

UNITED STATES OF AMERICA FEDERAL COMMUNICATIONS COMMISSION WASHINGTON, D.C. 20554

(FOR CHIEF, AUDIO DIVISION, MEDIA BUREAU)

DATE: 09/14/2011

CONSENT TO ASSIGNMENT:	FROM:	SHAREHOLDERS CORPORATION	OF	CITADEL	BROADCAS	TING		
	TO:	SHAREHOLDERS	OF	CUMULUS	MEDIA IN	С.		
Licensee/Permittee: KLOS RADIO HOLDINGS, LLC (for transfer only)								
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	CALL FACILITY						
CLAS	S SIGN	ID	FILE#	STATION LOCATION	STATIONS		
FM	KLOS	35078	BTCH-20110331AEX	LOS ANGELES, CA	ALL CURRENT		

ALL CURRENTLY
AUTHORIZED
AUXILIARY
STATIONS

This Grant is subject to the following conditions:

- (1) The transfer of control of Citadel Broadcasting Corporation and Cumulus Media, Inc., shall take place subsequent to and/or simultaneously with the complete consummation of the assignment of licenses for the radio stations specified in the applications for consent to assignment of licenses from Citadel Broadcasting Corporation and Cumulus Media, Inc. to Volt Radio, LLC (FCC File Numbers BALH-20110331AID, et al., BAL-20110331AJP, et al., BALH-20110331AJZ, and BAL-20110331AKA).
- (2) Should BA Capital Company, L.P. and/or Banc of America Capital Investors SBIC, L.P. (collectively, "BofA Entities") choose to exercise their right to nominate new members to the board of directors of Cumulus Media, Inc., we require that such persons not be BofA Entities' employees or agents but persons who would reasonably be expected to act independently of the BofA Entities in all future Cumulus Media, Inc. matters.

Under authority of the Communications Act of 1934, as amended, the consent of the Federal Communications Commission is hereby granted to the transaction indicated above

The Commission's consent to the above is based on the representations made by the applicants that the statements contained in, or made in connection with, the application are true and that the undertakings of the parties upon which this transaction is authorized will be carried out in good faith.

The actual consummation of voluntary transactions shall be completed within 90 days from the date hereof, and notice in letter form thereof shall promptly be furnished to the Commission by the seller or buyer showing the date the acts necessary to effect the transaction were completed. Upon furnishing the Commission with such written notice, this transaction will be considered completed for all purposes related to the above described station(s).