07/02/2003	179	Clear Channel Communications	Endicott, NY	Broome
WHWK	FM	98.1	C	Country	Binghamton, NY	07/02/2003	179	Citadel Broadcasting Corp	Binghamton, NY	Broome
WINR	AM	680	C	News/AdStd	Binghamton, NY	07/02/2003	179	Clear Channel Communications	Binghamton, NY	Broome
WWYL	FM	104.1	C	CHR	Binghamton, NY	07/02/2003	179	Citadel Broadcasting Corp	Chenango Bridge, NY	Broome
WMRV	FM	105.7	C	Adult CHR	Binghamton, NY	07/02/2003	179	Clear Channel Communications	Endicott, NY	Broome
WNBF	AM	1290	C	News/Talk	Binghamton, NY	07/02/2003	179	Citadel Broadcasting Corp	Binghamton, NY	Broome
WLTB	FM	101.7	C	AC	Binghamton, NY	07/02/2003	179	G M Broadcasting Inc	Johnson City, NY	Broome
WKGB	FM	92.5	C	AOR	Binghamton, NY	07/02/2003	179	Clear Channel Communications	Conklin, NY	Broome
WMXW	FM	103.3	C	AC	Binghamton, NY	07/02/2003	179	Clear Channel Communications	Vestal, NY	Broome
WIYN	FM	94.7	C	Oldies	Binghamton, NY	07/02/2003	179	Double O Radio LLC	Deposit, NY	Broome
WCDW	FM	100.5	C	Oldies	Binghamton, NY	07/02/2003	179	Equinox Broadcasting Corp	Susquehanna, PA	Susquehanna
WYOS	AM	1360	C	News/Talk	Binghamton, NY	07/02/2003	179	Citadel Broadcasting Corp	Binghamton, NY	Broome
WBBI	FM	107.5	C	Clsc Rock	Binghamton, NY	07/02/2003	179	Clear Channel Communications	Endwell, NY	Broome
WCII	FM	88.5	NC	Christian	Binghamton, NY	07/02/2003	179	Family Life Ministries	Spencer, NY	Tioga
WHRW	FM	90.5	NC	Alternative	Binghamton, NY	07/02/2003	179	State University of New York	Binghamton, NY	Broome
WIFF	FM	90.1	NC	ChrsContem	Binghamton, NY	07/02/2003	179	CSN International	Binghamton, NY	Broome
WSKG	FM	89.3	NC	Clsc/News	Binghamton, NY	07/02/2003	179	WSKG Public Telecommunications Council	Binghamton, NY	Broome
WSQX	FM	91.5	NC	Jazz/News	Binghamton, NY	07/02/2003	179	WSKG Public Telecommunications Council	Binghamton, NY	Broome

Number of Stations in Geographic Market 21

Previous Stations in Geographic Market

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

"p" indicates pending sale to owner listed

Birmingham, AL Arbitron Metro

Citadel currently owns and ParentCo will control stations WAPI(AM), Facility ID No. 16900, Birmingham, Alabama (Jefferson County); WJOX(AM), Facility ID No. 16897, Birmingham, Alabama (Jefferson County); WYSF(FM), Facility ID No. 16901, Birmingham, Alabama (Jefferson County); WRAX(FM), Facility ID No. 70914, Helena, Alabama (Shelby County)*; WZRR(FM), Facility ID No. 16899, Birmingham, Alabama (Jefferson County); and WUHT(FM), Facility ID No. 6401, Birmingham, Alabama (Jefferson County). Jefferson and Shelby counties are included in the Birmingham, Alabama Arbitron Metro. As is demonstrated herein, ParentCo's ownership of WAPI(AM), WJOX(AM), WYSF(FM), WRAX(FM), WZRR(FM), and WUHT(FM) will comply with the Commission's local radio ownership rule.

As is shown on the attached "FCC Geographic Market Definition for Birmingham, AL," generated using BIA Financial Network, Inc.'s Media Access Pro database, there are 45 licensed, full power commercial and noncommercial radio stations in the Birmingham, AL Metro.

The Commission's multiple ownership rule (47 C.F.R. § 73.3555(a)) provides that in a radio market with 45 or more full-power, commercial and noncommercial radio stations, a person or single entity may have a cognizable interest in not more than 8 commercial radio stations in total and not more than 5 commercial stations in the same service. ParentCo will have an attributable interest in 2 AM stations and 4 FM stations in the Birmingham, Alabama Arbitron Metro, and therefore will comply with the Commission's multiple ownership rule in this market.

*As was set forth in FCC File No. BALH-20050207ADB, which was granted on May 11, 2005, WRAX(FM) is licensed to the community of Northport, Alabama, which is located in Tuscaloosa County, which is part of the Tuscaloosa Arbitron Metro. However, in Docket 01-104, DA 03-1124, rel. May 20, 2003, the Commission reallocated WRAX(FM) from Northport to Helena, Alabama. The Helena location is listed in the Commission's table of allocations found at 47 C.F.R. § 73.202. Helena is in Shelby County, which is part of the Birmingham Arbitron Metro. On December 14, 2004, the Commission granted a construction permit (FCC File No. BPH-20040607ADI) to conform WRAX(FM)'s community of license to Helena; however, a condition to the Permit provides that a license will not be granted for WRAX(FM) at Helena until the authorized modified facilities of unrelated stations are constructed. WRAX(FM) is therefore considered to be part of the Birmingham Arbitron Metro, and BIA categorizes it as such.



FCC Geographic Market Definition for Birmingham, AL

Call Letters	AM/FM	Freq	Type		Home Market	Market	Home	Owner	City & State of License	County of License
			Station	Format		Designtn Date	Mkt Rank			
WDXB	FM	102.5	C	Country	Birmingham, AL	07/02/2003	57	Clear Channel Communications	Jasper, AL	Walker
WPSB	AM	1320	C	Urban/Talk	Birmingham, AL	07/02/2003	57	Cox Radio Inc	Birmingham, AL	Jefferson
WAPI	AM	1070	C	Talk/News	Birmingham, AL	07/02/2003	57	Citadel Broadcasting Corp	Birmingham, AL	Jefferson
WYSF	FM	94.5	C	Soft Rock	Birmingham, AL	07/02/2003	57	Citadel Broadcasting Corp	Birmingham, AL	Jefferson
WLYJ	AM	1240	C	Sothn Gspel	Birmingham, AL	07/02/2003	57	Joy Christian Communications Inc	Jasper, AL	Walker
WATV	AM	900	C	Urb/Old/BGp	Birmingham, AL	07/02/2003	57	Sheridan Broadcasting Corp	Birmingham, AL	Jefferson
WBYE	AM	1370	C	Gospel	Birmingham, AL	07/02/2003	57	Progressive United Communications	Calera, AL	Shelby
WCRL	AM	1570	C	Oldies	Birmingham, AL	07/02/2003	57	Blount County Broadcasting	Oneonta, AL	Blount
WYDE	AM	1260	C	News/Talk	Birmingham, AL	07/02/2003	57	Crawford Broadcasting Company	Birmingham, AL	Jefferson
WDJC	FM	93.7	C	Christian	Birmingham, AL	07/02/2003	57	Crawford Broadcasting Company	Birmingham, AL	Jefferson
WRAX	FM	100.5	C	Alternative	Birmingham, AL	07/02/2003	57	Citadel Broadcasting Corp	Helena, AL	Shelby
WERC	AM	960	C	Nws/Tlk/Spt	Birmingham, AL	07/02/2003	57	Clear Channel Communications	Birmingham, AL	Jefferson
WBHJ	FM	95.7	C	HpHop/Rhy	Birmingham, AL	07/02/2003	57	Cox Radio Inc	Midfield, AL	Jefferson
WFHK	AM	1430	C	Country	Birmingham, AL	07/02/2003	57	Stocks Broadcasting Inc	Pell City, AL	Saint Clair
WYDE	FM	101.1	C	News/Talk	Birmingham, AL	07/02/2003	57	Crawford Broadcasting Company	Cullman, AL	Cullman
WQCR	AM	1500	C	Mexcn/Varty	Birmingham, AL	07/02/2003	57	Esparza, Maria G	Alabaster, AL	Shelby
WJLD	AM	1400	C	R&B/Tlk/Gs	Birmingham, AL	07/02/2003	57	Richardson Broadcasting Corporation	Fairfield, AL	Jefferson
WKLD	FM	97.7	C	Country	Birmingham, AL	07/02/2003	57	Blount County Broadcasting	Oneonta, AL	Blount
WBPT	FM	106.9	C	Clsc Hits	Birmingham, AL	07/02/2003	57	Cox Radio Inc	Homewood, AL	Jefferson
WLPH	AM	1480	C	Gospel	Birmingham, AL	07/02/2003	57	Willis Broadcasting Corporation	Irondale, AL	Jefferson
WMJJ	FM	96.5	C	AC	Birmingham, AL	07/02/2003	57	Clear Channel Communications	Birmingham, AL	Jefferson
WCOC	AM	1010	C	Spn/SpA/Va	Birmingham, AL	07/02/2003	57	Macias, Javier	Dora, AL	Walker
WQEN	FM	103.7	C	CHR	Birmingham, AL	07/02/2003	57	Clear Channel Communications	Trussville, AL	Jefferson
WQSB	FM	105.1	C	Country	Birmingham, AL	07/02/2003	57	Courington Jr., Pat	Albertville, AL	Marshall
WZRR	FM	99.5	C	Clsc Rock	Birmingham, AL	07/02/2003	57	Citadel Broadcasting Corp	Birmingham, AL	Jefferson
WZGX	AM	1450	C	Spanish	Birmingham, AL	07/02/2003	57	BAR Broadcasting Inc	Bessemer, AL	Jefferson
WAYE	AM	1220	C	Gospel	Birmingham, AL	07/02/2003	57	Willis Broadcasting Corporation	Birmingham, AL	Jefferson
WJOX	AM	690	C	Sprts/Talk	Birmingham, AL	07/02/2003	57	Citadel Broadcasting Corp	Birmingham, AL	Jefferson
WIXI	AM	1360	C	Gospel	Birmingham, AL	07/02/2003	57	Lee, James	Jasper, AL	Walker
WXJC	AM	850	C	Christian	Birmingham, AL	07/02/2003	57	Crawford Broadcasting Company	Birmingham, AL	Jefferson
WAGG	AM	610	C	Gospel	Birmingham, AL	07/02/2003	57	Cox Radio Inc	Birmingham, AL	Jefferson
WZZK	FM	104.7	C	Country	Birmingham, AL	07/02/2003	57	Cox Radio Inc	Birmingham, AL	Jefferson
WURL	AM	760	C	Gospel	Birmingham, AL	07/02/2003	57	Bill Davison Evangelistic Association	Moody, AL	Saint Clair
WUHT	FM	107.7	C	Urban AC	Birmingham, AL	01/28/2004	57	Citadel Broadcasting Corp	Birmingham, AL	Jefferson

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

"p" indicates pending sale to owner listed



FCC Geographic Market Definition for Birmingham, AL

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
WBHK	FM	98.7	C	Urban AC	Birmingham, AL	07/02/2003	57	Cox Radio Inc	Warrior, AL	Jefferson
WENN	FM	105.5	C	Gospel	Birmingham, AL	07/02/2003	57	Clear Channel Communications	Hoover, AL	Jefferson
WQEM	FM	101.5	C	Christian	Birmingham, AL	07/02/2003	57	Glen Iris Baptist School	Columbiana, AL	Shelby
WXJC	FM	92.5	C	Christian	Birmingham, AL	07/02/2003	57	Crawford Broadcasting Company	Cordova, AL	Walker
WNCB	FM	97.3	C	Country	Birmingham, AL	07/02/2003	57	Cox Radio Inc	Gardendale, AL	Jefferson
WBFR	FM	89.5	NC	Religion	Birmingham, AL	07/02/2003	57	Family Stations Inc	Birmingham, AL	Jefferson
WBHM	FM	90.3	NC	News/Clscl	Birmingham, AL	07/02/2003	57	University of Alabama	Birmingham, AL	Jefferson
WGIB	FM	91.9	NC	Christian	Birmingham, AL	07/02/2003	57	Glen Iris Baptist School	Birmingham, AL	Jefferson
WJSR	FM	91.1	NC	Clsc Rock	Birmingham, AL	07/02/2003	57	Jefferson State Community College	Birmingham, AL	Jefferson
WLJR	FM	88.5	NC	Religion	Birmingham, AL	07/02/2003	57	Briarwood Presbyterian Church	Birmingham, AL	Jefferson
WVSU	FM	91.1	NC	Jazz	Birmingham, AL	07/02/2003	57	Samford University	Birmingham, AL	Jefferson

Number of Stations in Geographic Market 45

Previous Stations in Geographic Market

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

"p" indicates pending sale to owner listed

Boise, ID Arbitron Metro

Citadel currently owns and ParentCo will control stations KBOI(AM), Facility ID No. 51211, Boise, Idaho (Ada County); KTIK(AM), Facility ID No. 16854, Nampa, Idaho (Canyon County); KKGL(FM), Facility ID No. 51212, Nampa, Idaho (Canyon County); KQFC(FM), Facility ID 51217, Boise, Idaho (Ada County); KIZN(FM), Facility ID No. 70626, Boise, Idaho (Ada County); and KZMG(FM), Facility ID No. 39609, New Plymouth, Idaho (Payette County). Ada and Canyon counties are included in the Boise, Idaho Arbitron Metro. Payette County is not included in an Arbitron Metro; however, Station KZMG(FM), which is licensed to a community located in Payette County, reports the Boise Metro as “home” market. Therefore, for Station KZMG(FM), compliance with the local radio ownership rule is demonstrated using both the Arbitron market methodology and the contour-overlap methodology. As is demonstrated herein, ParentCo’s ownership of KBOI(AM), KTIK(AM), KKGL(FM), KQFC(FM), KIZN(FM), and KZMG(FM) will comply with the Commission’s local radio ownership rule.

As is shown on the attached “FCC Geographic Market Definition for Boise, ID,” generated using BIA Financial Network, Inc.’s Media Access Pro database, there are 33 licensed, full power commercial and noncommercial radio stations in the Boise Metro.

The Commission’s multiple ownership rule (47 C.F.R. § 73.3555(a)) provides that in a radio market with between 30 and 44 (inclusive) full-power, commercial and noncommercial radio stations, a person or single entity may have a cognizable interest in not more than 7 commercial radio stations in total and not more than 4 commercial stations in the same service. ParentCo will have an attributable interest in 2 AM stations and 4 FM stations in the Boise, ID Arbitron Metro, and therefore will comply with the Commission’s multiple ownership rule in this market.

Also, as is shown on the attached contour analysis prepared by du Treil, Lundin and Rackley, ParentCo’s ownership of station KZMG(FM) will also comply with the Commission’s local radio ownership rule using the contour overlap methodology.



FCC Geographic Market Definition for Boise, ID

Call Letters	AM/FM	Freq	Type		Home Market	Market	Home	Owner	City & State of License	County of License
			Station	Format		Designtn Date	Mkt Rank			
KBGN	AM	1060	C	Christian	Boise, ID	07/02/2003	108	Wilson, Nelson & Karen.	Caldwell, ID	Canyon
KKGL	FM	96.9	C	Clsc Rock	Boise, ID	07/02/2003	108	Citadel Broadcasting Corp	Nampa, ID	Canyon
KBOI	AM	670	C	News/Talk	Boise, ID	07/02/2003	108	Citadel Broadcasting Corp	Boise, ID	Ada
KQFC	FM	97.9	C	Country	Boise, ID	07/02/2003	108	Citadel Broadcasting Corp	Boise, ID	Ada
KBXL	FM	94.1	C	Chrst/Talk	Boise, ID	07/02/2003	108	KSPD Inc	Caldwell, ID	Canyon
KCID	AM	1490	C	Oldies	Boise, ID	07/02/2003	108	Journal Communications Inc	Caldwell, ID	Canyon
KTHI	FM	107.1	C	AC	Boise, ID	07/02/2003	108	Journal Communications Inc	Caldwell, ID	Canyon
KCIX	FM	105.9	C	AC	Boise, ID	07/02/2003	108	Clear Channel Communications	Garden City, ID	Ada
KFXD	AM	630	C	Country	Boise, ID	07/02/2003	108	Clear Channel Communications	Boise, ID	Ada
KRVB	FM	94.9	C	Rock	Boise, ID	07/02/2003	108	Journal Communications Inc	Nampa, ID	Canyon
KGEM	AM	1140	C	Adlt Stndrd	Boise, ID	07/02/2003	108	Journal Communications Inc	Boise, ID	Ada
KIDO	AM	580	C	News/Talk	Boise, ID	07/02/2003	108	Clear Channel Communications	Nampa, ID	Canyon
KTMV	FM	104.3	C	Oldies	Boise, ID	07/02/2003	108	Clear Channel Communications	Boise, ID	Ada
KIZN	FM	92.3	C	Country	Boise, ID	07/02/2003	108	Citadel Broadcasting Corp	Boise, ID	Ada
KZMG	FM	93.1	C	Top 40	Boise, ID	07/02/2003	108	Citadel Broadcasting Corp	New Plymouth, ID	Payette
KJOT	FM	105.1	C	Rock	Boise, ID	07/02/2003	108	Journal Communications Inc	Boise, ID	Ada
KNJY	AM	950	C	Christian	Boise, ID	07/02/2003	108	First Western Inc	Boise, ID	Ada
KSAS	FM	103.3	C	Top 40	Boise, ID	07/02/2003	108	Clear Channel Communications	Caldwell, ID	Canyon
KDBI	FM	101.9	C	Mexican	Boise, ID	07/02/2003	108	Bustos Media Enterprises LLC	Emmett, ID	Gem
KTIK	AM	1350	C	Sprts/Talk	Boise, ID	07/02/2003	108	Citadel Broadcasting Corp	Nampa, ID	Canyon
KTPZ	FM	99.1	C	CHR	Boise, ID	07/02/2003	108	Locally Owned Radio LLC	Mountain Home, ID	Elmore
KSPD	AM	790	C	Chrst/Talk	Boise, ID	07/02/2003	108	KSPD Inc	Boise, ID	Ada
KBSU	AM	730	NC	Jazz	Boise, ID	07/02/2003	108	Idaho State Board of Education	Boise, ID	Ada
KWEI	FM	99.5	C	SpnAC/Vart	Boise, ID	07/02/2003	108	Treasure Valley Broadcasting	Fruitland, ID	Payette
KQXR	FM	100.3	C	Alternative	Boise, ID	07/02/2003	108	Journal Communications Inc	Payette, ID	Payette
KXLT	FM	107.9	C	Soft AC	Boise, ID	07/02/2003	108	Clear Channel Communications	Eagle, ID	Ada
KAYN	FM	100.7	C	Country	Boise, ID	07/02/2003	108	Locally Owned Radio LLC	Gooding, ID	Gooding
KBSU	FM	90.3	NC	Classical	Boise, ID	07/02/2003	108	Idaho State Board of Education	Boise, ID	Ada
KBSX	FM	91.5	NC	NPR/Talk	Boise, ID	07/02/2003	108	Idaho State Board of Education	Boise, ID	Ada
KTSY	FM	89.5	NC	ChrsContem	Boise, ID	07/02/2003	108	Idaho Conference of Seventh-Day Adventists Inc	Caldwell, ID	Canyon
KQTA	FM	106.3	C	Span/CIHts	Boise, ID	03/04/2005	108	Bustos Media Enterprises LLC	Homedale, ID	Owyhee
KDJQ	AM	890	C	Mexican	Boise, ID	03/31/2005	108	Combs, Robert E.	Meridian, ID	Ada
KARJ	FM	88.3	NC	ChrsContem	Boise, ID	06/13/2005	108	Educational Media Foundation	Kuna, ID	Ada

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

"p" indicates pending sale to owner listed



FCC Geographic Market Definition for Boise, ID

Call Letters	AM/ FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
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Number of Stations in Geographic Market 33

Previous Stations in Geographic Market

KDZY	FM	98.3	C	Country		08/18/2005	0	KSPD Inc	McCall, ID	Valley
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Buffalo-Niagara Falls, NY Arbitron Metro

Citadel currently owns and ParentCo will control stations WHLD(AM), Facility ID No. 7822, Niagara Falls, New York (Niagara County); WBBF(AM), Facility ID No. 53967, Buffalo, New York (Erie County); WGRF(FM), Facility ID No. 56102, Buffalo, New York (Erie County); WHTT-FM, Facility ID No. 53968, Buffalo, New York (Erie County); and WEDG(FM), Facility ID No. 56103 (Erie County). Niagara and Erie counties are included in the Buffalo-Niagara Falls, New York Arbitron Metro. As is demonstrated herein, ParentCo's ownership of WHLD(AM), WBBF(AM), WGRF(FM), WHTT-FM, and WEDG(FM) will comply with the Commission's local radio ownership rule.

As is shown on the attached "FCC Geographic Market Definition for Buffalo-Niagara Falls, NY," generated using BIA Financial Network, Inc.'s Media Access Pro database, there are 31 licensed, full power commercial and noncommercial radio stations in the Buffalo-Niagara Falls Metro.

The Commission's multiple ownership rule (47 C.F.R. § 73.3555(a)) provides that in a radio market with between 30 and 44 (inclusive) full-power, commercial and noncommercial radio stations, a person or single entity may have a cognizable interest in not more than 7 commercial radio stations in total and not more than 4 commercial stations in the same service. ParentCo will have an attributable interest in 2 AM stations and 3 FM stations in the Buffalo-Niagara Falls, NY Arbitron Metro, and therefore will comply with the Commission's multiple ownership rule in this market.



FCC Geographic Market Definition for Buffalo-Niagara Falls, NY

Call Letters	AM/FM	Freq	Type		Home Market	Market	Home	Owner	City & State of License	County of License
			Station	Format		Designn Date	Mkt Rank			
WNED	AM	970	NC	News/Info	Buffalo-Niagara Falls, NY	07/02/2003	52	Western New York Public Broadcasting	Buffalo, NY	Erie
WBEN	AM	930	C	News/Talk	Buffalo-Niagara Falls, NY	07/02/2003	52	Entercom	Buffalo, NY	Erie
WTSS	FM	102.5	C	Hot AC	Buffalo-Niagara Falls, NY	07/02/2003	52	Entercom	Buffalo, NY	Erie
WBLK	FM	93.7	C	Urban AC	Buffalo-Niagara Falls, NY	07/02/2003	52	CBS Radio	Depew, NY	Erie
WBUF	FM	92.9	C	Jack	Buffalo-Niagara Falls, NY	07/02/2003	52	CBS Radio	Buffalo, NY	Erie
WDCX	FM	99.5	C	Religion	Buffalo-Niagara Falls, NY	07/02/2003	52	Crawford Broadcasting Company	Buffalo, NY	Erie
WECK	AM	1230	C	Country	Buffalo-Niagara Falls, NY	07/02/2003	52	CBS Radio	Cheektowaga, NY	Erie
WGR	AM	550	C	Sports	Buffalo-Niagara Falls, NY	07/02/2003	52	Entercom	Buffalo, NY	Erie
WGRF	FM	96.9	C	Clsc Rock	Buffalo-Niagara Falls, NY	07/02/2003	52	Citadel Broadcasting Corp	Buffalo, NY	Erie
WHLD	AM	1270	C	Prgvs/News	Buffalo-Niagara Falls, NY	07/02/2003	52	Citadel Broadcasting Corp	Niagara Falls, NY	Niagara
WJL	AM	1440	C	Oldies	Buffalo-Niagara Falls, NY	07/02/2003	52	M.J. Phillips Communications	West Seneca, NY	Erie
WJYE	FM	96.1	C	Soft Rock	Buffalo-Niagara Falls, NY	07/02/2003	52	CBS Radio	Buffalo, NY	Erie
WWKB	AM	1520	C	Oldies	Buffalo-Niagara Falls, NY	07/02/2003	52	Entercom	Buffalo, NY	Erie
WLVL	AM	1340	C	Nws/Tlk/Spt	Buffalo-Niagara Falls, NY	07/02/2003	52	Culver Communications	Lockport, NY	Niagara
WNED	FM	94.5	NC	Classical	Buffalo-Niagara Falls, NY	07/02/2003	52	Western New York Public Broadcasting	Buffalo, NY	Erie
WBBF	AM	1120	C	Religion	Buffalo-Niagara Falls, NY	07/02/2003	52	Citadel Broadcasting Corp	Buffalo, NY	Erie
WHTT	FM	104.1	C	Oldies	Buffalo-Niagara Falls, NY	07/02/2003	52	Citadel Broadcasting Corp	Buffalo, NY	Erie
WEDG	FM	103.3	C	Rock	Buffalo-Niagara Falls, NY	07/02/2003	52	Citadel Broadcasting Corp	Buffalo, NY	Erie
WKSE	FM	98.5	C	CHR	Buffalo-Niagara Falls, NY	07/02/2003	52	Entercom	Niagara Falls, NY	Niagara
WSPQ	AM	1330	C	Spt/Tlk/Var	Buffalo-Niagara Falls, NY	07/02/2003	52	Hawk Communications Incorporated	Springville, NY	Erie
WUFO	AM	1080	C	Gsp/Nws/Tlk	Buffalo-Niagara Falls, NY	07/02/2003	52	Sheridan Broadcasting Corp	Amherst, NY	Erie
WLKK	FM	107.7	C	Clsc Rock	Buffalo-Niagara Falls, NY	07/02/2003	52	Entercom	Wethersfield Twnshp, NY	Wyoming
WXRL	AM	1300	C	Country	Buffalo-Niagara Falls, NY	07/02/2003	52	Dome Broadcasting	Lancaster, NY	Erie
WYRK	FM	106.5	C	Country	Buffalo-Niagara Falls, NY	07/02/2003	52	CBS Radio	Buffalo, NY	Erie
WWWWS	AM	1400	C	Urban/Oldes	Buffalo-Niagara Falls, NY	07/02/2003	52	Entercom	Buffalo, NY	Erie
WTOR	AM	770	C	Ethnic	Buffalo-Niagara Falls, NY	07/02/2003	52	Birach Broadcasting Corporation	Youngstown, NY	Niagara
CFNY	FM	102.1	C	NwRck/Altve	Buffalo-Niagara Falls, NY	07/02/2003	52	Corus Entertainment Inc	Brampton, ON	Ontario
CKEY	FM	101.1	C	Urban	Buffalo-Niagara Falls, NY	07/02/2003	52	CJRN 710 Inc	Ft Erie, ON	Ontario
WBFO	FM	88.7	NC	News/Jazz	Buffalo-Niagara Falls, NY	07/02/2003	52	State University of New York	Buffalo, NY	Erie
WBNY	FM	91.3	NC	Alternative	Buffalo-Niagara Falls, NY	07/02/2003	52	State University of New York	Buffalo, NY	Erie
WFBF	FM	89.9	NC	Religion	Buffalo-Niagara Falls, NY	07/02/2003	52	Family Stations Inc	Buffalo, NY	Erie

Number of Stations in Geographic Market 31

Previous Stations in Geographic Market

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

"p" indicates pending sale to owner listed

Charleston, SC Arbitron Metro

Citadel currently owns and ParentCo will control stations WXTC(AM), Facility ID No. 60038, Charleston, South Carolina (Charleston County); WTMA(AM), Facility ID No. 72376, Charleston, South Carolina (Charleston County); WMGL(FM), Facility ID No. 61592, Ravenel, South Carolina (Charleston County); WNKT(FM), Facility ID No. 38900, St. George, South Carolina (Dorchester County); WSSX-FM, Facility ID No. 72378, Charleston, South Carolina (Charleston County); WSUY(FM), Facility ID No. 60039, Charleston, South Carolina (Charleston County); and WWWZ(FM), Facility ID No. 61278, Summerville, South Carolina (Dorchester County). Charleston and Dorchester counties are included in the Charleston, South Carolina Arbitron Metro. As is demonstrated herein, ParentCo's ownership of WXTC(AM), WTMA(AM), WMGL(FM), WNKT(FM), WSSX-FM, WSUY(FM), and WWWZ(FM) will exceed the Commission's current local radio ownership rule.

As is shown on the attached "FCC Geographic Market Definition for Charleston, SC," generated using BIA Financial Network, Inc.'s Media Access Pro database, there are 33 licensed, full power commercial and noncommercial radio stations in the Charleston Metro.

The Commission's multiple ownership rule (47 C.F.R. § 73.3555(a)) provides that in a radio market with between 30 and 44 (inclusive) full-power, commercial and noncommercial radio stations, a person or single entity may have a cognizable interest in not more than 7 commercial radio stations in total and not more than 4 commercial stations in the same service. ParentCo will have an attributable interest in 2 AM stations and 5 FM stations in the Charleston, SC Arbitron Metro, and therefore will exceed the local radio ownership limits by 1 FM station.



FCC Geographic Market Definition for Charleston, SC

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
WYBB	FM	98.1	C	Modern	Charleston, SC	07/02/2003	88	L M Communications	Folly Beach, SC	Charleston
WPAL	FM	100.9	C	Urban AC	Charleston, SC	07/02/2003	88	Caswell Communications Inc	Ridgeville, SC	Dorchester
WAVF	FM	96.1	C	Modern	Charleston, SC	07/02/2003	88	Apex Broadcasting Inc (SC)	Hanahan, SC	Charleston
WAZS	AM	980	C	SmJaz/NAC	Charleston, SC	07/02/2003	88	Daniels, Thomas B	Summerville, SC	Dorchester
WXTC	AM	1390	C	Gospel	Charleston, SC	07/02/2003	88	Citadel Broadcasting Corp	Charleston, SC	Charleston
WEZL	FM	103.5	C	Country	Charleston, SC	07/02/2003	88	Clear Channel Communications	Charleston, SC	Charleston
WQNT	AM	1450	C	News	Charleston, SC	07/02/2003	88	Kirkman Broadcasting Inc	Charleston, SC	Charleston
WMGL	FM	101.7	C	Urban	Charleston, SC	07/02/2003	88	Citadel Broadcasting Corp	Ravenel, SC	Charleston
WTMZ	AM	910	C	Sports	Charleston, SC	07/02/2003	88	Kirkman Broadcasting Inc	Dorchester Terr.-Bre, SC	Dorchester
WNKT	FM	107.5	C	Country	Charleston, SC	07/02/2003	88	Citadel Broadcasting Corp	St. George, SC	Dorchester
WXLY	FM	102.5	C	Oldies	Charleston, SC	07/02/2003	88	Clear Channel Communications	North Charleston, SC	Charleston
WSCC	FM	94.3	C	Talk	Charleston, SC	07/02/2003	88	Clear Channel Communications	Goose Creek, SC	Berkeley
WQTK	AM	950	C	Sports	Charleston, SC	07/02/2003	88	Kirkman Broadcasting Inc	Moncks Corner, SC	Berkeley
WCOO	FM	105.5	C	Clsc Hits	Charleston, SC	07/02/2003	88	L M Communications	Kiawah Island, SC	Charleston
WXST	FM	99.7	C	Urban AC	Charleston, SC	07/02/2003	88	Apex Broadcasting Inc (SC)	Hollywood, SC	Charleston
WQSC	AM	1340	C	Talk	Charleston, SC	07/02/2003	88	Kirkman Broadcasting Inc	Charleston, SC	Charleston
WLTV	AM	730	C	Talk	Charleston, SC	07/02/2003	88	Clear Channel Communications	Charleston, SC	Charleston
WQIZ	AM	810	C	Gospel	Charleston, SC	07/02/2003	88	Radio Properties LLC	St. George, SC	Dorchester
WSSX	FM	95.1	C	CHR	Charleston, SC	07/02/2003	88	Citadel Broadcasting Corp	Charleston, SC	Charleston
WTMA	AM	1250	C	News/Talk	Charleston, SC	07/02/2003	88	Citadel Broadcasting Corp	Charleston, SC	Charleston
WSUY	FM	96.9	C	Soft Rock	Charleston, SC	07/02/2003	88	Citadel Broadcasting Corp	Charleston, SC	Charleston
WRFQ	FM	104.5	C	Clsc Hits	Charleston, SC	07/02/2003	88	Clear Channel Communications	Mount Pleasant, SC	Charleston
WZJY	AM	1480	C	Relgn/Talk	Charleston, SC	07/02/2003	88	Levas Communications LLC	Mount Pleasant, SC	Charleston
WIHB	FM	92.5	C	CHR	Charleston, SC	07/02/2003	88	Apex Broadcasting Inc (SC)	Moncks Corner, SC	Berkeley
WALC	FM	100.5	C	Hot AC	Charleston, SC	07/02/2003	88	Clear Channel Communications	Charleston, SC	Charleston
WTUA	FM	106.1	C	Gospel	Charleston, SC	07/02/2003	88	Glory Communications Inc	St. Stephen, SC	Berkeley
WWWZ	FM	93.3	C	Urban	Charleston, SC	07/02/2003	88	Citadel Broadcasting Corp	Summerville, SC	Dorchester
WAZS	FM	98.9	C	Span/Mexcn	Charleston, SC	07/02/2003	88	Daniels, Thomas B	McClellanville, SC	Charleston
WJNI	FM	106.3	C	Gospel	Charleston, SC	07/02/2003	88	Daniels, Thomas B	Ladson, SC	Berkeley
WFCH	FM	88.5	NC	Religion	Charleston, SC	07/02/2003	88	Family Stations Inc	Charleston, SC	Charleston
WKCL	FM	91.5	NC	Christian	Charleston, SC	07/02/2003	88	Chapel Holy Spirit Church & Bible Co	Ladson, SC	Berkeley
WSCI	FM	89.3	NC	Educational	Charleston, SC	07/02/2003	88	South Carolina Educational Television	Charleston, SC	Charleston
WYFH	FM	90.7	NC	Christian	Charleston, SC	07/02/2003	88	Bible Broadcasting Network	North Charleston, SC	Charleston

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

"p" indicates pending sale to owner listed



FCC Geographic Market Definition for Charleston, SC

Call Letters	AM/ FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
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Number of Stations in Geographic Market 33

Previous Stations in Geographic Market

Chattanooga, TN Arbitron Metro

Citadel currently owns and ParentCo will control stations WGOW(AM), Facility ID No. 54526, Chattanooga, Tennessee (Hamilton County); WGOW-FM, Facility ID No. 53956, Soddy-Daisy, Tennessee (Hamilton County); WSKZ(FM), Facility ID No. 54525, Chattanooga, Tennessee (Hamilton County); and WOGT(FM), Facility ID No. 54527, East Ridge, Tennessee (Hamilton County). Hamilton County is included in the Chattanooga, Tennessee Arbitron Metro. As is demonstrated herein, ParentCo's ownership of WGOW(AM), WGOW-FM, WSKZ(FM), and WOGT(FM) will comply with the Commission's local radio ownership rule.

As is shown on the attached "FCC Geographic Market Definition for Chattanooga, TN," generated using BIA Financial Network, Inc.'s Media Access Pro database, there are 33 licensed, full power commercial and noncommercial radio stations in the Chattanooga Metro.

The Commission's multiple ownership rule (47 C.F.R. § 73.3555(a)) provides that in a radio market with between 30 and 44 (inclusive) full-power, commercial and noncommercial radio stations, a person or single entity may have a cognizable interest in not more than 7 commercial radio stations in total and not more than 4 commercial stations in the same service. ParentCo will have an attributable interest in 1 AM station and 3 FM stations in the Chattanooga, Tennessee Arbitron Metro, and therefore will comply with the Commission's multiple ownership rule in this market.



FCC Geographic Market Definition for Chattanooga, TN

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
WLMR	AM	1450	C	Chrst/Talk	Chattanooga, TN	07/02/2003	106	Wilkins Communications Network Inc	Chattanooga, TN	Hamilton
WKWN	AM	1420	C	Talk	Chattanooga, TN	07/02/2003	106	Dade County Broadcasting Incorporated	Trenton, GA	Dade
WDEF	AM	1370	C	Nws/Tlk/Spt	Chattanooga, TN	07/02/2003	106	Bahakel Communications Limited	Chattanooga, TN	Hamilton
WDEF	FM	92.3	C	Soft AC	Chattanooga, TN	07/02/2003	106	Bahakel Communications Limited	Chattanooga, TN	Hamilton
WDOD	AM	1310	C	Nostalgia	Chattanooga, TN	07/02/2003	106	Bahakel Communications Limited	Chattanooga, TN	Hamilton
WDOD	FM	96.5	C	Alternative	Chattanooga, TN	07/02/2003	106	Bahakel Communications Limited	Chattanooga, TN	Hamilton
WJOC	AM	1490	C	Christian	Chattanooga, TN	07/02/2003	106	Fryar, Sarah Margaret	Chattanooga, TN	Hamilton
WEPG	AM	910	C	Cty/BGs/Gs	Chattanooga, TN	07/02/2003	106	Stone/Collins Communications Inc	South Pittsburg, TN	Marion
WFLI	AM	1070	C	Religion	Chattanooga, TN	07/02/2003	106	WFLI, Inc.	Lookout Mountain, TN	Hamilton
WGOW	AM	1150	C	News/Talk	Chattanooga, TN	07/02/2003	106	Citadel Broadcasting Corp	Chattanooga, TN	Hamilton
WJTT	FM	94.3	C	Urban	Chattanooga, TN	07/02/2003	106	Brewer, James L	Red Bank, TN	Hamilton
WQCH	AM	1590	C	Cntry/News	Chattanooga, TN	07/02/2003	106	Gwyn, Charles	Lafayette, GA	Walker
WNOO	AM	1260	C	Gospl/RhyBI	Chattanooga, TN	07/02/2003	106	Whitfield Communications Inc	Chattanooga, TN	Hamilton
WGOW	FM	102.3	C	Talk	Chattanooga, TN	07/02/2003	106	Citadel Broadcasting Corp	Soddy-Daisy, TN	Hamilton
WRXR	FM	105.5	C	Rock	Chattanooga, TN	07/02/2003	106	Clear Channel Communications	Rossville, GA	Walker
WUUS	AM	980	C	Oldies	Chattanooga, TN	07/02/2003	106	Clear Channel Communications	Rossville, GA	Walker
WSDT	AM	1240	C	DARK	Chattanooga, TN	07/02/2003	106	Willis Broadcasting Corporation	Soddy-Daisy, TN	Hamilton
WSKZ	FM	106.5	C	Clsc Rock	Chattanooga, TN	07/02/2003	106	Citadel Broadcasting Corp	Chattanooga, TN	Hamilton
WSDQ	AM	1190	C	Country	Chattanooga, TN	07/02/2003	106	Stone/Collins Communications Inc	Dunlap, TN	Sequatchie
WUSY	FM	100.7	C	Country	Chattanooga, TN	07/02/2003	106	Clear Channel Communications	Cleveland, TN	Bradley
WWAM	AM	820	C	Gospel	Chattanooga, TN	07/02/2003	106	Shelton Broadcasting System	Jasper, TN	Marion
WTUN	FM	101.9	C	Country	Chattanooga, TN	07/02/2003	106 p	Whitfield Communications Inc	Ringgold, GA	Catoosa
WLLJ	FM	103.1	C	ChrsContem	Chattanooga, TN	08/12/2005	106	Friendship Broadcasting LLC	Etowah, TN	Mc Minn
WOGT	FM	107.9	C	Country	Chattanooga, TN	07/02/2003	106	Citadel Broadcasting Corp	East Ridge, TN	Hamilton
WKXJ	FM	98.1	C	CHR	Chattanooga, TN	07/02/2003	106	Clear Channel Communications	Signal Mountain, TN	Hamilton
WBDX	FM	102.7	C	ChrsContem	Chattanooga, TN	07/02/2003	106	Partners for Christian Media Incorporated	Trenton, GA	Dade
WNGA	FM	97.3	C	Jack	Chattanooga, TN	07/02/2003	106	Clear Channel Communications	South Pittsburg, TN	Marion
WMPZ	FM	93.7	C	Urban AC	Chattanooga, TN	07/02/2003	106	Brewer, James L	Ringgold, GA	Catoosa
WAWL	FM	91.5	NC	Alternative	Chattanooga, TN	07/02/2003	106	Chattanooga State Technical Community College	Red Bank, TN	Hamilton
WDYN	FM	89.7	NC	Christian	Chattanooga, TN	07/02/2003	106	Tennessee Temple University	Chattanooga, TN	Hamilton
WMBW	FM	88.9	NC	Christian	Chattanooga, TN	07/02/2003	106	Moody Bible Institute of Chicago Incorporated	Chattanooga, TN	Hamilton
WSMC	FM	90.5	NC	Classical	Chattanooga, TN	07/02/2003	106	Southern Adventist University	Collegedale, TN	Hamilton
WUTC	FM	88.1	NC	Jazz	Chattanooga, TN	07/02/2003	106	University of Tennessee	Chattanooga, TN	Hamilton

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

"p" indicates pending sale to owner listed



FCC Geographic Market Definition for Chattanooga, TN

Call Letters	AM/ FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
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Number of Stations in Geographic Market 33

Previous Stations in Geographic Market

Colorado Springs, CO Arbitron Metro

Citadel currently owns and ParentCo will control stations KKML(AM), Facility ID No. 62039, Colorado Springs, Colorado (El Paso County); KVOR(AM), Facility ID No. 35869, Colorado Springs, Colorado (El Paso County); KKFM(FM), Facility ID No. 11237, Colorado Springs, Colorado (El Paso County); KSPZ(FM), Facility ID No. 62038, Colorado Springs, Colorado (El Paso County); and KKMG(FM), Facility ID No. 11229, Pueblo, Colorado (Pueblo County). El Paso County is included in the Colorado Springs, Colorado Arbitron Metro. Although Pueblo County is included in the Pueblo, Colorado Arbitron Metro, KKMG(FM) reports the Colorado Springs Metro as “home” market, and therefore, KKMG(FM) will demonstrate compliance with the local radio ownership rule in both the Colorado Springs Metro and the Pueblo Metro (*see infra*). As is demonstrated herein, ParentCo’s ownership of KKML(AM), KVOR(AM), KKFM(FM), KSPZ(FM) and KKMG(FM) will comply with the Commission’s local radio ownership rule.

