

FCC Form 316
Ownership Structure

Principals of
Max Media X LLC,
Max Management X LLC,
and Max Media LLC

Max Media LLC has a 90% interest in Max Media X LLC. Max Management X LLC has a 10% interest in Max Media X LLC.

The entities holding voting and equity interests in Max Media LLC are:

	<u>Voting & Equity Interests</u>
Colonnade Max Investors, Inc.	4.8671%
Aardvarks Also LLC	6.1967%
MBG-GG LLC	42.0345 %
Quad-C Max Investors, Inc.	4.6799%
Quad-C Max Investors II, Inc.	0.1872%
MBG Quad-C Investors I, Inc.	41.4133%
MBG Quad-C Investors II, Inc.	<u>0.6212%</u>
Total	100.0000%

Max Media X LLC

The officer, members and managers (all of whom are U.S. Citizens) of Max Media X LLC are listed below.

A. Eugene Loving, Jr. – President and CEO
900 Laskin Road
Virginia Beach, VA 23451

Max Media LLC – Member/Manager
900 Laskin Road
Virginia Beach, VA 23451

Max Management X LLC – Member
900 Laskin Road
Virginia Beach, VA 23451

Max Management X LLC

The officers, members, managers (all of whom are U.S. Citizens) and equity interest holders of Max Management X LLC are as follows:¹

A. Eugene Loving, Jr. – CEO/Secretary/Manager/Member
900 Laskin Road
Virginia Beach, VA 23451

John A. Trinder – COO/President/Manager/Member
900 Laskin Road
Virginia Beach, VA 23451

David J. Wilhelm – Vice Present/CFO/Assistant Secretary/Member
900 Laskin Road
Virginia Beach, VA 23451

Allen B. Rider, III – Manager/Member
10001 Patterson Avenue, #100
Richmond, VA 23233

Timothy B. Robertson – Member
295 Bendix Road, Suite 130
Virginia Beach, VA 23452

¹ 100% of the Equity and Voting interests is held in equal parts by each individual and entity listed under Max Management X LLC.

Charles McFadden – Member
900 Laskin Road
Virginia Beach, VA 23451

LaMaSa Airwaves LLC – Member²
1821 Eden Way
Virginia Beach, VA 23454

Max Media LLC

The officers, managers (all of whom are U.S. Citizens) and equity interest holders of Max Media LLC are as follows:

Kenneth Diekroeger – Manager
1420 Benito Avenue
Burlingame, CA 94010

Alan H. Nichols, Jr. – Manager
33 Birch Street
Mill Valley, CA 94941

Jesse Rogers – Manager
278 Park Lane
Atherton, CA 94027

Terrence D. Daniels – Manager
230 E. High Street
Charlottesville, VA 22902

Anthony R. Ignaczak – Manager
230 E. High Street
Charlottesville, VA 22902

Matthew B. Engel – Manager
230 E. High Street
Charlottesville, VA 22902

Allen B. Rider, III – Manager
10001 Patterson Avenue, #100
Richmond, VA 23233

² Equity and Voting held as follows: 20% Barry A. Mandell; 33% Dick Lamb; 20% Jeffrey Saunders; 17% Larry M. Saunders; Eric Mastel 10%. Jeffrey Saunders is Larry M. Saunders' son. Barry A. Mandell is Larry M. Saunders' son-in-law.

A. Eugene Loving, Jr. – Manager/CEO/President/Secretary
900 Laskin Road
Virginia Beach, VA 23451

John A. Trinder – Manager/COO
900 Laskin Road
Virginia Beach, VA 23451

David J. Wilhelm – CFO/Treasurer
900 Laskin Road
Virginia Beach, VA 23451

Colonnade Max Investors, Inc. – 4.8671% Voting and Equity
10001 Patterson Avenue, #100
Richmond, VA 23233

Aardvarks Also LLC – 6.1967% Voting and Equity
900 Laskin Road
Virginia Beach, VA 23451

MBG-GG LLC – 42.0345% Voting and Equity
One Embarcadero Center
33rd Floor
San Francisco, CA 94111

Quad-C Max Investors, Inc. – 4.6799% Voting and Equity
230 E. High Street
Charlottesville, VA 22902

Quad-C Max Investors II, Inc. – 0.1872% Voting and Equity
230 E. High Street
Charlottesville, VA 22902

MBG Quad-C Investors I, Inc. – 41.4127% Voting and Equity
230 E. High Street
Charlottesville, VA 22902

MBG Quad-C Investors II, Inc. – 0.6218% Voting and Equity
230 E. High Street
Charlottesville, VA 22902

