

RADIO MARKET ANALYSIS
URBAN RADIO LICENSES, LLC
WMXV (FM) RADIO STATION
ST. JOSEPH, TENNESSEE
February 2007

TECHNICAL STATEMENT

1. This Technical Statement and attached exhibits were prepared on behalf of Urban Radio Licenses, LLC (“URL”), licensee of station WMXV, Channel 268A, St. Joseph, Tennessee. URL is submitting a minor change application to relocate WMXV, as such a Radio Market Analysis is necessary. URL is also the licensee of stations WVNA, 1590, Tuscumbia, Alabama; WLAY, 1450 kHz, and WVNA-FM, Channel 288A, Muscle Shoals, Alabama; and WLAY-FM, Channel 278A, Russellville, Alabama. URL is also the proposed assignee of WMSR-FM, Channel 235C3, Collinwood, Tennessee. WMXV is considered “home” to the Florence-Muscle Shoals, Alabama market. WVNA, WVNA-FM, WLAY and WLAY-FM are all licensed to communities within a metro county in the Florence-Muscle Shoals, Alabama market. WMSR-FM is not licensed to a metro community in any Arbitron market, but is also considered “home” to the Florence-Muscle Shoals, Alabama market. Therefore, an analysis for both rated and non-rated markets is needed.

RATED MARKET REVIEW

2. As shown on Exhibit #1, there are seventeen AM and FM (commercial and non-commercial) stations listed in the Florence-Muscle Shoals, Alabama market Arbitron Market (Market #256). URL would be in control of four FM stations and two AM stations in the same

market. The number of stations indicated falls in the fifteen to twenty-nine stations tier of §73.3555(a)(1)(iii) of the Commission's rules. At this level, common ownership or control of up to six stations, with no more than four in the same service, is permissible. Therefore, URL's ownership of four FM stations and two AM stations in the same rated market would be in compliance with the Commission's rules.

NON-RATED MARKET REVIEW

3. A map depicting the city grade contours of the six stations is attached as Exhibit #2. A study, therefore, has been conducted to determine if ownership of these facilities complies with §73.3555 of the Commission's rules. Since the contours of WMXV, WMSR-FM and WVNA-FM almost completely encompass the contours of WLAY-FM, WLAY and WVNA, the WMXV, WMSR-FM and WVNA-FM contours will be used to define the market boundary, hereinafter referred to as the "Radio Market". This boundary will be used to determine the number of other AM and FM stations that are contributors to the market. Only those stations with transmitter sites within 92.0 kilometers of the overlap area will be considered as contributors to the subject markets. No other station in which URL has interests will be considered, unless it is a subject station in the market under review.

4. Exhibit #3 is a depiction of the other AM and FM stations within the city grade contour of the Radio Market boundary. Exhibit #4 is a tabulation of the stations in Radio Market #1, which totals twenty-one when the six subject stations are added. The number of stations

indicated falls in the fifteen to twenty-nine stations tier of §73.3555(a)(1)(iii) of the Commission's rules.³ At this level, common ownership or control of up to six stations, with no more than four in the same service, is permissible. Therefore, URL's interests in the above referenced stations has been shown to be in compliance with the revised contour overlap rules.

5. Therefore, common control of WMXV, WMSR-FM, WVNA, WVNA-FM, WLAY, and WLAY-FM, in the pertinent rated and non-rated markets, is in compliance with §73.3555 of the rules. As such, the application to relocate WMXV is in compliance with the rules.

6. The foregoing technical statement was prepared on behalf of Urban Radio Licenses, LLC, by Graham Brock, Inc., its Technical Consultants. All information contained herein is true and accurate to the best of our belief and knowledge. All data relating to AM and FM facilities in the relevant BIA/Arbitron market was determined using the BIA Financial Network, Inc. Media Access Pro, Version 4.0. BIA database. All other data was extracted from the CDBS database. We assume no liability for errors or omissions in either database which may be adverse to the information contained herein.

3) There are additional stations providing service to the market, however, they were not considered as the number shown was ample to demonstrate compliance based on the number of stations to be commonly held.