As is shown on the attached “FCC Geographic Market Definition for Colorado Springs, CO,” generated using BIA Financial Network, Inc.’s Media Access Pro database, there are 27 licensed, full power commercial and noncommercial radio stations in the Colorado Springs Metro.

The Commission’s multiple ownership rule (47 C.F.R. § 73.3555(a)) provides that in a radio market with between 15 and 29 (inclusive) full-power, commercial and noncommercial radio stations, a person or single entity may have a cognizable interest in not more than 6 commercial radio stations in total and not more than 4 commercial stations in the same service. ParentCo will have an attributable interest in 2 AM stations and 3 FM stations in the Colorado Springs, Colorado Arbitron Metro, and therefore will comply with the Commission’s multiple ownership rule in this market.



FCC Geographic Market Definition for Colorado Springs, CO

Call Letters	AM/FM	Freq	Type		Home Market	Market	Home	Owner	City & State of License	County of License
			Station	Format		Designtn Date	Mkt Rank			
KCCY	FM	96.9	C	Country	Colorado Springs, CO	08/06/2004	97	Clear Channel Communications	Pueblo, CO	Pueblo
KCMN	AM	1530	C	Adlt Stndrd	Colorado Springs, CO	07/02/2003	97	Crawford Broadcasting Company	Colorado Springs, CO	El Paso
KXRE	AM	1490	C	Mexican	Colorado Springs, CO	07/02/2003	97	Latino Communications	Manitou Springs, CO	El Paso
KBIQ	FM	102.7	C	ChrsContem	Colorado Springs, CO	07/02/2003	97	Salem Communications Corporation	Manitou Springs, CO	El Paso
KILO	FM	94.3	C	AOR	Colorado Springs, CO	07/02/2003	97	Bahakel Communications Limited	Colorado Springs, CO	El Paso
KGDK	FM	101.9	NC	Mexican	Colorado Springs, CO	07/02/2003	97	p Bustos Media Enterprises LLC	Colorado Springs, CO	El Paso
KKFM	FM	98.1	C	Clsc Rock	Colorado Springs, CO	07/02/2003	97	Citadel Broadcasting Corp	Colorado Springs, CO	El Paso
KZNT	AM	1460	C	Talk	Colorado Springs, CO	07/02/2003	97	Salem Communications Corporation	Colorado Springs, CO	El Paso
KKMG	FM	98.9	C	CHR	Colorado Springs, CO	07/02/2003	97	Citadel Broadcasting Corp	Pueblo, CO	Pueblo
KRDO	AM	1240	C	Sprts/Talk	Colorado Springs, CO	07/02/2003	97	Pikes Peak Broadcasting Co	Colorado Springs, CO	El Paso
KRDO	FM	95.1	C	AC	Colorado Springs, CO	07/02/2003	97	Pikes Peak Broadcasting Co	Colorado Springs, CO	El Paso
KKCS	FM	104.5	C	Country	Colorado Springs, CO	01/05/2006	97	Royal Gorge Broadcasting LLC	Canon City, CO	Fremont
KSPZ	FM	92.9	C	Oldies	Colorado Springs, CO	07/02/2003	97	Citadel Broadcasting Corp	Colorado Springs, CO	El Paso
KKML	AM	1300	C	Sports	Colorado Springs, CO	07/02/2003	97	Citadel Broadcasting Corp	Colorado Springs, CO	El Paso
KVOR	AM	740	C	News/Talk	Colorado Springs, CO	07/02/2003	97	Citadel Broadcasting Corp	Colorado Springs, CO	El Paso
KVUU	FM	99.9	C	Hot AC	Colorado Springs, CO	07/02/2003	97	Clear Channel Communications	Pueblo, CO	Pueblo
KSKX	FM	105.5	C	Smooth	Colorado Springs, CO	07/02/2003	97	Optima Communications	Security, CO	El Paso
KGFT	FM	100.7	C	Chrst/Talk	Colorado Springs, CO	07/02/2003	97	Salem Communications Corporation	Pueblo, CO	Pueblo
KKLI	FM	106.3	C	Soft AC	Colorado Springs, CO	07/02/2003	97	Clear Channel Communications	Widefield, CO	El Paso
KKKK	AM	1580	C	Talk/Sprts	Colorado Springs, CO	07/02/2003	97	Pilgrim Communications LLC	Colorado Springs, CO	El Paso
KCBR	AM	1040	C	Chrst/Talk	Colorado Springs, CO	07/02/2003	97	Crawford Broadcasting Company	Monument, CO	El Paso
KIBT	FM	96.1	C	Urban/HpHo	Colorado Springs, CO	07/02/2003	97	Clear Channel Communications	Fountain, CO	El Paso
KYZX	FM	103.9	C	Clsc Rock	Colorado Springs, CO	07/02/2003	97	Bahakel Communications Limited	Pueblo West, CO	Pueblo
KCME	FM	88.7	NC	Clsc/Jazz	Colorado Springs, CO	07/02/2003	97	Cheyenne Mountain Public Broadcasting House	Manitou Springs, CO	El Paso
KEPC	FM	89.7	NC	Alternative	Colorado Springs, CO	07/02/2003	97	Pikes Peak Community College	Colorado Springs, CO	El Paso
KRCC	FM	91.5	NC	AAA/VarHt	Colorado Springs, CO	07/02/2003	97	Colorado College	Colorado Springs, CO	El Paso
KTLF	FM	90.5	NC	Religion	Colorado Springs, CO	07/02/2003	97	Educational Communications of Colorado Springs	Colorado Springs, CO	El Paso

Number of Stations in Geographic Market 27

Previous Stations in Geographic Market

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

"p" indicates pending sale to owner listed

Columbia, SC Arbitron Metro

Citadel currently owns and ParentCo will control stations WISW(AM), Facility ID No. 54793, Columbia, South Carolina (Richland County); WOMG(FM), Facility ID No. 54794, Columbia, South Carolina (Richland County); WTCB(FM), Facility ID No. 54791, Orangeburg, South Carolina (Orangeburg County); and WLXC(FM), Facility ID No. 37200, Lexington, South Carolina (Lexington County). Richland and Lexington counties are included in the Columbia, South Carolina Arbitron Metro. Orangeburg County is not included in an Arbitron Metro; however, Station WTCB(FM), which is licensed to a community located in Orangeburg County, reports the Columbia Metro as “home” market. Therefore, for Station WTCB(FM), compliance with the local radio ownership rule is demonstrated using both the Arbitron market methodology and the contour-overlap methodology. As is demonstrated herein, ParentCo’s ownership of WISW(AM), WOMG(FM), WTCB(FM), and WLXC(FM) will comply with the Commission’s local radio ownership rule.

As is shown on the attached “FCC Geographic Market Definition for Columbia, SC,” generated using BIA Financial Network, Inc.’s Media Access Pro database, there are 31 licensed, full power commercial and noncommercial radio stations in the Columbia Metro.

The Commission’s multiple ownership rule (47 C.F.R. § 73.3555(a)) provides that in a radio market with between 30 and 44 (inclusive) full-power, commercial and noncommercial radio stations, a person or single entity may have a cognizable interest in not more than 7 commercial radio stations in total and not more than 4 commercial stations in the same service. ParentCo will have an attributable interest in 1 AM station and 3 FM stations in the Columbia, SC Arbitron Metro, and therefore will comply with the Commission’s multiple ownership rule in this market.

Also, as is shown on the attached contour analysis prepared by du Treil, Lundin and Rackley, ParentCo’s ownership of station WTCB(FM) also will comply with the Commission’s local radio ownership rule using the contour overlap methodology.



FCC Geographic Market Definition for Columbia, SC

Call Letters	AM/FM	Freq	Type		Home Market	Market	Home	Owner	City & State of License	County of License
			Station	Format		Designtn Date	Mkt Rank			
WCOS	FM	97.5	C	Country	Columbia, SC	07/02/2003	90	Clear Channel Communications	Columbia, SC	Richland
WLTY	FM	96.7	C	Soft AC	Columbia, SC	07/02/2003	90	Clear Channel Communications	Cayce, SC	Lexington
WBLR	AM	1430	C	Span/Chrst	Columbia, SC	07/02/2003	90	Barinowski Investment Co A GA LP	Batesburg, SC	Lexington
WGCV	AM	620	C	Gosp/Talk	Columbia, SC	07/02/2003	90	Glory Communications Inc	Cayce, SC	Lexington
WARQ	FM	93.5	C	Alternative	Columbia, SC	07/02/2003	90	Inner City Broadcasting Corporation	Columbia, SC	Richland
WCOS	AM	1400	C	Sports	Columbia, SC	07/02/2003	90	Clear Channel Communications	Columbia, SC	Richland
WOMG	FM	103.1	C	Oldies	Columbia, SC	07/02/2003	90	Citadel Broadcasting Corp	Columbia, SC	Richland
WVOC	AM	560	C	Nws/Tik/Spt	Columbia, SC	07/02/2003	90	Clear Channel Communications	Columbia, SC	Richland
WZMJ	FM	93.1	C	Sports	Columbia, SC	07/02/2003	90	Inner City Broadcasting Corporation	Batesburg, SC	Lexington
WOIC	AM	1230	C	Sports	Columbia, SC	07/02/2003	90	Inner City Broadcasting Corporation	Columbia, SC	Richland
WNOK	FM	104.7	C	CHR	Columbia, SC	07/02/2003	90	Clear Channel Communications	Columbia, SC	Richland
WISW	AM	1320	C	News/Talk	Columbia, SC	07/02/2003	90	Citadel Broadcasting Corp	Columbia, SC	Richland
WHXT	FM	103.9	C	Hip Hop	Columbia, SC	07/02/2003	90	Inner City Broadcasting Corporation	Orangeburg, SC	Orangeburg
WQXL	AM	1470	C	Relig Music	Columbia, SC	07/02/2003	90	Metro Communications	Columbia, SC	Richland
WXBT	FM	100.1	C	Hip Hop	Columbia, SC	07/02/2003	90	Clear Channel Communications	West Columbia, SC	Lexington
WTCB	FM	106.7	C	AC	Columbia, SC	07/02/2003	90	Citadel Broadcasting Corp	Orangeburg, SC	Orangeburg
WWDM	FM	101.3	C	Urban	Columbia, SC	07/02/2003	90	Inner City Broadcasting Corporation	Sumter, SC	Sumter
WMFX	FM	102.3	C	Clsc Rock	Columbia, SC	07/02/2003	90	Inner City Broadcasting Corporation	St. Andrews, SC	Richland
WQVA	AM	1170	C	Spanish AC	Columbia, SC	07/02/2003	90	Peregon Communications Inc	Lexington, SC	Lexington
WWNU	FM	92.1	C	Country	Columbia, SC	11/06/2004	90	Double O Radio LLC	Irmo, SC	Lexington
WIGL	FM	93.9	C	Hot AC	Columbia, SC	02/08/2005	90	Miller Communications Inc (SC)	St. Matthews, SC	Calhoun
WFMV	FM	95.3	C	Gospel	Columbia, SC	07/02/2003	90	Glory Communications Inc	South Congaree, SC	Lexington
WCEO	AM	840	C	Spanish	Columbia, SC	07/02/2003	90	Norsan Consulting and Management Inc	Columbia, SC	Richland
WLXC	FM	98.5	C	Urban AC	Columbia, SC	07/02/2003	90	Citadel Broadcasting Corp	Lexington, SC	Lexington
WLJI	FM	98.3	C	Gospel	Columbia, SC	07/02/2003	90	Glory Communications Inc	Summerton, SC	Clarendon
WLTR	FM	91.3	NC	Clis/Nws/NP	Columbia, SC	07/02/2003	90	South Carolina Educational Television	Columbia, SC	Richland
WMHK	FM	89.7	NC	ChrsContem	Columbia, SC	07/02/2003	90	Columbia Bible College Broadcasting Company	Columbia, SC	Richland
WUSC	FM	90.5	NC	Variety	Columbia, SC	07/02/2003	90	University of South Carolina	Columbia, SC	Richland
WYFV	FM	88.5	NC	Christian	Columbia, SC	07/02/2003	90	Bible Broadcasting Network	Cayce, SC	Lexington
WWNQ	FM	94.3	C	Country	Columbia, SC	06/04/2004	90	Double O Radio LLC	Forest Acres, SC	Richland
WBAJ	AM	890	C	Religion	Columbia, SC	01/05/2005	90	Family First	Blythewood, SC	Richland

Number of Stations in Geographic Market 31

Previous Stations in Geographic Market

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

"p" indicates pending sale to owner listed

Concord, NH Arbitron Metro

Citadel currently owns and ParentCo will control station WPKQ(FM), Facility ID No. 48401, North Conway, New Hampshire (Carroll County). Carroll County is included in the Concord, New Hampshire Arbitron Metro. As is demonstrated herein, ParentCo's ownership of WPKQ(FM) complies with the Commission's local radio ownership rule.

As is shown on the attached "FCC Geographic Market Definition for Concord, NH," generated using BIA Financial Network, Inc.'s Media Access Pro database, there are 29 licensed, full power commercial and noncommercial radio stations in the Concord, NH Metro.

The Commission's multiple ownership rule (47 C.F.R. § 73.3555(a)) provides that in a radio market with between 15 and 29 (inclusive) full-power, commercial and noncommercial radio stations, a person or single entity may have a cognizable interest in not more than 6 commercial radio stations in total and not more than 4 commercial stations in the same service. ParentCo will have an attributable interest in 1 FM station in the Concord Arbitron Metro, and therefore will comply with the Commission's multiple ownership rule in this market.



FCC Geographic Market Definition for Concord, NH

Call Letters	AM/FM	Freq	Type		Home Market	Market	Home	Owner	City & State of License	County of License
			Station	Format		Designtn Date	Mkt Rank			
WASR	AM	1420	C	News	Concord, NH	12/22/2004	169	Winnepesaukee Network Inc	Wolfeboro, NH	Carroll
WBNC	AM	1050	C	Information	Concord, NH	12/22/2004	169	Mt Washington Radio & Gramophone LLC	Conway, NH	Carroll
WEMJ	AM	1490	C	Nws/Spt/Tlk	Concord, NH	12/22/2004	169	Nassau Broadcasting Partners LP	Laconia, NH	Belknap
WFTN	AM	1240	C	Nostalgia	Concord, NH	12/22/2004	169	Northeast Communications Corp	Franklin, NH	Merrimack
WJYY	FM	105.5	C	Hot AC	Concord, NH	01/26/2005	169	Nassau Broadcasting Partners LP	Concord, NH	Merrimack
WKXL	AM	1450	C	Nws/Tlk/Spt	Concord, NH	01/26/2005	169	Humphrey-Stevens Communications LLC	Concord, NH	Merrimack
WWHK	FM	102.3	C	Clsc Rock	Concord, NH	01/26/2005	169	p Nassau Broadcasting Partners LP	Concord, NH	Merrimack
WEZS	AM	1350	C	Easy	Concord, NH	12/22/2004	169	Hammond, Gary W.	Laconia, NH	Belknap
WLKZ	FM	104.9	C	Oldies	Concord, NH	12/22/2004	169	Nassau Broadcasting Partners LP	Wolfeboro, NH	Carroll
WLNH	FM	98.3	C	Hot AC	Concord, NH	12/22/2004	169	Nassau Broadcasting Partners LP	Laconia, NH	Belknap
WPKQ	FM	103.7	C	Country	Concord, NH	12/22/2004	169	Citadel Broadcasting Corp	North Conway, NH	Carroll
WMWV	FM	93.5	C	AAA	Concord, NH	12/22/2004	169	Mt Washington Radio & Gramophone LLC	Conway, NH	Carroll
WPNH	AM	1300	C	Adlt Stndrd	Concord, NH	12/22/2004	169	Northeast Communications Corp	Plymouth, NH	Grafton
WPNH	FM	100.1	C	Modern	Concord, NH	12/22/2004	169	Northeast Communications Corp	Plymouth, NH	Grafton
WFTN	FM	94.1	C	CHR	Concord, NH	12/22/2004	169	Northeast Communications Corp	Franklin, NH	Merrimack
WNNH	FM	99.1	C	Oldies	Concord, NH	01/26/2005	169	Nassau Broadcasting Partners LP	Henniker, NH	Merrimack
WVMJ	FM	104.5	C	Hot AC	Concord, NH	12/22/2004	169	Mt Washington Radio & Gramophone LLC	Conway, NH	Carroll
WNHW	FM	93.3	C	Country	Concord, NH	12/22/2004	169	Nassau Broadcasting Partners LP	Belmont, NH	Belknap
WNTK	FM	99.7	C	News/Talk	Concord, NH	12/22/2004	169	KOOR Communications Inc	New London, NH	Merrimack
WWHQ	FM	101.5	C	Clsc Rock	Concord, NH	12/22/2004	169	Nassau Broadcasting Partners LP	Meredith, NH	Belknap
WSCY	FM	106.9	C	Country	Concord, NH	12/22/2004	169	Northeast Communications Corp	Moultonborough, NH	Carroll
WLKC	FM	105.7	C	AAA	Concord, NH	12/22/2004	169	Northeast Broadcasting Company	Campton, NH	Grafton
WEVO	FM	89.1	NC	Nws/Tlk/Inf	Manchester, NH	07/02/2003	191	New Hampshire Public Radio	Concord, NH	Merrimack
WNEC	FM	91.7	NC	Variety	Concord, NH	12/22/2004	169	New England College	Henniker, NH	Merrimack
WPCR	FM	91.7	NC	Variety	Concord, NH	12/22/2004	169	Plymouth State College	Plymouth, NH	Grafton
WSCS	FM	90.9	NC	Educational	Concord, NH	12/22/2004	169	Colby-Sawyer College	New London, NH	Merrimack
WSPS	FM	90.5	NC	Urban CHR	Manchester, NH	07/02/2003	191	St Paul's School	Concord, NH	Merrimack
WVNH	FM	91.1	NC	Christian	Manchester, NH	07/02/2003	191	New Hampshire Gospel Radio	Concord, NH	Merrimack
WEVJ	FM	99.5	NC	Nws/Tlk/Inf	Concord, NH	12/22/2004	169	New Hampshire Public Radio	Jackson, NH	Carroll

Number of Stations in Geographic Market 29

Previous Stations in Geographic Market

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

"p" indicates pending sale to owner listed

Des Moines, IA Arbitron Metro

Citadel currently owns and ParentCo will control stations KBGG(AM), Facility ID No. 87105, Des Moines, Iowa (Polk County); KHKI(FM), Facility ID No. 12966, Des Moines, Iowa (Polk County); KGGO(FM), Facility ID No. 12965, Des Moines, Iowa (Polk County); KJJY(FM), Facility ID No. 22882, West Des Moines, Iowa (Polk County); and KWQW(FM), Facility ID No. 30116, Boone, Iowa (Boone County). Polk County is included in the Des Moines, Iowa Arbitron Metro. Boone County is not included in an Arbitron Metro; however, Station KWQW(FM), which is licensed to a community located in Boone County, reports the Des Moines Metro as “home” market. Therefore, for Station KWQW(FM), compliance with the local radio ownership rule is demonstrated using both the Arbitron market methodology and the contour-overlap methodology. As is demonstrated herein, Citadel’s ownership of KBGG(AM), KHKI(FM), KGGO(FM), KJJY(FM), and KWQW(FM) will comply with the Commission’s local radio ownership rule.

As is shown on the attached “FCC Geographic Market Definition for Des Moines, IA,” generated using BIA Financial Network, Inc.’s Media Access Pro database, there are 33 licensed, full power commercial and noncommercial radio stations in the Des Moines Metro.

The Commission’s multiple ownership rule (47 C.F.R. § 73.3555(a)) provides that in a radio market with between 30 and 44 (inclusive) full-power, commercial and noncommercial radio stations, a person or single entity may have a cognizable interest in not more than 7 commercial radio stations in total and not more than 4 commercial stations in the same service. ParentCo will have an attributable interest in 1 AM station and 4 FM stations in the Des Moines, IA Arbitron Metro, and therefore will comply with the Commission’s multiple ownership rule in this market.

Also, as is shown on the attached contour analysis prepared by du Treil, Lundin and Rackley, ParentCo’s ownership of station KWQW(FM) also will comply with the Commission’s local radio ownership rule using the contour overlap methodology.



FCC Geographic Market Definition for Des Moines, IA

Call Letters	AM/FM	Freq	Type		Home Market	Market	Home	Owner	City & State of License	County of License
			Station	Format		Designtn	Mkt			
						Date	Rank			
KASI	AM	1430	C	News/Talk	Des Moines, IA	07/02/2003	91	Clear Channel Communications	Ames, IA	Story
KCCQ	FM	105.1	C	Modern	Des Moines, IA	07/02/2003	91	Clear Channel Communications	Ames, IA	Story
KDLS	AM	1310	C	Oldies	Des Moines, IA	07/02/2003	91	Coon Valley Communications	Perry, IA	Dallas
KDLS	FM	105.5	C	Variety	Des Moines, IA	07/02/2003	91	Latin Broadcasting Corporation	Perry, IA	Dallas
KHKI	FM	97.3	C	Country	Des Moines, IA	07/02/2003	91	Citadel Broadcasting Corp	Des Moines, IA	Polk
KLTI	FM	104.1	C	Soft AC	Des Moines, IA	07/02/2003	91	Saga Communications Inc	Ames, IA	Story
KGGO	FM	94.9	C	Clsc Rock	Des Moines, IA	07/02/2003	91	Citadel Broadcasting Corp	Des Moines, IA	Polk
KPSZ	AM	940	C	Chrst/Educa	Des Moines, IA	07/02/2003	91	Saga Communications Inc	Des Moines, IA	Polk
KJJY	FM	92.5	C	Country	Des Moines, IA	07/02/2003	91	Citadel Broadcasting Corp	West Des Moines, IA	Polk
KMXD	FM	100.3	C	80s & 90s	Des Moines, IA	07/02/2003	91	Clear Channel Communications	Des Moines, IA	Polk
KIOA	FM	93.3	C	Oldies	Des Moines, IA	07/02/2003	91	Saga Communications Inc	Des Moines, IA	Polk
KBGG	AM	1700	C	Spn/Var/Nw	Des Moines, IA	07/02/2003	91	Citadel Broadcasting Corp	Des Moines, IA	Polk
KSTZ	FM	102.5	C	Hot AC	Des Moines, IA	07/02/2003	91	Saga Communications Inc	Des Moines, IA	Polk
KRNT	AM	1350	C	Adlt Stndrd	Des Moines, IA	07/02/2003	91	Saga Communications Inc	Des Moines, IA	Polk
KXNO	AM	1460	C	Sports	Des Moines, IA	07/02/2003	91	Clear Channel Communications	Des Moines, IA	Polk
KWQW	FM	98.3	C	Talk	Des Moines, IA	07/02/2003	91	Citadel Broadcasting Corp	Boone, IA	Boone
KWKY	AM	1150	C	Christian	Des Moines, IA	07/02/2003	91	Putbrese Communications Ltd	Des Moines, IA	Polk
KAZR	FM	103.3	C	AOR	Des Moines, IA	07/02/2003	91	Saga Communications Inc	Pella, IA	Marion
KXLQ	AM	1490	C	Sports	Des Moines, IA	07/02/2003	91	Davidson Media Group LLC	Indianola, IA	Warren
WHO	AM	1040	C	News/Talk	Des Moines, IA	07/02/2003	91	Clear Channel Communications	Des Moines, IA	Polk
WOI	AM	640	NC	News/Talk	Des Moines, IA	07/02/2003	91	Iowa State University	Ames, IA	Story
KDRB	FM	106.3	C	Clsc Hits	Des Moines, IA	07/02/2003	91	Clear Channel Communications	Ankeny, IA	Polk
KZZQ	FM	99.5	C	ChrsContem	Des Moines, IA	07/02/2003	91	Positive Impact Media	Winterset, IA	Madison
KKDM	FM	107.5	C	Top 40	Des Moines, IA	07/02/2003	91	Clear Channel Communications	Des Moines, IA	Polk
KDFR	FM	91.3	NC	Religion	Des Moines, IA	07/02/2003	91	Family Stations Inc	Des Moines, IA	Polk
KDPS	FM	88.1	NC	Variety	Des Moines, IA	07/02/2003	91	Des Moines Independent Community School	Des Moines, IA	Polk
KJMC	FM	89.3	NC	Urban/Jazz	Des Moines, IA	07/02/2003	91	Minority Communications Inc	Des Moines, IA	Polk
KSTM	FM	88.9	NC	Variety	Des Moines, IA	07/02/2003	91	Simpson College	Indianola, IA	Warren
KURE	FM	88.3	NC	Alternative	Des Moines, IA	07/02/2003	91	Residence Association Broadcasting Services Inc	Ames, IA	Story
KWDM	FM	88.7	NC	New Rock	Des Moines, IA	07/02/2003	91	West Des Moines Community School District	West Des Moines, IA	Polk
WOI-	FM	90.1	NC	Clsc/Jazz	Des Moines, IA	07/02/2003	91	Iowa State University	Ames, IA	Story
KDMR	FM	88.9	NC	NPR	Des Moines, IA	01/31/2005	91	University of Northern Iowa	Mitchellville, IA	Polk
KIHS	FM	88.5	NC	ChrsContem	Des Moines, IA	10/26/2005	91	CSN International	Adel, IA	Dallas

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

"p" indicates pending sale to owner listed



FCC Geographic Market Definition for Des Moines, IA

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
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Number of Stations in Geographic Market 33

Previous Stations in Geographic Market

KNWI	FM	107.1	NC	Christian		11/04/2004	0	Northwestern College Radio Network	Osceola, IA	Clarke
KNWM	FM	96.1	NC	Christian		11/04/2004	0	Northwestern College Radio Network	Madrid, IA	Boone

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

"p" indicates pending sale to owner listed

Erie, PA Arbitron Metro

Citadel currently owns and ParentCo will control stations WRIE(AM), Facility ID No. 32982, Erie, Pennsylvania (Erie County); WQHZ(FM), Facility ID No. 65748, Erie, Pennsylvania (Erie County); WXKC(FM), Facility ID No. 32984, Erie, Pennsylvania (Erie County); and WXTA(FM), Facility ID No. 72892, Edinboro, Pennsylvania (Erie County). Erie County is included in the Erie, Pennsylvania Arbitron Metro. As is demonstrated herein, ParentCo's ownership of WRIE(AM), WQHZ(FM), WXKC(FM) and WXTA(FM) will comply with the Commission's local radio ownership rule.

As is shown on the attached "FCC Geographic Market Definition for Erie, PA," generated using BIA Financial Network, Inc.'s Media Access Pro database, there are 19 licensed, full power commercial and noncommercial radio stations in the Erie, PA Metro.

The Commission's multiple ownership rule (47 C.F.R. § 73.3555(a)) provides that in a radio market with between 15 and 29 (inclusive) full-power, commercial and noncommercial radio stations, a person or single entity may have a cognizable interest in not more than 6 commercial radio stations in total and not more than 4 commercial stations in the same service. ParentCo will have an attributable interest in 1 AM station and 3 FM stations in the Erie, PA Arbitron Metro, and therefore will comply with the Commission's multiple ownership rule in this market.



FCC Geographic Market Definition for Erie, PA

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
WRTS	FM	103.7	C	Hot AC	Erie, PA	07/02/2003	165	NextMedia Group	Erie, PA	Erie
WCTL	FM	106.3	C	ChrsContem	Erie, PA	07/02/2003	165	Inspiration Time	Union City, PA	Erie
WPSE	AM	1450	C	BusNw/Sprt	Erie, PA	07/02/2003	165	Penn State University	Erie, PA	Erie
WFNN	AM	1330	C	Sports	Erie, PA	07/02/2003	165	NextMedia Group	Erie, PA	Erie
WRKT	FM	100.9	C	Rock	Erie, PA	07/02/2003	165	NextMedia Group	North East, PA	Erie
WJET	AM	1400	C	News/Talk	Erie, PA	07/02/2003	165	NextMedia Group	Erie, PA	Erie
WRIE	AM	1260	C	Nostalgia	Erie, PA	07/02/2003	165	Citadel Broadcasting Corp	Erie, PA	Erie
WYNE	AM	1530	NC	Classical	Erie, PA	07/02/2003	165	Mercyhurst College	North East, PA	Erie
WQHZ	FM	102.3	C	Clsc Rock	Erie, PA	07/02/2003	165	Citadel Broadcasting Corp	Erie, PA	Erie
WWCB	AM	1370	C	Oldes/AC	Erie, PA	07/02/2003	165	Corry Communications Corp	Corry, PA	Erie
WXKC	FM	99.9	C	AC	Erie, PA	07/02/2003	165	Citadel Broadcasting Corp	Erie, PA	Erie
WXTA	FM	97.9	C	Country	Erie, PA	07/02/2003	165	Citadel Broadcasting Corp	Edinboro, PA	Erie
WFGO	FM	94.7	C	Oldies	Erie, PA	07/02/2003	165	NextMedia Group	Erie, PA	Erie
WEFR	FM	88.1	NC	Religion	Erie, PA	07/02/2003	165	Family Stations Inc	Erie, PA	Erie
WERG	FM	90.5	NC	Alternative	Erie, PA	07/02/2003	165	Gannon University	Erie, PA	Erie
WFSE	FM	88.9	NC	Alternative	Erie, PA	07/02/2003	165	Edinboro University of Pennsylvania	Edinboro, PA	Erie
WMCE	FM	88.5	NC	Classical	Erie, PA	07/02/2003	165	Mercyhurst College	Erie, PA	Erie
WQLN	FM	91.3	NC	Cls/Jaz/Nws	Erie, PA	07/02/2003	165	Public Broadcasting of Northwest Pennsylvania Inc	Erie, PA	Erie
WUSE	FM	93.9	C	Country	Erie, PA	07/02/2003	165	NextMedia Group	Fairview, PA	Erie

Number of Stations in Geographic Market 19

Previous Stations in Geographic Market

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

"p" indicates pending sale to owner listed

Flint, MI Arbitron Metro

Citadel currently owns and ParentCo will control stations WTRX(AM), Facility ID No. 15768, Flint, Michigan (Genesee County), and WFBE(FM), Facility ID No. 21730, Flint, Michigan (Genesee County). Genesee County is included in the Flint, Michigan Arbitron Metro. As is demonstrated herein, ParentCo's ownership of WTRX(AM) and WFBE(FM) complies with the Commission's local radio ownership rule.

As is shown on the attached "FCC Geographic Market Definition for Flint, MI," generated using BIA Financial Network, Inc.'s Media Access Pro database, there are 19 licensed, full power commercial and noncommercial radio stations in the Flint, MI Metro.

The Commission's multiple ownership rule (47 C.F.R. § 73.3555(a)) provides that in a radio market with between 15 and 29 (inclusive) full-power, commercial and noncommercial radio stations, a person or single entity may have a cognizable interest in not more than 6 commercial radio stations in total and not more than 4 commercial stations in the same service. ParentCo will have an attributable interest in 1 AM station and 1 FM station in the Flint, MI Arbitron Metro, and therefore will comply with the Commission's multiple ownership rule in this market.



FCC Geographic Market Definition for Flint, MI

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
WFLT	AM	1420	C	Gospel	Flint, MI	07/02/2003	125	Christian Evangelical	Flint, MI	Genesee
WCRZ	FM	107.9	C	AC	Flint, MI	07/02/2003	125	Regent Communications, Inc	Flint, MI	Genesee
WLSP	AM	1530	C	Adlt Stndrd	Flint, MI	07/02/2003	125	Regent Communications, Inc	Lapeer, MI	Lapeer
WQUS	FM	103.1	C	Rock	Flint, MI	07/02/2003	125	Regent Communications, Inc	Lapeer, MI	Lapeer
WDZZ	FM	92.7	C	Urban AC	Flint, MI	07/02/2003	125	Cumulus Broadcasting Inc	Flint, MI	Genesee
WWCK	AM	1570	C	Talk	Flint, MI	07/02/2003	125	Cumulus Broadcasting Inc	Flint, MI	Genesee
WFNT	AM	1470	C	Adlt Stndrd	Flint, MI	07/02/2003	125	Regent Communications, Inc	Flint, MI	Genesee
WRSR	FM	103.9	C	Clsc Rock	Flint, MI	07/02/2003	125	Cumulus Broadcasting Inc	Owosso, MI	Shiawassee
WSNL	AM	600	C	ChrsContem	Flint, MI	07/02/2003	125	Christian Broadcasting System Ltd	Flint, MI	Genesee
WTRX	AM	1330	C	Sprts/Talk	Flint, MI	07/02/2003	125	Citadel Broadcasting Corp	Flint, MI	Genesee
WWCK	FM	105.5	C	Top 40	Flint, MI	07/02/2003	125	Cumulus Broadcasting Inc	Flint, MI	Genesee
WCXI	AM	1160	C	Country	Flint, MI	07/02/2003	125	Birach Broadcasting Corporation	Fenton, MI	Genesee
WWBN	FM	101.5	C	AOR/CIRck	Flint, MI	07/02/2003	125	Regent Communications, Inc	Tuscola, MI	Tuscola
WOWE	FM	98.9	C	R&B Oldies	Flint, MI	07/02/2003	125	Shumpert, Michael	Vassar, MI	Tuscola
WFBE	FM	95.1	C	Country	Flint, MI	07/02/2003	125	Citadel Broadcasting Corp	Flint, MI	Genesee
WFUM	FM	91.1	NC	Nws/Tlk/Inf	Flint, MI	07/02/2003	125	University of Michigan	Flint, MI	Genesee
WAKL	FM	88.9	NC	ChrsContem	Flint, MI	07/02/2003	125	Educational Media Foundation	Flint, MI	Genesee
WRCL	FM	93.7	C	AC	Flint, MI	07/02/2003	125	Regent Communications, Inc	Frankenmuth, MI	Saginaw
WTAC	FM	89.7	NC	ChrsContem	Flint, MI	07/02/2003	125	Superior Communications	Burton, MI	Genesee

Number of Stations in Geographic Market 19

Previous Stations in Geographic Market

WFDF	AM	910	C	Children	Detroit, MI	08/08/2005	9	ABC/Disney	Farmington Hills, MI	Oakland
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Grand Rapids, MI Arbitron Metro

Citadel currently owns and ParentCo will control stations WBBL(AM), Facility ID No. 41679, Grand Rapids, Michigan (Kent County); WKLQ(FM), Facility ID No. 24639, Greenville, Michigan (Montcalm County); WCXT(FM), Facility ID No. 71090, Hart, Michigan (Oceana County); WTNR(FM), Facility ID No. 41678, Holland, Michigan (Ottawa County); and WLAV-FM, Facility ID No. 41680, Grand Rapids, Michigan (Kent County). Kent and Ottawa counties are included in the Grand Rapids, Michigan Arbitron Metro. Montcalm and Oceana counties are not included in an Arbitron Metro; however, Station WKLQ(FM), which is licensed to a community located in Montcalm County, reports the Grand Rapids Metro as “home” market. Station WCXT(FM), which is licensed to a community of license located in Oceana County, and reports the Muskegon Metro as “home” market, has been granted a construction permit (FCC File No. BPH-20040503AFG) to change its community of license to Coopersville, Michigan. The Coopersville location is listed in the Commission’s table of allocations found at 47 C.F.R. § 73.202. Coopersville is located in Ottawa County, which is part of the Grand Rapids Metro. Therefore, for Station WCXT(FM), compliance with the local radio ownership rule is shown for both the Grand Rapids Metro and the Muskegon Metro (*see infra*). In addition, since Montcalm and Oceana counties are not included in an Arbitron Metro, for Stations WKLQ(FM) and WCXT(FM), compliance with the local radio ownership rule is also demonstrated using the contour-overlap methodology. As is demonstrated herein, ParentCo’s ownership of WBBL(AM), WKLQ(FM), WCXT(FM), WTNR(FM), and WLAV-FM will comply with the Commission’s local radio ownership rule.

As is shown on the attached “FCC Geographic Market Definition for Grand Rapids, MI,” generated using BIA Financial Network, Inc.’s Media Access Pro database, there are 39 licensed, full power commercial and noncommercial radio stations in the Grand Rapids Metro.

The Commission’s multiple ownership rule (47 C.F.R. § 73.3555(a)) provides that in a radio market with between 30 and 44 (inclusive) full-power, commercial and noncommercial radio stations, a person or single entity may have a cognizable interest in not more than 7 commercial radio stations in total and not more than 4 commercial stations in the same service. ParentCo will have an attributable interest in 1 AM station and 4 FM stations in the Grand Rapids, MI Arbitron Metro, and therefore will comply with the Commission’s multiple ownership rule in this market.

Also, as is shown on the attached contour analysis prepared by du Treil, Lundin and Rackley, ParentCo’s ownership of stations WKLQ(FM) and WCXT(FM) also will comply with the Commission’s local radio ownership rule using the contour overlap methodology.



