

RADIO MARKET ANALYSIS
CUMULUS LICENSING LLC
RADIO LICENSE HOLDING CBC, LLC
ALABAMA / MISSISSIPPI
March 2011

EXHIBIT #8 (continued)

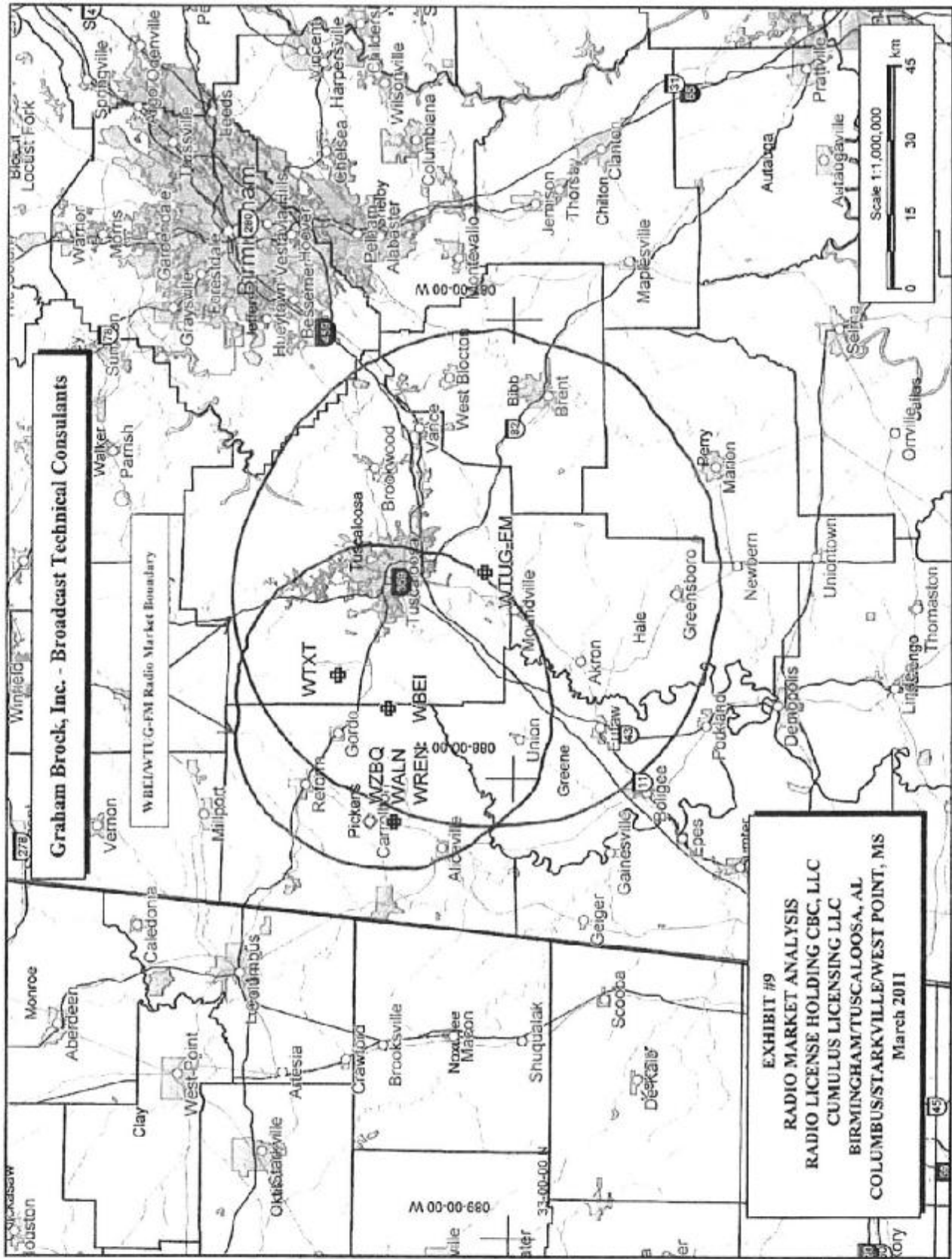
Tabulation of Stations in Radio Market #2

