

Alta Communications VIII, L.P.  
Eagle Creek Broadcasting of Corpus Christi, LCC  
Transfer of Control Application

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Exhibit 16

Other Broadcast Interests

Eagle Creek Broadcasting of Corpus Christi, LCC (“Eagle Creek Corpus Christi”), is the licensee of KZTV(TV) (Facility ID #33079), Corpus Christi, TX. The members of Eagle Creek Corpus Christi are Eagle Creek Broadcasting, LLC (Managing Member 100%) (“Eagle Creek”) and K-Six Television, Inc. (Preferred Member). K-Six Television, Inc. is 100% controlled by Corpus Christi Broadcasting Co., Inc., which in turn is 100% controlled by Eagle Creek. The officers, directors of Eagle Creek, Corpus Christi Broadcasting Co., Inc., and K-Six Television, Inc. will be Brian W. Brady (President, CEO and Director), William R. Quarles (Treasurer), Fred L. Levy (Secretary), Imanta Bergmanis (Assistant Secretary), Catherine B. Gardner (Assistant Secretary), and Timothy Dibble (Director).

Eagle Creek’s members are Alta Communications VIII, L.P. (86.21% Equity Member) (87.2290% EDP), Alta/Eagle Creek Broadcasting Investor Corp. (4.80% Equity Member) (<sup>1</sup>4.8564% EDP), Alta-Comm VIII S by S, LLC (1.43% Equity Member) (1.4423% EDP), Alta VIII Associates, LLC (0.21% Equity Member) (0.1230% EDP), Brian W. Brady (7.36% Equity Member) (4.2857% EDP), Fred L. Levy (0% Equity Member) (1.2698% EDP), Steven J. Pruett (0% Equity Member) (0.7937% EDP), and William R. Quarles (0% Equity Member) (<sup>2</sup>0% EDP). Eagle Creek is also the Managing Member of Eagle Creek Broadcasting of

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<sup>1</sup> Individually and through the debt holdings of its affiliate, Alta Communications VIII-B, L.P.

<sup>2</sup> Mr. Quarles holds a non-voting Class B unit membership interest in Eagle Creek Broadcasting, LLC (“Eagle Creek”). Class B units require no capital contribution and are profit sharing units that presently have no equity value. Class B units will acquire equity value only to the extent that the value of the assets of Eagle Creek appreciate above and beyond the value of contributed capital and associated interest expenses.

Laredo, LLC, the licensee of KVTU(TV) (Facility ID #33078), Laredo, TX and Eagle Creek Radio, LLC, licensee of KSIX(AM) (Facility ID #13964), Corpus Christi, TX.

Alta Communications VIII, L.P.'s General Partner (1%) is Alta Communications VIII Managers, LLC and its limited partners (99%) are insulated. Managing members of Alta Communications VIII Managers, LLC are Brian W. McNeill (50% voting, 25% equity) and Timothy L. Dibble (50% voting, 25% equity). Other members are William P. Egan (7.5%), Robert F. Benbow (0.5%), Estate of David Retik (7.5%), Robert Emmert (6.25%), Phil Thompson (6.25%), B. Lane McDonald (6.25%), Eileen McCarthy (5%), Patrick D. Brubaker (1.25%), William P. Egan 1998 Trust (7.5%) and The Benbow Living Trust (2%). F. Davis Dassori is the sole Trustee of William P. Egan 1998 Trust. Robert F. Benbow and Crystal R. Benbow are Trustees of The Benbow Living Trust.

Alta-Comm VIII S by S, LLC's members are Timothy L. Dibble (1.45%) and Eileen McCarthy (.72%). Other members are insulated (97.83%).

Alta/Eagle Creek Broadcasting Investor Corp. is 100% controlled by Alta Communications VIII-B, L.P.. Its officers and directors are Brian McNeill (President and Director), Timothy Dibble (Secretary and Director), and Eileen McCarthy (Treasurer and Director).

Alta Communications VIII-B, L.P.'s sole General Partner (1%) is Alta Communications VIII Managers, LLC. Its limited partners (99%) are insulated.

Alta VIII Associates, LLC is a limited liability company. Its members are Kendra Harris (0%), Mark Egan (32.258% equity), Nick Patel (19.355% equity), Akbar Rafiq (19.355% equity), Mike Bogdan (16.129% equity), Nemanja Mijic (12.903% equity), Thomas Trowbridge (0%), Kevin Brown (0% equity) and Alta Communications, Inc. (100% controlling).

Alta Communications, Inc.'s officers, directors and stockholders are Brian McNeill (President, Director, 50% stockholder), Timothy Dibble (Vice President, Director, 50% stockholder), Eileen McCarthy (CFO and Secretary) and William P. Egan (Vice President). See Exhibit 14 – Attachment 1 for organizational diagram.

**Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta**

**Communications VIII-B, L.P.** have attributable interests in the following:

**Galaxy Communications, L.P.** (“Galaxy”) is the licensee of the stations listed below. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P., and Alta VIII Associates, LLC. hold attributable stock in GC Radio, Inc., the sole general partner of Galaxy.

<u>Call Sign</u>	<u>ID Number</u>	<u>Location</u>
WZUN(FM)	60253	Phoenix, NY
WTKW(FM)	22234	Bridgeport, NY
WTKV(FM)	24131	Oswego, NY
WSGO(AM)	24130	Oswego, NY
WKLL(FM)	54959	Frankfort, NY
WTLA(AM)	54546	North Syracuse, NY
WKRL-FM	54547	North Syracuse, NY
WTLB(AM)	54548	Utica, NY
WRCK(FM)	54549	Utica, NY
WKRH(FM)	56996	Minetto, NY
W256AC	22235	Solvay, NY
W267AL	85935	Syracuse, NY
WSCP(AM)	1046	Pulaski, NY
WSCP-FM	1047	Sandy Creek-Pulaski, NY
WKRD(FM)	64620	Cornith, NY

**Dot Communications, Inc.** (“Dot”) is the licensee of WABY(AM) (ID #4683), Albany, NY and WRCZ(FM) (ID #73929), Ravena, NY. Galaxy controls Dot.

**Council Tree Communications VI, L.P.** (“Council Tree VI”) is the licensee of station KTYO-TV (ID36916), Las Cruces, New Mexico. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P. and Alta/Council Tree II Corp. hold an attributable interest in Council Tree VI.

**NM Licensing, LLC** is a licensee entity of the stations listed below. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P. and Alta VIII Associates, LLC hold attributable interests in a controlling entity, which through other subsidiaries controls this licensee.

<u>Call Sign</u>	<u>Location</u>	<u>ID Number</u>
KLAK(FM)	Durant, OK	36265
KMKT(FM)	Bells, TX	77588
WKRS (AM)	Waukegan, IL	10450
WXLC(FM)	Waukegan, IL	10451
WBVS(FM)	Coal City, IL	3959
WAIT(AM)	Crystal Lake, IL	53504
WJOL(AM)	Joliet, IL	62235
WJTW(FM)	Joliet, IL	48449
WLLI-FM	Joliet, IL	62240
WZSR(FM)	Woodstock, IL	53505
WIIL(FM)	Kenosha, WI	28473
WLIP(AM)	Kenosha, WI	28478
WEXT(FM)	Sturtevant, WI	53506
WHBC(AM)	Canton, OH	4489
WHBC-FM	Canton, OH	4488
KSRN(FM)	Kings Beach, CA	34582
WJBR-FM	Wilmington, DE	14374
*WYYX(FM)	Bonifay, FL	25412
*WILN(FM)	Panama City, FL	4125
*WPCF(AM)	Panama City Beach, FL	13012
*WVVE(FM)	Panama City Beach, FL	72956
*WYOO(FM)	Springfield, FL	67074
WDZ(AM)	Decatur, IL	53348
WDZQ(FM)	Decatur, IL	47004
WSOY(AM)	Decatur, IL	36945
WSOY-FM	Decatur, IL	36951
WCZQ(FM)	Monticello, IL	46942
KTHX-FM	Incline Village, NV	48685
KRZQ-FM	Sparks, NV	48683
KJZS(FM)	Sparks, NV	13528
WANJ(FM)	Bellhaven, NC	47883
WANG(AM)	Havelock, NC	47108
WANG-FM	Havelock, NC	47106
WKOQ(FM)	Jacksonville, NC	47884
WRNS-FM	Kinston, NC	36950
WRNS(AM)	Kinston, NC	36944
WDLX(AM)	Washington, NC	64610
WERO(FM)	Washington, NC	64909
WFNN(AM)	Erie, PA	26611

WJET(AM)	Erie, PA	33769
WRTS(FM)	Erie, PA	55028
WRKT(FM)	North East, PA	55063
WRNN(FM)	Socastee, SC	53949
KONE(FM)	Lubbock, TX	26519
KLLL-FM	Lubbock, TX	36954
KMMX(FM)	Lamesa, TX	86
WFGO (FM)	Erie, PA	52144
WERV-FM	Aurora, IL	73171
WRPL(FM)	Fairview, PA	76244
WXQR-FM	Jacksonville, NC	28172
WQSL(FM)	Jacksonville, NC	28171
**KVSO(AM)	Ardmore, OK	11182
**KKAJ-FM	Ardmore, OK	11181
**KYNZ(FM)	Lone Grove, OK	58333
**KTRX(FM)	Dickson, OK	88041

\*The Commission has granted consent to the sale of these stations.

\*\*Applications for assignment of the licenses of these stations to NM Licensing, LLC are pending before the Commission.

#### **Desert Sky Media, LLC**

Alta Communications VIII, L.P also holds an attributable interest in Desert Sky Media, LLC, licensee of the following stations:

<u>Call Sign</u>	<u>ID Number</u>	<u>City/State</u>
KBYE(FM)	25692	Dolan Springs, AZ
KVGS-FM	25752	Laughlin, NV

#### **Millennium Radio Group, LLC (“Millennium”)**

Alta Communications VIII, L.P. holds an attributable interest in Millennium, parent company of the following licensees:

##### **Millennium Atlantic City License Holdco, LLC, licensee of:**

<u>Call Sign</u>	<u>ID Number</u>	<u>City/State</u>
WKXW(AM)	10448	Atlantic City, NJ
WFPG-FM	10449	Atlantic City, NJ
WPUR(FM)	54894	Atlantic City, NJ

##### **Millennium Central New Jersey License Holdco, LLC, licensee of:**

<u>Call Sign</u>	<u>ID Number</u>	<u>City/State</u>
WBUD(AM)	53443	Trenton, NJ
WKXW-FM	53458	Trenton, NJ

##### **Millennium Atlantic City II License Holdco, LLC, licensee of:**

<u>Call Sign</u>	<u>ID Number</u>	<u>City/State</u>
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WBSS-FM                      72981                      Millville, NJ

**Millennium Shore License Holdco, LLC** is the licensee of the following:

<u>Call Sign</u>	<u>ID Number</u>	<u>City/State</u>
WADB(AM)	14895	Asbury Park, NJ
WJLK-FM	14907	Asbury Park, NJ
WBBO(FM)	59495	Ocean Acres, NJ
WOBM(AM)	49295	Lakewood Township, NJ (Licensee: North Shore Broadcasting Corp.)
WOBM-FM	59508	Toms River, NJ (Licensee: Seashore Broadcasting Corp.

**Council Tree Communications V, LLC (“Council Tree V”)**  
is the licensee of KXRE(AM) (Facility ID #54258), Manitou Springs, CO  
and KAVA(AM) (Facility ID #54259), Pueblo, CO. Council Tree’s sole  
member is Council Tree Hispanic Broadcasters, LLC. Alta  
Communications VIII, L.P., Alta VIII Associates, LLC, Alta/Council Tree  
Corporation and Alta Comm VIII S by S, LLC are members of Council  
Tree Hispanic Broadcasters, LLC.

**Hispanic Broadcasters of Philadelphia, LLC (“Hispanic”)**  
is the licensee of WWSI-TV (Facility ID #23142), Atlantic City, NJ.  
Council Tree Hispanic Broadcasters, LLC is the sole member of Council  
Tree Communications III, LLC, which in turn is the sole member of  
Hispanic. Alta Communications VIII, L.P., Alta VIII Associates, LLC,  
Alta/Council Tree Corporation and Alta Comm VIII S by S, LLC are  
members of Council Tree Hispanic Broadcasters, LLC.

**Eagle Creek Broadcasting of Corpus Christi, LCC (“Eagle Creek  
Corpus Christi”)** is the licensee of KZTV(TV) (Facility ID #33079),  
Corpus Christi, TX. Alta Communications VIII, L.P., Alta-Comm VIII S  
by S, LLC, Alta Communications VIII-B, L.P., and Alta VIII Associates,  
LLC (the “Alta Entities”) hold a proposed attributable interest in Eagle  
Creek Broadcasting, LLC., Managing Member of Eagle Creek Corpus  
Christi.

Pending before the Commission is an application for the transfer of  
control to the Alta Entities.

**Eagle Creek Broadcasting of Laredo, LLC** (“Eagle Creek Laredo”) is the licensee of KVTV(TV) (Facility ID #33078), Laredo, TX. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P., and Alta VIII Associates, LLC (the “Alta Entities”) hold a proposed attributable interest in Eagle Creek Broadcasting, LLC., Managing Member of Eagle Creek Laredo.

Pending before the Commission is an application for the transfer of control to the Alta Entities.

**AAA Entertainment, LLC ("AAA")** is the licensee of the stations listed below. Alta Communications VIII, LP, Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, LP and Alta VIII Associates, LLC hold an attributable interest through EDP in the stations indicated.

<u>Call Sign</u>	<u>Location</u>	<u>ID Number</u>
WWKX(FM)	Woonsocket, RI	65198
WAKX(FM)	Narragansett Pier, RI	22874
**WKCD(FM)	Pawcatuck, CT	58731
WMOS(FM)	Montauk, NY	7996
WEHM(FM)	East Hampton, NY	18281
WJPL(FM)	Farmington, IL	76410
WBZM(FM)	Fairbury, IL	86178
WQQB(FM)	Rantoul, IL	73229
WWCT(FM)	Peoria, IL	9894
*WGKC(FM)	Mahomet, IL	10112
WBNB(FM)	Rantoul, IL	57466
*WEBX(FM)	Tuscola, IL	57471
WZPW(FM)	Peoria, IL	3464
WBAE(FM)	Southhold, NY	52060
WBSQ(FM)	Bridgehampton, NY	52061
WDQZ(FM)	Lexington, IL	88354
WRPW(FM)	Colfax, IL	15486
WIHN(FM)	Normal, IL	4617
WDQX(FM)	Morton, IL	43877
WCNL(FM)	Chillicothe, IL	33882

\*EDP Attributable

An application has been filed to acquire station WCSO(FM), (Facility ID #52059), Southhampton, NY by AAA Entertainment, LLC.

\*\* This station is being sold.

**Alta Communications VII, L.P.** has attributable interests in the following:

**Commonwealth License Subsidiary, LLC (“Commonwealth”)**

Alta Communications VII Managers, LLC is the sole General Partner of Alta Communications VII, L.P., which in turn is an 66% stockholder of Alta/Commonwealth, Inc., sole member of Commonwealth II, LLC, which in turn is sole member of Commonwealth Communications, LLC. Commonwealth Communication, LLC is the sole member of Commonwealth, licensee of the following stations:

<u>Call Sign</u>	<u>ID Number</u>	<u>City/State</u>
KROP(AM)	63470	Brawley, CA
KSIQ(FM)	63471	Brawley, CA
KLMR(AM)	174	Lamar, CO
KSNZ(FM)	175	Lamar, CO
KRLT(FM)	55494	South Lake Tahoe, CA
KOWL(AM)	55493	South Lake Tahoe, CA
KTHN(FM)	7046	La Junta, CO
KBLJ(AM)	7046	La Junta, CO
KTAN(AM)	23446	Sierra Vista, AZ
KZMK(FM)	23445	Sierra Vista, AZ
KWCD(FM)	22972	Bisbee, AZ
KMON(AM)	62330	Great Falls, MT
KMON-FM	62331	Great Falls, MT
KLFM(FM)	56665	Great Falls, MT
KCAP(AM)	50355	Helena, MT
KZMT(FM)	50357	Helena, MT
KHKR-FM	49724	East Helena, MT
KTHC(FM)	10513	Sidney, MT
KEYZ(AM)	10511	Williston, ND
KYYZ(FM)	10510	Williston, ND
KVVR(FM)	84237	Dutton, MT.
KONA(AM)	67668	Kennewick, WA
KONA-FM	67669)	Kennewick, WA

Commonwealth provides programming to Station KZHR(FM) (Facility ID #35125), Dayton, WA pursuant to an LMA.

**Millcreek Broadcasting, LLC ("Millcreek")** Alta Communications VII, L.P. holds a greater than 33% interest in the total equity plus debt of Millcreek, which is licensee of the following stations:

<u>Call Sign</u>	<u>ID Number</u>	<u>City/State</u>
*KWKD(FM)	88272	Randolph, UT
*KUDD(FM)	33438	Roy, UT
*KUUU(FM)	37876	Tooele, UT
KFVR(FM)	72769	Nephi, UT
*KOVO(AM)	65665	Provo, UT
KMXU-FM	59034	Manti, UT



Millcreek time brokers station \*KTCE(FM) (Facility ID #43339), Payson, UT.

Pending before the Commission is an application for the acquisition of station \*KCUA(FM) (ID #13483), Coalville, UT.

\*These stations are EDP attributable

**Rocky Mountain Radio Network, Inc. ("Rocky Mountain")**

Millcreek Broadcasting, LLC controls Rocky Mountain, licensee of the following station:

<u>Call Sign</u>	<u>ID Number</u>	<u>City/State</u>
KOTB-FM	20029	Evanston, WY

**Desert Sky Media, LLC**

Alta Communications VII, L.P. also holds an attributable interest in Desert Sky Media, LLC, licensee of the following stations listed above.

**High Peak Broadcasting, LLC**

Alta Communications VII, L.P. holds an EDP attributable interest in High Peak Broadcasting, LLC, licensee of the following stations:

<u>Call Sign</u>	<u>ID Number</u>	<u>City/State</u>
*KFVR(FM)	81305	La Junta, CO
**KAVD(FM)	79249	Parker, CO
KXDC(FM)	76780	Estes Park, CO

\*EDP Attributable

\*\*The Commission has granted consent to the acquisition of KAVD(FM) by High Peak Communications, LLC.

**NM Licensing, LLC** is a licensee entity of the stations listed above. Alta Communications VII, L.P. holds an attributable interests in this licensee.

**William P. Egan** has attributable interests in the following:

**Broadcasting Licenses, Limited Partnership ("Broadcasting")**

licensee of station KMVU(TV) (ID #32958), Medford, Oregon and KBKI-TV, (ID #84238), Walla Walla, WA. Mr. Egan is a Founding General Partner of Alta Subordinated Debt Management III, L. P., the General Partner of Alta Subordinated Debt Partners III, L.P., which holds a controlling interest in Northwest Broadcasting, Inc., the General Partner of Broadcasting.

**Mountain Licenses, L.P. ("Mountain")**

licensee of station KAYU-TV (ID #58684), Spokane, Washington  
 Mr. Egan is a Founding General Partner of Alta Subordinated Debt Management III, L. P., the General Partner of Alta Subordinated Debt Partners III, L.P., which holds a controlling interest in Northwest Broadcasting, Inc., the General Partner of Mountain.

Mountain is also the granted assignee of station KFFX-TV (ID #12729), Pendleton, OR.

**Stainless Broadcasting, L.P. ("Stainless")**

licensee of station WICZ-TV (ID #62210), Binghamton, NY. Mr. Egan is a Founding General Partner of Alta Subordinated Debt Management III, L. P., the General Partner of Alta Subordinated Debt Partners III, L.P., which holds a controlling interest in Northwest Broadcasting, Inc. ("NBI"). NBI is the general partner of Northwest Broadcasting, L.P., which holds a 99% membership interest in Stainless Broadcasting, L.L.C., the 99% limited partner of Stainless.

**Crossover Communications, Ltd. ("Crossover")**, licensee of station WNKY(TV) (ID #61217), Bowling Green, KY. Mr. Egan is a Founding General Partner of Alta Subordinated Debt Management III, L.P., the General Partner of Alta Subordinated Debt Partners III, L.P., which holds a controlling interest in Northwest Broadcasting, Inc. ("NBI"). NBI is the sole general partner of Crossover.

**New Wave Broadcasting, L.P. ("New Wave L.P.")**

licensee of stations listed below. Mr. Egan is a Founding General Partner of Alta Subordinated Debt Management III, L. P., the General Partner of Alta Subordinated Debt Partners III, L.P., which holds a 17.14% voting interest in Ferrari Broadcasting, Inc. Mr. Egan is also a General Partner of Alta Communications VI Management Partners, L. P., General Partner of Alta Communications VI, L. P., which holds a 28.51% voting interest in Ferrari Broadcasting, Inc. Mr. Egan is also a member of Alta-Comm S by S, LLC, which holds a 00.65% voting interest in Ferrari Broadcasting, Inc.

<u>Call Sign</u>	<u>ID Number</u>	<u>City/State</u>
KHUI(FM)	641	Honolulu, HI
KQMQ(AM)	16742	Honolulu, HI
KQMQ-FM	16745	Honolulu, HI
KPOI-FM	34620	Honolulu, HI
KDDB(FM)	38244	Waipahu, HI

**Commonwealth License Subsidiary, LLC ("Commonwealth")**

Mr. Egan is a Member of Alta Communications VII Managers, LLC, sole general partner of Alta Communications VII, L.P., which in turn have an attributable interest in Alta/Commonwealth, Inc., sole member of Commonwealth II, LLC, which in turn is sole member of Commonwealth Communications, LLC. Commonwealth Communication, LLC is the sole member of Commonwealth, licensee of the stations listed above.

**Desert Sky Media, LLC**

Mr. Egan is a Member of Alta Communications VII Managers, LLC, sole general partner of Alta Communications VII, L.P. and a Member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P., which hold an attributable interest in Desert Sky Media, LLC, licensee of the stations listed above.

