

RADIO MARKET ANALYSIS
CUMULUS LICENSING LLC
WSM-FM RADIO STATION
CH 238C - 95.5 MHZ - 100.0 KW
NASHVILLE, TENNESSEE
September 2011

TECHNICAL STATEMENT

1. This Technical Statement and attached exhibits were prepared on behalf of Cumulus Licensing LLC (“Cumulus”), licensee of WSM-FM, Channel 238C, Nashville, Tennessee. Cumulus is submitting an application for minor change and therefore a Radio Market analysis is needed. Cumulus is also the licensee of stations WNFN, Channel 294C3, Millersville, Tennessee; WQQK, Channel 221A Goodlettsville, Tennessee; WRQQ, Channel 246C2, Belle Meade, Tennessee; and WWTN, Channel 259C0, Hendersonville, Tennessee.¹ Each of these facilities is licensed to a community in a metro county in the Nashville, Tennessee Arbitron Market. Therefore, this review will verify compliance of commonly owned stations in a rated market.

NASHVILLE, TENNESSEE ARBITRON/BIA MARKET REVIEW

2. As shown on Exhibit #1, there are 65 AM and FM (commercial and non-commercial) stations listed in the Nashville, Tennessee Arbitron Market (Market #44). Cumulus would be in control of five FM stations in the same market. The number of stations indicated falls in the

1) It is noted that there is a pending application before the Commission seeking a transfer of control of stations presently licensed to entities of Citadel Broadcasting to parties with attributable interest in Cumulus. In Nashville, Cumulus would, when approved, have an interest in stations WGFX, Channel 283C1, Gallatin, Tennessee and WKDF, Channel 277C0, Nashville, Tennessee. Stations WNFN and WRQQ would be transferred to a third party (in which Cumulus has no interest) in order for Cumulus to meet the ownership limits in the Nashville rated market. The net result would be that Cumulus would have five FM stations in the Nashville rated market. As will be shown, common ownership of five FM facilities is in compliance with the ownership rules. For the purposes of this instant review, only the stations presently authorized to Cumulus will be considered.

forty-five or more stations tier of §73.3555(a)(1)(i) of the Commission's rules. At this level, common ownership or control of up to eight stations, with no more than five in the same service, is permissible. Therefore, Cumulus would be in compliance in the rated Nashville, Tennessee market.

3. Based on the compliance shown in the rated market reviewed, the proposed minor change application for WSM-FM is in compliance with the Commission's rules.

4. The foregoing technical statement was prepared on behalf of Cumulus Licensing LLC by Graham Brock, Inc., their Technical Consultants. All information contained herein is true and accurate to the best of our belief and knowledge. All data relating to AM and FM facilities in the relevant BIA/Arbitron market was determined using the BIA Financial Network, Inc. Media Access Pro, Version 4.6. BIA database. Technical data related to AM and FM facilities was extracted from the Commission's CDBS database. We assume no liability for errors or omissions in either database which may be adverse to the information contained herein.



