

**ENGINEERING STATEMENT COVERING
BROADCAST MULTIPLE OWNERSHIP STUDY
ON BEHALF OF HENGOOCH LICENSE, LLC
SELECTED NORTH CAROLINA COMMUNITIES**

APRIL 2009

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This engineering statement and supporting tabulations and figures have been prepared on behalf of **Henggooch License, LLC** (“HLLLC”). A principal in HLLLC also holds an attributable interest in Max Radio Of The Carolinas Licenses, LLC (“Max”) licensee of WGAI(AM), Elizabeth City, North Carolina, WCMS-FM, Hatteras, North Carolina, WCXL(FM), Kill Devil Hills, North Carolina and WQDK(FM), Gatesville, North Carolina. The purpose of this statement is to demonstrate HLLLC compliance with *Section 73.3555* of the Commission’s Rules with respect to multiple ownership of AM and FM broadcast facilities.

HLLLC proposes common ownership in the following eight stations in four separate North Carolina markets:

WGAI-AM	Elizabeth City, NC	560 kHz	0.5/1 kW L-U	Facility ID 72731
WCMS-FM	Hatteras, NC	94.5 MHz	100 kW	BMLH 20040610AAV
WCXL(FM)	Kill Devil Hills, NC	104.1 MHz	100 kW	BLH 20040324AER
WQDK(FM)	Gatesville, NC	99.3 MHz	3.7 kW	BLH 20050414AAX
WVOD(FM)	Manteo, NC	99.1 MHz	50 kW	BLH19000110KA
WZPR(FM)	Nags Head, NC	92.3 MHz	10 kW	BMLH20100209ABC
WYND-FM	Hatteras, NC	97.1 MHz	59 kW	BLH 20040212ABG
WFMZ(FM)	Hertford, NC	104.9 MHz	50 kW	BLH 19970819KD

These eight stations are considered as four markets since the principal community contours do not have an area of common overlap for all stations proposed for common ownership. Markets where the stations have common overlap are broken out as follows:

Market 1: WQDK(FM) and WFMZ(FM) – see map Figure 2.

2: WFMZ(FM), WGAI(AM) and WCXL(FM) – see map Figure 3.

3: WGAI(AM), WCXL(FM), WZPR(FM), WCMS-FM and WVOD(FM) – see map Figure 4.

4: WVOD(FM), WCMS-FM, WCXL(FM) and WYND-FM) – see map Figure 5.

A multiple ownership analysis was prepared considering the above described radio stations under proposed common ownership or control, which stations have overlapping principal community contours (5 mV/m for AM stations, 3.16 mV/m for FM stations) in accordance with *Section 73.3555* of the FCC Rules.

RADIO MARKETS & METHODOLOGY

The radio market is defined as the area encompassed by the principal community contours (predicted or measured 5 mV/m groundwave contour for AM; predicted 3.16 mV/m contour for FM) of the stations that are both mutually overlapping and proposed to be “commonly attributable” post-transaction. The number of radio stations in this defined radio market (i.e., the numerator) will not exceed the limits set forth in *Section 73.3555(a)*. A commonly attributable station whose contour overlaps the contour of some but not all of the contours of the stations that define the radio market was not counted toward the local radio ownership limits (i.e., is not counted in the numerator). None of the communities of license are located in an Arbitron defined metro county based on the 2010 Arbitron Metro map. Since the stations are in counties which are not Arbitron Metro counties, stations counted as part of the market are determined on the basis of contour overlap. *Figure 1*, attached, depicts the principal community contours for all eight stations for which common ownership is proposed. All proposed market AM 5 mV/m contours are shown in black and FM 70 dBu contours in blue.

The stations making up each of the four markets are plotted separately on *Figures 2-5*. Each market study was prepared using the April 8, 2010 CDBS. All other AM stations which duplicate some portion of one or more markets are plotted on Figure 6 with the other AM station 5 mV/m contours plotted in gray. All other FM stations which duplicate some portion of one or more markets are plotted on Figure 7 with the other FM station 70 dBu contours plotted in green. *Table I* lists all stations considered in the study.

Distances to the AM coverage contours were predicted using the antenna patterns as identified in the Commission’s CDBS database using the appropriate Ground Wave Field Strength versus Distance Graph of 47 CFR 73.184. Ground conductivities were obtained from FCC Figure M3.

Distances to the FM contours were determined based on the methodology of 47 CFR 73.313. Terrain data was derived from the N.G.D.C. 30-second computer database for each of the FM stations, using radials spaced every 5 degrees of azimuth.

MARKET ANALYSIS

Market 1 consists of WQDK(FM) and WFMZ(FM). Section 73.3555(a)(1)(iv) states that a party may own up to three stations in the same service, not more than 5 stations total, in a market with 14 or fewer stations. The following stations are not attributable and duplicate a portion of the WQDK(FM) contour:

WRSF(FM), WUND-FM, WERX-FM, WPNC-FM, WBXB(FM), WRVS-FM and WFMI(FM).

Additional non-attributable stations are in the market but the fact that at least seven other stations make up the market clearly demonstrate that ownership of two stations in market #1 complies with Section 73.3555(a)(1)(iv).

Market 2 consists of WFMZ(FM), WGAI(AM) and WCXL(FM). Section 73.3555(a)(1)(iv) states that a party may own up to three stations in the same service, not more than 5 stations total, in a market with 14 or fewer stations. The following stations are not attributable and duplicate some portion of the WCXL(FM) contour:

WRSF(FM), WUND-FM, WERX-FM, WBXB(FM), WRVS-FM, WFMI(FM), WURI(FM), WOBR-FM, WOBX-FM, WKJX(FM), WVRL(FM), WNOB(FM) and WCDG(FM). Additional non-attributable stations are in the market but the fact that at least thirteen other stations make up the market clearly demonstrate that ownership of two stations in the same service, three stations total, in market #2 complies with Section 73.3555(a)(1)(iv).

