

OTHER AUTHORIZATIONS

Millennium Atlantic City License Holdco, LLC ("Millennium License Holdco"), a wholly-owned subsidiary of Millennium Atlantic City Holdco, LLC, which in turn is wholly-owned by Millennium Radio Group, LLC ("Millennium Radio"), is the approved assignee of WFPG(AM), Atlantic City, New Jersey (FIN: 10448), WFPG-FM, Atlantic City, New Jersey (FIN: 10449), and WPUR(FM), Atlantic City, New Jersey (FIN: 54894). On May 11, 2001, the Commission granted the assignment of licenses for the above-referenced stations from Citadel Broadcasting Company ("Citadel") to Millennium License Holdco. See FCC File Nos. BAL/BALH 20010327AGC, AGD, AGE. These assignments have not yet been consummated. Millennium License Holdco will also assume Citadel's rights and obligations pursuant to a time brokerage agreement for radio station WKOE(FM) in Ocean City, New Jersey (FIN: 49984).¹

Mercury Capital Partners, L.P. is also a Member/Special Advisor of Lilly Broadcasting Holdings, LLC, which is the sole member of White Broadcasting, LLC and Lilly Broadcasting, L.L.C. White Broadcasting, LLC is the licensee of WENY(AM), Elmira, New York (FIN: 71510) and WENY-FM, Elmira, New York (FIN: 71509). Lilly Broadcasting, L.L.C. is the licensee of WENY-TV, Elmira, New York (FIN: 71508).

UBS Capital, LLC, which is affiliated with Capital Radio through its ownership structure, owns approximately 6.1% of the voting stock in One-on-One Sports, Inc., which is the parent company of One-On-One Sports License of Massachusetts, L.L.C., the licensee of WWZN(AM) (formerly WNRB(AM)), Boston, Massachusetts (FIN: 12789). UBS Capital also indirectly beneficially owns 2.4% through its investment in Crest Funding Partners, L.P. ("Crest"). Crest owns approximately 11% of the voting stock of One-on-One Sports, Inc. The stock held by UBS Capital, LLC in One-on-One Sports, Inc. is voted by Charles J. Delaney.

¹ Concurrently with the instant application Millennium Shore License Holdco, LLC is filing applications on FCC Form 314 seeking Commission consent to assign WOBB(AM), Lakewood Township, New Jersey (FIN: 49295) and WOBB-FM, Toms River, New Jersey (FIN: 59508) from North Shore Broadcasting Corp. and Seashore Broadcasting Corp., respectively, to Millennium Shore.

Millennium Atlantic City II License Holdco, LLC ("Millennium Atlantic City II"), another subsidiary of Millennium Radio, also just recently filed an application on FCC Form 314 seeking Commission consent to the voluntary assignment of licenses for radio broadcast stations WBSS-FM, Millville, New Jersey (FIN: 72981) from Press Communications, LLC ("Press") to Millennium Atlantic City II. In addition, on Friday, June 8, 2001, Millennium Central New Jersey License Holdco, LLC ("Millennium Central New Jersey"), also a subsidiary of Millennium Radio, filed an application on FCC Form 314 seeking Commission consent to the voluntary assignment of licenses for radio broadcast stations WKXW(FM), Trenton, New Jersey (FIN: 53458) and WBUD(AM), Trenton, New Jersey (53443) from Press to Millennium Central New Jersey.

One-on-One Sports, Inc., which expects to consummate the sale of WWZN(AM) as soon as practicable, is naturally in the process of winding down.²

Peter Handy has an attributable ownership interest in Cohan Radio Group, Inc., the licensee of the following broadcast stations:

WITS(AM), Sebring, Florida (FIN: 57629);
WJCM(AM), Sebring, Florida (FIN: 73124);
WWLL(FM), Sebring, Florida (FIN: 57627);
WWOJ(FM), Avon Park, Florida (FIN: 27199); and
WWTK(AM), Lake Placid, Florida (FIN: 27194).

