

**ATTACHMENT D**

**CERTIFICATE OF COMPLIANCE**

On behalf of the licensee of radio stations WAOA-FM, WHKR(FM), WROK-FM, WLZR(AM) (the "Stations"), I hereby certify that a notice of the filing of an application for Federal Communications Commission ("FCC") consent to the transfer of control of the FCC licenses for the Stations from the Current Shareholders of Cumulus Media Inc. to the Shareholders of Cumulus Media Inc. (as Reorganized) has been accomplished in the manner prescribed by Section 73.3580 of the Rules and Regulations of the FCC (the "Public Notice Rule").

The attached notice appeared in FLORIDA TODAY on the following dates:

April 9, 2018

April 12, 2018

April 16, 2018

April 19, 2018


The attached notice also was broadcast over each of the Stations on the dates specified below, within the time periods required by the Public Notice Rule:

April 3, 2018

April 4, 2018

April 5, 2018

April 6, 2018

Signature:   
Title: VP - Market Manager  
Date: 4/19/18

## Public Notice

On March 22, 2018, an application was filed seeking FCC consent to the transfer of control of the licenses for the following radio broadcast stations from the Current Shareholders of Cumulus Media Inc. to the Shareholders of Cumulus Media Inc. (as Reorganized): WAOA-FM 107.1 MHz, Melbourne, Florida – WHKR(FM) 102.7 MHz, Rockledge, Florida – WROK-FM 95.9 MHz, Sebastian, Florida – WLZR(AM) 1560 kHz, Melbourne, Florida.

The officers, directors and parties holding an attributable interest in the transferor prior to the transfer of control are John F. Abbot, Jan Baker, Mary G. Berner, Jill Bright, Richard S. Denning, John W. Dickey, Lewis W. Dickey, Jr., Ralph B. Everett, Suzanne M. Grimes, Jeffrey A. Marcus, Todd McCarty, Ross A. Oliver, Suzanne G. Smith, Cumulus Licensing LLC, Cumulus Broadcasting LLC, Cumulus Radio Corporation, Cumulus Intermediate Holdings Inc., Cumulus Media Holdings Inc., Cumulus Media Inc., and Crestview Radio Investors, LLC.

Crestview Radio Investors, LLC is controlled by Crestview Partners II, L.P., Crestview Partners II GP, L.P., and Crestview, L.L.C. Parties with attributable ownership interests in those controlling entities are Jeffrey A. Marcus, Barry S. Volpert, Thomas S. Murphy, Jr., Richard M. DeMartini, Robert V. Delaney, Evelyn C. Pellicone, Ross A. Oliver, Brian Cassidy, Quentin Chu, Robert J. Hurst, and various trusts and other entities formed by these members.

The executive officers, directors and attributable interest holders of Reorganized Cumulus Media Inc. will be Mary G. Berner, Andrew W. Hobson, Brian G. Kushner, Joan H. Gillman, Thomas H. Castro, Matthew C. Blank, David M. Baum, John F. Abbot, Richard S. Denning, Suzanne M. Grimes, Todd McCarty, Suzanne G. Smith, Cumulus Licensing LLC, Cumulus Broadcasting LLC, Cumulus Radio LLC, Cumulus Intermediate Holdings LLC, Cumulus Media Holdings Inc., Intermediate Co., and SP Signal, LLC. SP Signal, LLC's sole attributable interest holder is SP Signal Manager, LLC. SP Signal Manager, LLC's sole attributable interest holder is Edward A. Mulé.

A copy of the application is available at [www.fcc.gov](http://www.fcc.gov).



Classified Ad Receipt
(For Info Only - NOT A BILL)

Customer: CUMULUS BROADCASTING
Address: 1800 WEST HIBISCUS BLVD
MELBOURNE FL 32901
USA

Ad No.: 0002841852
Pymt Method Invoice
Net Amt: \$791.80

Run Times: 4

No. of Affidavits: 1

Run Dates: 04/09/18, 04/12/18, 04/16/18, 04/19/18

Text of Ad:

AD#2841852, 4/9, 4/12, 4/16, 4/19/2018
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A copy of the application is available at www.fcc.gov.