

Other Authorizations

In addition to Three Eagles of Joliet, Inc., Three Eagles Communications, Inc. ("TECI") is also the 100% shareholder and votes 100% of the stock of the following (collectively the "TECI Subsidiary Corporations"):

Three Eagles of Brookings, Inc., the licensee of KBRK (AM) & KBRK-FM, Brookings, South Dakota, Facility ID Nos. 15263 and 15261, respectively, KJAM (AM) & KJAM-FM, Madison, South Dakota, Facility ID Nos. 39580 and 39578, respectively and KSDR (AM) & KSDR-FM, Watertown, South Dakota, Facility ID Nos. 20432 and 20433, respectively;

Three Eagles of Huron, Inc., the licensee of KIJV (AM) & KZNC (FM), Huron, South Dakota, Facility ID Nos. 15264 and 15262, respectively¹;

Three Eagles of Luverne, Inc., the licensee of KQAD (AM) & KLQL (FM), Luverne, Minnesota, Facility Nos. 39259 and 39260 respectively; KATE (AM) & KCPI (FM), Albert Lea, Minnesota, Facility ID Nos. 12670 and 12706, respectively, KWOA (AM), KWOA-FM, and KITN (FM) Worthington, Minnesota, Facility ID. Nos. 48971, 48972, and 30878 respectively, KLGR (AM) & KLGR-FM, Redwood Falls, Minnesota, Facility ID Nos. 9680 and 9654 respectively; KAUS (AM) & KAUS-FM, Austin Minnesota, Facility ID Nos. 50677 and 50660, respectively; and KEEZ-FM, Mankato, Minnesota, Facility ID No 21193, and FM Translator Station K269EC, Mankato, Minnesota, Facility ID 23467;

Three Eagles of Columbus, Inc., the licensee of KTTT (AM), KKOT (FM), KJSK (AM), and KLIR (FM), Columbus, Nebraska, Facility ID. Nos. 28148, 28149, 26627, and 26628, respectively; and KZEN (FM), Central City, Nebraska, Facility ID No. 50733;

¹ On March 11, 2004, the Commission granted an application to assign the license of Broadcast Station KIJV(AM) and KZNC(FM), Huron, South Dakota, from Three Eagles of Huron, Inc. to Dakota Communications, Ltd. (File Numbers BAL-20031126AOD and BALH-20031126AOE). Consummation of this transaction is pending.

Three Eagles of Lincoln, Inc., the licensee of KLMS (AM), KRKR (FM), KFOR (AM), and KFRX (FM), Lincoln, Nebraska, Facility ID Nos. 54708, 54707, 34436, and 34435, respectively;

Three Eagles of Ft. Dodge, Inc., the licensee of FM Broadcast Station KIAQ, Clarion, Iowa, Facility ID No. 54641, and FM Broadcast Station KTLB, Rockwell City, Iowa, Facility ID No. 28657;

Three Eagles of Mason City, Inc., the licensee of KRIB (AM) and KLSS-FM, Mason City, Iowa, Facility ID Nos. 47095 and 47094, respectively, and KYTC (FM), Northwood, Iowa, Facility ID No. 49798; and

Three Eagles Communications, LLC (DE), is the licensee of KBRI (AM) and KBRI-FM, St. Peter, Minnesota, Facility ID Nos. 31874 and 31873, respectively.

Rolland C. Johnson is the CEO and a Director, and Paula A. Johnson is the Treasurer and Secretary of each of the TECI Subsidiary Corporations.

Gary M. Buchanan is the President and a Director of each of the TECI Subsidiary Corporations, and the President and Chief Operating Officer of TECI.

The directors of TECI are Rolland Johnson, Walker Simmons, and L. Watts Hamrick, III. Additionally, Rolland Johnson is Chairman and CEO, and Paula A. Johnson is the Secretary of TECI.

TECI is wholly owned by Three Eagles Investors, LLC (“TEI, LLC”), whose members are Wachovia Capital Partners 2002, LLC (“WCP 2002, LLC”), and Primus Capital Fund V Limited Partnership (“PCFV”). The Board of Managers of TEI, LLC are Rolland Johnson, Walker Simmons, L. Watts Hamrick, and Loyal W. Wilson. Rolland C. Johnson is the Chief Executive Officer and Gary M. Buchanan is the Chief Operating Officer of TEI, LLC.

WCP LLC’s members are Wachovia Investors, Inc. (“WI”), a wholly owned subsidiary of Wachovia Corporation (“Wachovia”), a publicly held corporation, and WCP Management Company 2002, LLC (WCPMC”). WC is the ultimate corporate parent of Wachovia Capital Investments, Inc.

(“WCI”) and Wachovia Capital Partners, Inc. (“WCP, Inc.”).

WCI holds 4.21% voting interest in the Class A units of Piedmont Television Group, LLC (“Piedmont Television”). WCP, Inc. is an attributable member of and holds a 20.22% voting interest in the Class A units and a 2.22% non-voting interest in the Class B and D units of Piedmont Television. As such, it is entitled to appoint two members to the Board of Representatives of Piedmont Television.