FCC Geographic Market Definition for Grand Rapids, MI

Call Letters	AM/FM	Freq	Type		Home Market	Market	Home	Owner	City & State of License	County of License
			Station	Format		Designtn Date	Mkt Rank			
WGVU	AM	1480	NC	News/Talk	Grand Rapids, MI	07/02/2003	67	Grand Valley State University	Kentwood, MI	Kent
WBCT	FM	93.7	C	Country	Grand Rapids, MI	07/02/2003	67	Clear Channel Communications	Grand Rapids, MI	Kent
WKLQ	FM	107.3	C	Rock	Grand Rapids, MI	07/02/2003	67	Citadel Broadcasting Corp	Greenville, MI	Montcalm
WPNW	AM	1260	C	Talk	Grand Rapids, MI	07/02/2003	67	Lanser Broadcasting Corp	Zeeland, MI	Ottawa
WTKG	AM	1230	C	News/Talk	Grand Rapids, MI	07/02/2003	67	Clear Channel Communications	Grand Rapids, MI	Kent
WBFX	FM	101.3	C	Clsc Rock	Grand Rapids, MI	07/02/2003	67	Clear Channel Communications	Grand Rapids, MI	Kent
WCXT	FM	105.3	C	AC	Muskegon, MI	07/02/2003	232	Citadel Broadcasting Corp	Coopersville, MI	Ottawa
WFUR	AM	1570	C	Religion	Grand Rapids, MI	07/02/2003	67	Kuiper Stations	Grand Rapids, MI	Kent
WFUR	FM	102.9	C	ChrsContem	Grand Rapids, MI	07/02/2003	67	Kuiper Stations	Grand Rapids, MI	Kent
WGHN	AM	1370	C	AC	Grand Rapids, MI	07/02/2003	67	WGHN Inc	Grand Haven, MI	Ottawa
WGHN	FM	92.1	C	AC	Grand Rapids, MI	07/02/2003	67	WGHN Inc	Grand Haven, MI	Ottawa
WGRD	FM	97.9	C	Modern	Grand Rapids, MI	07/02/2003	67	Regent Communications, Inc	Grand Rapids, MI	Kent
WHTC	AM	1450	C	FullService	Grand Rapids, MI	07/02/2003	67	Midwest Communications Incorporated	Holland, MI	Ottawa
WMJH	AM	810	C	Spanish	Grand Rapids, MI	07/02/2003	67	Birach Broadcasting Corporation	Rockford, MI	Kent
WTNR	FM	94.5	C	Country	Grand Rapids, MI	07/02/2003	67	Citadel Broadcasting Corp	Holland, MI	Ottawa
WDSS	AM	1680	C	Children	Grand Rapids, MI	07/02/2003	67	Goodrich Radio Marketing, Inc.	Ada, MI	Kent
WBBL	AM	1340	C	Sports	Grand Rapids, MI	07/02/2003	67	Citadel Broadcasting Corp	Grand Rapids, MI	Kent
WLAV	FM	96.9	C	Clsc Rock	Grand Rapids, MI	07/02/2003	67	Citadel Broadcasting Corp	Grand Rapids, MI	Kent
WLHT	FM	95.7	C	AC	Grand Rapids, MI	07/02/2003	67	Regent Communications, Inc	Grand Rapids, MI	Kent
WOOD	AM	1300	C	Nws/Tlk/Spt	Grand Rapids, MI	07/02/2003	67	Clear Channel Communications	Grand Rapids, MI	Kent
WOOD	FM	105.7	C	AC	Grand Rapids, MI	07/02/2003	67	Clear Channel Communications	Grand Rapids, MI	Kent
WNWZ	AM	1410	C	Span/Mexcn	Grand Rapids, MI	07/02/2003	67	Regent Communications, Inc	Grand Rapids, MI	Kent
WYGR	AM	1530	C	Spn/Mex/Va	Grand Rapids, MI	07/02/2003	67	WYGR Broadcasting Michigan General	Wyoming, MI	Kent
WMAX	FM	96.1	C	Adult CHR	Grand Rapids, MI	07/02/2003	67	Clear Channel Communications	Holland, MI	Ottawa
WJQK	FM	99.3	C	ChrsContem	Grand Rapids, MI	07/02/2003	67	Lanser Broadcasting Corp	Zeeland, MI	Ottawa
WSNX	FM	104.5	C	CHR	Grand Rapids, MI	07/02/2003	67	Clear Channel Communications	Muskegon, MI	Muskegon
WMFN	AM	640	C	Urban/AdStd	Grand Rapids, MI	07/02/2003	67	Birach Broadcasting Corporation	Zeeland, MI	Ottawa
WFGR	FM	98.7	C	Oldies	Grand Rapids, MI	07/02/2003	67	Regent Communications, Inc	Grand Rapids, MI	Kent
WTRV	FM	100.5	C	Soft AC	Grand Rapids, MI	07/02/2003	67	Regent Communications, Inc	Walker, MI	Kent
WJNZ	AM	1140	C	Urban AC	Grand Rapids, MI	07/02/2003	67	WJNZ Radio LLC	Kentwood, MI	Kent
WAYG	FM	89.9	NC	ChrsContem	Grand Rapids, MI	07/02/2003	67	Cornerstone University	Grand Rapids, MI	Kent
WBLU	FM	88.9	NC	Clsc/Jazz	Grand Rapids, MI	07/02/2003	67	Blue Lake Fine Art Camp	Grand Rapids, MI	Kent
WCSG	FM	91.3	NC	Christian	Grand Rapids, MI	07/02/2003	67	Cornerstone University	Grand Rapids, MI	Kent
WGNB	FM	89.3	NC	Religion	Grand Rapids, MI	07/02/2003	67	Moody Bible Institute of Chicago Incorporated	Zeeland, MI	Ottawa

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

"p" indicates pending sale to owner listed



FCC Geographic Market Definition for Grand Rapids, MI

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
WGVU	FM	88.5	NC	Jazz	Grand Rapids, MI	07/02/2003	67	Grand Valley State University	Allendale, MI	Ottawa
WTHS	FM	89.9	NC	Alternative	Grand Rapids, MI	07/02/2003	67	Hope College	Holland, MI	Ottawa
WVGR	FM	104.1	NC	Nws/Tlk/Inf	Grand Rapids, MI	07/02/2003	67	University of Michigan	Grand Rapids, MI	Kent
WYCE	FM	88.1	NC	AAA	Grand Rapids, MI	07/02/2003	67	Grand Rapids Cable Access Center	Wyoming, MI	Kent
WMCQ	FM	91.7	NC	Religion	Grand Rapids, MI	07/02/2003	67	American Family Association Incorporated	Muskegon, MI	Muskegon
WPQZ	FM	88.1	NC	CP - NOA	Grand Rapids, MI	07/02/2003	67	Great Lakes Community Broadcasting Inc	Muskegon, MI	Muskegon

Number of Stations in Geographic Market 40

Previous Stations in Geographic Market

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

"p" indicates pending sale to owner listed

Harrisburg-Lebanon-Carlisle, PA Arbitron Metro

Citadel currently owns and ParentCo will control stations WCAT-FM, Facility ID No. 74557, Carlisle, Pennsylvania (Cumberland County), WQXA-FM, Facility ID No. 52169, York, Pennsylvania (York County); and WMHX(FM), Facility ID No. 64842, Hershey, Pennsylvania (Dauphin County). Both Cumberland and Dauphin counties are included in the Harrisburg-Lebanon-Carlisle, Pennsylvania Arbitron Metro. Although York County is included in the York Arbitron Metro, WQXA-FM reports the Harrisburg-Lebanon-Carlisle Metro as “home” market, and therefore, WQXA-FM will demonstrate compliance with the local radio ownership rule in both the Harrisburg-Lebanon-Carlisle Metro and the York Metro (*see infra*). As is demonstrated herein, ParentCo’s ownership of WCAT-FM, WQXA-FM and WMHX(FM) will comply with the Commission’s local radio ownership rule.

As is shown on the attached “FCC Geographic Market Definition for Harrisburg-Lebanon-Carlisle, PA,” generated using BIA Financial Network, Inc.’s Media Access Pro database, there are 29 licensed, full power commercial and noncommercial radio stations in the Harrisburg-Lebanon-Carlisle, PA Metro.

The Commission’s multiple ownership rule (47 C.F.R. § 73.3555(a)) provides that in a radio market with between 15 and 29 (inclusive) full-power, commercial and noncommercial radio stations, a person or single entity may have a cognizable interest in not more than 6 commercial radio stations in total and not more than 4 commercial stations in the same service. ParentCo will have an attributable interest in 3 FM stations in the Harrisburg-Lebanon-Carlisle, PA Arbitron Metro, and therefore will comply with the Commission’s multiple ownership rule in this market.



FCC Geographic Market Definition for

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
WWSM	AM	1510	C	Country	Harrisburg-Lebanon-Carlisle, PA	07/02/2003	78	Sickafus, Patrick H.	Anncville-Cleona, PA	Lebanon
WTKT	AM	1460	C	Sports	Harrisburg-Lebanon-Carlisle, PA	07/02/2003	78	Clear Channel Communications	Harrisburg, PA	Dauphin
WWKL	FM	92.1	C	CHR/Rhymc	Harrisburg-Lebanon-Carlisle, PA	07/02/2003	78	Cumulus Broadcasting Inc	Palmyra, PA	Lebanon
WTCY	AM	1400	C	Urban AC	Harrisburg-Lebanon-Carlisle, PA	07/02/2003	78	Cumulus Broadcasting Inc	Harrisburg, PA	Dauphin
WHP	AM	580	C	News/Talk	Harrisburg-Lebanon-Carlisle, PA	07/02/2003	78	Clear Channel Communications	Harrisburg, PA	Dauphin
WRVV	FM	97.3	C	Rock AC	Harrisburg-Lebanon-Carlisle, PA	07/02/2003	78	Clear Channel Communications	Harrisburg, PA	Dauphin
WHYL	AM	960	C	Talk	Harrisburg-Lebanon-Carlisle, PA	07/02/2003	78	Route 81 Radio LLC	Carlisle, PA	Cumberland
WCAT	FM	102.3	C	Country	Harrisburg-Lebanon-Carlisle, PA	07/02/2003	78	Citadel Broadcasting Corp	Carlisle, PA	Cumberland
WIOO	AM	1000	C	Country	Harrisburg-Lebanon-Carlisle, PA	07/02/2003	78	WIOO Radio Inc	Carlisle, PA	Cumberland
WKBO	AM	1230	C	Christian	Harrisburg-Lebanon-Carlisle, PA	07/02/2003	78	Clear Channel Communications	Harrisburg, PA	Dauphin
WLBR	AM	1270	C	FuSvc/Talk	Harrisburg-Lebanon-Carlisle, PA	07/02/2003	78	Lebanon Broadcasting Company	Lebanon, PA	Lebanon
WHKF	FM	99.3	C	Urban	Harrisburg-Lebanon-Carlisle, PA	07/02/2003	78	Clear Channel Communications	Harrisburg, PA	Dauphin
WNNK	FM	104.1	C	Hot AC	Harrisburg-Lebanon-Carlisle, PA	07/02/2003	78	Cumulus Broadcasting Inc	Harrisburg, PA	Dauphin
WQXA	FM	105.7	C	AOR	Harrisburg-Lebanon-Carlisle, PA	07/02/2003	78	Citadel Broadcasting Corp	York, PA	York
WMHX	FM	106.7	C	Adult Hits	Harrisburg-Lebanon-Carlisle, PA	07/02/2003	78	Citadel Broadcasting Corp	Hershey, PA	Dauphin
WRBT	FM	94.9	C	Country	Harrisburg-Lebanon-Carlisle, PA	07/02/2003	78	Clear Channel Communications	Harrisburg, PA	Dauphin
WEEO	AM	1480	C	Country	Harrisburg-Lebanon-Carlisle, PA	07/02/2003	78	Shippensburg Broadcasting Inc	Shippensburg, PA	Cumberland
WTPA	FM	93.5	C	Clsc Rock	Harrisburg-Lebanon-Carlisle, PA	07/02/2003	78	Cumulus Broadcasting Inc	Mechanicsburg, PA	Cumberland
WQIC	FM	100.1	C	Soft Rock	Harrisburg-Lebanon-Carlisle, PA	07/02/2003	78	Lebanon Broadcasting Company	Lebanon, PA	Lebanon
WADV	AM	940	C	Gsp/BGs/Ct	Harrisburg-Lebanon-Carlisle, PA	07/02/2003	78	WADV Radio Incorporated	Lebanon, PA	Lebanon
WWII	AM	720	C	ChrsContem	Harrisburg-Lebanon-Carlisle, PA	07/02/2003	78	Hensley Broadcasting Inc	Shiremanstown, PA	Cumberland
WQLV	FM	98.9	C	Lite AC	Harrisburg-Lebanon-Carlisle, PA	07/02/2003	78	Hepco Communications Inc	Millersburg, PA	Dauphin
WDCV	FM	88.3	NC	Variety	Harrisburg-Lebanon-Carlisle, PA	07/02/2003	78	Dickinson College	Carlisle, PA	Cumberland
WITF	FM	89.5	NC	NPR/Clsc	Harrisburg-Lebanon-Carlisle, PA	07/02/2003	78	WITF Inc	Harrisburg, PA	Dauphin
WJAZ	FM	91.7	NC	Clsc/Jazz	Harrisburg-Lebanon-Carlisle, PA	07/02/2003	78	Temple University of Comnwlth System of Higher	Summerdale, PA	Cumberland
WMSS	FM	91.1	NC	New Rock	Harrisburg-Lebanon-Carlisle, PA	07/02/2003	78	Middletown Area School District	Middletown, PA	Dauphin
WSYC	FM	88.7	NC	Variety	Harrisburg-Lebanon-Carlisle, PA	07/02/2003	78	Shippensburg University of PA	Shippensburg, PA	Cumberland
WVMM	FM	90.7	NC	ChrsContem	Harrisburg-Lebanon-Carlisle, PA	07/02/2003	78	Messiah College	Grantham, PA	Cumberland
WXPB	FM	88.1	NC	AAA	Harrisburg-Lebanon-Carlisle, PA	07/02/2003	78	University of Pennsylvania	Harrisburg, PA	Dauphin

Number of Stations in Geographic Market 29

Previous Stations in Geographic Market

WYGL	FM	100.5	C	Country	Sunbury-Selinsgrove-Lewisburg, PA	07/26/2005	213	Max Media LLC	Elizabethville, PA	Dauphin
WLGL	FM	92.3	C	Country	Sunbury-Selinsgrove-Lewisburg, PA	07/26/2005	213	Max Media LLC	Riverside, PA	Northumberland

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

"p" indicates pending sale to owner listed



FCC Geographic Market Definition for

Call Letters	AM/ FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
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"C" - Commercial Station; "NC" - Non Commercial Station

"p" indicates pending sale to owner listed

Ithaca, NY Arbitron Metro

Citadel currently owns and ParentCo will control station WIII(FM), Facility ID No. 9427, Cortland, New York (Cortland County). Cortland County is not included in an Arbitron Metro; however, Station WIII(FM) reports the Ithaca Metro as “home” market. Therefore, for Station WIII(FM), compliance with the local radio ownership rule is demonstrated using both the Arbitron market methodology and the contour-overlap methodology. As is demonstrated herein, ParentCo’s ownership of WIII(FM) will comply with the Commission’s local radio ownership rule.

As is shown on the attached “FCC Geographic Market Definition for Ithaca, NY,” generated using BIA Financial Network, Inc.’s Media Access Pro database, there are 10 licensed, full power commercial and noncommercial radio stations in the Ithaca Metro.

The Commission’s multiple ownership rule (47 C.F.R. § 73.3555(a)) provides that in a radio market with 14 or fewer full-power, commercial and noncommercial radio stations, a person or single entity may have a cognizable interest in not more than 5 commercial radio stations in total and not more than 3 commercial stations in the same service (provided that no person or single entity may have a cognizable interest in more than 50% of the full-power commercial and noncommercial radio stations in such market unless the combination of stations comprises not more than one AM and one FM station). ParentCo will have an attributable interest in 1 FM station in the Ithaca, NY Arbitron Metro, and therefore will comply with the Commission’s multiple ownership rule in this market.

Also, as is shown on the attached contour analysis prepared by du Treil, Lundin and Rackley, ParentCo’s ownership of station WIII(FM) also will comply with the Commission’s local radio ownership rule using the contour overlap methodology.



FCC Geographic Market Definition for Ithaca, NY

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
WHCU	AM	870	C	Nws/Tlk/Spt	Ithaca, NY	07/02/2003	281	Saga Communications Inc	Ithaca, NY	Tompkins
WYXL	FM	97.3	C	AC	Ithaca, NY	07/02/2003	281	Saga Communications Inc	Ithaca, NY	Tompkins
WKRT	AM	920	C	News/Talk	Ithaca, NY	02/03/2006	281	Citadel Broadcasting Corp	Cortland, NY	Cortland
WIII	FM	99.9	C	Clsc Rock	Ithaca, NY	07/02/2003	281	Citadel Broadcasting Corp	Cortland, NY	Cortland
WQNY	FM	103.7	C	Country	Ithaca, NY	07/02/2003	281	Saga Communications Inc	Ithaca, NY	Tompkins
WNYY	AM	1470	C	Prgvs/Talk	Ithaca, NY	07/02/2003	281	Saga Communications Inc	Ithaca, NY	Tompkins
WVBR	FM	93.5	C	AOR	Ithaca, NY	07/02/2003	281	Cornell Radio Guild Inc	Ithaca, NY	Tompkins
WPIE	AM	1160	C	Sports	Ithaca, NY	07/02/2003	281	Pembrook Pines Inc	Trumansburg, NY	Tompkins
WICB	FM	91.7	NC	Modern	Ithaca, NY	07/02/2003	281	Ithaca College	Ithaca, NY	Tompkins
WSQG	FM	90.9	NC	Clsc/News	Ithaca, NY	07/02/2003	281	WSKG Public Telecommunications Council	Ithaca, NY	Tompkins

Number of Stations in Geographic Market 10

Previous Stations in Geographic Market

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

"p" indicates pending sale to owner listed

Johnson City-Kingsport-Bristol, TN-VA Arbitron Metro

Citadel currently owns and ParentCo will control stations WJCW(AM), Facility ID No. 67672, Johnson City, Tennessee (Washington County); WKIN(AM), Facility ID No. 67671, Kingsport, Tennessee (Sullivan County); WGOC(AM), Facility ID No. 29513, Blountville, Tennessee (Sullivan County); WQUT(FM), Facility ID No. 67673, Johnson City, Tennessee (Washington County); and WKOS(FM), Facility ID No. 67674, Kingsport, Tennessee (Sullivan County). Both Sullivan and Washington counties are included in the Johnson City-Kingsport-Bristol, TN-VA Arbitron Metro. As is demonstrated herein, ParentCo's ownership of WJCW(AM), WKIN(AM), WGOC(AM), WQUT(FM), and WKOS(FM) will comply with the Commission's local radio ownership rule.

As is shown on the attached "FCC Geographic Market Definition for Johnson City-Kingsport-Bristol, TN-VA," generated using BIA Financial Network, Inc.'s Media Access Pro database, there are 40 licensed, full power commercial and noncommercial radio stations in the Johnson City-Kingsport-Bristol Metro.

The Commission's multiple ownership rule (47 C.F.R. § 73.3555(a)) provides that in a radio market with between 30 and 44 (inclusive) full-power, commercial and noncommercial radio stations, a person or single entity may have a cognizable interest in not more than 7 commercial radio stations in total and not more than 4 commercial stations in the same service. ParentCo will have an attributable interest in 3 AM stations and 2 FM stations in the Johnson City-Kingsport-Bristol, TN-VA Arbitron Metro, and therefore will comply with the Commission's multiple ownership rule in this market.



FCC Geographic Market Definition for Johnson

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
WDUF	AM	1120	C	Gsp/BGs/OI	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	99	Duffield Broadcasting Company	Duffield, VA	Scott
WFHG	FM	92.7	C	Talk	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	99	Nininger Stations	Abingdon, VA	Washington
WABN	AM	1230	C	Oldies	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	99	Information Communications Corporation	Abingdon, VA	Washington
WIGN	AM	1550	C	Religion	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	99	Sunshine Broadcasters Inc	Bristol, TN	Sullivan
WBEJ	AM	1240	C	Country	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	99	CB Radio	Elizabethton, TN	Carter
WEMB	AM	1420	C	Cntry/Gospl	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	99	WEMB Inc	Erwin, TN	Unicoi
WETB	AM	790	C	Gospel	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	99	Mountain Signals, Inc	Johnson City, TN	Washington
WFHG	AM	980	C	News/Talk	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	99	Nininger Stations	Bristol, VA	Bristol (City)
WGAT	AM	1050	C	Sothn Gspel	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	99	Tri-Cities Broadcast Corp	Gate City, VA	Scott
WHHQ	AM	1520	C	Religion	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	99	Mediatrix SC Inc	Elizabethton, TN	Carter
WJCW	AM	910	C	Nws/Tlk/Inf	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	99	Citadel Broadcasting Corp	Johnson City, TN	Washington
WKTP	AM	1590	C	Oldies	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	99	Glenwood Communications Corporation	Jonesborough, TN	Washington
WAEZ	FM	94.9	C	Hot AC	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	99	Nininger Stations	Greeneville, TN	Greene
WKIN	AM	1320	C	Nws/Inf/Spt	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	99	Citadel Broadcasting Corp	Kingsport, TN	Sullivan
WKPT	AM	1400	C	Oldies	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	99	Glenwood Communications Corporation	Kingsport, TN	Sullivan
WLRV	AM	1380	C	Cty/BGs/Gs	Johnson City-Kingsport-Bristol, TN-VA	07/27/2004	99	Ward, Gary W	Lebanon, VA	Russell
WMCH	AM	1260	C	Gospel	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	99	Seeger, Guest & Fort	Church Hill, TN	Hawkins
WOPI	AM	1490	C	Oldies	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	99	Glenwood Communications Corporation	Bristol, VA	Bristol (City)
WPWT	AM	870	C	Talk	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	99	Information Communications Corporation	Colonial Heights, TN	Sullivan
WQUT	FM	101.5	C	Clsc Rock	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	99	Citadel Broadcasting Corp	Johnson City, TN	Washington
WRGS	AM	1370	C	Cntry/Gospl	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	99	Beal, C. Philip	Rogersville, TN	Hawkins
WXLZ	AM	1140	C	Gospel	Johnson City-Kingsport-Bristol, TN-VA	08/11/2004	99	Yeary Broadcasting Inc	St. Paul, VA	Russell
WTFM	FM	98.5	C	Soft Rock	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	99	Glenwood Communications Corporation	Kingsport, TN	Sullivan
WXBQ	FM	96.9	C	Country	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	99	Nininger Stations	Bristol, VA	Bristol (City)
WXIS	FM	103.9	C	CHR/Rhymc	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	99	WEMB Inc	Erwin, TN	Unicoi
WZAP	AM	690	C	Relgn/RlgMs	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	99	RAM Communications Inc	Bristol, VA	Bristol (City)
WKOS	FM	104.9	C	Oldies	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	99	Citadel Broadcasting Corp	Kingsport, TN	Sullivan
WGOC	AM	640	C	Country	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	99	Citadel Broadcasting Corp	Blountville, TN	Sullivan
WJDT	FM	106.5	C	Country	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	99	C & S Broadcasting	Rogersville, TN	Hawkins
WEYE	FM	104.3	C	Rhymc/CHR	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	99	ASRadio LLC	Surgoinsville, TN	Hawkins
WXLZ	FM	107.3	C	Country	Johnson City-Kingsport-Bristol, TN-VA	08/11/2004	99	Yeary Broadcasting Inc	Lebanon, VA	Russell
WHGG	AM	1090	C	Oldies	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	99	Information Communications Corporation	Kingsport, TN	Sullivan
WTZR	FM	99.3	C	Rhymc/Olde	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	99	Nininger Stations	Elizabethton, TN	Carter
WRZK	FM	95.9	C	AOR	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	99	Murray Communications	Colonial Heights, TN	Sullivan

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

"p" indicates pending sale to owner listed



FCC Geographic Market Definition for Johnson

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
WCQR	FM	88.3	NC	ChrsContem	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	99	Baker Family Stations	Kingsport, TN	Sullivan
WCSK	FM	90.3	NC	DARK	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	99	Kingsport City Schools Board of Education	Kingsport, TN	Sullivan
WEHC	FM	90.7	NC	Educational	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	99	Emory and Henry College	Emory, VA	Washington
WETS	FM	89.5	NC	Variety	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	99	East Tennessee State University	Johnson City, TN	Washington
WHCB	FM	91.5	NC	Educational	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	99	Appalachian Educational Communication	Bristol, TN	Sullivan
WUMC	FM	90.5	NC	Variety	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	99	Milligan College	Elizabethton, TN	Carter

Number of Stations in Geographic Market 40

Previous Stations in Geographic Market

WMEV	FM	93.9	C	Country	Bluefield, WV	12/06/2005	279	Glenwood Communications Corporation	Marion, VA	Smyth
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Knoxville, TN Arbitron Metro

Citadel currently owns and ParentCo will control stations WNML(AM), Facility ID No. 16894, Knoxville, Tennessee (Knox County); WIVK-FM, Facility ID No. 16890, Knoxville, Tennessee (Knox County); WOKI-FM, Facility ID No. 10457, Oliver Springs, Tennessee (Roane County); and WNML-FM, Facility ID No. 7998, Loudon, Tennessee (Loudon County). In addition, pursuant to a Local Marketing Agreement, Citadel provides greater than 15% of the programming for Station WNOX-FM, Facility ID 49923, Oak Ridge, Tennessee (Anderson County). Knox, Loudon, and Anderson counties are included in the Knoxville, Tennessee Arbitron Metro. Roane County is not included in an Arbitron Metro; however, Station WOKI-FM, which is licensed to a community located in Roane County, reports the Knoxville Metro as “home” market. Therefore, for Station WOKI-FM, compliance with the local radio ownership rule is demonstrated using both the Arbitron market methodology and the contour-overlap methodology. As is demonstrated herein, ParentCo’s ownership of WNML(AM), WIVK-FM, WOKI-FM, and WNML-FM, and its provision of greater than 15% of the programming of WNOX-FM complies with the Commission’s local radio ownership rule.

As is shown on the attached “FCC Geographic Market Definition for Knoxville, TN,” generated using BIA Financial Network, Inc.’s Media Access Pro database, there are 44 licensed, full power commercial and noncommercial radio stations in the Knoxville, TN Metro.

The Commission’s multiple ownership rule (47 C.F.R. § 73.3555(a)) provides that in a radio market with between 30 and 44 (inclusive) full-power, commercial and noncommercial radio stations, a person or single entity may have a cognizable interest in not more than 7 commercial radio stations in total and not more than 4 commercial stations in the same service. ParentCo will have an attributable interest in 1 AM station and 4 FM stations in the Knoxville, TN Arbitron Metro, and therefore will comply with the Commission’s multiple ownership rule in this market.

Also, as is shown on the attached contour analysis prepared by du Treil, Lundin and Rackley, ParentCo’s ownership of station WOKI-FM also will comply with the Commission’s local radio ownership rule using the contour overlap methodology.



FCC Geographic Market Definition for Knoxville, TN

Call Letters	AM/FM	Freq	Type		Home Market	Market	Home	Owner	City & State of License	County of License
			Station	Format		Designtn Date	Mkt Rank			
WBLC	AM	1360	C	Religion	Knoxville, TN	07/02/2003	71	Three Angels Bcstg Network Inc	Lenoir City, TN	Loudon
WQBB	AM	1040	C	Adlt Stndrd	Knoxville, TN	07/02/2003	71	Journal Communications Inc	Powell, TN	Knox
WNFZ	FM	94.3	C	Altve/Rock	Knoxville, TN	07/02/2003	71	Pirkle, John W	Oak Ridge, TN	Anderson
WJXB	FM	97.5	C	AC	Knoxville, TN	07/02/2003	71	South Central Communications Corporation	Knoxville, TN	Knox
WGAP	AM	1400	C	Country	Knoxville, TN	07/02/2003	71	Horne Radio LLC	Maryville, TN	Blount
WIFA	AM	1240	C	AdCHR/CCt	Knoxville, TN	07/02/2003	71	Progressive Media Inc	Knoxville, TN	Knox
WIMZ	FM	103.5	C	Clsc Rock	Knoxville, TN	07/02/2003	71	South Central Communications Corporation	Knoxville, TN	Knox
WITA	AM	1490	C	Religion	Knoxville, TN	07/02/2003	71	RR Broadcast Group Inc	Knoxville, TN	Knox
WNOX	FM	100.3	C	Nws/Tlk/Spt	Knoxville, TN	07/02/2003	71	Pirkle, John W	Oak Ridge, TN	Anderson
WIVK	FM	107.7	C	Country	Knoxville, TN	07/02/2003	71	Citadel Broadcasting Corp	Knoxville, TN	Knox
WKGN	AM	1340	C	Urban AC	Knoxville, TN	07/02/2003	71	p Norsan Consulting and Management Inc	Knoxville, TN	Knox
WLIL	AM	730	C	Country	Knoxville, TN	07/02/2003	71	BP Broadcasters LLC	Lenoir City, TN	Loudon
WKZX	FM	93.5	C	AC	Knoxville, TN	07/02/2003	71	Cherokee Media Inc	Lenoir City, TN	Loudon
WLOD	AM	1140	C	Talk	Knoxville, TN	07/02/2003	71	Horne Radio LLC	Loudon, TN	Loudon
WBCR	AM	1470	C	News/Talk	Knoxville, TN	07/02/2003	71	Blount County Broadcasting	Alcoa, TN	Blount
WMYU	FM	93.1	C	Hot AC	Knoxville, TN	07/02/2003	71	Journal Communications Inc	Karns, TN	Knox
WYFC	FM	95.3	NC	Religion	Knoxville, TN	07/02/2003	71	Bible Broadcasting Network	Clinton, TN	Anderson
WOKI	FM	98.7	C	Adult Hits	Knoxville, TN	07/02/2003	71	Citadel Broadcasting Corp	Oliver Springs, TN	Roane
WRJZ	AM	620	C	RlgMs/Talk	Knoxville, TN	07/02/2003	71	Tennessee Media Associates, Inc.	Knoxville, TN	Knox
WSEV	AM	930	C	Sports	Knoxville, TN	07/02/2003	71	Whitfield Communications Inc	Sevierville, TN	Sevier
WNPZ	AM	1580	C	Christian	Knoxville, TN	07/02/2003	71	Metropolitan Broadcasting Network LLC	Knoxville, TN	Knox
WSEV	FM	105.5	C	AC	Knoxville, TN	07/02/2003	71	Whitfield Communications Inc	Gatlinburg, TN	Sevier
WYSH	AM	1380	C	Country	Knoxville, TN	07/02/2003	71	Meredith, Ronald C	Clinton, TN	Anderson
WVLZ	AM	1180	C	Sprts/Talk	Knoxville, TN	07/02/2003	71	Kirkland Wireless Broadcasters Inc	Knoxville, TN	Knox
WMTY	AM	670	C	Talk	Knoxville, TN	07/02/2003	71	Horne Radio LLC	Farragut, TN	Knox
WWST	FM	102.1	C	CHR/Dance	Knoxville, TN	07/02/2003	71	Journal Communications Inc	Sevierville, TN	Sevier
WNML	FM	99.1	C	Sports	Knoxville, TN	07/02/2003	71	Citadel Broadcasting Corp	Loudon, TN	Loudon
WFIV	FM	105.3	C	AAA	Knoxville, TN	07/02/2003	71	Horne Radio LLC	Loudon, TN	Loudon
WQJK	FM	95.7	C	Jack	Knoxville, TN	07/02/2003	71	South Central Communications Corporation	Maryville, TN	Blount
WJBZ	FM	96.3	C	Gospel	Knoxville, TN	07/02/2003	71	Seymour Communications	Seymour, TN	Sevier
WKVL	AM	850	C	Talk	Knoxville, TN	07/02/2003	71	Horne Radio LLC	Knoxville, TN	Knox
WNML	AM	990	C	Sports	Knoxville, TN	07/02/2003	71	Citadel Broadcasting Corp	Knoxville, TN	Knox
WKXV	AM	900	C	Gospel	Knoxville, TN	07/02/2003	71	Knoxville Ra-Tel	Knoxville, TN	Knox
WKHT	FM	104.5	C	CHR/Rhymc	Knoxville, TN	07/02/2003	71	Journal Communications Inc	Knoxville, TN	Knox

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

"p" indicates pending sale to owner listed



FCC Geographic Market Definition for Knoxville, TN

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
WATO	AM	1290	C	Talk	Knoxville, TN	07/02/2003	71	Home Radio LLC	Oak Ridge, TN	Anderson
WETR	AM	760	C	Mvl/Tlk/CCt	Knoxville, TN	07/02/2003	71	Moffit, Thomas H, Jr	Knoxville, TN	Knox
WKCE	AM	1120	C	Blue Grass	Knoxville, TN	07/02/2003	71	Kirkland Wireless Broadcasters Inc	Maryville, TN	Blount
WRJK	FM	106.7	C	Jack	Knoxville, TN	07/02/2003	71	South Central Communications Corporation	Norris, TN	Anderson
WDVX	FM	89.9	NC	Variety	Knoxville, TN	07/02/2003	71	Cumberland Communications Corporation	Clinton, TN	Anderson
WKCS	FM	91.1	NC	Oldies	Knoxville, TN	07/02/2003	71	Fulton High School	Knoxville, TN	Knox
WUOT	FM	91.9	NC	Classical	Knoxville, TN	07/02/2003	71	University of Tennessee	Knoxville, TN	Knox
WUTK	FM	90.3	NC	Modern	Knoxville, TN	07/02/2003	71	University of Tennessee	Knoxville, TN	Knox
WYLV	FM	89.1	NC	ChrsContem	Knoxville, TN	07/02/2003	71	Foothills Broadcasting Inc	Alcoa, TN	Blount
WOEZ	FM	88.3	NC	Easy	Knoxville, TN	07/02/2003	71	Foothills Broadcasting Inc	Maynardville, TN	Union

Number of Stations in Geographic Market 44

Previous Stations in Geographic Market

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

"p" indicates pending sale to owner listed

Lafayette, LA Arbitron Metro

Citadel currently owns and ParentCo will control stations KNEK(AM), Facility ID No. 15801, Washington, Louisiana (St. Landry parish); KXKC(FM), Facility ID No. 6350, New Iberia, Louisiana (Iberia parish); KSMB(FM), Facility ID No. 41057, Lafayette, Louisiana (Lafayette parish); KNEK-FM, Facility ID No. 16370, Washington, Louisiana (St. Landry parish); KRDJ(FM), Facility ID No. 8167, New Iberia, Louisiana (Iberia parish); and KRRQ(FM), Facility ID No. 36227, Lafayette, Louisiana (Lafayette parish). St. Landry, Lafayette, and Iberia parishes are included in the Lafayette, Louisiana Arbitron Metro. As is demonstrated herein, Citadel's ownership of KNEK(AM), KXKC(FM), KSMB(FM), KNEK-FM, KRDJ(FM), and KRRQ(FM) exceeds the Commission's current local radio ownership rule.

As is shown on the attached "FCC Geographic Market Definition for Lafayette, LA," generated using BIA Financial Network, Inc.'s Media Access Pro database, there are 32 licensed, full power commercial and noncommercial radio stations in the Lafayette Metro.

The Commission's multiple ownership rule (47 C.F.R. § 73.3555(a)) provides that in a radio market with between 30 and 44 (inclusive) full-power, commercial and noncommercial radio stations, a person or single entity may have a cognizable interest in not more than 7 commercial radio stations in total and not more than 4 commercial stations in the same service. ParentCo will have an attributable interest in 1 AM station and 5 FM stations in the Lafayette Arbitron Metro, and therefore will exceed the local radio ownership limits by 1 FM station.



FCC Geographic Market Definition for Lafayette, LA

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
KAJN	FM	102.9	C	Religion	Lafayette, LA	07/02/2003	103	Rice Capital Broadcasting	Crowley, LA	Acadia
KANE	AM	1240	C	Variety	Lafayette, LA	07/02/2003	103	p Coastal Broadcasting of Larose, Inc.	New Iberia, LA	Iberia
KPEL	FM	105.1	C	News/Talk	Lafayette, LA	07/02/2003	103	Regent Communications, Inc	Abbeville, LA	Vermilion
KXKC	FM	99.1	C	Country	Lafayette, LA	07/02/2003	103	Citadel Broadcasting Corp	New Iberia, LA	Iberia
KEUN	AM	1490	C	Country	Lafayette, LA	07/02/2003	103	Tri-Parish Broadcasting Inc	Eunice, LA	St Landry
KJCB	AM	770	C	Urban	Lafayette, LA	07/02/2003	103	R&M Broadcasting Inc	Lafayette, LA	Lafayette
KEUN	FM	105.5	C	Country	Lafayette, LA	07/02/2003	103	Tri-Parish Broadcasting Inc	Eunice, LA	St Landry
KMDL	FM	97.3	C	Country	Lafayette, LA	07/02/2003	103	Regent Communications, Inc	Kaplan, LA	Vermilion
KNEK	AM	1190	C	Urban AC	Lafayette, LA	07/02/2003	103	Citadel Broadcasting Corp	Washington, LA	St Landry
KNIR	AM	1360	NC	Relgn/Talk	Lafayette, LA	07/02/2003	103	Radio Maria Inc	New Iberia, LA	Iberia
KOGM	FM	107.1	C	Oldies	Lafayette, LA	07/02/2003	103	KSLO Broadcasting Co Inc	Opelousas, LA	St Landry
KPEL	AM	1420	C	Sports	Lafayette, LA	07/02/2003	103	Regent Communications, Inc	Lafayette, LA	Lafayette
KROF	AM	960	C	Ethnc/Cntry	Lafayette, LA	07/02/2003	103	Regent Communications, Inc	Abbeville, LA	Vermilion
KSIG	AM	1450	C	Nostalgia	Lafayette, LA	07/02/2003	103	Broadcast Partners Inc	Crowley, LA	Acadia
KSLO	AM	1230	C	Country	Lafayette, LA	07/02/2003	103	KSLO Broadcasting Co Inc	Opelousas, LA	St Landry
KSMB	FM	94.5	C	CHR	Lafayette, LA	07/02/2003	103	Citadel Broadcasting Corp	Lafayette, LA	Lafayette
KTDY	FM	99.9	C	AC	Lafayette, LA	07/02/2003	103	Regent Communications, Inc	Lafayette, LA	Lafayette
KVOL	AM	1330	C	Sprts/Talk	Lafayette, LA	07/02/2003	103	Pittman Broadcast Services LLC	Lafayette, LA	Lafayette
KFXZ	AM	1520	C	Gospel	Lafayette, LA	07/02/2003	103	Pittman Broadcast Services LLC	Lafayette, LA	Lafayette
KKSJ	FM	106.3	C	Smooth	Lafayette, LA	07/02/2003	103	Pittman Broadcast Services LLC	Maurice, LA	Vermilion
KRKA	FM	107.9	C	CHR/Rhymc	Lafayette, LA	07/02/2003	103	Regent Communications, Inc	Erath, LA	Vermilion
KTSJ	FM	105.9	C	Smooth	Lafayette, LA	07/02/2003	103	Pittman Broadcast Services LLC	Opelousas, LA	St Landry
KQIS	FM	102.1	C	Hot AC	Lafayette, LA	07/02/2003	103	Broadcast Partners Inc	Basile, LA	Evangeline
KNEK	FM	104.7	C	Urban AC	Lafayette, LA	07/02/2003	103	Citadel Broadcasting Corp	Washington, LA	St Landry
KBEB	FM	106.7	C	Oldies	Lafayette, LA	07/02/2003	103	Broadcast Partners Inc	Rayne, LA	Acadia
KRDJ	FM	93.7	C	Clsc Hits	Baton Rouge, LA	07/02/2003	83	Citadel Broadcasting Corp	New Iberia, LA	Iberia
KFTE	FM	96.5	C	Alternative	Lafayette, LA	07/02/2003	103	Regent Communications, Inc	Breaux Bridge, LA	St Landry
KRRQ	FM	95.5	C	Urban/HpHo	Lafayette, LA	07/02/2003	103	Citadel Broadcasting Corp	Lafayette, LA	Lafayette
KBON	FM	101.1	C	Variety	Lafayette, LA	07/02/2003	103	Marx, Rose Ann	Mamou, LA	Evangeline
KRVS	FM	88.7	NC	Variety	Lafayette, LA	07/02/2003	103	University of Louisiana	Lafayette, LA	Lafayette
KIKL	FM	90.9	NC	Cst/Cst/Cst	Lafayette, LA	07/02/2003	103	Educational Media Foundation	Lafayette, LA	Lafayette
KSJY	FM	89.9	NC	Christian	Lafayette, LA	04/25/2005	103	American Family Association Incorporated	St Martinville, LA	St Martin

Number of Stations in Geographic Market 32

Previous Stations in Geographic Market

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

"p" indicates pending sale to owner listed



FCC Geographic Market Definition for Lafayette, LA

Call Letters	AM/ FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
KDDK	FM	105.5	C	Gospel/RhyBl		02/15/2005	0	R&M Broadcasting Inc	Franklin, LA	St Mary

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

"p" indicates pending sale to owner listed

Lancaster, PA Arbitron Metro

Citadel currently owns and ParentCo will control station WIOV-FM, Facility ID No. 55308, Ephrata, Pennsylvania (Lancaster County). Lancaster County is included in the Lancaster, Pennsylvania Arbitron Metro. As is demonstrated herein, ParentCo's ownership of WIOV-FM complies with the Commission's local radio ownership rule.

