

EXHIBIT 5
Compliance with Multiple Ownership Rules

This exhibit is being submitted with the instant minor change application to demonstrate compliance with the FCC's multiple ownership rules.

Local radio ownership rule.

CBS Radio Inc. of Philadelphia ("Applicant") is the licensee of WIP(AM), Philadelphia, Pennsylvania (Facility ID No. 28626). For purposes of the local radio ownership rule, WIP(AM) is deemed to be part of the Philadelphia, Pennsylvania Arbitron Metro. WIP(AM) is licensed to Philadelphia, Pennsylvania in Philadelphia County, which in turn is located in the Philadelphia, Pennsylvania Arbitron Metro.

In addition to WIP(AM), the Applicant and entities under common control with the Applicant (collectively, "CBS Radio") also own the following radio stations in the Philadelphia, Pennsylvania Arbitron Metro: KYW(AM), Philadelphia, Pennsylvania (Philadelphia County) (Facility ID No. 25441); WOGL(FM), Philadelphia, Pennsylvania (Philadelphia County) (Facility ID No. 9622); WPHT(AM), Philadelphia, Pennsylvania (Philadelphia County) (Facility ID No. 9634); and WYSP(FM), Philadelphia, Pennsylvania (Philadelphia County) (Facility ID No. 28628).

Attachment 1 was compiled on July 14, 2010 using BIA Research, Inc.'s Media Access Pro database. Attachment 1 lists all radio stations, including WIP(AM), that are licensed to communities within the counties comprising the Philadelphia, Pennsylvania Metro or that Arbitron designates as "home" to that Metro. As demonstrated in Attachment 1, there are 71 radio stations in the Philadelphia, Pennsylvania Metro, as so defined. Under the local radio ownership rule, Section 73.3555(a), a person or single entity (or entities under common control) in a radio market with 45 or more full-power, commercial and noncommercial radio stations may have a cognizable interest in up to 8 commercial radio stations, not more than 5 of which are in the same service (AM or FM).

As shown in Attachment 1, CBS Radio controls 3 AM radio stations and 2 FM radio stations in the Philadelphia, Pennsylvania Metro, including WIP(AM), which fully complies with the local radio ownership rule.

Radio-television cross ownership rule.

CBS Broadcasting Inc. ("CBS"), an indirect parent of the Applicant, is the licensee of KYW-TV, Philadelphia, Pennsylvania (Facility ID No. 25453), which is in the Philadelphia Designated Market Area ("DMA"). CBS's indirect subsidiary, Philadelphia Television Station WPSG, Inc., is the licensee for WPSG(TV), Philadelphia, Pennsylvania (Facility ID No. 12499),

which is also in the Philadelphia DMA. CBS also has an attributable interest in the five radio stations referenced above in the Philadelphia DMA.

In its 2002 Biennial Regulatory Review Report and Order, *2002 Biennial Regulatory Review – Review of the Commission’s Broadcast Ownership Rules and Other Rules Adopted Pursuant to Section 202 of the Telecommunications Act of 1996*, 18 FCC Rcd 13620 (2003), the Commission concluded that the radio-television cross-ownership rule no longer served the public interest and repealed the rule. *Id.* at 13768. However, the Third Circuit’s stay of the effective date of the FCC’s multiple ownership rules imposed in 2003 remains in effect as to the repeal of the radio-television cross-ownership rule. *See Prometheus Radio Project v. FCC*, 373 F.3d 372, 435 (3d Cir. 2004) (denying motion to lift stay of the radio-television cross-ownership rule). CBS thus remains subject to the radio-television cross-ownership rule.

The radio-television cross ownership rule is triggered when either (i) the Grade A contour of a television station encompasses the community of license of a commonly owned radio station, or (ii) when the 1 mV/m contour of an FM station or the 2 mV/m contour of an AM station encompasses the community of license of a commonly owned television station. Since KYW-TV, WPSG(TV), WIP(AM), and each of the four other radio stations controlled by CBS Radio are licensed to Philadelphia, Pennsylvania, it is self evident that contour encompassment triggers the radio-television cross ownership rule in this instance.