* WTUG-FM	Ch 225C1	Northport, Alabama
+ WDJC-FM	Ch 229C0	Birmingham, Alabama
	WZBQ	Carrollton, Alabama
* WFFN	Ch 237C2	Coaling, Alabama
+ WBHJ	Ch 239C2	Midfield, Alabama
+ WMJJ	Ch 243C0	Birmingham, Alabama
+ WNCB	Ch 247C2	Gardendale, Alabama
	WHPII	Jemison, Alabama
	WTXT	Fayette, Alabama
+ WBHK	Ch 254C1	Warrior, Alabama
* WDGM	Ch 256C3	Greensboro, Alabama
* WAPI-FM	Ch 263C1	Helena, Alabama
+ WQEM	Ch 268A	Columbiana, Alabama
* WBEI	Ch 269C2	Reform, Alabama
+ WDXB	Ch 273C1	Pelham, Alabama
	WNPT-FM	Marion, Alabama
+ WQEN	Ch 279C1	Trussville, Alabama
	WWPG	Eutaw, Alabama
+ WZZK-FM	Ch 284C0	Birmingham, Alabama
+ WERC-FM	Ch 288C2	Hoover, Alabama
	WRTR	Brookwood, Alabama
+ WZNJ	Ch 293C3	Demopolis, Alabama
+ WBPT	Ch 295C0	Homewood, Alabama

Total FM Stations - 30

GRAND TOTAL OF STATIONS CONSIDERED IN STUDY - 45

- * Subject station.
- + Stations providing service to Radio Market



Graham Brock, Inc. - Broadcast Technical Consultants

WBIA/WTUG-FM Radio Market Boundary

EXHIBIT #9
RADIO MARKET ANALYSIS
RADIO LICENSE HOLDING CBC, LLC
CUMULUS LICENSING LLC
BIRMINGHAM/TUSCALOOSA, AL
COLUMBUS/STARKVILLE/WEST POINT, MS
 March 2011



RADIO MARKET ANALYSIS
CUMULUS LICENSING LLC
RADIO LICENSE HOLDING CBC, LLC
ALABAMA / MISSISSIPPI
March 2011

EXHIBIT #10

Tabulation of Stations in Radio Market #3

AM Stations

WREN	590 kHz	Carrollton, Alabama
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Total AM Stations - 1

