

EXHIBIT

Salem Communications Corporation owns 100% of Salem Communications Holding Corporation, which owns 100% of the following licensee corporations, except as otherwise noted below.

<u>Station</u>	<u>Licensee</u>	<u>Facility ID No.</u>
KDAR(FM), Oxnard, CA	Atep Radio, Inc.	3077
KGFT(FM), Pueblo, CO	Bison Media, Inc.	20579
KSKY(AM), Balch Springs, TX	Bison Media, Inc.	6591
KBIQ(FM), Manitou Springs, CO	Bison Media, Inc.	73073
WHLO(AM), Akron, OH	Caron Broadcasting, Inc.	43858
WHK-FM, Canton, OH	Caron Broadcasting, Inc.	43863
WITH(AM), Baltimore, MD	Caron Broadcasting, Inc.	25527
WTSJ(AM), Cincinnati, OH	Caron Broadcasting, Inc.	25525
WHK(AM), Parma, OH	Caron Broadcasting, Inc.	25522
WRMR(AM), Cleveland, OH	Caron Broadcasting, Inc.	28509
WBOB(AM), Florence, KY	Caron Broadcasting, Inc.	35065
WYGY(FM), Hamilton, OH	Caron Broadcasting, Inc.	10143
WKNR(AM), Cleveland, OH	Caron Broadcasting, Inc.	14772
WHKK(AM), Cleveland, OH	Common Ground Broadcasting, Inc. 72299	
KKMS(AM), Richfield, MN	Common Ground Broadcasting, Inc.	18518
KYCR(AM), Golden Valley, MN	Common Ground Broadcasting, Inc.	10828
KCTK(AM), Phoenix, AZ	Common Ground Broadcasting, Inc.	13508
KPXQ(AM), Glendale, AZ	Common Ground Broadcasting, Inc.	55912
KFAX(AM), San Francisco, CA	Golden Gate Broadcasting Co., Inc.	24510
KSFB(FM), San Rafael, CA	Golden Gate Broadcasting Co., Inc.	40136
K265DI, Sausalito, CA	Golden Gate Broadcasting Co., Inc.	43944
KEZY(AM), San Bernardino, CA	Inland Radio, Inc.	28663
KGNW(AM), Burien-Seattle, WA	Inspiration Media, Inc.	28819
KLFE(AM), Seattle, WA	Inspiration Media, Inc.	12031
KAZJ(AM), Seattle, WA (expanded band CP)	Inspiration Media, Inc.	87153
KKMO(AM), Tacoma, WA	Inspiration Media, Inc.	33301
KKOL(AM), Seattle, WA	Inspiration Media, Inc.	20355
WORD-FM, Pittsburgh, PA	Inspiration Media of Pennsylvania, L.P.***	58627
WPIT(AM), Pittsburgh, PA	Inspiration Media of Pennsylvania, L.P.***	58624
KLTY(FM), Arlington, TX	Inspiration Media of Texas, LLC ****	2809
KWRD-FM, Highland Village, TX	Inspiration Media of Texas, LLC.****	6560
KPXI(FM), Overton, TX	Inspiration Media of Texas, LLC.****	29916

