

STATEMENT REGARDING MULTIPLE OWNERSHIP

Millennium Shore License Holdco, LLC ("Millennium Shore"), which is indirectly wholly-owned and controlled by Millennium Radio Group, LLC ("Millennium Radio"), seeks to acquire herein from Nassau Broadcasting II, L.L.C. radio broadcast stations WJLK-FM, Asbury Park, New Jersey, WADB(AM), Asbury Park, New Jersey, and WBBO(FM), Ocean Acres, New Jersey. Concurrently with the instant application, Millennium Shore filed applications on FCC Form 314 seeking Commission consent to acquire radio broadcast stations WOBM(AM), Lakewood Township, New Jersey, and WOBM-FM, Toms River, New Jersey, from North Shore Broadcasting Corporation and Seashore Broadcasting Corporation, respectively. See FCC File Nos. BAL-20010618AAT and BALH-20010618AAU.

On June 11, 2001, Millennium Atlantic City II License Holdco, LLC, which is also indirectly wholly-owned and controlled by Millennium Radio, filed an application on FCC Form 314 seeking to acquire radio broadcast station WBSS-FM, Millville, New Jersey from Press Communications, LLC ("Press"). See FCC File No. BALH-20010611AEE. In addition, on June 8, 2001, Millennium Central New Jersey License Holdco, LLC, another subsidiary of Millennium Radio, filed an application on FCC Form 314 seeking to acquire radio broadcast stations WKXW(FM) and WBUD(AM), Trenton, New Jersey, from Press. See FCC File Nos. BALH/BALH-20010608AAQ, AAR.

Finally, on May 11, 2001, the Commission granted its consent to the voluntary assignment of licenses for radio broadcast stations WFPG(AM), WFPG-FM and WPUR(FM), Atlantic City, New Jersey, from Citadel Broadcasting Company ("Citadel") to Millennium Atlantic City License Holdco, LLC ("Millennium Atlantic City"), another subsidiary of Millennium Radio. The assignments were consummated on June 30, 2001. In addition, Millennium Atlantic City has assumed Citadel's rights and obligations pursuant to a time brokerage agreement for radio station WKOE(FM) in Ocean City, New Jersey.

The attached duopoly map prepared by Dataworld shows the principal community contours of each of the above-mentioned stations. As can be seen from the map, the acquisition of stations WJLK-FM, WADB(AM), WBBO(FM), WOBM(AM) and WOBM-FM, combined with the Press and Citadel stations listed above, creates eight "radio markets" for purposes of the Commission's multiple ownership rules. As demonstrated below, common ownership of all of the above-mentioned stations is in full compliance with the Commission's multiple ownership regulations. See 47 C.F.R. § 73.3555(a).

I. Radio Market One: WBUD(AM) and WKXW(FM)

The first radio market is defined by the principal community contours of radio broadcast stations WBUD(AM) and WKXW(FM). Common ownership of WBUD(AM) and WKXW(FM) by Press has previously been approved by the Commission, and these stations are also currently under common ownership in compliance with Section 73.3555(a) of the Commission's regulations. Under Section 73.3555(a)(1)(i) of the Commission's rules, in a radio market with 45 or more commercial radio stations, a party may own, operate, or control up to 8 commercial radio stations, not more than 5 of which are in the same service (AM or FM). See 47 C.F.R. § 73.3555(a)(1)(i). As illustrated in the attached Dataworld duopoly map and study, there are approximately 45 commercial radio stations whose principal community contours overlap the principal community contours of WBUD(AM) and/or WKXW(FM). Accordingly, common ownership of these two stations is in full compliance with the Commission's regulations.

II. Radio Market Two: WKXW(FM) and WOBB(AM)

The second radio market is defined by the principal community contours of radio broadcast stations WKXW(FM) and WOBB(AM). Under Section 73.3555(a)(1)(i) of the Commission's rules, in a radio market with 45 or more commercial radio stations, a party may own, operate, or control up to 8 commercial radio stations, not more than 5 of which are in the same service (AM or FM). See 47 C.F.R. § 73.3555(a)(1)(i). As demonstrated in the attached Dataworld duopoly map and study, there are well over 45 commercial radio stations whose principal community contours overlap the composite contours of WKXW(FM) and WOBB(AM). Accordingly, common ownership of these two stations is in full compliance with the Commission's regulations.

III. Radio Market Three: WOBB(AM), WADB(AM), WOBB-FM and WBBO(FM) (licensed contour)

The third radio market is defined by the principal community contours of radio broadcast stations WOBB(AM), WADB(AM), WOBB-FM and the licensed contour of WBBO(FM) – two AM stations and two FM stations. Under Section 73.3555(a)(1)(iii) of the Commission's rules, in a radio market with between 15 and 29 commercial radio stations, a party may own, operate, or control up to 6 commercial radio stations, not more than 4 of which are in the same service (AM or FM). See 47 C.F.R. § 73.3555(a)(1)(iii). As illustrated in the attached Dataworld duopoly map and study, there are at least 19 commercial radio stations whose principal community contours overlap the composite contours of WOBB(AM), WADB(AM), WOBB-FM and the licensed contour of WBBO(FM). Accordingly, common ownership of only two FM and two AM stations in the above-described radio market is in full compliance with the Commission's regulations.