Although the radio-television cross-ownership rule is triggered by contour encompassment, the Commission determines compliance with the rule on an Arbitron Metro basis. In a market where at least 20 independently owned media voices will remain following the proposed transaction, to the extent permitted by the local radio ownership rule, an entity may hold attributable interests in two commercial television and six commercial radio stations. *See* 47 C.F.R. § 73.3555(c)(2)(i)(A) (2002). As shown in Table 1 attached to this exhibit, a minimum of 49 independently owned radio voices alone will remain in the Philadelphia market following the minor modification proposed herein. Therefore, common ownership of two television and five radio stations in the Philadelphia market complies with the radio-television cross ownership rule.

Attachment 1



FCC Geographic Market Definition for Philadelphia, 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
KYW	AM	1060	C	News	Philadelphia, PA	07/02/2003	8	CBS Radio	Philadelphia, PA	Philadelphia
WBCB	AM	1490	C	Variety	Philadelphia, PA	07/02/2003	8	Progressive Broadcasting Company	Levittown-Fairless H, PA	Bucks
WISP	AM	1570	NC	Religion	Philadelphia, PA	07/02/2003	8	Holy Spirit Radio Foundation Inc	Doylestown, PA	Bucks
WPHT	AM	1210	C	Talk	Philadelphia, PA	07/02/2003	8	CBS Radio	Philadelphia, PA	Philadelphia
WOGL	FM	98.1	C	Clsc Hits	Philadelphia, PA	07/02/2003	8	CBS Radio	Philadelphia, PA	Philadelphia
WCHE	AM	1520	C	News/Talk	Philadelphia, PA	07/02/2003	8	Chester County Radio Incorporated	West Chester, PA	Chester
WPEN	FM	97.5	C	Sprts/Talk	Philadelphia, PA	07/12/2007	8	Greater Media Inc	Burlington, NJ	Burlington
WCOJ	AM	1420	C	Religion	Philadelphia, PA	07/02/2003	8	Holy Spirit Radio Foundation Inc	Coatesville, PA	Chester
WRFF	FM	104.5	C	Rock	Philadelphia, PA	07/02/2003	8	Clear Channel Communications Inc	Philadelphia, PA	Philadelphia
WDAS	FM	105.3	C	Urban AC	Philadelphia, PA	07/02/2003	8	Clear Channel Communications Inc	Philadelphia, PA	Philadelphia
WEMG	AM	1310	C	Span/Trpcl	Philadelphia, PA	07/02/2003	8	Davidson Media Group LLC	Camden, NJ	Camden
WBEB	FM	101.1	C	AC	Philadelphia, PA	07/02/2003	8	WEAZ-FM Radio Incorporated	Philadelphia, PA	Philadelphia
