



(REFERENCE COPY - Not for submission)

Transfers

Lead File Number: BTCH-20061212BZT | Submit Date: 12/12/2006 | Lead Call Sign: KATP | FRN: 0030479497

Service: Full Power FM | Purpose: Transfer of Control Amendment | Status: Superceded | Status Date: 01/11/2008 |

Filing Status: Inactive

General Information

Section	Question	Response
Attachments	Are attachments (other than associated schedules) being filed with this application?	

Fees, Waivers, and Exemptions

Section	Question	Response
Fees	Is the applicant exempt from FCC application Fees?	No
	Indicate reason for fee exemption:	
Waivers	Does this filing request a waiver of the Commission's rule(s)?	
	Total number of rule sections involved in this waiver request:	

Transfer Type

Question	Response
Is this application a pro forma Transfer of Control?	No
By answering "Yes" the Applicant certifies that the use of short form pro forma application is appropriate for this transaction?	
Is the Transfer Voluntary or Involuntary:	

Authorizations to be Transferred

Selected Call Signs				
Call Sign	Facility ID	File Number	Service	City, State
KFYI	63918	BTC-20061212BZV	AM	PHOENIX, AZ
KGME	65480	BTC-20061212BZX	AM	PHOENIX, AZ
KHTY	40868	BTC-20061212BZY	AM	BAKERSFIELD, CA
KMNS	10775	BTC-20061212BZZ	AM	SIOUX CITY, IA
KOY	63914	BTC-20061212CAA	AM	PHOENIX, AZ
KVEC	10870	BTC-20061212CAD	AM	SAN LUIS OBISPO, CA
KWSL	8769	BTC-20061212CAE	AM	SIOUX CITY, IA
WALK	10136	BTC-20061212CAK	AM	PATCHOGUE, NY
WBGG	59960	BTC-20061212CAO	AM	PITTSBURGH, PA
WDFN	59969	BTC-20061212CAT	AM	DETROIT, MI
WDTW	6593	BTC-20061212CAU	AM	DEARBORN, MI
WGHQ	27396	BTC-20061212CAX	AM	KINGSTON, NY

WINR	67191	BTC-20061212CBB	AM	BINGHAMTON, NY
WLCG	41989	BTC-20061212CBJ	AM	MACON, GA
WMRE	27003	BTC-20061212CBL	AM	CHARLES TOWN, WV
WTEM	25105	BTC-20061212CBT	AM	WASHINGTON, DC
WTNT	11846	BTC-20061212CBU	AM	BETHESDA, MD
WUBA	71315	BTC-20061212CBV	AM	PHILADELPHIA, PA
WVVM	87110	BTC-20061212CBX	AM	DRY BRANCH, GA
WWRC	8681	BTC-20061212CCA	AM	WASHINGTON, DC
WXKS	53964	BTC-20061212CCC	AM	EVERETT, MA
W235AV	138657	BTCFT-20061212CAH	FX	TATNUCK, MA
W240BK	158306	BTCFT-20061212CAI	FX	RUTLAND, GA
KATP	41433	BTCH-20061212BZT	FM	AMARILLO, TX
KGLI	8771	BTCH-20061212BZW	FM	SIOUX CITY, IA
KSEZ	10777	BTCH-20061212CAB	FM	SIOUX CITY, IA
KSFT-FM	10776	BTCH-20061212CAC	FM	SOUTH SIOUX CITY, NE
KYOT-FM	18648	BTCH-20061212CAF	FM	PHOENIX, AZ
WALK-FM	10137	BTCH-20061212CAL	FM	PATCHOGUE, NY
WASH	70933	BTCH-20061212CAM	FM	WASHINGTON, DC
WAXQ	23004	BTCH-20061212CAN	FM	NEW YORK, NY
WBIG-FM	54459	BTCH-20061212CAP	FM	WASHINGTON, DC
WBWZ	48615	BTCH-20061212CAQ	FM	NEW PALTZ, NY
WDAS-FM	71316	BTCH-20061212CAR	FM	PHILADELPHIA, PA
WDTW-FM	59952	BTCH-20061212CAV	FM	DETROIT, MI
WEBL	29129	BTCH-20061212CAW	FM	WARNER ROBINS, GA
WHTZ	59953	BTCH-20061212CAY	FM	NEWARK, NJ
WIBB-FM	64652	BTCH-20061212CAZ	FM	FORT VALLEY, GA
WIHT	25080	BTCH-20061212CBA	FM	WASHINGTON, DC
WIOQ	20348	BTCH-20061212CBC	FM	PHILADELPHIA, PA
WISX	53973	BTCH-20061212CBD	FM	PHILADELPHIA, PA
WJLB	59592	BTCH-20061212CBE	FM	DETROIT, MI
WJMN	53972	BTCH-20061212CBF	FM	BOSTON, MA
WKQI	6592	BTCH-20061212CBG	FM	DETROIT, MI
WKSI-FM	26998	BTCH-20061212CBH	FM	STEPHENS CITY, VA
WKTU	6595	BTCH-20061212CBI	FM	LAKE SUCCESS, NY
WLTW	56571	BTCH-20061212CBK	FM	NEW YORK, NY
WMXD	59596	BTCH-20061212CBM	FM	DETROIT, MI

