

**EXHIBIT 6**  
**Section III, Item 3**

**AGREEMENTS**

This application, and eleven other contemporaneously-filed applications, seek Federal Communications Commission (“FCC”) consent to the transfer of control (“Transfer of Control”) of certain broadcast license subsidiaries (“ABC Licensees”) from The Walt Disney Company (“TWDC”) to the existing shareholders of TWDC and the existing shareholders of Citadel Broadcasting Corporation pursuant to a merger.

An execution copy of the Agreement and Plan of Merger (“Merger Agreement”), by and among TWDC, ABC Chicago FM Radio, Inc., Citadel Broadcasting Corporation and Alphabet Acquisition Corp. (collectively, the “Merger Parties”), dated as of February 6, 2006, is attached to this application and will be placed in each station’s public inspection file. Also attached is a copy of the Form of Radio Disney Sales Representation Agreement (referenced in Exhibit K of the Merger Agreement).<sup>1</sup> The exhibits and schedules to these agreements have been omitted. The Merger Parties also have omitted the Separation Agreement between TWDC and ABC Chicago, which primarily addresses certain matters related to the internal reorganization of the ABC Licensees. Generally, these materials were omitted because they contain information that is proprietary, is not germane to the Commission’s evaluation of the application, and/or already is in the possession of the FCC. See LUJ, Inc., 17 FCC Rcd 16980, 16983 (2002).

The chart below describes each omission in further detail. Copies of these omitted materials will be provided to the FCC upon request, provided that the Merger Parties reserve the right, in appropriate circumstances, to submit such information pursuant to regulations restricting public access to confidential and propriety information.

Omitted Material	Subject Matter
Schedule - Section 1.1	Business Employees; Key Business Employees; Knowledge; Stockholder Arrangements
Schedule – Section 3.3(a)	Company Stock Options
Schedule – Section 4.1	Due Organization, Good Standing and Corporate Power
Schedule – Section 4.2	Authorization and Validity of Agreement

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<sup>1</sup> The nature of this agreement is addressed more fully in Transferee Exhibits 17 and 18 (regarding Multiple Ownership). Exhibit C to this agreement has been omitted for the reasons set forth above.

Omitted Material	Subject Matter
Schedule – Section 4.3; 5.3	Corporate Authority Relative to this Agreement; No Violation
Schedule – Section 4.4	TWDC Reports and Financial Statements
Schedule – Section 4.5(a); 5.5	Capitalization
Schedule – Section 4.6; 5.6	Affiliate Transactions
Schedule – Section 4.7(a)	Spinco Financial Statements
Schedule – Section 4.7(b)	Undisclosed Liabilities
Schedule – Section 4.8	Information to be Supplied
Schedule – Section 4.9(a); 4.9(b); 4.9(c); 4.9(e); 5.19	Assets
Schedule – Section 4.10(a); 4.10(b); 5.8(b)	Absence of Certain Changes or Events
Schedule – Section 4.11(a); 4.11(b); 5.9	Actions; Litigation
Schedule – Section 4.12(a)	Compliance with Laws; Certain Licenses
Schedule – Section 4.13(a); 4.13(e); 4.13(g); 4.13(k); 5.11	FCC Licenses; Operations of Licensed Facilities
Schedule 5.11(a)	Company FCC Licenses
Schedule 5.11(g)	FCC Proceedings with respect to Company FCC Licenses
Schedule 5.11(l)	Untitled
Schedule – Section 4.14(a); 4.14(b)	Environmental Matters
Schedule – Section 4.15(g); 5.13	Tax Matters
Schedule – Section 4.16(a); 4.16(b) 5.14(a); 5.14(f)	Employee Benefits

Omitted Material	Subject Matter
Schedule – Section 4.17(a)(i); 4.17(a)(ii); 4.17(c); 4.17(d); 4.17(e); 5.15	Labor Matters
Schedule – Section 4.18(a); 4.18(b); 4.18(c); 4.18(d); 5.16	Intellectual Property
Schedule – Section 4.19(a); 4.19(b); 4.19(c); 5.17(a)(i); 5.17(a)(iii); 5.17(a)(iv); 5.17(a)(v); 5.17(a)(vi); 5.17(a)(vii)	Material Contracts
Schedule – Section 5.21	Brokers or Finders
Schedule – Section 6.1(g)	Indebtedness
Schedule – Section 6.1(h)	Employee Arrangements
Schedule – Section 6.2	Ordinary Course
Schedule – Section 6.9(b)(iv)	Pending Renewal Applications
Schedule – Section 6.20	Debt Instruments
Schedule – Section 6.22(a)	Covenant Not to Compete
Exhibit A	Form of Separation Agreement
Exhibit B	Form of Affiliate Agreement
Exhibit C	Form of FIRPTA Certificate
Exhibit D	Form of ABC News Production/Distribution Agreement
Exhibit E	Form of Satellite/DARS License Agreement
Exhibit F	Form of Radio Disney Services Agreement
Exhibit G	Form of ESPN Radio Services Agreement
Exhibit H	Form of Lease Agreements and Term Sheets
Exhibit I	Form of Engineering Services Agreement

Omitted Material	Subject Matter
Exhibit J	Form of ESPN Radio Network Sales Representation Agreement
Exhibit L	Form of Trademark License Agreement (Network)
Exhibit M	Form of Trademark License Agreement (Station)