**Millcreek Broadcasting, LLC ("Millcreek")**

Mr. Egan is a Member of Alta Communications VII Managers, LLC, sole general partner of Alta Communications VII, L.P. Alta Communications VII, L.P. which hold a greater than 33% interest in the total equity plus debt of Millcreek, which is licensee of the stations listed above.

**Rocky Mountain Radio Network, Inc. ("Rocky Mountain")**

Millcreek Broadcasting, LLC controls Rocky Mountain, licensee of the station listed above.

**High Peak Broadcasting, LLC**

Mr. Egan is a Member of Alta Communications VII Managers, LLC, sole general partner of Alta Communications VII, L.P. Alta Communications VII, L.P. holds an EDP attributable interest in High Peak Broadcasting, LLC, licensee of stations listed above.

**ACME Communications, Inc.**

Mr. Egan is a General Partner of Alta Communications VI, L.P., which is a stockholder of ACME Communications, Inc. Mr. Egan is also a member of Alta-Comm S by S, LLC, which is a stockholder in ACME Communications, Inc. Mr. Egan is also a Founding General Partner of the General Partner of Alta Subordinated Debt Partners III, L.P., which is a stockholder of ACME Communications, Inc., which in turn controls the following licensee entities:

**ACME Television Licenses of Missouri, LLC**, licensee of KPLR-TV (ID #35417), St. Louis, MO

**ACME Television Licenses of Utah, LLC**, licensee of KUWB(TV) (ID #1136), Ogden, UT

**ACME Television Licenses of Oregon, LLC**, KWBP(TV) (ID #10192), Salem, OR

**ACME Television Licenses of New Mexico, LLC**, licensee of KWBQ(TV) (ID #76268), Santa Fe, NM and KASY-TV (ID #55049), Albuquerque, NM

**ACME Television Licenses of Ohio, LLC**, licensee of WBDT(TV) (ID #70138), Springfield, OH

**ACME Television Licenses of Illinois, LLC**, licensee of WBUI(TV) (ID #16363), Decatur, IL

**ACME Television Licenses of Tennessee, LLC**, licensee of WBXX-TV (ID #72971), Crossville, TN

**ACME Television Licenses of Wisconsin, LLC**, licensee of WIWB(TV) (ID #73042), Suring, WI

**ACME Television Licenses of Florida, LLC**, licensee of WTVK-TV (ID #61504), Naples, FL

The Commission has granted an application for the assignment of license of Station WBUW-TV (Facility ID # 26025) Janesville, WI by ACME Television Licenses of Madison, LLC.

**Galaxy Communications, L.P.** (“Galaxy”) is the licensee of the stations listed above. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC and Alta Communications VIII-B, L.P. hold attributable stock in GC Radio, Inc., the sole general partner of Galaxy. Mr. Egan is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P..

**Council Tree Communications VI, L.P.** is the licensee of station KTYO-TV (ID36916), Las Cruces, New Mexico. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P. and Alta/Council Tree II Corp. hold an attributable interest in Council Tree VI. Mr. Egan is a Member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P..

**Council Tree Communications V, LLC (“Council Tree V”)** is the licensee of KXRE(AM) (Facility ID #54258), Manitou Springs, CO and KAVA(AM) (Facility ID #54259), Pueblo, CO. Council Tree’s sole member is Council Tree Hispanic Broadcasters, LLC. Alta Communications VIII, L.P., Alta VIII Associates, LLC, Alta/Council Tree Corporation and Alta Comm VIII S by S, LLC are members of Council Tree Hispanic Broadcasters, LLC. Mr. Egan is a Member of Alta

Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P..

**Hispanic Broadcasters of Philadelphia, LLC (“Hispanic”)**

is the licensee of WWSI-TV (Facility ID #23142), Atlantic City, NJ. Council Tree Hispanic Broadcasters, LLC is the sole member of Council Tree Communications III, LLC, which in turn is the sole member of Hispanic. Alta Communications VIII, L.P., Alta VIII Associates, LLC, Alta/Council Tree Corporation and Alta Comm VIII S by S, LLC are members of Council Tree Hispanic Broadcasters, LLC. Mr. Egan is a Member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P..

**NM Licensing, LLC** is a licensee entity of the stations listed above. Mr. Egan is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P.. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P. and Alta VIII Associates, LLC hold attributable interests in a controlling entity, which through other subsidiaries controls these licensees.

**Millennium Radio Group, LLC (“Millennium”)**

Mr. Egan is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P.. Alta Communications VIII, L.P. holds an attributable interest in Millennium. Millennium has an interest in the stations listed above.

**AAA Entertainment, LLC ("AAA")** is the licensee of the stations listed below. Alta Communications VIII, LP, Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, LP and Alta VIII Associates, LLC hold an attributable interest through EDP in AAA. Mr. Egan is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, LP. Mr. Egan is also a Director.

<u>Call Sign</u>	<u>Location</u>	<u>ID Number</u>
WWKX(FM)	Woonsocket, RI	65198
WAKX(FM)	Narragansett Pier, RI	22874
WKCD(FM)	Pawcatuck, CT	58731
WMOS(FM)	Montauk, NY	7996
WEHM(FM)	East Hampton, NY	18281
WJPL(FM)	Farmington, IL	76410
WBZM(FM)	Fairbury, IL	86178
WQQB(FM)	Rantoul, IL	73229
WWCT(FM)	Peoria, IL	9894
WGKC(FM)	Mahomet, IL	10112
WBNB(FM)	Rantoul, IL	57466

WEBX(FM)	Tuscola, IL	57471
WZPW(FM)	Peoria, IL	3464
WBAE(FM)	Southhold, NY	52060
WBSQ(FM)	Bridgehampton, NY	52061
WDQZ(FM)	Lexington, IL	88354
WRPW(FM)	Colfax, IL	15486
WIHN(FM)	Normal, IL	4617
WDQX(FM)	Morton, IL	43877
WCNL(FM)	Chillicothe, IL	33882

An application has been filed to acquire station WCSO(FM), (Facility ID #52059), Southhampton, NY by AAA Entertainment, LLC.

Creek Corpus

**Eagle Creek Broadcasting of Corpus Christi, LCC** (“Eagle Christi”) is the licensee of KZTV(TV) (Facility ID #33079), Corpus Christi, TX. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P., and Alta VIII Associates, LLC (the “Alta Entities”) hold an attributable interest in Eagle Creek Broadcasting, LLC., Managing Member of Eagle Creek Corpus Christi. Mr. Egan is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P.

Pending before the Commission is an application for the transfer of control to the Alta Entities.

**Eagle Creek Broadcasting of Laredo, LLC** (“Eagle Creek Laredo”) is the licensee of KVTv(TV) (Facility ID #33078), Laredo, TX. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P., and Alta VIII Associates, LLC (the “Alta Entities”) hold a proposed attributable interest in Eagle Creek Broadcasting, LLC., Managing Member of Eagle Creek Laredo. Mr. Egan is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P.

Pending before the Commission is an application for the transfer of control to the Alta Entities.

**Mr. Egan** is a General Partner of the General Partner of the following entities, which has attributable broadcast and/or cable interests as discussed in this exhibit.

Alta Subordinated Debt Partners III, L.P.  
Alta Communications VI, L.P.  
Alta Communications VII, L.P.

Alta Communications VIII, L.P.

**Mr. Egan** is also a member of the following Limited Liability Companies, which have attributable broadcast interests as discussed in this exhibit:

Alta-Comm S by S, LLC  
Egan Family Investment Company, LLC  
Alta-Comm VIII S by S, LLC

**Mr. Egan** is a trustee of the following Trusts, which have attributable broadcast interests as discussed in this exhibit:

Craig L. Burr 1986 Childrens Trust  
Deleage Childrens Trust F/B/O Emmanuel Deleage  
Deleage Childrens Trust F/B/O Philippe Deleage  
Deleage Childrens Trust F/B/O Andre Deleage  
Deleage Childrens Trust F/B/O Michel Deleage

**Robert Emmert** has attributable interests in the following:

**Galaxy Communications, L.P.** (“Galaxy”) is the licensee of the stations listed above. Alta Communications VIII, L.P., Alta VIII Associates, LLC, Alta-Comm VIII S by S, LLC and Alta Communications VIII-B, L.P. hold attributable stock in GC Radio, Inc., the sole general partner of Galaxy. Mr. Emmert is a member of Alta Communications Managers, LLC, general partner of Alta Communications VIII, L.P..

**Council Tree Communications VI, L.P.** is the licensee of station KTYO-TV (ID36916), Las Cruces, New Mexico. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P. and Alta/Council Tree II Corp. hold an attributable interest in Council Tree VI. Mr. Emmert is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P..

**NM Licensing, LLC** is a licensee entity of the stations listed above. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P. and Alta VIII Associates, LLC hold attributable interests in a controlling entity, which through other subsidiaries control this licensee. Mr. Emmert is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P. and Alta Communications VIII-B, L.P..

**Commonwealth License Subsidiary, LLC (“Commonwealth”)**

Mr. Emmert is also a member of Alta Communications VII Managers, LLC, sole general partner of Alta Communications VII, L.P. Alta Communications VII Managers, LLC is the sole General Partner of Alta Communications VII, L.P., which in turn is an 66% stockholder of Alta/Communications, Inc., sole member of Commonwealth, II, LLC, which in turn is the sole member of Commonwealth, licensee of the stations outlined above.

**Millcreek Broadcasting, LLC ("Millcreek")**

Mr. Emmert is a member of Alta VII Associates, LLC which has an attributable interest in Millcreek as described above.

**Desert Sky Media, LLC**

Mr. Emmert is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P. Alta Communications VIII, L.P. holds an attributable interest in Desert Sky Media, LLC, licensee of the stations listed above and an officer of Desert Sky Broadcasting Holding, Inc., majority member of Desert Sky Media, LLC. Mr. Emmert is also a member of Alta VII Associates, LLC.

**Millennium Radio Group, LLC (“Millennium”)**

Mr. Emmert is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P.. Alta Communications VIII, L.P. holds an attributable interest in Millennium. Millennium has an interest in the stations listed above.

**High Peak Broadcasting, LLC**

Mr. Emmert is a member of Alta Communications VII Managers, LLC, sole general partner of Alta Communications VII, L.P. Alta Communications VII, L.P. holds an EDP attributable interest in High Peak Broadcasting, LLC, licensee of stations listed above

**Council Tree Communications V, LLC (“Council Tree V”)**

is the licensee of KXRE(AM) (Facility ID #54258), Manitou Springs, CO and KAVA(AM) (Facility ID #54259), Pueblo, CO. Council Tree’s sole member is Council Tree Hispanic Broadcasters, LLC. Alta Communications VIII, L.P., Alta VIII Associates, LLC, Alta/Council Tree Corporation and Alta Comm VIII S by S, LLC are members of Council Tree Hispanic Broadcasters, LLC. Mr. Emmert is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P..

**Hispanic Broadcasters of Philadelphia, LLC (“Hispanic”)** is the licensee of WWSI-TV (Facility ID #23142), Atlantic City, NJ. Council Tree Hispanic Broadcasters, LLC is the sole member of Council Tree



Communications III, LLC, which in turn is the sole member of Hispanic. Alta Communications VIII, L.P., Alta VIII Associates, LLC, Alta/Council Tree Corporation and Alta Comm VIII S by S, LLC are members of Council Tree Hispanic Broadcasters, LLC. Mr. Emmert is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P..

**Eagle Creek Broadcasting of Corpus Christi, LCC** (“Eagle Creek Corpus Christi”) is the licensee of KZTV(TV) (Facility ID #33079), Corpus Christi, TX. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P., and Alta VIII Associates, LLC (the “Alta Entities”) hold an attributable interest in Eagle Creek Broadcasting, LLC., Managing Member of Eagle Creek Corpus Christi. Mr. Emmert is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P..

Pending before the Commission is an application for the transfer of control to the Alta Entities

**Eagle Creek Broadcasting of Laredo, LLC** (“Eagle Creek Laredo”) is the licensee of KVTU(TV) (Facility ID #33078), Laredo, TX. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P., and Alta VIII Associates, LLC (the “Alta Entities”) hold a proposed attributable interest in Eagle Creek Broadcasting, LLC., Managing Member of Eagle Creek Laredo. Mr. Emmert is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P..

Pending before the Commission is an application for the transfer of control to the Alta Entities.

**AAA Entertainment, LLC ("AAA")** is the licensee of the stations listed above. Alta Communications VIII, LP, Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, LP and Alta VIII Associates, LLC hold an attributable interest through EDP in AAA. Mr. Emmert is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, LP.

**Mr. Emmert** is a member of the following limited liability companies:

Alta VII Associates, LLC

**Mr. Emmert** is a general partner or a member of the general partner of the following entities, which have attributable interests as listed in this exhibit.

Alta Communications VIII, L.P.

**Eileen McCarthy** has attributable interests as follows:

**Broadcasting Licenses, Limited Partnership ("Broadcasting")**

licensee of station KMVU(TV) (ID #32958), Medford, Oregon and KBKI-TV, (ID #84238), Walla Walla, WA. Ms. McCarthy is a General Partner of Alta Subordinated Debt Management III, L. P., the General Partner of Alta Subordinated Debt Partners III, L.P., which holds a controlling interest in Northwest Broadcasting, Inc., the General Partner of Broadcasting.

**Mountain Licenses, L.P. ("Mountain")**

licensee of station KAYU-TV (ID #58684), Spokane, Washington Ms. McCarthy is a General Partner of Alta Subordinated Debt Management III, L. P., the General Partner of Alta Subordinated Debt Partners III, L.P., which holds a controlling interest in Northwest Broadcasting, Inc., the General Partner of Mountain.

Mountain is also the granted assignee of station KFFX-TV (ID #12729), Pendleton, OR.

**Stainless Broadcasting, L.P. ("Stainless")**

licensee of station WICZ-TV (ID #62210), Binghamton, NY. Ms. McCarthy is a General Partner of Alta Subordinated Debt Management III, L. P., the General Partner of Alta Subordinated Debt Partners III, L.P., which holds a controlling interest in Northwest Broadcasting, Inc. ("NBI"). NBI is the general partner of Northwest Broadcasting, L.P., which holds a 99% membership interest in Stainless Broadcasting, L.L.C., the 99% limited partner of Stainless.

**Crossover Communications, Ltd. ("Crossover")**, licensee of station WNKY(TV) (ID #61217), Bowling Green, KY. Ms. McCarthy is a General Partner of Alta Subordinated Debt Management III, L.P., the General Partner of Alta Subordinated Debt Partners III, L.P., which holds a controlling interest in Northwest Broadcasting, Inc. ("NBI"). NBI is the sole general partner of Crossover.

**New Wave Broadcasting, L.P. ("New Wave L.P.")**

licensee of stations listed above. Ms. McCarthy is a General Partner of Alta Subordinated Debt Management III, L. P., the General Partner of Alta Subordinated Debt Partners III, L.P., which holds a 17.14% voting interest in Ferrari Broadcasting, Inc., sole general partner of New Wave, L.P. Ms. McCarthy is also a General Partner of Alta Communications VI Management Partners, L. P., General Partner of Alta Communications VI,

L.P., which holds a 00.65% voting interest in Ferrari Broadcasting, Inc. Ms. McCarthy is also a member of Alta-Comm S by S, LLC, which holds a 00.65% voting interest in Ferrari Broadcasting, Inc.

**Commonwealth License Subsidiary, LLC (“Commonwealth”)**

Ms. McCarthy is an officer of Alta/Commonwealth, Inc., sole member of Commonwealth, II, LLC, which in turn is the sole member of Commonwealth, licensee of the stations outlined above. Ms. McCarthy is also a member of Alta Communications VII Managers, LLC, sole general partner of Alta Communications VII, L.P. Alta Communications VII Managers, LLC is the sole General Partner of Alta Communications VII, L.P., which in turn is an 66% stockholder of Alta/Communications, Inc.

**Millcreek Broadcasting, LLC ("Millcreek")**

Ms. McCarthy is a Member of Alta Communications VII Managers, LLC, sole general partner of Alta Communications VII, L.P. Alta Communications VII, L.P. has the interest in Millcreek described above.

**Rocky Mountain Radio Network, Inc. ("Rocky Mountain")**

Millcreek Broadcasting, LLC controls Rocky Mountain, licensee of the station listed above:

**Desert Sky Media, LLC**

Ms. McCarthy is a member of Alta Communications VII Managers, LLC, sole general partner of Alta Communications VII, L.P and a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P.. Alta Communications VII, L.P and Alta Communications VIII, L.P. hold an attributable interest in Desert Sky Media, LLC, licensee of the stations listed above. Ms. McCarthy is also an officer of Desert Sky Broadcasting Holding, Inc., a majority member of Desert Sky Media, LLC.

**ACME Communications, Inc.**

Eileen McCarthy is a Limited Partner of is a member of Alta-Comm S by S, LLC, which is a stockholder in ACME Communications, Inc. Also Ms. McCarthy is a General Partner of the General Partner of Alta Communications VI, L.P., which is a stockholder in ACME Communications, Inc. In addition, Ms. McCarthy is also a General Partner of the General Partner of Alta Subordinated Debt Partners III, L.P. which is a stockholder of ACME Communications, Inc., which controls the licensee entities and stations listed above.

**Galaxy Communications, L.P.** (“Galaxy”) is the licensee of the stations listed above. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P. and Alta VIII Associates, LLC hold attributable stock in GC Radio, Inc., the sole general partner of Galaxy. Ms. McCarthy is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P. and a member of Alta-Comm VIII S by S, LLC. Ms. McCarthy is also a general partner of the general partner of Alta Communications VII, L.P..

**Council Tree Communications VI, L.P.** is the licensee of station KTYO-TV (ID36916), Las Cruces, New Mexico. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P. and Alta/Council Tree II Corp. hold an attributable interest in Council Tree VI. Ms. McCarthy is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P. and a member of Alta-Comm VIII S by S, LLC.

**Council Tree Communications V, LLC (“Council Tree V”)** is the licensee of KXRE(AM) (Facility ID #54258), Manitou Springs, CO and KAVA(AM) (Facility ID #54259), Pueblo, CO. Council Tree’s sole member is Council Tree Hispanic Broadcasters, LLC. Alta Communications VIII, L.P., Alta VIII Associates, LLC, Alta/Council Tree Corporation and Alta Comm VIII S by S, LLC are members of Council Tree Hispanic Broadcasters, LLC. Ms. McCarthy is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P..

**Hispanic Broadcasters of Philadelphia, LLC (“Hispanic”)** is the licensee of WWSI-TV (Facility ID #23142), Atlantic City, NJ. Council Tree Hispanic Broadcasters, LLC is the sole member of Council Tree Communications III, LLC, which in turn is the sole member of Hispanic. Alta Communications VIII, L.P., Alta VIII Associates, LLC, Alta/Council Tree Corporation and Alta Comm VIII S by S, LLC are members of Council Tree Hispanic Broadcasters, LLC. Ms. McCarthy is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P..

**NM Licensing, LLC** is a licensee entity of the stations outlined above. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P. and Alta VIII Associates, LLC hold attributable interests in a controlling entity, which through other subsidiaries controls these licensees. Ms. McCarthy is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P. and Alta Communications VIII-B, L.P.. Ms. McCarthy is also a member of Alta-Comm VIII S by S, LLC.

**Millennium Radio Group, LLC (“Millennium”)**

Ms. McCarthy is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P.. Alta Communications VIII, L.P. holds an attributable interest in Millennium. Millennium has an interest in the stations listed above.

**High Peak Broadcasting, LLC**

Ms. McCarthy is a member of Alta Communications VII Managers, LLC, sole general partner of Alta Communications VII, L.P. Alta Communications VII, L.P. holds an EDP attributable interest in High Peak Broadcasting, LLC, licensee of stations listed above.

**Eagle Creek Broadcasting of Corpus Christi, LCC (“Eagle Creek Corpus Christi”)** is the licensee of KZTV(TV) (Facility ID #33079), Corpus Christi, TX. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P., and Alta VIII Associates, LLC (the “Alta Entities”) hold an attributable interest in Eagle Creek Broadcasting, LLC., Managing Member of Eagle Creek Corpus Christi. Ms. McCarthy is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P. Ms. McCarthy is also a member of Alta-Comm VIII S by S, LLC.

Pending before the Commission is an application for the transfer of control to the Alta Entities

**Eagle Creek Broadcasting of Laredo, LLC (“Eagle Creek Laredo”)** is the licensee of KVTU(TV) (Facility ID #33078), Laredo, TX. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P., and Alta VIII Associates, LLC (the “Alta Entities”) hold a proposed attributable interest in Eagle Creek Broadcasting, LLC., Managing Member of Eagle Creek Laredo. Ms. McCarthy is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P.. Ms. McCarthy is also a member of Alta-Comm VIII S by S, LLC.

Pending before the Commission is an application for the transfer of control to the Alta Entities.

**AAA Entertainment, LLC ("AAA")** is the licensee of the stations listed above. Alta Communications VIII, LP, Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, LP and Alta VIII Associates, LLC hold an attributable interest through EDP in AAA. Ms. McCarthy is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, LP and Alta Communications VIII-B, LP. Ms. McCarthy is also a member of Alta-Comm VIII S by S, LLC.

**Ms. McCarthy** is a General Partner or Member of the General Partner of the following entities, which have attributable broadcast interests as discussed in this exhibit.

Alta Subordinated Debt Partners III, L.P.  
Alta Communications VI, L.P.  
Alta Communications VII, L.P.  
Alta Communications VIII, L.P.