WMZQ-FM	73305	BTCH-20061212CBN	FM	WASHINGTON, DC
WNIC	6594	BTCH-20061212CBO	FM	DEARBORN, MI
WPCH	29128	BTCH-20061212CBP	FM	GRAY, GA
WQBZ	64641	BTCH-20061212CBQ	FM	FORT VALLEY, GA
WRBV	65043	BTCH-20061212CBR	FM	WARNER ROBINS, GA
WRWD-FM	70719	BTCH-20061212CBS	FM	HIGHLAND, NY
WUSL	20349	BTCH-20061212CBW	FM	PHILADELPHIA, PA
WWDC	8682	BTCH-20061212CBY	FM	WASHINGTON, DC
WWPR-FM	6373	BTCH-20061212CBZ	FM	NEW YORK, NY
WWSW-FM	59968	BTCH-20061212CCB	FM	PITTSBURGH, PA
WXKS-FM	53965	BTCH-20061212CCD	FM	MEDFORD, MA
WXXL	29569	BTCH-20061212CCE	FM	TAVARES, FL

Transfer Questions

Question	Response
Were any of the authorizations that are the subject of this application obtained through the Commission's competitive bidding procedures (see 47 C.F.R. Sections 1.2111(a) and 73.5000)?	No
Were any of the authorizations that are the subject of this application obtained through the Commission's point system for reserved channel noncommercial educational stations (see 47 C.F.R. Sections 73.7001 and 73.7003)?	No
Have all such stations operated for at least 4 years with a minimum operating schedule since grant pursuant to the point system?	
Were any of the authorizations that are the subject of this application obtained after award of a dispositive Section 307(b) preference using the Tribal Priority, through Threshold Qualifications procedures, or through the Tribal Priority as applied before the NCE fair distribution analysis set forth in 47 C.F.R. § 73.7002(b)?	
Have all such stations operated for at least 4 years with a minimum operating schedule since grant?	
Do both the transferor and transferee qualify for the Tribal Priority in all respects?	
LPFM Licenses Only: Has it been at least 18 months since the initial construction permit for the LPFM station was granted?	
LPFM Licenses Only: Does the assignment of the LPFM authorization satisfy the consideration restrictions of 47 CFR Section 73.865(a)(1)?	
LPFM Licenses Only: Were any of the LPFM authorizations that are subject to this application obtained through the Commission’s point system for low power FM stations (see 47 CFR Section 73.872)?	
If yes to question above, have all such LPFM stations operated for at least four years since grant pursuant to the point system?” (options – Y/N. If Yes, nothing further required. No requires attachment as follows)“If no to new sub question, list pertinent authorizations in an Exhibit and include in the Exhibit a showing that the transaction is consistent with the requirements of 47 CFR Section 73.865(a)(3).	

Licensee /Permittee Information

Licensee/Permittee Name, Type, and Contact Information

Licensee/Permittee	Address	Phone	Email	FRN
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<b>AMFM RADIO LICENSES, LLC</b> <b>Applicant</b> Doing Business As: AMFM RADIO LICENSES, LLC	2625 S. MEMORIAL DRIVE SUITE A TULSA, OK 74129 United States	+1 (918) 664-4581	0001656586
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Licensee  
 /Permittee  
 Contact  
 Representatives  
 (2)

Contact Name	Address	Phone	Email	Contact Type
DORANN BUNKIN WILEY REIN LLP	1776 K STREET, NW WASHINGTON, DC 20006	+1 (202) 719-7231	DBUNKIN@WILEYREIN.COM	
SHAREHOLDERS OF CLEAR CHANNEL COMMUNICATIONS, INC.	200 EAST BASSE ROAD SAN ANTONIO, TX 78209 United States	+1 (210) 822-2828		