IV. Radio Market Four: WJLK-FM, WOBM(AM) and WADB(AM)

The fourth market is defined by the principal community contours of radio broadcast stations WJLK-FM, WOBM(AM) and WADB(AM). Under Section 73.3555(a)(1)(iii) of the Commission's rules, in a radio market with between 15 and 29 commercial radio stations, a party may own, operate, or control up to 6 commercial radio stations, not more than 4 of which are in the same service (AM or FM). See 47 C.F.R. § 73.3555(a)(1)(iii). As illustrated in the attached Dataworld duopoly map and study, there are at least 17 commercial radio stations whose principal community contours overlap the composite contours of WJLK-FM, WOBM(AM) and WADB(AM). Accordingly, common ownership of these stations is in full compliance with the Commission's regulations.

V. Radio Market Five: WFPG(AM), WOBM(FM) and WBBO(FM) (licensed and permit contours)

The fifth radio market is defined by the principal community contours of radio broadcast stations WFPG(AM), WOBM(FM) and the licensed and permit contours of WBBO(FM). Under Section 73.3555(a)(1)(iii) of the Commission's rules, in a radio market with between 15 and 29 commercial radio stations, a party may own, operate, or control up to 6 commercial radio stations, not more than 4 of which are in the same service (AM or FM). See 47 C.F.R. § 73.3555(a)(1)(iii). As illustrated in the attached Dataworld duopoly map and study, there are at least 24 commercial radio stations whose principal community contours overlap the principal community service contours of WFPG(AM), WOBM(FM) and/or the licensed and permit contours of WBBO(FM). Accordingly, the proposed common ownership of only two FM stations and one AM station in the above-described radio market is in full compliance with the Commission's rules.

VI. Radio Market Six: WFPG(AM), WOBM(AM), WADB(AM) and WBBO(FM) (licensed contour)

The sixth radio market is defined by the principal community contours of radio broadcast stations WFPG(AM), WOBM(AM), WADB(AM) and the licensed contour of WBBO(FM) – three AM stations and one FM station. Under Section 73.3555(a)(1)(ii) of the Commission's rules, in a radio market with between 30 and 44 radio stations, a party may own, operate, or control up to 7 commercial radio stations, not more than 4 of which are in the same service (AM or FM). See 47 C.F.R. § 73.3555(a)(1)(ii). As demonstrated in the attached Dataworld duopoly map and study, there are nearly 40 commercial radio stations whose principal community contours overlap the composite contours of WFPG(AM), WOBM(AM), WADB(AM) and WBBO(FM). Accordingly, the proposed

common ownership of only three AM stations and one FM station in the above-described radio market is in full compliance with the Commission's regulations.

**VII. Radio Market Seven: WFPG(AM), WFPG-FM and
WBBO(FM) (licensed and permit contours)**

The seventh radio market is defined by the principal community contours of radio broadcast stations WFPG(AM), WFPG-FM, and the licensed and permit contours of WBBO(FM). Under Section 73.3555(a)(1)(iii) of the Commission's rules, in a radio market with between 15 and 29 commercial radio stations, a party may own, operate, or control up to 6 commercial radio stations, not more than 4 of which are in the same service (AM or FM). See 47 C.F.R. § 73.3555(a)(1)(iii). As illustrated in the attached Dataworld duopoly map and study, there are at least 24 commercial radio stations whose principal community contours overlap the composite contours of WFPG(AM), WFPG-FM, and the licensed and permit contours of WBBO(FM). Accordingly, common ownership of these stations is in full compliance with the Commission's regulations.

**VIII. Radio Market Eight: WFPG(AM), WFPG-FM, WPUR(FM),
WBSS-FM and WKOE(FM)**

The eighth radio market is defined by the principal community contours of stations WFPG(AM), WFPG-FM, WPUR(FM), WBSS-FM and WKOE(FM) – one AM station and four FM stations. Under Section 73.3555(a)(1)(ii) of the Commission's rules, in a radio market with between 30 and 44 commercial radio stations, a party may own, operate or control up to 7 commercial radio stations, not more than 4 of which are in the same service (AM or FM). See 47 C.F.R. § 73.3555(a)(ii). As illustrated in the attached Dataworld duopoly map and study, there are over 30 commercial radio stations whose principal community contours overlap the principal community service contours of WFPG(AM), WFPG-FM, WPUR(FM), WBSS-FM and/or WKOE(FM). Accordingly, the proposed common ownership of four FM stations and one AM station in the above-described radio market is in full compliance with the Commission's regulations.