

Parties to the Application

This application and other concurrently-filed transfer of control applications for each of the licensee subsidiaries of Cumulus Media Partners, LLC (“CMP”) listed on Attachment A annexed hereto (collectively, the “Transfer Applications”) request Commission consent to the transfer of control of CMP that will ensue if, as proposed, the existing membership interests of Bain Capital (SQ) VIII, L.P. and certain of its affiliates (“Bain”) and Thomas H. Lee Equity Fund V, L.P. and certain of its affiliates (“THLee”) are converted to non-attributable membership interests (based on, *inter alia*, the relinquishment of voting rights associated with those membership interests). Upon the conversion of Bain and THLee’s membership interests, Cumulus Media Inc. and Blackstone FC Communications Partners L.P. and certain of its affiliates (“Blackstone”) will each hold 50% of the voting membership interests.

The tables on the following pages in this exhibit reflect the post-consummation ownership structure of the licensee.

Ownership Information for Cumulus Media Partners, LLC¹

Name & Address	Citizenship	Positional Interest	% of Votes	% of Equity
Cumulus Media Partners, LLC 3280 Peachtree Road, NW Suite 2300 Atlanta, GA 30305	U.S. (Delaware LLC)	Ultimate Parent Entity		
Cumulus Media Inc. 3280 Peachtree Road, NW Suite 2300 Atlanta, GA 30305	U.S. (Delaware Corp.)	Manager & Member	50%	25%
Blackstone c/o The Blackstone Group 345 Park Avenue 31st Floor New York, NY 10154	U.S. (Delaware L.P.)	Member	50%	25%
Lewis W. Dickey, Jr. c/o Cumulus Media Inc. 3280 Peachtree Road, NW Suite 2300 Atlanta, GA 30305	U.S.	Chairman, CEO, President & Director	0%	0%
Holcombe T. Green, Jr. c/o Green Capital 3475 Piedmont Road, Suite 1600 Atlanta, GA 30305	U.S.	Director	0%	0%
David Tolley c/o The Blackstone Group 345 Park Avenue 31st Floor New York, NY 10154	U.S.	Director	0%	0%
Michael Goody c/o The Blackstone Group 345 Park Avenue 31st Floor New York, NY 10154	U.S.	Director	0%	0%

¹ Thomas H. Lee Equity Fund V, L.P. and certain of its affiliates (“THLee”) and Bain Capital (SQ) VIII, L.P. and certain of its affiliates (“Bain”) will each hold a 25% equity interest in CMP upon consummation of the proposed transaction, but those interests will be insulated pursuant to Section 73.3555 of the Commission’s rules and Notes thereto, and, therefore, will be non-attributable.

Name & Address	Citizenship	Positional Interest	% of Votes	% of Equity
Martin R. Gausvik c/o Cumulus Media Inc. 3280 Peachtree Road, NW Suite 2300 Atlanta, GA 30305	U.S.	Executive Vice President, Treasurer & CFO	0%	0%
Jonathan G. Pinch c/o Cumulus Media Inc. 3280 Peachtree Road, NW Suite 2300 Atlanta, GA 30305	U.S.	Executive Vice President & COO	0%	0%
John W. Dickey c/o Cumulus Media Inc. 3280 Peachtree Road, NW Suite 2300 Atlanta, GA 30305	U.S.	Executive Vice President	0%	0%
Richard S. Denning c/o Cumulus Media Inc. 3280 Peachtree Road, NW Suite 2300 Atlanta, GA 30305	U.S.	Vice President, Secretary & General Counsel	0%	0%

