

LICENSE RENEWAL AUTHORIZATION

THIS IS TO NOTIFY YOU THAT YOUR APPLICATION FOR RENEWAL OF LICENSE, BR-20131219GLM, WAS GRANTED ON 04/10/2014 FOR A TERM EXPIRING ON 04/01/2022.

THIS IS YOUR LICENSE RENEWAL AUTHORIZATION FOR STATION WCAP.

FACILITY ID: 49416
LOCATION: LOWELL, MA

THIS CARD MUST BE POSTED WITH THE STATION'S LICENSE CERTIFICATE AND ANY SUBSEQUENT MODIFICATIONS.

WCAP BROADCAST COMMUNICATIONS
COMMISSION
475 WASHINGTON, DC 20534

17 APR 11
OFFICIAL BUSINESS
FEDERAL PENALTY FOR PRIVATE USE \$300

0161126513110

\$00.480

04/17/2014

Mailed From: 20743

US POSTAGE

MERRIMACK VALLEY RADIO, LLC
243 CENTRAL STREET
LOWELL, MA 01851

FCC 372-B (02/00) NOTIFICATION

01652227799

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

(FOR CHIEF, AUDIO DIVISION, MEDIA BUREAU)

DATE: 09/25/2007

<input checked="" type="checkbox"/> CONSENT TO ASSIGNMENT: <input type="checkbox"/> CONSENT TO TRANSFER:	FROM: NORTHEAST RADIO, INC. TO: MERRIMACK VALLEY RADIO, LLC
Licensee/Permittee: (for transfer only)	

<u>CALL CLASS</u>	<u>SIGN</u>	<u>FACILITY ID</u>	<u>FILE#</u>	<u>STATION LOCATION</u>	<u>AUXILIARY STATIONS</u>
AM	WCAP	49416	BAL-20070810AAL	LOWELL, MA	ALL CURRENTLY AUTHORIZED AUXILIARY STATIONS

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).

FCC Form 323, Ownership Report, must be filed within 30 days after consummation, by the licensee/permittee or assignee.

ADDITIONAL REQUIREMENTS FOR ASSIGNMENTS ONLY:

Upon consummation the assignor must deliver the permit/license, including any modifications thereof to the assignee.

It is hereby directed that, upon consummation, a copy of this consent be posted with the station authorization(s) as required by the Commission's Rules and Regulations.

The assignee is not authorized to construct nor operate said station(s) unless and until notification of consummation in letter form has been forwarded to the Commission.

Number			
49416	WCAP -	LOWELL	MA
3.	Agreements for Sale of Station. Licensee/permittee certifies that: a. it has placed in its public inspection file(s) and submitted as an exhibit to this item copies of all agreements for the sale of the station(s); b. these documents embody the complete and final understanding between licensee/permittee and assignee; and c. these agreements comply fully with the Commission's rules and policies. Exhibit Required		<input type="radio"/> Yes <input checked="" type="radio"/> No [Exhibit 4]
4.	Other Authorizations. List 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.		<input checked="" type="checkbox"/> N/A [Exhibit 5]
5.	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.		<input checked="" type="radio"/> Yes <input type="radio"/> No See Explanation in [Exhibit 6]
6.	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.		<input checked="" type="radio"/> Yes <input type="radio"/> No See Explanation in [Exhibit 7]
7.	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.		<input checked="" type="radio"/> Yes <input type="radio"/> No
8.	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.		<input type="radio"/> Yes <input type="radio"/> No <input checked="" type="radio"/> N/A See Explanation in [Exhibit 8]
9.	Anti-Drug Abuse Act Certification. Licensee/permittee certifies that neither licensee/permittee nor any party to the application is subject to denial of federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. Section 862.		<input checked="" type="radio"/> Yes <input type="radio"/> No

I certify that the statements in this application are true, complete, and correct to the best of my knowledge and belief, and are made in good faith. I acknowledge that all certifications and attached Exhibits are considered material representations.

Typed or Printed Name of Person Signing MAURICE COHEN	Typed or Printed Title of Person Signing PRESIDENT
Signature	Date 08/10/2007

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).

