

Renewal Applications

During the pendency of this application, it is possible that license renewal applications will need to be filed for certain stations which are the subject of this application in several jurisdictions. Commission policy permits the processing of multi-station transfer of control applications that involve a subset of stations with pending renewal applications if (1) there are no basic qualifications issues outstanding with respect to the transferor and transferee, and (2) the transferee explicitly agrees to stand in the place of the transferor in any renewal proceeding that is pending at the time of consummation of the transfer of control. *See, e.g., Shareholders of CBS Corporation*, 16 FCC Rcd 16072, 16072-73 (2001) (Commission has repeatedly held in multi-station transactions that it will grant transfer of control applications during the pendency of a renewal application so long as there are no basic qualification issues pending against either the transferor or the transferee that could not be resolved in the context of the transfer proceeding, and the transferee "explicitly assents to standing in the stead of the transferor in the renewal proceeding").

The transferees hereby agree to succeed to the transferors' position with respect to any future renewal proceeding consistent with the procedures set forth in *Shareholders of CBS Corporation*.

Request for "Permit-But-Disclose" Status

The instant application is one of several transfer of control and assignment applications being filed concurrently in conjunction with the Agreement and Plan of Merger, dated March 9, 2011. *See* Exhibit 6, *supra*. It is hereby requested that such applications be processed through a "permit-but-disclose" proceeding under the Commission's *ex parte* rules. *See* 47 C.F.R. § 1.1200 *et seq.* Designation as a permit-but-disclose proceeding would serve the public interest by facilitating a full exchange of information by and among the Commission, the parties to the applications, and any other interested parties. Classifying the proceeding as permit-but-disclose also would facilitate the development of a complete record upon which a well-reasoned decision can be made by the Commission. Accordingly, use of the permit-but-disclose *ex parte* procedures would satisfy the purposes of the *ex parte* rules set forth in Section 1.1200(a). *See* 47 C.F.R. § 1.1206.

Parties to the Application

This application seeks Commission consent to transfer control of Cumulus Media Inc. ("CMI") and its indirect license subsidiary, Cumulus Licensing LLC. A detailed description of the proposed transaction is contained in Exhibit 6 to this application. Upon consummation of the Agreement and Plan of Merger ("Merger Agreement"), those officers and directors of Cadet Merger Corporation immediately prior to the merger will become the officers and directors of Citadel Broadcasting Corporation ("Citadel"). This exhibit provides further information regarding the post-consummation officers, directors and equity holders of Citadel, Cadet Holding Corporation, and CMI. Charts reflecting an overview of the proposed merger and the ownership structure of CMI following consummation of the proposed merger are appended to Exhibit 6 to this application.

Post-Consummation Ownership Information for Citadel Broadcasting Corporation

Name & Address	Citizenship	Positional Interest	Percentage of Votes	Percentage of Total Assets
Citadel Broadcasting Corporation c/o Cumulus Media Inc. 3280 Peachtree Road, NW Suite 2300 Atlanta, GA 30305	U.S. (Delaware corporation)	---	---	---
Jeffrey Marcus Crestview Radio Investors, LLC c/o Crestview Partners 667 Madison Avenue, 10th Floor New York, NY 10065	U.S.	Director	0%	0%
Thomas S. Murphy, Jr. Crestview Radio Investors, LLC c/o Crestview Partners 667 Madison Avenue, 10th Floor New York, NY 10065	U.S.	Director	0%	0%
Lewis W. Dickey, Jr. c/o Cumulus Media Inc. 3280 Peachtree Road, NW Suite 2300 Atlanta, GA 30305	U.S.	Chairman, CEO, President & Director	0%	0%
John W. Dickey c/o Cumulus Media Inc. 3280 Peachtree Road, NW Suite 2300 Atlanta, GA 30305	U.S.	Executive Vice President	0%	0%
Jonathan G. Pinch c/o Cumulus Media Inc. 3280 Peachtree Road, NW Suite 2300 Atlanta, GA 30305	U.S.	Executive Vice President & COO	0%	0%
Richard S. Denning c/o Cumulus Media Inc. 3280 Peachtree Road, NW Suite 2300 Atlanta, GA 30305	U.S.	Senior Vice President, Secretary & General Counsel	0%	0%

Name & Address	Citizenship	Positional Interest	Percentage of Votes	Percentage of Total Assets
Robert H. Sheridan, III 100 North Tryon Street 25 th Floor Charlotte, NC 28255	U.S.	Director	0%	0%
David Tolley c/o The Blackstone Group 345 Park Avenue 31st Floor New York, NY 10154	U.S.	Director	0%	0%
Ralph B. Everett 1299 Pennsylvania Avenue, N.W., Tenth Floor Washington, DC 20004	U.S.	Director	0%	0%
Eric P. Robison c/o IdeaTrek, Inc. 1482 East Valley Road Suite 216 Montecito, CA 93108	U.S.	Director	0%	0%
Cadet Holding Corporation c/o Cumulus Media Inc. 3280 Peachtree Road, NW Suite 2300 Atlanta, GA 30305	U.S. (Delaware corporation)	Sole Stockholder	100%	100%

Post-Consummation Ownership Information for Cadet Holding Corporation

Name & Address	Citizenship	Positional Interest	Percentage of Votes	Percentage of Total Assets
Cadet Holding Corporation c/o Cumulus Media Inc. 3280 Peachtree Road, NW Suite 2300 Atlanta, GA 30305	U.S. (Delaware corporation)	---	---	---
Jeffrey Marcus Crestview Radio Investors, LLC c/o Crestview Partners 667 Madison Avenue, 10th Floor New York, NY 10065	U.S.	Director	0%	0%
Thomas S. Murphy, Jr. Crestview Radio Investors, LLC c/o Crestview Partners 667 Madison Avenue, 10th Floor New York, NY 10065	U.S.	Director	0%	0%
Lewis W. Dickey, Jr. c/o Cumulus Media Inc. 3280 Peachtree Road, NW Suite 2300 Atlanta, GA 30305	U.S.	Chairman, CEO, President & Director	0%	0%
John W. Dickey c/o Cumulus Media Inc. 3280 Peachtree Road, NW Suite 2300 Atlanta, GA 30305	U.S.	Executive Vice President	0%	0%
Jonathan G. Pinch c/o Cumulus Media Inc. 3280 Peachtree Road, NW Suite 2300 Atlanta, GA 30305	U.S.	Executive Vice President & COO	0%	0%
Richard S. Denning c/o Cumulus Media Inc. 3280 Peachtree Road, NW Suite 2300 Atlanta, GA 30305	U.S.	Senior Vice President, Secretary & General Counsel	0%	0%

Name & Address	Citizenship	Positional Interest	Percentage of Votes	Percentage of Total Assets
Robert H. Sheridan, III 100 North Tryon Street 25th Floor Charlotte, NC 28255	U.S.	Director	0%	0%
David Tolley c/o The Blackstone Group 345 Park Avenue 31st Floor New York, NY 10154	U.S.	Director	0%	0%
Ralph B. Everett 1299 Pennsylvania Avenue, N.W., Tenth Floor Washington, DC 20004	U.S.	Director	0%	0%
Eric P. Robison c/o IdeaTrek, Inc. 1482 East Valley Road Suite 216 Montecito, CA 93108	U.S.	Director	0%	0%
Cumulus Media Inc. 3280 Peachtree Road, NW Suite 2300 Atlanta, GA 30305	U.S. (Delaware corporation)	Sole Stockholder	100%	100%

Post-Consummation Ownership Information for Cumulus Media Inc.¹

As explained in Exhibit 6 to this application, subject to the terms of the Merger Agreement, each holder of Citadel Class A Common Stock or Citadel Class B Common Stock will have the right to receive (1) \$37.00 in cash, (2) 8.525 shares of CMI Class A Common Stock (which has voting rights), or (3) a combination of cash and CMI Class A Common Stock. Holders of Citadel warrants may elect prior to closing to have their warrants become exercisable for either cash, CMI Class A Common Stock, or a combination of cash and CMI Class A Common Stock. If no election is made, all Citadel warrants will be converted as of the closing into the right to receive cash, CMI Class A Common Stock, or a combination of cash and CMI Class A Common Stock in accordance with the provisions applicable to holders of Citadel Class A Common Stock and Citadel Class B Common Stock. The right of Citadel stockholders and warrant holders to receive cash and/or CMI Class A Common Stock is subject to certain caps in the Merger Agreement on the amount of CMI Class A Common Stock and cash that can be distributed. Those caps preclude any definitive determination prior to closing with respect to a precise distribution of cash and CMI Class A Common Stock to Citadel stockholders. Appended to Exhibit 6 as Attachment B are *pro forma* depictions which reflect the range of CMI Class A Common Stock that can be given to Citadel stockholders and warrant holders.²

In addition to the holders of Citadel Common Stock and Citadel warrants, shares of CMI Class A Common Stock will be distributed to new investors: (1) shares will be distributed to Crestview Radio Investors, LLC ("Crestview") based upon its investment of between \$225 million and \$250 million; and (2) another investor, MIHI LLC, will be entitled to syndicate to third parties (the "Macquarie Investors") up to \$125 million of CMI Class A Common Stock. The range of CMI Class A Common Stock that can be distributed to the new investors is also reflected in Attachment B.³ The precise amount of CMI Class A Common Stock to be

¹ The Class A voting stock of CMI is publicly-traded and is held by, among others, various investment companies, insurance companies, or other institutional investors. To CMI's knowledge, except as set forth in the following tables, all of these institutional investors hold less than 20% of CMI's voting stock and none of them has any influence, either directly or indirectly, over the management or operation of CMI or its subsidiaries. With the exception of DBBC, L.L.C., B.A. Capital Company, L.P., and Banc of America Capital Investors SBIC, L.P., each of which hold less than 5% of CMI's voting stock, none of CMI's officers or directors is associated with any of those institutional investors. All of the Class C voting stock of CMI, which is not publicly traded, is held by Lewis W. Dickey, Jr. Each share of Class C voting stock has ten (10) votes.

² Under the Merger Agreement, holders of Citadel's non-voting Class B Common Stock (as well as holders of warrants for Citadel's non-voting Class B Common Stock) can elect to acquire CMI's Class A Common Stock. It is impossible to determine now whether the holders of Class B Common Stock or holders of warrants for Class B Common Stock will elect to acquire shares of CMI Class A Common Stock that would exceed 4.99% in any one instance.

³ Attachment B also reflects the CMI Class A Common Stock that will be distributed prior to closing to Blackstone FC Communications Partners, L.P., Blackstone Communications FCC L.L.C., Blackstone FC Capital Partners IV L.P., Blackstone FC Capital Partners IV-A L.P., Blackstone Family FCC L.L.C., and

distributed to Crestview and the Macquarie Investors will not be known until sometime shortly before consummation of the proposed merger.

As demonstrated in Exhibit 6 to this application, regardless of the actual amount of CMI Class A Common Stock that ultimately will be issued to the above parties, there will nevertheless be a transfer of control of CMI because after consummation of the Merger Agreement, the current shareholders of CMI will hold less than 50% of the Class A Common Stock. The majority of CMI Class A Common Stock will be held by the former holders of Citadel Common Stock and Citadel warrants, Crestview, and the Macquarie Investors. Thus, for purposes of this application, CMI has assumed that the proposed transferees will hold the greatest amount of CMI Class A Common Stock set forth in Attachment B to Exhibit 6 upon consummation of the proposed merger, and those amounts have been used in the following tables in this Exhibit concerning CMI's post-consummation ownership structure.

Blackstone Participation FCC L.L.C. in conjunction with the consummation of the transfer of control of CMP. Collectively, the foregoing Blackstone funds will hold less than 5% of the CMI Class A Common Stock after consummation.

Name & Address	Citizenship	Positional Interest	Percentage of Votes	Percentage of Total Assets ⁴
Cumulus Media Inc. 3280 Peachtree Road, NW Suite 2300 Atlanta, GA 30305	U.S. (Delaware corporation)	---	---	---
Jeffrey Marcus Crestview Radio Investors, LLC c/o Crestview Partners 667 Madison Avenue, 10th Floor New York, NY 10065	U.S.	Director	0%	0%
Thomas S. Murphy, Jr. Crestview Radio Investors, LLC c/o Crestview Partners 667 Madison Avenue, 10th Floor New York, NY 10065	U.S.	Director	0%	0%
Lewis W. Dickey, Jr. c/o Cumulus Media Inc. 3280 Peachtree Road, NW Suite 2300 Atlanta, GA 30305	U.S.	Chairman, CEO, President & Director	less than 5%	less than 5%
John W. Dickey c/o Cumulus Media Inc. 3280 Peachtree Road, NW Suite 2300 Atlanta, GA 30305	U.S.	Executive Vice President & Co- COO	less than 5%	less than 5%
Jonathan G. Pinch c/o Cumulus Media Inc. 3280 Peachtree Road, NW Suite 2300 Atlanta, GA 30305	U.S.	Executive Vice President & Co- COO	less than 5%	less than 5%

⁴ Unless otherwise indicated in this Exhibit, this column sets forth information with respect to equity holdings only and does not include debt. The amount of CMI's outstanding debt constantly fluctuates. No party providing debt financing to CMI (or any party under common control with the debt provider) holds an attributable interest in CMI or any party under common control with CMI. Consequently, providing information as to debt holdings would have no bearing on the identification of parties with attributable interests in CMI. To the extent such information relating to debt were included, it would merely reduce the percentages of certain parties in this column in the total equity of CMI.

Name & Address	Citizenship	Positional Interest	Percentage of Votes	Percentage of Total Assets
Richard S. Denning c/o Cumulus Media Inc. 3280 Peachtree Road, NW Suite 2300 Atlanta, GA 30305	U.S.	Senior Vice President, Secretary & General Counsel	less than 5%	less than 5%
Joseph P. Hannan c/o Cumulus Media Inc. 3280 Peachtree Road, NW Suite 2300 Atlanta, GA 30305	U.S.	Senior Vice President, Treasurer & CFO	less than 5%	less than 5%
Linda Hill c/o Cumulus Media Inc. 3280 Peachtree Road, NW Suite 2300 Atlanta, GA 30305	U.S.	Vice President, Controller & Chief Accounting Officer	0%	0%
Robert H. Sheridan, III 100 North Tryon Street 25 th Floor Charlotte, NC 28255	U.S.	Director	less than 5%	less than 5%
David Tolley c/o The Blackstone Group 345 Park Avenue 31st Floor New York, NY 10154	U.S.	Director	0%	0%
Ralph B. Everett 1299 Pennsylvania Avenue, N.W., Tenth Floor Washington, DC 20004	U.S.	Director	less than 5%	less than 5%
Eric P. Robison c/o IdeaTrek, Inc. 1482 East Valley Road Suite 216 Montecito, CA 93108	U.S.	Director	less than 5%	less than 5%
Crestview Radio Investors, LLC c/o Crestview Partners 667 Madison Avenue, 10th Floor New York, NY 10065	U.S. (Delaware LLC)	Stockholder	26.8%	25.2%

**Post-Consummation Ownership Information for
Crestview Radio Investors, LLC**

Name & Address	Citizenship	Positional Interest	Percentage of Votes	Percentage of Total Equity
Crestview Radio Investors, LLC c/o Crestview Partners 667 Madison Avenue, 10th Floor New York, NY 10065	U.S. (Delaware LLC)	---	---	---
Crestview Partners II, L.P. c/o Crestview Partners 667 Madison Avenue, 10th Floor New York, NY 10065	U.S. (Delaware L.P.)	Managing Member	100%	65.685%
Insulated Members		Insulated Members	0%	34.315%

**Post-Consummation Ownership Information for
Crestview Partners II, L.P.**

Name & Address	Citizenship	Positional Interest	Percentage of Votes	Percentage of Total Equity
Crestview Partners II, L.P. c/o Crestview Partners 667 Madison Avenue, 10th Floor New York, NY 10065	U.S. (Delaware L.P.)	---	---	---
Crestview Partners II, G.P., L.P. c/o Crestview Partners 667 Madison Avenue, 10th Floor New York, NY 10065	U.S. (Delaware L.P.)	General Partner	100%	1%
Insulated Limited Partners		Insulated Limited Partners	0%	99%

**Post-Consummation Ownership Information for
 Crestview Partners II, G.P., L.P.**

Name & Address	Citizenship	Positional Interest	Percentage of Votes	Percentage of Total Equity
Crestview Partners II, G.P., L.P. c/o Crestview Partners 667 Madison Avenue, 10th Floor New York, NY 10065	U.S. (Delaware L.P.)	---	---	---
Crestview LLC c/o Crestview Partners 667 Madison Avenue, 10th Floor New York, NY 10065	U.S. (Delaware LLC)	General Partner	100%	0%
Insulated Limited Partners		Insulated Limited Partners	0%	100%

Post-Consummation Ownership Information for Crestview LLC

Name & Address	Citizenship	Positional Interest	Percentage of Votes	Percentage of Total Equity
Crestview LLC c/o Crestview Partners 667 Madison Avcnuc, 10th Floor New York, NY 10065	U.S. (Delaware LLC)	---	---	---
Barry Volpert c/o Crestview Partners 667 Madison Avenue, 10th Floor New York, NY 10065	U.S.	CEO	38.67%	0%
Thomas S. Murphy, Jr. c/o Crestview Partners 667 Madison Avcnuc, 10th Floor New York, NY 10065	U.S.	President	17.68%	0%
Richard DeMartini c/o Crestview Partners 667 Madison Avenue, 10th Floor New York, NY 10065	U.S.	Managing Director	15.47%	0%
Robert J. Hurst c/o Crestview Partners 667 Madison Avcnuc, 10th Floor New York, NY 10065	U.S.	Managing Director	13.26%	0%
Robert Delancy c/o Crestview Partners 667 Madison Avenue, 10th Floor New York, NY 10065	U.S.	Managing Director	8.29%	0%
Jeffrey Marcus c/o Crestview Partners 667 Madison Avcnuc, 10th Floor New York, NY 10065	U.S.	Managing Director	6.63%	0%
Evelyn C. Pellicone c/o Crestview Partners 667 Madison Avcnuc, 10th Floor New York, NY 10065	U.S.	Chief Financial Officer	0%	0%

Name & Address	Citizenship	Positional Interest	Percentage of Votes	Percentage of Total Equity
Volpert Investors, LP c/o Crestview Partners 667 Madison Avenue, 10th Floor New York, NY 10065	U.S. (Delaware L.P.)	Member	0%	38.67%
Murphy Investors, LP c/o Crestview Partners 667 Madison Avenue, 10th Floor New York, NY 10065	U.S. (Delaware L.P.)	Member	0%	17.68%
DeMartini Investors, LP c/o Crestview Partners 667 Madison Avenue, 10th Floor New York, NY 10065	U.S. (Delaware L.P.)	Member	0%	15.47%
RJH Investment Partners, LP c/o Crestview Partners 667 Madison Avenue, 10th Floor New York, NY 10065	U.S. (Delaware L.P.)	Member	0%	13.26%
The 2007 Delaney Family LLC c/o Crestview Partners 667 Madison Avenue, 10th Floor New York, NY 10065	U.S. (Delaware LLC)	Member	0%	8.29%
J&N Ventures, Inc. c/o Crestview Partners 667 Madison Avenue, 10th Floor New York, NY 10065	U.S. (Delaware Corporation)	Member	0%	6.63%

Ownership information regarding the Crestview Members is set forth in the following tables:

Post-Consummation Ownership Information for Volpert Investors, LP

Name & Address	Citizenship	Positional Interest	Percentage of Votes	Percentage of Total Equity
Volpert Investors, LP c/o Crestview Partners 667 Madison Avenue, 10th Floor New York, NY 10065	U.S. (Delaware L.P.)	---	---	---
Volpert Investors, LLC c/o Crestview Partners 667 Madison Avenue, 10th Floor New York, NY 10065	U.S. (Delaware LLC)	General Partner	1%	1%
Barry S. Volpert ⁵ c/o Crestview Partners 667 Madison Avenue, 10th Floor New York, NY 10065	U.S.	Limited Partner	78%	78%
Teri Coleman Volpert c/o Crestview Partners 667 Madison Avenue, 10th Floor New York, NY 10065	U.S.	Limited Partner	1%	1%
The Volpert 2004 Family Trust ⁶ c/o Crestview Partners 667 Madison Avenue, 10th Floor New York, NY 10065	Domestic Trust	Limited Partner	20%	20%

⁵ Barry S. Volpert is the sole member of Volpert Investors, LLC.

⁶ Thomas S. Murphy Jr. is the Trustee of the Volpert 2004 Family Trust, the beneficiaries of which are members of the family of Barry S. Volpert.

Post-Consummation Ownership Information for Murphy Investors, L.P.

Name & Address	Citizenship	Positional Interest	Percentage of Votes	Percentage of Total Equity
Murphy Investors, L.P. c/o Crestview Partners 667 Madison Avenue, 10th Floor New York, NY 10065	U.S. (Delaware L.P.)	---	---	---
Murphy Investors, LLC c/o Crestview Partners 667 Madison Avenue, 10th Floor New York, NY 10065	U.S. (Delaware LLC)	General Partner	1%	1%
Thomas S. Murphy, Jr. ⁷ c/o Crestview Partners 667 Madison Avenue, 10th Floor New York, NY 10065	U.S.	Limited Partner	84%	84%
The Murphy 2000 GRAT, dated June 20, 2000 ⁸ c/o Crestview Partners 667 Madison Avenue, 10th Floor New York, NY 10065	Domestic Trust	Limited Partner	15%	15%

⁷ Thomas S. Murphy, Jr. is the sole member of Murphy Investors, LLC.

⁸ Thomas S. Murphy, Jr. and his spouse, Karen Stauffer Murphy, are the Trustees of the Murphy 2000 Grantor Retained Annuity Trust ("GRAT"), dated June 20, 2000, the beneficiaries of which are members of their family.

Post-Consummation Ownership Information for DeMartini Investors, L.P.

Name & Address	Citizenship	Positional Interest	Percentage of Votes	Percentage of Total Equity
DeMartini Investors, L.P. c/o Crestview Partners 667 Madison Avenue, 10th Floor New York, NY 10065	U.S. (Delaware L.P.)	---	---	---
DeMartini Investors, LLC c/o Crestview Partners 667 Madison Avenue, 10th Floor New York, NY 10065	U.S. (Delaware LLC)	General Partner	1%	1%
Richard M. DeMartini ⁹ c/o Crestview Partners 667 Madison Avenue, 10th Floor New York, NY 10065	U.S.	Limited Partner	78%	78%
The DeMartini Children Trust ¹⁰ c/o Crestview Partners 667 Madison Avenue, 10th Floor New York, NY 10065	Domestic Trust	Limited Partner	20%	20%
Jennifer L. Brorsen c/o Crestview Partners 667 Madison Avenue, 10th Floor New York, NY 10065	U.S.	Limited Partner	1%	1%

⁹ Richard M. DeMartini is the sole member of DeMartini Investors, LLC.

¹⁰ Jennifer Brorsen is the Trustee of the DeMartini Children Trust, the beneficiaries of which are the children of Richard M. DeMartini.

Post-Consummation Ownership Information for RJH Investment Partners, L.P.

Name & Address	Citizenship	Positional Interest	Percentage of Votes	Percentage of Total Equity
RJH Investment Partners, L.P. c/o Crestview Partners 667 Madison Avenue, 10th Floor New York, NY 10065	U.S. (Delaware L.P.)	---	---	---
Robert J. Hurst Revocable Trust ¹¹ c/o Crestview Partners 667 Madison Avenue, 10th Floor New York, NY 10065	Domestic Trust	General Partner	7.43%	7.43%
Robert J. Hurst 2000 Family Trust c/o Crestview Partners 667 Madison Avenue, 10th Floor New York, NY 10065	U.S.	Limited Partner	15.97%	15.97%
Robert J. Hurst 2005 Family Trust c/o Crestview Partners 667 Madison Avenue, 10th Floor New York, NY 10065	Domestic Trust	Limited Partner	75.38%	75.38%

¹¹ Robert J. Hurst is the Trustee of the Robert J. Hurst Revocable Trust. His spouse, Soledad Hurst, a U.S. citizen, and Steven Wisch, a U. S. citizen, are Trustees of the Robert J. Hurst 2000 Family Trust and the Robert J. Hurst 2005 Family Trust.

Post-Consummation Ownership Information for J&N Ventures, Inc.

Name & Address	Citizenship	Positional Interest	Percentage of Votes	Percentage of Total Equity
J&N Ventures, Inc. c/o Crestview Partners 667 Madison Avenue, 10th Floor New York, NY 10065	U.S. (Delaware L.P.)	---	---	---
Jeffrey Marcus c/o Crestview Partners 667 Madison Avenue, 10th Floor New York, NY 10065	U.S.	Officer, Director Sole Shareholder	100%	100%

Post-Consummation Ownership Information for The 2007 Delaney Family LLC

Name & Address	Citizenship	Positional Interest	Percentage of Votes	Percentage of Total Equity
The 2007 Delaney Family LLC c/o Crestview Partners 667 Madison Avenue, 10th Floor New York, NY 10065	U.S. (Delaware LLC)	---	---	---
Robert V. Delaney c/o Crestview Partners 667 Madison Avenue, 10th Floor New York, NY 10065	U.S.	Managing Member	70%	70%
The Matthew F. Delaney Spray Trust ¹² c/o Crestview Partners 667 Madison Avenue, 10th Floor New York, NY 10065	Domestic Trust	Member	15%	15%
The Robert C. Delaney Spray Trust c/o Crestview Partners 667 Madison Avenue, 10th Floor New York, NY 10065	Domestic Trust	Member	15%	15%

¹² Robert V. Delaney and Thomas S. Murphy are the Trustees of both the Matthew F. Delaney Spray Trust and the Robert C. Delaney Spray Trust, the beneficiaries of which are relatives of Robert V. Delaney.

**Post-Consummation Ownership Information for
the Lewis W. Dickey, Sr. Revocable Trust**

Name & Address	Citizenship	Positional Interest	Percentage of Votes	Percentage of Total Assets
Lewis W. Dickey, Sr. Revocable Trust c/o Lewis W. Dickey, Sr. 11304 Old Harbor Rd. North Palm Beach, FL 33048	U.S.	---	---	---
Lewis W. Dickey, Sr. 11304 Old Harbor Rd. North Palm Beach, FL 33048	U.S.	Grantor & Trustee	100%	100%

Other Authorizations

Cumulus Media Inc. ("CMI") is the sole member of Cumulus Broadcasting LLC ("CBL"), which, in turn, is the sole member of Cumulus Licensing LLC ("Cumulus"). Cumulus is the licensee of the following radio stations:

Station	Community of License	Facility ID Number
WVNN(AM)	Athens, AL	3084
WZYP(FM)	Athens, AL	3083
WYOK(FM)	Atmore, AL	8680
WDLT-FM	Chickasaw, AL	68843
WXQW(AM)	Fairhope, AL	2541
WHRP(FM)	Gurley, AL	22264
WUMP(AM)	Madison, AL	39590
WBLX-FM	Mobile, AL	2540
WGOK(AM)	Mobile, AL	56716
WHHY-FM	Montgomery, AL	66910
WLWI(AM)	Montgomery, AL	66909
WLWI-FM	Montgomery, AL	12318
WMSP(AM)	Montgomery, AL	12316
WMXS(FM)	Montgomery, AL	12322
WNZZ(AM)	Montgomery, AL	12321
WWFF-FM	New Market, AL	65223
WXFX(FM)	Prattville, AL	17479
WVNN-FM	Trinity, AL	25385
KKEG(FM)	Bentonville, AR	16571
KFAY(AM)	Farmington, AR	16573
KQSM-FM	Fayetteville, AR	16569
KLSZ-FM	Fort Smith, AR	23869
KYNF(FM)	Prairie Grove, AR	70257
KAMO-FM	Rogers, AR	31881
KMCK-FM	Siloam Springs, AR	64630
KYNG(AM)	Springdale, AR	71702
KOAI(AM)	Van Buren, AR	37828
KBBQ-FM	Van Buren, AR	37827
KRRF(FM)	Goleta, CA	10329
KRUZ(FM)	Santa Barbara, CA	3159
KVYB(FM)	Santa Barbara, CA	8853
KBBY-FM	Ventura, CA	7745
KHAY(FM)	Ventura, CA	35848
KVEN(AM)	Ventura, CA	35847
KKNN(FM)	Delta, CO	47114

Station	Community of License	Facility ID Number
KEKB(FM)	Fruita, CO	30431
KBKL(FM)	Grand Junction, CO	30430
KEXO(AM)	Grand Junction, CO	47113
KMXY(FM)	Grand Junction, CO	5550
KDBN(FM)	Parachute, CO	162254
WICC(AM)	Bridgeport, CT	72345
WINE(AM)	Brookfield, CT	15389
WRKI(FM)	Brookfield, CT	15391
WEBE(FM)	Westport, CT	71389
WFTW(AM)	Fort Walton Beach, FL	27466
WKSM(FM)	Fort Walton Beach, FL	27467
WZNS(FM)	Fort Walton Beach, FL	32834
WRRX(FM)	Gulf Breeze, FL	94009
WYZB(FM)	Mary Esther, FL	27469
WINT(AM)	Melbourne, FL	60388
WAOA-FM	Melbourne, FL	60387
WCOA(AM)	Pensacola, FL	12142
WJLQ(FM)	Pensacola, FL	12143
WHKR(FM)	Rockledge, FL	57628
WSJZ-FM	Sebastian, FL	59536
WNCV(FM)	Shalimar, FL	73395
WBZE(FM)	Tallahassee, FL	28164
WGLF(FM)	Tallahassee, FL	64559
WHBT(AM)	Tallahassee, FL	28162
WHBX(FM)	Tallahassee, FL	28168
WALG(AM)	Albany, GA	54703
WGPC(AM)	Albany, GA	830
WKAK(FM)	Albany, GA	831
WQVE(FM)	Albany, GA	54704
WWLD(FM)	Cairo, GA	38640
WPEZ(FM)	Jeffersonville, GA	52551
WJAD(FM)	Leesburg, GA	57782
WROK-FM	Macon, GA	68679
WDDO(AM)	Macon, GA	52546
WAYS(AM)	Macon, GA	68678
WDEN-FM	Macon, GA	46996
WMAC(AM)	Macon, GA	46998
WLZN(FM)	Macon, GA	54672
WMGB(FM)	Montezuma, GA	88541
WEGC(FM)	Sasser, GA	40463
WBMQ(AM)	Savannah, GA	54800
WIXV(FM)	Savannah, GA	54799

Station	Community of License	Facility ID Number
WJCL-FM	Savannah, GA	37178
WJLG(AM)	Savannah, GA	71365
WZAT(FM)	Savannah, GA	25549
WEAS-FM	Springfield, GA	71366
WNUQ(FM)	Sylvester, GA	66942
WTYB(FM)	Tybee Island, GA	14069
WJOD(FM)	Asbury, IA	34596
KQCS(FM)	Bettendorf, IA	19791
KOEL-FM	Cedar Falls, IA	66780
KDAT(FM)	Cedar Rapids, IA	54165
KHAK(FM)	Cedar Rapids, IA	54163
KJOC(AM)	Davenport, IA	13662
KBOB-FM	De Witt, IA	12234
KLYV(FM)	Dubuque, IA	12717
KXGE(FM)	Dubuque, IA	29127
WDBQ(AM)	Dubuque, IA	12705
KCRR(FM)	Grundy Center, IA	25471
KRNA(FM)	Iowa City, IA	35555
KBEA-FM	Muscatine, IA	13666
KOEL(AM)	Oelwein, IA	28475
KKHQ-FM	Oelwein, IA	28472
WXXQ(FM)	Freeport, IL	63137
WDBQ-FM	Galena, IL	30617
WKGL-FM	Loves Park, IL	38638
WXLP(FM)	Moline, IL	13663
WROK(AM)	Rockford, IL	48987
WZOK(FM)	Rockford, IL	48986
KMAJ-FM	Carbondale, KS	42012
KDVB(FM)	Effingham, KS	164159
KTOP-FM	St. Marys, KS	60034
KDVV(FM)	Topeka, KS	62237
KMAJ(AM)	Topeka, KS	42014
KTOP(AM)	Topeka, KS	62236
KWIC(FM)	Topeka, KS	39997
WCYN-FM	Cynthiana, KY	71308
WXZZ(FM)	Georgetown, KY	34245
WVLK(AM)	Lexington, KY	27418
WLXX(FM)	Lexington, KY	27417
WLTO(FM)	Nicholasville, KY	11673
WVLK-FM	Richmond, KY	71249

Station	Community of License	Facility ID Number
KQLK(FM)	De Ridder, LA	9029
KAOK(AM)	Lake Charles, LA	67330
KBIU(FM)	Lake Charles, LA	17019
KXZZ(AM)	Lake Charles, LA	17016
KYKZ(FM)	Lake Charles, LA	38601
KVMA-FM	Shreveport, LA	53030
KMIJ-FM	Shreveport, LA	63929
KRMD(AM)	Shreveport, LA	1305
KRMD-FM	Oil City, LA	1304
KKGB(FM)	Sulphur, LA	106
WEZQ(FM)	Bangor, ME	17673
WQCB(FM)	Brewer, ME	9284
WDEA(AM)	Ellsworth, ME	17671
WWMJ(FM)	Ellsworth, ME	17670
WBZN(FM)	Old Town, ME	18535
WQKL(FM)	Ann Arbor, MI	47117
WTKA(AM)	Ann Arbor, MI	47116
WWWW-FM	Ann Arbor, MI	41080
WBCK-FM	Battle Creek, MI	37461
WKFR-FM	Battle Creek, MI	14658
WDZZ-FM	Flint, MI	13665
WWCK(AM)	Flint, MI	39679
WWCK-FM	Flint, MI	39678
WKMI(AM)	Kalamazoo, MI	14659
WMIM(FM)	Luna Pier, MI	37119
WBXX(FM)	Marshall, MI	37463
WRSR(FM)	Owosso, MI	41681
WRKR(FM)	Portage, MI	14657
WLBY(AM)	Saline, MI	41081
KDCZ(FM)	Eyota, MN	162261
KDHL(AM)	Faribault, MN	54634
KQCL(FM)	Faribault, MN	54628
KRFO(AM)	Owatonna, MN	30121
KRFO-FM	Owatonna, MN	30125
KFIL(AM)	Preston, MN	34429
KFIL-FM	Chatfield, MN	34428
KOLM(AM)	Rochester, MN	50288
KROC(AM)	Rochester, MN	61321
KROC-FM	Rochester, MN	61323
KWWK(FM)	Rochester, MN	50289
KDZZ(FM)	St. Charles, MN	56252
KVGO(FM)	Spring Valley, MN	54631