**Ms. McCarthy** is a member of the following Limited Liability Company, which has attributable broadcast interests as discussed in this exhibit:

Alta-Comm S by S, LLC  
Alta-Comm VIII S by S, LLC

**Brian McNeill** has attributable interests in the following:

**Radio One Licenses, LLC ("ROL")**

Mr. McNeill is a Director of Radio One, Inc., sole member of ROL, licensee of the following Stations:

<u>Call Sign</u>	<u>ID Number</u>	<u>City/State</u>
K261AB	70039	New Hall, CA
KKBT(FM)	70038	Los Angeles, CA
WKYS(FM)	73200	Washington, DC
WOL(AM)	54713	Washington, DC
WYCB(AM)	7038	Washington, DC
WVCG(AM)	74165	Coral Gables, FL
WFUN-FM	4948	Bethalto, IL
WBOT(FM)	19633	Brockton, MA
WMMJ(FM)	54712	Bethesda, MD
WWIN(AM)	54709	Baltimore, MD
WWIN-FM	54710	Glen Burnie, MD
WOLB(AM)	54711	Baltimore, MD

WERQ-FM	68827	Baltimore, MD
WFXC-FM	36952	Durham, NC
WNNL-FM	9728	Fuquay-Varina, NC
WFXK-FM	24931	Tarboro, NC
WERE(AM)	41389	Cleveland, OH
WENZ(FM)	2685	Cleveland, OH
WZAK(AM)	74465	Cleveland, OH
WJMO(AM)	74472	Cleveland Heights, OH
WPHI-FM	30572	Jenkintown, PA
WPLY(FM)	25079	Media, PA
KBFB(FM)	9627	Dallas, TX
KSOC-FM	6386	Gainesville, TX
KBXX(FM)	11969	Houston, TX
KMJQ(FM)	11971	Houston, TX
WKJS(FM)	321	Crewe, VA
WGCV(AM)	60474	Petersburg, VA
WRHH(FM)	60477	Petersburg, VA
WJMO-FM	3725	Richmond, VA
WCDX(FM)	60473	Mechanicsville, VA
WQOK-FM	52521	South Boston, VA
WHAT(FM)	52548	Hampton, GA

**Radio One, Inc.** provides programming to station WAMJ(FM) (ID #2452), Mableton, GA pursuant to an LMA.

**Radio One, Inc.** provides programming to station WDBZ(AM) (ID #10139), Cincinnati, OH pursuant to an LMA.

**Radio One, Inc.** provides programming to station WBLO(FM) (ID #76595), Charlestown, IN pursuant to an LMA

**Radio One of Indiana, LLC** is the licensee of the stations listed below. Mr. McNeill is a director of Radio One, Inc., 99% general partner of Radio One of Indiana, L.P., sole member of Radio One of Indiana, LLC. Mr. McNeill is also a director of Radio One of Texas II, LLC, 1% limited partner of Radio One of Indiana, LLC.

<u>Call Sign</u>	<u>ID No.</u>	<u>City/State</u>
WTLC-FM	25071	Greenwood, IN
WHHH(FM)	60207	Indianapolis, IN
WTLC(AM)	51433	Indianapolis, IN
WDNI-L.P.	28199	Indianapolis, IN
WYJZ(FM)	6420	Lebanon, IN

**Blue Chip Merger Subsidiary, Inc. ("BCMSI")**, is a wholly-owned subsidiary of Radio One, Inc.. BCMSI is the parent of Blue Chip

Broadcast Company and the sole member of Blue Chip Broadcasting Licenses II, Ltd.; Blue Chip Broadcast Company is the sole member of Blue Chip Broadcasting, Ltd.; and Blue Chip Broadcasting, Ltd. is the sole member of Blue Chip Broadcasting Licenses, Ltd. Mr. McNeill is a director of BCMSI and of Blue Chip Broadcast Company.

**Blue Chip Broadcasting Licenses, Ltd.** is the licensee of the stations listed below.

<u>Call Sign</u>	<u>ID Number</u>	<u>City/State</u>
WING(AM)	25039	Dayton, OH
WDHT(FM)	60252	Springfield, OH
WCKX(FM)	27645	Columbus, OH
WJYD(FM)	63949	London, OH
WXMG(FM)	73972	Upper Arlington, OH
WGTZ(FM)	25043	Eaton, OH
WKSW(FM)	10113	Urbana, OH

**Blue Chip Broadcasting Licenses II, Ltd.**, licensee of the stations listed below.

<u>Call Sign</u>	<u>ID Number</u>	<u>City/State</u>
WGZB-FM	53202	Corydon, IN
WGZB-FM1	53201	Louisville, KY
WIZF(FM)	5893	Erlanger, KY
WMJM(FM)	10322	Jeffersontown, KY
WDJX(FM)	55498	Louisville, KY
WULV(FM)	37236	Louisville, KY
WLRS(FM)	51074	Shepherdsville, KY
KTBT(FM)	70705	Glencoe, MN

**Radio One of Boston Licenses, LLC ("ROBL")** is the licensee of station WILD(AM) (ID #47413), Boston, MA. Radio One of Boston, Inc. is the sole member of ROBL. Mr. McNeill is a director of Radio One of Boston, Inc. Mr. McNeill is also a director of Radio One, Inc., sole shareholder of Radio One of Boston, Inc.

**Radio One of Augusta, LLC. ("ROA")** is the licensee of the stations listed below. Mr. McNeill is a director of Radio One, Inc., sole member of Radio One of Charlotte, LLC, which is the sole member of ROA.

<u>Call Sign</u>	<u>ID Number</u>	<u>City/State</u>
WTHB(AM)	15843	Augusta, GA
WFXA-FM	15848	Augusta, GA
WAEG(FM)	31941	Evans, GA
WAEJ(FM)	31942	Waynesboro, GA
WAKB(FM)	15849	Wrens, GA



**ROA Licenses, LLC**

Mr. McNeill is a director of Radio One, Inc., sole member of Radio One of Atlanta, LLC, sole member of ROA Licenses, LLC, licensee of WPZE(FM), (ID #3105), Fayetteville, GA and WJZZ-FM (ID #31872), Rosewell, GA.

**Radio One of Detroit, LLC**

Mr. McNeill is a director of Bell Broadcasting Company, sole member of Radio One of Detroit, LLC. Mr. McNeill is also a director of Radio One, Inc., sole shareholder of Bell Broadcasting Company. Radio One of Detroit, LLC is the licensee of the following:

<u>Call Sign</u>	<u>ID Number</u>	<u>City/State</u>
WDTJ-FM	4597	Detroit, MI
WCHB(AM)	4598	Taylor, MI.
WDMK(FM)	54915	Mt. Clemens, MI

**Radio One of North Carolina, LLC ("RONC")** is the licensee of station WCHH(FM) (ID #28898), Harrisburg, NC. Mr. McNeill is a director of Radio One, Inc., sole member of Radio One of Charlotte, LLC, sole member of Charlotte Broadcasting LLC, sole member of Radio One of North Carolina, LLC.

**Broadcasting Licenses, Limited Partnership ("Broadcasting")**

licensee of station KMVU(TV) (ID #32958), Medford, Oregon and KBKI-TV, (ID #84238), Walla Walla, WA. Mr. McNeill is a Founding General Partner of Alta Subordinated Debt Management III, L. P., the General Partner of Alta Subordinated Debt Partners III, L.P., which holds a controlling interest in Northwest Broadcasting, Inc., General Partner of Broadcasting.

**Mountain Licenses, L.P. ("Mountain")**

licensee of station KAYU-TV (ID #58684), Spokane, Washington. Mr. McNeill is a Founding General Partner of Alta Subordinated Debt Management III, L. P., the General Partner of Alta Subordinated Debt Partners III, L.P., which holds a controlling interest in Northwest Broadcasting, Inc., the General Partner of Mountain.

Mountain is also the granted assignee of station KFFX-TV (ID #12729), Pendleton, OR.

**Stainless Broadcasting, L.P. ("Stainless")**

licensee of station WICZ-TV (ID #62210), Binghamton, NY. Mr. McNeill is a Founding General Partner of Alta Subordinated Debt Management III, L. P., the General Partner of Alta Subordinated Debt Partners III, L.P., which holds a controlling interest in Northwest Broadcasting, Inc. ("NBI"). NBI is the general partner of Northwest Broadcasting, L.P., which holds a 99% membership interest in Stainless Broadcasting, L.L.C., the 99% limited partner of Stainless.

**Crossover Communications, Ltd. ("Crossover")**, licensee of station WNKY(TV) (ID #61217), Bowling Green, KY. Mr. McNeill is a Founding General Partner of Alta Subordinated Debt Management III, L.P., the General Partner of Alta Subordinated Debt Partners III, L.P., which holds a controlling interest in Northwest Broadcasting, Inc. ("NBI"). NBI is the sole general partner of Crossover.

**New Wave Broadcasting, L.P. ("New Wave L.P.")**  
licensee of stations listed above. Mr. McNeill is a Founding General Partner of Alta Subordinated Debt Management III, L.P., the General Partner of Alta Subordinated Debt Partners III, L.P., which holds a 17.14% voting interest in Ferrari Broadcasting, Inc., sole general partner of New Wave L.P. Mr. McNeill is also a General Partner of Alta Communications VI Management Partners, L.P., sole General Partner of Alta Communications VI, L.P., which holds a 28.51% ownership interest in Ferrari Broadcasting, Inc. Mr. McNeill is also a member of Alta-Comm S by S, LLC, which holds a 00.65% voting interest in Ferrari Broadcasting, Inc. Mr. McNeill is also a Director of Ferrari Broadcasting, Inc.

**Commonwealth License Subsidiary, LLC ("Commonwealth")**  
Mr. McNeill is a Managing Member of Alta Communications VII Managers, LLC, sole general partner of Alta Communications VII, L.P. Alta Communications VII Managers, LLC is the sole General Partner of Alta Communications VII, L.P., which in turn is an 66% stockholder of Alta/Commonwealth, Inc., member of Commonwealth II, LLC, which in turn is sole member of Commonwealth Communications, LLC. Commonwealth Communication, LLC is the sole member of Commonwealth, licensee of the stations outlined above.

**Millcreek Broadcasting, LLC ("Millcreek")**  
Mr. McNeill is a Managing Member of Alta Communications VII Managers, LLC, sole general partner of Alta Communications VII, L.P. Alta Communications VII, L.P. has the interest in Millcreek described above.

**Rocky Mountain Radio Network, Inc. ("Rocky Mountain")**  
Millcreek Broadcasting, LLC controls Rocky Mountain, licensee of the station listed above.

**Desert Sky Media, LLC**

Mr. McNeill is a Managing Member of Alta Communications VII Managers, LLC, sole general partner of Alta Communications, L.P. Alta Communications, L.P. holds an attributable interest in Desert Sky Media, LLC, licensee of stations listed above.

**ACME Communications, Inc.**

Mr. McNeill is a Managing Member of Alta Communications VII Managers, LLC, sole general partner of Alta Communications VII, L.P. Alta Communications VII, L.P. has an attributable stock interest in the stations listed above.

**Galaxy Communications, L.P.** (“Galaxy”) is the licensee of the stations listed above. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P. and Alta VIII Associates, LLC hold attributable stock in GC Radio, Inc., the sole general partner of Galaxy. Mr. McNeill is a managing member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P. and a managing member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P..

**Council Tree Communications VI, L.P.** is the licensee of station KTYO-TV (ID36916), Las Cruces, New Mexico. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P. and Alta/Council Tree II Corp. hold an attributable interest in Council Tree VI. Mr. McNeill is managing member of Alta Communications VIII Managers.

**NM Licensing, LLC (“NM Licensing”)** is a licensee entity of the stations listed above. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P. and Alta VIII Associates, LLC hold attributable interests in a controlling entity, which through other subsidiaries controls these licensees. Mr. McNeill is managing member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P. and Alta Communications VIII-B, L.P.. Mr. McNeill is an Officer and Director of Alta/PNE Corp., which have an attributable interest in NM Licensing. In addition, Mr. McNeill is a managing general partner of Alta Communications VI Management Partners, L.P. and Alta Communications VII Managers, LLC and a member of Alta-Comm S by S, LLC, which have attributable interests in NM Licensing.

**Millennium Radio Group, LLC (“Millennium”)**

Mr. McNeill is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P.. Alta

Communications VIII, L.P. holds an attributable interest in Millennium. Millennium has an interest in the stations listed above.

**Council Tree Communications V, LLC (“Council Tree V”)**

is the licensee of KXRE(AM) (Facility ID #54258), Manitou Springs, CO and KAVA(AM) (Facility ID #54259), Pueblo, CO. Council Tree’s sole member is Council Tree Hispanic Broadcasters, LLC. Alta Communications VIII, L.P., Alta VIII Associates, LLC, Alta/Council Tree Corporation and Alta Comm VIII S by S, LLC are members of Council Tree Hispanic Broadcasters, LLC. Mr. McNeill is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P..

**Hispanic Broadcasters of Philadelphia, LLC (“Hispanic”)** is the licensee of WWSI-TV (Facility ID #23142), Atlantic City, NJ. Council Tree Hispanic Broadcasters, LLC is the sole member of Council Tree Communications III, LLC, which in turn is the sole member of Hispanic. Alta Communications VIII, L.P., Alta VIII Associates, LLC, Alta/Council Tree Corporation and Alta Comm VIII S by S, LLC are members of Council Tree Hispanic Broadcasters, LLC. Mr. McNeill is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P..

**Cohan Radio Group, Inc. (“Cohan”)**

Mr. McNeill is a 11% stockholder and Director of Cohan, licensee of the following stations:

<u>Call Sign</u>	<u>ID Number</u>	<u>City/State</u>
WWTk(AM)	27194	Lake Placid, FL
WwoJ(FM)	27199	Avon Park, FL
WWLL(FM)	57627	Sebring, FL
WITS(AM)	57629	Sebring, FL
WJCM(AM)	73124	Sebring, FL

**Eagle Creek Broadcasting of Corpus Christi, LCC** (“Eagle Creek Corpus Christi”) is the licensee of KZTV(TV) (Facility ID #33079), Corpus Christi, TX. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P., and Alta VIII Associates, LLC (the “Alta Entities”) hold an attributable interest in Eagle Creek Broadcasting, LLC., Managing Member of Eagle Creek Corpus Christi. Mr. McNeill is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P..

Pending before the Commission is an application for the transfer of control to the Alta Entities.

**Eagle Creek Broadcasting of Laredo, LLC** (“Eagle Creek Laredo”) is the licensee of KVTU(TV) (Facility ID #33078), Laredo, TX. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P., and Alta VIII Associates, LLC (the “Alta Entities”) hold a proposed attributable interest in Eagle Creek Broadcasting, LLC., Managing Member of Eagle Creek Laredo. Mr. McNeill is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P..

Pending before the Commission is an application for the transfer of control to the Alta Entities.

**AAA Entertainment, LLC ("AAA")** is the licensee of the stations listed below. Alta Communications VIII, LP, Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, LP and Alta VIII Associates, LLC hold an attributable interest through EDP in AAA. Mr. McNeill is managing member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, LP and Alta Communications VIII-B, LP.

**Mr. McNeill** is a Founding General Partner of the General Partner of the following entities, which have attributable broadcast interests as discussed in this exhibit.

Alta Subordinated Debt Partners III, L.P.  
Alta Communications VI, L.P.  
Alta Communications VII, L.P.  
Alta Communications VIII, L.P.

**Mr. McNeill** is a member of the following Limited Liability Company, which has attributable broadcast interests as discussed in this exhibit:

Alta-Comm S by S, LLC  
Alta-Comm VIII S by S, LLC

**Egan Family Investment Company, LLC** has attributable broadcast interests in the following:

**New Wave Broadcasting, L.P. ("New Wave L.P.")**

licensee of stations listed above. Egan Family Investment Company, LLC is a limited partner of Alta Communications VI Management Partners, L.P., general partner of Alta Communications VI, L.P., which holds a 28.51% voting interest in Ferrari Broadcasting, Inc., sole general partner of New Wave L.P.

**ACME Communications, Inc.**

Egan Family Investment Company, LLC is a limited partner of Alta Communications VI Management Partners, L.P., general partner of Alta Communications VI, L.P., which is a stockholder in ACME Communications, Inc., which controls the licensee entities and stations listed above.

**NM Licensing, LLC** is a licensee entity of the stations listed above. Egan Family Investment Company, LLC is a limited partner of Alta Communications VI Management Partners, L.P., sole general partner of Alta Communications VI, L.P., which in turn holds a 79.08% ownership interest in Alta/PNE Corp., which holds an attributable interests in this licensee.

**Egan Family Investment Company, LLC** is a limited partner of the general partner of the following limited partnership:

Alta Communications VI, L.P.

**The Benbow Living Trust** has attributable broadcast interests in the following:

**New Wave Broadcasting, L.P. ("New Wave L.P.")**

licensee of stations listed above. The Benbow Living Trust is a limited partner of Alta Communications VI Management Partners, L.P., general partner of Alta Communications VI, L.P., which holds a 28.51% voting interest in Ferrari Broadcasting, Inc., sole general partner of New Wave L.P.

**Commonwealth License Subsidiary, LLC (“Commonwealth”)**

The Benbow Living Trust is Member of Alta Communications VII Managers, LLC, sole general partner of Alta Communications VII, L.P. Alta Communications VII, L.L.C. is an 66% stockholder of Alta/Commonwealth, Inc., sole member of Commonwealth II, LLC, which in turn is sole member of Commonwealth Communications, LLC. Commonwealth Communication, LLC is the sole member of Commonwealth, licensee of the stations listed above.

**Millcreek Broadcasting, LLC ("Millcreek")**The Benbow Living Trust is a Member of Alta Communications VII Managers, LLC, sole general partner of Alta Communications VII, L.P. Alta Communications VII, L.P. has the interest in Millcreek described above.

**Rocky Mountain Radio Network, Inc. ("Rocky Mountain")**

Millcreek Broadcasting, LLC controls Rocky Mountain, licensee of the station listed above.

**Desert Sky Media, LLC**

The Benbow Living Trust is a Member of Alta Communications VII Managers, LLC, sole general partner of Alta Communications VII, L.P. and Alta Communications VIII Mangers, LLC, sole general partner of Alta Communications VIII, L.P. Alta Communications VII, L. P. and Alta Communications VIII, L.P. hold an attributable interest in Desert Sky Media, LLC, licensee of stations listed above.

**High Peak Broadcasting, LLC**

The Benbow Living Trust is a Member of Alta Communications VII Managers, LLC, sole general partner of Alta Communications VII, L.P. Alta Communications VII, L.P. holds an EDP attributable interest in High Peak Broadcasting, LLC, licensee of stations listed above

**ACME Communications, Inc.**

The Benbow Living Trust is a limited partner of the General Partner of Alta Communications VI, L.P., which is a stockholder in ACME Communications, Inc., which in turn controls the licensee entities.

**Galaxy Communications, L.P.** (“Galaxy”) is the licensee of the stations listed above. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P., and Alta VIII Associates, LLC hold attributable stock in GC Radio, Inc., the sole general partner of Galaxy. The Benbow Living Trust is a member of Alta Communications VIII Managers, LLC, general partner of Alta Communications VIII, L.P..

**Council Tree Communications VI, L.P.** is the licensee of station KTYO-TV (ID36916), Las Cruces, New Mexico. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P.

and Alta/Council Tree II Corp. hold an attributable interest in Council Tree VI. The Benbow Living Trust is a member of Alta Communications VIII Managers, LLC, general partner of Alta Communications VIII, L.P..

**Council Tree Communications V, LLC (“Council Tree V”)**

is the licensee of KXRE(AM) (Facility ID #54258), Manitou Springs, CO and KAVA(AM) (Facility ID #54259), Pueblo, CO. Council Tree’s sole member is Council Tree Hispanic Broadcasters, LLC. Alta Communications VIII, L.P., Alta VIII Associates, LLC, Alta/Council Tree Corporation and Alta Comm VIII S by S, LLC are members of Council Tree Hispanic Broadcasters, LLC. The Benbow Living Trust is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P..

**Hispanic Broadcasters of Philadelphia, LLC (“Hispanic”)** is the licensee of WWSI-TV (Facility ID #23142), Atlantic City, NJ. Council Tree Hispanic Broadcasters, LLC is the sole member of Council Tree Communications III, LLC, which in turn is the sole member of Hispanic. Alta Communications VIII, L.P., Alta VIII Associates, LLC, Alta/Council Tree Corporation and Alta Comm VIII S by S, LLC are members of Council Tree Hispanic Broadcasters, LLC. The Benbow Living Trust is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P..

**NM Licensing, LLC** is a licensee entity of the stations listed above. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P. and Alta VIII Associates, LLC hold attributable interests in a controlling entity, which through other subsidiaries controls these licensees. The Benbow Living Trust is a member of Alta Communications VIII Managers, LLC, general partner of Alta Communications VIII, L.P..

**Millennium Radio Group, LLC (“Millennium”)**



The Benbow Living Trust is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P.. Alta Communications VIII, L.P. holds an attributable interest in Millennium. Millennium has an interest in the stations listed above.

**Eagle Creek Broadcasting of Corpus Christi, LCC** (“Eagle Creek Corpus Christi”) is the licensee of KZTV(TV) (Facility ID #33079), Corpus Christi, TX. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P., and Alta VIII Associates, LLC (the “Alta Entities”) hold an attributable interest in Eagle Creek Broadcasting, LLC., Managing Member of Eagle Creek Corpus Christi. The Benbow Living Trust is a member of Alta Communications VIII Managers, LLC, general partner of Alta Communications VIII, L.P..

Pending before the Commission is an application for the transfer of control to the Alta Entities.

**Eagle Creek Broadcasting of Laredo, LLC** (“Eagle Creek Laredo”) is the licensee of KVTW(TV) (Facility ID #33078), Laredo, TX. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P., and Alta VIII Associates, LLC (the “Alta Entities”) hold a proposed attributable interest in Eagle Creek Broadcasting, LLC., Managing Member of Eagle Creek Laredo. The Benbow Living Trust is a member of Alta Communications VIII Managers, LLC, general partner of Alta Communications VIII, L.P..

Pending before the Commission is an application for the transfer of control to the Alta Entities.

**AAA Entertainment, LLC ("AAA")** is the licensee of the stations listed above. Alta Communications VIII, LP, Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, LP and Alta VIII Associates, LLC hold an attributable interest through EDP in AAA. The Benbow Living Trust is a member of Alta Communications VIII Managers, LLC, general partner of Alta Communications VIII, LP.

