

MULTIPLE OWNERSHIP

WCLY-AM, LLC, the licensee of the subject station WCLY(AM), Raleigh, NC, is an indirect subsidiary of Capitol Broadcasting Company, Inc. ("CBC"). As demonstrated below, CBC complies with the Commission's multiple ownership rules, 47 C.F.R. § 73.3555.

CBC holds an attributable interest in the following broadcast stations in the Raleigh market:

- 1) Two television stations in the Raleigh-Durham Designated Market Area ("DMA"): WRAL-TV, Raleigh, and WRAZ(TV), Raleigh; and
- 2) Four radio stations (2 AM, 2 FM) in the Raleigh Arbitron Metro market: WRAL-FM, Raleigh, NC; WCMC-FM, Holly Springs, NC; WCLY(AM), Raleigh, NC; and WDNC(AM), Durham, NC.¹

Pursuant to Section 73.3555(c)(2)(i)(A) of the FCC's rules, an entity may own up to 2 television stations (if permitted under Section 73.3555(b)) and 6 commercial radio stations (if permitted under Section 73.3555(a)) in the same market if at least 20 independently owned media voices would remain in the market post-merger. CBC lawfully owns the 2 television stations in Raleigh as permitted under Section 73.3555(b).

Compliance with Section 73.3555(a) (the Local Radio Ownership Rule)

In a radio market with 45 or more radio stations in the market (as is the case in Raleigh), an entity may own up to 8 commercial radio stations. CBC holds an attributable interest in 4 radio stations in the Raleigh Arbitron Metro market – WCLY(AM), Raleigh, WDNC(AM), Durham, WRAL-FM, Raleigh, and WCMC-FM, Holly Springs. Thus, CBC complies with the local radio ownership rule with respect to the Raleigh Arbitron Metro Market.

Compliance with Section 73.3555(c)(2)(i)(A) (the Radio/TV Cross-ownership Rule)

The TV/radio cross-ownership rule restricts an entity that holds 2 television stations in the market to holding no more than 6 commercial radio stations in the market, provided that more than 20 independently owned media voices will remain in the Raleigh market.

There are more than 20 independently owned media voices in the Raleigh market, as shown below, and therefore CBC complies with the Commission's multiple ownership and cross-ownership rules.

[chart follows on next page]

¹ CBC also holds an attributable interest in five radio stations in the Wilmington, North Carolina market that are not at issue here, because the noise limited service contours of WRAL-TV and WRAZ(TV) do not overlap the communities of any of those radio stations.

Independently Owned Television Stations,²
Radio Stations,³ Newspapers⁴ and Cable Systems⁵
Located in the Raleigh-Durham, NC Market

