

Exhibit 5

Multiple Ownership

Pursuant to the Commission's newly revised ownership rules in Section 73.3555, the following Multiple Ownership Study was conducted to determine if a grant of the instant application for KUDE filed by Millcreek Broadcasting, L.L.C. ("Millcreek") will comply with the Rules. The KUDE Community of License is Nephi, UT. Nephi is located in Juab County, UT. Juab County is not located within the geographic boundaries of an Arbitron Rated Market survey area. However, KUDE is considered as "home" to the Salt Lake City-Ogden-Provo, UT Arbitron Market as defined by BIA. Since KUDE has a community of license located outside the Salt Lake City Arbitron Survey Area yet is considered "home" to the Salt Lake City Arbitron Market, the two studies provided herein demonstrate compliance with Section 73.3555.

The first study, "KUDE Multiple Ownership Study – Unrated Market," demonstrates that, using the revised contour overlap method, a grant of the instant application will comply with Section 73.3555, as described herein. Pursuant to the second study, "KUDE Multiple Ownership Study – Salt Lake City Arbitron Market," Millcreek submits that it is in compliance with the Commission's transitional and grandfathering rules and policies so as to permit grant of the instant application.

KUDE Multiple Ownership Study - Unrated Market

Radio station KUDE is licensed to Millcreek Broadcasting, L.L.C. (“Millcreek”). Parties holding attributable interests in Millcreek also hold attributable interests in the following radio stations, which overlap KUDE in the Nephi area:

Station	Channel/Class/Status	City of License	Overlap with KUDE
KUDE(FM)	280C Lic.	Nephi, UT	n/a
KTPM(FM)	248C App	Coalville, UT ¹	YES
KBNZ(FM)	284C App	Lyman, WY ²	YES
KHTB(FM)	235C Lic	Provo, UT ³	YES
KRMF(FM)	291C Lic	Evanston, WY ⁴	YES
KDUT(FM)	272C Lic	Randolph, UT ⁵	YES
KMGR(FM)	240C Lic	Delta, UT ⁶	YES
KNJQ(FM)	286C Lic	Manti, UT	YES
KTCE(FM)	222A Lic, 221A CP	Payson, UT ⁷	YES
KOVO(AM)	960 kHz Lic & App	Provo, UT ⁸	YES

The accompanying map illustrates the area encompassed by the principal community contours (predicted 5 mV/m groundwave AM contours and predicted 3.16 mV/m FM contours) of the stations that are mutually overlapping and are commonly attributable. As shown on the

¹ 3 Point Media – Franklin, LLC is the licensee of KTPM and shares common principals with Millcreek.

² 3 Point Media – Utah, LLC is the licensee of KBNZ and shares common principals with Millcreek.

³ 3 Point Media – Salt Lake City, LLC is the licensee of KHTB and shares common principals with Millcreek.

