

Application for Consent to  
*Pro Forma* Transfer of Control  
Attachment 10

Description of Transaction

As is depicted in the Ownership Chart set forth below, Quantum of Myrtle Beach License Company, LLC, currently is a wholly-owned subsidiary of Quantum Holding, LLC. Quantum Holding, LLC, is wholly-owned by Quantum Communications Corporation (QCC). As a result of a corporate reorganization, QCC has created a new wholly-owned subsidiary, Quantum Holding II, LLC, which will be the parent of Quantum of Myrtle Beach License Company, LLC. The licensee will remain the same and the ultimate ownership of the licensee will continue to reside with QCC.

Frank D. Osborn and Michael F. Mangan are the sole officers of both Quantum Holding, LLC, and Quantum Holding II, LLC. Mr. Osborn is President of each entity. Mr. Mangan is Vice President and Secretary of each entity.

The changes in interest that will occur as a result of this restructuring are as follows:

Quantum of Myrtle Beach License Company, LLC

Names and Addresses of Any Party Holding an Attributable Interest in the Licensee	Citizenship	INTEREST HELD			
		Before Transfer of Control		After Transfer of Control	
		% Votes	% Total Assets	% Votes	% Total Assets
Frank D. Osborn 64 Hemlock Hill Road New Canaan, CT 06840	USA	0	0	0	0
Michael F. Mangan 21 Galloping Hill Road Fairfield, CT 06824	USA	0	0	0	0
Quantum Holding, LLC 3 Stamford Landing, Suite 210 46 Southfield Avenue Stamford, CT 06902	USA	100	100	0	0
Quantum Holding II, LLC 3 Stamford Landing, Suite 210 46 Southfield Avenue Stamford, CT 06902	USA	0	0	100	100

Both before and after the merger, Mr. Osborn and Mr. Mangan will be the sole officers of the licensee, with Mr. Osborn acting as President and Mr. Mangan acting as Vice President and Secretary.

There will be no change in the officers, directors or equity owners of ultimate parent QCC as a result of this reorganization. The officers, directors and equity owners of QCC are as follows:

<b>Names and Addresses of Any Party Holding an Attributable Interest in the Licensee</b>	<b>Title</b>	<b>% Votes</b>	<b>% Total Assets*</b>
Frank D. Osborn 64 Hemlock Hill Road New Canaan, CT 06840	President, CEO, Director, Shareholder	61.74	3.972
Michael F. Mangan 21 Galloping Hill Road Fairfield, CT 06824	Vice President, CFO, Secretary, Director, Shareholder	3.85	0.248
Frank Washington 1300 National Drive Sacramento, CA 95834	Director	19.03	0.612
Craig A. Elson 409 Cherokee Road Charlotte, NC 28207	Director	0	0
Bradley B. Wightman 8 Irving Avenue Providence, RI 02906	Director	0	0
Osborn Family Partners, L.P. 64 Hemlock Hill Road New Canaan, CT 06840	Shareholder	15.23	0.98
William Nelson III 2963 Foster Creighton Drive Nashville, TN 37204-3716 and Frank D. Osborn, as trustee of the Osborn 2002 Family Trust, a trust in favor of the children of Frank D. Osborn	Shareholder	0.15	0.01

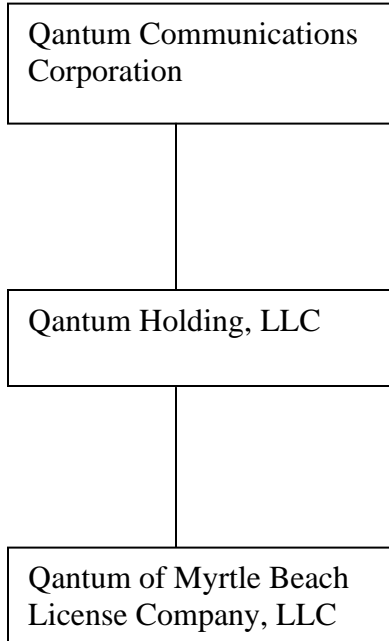
Not included in the calculation of the percentage of total assets held by each shareholder are any loans made by financial institutions to QCC's subsidiaries.

QCC is a Delaware Corporation. All of the above listed individuals are U.S. citizens.

The *pro forma* reorganization for which consent is hereby sought can be depicted as follows:

Ownership Chart

Before



After