FCC Geographic Market Definition for Florence-Muscle Shoals,

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
WBCF	AM	1240	C	Nws/Tlk/Spt	Florence-Muscle Shoals, AL	07/02/2003	258	BCB, Inc	Florence, AL	Lauderdale
WBTG	FM	106.3	C	Sothn Gspel	Florence-Muscle Shoals, AL	07/02/2003	258	Slatton & Associates	Sheffield, AL	Colbert
WLAY	AM	1450	C	Country	Florence-Muscle Shoals, AL	07/02/2003	258	URBan Radio Broadcasting LLC	Muscle Shoals, AL	Colbert
WQLT	FM	107.3	C	AC	Florence-Muscle Shoals, AL	07/02/2003	258	Big River Broadcasting Corp	Florence, AL	Lauderdale
WSBM	AM	1340	C	Urban AC	Florence-Muscle Shoals, AL	07/02/2003	258	Big River Broadcasting Corp	Florence, AL	Lauderdale
WBTG	AM	1290	C	Chrst/Talk	Florence-Muscle Shoals, AL	07/02/2003	258	Slatton & Associates	Sheffield, AL	Colbert
WVNA	AM	1590	C	Nws/Tlk/Spt	Florence-Muscle Shoals, AL	07/02/2003	258	URBan Radio Broadcasting LLC	Tuscumbia, AL	Colbert
WVNA	FM	105.5	C	Clsc Rock	Florence-Muscle Shoals, AL	07/02/2003	258	URBan Radio Broadcasting LLC	Muscle Shoals, AL	Colbert
WJHX	AM	620	C	Mexican	Florence-Muscle Shoals, AL	07/02/2003	258	BAR Broadcasting Inc	Lexington, AL	Lauderdale
WZZA	AM	1410	C	Urban/Gospl	Florence-Muscle Shoals, AL	07/02/2003	258	Muscle Shoals Broadcasting	Tuscumbia, AL	Colbert
WMXV	FM	101.5	C	Urban AC	Florence-Muscle Shoals, AL	07/02/2003	258	URBan Radio Broadcasting LLC	St. Joseph, TN	Lawrence
WMSR	FM	94.9	C	CHR	Florence-Muscle Shoals, AL	07/02/2003	258	Malkan Broadcast Association	Collinwood, TN	Wayne
WXFL	FM	96.1	C	Country	Florence-Muscle Shoals, AL	07/02/2003	258	Big River Broadcasting Corp	Florence, AL	Lauderdale
WYTK	FM	93.9	C	Sports	Florence-Muscle Shoals, AL	07/02/2003	258	Valley Broadcasting Inc	Rogersville, AL	Lauderdale
WAKD	FM	89.9	NC	Christian	Florence-Muscle Shoals, AL	07/02/2003	258	American Family Association Incorporated	Sheffield, AL	Colbert
WFIX	FM	91.3	NC	ChrsContem	Florence-Muscle Shoals, AL	07/02/2003	258	Tri State Inspirational Broadcasting	Florence, AL	Lauderdale
WQPR	FM	88.7	NC	Nws/Cls/Jaz	Florence-Muscle Shoals, AL	07/02/2003	258	University of Alabama	Muscle Shoals, AL	Colbert

Number of Stations in Geographic Market 17

Previous Stations in Geographic Market

WKSR	FM	98.3	C	Country		09/20/2006	0	Pulaski Broadcasting Inc	Pulaski, TN	Giles
WQRV	FM	100.3	C	AC	Huntsville, AL	08/07/2006	113	p Clear Channel	Meridianville, AL	Madison
WLVS	FM	106.5	C	Country		02/09/2005	0	Big River Broadcasting Corp	Clifton, TN	Wayne