Market 3 consists of WGAI(AM), WVOD(FM), WZPR(FM), WCXL(FM) and WCMS-FM. Section 73.3555(a)(1)(iii) states that a party may own up to four stations in the same service, not more than 6 stations total, in a market with between 14 and 29 stations. The following stations are not attributable and duplicate some portion of the WGAI(AM), WCXL(FM) or WCMS-FM contours:

WRSF(FM), WUND-FM, WERX-FM, WBXB(FM), WRVS-FM, WFMI(FM), WURI(FM), WOBR-FM, WOBX-FM, WKJX(FM), WVRL(FM), WNOB(FM), WCDG(FM), WBUX(FM), WVKL(FM), WKUS(FM), WOWI(FM), WZGO(FM), WQZL(FM), WTKF(FM), WMGV(FM), WPTE(FM), WWDE(FM), WDLX(AM), WOBX(AM) and WCNC(AM). Additional non-attributable stations are in the market but the fact that at least twenty-six other stations make up the market clearly demonstrates that ownership of four stations in the same service, five stations total, in market #3 complies with Section 73.3555(a)(1)(iii).

Market 4 consists of WVOD(FM), WCXL(FM), WCMS-FM and WYND(FM). Section 73.3555(a)(1)(iii) states that a party may own up to four stations in the same service, not more than 6 stations total, in a market with between 14 and 29 stations. The following stations are not attributable and duplicate some portion of the WCXL(FM), WCMS-FM and contours:

WRSF(FM), WUND-FM, WERX-FM, WBXB(FM), WRVS-FM, WFMI(FM), WURI(FM), WOBR-FM, WOBX-FM, WKJX(FM), WVTI(FM), WNOB(FM), WCDG(FM), WBUX(FM), WZGO(FM), WQZL(FM), WTKF(FM), WMGV(FM), WDLX(AM), WOBX(AM), WCNC(AM), WTAR(AM) and WSTK(FM).

Since there are 23 non-attributable stations in the market the proposed common ownership does comply with Section 73.3555(a)(1)(iii).

CONCLUSION

Based on the above analysis, it is believed that the proposed common ownership of stations complies with *Section 73.3555(a)(1)(iv)* of the Commission's Rules with regard to Markets 1 and 2. The proposed common ownership of stations is believed to comply with *Section 73.3555(a)(1)(iii)* of the Commission's Rules with respect to Markets 3 and 4.

The foregoing was prepared on behalf of **Hengooch License, LLC** by Clarence M. Beverage of *Communications Technologies, Inc.*, Marlton, New Jersey, whose qualifications are a matter of record with the Federal Communications Commission. The undersigned certifies, under penalty of perjury, that the statements herein are true and correct of his own knowledge, except such statements made on information and belief, and as to these statements he believes them to be true and correct.

By /s/ Clarence M. Beverage
 for Communications Technologies, Inc.
 Marlton, New Jersey

April 9, 2010

TABLE I

AM STATIONS IN THE HENGOOCH LICENSE , LLC

MARKET ANALYSIS

APRIL 2010

CALL	ST	CITY	FREQ	PAT	AG	PWR	DESC
LATITUDE		ARN LONGITUDE	OWNER				
WGAI	NC	ELIZABETH CITY	560.00000	LD		1.000	DA2
36-20-16.0 N		BL20040831ACS 76-14-49.0 W	MAX RADIO OF THE CAROLINAS LICENSES LLC				
WDLX	NC	WASHINGTON	930.00000	LD		5.000	DAN
35-31-36.0 N		BL19990401DD 77-04-31.0 W	PIRATE MEDIA GROUP, LLC				
WRCS	NC	AHOSKIE	970.00000	LD		1.000	NDD
36-16-46.0 N		BL 77-01-59.0 W	WRCS-AM 970, INC.				
WJPI	NC	PLYMOUTH	1470.00000	LD		5.000	NDD
35-50-48.0 N		BL19830909AI 76-45-22.0 W	24-7 COMMUNICATIONS, LLC				
WYRM	VA	NORFOLK	1110.00000	LD	AG	50.000	DAD
36-56-34.0 N		BL14126 76-31-56.0 W	WORD BROADCASTING NETWORK, INC.				
WCNC	NC	ELIZABETH CITY	1240.00000	LU		1.000	ND1
36-18-38.0 N		BL 76-13-56.0 W	EAST CAROLINA RADIO, INC.				
WZBO	NC	EDENTON	1260.00000	LD		1.000	ND2
36-05-00.0 N		BL 76-36-00.0 W	LAWRENCE LOESCH & MARGARET LOESCH				
WNIS	VA	NORFOLK	790.00000	LU	AG	5.000	DA1
37-04-25.0 N		BL19971211KD 76-17-31.0 W	COMMONWEALTH RADIO, L.L.C.				
WTAR	VA	NORFOLK	850.00000	LD		50.000	DA2
37-03-36.0 N		BL19921106AC 76-41-26.0 W	SINCLAIR TELECABLE, INC.				
WOBX	NC	WANCHESE	1530.00000	LD		1.000	DAD
35-51-52.0 N		BL19811214AF 75-39-01.0 W	EAST CAROLINA RADIO, INC.				

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FM STATIONS IN THE HENGOOCH LICENSE , LLC
MARKET ANALYSIS

APRIL 2010

CALL ARN	ST	CITY OWNER	FREQ	CHN	CL	ERP	STAT
LATITUDE		LONGITUDE	HAAT:m AMSL:m				
WCMS-FM	NC	HATTERAS	94.50000		C1	100000.00	LIC
BMLH20040610AAV		MAX RADIO OF THE CAROLINAS LICENSES LLC					
35-29-10.0 N		75-59-58.0 W	298.931				
WCXL	NC	KILL DEVIL HILLS	104.10000		C1	100000.00	LIC
BLH20040324AER		MAX RADIO OF THE CAROLINAS LICENSES LLC					
36-08-08.0 N		75-49-28.0 W	296.000				
WQDK	NC	GATESVILLE	99.30000		A	3700.00	LIC
BLH20050414AAX		MAX RADIO OF THE CAROLINAS LICENSES LLC					
36-16-29.0 N		76-43-17.0 W	129.028				
WVOD	NC	MANTEO	99.10000		C2	50000.00	LIC
BLH19900110KA		CAPSAN MEDIA LLC					
35-50-44.0 N		75-38-50.0 W	149.931				
WZPR	NC	NAGS HEAD	92.30000		C3	10000.00	LIC
BMLH20100209ABC		CAPSAN MEDIA LLC					
35-50-49.0 N		75-37-20.0 W	117.000				
WYND-FM	NC	HATTERAS	97.10000		C1	59000.00	LIC
BLH20040212ABG		CAPSAN MEDIA LLC					
35-27-48.0 N		76-02-07.0 W	170.000				
WFMZ	NC	HERTFORD	104.90000		C2	50000.00	LIC
BLH19970819KD		CAPSAN MEDIA LLC					
36-05-59.0 N		76-28-31.0 W	150.000				
WBKU	NC	AHOSKIE	91.70000		C2	87000.00	LIC
BLED20020531AAQ		AMERICAN FAMILY ASSOCIATION					
36-05-45.0 N		77-12-30.0 W	132.486				
WPNC-FM	NC	PLYMOUTH	95.90000		A	2600.00	LIC
BLH19810914AU		DURLYN BROADCASTING, CO.					
35-50-48.0 N		76-45-22.0 W	455.625				
WZGO	NC	AURORA	91.10000		C2	40000.00	LIC
BLED20060727AAI		PATHWAY CHRISTIAN ACADEMY, INC.					
35-18-09.0 N		76-34-00.0 W	107.583				

