

**Amended Description of the Proposed Transfer of Control
and
Parties to the Application**

As shown in the attached chart, CMCG Puerto Rico License LLC (the licensee entity) is a wholly-owned subsidiary of CMCG Puerto Rico LLC, which, in turn, is a wholly-owned subsidiary of Corporate Media Consultants Group II LLC. Power Television International LLC holds 51% of the voting units of Corporate Media Consultants Group II LLC and Max Media IV LLC holds 49% of the voting units of Corporate Media Consultants Group II LLC.

The Form 315 application requests FCC authority to transfer control of the licensee entity from Power Television International LLC to Max Media IV LLC, which would then become the 100% parent of Corporate Media Consultants Group II LLC and, ultimately, of the licensee entity.

After deducting nonattributable ownership interests and applying the multiplier, the individuals who vote through indirect interests in the licensee *before* and *after* the transfer will be:

	Before	After
Through Power Television International LLC:	51%	0%
Charles Glover	26%	0%
Cliff Gaston	12%	0%
Mitchell Lambert	5%	0%
Arthur Allen	2.55%	0%
Thomas E. MacArthur	2.55%	0%
Charles Fox	2.55%	0%
Through Max Media IV LLC, Max Media X LLC, Max Media V LLC & Aardvarks Also LLC:	49%	51%
A. Eugene Loving, Jr.	8.5%	17.34%
John A. Trinder	7.22%	14.74%
Larry Saunders	4.63%	9.44%
Dick Lamb	4.63%	9.44%
Through LMM Holdings, LLC (49% voting interest in Max Media X LLC):	24%	49%
Todd Boehly	24%	49%

What follows is a narrative description of the voting and equity interests of each of these parties. All parties are U.S. citizens. The percentage set forth in response to Section IV, Question 6(a), Line 5 of FCC Form 315 is the percentage of total equity (voting plus non-voting) held by each

party to the application. No holder of debt or non-attributable equity interests will be an attributable party under the FCC's "equity-debt plus" standard.

1. **CMCG Puerto Rico License LLC** does not have any officers. Its sole member is CMCG Puerto Rico LLC, and its Manager is Corporate Media Consultants Group II LLC.

2. The sole member and manager of **CMCG Puerto Rico LLC** is Corporate Media Consultants Group II LLC, and its officers after consummation of this transfer will be:

John A. Trinder, President
900 Laskin Road
Virginia Beach, VA 23451
A. Eugene Loving, Jr., Secretary
900 Laskin Road
Virginia Beach, VA 23451

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

3. After the grant and consummation of the transfer of control proposed herein, the sole member of **Corporate Media Consultants Group II LLC** will be **Max Media IV LLC**; its managers will be:

A. Eugene Loving, Jr.
900 Laskin Road
Virginia Beach, VA 23451

John A. Trinder
900 Laskin Road
Virginia Beach, VA 23451

and the officers will be:

John A. Trinder, President
900 Laskin Road
Virginia Beach, VA 23451

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

David J. Wilhelm, Assistant Secretary
900 Laskin Road
Virginia Beach, VA 23451

4. The sole member and manager of **Max Media IV LLC** is Max Media X LLC, and its officers are:

John A. Trinder, President
900 Laskin Road
Virginia Beach, VA 23451

A. Eugene Loving, Jr., Secretary
900 Laskin Road
Virginia Beach, VA 23451

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

5. The members of **Max Media X LLC** are:

Max Media LLC (51% Voting and 22.5% Equity)
900 Laskin Road
Virginia Beach, VA 23451

LMM Holdings (49% Voting and 55% Equity)
135 E. 57th Street, 6th Floor
New York, NY 1022

Max Management X LLC (0.00% Voting and 22.5% Equity)
900 Laskin Road
Virginia Beach, VA 23451

its managers are:

A. Eugene Loving, Jr.
900 Laskin Road
Virginia Beach, VA 23451

John A. Trinder
900 Laskin Road

Virginia Beach, VA 23451

Kevin Gundersen
135 E. 57th Street, 6th Floor
New York, NY 1022

and its officers are:

A. Eugene Loving, Jr., Chief Executive Officer
900 Laskin Road
Virginia Beach, VA 23451

John A. Trinder, President
900 Laskin Road
Virginia Beach, VA 23451

David J. Wilhelm, Chief Financial Officer.
900 Laskin Road
Virginia Beach, VA 23451

