



(REFERENCE COPY - Not for submission)

Commercial Broadcast Stations Biennial  
Ownership Report (FCC Form 323)

File Number: 0000048594 | Submit Date: 2018-03-13 | FRN: 0003247723

Purpose: Commercial Broadcast Stations Biennial Ownership Report | Status: Received | Status Date: 03/23/2018

Filing Status: Active

Section I - General Information

1. Respondent

FRN		Entity Name			
0003247723		KLIF Lico, Inc.			

Street Address	City (and Country if non U.S. address)	State ("NA" if non-U.S. address)	Zip Code	Phone	Email
3280 Peachtree Road, NW Suite 2200	Atlanta	GA	30305	+1 (404) 949-0700	FCCLicenseManagement@cumulus.com

2. Contact Representative

Name		Organization			
Andrew Kersting		Cumulus Media Inc.			

Street Address	City (and Country if non U.S. address)	State	Zip Code	Phone	Email
3280 Peachtree Road NW Suite 2200	Atlanta	GA	30305	+1 (404) 949-0700	andy.kersting@cumulus.com

3. Application Filing Fee

Question	Response
Is this application being submitted without a filing fee?	No

Fees

Application Type	Form Number	Fee Code	Quantity	Fee Amount	Subtotal
Biennial	Form 323	MAR	1	95	\$70.00
				Total	\$70.00

4. Nature of Respondent

(a) Provide the following information about the Respondent:	
Relationship to stations/permits	Licensee
Nature of Respondent	For-profit corporation

(b) Provide the following information about this report:	
Purpose	Biennial
"As of" date	10/01/2017  When filing a biennial ownership report or validating and resubmitting a prior biennial ownership report, this date must be Oct. 1 of the year in which this report is filed.

5. Licensee(s) and Station(s)

Respondent is filing this report to cover the following Licensee(s) and station(s):

Licensee/Permittee Name	FRN
KLIF Lico, Inc.	0003247723

Fac. ID No.	Call Sign	City	State	Service
35061	KLIF	DALLAS	TX	AM

Section II – Biennial Ownership Information

1. 47 C.F.R. Section 73.3613 and Other Documents

Licensee Respondents that hold authorizations for one or more full power television, AM, and/or FM stations should list all contracts and other instruments set forth in 47 C.F.R. Section 73.3613(a) through (c) for the facility or facilities listed on this report. In addition, attributable Local Marketing Agreements (LMAs) and attributable Joint Sales Agreements (JSAs) must be disclosed by the licensee of the brokering station on its ownership report. If the agreement is an attributable LMA, an attributable JSA, or a network affiliation agreement, check the appropriate box. Otherwise, select “Other.” Non-Licensee Respondents, as well as Licensee Respondents that only hold authorizations for Class A television and/or low power television stations, should select “Not Applicable” in response to this question.

Document Information	
Description of contract or instrument	Articles of Incorporation
Parties to contract or instrument	State of Nevada
Date of execution	12/1996
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Formation document

Document Information
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Description of contract or instrument	By Laws
Parties to contract or instrument	KLIF Lico Inc.
Date of execution	12/1996
Date of expiration	No expiration date
Agreement type (check all that apply)	Other <b>Agreement Type:</b> Formation document

Document Information	
Description of contract or instrument	Articles of Incorporation
Parties to contract or instrument	State of Nevada
Date of execution	12/1996
Date of expiration	No expiration date
Agreement type (check all that apply)	Other <b>Agreement Type:</b> Formation document

Document Information	
Description of contract or instrument	By Laws
Parties to contract or instrument	KLIF Broadcasting Inc.
Date of execution	12/1996
Date of expiration	No expiration date
Agreement type (check all that apply)	Other <b>Agreement Type:</b> Formation document

Document Information	
Description of contract or instrument	Articles of Merger
Parties to contract or instrument	KLIF Co and KLIF Broadcasting Inc.
Date of execution	04/1997
Date of expiration	No expiration date
Agreement type (check all that apply)	Other <b>Agreement Type:</b> Formation document