Ownership Information for Cumulus Media Inc.²

Name & Address	Citizenship	Positional Interest	% of Votes	% of Equity³
Cumulus Media Inc. 3280 Peachtree Road, NW Suite 2300 Atlanta, GA 30305	U.S. (Delaware Corp.)	Respondent	--	--
Lewis W. Dickey, Jr. c/o Cumulus Media Inc. 3280 Peachtree Road, NW Suite 2300 Atlanta, GA 30305	U.S.	Chairman, CEO, President & Director	18.7%	5.2%
Martin R. Gausvik c/o Cumulus Media Inc. 3280 Peachtree Road, NW Suite 2300 Atlanta, GA 30305	U.S.	Executive Vice President, CFO & Treasurer	Less than 5%	Less than 5%
Jonathan G. Pinch c/o Cumulus Media Inc. 3280 Peachtree Road, NW Suite 2300 Atlanta, GA 30305	U.S.	Executive Vice President & Co-COO	Less than 5%	Less than 5%

² The Class A voting stock of Cumulus Media Inc. ("CMI") is publicly-traded and is held by, among others, various investment companies, insurance companies, or other institutional investors. To CMI's knowledge, all of these institutional investors hold less than 20% of CMI's voting stock and none of them has any influence, either directly or indirectly, over the management or operation of CMI or its subsidiaries. Furthermore, with the exception of DBBC, L.L.C. and B.A. Capital Company, L.P., both of which hold less than 5% of CMI's voting stock, none of CMI's officers or directors are associated with any of the institutional investors. All of the Class C voting stock of CMI, which is not publicly traded, is held by Lewis W. Dickey, Jr. Each share of Class C voting stock has ten (10) votes. This table does not include any CMI stockholders which will hold less than an indirect 5% interest in CMP upon consummation of the proposed transaction through their ownership of CMI's outstanding voting stock. Please note that an application has been filed requesting Commission consent to the transfer of control of CMI and its indirect licensee subsidiary, Cumulus Licensing LLC, from the existing shareholders of CMI to Cloud Acquisition Corporation. File No. BTC-20070924AIO, *et seq.*

³ This column sets forth information with respect to equity holdings only and does not include debt. The amount of CMI's outstanding debt constantly fluctuates. No party providing debt financing to CMI (or any party under common control with the debt provider) holds an attributable interest in CMI or any party under common control with CMI. Consequently, providing information as to debt holdings would have no bearing on the identification of parties with attributable interests in CMI. To the extent such information relating to debt were included, it would merely reduce the percentages of certain parties in this column in the total assets of CMI.

Name & Address	Citizenship	Positional Interest	% of Votes	% of Equity ³
John W. Dickey c/o Cumulus Media Inc. 3280 Peachtree Road, NW Suite 2300 Atlanta, GA 30305	U.S.	Executive Vice President & Co-COO	Less than 5%	Less than 5%
Richard S. Denning c/o Cumulus Media Inc. 3280 Peachtree Road, NW Suite 2300 Atlanta, GA 30305	U.S.	Vice President, Secretary & General Counsel	Less than 5%	Less than 5%
Ralph B. Everett 1299 Pennsylvania Avenue, NW, Tenth Floor Washington, DC 20004	U.S.	Director	Less than 5%	Less than 5%
Holcombe T. Green, Jr. c/o Green Capital 3475 Piedmont Road, Suite 1600 Atlanta, GA 30305	U.S.	Director	0%	0%
Eric P. Robison ⁴ c/o Vulcan Ventures, Inc. 1482 East Valley Road Suite 216 Montecito, CA 93108	U.S.	Director	0%	0%
Robert H. Sheridan, III 100 North Tryon Street 25 th Floor Charlotte, NC 28255	U.S.	Director	0%	0%

⁴ Eric Robison is Business Development Associate for Vulcan Ventures, Inc. ("Vulcan"). CMI believes that Vulcan and/or its affiliates holds CMI voting stock, but is unaware of the exact number of shares held. CMI believes, however, that the aggregate amount of CMI's outstanding voting stock held by Vulcan and/or its affiliates is less than 5%.