As is shown on the attached "FCC Geographic Market Definition for Lancaster, PA," generated using BIA Financial Network, Inc.'s Media Access Pro database, there are 14 licensed, full power commercial and noncommercial radio stations in the Lancaster Metro.

The Commission's multiple ownership rule (47 C.F.R. § 73.3555(a)) provides that in a radio market with 14 or fewer full-power, commercial and noncommercial radio stations, a person or single entity may have a cognizable interest in not more than 5 commercial radio stations in total and not more than 3 commercial stations in the same service (provided that no person or single entity may have a cognizable interest in more than 50% of the full-power commercial and noncommercial radio stations in such market unless the combination of stations comprises not more than one AM and one FM station). ParentCo will have an attributable interest in 1 FM station in the Lancaster Arbitron Metro, and therefore will comply with the Commission's multiple ownership rule in this market.



FCC Geographic Market Definition for Lancaster, PA

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
WDAC	FM	94.5	C	Christian	Lancaster, PA	07/02/2003	113	WDAC Radio Company	Lancaster, PA	Lancaster
WIOV	FM	105.1	C	Country	Lancaster, PA	07/02/2003	113	Citadel Broadcasting Corp	Ephrata, PA	Lancaster
WLAN	AM	1390	C	Adlt Stndrd	Lancaster, PA	07/02/2003	113	Clear Channel Communications	Lancaster, PA	Lancaster
WLAN	FM	96.9	C	CHR	Lancaster, PA	07/02/2003	113	Clear Channel Communications	Lancaster, PA	Lancaster
WLPA	AM	1490	C	Sports	Lancaster, PA	07/02/2003	113	Hall Communications Inc	Lancaster, PA	Lancaster
WROZ	FM	101.3	C	Soft Rock	Lancaster, PA	07/02/2003	113	Hall Communications Inc	Lancaster, PA	Lancaster
WVZN	AM	1580	C	Span/Chrst	Lancaster, PA	07/02/2003	113	Esfuerzo de Union Cristiana	Columbia, PA	Lancaster
WPDC	AM	1600	C	Sports	Lancaster, PA	07/02/2003	113	JVJ Communications Inc	Elizabethtown, PA	Lancaster
WFNM	FM	89.1	NC	Variety	Lancaster, PA	07/02/2003	113	Franklin & Marshall College	Lancaster, PA	Lancaster
WIXQ	FM	91.7	NC	Variety	Lancaster, PA	07/02/2003	113	Millersville State College	Millersville, PA	Lancaster
WJTL	FM	90.3	NC	ChrsContem	Lancaster, PA	07/02/2003	113	Creative Ministries Inc	Lancaster, PA	Lancaster
WLCH	FM	91.3	NC	Spn/Edu/Var	Lancaster, PA	07/02/2003	113	Spanish American Civil Association	Lancaster, PA	Lancaster
WWEC	FM	88.3	NC	Variety	Lancaster, PA	07/02/2003	113	Elizabethtown College	Elizabethtown, PA	Lancaster
WRTL	FM	90.7	NC	Clsc/Jazz	Lancaster, PA	07/02/2003	113	Temple University of Comnwlth System of Higher	Ephrata, PA	Lancaster

Number of Stations in Geographic Market 14

Previous Stations in Geographic Market

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

"p" indicates pending sale to owner listed

Lansing-East Lansing, MI Arbitron Metro

Citadel currently owns and ParentCo will control stations WJIM(AM), Facility ID No. 17382, Lansing, Michigan (Ingham County); WVFN(AM), Facility ID No. 24638, Lansing, Michigan (Ingham County); WFMK(FM), Facility ID No. 37460, East Lansing, Michigan (Ingham County); WITL-FM, Facility ID No. 46706, Lansing, Michigan (Ingham County); WJIM-FM, Facility ID No. 17386, Lansing, Michigan (Ingham County); and WMMQ(FM), Facility ID No. 24641, East Lansing, Michigan (Ingham County). Ingham County is included in the Lansing-East Lansing, Michigan Arbitron Metro. As is demonstrated herein, ParentCo's ownership of WJIM(AM), WVFN(AM), WFMK(FM), WITL-FM, and WJIM-FM will comply with the Commission's local radio ownership rule.

As is shown on the attached "FCC Geographic Market Definition for Lansing-East Lansing, MI," generated using BIA Financial Network, Inc.'s Media Access Pro database, there are 24 licensed, full power commercial and noncommercial radio stations in the Lansing-East Lansing, Michigan Metro.

The Commission's multiple ownership rule (47 C.F.R. § 73.3555(a)) provides that in a radio market with between 15 and 29 (inclusive) full-power, commercial and noncommercial radio stations, a person or single entity may have a cognizable interest in not more than 6 commercial radio stations in total and not more than 4 commercial stations in the same service. ParentCo will have an attributable interest in 2 AM stations and 4 FM stations in the Lansing-East Lansing, MI Arbitron Metro, and therefore will comply with the Commission's multiple ownership rule in this market.



FCC Geographic Market Definition for Lansing-East Lansing, MI

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
WFMK	FM	99.1	C	AC	Lansing-East Lansing, MI	07/02/2003	121	Citadel Broadcasting Corp	East Lansing, MI	Ingham
WLCM	AM	1390	C	Christian	Lansing-East Lansing, MI	07/02/2003	121	Christian Broadcasting System Ltd	Holt, MI	Ingham
WVIC	FM	94.1	C	Clsc Hits	Lansing-East Lansing, MI	07/02/2003	121	Rubber City Radio Group Incorporated	Jackson, MI	Jackson
WILS	AM	1320	C	Nostalgia	Lansing-East Lansing, MI	07/02/2003	121	MacDonald Broadcasting Company	Lansing, MI	Ingham
WHZZ	FM	101.7	C	Adult Hits	Lansing-East Lansing, MI	07/02/2003	121	MacDonald Broadcasting Company	Lansing, MI	Ingham
WITL	FM	100.7	C	Country	Lansing-East Lansing, MI	07/02/2003	121	Citadel Broadcasting Corp	Lansing, MI	Ingham
WJIM	AM	1240	C	News/Talk	Lansing-East Lansing, MI	07/02/2003	121	Citadel Broadcasting Corp	Lansing, MI	Ingham
WJIM	FM	97.5	C	CHR	Lansing-East Lansing, MI	07/02/2003	121	Citadel Broadcasting Corp	Lansing, MI	Ingham
WJXQ	FM	106.1	C	Rock	Lansing-East Lansing, MI	07/02/2003	121	Rubber City Radio Group Incorporated	Charlotte, MI	Eaton
WKAR	AM	870	NC	News/Talk	Lansing-East Lansing, MI	07/02/2003	121	Michigan State University	East Lansing, MI	Ingham
WWSJ	AM	1580	C	Gospel	Lansing-East Lansing, MI	07/02/2003	121	Harp, Larry	St. Johns, MI	Clinton
WJZL	FM	92.9	C	Smooth	Lansing-East Lansing, MI	07/02/2003	121	Rubber City Radio Group Incorporated	Grand Ledge, MI	Eaton
WQTX	FM	92.1	C	Sprts/Talk	Lansing-East Lansing, MI	07/02/2003	121	Rubber City Radio Group Incorporated	St Johns, MI	Clinton
WUNN	AM	1110	NC	Gospel	Lansing-East Lansing, MI	07/02/2003	121	Family Life Communications Inc	Mason, MI	Ingham
WVFN	AM	730	C	Sprts/Talk	Lansing-East Lansing, MI	07/02/2003	121	Citadel Broadcasting Corp	East Lansing, MI	Ingham
WMMQ	FM	94.9	C	Clsc Rock	Lansing-East Lansing, MI	07/02/2003	121	Citadel Broadcasting Corp	East Lansing, MI	Ingham
WXLA	AM	1180	C	Urban/Oldes	Lansing-East Lansing, MI	07/02/2003	121	Mid-Michigan FM Inc	Dimondale, MI	Eaton
WQHH	FM	96.5	C	Urban	Lansing-East Lansing, MI	07/02/2003	121	Mid-Michigan FM Inc	Dewitt, MI	Clinton
WDBM	FM	88.9	NC	AOR	Lansing-East Lansing, MI	07/02/2003	121	Michigan State University	East Lansing, MI	Ingham
WKAR	FM	90.5	NC	Clsc/Flk/Jaz	Lansing-East Lansing, MI	07/02/2003	121	Michigan State University	East Lansing, MI	Ingham
WLGH	FM	88.1	NC	ChrsContem	Lansing-East Lansing, MI	07/02/2003	121	Superior Communications	Leroy Township, MI	Ingham
WLNZ	FM	89.7	NC	AAA	Lansing-East Lansing, MI	07/02/2003	121	Lansing Community College	Lansing, MI	Ingham
WOER	FM	89.7	NC	CHR	Lansing-East Lansing, MI	07/02/2003	121	Olivet College	Olivet, MI	Eaton
WOES	FM	91.3	NC	Ethnic	Lansing-East Lansing, MI	07/02/2003	121	Ovid-Elsie Area Schools	Ovid-Elsie, MI	Clinton

Number of Stations in Geographic Market 24

Previous Stations in Geographic Market

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

"p" indicates pending sale to owner listed

Lewiston-Auburn, ME Arbitron Metro

Citadel currently owns and ParentCo will control station WCYI(FM), Facility ID No. 26389, Lewiston, Maine (Androscoggin County). Androscoggin County is included in the Lewiston-Auburn, Maine Arbitron Metro. As is demonstrated herein, Citadel's ownership of WCYI(FM) complies with the Commission's local radio ownership rule.

As is shown on the attached "FCC Geographic Market Definition for Lewiston-Auburn, ME," generated using BIA Financial Network, Inc.'s Media Access Pro database, there are 6 licensed, full power commercial and noncommercial radio stations in the Lewiston-Auburn Metro.

The Commission's multiple ownership rule (47 C.F.R. § 73.3555(a)) provides that in a radio market with 14 or fewer full-power, commercial and noncommercial radio stations, a person or single entity may have a cognizable interest in not more than 5 commercial radio stations in total and not more than 3 commercial stations in the same service (provided that no person or single entity may have a cognizable interest in more than 50% of the full-power commercial and noncommercial radio stations in such market unless the combination of stations comprises not more than one AM and one FM station). ParentCo will have an attributable interest in 1 FM station in the Lewiston-Auburn, ME Arbitron Metro, and therefore will comply with the Commission's multiple ownership rule in this market.



FCC Geographic Market Definition for Lewiston-Auburn, ME

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
WCYI	FM	93.9	C	Modern	Portland, ME	07/02/2003	167	Citadel Broadcasting Corp	Lewiston, ME	Androscoggin
WCNM	AM	1240	C	News/Talk	Lewiston-Auburn, ME	07/02/2003	277	Mountain Valley Broadcasting Inc	Lewiston, ME	Androscoggin
WTHH	FM	99.9	C	Country	Portland, ME	07/02/2003	167	Nassau Broadcasting Partners LP	Auburn, ME	Androscoggin
WFNK	FM	107.5	C	Clsc Hits	Portland, ME	07/02/2003	167	Nassau Broadcasting Partners LP	Lewiston, ME	Androscoggin
WLAM	AM	1470	C	News	Lewiston-Auburn, ME	07/02/2003	277	Nassau Broadcasting Partners LP	Lewiston, ME	Androscoggin
WRBC	FM	91.5	NC	Alternative	Lewiston-Auburn, ME	07/02/2003	277	Bates College	Lewiston, ME	Androscoggin

Number of Stations in Geographic Market 6

Previous Stations in Geographic Market

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

"p" indicates pending sale to owner listed

Little Rock, AR Arbitron Metro

Citadel currently owns and ParentCo will control stations KAAY(AM), Facility ID No. 33253, Little Rock, Arkansas (Pulaski County); KARN(AM), Facility ID No. 60703, Little Rock, Arkansas (Pulaski County); KPZK(AM), Facility ID No. 24150, Little Rock, Arkansas (Pulaski County); KIPR(FM), Facility ID No. 13925, Pine Bluff, Arkansas (Jefferson County); KPZK-FM, Facility ID No. 25860, Cabot, Arkansas (Lonoke County); KURB(FM), Facility ID No. 19559, Little Rock, Arkansas (Pulaski County); KVLO(FM), Facility ID No. 28114, Humnoke, Arkansas (Lonoke County); KARN-FM, Facility ID No. 24151, Sheridan, Arkansas (Grant County); KLAL(FM), Facility ID No. 47880, Wrightsville, Arkansas (Pulaski County); and KOKY(FM), Facility ID No. 15161, Sherwood, Arkansas (Pulaski County). Pulaski and Lonoke counties are included in the Little Rock, Arkansas Arbitron Metro. Jefferson and Grant counties are not included in an Arbitron Metro; however, Station KIPR(FM), which is licensed to a community located in Jefferson County, and KARN-FM, which is licensed to a community located in Grant County, report the Little Rock, Arkansas Metro as “home” market. Therefore, for Stations KIPR(FM) and KARN-FM, the local radio ownership showing is provided using both the Arbitron market methodology and the contour-overlap methodology. As is demonstrated herein, ParentCo’s ownership of KAAY(AM), KARN(AM), KPZK(AM), KIPR(FM), KPZK-FM, KURB(FM), KVLO(FM), KARN-FM, KLAL(FM), and KOKY(FM) exceeds the Commission’s current local radio ownership rule.

As is shown on the attached “FCC Geographic Market Definition for Little Rock, AR,” generated using BIA Financial Network, Inc.’s Media Access Pro database, there are 41 licensed, full power commercial and noncommercial radio stations in the Little Rock Metro.

The Commission’s multiple ownership rule (47 C.F.R. § 73.3555(a)) provides that in a radio market with between 30 and 44 (inclusive) full-power, commercial and noncommercial radio stations, a person or single entity may have a cognizable interest in not more than 7 commercial radio stations in total and not more than 4 commercial stations in the same service. ParentCo will have an attributable interest in 3 AM stations and 7 FM stations in the Little Rock, AR Arbitron Metro, and therefore will exceed the local radio ownership limits by 3 FM stations.

As is shown on the attached contour analysis prepared by du Treil, Lundin and Rackley, ParentCo’s ownership of stations KIPR(FM) and KARN-FM will comply with the Commission’s local radio ownership rule using the contour overlap methodology.



FCC Geographic Market Definition for Little Rock, AR

Call Letters	AM/FM	Freq	Type		Home Market	Market	Home	Owner	City & State of License	County of License
			Station	Format		Designtn Date	Mkt Rank			
KAAY	AM	1090	C	Gospel	Little Rock, AR	07/02/2003	85	Citadel Broadcasting Corp	Little Rock, AR	Pulaski
KHLR	FM	94.9	C	Gospel	Little Rock, AR	07/02/2003	85	Clear Channel Communications	Maumelle, AR	Pulaski
KHKN	FM	106.7	C	Country	Little Rock, AR	07/02/2003	85	Clear Channel Communications	Benton, AR	Saline
KARN	AM	920	C	Nws/Tlk/Spt	Little Rock, AR	07/02/2003	85	Citadel Broadcasting Corp	Little Rock, AR	Pulaski
KDXE	AM	1380	C	Sports	Little Rock, AR	07/02/2003	85	Simmons Media Group Inc	North Little Rock, AR	Pulaski
KEWI	AM	690	C	Nstlg/Sprts	Little Rock, AR	07/02/2003	85	Landers Broadcasting Co Inc	Benton, AR	Saline
KLRG	AM	1150	C	DARK	Little Rock, AR	07/02/2003	85	Willis Broadcasting Corporation	North Little Rock, AR	Pulaski
KCON	AM	1230	C	AC	Little Rock, AR	07/02/2003	85	University of Central Arkansas	Conway, AR	Faulkner
KDJE	FM	100.3	C	Rock	Little Rock, AR	07/02/2003	85	Clear Channel Communications	Jacksonville, AR	Pulaski
KIPR	FM	92.3	C	Urban AC	Little Rock, AR	07/02/2003	85	Citadel Broadcasting Corp	Pine Bluff, AR	Jefferson
KHDX	FM	93.1	NC	Variety	Little Rock, AR	07/02/2003	85	Hendrix College	Conway, AR	Faulkner
KKPT	FM	94.1	C	Clsc Rock	Little Rock, AR	07/02/2003	85	Signal Media	Little Rock, AR	Pulaski
KITA	AM	1440	C	Inspiration	Little Rock, AR	07/02/2003	85	Rusk, Tom	Little Rock, AR	Pulaski
KPZK	FM	102.5	C	Gospel	Little Rock, AR	07/02/2003	85	Citadel Broadcasting Corp	Cabot, AR	Lonoke
KGHT	AM	880	C	Gospel	Little Rock, AR	07/02/2003	85	Metropolitan Radio Group	Sheridan, AR	Grant
KABZ	FM	103.7	C	Talk	Little Rock, AR	07/02/2003	85	Signal Media	Little Rock, AR	Pulaski
KPZK	AM	1250	C	Gospel	Little Rock, AR	07/02/2003	85	Citadel Broadcasting Corp	Little Rock, AR	Pulaski
KURB	FM	98.5	C	Hot AC	Little Rock, AR	07/02/2003	85	Citadel Broadcasting Corp	Little Rock, AR	Pulaski
KMJX	FM	105.1	C	Clsc Rock	Little Rock, AR	07/02/2003	85	Clear Channel Communications	Conway, AR	Faulkner
KMTL	AM	760	C	Gospel	Little Rock, AR	07/02/2003	85	Domerese, George	Sherwood, AR	Pulaski
KJBN	AM	1050	C	ChrsContem	Little Rock, AR	07/02/2003	85	Joshua Ministries	Little Rock, AR	Pulaski
KSSN	FM	95.7	C	Country	Little Rock, AR	07/02/2003	85	Clear Channel Communications	Little Rock, AR	Pulaski
KXXA	AM	1330	C	Sports	Little Rock, AR	07/02/2003	85	Creative Media Inc	Conway, AR	Faulkner
KASR	FM	92.7	C	Sports	Little Rock, AR	07/02/2003	85	Creative Media Inc	Vilonia, AR	Faulkner
KHTE	FM	96.5	C	Urban/HpHo	Little Rock, AR	07/02/2003	85	Archway Broadcasting Group LLC	England, AR	Lonoke
KVLO	FM	101.7	C	Gospel	Little Rock, AR	07/02/2003	85	Citadel Broadcasting Corp	Humnoke, AR	Lonoke
KCNY	FM	107.1	C	AC	Little Rock, AR	07/02/2003	85	Crain Media Group LLC	Greenbrier, AR	Faulkner
KZTD	AM	1350	C	Mexican	Little Rock, AR	07/02/2003	85	Searcy Broadcasting Inc	Cabot, AR	Lonoke
KOLL	FM	106.3	C	Oldies	Little Rock, AR	07/02/2003	85	Archway Broadcasting Group LLC	Lonoke, AR	Lonoke
KKZR	FM	93.3	C	Rock	Little Rock, AR	07/02/2003	85	Archway Broadcasting Group LLC	Bryant, AR	Saline
KVDW	AM	1530	C	Gospl/Talk	Little Rock, AR	07/02/2003	85	Wells Broadcasting Inc	England, AR	Lonoke
KARN	FM	102.9	C	Nws/Tlk/Spt	Little Rock, AR	07/02/2003	85	Citadel Broadcasting Corp	Sheridan, AR	Grant
KLAL	FM	107.7	C	Top 40	Little Rock, AR	07/02/2003	85	Citadel Broadcasting Corp	Wrightsville, AR	Pulaski
KDIS	FM	99.5	C	Children	Little Rock, AR	07/02/2003	85	ABC/Disney	Little Rock, AR	Pulaski

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

"p" indicates pending sale to owner listed



FCC Geographic Market Definition for Little Rock, AR

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
KOKY	FM	102.1	C	Urban AC	Little Rock, AR	07/02/2003	85	Citadel Broadcasting Corp	Sherwood, AR	Pulaski
KWBF	FM	101.1	C	Alternative	Little Rock, AR	07/02/2003	85	Flinn Broadcasting Corporation	North Little Rock, AR	Pulaski
KWLR	FM	96.9	C	Christian	Little Rock, AR	07/02/2003	85	Flinn Broadcasting Corporation	Maumelle, AR	Pulaski
KABF	FM	88.3	NC	Variety	Little Rock, AR	07/02/2003	85	Arkansas Broadcasting Foundation Inc	Little Rock, AR	Pulaski
KLRE	FM	90.5	NC	Classical	Little Rock, AR	07/02/2003	85	Little Rock School District	Little Rock, AR	Pulaski
KUAR	FM	89.1	NC	Nws/Tlk/Inf	Little Rock, AR	07/02/2003	85	University of Arkansas	Little Rock, AR	Pulaski
KUCA	FM	91.3	NC	Top 40	Little Rock, AR	07/02/2003	85	University of Central Arkansas	Conway, AR	Faulkner

Number of Stations in Geographic Market 41

Previous Stations in Geographic Market

Merced, CA Arbitron Metro

Citadel currently owns and Citadel Broadcasting Company is licensee of station KDJK(FM), Facility ID No. 11241, Mariposa, California (Mariposa County). Mariposa County is included in the Merced, California Arbitron Metro. As is demonstrated herein, Citadel's ownership of KDJK(FM) complies with the Commission's local radio ownership rule.

As is shown on the attached "FCC Geographic Market Definition for Merced, CA," generated using BIA Financial Network, Inc.'s Media Access Pro database, there are 19 licensed, full power commercial and noncommercial radio stations in the Merced, CA Metro.

The Commission's multiple ownership rule (47 C.F.R. § 73.3555(a)) provides that in a radio market with between 15 and 29 (inclusive) full-power, commercial and noncommercial radio stations, a person or single entity may have a cognizable interest in not more than 6 commercial radio stations in total and not more than 4 commercial stations in the same service. ParentCo will have an attributable interest in 1 FM station in the Merced, CA Arbitron Metro, and therefore will comply with the Commission's multiple ownership rule in this market.



FCC Geographic Market Definition for Merced, CA

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
KAMB	FM	101.5	NC	ChrsContem	Merced, CA	07/02/2003	183	Central Valley Broadcasting Co Inc	Merced, CA	Merced
KLBS	AM	1330	C	Portuguese	Merced, CA	07/02/2003	183	Ethnic Radio Inc	Los Banos, CA	Merced
KABX	FM	97.5	C	Oldies	Merced, CA	07/02/2003	183	Mapleton Communications LLC	Merced, CA	Merced
KSKD	FM	95.9	C	Span/Mexcn	Merced, CA	07/02/2003	183	Gomez, Nelson F.	Dos Palos, CA	Merced
KHTN	FM	104.7	C	Rhymc/CHR	Merced, CA	07/02/2003	183	Buckley Broadcasting Corporation	Planada, CA	Merced
KUBB	FM	96.3	C	Country	Merced, CA	07/02/2003	183	Buckley Broadcasting Corporation	Mariposa, CA	Mariposa
KYOS	AM	1480	C	News/Talk	Merced, CA	07/02/2003	183	Mapleton Communications LLC	Merced, CA	Merced
KHPO	FM	106.3	C	Clsc Hits	Merced, CA	07/02/2003	183	Mapleton Communications LLC	Merced, CA	Merced
KCIV	FM	99.9	C	Relgn/Talk	Merced, CA	07/02/2003	183	Bott Radio Network	Mount Bullion, CA	Mariposa
KBRE	FM	92.5	C	Rock	Merced, CA	07/02/2003	183	Mapleton Communications LLC	Atwater, CA	Merced
KDJK	FM	103.9	C	Clsc Hits	Merced, CA	08/02/2004	183	Citadel Broadcasting Corp	Mariposa, CA	Mariposa
KNTO	FM	93.3	C	Span/Mexcn	Merced, CA	07/02/2003	183	Gomez, Nelson F.	Chowchilla, CA	Madera
KLOQ	FM	98.7	C	Span/Mexcn	Merced, CA	07/02/2003	183	Mapleton Communications LLC	Winton, CA	Merced
KQLB	FM	106.9	C	Spn/Int/VHt	Merced, CA	07/02/2003	183	VLB Broadcasting Inc	Los Banos, CA	Merced
KCJH	FM	89.1	NC	AC/Inspr	Merced, CA	07/02/2003	183	Your Christian Companion Network Inc	Livingston, CA	Merced
KEFR	FM	89.9	NC	Religion	Merced, CA	07/02/2003	183	Family Stations Inc	Le Grand, CA	Merced
KLVN	FM	88.3	NC	ChrsContem	Merced, CA	07/02/2003	183	Educational Media Foundation	Livingston, CA	Merced
KTIQ	AM	1660	C	Spanish	Merced, CA	07/02/2003	183	Mapleton Communications LLC	Merced, CA	Merced
KBKY	FM	94.1	C	Sports	Merced, CA	07/02/2003	183	KM Communications Inc	Merced, CA	Merced

Number of Stations in Geographic Market 19

Previous Stations in Geographic Market

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

"p" indicates pending sale to owner listed

Modesto, CA Arbitron Metro

Citadel currently owns and ParentCo will control stations KESP(AM), Facility ID No. 11233, Modesto, California (Stanislaus County); KATM(FM), Facility ID No. 11239, Modesto, California (Stanislaus County); KHKK(FM), Facility ID No. 11240, Modesto, California (Stanislaus County); KWNN(FM), Facility ID No. 60427, Turlock, California (Stanislaus County); and KHOP(FM), Facility ID No. 52528, Oakdale, California (Stanislaus County). Stanislaus County is included in the Modesto, California Arbitron Metro. As is demonstrated herein, ParentCo's ownership of KESP(AM), KATM(FM), KHKK(FM), KWNN(FM), and KHOP(FM) complies with the Commission's local radio ownership rule.

As is shown on the attached "FCC Geographic Market Definition for Modesto, CA," generated using BIA Financial Network, Inc.'s Media Access Pro database, there are 24 licensed, full power commercial and noncommercial radio stations in the Modesto, California Metro.

The Commission's multiple ownership rule (47 C.F.R. § 73.3555(a)) provides that in a radio market with between 15 and 29 (inclusive) full-power, commercial and noncommercial radio stations, a person or single entity may have a cognizable interest in not more than 6 commercial radio stations in total and not more than 4 commercial stations in the same service. ParentCo will have an attributable interest in 1 AM station and 4 FM stations in the Modesto, CA Arbitron Metro, and therefore will comply with the Commission's multiple ownership rule in this market.



FCC Geographic Market Definition for Modesto, CA

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
KATM	FM	103.3	C	Country	Modesto, CA	07/02/2003	111	Citadel Broadcasting Corp	Modesto, CA	Stanislaus
KLOC	AM	1390	C	Span/Mexcn	Modesto, CA	07/02/2003	111	Gomez, Nelson F.	Turlock, CA	Stanislaus
KFIV	AM	1360	C	News/Talk	Modesto, CA	07/02/2003	111	Clear Channel Communications	Modesto, CA	Stanislaus
KJSN	FM	102.3	C	Soft AC	Modesto, CA	07/02/2003	111	Clear Channel Communications	Modesto, CA	Stanislaus
KHKK	FM	104.1	C	Clsc Hits	Modesto, CA	07/02/2003	111	Citadel Broadcasting Corp	Modesto, CA	Stanislaus
KESP	AM	970	C	Sports	Modesto, CA	07/02/2003	111	Citadel Broadcasting Corp	Modesto, CA	Stanislaus
KVIN	AM	920	C	Adlt Strndr	Modesto, CA	07/02/2003	111	Threshold Communications	Ceres, CA	Stanislaus
KWNN	FM	98.3	C	CHR	Modesto, CA	07/02/2003	111	Citadel Broadcasting Corp	Turlock, CA	Stanislaus
KOSO	FM	93.1	C	Modern AC	Modesto, CA	07/02/2003	111	Clear Channel Communications	Patterson, CA	Stanislaus
KCBC	AM	770	C	Christian	Modesto, CA	07/02/2003	111	Crawford Broadcasting Company	Riverbank, CA	Stanislaus
KMRQ	FM	96.7	C	Mexcn/Olde	Modesto, CA	07/02/2003	111	Clear Channel Communications	Manteca, CA	San Joaquin
KTRB	AM	860	C	Talk	Modesto, CA	07/02/2003	111	Pappas Telecasting Companies	San Francisco, CA	San Francisco
KHOP	FM	95.1	C	Hot AC	Modesto, CA	07/02/2003	111	Citadel Broadcasting Corp	Oakdale, CA	Stanislaus
KCFA	FM	106.1	C	Span/Mexcn	Modesto, CA	07/02/2003	111	Gomez, Nelson F.	Arnold, CA	Calaveras
KRVR	FM	105.5	C	Smooth	Modesto, CA	07/02/2003	111	Threshold Communications	Copperopolis, CA	Calaveras
KCVR	FM	98.9	C	Span/Nstlg	Modesto, CA	07/02/2003	111	Entravision Holdings LLC	Columbia, CA	Tuolumne
KTSE	FM	97.1	C	Spanish AC	Modesto, CA	07/02/2003	111	Entravision Holdings LLC	Patterson, CA	Stanislaus
KBYN	FM	95.9	C	Span/Mexcn	Modesto, CA	07/02/2003	111	Gomez, Nelson F.	Arnold, CA	Calaveras
KBBU	FM	93.9	C	Mexican	Modesto, CA	07/02/2003	111	Bustos Media Enterprises LLC	Modesto, CA	Stanislaus
KADV	FM	90.5	NC	Christian	Modesto, CA	07/02/2003	111	Modesto Adventist Academy	Modesto, CA	Stanislaus
KBDG	FM	90.9	NC	Variety	Modesto, CA	07/02/2003	111	Assyrian American Civic Club	Turlock, CA	Stanislaus
KBES	FM	89.5	NC	Ethnic	Modesto, CA	07/02/2003	111	Bet-Nahrain Inc	Ceres, CA	Stanislaus
KCSS	FM	91.9	NC	Variety	Modesto, CA	07/02/2003	111	California State University	Turlock, CA	Stanislaus
KMPO	FM	88.7	NC	Ethnic	Modesto, CA	07/02/2003	111	Radio Bilingue Inc	Modesto, CA	Stanislaus
KPMP	AM	840	C	CP - NOA	Modesto, CA	10/27/2003	111	Pappas Telecasting Companies	Modesto, CA	Stanislaus

Number of Stations in Geographic Market 25

Previous Stations in Geographic Market

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

"p" indicates pending sale to owner listed

Memphis, TN Arbitron Metro

Citadel currently owns and ParentCo will control stations WXXM(FM), Facility ID No. 35399, Millington, Tennessee (Shelby County); WMPW(FM), Facility ID No. 33671, Munford, Tennessee (Tipton County); WGKX(FM), Facility ID No. 35009, Millington, Tennessee (Shelby County); and WRBO(FM), Facility ID No. 7075, Como, Mississippi (Panola County). Shelby and Tipton counties are included in the Memphis, Tennessee Arbitron Metro. Panola County is not included in an Arbitron Metro; however, Station WRBO(FM) reports the Memphis Metro as “home” market. Therefore, for Station WRBO(FM), compliance with the local radio ownership rule is demonstrated using both the Arbitron market methodology and the contour-overlap methodology. As is demonstrated herein, ParentCo’s ownership of WXXM(FM), WMPW(FM), WGKX(FM), and WRBO(FM) will comply with the Commission’s local radio ownership rule.

As is shown on the attached “FCC Geographic Market Definition for Memphis, TN,” generated using BIA Financial Network, Inc.’s Media Access Pro database, there are 55 licensed, full power commercial and noncommercial radio stations in the Memphis, Tennessee Metro.

The Commission’s multiple ownership rule (47 C.F.R. § 73.3555(a)) provides that in a radio market with 45 or more full-power, commercial and noncommercial radio stations, a person or single entity may have a cognizable interest in not more than 8 commercial radio stations in total and not more than 5 commercial stations in the same service. ParentCo will have an attributable interest in 4 FM stations in the Memphis, TN Arbitron Metro, and therefore will comply with the Commission’s multiple ownership rule in this market.

Also, as is shown on the attached contour analysis prepared by du Treil, Lundin and Rackley, ParentCo’s ownership of station WRBO(FM) also will comply with the Commission’s local radio ownership rule using the contour overlap methodology.



FCC Geographic Market Definition for Memphis, TN

Call Letters	AM/FM	Freq	Type		Home Market	Market	Home	Owner	City & State of License	County of License
			Station	Format		Designtn Date	Mkt Rank			
WXXM	FM	98.1	C	Rock	Memphis, TN	07/02/2003	49	Citadel Broadcasting Corp	Millington, TN	Shelby
KLCN	AM	910	C	News	Memphis, TN	07/02/2003	49	Sudbury Broadcast Group	Blytheville, AR	Mississippi
KOSE	AM	860	C	Gospel	Memphis, TN	07/02/2003	49	Sudbury Broadcast Group	Wilson, AR	Mississippi
KQPN	AM	730	C	Sports	Memphis, TN	07/02/2003	49	Simmons Media Group Inc	West Memphis, AR	Crittenden
WMPW	FM	98.9	C	Hip Hop	Memphis, TN	07/02/2003	49	Citadel Broadcasting Corp	Munford, TN	Tipton
KWAM	AM	990	C	Talk	Memphis, TN	07/02/2003	49	Concord Media Group Incorporated	Memphis, TN	Shelby
KJMS	FM	101.1	C	Urban AC	Memphis, TN	07/02/2003	49	Clear Channel Communications	Olive Branch, MS	De Soto
WDIA	AM	1070	C	Old/Blk/Tlk	Memphis, TN	07/02/2003	49	Clear Channel Communications	Memphis, TN	Shelby
WGKX	FM	105.9	C	Country	Memphis, TN	07/02/2003	49	Citadel Broadcasting Corp	Memphis, TN	Shelby
WMPS	AM	1210	C	Inspiration	Memphis, TN	07/02/2003	49	Flinn Broadcasting Corporation	Bartlett, TN	Shelby
WHBQ	AM	560	C	Sprts/Talk	Memphis, TN	07/02/2003	49	Flinn Broadcasting Corporation	Memphis, TN	Shelby
WHRK	FM	97.1	C	Urban	Memphis, TN	07/02/2003	49	Clear Channel Communications	Memphis, TN	Shelby
WSTN	AM	1410	C	Gospel	Memphis, TN	07/02/2003	49	Family Worship Center Church Inc	Somerville, TN	Fayette
WMQM	AM	1600	C	Christian	Memphis, TN	07/02/2003	49	F.W. Robbert Broadcasting	Lakeland, TN	Shelby
WKBL	AM	1250	C	Country	Memphis, TN	07/02/2003	49	Covington Broadcasting	Covington, TN	Tipton
WKBQ	FM	93.5	C	Soft AC	Memphis, TN	07/02/2003	49	Covington Broadcasting	Covington, TN	Tipton
WWTQ	AM	680	C	Talk	Memphis, TN	07/02/2003	49	Entercom	Memphis, TN	Shelby
WKRA	AM	1110	C	Urban/Gospl	Memphis, TN	07/02/2003	49	Autry, Billy	Holly Springs, MS	Marshall
WKRA	FM	92.7	C	Urban/AC	Memphis, TN	07/02/2003	49	Autry, Billy	Holly Springs, MS	Marshall
WLOK	AM	1340	C	Gospel	Memphis, TN	07/02/2003	49	Gilliam Communications Inc	Memphis, TN	Shelby
WMBZ	FM	94.1	C	Hot AC	Memphis, TN	07/02/2003	49	Entercom	Germantown, TN	Shelby
WMC	AM	790	C	Country	Memphis, TN	07/02/2003	49	CBS Radio	Memphis, TN	Shelby
WMC	FM	99.7	C	AC	Memphis, TN	07/02/2003	49	CBS Radio	Memphis, TN	Shelby
WLRM	AM	1380	C	Religion	Memphis, TN	07/02/2003	49	CPT&T Radio Station Inc	Millington, TN	Shelby
WCRV	AM	640	C	Relgn/Talk	Memphis, TN	07/02/2003	49	Bott Radio Network	Collierville, TN	Shelby
WREC	AM	600	C	Nws/Tlk/Inf	Memphis, TN	07/02/2003	49	Clear Channel Communications	Memphis, TN	Shelby
WRVR	FM	104.5	C	AC	Memphis, TN	07/02/2003	49	Entercom	Memphis, TN	Shelby
WVIM	FM	95.3	C	Oldies	Memphis, TN	05/10/2005	49	First Broadcasting Investment Partners, LLC	Coldwater, MS	Tate
WOWW	AM	1430	C	Children	Memphis, TN	07/02/2003	49	Flinn Broadcasting Corporation	Germantown, TN	Shelby
WRBO	FM	103.5	C	RhyBl/Oldes	Memphis, TN	07/02/2003	49	Citadel Broadcasting Corp	Como, MS	Panola
WGSF	AM	1030	C	Span/Mexcn	Memphis, TN	07/02/2003	49	Flinn Broadcasting Corporation	Memphis, TN	Shelby
WEGR	FM	102.7	C	Clsc Rock	Memphis, TN	07/02/2003	49	Clear Channel Communications	Memphis, TN	Shelby
KHLS	FM	96.3	C	Country	Memphis, TN	07/02/2003	49	Sudbury Broadcast Group	Blytheville, AR	Mississippi
KXHT	FM	107.1	C	Hip Hop	Memphis, TN	07/02/2003	49	Flinn Broadcasting Corporation	Marion, AR	Crittenden

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

"p" indicates pending sale to owner listed



FCC Geographic Market Definition for Memphis, TN

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
WBBP	AM	1480	C	Religion	Memphis, TN	07/02/2003	49	Bountiful Blessings	Memphis, TN	Shelby
WAVN	AM	1240	C	Gospel	Memphis, TN	07/02/2003	49	Flinn Broadcasting Corporation	Southaven, MS	De Soto
WPLX	AM	1180	NC	ChrsContem	Memphis, TN	07/02/2003	49	Educational Media Foundation	Germantown, TN	Shelby
WHAL	FM	95.7	C	Inspiration	Memphis, TN	07/02/2003	49	Clear Channel Communications	Horn Lake, MS	De Soto
WMFS	FM	92.9	C	Alternative	Memphis, TN	07/02/2003	49	CBS Radio	Bartlett, TN	Shelby
KQDD	FM	107.3	C	Rock	Memphis, TN	07/02/2003	49	Sudbury Broadcast Group	Osceola, AR	Mississippi
WCNA	FM	95.9	C	Clsc Rock	Tupelo, MS	07/02/2003	189	Air South Radio Inc	Potts Camp, MS	Marshall
WYYL	FM	96.1	C	Span/Varty	Memphis, TN	07/02/2003	49	Flinn Broadcasting Corporation	Tunica, MS	Tunica
WKVF	FM	94.9	NC	ChrsContem	Memphis, TN	07/02/2003	49	Educational Media Foundation	Byhalia, MS	Marshall
WHBQ	FM	107.5	C	CHR	Memphis, TN	07/02/2003	49	Flinn Broadcasting Corporation	Germantown, TN	Shelby
KKLV	FM	94.7	NC	ChrsContem	Memphis, TN	07/02/2003	49	Educational Media Foundation	Turrell, AR	Crittenden
KAMJ	FM	93.9	C	Urban	Memphis, TN	07/02/2003	49	Sudbury Broadcast Group	Gosnell, AR	Mississippi
KBCM	FM	88.3	NC	Christian	Memphis, TN	07/02/2003	49	American Family Association Incorporated	Blytheville, AR	Mississippi
WEVL	FM	89.9	NC	Variety	Memphis, TN	07/02/2003	49	Southern Communication Volunteers Inc	Memphis, TN	Shelby
WKNO	FM	91.1	NC	Clsc/News	Memphis, TN	07/02/2003	49	Mid-South Public Communications Foundation	Memphis, TN	Shelby
WQOX	FM	88.5	NC	Urban AC	Memphis, TN	07/02/2003	49	Memphis City Schools	Memphis, TN	Shelby
WUMR	FM	91.7	NC	Jazz	Memphis, TN	07/02/2003	49	University of Memphis	Memphis, TN	Shelby
WURC	FM	88.1	NC	Variety	Memphis, TN	07/02/2003	49	Rust College	Holly Springs, MS	Marshall
WYPL	FM	89.3	NC	Nws/Tlk/Inf	Memphis, TN	07/02/2003	49	Memphis Public Library & Info Center	Memphis, TN	Shelby
KCJF	FM	103.9	C	Clsc Rock	Memphis, TN	12/15/2003	49	Flinn, Catherine Joanna	Earle, AR	Crittenden
KBUD	FM	102.1	C	Black Gospl	Memphis, TN	02/02/2006	49	Flinn Broadcasting Corporation	Sardis, MS	Panola

Number of Stations in Geographic Market 55

Previous Stations in Geographic Market

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

"p" indicates pending sale to owner listed

Muncie-Marion, IN Arbitron Metro

Citadel currently owns and ParentCo will control station WMDH-FM, Facility ID No. 74092, New Castle, Indiana (Henry County). Henry County is not included in an Arbitron Metro; however, Station WMDH-FM reports the Muncie-Marion Metro as “home” market. Therefore, for Station WMDH-FM, compliance with the local radio ownership rule is demonstrated using both the Arbitron market methodology and the contour-overlap methodology. As is demonstrated herein, ParentCo’s ownership of WMDH-FM will comply with the Commission’s local radio ownership rule.

