



(REFERENCE COPY - Not for submission)

Commercial Broadcast Stations Biennial Ownership Report (FCC Form 323)

File Number: **000098921** | Submit Date: **2020-01-21** | FRN: **0005004874**

Purpose: **Commercial Broadcast Stations Biennial Ownership Report** | Status: **Received** | Status Date: **01/23/2020**

Filing Status: **Active**

Section I - General Information

1. Respondent

FRN	Entity Name
0005004874	Blue Chip Broadcasting Licenses, LTD

Street Address	City (and Country if non U.S. address)	State ("NA" if non-U.S. address)	Zip Code	Phone	Email
1010 Wayne Avenue 14th Floor	Silver Spring	MD	20910	+1 (301) 429-3200	sharris@urban1.com

2. Contact Representative

Name	Organization
Sonya M. Hall-Harris	Urban One, Inc.

Street Address	City (and Country if non U.S. address)	State	Zip Code	Phone	Email
1010 Wayne Avenue, 14th Floor	Silver Spring	MD	20910	+1 (301) 429-3200	sharris@urban1.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	11	70	\$770.00
				Total	\$770.00

4. Nature of Respondent

(a) Provide the following information about the Respondent:	
Relationship to stations/permits	Licensee
Nature of Respondent	Limited liability company

(b) Provide the following information about this report:	
Purpose	Biennial
"As of" date	10/01/2019 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
Blue Chip Broadcasting Licenses, LTD	0005004874

Fac. ID No.	Call Sign	City	State	Service
2685	WENZ	CLEVELAND	OH	FM
5893	WIZF	ERLANGER	KY	FM
10139	WDBZ	CINCINNATI	OH	AM
27645	WCKX	COLUMBUS	OH	FM
41389	WJMO	CLEVELAND	OH	AM
57353	WOSL	NORWOOD	OH	FM
63949	WBMO	LONDON	OH	FM
64717	WJYD	CIRCLEVILLE	OH	FM
72311	WXMG	LANCASTER	OH	FM
74465	WZAK	CLEVELAND	OH	FM
74472	WERE	CLEVELAND HEIGHTS	OH	AM
138920	W233CG	CLEVELAND	OH	FX
148400	W268CM	CINCINNATI	OH	FX

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	Stockholders Agreement
Parties to contract or instrument	Catherine L. Hughes and Alfred C. Liggins
Date of execution	03/1999
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Stockholders Agreement

Document Information	
Description of contract or instrument	Hughes Revocable Trust
Parties to contract or instrument	Catherine L. Hughes
Date of execution	03/1999
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Hughes Revocable Trust

Document Information	
Description of contract or instrument	Liggins Revocable Trust
Parties to contract or instrument	Alfred C. Liggins
Date of execution	03/1999
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Liggins Revocable Trust

Document Information	
Description of contract or instrument	Amended Bylaws of Urban One, Inc.
Parties to contract or instrument	N/A
Date of execution	05/2017
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Amended Bylaws of Urban One, Inc.

Document Information	
Description of contract or instrument	Articles of Organization of Blue Chip Broadcasting, Ltd.
Parties to contract or instrument	N/A
Date of execution	03/1996

Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Articles of Organization of Blue Chip Broadcasting, Ltd.

Document Information	
Description of contract or instrument	Fourth Amendment and Restated Operation Agreement of Blue Chip Broadcasting Ltd. (Including Bylaws)
Parties to contract or instrument	N/A
Date of execution	12/1999
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Fourth Amendment and Restated Operation Agreement of Blue Chip Broadcasting Ltd. (Including Bylaws)

Document Information	
Description of contract or instrument	Amendment to Articles of Organization of Blue Chip Broadcasting, Ltd.
Parties to contract or instrument	N/A
Date of execution	12/1999
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Amendment to Articles of Organization of Blue Chip Broadcasting, Ltd.

Document Information	
Description of contract or instrument	Articles of Organization of Blue Chip Broadcasting Licenses Ltd.
Parties to contract or instrument	N/A
Date of execution	04/1999
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Articles of Organization of Blue Chip Broadcasting Licenses Ltd.

Document Information	
Description of contract or instrument	Operating Agreement (Including Bylaws) of Blue Chip Broadcasting Licenses, Ltd.
Parties to contract or instrument	N/A
Date of execution	04/1999
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Operating Agreement (Including Bylaws) of Blue Chip Broadcasting Licenses, Ltd.