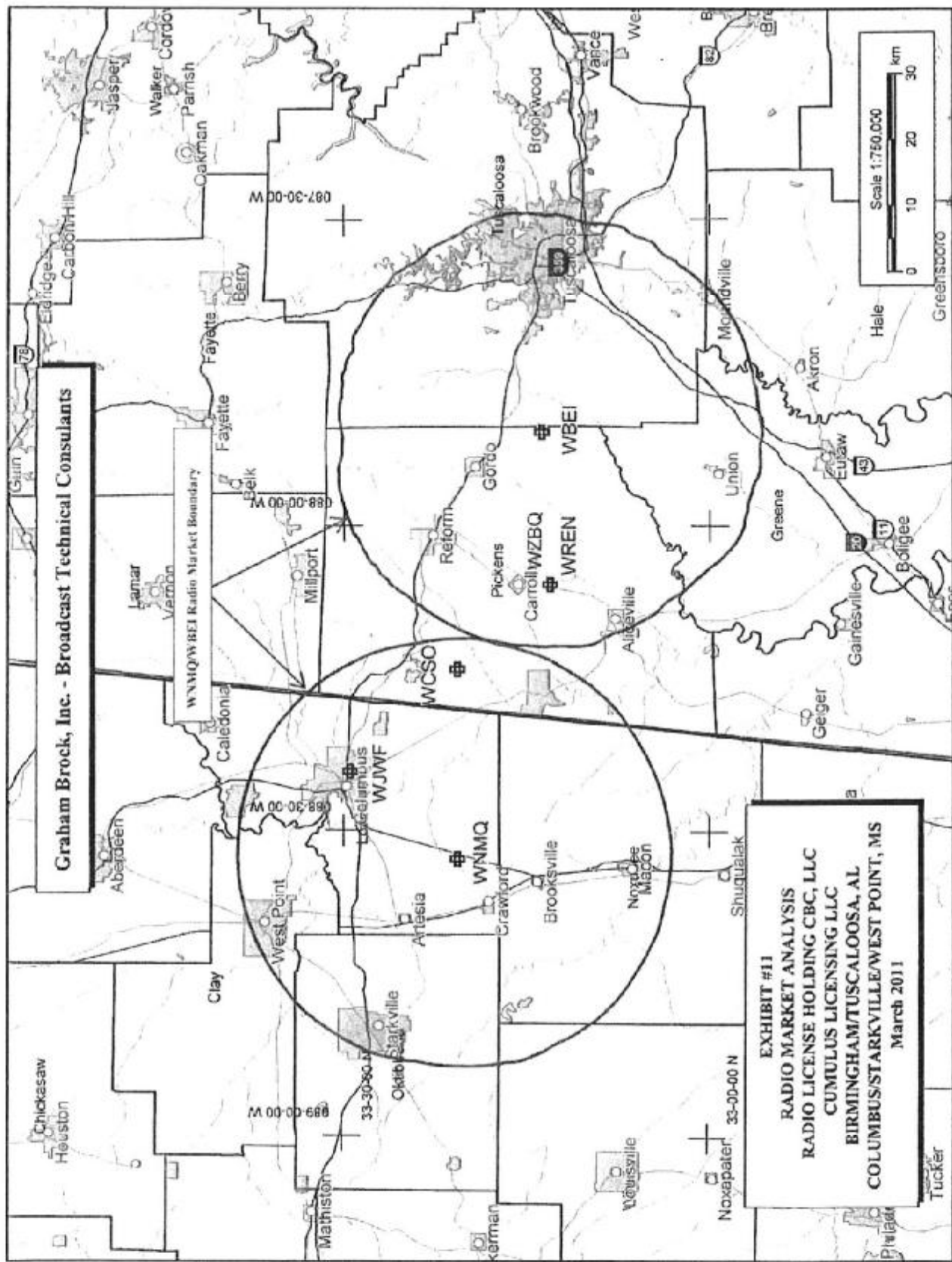
FM Stations

WALN	Ch 207C2	Carrollton, Alabama
* WTUG-FM	Ch 225C1	Northport, Alabama
WZBQ	Ch 231C0	Carrollton, Alabama
* WKOR-FM	Ch 235C2	Columbus, Mississippi
WTXT	Ch 251C1	Fayette, Alabama
* WBEI	Ch 269C2	Reform, Alabama

Total FM Stations - 6

GRAND TOTAL OF STATIONS CONSIDERED IN STUDY - 7

* Subject station.



Graham Brock, Inc. - Broadcast Technical Consultants

EXHIBIT #11
RADIO MARKET ANALYSIS
RADIO LICENSE HOLDING CBC, LLC
CUMULUS LICENSING LLC
BIRMINGHAM/TUSCALOOSA, AL
COLUMBUS/STARKVILLE/WEST POINT, MS
 March 2011

RADIO MARKET ANALYSIS
CUMULUS LICENSING LLC
RADIO LICENSE HOLDING CBC, LLC
ALABAMA / MISSISSIPPI
March 2011

EXHIBIT #12

Tabulation of Stations in Radio Market #4

AM Stations

WREN	590 kHz	Carrollton, Alabama
WJWF	1400 kHz	Columbus, Mississippi

Total AM Stations - 2

FM Stations

WCSO	Ch 213C2	Columbus, Mississippi
WZBQ	Ch 231C0	Carrollton, Alabama
* WKOR-FM	Ch 235C2	Columbus, Mississippi
* WBEI	Ch 269C2	Reform, Alabama
* WNMQ	Ch 276C2	Columbus, Mississippi

Total FM Stations - 5

GRAND TOTAL OF STATIONS CONSIDERED IN STUDY - 7

* Subject station.