Ownership Information for Blackstone

Upon consummation of the proposed transaction, Blackstone will hold 50% voting control and 25% of the equity in CMP through the following entities in the amounts indicated:

- Blackstone FC Capital Partners IV L.P. (5.876%)
- Blackstone FC Communications Partners L.P. (17.812%)
- Blackstone FC Capital Partners IV-A L.P. (0.093%)
- Blackstone Family FCC L.L.C. (0.263%)
- Blackstone Participation FCC L.L.C. (0.018%)
- Blackstone Communications FCC L.L.C. (0.938%)

Information concerning the ownership of the-above entities appears below.

Blackstone FC Capital Partners IV L.P., a Delaware limited partnership, has the following general and limited partners:

Name & Address	Citizenship	Positional Interest	Percentage of Votes	Percentage of Equity ⁵
BMA IV FCC L.L.C. c/o The Blackstone Group 345 Park Avenue New York, NY 10154	U.S. (Delaware LLC)	General Partner	100%	1%
Insulated Limited Partners		Insulated Limited Partners	0%	99%

Blackstone FC Communications Partners L.P., a Delaware limited partnership, has the following general and limited partners:

Name & Address	Citizenship	Positional Interest	Percentage of Votes	Percentage of Equity ⁵
BCMA FCC L.L.C. c/o The Blackstone Group 345 Park Avenue New York, NY 10154	U.S. (Delaware LLC)	General Partner	100%	1%
Insulated Limited Partners		Insulated Limited Partners	0%	99%

⁵ BMA IV and BCMA are also entitled to a carried interest participation in certain instances, dependent on the results of the CMP investment in the context of the overall fund performance.

Blackstone FC Capital Partners IV-A L.P., a Delaware limited partnership, has the following general and limited partners:

Name & Address	Citizenship	Positional Interest	Percentage of Votes	Percentage of Equity ⁵
BMA IV FCC L.L.C. c/o The Blackstone Group 345 Park Avenue New York, NY 10154	U.S. (Delaware LLC)	General Partner	100%	1%
Insulated Limited Partners		Insulated Limited Partners	0%	99%

Blackstone Family FCC L.L.C., a Delaware limited liability company, has the following members:

Name & Address	Citizenship	Positional Interest	Percentage of Votes	Percentage of Equity
BMA IV FCC L.L.C. c/o The Blackstone Group 345 Park Avenue New York, NY 10154	U.S. (Delaware LLC)	Managing Member	100%	1%
Insulated Members ⁶		Insulated Members	0%	99%

Blackstone Participation FCC L.L.C., a Delaware limited liability company, has the following members:

Name & Address	Citizenship	Positional Interest	Percentage of Votes	Percentage of Equity
BMA IV FCC L.L.C. c/o The Blackstone Group 345 Park Avenue New York, NY 10154	U.S. (Delaware LLC)	Managing Member	100%	0%
Insulated Members ⁶		Insulated Members	0%	100%

⁶ Except for Bob Barrack, a U.S. citizen, and certain members of Blackstone Family FCC L.L.C., Blackstone Participation FCC L.L.C., and/or Blackstone Communications FCC L.L.C., who may also be members of BMA IV FCC L.L.C. and BCMA FCC L.L.C. (as disclosed below), the non-manager members have been insulated from the CMP investment pursuant to FCC Rules and therefore are not considered to hold an attributable interests in CMP.

Blackstone Communications FCC L.L.C., a Delaware limited liability company, has the following members:

Name & Address	Citizenship	Positional Interest	Percentage of Votes	Percentage of Equity
BCMA FCC L.L.C. c/o The Blackstone Group 345 Park Avenue New York, NY 10154	U.S. (Delaware LLC)	Managing Member	100%	1%
Insulated Members ⁶		Insulated Members	0%	99%

BMA IV FCC L.L.C. (“BMA IV”) and BCMA FCC L.L.C. (“BCMA”). The non-insulated members of BMA IV and BCMA are listed below.⁷

Each individual member of BMA IV and BCMA, other than Messrs. Peterson and Schwarzman, holds no more than a 10% equity interest in the entity. Thus, the equity percentages of individual members in BMA IV and BCMA each represent a small fraction of the total equity in CMP.