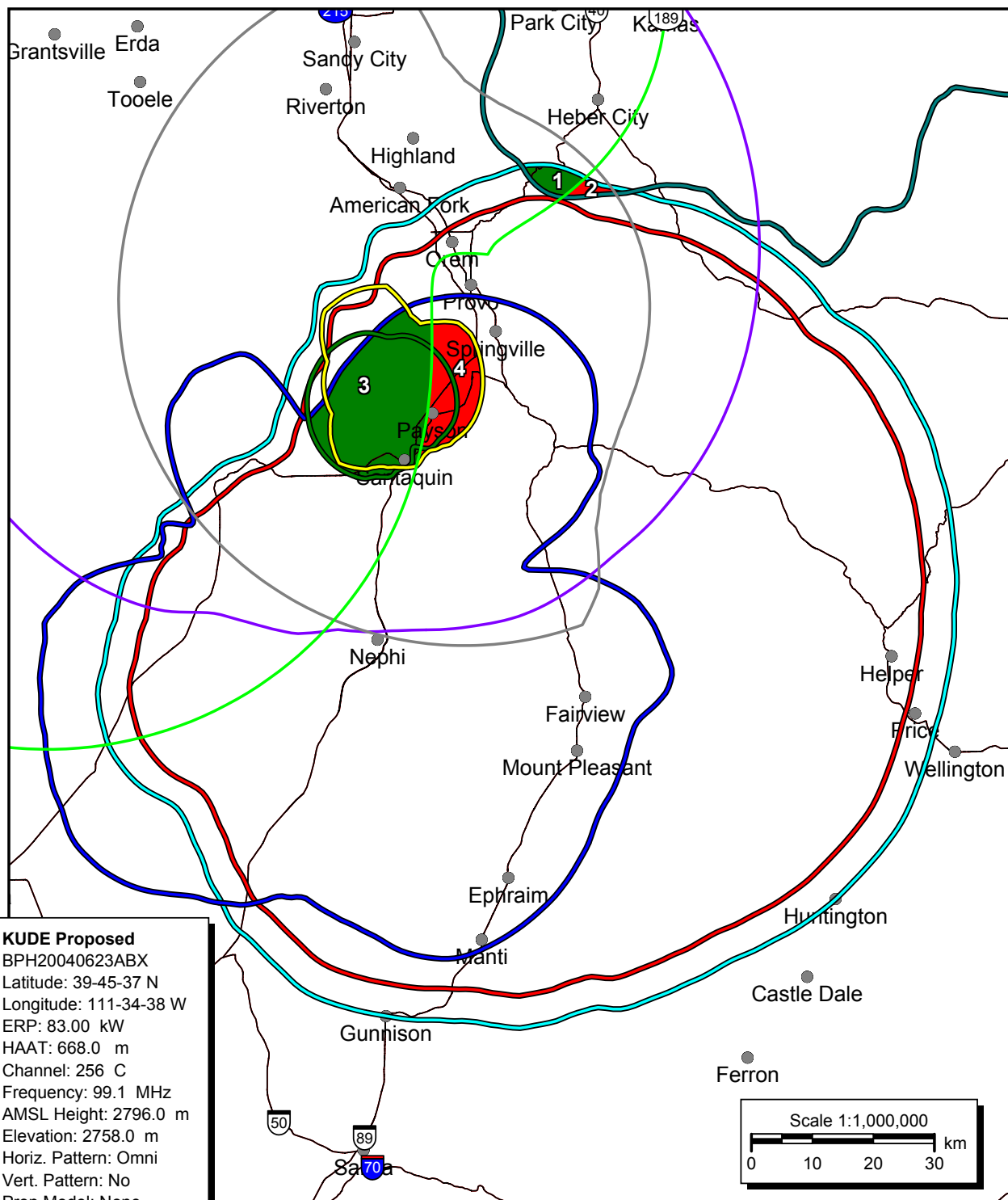
⁴ Rocky Mountain Radio Network, Inc. is the licensee of KRMF and is a wholly owned subsidiary of Millcreek. The Commission has granted its consent for a transfer of control of Rocky Mountain Radio Network, Inc. to Bustos Media Holdings of Utah, LLC (“Bustos”). Upon consummation of the transfer, Millcreek will no longer hold an attributable interest in KRMF.

⁵ Millcreek is the licensee of KDUT. The Commission has granted its consent to the assignment of license of KDUT from Millcreek to Bustos. Upon consummation of that assignment, Millcreek will no longer hold an attributable interest in KDUT.

⁶ 3 Point Media – Delta, LLC is the licensee of KMGR and shares common principals with Millcreek.

⁷ KTCE is licensed to Moenkopi Communications, Inc., and is operating pursuant to a Time Brokerage Agreement with Millcreek Broadcasting, LLC.

⁸ Millcreek is the licensee of KOVO. The Commission has granted its consent to the assignment of license of KOVO from Millcreek to Simmons-SLC, LS, LLC. Upon consummation of that assignment, Millcreek will no longer hold an attributable interest in KOVO.



- KUDE Proposed
- KNJQ
- KMGR
- KTCE Lic
- KTCE CP
- KDUT-KRMF-KBNZ-KTPM
- KHTB
- KOVO AM (Lic)
- KOVO AM (App)

AREAS OF CONCERN:

Market	FM STATIONS	AM STATIONS
1	KUDE, KHTB, KDUT, KRMF, KBNZ(App), KTPM (App)	KOVO AM (App/Lic)
2	KUDE, KHTB, KDUT, KRMF, KBNZ(App), KTPM (App)	KOVO AM (Lic only)
3	KUDE, KNJQ, KHTB, KTCE (Lic/CP), KMGR	KOVO AM (App/Lic)
4	KUDE, KNJQ, KHTB, KTCE (Lic/CP), KMGR	KOVO AM (Lic only)

accompanying map and in Table 2, parties holding attributable interests in Millcreek hold attributable interests in facilities forming four radio markets, as defined under the interim methodology, identified herein as Radio Market #1, #2, #3, and #4.

TABLE 2

Mkt	FM Stations	AM Stations
1	KUDE, KHTB, KDUT, KRMF, KBNZ (App), KTPM (App)	KOVO AM (Lic/App)
2	KUDE, KHTB, KDUT, KRMF, KBNZ (App), KTPM (App)	KOVO AM (Lic)
3	KUDE, KHTB, KNJQ, KTCE (Lic/CP), KMGR	KOVO AM (Lic/App)
4	KUDE, KHTB, KNJQ, KTCE (Lic/CP), KMGR	KOVO AM (Lic)

Radio Markets #1 & #2:

The radio stations that define each Radio Market (the “numerator” stations) are listed in Table 2. The radio stations included in the total number of stations in Radio Markets #1 and #2 (the “denominator” stations) include only those stations listed in Table 3.

