

**Williamsport, Pennsylvania Combination**

Frequency proposes to acquire the licenses of the following seven radio stations which have overlapping principal community contours and/or are listed as "home" to an Arbitron Metro market or are licensed to a community within the geographic boundaries of an Arbitron Metro market:

<i>Station</i>	<i>Community</i>	<i>Current Licensee</i>
WBYL(FM)	Salladasburg, Pennsylvania	CCBL
WBLJ-FM	Shamokin, Pennsylvania	CCBL
WKSB(FM)	Williamsport, Pennsylvania	CCBL
WVRT(FM)	Mill Hall, Pennsylvania	Capstar
WVRZ(FM)	Mount Carmel, Pennsylvania	CCBL
WRAK(AM)	Williamsport, Pennsylvania	CCBL
WRKK(AM)	Hughesville, Pennsylvania	CCBL

As described below and in the attached Engineering Statement, the instant application complies with the FCC's current local radio ownership rules utilizing both the Arbitron Markets methodology the Commission's modified contour overlap methodology.<sup>1</sup>

***Arbitron Markets Methodology:*** WKSB(FM), WBYL(FM), WRAK(AM), and WRKK(AM) are listed by Arbitron as "home" to the Williamsport, Pennsylvania radio market and have their communities of license located within the geographic boundaries of that market.<sup>2</sup> WVRT(FM) is also listed as "home" to the Williamsport market but its community of license, Mill Hall, Pennsylvania, is located outside the geographic boundaries of that market. WBLJ-FM and WVRZ(FM) are listed by Arbitron as "home" to the Sunbury-Selinsgrove-Lewisburg, Pennsylvania radio market and their communities of license are located within the geographic boundaries of that market.<sup>3</sup> No other station in which Frequency holds or proposes to hold an attributable interest is "home" to or located within either of these Arbitron markets.

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<sup>1</sup> See 2002 Biennial Regulatory Review – Review of the Commission's Broadcast Ownership Rules and Other Rules Adopted Pursuant to Section 202 of the Telecommunications Act of 1996, *Report & Order & Notice of Proposed Rulemaking*, 18 FCC Rcd 13,620 (2003) ("*Biennial Review*").

<sup>2</sup> See BIA Financial Network, "Williamsport, PA Market Overview" and "FCC Geographic Market Definition for Williamsport, PA" *available at* BIA Media Access Pro Database.

<sup>3</sup> See BIA Financial Network, "Sunbury-Selinsgrove-Lewisburg, PA Market Overview" and "FCC Geographic Market Definition for Sunbury-Selinsgrove-Lewisburg, PA" *available at* BIA Media Access Pro Database.

*Williamsport, PA:* The BIA Media Access Pro Database identifies nineteen full-power commercial and non-commercial stations as “home” to or licensed within the Williamsport market. Consequently, Frequency’s proposed attributable interests in three FM stations and two AM stations in the Williamsport market complies with the local radio ownership rules under the Arbitron markets methodology.

*Sunbury-Selinsgrove-Lewisburg, PA:* The BIA Media Access Pro Database identifies twenty-two full-power commercial and non-commercial stations as “home” to or licensed within the Sunbury-Selinsgrove-Lewisburg market. Consequently, Frequency’s proposed attributable interests in two FM stations in the Sunbury-Selinsgrove-Lewisburg market complies with the local radio ownership rules under the Arbitron markets methodology.

***Modified Contour Overlap Methodology:*** As detailed in the attached Engineering Statement, the principal community contours of a number of the stations listed above overlap each other, creating two separate radio markets in which Frequency proposes to hold an attributable interest.

*Market 1.* Overlap of the principal community contours of WBYL(FM), WVRT(FM), WKSB(FM), WRKK(AM), and WRAK(AM) creates one radio market for application of the Commission’s modified contour overlap methodology. As shown in the attached Engineering Statement, this market includes at least thirty-three additional full-power stations in which Frequency does not propose to hold an attributable interest, for a total market of thirty-eight full-power radio stations. Consequently, Frequency’s proposed ownership of three FM stations and two AM station in this market complies with the Commission’s local radio ownership rules.