WFIL	AM	560	C	Chrst/Talk	Philadelphia, PA	07/02/2003	8	Salem Communications Corporation	Philadelphia, PA	Philadelphia
WBEN	FM	95.7	C	Adult Hits	Philadelphia, PA	07/02/2003	8	Greater Media Inc	Philadelphia, PA	Philadelphia
WNAP	AM	1110	C	Gospel	Philadelphia, PA	07/02/2003	8	GHB Broadcasting	Norristown, PA	Montgomery
WHAT	AM	1340	C	Adlt Stndrd	Philadelphia, PA	07/02/2003	8	Marconi Broadcasting Company LLC	Philadelphia, PA	Philadelphia
WPHI	FM	100.3	C	CHR/HpHop	Philadelphia, PA	07/02/2003	8	Radio One Inc	Media, PA	Delaware
WIOQ	FM	102.1	C	CHR/Top40	Philadelphia, PA	07/02/2003	8	Clear Channel Communications Inc	Philadelphia, PA	Philadelphia
WIP	AM	610	C	Sprts/Talk	Philadelphia, PA	07/02/2003	8	CBS Radio	Philadelphia, PA	Philadelphia
WWJZ	AM	640	C	Family Hits	Philadelphia, PA	07/02/2003	8	ABC/Disney	Mount Holly, NJ	Burlington
WKDN	FM	106.9	NC	Religion	Philadelphia, PA	07/02/2003	8	Family Stations Inc	Camden, NJ	Camden
WPPZ	FM	103.9	C	Gospel	Philadelphia, PA	07/02/2003	8	Radio One Inc	Jenkintown, PA	Montgomery
WMGK	FM	102.9	C	Clsc Rock	Philadelphia, PA	07/02/2003	8	Greater Media Inc	Philadelphia, PA	Philadelphia
WMMR	FM	93.3	C	Rock	Philadelphia, PA	07/02/2003	8	Greater Media Inc	Philadelphia, PA	Philadelphia
WNPV	AM	1440	C	Nws/Tlk/Spt	Philadelphia, PA	07/02/2003	8	WNPV Inc	Lansdale, PA	Montgomery
WPAZ	AM	1370	C	DARK	Philadelphia, PA	07/02/2003	8	Great Scott Broadcasting Inc	Pottstown, PA	Montgomery
WPEN	AM	950	C	Sprts/Talk	Philadelphia, PA	07/02/2003	8	Greater Media Inc	Philadelphia, PA	Philadelphia
WNWR	AM	1540	C	Ethnic	Philadelphia, PA	07/02/2003	8	Global Radio LLC	Philadelphia, PA	Philadelphia
WPWA	AM	1590	C	Span/Chrst	Philadelphia, PA	07/02/2003	8	Mountain Broadcasting Corp (NJ)	Chester, PA	Delaware
WRSD	FM	94.9	NC	CHR/Varty	Philadelphia, PA	07/02/2003	8	Ridley School District	Folsom, PA	Delaware
WBBO	FM	106.5	C	CHR	Monmouth-Ocean, NJ	07/02/2003	51	Press Communications LLC	Bass River Township, NJ	Burlington
WUBA	AM	1480	C	Tropical	Philadelphia, PA	07/02/2003	8	Clear Channel Communications Inc	Philadelphia, PA	Philadelphia
WRNB	FM	107.9	C	Rhythm/Blu	Philadelphia, PA	12/03/2003	8	Radio One Inc	Pennsauken, NJ	Camden
WURD	AM	900	C	Tlk/Nws/Inf	Philadelphia, PA	07/02/2003	8	p WURD Radio LLC	Philadelphia, PA	Philadelphia