L. Watts Hamrick is a member of the Board of Directors of Piedmont Television, LLC and Utilicom Networks, LLC, a cable television franchise in Evansville, Indiana.

Piedmont Television wholly owns the entities listed below, each of which is the sole member of the licensee of the television station(s) indicated below:

- Piedmont Television Group of Anchorage, LLC, which is the sole member of Piedmont Television Group of Anchorage License Sub, LLC, licensee of KTBY (TV), Facility ID 35654, Anchorage, Alaska.
- Piedmont Television Group of Joplin, LLC, which is the sole member of Piedmont Television Group of Joplin License Sub, LLC, licensee of KODE-TV, Facility ID 18283, Joplin, Missouri.
- Piedmont Television Group Broadcasting of Savannah, LLC, which is the sole member of Piedmont Television Group of Savannah License Sub, LLC, licensee of WJCL-TV, Facility ID 37174, Savannah, Georgia.
- Piedmont Television Group of Huntsville, LLC, which is the sole member of Piedmont Television Group of Huntsville License Sub, LLC, licensee of WAAY-TV, Facility ID 57292, Huntsville, Alabama.
- Piedmont Television Group of Wyoming, LLC, which is the sole member of Piedmont Television Group of Wyoming License Sub, LLC, licensee of KKTU (TV), Facility ID 18287, Cheyenne, Wyoming and KTWO-TV, Facility ID 18286, Casper, Wyoming.

Piedmont Television wholly owns Piedmont Television Group, L.L.C. (“Piedmont Television LLC”). Piedmont Television LLC wholly owns the entities listed below, each of which is the sole member of the licensee of the television station(s) indicated below:

- Springfield Operating, L.L.C., which is the sole member of Spring License, L.L.C., licensee of KSPR (TV), Facility ID 35630, Springfield, Missouri.
- Youngstown Television, L.L.C., which is sole member of Youngstown Television License, L.L.C., licensee of WKBN (TV), Facility ID 70519, Youngstown, Ohio.
- Piedmont Television Group, L.L.C., which is the sole member of Piedmont Television Group License, L.L.C., licensee of WFXI (TV), Facility ID 37982, Morehead City, North Carolina and WYDO (TV), Facility ID 35582, Greenville, North Carolina.
- Piedmont Television Group of Macon, L.L.C., which is the sole member of Piedmont Television Group-Macon License, L.L.C., licensee of WGXA (TV), Facility ID 58262, Macon, Georgia.
- Piedmont Television Group of Ouachita, L.L.C., which is the sole member of Piedmont Television Group-Ouachita License, L.L.C., licensee of KTVE (TV), Facility ID 35692, El Dorado, Arkansas.

Walker Simmons is a member of the Board of Directors of New South Holdings, Inc., a competitive local exchange company, Three Eagles Communications, LLC, and Inner City Media Broadcasting Holdings, Inc., the licensee of the following stations:

Station	Facility ID	Location
WBLS	28203	New York, NY
WLIB	28204	New York, NY
KBLX-FM	28670	San Francisco, CA
KVTO	28681	San Francisco, CA

KVVN	28438	San Francisco, CA
WHAT	33686	Philadelphia, PA
WWDM	58398	Columbia, SC
WMFX	19471	Columbia, SC
WARQ	58400	Columbia, SC
WOIC	73370	Columbia, SC
WJMI	50408	Jackson, MS
WKXI-FM	50407	Jackson, MS
WKXI (AM)	50409	Jackson, MS
WOAD	50404	Jackson, MS
WYJS	29512	Jackson, MS
WIFM	68903	Pittsburgh, PA
WSRF	67194	Ft Lauderdale, FL

Rolland C. Johnson is a Member and Manager and Paula A. Johnson is a Member of Three Eagles Communications, L.L.C. (CO), the licensee of Radio Stations KVRH (AM), and KVRH-FM, Salida, Colorado. Mr. and Mrs. Johnson each own 50% of the equity of Three Eagles Communications, L.L.C. (CO).

Disclosure Regarding Non-Exempt Officers and Directors

Responsibility for WCP 2002, LLC voting and disposition of the interests in Three Eagles Communications, Inc. (the "Investment") lies with WCP 2002, LLC. Wachovia Investors, Inc. ("WI"), which is a member of WCP 2002, LLC, and Wachovia, which as noted above is WCP 2002, LLC's ultimate corporate parent, are reported as attributable parties in connection with WCP 2002, LLC. Neither WI, Inc. nor Wachovia had or has any involvement with the acquisition, voting, or disposition of the Investment interest.