AFFIDAVIT AND QUALIFICATIONS OF CONSULTANT

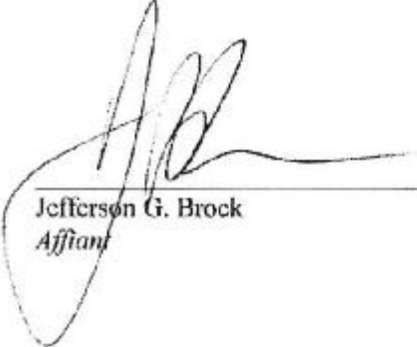
State of Georgia)
St. Simons Island) ss:
County of Glynn)

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.

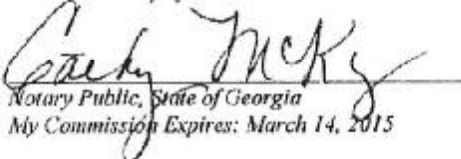
The attached report was either prepared by him or under his direction and all material and exhibits attached hereto are believed to be true and correct.

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
CUMULUS LICENSING LLC
WKKO/WLOR - TOLEDO, OHIO
WWWM-FM - SYLVANIA, OHIO
WLQR-FM - DELTA, OHIO
WRQN - BOWLING GREEN, OHIO
WXKR - PORT CLINTON, OHIO
WMIM - LUNA PIER, MICHIGAN
WDZZ-FM/WWCK/WWCK-FM - FLINT, MICHIGAN
WRSR - OWOSSO, MICHIGAN
RADIO LICENSE HOLDING I, LLC
WJR AM/WDRO/WDVD
DETROIT, MICHIGAN
RADIO LICENSE HOLDING CBC, LLC
WHNN/WIOG - BAY CITY, MICHIGAN
WILZ - SAGINAW, MICHIGAN
WKOZ - MIDLAND, MICHIGAN
WFBE/WTRZ - FLINT, MICHIGAN
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 transfers of control of Citadel Broadcasting Corporation and its indirect licensee subsidiaries, Radio License Holding CBC, LLC ("RLHC") and Radio License Holding I, LLC (RLHI"). CMI is the licensee of WKKO, Channel 260B and WLQR¹, 1470 kHz, Toledo, Ohio; WWWM-FM, Channel 288A, Sylvania, Ohio; WLQR-FM, Channel 293A, Delta, Ohio; WRQN, Channel 228B1, Bowling Green, Ohio; WXKR, Channel 233B, Port Clinton, Ohio; WMIM, Channel 252A, Luna Pier, Michigan; WDZZ-FM, Channel 224A, WWCK-FM, Channel 288B1, and WWCK, 1570 kHz, Flint, Michigan; and WRSR, Channel 280A, Owosso, Michigan. RLHC is the licensee of WFBE, Channel 236B and WTRX, 1330 kHz, Flint, Michigan; WHNN, Channel 241C, and WIOG, Channel 273B, Bay City,

1) WLQR has an application pending to relocate (BP-20080227ACC), but will remain a metro station.

Michigan; WILZ, Channel 283A, Saginaw, Michigan; and WKQZ, Channel 227C2, Midland, Michigan. RLHI is the licensee of WJR, 760 kHz, WDRQ, Channel 226B, and WDVD, Channel 242B, Detroit, Michigan.

2. WKKO, WLQR, WWWM-FM, WLQR-FM and WRQN are all licensed to communities in a metro county in the Toledo, Ohio Arbitron Market. WKKR is not a metro station in nor considered home to any Arbitron market. WJR, WDRQ, WDVD and WMIM are each authorized to a community within a metro county in the Detroit, Michigan Arbitron Market. WHNN, WILZ, WIOG, and WKQZ are all licensed to communities in a metro county in the Saginaw-Bay City-Midland, Michigan Arbitron Market. WFBE, WTRX, WDZZ-FM, WWCK-FM and WWCK are all licensed to communities in a metro county in the Flint, Michigan Arbitron Market. WRSR is not licensed to a community in a metro county in the Flint market, but is considered "home" to that market. Therefore, this review will verify compliance of commonly owned stations in both a rated market and non-rated market.