Document Information	
Description of contract or instrument	Plan of Merger
Parties to contract or instrument	KLIF Co and KLIF Broadcasting Inc.
Date of execution	03/1997
Date of expiration	No expiration date
Agreement type (check all that apply)	Other <b>Agreement Type:</b> Formation document

Document Information	
Description of contract or instrument	By Laws

<b>Parties to contract or instrument</b>	Susquehanna Radio Corp.
<b>Date of execution</b>	11/1985
<b>Date of expiration</b>	No expiration date
<b>Agreement type</b> (check all that apply)	Other <b>Agreement Type:</b> Formation document

Document Information	
<b>Description of contract or instrument</b>	Articles of Incorporation
<b>Parties to contract or instrument</b>	State of Pennsylvania
<b>Date of execution</b>	11/1985
<b>Date of expiration</b>	No expiration date
<b>Agreement type</b> (check all that apply)	Other <b>Agreement Type:</b> Formation document

Document Information	
<b>Description of contract or instrument</b>	Certificate of Incorporation
<b>Parties to contract or instrument</b>	State of Delaware
<b>Date of execution</b>	05/1985
<b>Date of expiration</b>	No expiration date
<b>Agreement type</b> (check all that apply)	Other <b>Agreement Type:</b> Formation document

Document Information	
<b>Description of contract or instrument</b>	Local Programming and Marketing Agreement
<b>Parties to contract or instrument</b>	Susquehanna Radio Corp and KESN Assets, LLC
<b>Date of execution</b>	10/2013
<b>Date of expiration</b>	10/2020
<b>Agreement type</b> (check all that apply)	Attributable LMA

Document Information	
<b>Description of contract or instrument</b>	By Laws
<b>Parties to contract or instrument</b>	Susquehanna Media Co.
<b>Date of execution</b>	05/1993
<b>Date of expiration</b>	No expiration date
<b>Agreement type</b> (check all that apply)	Other <b>Agreement Type:</b> Formation document

Document Information	
<b>Description of contract or instrument</b>	Certificate of Incorporation
<b>Parties to contract or instrument</b>	State of Delaware

Date of execution	08/1941
Date of expiration	No expiration date
Agreement type (check all that apply)	Other <b>Agreement Type:</b> Formation document

Document Information	
Description of contract or instrument	By Laws
Parties to contract or instrument	Susquehanna Pfaltzgraff Co
Date of execution	08/1941
Date of expiration	No expiration date
Agreement type (check all that apply)	Other <b>Agreement Type:</b> Formation document

Document Information	
Description of contract or instrument	Restated Certificate of Incorporation
Parties to contract or instrument	State of Delaware
Date of execution	05/1999
Date of expiration	No expiration date
Agreement type (check all that apply)	Other <b>Agreement Type:</b> Formation document

Document Information	
Description of contract or instrument	Certificate of Incorporation
Parties to contract or instrument	State of Delaware
Date of execution	10/2005
Date of expiration	No expiration date
Agreement type (check all that apply)	Other <b>Agreement Type:</b> Formation document

Document Information	
Description of contract or instrument	By Laws
Parties to contract or instrument	CMP Susquehanna Corp.
Date of execution	10/2005
Date of expiration	No expiration date
Agreement type (check all that apply)	Other <b>Agreement Type:</b> Formation document

Document Information	
Description of contract or instrument	Amended and Restated Certificate of Incorporation
Parties to contract or instrument	State of Delaware
Date of execution	03/2009

<b>Date of expiration</b>	No expiration date
<b>Agreement type</b> (check all that apply)	Other <b>Agreement Type:</b> Formation document

Document Information	
<b>Description of contract or instrument</b>	By Laws
<b>Parties to contract or instrument</b>	CMP Susquehanna Radio Holdings Corp.
<b>Date of execution</b>	03/2006
<b>Date of expiration</b>	No expiration date
<b>Agreement type</b> (check all that apply)	Other <b>Agreement Type:</b> Formation document

Document Information	
<b>Description of contract or instrument</b>	Certificate of Restated Articles of Incorporation
<b>Parties to contract or instrument</b>	Citadel Broadcasting Company
<b>Date of execution</b>	07/1997
<b>Date of expiration</b>	No expiration date
<b>Agreement type</b> (check all that apply)	Other <b>Agreement Type:</b> Formation document