Section III - Assignee

1.	Certification. Assignee certifies that it has answered each question in this application based on its review of the application instructions and worksheets. Assignee 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.	<input checked="" type="radio"/> Yes <input type="radio"/> No
2.	Assignee is: <input type="radio"/> an individual <input type="radio"/> a general partnership <input type="radio"/> a for-profit corporation <input type="radio"/> a limited partnership <input type="radio"/> a not-for-profit corporation <input checked="" type="radio"/> a limited liability company (LLC/LC) <input type="radio"/> other a. If "other", describe nature of applicant in an Exhibit. [Exhibit 9]	
3.	Agreements for Sale of Station. Assignee certifies that: a. the written agreements in the licensee/permittee's public inspection file and submitted to the Commission embody the complete and final agreement for the sale of the station(s) which are to be assigned; and	<input type="radio"/> Yes <input checked="" type="radio"/> No

b. these agreements comply fully with the Commission's rules and policies.

See Explanation in
[Exhibit 10]

4. Parties to the Application.

a. List the assignee, and, if other than a natural person, its officers, directors, stockholders with attributable interests, non-insulated partners and/or members. If a corporation or partnership holds an attributable interest in the assignee, list separately its officers, directors, stockholders with attributable interests, non-insulated partners and/or members. Create a separate row for each individual or entity. Attach additional pages if necessary.

- (1) Name and address of the assignee and each party to the application holding an attributable interest (if other than individual also show name, address and citizenship of natural person authorized to vote the stock or holding the attributable interest). List the assignee first, officers next, then directors and, thereafter, remaining stockholders and other entities with attributable interests, and partners.
- (2) Citizenship.
- (3) Positional Interest: Officer, director, general partner, limited partner, LLC member, investor/creditor attributable under the Commission's **equity/debt plus** standard., etc.
- (4) Percentage of votes.
- (5) Percentage of total assets (debt plus equity).

[Enter Parties/Owners Information]

4a. Parties to the Application

List the assignee, and, if other than a natural person, its officers, directors, stockholders with attributable interests, non-insulated partners and/or members. If a corporation or partnership holds an attributable interest in the assignee, list separately its officers, directors, stockholders with attributable interests, non-insulated partners and/or members. Create a separate row for each individual or entity.

- (1) Name and address of the assignee and each party to the application holding an attributable interest (if other than individual also show name, address and citizenship of natural person authorized to vote the stock or holding the attributable interest). List the assignee first, officers next, then directors and, thereafter, remaining stockholders and other entities with attributable interests, and partners.
- (2) Citizenship.
- (3) Positional Interest: Officer, director, general partner, limited partner, LLC member, investor/creditor attributable under the Commission's **equity/debt plus** standard., etc.
- (4) Percentage of votes.
- (5) Percentage of total assets(debt plus equity).

(1) Name and Address	(2) Citizenship	(3) Positional Interest	(4) Percentage of Votes	(5) Percentage of total assets(debt plus equity)
MERRIMACK VALLEY RADIO, LLC, 61 BIRCH ROAD, ANDOVER, MA 01810	US	ASSIGNEE	0	0

(1) Name and Address	(2) Citizenship	(3) Positional Interest	(4) Percentage of Votes	(5) Percentage of total assets(debt plus equity)
CLARK F. SMIDT, 61 BIRCH ROAD, ANDOVER, MA 01810	US	MANAGING MEMBER OF ASSIGNEE	53	53

(1) Name and Address	(2) Citizenship	(3) Positional Interest	(4) Percentage of Votes	(5) Percentage of total assets(debt plus equity)
SAMUEL POULTEN, 16 BERKELEY DRIVE, CHELMSFORD, MA 01824	US	MANAGER OF ASSIGNEE	0	0

(1) Name and Address	(2) Citizenship	(3) Positional Interest	(4) Percentage of Votes	(5) Percentage of total assets(debt plus equity)
JEFFREY C. SMIDT, 210 EAST 34TH STREET, NEW YORK, NY 10016	US	MEMBER OF ASSIGNEE	2	2

(1) Name and Address	(2) Citizenship	(3) Positional Interest	(4) Percentage of Votes	(5) Percentage of total assets(debt plus equity)
YMSK, LLC, 16 BERKELEY DRIVE, CHELMSFORD, MA 01824	US	MEMBER OF ASSIGNEE	45	45