Station	Community of License	Facility ID Number
KYBA(FM)	Stewartville, MN	67336
KOQL(FM)	Ashland, MO	60731
KBXR(FM)	Columbia, MO	47910
KFRU(AM)	Columbia, MO	12396
KPLA(AM)	Columbia, MO	12429
KBBM(FM)	Jefferson City, MO	68148
KZJF(FM)	Jefferson City, MO	5383
KLIK(AM)	Jefferson City, MO	68147
KJMO(FM)	Linn, MO	162262
KRWP(FM)	Stockton, MO	78693
WSMS(FM)	Artesia, MS	6664
WKOR-FM	Columbus, MS	24531
WJWF(AM)	Columbus, MS	54534
WNMQ(FM)	Columbus, MS	54535
WKOR(AM)	Starkville, MS	10348
WMXU(FM)	Starkville, MS	57710
WSSO(AM)	Starkville, MS	57709
WRCQ(FM)	Dunn, NC	34826
WFNC(AM)	Fayetteville, NC	8583
WQSM(FM)	Fayetteville, NC	8582
WAAV(AM)	Leland, NC	25999
WKXS-FM	Leland, NC	25998
WFVL(FM)	Lumberton, NC	41311
WMGU(FM)	Southern Pines, NC	46948
WGNI(FM)	Wilmington, NC	8581
WMNX(FM)	Wilmington, NC	8584
WWQQ-FM	Wilmington, NC	28163
KACL(FM)	Bismarck, ND	15967
KBYZ(FM)	Bismarck, ND	43221
KKCT(FM)	Bismarck, ND	31176
KLXX(AM)	Bismarck-Mandan, ND	43223
KUSB(FM)	Hazleton, ND	162267
WRRB(FM)	Arlington, NY	10780
WPUT(AM)	Brewster, NY	67814
WCZX(FM)	Hyde Park, NY	4587
WPDA(FM)	Jeffersonville, NY	3655
WKNY(AM)	Kingston, NY	10782
WKXP(FM)	Kingston, NY	27395
WALL(AM)	Middletown, NY	3137
WRRV(FM)	Middletown, NY	3136

Station	Community of License	Facility ID Number
WFAF(FM)	Mount Kisco, NY	70274
WDBY(FM)	Patterson, NY	67815
WEOK(AM)	Poughkeepsie, NY	71513
WPDH(FM)	Poughkeepsie, NY	71514
WFAS(AM)	White Plains, NY	14381
WFAS-FM	Bronxville, NY	14380
WZAD(FM)	Wurtsboro, NY	74285
WRQN(FM)	Bowling Green, OH	22676
WNNF(FM)	Cincinnati, OH	59593
WOFX-FM	Cincinnati, OH	51725
WLQR-FM	Delta, OH	67275
WXKR(FM)	Port Clinton, OH	69869
WQXK(FM)	Salem, OH	37548
WSOM(AM)	Salem, OH	37547
WWWM-FM	Sylvania, OH	42127
WKKO(FM)	Toledo, OH	22673
WLQR(AM)	Toledo, OH	65958
WBBW(AM)	Youngstown, OH	13667
WHOT-FM	Youngstown, OH	13670
KOMS(FM)	Poteau, OK	37086
KEHK(FM)	Brownsville, OR	7989
KUJZ(FM)	Creswell, OR	30650
KNRQ-FM	Tualatin, OR	12501
KSCR(AM)	Eugene, OR	30649
KUGN(AM)	Eugene, OR	12506
KZEL-FM	Eugene, OR	49822
WNNK-FM	Harrisburg, PA	32945
WHGB(AM)	Harrisburg, PA	32944
WTPA(FM)	Mechanicsburg, PA	54021
WLLF(FM)	Mercer, PA	6653
WWIZ(FM)	West Middlesex, PA	23437
WWKL(FM)	Palmyra, PA	12050
WPIC(AM)	Sharon, PA	60005
WYFM(FM)	Sharon, PA	60006
WSEA(FM)	Atlantic Beach, SC	3221
WHSC(AM)	Conway, SC	17484
WJXY-FM	Conway, SC	17485
WYNN(AM)	Florence, SC	22048
WYNN-FM	Florence, SC	22049
WLFF(FM)	Georgetown, SC	63932

Station	Community of License	Facility ID Number
WXJY(FM)	Georgetown, SC	69835
WBZF(FM)	Hartsville, SC	26327
WTOD(AM)	Hartsville, SC	26328
WWFN-FM	Lake City, SC	21745
WCMG(FM)	Latta, SC	72929
WYMB(AM)	Manning, SC	11652
WHILZ(FM)	Marion, SC	11653
WMXT(FM)	Pamplico, SC	51420
WDAI(FM)	Pawleys Island, SC	59490
WEAS-FM	Springfield, SC	71366
WSYN(FM)	Surfside Beach, SC	46964
KDEZ(FM)	Brandon, SD	166031
KYBB(FM)	Canton, SD	15308
KSOO-FM	Lennox, SD	162271
KIKN-FM	Salem, SD	61328
KKLS-FM	Sioux Falls, SD	61324
KMXC(FM)	Sioux Falls, SD	64711
KSOO(AM)	Sioux Falls, SD	64710
KXRB(AM)	Sioux Falls, SD	61322
WNFN(FM)	Millersville, TN	29862
WQOK(FM)	Goodlettsville, TN	52521
WRQQ(FM)	Belle Meade, TN	26689
WWTN(FM)	Hendersonville, TN	31476
WSM-FM	Nashville, TN	74065
KPUR(AM)	Amarillo, TX	72037
KQIZ-FM	Amarillo, TX	41567
KTLT(FM)	Anson, TX	53194
KIKR(AM)	Beaumont, TX	52406
KQXY-FM	Beaumont, TX	48918
KTCX(FM)	Beaumont, TX	4462
KOOC(FM)	Belton, TX	60092
KYYI(FM)	Burkburnett, TX	58740
KPUR-FM	Canyon, TX	72038
KZRK(AM)	Canyon, TX	39591
KZRK-FM	Canyon, TX	27009
KARX(FM)	Claude, TX	33448
KSSM(FM)	Copperas Cove, TX	10054
KSTB(FM)	Crystal Beach, TX	18187
KOLI(FM)	Electra, TX	78344
KCDD(FM)	Hamlin, TX	64656
KUSJ(FM)	Harker Heights, TX	60803
KHXS(FM)	Merkel, TX	50790

Station	Community of License	Facility ID Number
KZBT(FM)	Midland, TX	35880
KMND(AM)	Midland, TX	28201
KNFM(FM)	Midland, TX	28202
KBAT(FM)	Monahans, TX	48433
KBED(AM)	Nederland, TX	48917
KODM(FM)	Odessa, TX	48435
KRIL(AM)	Odessa, TX	12080
KGEE(FM)	Pecos, TX	76852
KAYD-FM	Silsbee, TX	31109
KLTD(FM)	Temple, TX	53647
KTEM(AM)	Temple, TX	63200
KBCY(FM)	Tye, TX	68642
KQHN(FM)	Waskom, TX	12414
KLUR(FM)	Wichita Falls, TX	58741
KQXC-FM	Wichita Falls, TX	55380
WBRW(FM)	Blacksburg, VA	5795
WFNR(AM)	Blacksburg, VA	67588
WNMX(FM)	Christiansburg, VA	69744
WPSK-FM	Pulaski, VA	48621
WRAD(AM)	Radford, VA	73919
WWBU(FM)	Radford, VA	73918
WNAM(AM)	Neenah-Menasha, WI	50053
WPKR(FM)	Omro, WI	42093
WOSH(AM)	Oshkosh, WI	69780
WVBO(FM)	Winneconne, WI	69781

Time Brokerage

CBL brokers more than 15% of the weekly broadcast time of the following radio stations:

Station	Community of License	Facility ID Number
KRQN(FM)	Vinton, IA	89113
WDUZ-FM	Brillion, WI	6861
WPCK(FM)	Denmark, WI	119
WDUZ(AM)	Green Bay, WI	25119
WQLH(FM)	Green Bay, WI	25121
WGOB(FM)	Kaukauna, WI	89

**Attributable Interests of
Cumulus Media Partners, LLC**

CMI is the Manager and holds 25% of the equity and a 50% voting interest in Cumulus Media Partners, LLC ("CMP").¹ CMP holds an attributable interest in each of the following indirect license subsidiaries:

Susquehanna Radio Corp. is the licensee of following radio stations:

Station	Community of License	Facility ID Number
KFFG(FM)	Los Altos, CA	58843
KFOG(FM)	San Francisco, CA	54770
KNBR(AM)	San Francisco, CA	35208
KSAN(FM)	San Mateo, CA	14484
KTCT(AM)	San Mateo, CA	51188
WWWQ(FM)	Atlanta, GA	73345
WNNX(FM)	College Park, GA	6809
WRWM(FM)	Lawrence, IN	71438
WFMS(FM)	Fishers, IN	54622
WQKC(AM)	Jeffersonville, IN	63935
WJK(FM)	Noblesville, IN	28609
WLCL(FM)	Sellersburg, IN	58380
WRRM(FM)	Cincinnati, OH	3142
WGRR(FM)	Hamilton, OH	72126
WFTK(FM)	Lebanon, OH	10143
WGLD(AM)	Manchester Township, PA	55352
WSOX(FM)	Red Lion, PA	55351
WARM-FM	York, PA	73980
WSBA(AM)	York, PA	73979
KTCK(AM)	Dallas, TX	8773
KLIF-FM	Haltom City, TX	27299
KRBE(FM)	Houston, TX	35524
KKLF(AM)	Richardson, TX	86684
KTDK(FM)	Sanger, TX	26146

¹ As set forth in greater detail later in this Exhibit, with the exception of an FCC Form 316 application requesting Commission consent to transfer control of two FM translator stations, the grant of which has been rescinded due to the filing of an informal objection (see File Nos. BTCFT-20110215ADP, ADQ), the Commission has approved the *pro forma* transfer of control of CMP from Blackstone FC Communications Partners L.P. to CMI. File Nos. BTCH-20110214AEZ, *et seq.*; BTCH-20110214AFX, *et seq.*; BTCH-20110214AGC; BTC-20110214AGD; BTCH-20110214AGE, *et seq.* The *pro forma* transaction has not yet been consummated.

CMP KC Licensing, LLC is the licensee of the following radio stations:

Station	Community of License	Facility ID Number
KCHZ(FM)	Ottawa, KS	33332
KFNC(FM)	Beaumont, TX	52407
KHJK(FM)	La Porte, TX	48676
KMJK(FM)	North Kansas City, MO	33713

CMP Houston-KC, LLC is the licensee of the following radio stations:

Station	Community of License	Facility ID Number
KCFX(FM)	Harrisonville, MO	27021
KCJK(FM)	Garden City, MO	87565
KCMO(AM)	Kansas City, MO	33391
KCMO-FM	Shawnee, KS	6385

KLIF Lico, Inc. is the licensee of radio station KLIF(AM), Dallas, Texas (Facility ID 35061).

KPLX Lico, Inc. is the licensee of radio station KPLX(FM), Fort Worth, Texas (Facility ID 54675).

Approved Transactions

The FCC has approved the following transactions which have not been consummated:

FCC File No.	Station	Application
BTCH-20110214AEZ	KSAN(FM), San Mateo, CA (Facility ID #14484)	Transfer of Control from Blackstone FC Communications Partners L.P. (" <u>Blackstone</u> ") to CMI
BTCH-20110214AFA	KFFG(FM), Los Altos, CA (Facility ID #58843)	Transfer of Control from Blackstone to CMI
BTCH-20110214AFB	KFOG(FM), San Francisco, CA (Facility ID #54770)	Transfer of Control from Blackstone to CMI
BTC-20110214AFC	KNBR(AM), San Francisco, CA (Facility ID #35208)	Transfer of Control from Blackstone to CMI
BTC-20110214AFD	KTCT(AM), San Mateo, CA (Facility ID #51188)	Transfer of Control from Blackstone to CMI
BTCH-20110214AFE	WWWQ(FM), Atlanta, GA (Facility ID #73345)	Transfer of Control from Blackstone to CMI
BTCH-20110214AAF	WNNX(FM), College Park, GA (Facility ID #6809)	Transfer of Control from Blackstone to CMI

FCC File No.	Station	Application
BTCH-20110214AFG	WRWM(FM), Lawrence, IN (Facility ID #71438)	Transfer of Control from Blackstone to CMI
BTCH-20110214AFH	WFMS(FM), Fishers, IN (Facility ID #54622)	Transfer of Control from Blackstone to CMI
BTC-20110214AFI	WQKC(AM), Jeffersonville, IN (Facility ID #63935)	Transfer of Control from Blackstone to CMI
BTCH-20110214AFJ	WJK(FM), Noblesville, IN (Facility ID #28609)	Transfer of Control from Blackstone to CMI
BTCH-20110214AFK	WLCL(FM), Sellersburg, IN (Facility ID #58380)	Transfer of Control from Blackstone to CMI
BTCH-20110214AFL	WRRM(FM), Cincinnati, OH (Facility ID #3142)	Transfer of Control from Blackstone to CMI
BTCH-20110214AFM	WGRR(FM), Hamilton, OH (Facility ID #72126)	Transfer of Control from Blackstone to CMI
BTCH-20110214AFN	WFTK(FM), Lebanon, OH (Facility ID #10143)	Transfer of Control from Blackstone to CMI
BTC-20110214AFO	WGLD(AM), Manchester Township, PA (Facility ID #55352)	Transfer of Control from Blackstone to CMI
BTCH-20110214AFP	WSOX(FM), Red Lion, PA (Facility ID #55351)	Transfer of Control from Blackstone to CMI
BTCH-20110214AFQ	WARM-FM, York, PA (Facility ID #73980)	Transfer of Control from Blackstone to CMI
BTC-20110214AFR	WSBA(AM), York, PA (Facility ID #73979)	Transfer of Control from Blackstone to CMI
BTC-20110214AFS	KTCK(AM), Dallas, TX (Facility ID #8773)	Transfer of Control from Blackstone to CMI
BTCH-20110214AFT	KLIF-FM, Haltom City, TX (Facility ID #27299)	Transfer of Control from Blackstone to CMI
BTCH-20110214AFU	KRBE(FM), Houston, TX (Facility ID #35524)	Transfer of Control from Blackstone to CMI
BTC-20110214AFV	KKLF(AM), Richardson, TX (Facility ID #86684)	Transfer of Control from Blackstone to CMI
BTCH-20110214AFW	KTDK(FM), Sanger, TX (Facility ID #26146)	Transfer of Control from Blackstone to CMI
BTCH-20110214AGE	KCFX(FM), Harrisonville, MO (Facility ID #27021)	Transfer of Control from Blackstone to CMI
BTCH-20110214AGF	KCJK(FM), Garden City, MO (Facility ID #87565)	Transfer of Control from Blackstone to CMI
BTC-20110214AGG	KCMO(AM), Kansas City, MO (Facility ID #33391)	Transfer of Control from Blackstone to CMI
BTCH-20110214AGH	KCMO-FM, Shawnee, KS (Facility ID #6385)	Transfer of Control from Blackstone to CMI
BTCH-20110214AFX	KCHZ(FM), Ottawa, KS (Facility ID #33332)	Transfer of Control from Blackstone to CMI
BTCH-20110214AFY	KFNC(FM), Beaumont, TX (Facility ID #52407)	Transfer of Control from Blackstone to CMI

FCC File No.	Station	Application
BTCH-20110214AFZ	KHJK(FM), La Porte, TX (Facility ID #48676)	Transfer of Control from Blackstone to CMI
BTCH-20110214AGA	KMIK(FM), North Kansas City, MO (Facility ID #33713)	Transfer of Control from Blackstone to CMI
BTC-20110214AGD	KLIF(AM), Dallas, TX (Facility ID #35061)	Transfer of Control from Blackstone to CMI
BTCH-20110214AGC	KPLX(FM), Fort Worth, TX (Facility ID #54675)	Transfer of Control from Blackstone to CMI

Multiple Ownership Compliance

Following consummation of the proposed merger as described in Exhibit 6 to this application, Cumulus Media Inc. ("CMI") will control the licenses for over 550 radio stations in over 110 radio markets. As shown in Exhibit 6, there currently are a total of 14 radio stations – including six (6) stations in markets in which CMI and Citadel Broadcasting Corporation both have stations – that will have to be divested to bring the non-compliant clusters into compliance with Section 73.3555(a)(1) of the Commission's rules. The proposed transferees are not seeking any waivers to permit continued ownership of those non-compliant clusters. Instead, as stated in Exhibit 6, four (4) FCC Form 314 assignment applications are being filed concurrently herewith to assign the licenses for the 14 stations to insulated divestiture trusts to bring the non-compliant clusters into compliance with §73.3555(a)(1) of the Commission's rules. CMI and Cumulus Media Partners, LLC, which will become a wholly-owned subsidiary of CMI prior to consummation of the Merger Agreement, plan to consummate those divestiture transactions prior to or simultaneously with the closing of the merger transaction proposed in this application.

Except as set forth in the preceding paragraph, CMI's ownership and control of the stations (the "Stations") which are the subject of this application will comply with the Commission's local radio ownership rule. Attachment A demonstrates that common ownership of the Stations complies with Section 73.3555(a)(1) of the Commission's rules using the Commission's Arbitron Metro methodology. Attachment B demonstrates that common ownership of the Stations will comply with the local radio ownership rule utilizing both Arbitron Metros as well as the Commission's interim contour-overlap methodology. The attached contour-overlap studies were prepared by CMI's consulting engineering firm, Graham Brock, Inc.

The showings in Attachment A and Attachment B are arranged alphabetically by market, as follows:

Attachment A:

Arbitron Metro Analysis

1. Albuquerque, NM
2. Allentown-Bethlehem, PA
3. Augusta-Waterville, ME
4. Binghamton, NY
5. Buffalo-Niagara Falls, NY
6. Charleston, SC
7. Chattanooga, TN
8. Colorado Springs, CO
9. Erie, PA
10. Johnson City-Kingsport-Bristol, TN-VA
11. Lansing-East Lansing, MI
12. Merced, CA
13. Modesto, CA

Arbitron Metro Analysis

14. Nashville, TN
15. Portsmouth-Dover-Rochester, NH
16. Pueblo, CO
17. Salt Lake, UT
18. San Francisco, CA
19. San Jose, CA
20. Stockton, CA
21. Syracuse, NY
22. Tucson, AZ
23. Wilkes Barre-Scranton, PA

Attachment B: Contour-Overlap Analysis (with additional Arbitron metro analyses)

Those stations evaluated under the interim contour-overlap analysis methodology in Attachment B are identified below:

	Stations	Market Group
1	WYAY(FM), Gainesville, GA; WKHX-FM, Marietta, GA; WNNX(FM), College Park, GA; WWWQ(FM), Atlanta, GA; WCNN(AM), North Atlanta, GA; WIFN(AM), Atlanta, GA; WFOM(AM), Marietta, GA	Atlanta, GA
2	WRKN(FM), LaPlace, LA; KMEZ(FM), Port Sulphur, LA; KKND(FM), Belle Chasse, LA; WWTI(FM), Picayune, MS; WCDV(FM), Hammond, LA; WEMX(FM), Kentwood, LA; KQXL-FM, New Roads, LA; WIBR(AM), Baton Rouge, LA; WXOK(AM), Port Allen, LA; KXKC(FM), New Iberia, LA	Baton Rouge and Lafayette, LA
3	KTIK-FM, New Plymouth, ID; KBOI(AM), Boise, ID; KTIK(AM), Nampa, ID; KIZN(FM), Boise, ID; KKGL(FM), Nampa, ID; KQFC(FM) Boise, ID	Boise, ID
4	KBGG(AM), Des Moines, IA; KJYJ(FM), West Des Moines, IA; KGGO(FM), Des Moines, IA; KHKI(FM), Des Moines, IA; KWQW(FM), Boone, IA	Des Moines, IA
5	WCMG(FM), Latta, SC; WHLZ(FM), Marion, SC; WYNN-FM, Florence, SC; WYNN(AM), Florence, SC; WMXT(FM), Pamplico, SC; WYMB(AM), Manning, SC; WTCB(FM), Orangeburg, SC; WNKT(FM), Eastover, SC	Florence and Columbia, SC

	Stations	Market Group
6	WTNR(FM), Holland, MI; WBBL-FM, Greenville, MI; WLAV-FM, Grand Rapids, MI; WHTS(FM), Coopersville, MI; WJRW(AM), Grand Rapids, MI; WLAW(FM), Newaygo, MI; WLCS(FM), North Muskegon, MI; WVIB(FM), Holton, MI	Grand Rapids and Muskegon, MI
7	WOKI(FM), Oliver Springs, TN; WNRX(FM), Jefferson City, TN; WIVK-FM, Knoxville, TN; WNML(AM), Knoxville, TN	Knoxville, TN
8	KIPR(FM), Pine Bluff, AR; KARN-FM, Sheridan, AR; KARN(AM), Little Rock, AR; KAAV(AM), Little Rock, AR; KPZK(AM), Little Rock, AR; KURB(FM), Little Rock, AR; KLAL(FM), Wrightsville, AR	Little Rock AR
9	WGKX(FM), Memphis, TN; WXXM(FM), Millington, TN; WKIM(FM), Munford, TN; WRBO(FM), Como, MS	Memphis, TN
10	KDHL(AM), Faribault, MN; WGVX(FM), Lakeville, MN; KQRS-FM, Golden Valley, MN; KXXR(FM), Minneapolis, MN; KROC(AM), Rochester, MN; KOLM(AM), Rochester, MN; KDCZ(FM), Eyota, MN; KDZZ(FM), St. Charles, MN; KWWK(FM), Rochester, MN; KROC-FM, Rochester, MN; KFIL(AM), Preston, MN; KFIL-FM, Chatfield, MN; KVG0(FM), Spring Valley, MN; KYBA(FM), Stewartville, MN; KRFO(AM), Owatonna, MN; KRFO-FM, Owatonna, MN; KQCL(FM), Faribault, MN	Minneapolis and Rochester, MN
11	WFMS(FM), Fishers, IN; WMDH-FM, New Castle, IN; WLTl(AM), New Castle, IN	Muncie-Marion, IN
12	WALL(AM), Middletown, NY; WRRV(FM), Middletown, NY; WZAD(FM), Wurtsboro, NY; WPDA(FM), Jeffersonville, NY; WEOK(AM), Poughkeepsie, NY; WCZX(FM), Hyde Park, NY; WPDH(FM), Poughkeepsie, NY; WRRB(FM), Arlington, NY; WKXP(FM), Kingston, NY; WKNY(AM), Kingston, NY	New York, NY
13	KQOB(FM), Enid, Oklahoma	Oklahoma City, OK
14	WCYY(FM), Biddeford, ME; WHOM(FM), Mount Washington, NH; WPKQ(FM), North Conway, NH; WBLM(FM), Portland, ME; WJBQ(FM), Portland, ME	Portland, ME

	Stations	Market Group
15	WBPW(FM), Presque Isle, ME; WOZI(FM), Presque Isle, ME; WQHR(FM), Presque Isle, ME	Presque Isle, ME
16	KKOH(AM), Reno, NV; KNEV(FM), Reno, NV; KBUL-FM, Carson City, NV; KWYL(FM), South Lake Tahoe, CA	Reno, NV
17	WXKR(FM), Port Clinton, OH; WKKO(FM), Toledo, OH; WMIM(FM), Luna Pier, MI; WWWM-FM, Sylvania, OH; WLQR(AM), Toledo, OH; WJR(AM), Detroit, MI; WRQN(FM), Bowling Green, OH; WFBE(FM), Flint, MI; WRSR(FM), Owosso, MI; WDZZ-FM, Flint, MI; WWCK-FM, Flint, MI; WIOG(FM), Bay City, MI; WWCK(AM), Flint, MI; WTRX(AM), Flint, MI	Toledo, OH, Detroit and Flint, MI
18	WAPI-FM, Helena, AL; WFFN(FM), Coaling, AL; WTUG-FM, Northport, AL; WBEI(FM), Reform, AL; WJOX(AM), Birmingham, AL; WTSK(AM), Tuscaloosa, AL; WDGFM(FM), Greensboro, AL; WKOR-FM, Columbus, MS; WNMQ(FM), Columbus, MS	Tuscaloosa, AL and Columbus, MS
19	WWFX(FM), Southbridge, MA; WXLO(FM), Fitchburg, MA; WORC-FM, Webster, MA	Worcester, MA

Albuquerque, NM Arbitron Metro

Upon consummation of the proposed transaction, Cumulus Media Inc. ("CMI") will control the following radio stations in the Albuquerque, New Mexico Arbitron Metro:

Station	Community of License	Facility ID	County of License
KNML(AM)	Albuquerque, NM	68608	Bernalillo
KKOB(AM)	Albuquerque, NM	11251	Bernalillo
KTBL(AM)	Los Ranchos, NM	48604	Bernalillo
KMGA(FM)	Albuquerque, NM	11231	Bernalillo
KKOB-FM	Albuquerque, NM	11250	Bernalillo
KRST(FM)	Albuquerque, NM	12584	Bernalillo
KDRF(FM)	Albuquerque, NM	55052	Bernalillo

Bernalillo County is included within the Albuquerque, NM Arbitron Metro.

As reflected in the attached "FCC Geographic Market Definition for Albuquerque, NM," there are 45 authorized full-power commercial and noncommercial radio stations in the Albuquerque, NM Metro. Section 73.3555(a)(1) of the Commission's rules (47 C.F.R. §73.3555(a)(1)) provides that in radio markets with 45 or more full-power radio stations, a single entity may hold a cognizable interest in eight (8) commercial radio stations, not more than five (5) of which may be in the same service. As demonstrated above, CMI will control three (3) AM stations and four (4) FM stations in the Albuquerque Metro, which will comply with the Commission's local radio ownership rule.



FCC Geographic Market Definition for Albuquerque, NM

Call Letters	AM/FM	Freq	Station Type	Format	Home Market	Market Home Designate	Mkt Rank	Date	Owner	City & State of License	County of License
KABG	FM	96.5	C	Disc Hits	Albuquerque, NM	07/02/2003	66	07/02/2003	American General Media	Los Alamos, NM	Los Alamos
KABQ	AM	1350	C	Talk	Albuquerque, NM	07/02/2003	68	07/02/2003	Clear Channel Communications Inc	Albuquerque, NM	Bernalillo
KABQ	FM	104.7	C	Country	Albuquerque, NM	07/02/2003	66	07/02/2003	Aloha Station Trust LLC	Bosque Farms, NM	Valencia
KAGM	FM	106.3	C	Rhythmic	Albuquerque, NM	07/02/2003	68	07/02/2003	American General Media	Los Lunas, NM	Valencia
KALY	AM	1240	C	Family/Talk	Albuquerque, NM	07/02/2003	66	07/02/2003	Jennifer Smart Foundation	Los Ranchos De Abueg,	Bernalillo
KANW	FM	89.1	NC	NPRE/Ent	Albuquerque, NM	07/02/2003	68	07/02/2003	Board of Education City of Albuquerque	Albuquerque, NM	Bernalillo
KARS	AM	860	C	Country	Albuquerque, NM	07/02/2003	68	07/02/2003	American General Media	Belén, NM	Valencia
KBOI	FM	107.9	C	Country	Albuquerque, NM	07/02/2003	68	07/02/2003	Clear Channel Communications Inc	Albuquerque, NM	Bernalillo
KBZU	FM	96.3	C	Disc Rock	Albuquerque, NM	07/02/2003	68	07/02/2003	The Last Bastion Station Trust LLC	Albuquerque, NM	Bernalillo
KDAZ	AM	730	C	CC/MP/Talk	Albuquerque, NM	07/02/2003	68	07/02/2003	Pan American Broadcasting	Albuquerque, NM	Bernalillo
KDEF	AM	1150	C	Sports/Talk	Albuquerque, NM	07/02/2003	68	07/02/2003	RAMH Corp	Albuquerque, NM	Bernalillo
KDLW	FM	97.7	C	Chr/Contem	Albuquerque, NM	07/02/2003	68	07/02/2003	American General Media	Belén, NM	Valencia
KDRF	FM	103.3	C	Adult Hits	Albuquerque, NM	07/02/2003	68	07/02/2003	Ciadel Broadcasting Company	Albuquerque, NM	Bernalillo
KFLQ	FM	91.5	NC	Insp/Chret	Albuquerque, NM	07/02/2003	68	07/02/2003	Family Life Communications Inc	Albuquerque, NM	Bernalillo
KIFM	FM	95.5	C	Classical	Albuquerque, NM	07/02/2003	68	07/02/2003	American General Media	Santa Fe, NM	Santa Fe
KIOT	FM	102.5	C	Disc Hits	Albuquerque, NM	07/02/2003	68	07/02/2003	Univision	Los Lunas, NM	Valencia
KIVA	AM	1550	C	News/Talk	Albuquerque, NM	07/02/2003	68	07/02/2003	Davis, Don	Albuquerque, NM	Bernalillo
KJFA	FM	105.1	C	Mexican	Albuquerque, NM	07/02/2003	68	07/02/2003	Univision	Santa Fe, NM	Santa Fe
KKIM	AM	1000	C	Cast/News/Tlk	Albuquerque, NM	07/02/2003	68	07/02/2003	American General Media	Albuquerque, NM	Bernalillo
KKNS	AM	1310	C	Mexican	Albuquerque, NM	07/02/2003	68	07/02/2003	El Camino Communications LLC	Corrales, NM	Sandoval
KKOB	AM	770	C	News/Talk	Albuquerque, NM	07/02/2003	68	07/02/2003	Ciadel Broadcasting Company	Albuquerque, NM	Bernalillo
KKOB	FM	93.3	C	Hot AC	Albuquerque, NM	07/02/2003	68	07/02/2003	Ciadel Broadcasting Company	Albuquerque, NM	Bernalillo
KKRG	FM	101.3	C	Spanish AC	Albuquerque, NM	07/02/2003	68	07/02/2003	Univision	Albuquerque, NM	Bernalillo
KKSS	FM	97.3	C	HipHop/Rhy	Albuquerque, NM	07/02/2003	68	07/02/2003	Univision	Santa Fe, NM	Santa Fe
KLQT	FM	95.1	C	Lite Rock	Albuquerque, NM	07/02/2003	68	07/02/2003	Clear Channel Communications Inc	Corrales, NM	Sandoval
KLVO	FM	106.7	C	Top 40	Albuquerque, NM	07/02/2003	68	07/02/2003	American General Media	Los Alamos, NM	Los Alamos
KLYT	FM	98.3	NC	Chr/Contem	Albuquerque, NM	07/02/2003	68	07/02/2003	Calvary Chapel of Albuquerque, Inc.	Albuquerque, NM	Bernalillo
KMGA	FM	99.5	C	Soft AC	Albuquerque, NM	07/02/2003	68	07/02/2003	Ciadel Broadcasting Company	Albuquerque, NM	Bernalillo
KMYN	AM	1500	NC	Ethnic	Albuquerque, NM	09/03/2010	68	09/03/2010	Whitman, Martha	Alamc Community, NM	Socorro
KNKT	FM	107.1	C	Chr/Contem	Albuquerque, NM	07/02/2003	68	07/02/2003	Calvary Chapel of Albuquerque, Inc.	Armiijo, NM	Bernalillo
KNML	AM	610	C	Sports	Albuquerque, NM	07/02/2003	68	07/02/2003	Ciadel Broadcasting Company	Albuquerque, NM	Bernalillo
KPEK	FM	100.3	C	Modern AC	Albuquerque, NM	07/02/2003	68	07/02/2003	Clear Channel Communications Inc	Albuquerque, NM	Bernalillo

*p indicates pending sale to owner listed

"C" - Commercial Station; "NC" - Non Commercial Station



FCC Geographic Market Definition for Albuquerque, NM

Call Letters	AM/FM	Type	Freq	Station Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
KQGC	FM	91.1 NC	Span/Chrst	Albuquerque, NM	07/02/2003	68	Educational Media Foundation	Belen, NM	Valencia	
KQRI	FM	105.5 NC	Chrst/Alive	Albuquerque, NM	07/02/2003	68	Educational Media Foundation	Bosque Farms, NM	Valencia	
KQTM	FM	101.7 C	Sports	Albuquerque, NM	07/02/2003	68	Team Broadcasting Inc	Rio Rancho, NM	Sandoval	
KRKE	AM	1600 C	Oldies	Albuquerque, NM	07/02/2003	68	Davis, Don	Albuquerque, NM	Bernalillo	
KRST	FM	92.3 C	Country	Albuquerque, NM	07/02/2003	68	Citadel Broadcasting Company	Albuquerque, NM	Bernalillo	
KRZY	FM	105.9 C	Spanish AC	Albuquerque, NM	07/02/2003	68	Entravision Communications Corp	Santa Fe, NM	Santa Fe	
KRZY	AM	1450 C	Mexican	Albuquerque, NM	07/02/2003	68	Entravision Communications Corp	Albuquerque, NM	Bernalillo	
KSVA	AM	920 C	Chrst/Talk	Albuquerque, NM	10/30/2003	68	Life Talk Radio Inc	Albuquerque, NM	Bernalillo	
KTBL	AM	1050 C	Talk	Albuquerque, NM	07/02/2003	68	Citadel Broadcasting Company	Los Ranchos, NM	Bernalillo	
KTEG	FM	104.1 C	Alternative	Albuquerque, NM	06/01/2009	68	Clear Channel Communications Inc	Santa Fe, NM	Santa Fe	
KUNM	FM	89.9 NC	NPR/Vary	Albuquerque, NM	07/02/2003	68	University of New Mexico	Albuquerque, NM	Bernalillo	
KXXS	AM	1190 C	Chrst/Talk	Albuquerque, NM	07/02/2003	68	Wilkins Communications Network Inc	Albuquerque, NM	Bernalillo	
KZRR	FM	94.1 C	ACR	Albuquerque, NM	07/02/2003	68	Clear Channel Communications Inc	Albuquerque, NM	Bernalillo	

Number of Stations in Geographic Market **45**

Previous Stations in Geographic Market

"C" - Commercial Station; "NC" - Non Commercial Station

"p" indicates pending sale to owner listed

Allentown-Bethlehem, PA Arbitron Metro

Upon consummation of the proposed transaction, CMI will control the following radio stations in the Allentown-Bethlehem, Pennsylvania Arbitron Metro:

Station	Community of License	Facility ID	County of License
WLEV(FM)	Allentown, PA	39875	Lehigh
WCTO(FM)	Easton, PA	36997	Northampton

Both Lehigh and Northampton Counties are included within the Allentown-Bethlehem, PA Arbitron Metro.

