

Lotus Communications Corp. & Affiliates,

Los Angeles, California

I. Overview

Lotus Communications Corp., a California corporation ("**Lotus**"), is a holding company in the broadcasting business. Its headquarters are located at 3301 Barham Boulevard, Suite 200, Los Angeles, California 90068. Lotus has nine corporate subsidiaries (the "**Corporate Licensees**"), eight of which are licensees of radio stations, and two limited liability companies (the "**LLC Licensees**"), aggregating 11 wholly owned subsidiaries (collectively, the "**Subsidiaries**"), 10 of which are licensees of radio or low-power television stations (collectively with Lotus, the "**Company**"). The tenth corporate subsidiary, Lotus Boise Corp., an Idaho corporation, holds no licenses but is included as a Corporate Licensee below because it is the intended assignee under the application to which this is an exhibit, or an application being filed simultaneously with that application. The Company's broadcast holdings, which are summarized on the attached organizational chart, break down to (i) 35 full-power radio stations and (ii) two Low Power Television stations (plus 11 FM translators). The radio stations are in Arizona, California, and Nevada; the low-power television stations are in Arizona and Texas.

The outstanding equity of Lotus is comprised of 1144 shares of issued and outstanding common stock, of which 500 shares, designated Class A, is voting (the "**Voting Stock**"). The Howard A. Kalmenson Trust (Howard A. Kalmenson, Trustee) and The Lilli Kalmenson Rosenbloom Trust (Lilli Kalmenson Rosenbloom, Trustee) each own 50% of the Voting Stock. Lotus owns, beneficially and of record, all issued and outstanding equity in each of Subsidiaries, with Howard A. Kalmenson exercising all Lotus' voting power in the Subsidiaries, as well as voting all Voting Stock. Consequently, he alone controls Lotus and each of the Subsidiaries.

A. Company Radio Interests: The Company's radio licensees consist of the following Subsidiaries:

Arizona Lotus Corp., an Arizona corporation

KTKT (AM), 990 kHz, Tucson, Arizona, FCC Identification Number ("**FIN**") 2744
 KLPX (FM), Channel 241, 96.1 MHz, Tucson, Arizona, FIN 2745
 KCMT (FM), Channel 221, 92.1 MHz, Green Valley, Arizona, FIN 2746
 KFMA (FM), Channel 271, 102.1 MHz, Oro Valley, Arizona, FIN 87841
 K239CF (FM Translator), Channel 239, 95.7 MHz, Tucson, Arizona FIN 82314
 K232FD (FM Translator), Channel 232, 94.3 MHz, Tortolita, Arizona, FIN 142429

Lotus Bakersfield Corp., a California corporation

KCHJ-FM (FM), Channel 221A, 92.1 MHz, Bakersfield, California, FIN 35108
 KWAC (AM), 1490 kHz, Bakersfield, California, FIN 35109
 KCHJ (AM), 1010 kHz, Delano, California, FIN 35111
 KIWI (FM), Channel 275, 102.9MHz, McFarland, California, FIN 8108
 KPSL-FM, Channel 243, 96.5 MHz, Bakersfield, California, FIN 28847
 K229CD (FM Translator), Channel 229, 93.7 MHz, Shafter, CA, FIN 139793

Lotus Boise Corp., an Idaho corporation

No stations

Lotus Broadcasting Corp., a Nevada corporation

KBAD (AM), 920 kHz, Las Vegas, Nevada, FIN 38448
KENO (AM), 1460 kHz, Las Vegas, Nevada, FIN 38449
KXPT (FM), Channel 256, 97.1 MHz, Las Vegas, Nevada, FIN 38450
KOMP (FM), Channel 222, 92.3 MHz, Las Vegas, Nevada, FIN 38451
KWWN (AM), 1100 kHz, Las Vegas, Nevada, FIN 137871
KLAV (AM), 1230 kHz, Las Vegas, Nevada, FIN 70690
KRLV (AM), 1340 kHz, Las Vegas, Nevada, FIN 40756
KWID (FM), Channel 270, 101.9 MHz, Las Vegas, Nevada, FIN 55503
K255CT (FM Translator), Channel 255, 98.9 MHz, Henderson, Nevada, FIN 38447
K265EZ (FM Translator), Channel 265, 100.9 MHz, Henderson, Nevada, FIN 147567

Lotus Fresno Corp., a California corporation

KLBN (FM), Channel 270, 101.9 MHz, Fresno, California, FIN 29296
KGST (AM), 1600 kHz, Fresno, California, FIN 38453
KKBZ (FM), Channel 286, 105.1 MHz, Auberry, California, FIN 38455
KHIT-FM, Channel 296, 107.1 MHz, Madera, California, FIN 51845
KSEQ (FM), Channel 246, 97.1 MHz, Visalia, California, FIN 7717