Mr. Handy is also a Director of JMP Media, L.L.C., the licensee of WPBG(FM), Peoria, Illinois (FIN: 42114) and WMBD(AM), Peoria, Illinois (FIN: 42119), and a Director of JMP Broadcasting, L.L.C., the licensee of WSWT(FM), Peoria, Illinois (FIN: 13041) and WWFS(AM), Peoria, Illinois (FIN: 13040).

Mr. Handy is a member of Desert Sky Media, L.L.C. ("Desert Sky"), the licensee of KBYE(FM), Bullhead City, Arizona (FIN: 25692) and KVGGS(FM), Laughlin, Nevada (FIN: 25752).

Mr. Handy is a member of Millcreek Broadcasting, L.L.C. ("Millcreek"), the licensee of KWKD(FM), Randolph, Utah (FIN: 88272), KUUU(FM), Tooele, Utah (FIN: 37876), KUDD(FM), Roy, Utah (FIN: 33438), KFVR-FM, Nephi, Utah (FIN: 72769), KMXU(FM), Manti, Utah (FIN: 59034) and K272BY, Rural Juab County, Utah (FIN: 59029). Millcreek is the approved assignee of KOVO(AM), Provo, Utah (FCC File No. BAL-20001222ABV, FIN: 65665). Millcreek is also the 100% owner of Rocky Mountain Radio Network, Inc., which is the licensee of KOTB(FM), Evanston, Wyoming (FIN: 20029).

² On January 11, 2001, the Commission approved the assignment of license of WWZN(AM) from One-on-One Sports License of Massachusetts, L.L.C. to Vulcan Radio Corporation. See FCC File No. BAL-20001128AAJ.

In addition, Mr. Handy is a Director of Marathon Media, Inc., which is the general partner of Marathon Media, L.P., which in turn is the sole member/manager of Marathon Media Group, L.L.C. (Marathon Media Group, L.L.C., its subsidiaries and affiliates, collectively, "Marathon"). Marathon owns the following radio broadcast stations and associated FM translator stations:

KVIK(FM)	Decorah	Iowa	33080
KQYB(FM) ³	Spring Grove	Minnesota	63804
KSFF(FM) ³	Caledonia	Minnesota	63807
K257CI	Decorah	Iowa	63806
W299AC	LaCrosse	Wisconsin	63805
K280EI	Winona	Minnesota	63808
WATK(AM)	Antigo	Wisconsin	433
WRLO-FM	Antigo	Wisconsin	432
WACD(FM)	Antigo	Wisconsin	49814
WYTE(FM)	Whiting	Wisconsin	60004
KHME(FM) ³	Winona	Minnesota	27534
KNEI(AM)	Waukon	Iowa	15733
KNEI-FM	Waukon	Iowa	15734
KFTZ(FM) ⁴	Idaho Falls	Idaho	18116
KPLV(FM) ⁴	Idaho Falls	Idaho	33447
WOBT(AM)	Rhineland	Wisconsin	49801
WRHN(FM)	Rhineland	Wisconsin	49800
WKNW(AM)	Sault Sainte Marie	Michigan	978
WYSS(FM)	Sault Sainte Marie	Michigan	977
WMIQ(AM)	Iron Mountain	Michigan	64026
WIMK(FM)	Iron Mountain	Michigan	64027
WUPK(FM)	Marquette	Michigan	64025
WNZL(FM)	Norway	Michigan	74549
WIHC(FM)	Newberry	Michigan	8125
WIXN(AM)	Dixon	Illinois	21201
WIXN-FM	Dixon	Illinois	21203
WSEY(FM)	Mount Morris	Illinois	1641
WDMJ(AM)	Marquette	Michigan	24448

³ On May 25, 2001, an application was filed with the Commission to assign KQYB(FM), Spring Grove, Minnesota, KSFF(FM), Caledonia, Minnesota, and KHME(FM), Winona, Minnesota from Marathon Media Group, L.L.C. to Family Radio, Inc. See FCC File Nos. BALH-20010525ACF, ACG, ACH.