**The Benbow Living Trust** is either a member or limited partner of the general partner of the general partner of the following entities:

Alta Communications VI, L.P.  
Alta Communications VII, L.P.  
Alta Communications VIII, L.P.

**Timothy L. Dibble** has attributable interests in the following:

**Broadcasting Licenses, Limited Partnership ("Broadcasting")**

licensee of station KMVU(TV) (ID #32958), Medford, Oregon and KBKI-TV, (ID #84238), Walla Walla, WA. Mr. Dibble is a Managing General Partner of Alta Subordinated Debt Management III, L. P., the General Partner of Alta Subordinated Debt Partners III, L.P., which holds a controlling interest in Northwest Broadcasting, Inc., the General Partner of Broadcasting.

**Mountain Licenses, L.P. ("Mountain")**

licensee of station KAYU-TV (ID #58684), Spokane, Washington. Mr. Dibble is a Managing General Partner of Alta Subordinated Debt Management III, L. P., the General Partner of Alta Subordinated Debt Partners III, L.P., which holds a controlling interest in Northwest Broadcasting, Inc., the General Partner of Mountain.

Mountain is also the granted assignee of station KFFX-TV (ID #12729), Pendleton, OR.

**Stainless Broadcasting, L.P. ("Stainless")**

licensee of station WICZ-TV (ID #62210), Binghamton, NY. Mr. Dibble is a Managing General Partner of Alta Subordinated Debt Management III, L. P., the General Partner of Alta Subordinated Debt Partners III, L.P., which holds a controlling interest in Northwest Broadcasting, Inc., ("NBI"). NBI is the general partner of Northwest Broadcasting, L.P., which holds a 99% membership interest in Stainless Broadcasting, L.L.C., the 99% limited partner of Stainless.

**Crossover Communications, Ltd. ("Crossover")**, licensee of station WNKY(TV) (ID #61217), Bowling Green, KY. Mr. Dibble is a Managing General Partner of Alta Subordinated Debt Management III, L.P., the General Partner of Alta Subordinated Debt Partners III, L.P., which holds a controlling interest in Northwest Broadcasting, Inc. ("NBI"). NBI is the sole general partner of Crossover.

**New Wave Broadcasting, L.P. ("New Wave L.P.")**

licensee of stations listed above. Mr. Dibble is a Managing General Partner of Alta Subordinated Debt Management III, L. P., the General Partner of Alta Subordinated Debt Partners III, L.P., which holds a 17.14% voting interest in Ferrari Broadcasting, Inc., sole general partner of New Wave L.P. Mr. Dibble is also a General Partner of Alta Communications VI Management Partners, L. P., sole General Partner of Alta Communications VI, L. P., which holds a 28.51% voting interest in Ferrari Broadcasting, Inc.

**Commonwealth License Subsidiary, LLC (“Commonwealth”)**

Mr. Dibble is Managing Member of Alta Communications VII Managers, LLC, sole general partner of Alta Communications VII, L.P. Alta Communications VII Managers, LLC is the sole General Partner of Alta Communications VII, L.P., which in turn is an 80% stockholder of Alta/Commonwealth, Inc., sole member of Commonwealth II, LLC, which in turn is sole member of Commonwealth Communications, LLC. Commonwealth Communication, LLC is the sole member of Commonwealth licensee of the stations listed above.

**Millcreek Broadcasting, LLC ("Millcreek")**

Mr. Dibble is a Member of Alta Communications VII Managers, LLC, sole general partner of Alta Communications VII, L.P. Alta Communications VII, L.P. has the interest in Millcreek described above.

**Rocky Mountain Radio Network, Inc. ("Rocky Mountain")**

Millcreek Broadcasting, LLC controls Rocky Mountain, licensee of the station listed above.

**Desert Sky Media, LLC**

Mr. Dibble is a Managing Member of Alta Communications VII Managers, LLC, sole general partner of Alta Communications VII, L.P. and Managing Member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P. Alta Communications VII, L.P and Alta Communications VIII, L.P. hold an attributable interest in Desert Sky Media, LLC, licensee of stations listed above.

**High Peak Broadcasting, LLC**

Mr. Dibble is a Managing Member of Alta Communications VII Managers, LLC, sole general partner of Alta Communications VII,, L.P. Alta Communications VII, L.P. holds an EDP attributable interest in High Peak Broadcasting, LLC, licensee of stations listed above.

**ACME Communications, Inc.**

Mr. Dibble is a Managing General Partner of the general partner of Alta Subordinated Debt Partners III, L.P., which holds a stock interest in Acme Communications, Inc. Mr. Dibble is also the General Partner of the General Partner of Alta Communications VI, L.P., which holds a stock interest in Acme Communications, Inc., which in turn controls the entities and stations listed above.

**Galaxy Communications, L.P.** (“Galaxy”) is the licensee of the stations listed above. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P. and Alta VIII Associates, LLC hold attributable stock in GC Radio, Inc., the sole general partner of Galaxy. Mr. Dibble is a managing member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P. and a managing member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P.. Mr. Dibble is also a member of Alta-Comm VIII S by S, LLC.

**Council Tree Communications VI, L.P.** is the licensee of station KTYO-TV (ID36916), Las Cruces, New Mexico. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P. and Alta/Council Tree II Corp. hold an attributable interest in Council Tree VI. Mr. Dibble is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P. and a member of Alta-Comm VIII S by S, LLC.

**Council Tree Communications V, LLC (“Council Tree V”)** is the licensee of KXRE(AM) (Facility ID #54258), Manitou Springs, CO and KAVA(AM) (Facility ID #54259), Pueblo, CO. Council Tree’s sole member is Council Tree Hispanic Broadcasters, LLC. Alta Communications VIII, L.P., Alta VIII Associates, LLC, Alta/Council Tree Corporation and Alta Comm VIII S by S, LLC are members of Council Tree Hispanic Broadcasters, LLC. Mr. Dibble is a managing member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P.

**Hispanic Broadcasters of Philadelphia, LLC (“Hispanic”)** is the licensee of WWSI-TV (Facility ID #23142), Atlantic City, NJ. Council Tree Hispanic Broadcasters, LLC is the sole member of Council Tree Communications III, LLC, which in turn is the sole member of Hispanic. Alta Communications VIII, L.P., Alta VIII Associates, LLC, Alta/Council Tree Corporation and Alta Comm VIII S by S, LLC are members of Council Tree Hispanic Broadcasters, LLC. Mr. Dibble is a managing member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P.

**NM Licensing, LLC** is a licensee entity of the stations outlined above. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P. and Alta VIII Associates, LLC hold attributable interests in a controlling entity, which through other subsidiaries controls these licensees. Mr. Dibble is managing member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P. and Alta Communications VIII-B, L.P.. Mr. Dibble is also a member of Alta-Comm VIII S by S, LLC.

**Millennium Radio Group, LLC (“Millennium”)**

Mr. Dibble is a managing member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P.. Alta Communications VIII, L.P. holds an attributable interest in Millennium. Millennium has an interest in the stations listed above.

**Eagle Creek Broadcasting of Corpus Christi, LCC (“Eagle Creek Corpus Christi”)** is the licensee of KZTV(TV) (Facility ID #33079), Corpus Christi, TX. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P., and Alta VIII Associates, LLC (the “Alta Entities”) hold an attributable interest in Eagle Creek Broadcasting, LLC., Managing Member of Eagle Creek Corpus Christi. Mr. Dibble is managing member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P. and Alta Communications VIII-B, L.P.. Mr. Dibble is also a member of Alta-Comm VIII S by S, LLC.

Pending before the Commission is an application for the transfer of control to the Alta Entities.

**Eagle Creek Broadcasting of Laredo, LLC (“Eagle Creek Laredo”)** is the licensee of KVTB(TV) (Facility ID #33078), Laredo, TX. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P., and Alta VIII Associates, LLC (the “Alta Entities”) hold a proposed attributable interest in Eagle Creek Broadcasting, LLC., Managing Member of Eagle Creek Laredo. Mr. Dibble is managing member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P. and Alta Communications VIII-B, L.P.. Mr. Dibble is also a member of Alta-Comm VIII S by S, LLC.

Pending before the Commission is an application for the transfer of control to the Alta Entities.

**AAA Entertainment, LLC ("AAA")** is the licensee of the stations listed above. Alta Communications VIII, LP, Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, LP and Alta VIII Associates, LLC hold an attributable interest through EDP in AAA. Mr. Dibble is managing member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, LP and Alta Communications VIII-B, LP. Mr. Dibble is also a member of Alta-Comm VIII S by S, LLC.

**Mr. Dibble** is a General Partner of the General Partner of the following entities, which have attributable broadcast interests as discussed in this exhibit.

Alta Subordinated Debt Partners III, L.P.  
Alta Communications VI, L.P.  
Alta Communications VII, L.P.  
Alta Communications VIII, L.P.

Mr. Dibble is a member of the following limited liability companies which have attributable broadcast interests as discussed in this exhibit:

Alta-Comm VIII S by S, LLC

**Robert F. Benbow** has attributable interests in the following:

**Broadcasting Licenses Limited Partnership ("Broadcasting")**  
licensee of station KMVU(TV) (ID #32958), Medford, Oregon and KBKI-TV, (ID #84238), Walla Walla, WA. Mr. Benbow is a Managing General Partner of Alta Subordinated Debt Management III, L. P., the General Partner of Alta Subordinated Debt Partners III, L.P., which holds a controlling interest in Northwest Broadcasting, Inc., the General Partner of Broadcasting.

**Mountain License, L.P. ("Mountain")**  
licensee of station KAYU-TV (ID #58684), Spokane, Washington  
Mr. Benbow is a Managing General Partner of Alta Subordinated Debt Management III, L. P., the General Partner of Alta Subordinated Debt Partners III, L.P., which holds a controlling interest in Northwest Broadcasting, Inc., the General Partner of Mountain.

Mountain is also the granted assignee of station KFFX-TV (ID #12729), Pendleton, OR.

**Stainless Broadcasting, L.P. ("Stainless")**  
licensee of station WICZ-TV (ID #62210), Binghamton, NY. Mr. Benbow is a Managing General Partner of Alta Subordinated Debt

Management III, L. P., the General Partner of Alta Subordinated Debt Partners III, L.P., which holds a controlling interest in Northwest Broadcasting, Inc. ("NBI"). NBI is the general partner of Northwest Broadcasting, L.P., which holds a 99% membership interest in Stainless Broadcasting, L.L.C., the 99% limited partner of Stainless.

**Crossover Communications, Ltd. ("Crossover")**, licensee of station WNKY(TV) (ID #61217), Bowling Green, KY. Mr. Benbow is a Managing General Partner of Alta Subordinated Debt Management III, L.P., the General Partner of Alta Subordinated Debt Partners III, L.P., which holds a controlling interest in Northwest Broadcasting, Inc. ("NBI"). NBI is the sole general partner of Crossover.

**New Wave Broadcasting, L.P. ("New Wave L.P.")** licensee of stations listed above. Mr. Benbow is a Managing General Partner of Alta Subordinated Debt Management III, L. P., the General Partner of Alta Subordinated Debt Partners III, L.P., which holds a 17.14% voting interest in Ferrari Broadcasting, Inc. Mr. Benbow is also a General Partner of Alta Communications VI Management Partners, L. P., which holds a 28.51% voting interest in Ferrari Broadcasting, Inc.

**Commonwealth License Subsidiary, LLC ("Commonwealth")**  
Mr. Benbow is a Managing Member of Alta Communications VII Managers, LLC, the sole general partner of Alta Communications VII, L.P., which in turn is a 66% stockholder of Alta/Commonwealth, Inc. Alta/Commonwealth, Inc. is the sole member of Commonwealth II, LLC, sole member of Commonwealth Communications, LLC, which in turn is the sole member of Commonwealth Communications, LLC. Commonwealth Communications, LLC is the sole member of Commonwealth, licensee of the stations listed above.

**Millcreek Broadcasting, LLC ("Millcreek")**  
Mr. Benbow is a Managing Member of Alta Communications VII Managers, LLC, sole general partner of Alta Communications VII, L.P. Alta Communications VII, L.P. has the interest in Millcreek described above.

**Rocky Mountain Radio Network, Inc. ("Rocky Mountain")**  
Millcreek Broadcasting, LLC controls Rocky Mountain, licensee of the station listed above.

**Desert Sky Media, LLC**  
Mr. Benbow is a Managing Member of Alta Communications VII Managers, LLC, sole general partner of Alta Communications VII, L.P. Mr. Benbow is also a Member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P. Alta

Communications VII, L.P. and Alta Communications VIII, L.P. hold an attributable interest in Desert Sky Media, LLC, licensee of the stations listed above.

**ACME Communications, Inc.**

Mr. Benbow is a Managing General Partner of the general partner of Alta Subordinated Debt Partners III, L.P., which holds a stock interest in Acme Communications, Inc. Mr. Benbow is also the General Partner of the General Partner of Alta Communications VI, L.P., which holds a stock interest in Acme Communications, Inc., which in turn controls the entities and stations listed above.

**Galaxy Communications, L.P.** (“Galaxy”) is the licensee of the stations listed above. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P. and Alta VIII Associates, LLC hold attributable stock in GC Radio, Inc., the sole general partner of Galaxy. Mr. Benbow is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P. and a managing member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P..

**Council Tree Communications VI, L.P.** is the licensee of station KTYO-TV (ID36916), Las Cruces, New Mexico. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P. and Alta/Council Tree II Corp. hold an attributable interest in Council Tree VI. Mr. Benbow is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P..

**Council Tree Communications V, LLC (“Council Tree V”)** is the licensee of KXRE(AM) (Facility ID #54258), Manitou Springs, CO and KAVA(AM) (Facility ID #54259), Pueblo, CO. Council Tree’s sole member is Council Tree Hispanic Broadcasters, LLC. Alta Communications VIII, L.P., Alta VIII Associates, LLC, Alta/Council Tree Corporation and Alta Comm VIII S by S, LLC are members of Council Tree Hispanic Broadcasters, LLC. Mr. Benbow is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P..

**Hispanic Broadcasters of Philadelphia, LLC (“Hispanic”)** is the licensee of WWSI-TV (Facility ID #23142), Atlantic City, NJ. Council Tree Hispanic Broadcasters, LLC is the sole member of Council Tree Communications III, LLC, which in turn is the sole member of Hispanic. Alta Communications VIII, L.P., Alta VIII Associates, LLC, Alta/Council Tree Corporation and Alta Comm VIII S by S, LLC are members of Council Tree Hispanic Broadcasters, LLC. Mr. Benbow is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P..



**NM Licensing, LLC** is a licensee entity of the stations listed above. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P. and Alta VIII Associates, LLC hold attributable interests in a controlling entity, which through other subsidiaries controlling these licensees. Mr. Benbow is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P. and Alta Communications VIII-B, L.P..

**Millennium Radio Group, LLC (“Millennium”)**

Mr. Benbow is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P.. Alta Communications VIII, L.P. holds an attributable interest in Millennium. Millennium has an interest in the stations listed above.

**Eagle Creek Broadcasting of Corpus Christi, LCC (“Eagle Creek Corpus Christi”)** is the licensee of KZTV(TV) (Facility ID #33079), Corpus Christi, TX. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P., and Alta VIII Associates, LLC (the “Alta Entities”) hold an attributable interest in Eagle Creek Broadcasting, LLC., Managing Member of Eagle Creek Corpus Christi. Mr. Benbow is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P..

Pending before the Commission is an application for the transfer of control to the Alta Entities.

**Eagle Creek Broadcasting of Laredo, LLC (“Eagle Creek Laredo”)** is the licensee of KVTN(TV) (Facility ID #33078), Laredo, TX. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P., and Alta VIII Associates, LLC (the “Alta Entities”) hold a proposed attributable interest in Eagle Creek Broadcasting, LLC., Managing Member of Eagle Creek Laredo. Mr. Benbow is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P..

Pending before the Commission is an application for the transfer of control to the Alta Entities.

**AAA Entertainment, LLC (“AAA”)** is the licensee of the stations listed above. Alta Communications VIII, LP, Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, LP and Alta VIII Associates, LLC hold an attributable interest through EDP in AAA. Mr. Benbow is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, LP and Alta Communications VIII-B, LP.

**Mr. Benbow** is also the General Partner of the General Partner of the following entities, which have attributable broadcast interests as discussed in this exhibit:

Alta Subordinated Debt Partners III, L.P.  
Alta Communications VI, L.P.  
Alta Communications VII, L.P.  
Alta Communications VIII, L.P.

**Mr. Benbow** is also a trustee of the following trusts, which have attributable broadcast interests as discussed in this exhibit:

The Benbow Living Trust  
Robert F. Benbow and Crystal R. Benbow as Co-Trustees of the Timothy S. Benbow 1998 Irrevocable Trust U/A/D 7/9/98  
Robert F. Benbow and Crystal R. Benbow as Co-Trustees of the Derek R. Benbow 1998 Irrevocable Trust U/A/D 7/9/98

**Estate of David Retik** has attributable interests as follows:

**New Wave Broadcasting, L.P. ("New Wave L.P.")**  
licensee of stations listed above. The Estate of David Retik is a General Partner of Alta Communications VI Management Partners, L. P., General Partner of Alta Communications VI, L.P., which holds a 00.65% voting interest in Ferrari Broadcasting, Inc.

**Commonwealth License Subsidiary, LLC ("Commonwealth")**  
The Estate of David Retik is a director of Alta/Commonwealth, Inc., sole member of Commonwealth, II, LLC, which in turn is the sole member of Commonwealth, licensee of the stations listed above. The Estate of David Retik is also a member of Alta Communications VII Managers, LLC.

**Millcreek Broadcasting, LLC ("Millcreek")**  
The Estate of David Retik is a Member of Alta Communications VII Managers, LLC, sole general partner of Alta Communications VII, L.P. Alta Communications VII, L.P. has the interest in Millcreek described above.

**Rocky Mountain Radio Network, Inc. ("Rocky Mountain")**  
Millcreek Broadcasting, LLC controls Rocky Mountain, licensee of the station listed above.

**Desert Sky Media, LLC**  
The Estate of David Retik is a Member of Alta Communications VII Managers, LLC, sole general partner of Alta Communications VII, L.P. and a Member of Alta Communications VIII Managers, LLC, sole general

partner of Alta Communications VIII, L.P. Alta Communications VII, L.P. and Alta Communications VIII, L.P. hold an attributable interest in Desert Sky Media, LLC, licensee of the stations listed above.

**High Peak Broadcasting, LLC**

The Estate of David Retik is a Member of Alta Communications VII Managers, LLC, sole general partner of Alta Communications VII,, L.P. Alta Communications VII, L.P. holds an EDP attributable interest in High Peak Broadcasting, LLC, licensee of stations listed above.

**ACME Communications, Inc.**

The Estate of David Retik is the General Partner of the General Partner of Alta Communications VI, L.P., which holds a stock interest in Acme Communications, Inc., which in turn controls the entities and stations listed above.

**Galaxy Communications, L.P.** (“Galaxy”) is the licensee of the stations listed above. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P. and Alta VIII Associates, LLC hold attributable stock in GC Radio, Inc., the sole general partner of Galaxy. The Estate of David Retik is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P.

**Council Tree Communications VI, L.P.** is the licensee of station KTYO-TV (ID36916), Las Cruces, New Mexico. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P. and Alta/Council Tree II Corp. hold an attributable interest in Council Tree VI. The Estate of David Retik is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P..

**Council Tree Communications V, LLC (“Council Tree V”)**

is the licensee of KXRE(AM) (Facility ID #54258), Manitou Springs, CO and KAVA(AM) (Facility ID #54259), Pueblo, CO. Council Tree’s sole member is Council Tree Hispanic Broadcasters, LLC. Alta Communications VIII, L.P., Alta VIII Associates, LLC, Alta/Council Tree Corporation and Alta Comm VIII S by S, LLC are members of Council Tree Hispanic Broadcasters, LLC. The Estate of David Retik is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P..

**Hispanic Broadcasters of Philadelphia, LLC (“Hispanic”)** is the licensee of WWSI-TV (Facility ID #23142), Atlantic City, NJ. Council Tree Hispanic Broadcasters, LLC is the sole member of Council Tree Communications III, LLC, which in turn is the sole member of Hispanic. Alta Communications VIII, L.P., Alta VIII Associates, LLC, Alta/Council

Tree Corporation and Alta Comm VIII S by S, LLC are members of Council Tree Hispanic Broadcasters, LLC. The Estate of David Retik is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P..

**NM Licensing, LLC** is a licensee entity of the stations outlined above. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P. and Alta/Council Tree II Corp. hold attributable interests in a controlling entity, which through other subsidiaries controlling these licensees. The Estate of David Retik is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P. and Alta Communications VIII-B, L.P..

**Millennium Radio Group, LLC (“Millennium”)**

The Estate of David Retik is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P.. Alta Communications VIII, L.P. holds an attributable interest in Millennium. Millennium has an interest in the stations listed above.

**Eagle Creek Broadcasting of Corpus Christi, LCC (“Eagle Creek Corpus Christi”)** is the licensee of KZTV(TV) (Facility ID #33079), Corpus Christi, TX. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P., and Alta VIII Associates, LLC (the “Alta Entities”) hold an attributable interest in Eagle Creek Broadcasting, LLC., Managing Member of Eagle Creek Corpus Christi. The Estate of David Retik is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P..

Pending before the Commission is an application for the transfer of control to the Alta Entities.

**Eagle Creek Broadcasting of Laredo, LLC (“Eagle Creek Laredo”)** is the licensee of KVTv(TV) (Facility ID #33078), Laredo, TX. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P., and Alta VIII Associates, LLC (the “Alta Entities”) hold a proposed attributable interest in Eagle Creek Broadcasting, LLC., Managing Member of Eagle Creek Laredo. The Estate of David Retik is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P..

Pending before the Commission is an application for the transfer of control to the Alta Entities.