WEZE(AM), Boston, MA	New England Continental Media, Inc.	3594
KKLA-FM, Los Angeles, CA	New Inspiration Broadcasting Co., Inc.	48453
KRLA(AM), Glendale, CA	New Inspiration Broadcasting Co., Inc.	61267
KXXMX(AM), Anaheim, CA	New Inspiration Broadcasting Co., Inc.	2194
KFSH-FM, Anaheim, CA	New Inspiration Broadcasting Co., Inc.	2195
KFSH-FM1, Laguna Hills, CA	New Inspiration Broadcasting Co., Inc.	77794
WFIL(AM), Philadelphia, PA	Pennsylvania Media Associates, Inc.	52193
WZZD(AM), Philadelphia, PA	Pennsylvania Media Associates, Inc.	52194
KPRZ(AM), San Marcos-Poway, CA	Radio 1210, Inc.	54461
KCBQ(AM), San Diego, CA	Radio 1210, Inc.	13509
WBOZ-FM, Woodbury, TN	Reach Satellite Network, Inc.	15531
WVRY-FM, Waverly, TN	Reach Satellite Network, Inc.	41865
KRKS(AM), Denver, CO	Salem Media of Colorado, Inc.	58632
KBJD(AM), Denver, CO (expanded band license)	Salem Media of Colorado, Inc.	87151
KRKS-FM, Lafayette, CO	Salem Media of Colorado, Inc.	58631
KNUS(AM), Denver, CO	Salem Media of Colorado, Inc.	42377
WGKA(AM), Atlanta, GA	Salem Media of Georgia, Inc.	72111
WNIV(AM), Atlanta, GA	Salem Media of Georgia, Inc.	23607
WLTA(AM), Alpharetta, GA	Salem Media of Georgia, Inc.	426 60
KHNR(AM), Honolulu, HI	Salem Media of Hawaii, Inc.	13880
KGU(AM), Honolulu, HI	Salem Media of Hawaii, Inc.	53705
KAIM(AM), Honolulu, HI	Salem Media of Hawaii, Inc.	10934
KAIM-FM, Honolulu, HI	Salem Media of Hawaii, Inc.	10950
WRVI(FM), Valley Station, KY	Salem Media of Kentucky, Inc.	50764
WLSY(FM), New Albany, IN	Salem Media of Kentucky, Inc.	48371
WGTK(AM), Louisville, KY	Salem Media of Kentucky, Inc.	63936
WZFS(FM), Des Plaines, IL	Salem Media of Illinois, LLC****	25053
WMCA(AM), New York, NY	Salem Media of New York, LLC****	58626
WWDJ(AM), Hackensack, NJ	Salem Media of New York, LLC****	58635
WRFD(AM), Columbus-Worthington, OH	Salem Media of Ohio, Inc.	58630
KPDQ(AM), Portland, OR	Salem Media of Oregon, Inc.	58628
KPDQ-FM, Portland, OR	Salem Media of Oregon, Inc.	58629
KSLR(AM), San Antonio, TX	Salem Media of Texas, Inc.	58634
WAVA(FM), Arlington, VA	Salem Media of Virginia, Inc.*	4644
WABS(AM), Arlington, VA	Salem Media of Virginia, Inc.*	544 65
WWTC(AM), Minneapolis, MN	SCA License Corporation**	9676
WYLO(AM), Jackson, WI	SCA License Corporation**	10824
WYLL(AM), Chicago, IL	SCA License Corporation**	28630
WHKW(AM), Warren, OH	SCA License Corporation**	57235
WFIA(AM), Louisville, KY	SCA License Corporation**	55504

WROL(AM), Boston, MA	SCA License Corporation**	9139
WFSH-FM, Athens, GA	South Texas Broadcasting, Inc.	56390
KLUP(AM), Terrell Hills, TX	South Texas Broadcasting, Inc.	34975
WSUN(AM), Plant City, FL	South Texas Broadcasting, Inc.	26145
KKHT(AM), Houston, TX	South Texas Broadcasting, Inc.	61174
KTEK(AM), Alvin, TX	South Texas Broadcasting, Inc.	10827
KFIA(AM), Carmichael, CA	Vista Broadcasting, Inc.	50300
KTKZ(AM), Sacramento, CA	Vista Broadcasting, Inc.	59599

*Salem Communications Holding Corporation is 15% stockholder, Golden Gate Broadcasting Co., Inc. is 40% stockholder, and New Inspiration Broadcasting Co., Inc. is 45% stockholder of Salem Media of Virginia, Inc. Salem Communications Holding Corporation is the 100% owner of Golden Gate Broadcasting Co., Inc. and New Inspiration Broadcasting Co., Inc.

**Salem Communications Acquisition Corporation is the 100% owner of SCA License Corporation. Salem Communications Corporation is the 100% owner of Salem Communications Acquisition Corporation.

***Salem Radio Operations - Pennsylvania, Inc. is the 1% general partner of Inspiration Media of Pennsylvania, L.P. Salem Media of Pennsylvania, Inc. is the 99% limited partner of Inspiration Media of Pennsylvania, L.P. and is also the 100% owner of Salem Radio Operations - Pennsylvania, Inc. Salem Communications Holding Corporation is the 100% owner of Salem Media of Pennsylvania, Inc.

****Salem Media Corporation is the 99% managing member and Salem Radio Operations, LLC, owned 100% by Salem Media Corporation, is the 1% member of Salem Media of New York, LLC, Salem Media of Illinois, LLC, and Inspiration Media of Texas, LLC. Salem Communications Holding Corporation is the 100% owner of Salem Media Corporation.

