

**Amended Exhibit of Parties to Assignee**  
(In response to Form 314, Section III, Item 4a)

The proposed assignee, Nassau Broadcasting III, L.L.C. (“Nassau 3”), is a Delaware limited liability company whose attributable ownership is as specified in the tables below. The Commission has most recently approved the qualifications of Nassau 3, as disclosed below, on September 21, 2005. See File No. BALH-20050729ALV. The Commission reviewed these disclosures for that application.

At the request of the Bureau staff, Nassau 3 is amending this disclosure exhibit. The ultimate owner of Nassau 3 is Nassau Broadcasting Partners Limited Partnership (see Table 3 below). The sole limited partner of that company is Nassau Partner Holdings, L.L.C. (see Table 11 below). This amendment clarifies that certain parties who have been identified in Table 11 below and who hold collectively less than 5% of the voting and ownership of Nassau Partner Holdings, L.L.C. are non-attributable owners. Nassau 3 has disclosed the identity of these parties out of an abundance of caution but reaffirms that they hold non-attributable ownership interests.

***Attributable Ownership in Assignee Nassau 3***

**1. Proposed Assignee of License:**

<b>Name</b>	<b>Address</b>	<b>Citizenship</b>	<b>Voting Percentage</b>	<b>Equity Percentage</b>
Nassau Broadcasting III, L.L.C.	619 Alexander Road, 3d Floor Princeton, NJ 08540	U.S. (Delaware ltd. liability co.)	100%	100%

**2. Limited Liability Company Members of Nassau 3:**

Nassau Broadcasting I, L.L.C. (“Nassau Operating Company”) is the 100% owner and only member of Nassau 3.

<b>Name</b>	<b>Address</b>	<b>Citizenship</b>	<b>Voting Percentage</b>	<b>Equity Percentage</b>
Nassau Broadcasting I, L.L.C.	619 Alexander Road, 3d Floor Princeton, NJ 08540	U.S. (Delaware limited liability company)	100%	100%

**3. Limited Liability Company Owners of Nassau Operating Company:**

The owner of 100% of the member interests of Nassau Operating Company is Nassau Broadcasting Partners, L.P. (“Partners”)

Name	Address	Citizenship	Voting Percentage	Equity Percentage
Nassau Broadcasting Partners, L.P.	619 Alexander Road, 3d Floor Princeton, NJ 08540	U.S. (Delaware limited partnership)	100%	100%

**4. Attributable Ownership of Partners:**

Name	Address	Citizenship	Voting Percentage	Equity Percentage
NBP, Inc. General Partner	619 Alexander Road, 3d Floor Princeton, NJ 08540	U.S. (Delaware corporation)	100%	0.36%
Nassau Partner Holdings, L.L.C. Limited Partner	619 Alexander Road, 3d Floor Princeton, NJ 08540	U.S. (Delaware limited liability company)	0%	99.64%

**5. Attributable Ownership and Officers/Directors of NBP, Inc. (General Partner)**

Name	Address	Citizen	Offices	Status	Voting %	Equity %
Louis F. Mercatanti, Jr.	900 State Road Princeton, NJ 08540	U.S.	President Chairman Director Asst. Sec. Asst. Treas.	Male; not Hispanic or Latino; White	30.00%	30.00%
Nassau Broadcasting Holdings, Inc.	619 Alexander Road, 3d Floor Princeton, NJ 08540	U.S. (N.J.)	N/A	N/A	29.99%	29.99%
Spectrum Equity Investors IV, L.P.	333 Middlefield Road, Ste. 200 Menlo Park, CA	U.S. (Del.)	N/A	N/A	27.42%	27.42%
Spectrum-Nassau Associates, L.P.	333 Middlefield Road, Ste. 200 Menlo Park, CA	U.S. (Del.)	N/A	N/A	6.17%	6.17%

Name	Address	Citizen	Offices	Status	Voting %	Equity %
Spire Capital Partners, L.P.	c/o Spire Capital Partners 30 Rockefeller Plaza, Suite 4200, New York, NY 10112	U.S. (Del.)	N/A	N/A	5.86%	5.86%
Spire Capital Partners Parallel Fund, L.P.	c/o Spire Capital Partners 30 Rockefeller Plaza, Suite 4200, New York, NY 10112	U.S. (Del.)	N/A	N/A	0.36%	0.36%
Spire Investments, L.L.C.	c/o Spire Capital Partners 30 Rockefeller Plaza, Suite 4200, New York, NY 10112	U.S. (Del.)	N/A	N/A	0.18%	0.18%
Tristram E. Collins	619 Alexander Road, 3d Floor Princeton, NJ 08540	U.S.	Executive Vice President/ Operations and Finance	Male; not Hispanic /Latino; White	0%	0%
Peter Tonks	619 Alexander Road, 3d Floor Princeton, NJ 08540	U.S.	Treasurer & Vice President	Male; not Hispanic /Latino White	0%	0%
Tina Christensen	619 Alexander Road, 3d Floor Princeton, NJ 08540	U.S.	Secretary	Female; not Hispanic or Latino; White	0%	0%