As is shown on the attached “FCC Geographic Market Definition for Muncie-Marion, IN,” generated using BIA Financial Network, Inc.’s Media Access Pro database, there are 17 licensed, full power commercial and noncommercial radio stations in the Muncie-Marion Metro.

The Commission’s multiple ownership rule (47 C.F.R. § 73.3555(a)) provides that in a radio market with between 15 and 29 (inclusive) full-power, commercial and noncommercial radio stations, a person or single entity may have a cognizable interest in not more than 6 commercial radio stations in total and not more than 4 commercial stations in the same service. ParentCo will have an attributable interest in 1 FM station in the Muncie-Marion Arbitron Metro, and therefore will comply with the Commission’s multiple ownership rule in this market.

Also, as is shown on the attached contour analysis prepared by du Treil, Lundin and Rackley, ParentCo’s ownership of station WMDH-FM also will comply with the Commission’s local radio ownership rule using the contour overlap methodology.



FCC Geographic Market Definition for Muncie-Marion, IN

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
WBAT	AM	1400	C	Oldies	Muncie-Marion, IN	07/02/2003	205	Mid-America Radio Group	Marion, IN	Grant
WBST	FM	92.1	NC	Clsc/News	Muncie-Marion, IN	07/02/2003	205	Ball State University	Muncie, IN	Delaware
WLHN	AM	990	C	Gospel	Muncie-Marion, IN	07/02/2003	205	Electronic Applications	Muncie, IN	Delaware
WGOM	AM	860	C	Nostalgia	Muncie-Marion, IN	07/02/2003	205	Mid-America Radio Group	Marion, IN	Grant
WXFN	AM	1340	C	Sports	Muncie-Marion, IN	07/02/2003	205	Backyard Broadcasting	Muncie, IN	Delaware
WLBC	FM	104.1	C	AC	Muncie-Marion, IN	07/02/2003	205	Backyard Broadcasting	Muncie, IN	Delaware
WMDH	FM	102.5	C	Country	Muncie-Marion, IN	07/02/2003	205	Citadel Broadcasting Corp	New Castle, IN	Henry
WMRI	FM	106.9	C	Lite AC	Muncie-Marion, IN	07/02/2003	205	Mid-America Radio Group	Marion, IN	Grant
WHTY	FM	93.5	C	Clsc Hits	Muncie-Marion, IN	07/02/2003	205	Backyard Broadcasting	Hartford City, IN	Blackford
WERK	FM	104.9	C	Oldies	Muncie-Marion, IN	07/02/2003	205	Backyard Broadcasting	Muncie, IN	Delaware
WCJC	FM	99.3	C	Country	Muncie-Marion, IN	07/02/2003	205	Mid-America Radio Group	Van Buren, IN	Grant
WBSW	FM	90.9	NC	Variety	Muncie-Marion, IN	07/02/2003	205	Ball State University	Marion, IN	Grant
WTUR	FM	89.7	NC	ChrsContem	Muncie-Marion, IN	07/02/2003	205	Taylor University Inc	Upland, IN	Grant
WWDS	FM	90.5	NC	Variety	Muncie-Marion, IN	07/02/2003	205	Delaware Community School Corp	Muncie, IN	Delaware
WWHI	FM	91.3	NC	Variety	Muncie-Marion, IN	07/02/2003	205	Ball State University	Muncie, IN	Delaware
WWMU	FM	88.3	NC	CP - NOA	Muncie-Marion, IN	03/11/2005	205	American Family Association Incorporated	Muncie, IN	Delaware
WJCO	FM	91.3	NC	ChrsContem	Muncie-Marion, IN	05/02/2005	205	CSN International	Montpelier, IN	Blackford
WHCI	FM	88.1	NC	Variety	Muncie-Marion, IN	07/02/2003	205	Blackford County School Corp	Hartford City, IN	Blackford

Number of Stations in Geographic Market 18

Previous Stations in Geographic Market

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

"p" indicates pending sale to owner listed

Muskegon, MI Arbitron Metro

Citadel currently owns and ParentCo will control stations WODJ(AM), Facility ID No. 53962, Whitehall, Michigan (Muskegon County); WCXT(FM), Facility ID No. Hart, Michigan (Oceana County); WVIB(FM), Facility ID No. 73994, Holton, Michigan (Muskegon County); and WLCS(FM), Facility ID No. 5396, North Muskegon, Michigan (Muskegon County). In addition, pursuant to a Local Marketing Agreement, Citadel Broadcasting Company currently provides greater than 15% of the programming for, and has filed an application on FCC Form 314 to acquire the license of Station WEFB-FM, Facility ID 53960, Whitehall, Michigan (Muskegon County). Muskegon County is located in the Muskegon, Michigan Arbitron Metro. Oceana County is not part of any Arbitron Metro. Station WCXT(FM), which is licensed to a community of license located in Oceana County, and reports the Muskegon Metro as “home” market, has been granted a construction permit (FCC File No. BPH-20040503AFG) to change its community of license to Coopersville, Michigan. The Coopersville location is listed in the Commission’s table of allocations found at 47 C.F.R. § 73.202. Coopersville is located in Ottawa County, which is part of the Grand Rapids Metro. Therefore, for Station WCXT(FM), compliance with the local radio ownership rule is shown for both the Grand Rapids Metro and the Muskegon Metro (*see supra*). In addition, since Oceana County is not included in an Arbitron Metro, for Station WCXT(FM), compliance with the local radio ownership rule is also demonstrated using the contour-overlap methodology. As is demonstrated herein, ParentCo’s ownership of WODJ(AM), WCXT(FM), WVIB(FM), and WLCS(FM), and its provision of greater than 15% of the programming, or ownership of WEFB-FM will comply with the Commission’s local radio ownership rule.

As is shown on the attached “FCC Geographic Market Definition for Muskegon, MI,” generated using BIA Financial Network, Inc.’s Media Access Pro database, there are 15 licensed, full power commercial and noncommercial radio stations in the Muskegon Metro.

The Commission’s multiple ownership rule (47 C.F.R. § 73.3555(a)) provides that in a radio market with between 15 and 29 (inclusive) full-power, commercial and noncommercial radio stations, a person or single entity may have a cognizable interest in not more than 6 commercial radio stations in total and not more than 4 commercial stations in the same service. ParentCo will have an attributable interest in 1 AM station and 4 FM stations in the Muskegon, MI Arbitron Metro, and therefore will comply with the Commission’s multiple ownership rule in this market.

Also, as is shown on the attached contour analysis prepared by du Treil, Lundin and Rackley, ParentCo’s ownership of station WCXT(FM) also will comply with the Commission’s local radio ownership rule using the contour overlap methodology.



FCC Geographic Market Definition for Muskegon, MI

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
WMRR	FM	101.7	C	Clsc Rock	Muskegon, MI	07/02/2003	232	Clear Channel Communications	Muskegon Heights, MI	Muskegon
WCXT	FM	105.3	C	AC	Muskegon, MI	07/02/2003	232	Citadel Broadcasting Corp	Coopersville, MI	Ottawa
WGVS	AM	850	NC	News/Talk	Muskegon, MI	07/02/2003	232	Grand Valley State University	Muskegon, MI	Muskegon
WKBZ	AM	1090	C	Talk	Muskegon, MI	07/02/2003	232	Clear Channel Communications	Muskegon, MI	Muskegon
WMUS	FM	106.9	C	Country	Muskegon, MI	07/02/2003	232	Clear Channel Communications	Muskegon, MI	Muskegon
WODJ	AM	1490	C	Sports	Muskegon, MI	07/02/2003	232	Citadel Broadcasting Corp	Whitehall, MI	Muskegon
WGVS	FM	95.3	NC	Jaz/Nws/Tlk	Muskegon, MI	07/02/2003	232	Grand Valley State University	Whitehall, MI	Muskegon
WVIB	FM	100.1	C	Top 40	Muskegon, MI	07/02/2003	232	Citadel Broadcasting Corp	Holton, MI	Muskegon
WMHG	AM	1600	C	Adlt Stndrd	Muskegon, MI	07/02/2003	232	Clear Channel Communications	Muskegon, MI	Muskegon
WLCS	FM	98.3	C	Oldies	Muskegon, MI	07/02/2003	232	Citadel Broadcasting Corp	North Muskegon, MI	Muskegon
WSNX	FM	104.5	C	CHR	Grand Rapids, MI	07/02/2003	67	Clear Channel Communications	Muskegon, MI	Muskegon
WEFG	FM	97.5	C	Country	Muskegon, MI	07/02/2003	232	p Citadel Broadcasting Corp	Whitehall, MI	Muskegon
WSHZ	FM	107.9	C	Bright AC	Muskegon, MI	07/02/2003	232	Clear Channel Communications	Muskegon, MI	Muskegon
WBLV	FM	90.3	NC	Clsc/Jazz	Muskegon, MI	07/02/2003	232	Blue Lake Fine Art Camp	Twin Lake, MI	Muskegon
WMCQ	FM	91.7	NC	Religion	Grand Rapids, MI	07/02/2003	67	American Family Association Incorporated	Muskegon, MI	Muskegon
WPQZ	FM	88.1	NC	CP - NOA	Grand Rapids, MI	07/02/2003	67	Great Lakes Community Broadcasting Inc	Muskegon, MI	Muskegon

Number of Stations in Geographic Market 16

Previous Stations in Geographic Market

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

"p" indicates pending sale to owner listed

Nashville, TN Arbitron Metro

Citadel currently owns and ParentCo will control stations WKDF(FM), Facility ID No. 16896, Nashville, Tennessee (Davidson County), and WGFY(FM), Facility ID No. 16893, Gallatin, Tennessee (Sumner County). Both Davidson and Sumner counties are included in the Nashville, Tennessee Arbitron Metro. As is demonstrated herein, ParentCo's ownership of WKDF(FM) and WGFY(FM) will comply with the Commission's local radio ownership rule.

As is shown on the attached "FCC Geographic Market Definition for Nashville, TN," generated using BIA Financial Network, Inc.'s Media Access Pro database, there are 61 licensed, full power commercial and noncommercial radio stations in the Nashville, Tennessee Metro.

The Commission's multiple ownership rule (47 C.F.R. § 73.3555(a)) provides that in a radio market with 45 or more full-power, commercial and noncommercial radio stations, a person or single entity may have a cognizable interest in not more than 8 commercial radio stations in total and not more than 5 commercial stations in the same service. ParentCo will have an attributable interest in 2 FM stations in the Nashville, TN Arbitron Metro, and therefore will comply with the Commission's multiple ownership rule in this market.



FCC Geographic Market Definition for Nashville, TN

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
WQSV	AM	790	C	Cntry/Gospl	Nashville, TN	07/02/2003	44	Sycamore Valley Broadcasting	Ashland City, TN	Cheatham
WAKM	AM	950	C	Country	Nashville, TN	07/02/2003	44	Franklin Radio Assoc	Franklin, TN	Williamson
WUBT	FM	101.1	C	Urban	Nashville, TN	07/02/2003	44	Clear Channel Communications	Russellville, KY	Logan
WCRT	AM	1160	C	Adlt Stndrd	Nashville, TN	07/02/2003	44	Bott Radio Network	Donelson, TN	Davidson
WYXE	AM	1130	C	Cntry/Oldes	Nashville, TN	07/02/2003	44	Iglesia de Dios Hispana Pentecostal, Nashville TN	Gallatin, TN	Sumner
WQSE	AM	1030	C	Gospel	Nashville, TN	07/02/2003	44	Canaan Communications	White Bluff, TN	Dickson
WPFD	AM	850	C	Country	Nashville, TN	07/02/2003	44	Martin, R.L., Trustee	Fairview, TN	Williamson
WAMB	AM	1200	C	Adlt Stndrd	Nashville, TN	07/02/2003	44	Great Southern Broadcasting Company Inc	Nashville, TN	Davidson
WDBL	AM	1590	C	News/Talk	Nashville, TN	07/02/2003	44	Lightning Broadcasting LLC	Springfield, TN	Robertson
WDKN	AM	1260	C	Country	Nashville, TN	07/02/2003	44	p Eubank, Oscar	Dickson, TN	Dickson
WGNS	AM	1450	C	Talk	Nashville, TN	07/02/2003	44	Rutherford Group Inc	Murfreesboro, TN	Rutherford
WHIN	AM	1010	C	Country	Nashville, TN	07/02/2003	44	WHIN Inc	Gallatin, TN	Sumner
WHEW	AM	1380	C	Mexican	Nashville, TN	07/02/2003	44	SG Communications	Franklin, TN	Williamson
WRLT	FM	100.1	C	AAA	Nashville, TN	07/02/2003	44	Tuned In Broadcasting Inc	Franklin, TN	Williamson
WNVL	AM	1240	C	Span/AdHts	Nashville, TN	07/02/2003	44	Davidson Media Group LLC	Nashville, TN	Davidson
WKDF	FM	103.3	C	Country	Nashville, TN	07/02/2003	44	Citadel Broadcasting Corp	Nashville, TN	Davidson
WLAC	AM	1510	C	Nws/Tlk/Spt	Nashville, TN	07/02/2003	44	Clear Channel Communications	Nashville, TN	Davidson
WNRQ	FM	105.9	C	Clsc Rock	Nashville, TN	07/02/2003	44	Clear Channel Communications	Nashville, TN	Davidson
WPLN	AM	1430	NC	Nws/Tlk/Clc	Nashville, TN	07/02/2003	44	Nashville Public Radio	Madison, TN	Davidson
WNSG	AM	880	C	Black Gospl	Nashville, TN	07/02/2003	44	Davidson Media Group LLC	Nashville, TN	Davidson
WWTN	FM	99.7	C	Talk	Nashville, TN	07/02/2003	44	Cumulus Broadcasting Inc	Manchester, TN	Coffee
WMGC	AM	810	C	Span/Mexcn	Nashville, TN	07/02/2003	44	Radio 810 Nashville Limited	Murfreesboro, TN	Rutherford
WNAH	AM	1360	C	Gospel	Nashville, TN	07/02/2003	44	Hermitage Broadcasting	Nashville, TN	Davidson
WNQM	AM	1300	C	Chrst/Talk	Nashville, TN	07/02/2003	44	F.W. Robbert Broadcasting	Nashville, TN	Davidson
WQQK	FM	92.1	C	UrbAC/R&B	Nashville, TN	07/02/2003	44	Cumulus Broadcasting Inc	Hendersonville, TN	Sumner
WQKR	AM	1270	C	Adlt Stndrd	Nashville, TN	07/02/2003	44	Venture Broadcasting LLC	Portland, TN	Sumner
WSGI	AM	1100	C	Variety	Nashville, TN	07/02/2003	44	Lightning Broadcasting LLC	Springfield, TN	Robertson
WYFN	AM	980	NC	Relig Music	Nashville, TN	07/02/2003	44	Bible Broadcasting Network	Nashville, TN	Davidson
WSIX	FM	97.9	C	Country	Nashville, TN	07/02/2003	44	Clear Channel Communications	Nashville, TN	Davidson
WSM	AM	650	C	Country	Nashville, TN	07/02/2003	44	Gaylord Entertainment Company	Nashville, TN	Davidson
WSM	FM	95.5	C	Country	Nashville, TN	07/02/2003	44	Cumulus Broadcasting Inc	Nashville, TN	Davidson
WNSR	AM	560	C	Sports	Nashville, TN	07/02/2003	44	Southern Wabash Communications Corporation	Brentwood, TN	Williamson
WCJK	FM	96.3	C	Jack	Nashville, TN	07/02/2003	44	South Central Communications Corporation	Murfreesboro, TN	Rutherford
WVOL	AM	1470	C	Rhythm/Blue	Nashville, TN	07/02/2003	44	Heidelberg Broadcasting LLC	Berry Hill, TN	Davidson

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

"p" indicates pending sale to owner listed



FCC Geographic Market Definition for Nashville, TN

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
WVRY	FM	105.1	C	Sothn Gspel	Nashville, TN	07/02/2003	44	Salem Communications Corporation	Waverly, TN	Humphreys
WMRO	AM	1560	C	Oldies	Nashville, TN	07/02/2003	44	Classic Broadcasting Inc	Gallatin, TN	Sumner
WGFX	FM	104.5	C	Spt/Nws/Tlk	Nashville, TN	07/02/2003	44	Citadel Broadcasting Corp	Gallatin, TN	Sumner
WBUZ	FM	102.9	C	New Rock	Nashville, TN	07/02/2003	44	Cromwell Group Inc, The	La Vergne, TN	Rutherford
WRVW	FM	107.5	C	Hot AC	Nashville, TN	07/02/2003	44	Clear Channel Communications	Lebanon, TN	Wilson
WJXA	FM	92.9	C	Lite AC	Nashville, TN	07/02/2003	44	South Central Communications Corporation	Nashville, TN	Davidson
WENO	AM	760	C	Chrst/Talk	Nashville, TN	07/02/2003	44	Trevecca Nazarene University	Nashville, TN	Davidson
WVNS	FM	102.5	C	Hot AC	Nashville, TN	07/02/2003	44	Cromwell Group Inc, The	Pegram, TN	Cheatham
WFFI	FM	93.7	C	ChrsContem	Nashville, TN	07/02/2003	44	Salem Communications Corporation	Kingston Springs, TN	Cheatham
WCRT	FM	98.7	C	Adlt Stndrd	Nashville, TN	07/02/2003	44	Great Southern Broadcasting Company Inc	Donelson, TN	Davidson
WFFH	FM	94.1	C	ChrsContem	Nashville, TN	07/02/2003	44	Salem Communications Corporation	Smyrna, TN	Rutherford
WFCM	AM	710	NC	Inspiration	Nashville, TN	07/02/2003	44	Moody Bible Institute of Chicago Incorporated	Smyrna, TN	Rutherford
WANT	FM	98.9	C	Country	Nashville, TN	07/02/2003	44	Bay, Susan	Lebanon, TN	Wilson
WBOZ	FM	104.9	C	Sothn Gspel	Nashville, TN	07/02/2003	44	Salem Communications Corporation	Woodbury, TN	Cannon
WNFN	FM	106.7	C	Sports	Nashville, TN	07/02/2003	44	Cumulus Broadcasting Inc	Belle Meade, TN	Davidson
WRQQ	FM	97.1	C	Oldies	Nashville, TN	07/02/2003	44	Cumulus Broadcasting Inc	Goodlettsville, TN	Davidson
WFCM	FM	91.7	NC	Inspiration	Nashville, TN	07/02/2003	44	Moody Bible Institute of Chicago Incorporated	Murfreesboro, TN	Rutherford
WFMQ	FM	91.5	NC	Variety	Nashville, TN	07/02/2003	44	Cumberland University	Lebanon, TN	Wilson
WFSK	FM	88.1	NC	Smooth	Nashville, TN	07/02/2003	44	Fisk University	Nashville, TN	Davidson
WMOT	FM	89.5	NC	Jazz	Nashville, TN	07/02/2003	44	Middle Tennessee State University	Murfreesboro, TN	Rutherford
WMTS	FM	88.3	NC	Variety	Nashville, TN	07/02/2003	44	Middle Tennessee State University	Murfreesboro, TN	Rutherford
WNAZ	FM	89.1	NC	Chrst/CHR	Nashville, TN	07/02/2003	44	Trevecca Nazarene University	Nashville, TN	Davidson
WNRZ	FM	91.5	NC	Christian	Nashville, TN	07/02/2003	44	Trevecca Nazarene University	Dickson, TN	Dickson
WPLN	FM	90.3	NC	Clsc/News	Nashville, TN	07/02/2003	44	Nashville Public Radio	Nashville, TN	Davidson
WRVU	FM	91.1	NC	Variety	Nashville, TN	07/02/2003	44	Vanderbilt University	Nashville, TN	Davidson
WVCP	FM	88.5	NC	Diverse	Nashville, TN	07/02/2003	44	Volunteer State Community College	Gallatin, TN	Sumner
WKDA	AM	900	C	Span/Trpcl	Nashville, TN	07/02/2003	44	Bay, Susan	Lebanon, TN	Wilson

Number of Stations in Geographic Market 61

Previous Stations in Geographic Market

WBVR	FM	96.7	C	Country	Bowling Green, KY	02/08/2005	211	Forever Communications Inc	Auburn, KY	Logan
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"C" - Commercial Station; "NC" - Non Commercial Station

"p" indicates pending sale to owner listed

New Bedford-Fall River, MA Arbitron Metro

Citadel currently owns and ParentCo will control stations WBSM(AM), Facility ID No. 10452, New Bedford, Massachusetts (Bristol County), and WFHN(FM), Facility ID No. 10453, Fairhaven, Massachusetts (Bristol County). Bristol County is included in the New Bedford-Fall River, Massachusetts Arbitron Metro, which is embedded in the Providence-Warwick-Pawtucket, Rhode Island Arbitron Metro. As is demonstrated herein, ParentCo's ownership of WBSM(AM) and WFHN(FM) will comply with the Commission's local radio ownership rule in the embedded New Bedford-Fall River, MA Arbitron Metro, and the Providence-Warwick-Pawtucket, RI Arbitron Metro (*see infra*).

As is shown on the attached "FCC Geographic Market Definition for New Bedford-Fall River, MA," generated using BIA Financial Network, Inc.'s Media Access Pro database, there are 9 licensed, full power commercial and noncommercial radio stations in the New Bedford-Fall River Metro.

The Commission's multiple ownership rule (47 C.F.R. § 73.3555(a)) provides that in a radio market with 14 or fewer full-power, commercial and noncommercial radio stations, a person or single entity may have a cognizable interest in not more than 5 commercial radio stations in total and not more than 3 commercial stations in the same service (provided that no person or single entity may have a cognizable interest in more than 50% of the full-power commercial and noncommercial radio stations in such market unless the combination of stations comprises not more than one AM and one FM station). ParentCo will have an attributable interest in 1 AM station and 1 FM station in the New Bedford-Fall River Arbitron Metro, and therefore will comply with the Commission's multiple ownership rule in this market.



FCC Geographic Market Definition for New Bedford-Fall River,

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
WHTB	AM	1400	C	Portg/Ethnc	New Bedford-Fall River, MA	07/02/2003	174	Karam, Bob & James	Fall River, MA	Bristol
WBSM	AM	1420	C	Nws/Tlk/Spt	New Bedford-Fall River, MA	07/02/2003	174	Citadel Broadcasting Corp	New Bedford, MA	Bristol
WJFD	FM	97.3	C	Portg/Varty	New Bedford-Fall River, MA	07/02/2003	174	Dinis, Edmund	New Bedford, MA	Bristol
WCTK	FM	98.1	C	Country	Providence-Warwick-Pawtucket, RI	07/02/2003	36	Hall Communications Inc	New Bedford, MA	Bristol
WNBH	AM	1340	C	Adlt Stndrd	New Bedford-Fall River, MA	07/02/2003	174	Hall Communications Inc	New Bedford, MA	Bristol
WSAR	AM	1480	C	Nws/Tlk/Spt	New Bedford-Fall River, MA	07/02/2003	174	Karam, Bob & James	Fall River, MA	Bristol
WFHN	FM	107.1	C	CHR	New Bedford-Fall River, MA	07/02/2003	174	Citadel Broadcasting Corp	Fairhaven, MA	Bristol
WSMU	FM	89.3	NC	Ecltc/News	New Bedford-Fall River, MA	07/02/2003	174	University of Massachusetts	North Dartmouth, MA	Bristol
WFHL	FM	88.1	NC	Ethnc/Relgn	New Bedford-Fall River, MA	10/21/2003	174	New Bedford Christian Radio Inc	New Bedford, MA	Bristol

Number of Stations in Geographic Market 9

Previous Stations in Geographic Market

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

"p" indicates pending sale to owner listed

New London, CT Arbitron Metro

Citadel currently owns and ParentCo will control stations WSUB(AM), Facility ID No. 10454, Groton, Connecticut (New London County); WXLN(FM), Facility ID No. 60251, Stonington, Connecticut (New London County); WQGN-FM, Facility ID No. 10455, Groton, Connecticut (New London County); and WMOS(FM), Facility ID No. 7996, Montauk, New York (Suffolk County). New London County is included in the New London Arbitron Metro. Although Suffolk County is included in the New York Arbitron Metro, WMOS(FM) reports the New London Metro as “home” market, and therefore, WMOS(FM) will demonstrate compliance with the local radio ownership rule in the New London Metro and the New York Metro (*see infra*).

As is shown on the attached “FCC Geographic Market Definition for New London, CT,” generated using BIA Financial Network, Inc.’s Media Access Pro database, there are 12 licensed, full power commercial and noncommercial radio stations in the New London Metro.

The Commission’s multiple ownership rule (47 C.F.R. § 73.3555(a)) provides that in a radio market with 14 or fewer full-power, commercial and noncommercial radio stations, a person or single entity may have a cognizable interest in not more than 5 commercial radio stations in total and not more than 3 commercial stations in the same service (provided that no person or single entity may have a cognizable interest in more than 50% of the full-power commercial and noncommercial radio stations in such market unless the combination of stations comprises not more than one AM and one FM station). ParentCo will have an attributable interest in 1 AM station and 3 FM stations in the New London Arbitron Metro, and therefore will comply with the Commission’s multiple ownership rule in this market.



FCC Geographic Market Definition for New London, CT

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
WCTY	FM	97.7	C	Country	New London, CT	07/02/2003	171	Hall Communications Inc	Norwich, CT	New London
WICH	AM	1310	C	Adlt Stndrd	New London, CT	07/02/2003	171	Hall Communications Inc	Norwich, CT	New London
WXLM	FM	102.3	C	News/Talk	New London, CT	07/02/2003	171	Citadel Broadcasting Corp	Stonington, CT	New London
WQGN	FM	105.5	C	CHR	New London, CT	07/02/2003	171	Citadel Broadcasting Corp	Groton, CT	New London
WSUB	AM	980	C	News/Talk	New London, CT	07/02/2003	171	Citadel Broadcasting Corp	Groton, CT	New London
WKNL	FM	100.9	C	Oldies	New London, CT	07/02/2003	171	Hall Communications Inc	New London, CT	New London
WBMW	FM	106.5	C	AC	New London, CT	07/02/2003	171	Red Wolf Broadcasting Inc	Ledyard, CT	New London
WNLC	FM	98.7	C	Adlt Stndrd	New London, CT	07/02/2003	171	Hall Communications Inc	East Lyme, CT	New London
WWRX	FM	107.7	C	Rhymc/Top4	New London, CT	07/02/2003	171	Red Wolf Broadcasting Inc	Pawcatuck, CT	New London
WMOS	FM	104.7	C	Clsc Rock	New London, CT	07/02/2003	171	Citadel Broadcasting Corp	Montauk, NY	Suffolk
WCNI	FM	90.9	NC	Variety	New London, CT	07/02/2003	171	Connecticut College Community Radio Inc	New London, CT	New London
WNPR	FM	89.1	NC	Variety	New London, CT	07/02/2003	171	Connecticut Public Broadcasting Inc	Norwich, CT	New London

Number of Stations in Geographic Market 12

Previous Stations in Geographic Market

WBEA	FM	101.7	C	Hot AC	Hamptons-Riverhead, NY	10/25/2004	259	Cherry Creek Radio LLC	Southold, NY	Suffolk
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New Orleans, LA Arbitron Metro

Citadel currently owns and ParentCo will control stations KKND(FM), Facility ID No. 58395, Port Sulphur, Louisiana (Plaquemines parish); WDVW(FM), Facility ID No. 117, La Place, Louisiana (St. John the Baptist parish); WMTI(FM), Facility ID No. 27951, Picayune, Mississippi (Pearl River County); and KMEZ(FM), Facility ID No. 12157, Belle Chasse, Louisiana (Plaquemines parish). St. John the Baptist parish is included in the New Orleans, Louisiana Arbitron Metro. Plaquemines parish and Pearl River County are not included in any Arbitron Metro; however, Stations KKND(FM) and KMEZ(FM), which are licensed to communities located in Plaquemines parish, and WMTI(FM), which is licensed to a community located in Pearl River County, report the New Orleans Metro as “home” market. Therefore, for Stations KKND(FM), KMEZ(FM), and WMTI(FM), compliance with the local radio ownership rule is demonstrated using both the Arbitron market methodology and the contour-overlap methodology. As is demonstrated herein, ParentCo’s ownership of KKND(FM), WDVW(FM), WMTI-FM, and KMEZ(FM) will comply with the Commission’s local radio ownership rule.

As is shown on the attached “FCC Geographic Market Definition for New Orleans, LA,” generated using BIA Financial Network, Inc.’s Media Access Pro database, there are 40 licensed, full power commercial and noncommercial radio stations in the New Orleans Metro.

The Commission’s multiple ownership rule (47 C.F.R. § 73.3555(a)) provides that in a radio market with between 30 and 44 (inclusive) full-power, commercial and noncommercial radio stations, a person or single entity may have a cognizable interest in not more than 7 commercial radio stations in total and not more than 4 commercial stations in the same service. ParentCo will have an attributable interest in 4 FM stations in the New Orleans, LA Arbitron Metro, and therefore will comply with the Commission’s multiple ownership rule in this market.

Also, as is shown on the attached contour analysis prepared by du Treil, Lundin and Rackley, ParentCo’s ownership of stations KKND(FM), KMEZ(FM), and WMTI(FM) also will comply with the Commission’s local radio ownership rule using the contour overlap methodology.



FCC Geographic Market Definition for New Orleans, LA

Call Letters	AM/FM	Freq	Type		Home Market	Market	Home	Owner	City & State of License	County of License
			Station	Format		Designtn Date	Mkt Rank			
WTIX	FM	94.3	C	Oldies	New Orleans, LA	07/02/2003	47	Fleur de Lis Broadcasting	Galliano, LA	Lafourche
KGLA	AM	1540	C	Spanish AC	New Orleans, LA	07/02/2003	47	Crocodile Broadcasting Corp	Gretna, LA	Jefferson
KKND	FM	106.7	C	Country	New Orleans, LA	07/02/2003	47	Citadel Broadcasting Corp	Port Sulphur, LA	Plaquemines
KHEV	FM	104.1	C	Gospel	New Orleans, LA	07/02/2003	47	Clear Channel Communications	Houma, LA	Terrebonne
WLMG	FM	101.9	C	Soft AC	New Orleans, LA	07/02/2003	47	Entercom	New Orleans, LA	Orleans
WASO	AM	730	C	News/Talk	New Orleans, LA	07/02/2003	47	America First Communications	Covington, LA	St Tammany
WBOK	AM	1230	C	DARK	New Orleans, LA	07/02/2003	47	Willis Broadcasting Corporation	New Orleans, LA	Orleans
WTKL	FM	105.3	C	Oldies	New Orleans, LA	07/02/2003	47	Entercom	Kenner, LA	St Tammany
WDVW	FM	92.3	C	Soft AC	New Orleans, LA	07/02/2003	47	Citadel Broadcasting Corp	Laplace, LA	St John The Baptist
WEZB	FM	97.1	C	CHR	New Orleans, LA	07/02/2003	47	Entercom	New Orleans, LA	Orleans
WCKW	AM	1010	C	Gospel	New Orleans, LA	07/02/2003	47	River Parish Radio Inc	Garyville, LA	St John The Baptist
WGSO	AM	990	C	News/Talk	New Orleans, LA	07/02/2003	47	MC Media LLC	New Orleans, LA	Orleans
WKBU	FM	95.7	C	Rock AC	New Orleans, LA	07/02/2003	47	Entercom	New Orleans, LA	Orleans
WLNO	AM	1060	C	Religion	New Orleans, LA	07/02/2003	47	Communicom	New Orleans, LA	Orleans
WNOE	FM	101.1	C	Country	New Orleans, LA	07/02/2003	47	Clear Channel Communications	New Orleans, LA	Orleans
WODT	AM	1280	C	Sports	New Orleans, LA	07/02/2003	47	Clear Channel Communications	New Orleans, LA	Orleans
WQUE	FM	93.3	C	Urban	New Orleans, LA	07/02/2003	47	Clear Channel Communications	New Orleans, LA	Orleans
WMTI	FM	106.1	C	Soft AC	New Orleans, LA	07/02/2003	47	Citadel Broadcasting Corp	Picayune, MS	Pearl River
WRNO	FM	99.5	C	Clsc Rock	New Orleans, LA	07/02/2003	47	Clear Channel Communications	New Orleans, LA	Orleans
WSLA	AM	1560	C	Sports	New Orleans, LA	07/02/2003	47	Mapa Broadcasting LLC	Slidell, LA	St Tammany
WSHO	AM	800	C	Religion	New Orleans, LA	07/02/2003	47	Shadowlands Communications LLC	New Orleans, LA	Orleans
WSMB	AM	1350	C	Talk	New Orleans, LA	07/02/2003	47	Entercom	New Orleans, LA	Orleans
WIST	AM	690	C	News/Talk	New Orleans, LA	07/02/2003	47	GHB Broadcasting	New Orleans, LA	Orleans
WVOG	AM	600	C	Chrst/Talk	New Orleans, LA	07/02/2003	47	F.W. Robbert Broadcasting	New Orleans, LA	Orleans
WBYU	AM	1450	C	Children	New Orleans, LA	07/02/2003	47	ABC/Disney	New Orleans, LA	Orleans
WWL	AM	870	C	Nws/Tlk/Spt	New Orleans, LA	07/02/2003	47	Entercom	New Orleans, LA	Orleans
WYLD	AM	940	C	Gospel	New Orleans, LA	07/02/2003	47	Clear Channel Communications	New Orleans, LA	Orleans
WYLD	FM	98.5	C	Urban AC	New Orleans, LA	07/02/2003	47	Clear Channel Communications	New Orleans, LA	Orleans
WFNO	AM	830	C	Span/Varty	New Orleans, LA	07/02/2003	47	MC Media LLC	Norco, LA	St Charles
KKNO	AM	750	C	Christian	New Orleans, LA	07/02/2003	47	Blakes, Robert C, Sr	Gretna, LA	Jefferson
KMEZ	FM	102.9	C	Urban AC	New Orleans, LA	07/02/2003	47	Citadel Broadcasting Corp	Belle Chasse, LA	Plaquemines
WPRF	FM	94.9	C	Chrst/Gospl	New Orleans, LA	07/02/2003	47	Dowdy, Wayne	Reserve, LA	St John The Baptist
WJSH	FM	104.7	C	70s & 80s	New Orleans, LA	07/02/2003	47	Dowdy, Wayne	Folsom, LA	St Tammany
WYLK	FM	94.7	C	Chrst/Gospl	New Orleans, LA	07/02/2003	47	Dowdy, Wayne	Lacombe, LA	St Tammany

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

"p" indicates pending sale to owner listed



FCC Geographic Market Definition for New Orleans, LA

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
WBSN	FM	89.1	NC	DARK	New Orleans, LA	07/02/2003	47	Providence Educational Foundation	New Orleans, LA	Orleans
WRBH	FM	88.3	NC	DARK	New Orleans, LA	07/02/2003	47	Radio for the Blind & Handicap Inc	New Orleans, LA	Orleans
WTUL	FM	91.5	NC	Progressive	New Orleans, LA	07/02/2003	47	Tulane Educational Fund	New Orleans, LA	Orleans
KNOU	FM	104.5	C	Urban CHR	New Orleans, LA	07/02/2003	47	On Top Communications	Empire, LA	Plaquemines
WWNO	FM	89.9	NC	Clsc/NPR	New Orleans, LA	07/02/2003	47	Louisiana State University	New Orleans, LA	Orleans
WWOZ	FM	90.7	NC	Variety	New Orleans, LA	07/02/2003	47	Friends of WWOZ Inc	New Orleans, LA	Orleans

Number of Stations in Geographic Market 40

Previous Stations in Geographic Market

KCIL	FM	107.5	C	Country		12/06/2005	0	Sunburst Media Inc	Houma, LA	Terrebonne
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Oklahoma City, OK Arbitron Metro

Citadel currently owns and ParentCo will control stations WWLS(AM), Facility ID No. 22190, Moore, Oklahoma (Oklahoma County); WKY(AM), Facility ID No. 23418, Oklahoma City, Oklahoma (Oklahoma County); KATT-FM, Facility ID No. 8797, Oklahoma City, Oklahoma (Oklahoma County); WWLS-FM, Facility ID No. 6509, Bethany, Oklahoma (Oklahoma County); KKWD(FM), Facility ID No. 37435, Edmund, Oklahoma (Oklahoma County); KYIS(FM), Facility ID No. 8798, Oklahoma City, Oklahoma (Oklahoma County); and KINB(FM), Facility ID No. 88376, Kingfisher, Oklahoma (Kingfisher County). In addition, pursuant to a Local Marketing Agreement, Citadel Broadcasting Company provides greater than 15% of the programming for Station KQOB(FM), Facility ID 10857, Enid, Oklahoma (Garfield County). Oklahoma County is included in the Oklahoma City, Oklahoma Arbitron Metro. Kingfisher and Garfield counties are not included in an Arbitron Metro; however, Station KINB(FM), which is licensed to a community located in Kingfisher County, and KQOB(FM), which is licensed to a community located in Garfield County, report the Oklahoma City, Oklahoma Metro as “home” market. Therefore, for Stations KINB(FM) and KQOB(FM), the local radio ownership showing is provided using both the Arbitron market methodology and the contour-overlap methodology. As is demonstrated herein, ParentCo’s ownership of WWLS(AM), WKY(AM), KATT-FM, WWLS-FM, KKWD(FM), KYIS(FM), and KINB(FM), and its provision of greater than 15% of the programming of KQOB(FM) will exceed the Commission’s current local radio ownership rule.

As is shown on the attached “FCC Geographic Market Definition for Oklahoma City, OK,” generated using BIA Financial Network, Inc.’s Media Access Pro database, there are 41 licensed, full power commercial and noncommercial radio stations in the Oklahoma City Metro.

The Commission’s multiple ownership rule (47 C.F.R. § 73.3555(a)) provides that in a radio market with between 30 and 44 (inclusive) full-power, commercial and noncommercial radio stations, a person or single entity may have a cognizable interest in not more than 7 commercial radio stations in total and not more than 4 commercial stations in the same service. ParentCo will have an attributable interest in 2 AM stations and 6 FM stations in the Oklahoma City, OK Arbitron Metro, and therefore will exceed the local radio ownership limits by 2 FM stations.