Document Information	
<b>Description of contract or instrument</b>	Articles of Merger
<b>Parties to contract or instrument</b>	Citadel License Inc. and State of Nevada
<b>Date of execution</b>	12/1999
<b>Date of expiration</b>	No expiration date
<b>Agreement type</b> (check all that apply)	Other <b>Agreement Type:</b> Formation document

Document Information	
<b>Description of contract or instrument</b>	Amended and Restated By Laws
<b>Parties to contract or instrument</b>	N/A
<b>Date of execution</b>	06/2001
<b>Date of expiration</b>	No expiration date
<b>Agreement type</b> (check all that apply)	Other <b>Agreement Type:</b> Formation document

Document Information	
<b>Description of contract or instrument</b>	Certificate of Amendment to Articles of Incorporation
<b>Parties to contract or instrument</b>	Citadel Broadcasting Company
<b>Date of execution</b>	06/2010
<b>Date of expiration</b>	No expiration date

<b>Agreement type</b> (check all that apply)	Other <b>Agreement Type:</b> Formation document
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Document Information	
<b>Description of contract or instrument</b>	Articles of Merger Changing Name of Citadel Broadcasting Company to Cumulus Radio Corporation
<b>Parties to contract or instrument</b>	Cumulus Radio Corporation
<b>Date of execution</b>	12/2013
<b>Date of expiration</b>	No expiration date
<b>Agreement type</b> (check all that apply)	Other <b>Agreement Type:</b> Formation document

Document Information	
<b>Description of contract or instrument</b>	Local Marketing Agreement
<b>Parties to contract or instrument</b>	Cumulus Radio Corporation and Assembly of Christian Churches
<b>Date of execution</b>	03/2016
<b>Date of expiration</b>	03/2019
<b>Agreement type</b> (check all that apply)	Attributable LMA

Document Information	
<b>Description of contract or instrument</b>	Fifth Amended and Restated Certificate of Incorporation
<b>Parties to contract or instrument</b>	State of Delaware
<b>Date of execution</b>	09/2011
<b>Date of expiration</b>	No expiration date
<b>Agreement type</b> (check all that apply)	Other <b>Agreement Type:</b> Formation document

Document Information	
<b>Description of contract or instrument</b>	Certificate of Merger
<b>Parties to contract or instrument</b>	State of Delaware
<b>Date of execution</b>	09/2011
<b>Date of expiration</b>	No expiration date
<b>Agreement type</b> (check all that apply)	Other <b>Agreement Type:</b> Formation document

Document Information	
<b>Description of contract or instrument</b>	Second Amended and Restated By Laws
<b>Parties to contract or instrument</b>	Citadel Broadcasting Corporation
<b>Date of execution</b>	09/2011
<b>Date of expiration</b>	09/2018

<b>Agreement type</b> (check all that apply)	Other <b>Agreement Type:</b> Formation document
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Document Information	
Description of contract or instrument	Certificate of Amendment to Amended and Restated Certificate of Incorporation of Citadel Broadcasting Corporation, changing name to Cumulus Intermediate Holdings Inc.
Parties to contract or instrument	State of Delaware
Date of execution	10/2014
Date of expiration	No expiration date
<b>Agreement type</b> (check all that apply)	Other <b>Agreement Type:</b> Formation document

Document Information	
Description of contract or instrument	Certificate of Incorporation of Cadet Holding Corporation
Parties to contract or instrument	State of Delaware
Date of execution	03/2011
Date of expiration	No expiration date
<b>Agreement type</b> (check all that apply)	Other <b>Agreement Type:</b> Formation document

Document Information	
Description of contract or instrument	Certificate of Amendment Changing Name from Cadet Holding Corporation to Cumulus Media Holdings Inc.
Parties to contract or instrument	State of Delaware
Date of execution	04/2011
Date of expiration	No expiration date
<b>Agreement type</b> (check all that apply)	Other <b>Agreement Type:</b> Formation document

Document Information	
Description of contract or instrument	By Laws of Cumulus Media Holdings Inc. (formerly Cadet Holding Corporation)
Parties to contract or instrument	Cumulus Media Holdings Inc.
Date of execution	03/2011
Date of expiration	No expiration date
<b>Agreement type</b> (check all that apply)	Other <b>Agreement Type:</b> Formation document

Document Information	
Description of contract or instrument	Local Marketing Agreement
Parties to contract or instrument	Merlin Media LLC Merlin Media License LLC; Chicago FM Radio Assets LLC and Cumulus Media Holdings Inc.