**AAA Entertainment, LLC ("AAA")** is the licensee of the stations listed above. Alta Communications VIII, LP, Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, LP and Alta VIII Associates, LLC hold attributable interests in a controlling entity, which through other subsidiaries control these licensees. The Estate of David Retik is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, LP and Alta Communications VIII-B, LP.

**The Estate of David Retik** is a general partner of the general partner of the following entities, which have attributable interests as listed in this exhibit.

Alta Communications VI, L.P.  
Alta Communications VII, L.P.  
Alta Communications VIII, L.P.

**Phil Thompson** has attributable interests in the following:

**Galaxy Communications, L.P.** ("Galaxy") is the licensee of the stations listed above. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P. and Alta VIII Associates, LLC hold attributable stock in GC Radio, Inc., the sole general partner of Galaxy. Mr. Thompson is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P..

**Council Tree Communications VI, L.P.** is the licensee of station KTYO-TV (ID36916), Las Cruces, New Mexico. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P. and Alta/Council Tree II Corp. hold an attributable interest in Council Tree VI. Mr. Thompson is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P..

**Council Tree Communications V, LLC ("Council Tree V")** is the licensee of KXRE(AM) (Facility ID #54258), Manitou Springs, CO and KAVA(AM) (Facility ID #54259), Pueblo, CO. Council Tree's sole member is Council Tree Hispanic Broadcasters, LLC. Alta Communications VIII, L.P., Alta VIII Associates, LLC, Alta/Council Tree Corporation and Alta Comm VIII S by S, LLC are members of Council Tree Hispanic Broadcasters, LLC. Mr. Thompson is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P..

**Hispanic Broadcasters of Philadelphia, LLC ("Hispanic")** is the licensee of WWSI-TV (Facility ID #23142), Atlantic City, NJ. Council

Tree Hispanic Broadcasters, LLC is the sole member of Council Tree Communications III, LLC, which in turn is the sole member of Hispanic. Alta Communications VIII, L.P., Alta VIII Associates, LLC, Alta/Council Tree Corporation and Alta Comm VIII S by S, LLC are members of Council Tree Hispanic Broadcasters, LLC. Mr. Thompson is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P..

**NM Licensing, LLC** is a licensee entity of the stations listed above. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P. and Alta VIII Associates, LLC hold attributable interests in a controlling entity, which through other subsidiaries controlling these licensees. Mr. Thompson is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P. and Alta Communications VIII-B, L.P..

**Millcreek Broadcasting, LLC ("Millcreek")**

Alta VII Associates, LLC holds a .04% interest in the total equity plus debt of Millcreek, which is the licensee of the stations listed above. Mr. Thompson is a Managing Member of Alta VII Associates, LLC.

**Rocky Mountain Radio Network, Inc. ("Rocky Mountain")**

Millcreek Broadcasting, LLC controls Rocky Mountain, licensee of the station listed above.

**Desert Sky Media, LLC**

Mr. Thompson is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P. Alta Communications VIII, L.P. holds an attributable interest in Desert Sky Media, LLC, licensee of the stations listed above.

**Millennium Radio Group, LLC ("Millennium")**

Mr. Thompson is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P.. Alta Communications VIII, L.P. holds an attributable interest in Millennium. Millennium has an interest in the stations listed above.

**Eagle Creek Broadcasting of Corpus Christi, LCC ("Eagle Creek Corpus Christi")** is the licensee of KZTV(TV) (Facility ID #33079), Corpus Christi, TX. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P., and Alta VIII Associates, LLC (the "Alta Entities") hold an attributable interest in Eagle Creek Broadcasting, LLC., Managing Member of Eagle Creek Corpus Christi. Mr. Thompson is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P..

Pending before the Commission is an application for the transfer of control to the Alta Entities.

**Eagle Creek Broadcasting of Laredo, LLC** (“Eagle Creek Laredo”) is the licensee of KVTV(TV) (Facility ID #33078), Laredo, TX. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P., and Alta VIII Associates, LLC (the “Alta Entities”) hold a proposed attributable interest in Eagle Creek Broadcasting, LLC., Managing Member of Eagle Creek Laredo. Mr. Thompson is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P..

Pending before the Commission is an application for the transfer of control to the Alta Entities.

**AAA Entertainment, LLC ("AAA")** is the licensee of the stations listed above. Alta Communications VIII, LP, Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, LP and Alta VIII Associates, LLC hold attributable interests in a controlling entity, which through other subsidiaries control these licensees. Mr. Thompson is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, LP and Alta Communications VIII-B, LP.

**Mr. Thompson** is a member of the general partner of the following entity, which has attributable interests as listed in this exhibit.

Alta Communications VIII, L.P.

**Mr. Thompson** is also Managing Member of the following limited liability company:

Alta VII Associates, LLC

**B. Lane McDonald** has attributable interests in the following:

**Galaxy Communications, L.P.** (“Galaxy”) is the licensee of the stations outlined above. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P., and Alta/Council Tree II Corp. hold attributable stock in GC Radio, Inc., the sole general partner of Galaxy. Mr. McDonald is a member of Alta Communications VIII Managers, LLC, general partner of Alta Communications VIII, L.P..

**Council Tree Communications VI, L.P.** is the licensee of station KTYO-TV (ID36916), Las Cruces, New Mexico. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P. and Alta/Council Tree II Corp. hold an attributable interest in Council

Tree VI. Mr. McDonald is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P..

**Council Tree Communications V, LLC (“Council Tree V”)**

is the licensee of KXRE(AM) (Facility ID #54258), Manitou Springs, CO and KAVA(AM) (Facility ID #54259), Pueblo, CO. Council Tree’s sole member is Council Tree Hispanic Broadcasters, LLC. Alta Communications VIII, L.P., Alta VIII Associates, LLC, Alta/Council Tree Corporation and Alta Comm VIII S by S, LLC are members of Council Tree Hispanic Broadcasters, LLC. Mr. McDonald is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P..

**Hispanic Broadcasters of Philadelphia, LLC (“Hispanic”)** is the licensee of WWSI-TV (Facility ID #23142), Atlantic City, NJ. Council Tree Hispanic Broadcasters, LLC is the sole member of Council Tree Communications III, LLC, which in turn is the sole member of Hispanic. Alta Communications VIII, L.P., Alta VIII Associates, LLC, Alta/Council Tree Corporation and Alta Comm VIII S by S, LLC are members of Council Tree Hispanic Broadcasters, LLC. Mr. McDonald is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P..

**NM Licensing, LLC** is a licensee entity of the stations outlined above. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P. and Alta VIII Associates, LLC hold attributable interests in a controlling entity, which through other subsidiaries control these licensees. Mr. McDonald is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P. and Alta Communications VIII-B, L.P..

**Desert Sky Media, LLC**

Alta Communications VIII, L.P. holds an attributable interest in Desert Sky Media, LLC, licensee of the following stations. Mr. McDonald is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P..

**Millennium Radio Group, LLC (“Millennium”)**

Mr. McDonald is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P.. Alta Communications VIII, L.P. holds an attributable interest in Millennium. Millennium has an interest in the stations listed above.

**Eagle Creek Broadcasting of Corpus Christi, LCC (“Eagle Creek Corpus Christi”)** is the licensee of KZTV(TV) (Facility ID #33079), Corpus Christi, TX. Alta Communications VIII, L.P., Alta-Comm VIII S



by S, LLC, Alta Communications VIII-B, L.P., and Alta VIII Associates, LLC (the “Alta Entities”) hold an attributable interest in Eagle Creek Broadcasting, LLC., Managing Member of Eagle Creek Corpus Christi. Mr. McDonald is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P..

Pending before the Commission is an application for the transfer of control to the Alta Entities.

**Eagle Creek Broadcasting of Laredo, LLC** (“Eagle Creek Laredo”) is the licensee of KVTV(TV) (Facility ID #33078), Laredo, TX. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P., and Alta VIII Associates, LLC (the “Alta Entities”) hold a proposed attributable interest in Eagle Creek Broadcasting, LLC., Managing Member of Eagle Creek Laredo. Mr. McDonald is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P..

Pending before the Commission is an application for the transfer of control to the Alta Entities.

**AAA Entertainment, LLC** ("AAA") is the licensee of the stations listed above. Alta Communications VIII, LP, Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, LP and Alta VIII Associates, LLC hold attributable interests in a controlling entity, which through other subsidiaries control these licensees. Mr. McDonald is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, LP and Alta Communications VIII-B, LP.

**Mr. McDonald** is a general partner or a member of the general partner of the following entities, which have attributable interests as listed in this exhibit.

Alta Communications VIII, L.P.

**Patrick Brubaker** has attributable interests in the following:

**Galaxy Communications, L.P.** (“Galaxy”) is the licensee of the stations outlined above. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC. Alta Communications VIII-B, L.P. and Alta/Council Tree II Corp. hold attributable stock in GC Radio, Inc., the sole general partner of Galaxy. Mr. Brubaker is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P. and a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P..

**Desert Sky Media, LLC**

Alta Communications VIII, L.P holds an attributable interest in Desert Sky Media, LLC, licensee of the following stations. Mr. Brubaker is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P..

**Council Tree Communications VI, L.P.** is the licensee of station KTYO-TV (ID36916), Las Cruces, New Mexico. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P. and Alta/Council Tree II Corp. hold an attributable interest in Council Tree VI.. Mr. Brubaker is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P..

**Council Tree Communications V, LLC (“Council Tree V”)**

is the licensee of KXRE(AM) (Facility ID #54258), Manitou Springs, CO and KAVA(AM) (Facility ID #54259), Pueblo, CO. Council Tree’s sole member is Council Tree Hispanic Broadcasters, LLC. Alta Communications VIII, L.P., Alta VIII Associates, LLC, Alta/Council Tree Corporation and Alta Comm VIII S by S, LLC are members of Council Tree Hispanic Broadcasters, LLC. Mr. Brubaker is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P..

**Hispanic Broadcasters of Philadelphia, LLC (“Hispanic”)** is the licensee of WWSI-TV (Facility ID #23142), Atlantic City, NJ. Council Tree Hispanic Broadcasters, LLC is the sole member of Council Tree Communications III, LLC, which in turn is the sole member of Hispanic. Alta Communications VIII, L.P., Alta VIII Associates, LLC, Alta/Council Tree Corporation and Alta Comm VIII S by S, LLC are members of Council Tree Hispanic Broadcasters, LLC. Mr. Brubaker is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P..

**Millennium Radio Group, LLC (“Millennium”)**

Mr. Brubaker is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P.. Alta Communications VIII, L.P. holds an attributable interest in Millennium. Millennium has an interest in the stations listed above.

**Eagle Creek Broadcasting of Corpus Christi, LCC (“Eagle Creek Corpus Christi”)** is the licensee of KZTV(TV) (Facility ID #33079), Corpus Christi, TX. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P., and Alta VIII Associates, LLC (the “Alta Entities”) hold an attributable interest in Eagle Creek Broadcasting, LLC., Managing Member of Eagle Creek Corpus Christi. Mr. Brubaker is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P..

Pending before the Commission is an application for the transfer of control to the Alta Entities.

**Eagle Creek Broadcasting of Laredo, LLC** ("Eagle Creek Laredo") is the licensee of KVTU(TV) (Facility ID #33078), Laredo, TX. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P., and Alta VIII Associates, LLC (the "Alta Entities") hold a proposed attributable interest in Eagle Creek Broadcasting, LLC., Managing Member of Eagle Creek Laredo. Mr. Brubaker is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P..

Pending before the Commission is an application for the transfer of control to the Alta Entities.

**AAA Entertainment, LLC ("AAA")** is the licensee of the stations listed above. Alta Communications VIII, LP, Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, LP and Alta VIII Associates, LLC hold attributable interests in a controlling entity, which through other subsidiaries control these licensees. Mr. Brubaker is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, LP.

**Mr. Brubaker** is a general partner or a member of the general partner of the following entities, which have attributable interests as listed in this exhibit.

Alta Communications VIII, L.P

**F. Davis Dassori** has attributable broadcast interests in the following:

**Broadcasting Licenses Limited Partnership ("Broadcasting")** licensee of station KMVU(TV) (ID #32958), Medford, Oregon and KBKI-TV, (ID #84238), Walla Walla, WA. Mr. Dassori is a trustee of W. P. Egan's 1986 Children's Trust, which in turn, is a Limited Partner of Alta Subordinated Debt Management III, L. P., the General Partner of Alta Subordinated Debt Partners III, L.P., which holds a controlling interest in Northwest Broadcasting, Inc., the General Partner of Broadcasting.

**Mountain License, L.P. ("Mountain")** licensee of station KAYU-TV (ID #58684), Spokane, Washington Mr. Dassori is a trustee of W. P. Egan's 1986 Children's Trust, which in turn, is a Limited Partner of Alta Subordinated Debt Management III, L. P., the General Partner of Alta Subordinated Debt Partners III, L.P., which

holds a controlling interest in Northwest Broadcasting, Inc., the General Partner of Mountain.

Mountain is also the proposed assignee of station KFFX-TV (ID #12729), Pendleton, OR.

**Stainless Broadcasting, L.P. ("Stainless")**

licensee of station WICZ-TV (ID #62210), Binghamton, NY. Mr. Dassori is a trustee of W. P. Egan's 1986 Children's Trust, which in turn, is a Limited Partner of Alta Subordinated Debt Management III, L. P., the General Partner of Alta Subordinated Debt Partners III, L.P., which holds a controlling interest in Northwest Broadcasting, Inc. ("NBI"). NBI is the general partner of Northwest Broadcasting, L.P., which holds a 99% membership interest in Stainless Broadcasting, L.L.C., the 99% limited partner of Stainless.

**Crossover Communications, Ltd. ("Crossover")**, is the licensee of station WNKY(TV) (ID #61217), Bowling Green, KY. Mr. Dassori is a trustee of W. P. Egan's 1986 Children's Trust, which in turn, is a Limited Partner of Alta Subordinated Debt Management III, L.P., the General Partner of Alta Subordinated Debt Partners III, L.P., which holds a controlling interest in Northwest Broadcasting, Inc. ("NBI"). NBI is the sole general partner of Crossover.

**New Wave Broadcasting, L.P. ("New Wave L.P.")**

licensee of the stations listed above. Mr. Dassori is a trustee of W. P. Egan's 1986 Children Trust, which in turn, is a Limited Partner of Alta Subordinated Debt Management III, L.P., the General Partner of Alta Subordinated Debt III, L.P. which holds a 17.14% voting interest in Ferrari Broadcasting, Inc., sole general partner of New Wave L.P. W. P. Egan's 1986 Childrens Trust is also a member of Alta-Comm S by S, LLC, which holds a 00.65% voting interest in Ferrari Broadcasting, Inc.

**Galaxy Communications, L.P. ("Galaxy")** is the licensee of the stations listed above. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P., and Alta VIII Associates, LLC hold attributable stock in GC Radio, Inc., the sole general partner of Galaxy. W. P. Egan 1998 Trust is a member of Alta Communications VIII Managers, LLC, general partner of Alta Communications VIII, L.P.. Mr. Dassori is a trustee of W.P. Egan's 1986 Childrens Trust.

**Council Tree Communications VI, L.P.** is the licensee of station KTYO-TV (ID36916), Las Cruces, New Mexico. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P. and Alta/Council Tree II Corp. hold an attributable interest in Council Tree VI. W. P. Egan 1998 Trust is a member of Alta Communications

VIII Managers, LLC, general partner of Alta Communications VIII, L.P.. Mr. Dassori is a trustee of W.P. Egan 1998 Trust.

**Council Tree Communications V, LLC (“Council Tree V”)**

is the licensee of KXRE(AM) (Facility ID #54258), Manitou Springs, CO and KAVA(AM) (Facility ID #54259), Pueblo, CO. Council Tree’s sole member is Council Tree Hispanic Broadcasters, LLC. Alta Communications VIII, L.P., Alta VIII Associates, LLC, Alta/Council Tree Corporation and Alta Comm VIII S by S, LLC are members of Council Tree Hispanic Broadcasters, LLC. W. P. Egan 1998 Trust is a member of Alta Communications VIII Managers, LLC, general partner of Alta Communications VIII, L.P.. Mr. Dassori is a trustee of W.P. Egan 1998 Trust.

**Hispanic Broadcasters of Philadelphia, LLC (“Hispanic”)** is the licensee of WWSI-TV (Facility ID #23142), Atlantic City, NJ. Council Tree Hispanic Broadcasters, LLC is the sole member of Council Tree Communications III, LLC, which in turn is the sole member of Hispanic. Alta Communications VIII, L.P., Alta VIII Associates, LLC, Alta/Council Tree Corporation and Alta Comm VIII S by S, LLC are members of Council Tree Hispanic Broadcasters, LLC. W. P. Egan 1998 Trust is a member of Alta Communications VIII Managers, LLC, general partner of Alta Communications VIII, L.P.. Mr. Dassori is a trustee of W.P. Egan 1998 Trust.

**NM Licensing, LLC** is a licensee entity of the stations listed above. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P. and Alta VIII Associates, LLC hold attributable interests in a controlling entity, which through other subsidiaries controls these licensees. W. P. Egan 1998 Trust is a member of Alta Communications VIII Managers, LLC, general partner of Alta Communications VIII, L.P.. Mr. Dassori is a trustee of W.P. Egan 1998 Trust.

**Millennium Radio Group, LLC (“Millennium”)**

Mr. Dassori is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P.. Alta Communications VIII, L.P. holds an attributable interest in Millennium. Millennium has an interest in the stations listed above.

**Eagle Creek Broadcasting of Corpus Christi, LCC (“Eagle Creek Corpus Christi”)** is the licensee of KZTV(TV) (Facility ID #33079), Corpus Christi, TX. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P., and Alta VIII Associates, LLC (the “Alta Entities”) hold an attributable interest in Eagle Creek Broadcasting, LLC., Managing Member of Eagle Creek Corpus Christi

Mr. Dassori is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P..

Pending before the Commission is an application for the transfer of control to the Alta Entities.

**Eagle Creek Broadcasting of Laredo, LLC** ("Eagle Creek Laredo") is the licensee of KVTV(TV) (Facility ID #33078), Laredo, TX. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P., and Alta VIII Associates, LLC (the "Alta Entities") hold a proposed attributable interest in Eagle Creek Broadcasting, LLC., Managing Member of Eagle Creek Laredo. Mr. Dassori is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P..

Pending before the Commission is an application for the transfer of control to the Alta Entities.

**AAA Entertainment, LLC ("AAA")** is the licensee of the stations listed above. Alta Communications VIII, LP, Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, LP and Alta VIII Associates, LLC hold an attributable interest through EDP in AAA. W. P. Egan's 1986 Children's Trust is a member of Alta Communications VIII Managers, LLC, general partner of Alta Communications VIII, LP. Mr. Dassori is a trustee of W.P. Egan's 1986 Childrens Trust.

**Mr. Dassori** is a trustee of the following Trusts, which have attributable broadcast and/or cable interests as discussed in this exhibit:

W. P. Egan's 1986 Childrens Trust  
William P. Egan 1998 Trust

**Alta Communications VI, L.P.** has attributable interests in the following:

**New Wave Broadcasting, L.P. ("New Wave L.P.")**, licensee of stations listed above. Alta Communications VI, L.P. holds a 28.51% voting interest in Ferrari Broadcasting, Inc., the sole General Partner of New Wave L.P.

**ACME Communications, Inc.**  
Alta Communications VI, L.P. is a stockholder of ACME Communications, Inc., which controls the licensee entities listed above.

**NM Licensing, LLC** is a licensee entity of the stations listed above. Alta Communications VI, L.P. holds an attributable interest in this licensee.

**Alta-Comm S by S, LLC** has attributable interests in the following:

**New Wave Broadcasting, L.P. ("New Wave L.P.")**, licensee of stations listed above. Alta-Comm S by S, LLC holds a 00.65% voting interest in Ferrari Broadcasting, Inc., the sole General Partner of New Wave L.P.

**ACME Communications, Inc.**

Alta-Comm S by S, LLC is a stockholder of ACME Communications, Inc., which controls the licensee entities and stations listed above.

**NM Licensing, LLC** is a licensee entity of the stations listed above. Alta-Comm S by S, LLC has an attributable interest in this licensee.

**Alta Subordinated Debt Partners III, L.P. ("Alta Debt III")** has attributable interests in the following:

**Broadcasting Licenses, Limited Partnership ("Broadcasting")**

licensee of station KMVU(TV) (ID #32958), Medford, Oregon and KBKI-TV, (ID #84238), Walla Walla, WA. Alta Subordinated Debt Management III, L. P. is the General Partner of Alta Debt III, which holds a controlling interest in Northwest Broadcasting, Inc., the General Partner of Broadcasting.

**Mountain Licenses, L.P. ("Mountain")**

licensee of station KAYU-TV (ID #58684), Spokane, Washington  
Alta Subordinated Debt Management III, L. P. is the General Partner of Alta Debt III, which holds a controlling interest in Northwest Broadcasting, Inc., the General Partner of Mountain.

Mountain is also the granted assignee of station KFFX-TV (ID #12729), Pendleton, OR.

**Stainless Broadcasting, L.P. ("Stainless")**, licensee of station WICZ-TV (ID #62210), Binghamton, N.Y. Alta Subordinated Debt Management III, L. P. is the General Partner of Alta Debt III, which holds a controlling interest in Northwest Broadcasting, Inc. ("NBI"). NBI is the general partner of Northwest Broadcasting, L.P., which holds a 99% membership interest in Stainless Broadcasting, L.L.C., the 99% limited partner of Stainless.

**Crossover Communications, Ltd. ("Crossover")**, licensee of station WNKY(TV) (ID #61217), Bowling Green, KY. Alta Subordinated Debt Management III, L.P., the General Partner of Alta Subordinated Debt Partners III, L.P., which holds a controlling interest in Northwest Broadcasting, Inc. ("NBI"). NBI is the sole general partner of Crossover.

**New Wave Broadcasting, L.P. ("New Wave L.P.")**, licensee of stations listed above. Alta Subordinated Debt Management III, L.P. is the General Partner of Alta Subordinated Debt Partners III, L.P., which holds a 17.14% voting interest in Ferrari Broadcasting, Inc., the sole General Partner of New Wave L.P.