FCC Geographic Market Definition for Nashville, TN

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
WAKM	AM	950	C	Country	Nashville, TN	07/02/2003	44	Franklin Radio Assoc	Franklin, TN	Williamson
WAMB	AM	1200	C	Adlt Stndrd	Nashville, TN	07/02/2003	44	Barry, William	Nashville, TN	Davidson
WANT	FM	98.9	C	Cntry/Sprts	Nashville, TN	07/02/2003	44	James, Susan	Lebanon, TN	Wilson
WAYM	FM	88.7	NC	ChrsContem	Nashville, TN	08/17/2007	44	WAY-FM Media Group Inc	Spring Hill, TN	Maury
WBOZ	FM	104.9	C	Sothn Gspel	Nashville, TN	07/02/2003	44	Salem Communications Corporation	Woodbury, TN	Cannon
WBUZ	FM	102.9	C	Rock	Nashville, TN	07/02/2003	44	Cromwell Group Inc, The	La Vergne, TN	Rutherford
WCJK	FM	96.3	C	Adult Hits	Nashville, TN	07/02/2003	44	South Central Communications Corporation	Murfreesboro, TN	Rutherford
WCOR	AM	1490	C	Cntry/Sprts	Nashville, TN	07/02/2003	44	Barry, William	Lebanon, TN	Wilson
WCRT	AM	1160	C	Religion	Nashville, TN	11/17/2005	44	Bott Radio Network	Donelson, TN	Davidson
WDBL	AM	1590	C	News/Talk	Nashville, TN	07/02/2003	44	Lightning Broadcasting LLC	Springfield, TN	Robertson
WDKN	AM	1260	C	Country	Nashville, TN	07/02/2003	44	R & F Communications Inc	Dickson, TN	Dickson
WECV	FM	89.1	NC	Chrst/CHR	Nashville, TN	07/02/2003	44	Bott Radio Network	Nashville, TN	Davidson
WENO	AM	760	C	Gospel	Nashville, TN	07/02/2003	44	p Anchor Radio LLC	Nashville, TN	Davidson
WFCL	FM	91.1	NC	Classical	Nashville, TN	07/02/2003	44	Vanderbilt University	Nashville, TN	Davidson
WFCM	AM	710	NC	Inspiration	Nashville, TN	07/02/2003	44	Moody Bible Institute of Chicago Incorporated	Smyrna, TN	Rutherford
WFCM	FM	91.7	NC	Inspiration	Nashville, TN	07/02/2003	44	Moody Bible Institute of Chicago Incorporated	Murfreesboro, TN	Rutherford
WFFH	FM	94.1	C	ChrsContem	Nashville, TN	07/02/2003	44	Salem Communications Corporation	Smyrna, TN	Rutherford
WFFI	FM	93.7	C	ChrsContem	Nashville, TN	07/02/2003	44	Salem Communications Corporation	Kingston Springs, TN	Cheatham
WFGZ	FM	94.5	C	ChrsContem	Nashville, TN	07/02/2003	44	Grace Broadcasting Services Inc	Lobelville, TN	Perry
WFMQ	FM	91.5	NC	Variety	Nashville, TN	07/02/2003	44	Cumberland University	Lebanon, TN	Wilson
WFSK	FM	88.1	NC	NAC/SmJaz	Nashville, TN	07/02/2003	44	Fisk University	Nashville, TN	Davidson
WGBQ	FM	91.9	NC	Religion	Nashville, TN	11/10/2010	44	Network of Glory Inc	Lynchburg, TN	Moore
WGFX	FM	104.5	C	Spt/Nws/Tlk	Nashville, TN	07/02/2003	44	p Cumulus Broadcasting Inc	Gallatin, TN	Sumner
WGNS	AM	1450	C	Talk	Nashville, TN	07/02/2003	44	Rutherford Group Inc	Murfreesboro, TN	Rutherford
WHEW	AM	1380	C	Mexcn/Varty	Nashville, TN	07/02/2003	44	Guzman, Salvador	Franklin, TN	Williamson
WHIN	AM	1010	C	Country	Nashville, TN	07/02/2003	44	WHIN Inc	Gallatin, TN	Sumner
WJXA	FM	92.9	C	AC	Nashville, TN	07/02/2003	44	South Central Communications Corporation	Nashville, TN	Davidson
WKDA	AM	900	C	Span/Chrst	Nashville, TN	07/02/2003	44	James, Susan	Lebanon, TN	Wilson
WKDF	FM	103.3	C	Country	Nashville, TN	07/02/2003	44	p Cumulus Broadcasting Inc	Nashville, TN	Davidson
WLAC	AM	1510	C	Nws/Tlk/Spt	Nashville, TN	07/02/2003	44	Clear Channel Communications Inc	Nashville, TN	Davidson
WMDB	AM	880	C	Talk	Nashville, TN	07/02/2003	44	Davidson Media Group LLC	Nashville, TN	Davidson
WMGC	AM	810	C	Mexican	Nashville, TN	07/02/2003	44	Radio 810 Nashville Limited	Murfreesboro, TN	Rutherford
WMOT	FM	89.5	NC	Jazz/News	Nashville, TN	07/02/2003	44	Middle Tennessee State University	Murfreesboro, TN	Rutherford