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FM STATIONS IN THE HENGOOCH LICENSE , LLC
MARKET ANALYSIS

APRIL 2010

CALL FORMAT LATITUDE	ST	CITY ARN LONGITUDE	FREQ OWNER HAAT:m AMSL:m	CHN	CL	ERP	STAT
WUND-FM BLED20030812ABB 35-54-00.0 N	NC	MANTEO BOARD OF TRUSTEES OF THE UNIV. OF NC 76-20-45.0 W	88.90000 AT CHAPEL HILL 416.639 419.000		C0	50000.00	LIC
WSTK BLH20041203AFD 35-18-09.0 N	NC	AURORA MEDIA EAST, LLC 76-34-00.0 W	104.50000 119.583 120.000		A	4200.00	LIC
WTIB BLH20020910ABC 35-53-54.0 N	NC	WILLIAMSTON INNER BANKS MEDIA, LLC 76-59-10.0 W	103.70000 293.889 305.000		C1	100000.00	LIC
WERX-FM BLH19990208KD 35-55-05.0 N	NC	COLUMBIA LAWRENCE LOESCH & MARGARET LOESCH 76-20-48.0 W	102.50000 208.333 210.000		C1	64000.00	LIC
WQZL BLH19990412KA 35-18-18.0 N	NC	BELHAVEN NM LICENSING LLC DEBTOR IN POSSESSION 76-45-45.0 W	101.10000 179.903 189.000		C2	31000.00	LIC
WRSF BLH19840316AA 35-53-18.0 N	NC	COLUMBIA EAST CAROLINA RADIO, INC. 76-13-50.0 W	105.70000 186.097 187.000		C1	100000.00	LIC
WNOB BLH20031015ADL 36-32-55.0 N	VA	CHESAPEAKE COMMONWEALTH RADIO, L.L.C. 76-11-16.0 W	93.70000 296.861 297.000		C1	100000.00	LIC
WWDE-FM BLH19850327KR 36-49-41.0 N	VA	HAMPTON ENTERCOM NORFOLK LICENSE, LLC 76-15-05.0 W	101.30000 152.722 153.000		B	50000.00	LIC
WBXB BLH19901212KC 36-07-11.0 N	NC	EDENTON EDENTON CHRISTIAN RADIO, INC. 76-35-29.0 W	100.10000 91.819 93.000		C2	50000.00	LIC
WHRV BLED20021008AAX 36-48-31.0 N	VA	NORFOLK HAMPTON ROADS EDUCATIONAL TELECOMMUNICTNS ASSN INC 76-30-13.0 W	89.50000 349.042 353.000		B	8800.00	LIC

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FM STATIONS IN THE HENGOOCH LICENSE , LLC
MARKET ANALYSIS

APRIL 2010

CALL ARN	ST	CITY OWNER	FREQ	CHN	CL	ERP	STAT
LATITUDE	LONGITUDE	HAAT:m AMSL:m					
WPTE	VA	VIRGINIA BEACH	94.90000		B	50000.00	LIC
BMLH20050413ABF		ENTERCOM NORFOLK LICENSE, LLC					
36-48-37.0 N	76-16-59.0 W	155.306 156.000					
WKUS	VA	WINDSOR	105.30000		B	50000.00	LIC
BLH20080924AAN		CC LICENSES, LLC					
36-48-43.0 N	76-27-45.0 W	153.431 156.000					
WOWI	VA	NORFOLK	102.90000		B	50000.00	LIC
BMLH19930909KD		CC LICENSES, LLC					
36-45-23.0 N	76-23-06.0 W	146.472 148.000					
WRVS-FM	NC	ELIZABETH CITY	89.90000		C2	41000.00	LIC
BLED19910110KD		ELIZABETH CITY STATE UNIVERSITY					
36-16-55.0 N	76-12-44.0 W	73.000 73.000					
WNOR	VA	NORFOLK	98.70000		B	46000.00	LIC
BLH20040517ADR		TIDEWATER COMMUNICATIONS, LLC					
36-50-04.0 N	76-16-11.0 W	157.583 158.000					
WCDG	NC	MOYOCK	92.10000		C3	14500.00	LIC
BMLH20050720AEW		CC LICENSES, LLC					
36-37-38.0 N	76-13-07.0 W	130.514 131.000					
WVRL	NC	ELIZABETH CITY	88.30000		C2	50000.00	LIC
BLED20030206ACQ		LIBERTY UNIVERSITY, INC.					
36-18-40.0 N	76-17-34.0 W	136.000 136.000					
WAFX	VA	SUFFOLK	106.90000		C	100000.00	LIC
BLH20021227ABL		TIDEWATER COMMUNICATIONS, LLC					
36-48-09.0 N	76-45-19.0 W	301.000 316.000					
WVKL	VA	NORFOLK	95.70000		B	40000.00	LIC
BMLH19920706KA		ENTERCOM NORFOLK LICENSE, LLC					
36-48-56.0 N	76-28-00.0 W	266.083 269.000					
WHRO-FM	VA	NORFOLK	90.30000		B	7300.00	LIC
BLED20030506AAW		HAMPTON ROADS EDUCATIONAL TELECOMMUNICTNS ASSN INC					
36-48-31.0 N	76-30-13.0 W	349.042 353.000					