	<p>or [Exhibit 11]</p> <p>b. Assignee certifies that equity interests not set forth above are non-attributable.</p>	<p><input type="radio"/> Yes <input checked="" type="radio"/> No</p> <p><input type="radio"/> N/A</p> <p>See Explanation in [Exhibit 12]</p>
5.	<p>Other Authorizations. List 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.</p>	<p><input checked="" type="checkbox"/> N/A</p> <p>[Exhibit 13]</p>
6.	<p>Multiple Ownership.</p> <p>a. Is the assignee 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?</p> <p>If "Yes," radio applicants must submit as an Exhibit a copy of each such agreement for radio stations.</p>	<p><input type="radio"/> Yes <input checked="" type="radio"/> No</p> <p>[Exhibit 14]</p>
	<p>b. Assignee certifies that the proposed assignment complies with the Commission's multiple ownership rules and cross-ownership rules.</p> <p>Radio applicants only: If "Yes," submit an Exhibit providing information regarding the market, broadcast station(s), and other information necessary to demonstrate compliance with 47 C.F.R. § 73.3555(a).</p> <p>All applicants: If "No," submit as an Exhibit a detailed explanation in support of an exemption from, or waiver of, 47 C.F.R. § 73.3555.</p>	<p><input checked="" type="radio"/> Yes <input type="radio"/> No</p> <p>[Exhibit 15]</p>
	<p>c. Assignee certifies that the proposed assignment:</p> <ol style="list-style-type: none"> does not present an issue under the Commission's policies relating to media interests of immediate family members; complies with the Commission's policies relating to future ownership interests; and complies with the Commission's restrictions relating to the insulation and nonparticipation of non-party investors and creditors. 	<p><input checked="" type="radio"/> Yes <input type="radio"/> No</p> <p>See Explanation in [Exhibit 16]</p>
7.	<p>Character Issues. Assignee certifies that neither assignee nor any party to the application has or has had any interest in, or connection with:</p> <ol style="list-style-type: none"> 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 any pending broadcast application in which character issues have been raised. 	<p><input checked="" type="radio"/> Yes <input type="radio"/> No</p> <p>See Explanation in [Exhibit 17]</p>
8.	<p>Adverse Findings. Assignee certifies that, with respect to the assignee 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.</p>	<p><input checked="" type="radio"/> Yes <input type="radio"/> No</p> <p>See Explanation in [Exhibit 18]</p>
9.	<p>Alien Ownership and Control. Assignee certifies that it complies with the provisions of Section 310 of the Communications Act of 1934, as amended, relating to interests of aliens and foreign governments.</p>	<p><input checked="" type="radio"/> Yes <input type="radio"/> No</p> <p>See Explanation in [Exhibit 19]</p>
10.	<p>Financial Qualifications. Assignee 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.</p>	<p><input checked="" type="radio"/> Yes <input type="radio"/> No</p> <p>See Explanation in [Exhibit 20]</p>
11.	<p>Program Service Certification. Assignee 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.</p>	<p><input checked="" type="radio"/> Yes <input type="radio"/> No</p>
12.	<p>Auction Authorization. Assignee 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.</p>	<p><input type="radio"/> Yes <input type="radio"/> No</p> <p><input checked="" type="radio"/> N/A</p> <p>See Explanation in [Exhibit 21]</p>
13.	<p>Anti-Drug Abuse Act Certification. Assignee certifies that neither assignee nor any party to the application is subject to denial of federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. Section 862.</p>	<p><input checked="" type="radio"/> Yes <input type="radio"/> No</p>

14. **Equal Employment Opportunity (EEO).** 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.

Yes No
 N/A

I certify that the statements in this application are true, complete, and correct to the best of my knowledge and belief, and are made in good faith. I acknowledge that all certifications and attached Exhibits are considered material representations. I hereby waive any claim to the use of any particular frequency as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise, and request an authorization in accordance with this application. (See Section 304 of the Communications Act of 1934, as amended.)

Typed or Printed Name of Person Signing CLARK F. SMIDT	Typed or Printed Title of Person Signing MANAGER
Signature	Date 08/10/2007

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).

