

RADIO MARKET ANALYSIS
CUMULUS LICENSING CORP.
WSM-FM RADIO STATION
NASHVILLE, TENNESSEE
WWTN RADIO STATION
MANCHESTER, TENNESSEE
March 2003

TECHNICAL STATEMENT

1. This technical statement and attached exhibits were prepared on behalf of Cumulus Licensing Corp. ("Cumulus"), proposed assignee of radio stations WSM-FM, Channel 238C, Nashville, Tennessee, and WWTN, Channel 259C, Manchester, Tennessee. Cumulus is also the licensee of stations WNPL, Channel 294A, Belle Meade, Tennessee; WQQK, Channel 221A, Henderson, Tennessee; and WRQQ, Channel 246C2, Goodlettsville, Tennessee. The 3.16 mV/m contours of WSM-FM, WWTN, WNPL, WQQK and WRQQ overlap with each other. This results in Cumulus having common interests in five FM stations in the same radio market. Exhibit #1 is a map depicting the contours of the stations.

2. Therefore, a study has been conducted to determine if ownership of these facilities complies with §73.3555 of the Commission's rules. The city grade contours of the subject stations will be used to define the market boundary, hereinafter referred to as the "Radio Market". The study will determine the number of other commercial AM and FM stations that either have transmitter sites within or provide coverage to the subject radio market. Since the contours of WSM-FM and WWTN encompass the contours of the remaining FM stations, their contours define the "Radio Market".

3. Exhibits #2A and #2B are depictions of the stations in the Radio Market and show the transmitter sites or city grade contours of fifty commercial AM and FM stations, including the five subject stations. Exhibit #3 is a tabulation of the stations in the Radio Market. The number of stations depicted falls in the forty-five or more stations tier of §73.3555(a)(1)(I) of the Commission's rules.¹ At the forty-five or more stations level, common ownership or control of up to eight stations, with no more than five in the same service, is permissible. Therefore, Cumulus' interests in five FM stations in the same market are in compliance with the Commission's rules. Therefore, Cumulus' proposed ownership of WSM-FM and WWTN is in compliance with §73.3555 of the rules.

4. The foregoing technical statement was prepared on behalf of Cumulus Licensing Corp. by Graham Brock, Inc., its 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 was extracted from the CDBS database. We assume no liability for errors or omissions in that database which may be adverse to the information contained herein.

1) Although there are additional stations providing service to the Radio Market, they are not considered since the number of stations was ample to demonstrate compliance with the rules based on the number of stations proposed to be commonly owned.

Graham Brock, Inc. - Broadcast Technical Consultants

WSM-FM
 BLH-4143
 Latitude: 36-08-27 N
 Longitude: 086-51-56 W
 ERP: 100.00 kW
 Channel: 238C
 AMSL Height: 568.0 m

WWTN
 BLH-19910606KG
 Latitude: 35-49-03 N
 Longitude: 086-31-24 W
 ERP: 100.00 kW
 Channel: 259C
 AMSL Height: 604.0 m

WSM-FM 3.16 mV/m

WRQQ 3.16 mV/m

WRQQ
 BLH-19991210AAZ
 Latitude: 36-17-50 N
 Longitude: 086-45-11 W
 ERP: 45.00 kW
 Channel: 246C2
 AMSL Height: 338.0 m

WQQK 3.16 mV/m

WNPL
 BLH-19980203KA
 Latitude: 36-08-27 N
 Longitude: 086-51-56 W
 ERP: 1.10 kW
 Channel: 294A
 AMSL Height: 410.0 m