As reflected in the attached "FCC Geographic Market Definition for Allentown-Bethlehem, PA," there are 25 authorized full-power commercial and noncommercial radio stations in the Allentown-Bethlehem, PA Metro. Section 73.3555(a)(1) of the Commission's rules (47 C.F.R. §73.3555(a)(1)) provides that in radio markets with between 15 and 29 full-power radio stations, a single entity may hold a cognizable interest in six (6) commercial radio stations, not more than four (4) of which may be in the same service. As demonstrated above, CMI will control two (2) FM stations in the Allentown-Bethlehem Metro, which will comply with the Commission's local radio ownership rule.



FCC Geographic Market Definition for Allentown-Bethlehem, PA

Call Letters	AM/FM	Type	Freq	Station	Format	Home Market	Market Designation	Date	Rank	Owner	City & State of License	County of License
WAEB	AM	C	790	C	Nws/Tlk/Spt	Allentown-Bethlehem, PA	69	07/02/2003	69	Clear Channel Communications Inc	Allentown, PA	Lehigh
WAEB	FM	C	104.1	C	Adult CHR	Allentown-Bethlehem, PA	69	07/02/2003	69	Clear Channel Communications Inc	Allentown, PA	Lehigh
WBYN	AM	C	1160	C	Christian	Allentown-Bethlehem, PA	p	07/02/2003	69	Nassau Broadcasting I LLC (New Members)	Leighton, PA	Carbon
WCTO	FM	C	96.1	C	Country	Allentown-Bethlehem, PA	69	07/02/2003	69	Citadel Broadcasting Company	Easton, PA	Northampton
WDIY	FM	NC	88.1	NC	Variety	Allentown-Bethlehem, PA	69	07/02/2003	69	Lehigh Valley Community Broadcast Associates	Allentown, PA	Lehigh
WEEX	AM	C	1230	C	Sports	Allentown-Bethlehem, PA	p	07/02/2003	69	Nassau Broadcasting I LLC (New Members)	Easton, PA	Northampton
WEST	AM	C	1400	C	Tropical	Allentown-Bethlehem, PA	69	07/02/2003	69	Braccoli, Matthew	Easton, PA	Northampton
WGPA	AM	C	1100	C	Vary/Talk	Allentown-Bethlehem, PA	69	07/02/2003	69	Timmer Broadcasting Company	Bethlehem, PA	Northampton
WHCY	FM	C	106.3	C	Hot AC	Sussex, NJ	247	07/02/2003	247	Clear Channel Communications Inc	Blainstown, NJ	Warren
WHOL	AM	C	1600	C	Tropical	Allentown-Bethlehem, PA	69	07/02/2003	69	Braccoli, Matthew	Allentown, PA	Lehigh
WKCS	FM	NC	89.3	NC	Christian	Allentown-Bethlehem, PA	69	07/02/2003	69	Beacon Broadcasting Corporation	Allentown, PA	Lehigh
WJRH	FM	NC	104.9	NC	Variety	Allentown-Bethlehem, PA	69	07/02/2003	69	Lafayette College	Easton, PA	Northampton
WLEV	FM	C	100.7	C	AC	Allentown-Bethlehem, PA	69	07/02/2003	69	Citadel Broadcasting Company	Allentown, PA	Lehigh
WLSH	AM	C	1410	C	Oldies	Allentown-Bethlehem, PA	69	07/02/2003	69	Estate of Harold G. Fulmer III	Lansford, PA	Carbon
WLVK	FM	NC	91.3	NC	Variety	Allentown-Bethlehem, PA	69	07/02/2003	69	Lough University	Bethlehem, PA	Northampton
WMLH	FM	NC	91.7	NC	Variety	Allentown-Bethlehem, PA	69	07/02/2003	69	Muhlenberg College	Allentown, PA	Lehigh
WNTI	FM	NC	91.9	NC	Adult Vary	Allentown-Bethlehem, PA	69	07/02/2003	69	Centenary College	Hackettstown, NJ	Warren
WOOE	FM	C	99.9	C	Cisc Hits	Allentown-Bethlehem, PA	p	07/02/2003	69	Nassau Broadcasting I LLC (New Members)	Easton, PA	Northampton
WRNJ	AM	C	1510	C	OldNws/Tlk	Allentown-Bethlehem, PA	69	07/02/2003	69	WRNJ Radio	Hackettstown, NJ	Warren
WSAN	AM	C	1470	C	Sports	Allentown-Bethlehem, PA	69	07/02/2003	69	Clear Channel Communications Inc	Allentown, PA	Lehigh
WTKZ	AM	C	1320	C	Sports	Allentown-Bethlehem, PA	p	07/02/2003	69	Nassau Broadcasting I LLC (New Members)	Allentown, PA	Lehigh
WMPJ	FM	NC	89.5	NC	Classical	Allentown-Bethlehem, PA	69	07/02/2003	69	Mercer County Community College	Pen Argyl, PA	Northampton
WWYY	FM	C	107.1	C	New Rock	Allentown-Bethlehem, PA	p	07/02/2003	69	Nassau Broadcasting I LLC (New Members)	Bethlehem, NJ	Warren
WXLV	FM	NC	90.3	NC	Eclectic	Allentown-Bethlehem, PA	69	07/02/2003	69	Lehigh Carbon Community College	Schnecksville, PA	Lehigh
WZZO	FM	C	95.1	C	ADR	Allentown-Bethlehem, PA	69	07/02/2003	69	Clear Channel Communications Inc	Bethlehem, PA	Northampton

Number of Stations in Geographic Market 25

Previous Stations in Geographic Market

C - Commercial Station; *NC* - Non Commercial Station

p indicates pending sale to owner listed

Augusta-Waterville, ME Arbitron Metro

Upon consummation of the proposed transaction, CMI will control the following radio stations in the Augusta-Waterville, Maine Arbitron Metro:

Station	Community of License	Facility ID	County of License
WJZN(AM)	Augusta, ME	52604	Kennebec
WTVL(AM)	Waterville, ME	52607	Kennebec
WMME-FM	Augusta, ME	52605	Kennebec
WEBB(FM)	Waterville, ME	52608	Kennebec

Kennebec County is included within the Augusta-Waterville, ME Arbitron Metro.

As reflected in the attached "FCC Geographic Market Definition for Augusta-Waterville, ME," there are 16 authorized full-power commercial and noncommercial radio stations in the Augusta-Waterville, ME Metro. Section 73.3555(a)(1) of the Commission's rules (47 C.F.R. §73.3555(a)(1)) provides that in radio markets with between 15 and 29 full-power radio stations, a single entity may hold a cognizable interest in six (6) commercial radio stations, not more than four (4) of which may be in the same service. As demonstrated above, CMI will control two (2) AM stations and two (2) FM stations in the Augusta-Waterville Metro, which will comply with the Commission's local radio ownership rule.



FCC Geographic Market Definition for Augusta-Waterville, ME

Call Letters	AM/FM	Freq	Station Type	Format	Home Market	Market Home			City & State of License	County of License
						Designator	Mkt Rank	Owner		
WABK	FM	104.3	C	Oldies	Augusta-Waterville, ME	07/02/2003	266	Blueberry Broadcasting LLC	Gardiner, ME	Kennebec
WCTB	FM	93.5	C	Oldies	Augusta-Waterville, ME	01/07/2008	266	Mountain Wireless	Fairfield, ME	Somerset
WEEB	FM	98.5	C	Country	Augusta-Waterville, ME	07/02/2003	266	Ciadel Broadcasting Company	Waterville, ME	Kennebec
WFAU	AM	1280	C	Sports	Augusta-Waterville, ME	07/02/2003	266	Blueberry Broadcasting LLC	Gardiner, ME	Kennebec
WFMX	FM	107.9	C	AC	Augusta-Waterville, ME	01/07/2008	266	Mountain Wireless	Skowhegan, ME	Somerset
WJZN	AM	1400	C	Adult Strndr	Augusta-Waterville, ME	07/02/2003	266	Ciadel Broadcasting Company	Augusta, ME	Kennebec
WMDR	AM	1340	NC	Inspir/Christ	Augusta-Waterville, ME	07/02/2003	266	Light of Life Ministries	Augusta, ME	Kennebec
WMDR	FM	88.9	NC	Conty/SGSp	Augusta-Waterville, ME	10/24/2005	266	Light of Life Ministries	Oakland, ME	Kennebec
WMEW	FM	91.3	NC	News/Yarty	Augusta-Waterville, ME	07/02/2003	266	Maine Public Broadcasting Corporation	Waterville, ME	Kennebec
WMMB	FM	89.7	NC	Alternative	Augusta-Waterville, ME	07/02/2003	266	Mayflower Hill Broadcasting Corp	Waterville, ME	Kennebec
WMME	FM	92.3	C	Top 40	Augusta-Waterville, ME	07/02/2003	266	Ciadel Broadcasting Company	Augusta, ME	Kennebec
WRSW	AM	1160	C	Sports	Augusta-Waterville, ME	01/07/2008	266	Mountain Wireless	Skowhegan, ME	Somerset
WTOS	FM	105.1	C	AOR	Augusta-Waterville, ME	07/02/2003	266	Blueberry Broadcasting LLC	Skowhegan, ME	Somerset
WTVL	AM	1490	C	Adult Strndr	Augusta-Waterville, ME	07/02/2003	266	Ciadel Broadcasting Company	Waterville, ME	Kennebec
WVOM	FM	101.3	C	News/Talk	Augusta-Waterville, ME	07/02/2003	266	Blueberry Broadcasting LLC	Augusta, ME	Kennebec
WVWA	FM	95.3	NC	Relgn/COthp	Augusta-Waterville, ME	07/02/2003	266	Light of Life Ministries	Winslow, ME	Kennebec

Number of Stations in Geographic Market 16

Previous Stations in Geographic Market

WLOB	AM	1310	C	Nws/Tlk/Inf	Portland, ME	02/09/2005	168	Atlantic Coast Radio LLC	Portland, ME	Cumberland
WLOB	FM	95.5	C	Nws/Tlk/Inf	Portland, ME	01/25/2007	168	Atlantic Coast Radio LLC	Topsham, ME	Sagadahoc

"C" - Commercial Station; "NC" - Non Commercial Station

"p" indicates pending sale to owner listed

Binghamton, NY Arbitron Metro

Upon consummation of the proposed transaction, CMI will control the following radio stations in the Binghamton, New York Arbitron Metro:

Station	Community of License	Facility ID	County of License
WNBF(AM)	Binghamton, NY	72372	Broome
WYOS(AM)	Binghamton, NY	7921	Broome
WAAL(FM)	Binghamton, NY	7920	Broome
WHWK(FM)	Binghamton, NY	72373	Broome
WWYL(FM)	Chenango Bridge, NY	7663	Broome

Broome County is included within the Binghamton, NY Arbitron Metro.

As reflected in the attached "FCC Geographic Market Definition for Binghamton, NY," there are 23 authorized full-power commercial and noncommercial radio stations in the Binghamton, NY Metro. Section 73.3555(a)(1) of the Commission's rules (47 C.F.R. §73.3555(a)(1)) provides that in radio markets with between 15 and 29 full-power radio stations, a single entity may hold a cognizable interest in six (6) commercial radio stations, not more than four (4) of which may be in the same service. As demonstrated above, CMI will control two (2) AM stations and three (3) FM stations in the Binghamton Metro, which will comply with the Commission's local radio ownership rule.



FCC Geographic Market Definition for Binghamton, NY

Call Letters	AM/FM	Freq	Station Type	Format	Home Market	Market Designtrn Date	Home Rank	Owner	City & State of License	County of License
WAAL	FM	99.1	C	Clsc Rock	Binghamton, NY	07/02/2003	183	Citadel Broadcasting Company	Binghamton, NY	Broome
WAVR	FM	102.1	C	AC	Binghamton, NY	07/02/2003	183	WATS Broadcasting Inc	Waverly, NY	Tioga
WBBJ	FM	107.5	C	Clsc Hits	Binghamton, NY	07/02/2003	183	Clear Channel Communications Inc	Endwell, NY	Broome
WCDW	FM	100.5	C	Clsc Hits	Binghamton, NY	07/02/2003	183	Equinox Broadcasting Corp	Susquehanna, PA	Susquehanna
WCJI	FM	88.5	NC	ChrstCltmp	Binghamton, NY	07/02/2003	183	Family Life Ministries	Sponsor, NY	Tioga
WEBO	AM	1330	C	FullService	Binghamton, NY	07/02/2003	183	Radigan Broadcasting Group	Owego, NY	Tioga
WENE	AM	1430	C	Sports	Binghamton, NY	07/02/2003	183	Clear Channel Communications Inc	Endicot, NY	Broome
WHRW	FM	90.5	NC	Alternative	Binghamton, NY	07/02/2003	183	State University of New York	Binghamton, NY	Broome
WHVM	FM	91.9	NC	Religion	Binghamton, NY	06/23/2010	183	Mt St Francis Hermitage Inc	Owego, NY	Tioga
WHWK	FM	98.1	C	Country	Binghamton, NY	07/02/2003	183	Citadel Broadcasting Company	Binghamton, NY	Broome
WIFF	FM	90.1	NC	ChrsContem	Binghamton, NY	07/02/2003	183	Calvary Chapel of Twin Falls Inc	Windsor, NY	Broome
WNR	AM	680	C	Adlt Standrd	Binghamton, NY	07/02/2003	183	Clear Channel Communications Inc	Binghamton, NY	Broome
WIYN	FM	94.7	C	Oldies	Binghamton, NY	07/02/2003	183	Double O Radio LLC	Deposit, NY	Broome
WKGB	FM	92.5	C	ACR	Binghamton, NY	07/02/2003	183	Clear Channel Communications Inc	Conklin, NY	Broome
WLTB	FM	101.7	C	AC	Binghamton, NY	07/02/2003	183	G M Broadcasting Inc	Johnson City, NY	Broome
WNRV	FM	105.7	C	Hot AC	Binghamton, NY	07/02/2003	183	Clear Channel Communications Inc	Endicot, NY	Broome
WMXV	FM	103.3	C	Soft AC	Binghamton, NY	07/02/2003	183	Clear Channel Communications Inc	Vestal, NY	Broome
WNEF	AM	1290	C	News/Talk	Binghamton, NY	07/02/2003	183	Citadel Broadcasting Company	Binghamton, NY	Broome
WRRQ	FM	106.7	C	80s Hits	Binghamton, NY		183	Equinox Broadcasting Corp	Binghamton, NY	Broome
WSKG	FM	89.3	NC	Clsc/NPR	Binghamton, NY	07/02/2003	183	WSKG Public Telecommunications Council	Port Dickinson, NY	Broome
WSOX	FM	91.5	NC	Jazz/News	Binghamton, NY	07/02/2003	183	WSKG Public Telecommunications Council	Binghamton, NY	Broome
WWYL	FM	104.1	C	Top 40	Binghamton, NY	07/02/2003	183	Citadel Broadcasting Company	Chenango Bridge, NY	Broome
WYOS	AM	1360	C	Sports	Binghamton, NY	07/02/2003	183	Citadel Broadcasting Company	Binghamton, NY	Broome

Number of Stations in Geographic Market 23

Previous Stations in Geographic Market

WFHD	FM	96.1	C	Clsc Hits		03/24/2009	0	Fitzgerald & Hawras Partnership	South Waverly, PA	Bradford
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"C" - Commercial Station; "NC" - Non Commercial Station

"p" indicates pending sale to owner listed

Buffalo-Niagara Falls, NY Arbitron Metro

Upon consummation of the proposed transaction, CMI will control the following radio stations in the Buffalo-Niagara Falls, New York Arbitron Metro:

Station	Community of License	Facility ID	County of License
WHLD(AM)	Niagara Falls, NY	7822	Niagara
WBFF(AM)	Buffalo, NY	53967	Erie
WGRF(FM)	Buffalo, NY	56102	Erie
WHTT-FM	Buffalo, NY	53968	Erie
WEDG(FM)	Buffalo, NY	56103	Erie

Both Niagara and Erie Counties are included within the Buffalo-Niagara Falls, NY Arbitron Metro.

As reflected in the attached "FCC Geographic Market Definition for Buffalo-Niagara Falls, NY," there are 33 authorized full-power commercial and noncommercial radio stations in the Buffalo-Niagara Falls, NY Metro. Section 73.3555(a)(1) of the Commission's rules (47 C.F.R. §73.3555(a)(1)) provides that in radio markets with between 30 and 44 full-power radio stations, a single entity may hold a cognizable interest in seven (7) commercial radio stations, not more than four (4) of which may be in the same service. As demonstrated above, CMI will control two (2) AM stations and three (3) FM stations in the Buffalo-Niagara Falls Metro, which will comply with the Commission's local radio ownership rule.



FCC Geographic Market Definition for Buffalo-Niagara Falls, NY

Call Letters	AM/FM	Type	Freq	Station Format	Home Market	Market Home			City & State of License	County of License
						Designtn Date	Mkt Rank	Owner		
CFNY	FM	102.1 C	NwRck/AltV	Buffalo-Niagara Falls, NY	07/02/2003	53	Conus Entertainment Inc	Brempton, ON	Ontario	
CKEY	FM	101.1 C	Top 40	Buffalo-Niagara Falls, NY	07/02/2003	53	p Halliburton Bostg Group Inc	Fl Erie, ON	Ontario	
WBFB	AM	1120 C	Span/Gosp	Buffalo-Niagara Falls, NY	07/02/2003	53	Citadel Broadcasting Company	Buffalo, NY	Erie	
WBEN	AM	990 C	News/Talk	Buffalo-Niagara Falls, NY	07/02/2003	53	Entercom	Buffalo, NY	Erie	
WBFO	FM	88.7 MC	News	Buffalo-Niagara Falls, NY	07/02/2003	53	Slate University of New York	Buffalo, NY	Erie	
WBLK	FM	93.7 C	Urban AC	Buffalo-Niagara Falls, NY	07/02/2003	53	Townsquare Media LLC	Depew, NY	Erie	
WENY	FM	91.3 MC	Alternative	Buffalo-Niagara Falls, NY	07/02/2003	53	Slate University of New York	Buffalo, NY	Erie	
WBUF	FM	92.9 C	Jack	Buffalo-Niagara Falls, NY	07/02/2003	53	Townsquare Media LLC	Buffalo, NY	Erie	
WCOU	FM	88.3 MC	Chst/CCtmp	Buffalo-Niagara Falls, NY	06/11/2010	53	Family Life Ministries	Attica, NY	Wyoming	
WDCX	FM	99.5 C	Religion	Buffalo-Niagara Falls, NY	07/02/2003	53	Crawford Broadcasting Company	Buffalo, NY	Erie	
WECK	AM	1230 C	Talk/Sprts	Buffalo-Niagara Falls, NY	07/02/2003	53	Culver Communications	Cheektowaga, NY	Erie	
WEDG	FM	103.3 C	Rock	Buffalo-Niagara Falls, NY	07/02/2003	53	Citadel Broadcasting Company	Buffalo, NY	Erie	
WHBF	FM	89.9 MC	Religion	Buffalo-Niagara Falls, NY	07/02/2003	53	Family Stations Inc	Buffalo, NY	Erie	
WGR	AM	550 C	Sports	Buffalo-Niagara Falls, NY	07/02/2003	53	Entercom	Buffalo, NY	Erie	
WGRF	FM	96.9 C	Clsc Rock	Buffalo-Niagara Falls, NY	07/02/2003	53	Citadel Broadcasting Company	Buffalo, NY	Erie	
WHLD	AM	1270 C	Adlt Strnd	Buffalo-Niagara Falls, NY	07/02/2003	53	Citadel Broadcasting Company	Niagara Falls, NY	Niagara	
WHTT	FM	104.1 C	Clsc Hits	Buffalo-Niagara Falls, NY	07/02/2003	53	Citadel Broadcasting Company	Buffalo, NY	Erie	
WJUL	AM	1440 C	Oldies	Buffalo-Niagara Falls, NY	07/02/2003	53	M.J. Phillips Communications	Niagara Falls, NY	Niagara	
WJVE	FM	96.1 C	AC	Buffalo-Niagara Falls, NY	07/02/2003	53	Townsquare Media LLC	Buffalo, NY	Erie	
WKSE	FM	96.5 C	CHR	Buffalo-Niagara Falls, NY	07/02/2003	53	Entercom	Buffalo, NY	Erie	
WLKK	FM	107.7 C	Clsc Rock	Buffalo-Niagara Falls, NY	07/02/2003	53	Entercom	Niagara Falls, NY	Niagara	
WLOF	FM	101.7 C	Religion	Buffalo-Niagara Falls, NY	08/08/2003	0	Holy Family Communications	Wethersfield Twnshp, NY	Wyoming	
WLVL	AM	1340 C	Nws/Tlk/Sp	Buffalo-Niagara Falls, NY	07/02/2003	53	Culver Communications	Etra, NY	Erie	
WNEB	AM	970 MC	News/Info	Buffalo-Niagara Falls, NY	07/02/2003	53	Western New York Public Broadcasting	Lockport, NY	Niagara	
WNEP	FM	94.5 MC	Classical	Buffalo-Niagara Falls, NY	07/02/2003	53	Western New York Public Broadcasting	Buffalo, NY	Erie	
WSPQ	AM	1330 C	Clsc Hits	Buffalo-Niagara Falls, NY	07/02/2003	53	Western New York Public Broadcasting	Buffalo, NY	Erie	
WTCR	AM	770 C	Internat'l	Buffalo-Niagara Falls, NY	07/02/2003	53	Biscuit Communications LLC	Springville, NY	Erie	
WTSS	FM	102.5 C	Hot AC	Buffalo-Niagara Falls, NY	07/02/2003	53	Birach Broadcasting Corporation	Youngstown, NY	Niagara	
WUFO	AM	1080 C	Gsp/Nws/Tl	Buffalo-Niagara Falls, NY	07/02/2003	53	Entercom	Buffalo, NY	Erie	
WWKB	AM	1520 C	Talk	Buffalo-Niagara Falls, NY	07/02/2003	53	Sheridan Broadcasting Corp	Amherst, NY	Erie	
WWWS	AM	1400 C	Urban	Buffalo-Niagara Falls, NY	07/02/2003	53	Entercom	Buffalo, NY	Erie	
WXRJ	AM	1300 C	Country	Buffalo-Niagara Falls, NY	07/02/2003	53	Dome Broadcasting	Buffalo, NY	Erie	
								Lancaster, NY	Erie	

p indicates pending sale to owner listed

C - Commercial Station; *NC* - Non Commercial Station



FCC Geographic Market Definition for Buffalo-Niagara Falls, NY

Call Letters	AM/FM	Type	Freq	Station Format	Home Market	Market Home Designtn Date	Rank	Owner	City & State of License	County of License
WYRK	FM	106.5 C	Country	Buffalo-Niagara Falls, NY		07/02/2003	53	Townsquare Media LLC	Buffalo, NY	Erie

Number of Stations in Geographic Market 33

Previous Stations in Geographic Market

"C" - Commercial Station, "NC" - Non Commercial Station

"p" indicates pending sale to owner listed

Charleston, SC Arbitron Metro

Upon consummation of the proposed transaction, CMI will control the following radio stations in the Charleston, South Carolina Arbitron Metro:

Station	Community of License	Facility ID	County of License
WTMA(AM)	Charleston, SC	72376	Charleston
WSSX-FM	Charleston, SC	72378	Charleston
WIWF(FM)	Charleston, SC	60039	Charleston
WWWZ(FM)	Summerville, SC	61278	Dorchester

Both Charleston and Dorchester Counties are included within the Charleston, SC Arbitron Metro.

As reflected in the attached "FCC Geographic Market Definition for Charleston, SC," there are 34 authorized full-power commercial and noncommercial radio stations in the Charleston, SC Metro. Section 73.3555(a)(1) of the Commission's rules (47 C.F.R. §73.3555(a)(1)) provides that in radio markets with between 30 and 44 full-power radio stations, a single entity may hold a cognizable interest in seven (7) commercial radio stations, not more than four (4) of which may be in the same service. As demonstrated above, CMI will control one (1) AM station and three (3) FM stations in the Charleston Metro, which will comply with the Commission's local radio ownership rule.

An application is currently pending to assign the license for station WMGL(FM), Ravenel, South Carolina (Facility ID 61592), from The Last Bastion Station Trust, LLC, as Trustee, to Radio License Holding CBC, LLC (File No. BALH-20100727AAY). Upon a grant of that assignment application and consummation of the assignment of the license for WMGL to the proposed assignee, CMI will control one (1) AM station and four (4) FM stations in the Charleston Metro, which also will comply with the Commission's local radio ownership rule.



FCC Geographic Market Definition for Charleston, SC

Call Letters	AM/FM	Freq	Station Type	Format	Home Market	Market Home Designtn Date	Rank	Owner	City & State of License	County of License
WALC	FM	100.5	NC	ChrsContem	Charleston, SC	07/02/2003	81	Radio Training Network Inc	Charleston, SC	Charleston
WAVF	FM	101.7	C	Adult Hils	Charleston, SC	07/02/2003	81	Apex Broadcasting Inc (SC)	Hanahan, SC	Berkeley
WAYA	FM	100.9	C	ChrsContem	Charleston, SC	07/02/2003	81	WAY-FM Media Group Inc	Ridgeville, SC	Dorchester
WAZS	AM	980	C	Mexican	Charleston, SC	07/02/2003	81	Daniels, Thomas B	Summerville, SC	Dorchester
WCOO	FM	105.5	C	AAA	Charleston, SC	07/02/2003	81	L M Communications	Kiawah Island, SC	Charleston
WEAF	AM	1130	C	Gospel	Charleston, SC	09/22/2009	81	Glory Communications Inc	Camden, SC	Kershaw
WEZL	FM	103.5	C	Country	Charleston, SC	07/02/2003	81	Clear Channel Communications Inc	Charleston, SC	Charleston
WFCH	FM	88.5	NC	Religion	Charleston, SC	07/02/2003	81	Family Stations Inc	Charleston, SC	Charleston
WJHB	FM	92.5	C	CHR	Charleston, SC	07/02/2003	81	Apex Broadcasting Inc (SC)	Moncks Corner, SC	Berkeley
WJOP	FM	95.9	C	Country	Charleston, SC	06/11/2008	81	Apex Broadcasting Inc (SC)	Isle of Palms, SC	Charleston
WJWF	FM	96.9	C	Country	Charleston, SC	07/02/2003	81	Citadel Broadcasting Company	Charleston, SC	Charleston
WJKB	AM	950	C	Sports	Charleston, SC	07/02/2003	81	Kirkman Broadcasting Inc	Moncks Corner, SC	Berkeley
WJUN	FM	106.3	C	Gospel	Charleston, SC	07/02/2003	81	Daniels, Thomas B	Ladson, SC	Berkeley
WKCL	FM	91.5	NC	Christian	Charleston, SC	07/02/2003	81	Chapel Holy Spirit Church & Bible Co	Ladson, SC	Berkeley
WLTO	AM	730	C	Chrst/Talk	Charleston, SC	07/02/2003	81	Mediatrx SC Inc	Charleston, SC	Charleston
WMGL	FM	107.3	C	Urban AC	Charleston, SC	07/02/2003	81	Citadel Broadcasting Company	Ravenel, SC	Charleston
WQJZ	AM	810	NC	Chrst/Talk	Charleston, SC	07/02/2003	81	Mediatrx SC Inc	St. George, SC	Dorchester
WQNT	AM	1450	C	Sports	Charleston, SC	07/02/2003	81	Kirkman Broadcasting Inc	Charleston, SC	Charleston
WQSC	AM	1340	C	Oldies	Charleston, SC	07/02/2003	81	Kirkman Broadcasting Inc	Charleston, SC	Charleston
WRFQ	FM	104.5	C	Clsc Rock	Charleston, SC	07/02/2003	81	Clear Channel Communications Inc	Mount Pleasant, SC	Charleston
WSCC	FM	94.3	C	News/Talk	Charleston, SC	07/02/2003	81	Clear Channel Communications Inc	Goose Creek, SC	Berkeley
WSCI	FM	89.3	NC	Clsc/News	Charleston, SC	07/02/2003	81	South Carolina Educational Television Commission	Charleston, SC	Charleston
WSPO	AM	1390	C	Sports	Charleston, SC	07/02/2003	81	Apex Broadcasting Inc (SC)	Charleston, SC	Charleston
WSSX	FM	95.1	C	CHR	Charleston, SC	07/02/2003	81	Citadel Broadcasting Company	Charleston, SC	Charleston
WTWA	AM	1250	C	News/Talk	Charleston, SC	07/02/2003	81	Citadel Broadcasting Company	Charleston, SC	Charleston
WTMZ	AM	910	C	Sports	Charleston, SC	07/02/2003	81	Kirkman Broadcasting Inc	Dorchester Terr.-Bre, SC	Dorchester
WTLA	FM	106.1	C	Gospel	Charleston, SC	07/02/2003	81	Glory Communications Inc	St. Stephen, SC	Berkeley
WWIK	FM	98.9	C	Hol AC	Charleston, SC	07/02/2003	81	Daniels, Thomas B	McClellanville, SC	Charleston
WWVZ	FM	93.3	C	Urban	Charleston, SC	07/02/2003	81	Citadel Broadcasting Company	Summerville, SC	Dorchester
WXLY	FM	102.5	C	AC	Charleston, SC	07/02/2003	81	Clear Channel Communications Inc	North Charleston, SC	Charleston
WXST	FM	99.7	C	Urban AC	Charleston, SC	07/02/2003	81	Apex Broadcasting Inc (SC)	Hollywood, SC	Charleston
WYBB	FM	98.1	C	Modern	Charleston, SC	07/02/2003	81	L M Communications	Folly Beach, SC	Charleston

"C" - Commercial Station; "NC" - Non Commercial Station

"p" indicates pending sale to owner listed



FCC Geographic Market Definition for Charleston, SC

Call Letters	AM/ FM	Freq	Station Type	Format	Home Market	Market Home		City & State of License	County of License
						Designn Date	Mkt Rank		
WYFH	FM	90.7	NC	Chrst/Talk	Charleston, SC	07/02/2003	81	North Charleston, SC	Charleston
WZJY	AM	1450	C	Mexican	Charleston, SC	07/02/2003	81	Mount Pleasant, SC	Charleston

Number of Stations in Geographic Market 34

Previous Stations In Geographic Market

WINKT	FM	107.5	C	Sports	Columbia, SC	12/06/2007	88	Eastover, SC	Richland
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C - Commercial Station; *NC* - Non Commercial Station

P indicates pending sale to owner listed

Chattanooga, TN Arbitron Metro

Upon consummation of the proposed transaction, CMI will control the following radio stations in the Chattanooga, Tennessee Arbitron Metro:

Station	Community of License	Facility ID	County of License
WGOW(AM)	Chattanooga, TN	54526	Hamilton
WSKZ(FM)	Chattanooga, TN	54525	Hamilton
WOGT(FM)	East Ridge, TN	54527	Hamilton
WGOW-FM	Soddy-Daisy, TN	53956	Hamilton

Hamilton County is included within the Chattanooga, TN Arbitron Metro.

As reflected in the attached "FCC Geographic Market Definition for Chattanooga, TN," there are 36 authorized full-power commercial and noncommercial radio stations in the Chattanooga, TN Metro. Section 73.3555(a)(1) of the Commission's rules (47 C.F.R. §73.3555(a)(1)) provides that in radio markets with between 30 and 44 full-power radio stations, a single entity may hold a cognizable interest in seven (7) commercial radio stations, not more than four (4) of which may be in the same service. As demonstrated above, CMI will control one (1) AM station and three (3) FM stations in the Chattanooga Metro, which will comply with the Commission's local radio ownership rule.