Licensee  
 /Permittee Legal  
 Certifications

Section	Question	Response
Agreements for Transfer Control of Station	Licensee/Permittee certifies that: (i) it has placed its public inspection file(s) and submitted to the Commission as an Exhibit to this application copies of all agreements for the transfer of the station(s); (ii) these documents embody the complete and final understanding between Transferor and Transferee; and (iii) these agreements comply fully with the Commission's rules and policies	No
Other Authorizations	Please upload an attachment detailing the call signs, locations, and facility identifiers of all other broadcast stations in which Licensee/Permittee or any party to the application has an attributable interest.	
Character Issues	Licensee/Permittee certifies that neither licensee/permittee nor any party to the application has or has had any interest in, or connection with: (a) any broadcast application in any proceeding where character issues were left unresolved or were resolved adversely against the applicant or any party to the application or (b) any pending broadcast application in which character issues have been raised	No
Adverse Findings	Licensee/Permittee certifies that, with respect to the Licensee/Permittee and each party to the application, no adverse finding has been made, nor has an adverse final action been taken by any court or administrative body in a civil or criminal proceeding brought under the provisions of any law related to any of the following: any felony; mass media-related antitrust or unfair competition; fraudulent statements to another governmental unit; or discrimination.	Yes
Local Public Notice	Licensee/Permittee certifies that it has or will comply with the public notice requirements of 47 C.F.R. Section 73.3580.	Yes
Auction Authorization	Licensee/Permittee certifies that more than five years have passed since the issuance of the construction permit for the station being assigned, where that permit was acquired in an auction through the use of a bidding credit or other special measure.	N/A

<b>Anti-Discrimination Certification</b>	Licensee/Permittee certifies that neither licensee/permittee nor any party to the application have violated the Commission's prohibition against discrimination on the basis of race, color, religion, national origin or sex in the sale of commercially operated AM, FM, TV, Class A TV or international broadcast stations.	
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Transferor Information

Transferor Name, Type, and Contact Information

Transferor	Type	Address	Phone	Email	FRN
<b>SHAREHOLDERS OF CLEAR CHANNEL COMMUNICATIONS, INC.</b> <b>Assignor</b> Doing Business As: SHAREHOLDERS OF CLEAR CHANNEL COMMUNICATIONS, INC.	Other	200 EAST BASSE ROAD SAN ANTONIO, TX 78209	+1 (210) 822-2828		0001656586

Transferor Contact Representatives (1)

Contact Name	Address	Phone	Email	Contact Type
<b>DORANN BUNKIN</b> WILEY REIN LLP	1776 K STREET, NW WASHINGTON, DC 20006	+1 (202) 719-7231	DBUNKIN@WILEYREIN.COM	

Transferor Legal Certifications

Section	Question	Response
<b>Agreements for Transfer Control of Station</b>	Transferor certifies that: (i) it has placed in Transferor's public inspection file(s) and submitted to the Commission as an Exhibit to this application copies of all agreements for the assignment /transfer of the station(s); (ii) these documents embody the complete and final understanding between Transferor and Transferee; and (iii) these agreements comply fully with the Commission's rules and policies	
	If the transaction is involuntary, the Transferor certifies that court orders or other authorizing documents have been issued and that it has placed in the licensee's/permittee's public inspection file(s) and submitted to the Commission copies of such court orders or other authorizing documents.	
<b>Character Issues</b>	Transferor certifies that neither transferor nor any party to the application has or has had any interest in, or connection with: (a) any broadcast application in any proceeding where character issues were left unresolved or were resolved adversely against the applicant or any party to the application or (b) any pending broadcast application in which character issues have been raised	
<b>Adverse Findings</b>	Transferor certifies that, with respect to the Transferor and each party to the application, no adverse finding has been made, nor has an adverse final action been taken by any court or administrative body in a civil or criminal proceeding brought under the provisions of any law related to any of the following: any felony; mass media-related antitrust or unfair competition; fraudulent statements to another governmental unit; or discrimination.	
<b>Local Public Notice</b>	Transferor certifies that it has or will comply with the public notice requirements of 47 C.F.R. Section 73.3580.	

<b>Auction Authorization</b>	Transferor certifies that more than five years have passed since the issuance of the construction permit for the station being assigned, where that permit was acquired in an auction through the use of a bidding credit or other special measure.	
<b>Anti-Discrimination Certification</b>	Transferor certifies that neither licensee/permittee nor any party to the application have violated the Commission's prohibition against discrimination on the basis of race, color, religion, national origin or sex in the sale of commercially operated AM, FM, TV, Class A TV or international broadcast stations.	