<b>Date of execution</b>	01/2014
<b>Date of expiration</b>	10/2017
<b>Agreement type</b> (check all that apply)	Attributable LMA

Document Information	
<b>Description of contract or instrument</b>	Third Amended and Restated Certificate of Incorporation
<b>Parties to contract or instrument</b>	State of Delaware
<b>Date of execution</b>	09/2011
<b>Date of expiration</b>	No expiration date
<b>Agreement type</b> (check all that apply)	Other <b>Agreement Type:</b> Formation document

Document Information	
<b>Description of contract or instrument</b>	Amended and Restated By Laws
<b>Parties to contract or instrument</b>	Cumulus Media Inc.
<b>Date of execution</b>	11/2008
<b>Date of expiration</b>	No expiration date
<b>Agreement type</b> (check all that apply)	Other <b>Agreement Type:</b> Formation document

Document Information	
<b>Description of contract or instrument</b>	Amended and Restated Credit Agreement
<b>Parties to contract or instrument</b>	Cumulus Media Inc.; Cumulus Media Holdings Inc.; JPMorgan Chase Bank, N.A. as Lender and Administrative Agent; Royal Bank of Canada and Macquarie Capital (USA) Inc.as Co-Syndication Agents and Credit Suisse AG, Cayman islands Branch, et al.
<b>Date of execution</b>	12/2013
<b>Date of expiration</b>	12/2018
<b>Agreement type</b> (check all that apply)	Other <b>Agreement Type:</b> Credit Agreement

Document Information	
<b>Description of contract or instrument</b>	Sixth Amendment to Local Marketing Agreement
<b>Parties to contract or instrument</b>	Champlin Broadcasting, Inc. and Cumulus Radio Corporation
<b>Date of execution</b>	12/2016
<b>Date of expiration</b>	12/2017
<b>Agreement type</b> (check all that apply)	Attributable LMA

Document Information	
<b>Description of contract or instrument</b>	First Amendment to Stockholders' Agreement

<b>Parties to contract or instrument</b>	Cumulus Media Inc. and Crestview Radio Investors, LLC
<b>Date of execution</b>	04/2015
<b>Date of expiration</b>	No expiration date
<b>Agreement type</b> (check all that apply)	Other <b>Agreement Type:</b> Formation document

## 2. Ownership Interests

**(a) Ownership Interests.** This Question requires Respondents to enter detailed information about ownership interests by generating a series of subforms. Answer each question on each subform. The first subform listing should be for the Respondent itself. If the Respondent is not a natural person, also list each of the officers, directors, stockholders, non-insulated partners, non-insulated members, and any other persons or entities with a direct attributable interest in the Respondent pursuant to the standards set forth in 47 C.F.R. Section 73.3555. (A “direct” interest is one that is not held through any intervening companies or entities.) List each interest holder with a direct attributable interest in the Respondent separately.

Leave the percentage of total assets (Equity Debt Plus) field blank for an interest holder unless that interest holder has an attributable interest in the Respondent solely on the basis of the Commission’s Equity Debt Plus attribution standard, 47 C.F.R. Section 73.3555, Note 2(i).

In the case of vertical or indirect ownership structures, list only those interests in the Respondent that also represent an attributable interest in the Licensee(s) for which the report is being submitted.

Entities that are part of an organizational structure that includes holding companies or other forms of indirect ownership must file separate ownership reports. In such a structure do not report, or file a separate report for, any interest holder that does not have an attributable interest in the Licensee(s) for which the report is being submitted.

Please see the Instructions for further detail concerning interests that must be reported in response to this question.