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

"p" indicates pending sale to owner listed



FCC Geographic Market Definition for Philadelphia, 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
WWDB	AM	860	C	BusNw/Talk	Philadelphia, PA	07/02/2003	8	Beasley Broadcast Group	Philadelphia, PA	Philadelphia
WTMR	AM	800	C	Christian	Philadelphia, PA	07/02/2003	8	Beasley Broadcast Group	Camden, NJ	Camden
WUSL	FM	98.9	C	Urban	Philadelphia, PA	07/02/2003	8	Clear Channel Communications Inc	Philadelphia, PA	Philadelphia
WVCH	AM	740	C	Religion	Philadelphia, PA	07/02/2003	8	WVCH Communications Inc	Chester, PA	Delaware
WFYL	AM	1180	C	Talk	Philadelphia, PA	08/21/2006	8	Langer Broadcasting Group LLC	King Of Prussia, PA	Montgomery
WRDW	FM	96.5	C	CHR/Rhymc	Philadelphia, PA	07/02/2003	8	Beasley Broadcast Group	Philadelphia, PA	Philadelphia
WXTU	FM	92.5	C	Country	Philadelphia, PA	07/02/2003	8	Beasley Broadcast Group	Philadelphia, PA	Philadelphia
WPHE	AM	690	C	Span/Inspr	Philadelphia, PA	07/02/2003	8	Radio Salvacion Inc	Phoenixville, PA	Montgomery
WYSP	FM	94.1	C	Rock	Philadelphia, PA	07/02/2003	8	CBS Radio	Philadelphia, PA	Philadelphia
WISX	FM	106.1	C	Rhymc/AC	Philadelphia, PA	07/02/2003	8	Clear Channel Communications Inc	Philadelphia, PA	Philadelphia
WNTD	AM	990	C	News/Talk	Philadelphia, PA	07/02/2003	8	Salem Communications Corporation	Philadelphia, PA	Philadelphia
WZZE	FM	97.3	NC	CHR/Educa	Philadelphia, PA	07/02/2003	8	Glen Mills School	Glen Mills, PA	Delaware
WIFI	AM	1460	C	Christian	Philadelphia, PA	07/02/2003	8	Real Life Broadcasting	Florence, NJ	Burlington
WTTM	AM	1680	C	Spn/Var/Ptg	Philadelphia, PA	06/01/2008	8	MultiCultural Radio Broadcasting Inc	Lindenwood, NJ	Camden
WBMR	FM	91.7	NC	Religion	Philadelphia, PA	07/02/2003	8	United Ministries	Telford, PA	Montgomery
WBYO	FM	88.9	NC	Christian	Philadelphia, PA	07/02/2003	8	Four Rivers Community Broadcasting Corp	Sellersville, PA	Bucks
WBZC	FM	88.9	NC	CHR/Dance	Philadelphia, PA	07/02/2003	8	Burlington County College	Pemberton, NJ	Burlington
WCUR	FM	91.7	NC	Variety	Philadelphia, PA	07/02/2003	8	Student Services Inc	West Chester, PA	Chester
WDBK	FM	91.5	NC	Variety	Philadelphia, PA	07/02/2003	8	Camden County College	Blackwood, NJ	Camden
WDNR	FM	89.5	NC	Variety	Philadelphia, PA	07/02/2003	8	Widener University	Chester, PA	Delaware
WGLS	FM	89.7	NC	Variety	Philadelphia, PA	07/02/2003	8	Rowan University	Glassboro, NJ	Gloucester
WHHS	FM	99.9	NC	Variety	Philadelphia, PA	07/02/2003	8	Haverford Township School District	Havertown, PA	Delaware
WHYY	FM	90.9	NC	Nws/Tlk/Inf	Philadelphia, PA	07/02/2003	8	WHYY Inc	Philadelphia, PA	Philadelphia
WKDU	FM	91.7	NC	Variety	Philadelphia, PA	07/02/2003	8	Drexel University	Philadelphia, PA	Philadelphia
WLBS	FM	91.7	NC	BgBnd/Olde	Philadelphia, PA	07/02/2003	8	Bux-Mont Educational	Bristol, PA	Bucks
WWLU	FM	88.7	NC	Urban CHR	Philadelphia, PA	07/02/2003	8	Lincoln University of Pennsylvania	Lincoln University, PA	Chester
WNJS	FM	88.1	NC	Nws/Tlk/Inf	Philadelphia, PA	07/02/2003	8	New Jersey Public Broadcasting Authority	Berlin, NJ	Camden
WPEB	FM	88.1	NC	Adlt Stndrd	Philadelphia, PA	07/02/2003	8	Scribe Video Center Inc	Philadelphia, PA	Philadelphia
WRDV	FM	89.3	NC	BgBnd/Olde	Philadelphia, PA	07/02/2003	8	Bux-Mont Educational	Warminster, PA	Bucks
WRTI	FM	90.1	NC	Clsc/Jazz	Philadelphia, PA	07/02/2003	8	Temple University of Comnwlth System of Higher	Philadelphia, PA	Philadelphia
WKVP	FM	89.5	NC	ChrsContem	Philadelphia, PA	07/02/2003	8	Educational Media Foundation	Cherry Hill, NJ	Camden
WSRN	FM	91.5	NC	Alternative	Philadelphia, PA	07/02/2003	8	Swarthmore College	Swarthmore, PA	Delaware
WXPB	FM	88.5	NC	AAA	Philadelphia, PA	07/02/2003	8	University of Pennsylvania	Philadelphia, PA	Philadelphia
WXVU	FM	89.1	NC	Variety	Philadelphia, PA	07/02/2003	8	Villanova University	Villanova, PA	Delaware