Transferee Information

Transferee Name, Type, and Contact Information

Transferee	Type	Address	Phone	Email	FRN
<b>STOCKHOLDERS OF BT TRIPLE CROWN MERGER CO., INC.</b> <b>Assignee</b> Doing Business As: STOCKHOLDERS OF BT TRIPLE CROWN MERGER CO., INC.	Other	THOMAS H. LEE EQUITY FUND VI, L.P. 100 FEDERAL STREET, 35TH FLOOR BOSTON, MA 02110	+1 (617) 227-1050		

Transferee Contact Representatives (1)

Contact Name	Address	Phone	Email	Contact Type
<b>JOHN S. LOGAN, ESQ.</b> DOW, LOHNES & ALBERTSON, PLLC	1200 NEW HAMPSHIRE AVENUE, NW SUITE 800 WASHINGTON, DC 20036	+1 (202) 776-2000	JLOGAN@DOWLOHNES.COM	

Changes in Interest (0)

Party Name	Citizenship	Address	Phone	Email	Interest Before Transfer	Interest After Transfer
Empty						

Changes in Interest Certification

Question	Response
Applicant certifies that equity and financial interests not set forth by the transferee are nonattributable.	Yes

Parties to the Application (0)

Party Name	Citizenship	Address	Phone	Email	Positional Interest
Empty					

Parties to the Application Certification

Question	Response
Applicant certifies that equity and financial interests not set forth by the transferee are nonattributable.	

Transferee Legal Certifications

Section	Question	Response
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<b>Agreements for Sale</b>	Transferee certifies that: (a) the written agreements in the Transferee's public inspection file and submitted to the Commission embody the complete and final agreement for the sale or transfer of the station(s); and (b) these agreements comply fully with the Commission's rules and policies.	No
<b>Other Authorizations</b>	Please upload an attachment detailing the call signs, locations, and facility identifiers of all other broadcast stations in which Transferee or any party to the application has an attributable interest.	
<b>Broadcast Incubator Program</b>	Is the proposed facility the subject of an incubation proposal or a 'reward' waiver request under the Commission's Broadcast Incubator Program?	
<b>Multiple Ownership</b>	Is the Transferee or any party to the application the holder of an attributable radio joint sales agreement or an attributable radio or television time brokerage agreement with the station (s) subject to this application or with any other station in the same market as the station(s) subject to this application?	No
	Transferee certifies that the proposed assignment complies with the Commission's multiple ownership rules.	Yes
	Transferee certifies that the proposed assignment: (1) does not present an issue under the Commission's policies relating to media interests of immediate family members; (2) complies with the Commission's policies relating to future ownership interests; and (3) complies with the Commission's restrictions relating to the insulation and nonparticipation of non-party investors and creditors.	Yes
	Does the Transferee claim status as an "eligible entity," that is, an entity that qualifies as a small business under the Small Business Administration's size standards for its industry grouping (as set forth in 13 C.F.R. § 121-201), and holds (1) 30 percent or more of the stock or partnership interests and more than 50 percent of the voting power of the corporation or partnership that will own the media outlet; or (2) 15 percent or more of the stock or partnership interests and more than 50 percent of the voting power of the corporation or partnership that will own the media outlet, provided that no other person or entity owns or controls more than 25 percent of the outstanding stock or partnership interests; or (3) More than 50 percent of the voting power of the corporation that will own the media outlet (if such corporation is a publicly traded company)?	
	Does this transfer include a grandfathered cluster of stations?	
	Applicant certifies that it will come in compliance by divesting the necessary station(s) within 12 months of the consummation of this transaction to:  A) An Eligible Entity (as defined in Item 6d, above).	
	B) An Irrevocable Trust that will assign the station(s) to an Eligible Entity.	

<b>Acquisition of Control</b>	Please upload an attachment listing the file number and date of grant of FCC Form 301, 314, or 315 application by which the Commission approved the qualifications of the individual or entity with a pre-existing interest in the licensee/permittee that is now acquiring control of the licensee/permittee as a result of the grant of this application.	
<b>Character Issues</b>	Transferee certifies that neither transferee nor any party to the application has or has had any interest in, or connection with: (a) any broadcast application in any proceeding where character issues were left unresolved or were resolved adversely against the applicant or any party to the application; or (b) any pending broadcast application in which character issues have been raised.	Yes
<b>Adverse Findings</b>	Transferee certifies that, with respect to the transferee and each party to the application, no adverse finding has been made, nor has an adverse final action been taken by any court or administrative body in a civil or criminal proceeding brought under the provisions of any law related to any of the following: any felony; mass media-related antitrust or unfair competition; fraudulent statements to another governmental unit; or discrimination.	Yes
<b>Financial Qualifications</b>	Transferee certifies that sufficient net liquid assets are on hand or are available from committed sources to consummate the transaction and operate the station(s) for three months.	Yes
<b>Program Service Certification</b>	Transferee certifies that it is cognizant of and will comply with its obligations as a Commission licensee to present a program service responsive to the issues of public concern facing the station's community of license and service area.	Yes
<b>Auction Authorization</b>	Transferee certifies that where less than five years have passed since the issuance of the construction permit and the permit had been acquired in an auction through the use of a bidding credit or other special measure, it would qualify for such credit or other special measure.	
<b>Equal Employment Opportunity (EEO)</b>	If the applicant proposes to employ five or more full-time employees, applicant certifies that it is filing simultaneously with this application a Model EEO Program Report on FCC Form 396-A.	