The Respondent must provide an FCC Registration Number for each interest holder reported in response to this question. Please see the Instructions for detailed information and guidance concerning this requirement.

Ownership Information			
FRN	0003247723		
Entity Name	KLIF Lico, Inc.		
Address	PO Box		
	Street 1	3280 Peachtree Road, NW	
	Street 2	Suite 2200	
	City	Atlanta	
	State ("NA" if non-U.S. address)	GA	
	Zip/Postal Code	30305	
	Country (if non-U.S. address)	United States	
Listing Type	Respondent		
Positional Interests (check all that apply)	Respondent		
Tribal Nation or Tribal Entity	Interest holder is not a Tribal nation or Tribal entity		
Interest Percentages (enter percentage values from 0.0 to 100.0)	Voting	0.0%	Jointly Held? No
	Equity	0.0%	

	<b>Total assets (Equity Debt Plus)</b>	0.0%
<b>Does interest holder have an attributable interest in one or more broadcast stations that do not appear on this report?</b>		No

Ownership Information			
FRN	0019937903		
Entity Name	KLIF Broadcasting, Inc.		
Address	PO Box		
	Street 1	3280 Peachtree Road, NW	
	Street 2	Suite 2200	
	City	Atlanta	
	State ("NA" if non-U.S. address)	GA	
	Zip/Postal Code	30305	
	Country (if non-U.S. address)	United States	
Listing Type	Other Interest Holder		
Positional Interests (check all that apply)	Stockholder		
Tribal Nation or Tribal Entity	Interest holder is not a Tribal nation or Tribal entity		
Interest Percentages (enter percentage values from 0.0 to 100.0)	Voting	100.0%	Jointly Held? No
	Equity	100.0%	
	Total assets (Equity Debt Plus)	0.0%	
<b>Does interest holder have an attributable interest in one or more broadcast stations that do not appear on this report?</b>		No	

Ownership Information		
FRN	2130004498	
Name	Mary G. Berner	
Address	PO Box	
	Street 1	c/o Cumulus Media Inc.
	Street 2	3280 Peachtree Road, NW, Suite 2200
	City	Atlanta
	State ("NA" if non-U.S. address)	GA
	Zip/Postal Code	30305
	Country (if non-U.S. address)	United States

Listing Type	Other Interest Holder		
Positional Interests (check all that apply)	Officer, Director		
Citizenship, Gender, Ethnicity, and Race Information (Natural Persons Only)	Citizenship	US	
	Gender	Female	
	Ethnicity	Not Hispanic or Latino	
	Race	White	
Interest Percentages (enter percentage values from 0.0 to 100.0)	Voting	0.0%	Jointly Held? No
	Equity	0.0%	
	Total assets (Equity Debt Plus)	0.0%	
Does interest holder have an attributable interest in one or more broadcast stations that do not appear on this report?			Yes

Ownership Information			
FRN	2130004514		
Name	John F. Abbot		
Address	PO Box		
	Street 1	c/o Cumulus Media Inc.	
	Street 2	3280 Peachtree Road, NW, Suite 2200	
	City	Atlanta	
	State ("NA" if non-U.S. address)	GA	
	Zip/Postal Code	30305	
	Country (if non-U.S. address)	United States	
Listing Type	Other Interest Holder		
Positional Interests (check all that apply)	Officer		
Citizenship, Gender, Ethnicity, and Race Information (Natural Persons Only)	Citizenship	US	
	Gender	Male	
	Ethnicity	Not Hispanic or Latino	
	Race	White	
Interest Percentages (enter percentage values from 0.0 to 100.0)	Voting	0.0%	Jointly Held? No
	Equity	0.0%	
	Total assets (Equity Debt Plus)	0.0%	
Does interest holder have an attributable interest in one or more broadcast stations that do not appear on this report?			Yes