TOLEDO, OHIO ARBITRON/BIA MARKET REVIEW

3. As shown on Exhibit #1, there are thirty-three AM and FM (commercial and non-commercial) stations listed in the Toledo, Ohio Arbitron Market (Market #89). Upon consummation of the proposed transaction, CMI would control 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, CMI will be in compliance in the rated Toledo, Ohio market.

DETROIT, MICHIGAN ARBITRON/BIA MARKET REVIEW

4. As shown on Exhibit #2, there are seventy-one AM and FM (commercial and non-commercial) stations listed in the Detroit, Michigan Arbitron Market (Market #11). Upon consummation of the proposed transaction, CMI would control three FM stations and one AM station in the same market. The number of stations indicated falls in the forty-five 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 will be in compliance in the rated Detroit, Michigan Arbitron market.

SAGINAW-BAY CITY-MIDLAND, MICHIGAN ARBITRON/BIA MARKET REVIEW

5. As shown on Exhibit #3, there are twenty-one AM and FM (commercial and non-commercial) stations listed in the Saginaw-Bay City-Midland, Michigan Arbitron Market (Market #134). Upon consummation of the proposed transaction, CMI would control four FM stations in the same 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, CMI will be in compliance in the rated Saginaw-Bay City-Midland, Michigan Arbitron market.

FLINT, MICHIGAN ARBITRON/BIA MARKET REVIEW

6. As shown on Exhibit #4, there are nineteen AM and FM (commercial and non-commercial) stations listed in the Flint, Michigan Arbitron Market (Market #129). Upon

consummation of the proposed transaction, CMI would control four FM stations and two AM stations in the same 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, CMI will be in compliance in the rated Flint, Michigan Arbitron market.

CONTOUR OVERLAP MARKET

7. WXKR is not a metro station or considered "home" to any Arbitron market and WRSR is home to the Flint, Michigan market. Since WXKR and WRSR have contour overlap with other stations considered herein, a study has been conducted to verify that the ownership of this station, in conjunction with the other stations in the Toledo, Detroit, Saginaw-Bay City-Midland and Flint markets, 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 Exhibits #5 and #6. As noted, the locations of the city grade contours of the stations create four distinct radio markets requiring review. Market #1 consists of FM stations WXKR, WKKO, WMIM and WWWM-FM and AM station WLQR (license and application) and WJR. Market #2 consists of FM stations WXKR, WKKO, WWWM-FM and WRQN and AM station WLQR (license and application) and WJR. Market #3 consists of FM stations WFBE, WRSR, WDZZ-FM, WWCK-FM and WIOG and AM stations WWCK and WTRX. Market #4 consists of FM stations WFBE, WDZZ-FM, WRSR and WWCK-FM and AM stations WWCK, WTRX and WJR.

8. Since the city grade contours of WXHR and WKKO are subject stations in Markets #1 and #2, their contours will be used for the Market #1 and #2 market boundary. The WRSR, WWCK-FM and WIOG contours will be used for the Market #3 boundary and the WFBE and WJR contours will be used for the Market #4 boundary. These boundaries will be used to determine the number of other stations in the relevant market to which the subject stations in that market will then be added to reach the total number of stations in or providing service to the respective 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.

9. Exhibit #7 is a depiction of the AM and FM stations (commercial and non-commercial) providing service to WXHR/WKKO Radio Market boundary, which shows twelve contributing stations. Exhibit #8 is a tabulation of the stations in Radio Market #1. A total of eighteen stations are shown, including the six subject stations.² The number of stations depicted 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 Radio Market #1.

10. Exhibit #9 is a tabulation of the stations in Market #2. A total of eighteen stations are shown, including the six subject stations.³ The number of stations depicted falls in the fifteen-

2) 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.

3) Footnote 2, *supra*.

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 Radio Market #2.

11. Exhibit #10 is a depiction of the AM and FM stations (commercial and non-commercial) providing service to Radio Market #3 boundary, which shows thirty-nine contributing stations. Exhibit #11 is a tabulation of the stations in Radio Market #3. A total of forty-six stations are shown, including the seven subject stations.⁴ The number of stations depicted falls in the forty-five 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 will be in compliance in the non-rated Radio Market #3.