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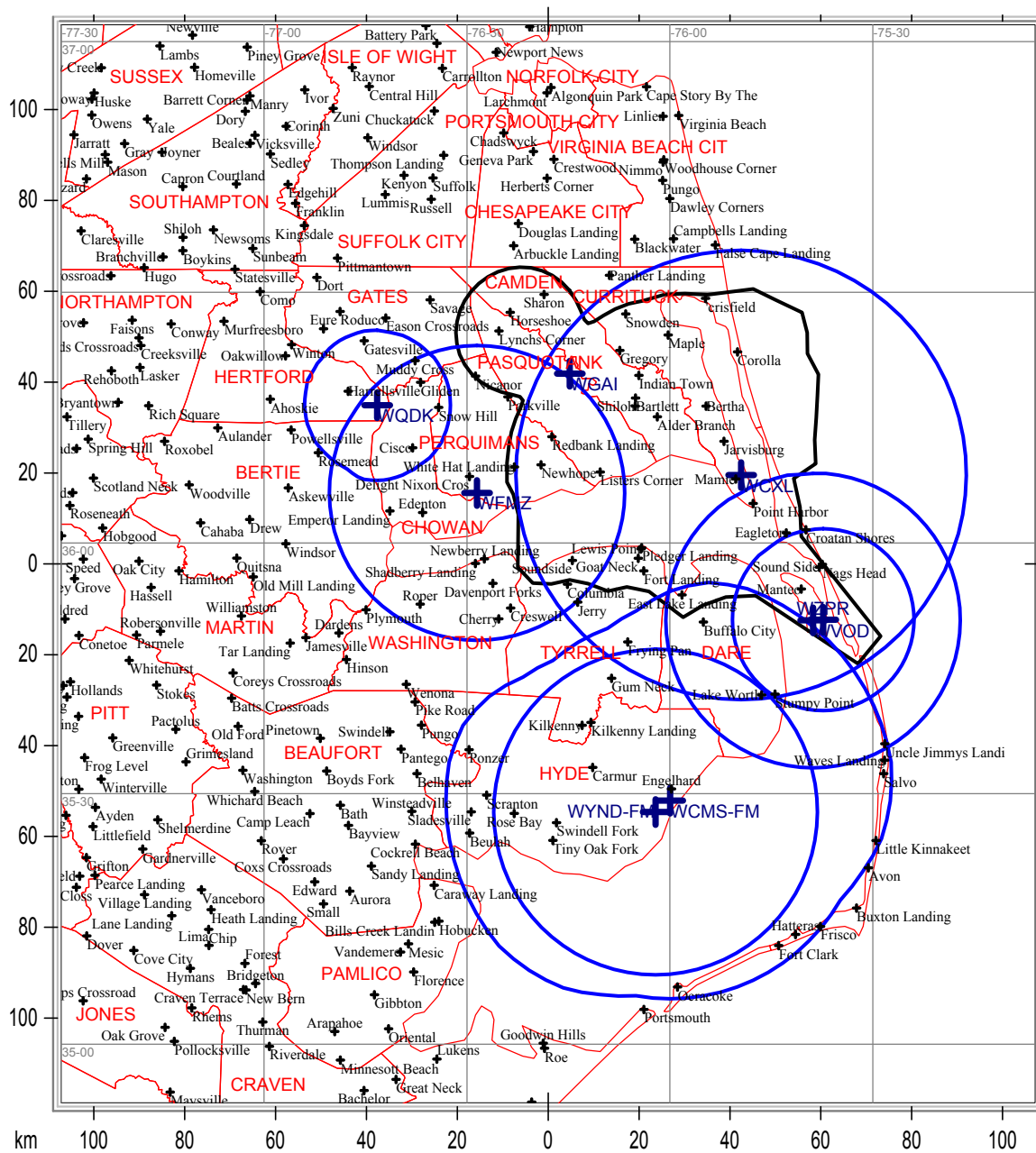
FM STATIONS IN THE HENGOOCH LICENSE , LLC
MARKET ANALYSIS

APRIL 2010

CALL ARN LATITUDE	ST	CITY OWNER LONGITUDE	FREQ HAAT:m AMSL:m	CHN	CL	ERP	STAT

WURI	NC	MANTEO	90.90000		A	3900.00	LIC
BMLED20040415ACJ BOARD OF TRUSTEES UNIVERSITY OF NC AT CHAPEL HILL							
35-54-28.0 N		75-40-26.0 W	56.792 57.000				
WOBX-FM	NC	MANTEO	98.10000		C2	40000.00	LIC
BLH20010607AAN		EAST CAROLINA RADIO, INC.					
35-51-52.0 N		75-39-01.0 W	70.931 71.000				
WOBX-FM	NC	WANCHESE	95.30000		C3	25000.00	LIC
BLH19910820KA		EAST CAROLINA RADIO, INC.					
35-51-52.0 N		75-39-01.0 W	89.931 90.000				
WKJX	NC	ELIZABETH CITY	96.70000		C2	50000.00	LIC
BLH20040618AAH		EAST CAROLINA RADIO OF ELIZABETH CITY, INC.					
36-12-10.0 N		75-52-23.0 W	124.000 124.000				
WFMI	NC	SOUTHERN SHORES	100.90000		C2	39000.00	LIC
BLH20030102ABE		COMMUNICATIONS SYSTEMS, INC.					
36-12-10.0 N		75-52-23.0 W	148.000 148.000				
WTKF	NC	ATLANTIC	107.10000		C1	46000.00	LIC
BLH20080129ABO		ATLANTIC RIDGE TELECASTERS, INC.					
34-53-01.0 N		76-30-22.3 W	192.000 192.000				
WBUX	NC	BUXTON	90.50000		A	5900.00	LIC
BLH20000203ABD		BOARD OF TRUSTEES UNIVERSITY OF NC AT CHAPEL HILL					
35-16-01.0 N		75-32-38.0 W	46.931 47.000				
WMGV	NC	NEWPORT	103.30000		C1	100000.00	LIC
BLH19960508KC		WMGV LICENSE LIMITED PARTNERSHIP					
35-07-55.0 N		76-52-32.0 W	285.694 300.000WVKL			VA	NORFOLK
95.70000		B	40000.00 LIC				

WGAI(AM), WCMS-FM, WQDK(FM), WVOD(FM), WZPR(FM), WYND-FM & WFMZ(FM)