As is shown on the attached contour analysis prepared by du Treil, Lundin and Rackley, ParentCo’s ownership of stations KINB(FM) and KQOB(FM) will comply with the Commission’s local radio ownership rule using the contour overlap methodology.



FCC Geographic Market Definition for Oklahoma City, OK

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
KRXO	FM	107.7	C	Clsc Rock	Oklahoma City, OK	07/02/2003	53	Renda Broadcasting Corporation	Oklahoma City, OK	Oklahoma
KRMP	AM	1140	C	Urban AC	Oklahoma City, OK	07/02/2003	53	Perry Broadcasting Company Inc	Oklahoma City, OK	Oklahoma
KATT	FM	100.5	C	AOR	Oklahoma City, OK	07/02/2003	53	Citadel Broadcasting Corp	Oklahoma City, OK	Oklahoma
KWEY	FM	97.3	C	Country	Oklahoma City, OK	08/16/2005	53	Tyler Media Corporation	Blanchard, OK	McClain
KEBC	AM	1340	C	Talk	Oklahoma City, OK	07/02/2003	53	Clear Channel Communications	Midwest City, OK	Oklahoma
KHBZ	FM	94.7	C	Rock	Oklahoma City, OK	07/02/2003	53	Clear Channel Communications	Oklahoma City, OK	Oklahoma
KGFF	AM	1450	C	Adlt Stndrd	Oklahoma City, OK	07/02/2003	53	Citizen Potawatomi National Inc	Shawnee, OK	Pottawatomie
KGOU	FM	106.3	NC	Nws/Jaz/R&	Oklahoma City, OK	07/02/2003	53	University of Oklahoma	Norman, OK	Cleveland
WWLS	FM	104.9	C	Sprts/Talk	Oklahoma City, OK	07/02/2003	53	Citadel Broadcasting Corp	Bethany, OK	Oklahoma
KJYO	FM	102.7	C	CHR	Oklahoma City, OK	07/02/2003	53	Clear Channel Communications	Oklahoma City, OK	Oklahoma
KKWD	FM	97.9	C	CHR/Rhymc	Oklahoma City, OK	07/02/2003	53	Citadel Broadcasting Corp	Edmond, OK	Oklahoma
KOMA	FM	92.5	C	Oldies	Oklahoma City, OK	07/02/2003	53	Renda Broadcasting Corporation	Oklahoma City, OK	Oklahoma
KTST	FM	101.9	C	Country	Oklahoma City, OK	07/02/2003	53	Clear Channel Communications	Oklahoma City, OK	Oklahoma
WWLS	AM	640	C	Sports	Oklahoma City, OK	07/02/2003	53	Citadel Broadcasting Corp	Moore, OK	Cleveland
KMGL	FM	104.1	C	AC	Oklahoma City, OK	07/02/2003	53	Renda Broadcasting Corporation	Oklahoma City, OK	Oklahoma
KMFS	AM	1490	C	Gospel	Oklahoma City, OK	07/02/2003	53	Family Worship Center Church Inc	Guthrie, OK	Logan
KOKC	AM	1520	C	News/Talk	Oklahoma City, OK	07/02/2003	53	Renda Broadcasting Corporation	Oklahoma City, OK	Oklahoma
KQCV	AM	800	C	Relgn/Talk	Oklahoma City, OK	07/02/2003	53	Bott Radio Network	Oklahoma City, OK	Oklahoma
KVSP	FM	103.5	C	Urban	Oklahoma City, OK	11/04/2004	53	Perry Broadcasting Company Inc	Anadarko, OK	Caddo
KIRC	FM	105.9	C	Country	Oklahoma City, OK	07/02/2003	53	One Ten Broadcast Group	Seminole, OK	Seminole
KKNG	FM	93.3	C	Country	Oklahoma City, OK	07/02/2003	53	Tyler Media Corporation	Newcastle, OK	McClain
KTOK	AM	1000	C	News/Talk	Oklahoma City, OK	07/02/2003	53	Clear Channel Communications	Oklahoma City, OK	Oklahoma
KOCY	AM	1560	C	Children	Oklahoma City, OK	08/09/2003	53	Tyler Media Corporation	Del City, OK	Oklahoma
KTUZ	FM	106.7	C	Span/Mexcn	Oklahoma City, OK	07/02/2003	53	Tyler Media Corporation	Okarche, OK	Canadian
KXXY	FM	96.1	C	Country	Oklahoma City, OK	07/02/2003	53	Clear Channel Communications	Oklahoma City, OK	Oklahoma
KYIS	FM	98.9	C	Modern AC	Oklahoma City, OK	07/02/2003	53	Citadel Broadcasting Corp	Oklahoma City, OK	Oklahoma
KZUE	AM	1460	C	Span/Varty	Oklahoma City, OK	07/02/2003	53	La Tremenda Radio Mexico, Inc.	El Reno, OK	Canadian
WKY	AM	930	C	Mexican	Oklahoma City, OK	07/02/2003	53	Citadel Broadcasting Corp	Oklahoma City, OK	Oklahoma
KREF	AM	1400	C	Sprts/Talk	Oklahoma City, OK	07/02/2003	53	Fox Family	Norman, OK	Cleveland
KTLV	AM	1220	C	Black Gospl	Oklahoma City, OK	07/02/2003	53	First Choice Broadcasting	Midwest City, OK	Oklahoma
KTLR	AM	890	C	Talk	Oklahoma City, OK	07/02/2003	53	Tyler Media Corporation	Oklahoma City, OK	Oklahoma
KQOB	FM	96.9	C	Country	Oklahoma City, OK	07/02/2003	53	Chisholm Trail Broadcasting Co.	Enid, OK	Garfield
KQCV	FM	95.1	C	Relgn/Talk	Oklahoma City, OK	07/02/2003	53	Bott Radio Network	Shawnee, OK	Pottawatomie
KINB	FM	105.3	C	Mexican	Oklahoma City, OK	07/02/2003	53	Citadel Broadcasting Corp	Kingfisher, OK	Kingfisher

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

"p" indicates pending sale to owner listed



FCC Geographic Market Definition for Oklahoma City, OK

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
KALU	FM	89.3	NC	Urb/HHp/Jaz	Oklahoma City, OK	07/02/2003	53	Langston University	Langston, OK	Logan
KCSC	FM	90.1	NC	Classical	Oklahoma City, OK	07/02/2003	53	University of Central Oklahoma	Edmond, OK	Oklahoma
KMSI	FM	88.1	NC	Gospel	Oklahoma City, OK	07/02/2003	53	Creative Educational Media Corp Inc	Moore, OK	Cleveland
KOKF	FM	90.9	NC	CHR	Oklahoma City, OK	07/02/2003	53	RDM Broadcasting Enterprises Inc	Edmond, OK	Oklahoma
KOSU	FM	91.7	NC	Classical	Oklahoma City, OK	09/12/2005	53	Oklahoma State University	Stillwater, OK	Payne
KROU	FM	105.7	NC	Nws/Tlk/Jaz	Oklahoma City, OK	07/02/2003	53	University of Oklahoma	Spencer, OK	Oklahoma
KYLV	FM	88.9	NC	ChrsContem	Oklahoma City, OK	07/02/2003	53	Educational Media Foundation	Oklahoma City, OK	Oklahoma
KSSO	FM	89.3	NC	CP - NOA	Oklahoma City, OK	08/12/2005	53	Family Worship Center Church Inc	Norman, OK	Cleveland

Number of Stations in Geographic Market 42

Previous Stations in Geographic Market

Portland, ME Arbitron Metro

Citadel currently owns and ParentCo will control stations WCYI(FM), Facility ID No. 26389, Lewiston, Maine (Androscoggin County); WBLM(FM), Facility ID No. 22878, Portland, Maine (Cumberland County); WCYY(FM), Facility ID No. 22880, Biddeford, Maine (York County); WCLZ(FM), Facility ID No. 56569, Brunswick, Maine (Cumberland County); WHOM(FM), Facility ID No. 49687, Mt. Washington, New Hampshire (Coos County); and WJBQ(FM), Facility ID No. 3134, Portland, Maine (Cumberland County). Cumberland County is included in the Portland, Maine Arbitron Metro. York and Coos counties are not included in an Arbitron Metro; however, Station WCYY(FM), which is licensed to a community located in York County, and WHOM(FM), which is licensed to a community located in Coos County, report the Portland, Maine Metro as “home” market. Therefore, for Stations WCYY(FM) and WHOM(FM), the local radio ownership showing is provided using both the Arbitron market methodology and the contour-overlap methodology. Although Androscoggin County is included in the Lewiston-Auburn Arbitron Metro, WCYI(FM) reports the Portland Metro as “home” market, and therefore, for local radio ownership purposes, WCYI(FM) will be included in both the Portland and the Lewiston-Auburn Metros (*see supra*). As is demonstrated herein, ParentCo’s ownership of WCYI(FM), WBLM(FM), WCYY(FM), WCLZ(FM), WHOM(FM), and WJBQ(FM) will exceed the Commission’s current local radio ownership rule.

As is shown on the attached “FCC Geographic Market Definition for Portland, ME,” generated using BIA Financial Network, Inc.’s Media Access Pro database, there are 30 licensed, full power commercial and noncommercial radio stations in the Portland Arbitron Metro.

The Commission’s multiple ownership rule (47 C.F.R. § 73.3555(a)) provides that in a radio market with between 30 and 44 (inclusive) full-power, commercial and noncommercial radio stations, a person or single entity may have a cognizable interest in not more than 7 commercial radio stations in total and not more than 4 commercial stations in the same service. ParentCo will have an attributable interest in 6 FM stations in the Portland, ME Arbitron Metro, and therefore will exceed the local radio ownership limits by 2 FM stations.

As is shown on the attached contour analysis prepared by du Treil, Lundin and Rackley, ParentCo’s ownership of stations WCYY(FM) and WHOM(FM) will comply with the Commission’s local radio ownership rule using the contour overlap methodology.



FCC Geographic Market Definition for Portland, ME

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
WCYI	FM	93.9	C	Modern	Portland, ME	07/02/2003	167	Citadel Broadcasting Corp	Lewiston, ME	Androscoggin
WBLM	FM	102.9	C	Clsc Rock	Portland, ME	07/02/2003	167	Citadel Broadcasting Corp	Portland, ME	Cumberland
WCYY	FM	94.3	C	Modern	Portland, ME	07/02/2003	167	Citadel Broadcasting Corp	Biddeford, ME	York
WCLZ	FM	98.9	C	AAA	Portland, ME	07/02/2003	167	Citadel Broadcasting Corp	Brunswick, ME	Cumberland
WBQW	FM	106.3	C	Classical	Portland, ME	07/02/2003	167	Nassau Broadcasting Partners LP	Scarborough, ME	Cumberland
WGAN	AM	560	C	News/Talk	Portland, ME	07/02/2003	167	Saga Communications Inc	Portland, ME	Cumberland
WTHH	FM	99.9	C	Country	Portland, ME	07/02/2003	167	Nassau Broadcasting Partners LP	Auburn, ME	Androscoggin
WHOM	FM	94.9	C	Soft AC	Portland, ME	07/02/2003	167	Citadel Broadcasting Corp	Mt. Washington, NH	Coos
WBCI	FM	105.9	C	Chrst/Talk	Portland, ME	07/02/2003	167	Blount Communications Group	Bath, ME	Sagadahoc
WJBQ	FM	97.9	C	Top 40	Portland, ME	07/02/2003	167	Citadel Broadcasting Corp	Portland, ME	Cumberland
WJTO	AM	730	C	Easy	Portland, ME	02/06/2004	167	Bob Bittner Broadcasting Inc	Bath, ME	Sagadahoc
WJJB	AM	900	C	Sprts/Talk	Portland, ME	07/02/2003	167	Atlantic Coast Radio LLC	Brunswick, ME	Cumberland
WFNK	FM	107.5	C	Clsc Hits	Portland, ME	07/02/2003	167	Nassau Broadcasting Partners LP	Lewiston, ME	Androscoggin
WLOB	AM	1310	C	Talk	Portland, ME	02/09/2005	167	Atlantic Coast Radio LLC	Portland, ME	Cumberland
WJAE	AM	1440	C	Sports	Portland, ME	07/02/2003	167	Atlantic Coast Radio LLC	Westbrook, ME	Cumberland
WMGX	FM	93.1	C	Hot AC	Portland, ME	07/02/2003	167	Saga Communications Inc	Portland, ME	Cumberland
WRED	FM	95.9	C	Hip Hop	Portland, ME	07/02/2003	167	Atlantic Coast Radio LLC	Saco, ME	York
WBAE	AM	1490	C	Adlt Stndrd	Portland, ME	07/02/2003	167	Saga Communications Inc	Portland, ME	Cumberland
WPOR	FM	101.9	C	Country	Portland, ME	07/02/2003	167	Saga Communications Inc	Portland, ME	Cumberland
WZAN	AM	970	C	Talk	Portland, ME	07/02/2003	167	Saga Communications Inc	Portland, ME	Cumberland
WYNZ	FM	100.9	C	Oldies	Portland, ME	07/02/2003	167	Saga Communications Inc	Westbrook, ME	Cumberland
WLVP	AM	870	C	Talk	Portland, ME	07/02/2003	167	Nassau Broadcasting Partners LP	Gorham, ME	Cumberland
WJJB	FM	95.5	C	Sports	Portland, ME	07/02/2003	167	Atlantic Coast Radio LLC	Topsham, ME	Sagadahoc
WHXR	FM	106.7	C	Clsc Rock	Portland, ME	07/02/2003	167	Nassau Broadcasting Partners LP	North Windham, ME	Cumberland
WHXQ	FM	104.7	C	Clsc Rock	Portland, ME	02/09/2005	167	Nassau Broadcasting Partners LP	Kennebunkport, ME	York
WBOR	FM	91.1	NC	Variety	Portland, ME	07/02/2003	167	Bowdoin College	Brunswick, ME	Cumberland
WMEA	FM	90.1	NC	News/Clsc	Portland, ME	07/02/2003	167	Maine Public Broadcasting Corporation	Portland, ME	Cumberland
WMPG	FM	90.9	NC	Educational	Portland, ME	07/02/2003	167	University of Maine System	Gorham, ME	Cumberland
WMSJ	FM	89.3	NC	ChrsContem	Portland, ME	07/02/2003	167	Downeast Christian Communications	Freeport, ME	Cumberland
WSJB	FM	91.5	NC	CHR	Portland, ME	07/02/2003	167	St Joseph College	Standish, ME	Cumberland

Number of Stations in Geographic Market 30

Previous Stations in Geographic Market

WVAE	AM	1400	C	Adlt Stndrd		02/09/2005	0	Saga Communications Inc	Biddeford, ME	York
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"C" - Commercial Station; "NC" - Non Commercial Station

"p" indicates pending sale to owner listed



FCC Geographic Market Definition for Portland, ME

Call Letters	AM/ FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
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"C" - Commercial Station; "NC" - Non Commercial Station

"p" indicates pending sale to owner listed

Portsmouth-Dover-Rochester, NH Arbitron Metro

Citadel currently owns and ParentCo will control stations WOKQ(FM), Facility ID No. 22887, Dover, New Hampshire (Strafford County); WSAK(FM), Facility ID No. 12155, Hampton, New Hampshire (Rockingham County); and WSHK(FM), Facility ID No. 4380, Kittery, Maine (York County). Strafford, Rockingham, and the portion of York County containing Kittery, Maine are included in the Portsmouth-Dover-Rochester Arbitron Metro. As is demonstrated herein, ParentCo's ownership of WOKQ(FM), WSAK(FM) and WSHK(FM) will comply with the Commission's local radio ownership rule.

As is shown on the attached "FCC Geographic Market Definition for Portsmouth-Dover-Rochester, NH," generated using BIA Financial Network, Inc.'s Media Access Pro database, there are 19 licensed, full power commercial and noncommercial radio stations in the Portsmouth-Dover-Rochester Metro.

The Commission's multiple ownership rule (47 C.F.R. § 73.3555(a)) provides that in a radio market with between 15 and 29 (inclusive) full-power, commercial and noncommercial radio stations, a person or single entity may have a cognizable interest in not more than 6 commercial radio stations in total and not more than 4 commercial stations in the same service. ParentCo will have an attributable interest in 3 FM stations in the Portsmouth-Dover-Rochester, NH Arbitron Metro, and therefore will comply with the Commission's multiple ownership rule in this market.



FCC Geographic Market Definition for

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
WMYF	AM	1380	C	Nostalgia	Portsmouth-Dover-Rochester, NH	07/02/2003	114	Clear Channel Communications	Portsmouth, NH	Rockingham
WPHX	FM	92.1	C	Alternative	Portsmouth-Dover-Rochester, NH	07/02/2003	114	Phoenix Media Communications	Sanford, ME	York
WERZ	FM	107.1	C	Top 40	Portsmouth-Dover-Rochester, NH	07/02/2003	114	Clear Channel Communications	Exeter, NH	Rockingham
WCEC	AM	1110	C	Spn/Tlk/Nws	Portsmouth-Dover-Rochester, NH	07/02/2003	114	Costa Eagle Broadcasting Inc	Salem, NH	Rockingham
WHEB	FM	100.3	C	Rock	Portsmouth-Dover-Rochester, NH	07/02/2003	114	Clear Channel Communications	Portsmouth, NH	Rockingham
WGIP	AM	1540	C	Nws/Tlk/Spt	Portsmouth-Dover-Rochester, NH	07/02/2003	114	Clear Channel Communications	Exeter, NH	Rockingham
WOKQ	FM	97.5	C	Country	Portsmouth-Dover-Rochester, NH	07/02/2003	114	Citadel Broadcasting Corp	Dover, NH	Strafford
WTSN	AM	1270	C	Talk/Sprts	Portsmouth-Dover-Rochester, NH	07/02/2003	114	Garrison City Broadcasting	Dover, NH	Strafford
WGIN	AM	930	C	Nws/Tlk/Spt	Portsmouth-Dover-Rochester, NH	07/02/2003	114	Clear Channel Communications	Rochester, NH	Strafford
WQSO	FM	96.7	C	Oldies	Portsmouth-Dover-Rochester, NH	07/02/2003	114	Clear Channel Communications	Rochester, NH	Strafford
WUBB	FM	95.3	C	Country	Portsmouth-Dover-Rochester, NH	07/02/2003	114	Clear Channel Communications	York Center, ME	York
WWNH	AM	1340	C	Religion	Portsmouth-Dover-Rochester, NH	07/02/2003	114	Harvest Broadcasting Services	Madbury, NH	Strafford
WSAK	FM	102.1	C	Clsc Rock	Portsmouth-Dover-Rochester, NH	07/02/2003	114	Citadel Broadcasting Corp	Hampton, NH	Rockingham
WSHK	FM	105.3	C	Clsc Rock	Portsmouth-Dover-Rochester, NH	07/02/2003	114	Citadel Broadcasting Corp	Kittery, ME	York
WBYY	FM	98.7	C	Soft AC	Portsmouth-Dover-Rochester, NH	07/02/2003	114	Garrison City Broadcasting	Somersworth, NH	Strafford
WMEX	FM	106.5	C	Oldies	Portsmouth-Dover-Rochester, NH	07/02/2003	114	Jackson, Dennis	Farmington, NH	Strafford
WPEA	FM	90.5	NC	Variety	Portsmouth-Dover-Rochester, NH	07/02/2003	114	Phillips Exeter Academy	Exeter, NH	Rockingham
WUNH	FM	91.3	NC	Alternative	Portsmouth-Dover-Rochester, NH	07/02/2003	114	University of New Hampshire	Durham, NH	Strafford
WWPC	FM	91.7	NC	Religion	Portsmouth-Dover-Rochester, NH	07/02/2003	114	Morning Star Academy	New Durham, NH	Strafford

Number of Stations in Geographic Market 19

Previous Stations in Geographic Market

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

"p" indicates pending sale to owner listed

Providence-Warwick-Pawtucket, RI Arbitron Metro

Citadel currently owns and ParentCo will control stations WBSM(AM), Facility ID No. 10452, New Bedford, Massachusetts (Bristol County); WSKO(AM), Facility ID No. 64840, Providence, Rhode Island (Providence County); WPRO(AM), Facility ID No. 64843, Providence, Rhode Island (Providence County); WPRO-FM, Facility ID No. 64841, Providence, Rhode Island (Providence County); WWLI(FM), Facility ID No. 64838, Providence, Rhode Island (Providence County); WWKX(FM), Facility ID No. 65198, Woonsocket, Rhode Island (Providence County); WFHN(FM), Facility ID No. 10453, Fairhaven, Massachusetts (Bristol County); and WSKO-FM, Facility ID NO. 4376, Wakefield-Peacedale, Rhode Island (Washington County). Bristol, Providence, and Washington counties are included in the Providence-Warwick-Pawtucket Arbitron Metro. As is demonstrated herein, ParentCo's ownership of WBSM(AM), WSKO(AM), WPRO(AM), WPRO-FM, WWLI(FM), WWKX(FM), WFHN(FM), and WSKO-FM will comply with the Commission's local radio ownership rule.

As is shown on the attached "FCC Geographic Market Definition for Providence-Warwick-Pawtucket, RI," generated using BIA Financial Network, Inc.'s Media Access Pro database, there are 48 licensed, full power commercial and noncommercial radio stations in the Providence-Warwick-Pawtucket Arbitron Metro.

The Commission's multiple ownership rule (47 C.F.R. § 73.3555(a)) provides that in a radio market with 45 or more full-power, commercial and noncommercial radio stations, a person or single entity may have a cognizable interest in not more than 8 commercial radio stations in total and not more than 5 commercial stations in the same service. ParentCo will have an attributable interest in 3 AM stations and 5 FM stations in the Providence-Warwick-Pawtucket Arbitron Metro, and therefore will comply with the Commission's multiple ownership rule in this market.



FCC Geographic Market Definition for

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
WADK	AM	1540	C	News/Talk	Providence-Warwick-Pawtucket, RI	07/02/2003	36	Astro Tele-Communications	Newport, RI	Newport
WHTB	AM	1400	C	Portg/Ethnc	New Bedford-Fall River, MA	07/02/2003	174	Karam, Bob & James	Fall River, MA	Bristol
WARL	AM	1320	C	Talk	Providence-Warwick-Pawtucket, RI	07/02/2003	36	Add Radio Group Inc, The	Attleboro, MA	Bristol
WARV	AM	1590	C	Religion	Providence-Warwick-Pawtucket, RI	07/02/2003	36	Blount Communications Group	Warwick, RI	Kent
WBRU	FM	95.5	C	Alternative	Providence-Warwick-Pawtucket, RI	07/02/2003	36	Brown Broadcasting Services Inc	Providence, RI	Providence
WBSM	AM	1420	C	Nws/Tlk/Spt	New Bedford-Fall River, MA	07/02/2003	174	Citadel Broadcasting Corp	New Bedford, MA	Bristol
WSKO	AM	790	C	Sprts/Talk	Providence-Warwick-Pawtucket, RI	07/02/2003	36	Citadel Broadcasting Corp	Providence, RI	Providence
WXNI	AM	1230	NC	NPR/Nws/Inf	Providence-Warwick-Pawtucket, RI	07/02/2003	36	WRNI Foundation	Westerly, RI	Washington
WEEI	FM	103.7	C	Sprts/Talk	Providence-Warwick-Pawtucket, RI	07/02/2003	36	Entercom	Westerly, RI	Washington
WDDZ	AM	550	C	Children	Providence-Warwick-Pawtucket, RI	07/02/2003	36	ABC/Disney	Pawtucket, RI	Providence
WPMZ	AM	1110	C	Spn/Trp/Var	Providence-Warwick-Pawtucket, RI	07/02/2003	36	Video Mundo Broadcasting Company LLC	East Providence, RI	Providence
WHJJ	AM	920	C	News/Talk	Providence-Warwick-Pawtucket, RI	07/02/2003	36	Clear Channel Communications	Providence, RI	Providence
WHJY	FM	94.1	C	Rock	Providence-Warwick-Pawtucket, RI	07/02/2003	36	Clear Channel Communications	Providence, RI	Providence
WJZS	FM	99.3	C	BgBnd/Jazz	Providence-Warwick-Pawtucket, RI	07/02/2003	36	Astro Tele-Communications	Block Island, RI	Washington
WJFD	FM	97.3	C	Portg/Varty	New Bedford-Fall River, MA	07/02/2003	174	Dinis, Edmund	New Bedford, MA	Bristol
WLKW	AM	1450	C	Adlt Stndrd	Providence-Warwick-Pawtucket, RI	07/02/2003	36	Hall Communications Inc	West Warwick, RI	Kent
WALE	AM	990	C	Span/Varty	Providence-Warwick-Pawtucket, RI	07/02/2003	36	p Davidson Media Group LLC	Greenville, RI	Providence
WWBB	FM	101.5	C	Oldies	Providence-Warwick-Pawtucket, RI	07/02/2003	36	Clear Channel Communications	Providence, RI	Providence
WCTK	FM	98.1	C	Country	Providence-Warwick-Pawtucket, RI	07/02/2003	36	Hall Communications Inc	New Bedford, MA	Bristol
WNBH	AM	1340	C	Adlt Stndrd	New Bedford-Fall River, MA	07/02/2003	174	Hall Communications Inc	New Bedford, MA	Bristol
WNRI	AM	1380	C	News/Talk	Providence-Warwick-Pawtucket, RI	07/02/2003	36	Bouchard Broadcasting Inc	Woonsocket, RI	Providence
WKKB	FM	100.3	C	Span/Trpcl	Providence-Warwick-Pawtucket, RI	07/02/2003	36	Davidson Media Group LLC	Middletown, RI	Newport
WPEP	AM	1570	C	News/Talk	Providence-Warwick-Pawtucket, RI	07/02/2003	36	Anastos Broadcast Group	Taunton, MA	Bristol
WPRO	AM	630	C	Nws/Tlk/Spt	Providence-Warwick-Pawtucket, RI	07/02/2003	36	Citadel Broadcasting Corp	Providence, RI	Providence
WPRO	FM	92.3	C	Top 40	Providence-Warwick-Pawtucket, RI	07/02/2003	36	Citadel Broadcasting Corp	Providence, RI	Providence
WRNI	AM	1290	NC	NPR/Nws/Inf	Providence-Warwick-Pawtucket, RI	07/02/2003	36	Boston University	Providence, RI	Providence
WRIB	AM	1220	C	Relgn/Ethnc	Providence-Warwick-Pawtucket, RI	07/02/2003	36	Faith Christian Center Inc	Providence, RI	Providence
WSAR	AM	1480	C	Nws/Tlk/Spt	New Bedford-Fall River, MA	07/02/2003	174	Karam, Bob & James	Fall River, MA	Bristol
WSNE	FM	93.3	C	Hot AC	Providence-Warwick-Pawtucket, RI	07/02/2003	36	Clear Channel Communications	Taunton, MA	Bristol
WWLI	FM	105.1	C	Hot AC	Providence-Warwick-Pawtucket, RI	07/02/2003	36	Citadel Broadcasting Corp	Providence, RI	Providence
WOON	AM	1240	C	FullService	Providence-Warwick-Pawtucket, RI	07/02/2003	36	O-N Radio Inc	Woonsocket, RI	Providence
WWKX	FM	106.3	C	Hip Hop	Providence-Warwick-Pawtucket, RI	07/02/2003	36	Citadel Broadcasting Corp	Woonsocket, RI	Providence
WAKX	FM	102.7	C	Portg/Varty	Providence-Warwick-Pawtucket, RI	07/02/2003	36	Davidson Media Group LLC	Narragansett Pier, RI	Washington
WCRI	FM	95.9	C	Classical	Providence-Warwick-Pawtucket, RI	07/02/2003	36	Charles River Broadcasting	Block Island, RI	Washington

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

"p" indicates pending sale to owner listed



FCC Geographic Market Definition for

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
WCNX	AM	1180	C	News	Providence-Warwick-Pawtucket, RI	07/02/2003	36	p Charles River Broadcasting	Hope Valley, RI	Washington
WFHN	FM	107.1	C	CHR	New Bedford-Fall River, MA	07/02/2003	174	Citadel Broadcasting Corp	Fairhaven, MA	Bristol
WSKO	FM	99.7	C	Sprts/Talk	Providence-Warwick-Pawtucket, RI	07/02/2003	36	Citadel Broadcasting Corp	Wakefield-Peacedale, RI	Washington
WKIV	FM	88.1	NC	Variety	Providence-Warwick-Pawtucket, RI	07/02/2003	36	Southern Rhode Island Public Radio Broadcasting	Westerly, RI	Washington
WCVY	FM	91.5	NC	Educational	Providence-Warwick-Pawtucket, RI	07/02/2003	36	Coventry Rhode Island Public Schools	Coventry, RI	Kent
WDOM	FM	91.3	NC	Variety	Providence-Warwick-Pawtucket, RI	07/02/2003	36	Providence College	Providence, RI	Providence
WELH	FM	88.1	NC	Variety	Providence-Warwick-Pawtucket, RI	07/02/2003	36	Wheeler School	Providence, RI	Providence
WJHD	FM	90.7	NC	Variety	Providence-Warwick-Pawtucket, RI	07/02/2003	36	Portsmouth Abbey School	Portsmouth, RI	Newport
WJMF	FM	88.7	NC	Variety	Providence-Warwick-Pawtucket, RI	07/02/2003	36	Bryant College	Smithfield, RI	Providence
WQRI	FM	88.3	NC	Alternative	Providence-Warwick-Pawtucket, RI	07/02/2003	36	Roger Williams University	Bristol, RI	Bristol
WRIU	FM	90.3	NC	Variety	Providence-Warwick-Pawtucket, RI	07/02/2003	36	University of Rhode Island	Kingston, RI	Washington
WSHL	FM	91.3	NC	Alternative	Providence-Warwick-Pawtucket, RI	07/02/2003	36	Stonehill College Inc	Easton, MA	Bristol
WSMU	FM	89.3	NC	Ecltc/News	New Bedford-Fall River, MA	07/02/2003	174	University of Massachusetts	North Dartmouth, MA	Bristol
WFHL	FM	88.1	NC	Ethnc/Relgn	New Bedford-Fall River, MA	10/21/2003	174	New Bedford Christian Radio Inc	New Bedford, MA	Bristol

Number of Stations in Geographic Market 48

Previous Stations in Geographic Market

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

"p" indicates pending sale to owner listed

Pueblo, CO Arbitron Metro

Citadel currently owns and ParentCo will control station KKMGM(FM), Facility ID No. 11229, Pueblo, Colorado (Pueblo country). Pueblo County is included in the Pueblo, Colorado Arbitron Metro. As is demonstrated herein, ParentCo's ownership of KKMGM(FM) will comply with the Commission's local radio ownership rule.

As is shown on the attached "FCC Geographic Market Definition for Pueblo, CO," generated using BIA Financial Network, Inc.'s Media Access Pro database, there are 16 licensed, full power commercial and noncommercial radio stations in the Pueblo Metro.

The Commission's multiple ownership rule (47 C.F.R. § 73.3555(a)) provides that in a radio market with between 15 and 29 (inclusive) full-power, commercial and noncommercial radio stations, a person or single entity may have a cognizable interest in not more than 6 commercial radio stations in total and not more than 4 commercial stations in the same service. ParentCo will have an attributable interest in 1 FM station in the Pueblo, CO Arbitron Metro, and therefore will comply with the Commission's multiple ownership rule in this market.



FCC Geographic Market Definition for Pueblo, CO

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
KCCY	FM	96.9	C	Country	Colorado Springs, CO	08/06/2004	97	Clear Channel Communications	Pueblo, CO	Pueblo
KAVA	AM	1480	C	Span/Mexcn	Pueblo, CO	07/02/2003	252	Latino Communications	Pueblo, CO	Pueblo
KCSJ	AM	590	C	Nws/Tlk/Spt	Pueblo, CO	07/02/2003	252	Clear Channel Communications	Pueblo, CO	Pueblo
KKPC	AM	1230	NC	News/Info	Pueblo, CO	07/02/2003	252	Colorado Public Radio	Pueblo, CO	Pueblo
KFEL	AM	970	C	Christian	Pueblo, CO	07/02/2003	252	Wellspring Harvest Ministries Inc	Pueblo, CO	Pueblo
KGHF	AM	1350	C	Sports	Pueblo, CO	07/02/2003	252	Clear Channel Communications	Pueblo, CO	Pueblo
KKMG	FM	98.9	C	CHR	Colorado Springs, CO	07/02/2003	97	Citadel Broadcasting Corp	Pueblo, CO	Pueblo
KRMX	AM	690	C	Spn/Mex/Va	Pueblo, CO	07/02/2003	252	JaneGary Inc	Pueblo, CO	Pueblo
KNKN	FM	106.9	C	Span/Varty	Pueblo, CO	07/02/2003	252	JaneGary Inc	Pueblo, CO	Pueblo
KVUU	FM	99.9	C	Hot AC	Colorado Springs, CO	07/02/2003	97	Clear Channel Communications	Pueblo, CO	Pueblo
KGFT	FM	100.7	C	Chrst/Talk	Colorado Springs, CO	07/02/2003	97	Salem Communications Corporation	Pueblo, CO	Pueblo
KDZA	FM	107.9	C	Oldies	Pueblo, CO	07/02/2003	252	Clear Channel Communications	Pueblo, CO	Pueblo
KYZX	FM	103.9	C	Clsc Rock	Colorado Springs, CO	07/02/2003	97	Bahakel Communications Limited	Pueblo West, CO	Pueblo
KCFP	FM	91.9	NC	Classical	Pueblo, CO	07/02/2003	252	Colorado Public Radio	Pueblo, CO	Pueblo
KTSC	FM	89.5	NC	CHR	Pueblo, CO	07/02/2003	252	Rocky Mountain Public Broadcasting Network Inc	Pueblo, CO	Pueblo
KTPL	FM	88.3	NC	ChrsContem	Pueblo, CO	03/07/2005	252	Educational Communications of Colorado Springs	Pueblo, CO	Pueblo
KXWY	FM	90.9	NC	CP - NOA	Pueblo, CO	04/22/2005	252	WAY FM Media Group Inc	Rye, CO	Pueblo

Number of Stations in Geographic Market 17

Previous Stations in Geographic Market

KKCS	FM	104.5	C	Country	Colorado Springs, CO	01/05/2006	97	Royal Gorge Broadcasting LLC	Canon City, CO	Fremont
KPHT	FM	95.5	C	Urban AC		01/31/2006	0	Clear Channel Communications	Rocky Ford, CO	Otero

Reading, PA Arbitron Metro

Citadel currently owns and ParentCo will control station WIOV(AM), Facility ID No. 55307, Reading, Pennsylvania (Berks County). Berks County is included in the Reading, Pennsylvania Arbitron Metro. As is demonstrated herein, ParentCo's ownership of WIOV(AM) will comply with the Commission's local radio ownership rule.

As is shown on the attached "FCC Geographic Market Definition for Reading, PA," generated using BIA Financial Network, Inc.'s Media Access Pro database, there are 7 licensed, full power commercial and noncommercial radio stations in the Reading Metro.

The Commission's multiple ownership rule (47 C.F.R. § 73.3555(a)) provides that in a radio market with 14 or fewer full-power, commercial and noncommercial radio stations, a person or single entity may have a cognizable interest in not more than 5 commercial radio stations in total and not more than 3 commercial stations in the same service (provided that no person or single entity may have a cognizable interest in more than 50% of the full-power commercial and noncommercial radio stations in such market unless the combination of stations comprises not more than one AM and one FM station). ParentCo will have an attributable interest in 1 AM station in the Reading Arbitron Metro, and therefore will comply with the Commission's multiple ownership rule in this market.



FCC Geographic Market Definition for Reading, PA

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
WBYN	FM	107.5	C	Christian	Reading, PA	07/02/2003	131	WDAC Radio Company	Boyertown, PA	Berks
WEEU	AM	830	C	FullService	Reading, PA	07/02/2003	131	WEEU Broadcasting Co	Reading, PA	Berks
WIOV	AM	1240	C	Sports	Reading, PA	07/02/2003	131	Citadel Broadcasting Corp	Reading, PA	Berks
WRWA	AM	1340	C	Oldies	Reading, PA	07/02/2003	131	Clear Channel Communications	Reading, PA	Berks
WRFY	FM	102.5	C	Top 40	Reading, PA	07/02/2003	131	Clear Channel Communications	Reading, PA	Berks
WXAC	FM	91.3	NC	Variety	Reading, PA	07/02/2003	131	Albright College	Reading, PA	Berks
WYTL	FM	91.7	NC	ChrsContem	Reading, PA	05/17/2005	131	Four Rivers Community Broadcasting Corp	Wyomissing, PA	Berks

Number of Stations in Geographic Market 7

Previous Stations in Geographic Market

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

"p" indicates pending sale to owner listed

Reno, NV Arbitron Metro

Citadel currently owns and ParentCo will control stations KKOH(AM), Facility ID No. 11236, Reno, Nevada (Washoe County); KNEV(FM), Facility ID No. 11244, Reno, Nevada (Washoe County); KBUL-FM, Facility ID No. 11245, Carson City, Nevada (Carson City County); and KWYL(FM), Facility ID No. 67816, South Lake Tahoe, California (El Dorado East County). Washoe and Carson City counties are included in the Reno, Nevada Arbitron Metro. El Dorado East County is not included in an Arbitron Metro; however, Station KWYL(FM), which is licensed to a community located in El Dorado East County, reports the Reno Metro as “home” market. Therefore, for Station KWYL(FM), compliance with the local radio ownership rule is demonstrated using both the Arbitron market methodology and the contour-overlap methodology. As is demonstrated herein, ParentCo’s ownership of KKOH(AM), KNEV(FM), KBUL-FM and KWYL(FM) will comply with the Commission’s local radio ownership rule.

As is shown on the attached “FCC Geographic Market Definition for Reno, NV,” generated using BIA Financial Network, Inc.’s Media Access Pro database, there are 31 licensed, full power commercial and noncommercial radio stations in the Reno, NV Metro.

The Commission’s multiple ownership rule (47 C.F.R. § 73.3555(a)) provides that in a radio market with between 30 and 44 (inclusive) full-power, commercial and noncommercial radio stations, a person or single entity may have a cognizable interest in not more than 7 commercial radio stations in total and not more than 4 commercial stations in the same service. ParentCo will have an attributable interest in 1 AM station and 3 FM stations in the Reno, NV Arbitron Metro, and therefore will comply with the Commission’s multiple ownership rule in this market.



