

EXHIBIT 10

DESCRIPTION OF TRANSACTION

As the ultimate parent of the licensee company for the instant station(s), Radio One, Inc. (“ROI”), plans to restructure certain subsidiaries that have been formed or will be formed for the principal purpose of simplifying ROI’s organizational structure, consolidating certain operations, and minimizing tax and administrative complexity. Upon completion of the transactions described below, each of the FCC licenses controlled by ROI that are the subject of this application would be held by a license subsidiary that will hold such FCC licenses as its sole or principal asset. Each licensee would have an operating agreement with the affiliated entity that holds the assets necessary to operate the station(s) for which the licensee holds one or more FCC licenses, and the licensee would have access to those assets. The licenses would not be assigned or transferred to any third party separately from the assets necessary to operate the station(s).

Each of these transactions is *pro forma* in nature, since there will be no change in ownership of ROI, the parent company with ultimate control over all of the stations owned by the existing or new subsidiary companies described below.

ROI is seeking Commission approval for the following transactions:

Station WKYS(FM), Washington, DC	Station WFXC(FM), Durham, NC
Station WMMJ(FM), Bethesda, MD	Station WFXK(FM), Tarboro, NC
Station WOL(AM), Washington, DC	Station WNNL(FM), Fuquay-Varina, NC
Station WERQ-FM, Baltimore, MD	Station WKJS(FM), Crewe, VA
Station WWIN(AM), Baltimore, MD	Station WCDX(FM), Mechanicsville, VA
Station WWIN-FM, Glen Burnie, MD	Station WRHH(FM), Petersburg, VA
Station WOLB(AM), Baltimore, MD	Station WGCV(AM), Petersburg, VA
Station WENZ(FM), Cleveland, OH	Station WJMO-FM, Richmond, VA
Station WERE(AM), Cleveland, OH	Station KKBT(FM), Los Angeles, CA
Station WZAK(FM), Cleveland, OH	Station K261AB, New Hall, CA
Station WJMO(AM), Cleveland Heights, OH	Station WVCG(AM), Coral Gables, FL
Station WPHI-FM, Jenkintown, PA	Station KBFB(FM), Dallas, TX
Station WPLY(FM), Media, PA	Station KTXQ-FM, Gainesville, TX
Station WBOT(FM), Brockton, MA	Station KBXX(FM), Houston, TX
Station WFUN-FM, Bethalto, IL	Station KMJQ(FM), Houston, TX
Station WQOK(FM), South Boston, VA	

Radio One Licenses, Inc. (“ROL”) is the licensee of the stations listed above. After the transactions described in the following paragraphs, ROL would be converted into Radio One Licenses, LLC (“ROLL”), a Delaware limited liability company wholly owned by ROI. ROLL would be the licensee of the stations.

By a separate transaction not requiring Commission approval, ROI would contribute the non-license assets of Stations KBFB(FM), KBXX(FM), KTXQ-FM, and KMJQ(FM) to Radio One of Texas, L.P. (“ROTLP”), a Delaware limited partnership. ROTLP would be 1% owned by Radio One of Texas I, LLC (“ROTLI”), a Delaware limited liability company that would be the general partner of ROTLP, and 99% owned by Radio One of Texas II, LLC (“ROTLII”), a Delaware limited liability company that would be the limited partner of ROTLP. In turn, ROTLI and ROTLII would be wholly owned by ROI. As licensee of Stations KBFB(FM), KBXX(FM), KTXQ-FM, and KMJQ(FM), ROLL would have an operating agreement with ROTLP and would have access to the assets necessary to operate the stations for which it is the licensee. The licenses for Stations KBFB(FM), KBXX(FM), KTXQ-FM, and KMJQ(FM) would not be assigned or transferred to any third party separately from the assets necessary to operate the stations.

Station WHHH(FM), Indianapolis, IN
Station WTLC-FM, Greenwood, IN
Station WTLC(AM), Indianapolis, IN
Station WYJZ(FM), Lebanon, IN
Station WDNI-LP, Indianapolis, IN

ROL is the licensee of Stations WHHH(FM), WTLC-FM, WTLC(AM), WYJZ(FM), and WDNI-LP. ROL would transfer the licenses for the stations to Radio One of Indiana, LLC (“ROINLLC”), a Delaware limited liability company. ROINLLC would be wholly owned by Radio One of Indiana, L.P. (“ROINLP”), a Delaware limited partnership. ROI would hold a 99% general partnership interest in ROINLP and Bell Broadcasting Company would own a 1% limited partnership interest in ROINLP. By a separate transaction, ROI would contribute the non-license assets of Stations WYJZ(FM), WHHH(FM), WTLC(AM), WTLC-FM, and WDNI-LP to ROINLP. Upon completion of the transaction, ROINLLC would be the licensee of Stations WYJZ(FM), WHHH(FM), WTLC(AM), WTLC-FM, and WDNI-LP.