| | |
|---|---|
| 1. ABC/Disney | WTVD(TV) |
| 2. Capitol Broadcasting Company, Inc. (not to be counted) | WRAL-TV, WRAZ(TV), WRAL(FM), WCMC-FM, WDNC(AM), WCLY(AM) |
| 3. Media General | WNCN(TV) |
| 4. Sinclair Broadcast Group | WLFL(TV), WRDC(TV) |
| 5. Multicultural Capital Trust | WRAY-TV |
| 6. Univision | WUVC-DT |
| 7. ION Media Networks | WRPX(TV), WFPX(TV) |
| 8. North Carolina university system | WUNC-TV, WUNP-TV, WUNC(FM), WKNC-FM, WNCU(FM) |
| 9. Radio One Inc. | WFXK(FM), WNNL(FM), WFXC(FM), WQOK(FM) |
| 10. Lamm Media Group LLC | WTSB(AM) |
| 11. Vilkom Interactive Media LLC | WCHL(AM) |
| 12. Clear Channel Communications Inc. | WDCG(FM), WRVA(FM), WRDU(FM), WKSL(FM) |
| 13. Curtis Media Group | WPTF(AM), WQDR(FM), WBBB(FM), WQDR(AM) (Dark), WPLW(FM), WYMY(FM), WKIX(AM) |
| 14. WRBZ, LLC (McClatchey) | WKIX-FM |
| 15. Estuardo Rodriguez | WGSB(AM) (Dark), WRTG(AM), WLLQ(AM) |
| 16. Fellowship Baptist Church Inc. | WHPY(AM) |
| 17. Family Media Group LLC | WMPM(AM) |
| 18. Chatham Broadcasting Co. Inc. | WNCA(AM) |
| 19. WPJL Inc. (William Suttles) | WPJL(AM) |
| 20. Benson Broadcasting Inc. | WPYB(AM) |
| 21. Davidson Media Group LLC | WRJD(AM), WTIK(AM) |
| 22. Truth Broadcasting Corporation | WDRU(AM) |
| 23. St. Augustine's College | WAUG(AM) |
| 24. Liberty University | WVRD(FM) |
| 25. Educational Information Corporation | WCPE-FM |
| 26. Shaw University | WSHA(FM) |
| 27. Duke University | WXDU(FM) |
| 28. Student Educational Broadcasting Inc. | WXYC(FM) |
| 29. Johnson Broadcast Ventures Ltd. | WYRN(AM) |
| 30. Prieto Broadcasting Inc. | WDUR(AM), WETC(AM) |
| 31. Radio Training Network, Inc. | WRTP(FM) |
| 32. The News & Observer Publishing Co. | <i>The News & Observer</i> (7-days/week daily newspaper) |
| 33. Fayetteville Publishing Company | <i>The Fayetteville Observer</i> (7-days/week daily newspaper) |
| 34. Time Warner Cable | Time Warner Cable |

² Included are TV stations located and operating within the Raleigh DMA.

³ Included are radio stations in the Raleigh Arbitron Metro Market.

⁴ Included are daily English language newspapers that are published at least 4 days a week and that have a circulation exceeding 5% of the households in the market.

⁵ Included is one cable service.