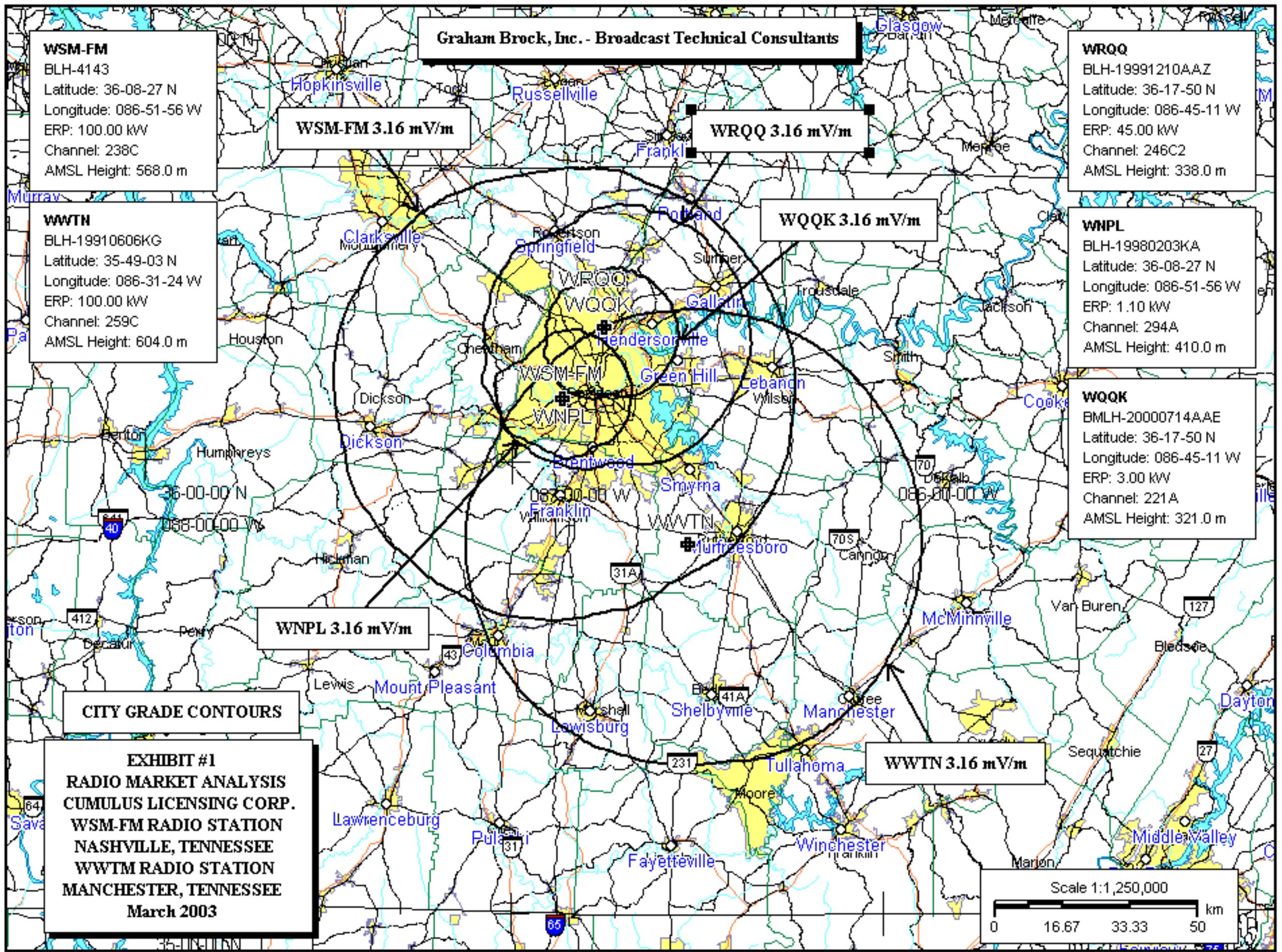
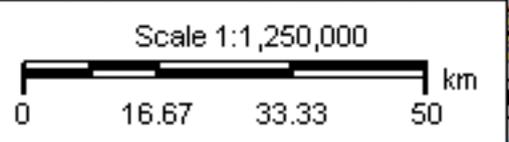
WQQK
 BMLH-20000714AAE
 Latitude: 36-17-50 N
 Longitude: 086-45-11 W
 ERP: 3.00 kW
 Channel: 221A
 AMSL Height: 321.0 m