Station WYCB(AM), Washington, DC

WYCB Acquisition Corporation, parent of the licensee of Station WYCB(AM), would be liquidated into ROI. Broadcast Holdings, Inc., the licensee of Station WYCB(AM), would be merged into ROL. As indicated above, ROL would be converted into ROLL, which in turn would be wholly owned by ROI. Upon the completion of the transaction, ROLL would be the licensee of Station WYCB(AM).

Station WDMK(FM), Mt. Clemens, MI

Allur-Detroit, Inc. (“Allur”), parent of the licensee of Station WDMK(FM), would be merged into Bell Broadcasting Company (“Bell”). Allur and Bell are existing wholly owned subsidiaries of ROI. Allur Licenses, Inc., the licensee of Station WDMK(FM), would be merged into Radio One of Detroit, Inc. (“RODI”), a wholly-owned subsidiary of Bell. RODI would be converted into Radio One of Detroit, LLC (“RODL”), a Delaware limited liability company wholly owned by Bell. Upon completion of the transaction, RODL would be the licensee of Station WDMK(FM).

Station WCHB(AM), Taylor, MI
Station WDTJ-FM, Detroit, MI

RODI is a wholly owned subsidiary of Bell, which is in turn a wholly owned subsidiary of ROI. RODI is the licensee of Stations WCHB(AM) and WDTJ-FM. RODI would be converted into RODL. Upon completion of the transaction, RODL would be the licensee of Stations WCHB(AM) and WDTJ-FM.

Station WILD(AM), Boston, MA

Radio One of Boston Licenses, Inc. (“ROBL”), licensee of Station WILD(AM), would be converted into Radio One of Boston Licenses, LLC (“ROBLL”), a Delaware limited liability company. ROBLL would be a wholly owned subsidiary of Radio One of Boston, Inc., which is a wholly owned subsidiary of ROI. Upon completion of the transaction, ROBLL would be the licensee of Station WILD(AM).

Station WEGF(FM), Fayetteville, GA

ROA Licenses, Inc. (“ROA”), is a wholly owned subsidiary of Radio One of Atlanta, Inc. (“ROAI”), which is in turn a wholly owned subsidiary of ROI. ROA is the licensee of Station WEGF(FM). ROA would be converted into ROA Licenses, LLC (“ROAL”), a Delaware limited liability company wholly owned by ROAI. ROAI would be converted into Radio One of Atlanta, LLC (“ROALLC”), a Delaware limited liability company wholly owned by ROI. Upon completion of the transaction, ROAL would be the licensee of Station WEGF(FM).

Station WJZZ-FM, Roswell, GA

Dogwood Licenses, Inc. (“DLI”), is a wholly owned subsidiary of Dogwood Communications, Inc. (“DCI”). DLI is the licensee of Station WJZZ-FM. DCI would be liquidated into ROAI, which would be converted into ROALLC (wholly owned by ROI). DLI would be merged into ROA, which would be converted into ROAL. ROAL would be wholly owned by ROAI. ROAI would be converted into ROALLC. Upon completion of the transaction, ROAL would be the licensee of Station WJZZ-FM.

Station WCHH(FM), Harrisburg, NC

Radio One of North Carolina, Inc. (“RONC”), is a wholly owned subsidiary of Davis Broadcasting of Charlotte, Inc. (“DBC”), which is in turn a wholly owned subsidiary of Radio One of Charlotte, LLC. (“ROCL”), which is in turn a wholly owned subsidiary of ROI. RONC is the licensee of Station WCHH(FM). RONC would be converted into Radio One of North Carolina, LLC (“RONCL”), a Delaware limited liability company. DBC would be converted into Charlotte Broadcasting, LLC (“CBL”), a Delaware limited liability company. Upon completion of the transaction, RONCL would be a wholly owned subsidiary of CBL, which would be a wholly owned subsidiary of ROCL, which would be a wholly owned subsidiary of ROI. RONCL would be the licensee of Station WCHH(FM).

Station WAEG(FM), Evans, GA
Station WAEJ(FM), Waynesboro, GA
Station WTHB(AM), Augusta, GA
Station WAKB(FM), Wrens, GA
Station WFXA-FM, Augusta, GA

Radio One of Augusta, Inc. (“ROAUG”), is a wholly owned subsidiary of ROCL, which is in turn a wholly owned subsidiary of ROI. ROAUG is the licensee of Stations WAEG(FM), WAEJ(FM), WTHB(AM), WAKB(FM), and WFXA-FM. ROAUG would be converted into Radio One of Augusta, LLC (“ROAUGL”), a Delaware limited liability company. Upon completion of the transaction, ROAUGL would be a wholly owned subsidiary of ROCL, which would be a wholly owned subsidiary of ROI. ROAUGL would be the licensee of Stations WAEG(FM), WAEJ(FM), WTHB(AM), WAKB(FM), and WFXA-FM.