**6. Attributable Ownership of Nassau Broadcasting Holdings, Inc.**

Name	Address	Citizen	Offices	Status	Voting %	Equity %
Louis F. Mercatanti, Jr.	900 State Road Princeton, NJ 08540	U.S.	President Director	Male; not Hispanic or Latino; White	100%	100%

**7. Attributable Ownership of Spectrum Equity Investors IV, L.P.**

The partners with attributable ownership interests in Spectrum IV are as follows:

Name	Address	Citizenship	Voting Percentage
Spectrum Equity Associates, L.P. General Partner	333 Middlefield Road, Suite 200 Menlo Park, CA 94025	U.S. (Del.)	100%

**8. Attributable Ownership of Spectrum-Nassau Associates, L.P.**

Name	Address	Citizen	Offices	Status	Voting %	Equity %
Brion P. Appelgate	c/o Spectrum Equity Investors 333 Middlefield Road Suite 200 Menlo Park, CA 94025	U.S.	General Partner	Male; not Hispanic or Latino	90.22%	87.49%
William P. Collatos	c/o Spectrum Equity Investors One International Place, 29 <sup>th</sup> Fl. Boston, MA 02110	U.S.	General Partner	Male; not Hispanic or Latino; White	9.78%	9.48%
Kevin Maroni	c/o Spectrum Equity Investors One International Place, 29 <sup>th</sup> Fl. Boston, MA 02110	U.S.	Limited Partner	Male; not Hispanic or Latino	0%	3.03%

**9. Attributable Ownership of Spectrum Equity Associates, L.P.**

Name	Address	Citizen	Offices	Status	Voting %	Equity %
Brion B. Appelgate	c/o Spectrum Equity Investors 333 Middlefield Road Suite 200 Menlo Park, CA 94025	U.S.	General Partner	Male; not Hispanic or Latino; White	48.62%	40.11%

Name	Address	Citizen	Offices	Status	Voting %	Equity %
William P. Collatos	c/o Spectrum Equity Investors One International Place, 29 <sup>th</sup> Fl. Boston, MA 02110	U.S.	General Partner	Male; not Hispanic or Latino; White	48.62%	40.11%
Kevin J. Maroni	c/o Spectrum Equity Investors One International Place, 29 <sup>th</sup> Fl. Boston, MA 02110	U.S.	General Partner	Male; not Hispanic or Latino; White	2.75%	2.27%

**10. Attributable Ownership of Spire Capital Partners, L.P.**

Name	Address	Citizen	Offices	Status	Voting %	Equity %
Andrew J. Armstrong, Jr.	c/o Spire Capital Partners 30 Rockefeller Plaza, Suite 4200, New York, NY 10112	U.S.	General Partner	Male; not Hispanic or Latino; White	25.0%	21.1%
Joel A. Goldblatt	c/o Spire Capital Partners 30 Rockefeller Plaza, Suite 4200, New York, NY 10112	U.S.	General Partner	Male; not Hispanic or Latino; White	25.0%	21.1%
Bruce M. Hernandez	Five Tower Bridge 300 Barr Harbor Drive, Ste. 720 West Conshohocken, PA 19428	U.S.	General Partner	Male; not Hispanic or Latino; White	25.0%	22.1%
Richard H. Patterson	c/o Spire Capital Partners 30 Rockefeller Plaza, Suite 4200, New York, NY 10112	U.S.	General Partner	Male; not Hispanic or Latino; White	25.0%	21.1%