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WYBF	FM	89.1	NC	Variety	Philadelphia, PA	07/02/2003	8	Cabrini College	Radnor Township, PA	Delaware
WZZD	FM	88.1	NC	Christian	Philadelphia, PA	08/03/2004	8	Four Rivers Community Broadcasting Corp	Warwick, PA	Bucks
WVBV	FM	90.5	NC	Religion	Philadelphia, PA	11/04/2005	8	Hope Christian Church of Marlton Inc	Medford Lakes, NJ	Burlington
WRTJ	FM	89.3	NC	Clsc/Jazz	Philadelphia, PA	10/08/2009	8	Temple University of Comnwlth System of Higher	Coatesville, PA	Chester

Number of Stations in Geographic Market 72

Previous Stations in Geographic Market

Table 1

Philadelphia Independent Radio Voices

Voice	Call Sign	Service	City of License	County	State of License	Parent	AM Freq.	FM Freq.
1	WWJZ	AM	Mount Holly	Burlington	NJ	ABC/Disney	640	0
2	WRDW	FM	Philadelphia	Philadelphia	PA	Beasley Broadcast Group	0	96.5
	WTMR	AM	Camden	Camden	NJ	Beasley Broadcast Group	800	0
	WWDB	AM	Philadelphia	Philadelphia	PA	Beasley Broadcast Group	860	0
	WXTU	FM	Philadelphia	Philadelphia	PA	Beasley Broadcast Group	0	92.5
3	WBZC	FM	Pemberton	Burlington	NJ	Burlington County College	0	88.9
4	WLBS	FM	Bristol	Bucks	PA	Bux-Mont Educational	0	91.7
	WRDV	FM	Warminster	Bucks	PA	Bux-Mont Educational	0	89.3
5	WYBF	FM	Radnor Township	Delaware	PA	Cabrini College	0	89.1
6	WDBK	FM	Blackwood	Camden	NJ	Camden County College	0	91.5
7	KYW	AM	Philadelphia	Philadelphia	PA	CBS Corporation	1060	0
	WIP	AM	Philadelphia	Philadelphia	PA	CBS Corporation	610	0
	WOGL	FM	Philadelphia	Philadelphia	PA	CBS Corporation	0	98.1
	WPHT	AM	Philadelphia	Philadelphia	PA	CBS Corporation	1210	0
	WYSP	FM	Philadelphia	Philadelphia	PA	CBS Corporation	0	94.1
8	WDAS	FM	Philadelphia	Philadelphia	PA	CC Media Holdings Inc	0	105.3
	WIOQ	FM	Philadelphia	Philadelphia	PA	CC Media Holdings Inc	0	102.1
	WISX	FM	Philadelphia	Philadelphia	PA	CC Media Holdings Inc	0	106.1
	WRFF	FM	Philadelphia	Philadelphia	PA	CC Media Holdings Inc	0	104.5
	WUBA	AM	Philadelphia	Philadelphia	PA	CC Media Holdings Inc	1480	0
	WUSL	FM	Philadelphia	Philadelphia	PA	CC Media Holdings Inc	0	98.9
9	WCHE	AM	West Chester	Chester	PA	Chester County Radio Incorporated	1520	0
10	WKDU	FM	Philadelphia	Philadelphia	PA	Drexel University	0	91.7
11	WKVP	FM	Cherry Hill	Camden	NJ	Educational Media Foundation	0	89.5
12	WKDN	FM	Camden	Camden	NJ	Family Stations Inc	0	106.9
13	WBYO	FM	Sellersville	Bucks	PA	Four Rivers Community Broadcasting Corp	0	88.9
	WZZD	FM	Warwick	Bucks	PA	Four Rivers Community Broadcasting Corp	0	88.1
14	WNAF	AM	Norristown	Montgomery	PA	GHB Broadcasting	1110	0
15	WZZE	FM	Glen Mills	Delaware	PA	Glen Mills School	0	97.3
16	WNWR	AM	Philadelphia	Philadelphia	PA	Global Radio LLC	1540	0
17	WPAZ	AM	Pottstown	Montgomery	PA	Great Scott Broadcasting Inc	1370	0
18	WBEN	FM	Philadelphia	Philadelphia	PA	Greater Media Inc	0	95.7
