

CCR-BILLINGS III, LLC				
Name / Address	Citizenship	Positional Interest	Percent of Votes	Percent of Total Assets
CCR-Billings III, LLC 501 South Cherry Street Suite 480 Denver, CO 80246	Delaware Limited Liability Company	--	--	--
Cherry Creek Broadcasting, LLC 501 South Cherry Street Suite 480 Denver, CO 80246	Delaware Limited Liability Company	Sole Member	100%	100%
Joseph Schwartz c/o 501 South Cherry Street Suite 480 Denver, CO 80246	U.S.	Chief Executive Officer and President	0%	0%
Lee Barnhill c/o 501 South Cherry Street Suite 480 Denver, CO 80246	U.S.	Secretary	0%	0%
Cherry Creek Radio LLC 501 South Cherry Street Suite 480 Denver, CO 80246	Delaware Limited Liability Company	Manager	0%	0%

CHERRY CREEK BROADCASTING, LLC				
Name / Address	Citizenship	Positional Interest	Percent of Votes	Percent of Total Assets
Cherry Creek Broadcasting, LLC 501 South Cherry Street Suite 480 Denver, CO 80246	Delaware Limited Liability Company	--	--	--
Cherry Creek Media, LLC 501 South Cherry Street Suite 480 Denver, CO 80246	Delaware Limited Liability Company	Sole Member	100%	44.64%*
Joseph Schwartz c/o 501 South Cherry Street Suite 480 Denver, CO 80246	U.S.	Chief Executive Officer and President	0%	0%
Lee Barnhill c/o 501 South Cherry Street Suite 480 Denver, CO 80246	U.S.	Secretary	0%	0%
Cherry Creek Radio LLC 501 South Cherry Street Suite 480 Denver, CO 80246	Delaware Limited Liability Company	Manager	0%	0%

* The remaining 55.36% of total assets is debt held by a commercial lending company that does not provide any programming to any of the stations involved in this application and does not have any attributable media interests. The percentage of total assets held by Cherry Creek Media, LLC will change slightly at the closing of this transaction based on the simultaneous refinancing of Cherry Creek Broadcasting, LLC's loans with its lenders in connection with this transaction.

CHERRY CREEK MEDIA, LLC				
Name / Address	Citizenship	Positional Interest	Percent of Votes	Percent of Total Assets
Cherry Creek Media, LLC 501 South Cherry Street Suite 480 Denver, CO 80246	Delaware Limited Liability Company	--	--	--
Cherry Creek Radio LLC 501 South Cherry Street Suite 480 Denver, CO 80246	Delaware Limited Liability Company	Managing Member	100%	75%*
Joseph Schwartz c/o 501 South Cherry Street Suite 480 Denver, CO 80246	U.S.	Chief Executive Officer and President	0%	0%
Lee Barnhill c/o 501 South Cherry Street Suite 480 Denver, CO 80246	U.S.	Secretary	0%	0%

* There are other members of Cherry Creek Media, LLC that own equity interests in the Company, but they are non-voting, non-attributable members. The limited liability company agreement of Cherry Creek Media, LLC includes the Commission's insulating language for such members. Therefore, such members are not listed here.

CHERRY CREEK RADIO LLC				
Name / Address	Citizenship	Positional Interest	Percent of Votes	Percent of Total Assets
Cherry Creek Radio LLC 501 South Cherry Street Suite 480 Denver, CO 80246	Delaware Limited Liability Company	--	--	--
Arlington Capital Partners, L.P. 600 New Hampshire Avenue, NW Suite 660 Washington, DC 20037	Delaware Limited Partnership	Member	97.14%	80.21%
ACP/CCR Holdings, LLC 600 New Hampshire Avenue, NW Suite 660 Washington, DC 20037	Delaware Limited Liability Company	Member	0%	17.60%
Arlington Capital Employee Co-Investment, LLC 600 New Hampshire Avenue, NW Suite 660 Washington, DC 20037	Delaware Limited Liability Company	Member	0.53%	0.54%
Joseph Schwartz c/o 501 South Cherry Street, Suite 480 Denver, CO 80246	U.S.	Member, Director, Chief Executive Officer & President	1.24%	.88%
Dan Gittings c/o 501 South Cherry Street, Suite 480 Denver, CO 80246	U.S.	Member	.46%	.33%
Kirk Warshaw c/o 501 South Cherry Street, Suite 480 Denver, CO 80246	U.S.	Member, Chief Financial Officer & Treasurer	.62%	.44%

**CCR-BILLINGS IV, LLC
EXHIBIT 12**

Daniel C. Savadove 829 Colony Court Bryn Mawr, PA 19010	U.S.	Member	0%	0%
Perry W. Steiner c/o Arlington Capital Partners, L.P. 600 New Hampshire Avenue, NW, Suite 660 Washington, DC 20037	U.S.	Director	0%	0%
Matthew Altman c/o Arlington Capital Partners, L.P. 600 New Hampshire Avenue, NW, Suite 660 Washington, DC 20037	U.S.	Director	0%	0%
Jesse Liu c/o Arlington Capital Partners, L.P. 600 New Hampshire Avenue, NW, Suite 660 Washington, DC 20037	U.S.	Director	0%	0%
Lee Barnhill c/o Cherry Creek Radio LLC 501 South Cherry Street Suite 480 Denver, CO 80246	U.S.	Secretary	0%	0%