The radio stations listed in Table 3 satisfy the following requirements:

- Each is a full-power radio station whose principal community contour overlaps or intersects at least one of the principal community contours that define the radio market; and
- Each station has its transmitter site located within 92 kilometers from the perimeter of the area of mutual overlap of the commonly attributable stations that define the radio market.

Any stations which are commonly attributable with KUDE and do not define the radio market are not included in the denominator. Commercial and noncommercial stations have been counted in the denominator.

The following forty-nine (49) stations listed in Table 3 are included in the “denominator” for Radio Markets #1 and #2:

TABLE 3

1 KOVO.L 401244N 1114013W 960 00 5.0 PROVO UT BL19830118AH
2 KALL.L 405329N 1115628W 89.7 353 700 50 NORTH SALT LA UT BL19831116AA
3 KBEE.L 403630N 1120934W 64.4 333 254C 40 Salt Lake Cit UT BLH19880104KB
4 KBER.L 403934N 1121205W 71.1 333 266C 25 Ogden UT BMLH20021203ACC
5 KBJA.L 404247N 1115553W 69.9 352 1640 10 SANDY UT BL20010529ACQ
6 KBYUFM.L 403628N 1120933W 64.4 333 206C 32 Provo UT BLED19920706KB

7 KBZN.L 403935N 1121205W 71.1 333 250C 26 Ogden UT BLH19781208AG
 8 KCPW.L 404550N 1120050W 76.7 347 1010 50 TOOELE UT BML20030610AEA
 9 KCPWFM.L 404548N 1115323W 75.1 355 202A 2.35 Salt Lake Cit UT BLED20000724AAG
 10 KCPX.L 403934N 1121205W 71.1 333 289C 25 Centerville UT BLH20021125AAS
 11 KDUT.L 405216N 1105943W 111.5 38 272C 89 Randolph UT BLH20030729AEW
 12 KDYL.L 403208N 1120438W 54.1 336 1060 10 SOUTH SALT LA UT BL20011001AMG
 13 KEGA.L 405216N 1105943W 111.5 38 268C 89 Oakley UT BLH20030604ABC
 14 KENZ.L 401648N 1115605W 23.3 335 298C 45 Orem UT BLH19850517KF
 15 KEYY.L 401349N 1114112W 19.4 36 1450 1 PROVO UT BL
 16 KFNZ.L 403836N 1115524W 62.1 352 1320 5 SALT LAKE CIT UT BL
 17 KHQN.L 400430N 1113942W 13.7 96 1480 1 SPANISH FORK UT BL
 18 KHTB.L 401658N 1115611W 23.6 335 235C 48 Provo UT BLH19801219AI
 19 KJQS.L 403957N 1115426W 64.5 353 1230 1 MURRAY UT BL
 20 KKAT.L 404247N 1115553W 69.9 352 860 10 SALT LAKE CIT UT BL19891129AA
 21 KLLB.L 403306N 1115817W 52.9 346 1510 10 WEST JORDAN UT BL19830208AE
 22 KMRI.L 404316N 1120229W 72.6 345 1550 10 WEST VALLEY C UT BL19970213AC
 23 KNRS.L 404909N 1115556W 81.6 353 570 5 SALT LAKE CIT UT BL19910522AB
 24 KODJ.L 403622N 1120949W 64.4 333 231C 40 Salt Lake Cit UT BLH7863
 25 KOHS.L 401732N 1114058W 25.4 27 219A 1.75 Orem UT BLED19920102KA
 26 KOSYFM.L 403934N 1121205W 71.1 333 293C 25 Spanish Fork UT BLH20021125AAT
 27 KPEB.L 405216N 1105943W 111.5 38 276C 89 Coalville UT BLH20040324AFH
 28 KPGR.L 402148N 1114330W 31.5 14 201A 0.115 Pleasant Grov UT BLED19810914AE
 29 KPQP.L 403935N 1121205W 71.1 333 270C 26 Ogden UT BLH19830912AH
 30 KQMB.L 403934N 1121205W 71.1 333 274C 25 Midvale UT BLH20021113AAL
 31 KRCL.L 403935N 1121205W 71.1 333 215C 16.5 Salt Lake Cit UT BLED19791109AC
 32 KRMF.L 405216N 1105943W 111.5 38 291C 89 Evanston WY BLH20040324AGC⁹
 33 KRRD.L 405408N 1115540W 90.7 354 1600 5 CENTERVILLE UT BL19851009AG
 34 KRSPFM.L 403934N 1121205W 71.1 333 278C 25 Salt Lake Cit UT BLH20021113AAM
 35 KSFI.L 403934N 1121205W 71.1 333 262C 25 Salt Lake Cit UT BMLH20021113AAK
 36 KSL.L 404646N 1120556W 80.2 343 1160 50 SALT LAKE CIT UT BL
 37 KSOP.L 404312N 1115542W 70.6 352 1370 5 SOUTH SALT LA UT BL19811229AB
 38 KSOPFM.L 403934N 1121205W 71.1 333 282C 25 Salt Lake Cit UT BLH20040205AAJ
 39 KSRR.L 401529N 1114224W 21.1 27 1400 1 PROVO UT BL19940421AA
 40 KTKK.L 404130N 1115530W 67.5 352 630 1 SANDY UT BL19800129AB
 41 KTMP.L 403002N 1112655W 55.6 34 1340 1 HEBER CITY UT BL19811120AF
 42 KUBLFM.L 403934N 1121205W 71.1 333 227C 25 Salt Lake Cit UT BLH20021203ACG
 43 KUDE.L 394537N 1113438W 42 150 280C 74 Nephi UT BLH20011213ABC
 44 KUERFM.L 403630N 1120934W 64.4 333 211C 38 Salt Lake Cit UT BMLED20020318AAB
 45 KURR.L 403629N 1120933W 64.4 333 258C 40 Bountiful UT BLH19880311KC
 46 KWDZ.L 403048N 1120023W 49.7 341 910 5 SALT LAKE CIT UT BL19861229AK
 47 KXRK.L 403934N 1121205W 71.1 333 242C 25 Provo UT BLH20021113AAN
 48 KZHT.L 403935N 1121205W 71.1 333 246C 30 Salt Lake Cit UT BMLH19890328KA
 49 KZNS.L 405047N 1115611W 84.7 353 1280 10 SALT LAKE CIT UT BL19940114AA