*Market 2.* Overlap of the principal community contours of WBLJ-FM, WVRZ(FM), and WKSB(FM) creates a second radio market for application of the Commission’s modified contour overlap methodology. As shown in the attached Engineering Statement, this market includes at least thirty-three additional full-power stations in which Frequency does not propose to hold an attributable interest, for a total market of thirty-six full-power radio stations. Consequently, Frequency’s proposed ownership of three FM stations in this market complies with the Commission’s local radio ownership rules.

## **ATTACHMENT 1**

Engineering Exhibit of duTreil, Lundin & Rackley, Inc.

ENGINEERING STATEMENT  
RADIO MULTIPLE OWNERSHIP ANALYSIS  
WILLIAMSPORT, PENNSYLVANIA

This radio multiple ownership analysis was prepared to consider common ownership of the stations tabulated below under the FCC “Interim” contour analysis method. \* GoodRadio.TV License, LLC. is acquiring several radio stations in the Williamsport, Pennsylvania area. Below is a tabulation of facilities for each station.

Call Sign / Facility ID	Location	Facilities
WBYL(FM)/49267	Salladasburg, PA	CH 238A 3.9 kW 73 M
WBLJ-FM/47286	Shamokin, PA	CH 237A 1.25 kW 154 M
WKSB(FM)/15326	Williamsport, PA	CH 274B 53 kW 387 M
WVRT(FM)/58313	Mill Hall, PA	CH 249A 6 kW 90 M
WVRZ(FM)/25751	Mount Carmel, PA	CH 259A 0.79 kW 197 M
WRAK(AM)/15325	Williamsport, PA	1400 kHz 1 kW-U ND-1
WRKK(AM)/49265	Hughesville, PA	1200 kHz 10 kW-D 0.25 kW-N DA-2

The principal community contours of these stations are depicted on a map included herein as Figure 1. Since the principal community contours (5 mV/m for AM stations, 3.16 mV/m for FM stations) of some of the stations are involved in mutual overlap, an ownership study was prepared in accordance with the Federal Communications Commission multiple ownership rules as outlined in Section 73.3555.

### Radio Markets

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\* See Report and Order and Notice of Proposed Rulemaking, MB Docket 02-277, FCC 03-127, Released July 2, 2003.

The “radio markets” applicable to common ownership of the subject stations are defined as the areas encompassed by the mutually overlapping principal community contours of the stations proposed to be commonly owned. The table below lists the defined markets:

Defined Radio Market	Stations that Define Radio Market	
	AM Stations	FM Stations
Market 1	WRKK/WRAK	WBYL/WVRT/WKSB
Market 2	---	WBLJ/WVRZ/WKSB

#### Count of Stations in the Defined Market

The number of radio stations in a “radio market” is determined by counting the operating stations having principal community contours which overlap or intersect the principal community contours which define the radio market. Only those stations located within 92 km of the perimeter of the mutual overlap area of the defined market area were employed in the count of stations. Commonly owned stations were not considered in the count of stations in the defined markets. The results of the analysis are tabulated below:

Defined Radio Markets	Minimum Number of Other Stations in the Radio Market
Market 1	9 AM, 24 FM; 33 Total
Market 2	9 AM, 24 FM; 33 Total

