

## Changes In Ownership Interests

(In response to Form 316, Section III, Item 5)

The transaction involves the assignment of WOJZ from Nassau Broadcasting Holdings, Inc. (“NBH”) to Nassau Broadcasting II, L.L.C. (“Nassau II”). Louis F. Mercatanti, Jr. is sole shareholder and director of NBH. Upon consummation of the assignment proposed here to Nassau II, Mr. Mercatanti will retain majority voting control over the licenses.

Pursuant to the grant of the FCC application for the pro forma transfer of control of Nassau II, Mr. Mercatanti has increased his actual attributable voting control of Partners from 54.7% to 59.9%. See File No. BTCH-20030416AAS.

NBH and Nassau II request that the Commission approve the assignment to Nassau II. The ownership structure of the proposed assignee is as follows:

1. **Licensee Entity:**

Name	Address	Citizenship
Nassau II	619 Alexander Road, 3d Floor Princeton, NJ 08540	U.S. (Delaware limited liability company)

2. **Limited Liability Company Members of Nassau II:**

Nassau Broadcasting I, L.L.C. (“Nassau Operating Company”) is the 100% owner and only member of Nassau.

Name	Address	Citizenship	Voting Percentage	Equity Percentage
Nassau Broadcasting, I, L.L.C.	619 Alexander Road, 3d Floor Princeton, NJ 08540	U.S. (Delaware limited liability company)	100%	100%

**3. Limited Liability Company Owners of Nassau 1:**

The owner of 100% of the member interests of Nassau Operating Company is Partners.

<b>Name</b>	<b>Address</b>	<b>Citizenship</b>	<b>Voting Percentage</b>	<b>Equity Percentage</b>
Nassau Broadcasting Partners, L.P. ("Partners")	619 Alexander Road, 3d Floor Princeton, NJ 08540	U.S. (Delaware limited partnership)	100%	100%

**4. Attributable Ownership of Partners:**

<b>Name</b>	<b>Address</b>	<b>Citizenship</b>	<b>Voting Percentage</b>	<b>Equity Percentage</b>
NBP, Inc. General Partner	619 Alexander Road, 3d Floor Princeton, NJ 08540	U.S. (Delaware corporation)	100%	0.36%
Nassau Partner Holdings, L.L.C. Limited Partner	619 Alexander Road, 3d Floor Princeton, NJ 08540	U.S. (Delaware limited liability company)	0%	99.64%

**5. Attributable Ownership and Officers/Directors of NBP, Inc. (General Partner)**

<b>Name</b>	<b>Address</b>	<b>Citizen</b>	<b>Offices</b>	<b>Status</b>	<b>Voting %</b>	<b>Equity %</b>
Louis F. Mercatanti, Jr.	900 State Road Princeton, NJ 08540	U.S.	President Chairman Director Asst. Sec. Asst. Treas.	Male; not Hispanic or Latino; White	30.00%	30.00%
Nassau Broadcasting Holdings, Inc.	619 Alexander Road, 3d Floor Princeton, NJ 08540	U.S. (N.J.)	N/A	N/A	29.99%	29.99%
Spectrum Equity Investors IV, L.P.	333 Middlefield Road, Ste. 200 Menlo Park, CA	U.S. (Del.)	N/A	N/A	27.42%	27.42%
Spectrum-Nassau Associates, L.P	333 Middlefield Road, Ste. 200 Menlo Park, CA	U.S. (Del.)	N/A	N/A	6.17%	6.17%