FCC Geographic Market Definition for Chattanooga, TN

Call Letters	AM/FM	Type	Freq	Station	Format	Home Market	Market Home Designntn Date	Mkt Rank	Owner	City & State of License	County of License
WALV	FM	105.1 C	Sports		Chattanooga, TN	01/06/2009	107	Brewer, James L	Lakesite, TN	Hamilton	
WBUX	FM	102.7 C	Chrs/Contem		Chattanooga, TN	07/02/2003	107	Partners for Christian Media Incorporated	Trenton, GA	Dade	
WDEF	AM	1370 C	Nws/Tlk/Spt		Chattanooga, TN	07/02/2003	107	Bahakel Communications Limited	Chattanooga, TN	Hamilton	
WDEF	FM	92.3 C	Soft AC		Chattanooga, TN	07/02/2003	107	Bahakel Communications Limited	Chattanooga, TN	Hamilton	
WDOD	AM	1310 C	Nws/Tlk/Spt		Chattanooga, TN	07/02/2003	107	Bahakel Communications Limited	Chattanooga, TN	Hamilton	
WDOD	FM	96.5 C	Top 40		Chattanooga, TN	07/02/2003	107	Bahakel Communications Limited	Chattanooga, TN	Hamilton	
WDYN	AM	980 C	Christian		Chattanooga, TN	07/02/2003	107	Tennessee Temple University	Rossville, GA	Walker	
WEPG	AM	910 C	Ontry/BlGr		Chattanooga, TN	07/02/2003	107	Stone/Collins Communications Inc	South Pittsburg, TN	Marion	
WFLI	AM	1070 C	Relign/Chrst		Chattanooga, TN	07/02/2003	107	WFLI, Inc.	Lookout Mountain, TN	Hamilton	
WGOW	AM	1150 C	News/Talk		Chattanooga, TN	07/02/2003	107	Citadel Broadcasting Company	Chattanooga, TN	Hamilton	
WGOW	FM	102.3 C	Tak		Chattanooga, TN	07/02/2003	107	Citadel Broadcasting Company	Soddy-Daisy, TN	Hamilton	
WJBP	FM	91.5 NC	Inspr/Chrst		Chattanooga, TN	07/02/2003	107	Family Life Communications Inc	Red Bank, TN	Hamilton	
WJOC	AM	1490 C	Christian		Chattanooga, TN	07/02/2003	107	Fryar, Sarah Margaret	Chattanooga, TN	Hamilton	
WJTT	FM	94.3 C	Urban		Chattanooga, TN	07/02/2003	107	Brewer, James L	Red Bank, TN	Hamilton	
WKYN	AM	1420 C	Talk/News		Chattanooga, TN	07/02/2003	107	Dade County Broadcasting Incorporated	Trenton, GA	Dade	
WKXJ	FM	103.7 C	Top 40		Chattanooga, TN	04/09/2008	107	Clear Channel Communications inc	Walden, TN	Hamilton	
WLMR	AM	1450 C	Chrst/Talk		Chattanooga, TN	07/02/2003	107	Wilkins Communications Network Inc	Chattanooga, TN	Hamilton	
WLND	FM	98.1 C	Hot AC		Chattanooga, TN	07/02/2003	107	Clear Channel Communications inc	Signal Mountain, TN	Hamilton	
WMBW	FM	88.9 NC	Inspiration		Chattanooga, TN	07/02/2003	107	Moody Bible Institute of Chicago Incorporated	Chattanooga, TN	Hamilton	
WMPZ	FM	90.5 C	Urban AC		Chattanooga, TN	07/02/2003	107	Brewer, James L	Hamison, TN	Hamilton	
WNCO	AM	1260 C	Gosp/Prthy/Bl		Chattanooga, TN	07/02/2003	107	Clear Media LLC	Chattanooga, TN	Hamilton	
WOCF	FM	101.9 C	Mexican		Chattanooga, TN	07/02/2003	107	Whitfield Communications Inc	Ringgold, GA	Catoosa	
WOGT	FM	107.9 C	Clsc Hits		Chattanooga, TN	07/02/2003	107	Citadel Broadcasting Company	East Ridge, TN	Hamilton	
WPLZ	FM	95.3 C	News/Talk		Chattanooga, TN	05/12/2006	107	Brewer, James L	Coltewell, TN	Hamilton	
WQCH	AM	1590 C	Ontry/News		Chattanooga, TN	07/02/2003	107	Gwyn, Charles	Lafayette, GA	Walker	
WRXR	FM	105.5 C	Rock		Chattanooga, TN	07/02/2003	107	Clear Channel Communications Inc	Chattanooga, TN	Hamilton	
WSAA	FM	93.1 C	Jack		Chattanooga, TN	10/18/2006	107	WSAA LLC	Benton, TN	Polk	
WSDQ	AM	1190 C	Ontry/Top40		Chattanooga, TN	07/02/2003	107	Stone/Collins Communications Inc	Dunlap, TN	Sequatchie	
WSJT	AM	1240 C	DARK		Chattanooga, TN	07/02/2003	107	Serencipty Ventures II LLC	Soddy-Daisy, TN	Hamilton	
WSKZ	FM	106.5 C	Clsc Rock		Chattanooga, TN	07/02/2003	107	Citadel Broadcasting Company	Chattanooga, TN	Hamilton	
WSMC	FM	90.5 NC	Classical		Chattanooga, TN	07/02/2003	107	Southern Adventist University	Collegedale, TN	Hamilton	
WUSY	FM	100.7 C	Country		Chattanooga, TN	07/02/2003	107	Clear Channel Communications Inc	Cleveland, TN	Bradley	

*p indicates pending sale to owner listed

"C" - Commercial Station; "NC" - Non Commercial Station



FCC Geographic Market Definition for Chattanooga, TN

Call Letters	AM/FM	Freq	Station Type	Format	Home Market	Market Home		City & State of License	County of License
						Designth Date	Rank		
WUTC	FM	88.1	NC	News/Inf	Chattanooga, TN	07/02/2003	107	Chattanooga, TN	Hamilton
WUJQ	FM	97.3	C	Country	Chattanooga, TN	07/02/2003	107	South Pittsburg, TN	Marion
WWAM	AM	820	C	Gospel	Chattanooga, TN	07/02/2003	107	Jasper, TN	Marion
WYBK	FM	89.7	NC	Chrs/Talk	Chattanooga, TN	07/02/2003	107	Chattanooga, TN	Hamilton
Number of Stations in Geographic Market 36									
Previous Stations in Geographic Market									
WLLJ	FM	103.1	C	ChrsContem		05/12/2006	0	Etowah, TN	Mc Minn

"C" - Commercial Station; "NC" - Non Commercial Station

"p" indicates pending sale to owner listed

RADIO MARKET ANALYSIS
RADIO LICENSE HOLDING CBC, LLC
KATC-FM/KCSF/KKFM/KKPK/KVOR RADIO STATIONS
COLORADO SPRINGS, COLORADO
KKMG RADIO STATION
PUEBLO, COLORADO
March 2011

TECHNICAL STATEMENT

1. This Technical Statement and attached exhibits were prepared on behalf of Cumulus Media Inc. in connection with the proposed transfer of control of Citadel Broadcasting Corporation and its indirect licensee subsidiary, Radio License Holding CBC, LLC ("RLH"). RLH is the licensee of stations KCSF, 1300 kHz; KVOR, 740 kHz; KKFM, Channel 251C; KATC-FM, Channel 236C; and KKPK, Channel 225C, Colorado Springs, Colorado; and KKMG, Channel 255C, Pueblo, Colorado.

2. KCSF, KVOR, KKFM, KATC-FM and KKPK, are licensed to communities in a metro county in the Colorado Springs, Colorado market. KKMG is licensed to community in a metro county in the Pueblo, Colorado market. KKMG is also considered "home" to the Colorado Springs, Colorado market. Therefore, this review will verify compliance of commonly owned stations in rated markets.

COLORADO SPRINGS, COLORADO MARKET

3. As shown on Exhibit #1, there are twenty-seven AM and FM (commercial and non-commercial) stations listed in the Colorado Springs, Colorado Arbitron Market (Market #93). Citadel has an attributable interest in four FM stations and two AM stations in the market. The number of stations indicated falls in the fifteen to twenty-nine stations tier of §73.3555(a)(1)(iii)

of the Commission's rules. At this level, common ownership or control of up to six stations, with no more than four in the same service, is permissible. Therefore, Citadel is in compliance in the rated Colorado Springs, Colorado market.

PUEBLO, COLORADO MARKET

4. As shown on Exhibit #2, there are twenty-one AM and FM (commercial and non-commercial) stations in the Pueblo, Colorado Arbitron Market (Market #244). Citadel has an attributable interest in one FM station in the market. The number of stations indicated falls in the fifteen to twenty-nine stations tier of §73.3555(a)(1)(iii) of the Commission's rules. At this level, common ownership or control of up to six stations, with no more than four in the same service, is permissible. Therefore, Citadel is in compliance in the rated Pueblo, Colorado market.

5. Based on the compliance shown in all rated markets, the transfer of control is in compliance with the Commission's multiple ownership rules, as detailed in §73.3555(a)(1), as it relates to the markets reviewed.

6. The foregoing technical statement was prepared on behalf of Cumulus Media Inc. by Graham Brock, Inc., their Technical Consultants. All information contained herein is true and accurate to the best of our belief and knowledge. All data relating to AM and FM facilities in the relevant BIA/Arbitron market was determined using the BIA Financial Network, Inc. Media Access Pro, Version 4.5 BIA database. Technical data related to AM and FM facilities was extracted from the Commission's CDBS database. We assume no liability for errors or omissions in that database which may be adverse to the information contained herein.



FCC Geographic Market Definition for Colorado Springs, CO

Call Letters	AM/FM	Type	Station Format	Home Market	Market Designation Date	Home Mkt Rank	Owner	City & State of License	County of License
KATC	FM	95.1 C	Country	Colorado Springs, CO	07/02/2003	93	Citadel Broadcasting Company	Colorado Springs, CO	El Paso
KBIQ	FM	102.7 C	Chr/Contem	Colorado Springs, CO	07/02/2003	93	Salem Communications Corporation	Manitou Springs, CO	El Paso
KCBR	AM	1040 C	Chrsl/Talk	Colorado Springs, CO	07/02/2003	93	p Kona Coast Radio LLC	Monument, CO	El Paso
KCCY	FM	96.9 C	Country	Colorado Springs, CO	08/06/2004	93	Clear Channel Communications Inc	Pueblo, CO	Pueblo
KCME	FM	88.7 NC	Classical	Colorado Springs, CO	07/02/2003	93	Cheyenne Mountain Public Broadcast House	Manitou Springs, CO	El Paso
KCMN	AM	1530 C	Adult Sindr	Colorado Springs, CO	07/02/2003	93	p Kona Coast Radio LLC	Colorado Springs, CO	El Paso
KCSF	AM	1300 C	Sports	Colorado Springs, CO	07/02/2003	93	Citadel Broadcasting Company	Colorado Springs, CO	El Paso
KEPC	FM	89.7 NC	Alternative	Colorado Springs, CO	07/02/2003	93	Pikes Peak Community College	Colorado Springs, CO	El Paso
KGFT	FM	100.7 C	Chrsl/Talk	Colorado Springs, CO	07/02/2003	93	Salem Communications Corporation	Pueblo, CO	Pueblo
KIBT	FM	96.1 C	Urban/Hip-Ho	Colorado Springs, CO	07/02/2003	93	Clear Channel Communications Inc	Fountain, CO	El Paso
KILO	FM	94.3 C	Rock	Colorado Springs, CO	07/02/2003	93	Bahakel Communications Limited	Colorado Springs, CO	El Paso
KKFM	FM	98.1 C	Clso Rock	Colorado Springs, CO	07/02/2003	93	Citadel Broadcasting Company	Colorado Springs, CO	El Paso
KKHN	FM	104.7 C	Chr/Contem	Colorado Springs, CO	07/02/2003	93	Citadel Broadcasting Company	Calhan, CO	El Paso
KKLI	FM	106.3 C	Soft AC	Colorado Springs, CO	05/18/2009	93	Calhan Radio LLC	Widefield, CO	El Paso
KKMG	FM	96.9 C	CHR	Colorado Springs, CO	07/02/2003	93	Clear Channel Communications Inc	Pueblo, CO	Pueblo
KKPK	FM	92.9 C	AC	Colorado Springs, CO	07/02/2003	93	Citadel Broadcasting Company	Colorado Springs, CO	El Paso
KRCC	FM	91.5 NC	NPR/Divrs	Colorado Springs, CO	07/02/2003	93	Colorado College	Colorado Springs, CO	El Paso
KRDO	AM	1240 C	News/Talk	Colorado Springs, CO	07/02/2003	93	Citadel Broadcasting Company	Colorado Springs, CO	El Paso
KRDO	FM	105.5 C	News/Talk	Colorado Springs, CO	07/02/2003	93	News-Press & Gazette Company	Colorado Springs, CO	El Paso
KREL	AM	1530 C	BusNw/Talk	Colorado Springs, CO	07/02/2003	93	Optima Communications	Security, CO	El Paso
KRXP	FM	103.9 C	Clsc Rock	Colorado Springs, CO	07/02/2003	93	Pilgrim Communications LLC	Colorado Springs, CO	El Paso
KTLF	FM	90.5 NC	Chrsl/Insp	Colorado Springs, CO	07/02/2003	93	Bahakel Communications Limited	Pueblo West, CO	Pueblo
KTPL	FM	88.3 NC	Chrsl/Insp	Colorado Springs, CO	04/24/2006	93	Educational Communications of Colorado Springs	Colorado Springs, CO	El Paso
KVOR	AM	740 C	News/Talk	Colorado Springs, CO	07/02/2003	93	Educational Communications of Colorado Springs	Pueblo, CO	Pueblo
KVUU	FM	99.9 C	Hot AC	Colorado Springs, CO	07/02/2003	93	Citadel Broadcasting Company	Colorado Springs, CO	El Paso
KXRE	AM	1490 C	Mexican	Colorado Springs, CO	07/02/2003	93	Clear Channel Communications Inc	Pueblo, CO	Pueblo
KZNT	AM	1450 C	News/Talk	Colorado Springs, CO	07/02/2003	93	Latino Communications	Manitou Springs, CO	El Paso
							Salem Communications Corporation	Colorado Springs, CO	El Paso

Number of Stations in Geographic Market 27

Previous Stations in Geographic Market

KSTY	FM	104.5 C	Country	Pueblo, CO	11/05/2007	244	Royal Gorge Broadcasting LLC	Canon City, CO	Fremont
KXWA	FM	101.9 C	Chrsl/Rock	Denver/Boulder, CO	08/01/2008	19	WAY-FM Media Group Inc	Centennial, CO	Arapahoe

"C" - Commercial Station; "NC" - Non Commercial Station

"P" indicates pending sale to owner listed





FCC Geographic Market Definition for Colorado Springs, CO

Call Letters	AM/FM	Type	Freq	Station Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
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"C" - Commercial Station; "NC" - Non-Commercial Station

"p" indicates pending sale to owner listed



FCC Geographic Market Definition for Pueblo, CO

Call Letters	AM/FM	Freq	Station Type	Format	Home Market	Market Designator	Market		Owner	City & State of License	County of License
							Date	Rank			
KAVA	AM	1480	C	Mexican	Pueblo, CO	07/02/2003	244	Latino Communications	Pueblo, CO	Pueblo	
KCCY	FM	96.9	C	Country	Colorado Springs, CO	08/06/2004	93	Clear Channel Communications Inc	Pueblo, CO	Pueblo	
KCFP	FM	91.9	NC	Classical	Pueblo, CO	07/02/2003	244	Colorado Public Radio	Pueblo, CO	Pueblo	
KCSJ	AM	590	C	Nws/Tlk/Spt	Pueblo, CO	07/02/2003	244	Clear Channel Communications Inc	Pueblo, CO	Pueblo	
KDZA	AM	1350	C	Oldies	Pueblo, CO	07/02/2003	244	Clear Channel Communications Inc	Pueblo, CO	Pueblo	
KDZA	FM	107.9	C	Rock	Pueblo, CO	07/02/2003	244	Clear Channel Communications Inc	Pueblo, CO	Pueblo	
KFEL	AM	970	C	Christ/Talk	Pueblo, CO	07/02/2003	244	Catholic Radio Network Inc	Pueblo, CO	Pueblo	
KFRY	FM	89.9	NC	Religion	Pueblo, CO	10/11/2006	244	Family Stations Inc	Pueblo, CO	Pueblo	
KFVR	FM	94.7	C	Rhyme/CHR	Pueblo, CO	01/06/2009	244	Greely Broadcasting Corporation	La Junta, CO	Otero	
KGFT	FM	100.7	C	Christ/Talk	Colorado Springs, CO	07/02/2003	93	Salem Communications Corporation	Pueblo, CO	Pueblo	
KIQN	FM	106.9	C	Country	Pueblo, CO	07/02/2003	244	Exodus Broadcasting LLC	Pueblo, CO	Pueblo	
KKMG	FM	98.9	C	CHR	Colorado Springs, CO	07/02/2003	93	Citadel Broadcasting Company	Pueblo, CO	Pueblo	
KKPC	AM	1230	NC	News/Info	Pueblo, CO	07/02/2003	244	Colorado Public Radio	Pueblo, CO	Pueblo	
KRWA	FM	91.1	NC	Christ/Rock	Pueblo, CO	04/22/2005	244	WAY-FM Media Group Inc	Rye, CO	Pueblo	
KRXP	FM	103.9	C	Clsc Rock	Colorado Springs, CO	07/02/2003	93	Banakai Communications Limited	Pueblo West, CO	Pueblo	
KRYE	FM	104.9	C	Mexican	Pueblo, CO	04/15/2008	244	United States CP LLC	Rye, CO	Pueblo	
KSTY	FM	104.6	C	Country	Pueblo, CO	11/05/2007	244	Royal Gorge Broadcasting LLC	Canon City, CO	Fremont	
KTPL	FM	88.3	NC	Christ/Inscr	Colorado Springs, CO	04/24/2006	93	Educational Communications of Colorado Springs	Pueblo, CO	Pueblo	
KTSC	FM	89.5	NC	CHR	Pueblo, CO	07/02/2003	244	Colorado State University - Pueblo	Pueblo, CO	Pueblo	
KYUU	FM	99.9	C	Hot AC	Colorado Springs, CO	07/02/2003	93	Clear Channel Communications Inc	Pueblo, CO	Pueblo	
KWRP	AM	690	C	Oldies	Pueblo, CO	07/02/2003	244	Exodus Broadcasting LLC	Pueblo, CO	Pueblo	

Number of Stations in Geographic Market 21

Previous Stations in Geographic Market

KPHT	FM	95.5	C	Urban AC		01/31/2006	0	Clear Channel Communications Inc	Rocky Ford, CO	Otero
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C - Commercial Station; *NC* - Non Commercial Station

p indicates pending sale to owner listed

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EXHIBIT #2

AFFIDAVIT AND QUALIFICATIONS OF CONSULTANT

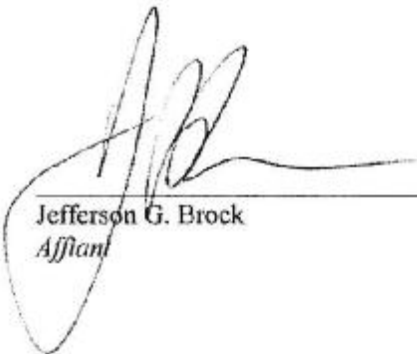
State of Georgia)
St. Simons Island) ss:
County of Glynn)

JEFFERSON G. BROCK, being duly sworn, deposes and says that he is an officer of Graham Brock, Inc. Graham Brock has been engaged by Cumulus Media Inc. to prepare the attached Technical Exhibit.

His qualifications are a matter of record before the Federal Communications Commission. He has been active in Broadcast Engineering since 1979.

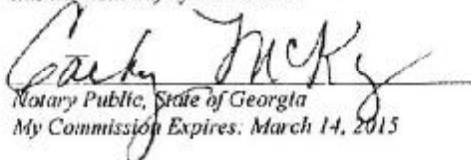
The attached report was either prepared by him or under his direction and all material and exhibits attached hereto are believed to be true and correct.

This the 28th day of March 2011.



Jefferson G. Brock
Affiant

*Sworn to and subscribed before me
this the 28th day of March 2011*



Notary Public, State of Georgia
My Commission Expires: March 14, 2015

Erie, PA Arbitron Metro

Upon consummation of the proposed transaction, CMI will control the following radio stations in the Erie, Pennsylvania Arbitron Metro:

Station	Community of License	Facility ID	County of License
WRIE(AM)	Erie, PA	32982	Erie
WQHZ(FM)	Erie, PA	65748	Erie
WXKC(FM)	Erie, PA	32984	Erie
WXTA(FM)	Edinboro, PA	72892	Erie

Erie County is included within the Erie, PA Arbitron Metro.

As reflected in the attached "FCC Geographic Market Definition for Erie, PA," there are 20 authorized full-power commercial and noncommercial radio stations in the Erie, PA Metro. Section 73.3555(a)(1) of the Commission's rules (47 C.F.R. §73.3555(a)(1)) provides that in radio markets with between 15 and 29 full-power radio stations, a single entity may hold a cognizable interest in six (6) commercial radio stations, not more than four (4) of which may be in the same service. As demonstrated above, CMI will control one (1) AM station and three (3) FM stations in the Erie Metro, which will comply with the Commission's local radio ownership rule.



FCC Geographic Market Definition for Erie, PA

Call Letters	AM/ FM	Freq	Station Type	Format	Home Market	Market Home		City & State of License	County of License
						Designn Date	Mkt Rank		
WC1L	FM	106.3	C	ChrSContem	Erie, PA	07/02/2003	170	Union City, PA	Erie
WEFR	FM	88.1	NC	Religion	Erie, PA	07/02/2003	170	Erie, PA	Erie
WFRG	FM	90.5	NC	Alternative	Erie, PA	07/02/2003	170	Erie, PA	Erie
WFNN	AM	1330	C	Sports	Erie, PA	07/02/2003	170	Erie, PA	Erie
WFSE	FM	88.9	NC	Alternative	Erie, PA	07/02/2003	170	Edinboro, PA	Erie
WHYP	AM	1370	C	Oldies/AC	Erie, PA	07/02/2003	170	Corry, PA	Erie
WJET	AM	1400	C	News/Talk	Erie, PA	07/02/2003	170	Erie, PA	Erie
WVCE	FM	88.5	NC	ClS/Jaz/Ecl	Erie, PA	07/02/2003	170	Erie, PA	Erie
WNAE	FM	102.7	C	Country	Erie, PA	12/08/2010	170	Clarendon, PA	Warren
WPSE	AM	1450	C	BusNw/Sprt	Erie, PA	07/02/2003	170	Erie, PA	Erie
WQHZ	FM	102.3	C	ClS/Rck	Erie, PA	07/02/2003	170	Erie, PA	Erie
WGLN	FM	91.3	NC	ClS/Jaz/Nws	Erie, PA	07/02/2003	170	Erie, PA	Erie
WRRE	AM	1280	C	Sports	Erie, PA	07/02/2003	170	Erie, PA	Erie
WRKT	FM	100.9	C	Rock	Erie, PA	07/02/2003	170	Erie, PA	Erie
WRTS	FM	103.7	C	Hot AC	Erie, PA	07/02/2003	170	Erie, PA	Erie
WTWF	FM	93.9	C	Country	Erie, PA	07/02/2003	170	Erie, PA	Erie
WXBB	FM	94.7	C	Adult Hits	Erie, PA	07/02/2003	170	North East, PA	Erie
WXKC	FM	99.9	C	AC	Erie, PA	07/02/2003	170	Erie, PA	Erie
WXTA	FM	97.9	C	Country	Erie, PA	07/02/2003	170	Fairview, PA	Erie
WVNE	AM	1530	NC	Oldies	Erie, PA	07/02/2003	170	Erie, PA	Erie
								Edinboro, PA	Erie
								North East, PA	Erie
								Mercyhurst College	Erie

Number of Stations in Geographic Market 20

Previous Stations in Geographic Market

C - Commercial Station; *NC* - Non Commercial Station

p indicates pending sale to owner listed

Johnson City-Kingsport-Bristol, TN-VA Arbitron Metro

Upon consummation of the proposed transaction, CMI will control the following radio stations in the Johnson City-Kingsport-Bristol, Tennessee-Virginia Arbitron Metro:

Station	Community of License	Facility ID	County of License
WJCW(AM)	Johnson City, TN	67672	Washington
WGOC(AM)	Kingsport, TN	67671	Sullivan
WXSM(AM)	Blountville, TN	29513	Sullivan
WQUT(FM)	Johnson City, TN	67673	Washington
WKOS(FM)	Kingsport, TN	67674	Sullivan

Both Sullivan and Washington Counties are included within the Johnson City-Kingsport-Bristol, TN-VA Arbitron Metro.

As reflected in the attached "FCC Geographic Market Definition for Johnson City-Kingsport-Bristol, TN-VA," there are 42 authorized full-power commercial and noncommercial radio stations in the Johnson City-Kingsport-Bristol Metro. Section 73.3555(a)(1) of the Commission's rules (47 C.F.R. §73.3555(a)(1)) provides that in radio markets with between 30 and 44 full-power radio stations, a single entity may hold a cognizable interest in seven (7) commercial radio stations, not more than four (4) of which may be in the same service. As demonstrated above, CMI will control three (3) AM stations and two (2) FM stations in the Johnson City-Kingsport-Bristol Metro, which will comply with the Commission's local radio ownership rule.



FCC Geographic Market Definition for Johnson

Call Letters	AM/FM	Freq	Station Type	Format	Home Market	Market Home		City & State of License	County of License
						Designn Date	Mkt Rank		
WABN	AM	1230	C	Classics	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	103	Abingdon, VA	Washington
WAEZ	FM	94.9	C	CHR	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	103	Greeneville, TN	Greene
WBEJ	AM	1240	C	Country	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	103	Elizabethon, TN	Carter
WBGQ	FM	100.7	C	Top 40	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	103	Bulls Gap, TN	Hawkins
WCCR	FM	88.3	NC	ChrisContem	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	103	Kingsport, TN	Sullivan
WCSK	FM	90.3	NC	Educational	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	103	Kingsport, TN	Sullivan
WEHC	FM	90.7	NC	Educational	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	103	Emory, VA	Washington
WEMB	AM	1420	C	Country	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	103	Erwin, TN	Unicoi
WETB	AM	790	C	Gospel	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	103	Johnson City, TN	Washington
WETS	FM	89.5	NC	Varty/News	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	103	Johnson City, TN	Washington
WEYE	FM	104.3	C	Country	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	103	Surgoinville, TN	Hawkins
WFHG	FM	92.7	C	Talk	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	103	Abingdon, VA	Washington
WFHG	AM	980	C	Sports	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	103	Bristol, VA	Bristol (City)
WFYE	FM	100.5	C	Adult Hits	Johnson City-Kingsport-Bristol, TN-VA	11/10/2008	103	Glade Spring, VA	Washington
WGAT	AM	1050	C	Soltn Gospel	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	103	Gate City, VA	Scott
WGOC	AM	1320	C	Bus News	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	103	Kingsport, TN	Sullivan
WHOB	FM	91.5	NC	Educational	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	103	Bristol, TN	Sullivan
WHGG	AM	1090	C	Talk	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	103	Kingsport, TN	Sullivan
WIGN	AM	1550	C	Religion	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	103	Bristol, TN	Sullivan
WJCW	AM	910	C	News/Tlk/Inf	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	103	Johnson City, TN	Washington
WJDT	FM	106.5	C	Country	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	103	Rogersville, TN	Hawkins
WKOS	FM	104.9	C	80Hits/AC	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	103	Kingsport, TN	Sullivan
WKPT	AM	1400	C	Classics	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	103	Kingsport, TN	Sullivan
WKTP	AM	1590	C	Classics	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	103	Jonesborough, TN	Washington
WLRV	AM	1380	C	City/Be/Gs	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	103	Lebanon, VA	Russell
WMCH	AM	1260	C	Talk/Gospel	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	103	Church Hill, TN	Hawkins
WOLD	FM	102.5	C	Class Rock	Johnson City-Kingsport-Bristol, TN-VA	02/23/2009	103	Marion, VA	Smyth
WOPF	AM	1490	C	Classics	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	103	Bristol, VA	Bristol (City)
WPWT	AM	870	C	Talk	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	103	Colonial Heights, TN	Sullivan
WQUT	FM	101.5	C	Class Rock	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	103	Johnson City, TN	Washington
WRGS	AM	1370	C	Country/Gospel	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	103	Rogersville, TN	Hawkins
WRZK	FM	55.9	C	Rock	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	103	Colonial Heights, TN	Sullivan

"p" indicates pending sale to owner listed

"C" - Commercial Station; "NC" - Non Commercial Station



FCC Geographic Market Definition for Johnson

Call Letters	AM/FM	Freq	Station Type	Format	Home Market	Market Home Designtn Date	Mkt Rank	Owner	City & State of License	County of License
WTFM	FM	96.5	C	Soft Rock	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	103	Glenwood Communications Corporation	Kingsport, TN	Sullivan
WTZR	FM	99.3	C	Alt/ve/Rock	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	103	Bristol Broadcasting Company Inc	Elizabethton, TN	Carter
WJMC	FM	90.5	NC	Variety	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	103	Miligan College	Elizabethton, TN	Carter
WWEK	FM	102.7	C	Clisc Hills	Johnson City-Kingsport-Bristol, TN-VA	08/11/2008	103	Glenwood Communications Corporation	Weber City, VA	Scott
WXBQ	FM	96.9	C	Country	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	103	Bristol Broadcasting Company Inc	Bristol, VA	Bristol (City)
WXSS	FM	103.9	C	CHR/Rhythmic	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	103	WEMB Inc	Erwin, TN	Unicoi
WXLZ	AM	1140	C	Gosp/BlGr	Johnson City-Kingsport-Bristol, TN-VA	08/11/2004	103	Yeary Broadcasting Inc	St Paul, VA	Russell
WXLZ	FM	107.3	C	Country	Johnson City-Kingsport-Bristol, TN-VA	08/11/2004	103	Yeary Broadcasting Inc	Lebanon, VA	Russell
WXSM	AM	640	C	Sports	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	103	Citadel Broadcasting Company	Blountville, TN	Sullivan
WZAP	AM	690	C	Relgn/Rlghts	Johnson City-Kingsport-Bristol, TN-VA	07/02/2003	103	RAM Communications Inc	Bristol, VA	Bristol (City)

Number of Stations in Geographic Market 42

Previous Stations in Geographic Market

WWEV	FM	93.9	C	Country	Bluefield, WV	12/06/2005	274	Glenwood Communications Corporation	Manor, VA	Smyth
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"C" - Commercial Station; "NC" - Non Commercial Station

"p" indicates pending sale to owner listed

Lansing-East Lansing, MI Arbitron Metro

Upon consummation of the proposed transaction, CMI will control the following radio stations in the Lansing-East Lansing, Michigan Arbitron Metro:

Station	Community of License	Facility ID	County of License
WJIM(AM)	Lansing, MI	17382	Ingham
WVFN(AM)	East Lansing, MI	24638	Ingham
WFMK(FM)	East Lansing, MI	37460	Ingham
WITL-FM	Lansing, MI	46706	Ingham
WJIM-FM	Lansing, MI	17386	Ingham
WMMQ(FM)	East Lansing, MI	24641	Ingham

Ingham County is included within the Lansing-East Lansing, MI Arbitron Metro.

As reflected in the attached "FCC Geographic Market Definition for Lansing-East Lansing, MI," there are 27 authorized full-power commercial and noncommercial radio stations in the Lansing-East Lansing, MI Metro. Section 73.3555(a)(1) of the Commission's rules (47 C.F.R. §73.3555(a)(1)) provides that in radio markets with between 15 and 29 full-power radio stations, a single entity may hold a cognizable interest in six (6) commercial radio stations, not more than four (4) of which may be in the same service. As demonstrated above, CMI will control two (2) AM stations and four (4) FM stations in the Lansing-East Lansing Metro, which will comply with the Commission's local radio ownership rule.



FCC Geographic Market Definition for Lansing-East Lansing, MI

Call Letters	AM/ FM	Type	Format	Home Market	Market Home Designin Date	Rank	Owner	City & State of License	County of License
KTGG	AM	1540 NC	Christ/Insp	Lansing-East Lansing, MI	06/05/2009	125	Spring Arbor University	Spring Arbor, MI	Jackson
WDBM	FM	88.9 NC	AOR	Lansing-East Lansing, MI	07/02/2003	125	Michigan State University	East Lansing, MI	Ingham
WFMK	FM	99.1 C	AC	Lansing-East Lansing, MI	07/02/2003	125	Citadel Broadcasting Company	East Lansing, MI	Ingham
WHZZ	FM	101.7 C	Adult Hits	Lansing-East Lansing, MI	07/02/2003	125	MacDonald Broadcasting Company	Lansing, MI	Ingham
WLS	AM	1320 C	News/Talk	Lansing-East Lansing, MI	07/02/2003	125	MacDonald Broadcasting Company	Lansing, MI	Ingham
WTL	FM	100.7 C	Country	Lansing-East Lansing, MI	07/02/2003	125	Citadel Broadcasting Company	Lansing, MI	Ingham
WJIM	AM	1240 C	News/Talk	Lansing-East Lansing, MI	07/02/2003	125	Citadel Broadcasting Company	Lansing, MI	Ingham
WJIM	FM	97.5 C	Hot AC	Lansing-East Lansing, MI	07/02/2003	125	Citadel Broadcasting Company	Lansing, MI	Ingham
WJDM	FM	88.5 NC	CCmp/AC	Lansing-East Lansing, MI	05/05/2006	125	Citadel Broadcasting Company	Lansing, MI	Ingham
WJXQ	FM	106.1 C	Rock	Lansing-East Lansing, MI	07/02/2003	125	Michigan Community Radio	Eagles, MI	Clinton
WKAR	AM	870 NC	News/Talk	Lansing-East Lansing, MI	07/02/2003	125	Midwest Communications Incorporated	Charlottesville, MI	Eaton
WKAR	FM	90.5 NC	Clis/Fik/Jaz	Lansing-East Lansing, MI	07/02/2003	125	Michigan State University	East Lansing, MI	Ingham
WLDM	AM	1390 C	Christ/Talk	Lansing-East Lansing, MI	07/02/2003	125	Michigan State University	East Lansing, MI	Ingham
WLGH	FM	88.1 NC	CCmp/AC	Lansing-East Lansing, MI	07/02/2003	125	Christian Broadcasting System Ltd	Holt, MI	Ingham
WUM	FM	92.9 C	Clis Hills	Lansing-East Lansing, MI	07/02/2003	125	Smile FM	Leroy Township, MI	Ingham
WLNZ	FM	89.7 NC	AAA	Lansing-East Lansing, MI	07/02/2003	125	Midwest Communications Incorporated	Grand Ledge, MI	Eaton
WMMQ	FM	94.9 C	Clis Rock	Lansing-East Lansing, MI	07/02/2003	125	Lansing Community College	Lansing, MI	Ingham
WOCR	FM	89.1 NC	Variety	Lansing-East Lansing, MI	07/02/2003	125	Citadel Broadcasting Company	East Lansing, MI	Ingham
WOES	FM	91.3 NC	Ethnic	Lansing-East Lansing, MI	07/02/2003	125	Olivet College	Olivet, MI	Eaton
WOEX	FM	104.9 C	AC	Lansing-East Lansing, MI	07/02/2003	125	Ovid-Elsie Area Schools	Ovid-Elsie, MI	Clinton
WOHH	FM	96.5 C	Urban	Lansing-East Lansing, MI	11/01/2007	125	Jacom Incorporated	Alma, MI	Grabot
WOIX	FM	92.1 C	Clis Hills	Lansing-East Lansing, MI	07/02/2003	125	MacDonald Broadcasting Company	Dewitt, MI	Clinton
WUNN	AM	1110 NC	Inspir/Christ	Lansing-East Lansing, MI	07/02/2003	125	Midwest Communications Incorporated	St Johns, MI	Clinton
WVFN	AM	730 C	Sprts/Talk	Lansing-East Lansing, MI	07/02/2003	125	Family Life Communications Inc	Mason, MI	Ingham
WVIC	FM	94.1 C	Soft Rock	Lansing-East Lansing, MI	07/02/2003	125	Citadel Broadcasting Company	East Lansing, MI	Ingham
WWSJ	AM	1580 C	Gospel	Lansing-East Lansing, MI	07/02/2003	125	Midwest Communications Incorporated	Jackson, MI	Jackson
WXLA	AM	1180 C	Adlt Sndrd	Lansing-East Lansing, MI	07/02/2003	125	Harp, Larry	St Johns, MI	Clinton
					07/02/2003	125	MacDonald Broadcasting Company	Dimondale, MI	Eaton

Number of Stations in Geographic Market 27

Previous Stations in Geographic Market

C - Commercial Station; *NC* - Non Commercial Station

p indicates pending sale to owner listed

Merced, CA Arbitron Metro

Upon consummation of the proposed transaction, CMI will control the following radio station in the Merced, California Arbitron Metro:

Station	Community of License	Facility ID	County of License
KDJK(FM)	Mariposa, CA	11241	Mariposa

Mariposa County is included within the Merced, CA Arbitron Metro.