WNPL 3.16 mV/m

WWIN 3.16 mV/m

CITY GRADE CONTOURS

EXHIBIT #1
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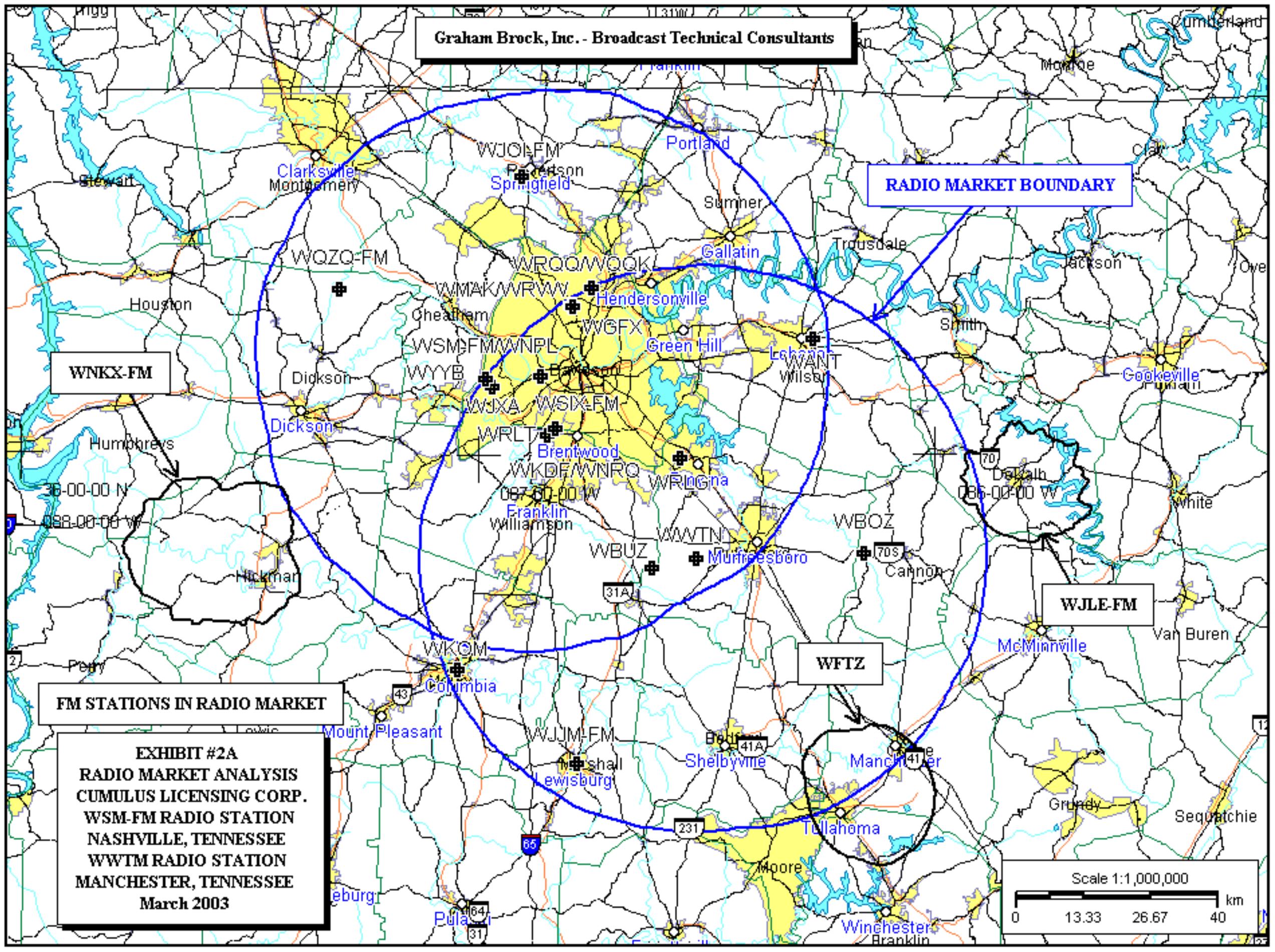
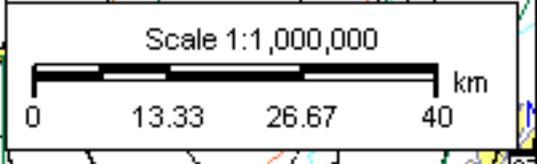
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RADIO MARKET BOUNDARY