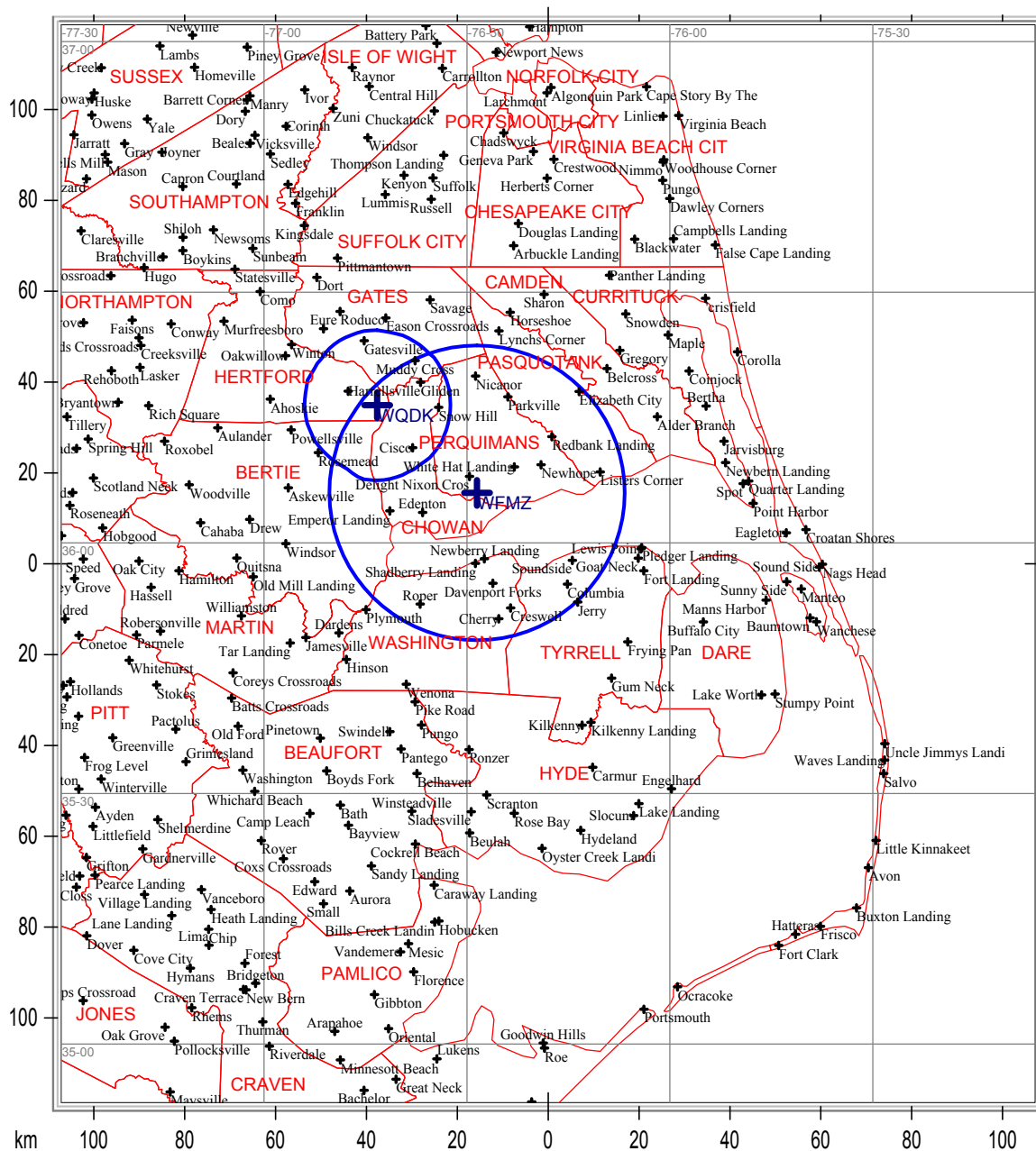
Communications Technologies, Inc. Marlton, New Jersey

County Borders Lat/Lon Grid

Map Scale: 1:1500000 1 cm = 15.00 km V/H Size: 237.28 x 214.36 km

Figure 1

MARKET #1 WQDK(FM) & WFMZ(FM)



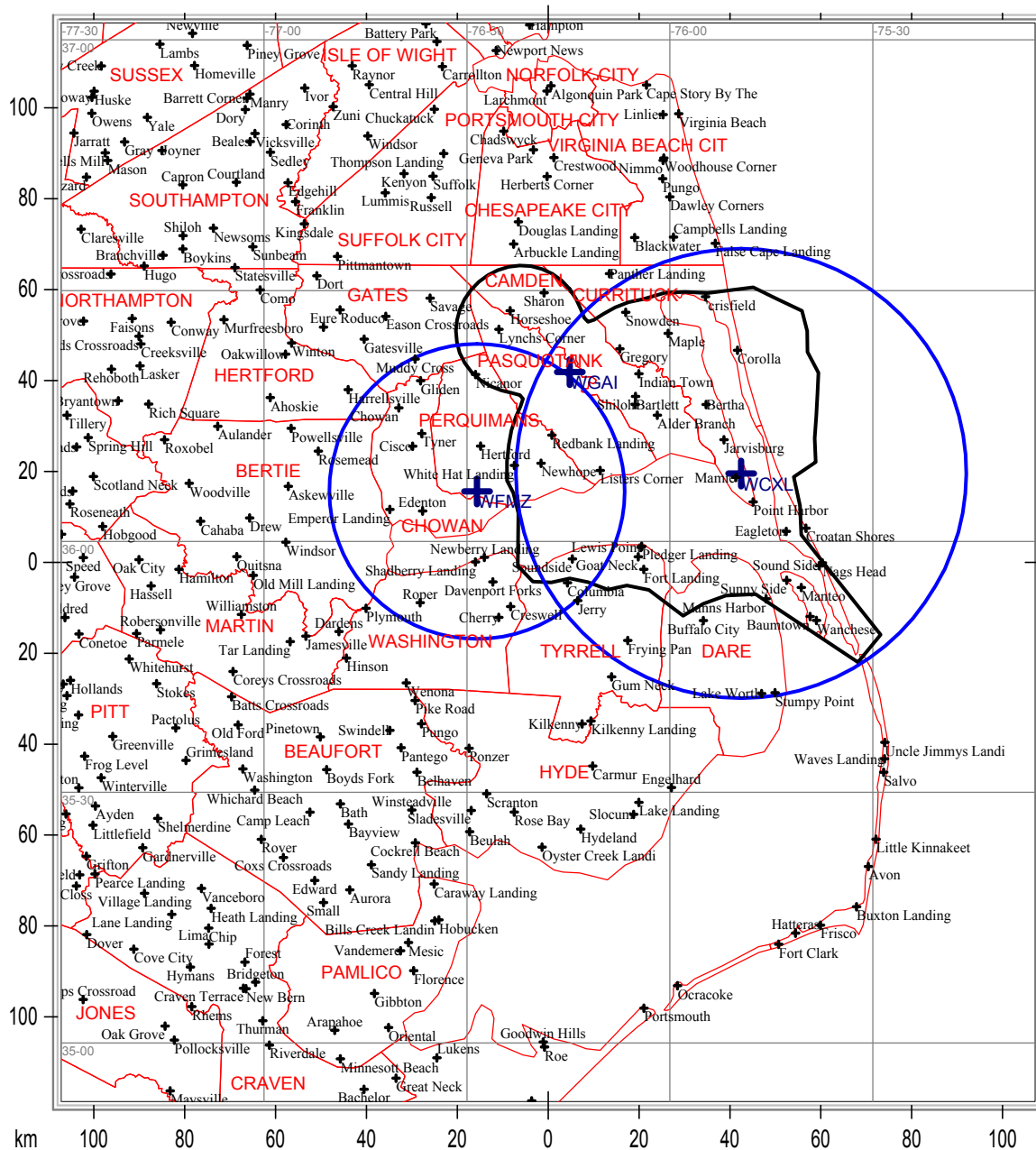
Communications Technologies, Inc. Marlton, New Jersey