As reflected in the attached "FCC Geographic Market Definition for Merced, CA," there are 18 authorized full-power commercial and noncommercial radio stations in the Merced, CA Metro. Section 73.3555(a)(1) of the Commission's rules (47 C.F.R. §73.3555(a)(1)) provides that in radio markets with between 15 and 29 full-power radio stations, a single entity may hold a cognizable interest in six (6) commercial radio stations, not more than four (4) of which may be in the same service. As demonstrated above, CMI will control only one (1) FM station in the Merced Metro, which will comply with the Commission's local radio ownership rule.



FCC Geographic Market Definition for Merced, CA

Call Letters	AM/ FM	Freq	Station Type	Format	Home Market	Market Designator	Home Rank	Mkt Rank	Owner	City & State of License	County of License
KABX	FM	97.5	C	Oldies	Merced, CA	07/02/2003	181	181	Mapleton Communications LLC	Merced, CA	Merced
KBKY	FM	94.1	C	Span/Relgn	Merced, CA	07/02/2003	181	181	KM Communications Inc	Merced, CA	Merced
KBRE	FM	92.5	C	Rock	Merced, CA	07/02/2003	181	181	Mapleton Communications LLC	Atwater, CA	Merced
KCV	FM	98.9	C	Relgn/Talk	Merced, CA	07/02/2003	181	181	Bot Radio Network	Mount Bullion, CA	Mariposa
KCUH	FM	89.1	NC	Christ/Insp	Merced, CA	07/02/2003	181	181	Your Christian Companion Network Inc	Livingston, CA	Merced
KDUK	FM	103.9	C	Clsc Rock	Merced, CA	08/02/2004	181	181	Ciadel Broadcasting Company	Mariposa, CA	Mariposa
KEFR	FM	89.9	NC	Religion	Merced, CA	07/02/2003	181	181	Family Stations Inc	Le Grand, CA	Merced
KGAM	FM	106.3	C	AC	Merced, CA	07/02/2003	181	181	Mapleton Communications LLC	Merced, CA	Merced
KHTN	FM	104.7	C	Hip Hop	Merced, CA	07/02/2003	181	181	Buckley Broadcasting Corporation	Planada, CA	Merced
KLBS	AM	1330	C	Portuguese	Merced, CA	07/02/2003	181	181	Ethnic Radio Inc	Los Blancs, CA	Merced
KLOQ	FM	96.7	C	Mexican	Merced, CA	07/02/2003	181	181	Mapleton Communications LLC	Winton, CA	Merced
KLVN	FM	88.3	NC	ChrisContem	Merced, CA	07/02/2003	181	181	Educational Media Foundation	Livingston, CA	Merced
KNTD	FM	93.3	C	Span/Christ	Merced, CA	07/02/2003	181	181	Gomez, Nelson F.	Chowchilla, CA	Madera
KQLB	FM	106.9	C	Mexican	Merced, CA	07/02/2003	181	181	VLB Broadcasting Inc	Los Blancs, CA	Merced
KSKD	FM	95.9	C	Mexican	Merced, CA	07/02/2003	181	181	Gomez, Nelson F.	Livingston, CA	Merced
KTQ	AM	1660	C	Span/Christ	Merced, CA	07/02/2003	181	181	Mapleton Communications LLC	Merced, CA	Merced
KUBB	FM	96.3	C	Country	Merced, CA	07/02/2003	181	181	Buckley Broadcasting Corporation	Mariposa, CA	Mariposa
KYOS	AM	1480	C	News/Talk	Merced, CA	07/02/2003	181	181	Mapleton Communications LLC	Merced, CA	Merced

Number of Stations in Geographic Market 18

Previous Stations in Geographic Market

"C" - Commercial Station; "NC" - Non Commercial Station

"p" indicates pending sale to owner listed

Modesto, CA Arbitron Metro

Upon consummation of the proposed transaction, CMI will control the following radio stations in the Modesto, California Arbitron Metro:

Station	Community of License	Facility ID	County of License
KESP(AM)	Modesto, CA	11233	Stanislaus
KATM(FM)	Modesto, CA	11239	Stanislaus
KHKK(FM)	Modesto, CA	11240	Stanislaus
KWNN(FM)	Turlock CA	60427	Stanislaus
KHOP(FM)	Oakdale, CA	52528	Stanislaus

Stanislaus County is included within the Modesto, CA Arbitron Metro.

As reflected in the attached "FCC Geographic Market Definition for Modesto, CA," there are 24 authorized full-power commercial and noncommercial radio stations in the Modesto, CA Metro. Section 73.3555(a)(1) of the Commission's rules (47 C.F.R. §73.3555(a)(1)) provides that in radio markets with between 15 and 29 full-power radio stations, a single entity may hold a cognizable interest in six (6) commercial radio stations, not more than four (4) of which may be in the same service. As demonstrated above, CMI will control one (1) AM station and four (4) FM stations in the Modesto Metro, which will comply with the Commission's local radio ownership rule.



FCC Geographic Market Definition for Modesto, CA

Call Letters	AM/FM	Type	Station Format	Home Market	Market Home Designin Date	Mkt Rank	Owner	City & State of License	County of License
KADV	FM	90.5 NC	Christian	Modesto, CA	07/02/2003	113	Central Valley Christian Academy	Modesto, CA	Stanislaus
KARQ	FM	89.3 NC	Christ/Altve	Modesto, CA	04/29/2005	113	Educational Media Foundation	San Andreas, CA	Calaveras
KATM	FM	103.3 C	Country	Modesto, CA	07/02/2003	113	Ciadel Broadcasting Company	Modesto, CA	Stanislaus
KBBU	FM	93.9 C	Mexican	Modesto, CA	07/02/2003	113	Adelante Media Group	Modesto, CA	Stanislaus
KBDG	FM	90.9 NC	Variety	Modesto, CA	07/02/2003	113	Assyrian American Civic Club	Turlock, CA	Stanislaus
KBES	FM	89.5 NC	Ethnic	Modesto, CA	07/02/2003	113	Bel-Nahrain Inc	Ceres, CA	Stanislaus
KBYN	FM	95.9 C	Mexican	Modesto, CA	07/02/2003	113	Gomez, Nelson F.	Arnold, CA	Calaveras
KCFA	FM	106.1 C	Mexican	Modesto, CA	07/02/2003	113	Gomez, Nelson F.	Arnold, CA	Calaveras
KCSS	FM	91.9 NC	Variety	Modesto, CA	07/02/2003	113	California State University, Stanislaus	Turlock, CA	Stanislaus
KCVR	FM	96.9 C	Romantic	Modesto, CA	07/02/2003	113	Enravisio Communications Corp	Columbia, CA	Tuolumne
KESP	AM	970 C	Sports	Modesto, CA	07/02/2003	113	Ciadel Broadcasting Company	Modesto, CA	Stanislaus
KFTV	AM	1360 C	News/Talk	Modesto, CA	07/02/2003	113	Clear Channel Communications Inc	Modesto, CA	Stanislaus
KHKK	FM	104.1 C	Clisc Hills	Modesto, CA	07/02/2003	113	Ciadel Broadcasting Company	Modesto, CA	Stanislaus
KHOP	FM	95.1 C	Top 40	Modesto, CA	07/02/2003	113	Ciadel Broadcasting Company	Oakdale, CA	Stanislaus
KJSN	FM	102.3 C	AC	Modesto, CA	07/02/2003	113	Clear Channel Communications Inc	Modesto, CA	Stanislaus
KLOC	AM	1390 C	Span/Reign	Modesto, CA	07/02/2003	113	Gomez, Nelson F.	Turlock, CA	Stanislaus
KMPH	AM	840 C	DARK	Modesto, CA	10/27/2003	113	Pappas Radio	Modesto, CA	Stanislaus
KMPO	FM	88.7 NC	Span/Variy	Modesto, CA	07/02/2003	113	Radio Bilingue Inc	Modesto, CA	Stanislaus
KMRQ	FM	96.7 C	Rock	Modesto, CA	04/01/2010	113	Clear Channel Communications Inc	Riverbank, CA	Stanislaus
KOSO	FM	92.9 C	Alternative	Modesto, CA	07/02/2003	113	Clear Channel Communications Inc	Patterson, CA	Stanislaus
KRVR	FM	105.5 C	Smooth	Modesto, CA	07/02/2003	113	Threshold Communications	Copperopolis, CA	Calaveras
KTSE	FM	97.1 C	Span/Oldes	Modesto, CA	07/02/2003	113	Enravisio Communications Corp	Patterson, CA	Stanislaus
KVIN	AM	920 C	Adult Rock	Modesto, CA	07/02/2003	113	Threshold Communications	Ceres, CA	Stanislaus
KWNN	FM	98.3 C	Hip Hop	Modesto, CA	07/02/2003	113	Ciadel Broadcasting Company	Turlock, CA	Stanislaus

Number of Stations in Geographic Market 24

Previous Stations in Geographic Market

KCBC	AM	770 C	Christian	Stockton, CA	07/27/2010	83	Crawford Broadcasting Company	Manitoba, CA	San Joaquin
KTRB	AM	660 C	Sports	San Francisco, CA	05/09/2007	4	Lieker, Susan L.	San Francisco, CA	San Francisco

C - Commercial Station; *NC* - Non Commercial Station

p indicates pending sale to owner listed

Nashville, TN Arbitron Metro

Upon consummation of the proposed transaction, CMI will control the following radio stations in the Nashville, Tennessee Arbitron Metro:*

Station	Community of License	Facility ID	County of License
WGFX(FM)	Gallatin, TN	16893	Sumner
WQQK(FM)	Goodlettsville, TN	52521	Davidson
WWTN(FM)	Hendersonville, TN	31476	Sumner
WKDF(FM)	Nashville, TN	16896	Davidson
WSM-FM	Nashville, TN	74065	Davidson

Both Sumner and Davidson Counties are included within the Nashville, TN Arbitron Metro.

As reflected in the attached "FCC Geographic Market Definition for Nashville, TN," there are 63 authorized full-power commercial and noncommercial radio stations in the Nashville, TN Metro. Section 73.3555(a)(1) of the Commission's rules (47 C.F.R. §73.3555(a)(1)) provides that in radio markets with 45 or more full-power radio stations, a single entity may hold a cognizable interest in eight (8) commercial radio stations, not more than five (5) of which may be in the same service. As demonstrated above, CMI will control five (5) FM stations in the Nashville Metro, which will comply with the Commission's local radio ownership rule.

* Stations WRQQ(FM), Belle Meade, TN (Facility ID 26689), and WNFN(FM), Millersville, TN (29862), are being divested to an insulated divestiture trust.



FCC Geographic Market Definition for Nashville, TN

Call Letters	AM/FM	Freq	Station Type	Format	Home Market	Market Designator	Home Rank	Owner	City & State of License	County of License
WAKM	AM	950	C	Country	Nashville, TN	07/02/2003	44	Franklin Radio Assoc	Franklin, TN	Williamson
WAMB	AM	1200	C	Adult Strnd	Nashville, TN	07/02/2003	44	Barry, William	Nashville, TN	Davidson
WANT	FM	96.9	C	Contry/Sprts	Nashville, TN	07/02/2003	44	James, Susan	Lebanon, TN	Wilson
WAYM	FM	88.7	NC	ChrisContem	Nashville, TN	06/17/2007	44	WAY-FM Media Group Inc	Spring Hill, TN	Maury
WBOZ	FM	104.9	C	Solfin Gspel	Nashville, TN	07/02/2003	44	Salem Communications Corporation	Woodbury, TN	Cannon
WBLZ	FM	102.9	C	Rock	Nashville, TN	07/02/2003	44	Cromwell Group Inc, The	La Vergne, TN	Rutherford
WCJK	FM	96.3	C	Adult Hills	Nashville, TN	07/02/2003	44	South Central Communications Corporation	Murfreesboro, TN	Rutherford
WCOB	AM	1490	C	Contry/Sprts	Nashville, TN	07/02/2003	44	Barry, William	Lebanon, TN	Wilson
WCRT	AM	1160	C	Religion	Nashville, TN	11/17/2005	44	Bolt Radio Network	Donelson, TN	Davidson
WDBL	AM	1590	C	News/Talk	Nashville, TN	07/02/2003	44	Lightning Broadcasting LLC	Springfield, TN	Robertson
WDKN	AM	1260	C	Country	Nashville, TN	07/02/2003	44	R & F Communications Inc	Dickson, TN	Dickson
WENO	AM	760	C	Gospel	Nashville, TN	07/02/2003	44	Anchor Radio LLC	Nashville, TN	Davidson
WFOB	AM	710	NC	Inspiration	Nashville, TN	07/02/2003	44	Moody Bible Institute of Chicago Incorporated	Smyrna, TN	Rutherford
WFOB	FM	91.7	NC	Inspiration	Nashville, TN	07/02/2003	44	Moody Bible Institute of Chicago Incorporated	Murfreesboro, TN	Rutherford
WFFH	FM	94.1	C	ChrisContem	Nashville, TN	07/02/2003	44	Salem Communications Corporation	Smyrna, TN	Rutherford
WFFI	FM	93.7	C	ChrisContem	Nashville, TN	07/02/2003	44	Salem Communications Corporation	Kingston Springs, TN	Cheatham
WFMQ	FM	91.5	NC	Variety	Nashville, TN	07/02/2003	44	Cumberland University	Lebanon, TN	Wilson
WFSK	FM	88.1	NC	NAC/SmJaz	Nashville, TN	07/02/2003	44	Fisk University	Nashville, TN	Davidson
WGBQ	FM	91.9	NC	Religion	Nashville, TN	11/10/2010	44	Network of Glory Inc	Lynchburg, TN	Moore
WGFX	FM	104.5	C	SplNws/Tlk	Nashville, TN	07/02/2003	44	Citadel Broadcasting Company	Gallatin, TN	Sumner
WGNS	AM	1450	C	Talk	Nashville, TN	07/02/2003	44	Rutherford Group Inc	Murfreesboro, TN	Rutherford
WHEW	AM	1380	C	Mexcn/Vart	Nashville, TN	07/02/2003	44	Guzman, Salvador	Franklin, TN	Williamson
WHIN	AM	1010	C	Country	Nashville, TN	07/02/2003	44	WH-IN Inc	Gallatin, TN	Sumner
WJXA	FM	92.9	C	A/C	Nashville, TN	07/02/2003	44	South Central Communications Corporation	Nashville, TN	Davidson
WKDA	AM	900	C	Span/Chrst	Nashville, TN	07/02/2003	44	James, Susan	Lebanon, TN	Wilson
WKDF	FM	103.3	C	Country	Nashville, TN	07/02/2003	44	Citadel Broadcasting Company	Nashville, TN	Davidson
WLAC	AM	1510	C	Nws/Tlk/Spl	Nashville, TN	07/02/2003	44	Clear Channel Communications Inc	Nashville, TN	Davidson
WVDB	AM	890	C	Talk	Nashville, TN	07/02/2003	44	Davidson Media Group LLC	Nashville, TN	Davidson
WMGC	AM	810	C	Mexican	Nashville, TN	07/02/2003	44	Radio 810 Nashville Limited	Murfreesboro, TN	Rutherford
WMOT	FM	69.5	NC	Jazz/News	Nashville, TN	07/02/2003	44	Middle Tennessee State University	Murfreesboro, TN	Rutherford
WMRO	AM	1560	C	Hot AC	Nashville, TN	07/02/2003	44	Classic Broadcasting Inc	Gallatin, TN	Sumner
WMTS	FM	88.3	NC	Variety	Nashville, TN	07/02/2003	44	Middle Tennessee State University	Murfreesboro, TN	Rutherford

"p" indicates pending sale to owner listed

"C" - Commercial Station; "NC" - Non Commercial Station



FCC Geographic Market Definition for Nashville, TN

Call Letters	AM/FM	Type	Freq	Station Format	Home Market	Market Home Designth Date	Mkt Rank	Owner	City & State of License	County of License
WNAH	AM	C	1360	Chrst/Talk	Nashville, TN	07/02/2003	44	Hemilage Broadcasting	Nashville, TN	Davidson
WNAZ	FM	NC	89.1	Chrst/CHR	Nashville, TN	07/02/2003	44	Bct Radio Network	Nashville, TN	Davidson
WNFN	FM	C	106.7	Top 40	Nashville, TN	07/02/2003	44	Cumulus Broadcasting Inc	Millersville, TN	Davidson
WNCM	AM	C	1300	Chrst/Talk	Nashville, TN	07/02/2003	44	F.W. Robbert Broadcasting	Nashville, TN	Davidson
WNRQ	FM	C	105.9	Clsc Rock	Nashville, TN	07/02/2003	44	Clear Channel Communications Inc	Nashville, TN	Davidson
WNRZ	FM	NC	91.5	Chrst/CHR	Nashville, TN	07/02/2003	44	Bct Radio Network	Dickson, TN	Dickson
WNSR	AM	C	560	Talk/Sptrs	Nashville, TN	07/02/2003	44	Southern Wabash Communications Corporation	Brentwood, TN	Williamson
WNVL	AM	C	1240	Mexican	Nashville, TN	07/02/2003	44	Davidson Media Group LLC	Nashville, TN	Davidson
WPFD	AM	C	850	DARK	Nashville, TN	07/02/2003	44	Guzman, Salvador	Fairview, TN	Williamson
WPLN	AM	NC	1430	Nws/Tlk/Clc	Nashville, TN	07/02/2003	44	Nashville Public Radio	Madison, TN	Davidson
WPLN	FM	NC	90.3	Nws/Clsc	Nashville, TN	07/02/2003	44	Nashville Public Radio	Nashville, TN	Davidson
WPRT	FM	C	102.5	Rhymc/CHR	Nashville, TN	07/02/2003	44	Cromwell Group Inc, The	Pegram, TN	Cheatham
WQKR	AM	C	1270	Adlt Strdr	Nashville, TN	07/02/2003	44	Venture Broadcasting LLC	Portland, TN	Sumner
WQJK	FM	C	92.1	UrbAC/R&B	Nashville, TN	07/02/2003	44	Cumulus Broadcasting Inc	Coodlettsville, TN	Davidson
WQSE	AM	C	1030	Solth Gspel	Nashville, TN	07/02/2003	44	Grace Broadcasting Services Inc	White Bluff, TN	Dickson
WQSV	AM	C	780	Oldes/Gospel	Nashville, TN	07/02/2003	44	Sycamore Valley Broadcasting	Ashland City, TN	Cheatham
WRLT	FM	C	100.1	AAA	Nashville, TN	07/02/2003	44	Tuned In Broadcasting Inc	Franklin, TN	Williamson
WRQQ	FM	C	97.1	Clsc Hills	Nashville, TN	07/02/2003	44	Cumulus Broadcasting Inc	Belle Meade, TN	Davidson
WRVU	FM	NC	91.1	Variety	Nashville, TN	07/02/2003	44	Vanderbilt University	Nashville, TN	Davidson
WRVW	FM	C	107.5	CHR	Nashville, TN	07/02/2003	44	Clear Channel Communications Inc	Lebanon, TN	Wilson
WSCI	AM	C	1100	Variety	Nashville, TN	07/02/2003	44	Lightning Broadcasting LLC	Springfield, TN	Robertson
WSK	FM	C	97.9	Country	Nashville, TN	07/02/2003	44	Clear Channel Communications Inc	Nashville, TN	Davidson
WSM	AM	C	650	Country	Nashville, TN	07/02/2003	44	Gaylord Entertainment Company	Nashville, TN	Davidson
WSM	FM	C	95.5	Country	Nashville, TN	07/02/2003	44	Cumulus Broadcasting Inc	Nashville, TN	Davidson
WUBT	FM	C	101.1	Urban	Nashville, TN	07/02/2003	44	Clear Channel Communications Inc	Russellville, KY	Logan
WVCP	FM	NC	88.5	Oldes/Rock	Nashville, TN	07/02/2003	44	Volunteer State Community College	Gallatin, TN	Sumner
WVOL	AM	C	1470	Urban/Oldes	Nashville, TN	07/02/2003	44	Heidelberg Broadcasting LLC	Burry Hill, TN	Davidson
WVRY	FM	C	105.1	Solth Gspel	Nashville, TN	07/02/2003	44	Grace Broadcasting Services Inc	Waverly, TN	Humphreys
WVTN	FM	C	99.7	Talk	Nashville, TN	07/02/2003	44	Cumulus Broadcasting Inc	Hendersonville, TN	Sumner
WYFN	AM	NC	980	Chrst/Talk	Nashville, TN	07/02/2003	44	Bible Broadcasting Network	Nashville, TN	Davidson
WYXE	AM	C	1130	Span/Chrst	Nashville, TN	07/02/2003	44	Iglesia de Dios Hispana Pentecostal, Nashville TN	Gallatin, TN	Sumner

C - Commercial Station; *NC* - Non Commercial Station

p indicates pending sale to owner listed



FCC Geographic Market Definition for Nashville, TN

Call Letters	AM/ FM	Type	Freq	Station Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
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Number of Stations in Geographic Market 63

Previous Stations in Geographic Market

WBVR	FM	96.7	C	Country	Bowling Green, KY	02/08/2005	208	Forever Keymarket Communications	Auburn, KY	Logan
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"C" - Commercial Station; "NC" - Non Commercial Station

"p" indicates pending sale to owner listed

Portsmouth-Dover-Rochester, NH Arbitron Metro

Upon consummation of the proposed transaction, CMI will control the following radio stations in the Portsmouth-Dover-Rochester, New Hampshire Arbitron Metro:

Station	Community of License	Facility ID	County of License
WOKQ(FM)	Dover, NH	22887	Strafford
WSAK(FM)	Hampton, NH	12155	Rockingham
WSHK(FM)	Kittery, ME	4380	York

Strafford, Rockingham, and the portion of York County containing Kittery, ME are included within the Portsmouth-Dover-Rochester, NH Arbitron Metro.

As reflected in the attached "FCC Geographic Market Definition for Portsmouth-Dover-Rochester, NH," there are 19 authorized full-power commercial and noncommercial radio stations in the Portsmouth-Dover-Rochester, NH Metro. Section 73.3555(a)(1) of the Commission's rules (47 C.F.R. §73.3555(a)(1)) provides that in radio markets with between 15 and 29 full-power radio stations, a single entity may hold a cognizable interest in six (6) commercial radio stations, not more than four (4) of which may be in the same service. As demonstrated above, CMI will control three (3) FM stations in the Portsmouth-Dover-Rochester Metro, which will comply with the Commission's local radio ownership rule.



FCC Geographic Market Definition for

Call Letters	AM/FM	Type	Freq	Station Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
WBYY	FM	C	98.7	C AC	Portsmouth-Dover-Rochester, NH	07/02/2003	114	Garrison City Broadcasting	Somersworth, NH	Strafford
WCCM	AM	C	1110	C News/Talk	Boston, MA	09/10/2007	10	Costa Eagle Broadcasting Inc	Salem, NH	Rockingham
WERZ	FM	C	107.1	C AC	Portsmouth-Dover-Rochester, NH	07/02/2003	114	Clear Channel Communications Inc	Exeter, NH	Rockingham
WGIN	AM	C	930	C Nws/Tlk/Spt	Portsmouth-Dover-Rochester, NH	07/02/2003	114	Clear Channel Communications Inc	Rochester, NH	Strafford
WHEB	FM	C	100.3	C Rock	Portsmouth-Dover-Rochester, NH	07/02/2003	114	Clear Channel Communications Inc	Portsmouth, NH	Rockingham
WMYF	AM	C	1380	C Sports	Portsmouth-Dover-Rochester, NH	07/02/2003	114	Clear Channel Communications Inc	Portsmouth, NH	Rockingham
WNHI	FM	NC	106.5	NC ChrsContem	Portsmouth-Dover-Rochester, NH	07/02/2003	114	Educational Media Foundation	Farmington, NH	Strafford
WOKQ	FM	C	97.5	C Country	Portsmouth-Dover-Rochester, NH	07/02/2003	114	Citadel Broadcasting Company	Dover, NH	Strafford
WPEA	FM	NC	90.5	NC Variety	Portsmouth-Dover-Rochester, NH	07/02/2003	114	Phillips Exeter Academy	Exeter, NH	Rockingham
WPHX	FM	C	92.1	C Alternatvs	Portsmouth-Dover-Rochester, NH	07/02/2003	114	Phoenix Media Communications	Sanford, ME	York
WQSO	FM	C	96.7	C News/Talk	Portsmouth-Dover-Rochester, NH	07/02/2003	114	Clear Channel Communications Inc	Rochester, NH	Strafford
WSAK	FM	C	102.1	C Cisc Rock	Portsmouth-Dover-Rochester, NH	07/02/2003	114	Citadel Broadcasting Company	Hampton, NH	Rockingham
WSHK	FM	C	105.3	C Cisc Rock	Portsmouth-Dover-Rochester, NH	07/02/2003	114	Citadel Broadcasting Company	Kittery, ME	York
WSKX	FM	C	95.3	C Top 40	Portsmouth-Dover-Rochester, NH	07/02/2003	114	Clear Channel Communications Inc	York Center, ME	York
WTSN	AM	C	1270	C Nws/Tlk/Spt	Portsmouth-Dover-Rochester, NH	07/02/2003	114	Garrison City Broadcasting	Dover, NH	Strafford
WUNH	FM	NC	91.3	NC Alternative	Portsmouth-Dover-Rochester, NH	07/02/2003	114	University of New Hampshire	Durham, NH	Strafford
WVNH	AM	C	0	C DARK	Portsmouth-Dover-Rochester, NH	07/02/2003	114	Harvest Broadcasting Services	.	.
WWPC	FM	NC	0.0	C Christian	Portsmouth-Dover-Rochester, NH	07/02/2003	114	Morning Star Academy	.	.
WXEX	AM	C	1540	C CHrs/Oldes	Portsmouth-Dover-Rochester, NH	07/02/2003	114	Anuba Capital Holdings LLC	Exeter, NH	Rockingham

Number of Stations in Geographic Market 19

Previous Stations in Geographic Market

C - Commercial Station; *NC* - Non Commercial Station

p indicates pending sale to owner listed

Salt Lake City-Ogden-Provo, UT Arbitron Metro

Upon consummation of the proposed transaction, CMI will control the following radio stations in the Salt Lake City-Ogden-Provo, Utah Arbitron Metro:

Station	Community of License	Facility ID	County of License
KFNZ(AM)	Salt Lake City, UT	53500	Salt Lake
KJQS(AM)	Murray, UT	58303	Salt Lake
KKAT(AM)	Salt Lake City, UT	11232	Salt Lake
KBEE(FM)	Salt Lake City, UT	53497	Salt Lake
KBER(FM)	Ogden, UT	10779	Weber
KENZ(FM)	Ogden, UT	2444	Weber
KUBL-FM	Salt Lake City, UT	11238	Salt Lake
KHTB(FM)	Provo, UT	6545	Utah

Salt Lake, Weber and Utah Counties are included within the Salt Lake City-Ogden-Provo, UT Arbitron Metro.

As reflected in the attached "FCC Geographic Market Definition for Salt Lake City-Ogden-Provo, UT," there are 66 authorized full-power commercial and noncommercial radio stations in the Salt Lake City-Ogden-Provo, UT Metro. Section 73.3555(a)(1) of the Commission's rules (47 C.F.R. §73.3555(a)(1)) provides that in radio markets with 45 or more full-power radio stations, a single entity may hold a cognizable interest in eight (8) commercial radio stations, not more than five (5) of which may be in the same service. As demonstrated above, CMI will control three (3) AM stations and five (5) FM stations in the Salt Lake City-Ogden-Provo Metro, which will comply with the Commission's local radio ownership rule.



FCC Geographic Market Definition for Salt Lake

Call Letters	AM/FM	Freq	Station Type	Format	Home Market	Market Designation	Home Rank	Owner	City & State of License	County of License
KALL	AM	700	C	Sports	Salt Lake City-Ogden-Provo, UT	07/02/2003	30	UT Radio Acquisition LLC	North Salt Lake City, UT	Davis
KANN	AM	1120	NC	ChrsContem	Salt Lake City-Ogden-Provo, UT	07/02/2003	30	Faith Communications Corporation	Roy, UT	Weber
KAUU	FM	105.1	C	Modern	Salt Lake City-Ogden-Provo, UT	07/02/2003	30	SLC Divestiture Trust I (Lawrence Patrick)	Manit, UT	Sanpete
KEEE	FM	98.7	C	AC	Salt Lake City-Ogden-Provo, UT	07/02/2003	30	Citadel Broadcasting Company	Salt Lake City, UT	Salt Lake
KBER	FM	101.1	C	Rock	Salt Lake City-Ogden-Provo, UT	07/02/2003	30	Citadel Broadcasting Company	Ogden, UT	Weber
KBJA	AM	1640	C	SprNws/Tlk	Salt Lake City-Ogden-Provo, UT	07/02/2003	30	United Broadcasting Company Inc	Sandy, UT	Salt Lake
KBYU	FM	89.1	NC	Classical	Salt Lake City-Ogden-Provo, UT	07/02/2003	30	Bingham Young University	Provo, UT	Utah
KBZN	FM	97.9	C	AC	Salt Lake City-Ogden-Provo, UT	07/02/2003	30	Capital Broadcasting	Ogden, UT	Weber
KCPW	FM	88.3	NC	Nws/Tlk/Inf	Salt Lake City-Ogden-Provo, UT	07/02/2003	30	Wasatch Public Media Inc	Salt Lake City, UT	Salt Lake
KOUT	FM	102.3	C	Mexican	Salt Lake City-Ogden-Provo, UT	07/02/2003	30	Adelante Media Group	Randolph, UT	Rich
KDYL	AM	1060	C	Oldies	Salt Lake City-Ogden-Provo, UT	07/02/2003	30	Carlson, Ralph	South Salt Lake, UT	Salt Lake
KEGA	FM	101.5	C	Country	Salt Lake City-Ogden-Provo, UT	02/02/2004	30	Simmons Media Group LLC	Oakley, UT	Summit
KEGH	FM	106.9	C	Country	Salt Lake City-Ogden-Provo, UT	05/09/2005	30	SLC Divestiture Trust II (Jim Burgoyne, Trustee)	Brigham City, UT	Box Elder
KENZ	FM	101.9	C	90s & 2000s	Salt Lake City-Ogden-Provo, UT	07/02/2003	30	Citadel Broadcasting Company	Ogden, UT	Weber
KEYY	AM	1450	NC	Inspiration	Salt Lake City-Ogden-Provo, UT	07/02/2003	30	Biblical Ministries	Provo, UT	Utah
KFNZ	AM	1320	C	Sports	Salt Lake City-Ogden-Provo, UT	07/02/2003	30	Citadel Broadcasting Company	Salt Lake City, UT	Salt Lake
KHQN	AM	1480	C	Nws/Tlk/Spt	Salt Lake City-Ogden-Provo, UT	07/02/2003	30	Howell, Robyn	Spanish Fork, UT	Utah
KHTB	FM	94.9	C	Rock	Salt Lake City-Ogden-Provo, UT	07/02/2003	30	Citadel Broadcasting Company	Provo, UT	Utah
KHU	AM	1010	NC	Religion	Salt Lake City-Ogden-Provo, UT	07/02/2003	30	IHR Educational Broadcasting	Tooele, UT	Tooele
KJMY	FM	99.5	C	Hot AC	Salt Lake City-Ogden-Provo, UT	07/02/2003	30	Clear Channel Communications Inc	Bountiful, UT	Davis
KJON	FM	103.1	C	Jack	Salt Lake City-Ogden-Provo, UT	07/02/2003	30	SLC Divestiture Trust I (Lawrence Patrick)	Coeville, UT	Summit
KJOS	AM	1230	C	Sports	Salt Lake City-Ogden-Provo, UT	07/02/2003	30	Citadel Broadcasting Company	Murray, UT	Salt Lake
KKAT	FM	107.5	C	ChrsContem	Salt Lake City-Ogden-Provo, UT	07/02/2003	30	Educational Media Foundation	Orem, UT	Utah
KKAT	AM	860	C	Talk	Salt Lake City-Ogden-Provo, UT	07/02/2003	30	Citadel Broadcasting Company	Salt Lake City, UT	Salt Lake
KLLB	AM	1510	C	Gospel	Salt Lake City-Ogden-Provo, UT	07/02/2003	30	United Security Financial	West Jordan, UT	Salt Lake
KLC	AM	1430	C	Nws/Tlk/Spt	Salt Lake City-Ogden-Provo, UT	07/02/2003	30	Capital Broadcasting	Ogden, UT	Weber
KMGR	FM	95.9	C	Soft AC	Salt Lake City-Ogden-Provo, UT	07/02/2003	30	SLC Divestiture Trust II (Jim Burgoyne, Trustee)	Delta, UT	Millard
KMFI	AM	1550	C	Mexican	Salt Lake City-Ogden-Provo, UT	07/02/2003	30	Alpha & Omega Communications LLC	West Valley City, UT	Salt Lake
KMKL	FM	88.7	NC	ChrsContem	Salt Lake City-Ogden-Provo, UT	09/14/2004	30	Educational Media Foundation	N Ogden, UT	Weber
KNRS	AM	570	C	News/Talk	Salt Lake City-Ogden-Provo, UT	07/02/2003	30	Clear Channel Communications Inc	Salt Lake City, UT	Salt Lake
KNRS	FM	105.7	C	News/Talk	Salt Lake City-Ogden-Provo, UT	07/02/2003	30	Clear Channel Communications Inc	Centerville, UT	Davis
KODJ	FM	94.1	C	Cisc Hits	Salt Lake City-Ogden-Provo, UT	07/02/2003	30	Clear Channel Communications Inc	Salt Lake City, UT	Salt Lake