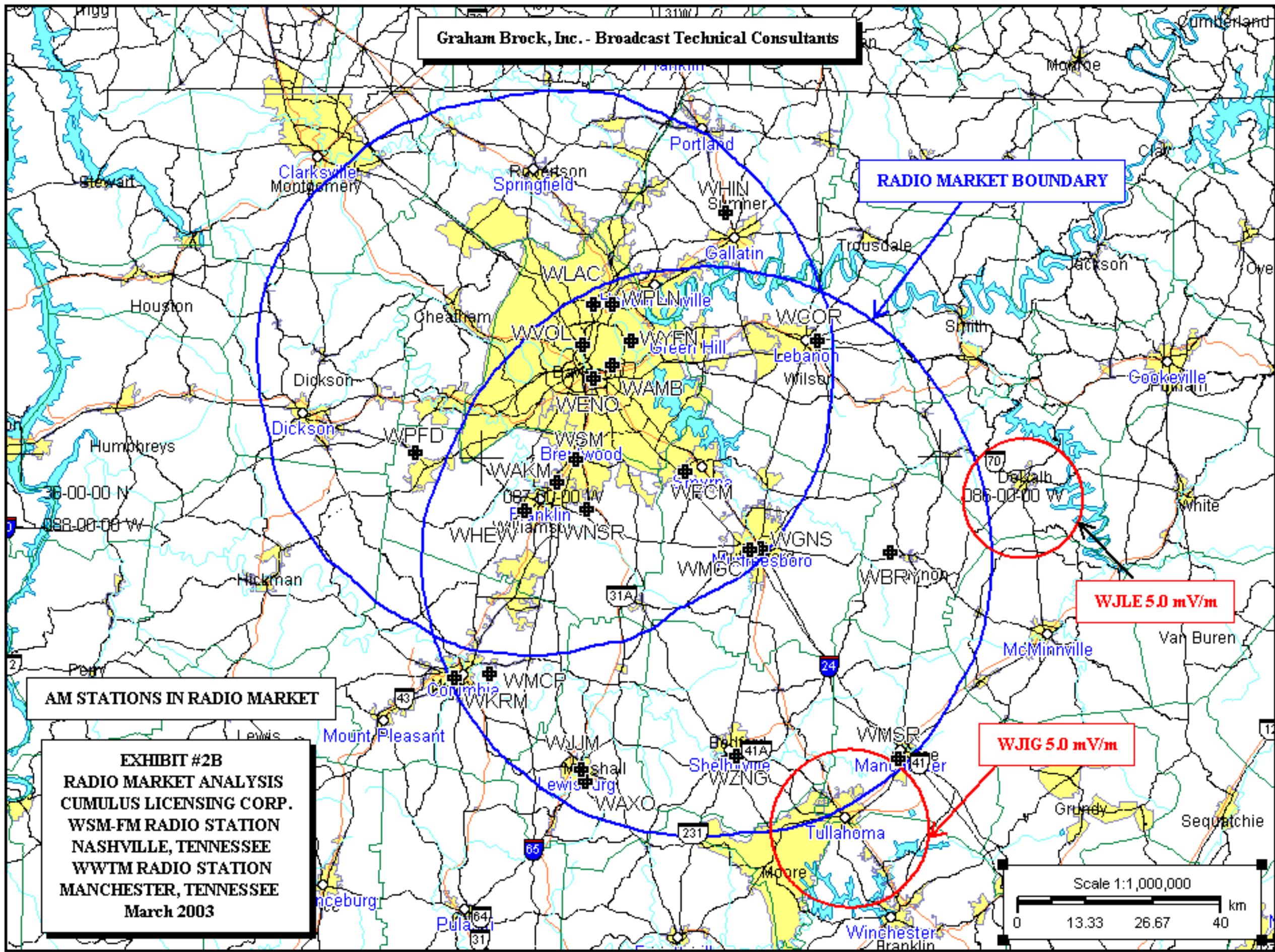
WNKX-FM

FM STATIONS IN RADIO MARKET

EXHIBIT #2A
RADIO MARKET ANALYSIS
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WWTM RADIO STATION
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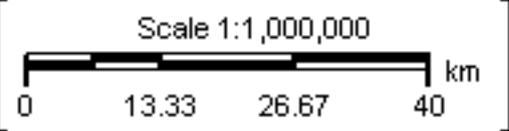
RADIO MARKET BOUNDARY

WJLE 5.0 mV/m

WJIG 5.0 mV/m

AM STATIONS IN RADIO MARKET

**EXHIBIT #2B
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EXHIBIT #3

Tabulation of Stations in Radio Market

AM Stations

WNSR	560 kHz	Brentwood, TN
WSM	650 kHz	Nashville, TN
WFCM	710 kHz	Smyrna, TN
+ WJIG	740 kHz	Tullahoma, TN
WENO	760 kHz	Nashville, TN
WMGC	810 kHz	Murfreesboro, TN
WPFD	850 kHz	Fairview, TN
WCOR	900 kHz	Lebanon, TN
WAKM	950 kHz	Franklin, TN
WYFN	980 kHz	Nashville, TN
WHIN	1010 kHz	Gallatin, TN
WAMB	1160 kHz	Donelson, TN
WAXO	1220 kHz	Lewisburg, TN
WMCP	1280 kHz	Columbia, TN
WMSR	1320 kHz	Manchester, TN
WKRM	1340 kHz	Columbia, TN
WHEW	1380 kHz	Franklin, TN
WZNG	1400 kHz	Shelbyville, TN
WPLN	1430 kHz	Madison, TN
WGNS	1450 kHz	Murfreesboro, TN
WVOL	1470 kHz	Berry Hill, TN
+ WJLE	1480 kHz	Smithville, TN
