

Changes in Interest

This application is one in a series of 18 applications on FCC Form 316 pursuant to which the applicant seeks consent to the *pro forma* assignment or transfer of control of licenses in connection with a company reorganization. In that reorganization, certain of Entercom Communications Corp.'s ("ECC") indirect subsidiaries will become direct subsidiaries of other indirect subsidiaries of ECC, and will then convert from corporations to limited liability companies.

These transactions will effect no change in the ultimate ownership or control of the licensee entities.<sup>1</sup> As depicted in the charts below, the proposed assignment does not involve any changes to the ultimate ownership of the licensees.

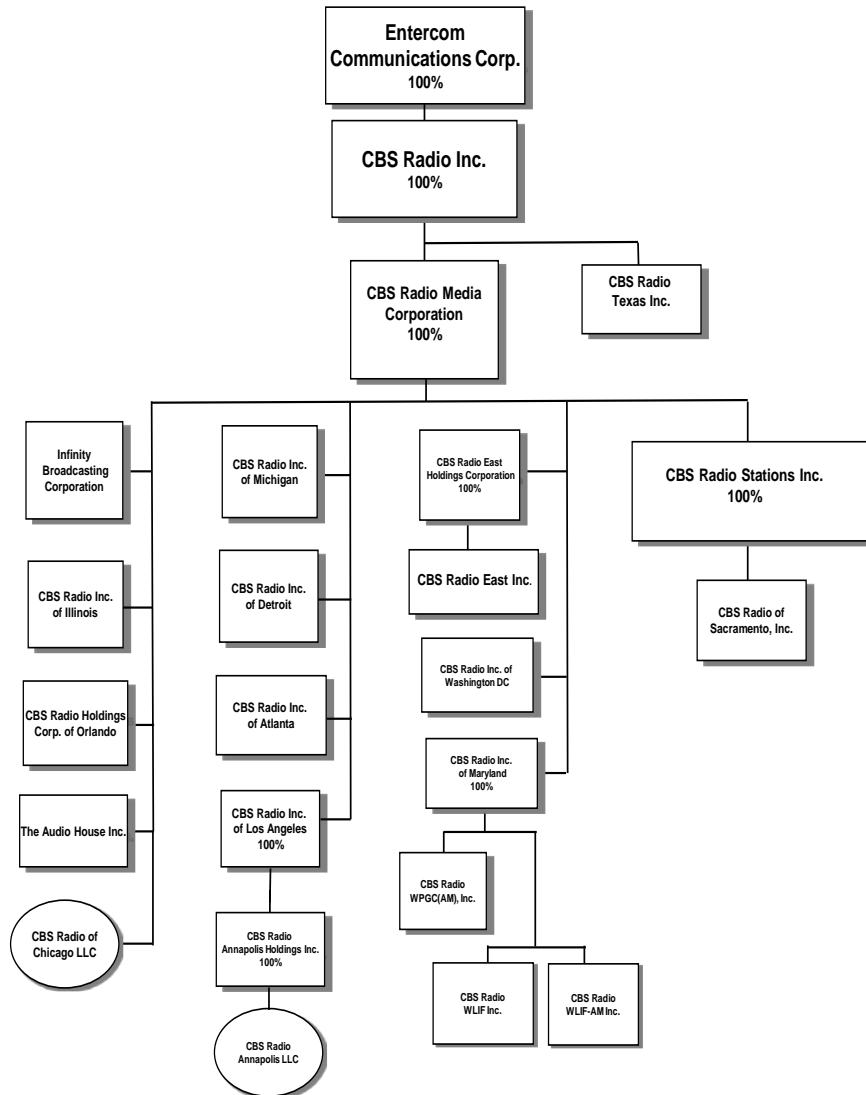
List of licensee subsidiaries filing *pro forma* assignment or transfer applications in connection with the company reorganization:

	<b>Pre-Reorganization Licensee</b>	<b>Post-Reorganization Licensee</b>
1	CBS Radio Texas Inc.	CBS Radio Texas, LLC
2	Infinity Broadcasting Corporation	Infinity Broadcasting, LLC
3	CBS Radio Inc. of Illinois	CBS Radio of Illinois, LLC
4	CBS Radio Holdings Corp. of Orlando	CBS Radio Holdings of Orlando, LLC
5	The Audio House Inc.	The Audio House, LLC
6	CBS Radio Inc. of Michigan	CBS Radio of Michigan, LLC
7	CBS Radio Inc. of Detroit	CBS Radio of Detroit, LLC
8	CBS Radio Inc. of Atlanta	CBS Radio of Atlanta, LLC
9	CBS Radio Inc. of Los Angeles	CBS Radio of Los Angeles, LLC
10	CBS Radio Annapolis LLC	CBS Radio Annapolis LLC
11	CBS Radio East Inc.	CBS Radio East, LLC
12	CBS Radio Inc. of Washington DC	CBS Radio of Washington DC, LLC
13	CBS Radio Inc. of Maryland	CBS Radio of Maryland, LLC
14	CBS Radio WPGC(AM), Inc.	CBS Radio WPGC(AM), LLC
15	CBS Radio WLIF Inc.	CBS Radio WLIF, LLC
16	CBS Radio WLIF-AM Inc.	CBS Radio WLIF-AM, LLC
17	CBS Radio of Sacramento, Inc.	CBS Radio of Sacramento, LLC
18	CBS Radio of Chicago LLC	CBS Radio of Chicago LLC

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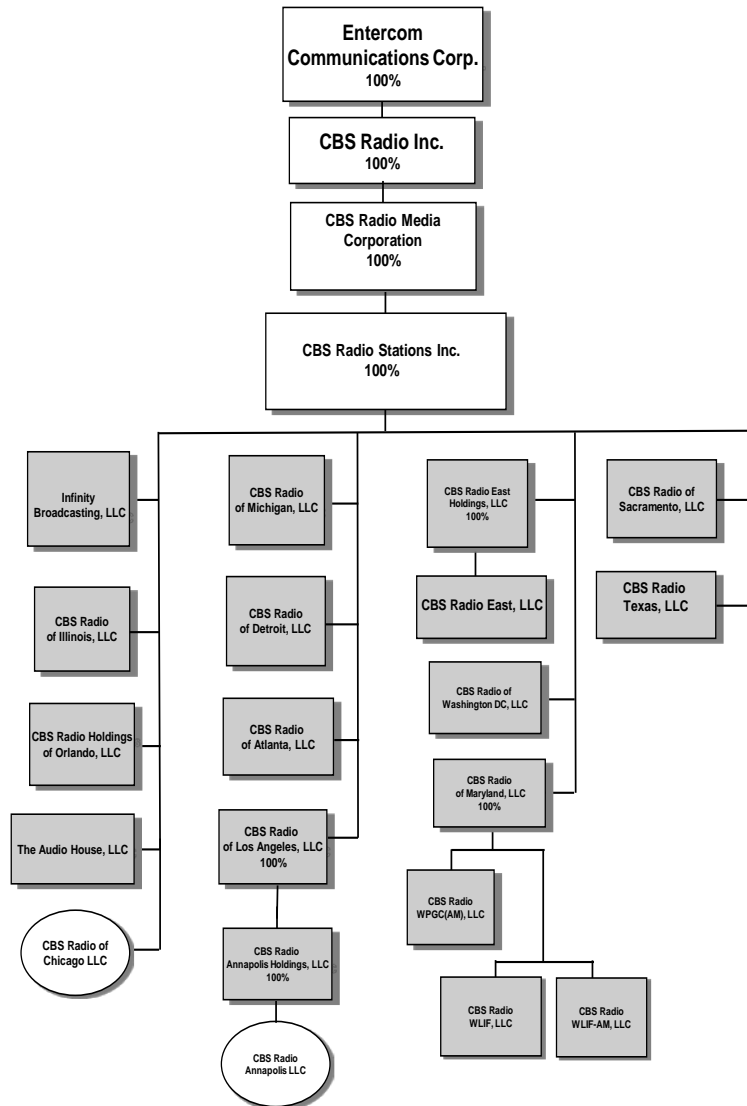
<sup>1</sup> In the case of WLZL(FM) (FIN 20983) and WUSN(FM) (FIN 28620), the reorganization results in a transfer of control of the licensee, CBS Radio Annapolis LLC and CBS Radio of Chicago LLC, respectively, due to change of the licensee's parent entity.

## Pre-Reorganization Structure of Affected Entities<sup>2</sup>



<sup>2</sup> In the first step of the reorganization, the equity interests of entities (other than CBS Radio Stations Inc.) held by CBS Radio Media Corporation will be contributed to CBS Radio Stations Inc., and the equity interests in CBS Radio Texas Inc. will be contributed to CBS Radio Stations Inc.

## Post-Reorganization Structure of Affected Entities<sup>3</sup>



<sup>3</sup> In the second step of the reorganization, the shaded entities will convert from corporations to LLCs. Both steps will be completed on the same day.