****NOTE:** Control of each of the above Blackstone entities ultimately is exercised by the following two founding members – Peter G. Peterson and Stephen A. Schwarzman. As founding members, Messrs. Peterson and Schwarzman have full voting rights with respect to any and all matters presented to the members and cannot be removed or replaced. Other members of BMA IV and BCMA are selected, and may be removed, by Messrs. Peterson and Schwarzman.

⁷ The remaining members of BMA IV and BCMA have been insulated from attribution in accordance with FCC rules.

BLACKSTONE FUNDS

BCMA, a Delaware limited liability company, has the following attributable members:

Name and Address	Citizenship	Positional Interest	% of Votes	% of Assets
Joseph Baratta II 345 Park Avenue New York, NY 10154	US	Member	N/A	*
David Blitzer 345 Park Avenue New York, NY 10154	US	Member	N/A	*
Michael S. Chae 345 Park Avenue New York, NY 10154	US	Member	N/A	*
Chinh E. Chu 345 Park Avenue New York, NY 10154	US	Member	N/A	*
David I. Foley 345 Park Avenue New York, NY 10154	US	Member	N/A	*
Robert L. Friedman 345 Park Avenue New York, NY 10154	US	Member	N/A	*
Lawrence H. Guffey 345 Park Avenue New York, NY 10154	US	Member	N/A	*
J. Tomilson Hill 345 Park Avenue New York, NY 10154	US	Member	N/A	*
Hamilton E. James 345 Park Avenue New York, NY 10154	US	Member	N/A	*
Marcus Group ⁸ 345 Park Avenue New York, NY 10154	CI*	Member	N/A	*

* Neil P. Simpkins, Antony Leung Kam and Marcus Group, non-insulated members of BMA IV and BCMA, are non-U.S. citizens. Given that none hold controlling interests in either entity, and that each entity will have only a small percentage of the interest in the applicant, the applicant submits that the interests are consistent with the restrictions on alien ownership set forth in Section 310(b) of the Communication Act. See, e.g., Algreg Cellular Engineering, 12 FCC Rcd 8148 (1997) at para. 55.

⁸ Marcus Group is controlled by Akhil Gupta, a citizen of India.

Name and Address	Citizenship	Positional Interest	% of Votes	% of Assets
Garrett Moran 345 Park Avenue New York, NY 10154	US	Member	N/A	*
James Quella 345 Park Avenue New York, NY 10154	US	Member	N/A	*
Neil P. Simpkins 345 Park Avenue New York, NY 10154	UK*	Member	N/A	*
David Tolley 345 Park Avenue New York, NY 10154	US	Member	N/A	*
Kenneth C. Whitney 345 Park Avenue New York, NY 10154	US	Member	N/A	*
Robert L. Friedman 2003 Long-Term Trust FBO Andrew Friedman 345 Park Avenue New York, NY 10154	US	Member	N/A	*
Robert L. Friedman 2003 Long-Term Trust FBO Lisa Savitz 345 Park Avenue New York, NY 10154	US	Member	N/A	*
Hamilton E. James 2003 Childrens Trust 345 Park Avenue New York, NY 10154	US	Member	N/A	*
Prakash Melwani Trust 345 Park Avenue New York, NY 10154	US	Member	N/A	*
P G Peterson 1997 Family Trust FBO Holly Peterson 345 Park Avenue New York, NY 10154	US	Member	N/A	*
P G Peterson 1997 Family Trust FBO James Peterson 345 Park Avenue New York, NY 10154	US	Member	N/A	*