Salem Communications Holding Corporation brokers airtime on KKFS(FM), Dunnigan, California.

Stuart W. Epperson is Chairman of the Board of Salem Communications Corporation, Salem Communications Holding Corporation, Salem Communications Acquisition Corporation, and each licensee and a Director of Salem Communications Corporation. He holds 1,817,893 Class A shares (2.475% of the votes) and 2,041,496 Class B shares (27.798% of the votes) in Salem Communications Corporation individually, he holds 835,549 Class A shares jointly with his wife, Nancy A. Epperson (1.138% of the votes), and 1,663,587 Class A Shares (2.265% of the votes) as trustee of the Epperson 1999 Trust No. 1.

Stuart W. Epperson is Vice President, a Director and 51% shareholder of Truth Broadcasting Corporation, licensee of WTOB(AM), Winston-Salem, North Carolina (Facility ID #59270), WCOG(AM), Greensboro, North Carolina (Facility ID #74203), WWBG(AM), Greensboro, North Carolina (Facility ID #67831), WTRU(AM), Kernersville, North Carolina (Facility ID #63478), WKEW(AM), Greensboro, North Carolina (Facility ID # 73156), and WPOL(AM), Winston-Salem, North Carolina (Facility ID #72970). He is also Secretary and a Director of Chesapeake-Portsmouth Broadcasting Corporation and Delmarva Educational Association, which are discussed below.

Edward G. Atsinger III is CEO, President and a Director of Salem Communications Corporation, Salem Communications Holding Corporation, Salem Communications Acquisition Corporation, and each licensee. He holds 4,545,330 Class A shares (6.189% of the votes) and 2,776,848 Class B Shares (37.811% of the votes) in Salem Communications Corporation as trustee of family trusts.

Nancy A. Epperson, wife of Stuart W. Epperson and sister of Edward G. Atsinger III, holds 735,352 Class B shares (10.013% of the votes) in Salem Communications Corporation individually and holds 835,549 Class A shares (1.138% of the votes) jointly with Stuart W. Epperson.

Nancy A. Epperson is President, a Director and 100% stockholder of Chesapeake-Portsmouth Broadcasting Corporation, licensee of WPMH(AM), Portsmouth, Virginia (Facility ID #10759), WTJZ(AM), Newport News, Virginia (Facility ID #3533), WLES(AM), Lawrenceville, Virginia (Facility ID #72504), WKLN(AM), St. Augustine Beach, Florida (Facility ID #70404), and WRJR(AM), Claremont, Virginia (Facility ID # 68741), and permittee of WHKT(AM) (expanded band), Portsmouth, Virginia (Facility ID #87170). She is also President and a Director of Delmarva Educational Association, licensee of noncommercial station WAZP(FM), Cape Charles, Virginia. She is also Secretary and a Director of Truth Broadcasting Corporation.

David A. R. Evans is CFO and Sr. Vice President of Salem Communications Corporation, Salem Communications Holding Corporation, Salem Communications Acquisition Corporation and each licensee.

Eileen Hill is Vice President of Salem Communications Corporation, Salem Communications Holding Corporation, Salem Communications Acquisition Corporation, and each licensee.

Jonathan L. Block is Vice President and Secretary of Salem Communications Corporation, Salem Communications Holding Corporation, Salem Communications Acquisition Corporation, and each licensee. He is a Director of Salem Communications Acquisition Corporation and each licensee.

Eric H. Halvorson is Vice President and a Member of the Board of Directors of Voice of International Christian Evangelism, Inc., licensee of KCFY-FM, Yuma, AZ (Facility ID # 70454) and KGBA(FM), Holtville, CA (Facility ID # 66640).

Roland S. Hinz and his wife, Lila S. Hinz, are Trustees of the Roland S. Hinz and Lila Sullivan Hinz Living Trust UTD 12/16/86 ("Trust"). The Trust owns all the stock in Daisy Publishing Company, Inc. d/b/a Hi-Torque Publications ("DPC"), of which Roland S. Hinz is President and a Director and Lila S. Hinz is Secretary and a Director. DPC, in turn, is the sole member of Hi-Favor Broadcasting, LLC, licensee of KLTX(AM), Long Beach, CA (Facility ID No. 58625).