FCC Geographic Market Definition for Reno, NV

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
KXEQ	AM	1340	C	Spanish AC	Reno, NV	07/02/2003	124	Azteca Broadcasting Corp	Reno, NV	Washoe
KBZZ	AM	1270	C	Talk	Reno, NV	07/02/2003	124	Americom Broadcasting	Sparks, NV	Washoe
KODS	FM	103.7	C	Oldies	Reno, NV	07/02/2003	124	Americom Broadcasting	Carnelian Bay, CA	Placer
KXTO	AM	1550	C	Talk	Reno, NV	07/02/2003	124	First Broadcasting of Nevada	Reno, NV	Washoe
KTHX	FM	100.1	C	AAA	Reno, NV	07/02/2003	124	Wilks Broadcast Group LLC	Dayton, NV	Lyon
KRZQ	FM	100.9	C	Alternative	Reno, NV	07/02/2003	124	Wilks Broadcast Group LLC	Sparks, NV	Washoe
KNEV	FM	95.5	C	AC	Reno, NV	07/02/2003	124	Citadel Broadcasting Corp	Reno, NV	Washoe
KBUL	FM	98.1	C	Country	Reno, NV	07/02/2003	124	Citadel Broadcasting Corp	Carson City, NV	Carson City
KPLY	AM	630	C	Sports	Reno, NV	07/02/2003	124	Lotus Communications Corp	Reno, NV	Washoe
KQLO	AM	1590	C	Spanish AC	Reno, NV	07/02/2003	124	Universal Broadcasting Inc	Sun Valley, NV	Washoe
KHIT	AM	1450	C	Big Band	Reno, NV	07/02/2003	124	Lotus Communications Corp	Reno, NV	Washoe
KJFK	AM	1230	C	Sprts/Talk	Reno, NV	07/02/2003	124	Americom Broadcasting	Reno, NV	Washoe
KOZZ	FM	105.7	C	Clsc Rock	Reno, NV	07/02/2003	124	Lotus Communications Corp	Reno, NV	Washoe
KPTL	AM	1300	C	Talk	Reno, NV	07/02/2003	124	Evans, Jerry	Carson City, NV	Carson City
KRNO	FM	106.9	C	AC/SftRk	Reno, NV	07/02/2003	124	Americom Broadcasting	Incline Village, NV	Washoe
KKOH	AM	780	C	News/Talk	Reno, NV	07/02/2003	124	Citadel Broadcasting Corp	Reno, NV	Washoe
KDOT	FM	104.5	C	AOR	Reno, NV	07/02/2003	124	Lotus Communications Corp	Reno, NV	Washoe
KWNZ	FM	93.7	C	CHR/Top40	Reno, NV	07/02/2003	124	Flinn Broadcasting Corporation	Sun Valley, NV	Washoe
KIHM	AM	920	C	Religion	Reno, NV	07/02/2003	124	Thomas Aquinas School	Reno, NV	Washoe
KZTQ	FM	97.3	C	CHR	Reno, NV	07/02/2003	124	Americom Broadcasting	Carson City, NV	Carson City
KRNV	FM	102.1	C	Mexican	Reno, NV	07/02/2003	124	Entravision Holdings LLC	Reno, NV	Washoe
KLCA	FM	96.5	C	Modern AC	Reno, NV	07/02/2003	124	Americom Broadcasting	Tahoe City, CA	Placer
KURK	FM	92.9	C	Clsc Rock	Reno, NV	07/02/2003	124	Wilks Broadcast Group LLC	Reno, NV	Washoe
KJZS	FM	92.1	C	Smooth	Reno, NV	07/02/2003	124	Wilks Broadcast Group LLC	Sparks, NV	Washoe
KSRN	FM	107.7	C	AC/Spn/Mex	Reno, NV	07/02/2003	124	Lazer Broadcasting Corporation	Kings Beach, CA	Placer
KWYL	FM	102.9	C	CHt/8Ht/HtA	Reno, NV	07/02/2003	124	Citadel Broadcasting Corp	South Lake Tahoe, CA	El Dorado
KUUB	FM	94.5	C	Country	Reno, NV	07/02/2003	124	Lotus Communications Corp	Sun Valley, NV	Washoe
KNIS	FM	91.3	NC	ChrsContem	Reno, NV	07/02/2003	124	Western Inspirational Broadcasters Inc	Carson City, NV	Carson City
KUNR	FM	88.7	NC	Nws/Cls/Jaz	Reno, NV	07/02/2003	124	University of Nevada	Reno, NV	Washoe
KBDB	AM	1400	C	Cntry/Talk	Reno, NV	07/02/2003	124	Flinn Broadcasting Corporation	Sparks, NV	Washoe
NEW	AM	550	C	CP - NOA	Reno, NV	09/23/2003	124	Pamplin Communications Corporation	Reno, NV	Washoe
KLRH	FM	88.3	NC	ChrsContem	Reno, NV	09/14/2004	124	Educational Media Foundation	Sparks, NV	Washoe

Number of Stations in Geographic Market **32**

Previous Stations in Geographic Market

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

"p" indicates pending sale to owner listed

Saginaw-Bay City-Midland, MI Arbitron Metro

Citadel currently owns and ParentCo will control stations WIOG(FM), Facility ID No. 22675, Bay City, Michigan (Bay County); WHNN(FM), Facility ID No. 37458, Bay City, Michigan (Bay County); WKQZ(FM), Facility ID No. 72924, Midland, Michigan (Midland County); WYLZ(FM), Facility ID No. 52616, Pinconning, Michigan (Bay County); and WILZ(FM), Facility ID No. 58578, Saginaw, Michigan (Saginaw County). Bay, Midland, and Saginaw counties are included in the Saginaw-Bay City-Midland Arbitron Metro. As is demonstrated herein, ParentCo's ownership of WIOG(FM), WHNN(FM), WKQZ(FM), WYLZ(FM) and WILZ(FM) will exceed the Commission's current local radio ownership rule.

As is shown on the attached "FCC Geographic Market Definition for Saginaw-Bay City-Midland, MI," generated using BIA Financial Network, Inc.'s Media Access Pro database, there are 26 licensed, full power commercial and noncommercial radio stations in the Saginaw-Bay City-Midland Metro.

The Commission's multiple ownership rule (47 C.F.R. § 73.3555(a)) provides that in a radio market with between 15 and 29 (inclusive) full-power, commercial and noncommercial radio stations, a person or single entity may have a cognizable interest in not more than 6 commercial radio stations in total and not more than 4 commercial stations in the same service. ParentCo will have an attributable interest in 5 FM stations in the Saginaw-Bay City-Midland Arbitron Metro, and therefore will exceed the local radio ownership limits by 1 FM station.



FCC Geographic Market Definition for Saginaw-Bay

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
WMAX	AM	1440	C	Religion	Saginaw-Bay City-Midland, MI	07/02/2003	130	990 Investors LLC	Bay City, MI	Bay
WCEN	FM	94.5	C	Country	Saginaw-Bay City-Midland, MI	07/02/2003	130	NextMedia Group	Hemlock, MI	Saginaw
WIOG	FM	102.5	C	Hot AC	Saginaw-Bay City-Midland, MI	07/02/2003	130	Citadel Broadcasting Corp	Bay City, MI	Bay
WHNN	FM	96.1	C	Oldies	Saginaw-Bay City-Midland, MI	07/02/2003	130	Citadel Broadcasting Corp	Bay City, MI	Bay
WGER	FM	106.3	C	Soft Rock	Saginaw-Bay City-Midland, MI	07/02/2003	130	NextMedia Group	Saginaw, MI	Saginaw
WKCCQ	FM	98.1	C	Country	Saginaw-Bay City-Midland, MI	07/02/2003	130	MacDonald Broadcasting Company	Saginaw, MI	Saginaw
WMPX	AM	1490	C	Adlt Stndrd	Saginaw-Bay City-Midland, MI	07/02/2003	130	Steel Broadcasting Inc	Midland, MI	Midland
WMRX	FM	97.7	C	Adlt Stndrd	Saginaw-Bay City-Midland, MI	07/02/2003	130	Steel Broadcasting Inc	Beaverton, MI	Gladwin
WKQZ	FM	93.3	C	Rock	Saginaw-Bay City-Midland, MI	07/02/2003	130	Citadel Broadcasting Corp	Midland, MI	Midland
WSAM	AM	1400	C	Easy	Saginaw-Bay City-Midland, MI	07/02/2003	130	MacDonald Broadcasting Company	Saginaw, MI	Saginaw
WSGW	AM	790	C	News/Talk	Saginaw-Bay City-Midland, MI	07/02/2003	130	NextMedia Group	Saginaw, MI	Saginaw
WUGN	FM	99.7	NC	Inspiration	Saginaw-Bay City-Midland, MI	07/02/2003	130	Family Life Communications Inc	Midland, MI	Midland
WTLZ	FM	107.1	C	Urban AC	Saginaw-Bay City-Midland, MI	07/02/2003	130	NextMedia Group	Saginaw, MI	Saginaw
WNEM	AM	1250	C	Nws/Tlk/Spt	Saginaw-Bay City-Midland, MI	07/02/2003	130	Meredith Corp	Bridgeport, MI	Saginaw
WPRJ	FM	101.7	C	CHR	Saginaw-Bay City-Midland, MI	07/02/2003	130	Come Together Ministries	Coleman, MI	Midland
WSGW	FM	100.5	C	Rhymc/Olde	Saginaw-Bay City-Midland, MI	07/02/2003	130	NextMedia Group	Carrollton, MI	Saginaw
WYLZ	FM	100.9	C	Clsc Rock	Saginaw-Bay City-Midland, MI	07/02/2003	130	Citadel Broadcasting Corp	Pinconning, MI	Bay
WMJO	FM	97.3	C	Jack	Saginaw-Bay City-Midland, MI	07/02/2003	130	MacDonald Broadcasting Company	Essexville, MI	Bay
WILZ	FM	104.5	C	Clsc Rock	Saginaw-Bay City-Midland, MI	07/02/2003	130	Citadel Broadcasting Corp	Saginaw, MI	Saginaw
WCHW	FM	91.3	NC	AOR	Saginaw-Bay City-Midland, MI	07/02/2003	130	Bay City School District	Bay City, MI	Bay
WTRK	FM	89.1	NC	ChrsContem	Saginaw-Bay City-Midland, MI	07/02/2003	130	p Educational Media Foundation	Bay City, MI	Bay
WUCX	FM	90.1	NC	Clsc/Jazz	Saginaw-Bay City-Midland, MI	07/02/2003	130	Central Michigan University	Bay City, MI	Bay
WRCL	FM	93.7	C	AC	Flint, MI	07/02/2003	125	Regent Communications, Inc	Frankenmuth, MI	Saginaw
WSAG	FM	104.1	C	Oldies	Saginaw-Bay City-Midland, MI	07/02/2003	130	MacDonald Broadcasting Company	Pinconning, MI	Bay
WLKB	FM	90.9	NC	Christian	Saginaw-Bay City-Midland, MI	07/02/2003	130	Educational Media Foundation	Freeland, MI	Saginaw
WEJC	FM	88.3	NC	ChrsContem	Saginaw-Bay City-Midland, MI	09/28/2004	130	Superior Communications	White Star, MI	Gladwin

Number of Stations in Geographic Market 26

Previous Stations in Geographic Market

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

"p" indicates pending sale to owner listed

Salt Lake City-Ogden-Provo, UT Arbitron Metro

Citadel currently owns and ParentCo will control stations KFNZ(AM), Facility ID No. 53500, Salt Lake City, Utah (Salt Lake County); KJQS(AM), Facility ID No. 58303, Murray, Utah (Salt Lake County); KKAT(AM), Facility ID No. 11232, Salt Lake City, Utah (Salt Lake County); KBEE(FM), Facility ID No. 53497, Salt Lake City, Utah (Salt Lake County); KBER(FM), Facility ID No. 10779, Ogden, Utah (Weber County); KKAT-FM, Facility ID No. 69553, Orem, Utah (Utah County); KENZ(FM), Facility ID No. 2444, Ogden, Utah (Weber County); and KUBL-FM, Facility ID No. 11238, Salt Lake City, Utah (Salt Lake County). Both Salt Lake and Weber counties are included in the Salt Lake City-Ogden-Provo Arbitron Metro. As is demonstrated herein, ParentCo's ownership of KFNZ(AM), KJQS(AM), KKAT(AM), KBEE(FM), KBER(FM), KKAT-FM, KENZ(FM), and KUBL-FM will comply with the Commission's local radio ownership rule.

As is shown on the attached "FCC Geographic Market Definition for Salt Lake City-Ogden-Provo, UT," generated using BIA Financial Network, Inc.'s Media Access Pro database, there are 65 licensed, full power commercial and noncommercial radio stations in the Salt Lake City-Ogden-Provo Metro.

The Commission's multiple ownership rule (47 C.F.R. § 73.3555(a)) provides that in a radio market with 45 or more full-power, commercial and noncommercial radio stations, a person or single entity may have a cognizable interest in not more than 8 commercial radio stations in total and not more than 5 commercial stations in the same service. ParentCo will have an attributable interest in 3 AM stations and 5 FM stations in the Salt Lake City-Ogden-Provo Arbitron Metro, and therefore will comply with the Commission's multiple ownership rule in this market.



FCC Geographic Market Definition for Salt Lake

Call Letters	AM/FM	Freq	Type		Home Market	Market	Home	Owner	City & State of License	County of License
			Station	Format		Designtn Date	Mkt Rank			
KALL	AM	700	C	Sports	Salt Lake City-Ogden-Provo, UT	07/02/2003	31	Clear Channel Communications	North Salt Lake City, UT	Davis
KANN	AM	1120	NC	ChrsContem	Salt Lake City-Ogden-Provo, UT	07/02/2003	31	Faith Communications Corporation	Roy, UT	Weber
KXTA	AM	1600	C	Span/Oldes	Salt Lake City-Ogden-Provo, UT	07/02/2003	31	Bustos Media Enterprises LLC	Centerville, UT	Davis
KYLZ	FM	104.7	C	Country	Salt Lake City-Ogden-Provo, UT	11/03/2004	31	3 Point Media LLC	Lyman, WY	Uinta
KOSY	FM	106.5	C	Soft AC	Salt Lake City-Ogden-Provo, UT	07/02/2003	31	Clear Channel Communications	Spanish Fork, UT	Utah
KFNZ	AM	1320	C	Sports	Salt Lake City-Ogden-Provo, UT	07/02/2003	31	Citadel Broadcasting Corp	Salt Lake City, UT	Salt Lake
KXRV	FM	105.7	C	Rock & Roll	Salt Lake City-Ogden-Provo, UT	07/02/2003	31	Clear Channel Communications	Centerville, UT	Davis
KBEE	FM	98.7	C	AC	Salt Lake City-Ogden-Provo, UT	07/02/2003	31	Citadel Broadcasting Corp	Salt Lake City, UT	Salt Lake
KBER	FM	101.1	C	AOR	Salt Lake City-Ogden-Provo, UT	07/02/2003	31	Citadel Broadcasting Corp	Ogden, UT	Weber
KOVO	AM	960	C	Sports	Salt Lake City-Ogden-Provo, UT	07/02/2003	31	Simmons Media Group Inc	Provo, UT	Utah
KZNS	AM	1280	C	Sports	Salt Lake City-Ogden-Provo, UT	07/02/2003	31	Simmons Media Group Inc	Salt Lake City, UT	Salt Lake
KEYY	AM	1450	NC	Inspiration	Salt Lake City-Ogden-Provo, UT	07/02/2003	31	Biblical Ministries	Provo, UT	Utah
KWDZ	AM	910	C	Children	Salt Lake City-Ogden-Provo, UT	07/02/2003	31	ABC/Disney	Salt Lake City, UT	Salt Lake
KXRK	FM	96.3	C	Alternative	Salt Lake City-Ogden-Provo, UT	07/02/2003	31	Simmons Media Group Inc	Provo, UT	Utah
KRAR	FM	106.9	C	Rhymc/CHR	Salt Lake City-Ogden-Provo, UT	07/02/2003	31	Simmons Media Group Inc	Brigham City, UT	Box Elder
KHQN	AM	1480	C	Ethnic	Salt Lake City-Ogden-Provo, UT	07/02/2003	31	Sace Broadcasting Corporation	Spanish Fork, UT	Utah
KHTB	FM	94.9	C	Clsc Rock	Salt Lake City-Ogden-Provo, UT	07/02/2003	31	3 Point Media LLC	Provo, UT	Utah
KYFO	AM	1490	C	Christian	Salt Lake City-Ogden-Provo, UT	07/02/2003	31	p Legacy Communications Corporation	Ogden, UT	Weber
KYFO	FM	95.5	NC	Christian	Salt Lake City-Ogden-Provo, UT	07/02/2003	31	Bible Broadcasting Network	Ogden, UT	Weber
KKAT	FM	107.5	C	Country	Salt Lake City-Ogden-Provo, UT	07/02/2003	31	Citadel Broadcasting Corp	Orem, UT	Utah
KJQS	AM	1230	C	Sports	Salt Lake City-Ogden-Provo, UT	07/02/2003	31	Citadel Broadcasting Corp	Murray, UT	Salt Lake
KODJ	FM	94.1	C	Clsc Hits	Salt Lake City-Ogden-Provo, UT	07/02/2003	31	Clear Channel Communications	Salt Lake City, UT	Salt Lake
KLO	AM	1430	C	Nws/Tlk/Spt	Salt Lake City-Ogden-Provo, UT	07/02/2003	31	Capital Broadcasting	Ogden, UT	Weber
KSRR	AM	1400	C	FullService	Salt Lake City-Ogden-Provo, UT	07/02/2003	31	Zeta Holdings LLC	Provo, UT	Utah
KZHT	FM	97.1	C	CHR	Salt Lake City-Ogden-Provo, UT	07/02/2003	31	Clear Channel Communications	Salt Lake City, UT	Salt Lake
KNRS	AM	570	C	News/Talk	Salt Lake City-Ogden-Provo, UT	07/02/2003	31	Clear Channel Communications	Salt Lake City, UT	Salt Lake
KENZ	FM	101.9	C	Alternative	Salt Lake City-Ogden-Provo, UT	07/02/2003	31	Citadel Broadcasting Corp	Ogden, UT	Weber
KNJQ	FM	105.1	C	Jack	Salt Lake City-Ogden-Provo, UT	07/02/2003	31	Millcreek Broadcasting LLC	Manti, UT	Sanpete
KUDD	FM	107.9	C	CHR	Salt Lake City-Ogden-Provo, UT	07/02/2003	31	Millcreek Broadcasting LLC	Roy, UT	Weber
KDYL	AM	1060	C	Adlt Stndrd	Salt Lake City-Ogden-Provo, UT	07/02/2003	31	Carlson Communications International	South Salt Lake, UT	Salt Lake
KRSP	FM	103.5	C	Clsc Rock	Salt Lake City-Ogden-Provo, UT	07/02/2003	31	Bonneville International Corp	Salt Lake City, UT	Salt Lake
KSFI	FM	100.3	C	Soft AC	Salt Lake City-Ogden-Provo, UT	07/02/2003	31	Bonneville International Corp	Salt Lake City, UT	Salt Lake
KSL	AM	1160	C	News/Talk	Salt Lake City-Ogden-Provo, UT	07/02/2003	31	Bonneville International Corp	Salt Lake City, UT	Salt Lake
KSOP	AM	1370	C	Country	Salt Lake City-Ogden-Provo, UT	07/02/2003	31	KSOP Inc	South Salt Lake, UT	Salt Lake

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

"p" indicates pending sale to owner listed



FCC Geographic Market Definition for Salt Lake

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
KSOP	FM	104.3	C	Country	Salt Lake City-Ogden-Provo, UT	07/02/2003	31	KSOP Inc	Salt Lake City, UT	Salt Lake
KSVN	AM	730	C	Span/Mexcn	Salt Lake City-Ogden-Provo, UT	07/02/2003	31	Azteca Broadcasting Corp	Ogden, UT	Weber
KCPW	AM	1010	NC	Nws/Tlk/Inf	Salt Lake City-Ogden-Provo, UT	07/02/2003	31	Community Wireless of Park City	Tooele, UT	Tooele
KUUU	FM	92.5	C	Rhymc/CHR	Salt Lake City-Ogden-Provo, UT	07/02/2003	31	Millcreek Broadcasting LLC	South Jordan, UT	Salt Lake
KVFX	FM	94.5	C	CHR	Salt Lake City-Ogden-Provo, UT	09/09/2005	31	Sun Valley Radio Inc	Logan, UT	Cache
KBZN	FM	97.9	C	Smooth	Salt Lake City-Ogden-Provo, UT	07/02/2003	31	Capital Broadcasting	Ogden, UT	Weber
KTKK	AM	630	C	News/Talk	Salt Lake City-Ogden-Provo, UT	07/02/2003	31	United Broadcasting Company Inc	Sandy, UT	Salt Lake
KLLB	AM	1510	C	Gospel	Salt Lake City-Ogden-Provo, UT	07/02/2003	31	United Security Financial	West Jordan, UT	Salt Lake
KKAT	AM	860	C	Country	Salt Lake City-Ogden-Provo, UT	07/02/2003	31	Citadel Broadcasting Corp	Salt Lake City, UT	Salt Lake
KUBL	FM	93.3	C	Country	Salt Lake City-Ogden-Provo, UT	07/02/2003	31	Citadel Broadcasting Corp	Salt Lake City, UT	Salt Lake
KUDE	FM	99.1	C	CHR	Salt Lake City-Ogden-Provo, UT	07/02/2003	31	Millcreek Broadcasting LLC	Nephi, UT	Juab
KJMY	FM	99.5	C	MdRck/Altve	Salt Lake City-Ogden-Provo, UT	07/02/2003	31	Clear Channel Communications	Bountiful, UT	Davis
KMRI	AM	1550	C	Gospel	Salt Lake City-Ogden-Provo, UT	07/02/2003	31	KMRI Radio LLC	West Valley City, UT	Salt Lake
KSL	FM	102.7	C	News/Talk	Salt Lake City-Ogden-Provo, UT	07/02/2003	31	Bonneville International Corp	Midvale, UT	Salt Lake
KTCE	FM	92.1	C	Hip Hop	Salt Lake City-Ogden-Provo, UT	07/02/2003	31	Moenkopi Communications Inc	Payson, UT	Utah
KDUT	FM	102.3	C	Mexican	Salt Lake City-Ogden-Provo, UT	07/02/2003	31	Bustos Media Enterprises LLC	Randolph, UT	Rich
KBYU	FM	89.1	NC	Classical	Salt Lake City-Ogden-Provo, UT	07/02/2003	31	Brigham Young University	Provo, UT	Utah
KCPW	FM	88.3	NC	Nws/Tlk/Inf	Salt Lake City-Ogden-Provo, UT	07/02/2003	31	Community Wireless of Park City	Salt Lake City, UT	Salt Lake
KOHS	FM	91.7	NC	Alternative	Salt Lake City-Ogden-Provo, UT	07/02/2003	31	Alpine School District	Orem, UT	Utah
KPGR	FM	88.1	NC	Variety	Salt Lake City-Ogden-Provo, UT	07/02/2003	31	Alpine School District	Pleasant Grove, UT	Utah
KRCL	FM	90.9	NC	Variety	Salt Lake City-Ogden-Provo, UT	07/02/2003	31	Listeners Community Radio of Utah	Salt Lake City, UT	Salt Lake
KUER	FM	90.1	NC	Nws/Tlk/Jaz	Salt Lake City-Ogden-Provo, UT	07/02/2003	31	University of Utah	Salt Lake City, UT	Salt Lake
KUFR	FM	91.7	NC	Religion	Salt Lake City-Ogden-Provo, UT	07/02/2003	31	Family Stations Inc	Salt Lake City, UT	Salt Lake
KWCR	FM	88.1	NC	CHR	Salt Lake City-Ogden-Provo, UT	07/02/2003	31	Weber State University	Ogden, UT	Weber
KBJA	AM	1640	C	Talk	Salt Lake City-Ogden-Provo, UT	07/02/2003	31	United Broadcasting Company Inc	Sandy, UT	Salt Lake
KJQN	FM	103.1	C	Jack	Salt Lake City-Ogden-Provo, UT	07/02/2003	31	Simmons Media Group Inc	Coalville, UT	Summit
KUTR	AM	820	C	Talk	Salt Lake City-Ogden-Provo, UT	07/02/2003	31	Bonneville International Corp	Taylorsville, UT	Salt Lake
KEGH	FM	100.7	C	Country	Salt Lake City-Ogden-Provo, UT	05/09/2005	31	Simmons Media Group Inc	Brigham City, UT	Box Elder
KEGA	FM	101.5	C	Country	Salt Lake City-Ogden-Provo, UT	02/02/2004	31	Simmons Media Group Inc	Oakley, UT	Summit
KQMB	FM	96.7	C	Hot AC	Salt Lake City-Ogden-Provo, UT	04/19/2004	31	Zeta Holdings LLC	Levan, UT	Juab
KNKL	FM	88.7	NC	ChrsContem	Salt Lake City-Ogden-Provo, UT	09/14/2004	31	Educational Media Foundation	N Ogden, UT	Weber

Number of Stations in Geographic Market 65

Previous Stations in Geographic Market

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

"p" indicates pending sale to owner listed

Spokane, WA Arbitron Metro

Citadel currently owns and ParentCo will control stations KGA(AM), Facility ID No. 11234, Spokane, Washington (Spokane County); KJRB(AM), Facility ID No. 11235, Spokane, Washington (Spokane County); KEYF(AM), Facility ID No. 53148, Dishman, Washington (Spokane County); KDRK-FM, Facility ID No. 11242, Spokane, Washington (Spokane County); KEYF-FM, Facility ID No. 53147, Cheney, Washington (Spokane County); KZBD(FM), Facility ID No. 11243, Spokane, Washington (Spokane County); and KBBD(FM), Facility ID No. 36488, Spokane, Washington (Spokane County). Spokane County is included in the Spokane, Washington Arbitron Metro. As is demonstrated herein, ParentCo's ownership of KGA(AM), KJRB(AM), KEYF(AM), KDRK-FM, KEYF-FM, KZBD(FM), and KBBD(FM) will comply with the Commission's local radio ownership rule.

As is shown on the attached "FCC Geographic Market Definition for Spokane, WA," generated using BIA Financial Network, Inc.'s Media Access Pro database, there are 35 licensed, full power commercial and noncommercial radio stations in the Spokane, WA Metro.

The Commission's multiple ownership rule (47 C.F.R. § 73.3555(a)) provides that in a radio market with between 30 and 44 (inclusive) full-power, commercial and noncommercial radio stations, a person or single entity may have a cognizable interest in not more than 7 commercial radio stations in total and not more than 4 commercial stations in the same service. ParentCo will have an attributable interest in 3 AM stations and 4 FM stations in the Spokane, Washington Arbitron Metro, and therefore will comply with the Commission's multiple ownership rule in this market.



FCC Geographic Market Definition for Spokane, WA

Call Letters	AM/FM	Freq	Type		Home Market	Market	Home	Owner	City & State of License	County of License
			Station	Format		Designtn Date	Mkt Rank			
KCDA	FM	103.1	C	Hot AC	Spokane, WA	07/02/2003	92	Clear Channel Communications	Post Falls, ID	Kootenai
KDRK	FM	93.7	C	Country	Spokane, WA	07/02/2003	92	Citadel Broadcasting Corp	Spokane, WA	Spokane
KEYF	FM	101.1	C	Oldies	Spokane, WA	07/02/2003	92	Citadel Broadcasting Corp	Cheney, WA	Spokane
KZBD	FM	105.7	C	Clsc Rock	Spokane, WA	07/02/2003	92	Citadel Broadcasting Corp	Spokane, WA	Spokane
KGA	AM	1510	C	News/Talk	Spokane, WA	07/02/2003	92	Citadel Broadcasting Corp	Spokane, WA	Spokane
KTTO	AM	970	C	Christian	Spokane, WA	07/02/2003	92	Sacred Heart Radio Inc	Spokane, WA	Spokane
KKZX	FM	98.9	C	Clsc Rock	Spokane, WA	07/02/2003	92	Clear Channel Communications	Spokane, WA	Spokane
KISC	FM	98.1	C	Lite Rock	Spokane, WA	07/02/2003	92	Clear Channel Communications	Spokane, WA	Spokane
KJRB	AM	790	C	Sprts/Talk	Spokane, WA	07/02/2003	92	Citadel Broadcasting Corp	Spokane, WA	Spokane
KSBN	AM	1230	C	Bus News	Spokane, WA	07/02/2003	92	Gottlieb, Alan M.	Spokane, WA	Spokane
KIXZ	FM	96.1	C	Country	Spokane, WA	07/02/2003	92	Clear Channel Communications	Opportunity, WA	Spokane
KPTQ	AM	1280	C	Talk	Spokane, WA	07/02/2003	92	Clear Channel Communications	Spokane, WA	Spokane
KMBI	AM	1330	NC	Christian	Spokane, WA	07/02/2003	92	Moody Bible Institute of Chicago Incorporated	Spokane, WA	Spokane
KMBI	FM	107.9	NC	Christian	Spokane, WA	07/02/2003	92	Moody Bible Institute of Chicago Incorporated	Spokane, WA	Spokane
KAZZ	FM	107.1	C	Smooth	Spokane, WA	07/02/2003	92	p Proactive Communications Inc	Deer Park, WA	Spokane
KEYF	AM	1050	C	Adlt Stndrd	Spokane, WA	07/02/2003	92	Citadel Broadcasting Corp	Dishman, WA	Spokane
KXLX	AM	700	C	Sports	Spokane, WA	07/02/2003	92	Spokane Television Inc	Airway Heights, WA	Spokane
KQNT	AM	590	C	Nws/Tlk/Inf	Spokane, WA	07/02/2003	92	Clear Channel Communications	Spokane, WA	Spokane
KVNI	AM	1080	C	Old/Nws/Spt	Spokane, WA	07/02/2003	92	Spokane Television Inc	Coeur D'Alene, ID	Kootenai
KBBB	FM	103.9	C	80s & 90s	Spokane, WA	07/02/2003	92	Citadel Broadcasting Corp	Spokane, WA	Spokane
KXLY	AM	920	C	Nws/Tlk/Spt	Spokane, WA	07/02/2003	92	Spokane Television Inc	Spokane, WA	Spokane
KXLY	FM	99.9	C	Soft AC	Spokane, WA	07/02/2003	92	Spokane Television Inc	Spokane, WA	Spokane
KTRW	AM	630	C	Religion	Spokane, WA	07/02/2003	92	Read Broadcasting Network	Opportunity, WA	Spokane
KZZU	FM	92.9	C	Hot AC	Spokane, WA	07/02/2003	92	Spokane Television Inc	Spokane, WA	Spokane
KHTQ	FM	94.5	C	Rock	Spokane, WA	07/02/2003	92	Spokane Television Inc	Hayden, ID	Kootenai
KTSL	FM	101.9	C	ChrsContem	Spokane, WA	07/02/2003	92	Pamplin Communications Corporation	Medical Lake, WA	Spokane
KEEH	FM	104.9	C	ChrsContem	Spokane, WA	07/02/2003	92	Upper Columbia Media Association	Spokane, WA	Spokane
KEZE	FM	96.9	C	Rhymc/CHR	Spokane, WA	07/02/2003	92	Spokane Television Inc	Spokane, WA	Spokane
KSPO	FM	106.5	C	Religion	Spokane, WA	07/02/2003	92	Read Broadcasting Network	Dishman, WA	Spokane
KAGU	FM	88.7	NC	Classical	Spokane, WA	07/02/2003	92	Gonzaga U Telecommunications Association	Spokane, WA	Spokane
KEWU	FM	89.5	NC	Jazz	Spokane, WA	07/02/2003	92	Eastern Washington University	Cheney, WA	Spokane
KPBX	FM	91.1	NC	Variety	Spokane, WA	07/02/2003	92	Spokane Public Radio Inc	Spokane, WA	Spokane
KSFC	FM	91.9	NC	Nws/Tlk/Inf	Spokane, WA	07/02/2003	92	Spokane Public Radio Inc	Spokane, WA	Spokane
KWRS	FM	90.3	NC	Eclectic	Spokane, WA	07/02/2003	92	Whitworth College	Spokane, WA	Spokane

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

"p" indicates pending sale to owner listed



FCC Geographic Market Definition for Spokane, WA

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
KICR	FM	102.3	C	Country	Spokane, WA	07/02/2003	92	Blue Sky Broadcasting	Coeur D'Alene, ID	Kootenai

Number of Stations in Geographic Market 35

Previous Stations in Geographic Market

KIBR	FM	102.5	C	Country		11/04/2005	0	Blue Sky Broadcasting	Sandpoint, ID	Bonner
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"C" - Commercial Station; "NC" - Non Commercial Station

"p" indicates pending sale to owner listed

Springfield, MA Arbitron Metro

Citadel currently owns and ParentCo will control stations WMAS(AM), Facility ID No. 36545, Springfield, Massachusetts (Hampden County), and WMAS-FM, Facility ID No. 36543, Springfield, Massachusetts (Hampden County). Hampden County is included in the Springfield, Massachusetts Arbitron Metro. As is demonstrated herein, ParentCo's ownership of WMAS(AM) and WMAS-FM complies with the Commission's local radio ownership rule.

As is shown on the attached "FCC Geographic Market Definition for Springfield, MA," generated using BIA Financial Network, Inc.'s Media Access Pro database, there are 30 licensed, full power commercial and noncommercial radio stations in the Springfield Metro.

The Commission's multiple ownership rule (47 C.F.R. § 73.3555(a)) provides that in a radio market with between 30 and 44 (inclusive) full-power, commercial and noncommercial radio stations, a person or single entity may have a cognizable interest in not more than 7 commercial radio stations in total and not more than 4 commercial stations in the same service. ParentCo will have an attributable interest in 1 AM station and 1 FM station in the Springfield, MA Arbitron Metro, and therefore will comply with the Commission's multiple ownership rule in this market.



FCC Geographic Market Definition for Springfield, MA

Call Letters	AM/FM	Freq	Type		Home Market	Market	Home	Owner	City & State of License	County of License
			Station	Format		Designtn Date	Mkt Rank			
WHYN	FM	93.1	C	Hot AC	Springfield, MA	07/02/2003	82	Clear Channel Communications	Springfield, MA	Hampden
WACE	AM	730	C	Religion	Springfield, MA	07/02/2003	82	Carter Broadcasting Corporation	Chicopee, MA	Hampden
WACM	AM	1490	C	Span/Trpcl	Springfield, MA	07/02/2003	82	Davidson Media Group LLC	West Springfield, MA	Hampden
WAQY	FM	102.1	C	Clsc Rock	Springfield, MA	07/02/2003	82	Saga Communications Inc	Springfield, MA	Hampden
WARE	AM	1250	C	Oldies	Springfield, MA	07/02/2003	82	Success Signal Broadcasting Inc	Ware, MA	Hampshire
WBEC	FM	105.5	C	Hot AC	Springfield, MA	08/29/2005	82	Pamal Broadcasting Ltd	Easthampton, MA	Hampshire
WCCH	FM	103.5	NC	Variety	Springfield, MA	07/02/2003	82	Holyoke Community College	Holyoke, MA	Hampden
WHMP	AM	1400	C	Nws/Tlk/Spt	Springfield, MA	07/02/2003	82	Saga Communications Inc	Northampton, MA	Hampshire
WLZX	FM	99.3	C	Rock	Springfield, MA	07/02/2003	82	Saga Communications Inc	Northampton, MA	Hampshire
WHYN	AM	560	C	News/Talk	Springfield, MA	07/02/2003	82	Clear Channel Communications	Springfield, MA	Hampden
WHNP	AM	1600	C	Nws/Tlk/Spt	Springfield, MA	07/02/2003	82	Saga Communications Inc	East Longmeadow, MA	Hampden
WNNZ	AM	640	C	Sprts/Talk	Springfield, MA	07/02/2003	82	Clear Channel Communications	Westfield, MA	Hampden
WMAS	AM	1450	C	Oldies	Springfield, MA	07/02/2003	82	Citadel Broadcasting Corp	Springfield, MA	Hampden
WMAS	FM	94.7	C	AC	Springfield, MA	07/02/2003	82	Citadel Broadcasting Corp	Springfield, MA	Hampden
WRSI	FM	93.9	C	AAA	Springfield, MA	07/02/2003	82	Saga Communications Inc	Turners Falls, MA	Franklin
WSPR	AM	1270	C	Span/Trpcl	Springfield, MA	07/02/2003	82	Davidson Media Group LLC	Springfield, MA	Hampden
WPNI	AM	1430	C	News/Talk	Springfield, MA	07/02/2003	82	Pamal Broadcasting Ltd	Amherst, MA	Hampshire
WRNX	FM	100.9	C	AAA	Springfield, MA	07/02/2003	82	Pamal Broadcasting Ltd	Amherst, MA	Hampshire
WPKX	FM	97.9	C	Country	Springfield, MA	07/02/2003	82	Clear Channel Communications	Enfield, CT	Hartford
WEIB	FM	106.3	C	SmJaz/AC	Springfield, MA	07/02/2003	82	Cutting Edge Broadcasting Inc	Northampton, MA	Hampshire
WAIC	FM	91.9	NC	CHR	Springfield, MA	07/02/2003	82	American International College	Springfield, MA	Hampden
WAMH	FM	89.3	NC	Alternative	Springfield, MA	07/02/2003	82	Amherst College	Amherst, MA	Hampshire
WFCR	FM	88.5	NC	Nws/Cls/Jaz	Springfield, MA	07/02/2003	82	University of Massachusetts	Amherst, MA	Hampshire
WMHC	FM	91.5	NC	Variety	Springfield, MA	07/02/2003	82	Mt Holyoke College	South Hadley, MA	Hampshire
WMUA	FM	91.1	NC	Alternative	Springfield, MA	07/02/2003	82	University of Massachusetts	Amherst, MA	Hampshire
WNEK	FM	105.1	NC	Educational	Springfield, MA	07/02/2003	82	Western New England College	Springfield, MA	Hampden
WOZQ	FM	91.9	NC	Alternative	Springfield, MA	07/02/2003	82	Smith College	Northampton, MA	Hampshire
WSCB	FM	89.9	NC	Variety	Springfield, MA	07/02/2003	82	Springfield College President & Trustees	Springfield, MA	Hampden
WSKB	FM	89.5	NC	New Rock	Springfield, MA	07/02/2003	82	Trustees Westfield State	Westfield, MA	Hampden
WTCC	FM	90.7	NC	Variety	Springfield, MA	07/02/2003	82	Springfield Tech Community College	Springfield, MA	Hampden

Number of Stations in Geographic Market 30

Previous Stations in Geographic Market

WPVQ	FM	95.3	C	Country		01/26/2005	0	Saga Communications Inc	Greenfield, MA	Franklin
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"C" - Commercial Station; "NC" - Non Commercial Station

"p" indicates pending sale to owner listed



FCC Geographic Market Definition for Springfield, MA

Call Letters	AM/ FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
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"C" - Commercial Station; "NC" - Non Commercial Station

"p" indicates pending sale to owner listed

Stockton, CA Arbitron Metro

Citadel currently owns and ParentCo will control stations KWIN(FM), Facility ID No. 60425, Lodi, California (San Joaquin County), and KJOY(FM), Facility ID No. 32215, Stockton, California (San Joaquin County). San Joaquin County is included in the Stockton, California Arbitron Metro. As is demonstrated herein, ParentCo's ownership of KWIN(FM) and KJOY(FM) will comply with the Commission's local radio ownership rule.

As is shown on the attached "FCC Geographic Market Definition for Stockton, CA," generated using BIA Financial Network, Inc.'s Media Access Pro database, there are 13 licensed, full power commercial and noncommercial radio stations in the Stockton Metro.

The Commission's multiple ownership rule (47 C.F.R. § 73.3555(a)) provides that in a radio market with 14 or fewer full-power, commercial and noncommercial radio stations, a person or single entity may have a cognizable interest in not more than 5 commercial radio stations in total and not more than 3 commercial stations in the same service (provided that no person or single entity may have a cognizable interest in more than 50% of the full-power commercial and noncommercial radio stations in such market unless the combination of stations comprises not more than one AM and one FM station). ParentCo will have an attributable interest in 2 FM stations in the Stockton Arbitron Metro, and therefore will comply with the Commission's multiple ownership rule in this market.