Tranferee Alien Ownership

Question	Response
1) Is the applicant a foreign government or the representative of any foreign government as specified in Section 310(a) of the Communications Act?	
2) Is the applicant an alien or the representative of an alien? (Section 310(b)(1))	
3) Is the applicant a corporation, or non-corporate entity, that is organized under the laws of any foreign government? (Section 310(b)(2))	
4) Is the applicant an entity of which more than one-fifth of the capital stock, or other equity or voting interest, is owned of record or voted by aliens or their representatives or by a foreign government or representative thereof or by any entity organized under the laws of a foreign country? (Section 310(b)(3))	
5) Is the applicant directly or indirectly controlled by any other entity of which more than one-fourth of the capital stock, or other equity or voting interest, is owned of record or voted by aliens, their representatives, or by a foreign government or representative thereof, or by any entity organized under the laws of a foreign country? (Section 310(b)(4))	



6) Has the applicant received a declaratory ruling(s) under Section 310(b)(4) of the Communications Act?	
6a) Enter the citation of the applicable declaratory ruling by DA/FCC number, FCC Record citation, release date, or any other identifying information.	
7) Has there been any change in the applicant's foreign ownership since issuance of the declaratory ruling(s) cited in response to Question 6?	
8) Does the applicant certify that it is in compliance with the terms and conditions of the foreign ownership declaratory ruling(s) cited in response to Question 6?	
9) In connection with this application, is the applicant filing a foreign ownership Petition for Declaratory Ruling pursuant to Section 310(b)(4) of the Communications Act?	

Rebroadcast  
Certifications for  
W235AV

Question	Response
For applicants proposing rebroadcasts who are not the licensee of the primary station, the applicant certifies that written authority has been obtained from the licensee of the station whose programs are to be retransmitted.	
Primary station proposed to be rebroadcast; facility ID:	
Applicant certifies that it is not the licensee or permittee of the commercial primary station being rebroadcast and that neither it nor any parties to the application have any interest in or connection with the commercial primary station being rebroadcast. See 47 C.F.R. Section 74.1232(d).	
Applicant certifies that the FM translator's (a) 1 mV/m coverage contour does not extend beyond the protected contour of the commercial FM primary station to be rebroadcast, or (b) entire 1 mV/m coverage contour is contained within the greater of either: (i) the 2 mV/m daytime contour of the commercial AM primary station to be rebroadcast, or (ii) a 25-mile radius centered at the commercial AM primary station's transmitter site.	
Applicant certifies that it is in compliance with 47 C.F.R. Section 74.1232(e), which prohibits a FM translator station whose coverage contour extends beyond the protected contour of the commercial FM primary station being rebroadcast, from receiving support (except for specified technical assistance), before, during, or after construction, directly or indirectly, from the primary station, or any person or entity having any interest in, or connection with, the primary station.	

Rebroadcast  
Certifications for

Question	Response
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For applicants proposing rebroadcasts who are not the licensee of the primary station, the applicant certifies that written authority has been obtained from the licensee of the station whose programs are to be retransmitted.	
Primary station proposed to be rebroadcast; facility ID:	
Applicant certifies that it is not the licensee or permittee of the commercial primary station being rebroadcast and that neither it nor any parties to the application have any interest in or connection with the commercial primary station being rebroadcast. See 47 C.F.R. Section 74.1232(d).	
Applicant certifies that the FM translator's (a) 1 mV/m coverage contour does not extend beyond the protected contour of the commercial FM primary station to be rebroadcast, or (b) entire 1 mV/m coverage contour is contained within the greater of either: (i) the 2 mV/m daytime contour of the commercial AM primary station to be rebroadcast, or (ii) a 25-mile radius centered at the commercial AM primary station's transmitter site.	
Applicant certifies that it is in compliance with 47 C.F.R. Section 74.1232(e), which prohibits a FM translator station whose coverage contour extends beyond the protected contour of the commercial FM primary station being rebroadcast, from receiving support (except for specified technical assistance), before, during, or after construction, directly or indirectly, from the primary station, or any person or entity having any interest in, or connection with, the primary station.	

