

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

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

\* 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.

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

\* 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.

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

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

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

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

\*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.

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

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

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

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

**\*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.**

<b>ARLINGTON CAPITAL GROUP, L.L.C.</b>				
<b>Name / Address</b>	<b>Citizenship</b>	<b>Positional Interest</b>	<b>Percent of Votes</b>	<b>Percent of Total Assets*</b>
<b>Arlington Capital Group, L.L.C. 600 New Hampshire Avenue, NW Suite 660 Washington, DC 20037</b>	<b>Delaware Limited Liability Company</b>	<b>--</b>	<b>--</b>	<b>--</b>
<b>Paul G. Stern c/o Arlington Capital Partners, L.P. 600 New Hampshire Avenue, NW, Suite 660 Washington, DC 20037</b>	<b>U.S.</b>	<b>Member</b>	<b>25%</b>	<b>35.56%</b>
<b>Raymond W. Smith c/o Arlington Capital Partners, L.P. 600 New Hampshire Avenue, NW, Suite 660 Washington, DC 20037</b>	<b>U.S.</b>	<b>Member</b>	<b>25%</b>	<b>35.56%</b>
<b>Robert I. Knibb c/o Arlington Capital Partners, L.P. 600 New Hampshire Avenue, NW, Suite 660 Washington, DC 20037</b>	<b>U.S.</b>	<b>Member</b>	<b>25%</b>	<b>17.77%</b>
<b>Jeffrey H. Freed c/o Arlington Capital Partners, L.P. 600 New Hampshire Avenue, NW, Suite 660 Washington, DC 20037817</b>	<b>U.S.</b>	<b>Member</b>	<b>25%</b>	<b>11.11%</b>
<b>Perry W. Steiner c/o Arlington Capital Partners, L.P. 600 New Hampshire Avenue, NW, Suite 660 Washington, DC 20037</b>	<b>U.S.</b>	<b>Managing Director</b>	<b>0%</b>	<b>0%</b>

\*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.