**ACME Communications, Inc.**

Alta Subordinated Debt Management III, L.P. is a stockholder of ACME Communications, Inc., which controls the licensee entities and stations listed above.

**W. P. Egan's 1986 Childrens Trust** has attributable broadcast interests in the following:

**Broadcasting Licenses Limited Partnership ("Broadcasting")**

licensee of station KMVU(TV) (ID #32958), Medford, Oregon and KBKI-TV, (ID #84238), Walla Walla, WA. W. P. Egan's 1986 Childrens Trust is a Limited Partner of Alta Subordinated Debt Management III, L. P., the General Partner of Alta Subordinated Debt Partners III, L.P., which holds a controlling interest in Northwest Broadcasting, Inc., the General Partner of Broadcasting.

**Mountain License, L.P. ("Mountain")**

licensee of station KAYU-TV (ID #58684), Spokane, Washington W. P. Egan's 1986 Childrens Trust is a Limited Partner of Alta Subordinated Debt Management III, L. P., the General Partner of Alta Subordinated Debt Partners III, L.P., which holds a controlling interest in Northwest Broadcasting, Inc., the General Partner of Mountain.

Mountain is also the proposed assignee of station KFFX-TV (ID #12729), Pendleton, OR.

**Stainless Broadcasting, L.P. ("Stainless")**

licensee of station WICZ-TV, Binghamton, NY. W. P. Egan's 1986 Childrens Trust is a Limited Partner of Alta Subordinated Debt Management III, L. P., the General Partner of Alta Subordinated Debt Partners III, L.P., which holds a controlling interest in Northwest Broadcasting, Inc. ("NBI"). NBI is the general partner of Northwest Broadcasting, L.P., which holds a 99% membership interest in Stainless Broadcasting, L.L.C., the 99% limited partner of Stainless.

**Crossover Communications, Ltd. ("Crossover")**, is the licensee of station WNKY(TV) (ID #61217), Bowling Green, KY. W. P. Egan's 1986 Childrens Trust is a Limited Partner of Alta Subordinated Debt Management III, L.P., the General Partner of Alta Subordinated Debt



Partners III, L.P., which holds a controlling interest in Northwest Broadcasting, Inc. ("NBI"). NBI is the sole general partner of Crossover.

**New Wave Broadcasting, L.P. ("New Wave L.P.")**

licensee of stations listed above. W. P. Egan's 1986 Children Trust is a Limited Partner of Alta Subordinated Debt Management III, L.P., the General Partner of Alta Subordinated Debt III, L.P. which holds a 17.14% voting interest in Ferrari Broadcasting, Inc., sole general partner of New Wave L.P. W. P. Egan's 1986 Childrens Trust is also a member of Alta-Comm S by S, LLC, which holds a 00.65% voting interest in Ferrari Broadcasting, Inc.

**NM Licensing, LLC** is a licensee entity of the stations listed above. Egan Family Investment Company, LLC is a limited partner of Alta Communications VI Management Partners, L.P., sole general partner of Alta Communications VI, L.P., which holds an attributable interest in this licensee. W. P. Egan's 1986 Childrens Trust is a member of Egan Family Investment Company, LLC. W. P. Egan's 1986 Childrens Trust is also a member of Alta-Comm S by S, LLC, which also has an attributable interest in this licensee.

**W. P. Egan's 1986 Childrens Trust** is a member of the following limited liability company, which has attributable broadcast interests as discussed in this exhibit:

Egan Family Investment Company, LLC  
Alta-Comm S by S, LLC

**W. P. Egan's 1986 Children's Trust** is a limited partner of the following limited partnership:

Alta Subordinated Debt Management III, L.P

**Burr Family Investment Company II L.L.C.** has attributable broadcast interests in the following:

**New Wave Broadcasting, L.P. ("New Wave L.P.")**

licensee of stations licensee of stations listed above. Burr Family Investment Company II LLC is a limited partner of Alta Communications VI Management Partners, L.P., general partner of Alta Communications VI, L.P., which holds a 28.51% voting interest in Ferrari Broadcasting, Inc., sole general partner of New Wave L.P.

**ACME Communications, Inc.**

Burr Family Investment Company II LLC is a limited partner of Alta Communications VI Management Partners, L.P., general partner of Alta Communications VI, L.P., which is a stockholder in ACME Communications, Inc., which controls the licensee entities and stations listed above.

**NM Licensing, LLC** is a licensee entity of the stations listed above. Burr Family Investment II, LLC is a limited partner of Alta Communications VI Management Partners, L.P., sole general partner of Alta Communications VI, L.P., which holds an attributable interest in this licensee.

**Burr Family Investments II, LLC.** is a limited partner of the general partner of the following limited partnerships, which have attributable broadcast interests as discussed in this exhibit:

Alta Communications VI, L.P.

**William P. Egan 1998 Trust** has attributable broadcast interests in the following:

**Commonwealth License Subsidiary, LLC (“Commonwealth”)**  
William P. Egan 1998 Trust is a member of Alta Communications VII Managers, LLC, sole general partner of Alta Communications VII, L.P., which in turn have an attributable interest in Alta/Commonwealth, Inc., sole member of Commonwealth II, LLC, which in turn is sole member of Commonwealth Communications, LLC. Commonwealth Communication, LLC is the sole member of Commonwealth, licensee of the stations listed above.

**Desert Sky Media, LLC**  
William P. Egan 1998 Trust is a member of Alta Communications VII Managers, LLC, sole general partner of Alta Communications VII, L.P. and a Member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P., which holds an attributable interest in Desert Sky Media, LLC, licensee of the stations listed above.

**Millcreek Broadcasting, LLC ("Millcreek")**  
William P. Egan 1998 Trust is a member of Alta Communications VII, L.P. Alta Communications VII, L.P. which hold a greater than 33% interest in the total equity plus debt of Millcreek, which is licensee of the stations listed above.

**Rocky Mountain Radio Network, Inc. ("Rocky Mountain")**  
Millcreek Broadcasting, LLC controls Rocky Mountain, licensee of the station listed above:

**Galaxy Communications, L.P.** (“Galaxy”) is the licensee of the stations listed above. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P., and Alta VIII Associates, LLC. hold attributable stock in GC Radio, Inc., the sole general partner of Galaxy. William P. Egan 1998 Trust is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P..

**Council Tree Communications VI, L.P.** is the licensee of station KTYO-TV (ID36916), Las Cruces, New Mexico. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P. and Alta/Council Tree II Corp. hold an attributable interest in Council Tree VI. William P. Egan 1998 Trust is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P..

**Council Tree Communications V, LLC (“Council Tree V”)** is the licensee of KXRE(AM) (Facility ID #54258), Manitou Springs, CO and KAVA(AM) (Facility ID #54259), Pueblo, CO. Council Tree’s sole member is Council Tree Hispanic Broadcasters, LLC. Alta Communications VIII, L.P., Alta VIII Associates, LLC, Alta/Council Tree Corporation and Alta Comm VIII S by S, LLC are members of Council Tree Hispanic Broadcasters, LLC. W. P. Egan 1998 Trust is a member of Alta Communications VIII Managers, LLC, general partner of Alta Communications VIII, L.P..

**Hispanic Broadcasters of Philadelphia, LLC (“Hispanic”)** is the licensee of WWSI-TV (Facility ID #23142), Atlantic City, NJ. Council Tree Hispanic Broadcasters, LLC is the sole member of Council Tree Communications III, LLC, which in turn is the sole member of Hispanic. Alta Communications VIII, L.P., Alta VIII Associates, LLC, Alta/Council Tree Corporation and Alta Comm VIII S by S, LLC are members of Council Tree Hispanic Broadcasters, LLC. W. P. Egan 1998 Trust is a member of Alta Communications VIII Managers, LLC, general partner of Alta Communications VIII, L.P..

**NM Licensing, LLC** is a licensee entity of the stations listed above. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P. and Alta VIII Associates, LLC hold attributable interests in a controlling entity, which through other subsidiaries controls these licensees. William P. Egan 1998 Trust is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P..

**Millennium Radio Group, LLC (“Millennium”)**

William P. Egan 1998 Trust is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P.. Alta Communications VIII, L.P. holds an attributable interest in Millennium. Millennium has an interest in the stations listed above.

**Eagle Creek Broadcasting of Corpus Christi, LCC** (“Eagle Creek Corpus Christi”) is the licensee of KZTV(TV) (Facility ID #33079), Corpus Christi, TX. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P., and Alta VIII Associates, LLC (the “Alta Entities”) hold an attributable interest in Eagle Creek Broadcasting, LLC., Managing Member of Eagle Creek Corpus Christi. William P. Egan 1998 Trust is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P..

Pending before the Commission is an application for the transfer of control to the Alta Entities.

**Eagle Creek Broadcasting of Laredo, LLC** (“Eagle Creek Laredo”) is the licensee of KVTN(TV) (Facility ID #33078), Laredo, TX. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P., and Alta VIII Associates, LLC (the “Alta Entities”) hold a proposed attributable interest in Eagle Creek Broadcasting, LLC., Managing Member of Eagle Creek Laredo. William P. Egan 1998 Trust is a member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P..

Pending before the Commission is an application for the transfer of control to the Alta Entities.

**AAA Entertainment, LLC ("AAA")** is the licensee of the stations listed above. Alta Communications VIII, LP, Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, LP and Alta VIII Associates, LLC hold an attributable interest through EDP in AAA. The Benbow Living Trust is a member of Alta Communications VIII Managers, LLC, general partner of Alta Communications VIII, LP. Ms. Benbow is a trustee of The Benbow Living Trust.

**William P. Egan 1998 Trust** is a member of the General Partner of the following limited partnerships:

Alta Communications VII, L.P.  
Alta Communications VIII, L.P.

**Robert F. Benbow and Crystal R. Benbow as Co-Trustees of The Benbow**

**Living Trust U/A/D 1/27/93 ("The Benbow Trust")** has attributable interests in the following:

**Commonwealth License Subsidiary, LLC ("Commonwealth")**

Robert F. Benbow and Crystal R. Benbow as Co-Trustees of The Benbow Living Trust U/A/D 1/27/93 is the general partner and limited partner of Benbow Investments, L.P., a Member of Alta Communications VII Managers, LLC, sole general partner of Alta Communications VII, L.P. Alta Communications VII, L.P. is an 80% stockholder of Alta/Commonwealth, Inc., sole member of Commonwealth II, LLC, which in turn is sole member of Commonwealth Communications, LLC. Commonwealth Communication, LLC is the sole member of Commonwealth, licensee of the stations listed above.

**Desert Sky Media, LLC**

Robert F. Benbow and Crystal R. Benbow as Co-Trustees of The Benbow Living Trust U/A/D 1/27/93 is the general partner and limited partner of Benbow Investments, L.P., a Member of Alta Communications VII Managers, LLC, sole general partner of Alta Communications VII, L.P. which holds an attributable interest in Desert Sky Media, LLC, licensee of the stations listed above.

**Millcreek Broadcasting, LLC ("Millcreek")**

Robert F. Benbow and Crystal R. Benbow as Co-Trustees of The Benbow Living Trust U/A/D 1/27/93 is the general partner and limited partner of Benbow Investments, L.P., a Member of Alta Communications VII Managers, LLC, sole general partner of Alta Communications VII, L. P. which holds a greater than 33% interest in the total equity plus debt of Millcreek, which is licensee of the stations listed above.

**Rocky Mountain Radio Network, Inc. ("Rocky Mountain")**

Millcreek Broadcasting, LLC controls Rocky Mountain, licensee of the station listed above.

**NM Licensing, LLC** is a licensee entity of the stations listed above.

Robert F. Benbow and Crystal R. Benbow as Co-Trustees of The Benbow Living Trust U/A/D 1/27/93 is the general partner and limited partner of Benbow Investments, L.P., a Member of Alta Communications VII Managers, LLC, sole general partner of Alta Communications VII, L.P. which holds an attributable interest in this license

**Robert F. Benbow and Crystal R. Benbow as Co-Trustees of The Timothy S.**

**Benbow 1998 Irrevocable Trust U/A/D 7/9/98 (“Timothy Benbow Trust”)** has attributable interests in the following:

**Commonwealth License Subsidiary, LLC (“Commonwealth”)**

Timothy Benbow Trust is Limited Partner of Benbow Investments, L.P, a Member of Alta Communications VII Managers, LLC, sole general partner of Alta Communications VII, L.L.C. Alta Communications VII, L.L.C., is an 80% stockholder of Alta/Commonwealth, Inc., sole member of Commonwealth II, LLC, which in turn is sole member of Commonwealth Communications, LLC. Commonwealth Communication, LLC is the sole member of Commonwealth, licensee of the stations listed above.

**Desert Sky Media, LLC**

Timothy Benbow Trust is Limited Partner of Benbow Investments, L.P, a member of Alta Communications VII Managers, LLC, sole general partner of Alta Communications VII, L.P. and a Member of Alta Communications VIII Managers, LLC, sole general partner of Alta Communications VIII, L.P., which hold an attributable interest in Desert Sky Media, LLC, licensee of the stations listed above.

**Millcreek Broadcasting, LLC (“Millcreek”)**

Timothy Benbow Trust is Limited Partner of Benbow Investments, L.P, a member of Alta Communications Managers VII, L.P, sole general partner of Alta Communications VII, L.P.. Alta Communications VII, L.P. holds a greater than 33% interest in the total equity plus debt of Millcreek, which is licensee of the stations listed above.

**Rocky Mountain Radio Network, Inc. (“Rocky Mountain”)**

Millcreek Broadcasting, LLC controls Rocky Mountain, licensee of the station listed above.

**NM Licensing, LLC** is a licensee entity of the stations listed above.

Timothy Benbow Trust is a Limited Partner of Benbow Investments, L.P, a member of Alta Communications VII Managers, LLC, sole general partner of Alta Communications VII, L.P, which holds an attributable interest in this license.

**Robert F. Benbow and Crystal R. Benbow as Co-Trustees of Derek R.**

**Benbow 1998 Irrevocable Trust U/A/D 7/9/98 (“Derek Benbow Trust”)** has attributable interests in the following:

**Commonwealth License Subsidiary, LLC (“Commonwealth”)**

Derek Benbow Trust is a Limited Partner of Benbow Investments, L.P., a Member of Alta Communications VII Managers, LLC, sole general partner of Alta Communications VII, L.L.C. Alta Communications VII, L.L.C., is an 80% stockholder of Alta/Commonwealth, Inc., sole member of Commonwealth II, LLC, which in turn is sole member of Commonwealth Communications, LLC. Commonwealth Communication, LLC is the sole member of Commonwealth, licensee of the stations listed above.

**Desert Sky Media, LLC**

Derek Benbow Trust is a Limited Partner of Benbow Investments, L.P, a member of Alta Communications VII Managers, LLC, sole general partner of Alta Communications VII, L.P. which holds an attributable interest in Desert Sky Media, LLC, licensee of the stations listed above.

**Millcreek Broadcasting, LLC ("Millcreek")**

Derek Benbow Trust is a Limited Partner of Benbow Investments, L.P, a member of Alta Communications VII, L.P. Alta Communications VII, L.P. which hold a greater than 33% interest in the total equity plus debt of Millcreek, which is licensee of the stations listed above.

**Rocky Mountain Radio Network, Inc. ("Rocky Mountain")**

Millcreek Broadcasting, LLC controls Rocky Mountain, licensee of the station listed above.

**NM Licensing, LLC** is a licensee entity of the stations listed above.

Derek Benbow Trust is a Limited Partner of Benbow Investments, L.P, a member of Alta Communications VII Managers, LLC, sole general partner of Alta Communications VII, L.P, which holds an attributable interest in this license.

**Alta VII Associates, LLC** has attributable broadcast interests in the following:

**Millcreek Broadcasting, LLC ("Millcreek")**

Alta VII Associates, LLC holds a .04% interest in the total equity plus debt of Millcreek, which is the licensee of the stations listed above.

**Rocky Mountain Radio Network, Inc. ("Rocky Mountain")**

Millcreek Broadcasting, LLC controls Rocky Mountain, licensee of the station listed above.

**Kendra Harris** has attributable interests in the following:

**Galaxy Communications, L.P.** (“Galaxy”) is the licensee of the stations listed above. Alta Communications VIII, L.P., Alta Communications VII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P., and Alta VIII Associates, LLC hold attributable stock in GC Radio, Inc., the sole general partner of Galaxy. Ms. Harris is a member of Alta VIII Associates, LLC.

**NM Licensing, LLC** is the licensee of the stations listed above. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P. and Alta VIII Associates, LLC hold attributable interests in a controlling entity, which through other subsidiaries controls this licensee. Mr. Harris is a member of Alta VIII Associates, LLC.

**Millcreek Broadcasting, LLC ("Millcreek")**

Ms. Harris is a Member of Alta VII Associates, LLC which holds combined with Alta Communications VII, L.P, a greater than 33% interest in the total equity plus debt of Millcreek, which is licensee of the stations listed above.

**Rocky Mountain Radio Network, Inc. ("Rocky Mountain")**

Millcreek Broadcasting, LLC controls Rocky Mountain, licensee of the station listed above.

**Eagle Creek Broadcasting of Corpus Christi, LCC** (“Eagle Creek Corpus Christi”) is the licensee of KZTV(TV) (Facility ID #33079), Corpus Christi, TX. Alta Communications VIII, L.P., Alta Communications VII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P., and Alta VIII Associates, LLC (the “Alta Entities”) hold a proposed attributable interest in Eagle Creek Broadcasting, LLC., Managing Member of Eagle Creek Corpus Christi. Ms. Harris is a member of Alta VIII Associates, LLC.

Pending before the Commission is an application for the transfer of control to the Alta Entities.

**Eagle Creek Broadcasting of Laredo, LLC** (“Eagle Creek Laredo”) is the licensee of KVTB(TV) (Facility ID #33078), Laredo, TX. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P., and Alta VIII Associates, LLC (the “Alta Entities”) hold a proposed attributable interest in Eagle Creek Broadcasting, LLC., Managing Member of Eagle Creek Laredo. Ms. Harris is a member of Alta VIII Associates, LLC.

Pending before the Commission is an application for the transfer of control to the Alta Entities.



**AAA Entertainment, LLC ("AAA")** is the licensee of the stations listed above. Alta Communications VIII, LP, Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, LP and Alta VIII Associates, LLC hold attributable interests in a controlling entity, which through other subsidiaries control these licensees. Mr. Harris is a member of Alta VIII Associates, LLC.

**Tom Trowbridge** has attributable interests in the following:

**Galaxy Communications, L.P.** ("Galaxy") is the licensee of the stations listed above. Alta Communications VIII, L.P., Alta Communications VII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P., Alta VIII Associates, LLC hold attributable stock in GC Radio, Inc., the sole general partner of Galaxy. Mr. Trowbridge is a member of Alta VIII Associates, LLC.

**NM Licensing, LLC** is the licensee of the stations listed above. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P. and Alta VIII Associates, LLC hold attributable interests in a controlling entity, which through other subsidiaries controls this licensee. Mr. Trowbridge is a member of Alta VIII Associates, LLC.

**Millcreek Broadcasting, LLC ("Millcreek")**

Mr. Trowbridge is a Member of Alta VII Associates, LLC which holds combined with Alta Communications VII, L.P, a greater than 33% interest in the total equity plus debt of Millcreek, which is licensee of the stations listed above.

**Rocky Mountain Radio Network, Inc. ("Rocky Mountain")**

Millcreek Broadcasting, LLC controls Rocky Mountain, licensee of the station listed above.

**Eagle Creek Broadcasting of Corpus Christi, LCC** ("Eagle Creek Corpus Christi") is the licensee of KZTV(TV) (Facility ID #33079), Corpus Christi, TX. Alta Communications VIII, L.P., Alta Communications VII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P., and Alta VIII Associates, LLC (the "Alta Entities") hold a proposed attributable interest in Eagle Creek Broadcasting, LLC., Managing Member of Eagle Creek Corpus Christi. Mr. Trowbridge is a member of Alta VIII Associates, LLC.

Pending before the Commission is an application for the transfer of control to the Alta Entities.

**Eagle Creek Broadcasting of Laredo, LLC** (“Eagle Creek Laredo”) is the licensee of KVTV(TV) (Facility ID #33078), Laredo, TX. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P., and Alta VIII Associates, LLC (the “Alta Entities”) hold a proposed attributable interest in Eagle Creek Broadcasting, LLC., Managing Member of Eagle Creek Laredo. Mr. Trowbridge is a member of Alta VIII Associates, LLC.

Pending before the Commission is an application for the transfer of control to the Alta Entities.

**AAA Entertainment, LLC ("AAA")** is the licensee of the stations listed above. Alta Communications VIII, LP, Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, LP and Alta VIII Associates, LLC hold attributable interests in a controlling entity, which through other subsidiaries control these licensees. Mr. Trowbridge is a member of Alta VIII Associates, LLC.

**Kevin Brown** has attributable interests in the following:

**Galaxy Communications, L.P.** (“Galaxy”) is the licensee of the stations listed above. Alta Communications VIII, L.P., Alta Communications VII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P., and Alta VIII Associates, LLC hold attributable stock in GC Radio, Inc., the sole general partner of Galaxy. Mr. Brown is a member of Alta VIII Associates, LLC.

**NM Licensing, LLC** is the licensee of the stations listed above. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P. and Alta VIII Associates, LLC hold attributable interests in a controlling entity, which through other subsidiaries controls these licensees. Mr. Brown is a member of Alta VIII Associates, LLC.

**Millcreek Broadcasting, LLC ("Millcreek")**

Mr. Brown is a Member of Alta VII Associates, LLC which holds combined with Alta Communications VII, L.P, a greater than 33% interest in the total equity plus debt of Millcreek, which is licensee of the stations listed above.

**Rocky Mountain Radio Network, Inc. ("Rocky Mountain")**

Millcreek Broadcasting, LLC controls Rocky Mountain, licensee of the station listed above.