p indicates pending sale to owner listed

C - Commercial Station; *NC* - Non Commercial Station



FCC Geographic Market Definition for Salt Lake

Call Letters	AM/FM	Type	Freq	Station	Format	Home Market	Market Designation	Home Rank	Owner	City & State of License	County of License
KCOG	AM	C	1490	C	DWRK	Salt Lake City-Ogden-Provo, UT	07/02/2003	30	p Klein, Wayne, Receiver	Ogden, UT	Weber
KCHS	FM	NC	91.7	NC	Alternative	Salt Lake City-Ogden-Provo, UT	07/02/2003	30	Alpine School District	Orem, UT	Utah
KOSY	FM	C	106.5	C	Adult CHR	Salt Lake City-Ogden-Provo, UT	07/02/2003	30	Clear Channel Communications Inc	Spanish Fork, UT	Utah
KOVO	AM	C	960	C	Sports	Salt Lake City-Ogden-Provo, UT	07/02/2003	30	Simmons Media Group LLC	Provo, UT	Utah
KPSR	FM	NC	88.1	NC	Variety	Salt Lake City-Ogden-Provo, UT	07/02/2003	30	Alpine School District	Pleasant Grove, UT	Utah
KRCL	FM	NC	90.9	NC	AAA/Vardy	Salt Lake City-Ogden-Provo, UT	07/02/2003	30	Listeners: Community Radio of Utah Inc	Salt Lake City, UT	Salt Lake
KRSP	FM	C	103.5	C	Cisc Rock	Salt Lake City-Ogden-Provo, UT	07/02/2003	30	Bonneville International Corp	Salt Lake City, UT	Salt Lake
KSFI	FM	C	100.3	C	Soft AC	Salt Lake City-Ogden-Provo, UT	07/02/2003	30	Bonneville International Corp	Salt Lake City, UT	Salt Lake
KSL	AM	C	1160	C	News/Talk	Salt Lake City-Ogden-Provo, UT	07/02/2003	30	Bonneville International Corp	Salt Lake City, UT	Salt Lake
KSL	FM	C	102.7	C	News/Talk	Salt Lake City-Ogden-Provo, UT	07/02/2003	30	Bonneville International Corp	Midvale, UT	Salt Lake
KSOP	AM	C	1370	C	Country	Salt Lake City-Ogden-Provo, UT	07/02/2003	30	KSOP Inc	South Salt Lake, UT	Salt Lake
KSOP	FM	C	104.3	C	Country	Salt Lake City-Ogden-Provo, UT	07/02/2003	30	KSOP Inc	Salt Lake City, UT	Salt Lake
KSRR	AM	C	1400	C	FullService	Salt Lake City-Ogden-Provo, UT	07/02/2003	30	Zeta Holdings LLC	Provo, UT	Utah
KSVN	AM	C	730	C	Mexican	Salt Lake City-Ogden-Provo, UT	07/02/2003	30	Azteca Broadcasting Corp	Ogden, UT	Weber
KTCE	FM	C	92.1	C	Hot AC	Salt Lake City-Ogden-Provo, UT	07/02/2003	30	Mckenzi Communications Inc	Payson, UT	Utah
KTOK	AM	C	630	C	News/Talk	Salt Lake City-Ogden-Provo, UT	07/02/2003	30	United Broadcasting Company Inc	Sandy, UT	Salt Lake
KTUB	AM	C	1600	C	Span/Sprts	Salt Lake City-Ogden-Provo, UT	07/02/2003	30	Adelante Media Group	Centerville, UT	Davis
KUBL	FM	C	93.3	C	Country	Salt Lake City-Ogden-Provo, UT	07/02/2003	30	Citadel Broadcasting Company	Salt Lake City, UT	Salt Lake
KUDD	FM	C	107.9	C	CHR	Salt Lake City-Ogden-Provo, UT	07/02/2003	30	Simmons Media Group LLC	Roy, UT	Weber
KUDE	FM	C	103.9	C	CHR	Salt Lake City-Ogden-Provo, UT	07/02/2003	30	SLC Divestiture Trust I (Lawrence Patnick	Napht, UT	Juab
KUER	FM	NC	90.1	NC	Nws/Tlk/Jaz	Salt Lake City-Ogden-Provo, UT	07/02/2003	30	University of Utah	Salt Lake City, UT	Salt Lake
KUFR	FM	NC	91.7	NC	Religion	Salt Lake City-Ogden-Provo, UT	07/02/2003	30	Family Stations Inc	Salt Lake City, UT	Salt Lake
KUTR	AM	C	820	C	ChrsContem	Salt Lake City-Ogden-Provo, UT	07/02/2003	30	Truth Broadcasting Corporation	Taylorville, UT	Salt Lake
KUUU	FM	C	92.5	C	HHp/Rym/CH	Salt Lake City-Ogden-Provo, UT	07/02/2003	30	Simmons Media Group LLC	South Jordan, UT	Salt Lake
KVFX	FM	C	94.5	C	CHR	Salt Lake City-Ogden-Provo, UT	09/09/2005	30	Sun Valley Radio Inc	Logan, UT	Cache
KWCR	FM	NC	88.1	NC	Modern	Salt Lake City-Ogden-Provo, UT	07/02/2003	30	Weber State University	Ogden, UT	Weber
KWDZ	AM	C	910	C	Family Hts	Salt Lake City-Ogden-Provo, UT	07/02/2003	30	ABC/Disney	Salt Lake City, UT	Salt Lake
KXOL	AM	C	1660	C	Mexican	Salt Lake City-Ogden-Provo, UT	03/04/2004	30	Inca Communications Inc	Brigham City, UT	Box Elder
KXRB	FM	C	96.3	C	Alternative	Salt Lake City-Ogden-Provo, UT	07/02/2003	30	Simmons Media Group LLC	Provo, UT	Utah
KYFO	FM	NC	95.5	NC	Chrst/Talk	Salt Lake City-Ogden-Provo, UT	07/02/2003	30	Bible Broadcasting Network	Ogden, UT	Weber
KYMY	FM	C	100.7	C	CHR	Salt Lake City-Ogden-Provo, UT	07/02/2003	30	Simmons Media Group LLC	Woodruff, UT	Rich
KZHT	FM	C	97.1	C	CHR	Salt Lake City-Ogden-Provo, UT	07/02/2003	30	Clear Channel Communications Inc	Salt Lake City, UT	Salt Lake

"p" indicates pending sale to owner listed

"C" - Commercial Station; "NC" - Non Commercial Station



FCC Geographic Market Definition for Salt Lake

Call Letters	AM/ FM	Freq	Station Type	Home Market	Market Home Designation	Mkt Rank	Owner	City & State of License	County of License
KZNS	AM	1280	C Sports	Salt Lake City-Ogden-Provo, UT	07/02/2003	30	SLC Divestiture Trust I (Lawrence Patrick	Salt Lake City, UT	Salt Lake
KZZQ	FM	97.5	C Modism	Salt Lake City-Ogden-Provo, UT	10/18/2006	30	SLC Divestiture Trust I (Lawrence Patrick	Coalville, UT	Summit

Number of Stations in Geographic Market 66

Previous Stations in Geographic Market

KOMB	FM	96.7	C Hot AC		05/08/2007	0	Zeta Holdings LLC	Levan, UT	Juab
KZNS	FM	104.7	C Sports		10/24/2007	0	Simmons Media Group LLC	Lyman, WY	Uinta

C - Commercial Station; *NC* - Non Commercial Station

p indicates pending sale to owner listed

RADIO MARKET ANALYSIS
SUSQUEHANNA RADIO CORP.
KNBR/KFOG RADIO STATIONS
SAN FRANCISCO, CALIFORNIA
KTCT/KSAN RADIO STATIONS
SAN MATEO, CALIFORNIA
KFFG - LOS ALTOS, CALIFORNIA
RADIO LICENSE HOLDING VIII, LLC
KGO/KSFO RADIO STATIONS
SAN FRANCISCO, CALIFORNIA
March 2011

TECHNICAL STATEMENT

1. This technical statement and attached exhibits were prepared on behalf of Cumulus Media Inc. ("CMI") in connection with the proposed transfer of control of Citadel Broadcasting Corporation and its indirect licensee subsidiary, Radio License Holding VIII, LLC ("RLH"). RLH is the licensee of KGO, 810 kHz, and KSFO, 560 kHz, San Francisco, California. CMI has attributable interest in Susquehanna Radio Corp. ("SRC") the licensee of station KNBR, 680 kHz, and KFOG, Channel 283B, San Francisco, California; KTCT, 1050 kHz, and KSAN, Channel 299B, San Mateo, California; and KFFG, Channel 249A, Los Altos, California.

2. KGO, KSFO, KNBR, KFOG, KTCT and KSAN are each licensed to a community in a metro county in the San Francisco, California Arbitron Market. KFFG is licensed to a community in a metro county in both the San Francisco and the imbedded San Jose, California Arbitron Market. Therefore, this review will verify compliance in rated markets.

SAN FRANCISCO, CALIFORNIA ARBITRON/BIA MARKET REVIEW

3. As shown on Exhibit #1, there are 110 AM and FM (commercial and non-commercial) stations listed in the San Francisco, California Arbitron Market (Market #4). Upon the

consummation of the proposed transaction, CMI would control three FM stations and four AM stations in the market. The number of stations indicated falls in the 45 or more stations tier of §73.3555(a)(1)(i) of the Commission's rules. At this level, common ownership or control of up to eight stations, with no more than five in the same service, is permissible. Therefore, CMI would be in compliance in the rated San Francisco, California market.

SAN JOSE, CALIFORNIA ARBITRON/BIA MARKET REVIEW

4. As shown on Exhibit #2, there are twenty-five AM and FM (commercial and non-commercial) stations listed in the San Jose, California Arbitron Market (Market #34). Upon the consummation of the proposed transaction, CMI would control one FM station in the market.¹ The number of stations indicated falls in the fifteen to twenty-nine stations tier of §73.3555(a)(1)(iii) of the Commission's rules. At this level, common ownership or control of up to six stations, with no more than four in the same service, is permissible. Therefore, CMI would be in compliance in the San Jose, California market.

5. Based on compliance in the rated markets, the transfer of control is in compliance with the Commission's rules, regarding the above referenced stations.

6. The foregoing technical statement was prepared on behalf of Cumulus Media Inc. by Graham Brock, Inc., its Technical Consultants. All information contained herein is true and accurate to the best of our belief and knowledge. All data relating to AM and FM facilities in the

1) No other stations in which CMI, RLH, or their principals have interests are in the San Jose market, nor does KPFG have contour overlap with any station that is not in a metro county in another rated market.

relevant BIA/Arbitron market was determined using the BIA Financial Network, Inc. Media Access Pro, Version 4.5 BIA database. Technical data related to AM and FM facilities was extracted from the Commission's CDBS database. We assume no liability for errors or omissions in the database which may be adverse to the information contained herein.



FCC Geographic Market Definition for San Francisco, CA

Call Letters	AM/FM	Freq	Type	Station	Format	Home Market	Market			City & State of License	County of License
							Designtn Date	Home Rank	Mkt Rank		
KALW	FM	91.7	NC	Nws/Tlk/Inf	San Francisco, CA	07/02/2003	4	San Francisco Unified School District	San Francisco, CA	San Francisco	
KALX	FM	90.7	NC	Variety	San Francisco, CA	07/02/2003	4	University of California Regents	Berkeley, CA	Alameda	
KARC	FM	89.3	NC	Oldies	San Francisco, CA	03/01/2006	4	Educational Public Radio Inc	Miss Beach, CA	San Mateo	
KASK	FM	91.5	NC	Religion	San Francisco, CA		4	Continuous Bible Talk	Fairfield, CA	Solano	
KATD	AM	990	C	Span/Talk	San Francisco, CA	07/02/2003	4	MultiCultural Radio Broadcasting Inc	Pittsburg, CA	Contra Costa	
KAZA	AM	1290	C	Spanish	San Jose, CA	07/02/2003	34	Radio Fiesta	Gilroy, CA	Santa Clara	
KBAY	FM	94.5	C	AC	San Jose, CA	07/02/2003	34	NextMedia Group Inc	Gilroy, CA	Santa Clara	
KBFF	FM	89.1	NC	Span/Variety	San Francisco, CA	02/19/2009	4	Bilingual Broadcasting Foundation Inc	Castroville, CA	Napa	
KBLX	FM	102.9	C	Urban AC	San Francisco, CA	07/02/2003	4	Inner City Broadcasting Corporation	Berkeley, CA	Alameda	
KBRG	FM	100.3	C	Span/Oldies	San Francisco, CA	01/26/2005	4	Univision	San Jose, CA	Santa Clara	
KBWF	FM	95.7	C	Country	San Francisco, CA	07/02/2003	4	Entercom	San Francisco, CA	San Francisco	
KCBS	AM	740	C	News	San Francisco, CA	07/02/2003	4	CBS Radio	San Francisco, CA	San Francisco	
KCEA	FM	89.1	NC	Nostalgie	San Francisco, CA	07/02/2003	4	Sequoia Union High School District	Atherton, CA	San Mateo	
KCNL	FM	104.9	C	Span/Variety	San Jose, CA	01/26/2005	34	Principle Broadcasting Network LLC	Sunnyvale, CA	Santa Clara	
KCRH	FM	89.9	NC	Variety	San Francisco, CA	07/02/2003	4	South County Community College District	Hayward, CA	Alameda	
KCSM	FM	91.1	NC	Jazz	San Francisco, CA	07/02/2003	4	San Mateo County Community College District	San Mateo, CA	San Mateo	
KDIA	AM	1540	C	Religion	San Francisco, CA	07/02/2003	4	Baybridge Communications LLC	Vallejo, CA	Solano	
KDOW	AM	1220	C	BusNw/Talk	San Jose, CA	07/02/2003	34	Salem Communications Corporation	Palo Alto, CA	Santa Clara	
KDYA	AM	1190	C	Gospel	San Francisco, CA	07/02/2003	4	Baybridge Communications LLC	Vallejo, CA	Solano	
KEAR	AM	610	NC	Religion	San Francisco, CA	07/02/2003	4	Family Stations Inc	San Francisco, CA	San Francisco	
KEGG	FM	88.1	NC	Eclectic	San Francisco, CA	07/02/2003	4	El Cerrito High School	El Cerrito, CA	Contra Costa	
KEST	AM	1450	C	Ethnic/Talk	San Francisco, CA	07/02/2003	4	MultiCultural Radio Broadcasting Inc	San Francisco, CA	San Francisco	
KEZR	FM	106.5	C	Hot AC	San Jose, CA	07/02/2003	34	NextMedia Group Inc	San Jose, CA	Santa Clara	
KFAX	AM	1100	C	Chrst/Talk	San Francisco, CA	07/02/2003	4	Salem Communications Corporation	San Francisco, CA	San Francisco	
KFFG	FM	97.7	C	AAA	San Jose, CA	01/26/2005	34	Cumulus Broadcasting Inc	Los Altos, CA	Santa Clara	
KFGY	FM	92.9	C	Country	Santa Rosa, CA	07/02/2003	120	Maverick Media LLC	Healdsburg, CA	Sonoma	
KFJC	FM	89.7	NC	Variety	San Jose, CA	07/02/2003	34	Football-DeAnza Community College District	Los Altos, CA	Santa Clara	
KFOG	FM	104.5	C	AAA	San Francisco, CA	07/02/2003	4	Cumulus Broadcasting Inc	San Francisco, CA	San Francisco	
KFRC	FM	106.9	C	News	San Francisco, CA	07/02/2003	4	CBS Radio	San Francisco, CA	San Francisco	
KFRC	AM	1590	C	Oldies	San Francisco, CA	07/02/2003	4	CBS Radio	San Francisco, CA	San Francisco	
KGO	AM	810	C	News/Talk	San Francisco, CA	07/02/2003	4	Citadel/ABC	San Francisco, CA	San Francisco	
KIOI	FM	101.3	C	Hot AC	San Francisco, CA	07/02/2003	4	Clear Channel Communications Inc	San Francisco, CA	San Francisco	
KIQI	AM	1010	C	Span/Talk	San Francisco, CA	07/02/2003	4	MultiCultural Radio Broadcasting Inc	San Francisco, CA	San Francisco	

"C" - Commercial Station; "NC" - Non Commercial Station

"p" indicates pending sale to owner listed

EXHIBIT #1



FCC Geographic Market Definition for San Francisco, CA

Call Letters	AM/FM	Type	Freq	Station	Format	Home Market	Market Designation	Home Mkt Rank	Owner	City & State of License	County of License
KISQ	FM	98.1 C	Rhythm/Blu	San Francisco, CA	4	07/02/2003	4	Clear Channel Communications Inc	San Francisco, CA	San Francisco	
KITS	FM	105.3 C	Alternative	San Francisco, CA	4	07/02/2003	4	CBS Radio	San Francisco, CA	San Francisco	
KJCR	FM	104.1 C	Spanish/Oldies	Santa Rosa, CA	120	07/02/2003	120	Lazer Broadcasting Corporation	Windsor, CA	Sonoma	
KJZY	FM	93.7 C	Smooth	Santa Rosa, CA	120	07/02/2003	120	Redwood Empire Stereocesters	Sebastopol, CA	Sonoma	
KKDV	FM	92.1 C	AC	San Francisco, CA	4	07/02/2003	4	Coast Radio Company Inc	Walnut Creek, CA	Contra Costa	
KKGN	AM	960 C	Talk	San Francisco, CA	4	07/02/2003	4	Clear Channel Communications Inc	Oakland, CA	Alameda	
KKIQ	FM	101.7 C	AC	San Francisco, CA	4	07/02/2003	4	Coast Radio Company Inc	Livermore, CA	Alameda	
KKSF	FM	103.7 C	Class Hits	San Francisco, CA	4	07/02/2003	4	Clear Channel Communications Inc	San Francisco, CA	San Francisco	
KKUP	FM	91.5 NC	Variety	San Jose, CA	34	07/02/2003	34	Assurance Sciences Foundation	Cupertino, CA	Santa Clara	
KLIV	AM	1590 C	News	San Jose, CA	34	07/02/2003	34	Empire Broadcasting Corp	San Jose, CA	Santa Clara	
KLLC	FM	97.3 C	AC	San Francisco, CA	4	07/02/2003	4	CBS Radio	San Francisco, CA	San Francisco	
KLOK	AM	1170 C	Ethnic	San Jose, CA	34	07/02/2003	34	Principle Broadcasting Network LLC	San Jose, CA	Santa Clara	
KMEL	FM	106.1 C	Hot/Top/Rhy	San Francisco, CA	4	07/02/2003	4	Clear Channel Communications Inc	San Francisco, CA	San Francisco	
KMPX	FM	104.9 C	80s & 90s	Santa Rosa, CA	120	07/02/2003	120	Maverick Media LLC	Robert Park, CA	Sonoma	
KMKY	AM	1310 C	Family Hits	San Francisco, CA	4	07/02/2003	4	ABC/Disney	Oakland, CA	Alameda	
KMTG	FM	89.3 NC	Variety	San Jose, CA	34	07/02/2003	34	San Jose Unified School District	San Jose, CA	Santa Clara	
KMVC	FM	99.7 C	Rhythmic/AC	San Francisco, CA	4	07/02/2003	4	CBS Radio	San Francisco, CA	San Francisco	
KNBR	AM	880 C	Sports	San Francisco, CA	4	07/02/2003	4	Cumulus Broadcasting Inc	San Francisco, CA	San Francisco	
KNDL	FM	89.9 NC	Religion	San Francisco, CA	4	07/02/2003	4	University of Southern California	San Francisco, CA	San Francisco	
KNBW	AM	910 C	Talk	San Francisco, CA	4	07/02/2003	4	Clear Channel Communications Inc	Angwin, CA	Napa	
KNQB	FM	96.7 C	Adult Hits	Santa Rosa, CA	120	07/02/2003	120	JYH Broadcasting	Oakland, CA	Alameda	
KOHL	FM	89.3 NC	CHR	San Francisco, CA	4	07/02/2003	4	Fremont-Newark Community College District	Healdsburg, CA	Sonoma	
KOIT	FM	96.5 C	AC	San Francisco, CA	4	07/02/2003	4	Entercom	Fremont, CA	Alameda	
KPOO	FM	89.3 NC	DARK	San Francisco, CA	4	03/23/2006	4	University of California Regents	San Francisco, CA	San Mateo	
KPPA	FM	94.1 NC	Edict/Varty	San Francisco, CA	4	07/02/2003	4	Pacific Foundation	Pescadero, CA	Alameda	
KPPB	FM	89.3 NC	Edict/Varty	San Francisco, CA	4	07/02/2003	4	Pacific Foundation	Berkeley, CA	Alameda	
KPOO	FM	89.5 NC	Diverse	San Francisco, CA	4	07/02/2003	4	Poor Peoples Radio Inc	Berkeley, CA	Alameda	
KQED	FM	88.5 NC	Nws/Tlk/Inf	San Francisco, CA	120	07/02/2003	120	Rural California Broadcasting Corp	San Francisco, CA	San Francisco	
KRCB	FM	91.1 NC	Variety	Santa Rosa, CA	120	07/02/2003	120	Rural California Broadcasting Company	Santa Rosa, CA	Sonoma	
KREV	FM	92.7 C	CHR	San Francisco, CA	4	07/02/2003	4	Royce International Broadcasting Company	Alameda, CA	Alameda	
KRRS	AM	1460 C	Mexican	Santa Rosa, CA	120	07/02/2003	120	Luna Comm Trust, Savage Media Group LLC,	Santa Rosa, CA	Sonoma	
KRSH	FM	95.9 C	AAA	Santa Rosa, CA	120	07/02/2003	120	Sinclair Telecable Inc	Healdsburg, CA	Sonoma	
KRTY	FM	95.3 C	Country	San Jose, CA	34	07/02/2003	34	Empire Broadcasting Corp	Los Gatos, CA	Santa Clara	

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"p" indicates pending sale to owner listed



FCC Geographic Market Definition for San Francisco, CA

Call Letters	AM/FM	Freq	Type	Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
RRVH	FM	91.5	NC	Easy		San Francisco, CA	07/02/2003	4	River Delta Unified School District	Rio Vista, CA	Solano
KRZZ	FM	93.3	C	Mexican		San Francisco, CA	07/02/2003	4	Spanish Broadcasting System	San Francisco, CA	San Francisco
KSAN	FM	107.7	C	Rock		San Francisco, CA	07/02/2003	4	p Cumulus Broadcasting Inc	San Mateo, CA	San Mateo
KSCU	FM	103.3	NC	Variety		San Jose, CA	07/02/2003	34	Santa Clara University	Santa Clara, CA	Santa Clara
KSFB	AM	1280	NC	Relgm/Talk		San Francisco, CA	07/02/2003	4	IHR Educational Broadcasting	San Francisco, CA	San Francisco
KSPH	FM	87.9	NC	Variety		San Jose, CA	07/02/2003	34	St Francis High School of Mt. View	Mountain View, CA	Santa Clara
KSPN	AM	1510	C	Ethnc/Talk		San Francisco, CA	07/02/2003	4	Mapleton Communications LLC	Piedmont, CA	Alameda
KSFO	AM	950	C	Talk		San Francisco, CA	07/02/2003	4	Citadel/ABC	San Francisco, CA	San Francisco
KSJO	FM	92.3	C	Alternative		San Francisco, CA	07/02/2003	4	p Principle Broadcasting Network LLC	San Jose, CA	Santa Clara
KSJS	FM	90.5	NC	Variety		San Jose, CA	07/02/2003	34	San Jose State University	San Jose, CA	Santa Clara
KSJX	AM	1500	C	Asian/Talk		San Jose, CA	07/02/2003	34	Multicultural Radio Broadcasting Inc	San Jose, CA	Santa Clara
KSMC	FM	89.5	NC	Alternative		San Francisco, CA	07/02/2003	4	St Mary's College Student Association	Moraga, CA	Contra Costa
KSOL	FM	98.9	C	Mexican		San Francisco, CA	07/02/2003	4	Univision	San Francisco, CA	San Francisco
KSQQ	FM	96.1	C	Ethnic		San Jose, CA	07/02/2003	34	Coyote Communications Inc	Morgan Hill, CA	Santa Clara
KSRH	FM	88.1	NC	Variety		San Francisco, CA	07/02/2003	4	San Rafael High School	San Rafael, CA	Marin
KSRO	AM	1350	C	Nws/Tlk/Spt		Santa Rosa, CA	07/02/2003	120	Maverick Media LLC	Santa Rosa, CA	Sonoma
KSRT	FM	107.1	C	Mexican		Santa Rosa, CA	07/02/2003	120	Lazer Broadcasting Corporation	Cloverdale, CA	Sonoma
KSVY	FM	91.3	NC	Variety		Santa Rosa, CA	03/15/2005	120	Commonbond Foundation	Sonoma, CA	Sonoma
KSXY	FM	100.9	C	Top 40		Santa Rosa, CA	07/02/2003	120	Sinclair Telecable Inc	Calistoga, CA	Napa
KTGT	AM	1050	C	Sports		San Francisco, CA	07/02/2003	4	p Cumulus Broadcasting Inc	San Mateo, CA	San Mateo
KTOB	AM	1490	C	Mexican		Santa Rosa, CA	07/02/2003	120	Luna Comm Trust, Savage Media Group LLC	Petaluma, CA	Sonoma
KTRB	AM	860	C	Sports		San Francisco, CA	05/09/2007	4	Uecker, Susan L	San Francisco, CA	San Francisco
KTRY	FM	106.3	C	Country		Santa Rosa, CA	06/28/2007	120	Redwood Empire Stereocesters	Cazadero, CA	Sonoma
KUFJ	FM	98.5	C	Clsc Rock		San Jose, CA	07/02/2003	34	p Entercom	San Jose, CA	Santa Clara
KUJC	FM	95.3	C	AC		San Francisco, CA	07/02/2003	4	Coast Radio Company Inc	Vacaville, CA	Solano
KUSF	FM	90.3	NC	DARK		San Francisco, CA	07/02/2003	4	p University of Southern California	San Francisco, CA	San Francisco
KUZZ	FM	102.1	C	Clsc Rock		San Francisco, CA	07/02/2003	4	Entercom	San Francisco, CA	San Francisco
KVHS	FM	90.5	NC	New Rock		San Francisco, CA	07/02/2003	4	Clayton Valley High School	Concord, CA	Contra Costa
KVON	AM	1440	C	Nws/Tlk/Spt		San Francisco, CA	07/02/2003	120	Wine Country Broadcasting Company	Napa, CA	Napa
KVRV	FM	97.7	C	Clsc Rock		Santa Rosa, CA	07/02/2003	120	Maverick Media LLC	Monte Rio, CA	Sonoma
KVTO	AM	1400	C	Ethnic		San Francisco, CA	07/02/2003	4	Inner City Broadcasting Corporation	Berkeley, CA	Alameda
KVVF	FM	105.7	C	SonAC/Reg		San Jose, CA	07/02/2003	34	Univision	Santa Clara, CA	Santa Clara
KVVN	AM	1430	C	Ethnic		San Jose, CA	07/02/2003	34	Inner City Broadcasting Corporation	Santa Clara, CA	Santa Clara

"C" - Commercial Station; "NC" - Non Commercial Station

"p" indicates pending sale to owner listed



FCC Geographic Market Definition for San Francisco, CA

Call Letters	AM/FM	Freq	Type	Station	Format	Home Market	Market Designtrn Date	Home Rank	Owner	City & State of License	County of License
KVZ	FM	100.7	C	SprAC/Reg		San Francisco, CA	07/02/2003	4	Univision	San Rafael, CA	Marin
KVYN	FM	99.3	C	CHI/78.8/88		San Francisco, CA	07/02/2003	4	Wine Country Broadcasting Company	St Helena, CA	Napa
KWMR	FM	90.5	NC	Variety		San Francisco, CA	07/02/2003	4	KWMR Inc	Point Reyes Station, CA	Marin
KXCF	FM	0.0	NC	DARK		San Francisco, CA		4	Common Frequency Inc		
KAFX	FM	101.7	C	AOR		Santa Rosa, CA	07/02/2003	120	Maverick Media LLC	Santa Rosa, CA	Sonoma
KXTS	FM	98.7	C	Mexican		Santa Rosa, CA	07/02/2003	120	Sinclair Telecable Inc	Geyserville, CA	Sonoma
KYLD	FM	94.9	C	RhythmicTop4		San Francisco, CA	07/02/2003	4	Clear Channel Communications Inc	San Francisco, CA	San Francisco
KZSF	AM	1370	C	Mexican		San Jose, CA	07/02/2003	34	Duarte, Carlos A.	San Jose, CA	Santa Clara
KZSJ	AM	1120	C	Asian		San Jose, CA	07/02/2003	34	Bustos Media Holdings LLC	San Martin, CA	Santa Clara
KZST	FM	100.1	C	AC		Santa Rosa, CA	07/02/2003	120	Redwood Empire Stereocesters	Santa Rosa, CA	Sonoma
KZSU	FM	90.1	NC	Variety		San Jose, CA	07/02/2003	34	Leland Jr University	Stanford, CA	Santa Clara

Number of Stations in Geographic Market 110

Previous Stations in Geographic Market

'C' - Commercial Station; 'NC' - Non Commercial Station

'p' indicates pending sale to owner listed



FCC Geographic Market Definition for San Jose, CA

Call Letters	AM/FM	Freq	Type	Station	Format	Home Market	Market Designation	Home Mkt Rank	Owner	City & State of License	County of License
KAZA	AM	1290	C	Spanish	San Jose, CA	Radio Fiesta	07/02/2003	34	Radio Fiesta	Gilroy, CA	Santa Clara
KEAY	FM	94.5	C	AC	San Jose, CA	NextMedia Group Inc	07/02/2003	34	NextMedia Group Inc	Gilroy, CA	Santa Clara
KERG	FM	100.3	C	Span/Oldies	San Francisco, CA	Univision	01/26/2005	4	Univision	San Jose, CA	Santa Clara
KCRL	FM	104.9	C	Span/Vary	San Jose, CA	Principle Broadcasting Network LLC	01/26/2005	34	Principle Broadcasting Network LLC	Sunnyvale, CA	Santa Clara
KDOW	AM	1220	C	BushNw/Talk	San Jose, CA	Salem Communications Corporation	07/02/2003	34	Salem Communications Corporation	Palo Alto, CA	Santa Clara
KEZR	FM	106.5	C	Htt AC	San Jose, CA	NextMedia Group Inc	07/02/2003	34	NextMedia Group Inc	San Jose, CA	Santa Clara
KFFG	FM	97.7	C	AAA	San Jose, CA	p Cumulus Broadcasting Inc	01/26/2005	34	p Cumulus Broadcasting Inc	Los Altos, CA	Santa Clara
KFJC	FM	89.7	NC	Variety	San Jose, CA	Foothill-DeAnza Community College District	07/02/2003	34	Foothill-DeAnza Community College District	Los Altos, CA	Santa Clara
KKUP	FM	91.5	NC	Variety	San Jose, CA	Assurance Sciences Foundation	07/02/2003	34	Assurance Sciences Foundation	Cupertino, CA	Santa Clara
KLIV	AM	1590	C	News	San Jose, CA	Empire Broadcasting Corp	07/02/2003	34	Empire Broadcasting Corp	San Jose, CA	Santa Clara
KLOK	AM	1170	C	Ethnic	San Jose, CA	Principle Broadcasting Network LLC	07/02/2003	34	Principle Broadcasting Network LLC	San Jose, CA	Santa Clara
KMTG	FM	89.3	NC	Variety	San Jose, CA	San Jose Unified School District	07/02/2003	34	San Jose Unified School District	San Jose, CA	Santa Clara
KRTY	FM	95.3	C	Country	San Jose, CA	Empire Broadcasting Corp	07/02/2003	34	Empire Broadcasting Corp	Los Gatos, CA	Santa Clara
KSCU	FM	103.3	NC	Variety	San Jose, CA	Santa Clara University	07/02/2003	34	Santa Clara University	Santa Clara, CA	Santa Clara
KSFH	FM	87.9	NC	Variety	San Jose, CA	St Francis High School of Mt. View	07/02/2003	34	St Francis High School of Mt. View	Mountain View, CA	Santa Clara
KSJO	FM	92.3	C	Alternative	San Francisco, CA	p Principle Broadcasting Network LLC	07/02/2003	4	p Principle Broadcasting Network LLC	San Jose, CA	Santa Clara
KSJS	FM	90.5	NC	Variety	San Jose, CA	San Jose State University	07/02/2003	34	San Jose State University	San Jose, CA	Santa Clara
KSJX	AM	1500	C	Asian/Talk	San Jose, CA	Multicultural Radio Broadcasting Inc	07/02/2003	34	Multicultural Radio Broadcasting Inc	San Jose, CA	Santa Clara
KSOQ	FM	96.1	C	Ethnic	San Jose, CA	Coyote Communications Inc	07/02/2003	34	Coyote Communications Inc	Morgan Hill, CA	Santa Clara
KUFJ	FM	98.5	C	Cisc Rock	San Jose, CA	p Entarcem	07/02/2003	34	p Entarcem	San Jose, CA	Santa Clara
KVVF	FM	105.7	C	Span/AC/Reg	San Jose, CA	Univision	07/02/2003	34	Univision	Santa Clara, CA	Santa Clara
KVVN	AM	1430	C	Ethnic	San Jose, CA	Inner City Broadcasting Corporation	07/02/2003	34	Inner City Broadcasting Corporation	San Jose, CA	Santa Clara
KZSF	AM	1370	C	Mexican	San Jose, CA	Duharte, Carlos A.	07/02/2003	34	Duharte, Carlos A.	San Jose, CA	Santa Clara
KZSJ	AM	1120	C	Asian	San Jose, CA	Bustos Media Holdings LLC	07/02/2003	34	Bustos Media Holdings LLC	San Jose, CA	Santa Clara
KZSU	FM	90.1	NC	Variety	San Jose, CA	Leland Jr University	07/02/2003	34	Leland Jr University	Stamford, CA	Santa Clara

Number of Stations in Geographic Market 25

Previous Stations in Geographic Market

"C" - Commercial Station; "NC" - Non Commercial Station

"p" indicates pending sale to owner listed

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EXHIBIT #2

AFFIDAVIT AND QUALIFICATIONS OF CONSULTANT

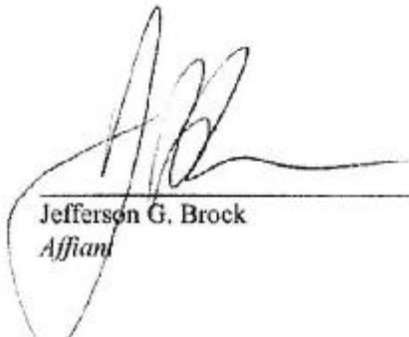
State of Georgia)
St. Simons Island) ss:
County of Glynn)

JEFFERSON G. BROCK, being duly sworn, deposes and says that he is an officer of Graham Brock, Inc. Graham Brock has been engaged by Cumulus Media Inc. to prepare the attached Technical Exhibit.