Aardvarks Also LLC

Aardvarks Also LLC is manager managed. The officers, managers and attributable equity holders of Aardvarks Also LLC – all of whom are U.S. Citizens – are as follows:

Timothy B. Robertson- Manager
295 Bendix Road, Suite 130
Virginia Beach, VA 23452

Charles McFadden- Manager
900 Laskin Road
Virginia Beach, VA 23451

A. Eugene Loving, Jr. – Manager/Secretary
900 Laskin Road
Virginia Beach, VA 23451
19.648% Voting & Equity

John A. Trinder – Manager/President
900 Laskin Road
Virginia Beach, VA 23451
16.701% Voting & Equity

James C. Trinder
900 Laskin Road
Virginia Beach, VA 23451
2.947% Voting & Equity

Steamboat SPGS, LLC³
900 Laskin Road
Virginia Beach, VA 23451
19.648% Voting & Equity

Bay Shore Enterprises, LLC⁴
295 Bendix Road, Suite 130
Virginia Beach, VA 23452
19.648% Voting & Equity

LaMaSa Airwaves LLC
1821 Eden Way
Virginia Beach, VA 23454
21.407% Voting & Equity

David J. Wilhelm – Vice President and Assistant Secretary
900 Laskin Road
Virginia Beach, VA 23451

³ Equity and voting interests held as follows: 46% The Charles A. McFadden Revocable Trust; 46% The Mary Patricia B. McFadden Revocable Trust; 2% Martin Neil McFadden; 2% Patrick Kevin McFadden; 2% Kimberly Anne Buadagno; 2% Tracy Marie Butteroff.

⁴ Equity and voting held 100% by Timothy B. Robertson.

Colonnade Max Investors, Inc.

The officers, directors and attributable shareholders⁵ of Colonnade Max Investors, Inc. – all of whom are U.S. Citizens – are as follows:

Allen B. Rider, III – CEO/President/Chairman of the Board
10001 Patterson Avenue, #100
Richmond, VA 23233
1.04% Voting & Equity

James C. Wheat, III – Vice President/Director
10001 Patterson Avenue, #100
Richmond, VA 23233
1.04% Voting & Equity

Commonwealth Investors II L.P.
10001 Patterson Avenue, #100
Richmond, VA 23233
96.37% Voting & Equity

Commonwealth Investors II L.P. Sole General Partner is:

Colonnade Capital LLC
10001 Patterson Avenue, #100
Richmond, VA 23233

Colonnade Capital LLC's managing members and attributable equity holders⁶ are as follows:

Allen B. Rider, III – Managing Member
10001 Patterson Avenue, #100
Richmond, VA 23233
32% Voting & Equity

James C. Wheat, III – Managing Member
10001 Patterson Avenue, #100
Richmond, VA 23233
32% Voting & Equity

John T. Herzog – Managing Member
10001 Patterson Avenue, #100
Richmond, VA 23233
20% Voting & Equity

⁵ The unreported 1.55% of shares are held by non-attributable persons or entities.

⁶ Unreported percentages are held by four individuals who each hold a non-attributable 4% of shares.

MBG-GG LLC

MBG-GG LLC's sole voting member is MBG-GG Management LLC. MBG-GG Management LLC's managing members and attributable equity holders – all of whom are U.S. Citizens – are as follows:

Kenneth Diekroeger – Managing Member
One Embarcadero Center
33rd Floor
San Francisco, CA 94111
49.999% Equity and 50% Voting

Jesse Rogers – Managing Member
One Embarcadero Center
33rd Floor
San Francisco, CA 94111
49.9999% Equity and 50% Voting

Alan Nichols – Managing Member
One Embarcadero Center
33rd Floor
San Francisco, CA 94111
0.0002% Equity

THE QUAD-C COMPANIES

Quad-C Max Investors, Inc.

The officers, directors and attributable shareholders of Quad-C Max Investors, Inc. – all of whom are U.S. Citizens – are as follows:

Terrence D. Daniels – Officer/Director
230 E. High Street
Charlottesville, VA 22902

Anthony R. Ignaczak - Officer/Director
230 E. High Street
Charlottesville, VA 22902

Stephen M. Burns – Officer/Director
230 E. High Street
Charlottesville, VA 22902

Quad-C Partners V, L.P.
230 E. High Street
Charlottesville, VA 22902
100% Voting & Equity

Quad-C Partners V, L.P.'s sole general partner is:

Quad-C Advisors V, LLC
230 E. High Street
Charlottesville, VA 22902

Quad-C Advisors V, LLC's members and attributable equity holders⁷ – all of whom are U.S. Citizens – are as follows:

Terrence D. Daniels – Manager/Member
230 E. High Street
Charlottesville, VA 22902
57.14% Voting & 40% Equity

Anthony R. Ignaczak – Member
230 E. High Street
Charlottesville, VA 22902
10.71% Voting & 15% Equity

⁷ Unreported 3% of shares are held by non-attributable persons or entities.