**11. Ownership of Nassau Partner Holdings, L.L.C. (Limited Partner)**

Name	Address	Citizen	Offices	Status	Voting %	Equity %
Louis F. Mercatanti, Jr.	900 State Road Princeton, NJ 08540	U.S.	President.	Male; not Hispanic or Latino; White	0%	0%
Nassau Holdings, Inc.	619 Alexander Road, 3d Floor Princeton, NJ 08540	U.S. (Del.)	N/A	N/A	1.78%	0.707%
Nassau Management, L.L.C.	619 Alexander Road, 3d Floor Princeton, NJ 08540	U.S. (Del.)	N/A	N/A	1.55%	60.61%
Spectrum-Nassau Corporation	c/o Spectrum Equity Investors One International Place, 29 <sup>th</sup> Flo. Boston, MA 02110	U.S. (Del.)	N/A	N/A	75.73%	30.13%
Spectrum Nassau Associates, L.P. (see Item 8 above for further information re Spectrum Nassau Associates)	c/o Spectrum Equity Investors One International Place, 29 <sup>th</sup> Flo. Boston, MA 02110	U.S. (Del.)	N/A	N/A	5.50%	2.18%
Spire Capital Partners, L.P. (see Item 10 above for further information regarding Spire Capital Partners, L.P.)	c/o Spire Capital Partners 30 Rockefeller Plaza, Suite 4200, New York, NY 10112	U.S. (Del.)	N/A	N/A	12.04%	4.80%
Spire Capital Partners Parallel Fund, L.P.	c/o Spire Capital Partners 30 Rockefeller Plaza, Suite 4200, New York, NY 10112	U.S. (Del.)	N/A	N/A	0.74%	0.29%
Spire Investments, L.L.C.	c/o Spire Capital Partners 30 Rockefeller Plaza, Suite 4200, New York, NY 10112	U.S. (Del.)	N/A	N/A	0.38%	0.15%

Name	Address	Citizen	Offices	Status	Voting %	Equity %
Spire Nassau I Corporation	c/o Spire Capital Partners 30 Rockefeller Plaza, Suite 4200, New York, NY 10112	U.S. (Del.)	N/A	N/A	2.31%	0.92%

**12. Spectrum Nassau Corporation**

Name	Address	Citizen	Offices	Status	Voting %	Equity %
Brion B. Appelgate	c/o Spectrum Equity Investors 333 Middlefield Road Suite 200 Menlo Park, CA 94025	U.S.	President	Male; not Hispanic or Latino; White	50%	0%
David Armstrong	c/o Spectrum Equity Investors 333 Middlefield Road Suite 200 Menlo Park, CA 94025	U.S.	Secretary	Male; not Hispanic or Latino; White	50%	0%
Randy Henderson	c/o Spectrum Equity Investors 333 Middlefield Road Suite 200 Menlo Park, CA 94025	U.S.	Chief Financial Officer and Treasurer	Male; not Hispanic or Latino; White	0%	0%
Spectrum Equity Investors III, L.P.	c/o Spectrum Equity Investors 333 Middlefield Road Suite 200 Menlo Park, CA 94025	U.S.	Shareholder	N/A	0%	23%
Spectrum Equity Investors III Entrepreneurs Fund, L.P.	c/o Spectrum Equity Investors 333 Middlefield Road Suite 200 Menlo Park, CA 94025	U.S.	Shareholder	N/A	0	1.61%

Name	Address	Citizen	Offices	Status	Voting %	Equity %
Spectrum III Investors Management Fund, L.P.	c/o Spectrum Equity Investors 333 Middlefield Road Suite 200 Menlo Park, CA 94025	U.S.	Shareholder	N/A	0%	0.39%
Spectrum Equity Investors IV, L.P. (see Items 7 and 9 above for further information regarding Spectrum Equity Investors IV, L.P.)	c/o Spectrum Equity Investors 333 Middlefield Road Suite 200 Menlo Park, CA 94025	U.S.	Shareholder	N/A	0%	73.69%
Spectrum Equity Investors Parallel IV, L.P.	c/o Spectrum Equity Investors 333 Middlefield Road Suite 200 Menlo Park, CA 94025	U.S.	Shareholder	N/A	0%	0.44%
Spectrum IV Investors Managers' Fund, L.P.	c/o Spectrum Equity Investors 333 Middlefield Road Suite 200 Menlo Park, CA 94025	U.S.	Shareholder	N/A	0%	0.88%

**13. Spectrum Equity Investors III, L.P.**

The partners with attributable ownership interests in Spectrum III are as follows:

Name	Address	Citizenship	Voting Percentage
Spectrum Equity Associates, L.P. General Partner (See Item 9 for disclosures re Spectrum Equity)	333 Middlefield Road, Suite 200 Menlo Park, CA 94025	U.S. (Del.)	100%