ARLINGTON CAPITAL EMPLOYEE CO-INVESTMENT, LLC				
Name / Address	Citizenship	Positional Interest	Percent of Votes	Percent of Total Assets*
Arlington Capital Employee Co-Investment, LLC 600 New Hampshire Avenue, NW, Suite 660 Washington, DC 20037	Delaware Limited Liability Company	--	--	--
Paul G. Stern c/o Arlington Capital Partners, L.P. 600 New Hampshire Avenue, NW, Suite 660 Washington, DC 20037	U.S.	Member	25%	35.56%
Raymond W. Smith c/o Arlington Capital Partners, L.P. 600 New Hampshire Avenue, NW, Suite 660 Washington, DC 20037	U.S.	Member	25%	35.56%
Robert I. Knibb c/o Arlington Capital Partners, L.P. 600 New Hampshire Avenue, NW, Suite 660 Washington, DC 20037	U.S.	Member	25%	17.77%
Jeffrey H. Freed c/o Arlington Capital Partners, L.P. 600 New Hampshire Avenue, NW, Suite 660 Washington, DC 20037	U.S.	Member	25%	11.11%
Perry W. Steiner c/o Arlington Capital Partners, L.P. 600 New Hampshire Avenue, NW, Suite 660 Washington, DC 20037	U.S.	Managing Director	0%	0%

*Note: The “percent of total assets” is based on the capital contributions of each member. Each member also is entitled to a percentage of profits that is different from the percentage of capital contributed by such member. Because there are no multiple ownership issues present in this application involving the Commission’s “equity-debt-plus” calculation, and due to the difficulty of calculating the percent of total assets based on a combination of the members’ percent of capital contributed and percent of profits, the percent of total assets reported for these members is based solely on their capital contributions.

ACP/CCR HOLDINGS, LLC				
Name / Address	Citizenship	Positional Interest	Percent of Votes	Percent of Total Assets
ACP/CCR Holdings, LLC 600 New Hampshire Avenue, NW Suite 660 Washington, DC 20037	Delaware Limited Liability Company	--	--	--
Arlington Capital Partners, L.P. 600 New Hampshire Avenue, NW Suite 660 Washington, DC 20037	Delaware Limited Partnership	Member	1.498%	1.498%
ACP/CCR Holdings, Inc. 600 New Hampshire Avenue, NW Suite 660 Washington, DC 20037	Delaware Corporation	Member	98.502%	98.502%

ACP/CCR HOLDINGS, INC.				
Name / Address	Citizenship	Positional Interest	Percent of Votes	Percent of Total Assets
ACP/CCR Holdings, Inc. 600 New Hampshire Avenue, NW Suite 660 Washington, DC 20037	Delaware Corporation	--	--	--
Arlington Capital Partners, L.P. 600 New Hampshire Avenue, NW Suite 660 Washington, DC 20037	Delaware Limited Partnership	Sole Stockholder	100%	12.707%*
Perry W. Steiner c/o Arlington Capital Partners, L.P. 600 New Hampshire Avenue, NW, Suite 660 Washington, DC 20037	U.S.	President and Director	0%	0%
Matthew L. Altman c/o Arlington Capital Partners, L.P. 600 New Hampshire Avenue, NW, Suite 660 Washington, DC 20037	U.S.	Secretary	0%	0%

*Note: The remaining 87.293% of total assets is debt held by an entity that does not trigger an EDP analysis.

ARLINGTON CAPITAL PARTNERS, L.P.*				
Name / Address	Citizenship	Positional Interest	Percent of Votes	Percent of Total Assets
Arlington Capital Partners, L.P. 600 New Hampshire Avenue, NW Suite 660 Washington, DC 20037	Delaware Limited Partnership	--	--	--
Arlington Capital Group, LLC 600 New Hampshire Avenue, NW Suite 660 Washington, DC 20037	Delaware Limited Liability Company	General Partner	100.00%	1.22%**

*The partnership agreement of Arlington Capital Partners, L.P. includes the Commission's insulating language for limited partners. Therefore, the limited partners of Arlington Capital Partners, L.P. are not listed here.

** The remaining 98.78% of total assets is held by the non-attributable limited partners of Arlington Capital Partners, L.P.

ARLINGTON CAPITAL GROUP, L.L.C.				
Name / Address	Citizenship	Positional Interest	Percent of Votes	Percent of Total Assets*
Arlington Capital Group, L.L.C. 600 New Hampshire Avenue, NW Suite 660 Washington, DC 20037	Delaware Limited Liability Company	--	--	--
Paul G. Stern c/o Arlington Capital Partners, L.P. 600 New Hampshire Avenue, NW, Suite 660 Washington, DC 20037	U.S.	Member	25%	35.56%
Raymond W. Smith c/o Arlington Capital Partners, L.P. 600 New Hampshire Avenue, NW, Suite 660 Washington, DC 20037	U.S.	Member	25%	35.56%
Robert I. Knibb c/o Arlington Capital Partners, L.P. 600 New Hampshire Avenue, NW, Suite 660 Washington, DC 20037	U.S.	Member	25%	17.77%
Jeffrey H. Freed c/o Arlington Capital Partners, L.P. 600 New Hampshire Avenue, NW, Suite 660 Washington, DC 20037	U.S.	Member	25%	11.11%
Perry W. Steiner c/o Arlington Capital Partners, L.P. 600 New Hampshire Avenue, NW, Suite 660 Washington, DC 20037	U.S.	Managing Director	0%	0%

*Note: The “percent of total assets” is based on the capital contributions of each member. Each member also is entitled to a percentage of profits that is different from the percentage of capital contributed by such member. Because there are no multiple ownership issues present in this application involving the Commission’s “equity-debt-plus” calculation, and due to the difficulty of calculating the percent of total assets based on a combination of the members’ percent of capital contributed and percent of profits, the percent of total assets reported for these members is based solely on their capital contributions.