**Eagle Creek Broadcasting of Corpus Christi, LCC** (“Eagle Creek Corpus Christi”) is the licensee of KZTV(TV) (Facility ID #33079),

Corpus Christi, TX. Alta Communications VIII, L.P., Alta Communications VII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P., and Alta VIII Associates, LLC (the “Alta Entities”) hold a proposed attributable interest in Eagle Creek Broadcasting, LLC., Managing Member of Eagle Creek Corpus Christi. Mr. Brown is a member of Alta VIII Associates, LLC.

Pending before the Commission is an application for the transfer of control to the Alta Entities.

**Eagle Creek Broadcasting of Laredo, LLC** (“Eagle Creek Laredo”) is the licensee of KVTU(TV) (Facility ID #33078), Laredo, TX. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P., and Alta VIII Associates, LLC (the “Alta Entities”) hold a proposed attributable interest in Eagle Creek Broadcasting, LLC., Managing Member of Eagle Creek Laredo. Mr. Brown is a member of Alta VIII Associates, LLC.

Pending before the Commission is an application for the transfer of control to the Alta Entities.

**AAA Entertainment, LLC** ("AAA") is the licensee of the stations listed above. Alta Communications VIII, LP, Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, LP and Alta VIII Associates, LLC hold attributable interests in a controlling entity, which through other subsidiaries control these licensees. Mr. Brown is a member of Alta VIII Associates, LLC.

**Mark Egan** has attributable interests in the following:

**Galaxy Communications, L.P.** (“Galaxy”) is the licensee of the stations listed above. Alta Communications VIII, L.P., Alta Communications VII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P., and Alta VIII Associates, LLC hold attributable stock in GC Radio, Inc., the sole general partner of Galaxy. Mr. Egan is a member of Alta VIII Associates, LLC.

**NM Licensing, LLC** is the licensee of the stations listed above. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P. and Alta VIII Associates, LLC hold attributable interests in a controlling entity, which through other subsidiaries controls these licensees. Mr. Egan is a member of Alta VIII Associates, LLC.

**Millcreek Broadcasting, LLC** ("Millcreek")

Mr. Egan is a Member of Alta VII Associates, LLC which holds combined with Alta Communications VII, L.P, a greater than 33% interest in the total equity plus debt of Millcreek, which is licensee of the stations listed above.

**Rocky Mountain Radio Network, Inc. ("Rocky Mountain")**

Millcreek Broadcasting, LLC controls Rocky Mountain, licensee of the station listed above.

**Eagle Creek Broadcasting of Corpus Christi, LCC** ("Eagle Creek Corpus Christi") is the licensee of KZTV(TV) (Facility ID #33079), Corpus Christi, TX. Alta Communications VIII, L.P., Alta Communications VII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P., and Alta VIII Associates, LLC (the "Alta Entities") hold a proposed attributable interest in Eagle Creek Broadcasting, LLC., Managing Member of Eagle Creek Corpus Christi. Mr. Egan is a Member of Alta VII Associates, LLC.

Pending before the Commission is an application for the transfer of control to the Alta Entities.

**Eagle Creek Broadcasting of Laredo, LLC** ("Eagle Creek Laredo") is the licensee of KVTU(TV) (Facility ID #33078), Laredo, TX. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P., and Alta VIII Associates, LLC (the "Alta Entities") hold a proposed attributable interest in Eagle Creek Broadcasting, LLC., Managing Member of Eagle Creek Laredo. Mr. Egan is a Member of Alta VII Associates, LLC.

Pending before the Commission is an application for the transfer of control to the Alta Entities.

**AAA Entertainment, LLC ("AAA")** is the licensee of the stations listed above. Alta Communications VIII, LP, Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, LP and Alta VIII Associates, LLC hold attributable interests in a controlling entity, which through other subsidiaries control these licensees. Mr. Egan is a member of Alta VIII Associates, LLC.

**Akbar Rafiq** has attributable interests in the following:

**Galaxy Communications, L.P.** (“Galaxy”) is the licensee of the stations listed above. Alta Communications VIII, L.P., Alta Communications VII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P., and Alta VIII Associates, LLC hold attributable stock in GC Radio, Inc., the sole general partner of Galaxy. Mr. Rafiq is a member of Alta VIII Associates, LLC.

**NM Licensing, LLC** is the licensee of the stations listed above. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P. and Alta VIII Associates, LLC hold attributable interests in a controlling entity, which through other subsidiaries controls this licensee. Mr. Rafiq is a member of Alta VIII Associates, LLC.

**Millcreek Broadcasting, LLC ("Millcreek")**

Mr. Rafiq is a Member of Alta VII Associates, LLC which holds combined with Alta Communications VII, L.P, a greater than 33% interest in the total equity plus debt of Millcreek, which is licensee of the stations listed above.

**Rocky Mountain Radio Network, Inc. ("Rocky Mountain")**

Millcreek Broadcasting, LLC controls Rocky Mountain, licensee of the station listed above.

**Eagle Creek Broadcasting of Corpus Christi, LCC** (“Eagle Creek Corpus Christi”) is the licensee of KZTV(TV) (Facility ID #33079), Corpus Christi, TX. Alta Communications VIII, L.P., Alta Communications VII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P., and Alta VIII Associates, LLC (the “Alta Entities”) hold a proposed attributable interest in Eagle Creek Broadcasting, LLC., Managing Member of Eagle Creek Corpus Christi. Mr. Rafiq is a member of Alta VIII Associates, LLC.

Pending before the Commission is an application for the transfer of control to the Alta Entities.

**Eagle Creek Broadcasting of Laredo, LLC** (“Eagle Creek Laredo”) is the licensee of KVTB(TV) (Facility ID #33078), Laredo, TX. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P., and Alta VIII Associates, LLC (the “Alta Entities”) hold a proposed attributable interest in Eagle Creek Broadcasting, LLC., Managing Member of Eagle Creek Laredo. Mr. Rafiq is a member of Alta VIII Associates, LLC.

Pending before the Commission is an application for the transfer of control to the Alta Entities.

**AAA Entertainment, LLC ("AAA")** is the licensee of the stations listed above. Alta Communications VIII, LP, Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, LP and Alta VIII Associates, LLC hold attributable interests in a controlling entity, which through other subsidiaries control these licensees. Mr. Rafiq is a member of Alta VIII Associates, LLC.

**Nemanja Mijic** has attributable interests in the following:

**Galaxy Communications, L.P.** ("Galaxy") is the licensee of the stations listed above. Alta Communications VIII, L.P., Alta Communications VII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P., and Alta VIII Associates, LLC hold attributable stock in GC Radio, Inc., the sole general partner of Galaxy. Mr. Mijic is a member of Alta VIII Associates, LLC.

**NM Licensing, LLC** is the licensee of the stations listed above. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P. and Alta VIII Associates, LLC hold attributable interests in a controlling entity, which through other subsidiaries controls this licensee. Mr. Mijic is a member of Alta VIII Associates, LLC.

**Millcreek Broadcasting, LLC ("Millcreek")**

Mr. Mijic is a Member of Alta VII Associates, LLC which holds combined with Alta Communications VII, L.P, a greater than 33% interest in the total equity plus debt of Millcreek, which is licensee of the stations listed above.

**Rocky Mountain Radio Network, Inc. ("Rocky Mountain")**

Millcreek Broadcasting, LLC controls Rocky Mountain, licensee of the station listed above.

**Eagle Creek Broadcasting of Corpus Christi, LCC** (“Eagle Creek Corpus Christi”) is the licensee of KZTV(TV) (Facility ID #33079), Corpus Christi, TX. Alta Communications VIII, L.P., Alta Communications VII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P., and Alta VIII Associates, LLC (the “Alta Entities”) hold a proposed attributable interest in Eagle Creek Broadcasting, LLC., Managing Member of Eagle Creek Corpus Christi. Mr. Mijic is a member of Alta VIII Associates, LLC.

Pending before the Commission is an application for the transfer of control to the Alta Entities.

**Eagle Creek Broadcasting of Laredo, LLC** (“Eagle Creek Laredo”) is the licensee of KVTV(TV) (Facility ID #33078), Laredo, TX. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P., and Alta VIII Associates, LLC (the “Alta Entities”) hold a proposed attributable interest in Eagle Creek Broadcasting, LLC., Managing Member of Eagle Creek Laredo. Mr. Mijic is a member of Alta VIII Associates, LLC.

Pending before the Commission is an application for the transfer of control to the Alta Entities.

**AAA Entertainment, LLC ("AAA")** is the licensee of the stations listed above. Alta Communications VIII, LP, Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, LP and Alta VIII Associates, LLC hold attributable interests in a controlling entity, which through other subsidiaries control these licensees. Mr. Mijic is a member of Alta VIII Associates, LLC.

**Nick Patel** has attributable interests in the following:

**Galaxy Communications, L.P.** (“Galaxy”) is the licensee of the stations listed above. Alta Communications VIII, L.P., Alta Communications VII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P., and Alta VIII Associates, LLC hold attributable stock in GC Radio, Inc., the sole general partner of Galaxy. Mr. Patel is a member of Alta VIII Associates, LLC.

**NM Licensing, LLC** is the licensee of the stations listed above. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P. and Alta VIII Associates, LLC hold attributable interests in a controlling entity, which through other subsidiaries controls this licensee. Mr. Patel is a member of Alta VIII Associates, LLC.

**Millcreek Broadcasting, LLC ("Millcreek")**

Mr. Patel is a Member of Alta VII Associates, LLC which holds combined with Alta Communications VII, L.P, a greater than 33% interest in the total equity plus debt of Millcreek, which is licensee of the stations listed above.

**Rocky Mountain Radio Network, Inc. ("Rocky Mountain")**

Millcreek Broadcasting, LLC controls Rocky Mountain, licensee of the station listed above.

**Eagle Creek Broadcasting of Corpus Christi, LCC** (“Eagle Creek Corpus Christi”) is the licensee of KZTV(TV) (Facility ID #33079), Corpus Christi, TX. Alta Communications VIII, L.P., Alta Communications VII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P., and Alta VIII Associates, LLC (the “Alta Entities”) hold a proposed attributable interest in Eagle Creek Broadcasting, LLC., Managing Member of Eagle Creek Corpus Christi. Mr. Patel is a member of Alta VIII Associates, LLC.

Pending before the Commission is an application for the transfer of control to the Alta Entities.

**Eagle Creek Broadcasting of Laredo, LLC** (“Eagle Creek Laredo”) is the licensee of KVTv(TV) (Facility ID #33078), Laredo, TX. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P., and Alta VIII Associates, LLC (the “Alta Entities”) hold a proposed attributable interest in Eagle Creek Broadcasting, LLC., Managing Member of Eagle Creek Laredo. Mr. Patel is a member of Alta VIII Associates, LLC.

Pending before the Commission is an application for the transfer of control to the Alta Entities.

**AAA Entertainment, LLC ("AAA")** is the licensee of the stations listed above. Alta Communications VIII, LP, Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, LP and Alta VIII Associates, LLC hold attributable interests in a controlling entity, which through other subsidiaries control these licensees. Mr. Patel is a member of Alta VIII Associates, LLC.

**Mike Bogdan** has attributable interests in the following:



**Galaxy Communications, L.P.** (“Galaxy”) is the licensee of the stations listed above. Alta Communications VIII, L.P., Alta Communications VII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P., and Alta VIII Associates, LLC hold attributable stock in GC Radio, Inc., the sole general partner of Galaxy. Mr. Bogdan is a member of Alta VIII Associates, LLC.

**NM Licensing, LLC** is the licensee of the stations listed above. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P. and Alta VIII Associates, LLC hold attributable interests in a controlling entity, which through other subsidiaries controls this licensee. Mr. Bogdan is a member of Alta VIII Associates, LLC.

**Millcreek Broadcasting, LLC ("Millcreek")**

Mr. Bogdan is a Member of Alta VII Associates, LLC which holds combined with Alta Communications VII, L.P, a greater than 33% interest in the total equity plus debt of Millcreek, which is licensee of the stations listed above.

**Rocky Mountain Radio Network, Inc. ("Rocky Mountain")**

Millcreek Broadcasting, LLC controls Rocky Mountain, licensee of the station listed above.

**Eagle Creek Broadcasting of Corpus Christi, LCC** (“Eagle Creek Corpus Christi”) is the licensee of KZTV(TV) (Facility ID #33079), Corpus Christi, TX. Alta Communications VIII, L.P., Alta Communications VII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P., and Alta VIII Associates, LLC (the “Alta Entities”) hold a proposed attributable interest in Eagle Creek Broadcasting, LLC., Managing Member of Eagle Creek Corpus Christi. Mr. Bogdan is a member of Alta VIII Associates, LLC.

Pending before the Commission is an application for the transfer of control to the Alta Entities.

**Eagle Creek Broadcasting of Laredo, LLC** (“Eagle Creek Laredo”) is the licensee of KVTv(TV) (Facility ID #33078), Laredo, TX. Alta Communications VIII, L.P., Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, L.P., and Alta VIII Associates, LLC (the “Alta Entities”) hold a proposed attributable interest in Eagle Creek Broadcasting, LLC., Managing Member of Eagle Creek Laredo. Mr. Bogdan is a member of Alta VIII Associates, LLC.

Pending before the Commission is an application for the transfer of control to the Alta Entities.

**AAA Entertainment, LLC ("AAA")** is the licensee of the stations listed above. Alta Communications VIII, LP, Alta-Comm VIII S by S, LLC, Alta Communications VIII-B, LP and Alta VIII Associates, LLC hold attributable interests in a controlling entity, which through other subsidiaries control these licensees. Mr. Bogdan is a member of Alta VIII Associates, LLC.

**Deleage Childrens Trust F/B/O Emmanuel Deleage** has attributable broadcast interests in the following:

**Broadcasting Licenses, Limited Partnership ("Broadcasting")**  
licensee of station KMVU(TV) (ID #32958), Medford, Oregon and KBKI-TV, (ID #84238), Walla Walla, WA. Deleage Childrens Trust F/B/O Emmanuel Deleage is a Limited Partner of Alta Subordinated Debt Management III, L. P., the General Partner of Alta Subordinated Debt Partners III, L.P., which holds a controlling interest in Northwest Broadcasting, Inc., the General Partner of Broadcasting.

**Mountain Licenses, L.P. ("Mountain")**  
licensee of station KAYU-TV (ID #58684), Spokane, Washington  
Deleage Childrens Trust F/B/O Emmanuel Deleage is a Limited Partner of Alta Subordinated Debt Management III, L. P., the General Partner of Alta Subordinated Debt Partners III, L.P., which holds a controlling interest in Northwest Broadcasting, Inc., the General Partner of Mountain.

Mountain is also the granted assignee of station KFFX-TV (ID #12729), Pendleton, OR.

**Stainless Broadcasting, L.P. ("Stainless")**  
licensee of station WICZ-TV (ID #62210), Binghamton, NY. Deleage Childrens Trust F/B/O Emmanuel Deleage is a Limited Partner of Alta Subordinated Debt Management III, L. P., the General Partner of Alta Subordinated Debt Partners III, L.P., which holds a controlling interest in Northwest Broadcasting, Inc. ("NBI"). NBI is the general partner of Northwest Broadcasting, L.P., which holds a 99% membership interest in Stainless Broadcasting, L.L.C., the 99% limited partner of Stainless.

**Crossover Communications, Ltd. ("Crossover")**, licensee of station WNKY(TV) (ID #61217), Bowling Green, KY. Deleage Childrens Trust F/B/O Emmanuel Deleage is a Limited Partner of Alta Subordinated Debt Management III, L.P., the General Partner of Alta Subordinated Debt Partners III, L.P., which holds a controlling interest in Northwest Broadcasting, Inc. ("NBI"). NBI is the sole general partner of Crossover.

**New Wave Broadcasting, L.P. ("New Wave L.P.")**

licensee of stations listed above. Deleage Childrens Trust F/B/O Emmanuel Deleage is a Limited Partner of Alta Subordinated Debt Management III, L.P., the General Partner of Alta Subordinated Debt Partners III, L.P. which holds a 17.14% voting interest in Ferrari Broadcasting, Inc., sole general partner of New Wave, L.P. Deleage Childrens Trust F/B/O Emmanuel Deleage is also a member of Alta-Comm S by S, LLC, which holds a 00.65% voting interest in Ferrari Broadcasting, Inc.

**ACME Communications, Inc.**

Deleage Childrens Trust F/B/O Emmanuel Deleage is a member of Alta-Comm S by S, LLC, which is a stockholder in ACME Communications, Inc. Deleage Childrens Trust F/B/O Emmanuel Deleage is also a Limited Partner of the General Partner of Alta Subordinated Debt Partners III, L.P. which is a stockholder of ACME Communications, Inc., which controls the entities and stations listed above.

**NM Licensing, LLC** is a licensee entity of the stations listed above.

Deleage Childrens Trust F/B/O Emmanuel Deleage is a member of Alta-Comm S by S, LLC which holds an attributable interests in this licensee.

**Deleage Childrens Trust F/B/O Emmanuel Deleage** is a limited partner of the general partner of the following entity, which has attributable broadcast interest as discussed in this exhibit.:

Alta Subordinated Debt Partners III, L.P.

**Deleage Childrens Trust F/B/O Emmanuel Deleage** is a member of the following Limited Liability Company:

Alta-Comm S by S, LLC

**Deleage Childrens Trust F/B/O Philippe Deleage** has attributable broadcast interests in the following:

**Broadcasting Licenses, Limited Partnership ("Broadcasting")**

licensee of station KMVU(TV) (ID #32958), Medford, Oregon and KBKI-TV, (ID #84238), Walla Walla, WA. Deleage Childrens Trust F/B/O Philippe Deleage is a Limited Partner of Alta Subordinated Debt Management III, L. P., the General Partner of Alta Subordinated Debt

Partners III, L.P., which holds a controlling interest in Northwest Broadcasting, Inc., the General Partner of Broadcasting.

**Mountain Licenses, L.P. ("Mountain")**

licensee of station KAYU-TV (ID #58684), Spokane, Washington  
Deleage Childrens Trust F/B/O Philippe Deleage is a Limited Partner of Alta Subordinated Debt Management III, L. P., the General Partner of Alta Subordinated Debt Partners III, L.P., which holds a controlling interest in Northwest Broadcasting, Inc., the General Partner of Mountain.

Mountain is also the granted assignee of station KFFX-TV (ID #12729), Pendleton, OR.

**Stainless Broadcasting, L.P. ("Stainless")**

licensee of station WICZ-TV (ID #62210), Binghamton, NY. Deleage Childrens Trust F/B/O Philippe Deleage is a Limited Partner of Alta Subordinated Debt Management III, L. P., the General Partner of Alta Subordinated Debt Partners III, L.P., which holds a controlling interest in Northwest Broadcasting, Inc. ("NBI"). NBI is the general partner of Northwest Broadcasting, L.P., which holds a 99% membership interest in Stainless Broadcasting, L.L.C., the 99% limited partner of Stainless.

**Crossover Communications, Ltd. ("Crossover")**, licensee of station WNKY(TV) (ID #61217), Bowling Green, KY. Deleage Childrens Trust F/B/O Philippe Deleage is a Limited Partner of Alta Subordinated Debt Management III, L.P., the General Partner of Alta Subordinated Debt Partners III, L.P., which holds a controlling interest in Northwest Broadcasting, Inc. ("NBI"). NBI is the sole general partner of Crossover.

**New Wave Broadcasting, L.P. ("New Wave L.P.")**

licensee of stations listed above. Deleage Childrens Trust F/B/O Philippe Deleage is a Limited Partner of Alta Subordinated Debt Management III, L.P., the General Partner of Alta Subordinated Debt Partners III, L.P. which holds a 17.14% voting interest in Ferrari Broadcasting, Inc., sole general partner of New Wave, L.P. Deleage Childrens Trust F/B/O Philippe Deleage is also a member of Alta-Comm S by S, LLC, which holds a 00.65% voting interest in Ferrari Broadcasting, Inc.

**ACME Communications, Inc.**

Deleage Childrens Trust F/B/O Philippe Deleage is a member of Alta-Comm S by S, LLC, which is a stockholder in ACME Communications, Inc. Deleage Childrens Trust F/B/O Philippe Deleage is also a Limited Partner of the General Partner of Alta Subordinated Debt Partners III, L.P. which is a stockholder of ACME Communications, Inc., which controls the entities and stations listed above.

**NM Licensing, LLC** is a licensee entity of the stations listed above.

Deleage Childrens Trust F/B/O Philippe Deleage is a member of Alta-Comm S by S, LLC which holds an attributable interests in this licensee.

**Deleage Childrens Trust F/B/O Philippe Deleage** is a limited partner of the general partner of the following entity, which has attributable broadcast interest as discussed in this exhibit.:

Alta Subordinated Debt Partners III, L.P.

**Deleage Childrens Trust F/B/O Philippe Deleage** is a member of the following Limited Liability Company:

Alta-Comm S by S, LLC

**Deleage Childrens Trust F/B/O Andre Deleage** has attributable broadcast interests in the following:

**Broadcasting Licenses, Limited Partnership ("Broadcasting")**

licensee of station KMVU(TV) (ID #32958), Medford, Oregon and KBKI-TV, (ID #84238), Walla Walla, WA. Deleage Childrens Trust F/B/O Andre Deleage is a Limited Partner of Alta Subordinated Debt Management III, L. P., the General Partner of Alta Subordinated Debt Partners III, L.P., which holds a controlling interest in Northwest Broadcasting, Inc., the General Partner of Broadcasting.

**Mountain Licenses, L.P. ("Mountain")**

licensee of station KAYU-TV (ID #58684), Spokane, Washington Deleage Childrens Trust F/B/O Andre Deleage is a Limited Partner of Alta Subordinated Debt Management III, L. P., the General Partner of Alta Subordinated Debt Partners III, L.P., which holds a controlling interest in Northwest Broadcasting, Inc., the General Partner of Mountain.

Mountain is also the granted assignee of station KFFX-TV (ID #12729), Pendleton, OR.