County Borders Lat/Lon Grid

Map Scale: 1:1500000 1 cm = 15.00 km V/H Size: 237.28 x 214.36 km

Figure 2

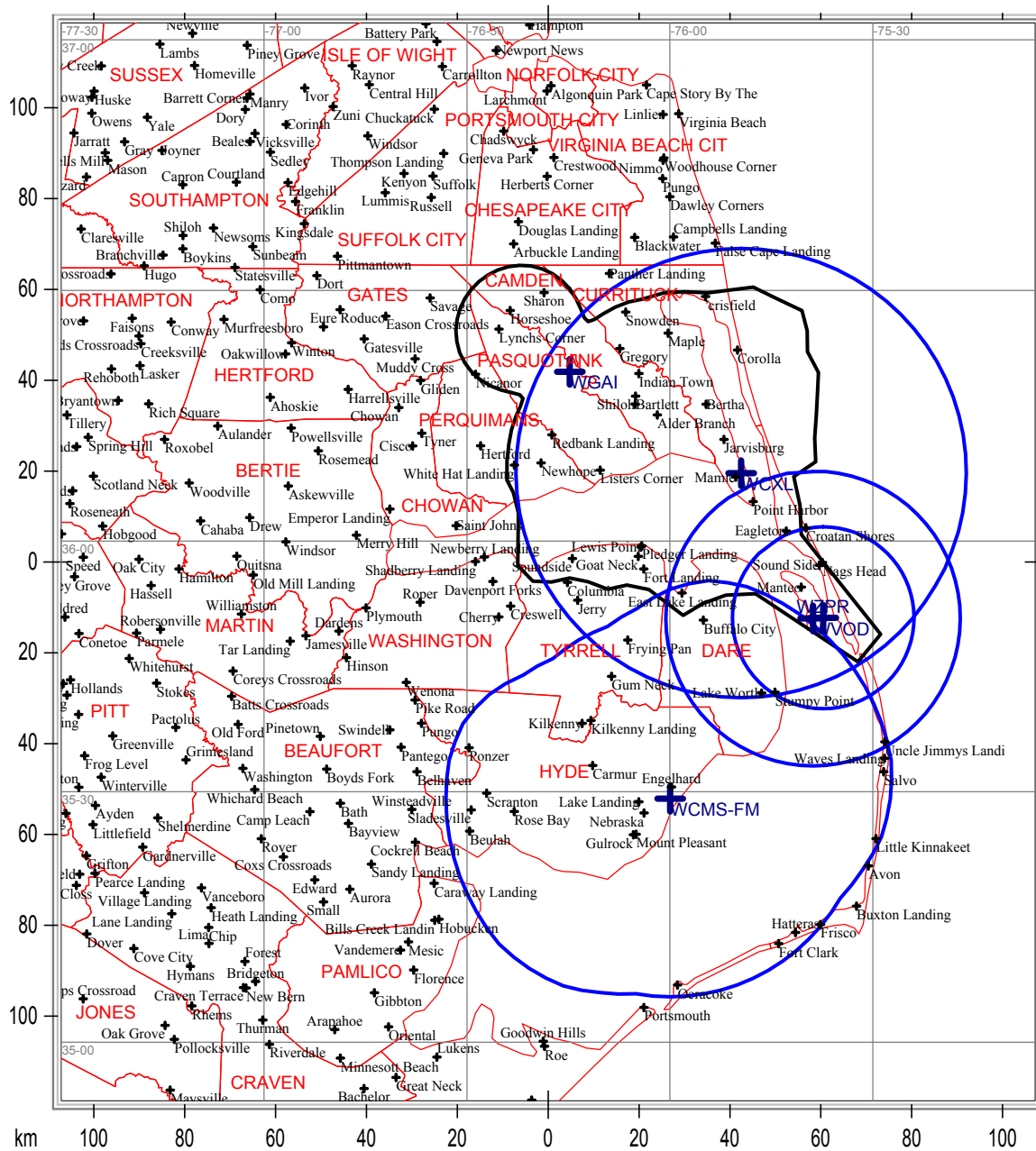
MARKET #2 WGAI(AM), WFMZ(FM) & WCXL(FM)