His qualifications are a matter of record before the Federal Communications Commission. He has been active in Broadcast Engineering since 1979.

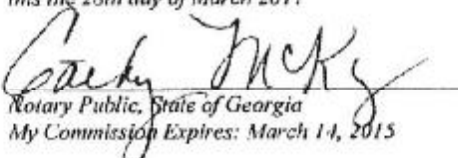
The attached report was either prepared by him or under his direction and all material and exhibits attached hereto are believed to be true and correct.

This the 28th day of March 2011.



Jefferson G. Brock
Affiant

*Sworn to and subscribed before me
this the 28th day of March 2011*



Rotary Public, State of Georgia
My Commission Expires: March 14, 2015

Stockton, CA Arbitron Metro

Upon consummation of the proposed transaction, CMI will control the following radio stations in the Stockton, California Arbitron Metro:

Station	Community of License	Facility ID	County of License
KWIN(FM)	Lodi, CA	60425	San Joaquin
KJOY(FM)	Stockton, CA	32215	San Joaquin

San Joaquin County is included within the Stockton, CA Arbitron Metro.

As reflected in the attached "FCC Geographic Market Definition for Stockton, CA," there are 14 authorized full-power commercial and noncommercial radio stations in the Stockton, CA Metro. Section 73.3555(a)(1) of the Commission's rules (47 C.F.R. §73.3555(a)(1)) provides that in radio markets with 14 or fewer full-power radio stations, a single entity may hold a cognizable interest in five (5) commercial radio stations, not more than three (3) of which may be in the same service; provided, that no party may have a cognizable interest in more than 50% of the full power commercial or noncommercial radio stations in such market unless the combination is comprised of no more than one AM and one FM station. As demonstrated above, CMI will control two (2) FM stations in the Stockton Metro, which will comply with the Commission's local radio ownership rule.



FCC Geographic Market Definition for Stockton, CA

Call Letters	AM/ FM	Freq	Station Type	Format	Home Market	Market Home		City & State of License	County of License
						Designation	Mkt Rank		
KAIS	FM	90.7	NC	ChrsContem	Stockton, CA	09/10/2004	83	Tracy, CA	San Joaquin
KCEC	AM	770	C	Christian	Stockton, CA	07/27/2010	83	Manteca, CA	San Joaquin
KCVR	AM	1570	C	Romantic	Stockton, CA	07/02/2003	83	Lodi, CA	San Joaquin
KUDY	FM	99.3	C	AC	Stockton, CA	07/02/2003	83	Stockton, CA	San Joaquin
KLRS	FM	89.7	NC	ChrsContem	Stockton, CA	11/06/2006	83	Lodi, CA	San Joaquin
KLVS	FM	107.3	C	ChrsContem	Stockton, CA	07/02/2003	83	Stockton, CA	San Joaquin
KMIX	FM	100.9	C	Mexican	Stockton, CA	07/02/2003	83	Tracy, CA	San Joaquin
KQOD	FM	100.1	C	Rhym/Oldie	Stockton, CA	07/02/2003	83	Stockton, CA	San Joaquin
KSTN	AM	1420	C	DARK	Stockton, CA	07/02/2003	83	Stockton, CA	San Joaquin
KUOP	FM	91.3	NC	Nws/Tlk/Inf	Stockton, CA	07/02/2003	83	Stockton, CA	San Joaquin
KWVG	AM	1290	C	Relgn/Talk	Stockton, CA	07/02/2003	83	Stockton, CA	San Joaquin
KWIN	FM	97.7	C	Hip Hop	Stockton, CA	07/02/2003	83	Lodi, CA	San Joaquin
KWSX	AM	1280	C	Talk	Stockton, CA	07/02/2003	83	Stockton, CA	San Joaquin
KYCC	FM	90.1	NC	Chrst/Inspir	Stockton, CA	07/02/2003	83	Stockton, CA	San Joaquin

Number of Stations in Geographic Market 14

Previous Stations in Geographic Market

KMFRQ	FM	96.7	C	Rock	Modesto, CA	04/01/2010	113	Riverbank, CA	Stanislaus
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C - Commercial Station; *NC* - Non Commercial Station

p indicates pending sale to owner listed

Syracuse, NY Arbitron Metro

Upon consummation of the proposed transaction, CMI will control the following radio stations in the Syracuse, New York Arbitron Metro:

Station	Community of License	Facility ID	County of License
WSKO(AM)	Syracuse, NY	50515	Onondaga
WAQX-FM	Manlius, NY	52606	Onondaga
WNTQ(FM)	Syracuse, NY	50514	Onondaga
WXTL(FM)	Syracuse, NY	58719	Onondaga

Onondaga County is included within the Syracuse, NY Arbitron Metro.

As reflected in the attached "FCC Geographic Market Definition for Syracuse, NY," there are 43 authorized full-power commercial and noncommercial radio stations in the Syracuse, NY Metro. Section 73.3555(a)(1) of the Commission's rules (47 C.F.R. § 73.3555(a)(1)) provides that in radio markets with between 30 and 44 full-power radio stations, a single entity may hold a cognizable interest in seven (7) commercial radio stations, not more than four (4) of which may be in the same service. As demonstrated above, CMI will control one (1) AM station and three (3) FM stations in the Syracuse Metro, which will comply with the Commission's local radio ownership rule.



FCC Geographic Market Definition for Syracuse, NY

Call Letters	AM/FM	Type	Freq	Station Format	Home Market	Market Home			City & State of License	County of License
						Designn Rank	Mkt Rank	Owner		
WAER	FM	86.3 NC	Jazz/News	Syracuse, NY	84	84	Syracuse University	Syracuse, NY	Onondaga	
WAMF	AM	1300 C	Children	Syracuse, NY	84	84	Fox, Craig	Fulton, NY	Oswego	
WAQX	FM	95.7 C	AOR	Syracuse, NY	84	84	Citadel Broadcasting Company	Manlius, NY	Onondaga	
WBES	FM	104.7 C	Country	Syracuse, NY	84	84	Clear Channel Communications Inc	Fulton, NY	Oswego	
WBXL	FM	90.5 NC	AC	Syracuse, NY	84	84	Baldwinsville Central School District	Baldwinsville, NY	Onondaga	
WCONY	FM	91.3 NC	Classical	Syracuse, NY	84	84	Public Broadcasting Council of Central NY Inc	Syracuse, NY	Onondaga	
WFBL	AM	1390 C	Nws/Tlk/Inf	Syracuse, NY	84	84	Leatherstocking Media Group Inc	Syracuse, NY	Onondaga	
WGRV	FM	101.7 NC	ChrsContem	Syracuse, NY	84	84	Educational Media Foundation	Pulaski, NY	Oswego	
WHEN	AM	620 C	Urban AC	Syracuse, NY	84	84	Clear Channel Communications Inc	Syracuse, NY	Onondaga	
WTC	FM	88.9 NC	Variety	Syracuse, NY	84	84	Cazenovia College	Cazenovia, NY	Madison	
WJPZ	FM	89.1 NC	Rhyme/CHR	Syracuse, NY	84	84	WJPZ Radio Inc	Syracuse, NY	Onondaga	
WKRH	FM	106.5 C	Modern	Syracuse, NY	84	84	Galaxy Communications	Mifflin, NY	Oswego	
WKRL	FM	100.9 C	Modern	Syracuse, NY	84	84	Galaxy Communications	North Syracuse, NY	Onondaga	
WMCR	AM	1600 C	Nws/Tlk/Inf	Syracuse, NY	84	84	Leatherstocking Media Group Inc	Oneida, NY	Madison	
WMCR	FM	106.3 C	Disc Hits	Syracuse, NY	84	84	Leatherstocking Media Group Inc	Oneida, NY	Madison	
WMHR	FM	102.9 NC	Christian	Syracuse, NY	84	84	Mars Hill Broadcasting Co Inc	Syracuse, NY	Onondaga	
WMVN	FM	100.3 C	Rhyme/AC	Syracuse, NY	84	84	Fox, Craig	Sylvan Beach, NY	Oneida	
WNTQ	FM	93.1 C	CHR	Syracuse, NY	84	84	Citadel Broadcasting Company	Syracuse, NY	Onondaga	
WNYO	FM	88.9 NC	Alt/Var/Tlk	Syracuse, NY	84	84	State University of New York	Oswego, NY	Oswego	
WOLF	AM	1490 C	Children	Syracuse, NY	84	84	Fox, Craig	Syracuse, NY	Onondaga	
WOLF	FM	105.1 C	Country	Syracuse, NY	84	84	Fox, Craig	Denuyler, NY	Madison	
WRCU	FM	90.1 NC	Variety	Syracuse, NY	84	84	Colgate University	Hamilton, NY	Madison	
WRVD	FM	90.3 NC	Nws/Tlk/Inf	Syracuse, NY	84	84	State University of New York	Syracuse, NY	Onondaga	
WRVN	FM	91.9 NC	Nws/Tlk/Inf	Syracuse, NY	84	84	State University of New York	Utica, NY	Oneida	
WRVO	FM	89.9 NC	Nws/Tlk/Inf	Syracuse, NY	84	84	State University of New York	Oswego, NY	Oswego	
WSQP	AM	1070 C	Span/Sprts	Syracuse, NY	84	84	Galaxy Communications	Sandy Creek-Pulaski, NY	Oswego	
WSEN	AM	1050 C	Oldies	Syracuse, NY	84	84	Leatherstocking Media Group Inc	Baldwinsville, NY	Onondaga	
WSEN	FM	92.1 C	Disc Hits	Syracuse, NY	84	84	Leatherstocking Media Group Inc	Baldwinsville, NY	Onondaga	
WSSO	AM	1440 C	Sports	Syracuse, NY	84	84	Galaxy Communications	Oswego, NY	Oswego	
WSV	AM	1540 C	Christian	Syracuse, NY	84	84	Fox, Craig	E. Syracuse, NY	Onondaga	
WSKO	AM	1260 C	Sports	Syracuse, NY	84	84	Citadel Broadcasting Company	Syracuse, NY	Onondaga	
WSYR	FM	106.9 C	Talk/News	Syracuse, NY	84	84	Clear Channel Communications Inc	Solvay, NY	Onondaga	

*p indicates pending sale to owner listed

C - Commercial Station; *NC* - Non Commercial Station



FCC Geographic Market Definition for Syracuse, NY

Call Letters	AM/ FM	Freq	Station Type	Format	Home Market	Market Home			City & State of License	County of License
						Designtn Date	Mkt Rank	Owner		
WSYR	AM	570	C	Talk/News	Syracuse, NY	07/02/2003	84	Clear Channel Communications Inc	Syracuse, NY	Onondaga
WTKV	FM	105.5	C	Clisc Rock	Syracuse, NY	07/02/2003	84	Galaxy Communications	Oswego, NY	Oswego
WTKW	FM	99.5	C	Clisc Rock	Syracuse, NY	07/02/2003	84	Galaxy Communications	Bridgeport, NY	Onondaga
WTLA	AM	1200	C	Sports	Syracuse, NY	07/02/2003	84	Galaxy Communications	North Syracuse, NY	Onondaga
WVOA	FM	103.9	C	Religion	Syracuse, NY	07/02/2003	84	Fox, Craig	Mexico, NY	Oswego
WWHT	FM	107.9	C	CHR	Syracuse, NY	07/02/2003	84	Clear Channel Communications Inc	Syracuse, NY	Onondaga
WWLF	FM	96.7	C	Country	Syracuse, NY	07/02/2003	84	Fox, Craig	Oswego, NY	Oswego
WXTL	FM	105.9	C	Talk	Syracuse, NY	07/02/2003	84	Citadel Broadcasting Company	Syracuse, NY	Onondaga
WXXE	FM	90.5	NC	Variety	Syracuse, NY	07/02/2003	84	Syracuse Community Radio Inc	Fenner, NY	Madison
WYYY	FM	94.5	C	AC	Syracuse, NY	07/02/2003	84	Clear Channel Communications Inc	Syracuse, NY	Onondaga
WZJN	FM	102.1	C	AC	Syracuse, NY	07/02/2003	84	Galaxy Communications	Phoenix, NY	Oswego

Number of Stations in Geographic Market 43

Previous Stations in Geographic Market

"C" - Commercial Station; "NC" - Non Commercial Station

"p" indicates pending sale to owner listed

Tucson, AZ Arbitron Metro

Upon consummation of the proposed transaction, CMI will control the following radio stations in the Tucson, Arizona Arbitron Metro:

Station	Community of License	Facility ID	County of License
KCUB(AM)	Tucson, AZ	56051	Pima
KTUC(AM)	Tucson, AZ	35684	Pima
KSZR(FM)	Oro Valley, AZ	39734	Pima
KHYT(FM)	Tucson, AZ	56053	Pima
KIIM-FM	Tucson, AZ	56052	Pima

Pima County is included within the Tucson, AZ Arbitron Metro.

As reflected in the attached "FCC Geographic Market Definition for Tucson, AZ," there are 41 authorized full-power commercial and noncommercial radio stations in the Tucson, AZ Metro. Section 73.3555(a)(1) of the Commission's rules (47 C.F.R. §73.3555(a)(1)) provides that in radio markets with between 30 and 44 full-power radio stations, a single entity may hold a cognizable interest in seven (7) commercial radio stations, not more than four (4) of which may be in the same service. As demonstrated above, CMI will control two (2) AM stations and three (3) FM stations in the Tucson Metro, which will comply with the Commission's local radio ownership rule.



FCC Geographic Market Definition for Tucson, AZ

Call Letters	AM/FM	Freq	Station Type	Format	Home Market	Market Designation	Home Rank	Owner	City & State of License	County of License
KAIC	FM	88.9	NC	Chr/Contem	Tucson, AZ	60	60	Educational Media Foundation	Tucson, AZ	Pima
KOEE	AM	690	C	Adlt Sindr	Tucson, AZ	07/02/2003	60	Good News Radio Broadcasting Inc	Tucson, AZ	Pima
KCMT	FM	102.1	C	Mexican	Tucson, AZ	07/02/2003	60	Lotus Communications Corp	Oro Valley, AZ	Pima
KCUB	AM	1290	C	Sprts/Talk	Tucson, AZ	07/02/2003	60	Cladell Broadcasting Company	Tucson, AZ	Pima
KEVT	AM	1210	C	DARF	Tucson, AZ	07/02/2003	60	One Mart Corp	Sahuarita, AZ	Pima
KFFN	AM	1490	C	Sprts/Talk	Tucson, AZ	07/02/2003	60	Journal Broadcast Group Inc	Tucson, AZ	Pima
KFLT	AM	830	NC	Inspir/Christ	Tucson, AZ	07/02/2003	60	Family Life Communications Inc	Tucson, AZ	Pima
KFLT	FM	88.5	NC	Inspir/Christ	Tucson, AZ	09/02/2005	60	Family Life Communications Inc	Tucson, AZ	Pima
KPMA	FM	92.1	C	Altre/News	Tucson, AZ	07/02/2003	60	Lotus Communications Corp	Green Valley, AZ	Pima
KGMB	FM	100.3	C	Rhyme/Oldie	Tucson, AZ	07/02/2003	60	Journal Broadcast Group Inc	Cradle, AZ	Pinal
KGMS	AM	940	C	Chrst/Talk	Tucson, AZ	07/02/2003	60	Good News Radio Broadcasting Inc	Tucson, AZ	Pima
KGYY	AM	1080	C	Cisc Hills	Tucson, AZ	07/02/2003	60	KGYY LLC	Green Valley, AZ	Pima
KHYT	FM	107.5	C	Cisc Hills	Tucson, AZ	07/02/2003	60	Cladell Broadcasting Company	Tucson, AZ	Pima
KIMM	FM	99.5	C	Country	Tucson, AZ	07/02/2003	60	Cladell Broadcasting Company	Tucson, AZ	Pima
KJLL	AM	1330	C	News/Talk	Tucson, AZ	07/02/2003	60	Hudson Communications Incorporated	South Tucson, AZ	Pima
KORY	FM	90.9	NC	Variety	Tucson, AZ	05/28/2008	60	St Paul Cultural Broadcasting Inc	Kearney, AZ	Pinal
KKYZ	FM	101.7	C	Oldies	Tucson, AZ	09/19/2005	60	Cochise Broadcasting LLC	Sierra Vista, AZ	Cochise
KLPX	FM	96.1	C	Cisc Rock	Tucson, AZ	07/02/2003	60	Lotus Communications Corp	Tucson, AZ	Pima
KMXZ	FM	94.9	C	Soft Rock	Tucson, AZ	07/02/2003	60	Journal Broadcast Group Inc	Tucson, AZ	Pima
KNST	AM	790	C	News/Talk	Tucson, AZ	07/02/2003	60	Clear Channel Communications Inc	Tucson, AZ	Pima
KOHN	FM	91.9	NC	Ethnic	Tucson, AZ	01/27/2005	60	Tohono O'odham Nation	Sells, AZ	Pima
KOHT	FM	98.3	C	HoHop/RhyB	Tucson, AZ	07/02/2003	60	Clear Channel Communications Inc	Marana, AZ	Pima
KOTH	FM	104.1	C	News/Talk	Tucson, AZ	07/02/2003	60	Journal Broadcast Group Inc	Tucson, AZ	Pima
KROX	FM	98.5	C	Oldies	Tucson, AZ	02/05/2004	60	Desert West Air Ranchers Corp	Vail, AZ	Pima
KROQ	FM	93.7	C	Top 40	Tucson, AZ	07/02/2003	60	Clear Channel Communications Inc	Tucson, AZ	Pima
KSAZ	AM	580	C	Span/Reign	Tucson, AZ	07/02/2003	60	Ehlinger, William	Marana, AZ	Pima
KSZR	FM	97.5	C	Adult Hits	Tucson, AZ	07/02/2003	60	Cladell Broadcasting Company	Oro Valley, AZ	Pima
KTKT	AM	990	C	Span/Sprts	Tucson, AZ	07/02/2003	60	Lotus Communications Corp	Tucson, AZ	Pima
KTUC	AM	1400	C	Adlt Sindr	Tucson, AZ	07/02/2003	60	Cladell Broadcasting Company	Tucson, AZ	Pima
KTZR	FM	97.1	C	Spanish AC	Tucson, AZ	07/02/2003	60	Clear Channel Communications Inc	Green Valley, AZ	Pima
KUAT	FM	90.5	NC	Classical	Tucson, AZ	07/02/2003	60	University of Arizona Board of Regents	Tucson, AZ	Pima
KUJZ	AM	1550	NC	NPR/Jazz	Tucson, AZ	07/02/2003	60	University of Arizona Board of Regents	Tucson, AZ	Pima

p indicates pending sale to owner listed

C - Commercial Station; *NC* - Non Commercial Station



FCC Geographic Market Definition for Tucson, AZ

Call Letters	AM/FM	Freq	Station Type	Format	Home Market	Market Home Designatin Date	MKT Rank	Owner	City & State of License	County of License
KUAZ	FM	99.1	NC	NPR/Jazz	Tucson, AZ	07/02/2003	60	University of Arizona Board of Regents	Tucson, AZ	Pima
KVOI	AM	1030	C	News/Talk	Tucson, AZ	07/02/2003	60	Good News Radio Broadcasting Inc	Cortaro, AZ	Pima
KVCX	FM	104.9	C	Variety	Tucson, AZ	09/03/2006	60	KZLZ LLC	Willcox, AZ	Cochise
KVFM	AM	1450	C	Oldies	Tucson, AZ	07/02/2003	60	Clear Channel Communications Inc	Tucson, AZ	Pima
KVMT	FM	92.9	C	AAA	Tucson, AZ	07/02/2003	60	Clear Channel Communications Inc	Tucson, AZ	Pima
KXCI	FM	91.3	NC	Prgrsv/Ecltc	Tucson, AZ	07/02/2003	60	Foundation for Creative Broadcasting Inc	Tucson, AZ	Pima
KXEW	AM	1600	C	Tejano	Tucson, AZ	07/02/2003	60	Clear Channel Communications Inc	South Tucson, AZ	Pima
KXZK	FM	103.7	C	Variety	Tucson, AZ	03/13/2006	60	Cochise Broadcasting LLC	Vail, AZ	Pima
KZLZ	FM	105.3	C	Mexican	Tucson, AZ	07/02/2003	60	KZLZ LLC	Keamy, AZ	Pinal

Number of Stations in Geographic Market 41

Previous Stations in Geographic Market

C - Commercial Station; *NC* - Non Commercial Station

p indicates pending sale to owner listed

Wilkes Barre-Scranton, PA Arbitron Metro

Upon consummation of the proposed transaction, CMI will control the following radio stations in the Wilkes Barre-Scranton, Pennsylvania Arbitron Metro:

Station	Community of License	Facility ID	County of License
WARM(AM)	Scranton, PA	70504	Lackawanna
WBSX(FM)	Hazleton, PA	133	Luzerne
WMGS(FM)	Wilkes-Barre, PA	70880	Luzerne
WSJR(FM)	Dallas, PA	43969	Luzerne
WBHT(FM)	Mountain Top, PA	20465	Luzerne
WBHD(FM)	Olyphant, PA	43521	Lackawanna

Both Lackawanna and Luzerne Counties are included within the Wilkes Barre-Scranton, PA Arbitron Metro.

As reflected in the attached "FCC Geographic Market Definition for Wilkes Barre-Scranton, PA," there are 51 authorized full-power commercial and noncommercial radio stations in the Wilkes Barre-Scranton, PA Metro. Section 73.3555(a)(1) of the Commission's rules (47 C.F.R. §73.3555(a)(1)) provides that in radio markets with 45 or more full-power radio stations, a single entity may hold a cognizable interest in eight (8) commercial radio stations, not more than five (5) of which may be in the same service. As demonstrated above, CMI will control one (1) AM station and five (5) FM stations in the Wilkes Barre-Scranton Metro, which will comply with the Commission's local radio ownership rule.



FCC Geographic Market Definition for Wilkes Barre-Scranton, PA

Call Letters	AM/ FM	Freq	Type	Station Format	Home Market	Market Home		Owner	City & State of License	County of License
						Designator	Rank			
WARM	AM	590	C	Oldies	Wilkes Barre-Scranton, PA	07/02/2003	71	Citadel Broadcasting Company	Scranton, PA	Lackawanna
WAZL	AM	1490	C	Class Hits	Wilkes Barre-Scranton, PA	07/02/2003	71	Panorama PA Inc	Hazleton, PA	Luzerne
WBAX	AM	1240	C	Sports	Wilkes Barre-Scranton, PA	07/02/2003	71	Times-Shamrock Communications Inc	Wilkes-Barre, PA	Luzerne
WEHD	FM	95.7	C	CHR	Wilkes Barre-Scranton, PA	07/02/2003	71	Citadel Broadcasting Company	Clyphart, PA	Lackawanna
WBHT	FM	97.1	C	CHR	Wilkes Barre-Scranton, PA	07/02/2003	71	Citadel Broadcasting Company	Mountain Top, PA	Luzerne
WESX	FM	97.9	C	Rock	Wilkes Barre-Scranton, PA	07/02/2003	71	Citadel Broadcasting Company	Hazleton, PA	Luzerne
WEUQ	FM	91.1	NC	Variety	Wilkes Barre-Scranton, PA	07/02/2003	71	Bloomsburg University of Pennsylvania	Bloomsburg, PA	Columbia
WBYX	FM	88.7	NC	Christian	Wilkes Barre-Scranton, PA	07/02/2003	71	Four Rivers Community Broadcasting Corp	Stroudsburg, PA	Monroe
WEZU	AM	910	C	News/Talk	Wilkes Barre-Scranton, PA	07/02/2003	71	Entercom	Scranton, PA	Lackawanna
WCDL	AM	1440	C	Sprts/Talk	Wilkes Barre-Scranton, PA	07/02/2003	71	Bold Gold Media Group LP	Carbondale, PA	Lackawanna
WCIQ	FM	107.7	NC	CContp/Chrst	Wilkes Barre-Scranton, PA	07/02/2003	71	Family Life Ministries	Dallas, PA	Luzerne
WCN	FM	91.3	NC	ChrContem	Wilkes Barre-Scranton, PA	10/27/2005	71	Family Life Ministries	Tunkhannock, PA	Wyoming
WGLH	FM	90.7	NC	Alternative	Wilkes Barre-Scranton, PA	07/02/2003	71	Wilkes University	Wilkes-Barre, PA	Luzerne
WDMT	FM	102.3	C	Class Hits	Wilkes Barre-Scranton, PA	07/02/2003	71	Entercom	Pittston, PA	Luzerne
WE.L	AM	690	C	Sports	Wilkes Barre-Scranton, PA	07/02/2003	71	Times-Shamrock Communications Inc	Scranton, PA	Lackawanna
WESS	FM	90.3	NC	Educ/Varty	Wilkes Barre-Scranton, PA	07/02/2003	71	East Stroudsburg University	East Stroudsburg, PA	Monroe
WEZX	FM	106.9	C	Class Rock	Wilkes Barre-Scranton, PA	07/02/2003	71	Times-Shamrock Communications Inc	Scranton, PA	Lackawanna
WFES	AM	1280	C	Sprts/Talk	Wilkes Barre-Scranton, PA	07/02/2003	71	Bold Gold Media Group LP	Berwick, PA	Columbia
WFLZ	FM	92.1	C	Alternative	Wilkes Barre-Scranton, PA	07/02/2003	71	Times-Shamrock Communications Inc	Nanticoke, PA	Luzerne
WFYY	FM	106.5	C	Hol AC	Wilkes Barre-Scranton, PA	10/29/2010	71	Max Media LLC (VA)	Bloomsburg, PA	Columbia
WGGI	FM	95.9	C	Country	Wilkes Barre-Scranton, PA	07/02/2003	71	Entercom	Benton, PA	Columbia
WGGY	FM	101.3	C	Country	Wilkes Barre-Scranton, PA	07/02/2003	71	Entercom	Scranton, PA	Lackawanna
WGMF	AM	1450	C	70s Oldies	Wilkes Barre-Scranton, PA	07/02/2003	71	GEOS Communications	Tunkhannock, PA	Wyoming
WHLM	AM	930	C	AC/Spt/News	Wilkes Barre-Scranton, PA	07/02/2003	71	Relly, Joseph & Nancy	Bloomsburg, PA	Columbia
WHLM	FM	103.5	C	Class Hits	Wilkes Barre-Scranton, PA	07/02/2003	71	Relly, Joseph & Nancy	Berwick, PA	Columbia
WCK	AM	1400	C	Sprts/Talk	Wilkes Barre-Scranton, PA	07/02/2003	71	Bold Gold Media Group LP	Scranton, PA	Lackawanna
WILK	AM	980	C	News/Talk	Wilkes Barre-Scranton, PA	07/02/2003	71	Entercom	Wilkes-Barre, PA	Luzerne
WILK	FM	103.1	C	News/Talk	Wilkes Barre-Scranton, PA	07/02/2003	71	Entercom	Avoca, PA	Luzerne
WITK	AM	1550	C	Chrst/Talk	Wilkes Barre-Scranton, PA	07/02/2003	71	Wilkins Communications Network Inc	Pittston, PA	Luzerne
WKGF	FM	107.9	C	CHR	Wilkes Barre-Scranton, PA	07/02/2003	71	Entercom	Tobyhanna, PA	Monroe
WKPZ	FM	96.5	C	CHR	Wilkes Barre-Scranton, PA	07/02/2003	71	Entercom	Friedland, PA	Luzerne
WKZN	AM	1300	C	News/Talk	Wilkes Barre-Scranton, PA	07/02/2003	71	Entercom	West Hazleton, PA	Luzerne

"C" - Commercial Station; "NC" - Non Commercial Station
 p indicates pending sale to owner listed



FCC Geographic Market Definition for Wilkes Barre-Scranton, PA

Call Letters	AM/ FM	Freq	Station Type	Home Market	Market Home Designtn Mkt Date	Rank	Owner	City & State of License	County of License
WMGS	FM	92.9	C	Wilkes Barre-Scranton, PA	07/02/2003	71	Citadel Broadcasting Company	Wilkes-Barre, PA	Luzerne
WFLY	AM	980	C	Wilkes Barre-Scranton, PA	07/02/2003	71	Nassau Broadcasting I LLC (New Members)	Mount Pocono, PA	Monroe
WPZX	FM	105.9	C	Wilkes Barre-Scranton, PA	07/02/2003	71	Times-Shamrock Communications Inc	Pocono Pines, PA	Monroe
WCFM	FM	100.1	C	Wilkes Barre-Scranton, PA	07/02/2003	71	Times-Shamrock Communications Inc	Forest City, PA	Susquehanna
WCOR	AM	750	C	Wilkes Barre-Scranton, PA	07/02/2003	71	J.M.J. Radio Inc	Olyphant, PA	Lackawanna
WRGN	FM	88.1	NC	Wilkes Barre-Scranton, PA	07/02/2003	71	Gospel Media Institute	Sweet Valley, PA	Luzerne
WRKC	FM	88.5	NC	Wilkes Barre-Scranton, PA	07/02/2003	71	Kings College	Wilkes-Barre, PA	Luzerne
WRTY	FM	91.1	NC	Wilkes Barre-Scranton, PA	07/02/2003	71	Temple University of Commwth System of Higher	Jackson Township, PA	Monroe
WSEB	FM	93.5	C	Wilkes Barre-Scranton, PA	07/02/2003	71	Nassau Broadcasting I LLC (New Members)	Stroudsburg, PA	Monroe
WSFX	FM	89.1	NC	Wilkes Barre-Scranton, PA	07/02/2003	71	Luzerne County Community College	Nanticoke, PA	Luzerne
WSJR	FM	93.7	C	Wilkes Barre-Scranton, PA	07/02/2003	71	Citadel Broadcasting Company	Dallas, PA	Luzerne
WTRW	FM	94.3	C	Wilkes Barre-Scranton, PA	07/02/2003	71	Bold Gold Media Group LP	Carbondale, PA	Lackawanna
WLJR	FM	99.5	NC	Wilkes Barre-Scranton, PA	07/02/2003	71	University Of Scranton	Scranton, PA	Lackawanna
WMIA	FM	89.9	NC	Wilkes Barre-Scranton, PA	07/02/2003	71	North Eastern Pennsylvania Educational	Scranton, PA	Lackawanna
WMMW	FM	91.7	NC	Wilkes Barre-Scranton, PA	07/02/2003	71	Marywood College	Scranton, PA	Lackawanna
WVPO	AM	840	C	Wilkes Barre-Scranton, PA	07/02/2003	71	Nassau Broadcasting I LLC (New Members)	Stroudsburg, PA	Monroe
WVTR	FM	104.9	C	Wilkes Barre-Scranton, PA	07/02/2003	71	Bold Gold Media Group LP	Scranton, PA	Lackawanna
WVCK	AM	1340	C	Wilkes Barre-Scranton, PA	07/02/2003	71	Bold Gold Media Group LP	Flains, PA	Luzerne
WZMF	AM	730	C	Wilkes Barre-Scranton, PA	07/02/2003	71	GEOS Communications	Nanticoke, PA	Luzerne

Number of Stations in Geographic Market 51

Previous Stations in Geographic Market

C - Commercial Station; *NC* - Non Commercial Station

p indicates pending sale to owner listed

RADIO MARKET ANALYSIS
RADIO LICENSE HOLDING CBC, LLC
KBOI/KIZN/KQFC - BOISE, IDAHO
KTIK/KKGL - NAMPA, IDAHO
KTIK-FM - NEW PLYMOUTH, IDAHO
March 2011

TECHNICAL STATEMENT

1. This technical statement and attached exhibits were prepared on behalf of Cumulus Media Inc. ("CMI") in connection with the proposed transfer of control of Citadel Broadcasting Corporation and its indirect licensee subsidiary, Radio License Holding CBC, LLC ("RLH"). RLH is the licensee of KBOI, 670 kHz, KIZN, Channel 222C, and KQFC¹, Channel 250C, Boise, Idaho; KTIK², 1350 kHz and KKGL, Channel 245C, Nampa, Idaho; and KTIK-FM, Channel 226C, New Plymouth, Idaho. KBOI, KIZN, KQFC, KTIK and KKGL are each licensed to a community in a metro county in the Boise, Idaho Arbitron Market. KTIK-FM is not licensed to a community in a metro county in the market, but is considered "home" to the Boise market. Therefore, a study to verify compliance of commonly owned stations in both a rated market and non-rated market is needed.