Exhibits

Exhibit 4

Description: WRITTEN AGREEMENT

IN COMPLIANCE WITH THE FCC'S PUBLIC NOTICE REGARDING 'INTERIM FILING AND CERTIFICATION REQUIREMENTS REGARDING SUBMISSION OF CONTRACTS WITH ASSIGNMENT/TRANSFER OF CONTROL APPLICATIONS,' DA 02-2049 (RELEASED AUGUST 22, 2002), THIS IS TO ENUMERATE THE OMITTED DOCUMENTS NOT BEING SUBMITTED WITH THE ASSET PURCHASE AGREEMENT. A COPY OF THE ASSET PURCHASE AGREEMENT IS ATTACHED.

THE OMITTED DOCUMENTS ARE:

SCHEDULE 1.1 - LICENSES
SCHEDULE 1.2 - REAL ESTATE
SCHEDULE 1.3 - TANGIBLE PROPERTY
SCHEDULE 1.4 - LEASES AND CONTRACTS
SCHEDULES 1.6 & 4.11 - CUSTOMER LISTS
SCHEDULE 2.3 - ALLOCATION OF PURCHASE PRICE(TBD)
SCHEDULE 4.4 - CONDITION OF ASSETS
SCHEDULE 4.5 - PERMITTED ENCUMBRANCES
SCHEDULE 4.6 - ASSIGNED CONTRACTS
SCHEDULE 4.7 - EMPLOYEES
SCHEDULE 4.7 - LITIGATION
SCHEDULE 4.12 - SUMMARY OF INSURANCE
SCHEDULE 4.17 - ENVIRONMENTAL MATTERS

EXHIBIT A - ESCROW AGREEMENT

EXHIBIT B - FINANCING DOCUMENTATION (TO BE PREPARED)

THE FOREGOING DOCUMENTS DO NOT CONTAIN INFORMATION RELEVANT TO FCC PROCESSING OF THE ASSIGNMENT APPLICATION OR INFORMATION NECESSARY FOR DETERMINATION OF COMPLIANCE WITH THE FCC'S RULES AND REGULATIONS. THE OMITTED DOCUMENTS CONTAIN NO INFORMATION CONCERNING THE BUYER'S QUALIFICATIONS TO BE A LICENSEE. BUYER'S QUALIFICATIONS ARE CONTAINED IN THE APPLICATION ITSELF, OR IN THE DOCUMENTS SUBMITTED HERewith. WHEN THE DRAFT OF A SECURITY AGREEMENT HAS BEEN PREPARED, A COPY WILL BE PROVIDED.

THE APPLICATION AND RELATED EXHIBITS WILL BE PLACED IN THE STATION'S PUBLIC INSPECTION FILE AFTER THE APPLICATION IS FILED.

Attachment 4

Description
<u>Asset Purchase Agreement</u>

Exhibit 10

Description: WRITTEN AGREEMENT

SEE EXHIBIT 4.

Attachment 10

Exhibit 12

Description: OTHER ATTRIBUTABLE INTERESTS

THE MEMBERS OF YMSK, LLC, A MEMBER OF THE ASSIGNEE, AND THEIR PERCENTAGE OF VOTES AND TOTAL ASSETS IN YMSK, LLC, ARE:

SAMUEL POULTON, 16 BERKELEY DRIVE, CHELMSFORD, MA 01824 - 40% & MANAGING MEMBER

BENARI POULTON, 16 BERKELEY DRIVE, CHELMSFORD, MA 01824 - 3.4%

BRIAN MCMAHON, 94 CLARK ROAD, LOWELL, MA 01852 - 9.9%

JOHN P. FINN, 6 INDEPENDENCE DRIVE, TYNGSBORO, MA 01879 - 36.8%

KELLY VERDOLINO, 14 SPRUCE ROAD, MEDWAY, MA 02053 - 9.9%

ALL OF THE MEMBERS ARE U.S. CITIZENS.

Attachment 12

Exhibit 15

Description: MULTIPLE OWNERSHIP CERTIFICATION

ASSIGNEE OWNS NO OTHER BROADCAST STATIONS. THE INSTANT APPLICATION PERTAINS TO THE ASSIGNMENT OF A SINGLE STAND-ALONE STATION. THUS, THE RESTRICTIONS IN FCC RULE 73.3555 ARE NOT IMPLICATED.

Attachment 15