

MMM LICENSE II LLC
Ownership Structure
FCC Form 346
Section II, Question 2

Principals of MMM License II LLC,
Max Media of Montana II LLC,
Max Broadcast Group LLC,
and
Max Media LLC

MMM License II LLC is a wholly owned subsidiary of Max Media of Montana II LLC. Max Broadcast Group LLC is the only member of Max Media of Montana II LLC. Max Broadcast Group LLC is a wholly owned subsidiary of Max Media LLC, the ultimate parent entity of MMM License II LLC.

The entities holding voting and equity interests in Max Media LLC are:

	<u>Voting & Equity Interests</u>
Colonnade Max Investors, Inc.	6.8233%
Aardvarks Also LLC	7.5708%
MBG-GG LLC	39.3913%
Quad-C Max Investors, Inc.	6.5608%
Quad-C Max Investors II, Inc.	0.2625%
MBG Quad-C Investors I, Inc.	38.8092%
MBG Quad-C Investors II, Inc.	<u>0.5821%</u>
Total	100.00%

MMM License II LLC

MMM License II LLC's sole member is Max Media of Montana II LLC and its sole manager is Max Broadcast Group LLC. The officers of MMM License II LLC – all of whom are U.S. Citizens – are as follows:

A. Eugene Loving, Jr. – Secretary
900 Laskin Road
Virginia Beach, VA 23451

John A. Trinder – President
900 Laskin Road
Virginia Beach, VA 23451

David J. Wilhelm – Vice President/Assistant Secretary
900 Laskin Road
Virginia Beach, VA 23451

Max Media of Montana II LLC

Max Media of Montana II LLC's sole member is Max Broadcast Group LLC. The officers of Max Media of Montana II LLC – all of whom are U.S. Citizens - are as follows:

A. Eugene Loving, Jr. – Secretary/Manager
900 Laskin Road
Virginia Beach, VA 23451

John A. Trinder – Manager/CEO
900 Laskin Road
Virginia Beach, VA 23451

David J. Wilhelm – Treasurer/Vice President/Assistant Secretary
900 Laskin Road
Virginia Beach, VA 23451

Linda B. Gray - President
900 Laskin Road
Virginia Beach, VA 23451

Charles A. McFadden
900 Laskin Road
Virginia Beach, VA 23451
Manager

Anthony R. Ignaczak
230 E. High Street
Charlottesville, VA 22902
Manager

Terrence D. Daniels
230 E. High Street
Charlottesville, VA 22902
Manager

Allen B. Rider, III
10001 Patterson Avenue, #100
Richmond, VA 23233
Manager

James C. Wheat, III
10001 Patterson Avenue, #100
Richmond, VA 23233
Manager

Timothy B. Robertson
900 Laskin Road
Virginia Beach, VA 23451
Manager

A. Eugene Loving, Jr. – Secretary
900 Laskin Road
Virginia Beach, VA 23451

John A. Trinder – President
900 Laskin Road
Virginia Beach, VA 23451

David J. Wilhelm – Vice President/Assistant Secretary
900 Laskin Road
Virginia Beach, VA 23451

Max Broadcast Group LLC

Max Broadcast Group LLC's sole member and manager is Max Media LLC.

There are no officers.

Max Media LLC

The officers, managers (all of whom are U.S. Citizens) and equity interest holders of Max Media LLC are as follows:

Kenneth Diekroeger – Manager
1420 Benito Avenue
Burlingame, CA 94010

Alan H. Nichols, Jr. – Manager
33 Birch Street
Mill Valley, CA 94941

Jesse Rogers – Manager
278 Park Lane
Atherton, CA 94027

Terrence D. Daniels – Manager
230 E. High Street
Charlottesville, VA 22902

Anthony R. Ignaczak – Manager
230 E. High Street
Charlottesville, VA 22902

Matthew B. Engel – Manager
230 E. High Street
Charlottesville, VA 22902

Allen B. Rider, III – Manager
10001 Patterson Avenue, #100
Richmond, VA 23233

A. Eugene Loving, Jr. – Manager/CEO/President/Secretary
900 Laskin Road
Virginia Beach, VA 23451

John A. Trinder – Manager/COO
900 Laskin Road
Virginia Beach, VA 23451

David J. Wilhelm – CFO/Treasurer
900 Laskin Road
Virginia Beach, VA 23451

Colonnade Max Investors, Inc. – 6.8233% Voting and Equity
10001 Patterson Avenue, #100

Richmond, VA 23233

Aardvarks Also LLC – 7.5708% Voting and Equity
900 Laskin Road
Virginia Beach, VA 23451

MBG-GG LLC – 39.3913% Voting and Equity
One Embarcadero Center
33rd Floor
San Francisco, CA 94111

Quad-C Max Investors, Inc. – 6.5608% Voting and Equity
230 E. High Street
Charlottesville, VA 22902

