

**Exhibit 2.1**

**ASSIGNMENT OF MEMBERSHIP INTEREST**

The undersigned, for good and valuable consideration, as designated in that certain Acquisition Agreement dated October \_\_, 2003 (the "Agreement") made and entered into by and among G Gentling LLC, a South Dakota limited liability company (the "LLC"), the undersigned as one of the Seller Parties (as defined therein), Cumulus Broadcasting, Inc. ("Buyer") and certain other parties, hereby grants, sells, assigns, transfers, conveys and delivers to Buyer, its successors and assigns, free and clear of all liens, claims, charges, and encumbrances of any nature whatsoever, all of the undersigned's right, title and interest in and to the undersigned's membership interests in the LLC which constitute all of the outstanding membership interests in the LLC.

The terms and provisions of the Agreement shall survive the execution and delivery of this instrument.

**IN WITNESS WHEREOF**, the undersigned has caused this instrument to be executed as of \_\_\_\_\_, 200\_\_.

\_\_\_\_\_  
Gregory D. Gentling