Section	Question	Response
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<b>General Certification Statements</b>	Licensee/Permittee certifies that it has answered each question in this application based on its review of the application instructions and worksheets. Licensee/Permittee further certifies that where it has made an affirmative certification below, this certification constitutes its representation that the application satisfies each of the pertinent standards and criteria set forth in the application instructions and worksheets.	
	The Licensee/Permittee certifies that neither the Licensee /Permittee nor any other party to the application is subject to a denial of Federal benefits pursuant to §5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 862, because of a conviction for possession or distribution of a controlled substance. This certification does not apply to applications filed in services exempted under §1.2002(c) of the rules, 47 CFR . See §1.2002(b) of the rules, 47 CFR § 1.2002(b), for the definition of "party to the application" as used in this certification § 1.2002(c). The Licensee/Permittee certifies that all statements made in this application and in the exhibits, attachments, or documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.	
<b>Authorized Party to Sign</b>	<b>FAILURE TO SIGN THIS APPLICATION MAY RESULT IN DISMISSAL OF THE APPLICATION AND FORFEITURE OF ANY FEES PAID</b> Upon grant of this application, the Authorization Holder may be subject to certain construction or coverage requirements. Failure to meet the construction or coverage requirements will result in automatic cancellation of the Authorization. Consult appropriate FCC regulations to determine the construction or coverage requirements that apply to the type of Authorization requested in this application. WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND /OR IMPRISONMENT (U.S. Code, Title 18, §1001) AND/OR REVOCATION OF ANY STATION AUTHORIZATION (U.S. Code, Title 47, §312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, §503).	
	I certify that this application includes all required and relevant attachments.	
	I declare, under penalty of perjury, that I am an authorized representative of the above-named applicant for the Authorization(s) specified above.	

**Transferee Certification**

Section	Question	Response
<b>General Certification Statements</b>	Transferee certifies that it has answered each question in this application based on its review of the application instructions and worksheets. Transferee further certifies that where it has made an affirmative certification below, this certification constitutes its representation that the application satisfies each of the pertinent standards and criteria set forth in the application instructions and worksheets.	

	<p>The Transferee certifies that neither the Transferee nor any other party to the application is subject to a denial of Federal benefits pursuant to §5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 862, because of a conviction for possession or distribution of a controlled substance. This certification does not apply to applications filed in services exempted under §1.2002(c) of the rules, 47 CFR . See §1. 2002(b) of the rules, 47 CFR § 1.2002(b), for the definition of "party to the application" as used in this certification § 1.2002 (c). The Transferee certifies that all statements made in this application and in the exhibits, attachments, or documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.</p>	
Authorized Party to Sign	<p><b>FAILURE TO SIGN THIS APPLICATION MAY RESULT IN DISMISSAL OF THE APPLICATION AND FORFEITURE OF ANY FEES PAID</b></p> <p>Upon grant of this application, the Authorization Holder may be subject to certain construction or coverage requirements. Failure to meet the construction or coverage requirements will result in automatic cancellation of the Authorization. Consult appropriate FCC regulations to determine the construction or coverage requirements that apply to the type of Authorization requested in this application.</p> <p>WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND /OR IMPRISONMENT (U.S. Code, Title 18, §1001) AND/OR REVOCATION OF ANY STATION AUTHORIZATION (U.S. Code, Title 47, §312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, §503).</p>	
	<p>I certify that this application includes all required and relevant attachments.</p>	
	<p>I declare, under penalty of perjury, that I am an authorized representative of the above-named applicant for the Authorization(s) specified above.</p>	<p><b>SCOTT SPERLING</b> <i>CO-PRESIDENT, SEE EXHIBIT 14</i></p> <p>11/12/2007</p>

**Transferor  
Certification**

Section	Question	Response
General Certification Statements	<p>Transferor certifies that it has answered each question in this application based on its review of the application instructions and worksheets. Transferor further certifies that where it has made an affirmative certification below, this certification constitutes its representation that the application satisfies each of the pertinent standards and criteria set forth in the application instructions and worksheets.</p>	
	<p>The Transferor certifies that neither the Transferor nor any other party to the application is subject to a denial of Federal benefits pursuant to §5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 862, because of a conviction for possession or distribution of a controlled substance. This certification does not apply to applications filed in services exempted under §1.2002(c) of the rules, 47 CFR . See §1. 2002(b) of the rules, 47 CFR § 1.2002(b), for the definition of "party to the application" as used in this certification § 1.2002 (c). The Transferor certifies that all statements made in this application and in the exhibits, attachments, or documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.</p>	

Authorized Party to Sign	<p><b>FAILURE TO SIGN THIS APPLICATION MAY RESULT IN DISMISSAL OF THE APPLICATION AND FORFEITURE OF ANY FEES PAID</b></p> <p>Upon grant of this application, the Authorization Holder may be subject to certain construction or coverage requirements. Failure to meet the construction or coverage requirements will result in automatic cancellation of the Authorization. Consult appropriate FCC regulations to determine the construction or coverage requirements that apply to the type of Authorization requested in this application.</p> <p>WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND /OR IMPRISONMENT (U.S. Code, Title 18, §1001) AND/OR REVOCATION OF ANY STATION AUTHORIZATION (U.S. Code, Title 47, §312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, §503).</p>	
	I certify that this application includes all required and relevant attachments.	
	I declare, under penalty of perjury, that I am an authorized representative of the above-named applicant for the Authorization(s) specified above.	<p><b>ANDREW W. LEVIN</b>  <b>CHIEF LEGAL OFFICER</b></p> <p>11/15/2007</p>