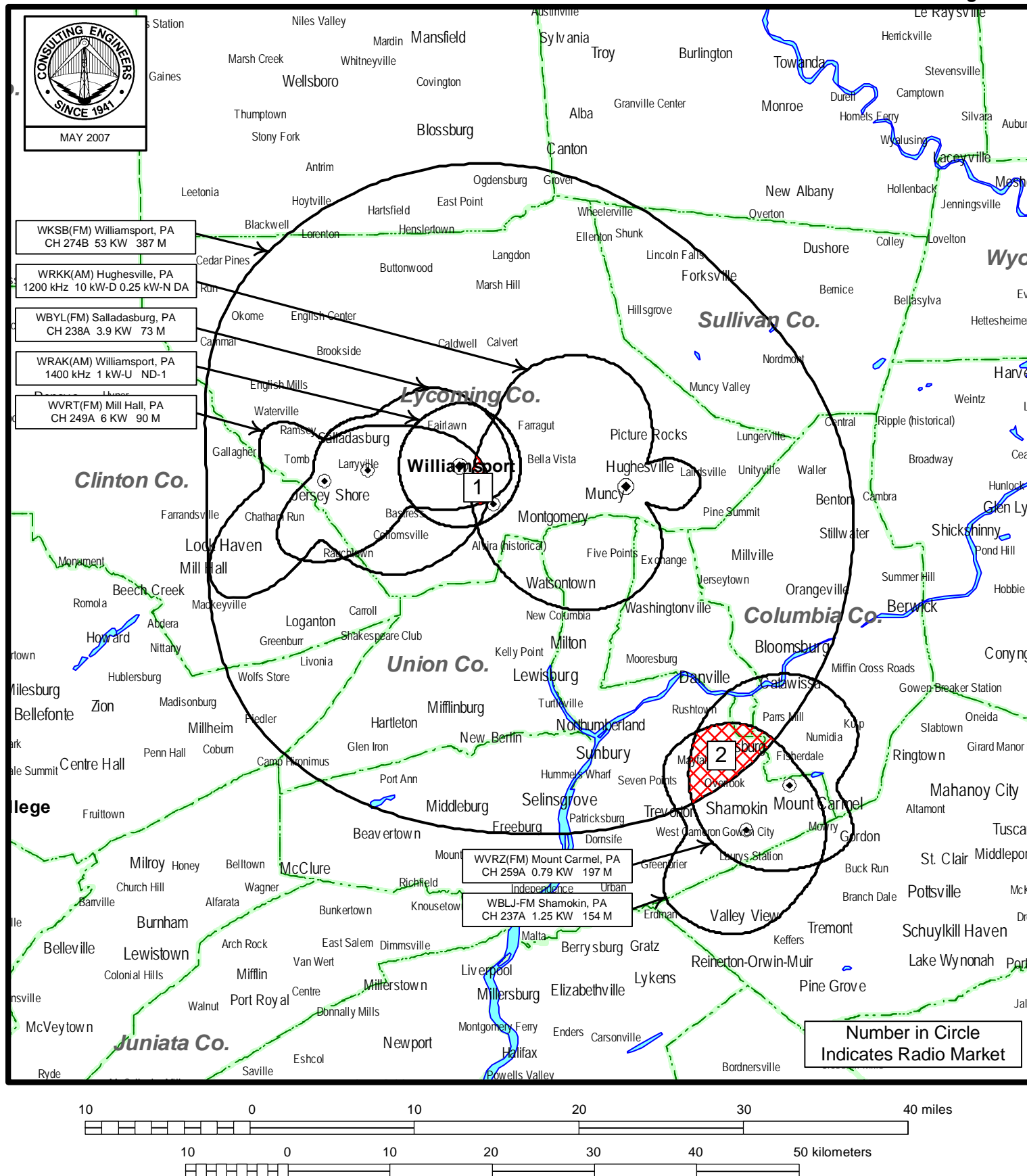
Figure 2 are tabulations of the radio stations identified in the defined radio market. Only known licensed, operating stations were employed for the study. Distances to the AM coverage contours were predicted using the antenna patterns as identified in the Commission's AM database and the appropriate Ground Wave Field Strength versus Distance Graph of 47 CFR 73.184. Ground conductivity data were obtained from FCC Figure M3. Distances to the FM contours were determined based on the method of 47 CFR 73.313. Terrain data was derived from the N.G.D.C. 30 second computer database for each of the FM stations using radials evenly-spaced every 45 degrees of azimuth.

Charles A. Cooper

du Treil, Lundin & Rackley, Inc.  
201 Fletcher Ave.  
Sarasota, Florida 34237  
(941)329-6000

May 1, 2007

Figure 1



# **PRINCIPAL COMMUNITY CONTOURS OF SUBJECT STATIONS WILLIAMSPORT, PENNSYLVANIA**

GOODRADIO.TV LICENSE, LLC.

du Treil, Lundin & Rackley, Inc., Sarasota, Florida

TECHNICAL STATEMENT  
 RADIO MULTIPLE OWNERSHIP ANALYSIS  
 GOODRADIO.TV LICENSE, LLC.