12. Exhibit #12 is a depiction of the AM and FM stations (commercial and non-commercial) providing service to Radio Market #4 boundary, which shows twenty-three contributing stations. Exhibit #13 is a tabulation of the stations in Radio Market #4. A total of thirty stations are shown, including the seven subject stations.⁵ The number of stations depicted 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 non-rated Radio Market #4.

4) Footnote 2, *supra*.

5) Footnote 2 *supra*.

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

14. 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 Toledo, OH

Call Letters	AM/FM	Freq	Station Type	Format	Home Market	Type	Market Designation	Home Mkt Rank	Owner	City & State of License	County of License
WBCY	FM	89.5	NC	ChrsContem	Toledo, OH		07/02/2003	89	Taylor University Broadcasting	Archbold, OH	Fulton
WBGU	FM	88.1	NC	Variety	Toledo, OH		07/02/2003	89	Bowling Green State University	Bowling Green, OH	Wood
WCKY	FM	103.7	C	Country	Toledo, OH		01/13/2009	89	Clear Channel Communications Inc	Pemberville, OH	Wood
WCVA	AM	1230	C	Sports	Toledo, OH		07/02/2003	89	Clear Channel Communications Inc	Toledo, OH	Lucas
WDTR	FM	88.1	NC	CComp/AC	Toledo, OH		10/12/2004	89	Northland Community Broadcasters	Monroe, MI	Monroe
WFOB	AM	1430	C	Sprts/Talk	Toledo, OH		10/06/2008	89	Roppe Corp	Fosoria, OH	Seneca
WGTE	FM	91.3	NC	Clsc/Jazz	Toledo, OH		07/02/2003	89	Public Broadcasting Foundation of NW Ohio	Toledo, OH	Lucas
WIMX	FM	95.7	C	Urban AC	Toledo, OH		07/02/2003	89	URBan Radio Broadcasting LLC	Gibsonburg, OH	Sandusky
WIOT	FM	104.7	C	Rock	Toledo, OH		07/02/2003	89	Clear Channel Communications Inc	Toledo, OH	Lucas
WJUC	FM	107.3	C	Urban	Toledo, OH		07/02/2003	89	Welch Communications Inc	Swanton, OH	Fulton
WJYM	AM	730	NC	Religion	Toledo, OH		07/02/2003	89	Family Worship Center Church Inc	Bowling Green, OH	Wood
WJZE	FM	97.3	C	Urban	Toledo, OH		07/02/2003	89	URBan Radio Broadcasting LLC	Oak Harbor, OH	Ottawa
WKKO	FM	99.9	C	Country	Toledo, OH		07/02/2003	89	Cumulus Broadcasting Inc	Toledo, OH	Lucas
WLFC	FM	88.3	NC	Rock	Toledo, OH		01/07/2009	89	University of Findlay	North Baltimore, OH	Wood
WLOR	AM	1470	C	Sports	Toledo, OH		07/02/2003	89	Cumulus Broadcasting Inc	Toledo, OH	Lucas
WLOR	FM	106.5	C	Sports	Toledo, OH		07/02/2003	89	Cumulus Broadcasting Inc	Delta, OH	Fulton
WMTR	FM	96.1	C	CHits/AdCH	Toledo, OH		07/02/2003	89	Nobco Inc	Archbold, OH	Fulton
WNKL	FM	96.9	NC	ChrsContem	Toledo, OH		10/14/2003	89	Educational Media Foundation	Wauseon, OH	Fulton
WNOC	FM	89.7	NC	Religion	Toledo, OH		08/27/2010	89	Our Lady of Guadalupe Radio DBA Annunciation	Bowling Green, OH	Wood
WNMT	AM	1520	NC	ChrsContem	Toledo, OH		07/02/2003	89	Educational Media Foundation	Rossford, OH	Wood
WOTL	FM	90.3	NC	Religion	Toledo, OH		07/02/2003	89	Family Stations Inc	Toledo, OH	Lucas
WPPX	FM	107.7	C	Country	Toledo, OH		07/02/2003	89	Toledo Radio LLC	Luckey, OH	Wood
WPOS	FM	102.3	NC	Religion	Toledo, OH		07/02/2003	89	Maumee Valley Broadcast Assn	Holland, OH	Lucas
WRQN	FM	83.5	C	Cities	Toledo, OH		07/02/2003	89	Cumulus Broadcasting Inc	Bowling Green, OH	Wccc
WRVF	FM	101.5	C	AC	Toledo, OH		07/02/2003	89	Clear Channel Communications Inc	Toledo, OH	Lucas
WSPD	AM	1370	C	Sprts/Talk	Toledo, OH		07/02/2003	89	Clear Channel Communications Inc	Toledo, OH	Lucas
WVKS	FM	92.5	C	CHR	Toledo, OH		07/02/2003	89	Clear Channel Communications Inc	Toledo, OH	Lucas
WVWM	FM	105.5	C	Hot AC	Toledo, OH		07/02/2003	89	Cumulus Broadcasting Inc	Sylvania, OH	Lucas
WVYC	AM	1560	NC	Religion	Toledo, OH		07/02/2003	89	Calvary Chapel of Twin Falls Inc	Toledo, OH	Lucas
WXTS	FM	88.3	NC	Jazz	Toledo, OH		07/02/2003	89	Toledo City School District, Board of Education	Toledo, OH	Lucas
WXUT	FM	88.3	NC	Alternative	Toledo, OH		07/02/2003	89	University of Toledo	Toledo, OH	Lucas
WYSA	FM	88.5	NC	ChrsContem	Toledo, OH		07/02/2003	89	Side by Side Inc	Toledo, OH	Lucas
WYSZ	FM	89.3	NC	ChrsContem	Toledo, OH		07/02/2003	89	Side by Side Inc	Wauseon, OH	Fulton
										Maumee, OH	Lucas