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

"p" indicates pending sale to owner listed



FCC Geographic Market Definition for Nashville, TN

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
WMRO	AM	1560	C	Hot AC	Nashville, TN	07/02/2003	44	Classic Broadcasting Inc	Gallatin, TN	Sumner
WMTS	FM	88.3	NC	Variety	Nashville, TN	07/02/2003	44	Middle Tennessee State University	Murfreesboro, TN	Rutherford
WNAH	AM	1360	C	Chrst/Talk	Nashville, TN	07/02/2003	44	Hermitage Broadcasting	Nashville, TN	Davidson
WNFN	FM	106.7	C	Top 40	Nashville, TN	07/02/2003	44	p Knoblauch, Scott	Millersville, TN	Davidson
WNQM	AM	1300	C	Chrst/Talk	Nashville, TN	07/02/2003	44	F.W. Robbert Broadcasting	Nashville, TN	Davidson
WNRQ	FM	105.9	C	Clsc Rock	Nashville, TN	07/02/2003	44	Clear Channel Communications Inc	Nashville, TN	Davidson
WNRZ	FM	91.5	NC	Chrst/CHR	Nashville, TN	07/02/2003	44	Bott Radio Network	Dickson, TN	Dickson
WNSR	AM	560	C	Talk/Sprts	Nashville, TN	07/02/2003	44	Southern Wabash Communications Corporation	Brentwood, TN	Williamson
WNVL	AM	1240	C	Mexican	Nashville, TN	07/02/2003	44	Davidson Media Group LLC	Nashville, TN	Davidson
WPDF	AM	850	C	DARK	Nashville, TN	07/02/2003	44	Guzman, Salvador	Fairview, TN	Williamson
WPLN	AM	1430	NC	Nws/Tlk/Cls	Nashville, TN	07/02/2003	44	Nashville Public Radio	Madison, TN	Davidson
WPLN	FM	90.3	NC	News/Clsc	Nashville, TN	07/02/2003	44	Nashville Public Radio	Nashville, TN	Davidson
WPRT	FM	102.5	C	Rhymc/CHR	Nashville, TN	07/02/2003	44	Cromwell Group Inc, The	Pegram, TN	Cheatham
WQKR	AM	1270	C	Adlt Stndrd	Nashville, TN	07/02/2003	44	Venture Broadcasting LLC	Portland, TN	Sumner
WQQK	FM	92.1	C	UrbAC/R&B	Nashville, TN	07/02/2003	44	Cumulus Broadcasting Inc	Goodlettsville, TN	Davidson
WQSE	AM	1030	C	Sothn Gspel	Nashville, TN	07/02/2003	44	Grace Broadcasting Services Inc	White Bluff, TN	Dickson
WQSV	AM	790	C	Oldes/Gospl	Nashville, TN	07/02/2003	44	Sycamore Valley Broadcasting	Ashland City, TN	Cheatham
WQZQ	AM	830	C	DARK		07/02/2003	0	Cromwell Group Inc, The	Goodlettsville, TN	Davidson
WRLT	FM	100.1	C	AAA	Nashville, TN	07/02/2003	44	Tuned In Broadcasting Inc	Franklin, TN	Williamson
WRQQ	FM	97.1	C	Clsc Hits	Nashville, TN	07/02/2003	44	p Knoblauch, Scott	Belle Meade, TN	Davidson
WRVW	FM	107.5	C	CHR	Nashville, TN	07/02/2003	44	Clear Channel Communications Inc	Lebanon, TN	Wilson
WSGI	AM	1100	C	Variety	Nashville, TN	07/02/2003	44	Lightning Broadcasting LLC	Springfield, TN	Robertson
WSIX	FM	97.9	C	Country	Nashville, TN	07/02/2003	44	Clear Channel Communications Inc	Nashville, TN	Davidson
WSM	AM	650	C	Country	Nashville, TN	07/02/2003	44	Gaylord Entertainment Company	Nashville, TN	Davidson
WSM	FM	95.5	C	Country	Nashville, TN	07/02/2003	44	Cumulus Broadcasting Inc	Nashville, TN	Davidson
WUBT	FM	101.1	C	Urban	Nashville, TN	07/02/2003	44	Clear Channel Communications Inc	Russellville, KY	Logan
WVCP	FM	88.5	NC	Oldes/Rock	Nashville, TN	07/02/2003	44	Volunteer State Community College	Gallatin, TN	Sumner
WVOL	AM	1470	C	Urban/Oldes	Nashville, TN	07/02/2003	44	Heidelberg Broadcasting LLC	Berry Hill, TN	Davidson
WVRY	FM	105.1	C	Sothn Gspel	Nashville, TN	07/02/2003	44	Grace Broadcasting Services Inc	Waverly, TN	Humphreys
WWTN	FM	99.7	C	Talk	Nashville, TN	07/02/2003	44	Cumulus Broadcasting Inc	Hendersonville, TN	Sumner
WYFN	AM	980	NC	Chrst/Talk	Nashville, TN	07/02/2003	44	Bible Broadcasting Network	Nashville, TN	Davidson
WYXE	AM	1130	C	Span/Chrst	Nashville, TN	07/02/2003	44	Iglesia de Dios Hispana Pentecostal, Nashville TN	Gallatin, TN	Sumner

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

"p" indicates pending sale to owner listed



FCC Geographic Market Definition for Nashville, TN

Call Letters	AM/FM	Freq	Type Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
--------------	-------	------	--------------	--------	-------------	----------------------	---------------	-------	-------------------------	-------------------

Number of Stations in Geographic Market 65

Previous Stations in Geographic Market

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

"p" indicates pending sale to owner listed

AFFIDAVIT AND QUALIFICATIONS OF CONSULTANT

State of Georgia)
St. Simons Island) ss:
County of Glynn)

JEFFERSON G. BROCK, being duly sworn, deposes and says that he is an officer of Graham Brock, Inc. Graham Brock has been engaged by Cumulus Licensing LLC to prepare the attached Technical Exhibit.

His qualifications are a matter of record before the Federal Communications Commission. He has been active in Broadcast Engineering since 1979.

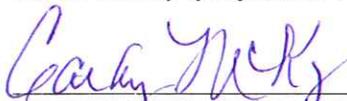
The attached report was either prepared by him or under his direction and all material and exhibits attached hereto are believed to be true and correct.

This the 2nd day of September 2011.



Jefferson G. Brock
Affiant

*Sworn to and subscribed before me
this the 2nd day of September 2011*



*Notary Public, State of Georgia
My Commission Expires: March 14, 2015*