Edward T. Harvey – Member
527 College Avenue
Haverford, PA 19041
10.71% Voting & 15% Equity

Stephen M. Burns - Member
230 E. High Street
Charlottesville, VA 22902
10.71% Voting & 15% Equity

Gary A. Binning – Member
230 E. High Street
Charlottesville, VA 22902
8.57% Voting & 12% Equity

Quad-C Max Investors II, Inc.

The officers, directors and voting shareholders⁸ of Quad-C Max Investors II, Inc.

– all of whom are U.S. Citizens – are as follows:

Terrence D. Daniels – Officer/Director
230 E. High Street
Charlottesville, VA 22902
40% Voting & Equity

Anthony R. Ignaczak – Officer/Director
230 E. High Street
Charlottesville, VA 22902
15% Voting & Equity

Edward T. Harvey
527 College Avenue
Haverford, PA 19041
15% Voting & Equity

Stephen M. Burns – Officer/Director
230 E. High Street
Charlottesville, VA 22902
15% Voting & Equity

Gary A. Binning
230 E. High Street
Charlottesville, VA 22902
13% Voting & Equity

⁸ Unreported 2% of shares are held by non-attributable persons or entities.

MBG Quad-C Investors I, Inc.

The officers and directors of MBG Quad-C-Investors I, Inc. - all of whom are U.S. citizens - are:

Anthony R. Ignaczak – President
230 E. High Street
Charlottesville, VA 22902

Matthew B. Engel – Vice President and Secretary
230 E. High Street
Charlottesville, VA 22902

All the voting rights and equity of MBG Quad-C Investors I, Inc. are held by Quad-C Partners VI, L.P. Quad-C Partners VI, L.P.'s sole general partner is Quad-C Advisors VI, LLC.

Quad-C Advisors VI, LLC's members and attributable equity holders⁹ – all of whom are U.S. Citizens – are as follows:

Terrence D. Daniels – Manager/Member
230 E. High Street
Charlottesville, VA 22902
50% Voting & 29.51%Equity

Anthony R. Ignaczak – Member
230 E. High Street
Charlottesville, VA 22902
16.67% Voting & 20.00%Equity

Stephen M. Burns – Member
230 E. High Street
Charlottesville, VA 22902
16.67% Voting & 20.00%Equity

Gary A. Binning – Member
230 E. High Street
Charlottesville, VA 22902
16.67% Voting & 20.00%Equity

⁹ Unreported 10% of shares are held by eight non-attributable persons or entities.

MBG Quad-C Investors II, Inc.

All the voting rights and equity of MBG Quad-C Investors II, Inc. are held by MBG Quad-C Investors II, LLC.

The officers and directors of MBG Quad-C Investors II, Inc. – all of whom are U.S. citizens – are:

Anthony R. Ignaczak – President
230 E. High Street
Charlottesville, VA 22902

Matthew B. Engel – Vice President and Secretary
230 E. High Street
Charlottesville, VA 22902

The voting rights of all of the Members have been assigned to Quad-C Management, Inc. pursuant to a Voting Trust Agreement.

MBG Quad-C Investors II, LLC

The officers and directors of MBG Quad-C Investors II, LLC – all of whom are U.S. citizens – are:

Anthony R. Ignaczak – President
230 E. High Street
Charlottesville, VA 22902

Matthew B. Engel – Vice President and Secretary
230 E. High Street
Charlottesville, VA 2290

The equity of MBG Quad-C Investors II, LLC is held by:¹⁰

Terrence D. Daniels
230 E. High Street
Charlottesville, VA 22902
10.47% Equity

¹⁰ Unreported 39.5 % of shares are held by 27 non-attributable persons or entities.

Edward T. Harvey & Wendy W. Harvey, JTWROS
527 College Avenue
Charlottesville, VA 22902
14.00% Equity

Anthony R. Ignaczak
230 E. High Street
Charlottesville, VA 22902
9.38% Equity

Stephen M. Burns
230 E. High Street
Charlottesville, VA 22902
12.65% Equity

Gary A. Binning
230 E. High Street
Charlottesville, VA 22902
14% Equity

The voting rights of MBG Quad-C Investors II, LLC members have been assigned to Quad-C Management, Inc. pursuant to a Voting Trust Agreement.