BOISE, IDAHO ARBITRON/BIA MARKET REVIEW

2. As shown on Exhibit #1, there are thirty-seven AM and FM (commercial and non-commercial) stations listed in the Boise, Idaho Arbitron Market (Market #101). Upon consummation of the proposed transaction, CMI would control four FM stations and two AM

-
- 1) KQFC has an outstanding permit to change to Channel 274C at its licensed site (BPH-20090811ABB) and will remain a metro station in the Boise, Idaho market.
 - 2) KTIK has an outstanding permit to increase power at its licensed site (BP-20080514) and will remain a metro station in the Boise, Idaho market.

stations in the market. The number of stations indicated falls in the thirty to forty-four stations tier of §73.3555(a)(1)(ii) of the Commission's rules. At this level, common ownership or control of up to seven stations, with no more than four in the same service, is permissible. Therefore, CMI will be in compliance in the rated Boise, Idaho market.

CONTOUR OVERLAP MARKET

3. Since KTIK-FM is considered "home" to the Boise market and has contour overlap with the other stations in the market, a study has been conducted to verify that the control of this station, in conjunction with the other stations noted herein, is also in compliance with the Commission's multiple ownership rules. The city grade contours of the subject stations for the contour overlap analysis are shown on Exhibit #2. The KBOI and KTIK-FM contours will be used to determine the number of other stations in the market to which the subject stations in the market will then be added to reach the total number of stations in or providing service to the market. No stations with transmitters located more than 92.0 kilometers from the boundary of the common overlap of subject stations will be considered. Further, no other facility to be controlled by CMI will be considered as a market contributor, unless it is a subject station in the radio market under study.

4. Exhibit #3 is a depiction of the AM and FM stations (commercial and non-commercial) providing service to the KBOI/KTIK-FM Radio Market, which depicts thirteen contributing stations. Exhibit #4 is a tabulation of the stations in the Radio Market. A total of nineteen

stations are shown, including the six subject stations.³ The number of stations indicated falls in the fifteen to twenty-nine stations tier of §73.3555(a)(1)(iii) of the Commission's rules. At this level, common ownership or control of up to six stations, with no more than four in the same service, is permissible. Therefore, CMI will be in compliance in the non-rated market.

5. Based on the compliance shown in both rated and non-rated markets, the proposed transfer of control is in compliance with §73.3555 of the Commission's rules, regarding the above referenced stations.

6. The foregoing technical statement was prepared on behalf of Cumulus Media Inc. by Graham Brock, Inc., its Technical Consultants. All information contained herein is true and accurate to the best of our belief and knowledge. All data relating to AM and FM facilities in the relevant BIA/Arbitron market was determined using the BIA Financial Network, Inc. Media Access Pro, Version 4.5. BIA database. Technical data related to AM and FM facilities was extracted from the Commission's CDBS database. We assume no liability for errors or omissions in either database which may be adverse to the information contained herein.

3) There are additional stations, but they are not considered as the stations identified are sufficient to allow common control of the stations which will be commonly owned.



FCC Geographic Market Definition for Boise, ID

Call Letters	AM/FM	Freq	Station Type	Format	Home Market	Market Designator	Home Mkt Rank	Owner	City & State of License	County of License
KARJ	FM	88.3	NC	ChrsContem	Boise, ID	06/13/2005	101	Educational Media Foundation	Kuna, ID	Ada
KAWO	FM	104.3	C	Country	Boise, ID	07/02/2003	101	Peak Broadcasting LLC	Boise, ID	Ada
KBGN	AM	1060	C	Christian	Boise, ID	07/02/2003	101	Wilson, Nelson & Karen	Caldwell, ID	Canyon
KBOI	AM	670	C	News/Talk	Boise, ID	07/02/2003	101	Citadel Broadcasting Company	Boise, ID	Ada
KBSU	AM	730	NC	News/Jazz	Boise, ID	07/02/2003	101	Idaho State Board of Education	Boise, ID	Ada
KBSU	FM	90.3	NC	Classical	Boise, ID	07/02/2003	101	Idaho State Board of Education	Boise, ID	Ada
KBSX	FM	91.5	NC	NPR/Talk	Boise, ID	07/02/2003	101	Idaho State Board of Education	Boise, ID	Ada
KBXL	FM	94.1	C	Chrst/Talk	Boise, ID	07/02/2003	101	KSPD Inc	Caldwell, ID	Canyon
KCID	AM	1490	C	Relgrn/Spn	Boise, ID	07/02/2003	101	Salt & Light Radio Inc	Caldwell, ID	Canyon
KC-X	FM	105.9	C	Hot AC	Boise, ID	07/02/2003	101	Peak Broadcasting LLC	Garden City, ID	Ada
KDBI	FM	101.9	C	Mexican	Boise, ID	07/02/2003	101	Adearte Media Group	Emmett, ID	Gern
KDJQ	AM	890	C	DARK	Boise, ID	03/31/2005	101	p Iglesia Misionera Penitentes Inc	Meridian, ID	Ada
KFXD	AM	630	C	Sports	Boise, ID	07/02/2003	101	Peak Broadcasting LLC	Boise, ID	Ada
KGEM	AM	1140	C	Religion	Boise, ID	07/02/2003	101	Salt & Light Radio Inc	Boise, ID	Ada
KIDO	AM	590	C	Nws/Tik/Spt	Boise, ID	07/02/2003	101	Peak Broadcasting LLC	Nampa, ID	Canyon
KIOV	AM	1450	C	Sports	Boise, ID	06/12/2007	101	Media Enterprises LLC	Notus, ID	Canyon
KIZN	FM	92.3	C	Country	Boise, ID	07/02/2003	101	Citadel Broadcasting Company	Boise, ID	Ada
KJOT	FM	105.1	C	Rock	Boise, ID	07/02/2003	101	Journal Broadcast Group Inc	Boise, ID	Ada
KKGL	FM	96.9	C	Clsc Rock	Boise, ID	07/02/2003	101	Citadel Broadcasting Company	Nampa, ID	Canyon
KNJY	AM	950	C	Christian	Boise, ID	07/02/2003	101	First Western Inc	Boise, ID	Ada
KOAY	FM	88.7	NC	ChrsContem	Boise, ID	07/12/2010	101	Idaho Conference of Seventh-Day Adventists Inc	Middleton, ID	Canyon
KPDA	FM	100.7	C	Mexican	Boise, ID	07/02/2003	101	FM Idaho Co LLC	Gooding, ID	Gooding
KPHD	FM	97.5	C	DARK	Boise, ID	01/06/2009	101	p Northern Nevada Media Inc	Elko, NV	Elko
KQFC	FM	97.9	C	Country	Boise, ID	07/02/2003	101	Citadel Broadcasting Company	Boise, ID	Ada
KQLZ	FM	99.1	C	Alternative	Boise, ID	07/02/2003	101	FM Idaho Co LLC	Mountain Home, ID	Elmore
KQXR	FM	100.3	C	New Rock	Boise, ID	07/02/2003	101	Journal Broadcast Group Inc	Payette, ID	Payette
KRVB	FM	94.9	C	AAA	Boise, ID	07/02/2003	101	Journal Broadcast Group Inc	Nampa, ID	Canyon
KSAS	FM	103.3	C	Top 40	Boise, ID	07/02/2003	101	Peak Broadcasting LLC	Caldwell, ID	Canyon
KSPD	AM	790	C	Chrst/Talk	Boise, ID	07/02/2003	101	KSPD Inc	Boise, ID	Ada
KSRV	FM	96.1	C	AC	Boise, ID	06/19/2007	101	FM Idaho Co LLC	Ontario, OR	Malheur
KTHI	FM	107.1	C	Oldies	Boise, ID	07/02/2003	101	Journal Broadcast Group Inc	Caldwell, ID	Canyon
KTKK	FM	93.1	C	Sprns/Talk	Boise, ID	07/02/2003	101	Citadel Broadcasting Company	New Plymouth, ID	Payette
KTKK	AM	1350	C	Sprns/Talk	Boise, ID	07/02/2003	101	Citadel Broadcasting Company	Nampa, ID	Canyon

"C" - Commercial Station; "NC" - Non Commercial Station

"p" indicates pending sale to owner listed

EXHIBIT #1



FCC Geographic Market Definition for Boise, ID

Call Letters	AM/FM	Freq	Type	Station	Format	Home Market	Market Designation Date	Home Rank	Owner	City & State of License	County of License
KTSY	FM	89.5	NC	ChrisContem	Boise, ID	07/02/2003	101	Idaho Conference of Seventh-Day Adventists Inc	Caldwell, ID	Canyon	
KWEI	FM	99.5	C	Spn/Mar/Tej	Boise, ID	07/02/2003	101	Treasure Valley Broadcasting	Frutland, ID	Payette	
KWYD	FM	101.1	C	Rhymc/Top4	Boise, ID	06/13/2007	101	FM Idaho Co LLC	Parma, ID	Canyon	
KXLT	FM	107.9	C	Soft AC	Boise, ID	07/02/2003	101	Peak Broadcasting LLC	Eagle, ID	Ada	

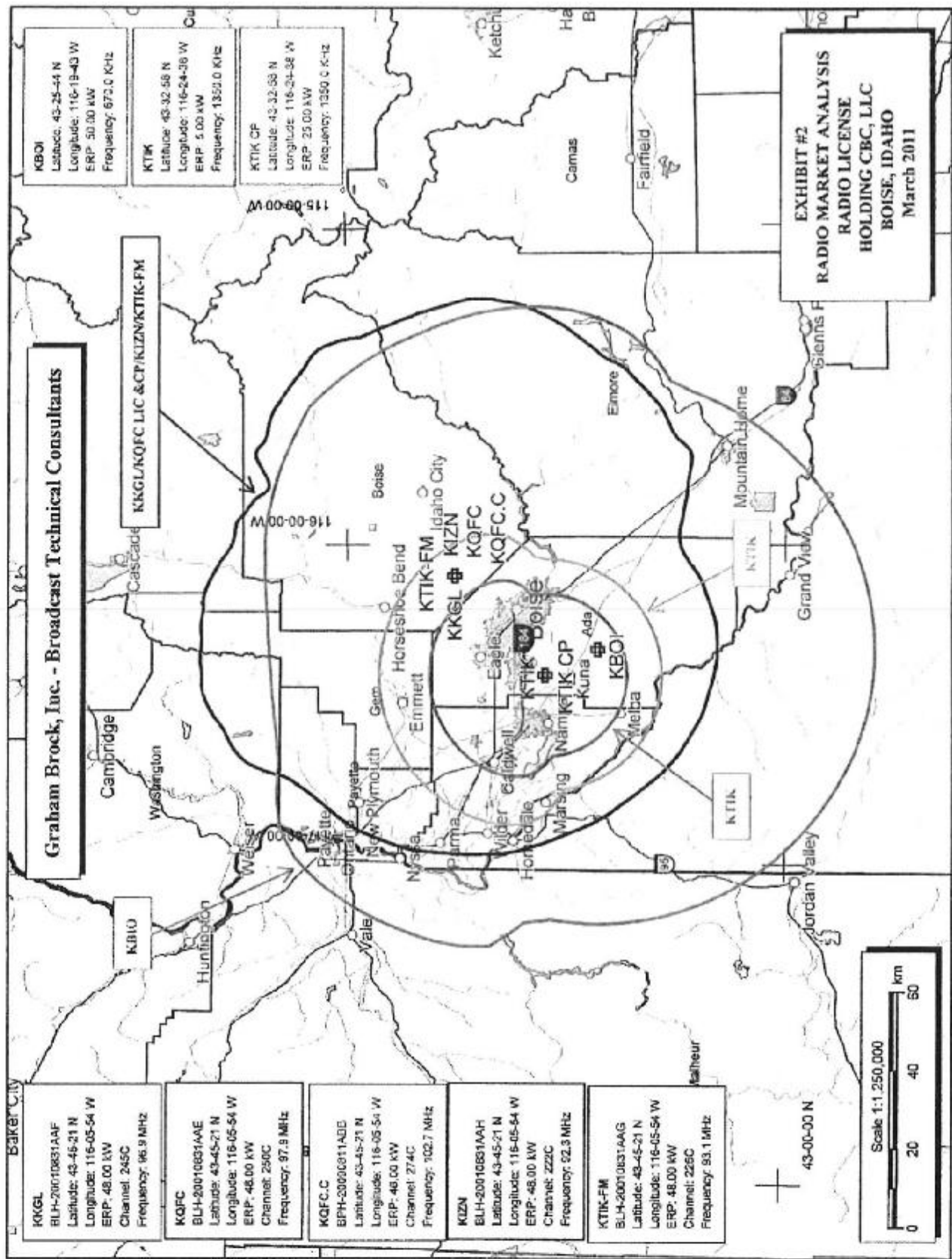
Number of Stations in Geographic Market 37

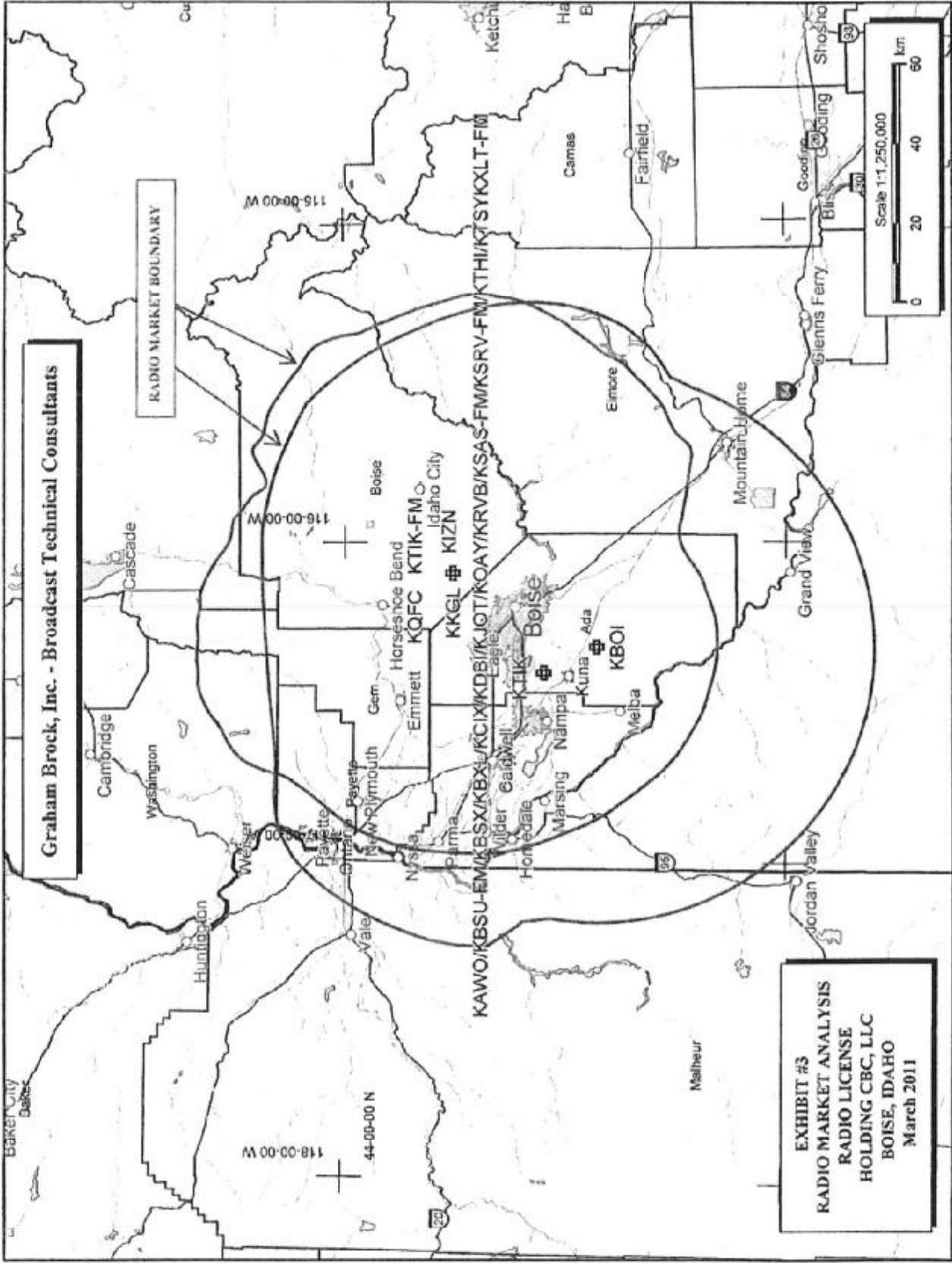
Previous Stations in Geographic Market

KDZY	FM	98.3	C	Country		08/18/2005	0	KSPD Inc	McCall, ID	Valley
KQTA	FM	106.3	C	Mexcn/Oide		08/09/2006	0	Adelantic Media Group	Homedale, ID	Owyhee

"C" - Commercial Station; "NC" - Non Commercial Station

"p" indicates pending sale to owner listed





Graham Brock, Inc. - Broadcast Technical Consultants

RADIO MARKET BOUNDARY

**EXHIBIT #3
RADIO MARKET ANALYSIS
RADIO LICENSE
HOLDING CBC, LLC
BOISE, IDAHO
March 2011**

RADIO MARKET ANALYSIS
RADIO LICENSE HOLDING CBC, LLC
KBOI/KIZN/KOFC - BOISE, IDAHO
KTIK/KKGL - NAMPA, IDAHO
KTIK-FM - NEW PLYMOUTH, IDAHO
March 2011

EXHIBIT #4

Tabulation of Stations in Radio Market

AM Stations

* KBOI	670 kHz	Boise, Idaho
* KTIK	1350 kHz	Nampa, Idaho

Total AM Stations - 2

FM Stations

KOAY	Ch 204C1	Middleton, Idaho
KTSY	Ch 208C1	Caldwell, Idaho
KBSU-FM	Ch 212C	Boise, Idaho
KBSX	Ch 218C1	Boise, Idaho
* KIZN	Ch 222C	Boise, Idaho
* KTIK-FM	Ch 226C	New Plymouth, Idaho
KRVB	Ch 235C	Nampa, Idaho
KSRV-FM	Ch 241C	Ontario, Oregon
* KKGL	Ch 245C	Nampa, Idaho
* KQFC	Ch 250C	Boise, Idaho
KDBI	Ch 270C	Emmett, Idaho
KSAS-FM	Ch 277C	Caldwell, Idaho
KAWO	Ch 282C	Boise, Idaho
KJOT	Ch 286C	Boise, Idaho
KCIX	Ch 290C	Garden City, Idaho
KTHI	Ch 296C	Caldwell, Idaho
KXLT-FM	Ch 300C	Eagle, Idaho

Total FM Stations - 17

GRAND TOTAL OF STATIONS CONSIDERED IN STUDY - 19

* Subject station

AFFIDAVIT AND QUALIFICATIONS OF CONSULTANT

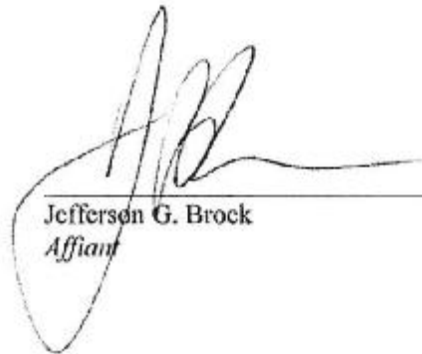
State of Georgia)
St. Simons Island) ss:
County of Glynn)

JEFFERSON G. BROCK, being duly sworn, deposes and says that he is an officer of Graham Brock, Inc. Graham Brock has been engaged by Cumulus Media Inc. to prepare the attached Technical Exhibit.

His qualifications are a matter of record before the Federal Communications Commission. He has been active in Broadcast Engineering since 1979.

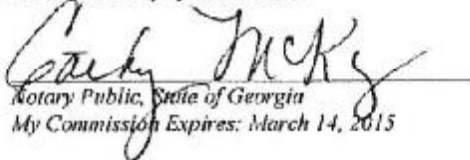
The attached report was either prepared by him or under his direction and all material and exhibits attached hereto are believed to be true and correct.

This the 28th day of March 2011.



Jefferson G. Brock
Affiant

*Sworn to and subscribed before me
this the 28th day of March 2011*



Notary Public, State of Georgia
My Commission Expires: March 14, 2015

RADIO MARKET ANALYSIS
RADIO LICENSE HOLDING CBC, LLC
KBGG/KGGO/KHKI
DES MOINES, IOWA
KJJY - WEST DES MOINES, IOWA
KWQW - BOONE, IOWA
March 2011

TECHNICAL STATEMENT

1. This technical statement and attached exhibits were prepared on behalf of Cumulus Media Inc. in connection with the proposed transfer of control of Citadel Broadcasting Corporation and its indirect licensee subsidiary, Radio License Holding CBC, LLC ("RLH"). RLH is the licensee of KBGG, 1700 kHz, KGGO, Channel 235C0, and KHKI, Channel 247C1, Des Moines, Iowa; KJJY, Channel 223C2, West Des Moines, Iowa and KWQW, Channel 252C2, Boone, Iowa. KBGG, KGGO, KHKI and KJJY are each licensed to a community in a metro county in the Des Moines, Iowa Arbitron Market. KWQW is not licensed to a community in a metro county in the market, but is considered "home" to the Des Moines market. Therefore, a study to verify compliance of commonly owned stations in both a rated market and non-rated market is needed.

DES MOINES, IOWA ARBITRON/BIA MARKET REVIEW

2. As shown on Exhibit #1, there are thirty-four AM and FM (commercial and non-commercial) stations listed in the Des Moines, Iowa Arbitron Market (Market #91). RLH controls four FM stations and one AM station in the market. The number of stations indicated falls in the thirty to forty-four stations tier of §73.3555(a)(1)(ii) of the Commission's rules. At

this level, common ownership or control of up to seven stations, with no more than four in the same service, is permissible. Therefore, RLH is in compliance in the rated Des Moines, Iowa market.

CONTOUR OVERLAP MARKET

3. Since KWQW is considered "home" to the Des Moines market and has contour overlap with the other stations in the market, a study has been conducted to verify that the control of this station, in conjunction with the other stations noted herein, is also in compliance with the Commission's multiple ownership rules. The city grade contours of the subject stations for the contour overlap analysis are shown on Exhibit #2. The contours of the subject stations will be used to determine the number of other stations in the market to which the subject stations in the market will then be added to reach the total number of stations in or providing service to the market. No stations with transmitters located more than 92.0 kilometers from the boundary of the common overlap of subject stations will be considered. Further, no other facility controlled by RLH will be considered as a market contributor, unless it is a subject station in the radio market under study.

4. Exhibit #3 is a depiction of the AM and FM stations (commercial and non-commercial) providing service to the Radio Market, which depicts thirteen contributing stations. Exhibit #4 is a tabulation of the stations in the Radio Market. A total of eighteen stations are shown, including the five subject stations.¹ The number of stations indicated falls in the fifteen to twenty-nine stations tier of §73.3555(a)(1)(iii) of the Commission's rules. At this level, common ownership or

1) There are additional stations, but they are not considered as the stations identified are sufficient to allow common control of the stations which will be commonly owned.

control of up to six stations, with no more than four in the same service, is permissible.

Therefore, RLH is in compliance in the non-rated market.

5. Based on the compliance shown in both rated and non-rated markets, the proposed transfer of control is in compliance with §73.3555 of the Commission's rules, regarding the above referenced stations.

6. The foregoing technical statement was prepared on behalf of Cumulus Media Inc. by Graham Brock, Inc., its Technical Consultants. All information contained herein is true and accurate to the best of our belief and knowledge. All data relating to AM and FM facilities in the relevant BIA/Arbitron market was determined using the BIA Financial Network, Inc. Media Access Pro, Version 4.5, BIA database. Technical data related to AM and FM facilities was extracted from the Commission's CDBS database. We assume no liability for errors or omissions in either database which may be adverse to the information contained herein.



FCC Geographic Market Definition for Des Moines, IA

Call Letters	AM/FM	Freq	Station Type	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
KASI	AM	1430	C	News/Talk	Des Moines, IA	07/02/2003	91	Clear Channel Communications Inc	Ames, IA	Story
KAZR	FM	103.3	C	AOR	Des Moines, IA	07/02/2003	91	Saga Communications Inc	Pella, IA	Marion
KBGG	AM	1700	C	Sports	Des Moines, IA	07/02/2003	91	Citadel Broadcasting Company	Des Moines, IA	Polk
KCCQ	FM	105.1	C	Modern	Des Moines, IA	07/02/2003	91	Clear Channel Communications Inc	Ames, IA	Story
KDFR	FM	91.3	NC	Religion	Des Moines, IA	07/02/2003	91	Family Stations Inc	Des Moines, IA	Polk
KDLS	AM	1310	C	Cisc Hills	Des Moines, IA	07/02/2003	91	Coon Valley Communications	Perry, IA	Dallas
KOLS	FM	105.5	C	Mexican	Des Moines, IA	07/02/2003	91	Latin Broadcasting Company	Perry, IA	Dallas
KDMR	FM	88.9	NC	NPR	Des Moines, IA	01/31/2005	91	University of Northern Iowa	Mitchellville, IA	Polk
KDPS	FM	88.1	NC	Variety	Des Moines, IA	07/02/2003	91	Des Moines Independent Community School	Des Moines, IA	Polk
KDRB	FM	100.3	C	Cisc Hills	Des Moines, IA	07/02/2003	91	Clear Channel Communications Inc	Des Moines, IA	Polk
KEDB	FM	105.3	C	Oodies	Des Moines, IA	05/14/2009	91	Jenkins, F.ied	Chariton, IA	Lucas
KGGQ	FM	94.9	C	Cisc Rock	Des Moines, IA	07/02/2003	91	Citadel Broadcasting Company	Des Moines, IA	Polk
KHKI	FM	97.3	C	Country	Des Moines, IA	07/02/2003	91	Citadel Broadcasting Company	Des Moines, IA	Polk
KIHS	FM	88.5	NC	Cst/Edu/Tik	Des Moines, IA	10/26/2005	91	Calvary Radio Network Inc (IN)	Adel, IA	Dallas
KIOA	FM	93.3	C	Oodies	Des Moines, IA	07/02/2003	91	Saga Communications Inc	Des Moines, IA	Polk
KJJY	FM	92.5	C	Country	Des Moines, IA	07/02/2003	91	Citadel Broadcasting Company	West Des Moines, IA	Polk
KJMC	FM	89.3	NC	Urban/Jazz	Des Moines, IA	07/02/2003	91	Minority Communications Inc	Des Moines, IA	Polk
KKDM	FM	107.5	C	Top 40	Des Moines, IA	07/02/2003	91	Clear Channel Communications Inc	Des Moines, IA	Polk
KLTI	FM	104.1	C	Soft AC	Des Moines, IA	07/02/2003	91	Saga Communications Inc	Ames, IA	Story
KPSZ	AM	940	C	Chrst/Edu/Jca	Des Moines, IA	07/02/2003	91	Saga Communications Inc	Des Moines, IA	Polk
KPTL	FM	106.3	C	AAA	Des Moines, IA	07/02/2003	91	Clear Channel Communications Inc	Ankeny, IA	Polk
KPJL	FM	99.5	C	ChrsContem	Des Moines, IA	07/02/2003	91	Positive Impact Media	Winterset, IA	Madison
KRNT	AM	1350	C	Adlt Sindr	Des Moines, IA	07/02/2003	91	Saga Communications Inc	Des Moines, IA	Polk
KSTM	FM	88.9	NC	Variety	Des Moines, IA	07/02/2003	91	Simpson College	Indianola, IA	Warren
KSTZ	FM	102.5	C	Hot AC	Des Moines, IA	07/02/2003	91	Saga Communications Inc	Des Moines, IA	Polk
KURE	FM	88.5	NC	Alternative	Des Moines, IA	07/02/2003	91	Residence Association Broadcasting Services Inc	Ames, IA	Story
KWDM	FM	88.7	NC	New Rock	Des Moines, IA	07/02/2003	91	West Des Moines Community School District	West Des Moines, IA	Polk
KWKY	AM	1150	C	Christian	Des Moines, IA	07/02/2003	91	Saint Gabriel Communications	Des Moines, IA	Polk
KWOW	FM	98.3	C	Talk	Des Moines, IA	07/02/2003	91	Citadel Broadcasting Company	Boone, IA	Boone
KXLQ	AM	1490	C	DARK	Des Moines, IA	07/02/2003	91	Branch Broadcasting Corporation	Indianola, IA	Warren
KXNO	AM	1460	C	Sports	Des Moines, IA	07/02/2003	91	Clear Channel Communications Inc	Des Moines, IA	Polk
WHD	AM	1040	C	News/Talk	Des Moines, IA	07/02/2003	91	Clear Channel Communications Inc	Des Moines, IA	Polk
WOL	AM	540	NC	News/Talk	Des Moines, IA	07/02/2003	91	Iowa State University	Ames, IA	Story

C - Commercial Station; *NC* - Non Commercial Station

p indicates pending sale to owner listed



FCC Geographic Market Definition for Des Moines, IA

Call Letters	AM/FM	Type	Freq	Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
WOI	FM	90.1	NC	Clb/Jaz/News	Des Moines, IA	07/02/2003	91	Iowa State University	Ames, IA	Story	

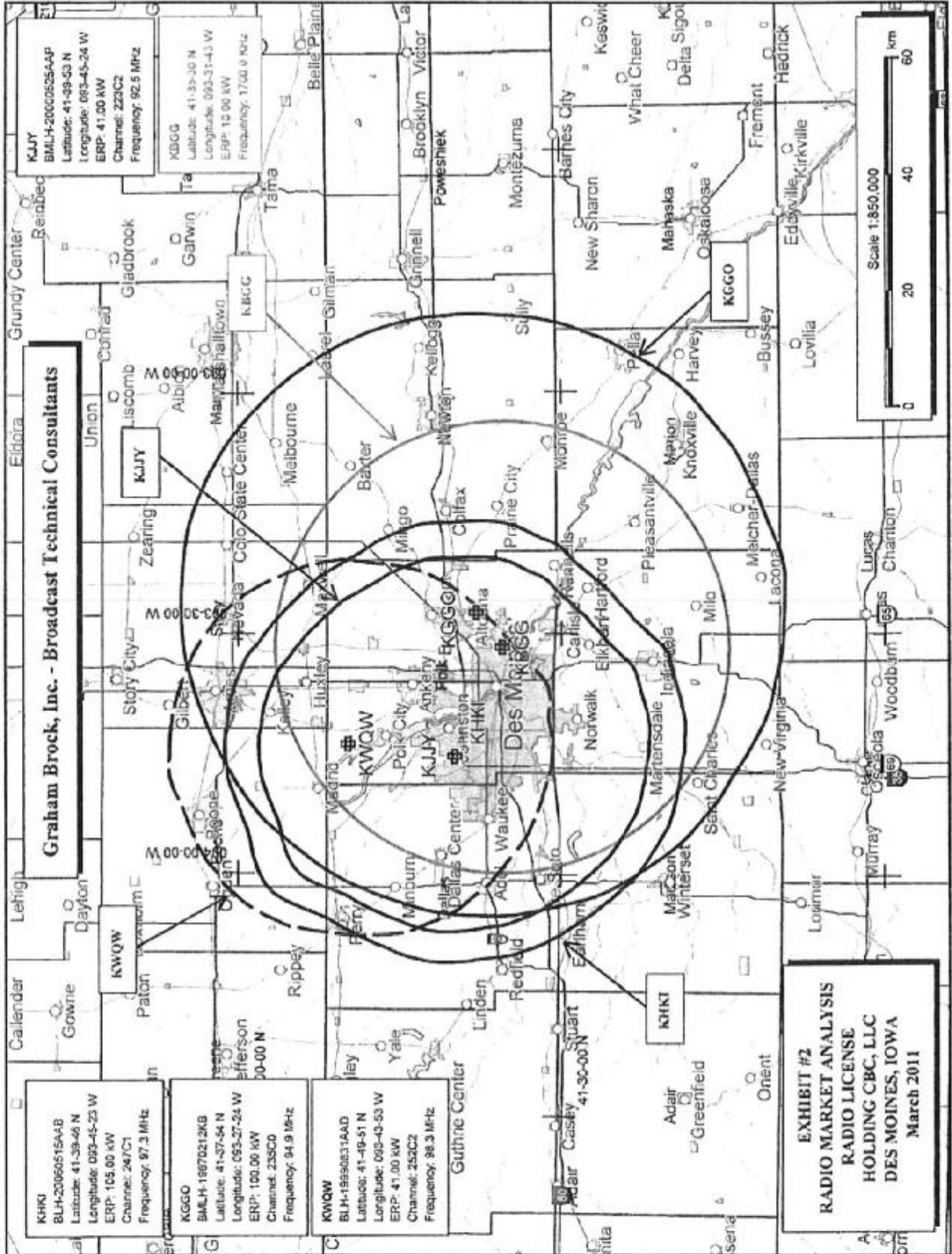
Number of Stations in Geographic Market 34

Previous Stations in Geographic Market

KNWI	FM	107.1	NC	ChrcContem		11/04/2004	0	Northwestern College	Osceola, IA	Clarke
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"C" - Commercial Station; "NC" - Non Commercial Station

"p" indicates pending sale to owner listed



Graham Brock, Inc. - Broadcast Technical Consultants

KHKT
 BLH-20060515A4-B
 Latitude: 41-39-46 N
 Longitude: 093-45-23 W
 ERP: 105.00 kW
 Channel: 247/C1
 Frequency: 87.3 MHz

KGGG
 BMLH-19870212KB
 Latitude: 41-37-54 N
 Longitude: 093-27-24 W
 ERP: 100.00 kW
 Channel: 235CD
 Frequency: 94.9 MHz

KWQW
 BLH-19850831AAD
 Latitude: 41-49-51 N
 Longitude: 093-43-53 W
 ERP: 41.00 kW
 Channel: 253C2
 Frequency: 88.3 MHz

KJUY
 BMLH-20060525A4P
 Latitude: 41-39-53 N
 Longitude: 093-45-24 W
 ERP: 41.00 kW
 Channel: 223C2
 Frequency: 92.5 MHz

KGGG
 Latitude: 41-35-30 N
 Longitude: 093-31-43 W
 ERP: 13.00 kW
 Frequency: 17.00 MHz

EXHIBIT #2
RADIO MARKET ANALYSIS
RADIO LICENSE
HOLDING CBC, LLC
DES MOINES, IOWA
March 2011

