

EXHIBIT 10

Changes in Interests as a Result of Transfer

The purpose of this application is to update the corporate structure and voting interests for On Top Communications of Virginia, LLC ("On Top") as the Assignee for WWBR, West Point, Virginia (File No. BALH-20030211AAN). This application was granted by the FCC on March 27, 2003 but has not been consummated yet.

On Top's new voting structure was approved by the FCC on March 24, 2003 in its grant of FCC Form 315 Transfer of Control applications which transferred the voting control of the Board Directors from Steve Hegwood *et. al* to MMG Ventures, LP *et. al* which are the Transferors and Transferees in the instant application, respectively.. See BTCH-20021206ABF, BTCH-20021206ABI, BTCH-20021206ABJ, BTCH-20021206ABK and BTCH- 20021206ABL.

The FCC's processing of the FCC Form 315 application for On Top's transfer of control and the WWBR FCC Form 314 assignment application were on separate tracks. Moreover, On Top's FCC 315 application was not yet approved when the FCC 314 application was filed on February 11, 2003. In fact, the FCC's grant of the FCC Form 315 transfer of control applications were placed on public notice on the same day the FCC 314 assignment application was granted.

For On Top, only the voting and equity/debt interests have changed. The persons identified as "additional Transferors" and equity holders of On Top in the WWBR assignment application remain parties in interest, albeit with lesser voting and equity/debt interests.

Control of On Top Communications, LLC (the ultimate parent company) and its subsidiary company, On Top, is held and exercised by a board of directors. Section I details the Transferor and Transferee's voting interests in selecting the board of directors, the representative voting interests in the selection of the entire board and the interests in On Top's total assets as of May 12, 2003. Section II lists the board of directors for On Top and Section IV lists the officers.

Voting and Equity/Debt Interests

I.

The Transferees to this application, MMG Ventures, LP, *et. al* will have the right to designate three out of five board seats, thereby controlling 60% of the board. Steve Hegwood, *et. al*, the Transferors, will have the right to designate the remaining two board

seats, representing 40% of the board. The following chart on the next page provides specifics:

**ON TOP COMMUNICATIONS, LLC
AND ITS LICENSEE COMPANIES**

	<u>Interests</u>		Total Assets (Equity plus Debt)
	Voting for Share of Board	Voting for Entire Board	
TRANSFEREES (Sub-Debt) (3 of 5 Board seats – 60%)			
MMG Ventures	30.6%	18.4%	13.0%
Bon Secours	17.4%	10.4%	7.4%
OCP IV	38.7%	23.2%	16.6%
OCC	<u>5.3%</u>	<u>3.2%</u>	<u>2.0%</u>
<u>Sub-total for Transferees</u>	92.0%	55.2%	39.0%
Additional Sub-Debt	8.0%	4.8%	3.3%
 <u>TRANSFERORS</u> (2 of 5 board seats – 40%)			
C. Steven Hegwood	100%	21.2%	6.5%
Leonard C. Rayford, Jr.	0.0%	4.0%	2.2%
Wesley Johnson	0.0%	8.9%	2.0%
Other Minority Shareholders	<u>0.0%</u>	<u>5.9%</u>	<u>1.5%</u>
<u>Sub-total for Transferors</u>	100%	40%	12.2%
Senior Debt	0.0%	0.0%	31.3%
Seller Debt	0.0%	0.0%	14.2%
 <u>GRAND TOTAL</u>	N/A	100%	100%

II.

The members of the Board of Directors for On Top are:

Steve Hegwood, Chairman
4601 Presidents Drive, Suite 134
Lanham, MD 20706

J. Peter Thompson, Director
222 E. Las Palmas Ave.
Fremont, CA 94602

Anthony L. Williams, Director
8326 Quill Point Drive
Bowie, MD 20720

Gwendolyn Smith Iloani, Director
8 Clermont Park
Farmington, CT 06032

Verna Green, Director
2333 Oak Ridge Drive
Troy, MI 48098

III.

The officers of On Top are:

Steve Hegwood – Chairman, President and CEO (Also Managing Member of LLCs)

Leonard C. Rayford, Jr. – Chief Financial Officer, Secretary and Treasurer (Also Member of LLCs)