The contour overlap method for Radio Markets #1 and #2 shows each market as having 45 or more “home” commercial and noncommercial educational full-power stations. In such a market, Commission Rules allow a party to have an attributable interest in up to eight (8) full-power commercial radio stations, not more than 5 of which are in the same service (AM or FM).

⁹ KRMF is currently dark pursuant to Special Temporary Authority.

In Radio Markets #1 and #2, Millcreek or parties holding attributable interests in Millcreek will have an attributable interest in not more than seven (7) total stations. Six (6) stations are in the FM service and one (1) station is in the AM service. Consequently, it would appear as if the number of FM stations commonly attributable with KUDE exceeds the maximum number of stations in the same service allowed in a radio market with 45 or more stations.

Upon the consummation of the assignment of license of KDUT to Bustos, or the consummation of the transfer of control of KRMF's licensee, Rocky Mountain Radio Network, Inc., to Bustos, the principals for KUDE will have common control over not more than five (5) stations in the FM service and one (1) station in the AM service.

Placing the following condition on the construction permit would ensure that Millcreek would not commence operations of KUDE in violation of Section 73.3555:

Program Tests for KUDE(FM) on channel 256C at Nephi, UT, may not commence until consummation of either the assignment of license for KDUT(FM), Randolph, UT, as authorized by BALH-20040316ACS, from Millcreek Broadcasting, L.L.C. to Bustos Media Holdings of Utah, LLC, or the transfer of control of Rocky Mountain Radio Network, Inc., licensee of KRMF(FM), Evanston, WY, as authorized by BTCH-20040316AFQ, to Bustos Media Holdings of Utah, LLC.

With this condition placed upon the KUDE construction permit, Millcreek submits that the instant application for KUDE will comply with the newly revised Multiple Ownership Rules of Section 73.3555 with respect to Radio Markets #1 & #2. Nevertheless, to the extent that a waiver of the FCC's revised local radio ownership rules is required, we hereby request such a waiver

Radio Markets #3 & #4:

The radio stations included in the "numerator" of Radio Markets #3 and #4 are listed in Table 2. The radio stations included in the total number of stations in Radio Markets #3 and #4 (the "denominator" stations) include only those stations listed in Table 4.

The radio stations listed in Table 4 satisfy the following requirements:

- Each is a full-power radio station whose principal community contour overlaps or intersects at least one of the principal community contours that define the radio market; and
- Each station has its transmitter site located within 92 kilometers from the perimeter of the area of mutual overlap of the commonly attributable stations that define the radio market.

Any stations which are commonly attributable with KUDE and do not define the radio market are not included in the denominator. Commercial and noncommercial stations have been counted in the denominator.