6. The managing member of **LMM Holdings, LLC** (which has 49% Voting and 55% Equity in Max Media X LLC) is GMMX, LLC, which is wholly-owned by GMM Radio Holdings, LLC, the sole member of which is:

Todd Boehly
135 East 57th St.
6th Floor
New York, NY 10022

7. The members of **Max Management X LLC** (which has 0% Voting and 22.5% Equity in Max Media X LLC) are:

A. Eugene Loving, Jr. (14.3%)
900 Laskin Road
Virginia Beach, VA 23451

John A. Trinder (14.3%)
900 Laskin Road
Virginia Beach, VA 23451

David J. Wilhelm (14.3%)
900 Laskin Road
Virginia Beach, VA 23451

Allen B. Rider, III (14.3%)
10001 Patterson Avenue, #100
Richmond, VA 23233

LaMaSa Airwaves LLC (14.3%)
1821 Eden Way
Virginia Beach, VA 23454

Non-attributable investors (28.6%)

its managers are:

A. Eugene Loving, Jr.
900 Laskin Road
Virginia Beach, VA 23451

John A. Trinder
900 Laskin Road
Virginia Beach, VA 23451

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

and its officers are:

John A. Trinder, Chief Operating Officer/President
900 Laskin Road
Virginia Beach, VA 23451

A. Eugene Loving, Jr., Chief Executive Officer/Secretary
900 Laskin Road
Virginia Beach, VA 23451

David J. Wilhelm, Chief Financial Officer/Vice President/Assistant Secretary
900 Laskin Road
Virginia Beach, VA 23451

8. The managers of **Max Media LLC** (which has 51% Voting and 22.5% Equity of Max Media X LLC) are:

Kenneth Diekroeger
1420 Benito Avenue
Burlingame, CA 94010

Jacob Mizrahi
One Embarcadero Center
33rd Floor
San Francisco, CA 94111

Jesse Rogers
One Embarcadero Center
33rd Floor
San Francisco, CA 94111

Terrence D. Daniels
200 Garrett Street, Suite M
Charlottesville, VA 22902

Anthony R. Ignaczak
200 Garrett Street, Suite M
Charlottesville, VA 22902

Matthew B. Engel
200 Garrett Street, Suite M
Charlottesville, VA 22902

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

A. Eugene Loving, Jr.
900 Laskin Road
Virginia Beach, VA 23451

John A. Trinder
900 Laskin Road
Virginia Beach, VA 23451

its officers are:

A. Eugene Loving, Jr., Chief Executive Officer/President/Secretary
900 Laskin Road
Virginia Beach, VA 23451

John A. Trinder, Chief Operating Officer
900 Laskin Road
Virginia Beach, VA 23451

David J. Wilhelm, Chief Financial Officer/Treasurer
900 Laskin Road
Virginia Beach, VA 23451

and its attributable member is:

Aardvarks Also LLC
900 Laskin Road
Virginia Beach, VA 23451
Effectively votes 100% of Max Media LLC after accounting for insulated members
(Equity is 2.8%)

9. **Aardvarks Also LLC** ownership is as follows:

Aardvarks Also LLC is a member-managed LLC. The Operating Agreement of Aardvarks Also, LLC, as amended, includes the FCC's insulation provisions which are applicable to all members unless they file FCC ownership reports.

Officers:

John A. Trinder, President
900 Laskin Road
Virginia Beach, VA 23451

David Wilhelm, Vice President/Assistant Secretary
900 Laskin Road
Virginia Beach, VA 23451

A. Eugene Loving, Jr., Secretary
900 Laskin Road
Virginia Beach, VA 23451

Members:

A. Eugene Loving, Jr. (Effective Voting: 34%, Equity 19.6%)
900 Laskin Road
Virginia Beach, VA 23451

John A. Trinder (Effective Voting: 28.9%, Equity 16.7%)
900 Laskin Road
Virginia Beach, VA 23451

LaMaSa Airwaves LLC (Effective Voting: 37.1%, Equity 21.4%)
1065 Caton Drive
Virginia Beach, VA 23454

Other members are non-attributable.

