

Application for Consent to Transfer of Control (FCC Form 315)
Transferor's Section II, Item 4
Exhibit 6

Changes In Interests

As described more fully below, by this Form 315 application and four companion Form 315 applications, Transferor Katonah Pittman Ventures LLC (“KPV”), which holds a majority voting interest in Transferee Pilot Group GP LLC (“Pilot GP”), the controlling entity of the Double O radio stations listed in Exhibit 8 (the “Double O Stations”), seeks consent to the relinquishment of its majority voting rights in Pilot GP with respect to the Double O Stations. Following the proposed change, none of the remaining attributable owners of Pilot GP (each a long-time co-investor in the company) would hold a majority voting interest in Pilot GP with respect to the Double O Stations (*see* Ex. 16). The relinquishment of control would be accomplished without transferring LLC membership units of Pilot GP. The change would occur as a result of the proposed readjustment of the voting rights (but not equity interests) among the existing members of Pilot GP.¹

Transferor KPV, a Delaware limited liability company controlled and principally owned by Robert W. Pittman, holds the right to vote a 58.7% LLC membership interest in Pilot GP.² Pilot GP is the sole general partner of Pilot Group LP, which, through five indirect licensee subsidiaries, owns and operates 32 full-power radio stations.

¹ Pilot GP also controls, through intervening companies, 16 companies that, taken together, are the licensees of 18 full-power television stations in various markets (including two satellites) (the “Pilot Television Stations”). Companion Form 315 applications are pending for each of those 16 television station licensee subsidiaries.

² Pursuant to the Pilot GP LLC Operating Agreement, KPV’s designee currently has the right to vote the LLC membership interests of one of the other LLC members. Thus, KPV, together with its direct LLC membership interest, currently has the right to vote an approximate 78% interest in Pilot GP. KPV’s designee currently is Mr. Pittman.

KPV proposes (subject to prior FCC consent) to relinquish its voting rights in Pilot GP – the controlling general partner – with respect to the Double O Stations by adopting nonvoting status pursuant to an amendment to the Pilot GP LLC Operating Agreement.³ As a result, the voting rights of the attributable members of Pilot GP with respect to the Double O Stations would increase but with no member holding a majority of the voting rights (*see* Ex. 16). (The proposed relinquishment of control with respect to the Double O Stations does not involve transferring equity units of Pilot GP; nor does it involve any exchange of monetary consideration.) Thus, by this application and companion applications, the parties seek FCC consent to the relinquishment of control of Pilot GP (and, through its direct and indirect subsidiaries, the Double O Stations) from KPV to Pilot GP, with none of the attributable members of Pilot GP holding a majority voting interest.

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³ Pursuant to the amended LLC Operating Agreement (*see* Ex. 7), KPV would no longer have the right to vote its 58.7% equity interest in any matters relating to the Double O Stations or the Pilot Television Stations, except in the sole case of a transaction involving a sale or other disposition of all or substantially all of the Double O Stations or the Pilot Television Stations. (KPV also would retain a right to vote in circumstances relating solely to investments or activities unrelated to any FCC license entity). In addition, under the amendment, KPV would no longer have the right to exercise the voting rights of another member of Pilot GP. Last, KPV would opt to become (i) an insulated member of Pilot GP under the terms of the Pilot GP LLC Operating Agreement with respect to the Double O Stations and the Pilot Television Stations and (ii) an insulated limited partner of Pilot Group LP under the terms of the limited partnership agreement with respect to the Double O Stations and the Pilot Television Stations. The amended LLC Operating Agreement further provides that communications with KPV regarding the Double O Stations and Pilot Television Stations will be restricted in a manner consistent with the insulation provisions and that Pilot GP will maintain information barriers (including among Pilot Group LP and its members and subsidiaries) to ensure compliance with such restrictions on communications. Accordingly, following the proposed change, KPV (including its owners) would be subject to the standard FCC insulation criteria with respect to, and would no longer hold an attributable interest in, the Double O Stations or the Pilot Television Stations.