The following fifty (50) stations listed in Table 4 are included in the “denominator” for Radio Markets #3 & #4:

TABLE 4

1 KOVO.L 401244N 1114013W 960 00 5.0 PROVO UT BL19830118AH
2 KALL.L 405329N 1115628W 89.7 353 700 50 NORTH SALT LA UT BL19831116AA
3 KBEE.L 403630N 1120934W 64.4 333 254C 40 Salt Lake Cit UT BLH19880104KB
4 KBER.L 403934N 1121205W 71.1 333 266C 25 Ogden UT BMLH20021203ACC
5 KBJA.L 404247N 1115553W 69.9 352 1640 10 SANDY UT BL20010529ACQ
6 KBYUFM.L 403628N 1120933W 64.4 333 206C 32 Provo UT BLED19920706KB
7 KBZN.L 403935N 1121205W 71.1 333 250C 26 Ogden UT BLH19781208AG
8 KCFM.L 392012N 1112706W 89.3 159 244C 67 Levan UT BLH20011105ABA
9 KCPW.L 404550N 1120050W 76.7 347 1010 50 TOOELE UT BML20030610AEA
10 KCPWFM.L 404548N 1115323W 75.1 355 202A 2.35 Salt Lake Cit UT BLED20000724AAG
11 KCPX.L 403934N 1121205W 71.1 333 289C 25 Centerville UT BLH20021125AAS
12 KDYL.L 403208N 1120438W 54.1 336 1060 10 SOUTH SALT LA UT BL20011001AMG
13 KENZ.L 401648N 1115605W 23.3 335 298C 45 Orem UT BLH19850517KF
14 KEYY.L 401349N 1114112W 19.4 36 1450 1 PROVO UT BL
15 KFNZ.L 403836N 1115524W 62.1 352 1320 5 SALT LAKE CIT UT BL
16 KHQN.L 400430N 1113942W 13.7 96 1480 1 SPANISH FORK UT BL
17 KHTB.L 401658N 1115611W 23.6 335 235C 48 Provo UT BLH19801219AI
18 KJQS.L 403957N 1115426W 64.5 353 1230 1 MURRAY UT BL
19 KKAT.L 404247N 1115553W 69.9 352 860 10 SALT LAKE CIT UT BL19891129AA
20 KLGL.L 391917N 1114611W 85.4 177 248C 66 Richfield UT BLH20020823AAL
21 KLLB.L 403306N 1115817W 52.9 346 1510 10 WEST JORDAN UT BL19830208AE
22 KMGR.L 394358N 1115634W 40.9 194 240C1 100 Delta UT BLH20040729ANB
23 KMRI.L 404316N 1120229W 72.6 345 1550 10 WEST VALLEY C UT BL19970213AC
24 KMTI.L 391739N 1113813W 89.7 169 650 10 MANTI UT BL19900814AC
25 KNJQ.L 394537N 1113438W 42 150 286C 48 Manti UT BMLH20030926APE
26 KNRS.L 404909N 1115556W 81.6 353 570 5 SALT LAKE CIT UT BL19910522AB
27 KODJ.L 403622N 1120949W 64.4 333 231C 40 Salt Lake Cit UT BLH7863
28 KOHS.L 401732N 1114058W 25.4 27 219A 1.75 Orem UT BLED19920102KA
29 KOSYFM.L 403934N 1121205W 71.1 333 293C 25 Spanish Fork UT BLH20021125AAT
30 KPGR.L 402148N 1114330W 31.5 14 201A 0.115 Pleasant Grov UT BLED19810914AE
31 KPQP.L 403935N 1121205W 71.1 333 270C 26 Ogden UT BLH19830912AH
32 KQMB.L 403934N 1121205W 71.1 333 274C 25 Midvale UT BLH20021113AAL
33 KRCL.L 403935N 1121205W 71.1 333 215C 16.5 Salt Lake Cit UT BLED19791109AC
34 KRSPFM.L 403934N 1121205W 71.1 333 278C 25 Salt Lake Cit UT BLH20021113AAM
35 KSFI.L 403934N 1121205W 71.1 333 262C 25 Salt Lake Cit UT BMLH20021113AAK
36 KSL.L 404646N 1120556W 80.2 343 1160 50 SALT LAKE CIT UT BL
37 KSOP.L 404312N 1115542W 70.6 352 1370 5 SOUTH SALT LA UT BL19811229AB
38 KSOPFM.L 403934N 1121205W 71.1 333 282C 25 Salt Lake Cit UT BLH20040205AAJ
39 KSRR.L 401529N 1114224W 21.1 27 1400 1 PROVO UT BL19940421AA
40 KTCE.L 400320N 1114943W 3.8 190 222A 0.058 Payson UT BLH19931126KE
41 KTKK.L 404130N 1115530W 67.5 352 630 1 SANDY UT BL19800129AB
42 KTMP.L 403002N 1112655W 55.6 34 1340 1 HEBER CITY UT BL19811120AF
43 KUBLFM.L 403934N 1121205W 71.1 333 227C 25 Salt Lake Cit UT BLH20021203ACG
44 KUDE.L 394537N 1113438W 42 150 280C 74 Nephi UT BLH20011213ABC
45 KUERFM.L 403630N 1120934W 64.4 333 211C 38 Salt Lake Cit UT BMLD20020318AAB
46 KURR.L 403629N 1120933W 64.4 333 258C 40 Bountiful UT BLH19880311KC
47 KWDZ.L 403048N 1120023W 49.7 341 910 5 SALT LAKE CIT UT BL19861229AK
48 KXRK.L 403934N 1121205W 71.1 333 242C 25 Provo UT BLH20021113AAN
49 KZHT.L 403935N 1121205W 71.1 333 246C 30 Salt Lake Cit UT BMLH19890328KA