Communications Technologies, Inc. Marlton, New Jersey

County Borders Lat/Lon Grid

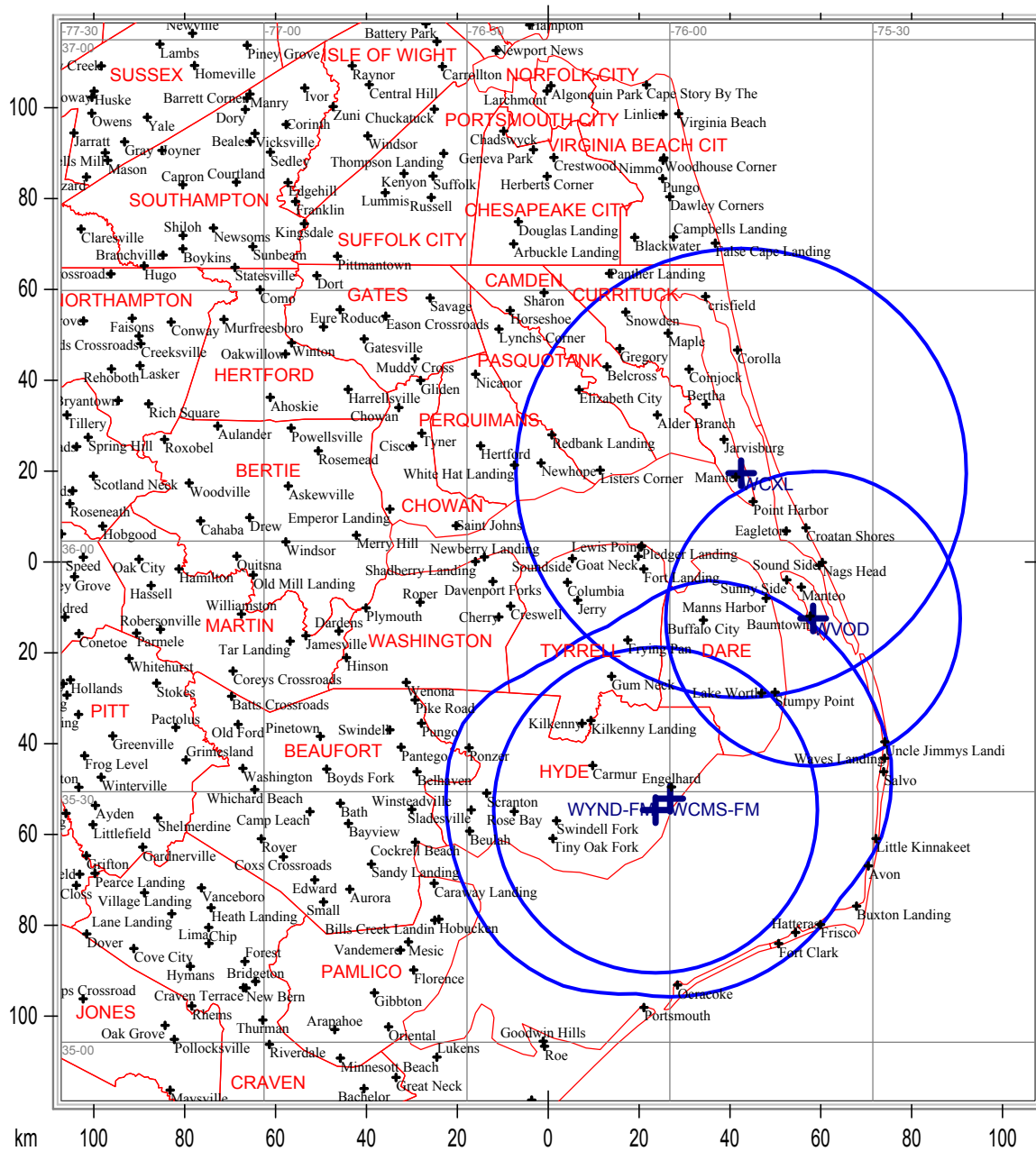
MARKET #3 WGAI(AM), WCXL(FM), WCMS-FM, WVOD(FM), WZPR(FM)



Communications Technologies, Inc. Marlton, New Jersey

County Borders Lat/Lon Grid

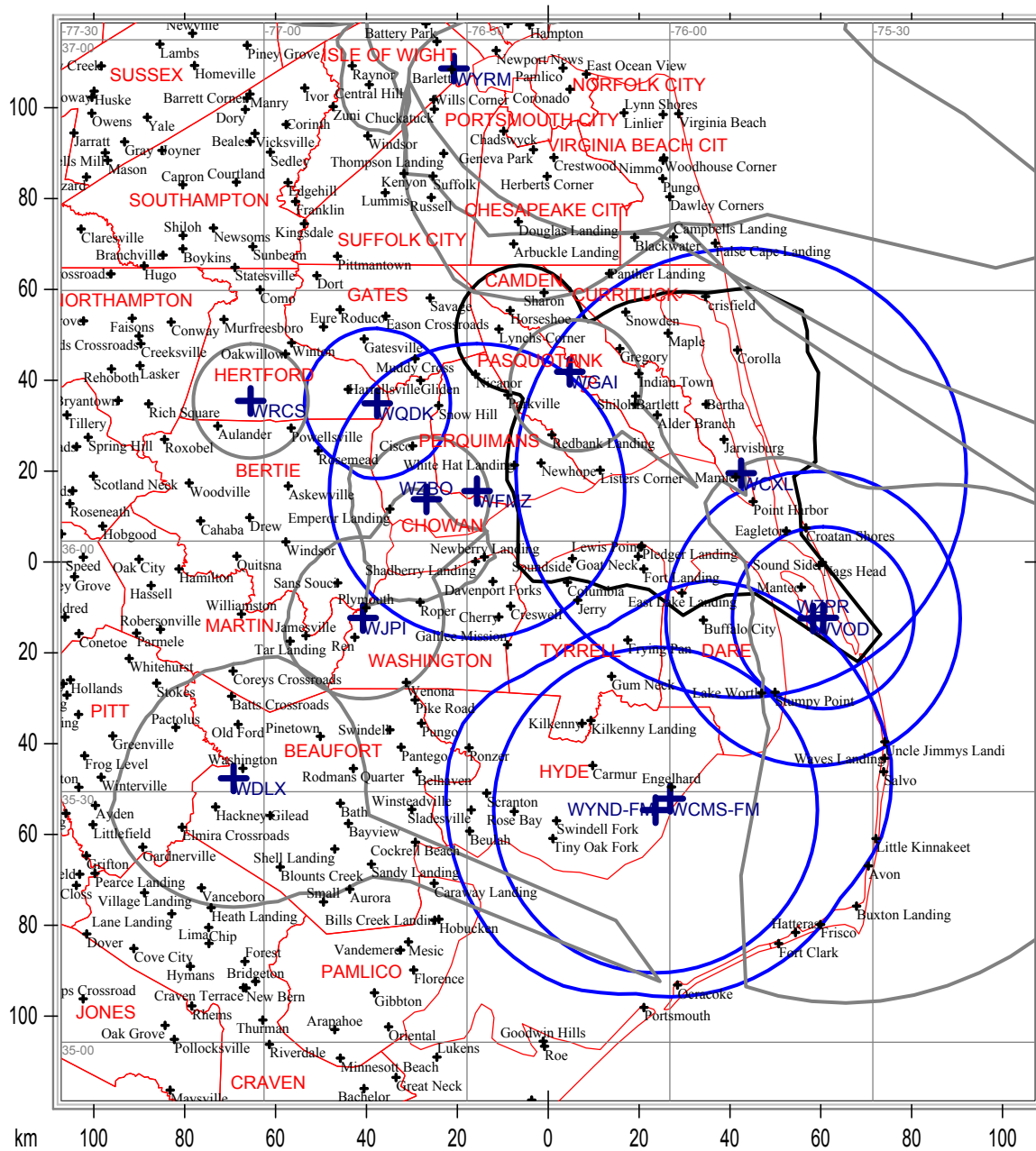
MARKET #4 WCMS-FM, WVOD(FM), WYND-FM & WCXL(FM)