WJJM	1490 kHz	Lewisburg, TN
WLAC	1510 kHz	Nashville, TN
WBRY	1540 kHz	Woodbury, TN

Total AM Stations - 25

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EXHIBIT #3 (continued)

Tabulation of Stations in Radio Market

FM Stations

* WQQK	Ch 221A	Hendersonville, TN
WJXA	Ch 225C	Nashville, TN
WYYB	Ch 229A	Kingston Springs, TN
WRLG	Ch 231A	Smyrna, TN
WJOI-FM	Ch 232A	Springfield, TN
* WSM-FM	Ch 238C	Nashville, TN
WMAK	Ch 242C1	Murfreesboro, TN
+ WNKX-FM	Ch 244A	Centerville, TN
* WRQQ	Ch 246C2	Goodlettsville, TN
WSIX-FM	Ch 250C	Nashville, TN
WANT	Ch 255A	Lebanon, TN
* WWTN	Ch 259C	Manchester, TN
WJJM-FM	Ch 261A	Woodstock, NY
WRLT	Ch 261A	Franklin, TN
+ WFTZ	Ch 268A	Manchester, TN
+ WJLE-FM	Ch 269A	Smithville, TN
WKOM	Ch 269A	Columbia, TN
WQZQ-FM	Ch 273C1	Dickson, TN
WBUZ	Ch 275C1	Shelbyville, TN
WKDF	Ch 277C0	Nashville, TN
WGFX	Ch 283C1	Gallatin, TN
WBOZ	Ch 285A	Woodbury, TN
WNRQ	Ch 290C	Nashville, TN
* WNPL	Ch 294A	Belle Meade, TN
WRVW	Ch 298C1	Lebanon, TN

Total FM Stations - 25

GRAND TOTAL OF STATIONS CONSIDERED IN MARKET - 50

* Subject station.

+ Station has contour overlap with a subject station.