Name and Address	Citizenship	Positional Interest	% of Votes	% of Assets
P G Peterson 1997 Family Trust FBO Michael Peterson 345 Park Avenue New York, NY 10154	US	Member	N/A	*
The James A. Quella 2005 Family Trust 345 Park Avenue New York, NY 10154	US	Member	N/A	*
Neil Simpkins 2000 Long Term Trust 345 Park Avenue New York, NY 10154	US	Member	N/A	*
Peter G. Peterson 345 Park Avenue New York, NY 10154	US	Member	**	*
Stephen A. Schwarzman 345 Park Avenue New York, NY 10154	US	Member	**	*
Z & T Associates LLC 345 Park Avenue New York, NY 10154	US	Member	N/A	*
Prakash A. Melwani 345 Park Avenue New York, NY 10154	US	Member	N/A	*
The David Peterson Trust 345 Park Avenue New York, NY 10154	US	Member	N/A	*
The James Tomilson Hill III 2003 Long-Term Trust 345 Park Avenue New York, NY 10154	US	Member	N/A	*
BG/BLK-1 Ltd. ⁹ 345 Park Avenue New York, NY 10154	US	Member	N/A	*

****NOTE:** Control of each of the above Blackstone entities ultimately is exercised by the following two founding members – Peter G. Peterson and Stephen A. Schwarzman. As founding members, Messrs. Peterson and Schwarzman have full voting rights with respect to any and all matters presented to the members and cannot be removed or replaced. Other members of BMA IV and BCMA are selected, and may be removed, by Messrs. Peterson and Schwarzman.

⁹ BG/BLK-1 Ltd. is controlled by Chip Schorr, a U.S. Citizen.

Name and Address	Citizenship	Positional Interest	% of Votes	% of Assets
Antony Leung Kam Chung 345 Park Avenue New York, NY 10154	Hong Kong*	Member	N/A	*
Benjamin J. Jenkins 345 Park Avenue New York, NY 10154	US	Member	N/A	*

BMA IV, a Delaware limited liability company, has the following attributable members:

Name and Address	Citizenship	Positional Interest	% of Votes	% of Assets
Joseph Baratta II 345 Park Avenue New York, NY 10154	US	Member	N/A	*
David Blitzer 345 Park Avenue New York, NY 10154	US	Member	N/A	*
Michael S. Chae 345 Park Avenue New York, NY 10154	US	Member	N/A	*
Chinh E. Chu 345 Park Avenue New York, NY 10154	US	Member	N/A	*
David I. Foley 345 Park Avenue New York, NY 10154	US	Member	N/A	*
Robert L. Friedman 345 Park Avenue New York, NY 10154	US	Member	N/A	*
Lawrence H. Guffey 345 Park Avenue New York, NY 10154	US	Member	N/A	*
J. Tomilson Hill 345 Park Avenue New York, NY 10154	US	Member	N/A	*
Hamilton E. James 345 Park Avenue New York, NY 10154	US	Member	N/A	*
Marcus Group ¹⁰ 345 Park Avenue New York, NY 10154	CI*	Member	N/A	*
Prakash A. Melwani 345 Park Avenue New York, NY 10154	US	Member	N/A	*
Garrett Moran 345 Park Avenue New York, NY 10154	US	Member	N/A	*
James Quella 345 Park Avenue New York, NY 10154	US	Member	N/A	*

¹⁰ Marcus Group is controlled by Akhil Gupta, a citizen of India.