Communications Technologies, Inc. Marlton, New Jersey

— County Borders
 — Lat/Lon Grid

WGAI(AM), WCMS-FM, WQDK(FM), WVOD(FM), WZPR(FM), WYND-FM & WFMZ(FM) WITH OTHER AM



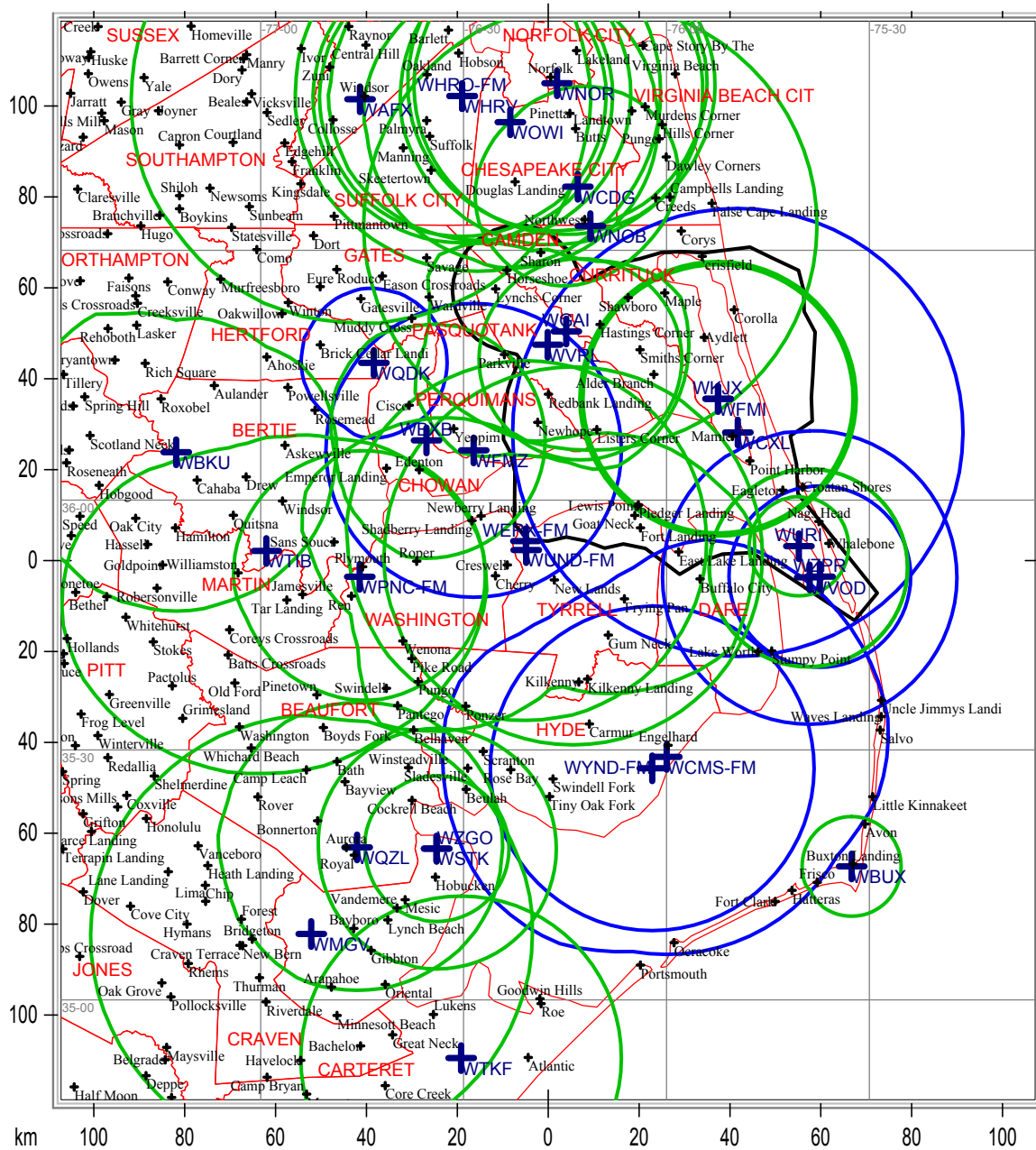
Communications Technologies, Inc. Marlton, New Jersey

County Borders Lat/Lon Grid

Map Scale: 1:1500000 1 cm = 15.00 km V/H Size: 237.28 x 214.36 km

Figure 6

WGAI(AM), WCMS-FM, WQDK(FM), WVOD(FM), WZPR(FM), WYND-FM & WFMZ(FM) WITH OTHER FM



Communications Technologies, Inc. Marlton, New Jersey

County Borders Lat/Lon Grid

Map Scale: 1:150000 1 cm = 15.00 km V/H Size: 237.28 x 214.36 km

Figure 7