Tabulation of Other Stations Defined in the Radio Markets #1 & #2

<u>Call Sign</u>	<u>Community Of License</u>	<u>State</u>	<u>Channel</u>
WBGM	New Berlin	PA	201
WPTC	Williamsport	PA	201
WQSU	Selinsgrove	PA	205
WVYA	Williamsport	PA	209
WCIT	Trout Run	PA	211
WVBU-F	Lewisburg	PA	213
WCRG	Williamsport	PA	214
WBUQ	Bloomsburg	PA	216
WGRC	Lewisburg	PA	217
WRLC	Williamsport	PA	219
WLGL	Riverside	PA	222
WBZD-F	Muncy	PA	227
WQKX	Sunbury	PA	231
WGGI	Benton	PA	240
WJSA-F	Jersey Shore	PA	242
WPGM-F	Danville	PA	244
WWBE	Mifflinburg	PA	252
WZXR	South Williamsport	PA	257
WQBR	Avis	PA	260
WVLY-F	Milton	PA	265
WCXR	Lewisburg	PA	279
WILQ	Williamsport	PA	286
WEGH	Northumberland	PA	297
WRVH	Williamsport	PA	300
WHLM	Bloomsburg	PA	930
WLYC	Williamsport	PA	1050
WKOK	Sunbury	PA	1070
WBPZ	Lock Haven	PA	1230
WYGL	Selinsgrove	PA	1240
WWPA	Williamsport	PA	1340
WMLP	Milton	PA	1380
WPGM	Danville	PA	1570
WJSA	Jersey Shore	PA	1600

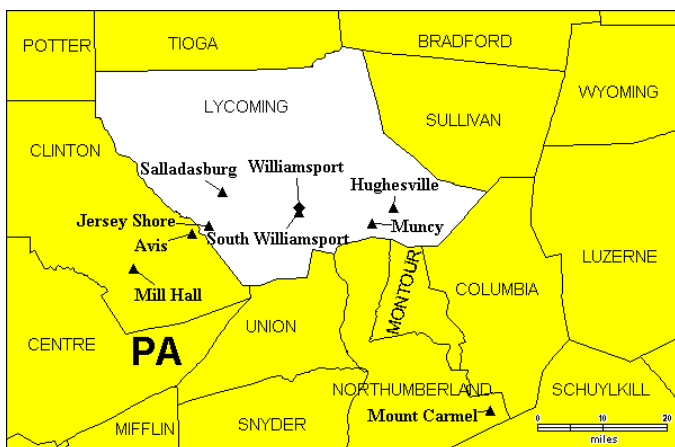


## **ATTACHMENT 2**

### **Williamsport, Pennsylvania Combination**

Printouts from BIA Media Access Pro Database

Revenue Rank: 264

BIA  
fr

Lycoming, PA	118.3
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118.3

(all figures in 000's, except percentages and ratios)

ESTIMATED GROSS REVENUES ★ ★ ★	<u>2001</u>	<u>2002</u>	<u>2003</u>	<u>2004</u>	<u>2005</u>	<u>2006</u>	<u>Δ 01 - 06</u>
	\$4,900	\$5,000	\$5,200	\$5,200	\$5,400	\$5,400	2.0%
	<u>Δ 05 - 06</u>	<u>2007</u>	<u>2008</u>	<u>2009</u>	<u>2010</u>	<u>2011</u>	<u>Δ 06 - 11</u>
		\$5.500	\$5.600	\$5.700	\$5.800	\$5.900	1.8%

	<u>2001</u>	<u>2006</u>	<u>2011</u>	<u>Est. Breakout</u>	
Revenue/Retail Sales	\$3.44/1,000	\$2.77/1,000	\$2.62/1,000	Local	80%
Revenue/Capita	\$40.80	\$45.65	\$50.38	National	20%

## (000's, except Retail Sales and EBI in 000,000's)

	2001	2006	Growth Rate	2006	2011	Growth Rate
MSA Population	120.1	118.3	-0.3%	118.3	117.1	-0.2%
Households	46.3	47.1	0.3%	47.1	47.1	0.0%
Retail Sales	1,425.7	1,946.9	6.4%	1,946.9	2,256.1	3.0%
EBI	1,865.0	1,933.9	0.7%	1,933.9	2,119.2	1.8%