50 KZNS.L 405047N 1115611W 84.7 353 1280 10 SALT LAKE CIT UT BL19940114AA

The contour overlap method for Radio Markets #3 & #4 shows each market as having 45 or more “home” commercial and noncommercial educational full-power stations. In such a market, Commission Rules allow a party to have an attributable interest in up to eight (8) full-power commercial radio stations, not more than 5 of which are in the same service (AM or FM).

In Radio Market #3 & #4, Millcreek or parties holding attributable interests in Millcreek will have an attributable interest in not more than six (6) total stations. Five (5) stations are in the FM service and one (1) station is in the AM service.

Therefore, Millcreek submits that the instant application for KUDE complies with Section 73.3555 of the Commission’s Rules with regard to Radio Markets #3 & #4.

KUDE Multiple Ownership Study – Salt Lake City

Arbitron Market

Pursuant to the Commission’s newly revised ownership rules in Section 73.3555, the following Multiple Ownership Study was conducted to determine if a grant of the instant application for KUDE will comply with the Commission’s local radio ownership rule.

The principals of KUDE have attributable interests in the radio stations listed in Table 5. These stations are considered by Arbitron and BIA as being “home” to the Salt Lake City, UT, Radio Market.

TABLE 5
Stations which the principals of KUDE
have an attributable interest in that are “home”
to the Salt Lake City Radio Market.

Station	Channel/Class/Status	City of License	Licensee
KUDE	280C Lic, 256C App	Nephi, UT ¹¹	Millcreek Broadcasting, LLC
KUUU	221C3 Lic, 223C2 App	South Jordan, UT	Millcreek Broadcasting, LLC
KHTB	235C Lic,	Provo, UT	3 Point Media-Salt Lake City, LLC ¹⁰
KUDD	300C Lic,	Roy, UT	Millcreek Broadcasting, LLC
KDUT	272C Lic,	Randolph, UT ¹¹	Millcreek Broadcasting, LLC ¹²
KNJQ	286C Lic,	Manti, UT ¹¹	Millcreek Broadcasting, LLC
KRAR	295C Lic	Brigham City, UT ¹¹	Simmons-SLC, LS, LLC ¹³
KTCE	222A Lic, 221A CP	Payson, UT	Moenkopi Communications, LLC. ¹⁴
KOVO	960 kHz Lic.	Provo, UT	Millcreek Broadcasting, LLC ¹⁵

¹⁰ 3 Point Media-Salt Lake City, LLC, shares common principals with Millcreek Broadcasting, LLC.

¹¹ Although the community of license for each of these stations is not located within the Salt Lake City, UT, Arbitron market, BIA considers these stations as “home” to the Salt Lake City Market.

¹² Millcreek has been authorized to assign the license of KDUT to Bustos Media Holdings of Utah, LLC. This transaction is expected to consummate in the near future.

¹³ KRAR is licensed to Simmons-SLC, LS, LLC, and is operating pursuant to a Local Marketing Agreement with Millcreek Broadcasting, LLC

¹⁴ KTCE is licensed to Moenkopi Communications, Inc., and is operating pursuant to a Time Brokerage Agreement with Millcreek Broadcasting, LLC.

¹⁵ Millcreek has been authorized to assign the license of KOVO to Simmons-SLC, LS, LLC. This transaction has not yet been consummated.