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**Exhibit 10**  
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Spire Capital Partners, L.P.	Five Tower Bridge 300 Barr Harbor Drive, Ste. 720 West Conshohoken, PA 19428	U.S. (Del.)	N/A	N/A	5.86%	5.86%
Spire Capital Partners Parallel Fund, L.P.	Five Tower Bridge 300 Barr Harbor Drive, Ste. 720 West Conshohoken, PA 19428	U.S. (Del.)	N/A	N/A	0.36%	0.36%
Spire Investments, L.L.C.	Five Tower Bridge 300 Barr Harbor Drive, Ste. 720 West Conshohoken, PA 19428	U.S. (Del.)	N/A	N/A	0.18%	0.18%
Peter Tonks	619 Alexander Road, 3d Floor Princeton, NJ 08540	U.S.	Treasurer & Vice President	Male; not Hispanic or Latino; White	0%	0%
Tina Christensen	619 Alexander Road, 3d Floor Princeton, NJ 08540	U.S.	Secretary	Female; not Hispanic or Latino; White	0%	0%

**6. Attributable Ownership of Nassau Broadcasting Holdings, Inc.**

Name	Address	Citizen	Offices	Status	Voting %	Equity %
Louis F. Mercatanti, Jr.	900 State Road Princeton, NJ 08540	U.S.	President Director	Male; not Hispanic or Latino; White	100%	100%

**7. Attributable Ownership of Spectrum Equity Investors IV, L.P.**

The partners with attributable ownership interests in Spectrum IV are as follows:

Name	Address	Citizenship	Voting Percentage
Spectrum Equity Associates, L.P. General Partner	333 Middlefield Road, Suite 200 Menlo Park, CA 94025	U.S. (Del.)	100%

**8. Attributable Ownership of Spectrum-Nassau Associates, L.P.**

The partners with attributable ownership interests in Spectrum-Nassau are as follows:

Name	Address	Citizenship	Voting Percentage
Spectrum Equity Associates, L.P. General Partner	333 Middlefield Road, Suite 200 Menlo Park, CA 94025	U.S. (Del.)	100%

**9. Attributable Ownership of Spectrum Equity Associates, L.P.**

Name	Address	Citizen	Offices	Status	Voting %	Equity %
Brion B. Appelgate	c/o Spectrum Equity Investors 333 Middlefield Road Suite 200 Menlo Park, CA 94025	U.S.	General Partner	Male; not Hispanic or Latino; White	48.62%	40.11%
William P. Collatos	c/o Spectrum Equity Investors One International Place, 29 <sup>th</sup> Fl. Boston, MA 02110	U.S.	General Partner	Male; not Hispanic or Latino; White	48.62%	40.11%
Kevin J. Maroni	c/o Spectrum Equity Investors One International Place, 29 <sup>th</sup> Fl. Boston, MA 02110	U.S.	General Partner	Male; not Hispanic or Latino; White	2.75%	2.27%

**10. Attributable Ownership of Spire Capital Partners, L.P.**

Name	Address	Citizen	Offices	Status	Voting %
Bruce Hernandez	Five Tower Bridge 300 Barr Harbor Drive, Ste. 720 West Conshohoken, PA 19428	U.S.	General Partner	Male; Hispanic or Latino	100%

**11. Ownership of Nassau Partner Holdings, L.L.C. (Limited Partner)**

Name	Address	Citizen	Offices	Status	Voting %	Equity %
Louis F. Mercatanti, Jr.	900 State Road Princeton, NJ 08540	U.S.	President.	Male; not Hispanic or Latino; White	0%	0%
Nassau Holdings, Inc.	619 Alexander Road, 3d Floor Princeton, NJ 08540	U.S. (Del.)	N/A	N/A	1.78%	0.707%
Nassau Management, L.L.C.	619 Alexander Road, 3d Floor Princeton, NJ 08540	U.S. (Del.)	N/A	N/A	1.55%	60.61%
Various entities affiliated with and controlled by Spectrum Equity Associates, L.P. (see Items 4-6 above)	c/o Spectrum Equity Investors One International Place, 29 <sup>th</sup> Fl. Boston, MA 02110	U.S.	N/A	N/A	81.20%	32.19%
Various entitles affiliated with Spire Capital Partners, L.P. (see Item 7 above)	Five Tower Bridge 300 Barr Harbor Drive, Ste. 720 West Conshohoken, PA 19428	U.S.	N/A	N/A	15.47%	6.13%