Ownership Information			
FRN	0019387349		
Name	Richard S. Denning		
Address	PO Box		
	Street 1	c/o Cumulus Media Inc.	
	Street 2	3280 Peachtree Road, NW, Suite 2200	
	City	Atlanta	
	State ("NA" if non-U.S. address)	GA	
	Zip/Postal Code	30305	
	Country (if non-U.S. address)	United States	
Listing Type	Other Interest Holder		
Positional Interests (check all that apply)	Officer		
Citizenship, Gender, Ethnicity, and Race Information (Natural Persons Only)	Citizenship	US	
	Gender	Male	
	Ethnicity	Not Hispanic or Latino	
	Race	White	
Interest Percentages (enter percentage values from 0.0 to 100.0)	Voting	0.0%	Jointly Held? No
	Equity	0.0%	
	Total assets (Equity Debt Plus)	0.0%	
Does interest holder have an attributable interest in one or more broadcast stations that do not appear on this report?			Yes
(b) Respondent certifies that any interests, including equity, financial, or voting interests, not reported in this filing are non-attributable. If "No," submit as an exhibit an explanation.			Yes

<p><b>(c) Does the Respondent or any reported interest holder hold an attributable interest in any newspaper entities in the same market as any station for which this report is filed, as defined in 47 C.F.R. Section 73.3555?</b></p> <p>If <u>Yes</u>, provide information describing the interest(s), using EITHER the subform OR the spreadsheet option below. Respondents with a large number (50 or more) of entries to submit should use the spreadsheet option.</p> <p>NOTE: Spreadsheets must be submitted in a special XML Spreadsheet format with the appropriate structure that is specified in the documentation. For instructions on how to use the spreadsheet option to complete this question (including templates to start with), please <a href="#">Click Here</a>.</p> <p>If using the subform, leave the percentage of total assets (Equity Debt Plus) field blank for an interest holder unless that interest holder has an attributable interest in the newspaper entity solely on the basis of the Commission's Equity Debt Plus attribution standard, 47 C.F.R. Section 73.3555, Note 2(i). If using an XML Spreadsheet, enter "NA" into the percentage of total assets (Equity Debt Plus) field for an interest holder unless that interest holder has an attributable interest in the newspaper entity solely on the basis of the Commission's Equity Debt Plus attribution standard.</p> <p>The Respondent must provide an FCC Registration Number for each interest holder reported in response to this question. Please see the Instructions for detailed information and guidance concerning this requirement.</p>	No
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<p><b>(d) Are any of the individuals listed as an attributable interest holder in the Respondent married to each other or related to each other as parentchild or as siblings?</b></p> <p>If <u>Yes</u>, provide the following information for each such the relationship.</p>	No
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<p><b>(e) Is Respondent seeking an attribution exemption for any officer or director with duties wholly unrelated to the Licensee(s)?</b></p> <p>If <u>Yes</u>, complete the information in the required fields and submit an Exhibit fully describing that individual's duties and responsibilities, and explaining why that individual should not be attributed an interest.</p>	No
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3. Organizational Chart (Licensees Only)

Attach a flowchart or similar document showing the Licensee’s vertical ownership structure including the Licensee and all entities that have attributable interests in the Licensee. Licensees with a single parent entity may provide a brief explanatory textual Exhibit in lieu of a flowchart or similar document. Licensees without parent entities should so indicate in a textual Exhibit.

Non-Licensee Respondents should select “N/A” in response to this question.

File Name	Uploaded By	Attachment Type	Description
<a href="#">Ownership Structure Chart.pdf</a>	Applicant	Ownership Chart	Ownership Structure Chart

Section III - Certification

Certification

Section	Question	Response
Authorized Party to Sign	WILLFUL FALSE STATEMENTS ON THIS FORM ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. CODE, TITLE 18, SECTION 1001), AND /OR REVOCATION OF ANY STATION LICENSE --OR CONSTRUCTION PERMIT (U.S. CODE, TITLE 47, SECTION 312(a)(1)), AND/OR FORFEITURE (U.S. CODE, TITLE 47, SECTION 503).	
Certification	I certify that I have examined this report and that to the best of my knowledge and belief, all statements in this report are true, correct and complete.	Official Title: <b>Senior Vice President &amp; General Counsel</b> Exact Legal Title or Name of Respondent: <b>KLIF Lico, Inc.</b> Name: <b>Richard S. Denning</b> Phone: <b>4049490700</b>  03/13/2018