The Salt Lake City radio market, as surveyed by Arbitron and reported by BIA, includes the AM and FM commercial and non-commercial stations listed in Table 6. As can be shown by Table 6, the Salt Lake City radio market includes sixty-two (62) operating stations and one (1) new AM station (KUTR Taylorsville, UT) that has been granted a Construction Permit but has not yet commenced operations. Stations which share a common attributable interest with KUDE are marked with an asterisk (*). See Table 6 for complete details:

TABLE 6

Salt Lake City Radio Market
Stations considered "Home" to the Arbitron Market
as reported by BIA.
(October 11, 2004)

1	KALL	AM	700	Salt Lake City-Ogden-Provo, UT (31)	Talk
2	KANN	AM	1120	Salt Lake City-Ogden-Provo, UT (31)	ChrsContemp
3	KBJA	AM	1640	Salt Lake City-Ogden-Provo, UT (31)	Spanish
4	KCPW	AM	1010	Salt Lake City-Ogden-Provo, UT (31)	NPR
5	KDYL	AM	1060	Salt Lake City-Ogden-Provo, UT (31)	Adlt Stndrd
6	KEYY	AM	1450	Salt Lake City-Ogden-Provo, UT (31)	Inspiration
7	KFNZ	AM	1320	Salt Lake City-Ogden-Provo, UT (31)	Sports
8	KHQN	AM	1480	Salt Lake City-Ogden-Provo, UT (31)	Divrs/Span
9	KJQS	AM	1230	Salt Lake City-Ogden-Provo, UT (31)	Sports
10	KKAT	AM	860	Salt Lake City-Ogden-Provo, UT (31)	Country
11	KLLB	AM	1510	Salt Lake City-Ogden-Provo, UT (31)	Gospel
12	KLO	AM	1430	Salt Lake City-Ogden-Provo, UT (31)	Nws/Tlk/Spt
13	KMRI	AM	1550	Salt Lake City-Ogden-Provo, UT (31)	Gospel
14	KNRS	AM	570	Salt Lake City-Ogden-Provo, UT (31)	News/Talk
15	KOVO*	AM	960	Salt Lake City-Ogden-Provo, UT (31)	Sports
16	KSGO	AM	1600	Salt Lake City-Ogden-Provo, UT (31)	Span/Oldes
17	KSL	AM	1160	Salt Lake City-Ogden-Provo, UT (31)	News/Talk
18	KSOP	AM	1370	Salt Lake City-Ogden-Provo, UT (31)	Country
19	KSOS	AM	800	Salt Lake City-Ogden-Provo, UT (31)	Sports
20	KSRR	AM	1400	Salt Lake City-Ogden-Provo, UT (31)	FullService
21	KSVN	AM	730	Salt Lake City-Ogden-Provo, UT (31)	Mexican
22	KTKK	AM	630	Salt Lake City-Ogden-Provo, UT (31)	News/Talk
23	KUTR	AM	820	Salt Lake City-Ogden-Provo, UT (31)	cp - NOA
24	KWDZ	AM	910	Salt Lake City-Ogden-Provo, UT (31)	Children
25	KYFO	AM	1490	Salt Lake City-Ogden-Provo, UT (31)	Christian
26	KZNS	AM	1280	Salt Lake City-Ogden-Provo, UT (31)	Sports
27	KBEE-FM	FM	98.7	Salt Lake City-Ogden-Provo, UT (31)	AC
28	KBER	FM	101.1	Salt Lake City-Ogden-Provo, UT (31)	AOR
29	KBYU-FM	FM	89.1	Salt Lake City-Ogden-Provo, UT (31)	Classical
30	KBZN	FM	97.9	Salt Lake City-Ogden-Provo, UT (31)	Smooth Jazz
31	KCFM	FM	96.7	Salt Lake City-Ogden-Provo, UT (31)	Spanish
32	KCPW	FM	88.3	Salt Lake City-Ogden-Provo, UT (31)	Nws/Tlk/Inf
33	KCPX	FM	105.7	Salt Lake City-Ogden-Provo, UT (31)	Altve/Rock
34	KDUT*	FM	102.3	Salt Lake City-Ogden-Provo, UT (31)	Mexican
35	KEGA	FM	101.5	Salt Lake City-Ogden-Provo, UT (31)	Country

