

Pro Forma Assignment of License

{In response to Form 316, Section I, Item 4(b)}

This Form 316 application seeks Commission consent to the pro forma assignment of radio station WOJZ, Egg Harbor City, New Jersey from Nassau Broadcasting Holdings, Inc. (“NBH”) to Nassau Broadcasting II, L.L.C. (“Nassau II”). As demonstrated below, this transaction is eligible for pro forma treatment by the Commission because Louis F. Mercatanti, Jr. (“Mercatanti”), the sole shareholder of NBH, is the party in control of Nassau II.

Nassau II is a wholly-owned subsidiary of Nassau Broadcasting I, L.L.C., which, in turn, is a wholly owned subsidiary of Nassau Broadcasting Partners, L.P. (“Partners”). Mercatanti exercises control over Nassau II through his control of Nassau Broadcasting Partners, Inc. (“NBP, Inc.”). NBP, Inc. owns 100% of the voting interests of Partners. Mercatanti is the President of NBP, Inc. and presently controls, either through direct or indirect ownership, approximately 60% of the voting stock of NBP, Inc.

Accordingly, this transaction is eligible for pro forma treatment because it involves assignment from one corporation owned by Mr. Mercatanti to an entity controlled by him without substantial change in his interest. 47 C.F.R. § 73.3540(f)(5).