Quad-C Max Investors II, Inc. - 0.2625% Voting and Equity
230 E. High Street
Charlottesville, VA 22902

MBG Quad-C Investors I, Inc. – 38.8092% Voting and Equity
230 E. High Street
Charlottesville, VA 22902

MBG Quad-C Investors II, Inc. – 0.5821% Voting and Equity
230 E. High Street
Charlottesville, VA 22902

Aardvarks Also LLC

Aardvarks Also LLC is manager managed. The officers, managers and attributable equity holders of Aardvarks Also LLC – all of whom are U.S. Citizens – are as follows:

Timothy B. Robertson- Manager
295 Bendix Road, Suite 130
Virginia Beach, VA 23452

Charles McFadden- Manager
900 Laskin Road
Virginia Beach, VA 23451

A. Eugene Loving, Jr. – Manager/Secretary
900 Laskin Road
Virginia Beach, VA 23451
19.648% Voting & Equity

John A. Trinder – Manager/President
900 Laskin Road
Virginia Beach, VA 23451
16.701% Voting & Equity

James C. Trinder
900 Laskin Road
Virginia Beach, VA 23451
2.947% Voting & Equity

Steamboat SPGS, LLC¹/
900 Laskin Road
Virginia Beach, VA 23451
19.648% Voting & Equity

Bay Shore Enterprises, LLC²/
295 Bendix Road, Suite 130
Virginia Beach, VA 23452
19.648% Voting & Equity

LaMaSa Airwaves LLC³
1821 Eden Way
Virginia Beach, VA 23454
21.407% Voting & Equity

David J. Wilhelm – Vice President and Assistant Secretary
900 Laskin Road
Virginia Beach, VA 23451

Colonnade Max Investors, Inc.

The officers, directors and attributable shareholders⁴ of Colonnade Max Investors, Inc. – all of whom are U.S. Citizens – are as follows:

Allen B. Rider, III – CEO/President/Chairman of the Board

¹ / Equity and voting interests held as follows: 46% The Charles A. McFadden Revocable Trust; 46% The Mary Patricia B. McFadden Revocable Trust; 2% Martin Neil McFadden; 2% Patrick Kevin McFadden; 2% Kimberly Anne Buadagno; 2% Tracy Marie Butteroff.

² / Equity and voting held 100% by Timothy B. Robertson.

³ / Equity and Voting held as follows: 22.22% Barry A. Mandell; 36.67% Dick Lamb; 22.22% Jeffrey Saunders; 18.89% Larry M. Saunders. Jeffrey Saunders is Larry M. Saunders' son. Barry A. Mandell is Larry M. Saunders' son-in-law.

⁴ The unreported 1.55% of shares are held by non-attributable persons or entities.

10001 Patterson Avenue, #100
Richmond, VA 23233
1.04% Voting & Equity

James C. Wheat, III – Vice President/Director
10001 Patterson Avenue, #100
Richmond, VA 23233
1.04% Voting & Equity

Commonwealth Investors II L.P.
10001 Patterson Avenue, #100
Richmond, VA 23233
96.37% Voting & Equity

Commonwealth Investors II L.P. Sole General Partner is:

Colonnade Capital LLC
10001 Patterson Avenue, #100
Richmond, VA 23233

Colonnade Capital LLC's managing members and attributable equity holders⁵ are
as follows:

Allen B. Rider, III – Managing Member
10001 Patterson Avenue, #100
Richmond, VA 23233
32% Voting & Equity

James C. Wheat, III – Managing Member
10001 Patterson Avenue, #100
Richmond, VA 23233
32% Voting & Equity

John T. Herzog – Managing Member
10001 Patterson Avenue, #100
Richmond, VA 23233
20% Voting & Equity

MBG-GG LLC

MBG-GG LLC's sole voting member is MBG-GG Management LLC. MBG-GG Management LLC's managing members and attributable equity holders – all of whom are U.S. Citizens – are as follows:

Kenneth Diekroeger – Managing Member
One Embarcadero Center
33rd Floor
San Francisco, CA 94111
49.999% Equity and Voting

Jesse Rogers – Managing Member
One Embarcadero Center
33rd Floor
San Francisco, CA 94111
49.9999% Equity and Voting

Alan Nichols – Managing Member
One Embarcadero Center
33rd Floor
San Francisco, CA 94111
0.0002% Equity and Voting

⁵ Unreported percentages are held by four individuals who each hold a non-attributable 4% of shares.

THE QUAD-C COMPANIES

Quad-C Max Investors, Inc.