⁴ On May 11, 2001, the Commission approved the assignment of licenses of broadcast stations KFTZ(FM) and KPLV(FM), Idaho Falls, Idaho from Marathon Media Group, L.L.C. to Western Broadcasting L.S., L.L.C. See FCC File Nos. BALH-20010214ACQ, ACR. These assignments have not yet been consummated.

Millennium Exhibit 13
FCC Form 314, Section III, Question 5
June 2001
Page 4

WIAN(AM)	Ishpeming	Michigan	24450
WJPD(FM)	Ishpeming	Michigan	24449
WNGE(FM)	Negaunee	Michigan (permittee)	78159
WBDL(FM)	Reedsburg	Wisconsin	59232
WNFM(FM)	Reedsburg	Wisconsin	59234
WRDB(AM)	Reedsburg	Wisconsin	59233
WDLB(AM)	Marshfield	Wisconsin	24443
WLJY(FM)	Marshfield	Wisconsin	24444
WFAW(AM)	Fort Atkinson	Wisconsin	24446
WSJY(FM)	Fort Atkinson	Wisconsin	24442
WKCH(FM)	Whitewater	Wisconsin	59406
WOSQ(FM)	Spencer	Wisconsin	24445
WRKX(FM)	Ottawa	Illinois	70304
WCMY(AM)	Ottawa	Illinois	70305
WJBD(AM)	Salem	Illinois	70298
WJBD-FM	Salem	Illinois	70308
KLPW(AM)	Union	Missouri	70303
KLPW-FM	Union	Missouri	70301
W277AC	Watertown	Wisconsin	24447
W290AL	Baraboo	Wisconsin	86124
KONY-FM	Kanab	Utah	55399
KUNF(AM) ⁵	Washington	Utah	55398
KREC(FM) ⁵	Brian Head	Utah	6784
K252DK	St. George	Utah	6785
KAKT(FM)	Phoenix	Oregon	17573
KCMX(AM)	Phoenix	Oregon	60314
KBOY-FM	Medford	Oregon	33678
KTMT-FM	Medford	Oregon	63013
KCMX-FM	Ashland	Oregon	57434
KTMT(AM)	Ashland	Oregon	57733
K21AG	Grants Pass	Oregon	17571
K241AG	Grants Pass	Oregon	179
K265AI	Yreka	California	60309
K221CP	Grants Pass	Oregon	60310
K227AA	Ashland/Jacksonville	Oregon	60311
K265AC	Klamath Falls	Oregon	60312
K284AE	Ashland	Oregon	17572

⁵ On March 14, 2001, an application was filed to assign KUNF(AM), Washington, Utah, KREC(FM), Brian Head, Utah, and K252DK, St. George, Utah from Marathon Media Group, L.L.C. to Western Broadcasting, L.S., L.L.C. See FCC File Nos. BAL, BALFT-20010314AAA, AAB, and AAC.

Millennium Exhibit 13
FCC Form 314, Section III, Question 5
June 2001
Page 5

K284AF	Grants Pass	Oregon	17570
K236AB	Billings	Montana	1316
KLCE(FM) ⁶	Blackfoot	Idaho	71772
KCVI(FM) ⁶	Blackfoot	Idaho	71785
KECN(AM) ⁶	Blackfoot	Idaho	71780
KICN(AM) ⁶	Idaho Falls	Idaho	71775
KBLI(AM) ⁶	Blackfoot	Idaho	87152
K249CM	Pocatello	Idaho	71781
K266AF	Pocatello	Idaho	71784
WHDG(FM) ⁷	Rhineland	Wisconsin	55211
WMQA-FM ⁷	Minocqua	Wisconsin	55209
WLKD(AM) ⁷	Minocqua	Wisconsin	55210

⁶ On February 14, 2001, an application was filed to transfer control of Western Communications, Inc., the licensee of KLCE(FM), KCVI(FM), KECN(AM), Blackfoot, Idaho, and KICN(AM), Idaho Falls, Idaho, from Marathon Media Group, L.L.C. to WB LLC. See FCC File No. BTCH, BTC-20010213ACS, ACT, ACV and ACW.

⁷ Licensed to Raven Broadcasting Corp., a wholly-owned subsidiary of Marathon Media Group, L.L.C.