36	KENZ	FM	107.5	Salt Lake City-Ogden-Provo, UT (31)	Alternative
37	KHTB*	FM	94.9	Salt Lake City-Ogden-Provo, UT (31)	Clsc Rock
38	KJQN	FM	100.7	Salt Lake City-Ogden-Provo, UT (31)	Modern Rock
39	KNJQ*	FM	105.1	Salt Lake City-Ogden-Provo, UT (31)	AAA
40	KNKL	FM	88.7	Salt Lake City-Ogden-Provo, UT (31)	ChrsContemp
41	KODJ	FM	94.1	Salt Lake City-Ogden-Provo, UT (31)	Clsc Hits
42	KOHS	FM	91.7	Salt Lake City-Ogden-Provo, UT (31)	Alternative
43	KOSY-FM	FM	106.5	Salt Lake City-Ogden-Provo, UT (31)	Soft AC
44	KPGR	FM	88.1	Salt Lake City-Ogden-Provo, UT (31)	Variety
45	KPQP	FM	101.9	Salt Lake City-Ogden-Provo, UT (31)	CHR
46	KQMB	FM	102.7	Salt Lake City-Ogden-Provo, UT (31)	Modern AC
47	KRAR*	FM	106.9	Salt Lake City-Ogden-Provo, UT (31)	Rhymc/CHR
48	KRCL	FM	90.9	Salt Lake City-Ogden-Provo, UT (31)	Variety
49	KRSP-FM	FM	103.5	Salt Lake City-Ogden-Provo, UT (31)	Clsc Rock
50	KSFI	FM	100.3	Salt Lake City-Ogden-Provo, UT (31)	Soft AC
51	KSOP-FM	FM	104.3	Salt Lake City-Ogden-Provo, UT (31)	Country
52	KTCE*	FM	92.1	Salt Lake City-Ogden-Provo, UT (31)	Hip Hop
53	KUBL-FM	FM	93.3	Salt Lake City-Ogden-Provo, UT (31)	Country
54	KUDD*	FM	107.9	Salt Lake City-Ogden-Provo, UT (31)	CHR
55	KUDE*	FM	103.9	Salt Lake City-Ogden-Provo, UT (31)	CHR
56	KUER	FM	90.1	Salt Lake City-Ogden-Provo, UT (31)	Nws/Tlk/Jaz
57	KUFR	FM	91.7	Salt Lake City-Ogden-Provo, UT (31)	Religion
58	KURR	FM	99.5	Salt Lake City-Ogden-Provo, UT (31)	Clsc Rock
59	KUUU*	FM	92.1	Salt Lake City-Ogden-Provo, UT (31)	Rhymc/CHR
60	KWCR	FM	88.1	Salt Lake City-Ogden-Provo, UT (31)	CHR
61	KXRK	FM	96.3	Salt Lake City-Ogden-Provo, UT (31)	Alternative
62	KYFO-FM	FM	95.5	Salt Lake City-Ogden-Provo, UT (31)	Christian
63	KZHT	FM	97.1	Salt Lake City-Ogden-Provo, UT (31)	CHR

The Salt Lake City Radio Market, as reported by BIA, is defined as having 45 or more “home” commercial and noncommercial educational full-power stations. In such a Market, Commission Rules allow a party to have a cognizable interest in up to eight (8) full-power commercial radio stations, not more than 5 of which are in the same service (AM or FM).

As indicated above, Millcreek Broadcasting, L.L.C. (“Millcreek”) or parties holding attributable interests in Millcreek hold attributable interests in a total of nine (9) radio stations that BIA classifies as having the Salt Lake City Arbitron Metro Market as their “home” market, a total that exceeds the maximum permissible number of stations within a single Arbitron Metro Market under the Commission regulations that became effective with the partial lifting on September 3, 2004, of the stay that the U.S. Court of Appeals for the Third Circuit imposed in *Prometheus v. FCC*. As set forth in the “KUDE Multiple Ownership Study,” these holdings include one owned AM station, six (6) owned FM stations and two (2) FM time brokerage agreements, the first with KTCE(FM), Payson, Utah, dated May 14, 1999, as verbally extended, and the second with KRAR(FM), Brigham City, Utah, dated August 19, 2004. (The KTCE agreement, copy enclosed, was entered into with Simmons Media Group, Inc., which subsequently assigned its interest to Millcreek (then known as Deer Valley Broadcasting, LLC) on

May 25, 1999, prior to the effective date of the Commission's order in MB Docket No. 02-277 (the "Order")).

These holdings complied with the Commission's previous rules based on contour overlap analysis, given that each of the stations in which a common interest is held is licensed to a community either on the periphery of the Salt Lake City Arbitron Metro Market or entirely outside the market's geographic boundaries. As such, Millcreek submits that the common ownership of the stations is permitted under the grandfathering and transitional policies set forth in the Order. With respect to the owned stations, Millcreek submits that because the existing combination was lawful under the former local ownership rules, the combination remains lawful under the grandfathering provisions of the Order. With respect to the time brokered stations, the Commission has stated that it will give licensees two years from the effective date of the Order to terminate any time brokerage agreements that exceed the new ownership limits or otherwise come into compliance with the new rules.

The present application does not alter existing ownership compliance. KUDE(FM) is in the Salt Lake City Arbitron Metro and will remain in the Salt Lake City Arbitron Metro post-grant. Thus, the station count for the Arbitron Metro will not change because of the grant and the proposed modification would not create any new combinations in excess of the ownership rules. Accordingly, Millcreek submits that, although its current common attributable interests exceed the limits in the Commission's rules that became effective on September 3, 2004, Millcreek is in compliance with the Commission's transitional and grandfathering rules and policies so as to permit grant of the instant application, which itself does not alter the ownership analysis for KUDE(FM). Nevertheless, to the extent that a waiver of the FCC's revised local radio ownership rules is required, we hereby request such a waiver.