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

"p" indicates pending sale to owner listed

Graham Brock, Inc. - Broadcast Technical Consultants

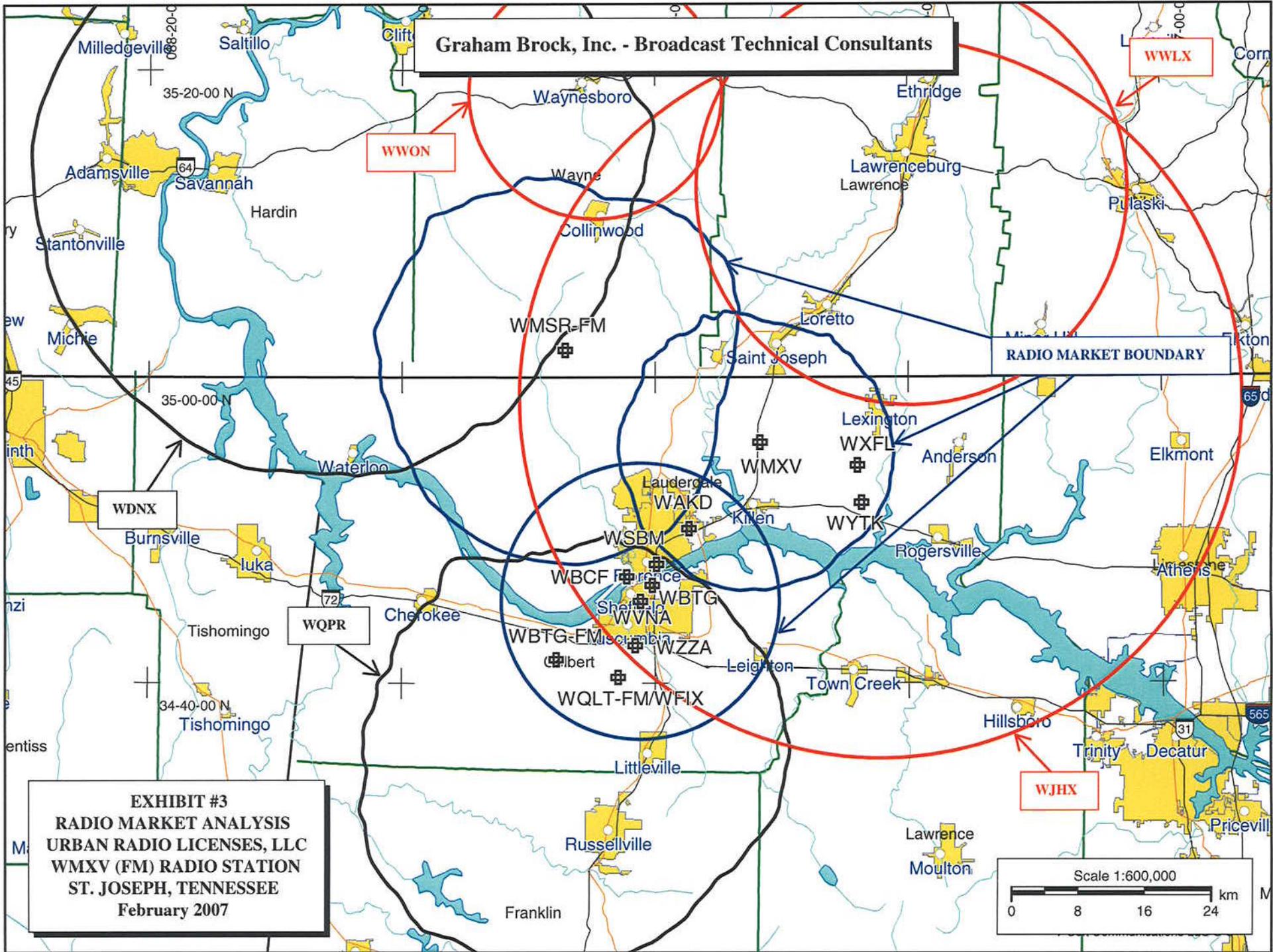
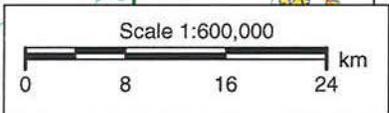


EXHIBIT #3
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EXHIBIT #4

Tabulation of Stations in Radio Market

AM Stations

+	WWLX	590 kHz	Lawrenceburg, Tennessee
+	WJHX	620 kHz	Lexington, Alabama
+	WWON	930 kHz	Waynesboro, Tennessee
	WBCF	1240 kHz	Florence, Alabama
	WBTG	1290 kHz	Sheffield, Alabama
	WSBM	1340 kHz	Florence, Alabama
	WZZA	1410 kHz	Tuscumbia, Alabama
*	WLAY	1450 kHz	Muscle Shoals, Alabama
*	WVNA	1590 kHz	Tuscumbia, Alabama

Total AM Stations - 9

FM Stations

+	WQPR	Ch 204C2	Muscle Shoals, Alabama
+	WDNX	Ch 206C1	Olive Hill, Tennessee
	WAKD	Ch 210C3	Sheffield, Alabama
	WFIX	Ch 217C1	Florence, Alabama
	WYTK	Ch 230A	Rogersville, Alabama
*	WMSR-FM	Ch 235C3	Collinwood, Tennessee
	WXFL	Ch 241C2	Florence, Alabama
*	WMXV	Ch 268A	St. Joseph, Tennessee
	WBTG-FM	Ch 292C3	Sheffield, Alabama
	WQLT-FM	Ch 297C1	Florence, Alabama
*	WLAY-FM	Ch 278A	Russellville, Alabama
*	WVNA-FM	Ch 288A	Muscle Shoals, Alabama

Total FM Stations - 12

GRAND TOTAL OF STATIONS CONSIDERED IN STUDY - 21

- * Subject station.
- + Provides city grade to market.

6AFFIDAVIT AND QUALIFICATIONS OF CONSULTANT

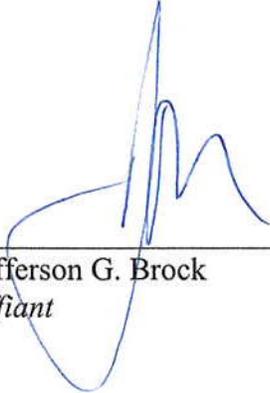
State of Georgia)
St. Simons Island) ss:
County of Glynn)

JEFFERSON G. BROCK, being duly sworn, deposes and says that he is an officer of Graham Brock, Inc. Graham Brock has been engaged by Urban Radio Licenses, LLC, to prepare the attached Technical Exhibit.

His qualifications are a matter of record before the Federal Communications Commission. He has been active in Broadcast Engineering since 1979.

The attached report was either prepared by him or under his direction and all material and exhibits attached hereto are believed to be true and correct.

This the 7th day of February 2007.



Jefferson G. Brock
Affiant

*Sworn to and subscribed before me
this the 7th day of February 2007*



Notary Public, State of Georgia
My Commission Expires: September 3, 2007