Document Information	
Description of contract or instrument	Credit Agreement
Parties to contract or instrument	Radio One, Inc., Various Lenders, Guggenheim Securities Credit Partners, LLC, The Bank of New York Mellon, and Guggenheim Securities, LLC
Date of execution	04/2017
Date of expiration	04/2023
Agreement type (check all that apply)	Other Agreement Type: Credit Agreement

Document Information	
Description of contract or instrument	Security Agreement
Parties to contract or instrument	Radio One, Inc., Certain Subsidiaries of Radio One, Inc., and The Bank of New York Mellon
Date of execution	04/2017
Date of expiration	04/2023
Agreement type (check all that apply)	Other Agreement Type: Security Agreement

Document Information	
Description of contract or instrument	Pledge Agreement
Parties to contract or instrument	Radio One Inc., Certain Subsidiaries of Radio One, Inc., and The Bank of New York Mellon
Date of execution	04/2017
Date of expiration	04/2023
Agreement type (check all that apply)	Other Agreement Type: Pledge Agreement

Document Information	
Description of contract or instrument	Indenture
Parties to contract or instrument	Wilmington Trust, National Association
Date of execution	04/2015
Date of expiration	04/2022
Agreement type (check all that apply)	Other Agreement Type: Indenture

Document Information	
Description of contract or instrument	Certificate of Amendment of the Amended and Restated Certificate of Incorporation for Urban One, Inc.
Parties to contract or instrument	N/A
Date of execution	04/2017
Date of expiration	No expiration date
Agreement type	Other

(check all that apply)	Agreement Type: Certificate of Amendment of the Amended and Restated Certificate of Incorporation for Urban One, Inc.
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Document Information	
Description of contract or instrument	Credit Agreement
Parties to contract or instrument	Urban One, Inc., Wilmington Trust, National Association and TCG Senior Funding L.L.C.
Date of execution	12/2018
Date of expiration	04/2021
Agreement type (check all that apply)	Other Agreement Type: Credit Agreement

Document Information	
Description of contract or instrument	Subsidiaries Guaranty
Parties to contract or instrument	Subsidiaries of Urban One, Inc. collectively the "guarantors"
Date of execution	12/2018
Date of expiration	04/2021
Agreement type (check all that apply)	Other Agreement Type: Subsidiaries Guaranty

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	0005004874	
Entity Name	Blue Chip Broadcasting Licenses, LTD	
Address	PO Box	
	Street 1	1010 Wayne Avenue
	Street 2	14th Floor
	City	Silver Spring

	State ("NA" if non-U.S. address)	MD	
	Zip/Postal Code	20910	
	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%	
	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	0006162218		
Entity Name	Blue Chip Broadcasting, Ltd.		
Address	PO Box		
	Street 1	1010 Wayne Avenue, 14th Floor	
	Street 2		
	City	Silver Spring	
	State ("NA" if non-U.S. address)	MD	
	Zip/Postal Code	20910	
	Country (if non-U.S. address)	United States	
Listing Type	Other Interest Holder		
Positional Interests (check all that apply)	LC/LLC/PLLC Member, Owner		
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)	100.0%	
Does interest holder have an attributable interest in one or more broadcast stations that do not appear on this report?			Yes

Ownership Information			

FRN	0027214378		
Name	Alfred C. Liggins, III		
Address	PO Box		
	Street 1	1010 Wayne Avenue, 14th Floor	
	Street 2		
	City	Silver Spring	
	State ("NA" if non-U.S. address)	MD	
	Zip/Postal Code	20910	
	Country (if non-U.S. address)	United States	
Listing Type	Other Interest Holder		
Positional Interests (check all that apply)	Officer, Other - Manager		
Citizenship, Gender, Ethnicity, and Race Information (Natural Persons Only)	Citizenship	US	
	Gender	Male	
	Ethnicity	Not Hispanic or Latino	
	Race	Black or African American	
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	0027218114		
Name	Karen Wishart		
Address	PO Box		
	Street 1	1010 Wayne Avenue, 14th Floor	
	Street 2		
	City	Silver Spring	
	State ("NA" if non-U.S. address)	MD	
	Zip/Postal Code	20910	
	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	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	0027216183		
Name	Peter Thompson		
Address	PO Box		
	Street 1	1010 Wayne Avenue, 14th Floor	
	Street 2		
	City	Silver Spring	
	State ("NA" if non-U.S. address)	MD	
	Zip/Postal Code	20910	
	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	GB	
	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	0028981793
Name	Kristopher Simpson

Address	PO Box		
	Street 1	1010 Wayne Avenue, 14th Floor	
	Street 2		
	City	Silver Spring	
	State ("NA" if non-U.S. address)	MD	
	Zip/Postal Code	20910	
	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
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<p>(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?</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 Click Here.</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</p>	No
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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.

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.

(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?

No

If "Yes," provide the following information for each such the relationship.

(e) Is Respondent seeking an attribution exemption for any officer or director with duties wholly unrelated to the Licensee(s)?

No

If "Yes," 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.

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
Licensee Entity Org Chart - REV 9-24-19.pdf	Applicant	Ownership 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.	<p>Official Title: Corporate Paralegal Exact Legal Title or Name of Respondent: Blue Chip Broadcasting Licenses, LTD (Licensee) Name: Sonya Harris Phone: 3014294634</p> <p>01/21/2020</p>