	Total	Under 12	12 - 17	18 - 24	25 - 34	35 - 44	45 - 54	Over 55
Men (000)	58.1	8.1	4.8	7.0	7.0	7.7	8.9	14.7
Women (000)	60.2	7.7	4.6	6.0	6.5	8.0	9.0	18.3
Total	118.3	15.8	9.4	13.0	13.5	15.7	17.9	33.0
Percentage	100.0%	13.4%	7.9%	11.0%	11.4%	13.2%	15.1%	27.9%
Per Capita	\$ 16,349		Median Household		\$ 33,298		Avg Household	\$ 41,021
Ethnic Population:	White	93.9%	Black	4.2%	Asian	0.5%	Hispanic	0.8%

<u>FM Classes</u>	<u>Class A</u>	<u>Class B</u>	<u>Class C</u>	<u>Viable Stations</u>	<u>All FMs</u>	<u>All AMs</u>	<u>Total</u>
# Stations	6	4		6	10	5	15
Tot 12+	28.7	44.9		69.2	73.6	5.1	78.7
Avg 12+	4.8	11.2		11.5	7.4	1.0	5.2
Tot LCS	36.5	57.1		87.9	93.5	6.5	100.0
Avg LCS	6.1	14.3		14.7	9.4	1.3	6.7



## FCC Geographic Market Definition for Williamsport, PA

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
WZXR	FM	99.3	C	Clsc Rock	Williamsport, PA	07/02/2003	270	Backyard Broadcasting	South Williamsport, PA	Lycoming
WILQ	FM	105.1	C	Country	Williamsport, PA	07/02/2003	270	Backyard Broadcasting	Williamsport, PA	Lycoming
WBZD	FM	93.3	C	Oldies	Williamsport, PA	07/02/2003	270	Backyard Broadcasting	Muncy, PA	Lycoming
WJSA	AM	1600	C	Religion	Williamsport, PA	07/02/2003	270	Covenant Broadcasting Company	Jersey Shore, PA	Lycoming
WJSA	FM	96.3	C	Religion	Williamsport, PA	07/02/2003	270	Covenant Broadcasting Company	Jersey Shore, PA	Lycoming
WKSB	FM	102.7	C	Hot AC	Williamsport, PA	07/02/2003	270 p	Clear Channel	Williamsport, PA	Lycoming
WLYC	AM	1050	C	Sports	Williamsport, PA	07/02/2003	270	Sentry Communications License LLC	Williamsport, PA	Lycoming
WRAK	AM	1400	C	Nws/Tlk/Spt	Williamsport, PA	07/02/2003	270 p	Clear Channel	Williamsport, PA	Lycoming
WVRT	FM	97.7	C	CHR	Williamsport, PA	07/02/2003	270 p	Clear Channel	Mill Hall, PA	Clinton
WWPA	AM	1340	C	News	Williamsport, PA	07/02/2003	270	Backyard Broadcasting	Williamsport, PA	Lycoming
WRKK	AM	1200	C	Nws/Tlk/Spt	Williamsport, PA	07/02/2003	270 p	Clear Channel	Hughesville, PA	Lycoming
WRVH	FM	107.9	C	Hot AC	Williamsport, PA	07/02/2003	270	Backyard Broadcasting	Williamsport, PA	Lycoming
WBYL	FM	95.5	C	Country	Williamsport, PA	07/02/2003	270 p	Clear Channel	Salladasburg, PA	Lycoming
WQBR	FM	99.9	C	Cntry/Amerc	Williamsport, PA	07/02/2003	270	Maximum Impact Communications	Avis, PA	Clinton
WPTC	FM	88.1	NC	Educational	Williamsport, PA	07/02/2003	270	Pennsylvania College of Technology	Williamsport, PA	Lycoming
WRLC	FM	91.7	NC	Variety	Williamsport, PA	07/02/2003	270	Lycoming College	Williamsport, PA	Lycoming
WCIT	FM	90.1	NC	ChrsContem	Williamsport, PA	07/02/2003	270	Family Life Ministries	Trout Run, PA	Lycoming
WVYA	FM	89.7	NC	Classical	Williamsport, PA	07/02/2003	270	North Eastern Pennsylvania Educational	Williamsport, PA	Lycoming
WCRG	FM	90.7	NC	ChrsContem	Williamsport, PA	07/02/2003	270	Salt & Light Media Ministries Inc	Williamsport, PA	Lycoming

Number of Stations in Geographic Market 19

### Previous Stations in Geographic Market

"C" - Commercial Station; "NC" - Non Commercial Station

"p" indicates pending sale to owner listed