FCC Geographic Market Definition for Stockton, CA

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
KCVR	AM	1570	C	Span/RhyBl	Stockton, CA	07/02/2003	80	Entravision Holdings LLC	Lodi, CA	San Joaquin
KQOD	FM	100.1	C	Urban AC	Stockton, CA	07/02/2003	80	Clear Channel Communications	Stockton, CA	San Joaquin
KJOY	FM	99.3	C	AC	Stockton, CA	07/02/2003	80	Citadel Broadcasting Corp	Stockton, CA	San Joaquin
KWSX	AM	1280	C	Christian	Stockton, CA	07/02/2003	80	Clear Channel Communications	Stockton, CA	San Joaquin
KMRQ	FM	96.7	C	Mexcn/Olde	Modesto, CA	07/02/2003	111	Clear Channel Communications	Manteca, CA	San Joaquin
KSTN	AM	1420	C	Oldies	Stockton, CA	07/02/2003	80	San Joaquin Broadcasting	Stockton, CA	San Joaquin
KSTN	FM	107.3	C	Mexican	Stockton, CA	07/02/2003	80	San Joaquin Broadcasting	Stockton, CA	San Joaquin
KWG	AM	1230	C	Religion	Stockton, CA	07/02/2003	80	IHR Educational Broadcasting	Stockton, CA	San Joaquin
KWIN	FM	97.7	C	Urban/HpHo	Stockton, CA	07/02/2003	80	Citadel Broadcasting Corp	Lodi, CA	San Joaquin
KMIX	FM	100.9	C	Span/Mexcn	Stockton, CA	07/02/2003	80	Entravision Holdings LLC	Tracy, CA	San Joaquin
KUOP	FM	91.3	NC	Nws/Tlk/Inf	Stockton, CA	07/02/2003	80	University of the Pacific	Stockton, CA	San Joaquin
KYCC	FM	90.1	NC	AC/Inspr	Stockton, CA	07/02/2003	80	Your Christian Companion Network Inc	Stockton, CA	San Joaquin
KYKL	FM	90.7	NC	ChrsContem	Stockton, CA	09/10/2004	80	Educational Media Foundation	Tracy, CA	San Joaquin

Number of Stations in Geographic Market 13

Previous Stations in Geographic Market

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

"p" indicates pending sale to owner listed

Syracuse, NY Arbitron Metro

Citadel currently owns and ParentCo will control stations WNSS(AM), Facility ID No. 50515, Syracuse, New York (Onondaga County); WAQX-FM, Facility ID No. 52606, Manlius, New York (Onondaga County); WNTQ(FM), Facility ID No. 50514, Syracuse, New York (Onondaga County); and WLTI(FM), Facility ID No. 58719, Syracuse, New York (Onondaga County). Onondaga County is included in the Syracuse, New York Arbitron Metro. As is demonstrated herein, ParentCo's ownership of WNSS(AM), WAQX-FM, WNTQ(FM) and WLTI(FM) will comply with the Commission's local radio ownership rule.

As is shown on the attached "FCC Geographic Market Definition for Syracuse, NY," generated using BIA Financial Network, Inc.'s Media Access Pro database, there are 41 licensed, full power commercial and noncommercial radio stations in the Syracuse, NY Metro.

The Commission's multiple ownership rule (47 C.F.R. § 73.3555(a)) provides that in a radio market with between 30 and 44 (inclusive) full-power, commercial and noncommercial radio stations, a person or single entity may have a cognizable interest in not more than 7 commercial radio stations in total and not more than 4 commercial stations in the same service. ParentCo will have an attributable interest in 1 AM station and 3 FM stations in the Syracuse Arbitron Metro, and therefore will comply with the Commission's multiple ownership rule in this market.



FCC Geographic Market Definition for Syracuse, NY

Call Letters	AM/FM	Freq	Type		Home Market	Market	Home	Owner	City & State of License	County of License
			Station	Format		Designtn	Mkt			
						Date	Rank			
WTLA	AM	1200	C	Adlt Stndrd	Syracuse, NY	07/02/2003	77	Galaxy Communications	North Syracuse, NY	Onondaga
WVOA	FM	103.9	C	Religion	Syracuse, NY	07/02/2003	77	Fox, Craig	Mexico, NY	Oswego
WMHR	FM	102.9	NC	Christian	Syracuse, NY	07/02/2003	77	Mars Hill Broadcasting Co., Inc.	Syracuse, NY	Onondaga
WAQX	FM	95.7	C	AOR	Syracuse, NY	07/02/2003	77	Citadel Broadcasting Corp	Manlius, NY	Onondaga
WKRL	FM	100.9	C	Modern	Syracuse, NY	07/02/2003	77	Galaxy Communications	North Syracuse, NY	Onondaga
WSEN	AM	1050	C	Oldies	Syracuse, NY	07/02/2003	77	Buckley Broadcasting Corporation	Baldwinsville, NY	Onondaga
WHEN	AM	620	C	Sports	Syracuse, NY	07/02/2003	77	Clear Channel Communications	Syracuse, NY	Onondaga
WBBS	FM	104.7	C	Country	Syracuse, NY	07/02/2003	77	Clear Channel Communications	Fulton, NY	Oswego
WMCR	AM	1600	C	AC	Syracuse, NY	07/02/2003	77	Warren Broadcasting Co Inc	Oneida, NY	Madison
WMCR	FM	106.3	C	AC	Syracuse, NY	07/02/2003	77	Warren Broadcasting Co Inc	Oneida, NY	Madison
WOLF	AM	1490	C	Children	Syracuse, NY	07/02/2003	77	Fox, Craig	Syracuse, NY	Onondaga
WAMF	AM	1300	C	Country	Syracuse, NY	07/02/2003	77	DeRosa, Donald H.	Fulton, NY	Oswego
WPHR	FM	106.9	C	Urban AC	Syracuse, NY	07/02/2003	77	Clear Channel Communications	Auburn, NY	Cayuga
WWHT	FM	107.9	C	CHR	Syracuse, NY	07/02/2003	77	Clear Channel Communications	Syracuse, NY	Onondaga
WSCP	AM	1070	C	Country	Syracuse, NY	07/02/2003	77	Galaxy Communications	Sandy Creek-Pulaski, NY	Oswego
WFBL	AM	1390	C	News/Talk	Syracuse, NY	07/02/2003	77	Buckley Broadcasting Corporation	Syracuse, NY	Onondaga
WSEN	FM	92.1	C	Oldies	Syracuse, NY	07/02/2003	77	Buckley Broadcasting Corporation	Baldwinsville, NY	Onondaga
WSGO	AM	1440	C	Adlt Stndrd	Syracuse, NY	07/02/2003	77	Galaxy Communications	Oswego, NY	Oswego
WTKV	FM	105.5	C	Clsc Rock	Syracuse, NY	07/02/2003	77	Galaxy Communications	Oswego, NY	Oswego
WSIV	AM	1540	C	Christian	Syracuse, NY	07/02/2003	77	Fox, Craig	E. Syracuse, NY	Onondaga
WSYR	AM	570	C	Talk	Syracuse, NY	07/02/2003	77	Clear Channel Communications	Syracuse, NY	Onondaga
WYYY	FM	94.5	C	AC	Syracuse, NY	07/02/2003	77	Clear Channel Communications	Syracuse, NY	Onondaga
WSCP	FM	101.7	C	Country	Syracuse, NY	07/02/2003	77	Galaxy Communications	Pulaski, NY	Oswego
WOLF	FM	96.7	C	Children	Syracuse, NY	07/02/2003	77	Fox, Craig	Oswego, NY	Oswego
WNSS	AM	1260	C	Sports	Syracuse, NY	07/02/2003	77	Citadel Broadcasting Corp	Syracuse, NY	Onondaga
WNTQ	FM	93.1	C	CHR	Syracuse, NY	07/02/2003	77	Citadel Broadcasting Corp	Syracuse, NY	Onondaga
WTKW	FM	99.5	C	Clsc Rock	Syracuse, NY	07/02/2003	77	Galaxy Communications	Bridgeport, NY	Onondaga
WZUN	FM	102.1	C	AC	Syracuse, NY	07/02/2003	77	Galaxy Communications	Phoenix, NY	Oswego
WLTJ	FM	105.9	C	Soft AC	Syracuse, NY	07/02/2003	77	Citadel Broadcasting Corp	Syracuse, NY	Onondaga
WWDG	FM	105.1	C	New Rock	Syracuse, NY	07/02/2003	77	Clear Channel Communications	Deruyter, NY	Madison
WKRH	FM	106.5	C	Modern	Syracuse, NY	07/02/2003	77	Galaxy Communications	Minetto, NY	Oswego
WAER	FM	88.3	NC	Jazz/News	Syracuse, NY	07/02/2003	77	Syracuse University	Syracuse, NY	Onondaga
WBXL	FM	90.5	NC	AC	Syracuse, NY	07/02/2003	77	Baldwinsville Central School District	Baldwinsville, NY	Onondaga
WCNY	FM	91.3	NC	Classical	Syracuse, NY	07/02/2003	77	Public Broadcasting Council of Central NY Inc	Syracuse, NY	Onondaga

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

"p" indicates pending sale to owner listed



FCC Geographic Market Definition for Syracuse, NY

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
WITC	FM	88.9	NC	Variety	Syracuse, NY	07/02/2003	77	Cazenovia College	Cazenovia, NY	Madison
WJPZ	FM	89.1	NC	Rhymc/CHR	Syracuse, NY	07/02/2003	77	WJPZ Radio Inc	Syracuse, NY	Onondaga
WNYO	FM	88.9	NC	Alternative	Syracuse, NY	07/02/2003	77	State University of New York	Oswego, NY	Oswego
WRCU	FM	90.1	NC	Variety	Syracuse, NY	07/02/2003	77	Colgate University	Hamilton, NY	Madison
WRVD	FM	90.3	NC	Nws/Tlk/Inf	Syracuse, NY	07/02/2003	77	State University of New York	Syracuse, NY	Onondaga
WRVO	FM	89.9	NC	Nws/Tlk/Inf	Syracuse, NY	07/02/2003	77	State University of New York	Oswego, NY	Oswego
WXXE	FM	90.5	NC	Variety	Syracuse, NY	07/02/2003	77	Syracuse Community Radio Inc	Fenner, NY	Madison

Number of Stations in Geographic Market 41

Previous Stations in Geographic Market

Tucson, AZ Arbitron Metro

Citadel currently owns and ParentCo will control stations KCUB(AM), Facility ID No. 56051, Tucson, Arizona (Pima County); KTUC(AM), Facility ID No. 35684, Tucson, Arizona (Pima County); KSZR(FM), Facility ID No. 39734, Oro Valley, Arizona (Pima County); KHYT(FM), Facility ID No. 56053, Tucson, Arizona (Pima County); and KIIM-FM, Facility ID No. 56052, Tucson, Arizona (Pima County). Pima County is included in the Tucson, Arizona Arbitron Metro. As is demonstrated herein, ParentCo's ownership of KCUB(AM), KTUC(AM), KSZR(FM), KHYT(FM), and KIIM-FM will comply with the Commission's local radio ownership rule.

As is shown on the attached "FCC Geographic Market Definition for Tucson, AZ," generated using BIA Financial Network, Inc.'s Media Access Pro database, there are 37 licensed, full power commercial and noncommercial radio stations in the Tucson, Arizona Metro.

The Commission's multiple ownership rule (47 C.F.R. § 73.3555(a)) provides that in a radio market with between 30 and 44 (inclusive) full-power, commercial and noncommercial radio stations, a person or single entity may have a cognizable interest in not more than 7 commercial radio stations in total and not more than 4 commercial stations in the same service. ParentCo will have an attributable interest in 2 AM stations and 3 FM stations in the Tucson, AZ Arbitron Metro, and therefore will comply with the Commission's multiple ownership rule in this market.



FCC Geographic Market Definition for Tucson, AZ

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
KFFN	AM	1490	C	Sprts/Talk	Tucson, AZ	07/02/2003	61	Journal Communications Inc	Tucson, AZ	Pima
KRDX	FM	98.5	C	Span/Mexcn	Tucson, AZ	02/05/2004	61	Desert West Air Ranchers Corp	Vail, AZ	Pima
KWMT	FM	92.9	C	AAA	Tucson, AZ	07/02/2003	61	Clear Channel Communications	Tucson, AZ	Pima
KCUB	AM	1290	C	Sports	Tucson, AZ	07/02/2003	61	Citadel Broadcasting Corp	Tucson, AZ	Pima
KFMA	FM	92.1	C	Altve/NwRck	Tucson, AZ	07/02/2003	61	Lotus Communications Corp	Green Valley, AZ	Pima
KFLT	AM	830	NC	Christian	Tucson, AZ	07/02/2003	61	Family Life Communications Inc	Tucson, AZ	Pima
KGVY	AM	1080	C	AC	Tucson, AZ	07/02/2003	61	Nelson Multimedia Inc	Green Valley, AZ	Pima
KJLL	AM	1330	C	News/Talk	Tucson, AZ	07/02/2003	61	Hudson Communications Incorporated	South Tucson, AZ	Pima
KIIM	FM	99.5	C	Country	Tucson, AZ	07/02/2003	61	Citadel Broadcasting Corp	Tucson, AZ	Pima
KMXZ	FM	94.9	C	Soft Rock	Tucson, AZ	07/02/2003	61	Journal Communications Inc	Tucson, AZ	Pima
KLPX	FM	96.1	C	Clsc Rock	Tucson, AZ	07/02/2003	61	Lotus Communications Corp	Tucson, AZ	Pima
KNST	AM	790	C	Nws/Tlk/Spt	Tucson, AZ	07/02/2003	61	Clear Channel Communications	Tucson, AZ	Pima
KOHT	FM	98.3	C	Top40/Rhym	Tucson, AZ	07/02/2003	61	Clear Channel Communications	Marana, AZ	Pima
KRQQ	FM	93.7	C	Top 40	Tucson, AZ	07/02/2003	61	Clear Channel Communications	Tucson, AZ	Pima
KTKT	AM	990	C	Span/Oldes	Tucson, AZ	07/02/2003	61	Lotus Communications Corp	Tucson, AZ	Pima
KGMM	FM	106.3	C	Rhymc/Olde	Tucson, AZ	07/02/2003	61	Journal Communications Inc	Oracle, AZ	Pinal
KTUC	AM	1400	C	Adlt Stndrd	Tucson, AZ	07/02/2003	61	Citadel Broadcasting Corp	Tucson, AZ	Pima
KUAZ	AM	1550	NC	Jazz	Tucson, AZ	07/02/2003	61	University of Arizona Board of Regents	Tucson, AZ	Pima
KVOI	AM	690	C	News/Talk	Tucson, AZ	07/02/2003	61	Good News Broadcasting Inc	Tucson, AZ	Pima
KTZR	FM	97.1	C	Spanish AC	Tucson, AZ	07/02/2003	61	Clear Channel Communications	Green Valley, AZ	Pima
KXEW	AM	1600	C	Span/Tejno	Tucson, AZ	07/02/2003	61	Clear Channel Communications	South Tucson, AZ	Pima
KQTL	AM	1210	C	Span/Chrst	Tucson, AZ	07/02/2003	61	Multicultural Radio Broadcasting Inc	Sahuarita, AZ	Pima
KSAZ	AM	580	C	Adlt Stndrd	Tucson, AZ	07/02/2003	61	Ehlinger, P & W	Marana, AZ	Pima
KWFM	AM	1450	C	Oldies	Tucson, AZ	07/02/2003	61	Clear Channel Communications	Tucson, AZ	Pima
KSZR	FM	97.5	C	Hot AC	Tucson, AZ	07/02/2003	61	Citadel Broadcasting Corp	Oro Valley, AZ	Pima
KGMS	AM	940	C	Christian	Tucson, AZ	07/02/2003	61	Good News Broadcasting Inc	Tucson, AZ	Pima
KHYT	FM	107.5	C	Clsc Rock	Tucson, AZ	07/02/2003	61	Citadel Broadcasting Corp	Tucson, AZ	Pima
KZLZ	FM	105.3	C	Mexican	Tucson, AZ	07/02/2003	61	Entravision Holdings LLC	Kearny, AZ	Pinal
KZPT	FM	104.1	C	Hot AC	Tucson, AZ	07/02/2003	61	Journal Communications Inc	Tucson, AZ	Pima
KEVT	AM	1030	C	Span/Mexcn	Tucson, AZ	07/02/2003	61	One Mart Incorporated	Cortaro, AZ	Pima
KKYZ	FM	101.3	C	Oldies	Tucson, AZ	09/19/2005	61	Cochise Broadcasting LLC	Corona De Tucson, AZ	Pima
KUAT	FM	90.5	NC	Classical	Tucson, AZ	07/02/2003	61	University of Arizona Board of Regents	Tucson, AZ	Pima
KUAZ	FM	89.1	NC	Jazz/NPR	Tucson, AZ	07/02/2003	61	University of Arizona Board of Regents	Tucson, AZ	Pima
KXCI	FM	91.3	NC	AAA	Tucson, AZ	07/02/2003	61	Foundation for Creative Broadcasting Inc	Tucson, AZ	Pima

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

"p" indicates pending sale to owner listed



FCC Geographic Market Definition for Tucson, AZ

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
KCMT	FM	102.1	C	Mexican	Tucson, AZ	07/02/2003	61	Lotus Communications Corp	Oro Valley, AZ	Pima
KOHN	FM	91.9	NC	Ethnic	Tucson, AZ	01/27/2005	61	Tohono O'Odham Nation	Sells, AZ	Pima
KFLT	FM	88.5	NC	Christian	Tucson, AZ	09/02/2005	61	Family Life Communications Inc	Tucson, AZ	Pima

Number of Stations in Geographic Market 37

Previous Stations in Geographic Market

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

"p" indicates pending sale to owner listed

Tuscaloosa, AL Arbitron Metro

Citadel currently owns and ParentCo will control stations WJRD(AM), Facility ID No. 24384, Tuscaloosa, Alabama (Tuscaloosa County); WTSK(AM), Facility ID No. 54795, Tuscaloosa, Alabama (Tuscaloosa County); WTUG-FM, Facility ID No. 54796, Tuscaloosa, Alabama (Tuscaloosa County); WBEI(FM), Facility ID 67577, Reform, Alabama (Pickens County); WFFN(FM), Facility ID No. 54797, Cordova, Alabama (Tuscaloosa County); and WDGM(FM), Facility ID No. 86803, Greensboro, Alabama (Hale County). Tuscaloosa County is included in the Tuscaloosa, Alabama Arbitron Metro. Pickens and Hale counties are not included in an Arbitron Metro; however, Station WBEI(FM), which is licensed to a community located in Pickens County, and Station WDGM(FM), which is licensed to a community located in Hale County, report the Tuscaloosa Metro as “home” market. Therefore, for Stations WBEI(FM) and WDGM(FM), compliance with the local radio ownership rule is demonstrated using both the Arbitron market methodology and the contour-overlap methodology. As is demonstrated herein, ParentCo’s ownership of WJRD(AM), WTSK(AM), WTUG-FM, WBEI(FM), WFFN(FM), and WDGM(FM) will comply with the Commission’s local radio ownership rule.

As is shown on the attached “FCC Geographic Market Definition for Tuscaloosa, AL,” generated using BIA Financial Network, Inc.’s Media Access Pro database, there are 16 licensed, full power commercial and noncommercial radio stations in the Tuscaloosa Metro.

The Commission’s multiple ownership rule (47 C.F.R. § 73.3555(a)) provides that in a radio market with between 15 and 29 (inclusive) full-power, commercial and noncommercial radio stations, a person or single entity may have a cognizable interest in not more than 6 commercial radio stations in total and not more than 4 commercial stations in the same service. ParentCo will have an attributable interest in 2 AM stations and 4 FM stations in the Tuscaloosa Arbitron Metro, and therefore will comply with the Commission’s multiple ownership rule in this market.

Also, as is shown on the attached contour analysis prepared by du Treil, Lundin and Rackley, ParentCo’s ownership of stations WBEI(FM) and WDGM(FM) also will comply with the Commission’s local radio ownership rule using the contour overlap methodology.



FCC Geographic Market Definition for Tuscaloosa, AL

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
WACT	AM	1420	C	Sports	Tuscaloosa, AL	07/02/2003	233	Clear Channel Communications	Tuscaloosa, AL	Tuscaloosa
WRTR	FM	105.9	C	Rock	Tuscaloosa, AL	07/02/2003	233	Clear Channel Communications	Brookwood, AL	Tuscaloosa
WZBQ	FM	94.1	C	CHR	Tuscaloosa, AL	07/02/2003	233	Clear Channel Communications	Carrollton, AL	Pickens
WXTX	FM	98.1	C	Country	Tuscaloosa, AL	07/02/2003	233	Clear Channel Communications	Fayette, AL	Fayette
WJRD	AM	1150	C	Oldies	Tuscaloosa, AL	07/02/2003	233	Citadel Broadcasting Corp	Tuscaloosa, AL	Tuscaloosa
WWPG	AM	1280	C	Gospel	Tuscaloosa, AL	07/02/2003	233	Lawson Communications	Eutaw, AL	Greene
WTBC	AM	1230	C	News/Talk	Tuscaloosa, AL	07/02/2003	233	John Sisty Enterprises Inc	Tuscaloosa, AL	Tuscaloosa
WTSK	AM	790	C	Gospel	Tuscaloosa, AL	07/02/2003	233	Citadel Broadcasting Corp	Tuscaloosa, AL	Tuscaloosa
WTUG	FM	92.9	C	Urban AC	Tuscaloosa, AL	07/02/2003	233	Citadel Broadcasting Corp	Northport, AL	Tuscaloosa
WBEI	FM	101.7	C	AC	Tuscaloosa, AL	07/02/2003	233	Citadel Broadcasting Corp	Reform, AL	Pickens
WFFN	FM	95.3	C	Country	Tuscaloosa, AL	10/18/2004	233	Citadel Broadcasting Corp	Coaling, AL	Tuscaloosa
WQZZ	FM	104.3	C	Rhythm/Blue	Tuscaloosa, AL	07/02/2003	233	Lawson Communications	Eutaw, AL	Greene
WUAL	FM	91.5	NC	Nws/Cls/Jaz	Tuscaloosa, AL	07/02/2003	233	University of Alabama	Tuscaloosa, AL	Tuscaloosa
WVUA	FM	90.7	NC	New Rock	Tuscaloosa, AL	07/02/2003	233	University of Alabama	Tuscaloosa, AL	Tuscaloosa
WDGM	FM	99.1	C	Oldies	Tuscaloosa, AL	07/02/2003	233	Citadel Broadcasting Corp	Greensboro, AL	Hale
WMFT	FM	88.9	NC	Relig Music	Tuscaloosa, AL	10/18/2005	233	Moody Bible Institute of Chicago Incorporated	Tuscaloosa, AL	Tuscaloosa

Number of Stations in Geographic Market 16

Previous Stations in Geographic Market

WUHT	FM	107.7	C	Urban AC	Birmingham, AL	01/28/2004	57	Citadel Broadcasting Corp	Birmingham, AL	Jefferson
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"C" - Commercial Station; "NC" - Non Commercial Station

"p" indicates pending sale to owner listed

Wilkes Barre-Scranton, PA Arbitron Metro

Citadel currently owns and ParentCo will control stations WARM(AM), Facility ID No. 70504, Scranton, Pennsylvania (Lackawanna County); WBSX(FM), Facility ID No. 133, Hazleton, Pennsylvania (Luzerne County); WMGS(FM), Facility ID No. 70880, Wilkes-Barre, Pennsylvania (Luzerne County); WSJR(FM), Facility ID No. 43969, Dallas, Pennsylvania (Luzerne County); WBHT(FM), Facility ID No. 20465, Mountain Top, Pennsylvania (Luzerne County); and WBHD(FM), Facility ID No. 43521, Olyphant, Pennsylvania (Lackawanna County). Both Lackawanna and Luzerne counties are included in the Wilkes Barre-Scranton, Pennsylvania Arbitron Metro. As is demonstrated herein, ParentCo's ownership of WARM(AM), WBSX(FM), WMGS(FM), WSJR(FM), WBHT(FM) and WBHD(FM), will comply with the Commission's local radio ownership rule.

As is shown on the attached "FCC Geographic Market Definition for Wilkes Barre-Scranton, PA," generated using BIA Financial Network, Inc.'s Media Access Pro database, there are 50 licensed, full power commercial and noncommercial radio stations in the Wilkes Barre-Scranton, PA Metro.

The Commission's multiple ownership rule (47 C.F.R. § 73.3555(a)) provides that in a radio market with 45 or more full-power, commercial and noncommercial radio stations, a person or single entity may have a cognizable interest in not more than 8 commercial radio stations in total and not more than 5 commercial stations in the same service. ParentCo will have an attributable interest in 1 AM station and 5 FM stations in the Wilkes Barre-Scranton, PA Arbitron Metro, and therefore will comply with the Commission's multiple ownership rule in this market.



FCC Geographic Market Definition for Wilkes Barre-Scranton, PA

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
WITK	AM	1550	C	Oldies	Wilkes Barre-Scranton, PA	07/02/2003	69	Robert Cordaro Inc	Pittston, PA	Luzerne
WARM	AM	590	C	Nws/Tlk/Spt	Wilkes Barre-Scranton, PA	07/02/2003	69	Citadel Broadcasting Corp	Scranton, PA	Lackawanna
WAZL	AM	1490	C	FullService	Wilkes Barre-Scranton, PA	07/02/2003	69	Route 81 Radio LLC	Hazleton, PA	Luzerne
WBAX	AM	1240	C	Sports	Wilkes Barre-Scranton, PA	07/02/2003	69	Times-Shamrock Communications Inc	Wilkes-Barre, PA	Luzerne
WFBS	AM	1280	C	Oldies	Wilkes Barre-Scranton, PA	07/02/2003	69	FBS Wireless	Berwick, PA	Columbia
WCDL	AM	1440	C	Nws/Tlk/Spt	Wilkes Barre-Scranton, PA	07/02/2003	69	Route 81 Radio LLC	Carbondale, PA	Lackawanna
WHLM	AM	930	C	AC	Wilkes Barre-Scranton, PA	07/02/2003	69	Reilly, Joseph & Nancy	Bloomsburg, PA	Columbia
WEJL	AM	630	C	Sports	Wilkes Barre-Scranton, PA	07/02/2003	69	Times-Shamrock Communications Inc	Scranton, PA	Lackawanna
WEZX	FM	106.9	C	Clsc Rock	Wilkes Barre-Scranton, PA	07/02/2003	69	Times-Shamrock Communications Inc	Scranton, PA	Lackawanna
WBZU	AM	910	C	Nws/Tlk/Spt	Wilkes Barre-Scranton, PA	07/02/2003	69	Entercom	Scranton, PA	Lackawanna
WGGY	FM	101.3	C	Country	Wilkes Barre-Scranton, PA	07/02/2003	69	Entercom	Scranton, PA	Lackawanna
WICK	AM	1400	C	Oldies	Wilkes Barre-Scranton, PA	07/02/2003	69	Bold Gold Media Group	Scranton, PA	Lackawanna
WILK	AM	980	C	News/Talk	Wilkes Barre-Scranton, PA	07/02/2003	69	Entercom	Wilkes-Barre, PA	Luzerne
WYCK	AM	1340	C	Oldies	Wilkes Barre-Scranton, PA	07/02/2003	69	Bold Gold Media Group	Plains, PA	Luzerne
WKRZ	FM	98.5	C	CHR	Wilkes Barre-Scranton, PA	07/02/2003	69	Entercom	Freeland, PA	Luzerne
WNAK	FM	94.3	C	Adlt Stndrd	Wilkes Barre-Scranton, PA	07/02/2003	69	Route 81 Radio LLC	Carbondale, PA	Lackawanna
WBSX	FM	97.9	C	Rock	Wilkes Barre-Scranton, PA	07/02/2003	69	Citadel Broadcasting Corp	Hazleton, PA	Luzerne
WQFM	FM	92.1	C	AC	Wilkes Barre-Scranton, PA	07/02/2003	69	Times-Shamrock Communications Inc	Nanticoke, PA	Luzerne
WNAK	AM	730	C	Adlt Stndrd	Wilkes Barre-Scranton, PA	07/02/2003	69	Route 81 Radio LLC	Nanticoke, PA	Luzerne
WPLY	AM	960	C	Oldies	Wilkes Barre-Scranton, PA	07/02/2003	69	Access.1 Communications	Mount Pocono, PA	Monroe
WFEZ	FM	103.1	C	AC	Wilkes Barre-Scranton, PA	07/02/2003	69	Entercom	Avoca, PA	Luzerne
WQOR	AM	750	C	Christian	Wilkes Barre-Scranton, PA	07/02/2003	69	Holy Family Communications	Olyphant, PA	Lackawanna
WSBG	FM	93.5	C	Modern	Wilkes Barre-Scranton, PA	07/02/2003	69	Access.1 Communications	Stroudsburg, PA	Monroe
WDMT	FM	102.3	C	Clsc Hits	Wilkes Barre-Scranton, PA	07/02/2003	69	Entercom	Pittston, PA	Luzerne
WVPO	AM	840	C	Oldies	Wilkes Barre-Scranton, PA	07/02/2003	69	Access.1 Communications	Stroudsburg, PA	Monroe
WWRR	FM	104.9	C	AC	Wilkes Barre-Scranton, PA	07/02/2003	69	Bold Gold Media Group	Scranton, PA	Lackawanna
WKZN	AM	1300	C	News/Talk	Wilkes Barre-Scranton, PA	07/02/2003	69	Entercom	West Hazleton, PA	Luzerne
WMGS	FM	92.9	C	AC	Wilkes Barre-Scranton, PA	07/02/2003	69	Citadel Broadcasting Corp	Wilkes-Barre, PA	Luzerne
WEMR	AM	1460	C	AC	Wilkes Barre-Scranton, PA	07/02/2003	69	GEOS Communications	Tunkhannock, PA	Wyoming
WGGI	FM	95.9	C	Country	Wilkes Barre-Scranton, PA	07/02/2003	69	Entercom	Benton, PA	Columbia
WSJR	FM	93.7	C	Country	Wilkes Barre-Scranton, PA	07/02/2003	69	Citadel Broadcasting Corp	Dallas, PA	Luzerne
WBZR	FM	107.7	C	Country	Wilkes Barre-Scranton, PA	07/02/2003	69	GEOS Communications	Tunkhannock, PA	Wyoming
WKAB	FM	103.5	C	Clsc Hits	Wilkes Barre-Scranton, PA	07/02/2003	69	p Reilly, Joseph & Nancy	Berwick, PA	Columbia
WKRF	FM	107.9	C	CHR	Wilkes Barre-Scranton, PA	07/02/2003	69	Entercom	Tobyhanna, PA	Monroe

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

"p" indicates pending sale to owner listed



FCC Geographic Market Definition for Wilkes Barre-Scranton, PA

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
WBHT	FM	97.1	C	CHR	Wilkes Barre-Scranton, PA	07/02/2003	69	Citadel Broadcasting Corp	Mountain Top, PA	Luzerne
WBHD	FM	95.7	C	Variety Hit	Wilkes Barre-Scranton, PA	07/02/2003	69	Citadel Broadcasting Corp	Olyphant, PA	Lackawanna
WPZX	FM	105.9	C	Clsc Rock	Wilkes Barre-Scranton, PA	07/02/2003	69	Times-Shamrock Communications Inc	Pocono Pines, PA	Monroe
WQFN	FM	100.1	C	AC	Wilkes Barre-Scranton, PA	07/02/2003	69	Times-Shamrock Communications Inc	Forest City, PA	Susquehanna
WBUQ	FM	91.1	NC	Variety	Wilkes Barre-Scranton, PA	07/02/2003	69	Bloomsburg University of Pennsylvania	Bloomsburg, PA	Columbia
WBYX	FM	88.7	NC	Christian	Wilkes Barre-Scranton, PA	07/02/2003	69	Four Rivers Community Broadcasting Corp	Stroudsburg, PA	Monroe
WCLH	FM	90.7	NC	Alternative	Wilkes Barre-Scranton, PA	07/02/2003	69	Wilkes College	Wilkes-Barre, PA	Luzerne
WESS	FM	90.3	NC	Variety Hit	Wilkes Barre-Scranton, PA	07/02/2003	69	East Stroudsburg University	East Stroudsburg, PA	Monroe
WRGN	FM	88.1	NC	Religion	Wilkes Barre-Scranton, PA	07/02/2003	69	Gospel Media Institute	Sweet Valley, PA	Luzerne
WRKC	FM	88.5	NC	Variety	Wilkes Barre-Scranton, PA	07/02/2003	69	Kings College	Wilkes-Barre, PA	Luzerne
WRTY	FM	91.1	NC	Clsc/Jazz	Wilkes Barre-Scranton, PA	07/02/2003	69	Temple University of Comwnth System of Higher	Jackson Township, PA	Monroe
WSFX	FM	89.1	NC	Alternative	Wilkes Barre-Scranton, PA	07/02/2003	69	Luzerne County Community College	Nanticoke, PA	Luzerne
WUSR	FM	99.5	NC	Variety	Wilkes Barre-Scranton, PA	07/02/2003	69	University Of Scranton	Scranton, PA	Lackawanna
WVIA	FM	89.9	NC	Classical	Wilkes Barre-Scranton, PA	07/02/2003	69	North Eastern Pennsylvania Educational	Scranton, PA	Lackawanna
WVMW	FM	91.7	NC	Ecltc/Varty	Wilkes Barre-Scranton, PA	07/02/2003	69	Marywood College	Scranton, PA	Lackawanna
WCIG	FM	91.3	NC	ChrsContem	Wilkes Barre-Scranton, PA	10/27/2005	69	Family Life Ministries	Carbondale, PA	Lackawanna

Number of Stations in Geographic Market 50

Previous Stations in Geographic Market

WFYY	FM	106.5	C	Hot AC	Sunbury-Selinsgrove-Lewsiburg, PA	07/26/2005	213	Max Media LLC	Bloomsburg, PA	Columbia
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"C" - Commercial Station; "NC" - Non Commercial Station

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Worcester, MA Arbitron Metro

Citadel currently owns and ParentCo will control stations WWFX(FM), Facility ID No. 18310, Southbridge, Massachusetts (Worcester County); WXLO(FM), Facility ID No. 43557, Fitchburg, Massachusetts (Worcester County), and WORC-FM, Facility ID No. 50231, Webster, Massachusetts (Worcester County). Worcester County is included in the Worcester, Massachusetts Arbitron Metro. As is demonstrated herein, ParentCo's ownership of WWFX(FM), WXLO(FM) and WORC-FM will comply with the Commission's local radio ownership rule.

As is shown on the attached "FCC Geographic Market Definition for Worcester, MA," generated using BIA Financial Network, Inc.'s Media Access Pro database, there are 18 licensed, full power commercial and noncommercial radio stations in the Worcester, MA Metro.

The Commission's multiple ownership rule (47 C.F.R. § 73.3555(a)) provides that in a radio market with between 15 and 29 (inclusive) full-power, commercial and noncommercial radio stations, a person or single entity may have a cognizable interest in not more than 6 commercial radio stations in total and not more than 4 commercial stations in the same service. ParentCo will have an attributable interest in 3 FM stations in the Worcester, MA Arbitron Metro, and therefore will comply with the Commission's multiple ownership rule in this market.



FCC Geographic Market Definition for Worcester, MA

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
WORC	AM	1310	C	Talk	Worcester, MA	07/02/2003	110	Gois Broadcasting LLC	Worcester, MA	Worcester
WAAF	FM	107.3	C	Rock	Boston, MA	07/02/2003	11	Entercom	Worcester, MA	Worcester
WVEI	AM	1440	C	Sports	Worcester, MA	07/02/2003	110	Entercom	Worcester, MA	Worcester
WGFP	AM	940	C	Country	Worcester, MA	07/02/2003	110	Just Because Inc	Webster, MA	Worcester
WNEB	AM	1230	C	ChrsContem	Worcester, MA	07/02/2003	110	Blount Communications Group	Worcester, MA	Worcester
WXRБ	FM	95.1	NC	Variety	Worcester, MA	07/02/2003	110 p	George, Peter Q	Dudley, MA	Worcester
WWFX	FM	100.1	C	Clsc Hits	Worcester, MA	07/02/2003	110	Citadel Broadcasting Corp	Southbridge, MA	Worcester
WSRS	FM	96.1	C	Lite Rock	Worcester, MA	07/02/2003	110	Clear Channel Communications	Worcester, MA	Worcester
WTAG	AM	580	C	Nws/Tlk/Spt	Worcester, MA	07/02/2003	110	Clear Channel Communications	Worcester, MA	Worcester
WVNE	AM	760	C	Christian	Worcester, MA	07/02/2003	110	Blount Communications Group	Leicester, MA	Worcester
WXLO	FM	104.5	C	Hot AC	Worcester, MA	07/02/2003	110	Citadel Broadcasting Corp	Fitchburg, MA	Worcester
WORC	FM	98.9	C	Oldies	Worcester, MA	07/02/2003	110	Citadel Broadcasting Corp	Webster, MA	Worcester
WCRN	AM	830	C	Oldies	Worcester, MA	07/02/2003	110	Carter Broadcasting Corporation	Worcester, MA	Worcester
WBPR	FM	91.9	NC	Folk	Worcester, MA	07/02/2003	110	University of Massachusetts	Worcester, MA	Worcester
WYCM	FM	90.1	NC	ChrsContem	Worcester, MA	07/02/2003	110	Christian Mix Radio Inc	Charlton, MA	Worcester
WCHC	FM	88.1	NC	Alternative	Worcester, MA	07/02/2003	110	College of the Holy Cross	Worcester, MA	Worcester
WCUW	FM	91.3	NC	Eclectic	Worcester, MA	07/02/2003	110	WUW Inc	Worcester, MA	Worcester
WICN	FM	90.5	NC	Jazz/Folk	Worcester, MA	07/02/2003	110	WICN Public Radio Inc	Worcester, MA	Worcester

Number of Stations in Geographic Market 18

Previous Stations in Geographic Market

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

"p" indicates pending sale to owner listed

York, PA Arbitron Metro

Citadel currently owns and ParentCo will control station WQXA-FM, Facility ID No. 52169, York, Pennsylvania (York County). York County is included in the York, Pennsylvania Arbitron Metro. As is demonstrated herein, ParentCo's ownership of WQXA-FM will comply with the Commission's local radio ownership rule.

As is shown on the attached "FCC Geographic Market Definition for York, PA," generated using BIA Financial Network, Inc.'s Media Access Pro database, there are 15 licensed, full power commercial and noncommercial radio stations in the York Metro.

The Commission's multiple ownership rule (47 C.F.R. § 73.3555(a)) provides that in a radio market with between 15 and 29 (inclusive) full-power, commercial and noncommercial radio stations, a person or single entity may have a cognizable interest in not more than 6 commercial radio stations in total and not more than 4 commercial stations in the same service. ParentCo will have an attributable interest in 1 FM station in the York Arbitron Metro, and therefore will comply with the Commission's multiple ownership rule in this market.



FCC Geographic Market Definition for York, PA

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
WGLD	AM	1440	C	DARK	York, PA	07/02/2003	102	p Cumulus Media Partners LLC	Red Lion, PA	York
WSOX	FM	96.1	C	Oldies	York, PA	07/02/2003	102	p Cumulus Media Partners LLC	Red Lion, PA	York
WGET	AM	1320	C	AC/Nws/Spt	York, PA	07/02/2003	102	Times & News Publishing	Gettysburg, PA	Adams
WGTY	FM	107.7	C	Country	York, PA	07/02/2003	102	Times & News Publishing	Gettysburg, PA	Adams
WSJW	FM	92.7	C	Smooth	York, PA	07/02/2003	102	Hall Communications Inc	Starview, PA	York
WHVR	AM	1280	C	Country	York, PA	07/02/2003	102	Radio Hanover Inc	Hanover, PA	York
WQXA	AM	1250	C	Religion	York, PA	07/02/2003	102	Wilkins Communications Network Inc	York, PA	York
WOYK	AM	1350	C	Sports	York, PA	07/02/2003	102	Starview Media Inc	York, PA	York
WQXA	FM	105.7	C	AOR	Harrisburg-Lebanon-Carlisle, PA	07/02/2003	78	Citadel Broadcasting Corp	York, PA	York
WSBA	AM	910	C	News/Talk	York, PA	07/02/2003	102	p Cumulus Media Partners LLC	York, PA	York
WARM	FM	103.3	C	AC	York, PA	07/02/2003	102	p Cumulus Media Partners LLC	York, PA	York
WYCR	FM	98.5	C	Clsc Hits	York, PA	07/02/2003	102	Radio Hanover Inc	York-Hanover, PA	York
WFKJ	AM	890	NC	Religion	York, PA	07/02/2003	102	Jesus is Lord Ministries	Cashtown, PA	Adams
WVYC	FM	99.7	NC	Alternative	York, PA	07/02/2003	102	York College of Pennsylvania	York, PA	York
WZBT	FM	91.1	NC	Alternative	York, PA	07/02/2003	102	Gettysburg College	Gettysburg, PA	Adams

Number of Stations in Geographic Market 15

Previous Stations in Geographic Market

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