**Stainless Broadcasting, L.P. ("Stainless")**

licensee of station WICZ-TV (ID #62210), Binghamton, NY. Deleage Childrens Trust F/B/O Andre Deleage is a Limited Partner of Alta Subordinated Debt Management III, L.P., the General Partner of Alta Subordinated Debt Partners III, L.P., which holds a controlling interest in Northwest Broadcasting, Inc. ("NBI"). NBI is the general partner of Northwest Broadcasting, L.P., which holds a 99% membership interest in Stainless Broadcasting, L.L.C., the 99% limited partner of Stainless.

**Crossover Communications, Ltd. ("Crossover")**, licensee of station WNKY(TV) (ID #61217), Bowling Green, KY. Deleage Childrens Trust F/B/O Andre Deleage is a Limited Partner of Alta Subordinated Debt Management III, L.P., the General Partner of Alta Subordinated Debt Partners III, L.P., which holds a controlling interest in Northwest Broadcasting, Inc. ("NBI"). NBI is the sole general partner of Crossover.

**New Wave Broadcasting, L.P. ("New Wave L.P.")**

licensee of stations listed above. Deleage Childrens Trust F/B/O Andre Deleage is a Limited Partner of Alta Subordinated Debt Management III, L.P., the General Partner of Alta Subordinated Debt Partners III, L.P. which holds a 17.14% voting interest in Ferrari Broadcasting, Inc., sole general partner of New Wave, L.P. Deleage Childrens Trust F/B/O Andre Deleage is also a member of Alta-Comm S by S, LLC, which holds a 00.65% voting interest in Ferrari Broadcasting, Inc.

**ACME Communications, Inc.**

Deleage Childrens Trust F/B/O Andre Deleage is a member of Alta-Comm S by S, LLC, which is a stockholder in ACME Communications, Inc. Deleage Childrens Trust F/B/O Andre Deleage is also a Limited Partner of the General Partner of Alta Subordinated Debt Partners III, L.P. which is a stockholder of ACME Communications, Inc., which controls the licensee entities and stations listed above.

**NM Licensing, LLC** is a licensee entity of the stations listed above.

Deleage Childrens Trust F/B/O Andre Deleage is a member of Alta-Comm S by S, LLC which holds an attributable interests in this licensee.

**Deleage Childrens Trust F/B/O Andre Deleage** is a limited partner of the general partner of the following entity, which has attributable broadcast interest as discussed in this exhibit.:

Alta Subordinated Debt Partners III, L.P.

**Deleage Childrens Trust F/B/O Andre Deleage** is a member of the following Limited Liability Company:

Alta-Comm S by S, LLC

**Deleage Childrens Trust F/B/O Michel Deleage** has attributable broadcast interests in the following:

**Broadcasting Licenses, Limited Partnership ("Broadcasting")**  
licensee of station KMVU(TV) (ID #32958), Medford, Oregon and KBKI-TV, (ID #84238), Walla Walla, WA. Deleage Childrens Trust F/B/O Michel Deleage is a Limited Partner of Alta Subordinated Debt Management III, L. P., the General Partner of Alta Subordinated Debt Partners III, L.P., which holds a controlling interest in Northwest Broadcasting, Inc., the General Partner of Broadcasting.

**Mountain Licenses, L.P. ("Mountain")**  
licensee of station KAYU-TV (ID #58684), Spokane, Washington  
Deleage Childrens Trust F/B/O Michel Deleage is a Limited Partner of Alta Subordinated Debt Management III, L. P., the General Partner of Alta Subordinated Debt Partners III, L.P., which holds a controlling interest in Northwest Broadcasting, Inc., the General Partner of Mountain.

Mountain is also the granted assignee of station KFFX-TV (ID #12729), Pendleton, OR.

**Stainless Broadcasting, L.P. ("Stainless")**  
licensee of station WICZ-TV (ID #62210), Binghamton, NY. Deleage Childrens Trust F/B/O Michel Deleage is a Limited Partner of Alta Subordinated Debt Management III, L. P., the General Partner of Alta Subordinated Debt Partners III, L.P., which holds a controlling interest in Northwest Broadcasting, Inc. ("NBI"). NBI is the general partner of Northwest Broadcasting, L.P., which holds a 99% membership interest in Stainless Broadcasting, L.L.C., the 99% limited partner of Stainless.

**Crossover Communications, Ltd. ("Crossover")**, licensee of station WNKY(TV) (ID #61217), Bowling Green, KY. Deleage Childrens Trust F/B/O Michel Deleage is a Limited Partner of Alta Subordinated Debt Management III, L.P., the General Partner of Alta Subordinated Debt Partners III, L.P., which holds a controlling interest in Northwest Broadcasting, Inc. ("NBI"). NBI is the sole general partner of Crossover.

**New Wave Broadcasting, L.P. ("New Wave L.P.")**

licensee of stations listed above. Deleage Childrens Trust F/B/O Michel Deleage is a Limited Partner of Alta Subordinated Debt Management III, L.P., the General Partner of Alta Subordinated Debt Partners III, L.P. which holds a 17.14% voting interest in Ferrari Broadcasting, Inc., sole general partner of New Wave, L.P. Deleage Childrens Trust F/B/O Michel Deleage is also a member of Alta-Comm S by S, LLC, which holds a 00.65% voting interest in Ferrari Broadcasting, Inc.

**ACME Communications, Inc.**

Deleage Childrens Trust F/B/O Michel Deleage is a member of Alta-Comm S by S, LLC, which is a stockholder in ACME Communications, Inc. Deleage Childrens Trust F/B/O Michel Deleage is also a Limited Partner of the General Partner of Alta Subordinated Debt Partners III, L.P. which is a stockholder of ACME Communications, Inc., which controls the licensee entities and stations listed above.

**NM Licensing, LLC** is a licensee entity of the stations listed above. Deleage Childrens Trust F/B/O Michel Deleage is a member of Alta-Comm S by S, LLC which holds an attributable interests in this licensee.

**Deleage Childrens Trust F/B/O Michel Deleage** is a limited partner of the general partner of the following entity, which has attributable broadcast interest as discussed in this exhibit.:

Alta Subordinated Debt Partners III, L.P.

**Deleage Childrens Trust F/B/O Michel Deleage** is a member of the following Limited Liability Company:

Alta-Comm S by S, LLC

**Brian W. Brady** has attributable interests in the following:

**Broadcasting Licenses, Limited Partnership ("Broadcasting")**

licensee of station KMVU(TV) (ID #32958), Medford, Oregon and KBKI-TV, (ID #84238), Walla Walla, WA. Mr. Brady holds an attributable interest in Northwest Broadcasting, L.P. ("NBLP"). NBLP holds a 99% membership interest in Broadcasting Communications, L.L.C., an Oregon limited liability company ("BCLLC"). BCLLC is the sole Limited Partner of Broadcasting Licenses, Limited Partnership.

**Mountain Licenses, L.P. ("Mountain")**



licensee of station KAYU-TV (ID #58684), Spokane, Washington. Mr. Brady holds an attributable interest in Northwest Broadcasting, L.P. ("NBLP"). NBLP holds a 99% membership interest in Mountain Broadcasting, L.L.C., a Washington limited liability company ("MBLLC"). MBLLC is the sole Limited Partner of Mountain Licenses, L.P.

Mountain is also the granted assignee of station KFFX-TV (ID #12729), Pendleton, OR.

**Stainless Broadcasting, L.P. ("Stainless")**

licensee of station WICZ-TV (ID #62210), Binghamton, NY. Mr. Brady holds an attributable interest in Northwest Broadcasting, L.P. ("NBLP"). NBLP holds a 99% membership interest in Stainless Broadcasting, L.L.C., a New York limited liability company ("SBLLC"). SBLLC is the sole Limited Partner of Stainless Broadcasting, L.P.

**Crossover Communications, Ltd. ("Crossover")**, licensee of station WNKY(TV) (ID #61217), Bowling Green, KY. Mr. Brady holds an attributable interest in Northwest Broadcasting, L.P. ("NBLP"). NBLP holds a 99% membership interest in Crossover Communications, L.L.C., a Kentucky limited liability company ("CCLLC"). CCLLC is the sole Limited Partner of Crossover Communications, Ltd.

Mr. Brady also is the President of Northwest Broadcasting, Inc. ("NBI"), Stainless Broadcasting Company ("SBC") and Stainless Enterprises of Pennsylvania, Inc. ("SEPA"), which are affiliates of NBLP.

As a result, Mr. Brady also has an interest in the following LPTV/TV

Translator stations:

**Licensed to MLLP:**

<u>Call Letters</u>	<u>Facility ID</u>	<u>Class of Service</u>	<u>Location</u>
K31AH	58689	TV translator	Omak and Okanogan, WA
K19AU	58687	TV translator	Omak and Okanogan, WA
K44CK	58692	TV translator	Chelan and Manson, WA
K09UP	58691	TV translator	Colville, WA
K19BY	58696	TV translator	Grangeville, ID
K69BF	58686	TV translator	Stemilt and Colockum, WA
K47BW	58690	TV translator	Lewiston, ID
K20BZ	58688	TV translator	Sandpoint, ID

K35BJ	58693	TV translator	Ellusford and Oroville, WA
K10NQ	58695	TV translator	Prosser and Grandview, WA
K50DM	58697	TV translator	Coeur d'Alene, ID
KCYU-L.P.	58694	Low power TV	Yakima, WA
KBWU-L.P.	58685	Low power TV	Richland, WA

**Licensed to BLLP:**

K44DZ	32957	TV translator	Klamath Falls, OR
K45ED	32956	TV translator	Grants Pass, OR

**Licensed to MBLLC:**

K14JH	12730	TV translator	Yakima, WA
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**Licensed to Stainless:**

WBPN-L.P.	74020	Low Power TV	Morris, New York
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Mr. Brady also is a director of Saga Communications, Inc. The following set forth the ownership interests of Saga Communications, Inc. and its affiliates.

**Saga Communications, Inc.,** is the licensee and/or permittee of the following stations:

Call Sign	Location	Facility Identifier
WNAX(AM)	Yankton, SD	57846
WNAX-FM	Yankton, SD	57839
K283AG	Sioux Falls, IA	57839

Saga Communications, Inc., is the parent corporation and 100% stockholder of **Saga Broadcasting Corp.,** which is the licensee of the following stations:

Call Sign	Location	Facility Identifier
KGMI(AM)	Bellingham, WA	34467
KISM(FM)	Bellingham, WA	34469
KPUG(AM)	Bellingham, WA	58887

KAFE(FM)	Bellingham, WA	58886
KBAI(AM)	Bellingham, WA	4633
KAVU-TV	Victoria, TX	73101
KVTX-LP	Victoria, TX	5842
KXTS-LP	Victoria, TX	57866
KUNU-LP	Victoria, TX	31516
WXVT(TV)	Greenville, MS	25236

Saga Broadcasting Corp., has a time brokerage agreement with Surtsey Productions, Inc., licensee of KVCT(TV), Victoria, Texas (Facility ID No. 35846).

Saga Communications, Inc., is the parent corporation and 100% stockholder of **Saga Communications of New England, Inc.**, which is the licensee and/or permittee of the following stations:

Call Sign	Location	Facility Identifier
WHNP(AM)	East Longmeadow, MA	58546
WAQY(FM)	Springfield, MA	58551
WHMP(AM)	Northampton, MA	46962
WLZX(FM)	Northampton, MA	46963
WFEA(AM)	Manchester, NH	58543
WZID(FM)	Manchester, NH	58550
W272AX	Keene, NH	84330
W270AH	Peterborough, NH	81840
WQLL(FM)	Bedford, NH	17278
WGAN(AM)	Portland, ME	58544
WMGX(FM)	Portland, ME	58548
WBAE(AM)	Portland, ME	49983
WPOR(FM)	Portland, ME	49982
WZAN(AM)	Portland, ME	58538
WYNZ(FM)	Westbrook, ME	58536
WHMQ(AM)	Greenfield, MA	25834

WHAI(FM)	Greenfield, MA	25833
WKNE(AM)	Keene, NH	36833
WKNE-FM	Keene, NH	36834
WKVT(AM)	Brattleboro, VT	57781
WKVT-FM	Brattleboro, VT	57780
WKBK(AM)	Keene, VT	57227
WOQL(FM)	Winchester, VT	57228

Saga Communications, Inc., is the parent corporation and 100% stockholder of **Saga Quad States Communications, Inc.**, which is the licensee of the following station:

Call Sign	Location	Facility Identifier
KOAM-TV	Pittsburg, KS	58552

Saga Broadcasting Corp., is the parent corporation and 100% stockholder of **Franklin Communications, Inc.**, which is the licensee of the following stations:

Call Sign	Location	Facility Identifier
WVKO(AM)	Columbus, OH	22341
WSNY(FM)	Columbus, OH	22339

Saga Broadcasting Corp., is the parent corporation and 100% stockholder of **Tidewater Communications, Inc.**, which is the licensee of the following stations:

Call Sign	Location	Facility Identifier
WJOI(AM)	Norfolk, VA	67081
WNOR(FM)	Norfolk, VA	67080
WAFX(FM)	Suffolk, VA	67082

Saga Broadcasting Corp., is the parent corporation and 100% stockholder of **Saga Communications of Illinois, Inc.**, which is the licensee of the following stations:

Call Sign	Location	Facility Identifier
WYMG(FM)	Jacksonville, IL	58537

WLRW(FM)	Champaign, IL	58542
WIXY(FM)	Champaign, IL	58539
WQQL(FM)	Springfield, IL	58549
WTAX(AM)	Springfield, IL	9961
WDBR(FM)	Springfield, IL	9960
WLLM(AM)	Lincoln, IL	9963
WMHX(FM)	Lincoln, IL	9964
WKIO(FM)	Urbana, IL	41592

Saga Broadcasting Corp. is the parent corporation and 100% stockholder of

**Mitchell Broadcasting, Ltd.**, which is the licensee of the following stations:

Call Sign	Location	Facility Identifier
KMIT(FM)	Mitchell, SD	43239
KUQL(FM)	Wessington Springs, SD	42113

Saga Broadcasting Corp., is also the parent corporation and 100% stockholder of

**Lakefront Communications, Inc.**, which is the licensee of the following stations:

Call Sign	Location	Facility Identifier
WKLH(FM)	Milwaukee, WI	36370
WJYI(AM)	Milwaukee, WI	36371
WLZR(FM)	Milwaukee, WI	36372
WJMR-FM	Menomonee Falls, WI	26222

Lakefront Communications, Inc., is the parent corporation and 100% stockholder of **Saga Communications of Milwaukee, Inc.** (formerly Harbish Corp.), which is the licensee of the following stations:

Call Sign	Location	Facility Identifier
WFMR(FM)	Brookfield, WI	67484

Lakefront Communications, Inc., is the sole member of **Saga Communications of Iowa, LLC**, which is the licensee of the following stations:

Call Sign	Location	Facility Identifier
KRNT(AM)	Des Moines, IA	58543
KSTZ(FM)	Des Moines, IA	58541
KXTK(AM)	Des Moines, IA	58533
KIOA(FM)	Des Moines, IA	58557
KAZR(FM)	Pella, IA	28882
KLTI-FM	Ames, IA	7823
KICD(AM)	Spencer, IA	29078
KICD-FM	Spencer, IA	29079
KLLT(FM)	Spencer, IA	29080

Lakefront Communications, Inc., is the sole member of **Saga Communications of Tuckessee, LLC**, which is the licensee of the following stations:

Call Sign	Location	Facility Identifier
WJMR(AM)	Fort Campbell, KY	61260

WCVQ(FM) Fort Campbell, KY 61253  
WZZP(FM) Hopkinsville, KY 83979  
WVVR(FM) Hopkinsville, KY 73970  
WDXN(AM) Clarksville, TN 65202

**Eagle Creek Broadcasting of Corpus Christi, LCC** (“Eagle Creek Corpus Christi”) is the licensee of KZTV(TV) (Facility ID #33079), Corpus Christi, TX. Mr. Brady is an officer and a member of Eagle Creek Broadcasting, LLC, sole Managing Member of Eagle Creek Corpus Christi.

Pending before the Commission is an application for the transfer of control.

**Eagle Creek Broadcasting of Laredo, LLC** (“Eagle Creek Laredo”) is the licensee of KVTU(TV) (Facility ID #33078), Laredo, TX. Mr. Brady is an officer and a member of Eagle Creek Broadcasting, LLC, sole Managing Member of Eagle Creek Laredo.

Pending before the Commission is an application for the transfer of control.

**Fred L. Levy** has attributable interests in the following:

Fred L. Levy is the Secretary of Northwest Broadcasting, Inc. Stainless Broadcasting Company and Stainless Enterprises of Pennsylvania, Inc., which are affiliates of Northwest Broadcasting, L.P., which in turn has an interest in the LPTV/TV Translators mentioned above.

**Eagle Creek Broadcasting of Corpus Christi, LCC** (“Eagle Creek Corpus Christi”) is the licensee of KZTV(TV) (Facility ID #33079), Corpus Christi, TX. Mr. Levy is an officer and Member of Eagle Creek Broadcasting, LLC, sole Managing Member of Eagle Creek Corpus Christi.

Pending before the Commission is an application for the transfer of control.

**Eagle Creek Broadcasting of Laredo, LLC** (“Eagle Creek Laredo”) is the licensee of KVTV(TV) (Facility ID #33078), Laredo, TX. Mr. Levy is an officer and Member of Eagle Creek Broadcasting, LLC, sole Managing Member of Eagle Creek Laredo.

Pending before the Commission is an application for the transfer of control.

**Catherine B. Gardner** has attributable interests in the following:

Catherine B. Gardner is Assistant Secretary of Northwest Broadcasting, Inc., Stainless Broadcasting Company and Stainless Enterprises of Pennsylvania, Inc., which are affiliates of which are affiliates of Northwest Broadcasting, L.P., which in turn has an interest in the LPTV/TV Translators mentioned above.

**Eagle Creek Broadcasting of Corpus Christi, LCC** (“Eagle Creek Corpus Christi”) is the licensee of KZTV(TV) (Facility ID #33079), Corpus Christi, TX. Ms. Gardner is an officer of Eagle Creek Broadcasting, LLC, sole Managing Member of Eagle Creek Corpus Christi.

Pending before the Commission is an application for the transfer of control.

**Eagle Creek Broadcasting of Laredo, LLC** (“Eagle Creek Laredo”) is the licensee of KVTV(TV) (Facility ID #33078), Laredo, TX. Ms. Gardner is an officer of Eagle Creek Broadcasting, LLC, sole Managing Member of Eagle Creek Laredo.

Pending before the Commission is an application for the transfer of control.

**C. L. Burr 1986 Childrens Trust** has attributable broadcast interests in the

following:

**Broadcasting Licenses, Limited Partnership ("Broadcasting")** licensee of station KMVU(TV) (ID #32958), Medford, Oregon and KBKI-TV, (ID #84238), Walla Walla, WA. C. L. Burr 1986 Childrens Trust is a Limited Partner of Alta Subordinated Debt Management III, L. P., the General Partner of Alta Subordinated Debt Partners III, L.P., which holds



a controlling interest in Northwest Broadcasting, Inc., the General Partner of Broadcasting.

**Mountain Licenses, L.P. ("Mountain")**

licensee of station KAYU-TV (ID #58684), Spokane, Washington  
C. L. Burr 1986 Childrens Trust is a Limited Partner of Alta Subordinated Debt Management III, L. P., the General Partner of Alta Subordinated Debt Partners III, L.P., which holds a controlling interest in Northwest Broadcasting, Inc., the General Partner of Mountain.

Mountain is also the granted assignee of station KFFX-TV (ID #12729), Pendleton, OR.

**Stainless Broadcasting, L.P. ("Stainless")**

licensee of station WICZ-TV (ID #62210), Binghamton, NY. C. L. Burr 1986 Childrens Trust is a Limited Partner of Alta Subordinated Debt Management III, L. P., the General Partner of Alta Subordinated Debt Partners III, L.P., which holds a controlling interest in Northwest Broadcasting, Inc. ("NBI"). NBI is the general partner of Northwest Broadcasting, L.P., which holds a 99% membership interest in Stainless Broadcasting, L.L.C., the 99% limited partner of Stainless.

**Crossover Licenses, Ltd. ("Crossover")**, licensee of station WNKY(TV) (ID #61217), Bowling Green, KY. C. L. Burr 1986 Childrens Trust is a Limited Partner of Alta Subordinated Debt Management III, L.P., the General Partner of Alta Subordinated Debt Partners III, L.P., which holds a controlling interest in Northwest Broadcasting, Inc. ("NBI"). NBI is the sole general partner of Crossover.

**New Wave Broadcasting, L.P. ("New Wave L.P.")**

licensee of stations listed above. C. L. Burr 1986 Childrens Trust is a Limited Partner of Alta Subordinated Debt Management III, L.P., the General Partner of Alta Subordinated Debt Partners III, L.P. which holds a 17.14% voting interest in Ferrari Broadcasting, Inc., sole general partner of New Wave L.P. C. L. Burr 1986 Childrens is also a member of Alta-Comm S by S, LLC, which holds a 00.65% voting interest in Ferrari Broadcasting, Inc., sole general partner of New Wave L.P.

**ACME Communications, Inc.**

C. L. Burr 1986 Childrens Trust is a member of Alta-Comm S by S, LLC, which is a stockholder in ACME Communications, Inc. C. L. Burr 1986 Childrens Trust is also a Limited Partner of the General Partner of Alta Subordinated Debt Partners III, L.P. which is a stockholder of ACME Communications, Inc., which in turn controls the licensee entities and stations listed above.

**NM Licensing, LLC** is a licensee entity of the stations listed above. **C.L. Burr 1986 Childrens Trust** is a member of **Alta-Comm S by S, LLC** which holds an attributable interests in this licensee.

**C. L. Burr 1986 Childrens Trust** is a limited partner of the general partner of the following entity:

Alta Subordinated Debt Partners III, L.P.

**C. L. Burr 1986 Childrens Trust** is a member of the following limited liability companies, which has attributable broadcast interests as discussed in this exhibit:

Burr Family Investment Company II, LLC  
Alta-Comm S by S, LLC