	WMGK	FM	Philadelphia	Philadelphia	PA	Greater Media Inc	0	102.9
	WMMR	FM	Philadelphia	Philadelphia	PA	Greater Media Inc	0	93.3
	WPEN	FM	Burlington	Burlington	NJ	Greater Media Inc	0	97.5
	WPEN	AM	Philadelphia	Philadelphia	PA	Greater Media Inc	950	0
19	WHHS	FM	Havertown	Delaware	PA	Haverford Township School District	0	99.9
20	WCOJ	AM	Coatesville	Chester	PA	Holy Spirit Radio Foundation Inc	1420	0
	WISP	AM	Doylestown	Bucks	PA	Holy Spirit Radio Foundation Inc	1570	0
21	WVBV	FM	Medford Lakes	Burlington	NJ	Hope Christian Church of Marlton Inc	0	90.5
22	WFYL	AM	King Of Prussia	Montgomery	PA	Langer Broadcasting Group LLC	1180	0
23	WVLU	FM	Lincoln University	Chester	PA	Lincoln University of Pennsylvania	0	88.7
24	WHAT	AM	Philadelphia	Philadelphia	PA	Marconi Broadcasting Company LLC	1340	0
25	WPWA	AM	Chester	Delaware	PA	Mountain Broadcasting Corp (NJ)	1590	0
26	WTTM	AM	Lindenwold	Camden	NJ	MultiCultural Broadcasting	1680	0
27	WNJS	FM	Berlin	Camden	NJ	New Jersey Public Broadcasting Authority	0	88.1
28	WBBO	FM	Bass River Township	Burlington	NJ	Press Communications LLC	0	106.5
29	WBCB	AM	Levittown-Fairless H	Bucks	PA	Progressive Broadcasting Company	1490	0
30	WPHI	FM	Media	Delaware	PA	Radio One Inc	0	100.3
	WPPZ	FM	Jenkintown	Montgomery	PA	Radio One Inc	0	103.9
	WRNB	FM	Pennsauken	Camden	NJ	Radio One Inc	0	107.9
31	WPHE	AM	Phoenixville	Montgomery	PA	Radio Salvacion Inc	690	0
32	WIFI	AM	Florence	Burlington	NJ	Real Life Broadcasting	1460	0
33	WRSD	FM	Folsom	Delaware	PA	Ridley School District	0	94.9
34	WGLS	FM	Glassboro	Gloucester	NJ	Rowan University	0	89.7
35	WFIL	AM	Philadelphia	Philadelphia	PA	Salem Communications Corporation	560	0
	WNTP	AM	Philadelphia	Philadelphia	PA	Salem Communications Corporation	990	0
36	WPEB	FM	Philadelphia	Philadelphia	PA	Scribe Video Center Inc	0	88.1
37	WEMG	AM	Camden	Camden	NJ	SS Broadcasting Holdings LLC	1310	0
38	WCUR	FM	West Chester	Chester	PA	Student Services Inc	0	91.7
39	WSRN	FM	Swarthmore	Delaware	PA	Swarthmore College	0	91.5

Philadelphia Independent Radio Voices

Voice	Call Sign	Service	City of License	County	State of License	Parent	AM Freq.	FM Freq.
40	WRTI	FM	Philadelphia	Philadelphia	PA	Temple University of Comnwlth System of Higher Ed	0	90.1
	WRTJ	FM	Coatesville	Chester	PA	Temple University of Comnwlth System of Higher Ed	0	89.3
41	WBMR	FM	Telford	Montgomery	PA	United Ministries	0	91.7
42	WXPB	FM	Philadelphia	Philadelphia	PA	University of Pennsylvania	0	88.5
43	WXVU	FM	Villanova	Delaware	PA	Villanova University	0	89.1
44	WBEB	FM	Philadelphia	Philadelphia	PA	WEAZ-FM Radio Incorporated	0	101.1
45	WHYY	FM	Philadelphia	Philadelphia	PA	WHYY Inc	0	90.9
46	WDNR	FM	Chester	Delaware	PA	Widener University	0	89.5
47	WNPV	AM	Lansdale	Montgomery	PA	WNPV Inc	1440	0
48	WURD	AM	Philadelphia	Philadelphia	PA	WURD Radio LLC	900	0
49	WVCH	AM	Chester	Delaware	PA	WVCH Communications Inc	740	0