The officers, directors and attributable shareholders of Quad-C Max Investors, Inc. – all of whom are U.S. Citizens – are as follows:

Terrence D. Daniels – Officer/Director
230 E. High Street
Charlottesville, VA 22902

Anthony R. Ignaczak - Officer/Director
230 E. High Street
Charlottesville, VA 22902

Stephen M. Burns – Officer/Director
230 E. High Street
Charlottesville, VA 22902

Quad-C Partners V, L.P.
230 E. High Street
Charlottesville, VA 22902
100% Voting & Equity

Quad-C Partners V, L.P.'s sole general partner is:

Quad-C Advisors V, LLC
230 E. High Street
Charlottesville, VA 22902

Quad-C Advisors V, LLC's members and attributable equity holders⁶ – all of whom are U.S. Citizens – are as follows:

Terrence D. Daniels – Manager/Member
230 E. High Street
Charlottesville, VA 22902
57.14% Voting & 40% Equity

Anthony R. Ignaczak – Member
230 E. High Street
Charlottesville, VA 22902
10.71% Voting & 15% Equity

Edward T. Harvey – Member

⁶ Unreported 3% of shares are held by non-attributable persons or entities.

527 College Avenue
Haverford, PA 19041
10.71% Voting & 15% Equity

Stephen M. Burns - Member
230 E. High Street
Charlottesville, VA 22902
10.71% Voting & 15% Equity

Gary A. Binning – Member
230 E. High Street
Charlottesville, VA 22902
8.57% Voting & 12% Equity

Quad-C Max Investors II, Inc.

The officers, directors and voting shareholders⁷ of Quad-C Max Investors II, Inc.

– all of whom are U.S. Citizens – are as follows:

Terrence D. Daniels – Officer/Director
230 E. High Street
Charlottesville, VA 22902
40% Voting & Equity

Anthony R. Ignaczak – Officer/Director
230 E. High Street
Charlottesville, VA 22902
15% Voting & Equity

Edward T. Harvey
527 College Avenue
Haverford, PA 19041
15% Voting & Equity

Stephen M. Burns – Officer/Director
230 E. High Street
Charlottesville, VA 22902
15% Voting & Equity

Gary A. Binning
230 E. High Street
Charlottesville, VA 22902
13% Voting & Equity

⁷ Unreported 2% of shares are held by non-attributable persons or entities.

MBG Quad-C Investors I, Inc.

The officers and directors of MBG Quad-C-Investors I, Inc. - all of whom are U.S. citizens - are:

Anthony R. Ignaczak – President
230 E. High Street
Charlottesville, VA 22902

Matthew B. Engel – Vice President and Secretary
230 E. High Street
Charlottesville, VA 22902

All the voting rights and equity of MBG Quad-C Investors I, Inc. are held by Quad-C Partners VI, L.P. Quad-C Partners VI, L.P.'s sole general partner is Quad-C Advisors VI, LLC.

Quad-C Advisors VI, LLC's members and attributable equity holders⁸ – all of whom are U.S. Citizens – are as follows:

Terrence D. Daniels – Manager/Member
230 E. High Street
Charlottesville, VA 22902
50% Voting & 29.51%Equity

Anthony R. Ignaczak – Member
230 E. High Street
Charlottesville, VA 22902
16.67% Voting & 20.00%Equity

Stephen M. Burns – Member
230 E. High Street
Charlottesville, VA 22902
16.67% Voting & 20.00%Equity

Gary A. Binning – Member
230 E. High Street
Charlottesville, VA 22902
16.67% Voting & 20.00%Equity

⁸ Unreported 10% of shares are held by eight non-attributable persons or entities.

MBG Quad-C Investors II, Inc.

All the voting rights and equity of MBG Quad-C Investors II, Inc. are held by MBG Quad-C Investors II, LLC.

The officers and directors of MBG Quad-C Investors II, Inc. – all of whom are U.S. citizens – are:

Anthony R. Ignaczak – President
230 E. High Street
Charlottesville, VA 22902

Matthew B. Engel – Vice President and Secretary
230 E. High Street
Charlottesville, VA 22902

The voting rights of all of the Members have been assigned to Quad-C Management, Inc. pursuant to a Voting Trust Agreement.

MBG Quad-C Investors II, LLC

The officers and directors of MBG Quad-C Investors II, LLC – all of whom are U.S. citizens – are:

Anthony R. Ignaczak – President
230 E. High Street
Charlottesville, VA 22902

Matthew B. Engel – Vice President and Secretary
230 E. High Street
Charlottesville, VA 2290

The equity of MBG Quad-C Investors II, LLC is held by:⁹

Terrence D. Daniels
230 E. High Street
Charlottesville, VA 22902
10.47% Equity

Edward T. Harvey & Wendy W. Harvey, JTWROS
527 College Avenue

⁹ Unreported 39.5 % of shares are held by 27 non-attributable persons or entities.

Charlottesville, VA 22902
14.00% Equity

Anthony R. Ignaczak
230 E. High Street
Charlottesville, VA 22902
9.38% Equity

Stephen M. Burns
230 E. High Street
Charlottesville, VA 22902
12.65% Equity

Gary A. Binning
230 E. High Street
Charlottesville, VA 22902
14% Equity

The voting rights of MBG Quad-C Investors II, LLC members have been assigned to Quad-C Management, Inc. pursuant to a Voting Trust Agreement.