

EXHIBIT 5

Changes in Interests as a Result of the Proposed Transfer

This application, along with associated concurrently-filed applications, seeks the Commission's consent to the transfer of control of GoodRadio.TV, LLC ("GoodRadio") from Dean Goodman to Verax Capital GP, LLC ("Verax").

GoodRadio is a manager-managed limited liability company, currently with a single manager, Mr. Goodman. As the sole manager, Mr. Goodman currently has exclusive control over the day-to-day management of the company. Investment funds controlled by Verax (the "Funds") currently hold attributable but non-voting membership interests in GoodRadio. As non-voting members, the Funds currently have no power to elect or cause the election of any manager.

With this application, Verax proposes to convert the Funds' membership interests in GoodRadio from non-voting interests to voting interests, as it is permitted to do under the company's limited liability company agreement. Upon conversion of the Funds' membership interests to voting interests, control of GoodRadio will be transferred from Dean Goodman as sole Manager of GoodRadio to a new five-member Board of Managers. Three of the members of the new Board of Managers will be designated by the Funds. As a consequence, control of GoodRadio will be transferred from Mr. Goodman, who is currently the sole manager of the company, to Verax, which following the proposed conversion will designate a majority of the managers of the company.

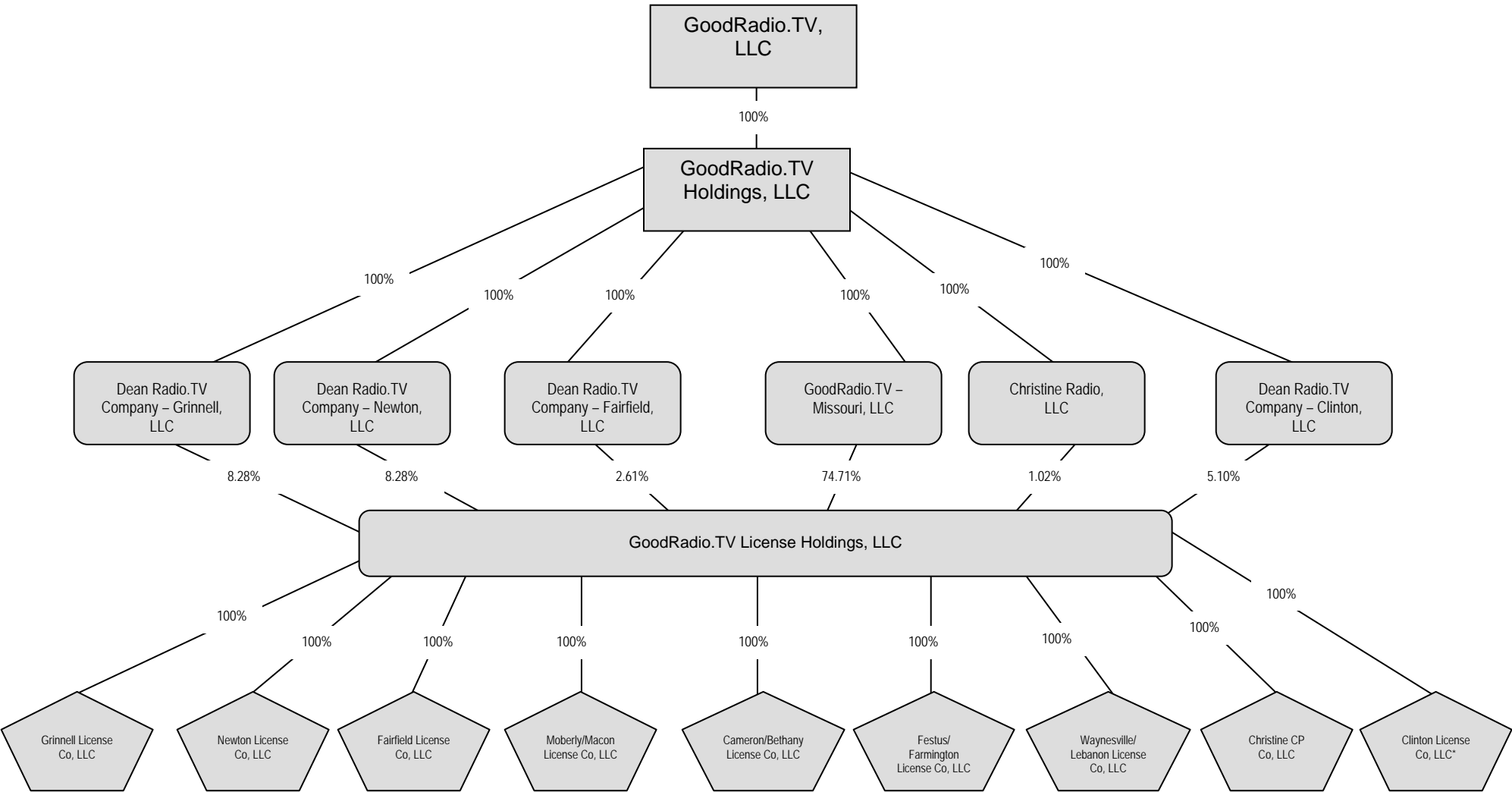
GoodRadio, through intervening subsidiaries, is the licensee or permittee of the following broadcast radio stations:

<u>Call Sign</u>	<u>Fac. ID</u>	<u>Community of License</u>
KMCD	23040	Fairfield, IA
KKFD-FM	23037	Fairfield, IA
KGRN	43242	Grinnell, IA
KRTI	35564	Grinnell, IA
KCOB	9900	Newton, IA
KCOB-FM	9899	Newton, IA
KAAN	31004	Bethany, MO
KAAN-FM	31005	Bethany, MO
KMRN	50744	Cameron, MO
KKWK	50745	Cameron, MO
KREI	35531	Farmington, MO
KTJJ	35533	Farmington, MO

KJFF	35532	Festus, MO
KWIX	35889	Moberly, MO
KRES	35890	Moberly, MO
KIRK	78275	Moberly, MO
KBNN	51093	Lebanon, MO
KJEL	51094	Lebanon, MO
KJPW	53877	Waynesville, MO
KIIK-FM	53876	Waynesville, MO
KFBD-FM	4259	Waynesville, MO
KOZQ	4260	Waynesville, MO
KCDG	171017	Madison, MO

Figure 1 hereto sets forth the current ownership structure of GoodRadio and its licensee/permittee subsidiaries.

Figure 1 – GoodRadio.TV, LLC Ownership Structure



* Clinton License Co., LLC is not an FCC licensee. GoodRadio.TV, LLC, through subsidiaries, provides programming to KDKD-FM and KDKD(AM), Clinton, Missouri pursuant to a Time Brokerage Agreement and holds an option to purchase substantially all the assets of those stations.

This application proposes no change in the ownership chain depicted in Figure 1, which will remain “as is” following the consummation of the transfer of control proposed in this application. Furthermore, after the consummation of the proposed transaction, Mr. Goodman will remain involved in the management of GoodRadio’s broadcast radio stations as Chief Executive Officer.

As indicated above, this application seeks FCC consent to the transfer of control of GoodRadio from Dean Goodman as sole Manager of GoodRadio to a new five-member Board of Managers of GoodRadio, with three of the members of the new Board of Managers, representing 60% voting control, to be selected by the Funds, which are controlled by Verax. The expansion of the Board of Managers will be effectuated pursuant to Section 5.3(d) of the Amended and Restated Limited Liability Company Agreement of GoodRadio.TV, LLC, a copy of which is included in Exhibit 6 to this application, in connection with the conversion of the Funds’ current membership interest from non-voting to voting. Mr. Goodman, although not one of the three Board Members selected by Verax, will continue to participate on the Board as one of the five Members, thereby reducing his voting percentage from the current 100% to 20%.