10. The ownership information for **LaMaSa Airwaves, LLC** is as follows:

Managers (manager-controlled LLC): 100% vote

Dick Lamb – 50% vote
[Effective vote in Aardvarks Also, LLC: 18.5%]

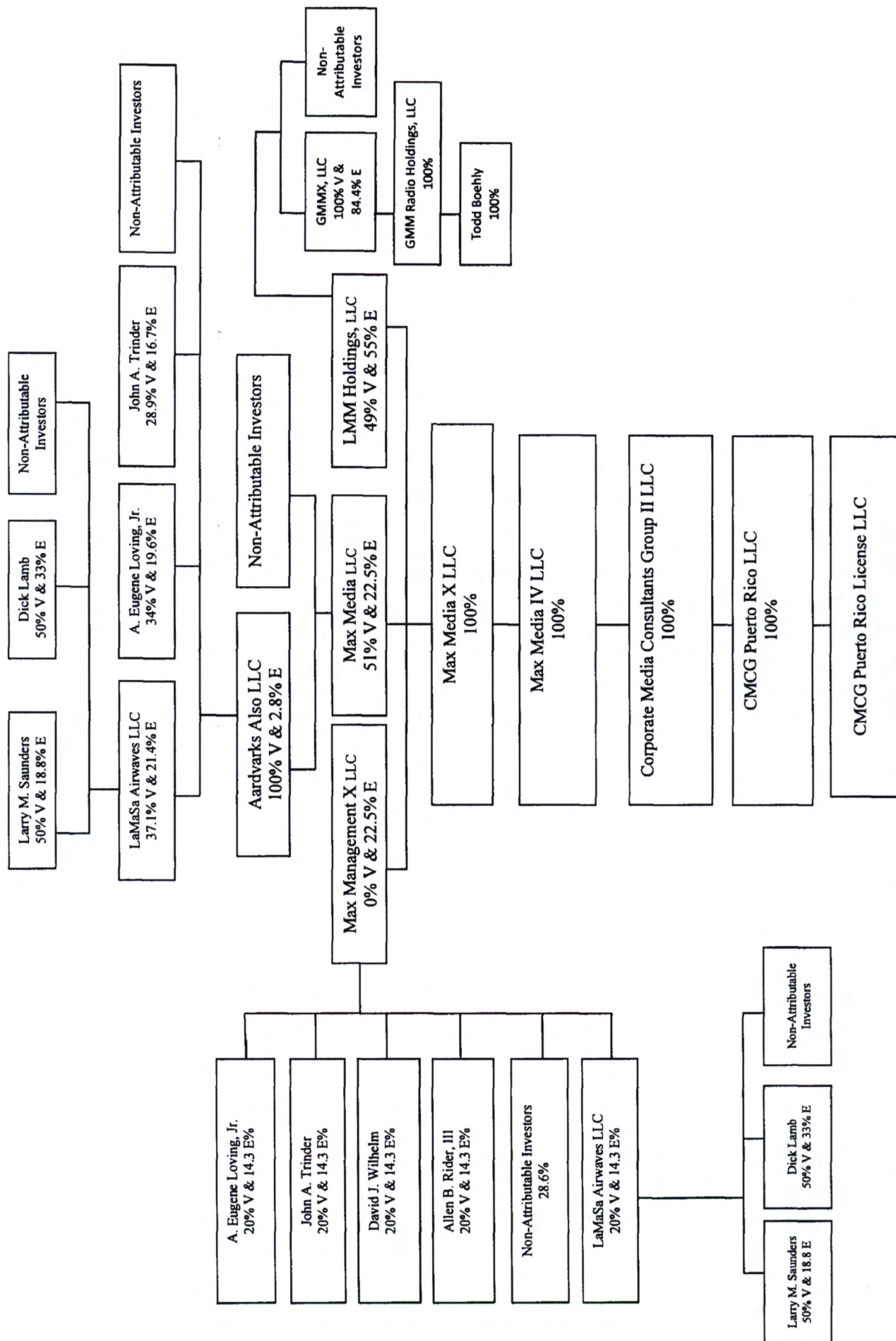
Larry M. Saunders – 50% vote
[Effective vote in Aardvarks Also, LLC: 18.5%]

Members:

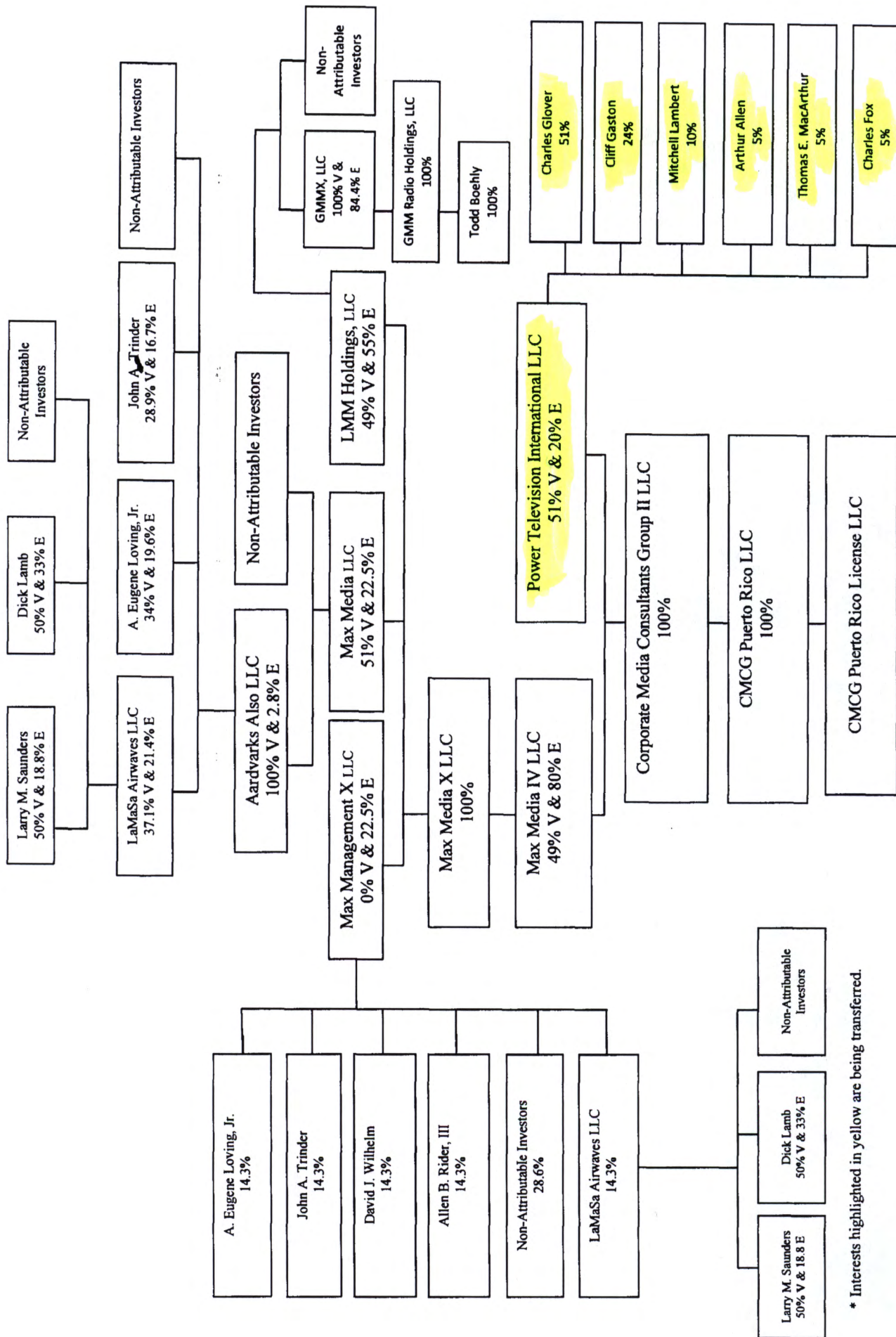
Dick Lamb, President & Treasurer – Membership interest: 33%
[Economic interest in Aardvarks Also, LLC: 7.1%]

Larry M. Saunders, Secretary – Membership interest: 15.2%
[Economic interest in Aardvarks Also, LLC: 3.3%]

Other members are non-attributable.



PRE-TRANSFER - CMCg PUERTO RICO LICENSE LLC OWNERSHIP STRUCTURE



* Interests highlighted in yellow are being transferred.