Lotus Los Angeles Corp., a California corporation

KFWB (AM), 980 kHz, Los Angeles, California, FIN 25457
KTMZ (AM), 1220 kHz, Pomona, California, FIN 1925
KWKW (AM), 1330 kHz, Los Angeles, California, FIN 3845
K264CQ (FM Translator) 100.7 MHz, Channel 264, Los Angeles, California, FIN 141734
KK276GK (FM Translator), 103.1 MHz, Channel 276, San Bernardino, CA, FIN 144632

Lotus Oxnard Corp., a California corporation

KIRN (AM), 670 kHz, Simi Valley, California, FIN 69743

Lotus Radio Corp., a Nevada corporation

KOZZ-FM, Channel 289, 105.7 MHz, Reno, Nevada, FIN 38452
KDOT (FM), Channel 283, 104.5 MHz, Reno, Nevada, FIN 38457
KHIT (AM), 1450 kHz, Reno, Nevada, FIN 38458
KPLY (AM), 630 kHz, Reno, Nevada, FIN 50304
KUUB (FM), Channel 233, 94.5 MHz, Sun Valley, Nevada, FIN 83586
KCKQ (AM), 1180 kHz, Sparks, Nevada, FIN 160544
KTHX-FM, Channel 261, 100.1, Dayton, Nevada, FIN 48685
K232EA (FM Translator), Channel 232D, 94.3 MHz, Carson City, Nevada, FIN 86396
K231CS (FM Translator), Channel 231, 94.1 MHz, Reno, Nevada, FIN 138802
K240CA (FM Translator), Channel 240, 95.9 MHz, Crystal Bay (Brockway), NV, FIN 49252

Lotus Sacramento Corp., a California corporation

KMJE (AM), 890 kHz, Olivehurst, California, FIN 160999
KVMX (FM), Channel 221, 92.1 MHz, Placerville, California, FIN 36028
K284CM (FM Translator), Channel 284, 104.7 MHz, Sacramento, California, FIN 144146

B. Company Low-Power Television Interests: The LLC Licensees consist of the following:

Lotus TV of Phoenix LLC, an Arizona limited liability company
KPHE-LD, Channel 16, Phoenix, Arizona FIN 168602

Lotus TV of Houston LLC, a Texas limited liability company
KHLM-LD, Channel 43, Houston, Texas, FIN 57189

II. Officers, Directors and Managers

A. Radio Station Directors and Officers: Howard A. Kalmenson, James Kalmenson and Lilli Kalmenson Rosenbloom are the directors of Lotus and each Corporate Licensee. William Kalmenson also is a director of Lotus. The officers of Lotus and the Corporate Licensees are:

Howard A. Kalmenson, President
James Kalmenson, First Senior Vice President
Jay A. Levine, Senior Vice President, Chief Compliance Officer & Secretary
K. Jasmin Dorismond, Senior Vice President, Chief Financial Officer & Treasurer
Lilli Kalmenson Rosenbloom, Vice President
Melissa B. Frederick, Assistant Secretary

Anthony Bonnici is Vice President of Lotus Broadcasting Corp.

B. Low-Power Television Stations. The managers and officers of the LLC Licensees are:

James Kalmenson, President and Manager
K. Jasmin Dorismond,, Senior Vice President (Finance)
Howard A. Kalmenson, Secretary
Jay A. Levine, Senior Vice President (Compliance)
Melissa B. Frederick, Assistant Secretary

C. Information Concerning Individuals and Relationships. Each officer, director, manager, holder of any voting interest, or trustee of any trust holding any interest, in the Company, is a US citizen.

(i) Family Relationship: Howard A. Kalmenson and Lilli Kalmenson Rosenbloom are the parents of William and James Kalmenson. Jay A. Levine is Howard A. Kalmenson's nephew and James and William Kalmenson's first cousin.

(ii) Addresses:

William Kalmenson
6100 Primrose Street, #12, Los Angeles, California 90068

Lilli Kalmenson Rosenbloom
The Lilli Kalmenson Rosenbloom Trust
Lotus Interiors
5031 Brewster Drive, Tarzana, California 91352

Anthony Bonnici

8755 West Flamingo Road, Las Vegas, Nevada 89147

Each other officer, director, manager, holder of any voting interest in the Company, or trustee of any trust holding any interest in the Company:

3301 Barham Boulevard, Suite 200, Los Angeles, California 90068