FCC Geographic Market Definition for Raleigh-Durham, NC

| Call Letters | AM/FM | Freq | Type | Station Format | Home Market | Market Home | | | City & State of License | County of License |
|--------------|-------|-------|------|----------------|--------------------|--------------|----------|-------------------------------------|-------------------------|-------------------|
| | | | | | | Designn Date | Mkt Rank | Owner | | |
| WAUG | AM | 750 | C | Talk | Raleigh-Durham, NC | 07/02/2003 | 42 | St Augustine's College | New Hope, NC | Franklin |
| WBBB | FM | 96.1 | C | Rock | Raleigh-Durham, NC | 07/02/2003 | 42 | Curtis Media Group | Raleigh, NC | Wake |
| WCHL | AM | 1360 | C | Nws/TK/Spt | Raleigh-Durham, NC | 07/02/2003 | 42 | Vikom Interactive Media LLC | Chapel Hill, NC | Orange |
| WCLY | AM | 1550 | C | Span/Spts | Raleigh-Durham, NC | 07/02/2003 | 42 | Capitol Broadcasting Company Inc | Raleigh, NC | Wake |
| WCMC | FM | 99.9 | C | Sports | Raleigh-Durham, NC | 12/06/2005 | 42 | Capitol Broadcasting Company Inc | Holly Springs, NC | Wake |
| WCPD | FM | 89.7 | NC | Classical | Raleigh-Durham, NC | 07/02/2003 | 42 | Educational Information Corporation | Raleigh, NC | Wake |
| WDCG | FM | 105.1 | C | CHR | Raleigh-Durham, NC | 07/02/2003 | 42 | Clear Channel Communications Inc | Durham, NC | Durham |
| WDNC | AM | 620 | C | Spts/Talk | Raleigh-Durham, NC | 07/02/2003 | 42 | Capitol Broadcasting Company Inc | Durham, NC | Durham |
| WDRU | AM | 1030 | C | Christian | Raleigh-Durham, NC | 07/02/2003 | 42 | Truth Broadcasting Corporation | Creedmoor, NC | Granville |
| WDUR | AM | 1490 | C | Span/Relgn | Raleigh-Durham, NC | 07/02/2003 | 42 | Prieto Broadcasting Inc | Durham, NC | Durham |
| WETC | AM | 540 | C | Span/Vary | Raleigh-Durham, NC | 07/02/2003 | 42 | Prieto Broadcasting Inc | Wendell-Zebulon, NC | Wake |
| WFXX | FM | 107.1 | C | Urban AC | Raleigh-Durham, NC | 07/02/2003 | 42 | Radio One Inc | Durham, NC | Durham |
| WFXX | FM | 104.3 | C | Urban AC | Raleigh-Durham, NC | 07/02/2003 | 42 | Radio One Inc | Tarboro, NC | Edgecombe |
| WGSB | AM | 1060 | C | DARK | Raleigh-Durham, NC | 07/02/2003 | 42 | Rodriguez, Estuando | Mebane, NC | Alamance |
| WHPY | AM | 1590 | C | Christian | Raleigh-Durham, NC | 07/02/2003 | 42 | Fellowship Baptist Church, Inc | Clayton, NC | Johnston |
| WKIX | AM | 850 | C | Oldies | Raleigh-Durham, NC | 07/02/2003 | 42 | Curtis Media Group | Raleigh, NC | Wake |
| WKIX | FM | 102.9 | C | Oldies | Raleigh-Durham, NC | 07/02/2003 | 42 | McClatchey Broadcasting Company LLC | Raleigh, NC | Wake |
| WKNC | FM | 88.1 | NC | Variety | Raleigh-Durham, NC | 07/02/2003 | 42 | North Carolina State University | Raleigh, NC | Wake |
| WKSJ | FM | 93.9 | C | Rhythmic AC | Raleigh-Durham, NC | 07/02/2003 | 42 | Clear Channel Communications Inc | Cary, NC | Wake |
| WLLQ | AM | 1530 | C | Spanish AC | Raleigh-Durham, NC | 07/02/2003 | 42 | Rodriguez, Estuando | Chapel Hill, NC | Orange |
| WMPM | AM | 1270 | C | Cty/Gsp/BG | Raleigh-Durham, NC | 07/02/2003 | 42 | Family Media Group LLC | Smithfield, NC | Johnston |
| WVCA | AM | 1570 | C | AC/Nws/Inf | Raleigh-Durham, NC | 07/02/2003 | 42 | Chatham Broadcasting Co Inc | Siler City, NC | Chatham |
| WNCU | FM | 90.7 | NC | Jazz | Raleigh-Durham, NC | 07/02/2003 | 42 | North Carolina Central University | Durham, NC | Durham |
| WNNL | FM | 103.9 | C | Urban/Insp | Raleigh-Durham, NC | 07/02/2003 | 42 | Radio One Inc | Fuquay-Varina, NC | Wake |
| WPJL | AM | 1240 | C | Religion | Raleigh-Durham, NC | 07/02/2003 | 42 | WPJL Inc | Raleigh, NC | Wake |
| WPLW | FM | 102.5 | C | Top 40 | Raleigh-Durham, NC | 07/02/2003 | 42 | Curtis Media Group | Hillsborough, NC | Orange |
| WPTF | AM | 680 | C | News/Talk | Raleigh-Durham, NC | 07/02/2003 | 42 | Curtis Media Group | Raleigh, NC | Wake |
| WPYB | AM | 1130 | C | Cty/Gsp/BG | Raleigh-Durham, NC | 07/02/2003 | 42 | Benson Broadcasting Inc | Benson, NC | Johnston |
| WQDR | FM | 94.7 | C | Country | Raleigh-Durham, NC | 07/02/2003 | 42 | Curtis Media Group | Raleigh, NC | Wake |
| WQDR | AM | 570 | C | DARK | Raleigh-Durham, NC | 07/02/2003 | 42 | Curtis Media Group | Raleigh, NC | Wake |
| WQOK | FM | 97.5 | C | Urban | Raleigh-Durham, NC | 07/02/2003 | 42 | Radio One Inc | Carboro, NC | Orange |
| WRAL | FM | 101.5 | C | AC | Raleigh-Durham, NC | 07/02/2003 | 42 | Capitol Broadcasting Company Inc | Raleigh, NC | Wake |
| WRDU | FM | 106.1 | C | Talk | Raleigh-Durham, NC | 07/02/2003 | 42 | Clear Channel Communications Inc | Knightsdale, NC | Wake |
| WRJD | AM | 1410 | C | Gosp/Inf | Raleigh-Durham, NC | 07/02/2003 | 42 | Davidson Media Group LLC | Durham, NC | Durham |