## Attachments

File Name	Uploaded By	Attachment Type	Description	Upload Status
<a href="#"><u>1219566_3561506.pdf</u></a>	Applicant	All Purpose	Description of Transaction	Done with Virus Scan and/or Conversion
<a href="#"><u>1219566_3561507.pdf</u></a>	Applicant	All Purpose	Agreement and Plan of Merger	Done with Virus Scan and/or Conversion
<a href="#"><u>1219566_3561508.pdf</u></a>	Applicant	All Purpose	Second Amendment to Agreement and Plan of Merger	Done with Virus Scan and/or Conversion
<a href="#"><u>1219566_3561509.pdf</u></a>	Applicant	All Purpose	First Amendment to Agreement and Plan of Merger	Done with Virus Scan and/or Conversion
<a href="#"><u>1219566_3561510.pdf</u></a>	Applicant	All Purpose	Highfield Voting Agreement	Done with Virus Scan and/or Conversion
<a href="#"><u>1219566_3561513.pdf</u></a>	Applicant	All Purpose	Contact Information/Certifications of Transferees	Done with Virus Scan and/or Conversion
<a href="#"><u>1219566_3561514.pdf</u></a>	Applicant	All Purpose	Contact Information/Certifications of Transferees - Jan 2007 Amendment	Done with Virus Scan and/or Conversion
<a href="#"><u>1219566_3561515.pdf</u></a>	Applicant	All Purpose	Contact Information/Certifications of Transferees - June 2007 Amendment	Done with Virus Scan and/or Conversion
<a href="#"><u>1219566_3561516.pdf</u></a>	Applicant	All Purpose	Contact Information/Certifications of Transferees - August 2007 Amendment	Done with Virus Scan and/or Conversion

