

Circumstances of Transfer

On June 22, 2004, the Commission granted an application (BTCH-20030514ADI) for transfer of control of Styles Media Group, LLC (“Styles Media”). That application indicated that Styles Management Co., LLC (“Styles Management”) was the Managing Member of Styles Media.¹ The transfer was consummated on June 24, 2004.

The Operating Agreement of Styles Management, which was included in the 2004 transfer application, listed the members of Styles Management as Donald G. McCoy (55 percent), Thomas DiBacco (17.5 percent), Kim Styles (17.5 percent) and Stephen A. Bodzin (10 percent). Mr. DiBacco and Mr. McCoy were identified as the Managers of Styles Management. Item 4 of Section II of the application indicated that Mr. DiBacco and Mr. McCoy each held 50 percent of the votes.

On March 23, 2005, the Commission granted an application (BALH-20050311ACC) for *pro forma* assignment of the stations that are the subject of this application from Styles Media to Styles Alabama Licensing, LLC (“Styles Alabama”). The *pro forma* assignment was consummated January 31, 2006.

The sole member of Styles Alabama is Styles Media, of which Styles Management is the Manager. As noted above, Mr. McCoy holds the majority of the equity of Styles Management and Mr. McCoy and Mr. DiBacco are identified as the Managers of that limited liability company.

Agreements have been reached whereby Mr. DiBacco and Ms. Styles are conveying their interests in Styles Media and Styles Management to Mr. McCoy and severing their previous ties to those limited liability companies. Copies of the agreements are attached as Exhibit 4 of this application.

The exit of Mr. DiBacco as a Manager of Styles Management will result in Mr. McCoy, who has been previously “passed upon” by the Commission, going from being one of two Managers to being the sole Manager. Such an event is properly the subject of a *pro forma* transfer of control application on FCC Form 316.

¹ Although Styles Management is listed as the sole Manager of Styles Media, the names, addresses and other information regarding the other Members of Styles Media have been reported in several filings with the Commission. *E.g.*, BOS-2006131APW (Ownership Report for KDAY Licensing, LLC, of which Styles Media is the sole member). A list of Members prior to the subject transaction is attached hereto. The Members have such rights as are specified by Florida law and the Operating Agreement, dated January 31, 2003, as amended as of August 31, 2004, February 14 2005, March 1, 2005, and November 17, 2005.