The officers and directors of Wachovia and WI, Inc., except for certain of those listed in Exhibits 11b(ii) and 11b(iii), have duties and responsibilities wholly unrelated to the media business of WCP 2002,

LLC. WCP 2002, LLC has reported information for all officers of Wachovia and WI who may be regarded as being in the reporting chain from WCP 2002, LLC through to Wachovia. WCP 2002, LLC also is reporting information for each of the directors of those same Entities together with the other media interests of the non-exempt officers and directors. This approach is consistent with the Commission's policies for the reporting of officer and director interests for multi-faceted financial entities. *See WTVY-TV, Dalton, Alabama*, Letter of Barbara Kreisman, Chief, Video Services Division, dated March 16, 1993 (Ref. 1800E1-AEG).

**INVESTMENT INTERESTS IN
MEDIA/COMMUNICATIONS RELATED ENTITIES**

I. WACHOVIA CAPITAL PARTNERS, INC. AND AFFILIATES

<u>COMPANY</u>	<u>% OWNERSHIP (Fully diluted)</u>
1. BullsEye Telecom, Inc.	16.01%-voting convertible preferred
2. Fairpoint Communications, Inc.	1.48%- voting common
3. Piedmont Television Group, LLC	20.22%-voting-Class A
4. Piedmont Television Group, LLC	2.22%-non voting Class B & D
5. Piedmont Television Group, LLC	4.21%-voting Class A
6. Horizon Telecom International, LLC	7.83%-voting common
7. Horizon Telecom International, LLC	2.58%-voting B part preferred
8. Horizon Telecom International, LLC	.01%- voting A redeem pref.
9. Horizon Telecom International, LLC	7.19%-voting B part preferred
10. IGI/Earth Color, Inc. (Integrated Graphic)	6.47%-voting Common
11. Innerscity Media Corporation	9.14% voting A convertible preferred
12. Knology, Inc.	4.65%-voting common
13. Meigher Communications, L.P.	12.20%-L.P. interest
14. NEP Broadcasting, LLC	47.20%-L.P. interest
15. NewSouth Holdings, Inc.	16.51%-voting A preferred
16. NewSouth Holdings, Inc.	3.27%-voting common
17. Norigen Communications, Inc.	1.31%-voting preferred
18. HOB Entertainment, Inc.	13.30%-voting common
19. Three Eagles Communications, LLC	54.36%-LLC Interest
20. New Wave Communications, LLC	80.04%-LLC Interest
21. NuVox, Inc.	0.24%-voting common
22. NuVox, Inc.	0.66%-voting preferred
23. Affinity Internet, Inc.	9.10%-voting preferred
24. Affinity Internet, Inc.	0.066%-voting common
25. Metro PCS, Inc.	2.92%-voting preferred

II. WACHOVIA BANK

III. AND WACHOVIA BANK (TRUST INVESTMENTS)

*Wachovia is a Co-trustee of a trust that owns the following:

<u>COMPANY</u>	<u>% OWNERSHIP</u>
1. Macromedia, Inc.	85.5%
2. Iredell Publishing Co., Inc.	2.67%-common
3. Evening Post Publishing Co., Inc.	1.15%
4. Life of the South Corporation	.33%

WACHOVIA SECURITIES, INC. (MARKET MAKING)

* % Ownership changes from day to day, but never exceeds 1%

WACHOVIA INVESTORS, INC.

* % Ownership never exceeds 5% interest

**Schedule of Wachovia Capital Partners, Inc. Personnel Serving as
Directors of Media Related Entities**

<i>Portfolio Company</i>	Corporate Board or Financial Advisory Board Position	Director/Director Since	Description
Meigher Communications, L.P.	Financial Advisory Board	Scott B Perper April, 1995	Magazine Publishing Co.
Piedmont Television Group, LLC	Corporate	L. Watts Hamrick, III December, 1998 Sean Smith June, 2003	Cable Television Franchise in Evansville, Indiana
Horizon Telecom International, Inc.	Corporate	Scott B. Perper June, 1999	Cable Operator in Brazil
NEP Broadcasting, LLC	Corporate	Arthur C. Roselle September, 2000 Taylor Mefford	Mobile Broadcast Equipment and Service Provider
Inner City Media Corporation	Corporate	Walker Simmons December, 2000	Broadcast Licensee
NewSouth Holdings, Inc.	Corporate	Scott B. Perper Walker C. Simmons June 1998	Competitive Local Exchange Company
HOB Entertainment, Inc.	Corporate	Scott B. Perper January 2003	Concert Venue
Affinity, Inc.	Corporate	Sean M. Smith October 1999	Web Hosting
Bullseye Telecom, Inc.	Corporate	L. Wats Hamrick, III June 2003	Broadband Data Services
Utilicom Networks, LLC	Corporate	L. Watts Hamrick, III June 2000	BCP offering video, voice, and data services
Three Eagles Communications, LLC	Corporate	Walker C. Simmons L. Watts Hamrick, III October 2002	Midwestern Radio Broadcaster
NewWave Communications, LLC	Corporate	L. Watts Hamrick, III Arthur C. Roselle September 2003	Cable Television operator in Tennessee & Missouri