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

"p" indicates pending sale to owner listed



FCC Geographic Market Definition for Raleigh-Durham, NC

| Call Letters | AM/FM | Type | Station Format | Home Market | Market | | | City & State of License | County of License |
|--------------|-------|---------|----------------|--------------------|--------------|---------------|--------------------------------------|-------------------------|-------------------|
| | | | | | Designn Date | Home Mkt Rank | Owner | | |
| WRTG | AM | 1000 C | Spanish AC | Raleigh-Durham, NC | 07/02/2003 | 42 | Rodriguez, Estuardo | Garner, NC | Wake |
| WRTP | FM | 88.5 NC | ChrisContem | Raleigh-Durham, NC | 06/22/2009 | 42 | Radio Training Network Inc | Franklinton, NC | Franklin |
| WRVA | FM | 100.7 C | Cisc Hits | Raleigh-Durham, NC | 07/02/2003 | 42 | Clear Channel Communications Inc | Wake Forest, NC | Wake |
| WSHA | FM | 88.9 NC | Jazz | Raleigh-Durham, NC | 07/02/2003 | 42 | Shaw University | Raleigh, NC | Wake |
| WTIK | AM | 1310 C | Mexican | Raleigh-Durham, NC | 07/02/2003 | 42 | Davidson Media Group LLC | Durham, NC | Durham |
| WTSB | AM | 1090 C | News/Talk | Raleigh-Durham, NC | 07/02/2003 | 42 | Lamm Media Group LLC | Selma, NC | Johnston |
| WUNC | FM | 91.5 NC | Nws/Tik/Inf | Raleigh-Durham, NC | 07/02/2003 | 42 | University of North Carolina | Chapel Hill, NC | Orange |
| WVRD | FM | 90.5 NC | Religion | Raleigh-Durham, NC | 01/25/2008 | 42 | Liberty University Inc | Zebulon, NC | Wake |
| WWPL | FM | 102.3 C | Top 40 | Raleigh-Durham, NC | 10/26/2006 | 42 | Curtis Media Group | Smithfield, NC | Johnston |
| WXDU | FM | 88.7 NC | Variety | Raleigh-Durham, NC | 07/02/2003 | 42 | Duke University | Durham, NC | Durham |
| WXYC | FM | 89.3 NC | Educa/Vary | Raleigh-Durham, NC | 07/02/2003 | 42 | Student Educational Broadcasting Inc | Chapel Hill, NC | Orange |
| WVMY | FM | 96.9 C | Mexican | Raleigh-Durham, NC | 07/02/2003 | 42 | Curtis Media Group | Goldsboro, NC | Wayne |
| WVRN | AM | 1480 C | Gosp/RhyBI | Raleigh-Durham, NC | 07/02/2003 | 42 | Johnson Broadcast Ventures Ltd | Louisburg, NC | Franklin |

Number of Stations in Geographic Market 47

Previous Stations in Geographic Market

| | | | | | | | | | |
|------|----|---------|-----------|--------------------------------------|------------|----|--------------------|----------------|----------|
| WZTK | FM | 101.1 C | News/Talk | Greensboro-Winston Salem-High Point, | 11/03/2004 | 45 | Curtis Media Group | Burlington, NC | Alamance |
|------|----|---------|-----------|--------------------------------------|------------|----|--------------------|----------------|----------|

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