<a href="#"><u>1219566_3561517.pdf</u></a>	Applicant	All Purpose	Contact Information/Certifications of Transferees - August 30, 2007 Amendment	Done with Virus Scan and/or Conversion
<a href="#"><u>1219566_3561518.pdf</u></a>	Applicant	All Purpose	Contact Information/Certifications of Transferees - October Amendment	Done with Virus Scan and/or Conversion
<a href="#"><u>1219566_3561519.pdf</u></a>	Applicant	All Purpose	Exhibit 13-A: Agreements for Transfer of Control	Done with Virus Scan and/or Conversion
<a href="#"><u>1219566_3561520.pdf</u></a>	Applicant	All Purpose	Exhibit 13-B: Pending Renewal Applications	Done with Virus Scan and/or Conversion
<a href="#"><u>1219566_3561521.pdf</u></a>	Applicant	All Purpose	Exhibit 13-C: Request for 'Permit-But-Disclose' Status	Done with Virus Scan and/or Conversion
<a href="#"><u>1219566_3561523.pdf</u></a>	Applicant	All Purpose	Parties to the Application	Done with Virus Scan and/or Conversion
<a href="#"><u>1219566_3561529.pdf</u></a>	Applicant	All Purpose	Exhibit 18-1: Overview of Multiple Ownership	Done with Virus Scan and/or Conversion
<a href="#"><u>1219566_3561530.pdf</u></a>	Applicant	All Purpose	Exhibit 18-2: Radio Multiple Ownership	Done with Virus Scan and/or Conversion
<a href="#"><u>1219566_3561532.pdf</u></a>	Applicant	All Purpose	Exhibit 18-3: Television Multiple Ownership & Radio-Television Cross Ownership (Jan 2007 Amendment)	Done with Virus Scan and/or Conversion
<a href="#"><u>1219566_3561533.pdf</u></a>	Applicant	All Purpose	Exhibit 18-4: Television Main Studio Waiver Requests (Jan 2007 Amendment)	Done with Virus Scan and/or Conversion
<a href="#"><u>1219566_3561534.pdf</u></a>	Applicant	All Purpose	Exhibit 18-2: Radio Multiple Ownership Supplement (Oct 2007 Amendment)	Done with Virus Scan and/or Conversion
<a href="#"><u>1219566_3561549.pdf</u></a>	Applicant	All Purpose	Contact Information/Certifications of Transferees - November 2007 Amendment	Done with Virus Scan and/or Conversion
<a href="#"><u>1219566_3576685.pdf</u></a>	Applicant	All Purpose	Other Authorizations of the Parties to the Transferees	Done with Virus Scan and/or Conversion
<a href="#"><u>1219566_3576696.pdf</u></a>	Applicant	All Purpose	Supplement: Other Media Interests	Done with Virus Scan and/or Conversion
<a href="#"><u>1219566_3581536.pdf</u></a>	Applicant	All Purpose	Other Broadcast Interests	Done with Virus Scan and/or Conversion
<a href="#"><u>1219566_3581542.pdf</u></a>	Applicant	All Purpose	Authorizations to be Assigned (October 2007)	Done with Virus Scan and/or Conversion
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<a href="#"><u>1219566_590399.txt</u></a>	Applicant	All Purpose	DESCRIPTION OF THE AMENDMENT	Done with Virus Scan and/or Conversion
<a href="#"><u>1219566_590400.txt</u></a>	Applicant	All Purpose	AGREEMENT TO TRANSFER CONTROL OF STATIONS	Done with Virus Scan and/or Conversion
<a href="#"><u>1219566_590401.txt</u></a>	Applicant	All Purpose	CHARACTER STATEMENT	Done with Virus Scan and/or Conversion
<a href="#"><u>1219566_590402.txt</u></a>	Applicant	All Purpose	EXHIBIT 16	Done with Virus Scan and/or Conversion
<a href="#"><u>1219566_6086690.pdf</u></a>	Applicant	All Purpose	Contact Information/Certifications of Transferees	Done with Virus Scan and/or Conversion
<a href="#"><u>1219566_6086691.pdf</u></a>	Applicant	All Purpose	Contact Information/Certifications of Transferees - Jan 2007 Amendment	Done with Virus Scan and/or Conversion
<a href="#"><u>1219566_6086693.pdf</u></a>	Applicant	All Purpose	Contact Information/Certifications of Transferees - June 2007 Amendment	Done with Virus Scan and/or Conversion
<a href="#"><u>1219566_6086695.pdf</u></a>	Applicant	All Purpose	Contact Information/Certifications of Transferees - August 2007 Amendment	Done with Virus Scan and/or Conversion
<a href="#"><u>1219566_6086696.pdf</u></a>	Applicant	All Purpose	Contact Information/Certifications of Transferees - August 30, 2007 Amendment	Done with Virus Scan and/or Conversion
<a href="#"><u>1219566_6086697.pdf</u></a>	Applicant	All Purpose	Contact Information/Certifications of Transferees - October Amendment	Done with Virus Scan and/or Conversion
<a href="#"><u>1219566_6086698.pdf</u></a>	Applicant	All Purpose	Contact Information/Certifications of Transferees - November 2007 Amendment	Done with Virus Scan and/or Conversion
<a href="#"><u>1219566_6086699.pdf</u></a>	Applicant	All Purpose	Exhibit 13-A: Agreements for Transfer of Control	Done with Virus Scan and/or Conversion
<a href="#"><u>1219566_6086700.pdf</u></a>	Applicant	All Purpose	Exhibit 13-B: Pending Renewal Applications	Done with Virus Scan and/or Conversion
<a href="#"><u>1219566_6086701.pdf</u></a>	Applicant	All Purpose	Exhibit 13-C: Request for 'Permit-But-Disclose' Status	Done with Virus Scan and/or Conversion
<a href="#"><u>1219566_6086702.pdf</u></a>	Applicant	All Purpose	Parties to the Application	Done with Virus Scan and/or Conversion
<a href="#"><u>1219566_6086703.pdf</u></a>	Applicant	All Purpose	Other Authorizations of the Parties to the Transferees	Done with Virus Scan and/or Conversion
<a href="#"><u>1219566_6086704.pdf</u></a>	Applicant	All Purpose	Supplement: Other Media Interests	Done with Virus Scan and/or Conversion

<a href="#"><u>1219566_6086705.pdf</u></a>	Applicant	All Purpose	Exhibit 18-1: Overview of Multiple Ownership	Done with Virus Scan and/or Conversion
<a href="#"><u>1219566_6086706.pdf</u></a>	Applicant	All Purpose	Exhibit 18-2: Radio Multiple Ownership	Done with Virus Scan and/or Conversion
<a href="#"><u>1219566_6086707.pdf</u></a>	Applicant	All Purpose	Exhibit 18-3: Television Multiple Ownership & Radio-Television Cross Ownership (Jan 2007 Amendment)	Done with Virus Scan and/or Conversion
<a href="#"><u>1219566_6086725.pdf</u></a>	Applicant	All Purpose	Exhibit 18-4: Television Main Studio Waiver Requests (Jan 2007 Amendment)	Done with Virus Scan and/or Conversion
<a href="#"><u>1219566_6086726.pdf</u></a>	Applicant	All Purpose	Exhibit 18-2: Radio Multiple Ownership Supplement (Oct 2007 Amendment)	Done with Virus Scan and/or Conversion