Name and Address	Citizenship	Positional Interest	% of Votes	% of Assets
Neil P. Simpkins 345 Park Avenue New York, NY 10154	UK*	Member	N/A	*
David Tolley 345 Park Avenue New York, NY 10154	US	Member	N/A	*
Kenneth C. Whitney 345 Park Avenue New York, NY 10154	US	Member	N/A	*
Robert L. Friedman 2003 Long-Term Trust FBO Andrew Friedman 345 Park Avenue New York, NY 10154	US	Member	N/A	*
Robert L. Friedman 2003 Long-Term Trust FBO Lisa Savitz 345 Park Avenue New York, NY 10154	US	Member	N/A	*
Hamilton E. James 2003 Childrens Trust 345 Park Avenue New York, NY 10154	US	Member	N/A	*
Prakash Melwani Trust 345 Park Avenue New York, NY 10154	US	Member	N/A	*
P G Peterson 1997 Family Trust FBO Holly Peterson 345 Park Avenue New York, NY 10154	US	Member	N/A	*
P G Peterson 1997 Family Trust FBO James Peterson 345 Park Avenue New York, NY 10154	US	Member	N/A	*
P G Peterson 1997 Family Trust FBO Michael Peterson 345 Park Avenue New York, NY 10154	US	Member	N/A	*
The James A. Quella 2005 Family Trust 345 Park Avenue New York, NY 10154	US	Member	N/A	*

Name and Address	Citizenship	Positional Interest	% of Votes	% of Assets
Neil Simpkins 2000 Long Term Trust 345 Park Avenue New York, NY 10154	US	Member	N/A	*
E&E Associates LP 345 Park Avenue New York, NY 10154	US	Member	N/A	*
Peter G. Peterson 345 Park Avenue New York, NY 10154	US	Founding Member	**	*
Stephen A. Schwarzman 345 Park Avenue New York, NY 10154	US	Founding Member	**	*
The James Tomilson Hill III 2003 Long-Term Trust 345 Park Avenue New York, NY 10154	US	Member	N/A	*
The David Peterson Trust 345 Park Avenue New York, NY 10154	US	Member	N/A	*
BG/BLK-1 Ltd. ¹¹ 345 Park Avenue New York, NY 10154	US	Member	N/A	*
Antony Leung Kam Chung 345 Park Avenue New York, NY 10154	Hong Kong*	Member	N/A	*
Benjamin J. Jenkins 345 Park Avenue New York, NY 10154	US	Member	N/A	*

****NOTE:** Control of each of the above Blackstone entities ultimately is exercised by the following two founding members – Peter G. Peterson and Stephen A. Schwarzman. As founding members, Messrs. Peterson and Schwarzman have full voting rights with respect to any and all matters presented to the members and cannot be removed or replaced. Other members of BMA IV and BCMA are selected, and may be removed, by Messrs. Peterson and Schwarzman.

¹¹ BG/BLK-1 Ltd. is controlled by Chip Schorr, a U.S. citizen.

Each of The Robert L. Friedman 2003 Long-Term Trust FBO Lisa Savitz, The Robert L. Friedman 2003 Long-Term Trust FBO Andrew Friedman, The David Peterson Trust, Holly Peterson Trust under the Peter G. Peterson 1997 Family Trust, James Peterson Trust under the Peter G. Peterson 1997 Family Trust, Michael Peterson Trust under the Peter G. Peterson 1997 Family Trust, James Tomilson Hill III 2003 Long-Term Trust, James A. Quella 2005 Family Trust, the Hamilton E. James 2003 Childrens Trust, Prakash Melwani Trust, and Neil Simpkins 2000 Long-Term Trust is a member of BMA IV and/or BCMA. These partnerships and trusts were formed for estate, tax and other family planning purposes by certain of the non-insulated members of the LLCs.

Attachment A

Transfer Applications

Amendments to the Transfer Applications are being filed concurrently herewith for the following licensee subsidiaries of CMP:

CMP Houston-KC, LLC
CMP KC Licensing, LLC
Indy Lico, Inc.
KFFG Lico, Inc.
KLIF Lico, Inc.
KNBR Lico, Inc.
KPLX Lico, Inc.
KRBE Lico, Inc.
S.C.I. Broadcasting, Inc.
Sunnyside Communications, Inc.
Susquehanna License Co., LLC
Susquehanna Radio Corp.
Texas Star Radio, Inc.
WFMS Lico, Inc.
WNNX Lico, Inc.
WRRM Lico, Inc.
WSBA Lico, Inc.
WVAE Lico, Inc.