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

EXHIBIT #1



FCC Geographic Market Definition for Toledo, OH

Call Letters	AM/FM	Type	Freq	Station Format	Home Market	Market Designtrn Date	Home Mkt Rank	Owner	City & State of License	County of License
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Number of Stations in Geographic Market 33

Previous Stations in Geographic Market

WMIM	FM	98.3	C	AC	Detroit, MI	01/07/2008	11	Cumulus Broadcasting Inc	Luna Pier, MI	Monroe
WXKR	FM	94.5	C	Clisc Rock		01/07/2008	0	Cumulus Broadcasting Inc	Port Clinton, OH	Ottawa

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

"P" indicates pending sale to owner listed

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FCC Geographic Market Definition for Detroit, MI

Call Letters	AM/FM	Type	Station Format	Home Market	Market		City & State of License	County of License
					Designn Date	Home Mkt Rank		
CIDR	FM	93.9 C	AAA	Detroit, MI	11	p	Windsor, ON	Ontario
CIMX	FM	88.7 C	Alternative	Detroit, MI	11	p	Windsor, ON	Ontario
CKLW	AM	800 C	News/Talk	Detroit, MI	11	p	Windsor, ON	Ontario
CKWW	AM	580 C	Oldies	Detroit, MI	11	p	Windsor, ON	Ontario
WAJH	FM	89.5 NC	CHR	Detroit, MI	11		Auburn Hills, MI	Oakland
WAUS	FM	90.7 NC	Classical	Detroit, MI	11		Berrien Springs, MI	Oakland
WBFB	FM	88.1 NC	Variety	Detroit, MI	11		Bloomfield Hills, MI	Oakland
WBLD	FM	89.3 NC	AOR	Detroit, MI	11		Orchard Lake, MI	Oakland
WCAR	AM	1090 C	Ethnic	Detroit, MI	11		Livonia, MI	Wayne
WCFG	FM	90.9 NC	ChrisContem	Detroit, MI	11		Springfield, MI	Oakland
WCHB	AM	1200 C	Talk/News	Detroit, MI	11		Taylor, MI	Wayne
WCSX	FM	94.7 C	Clisc Rock	Detroit, MI	11		Birmingham, MI	Oakland
WDET	FM	101.9 NC	NPR/News	Detroit, MI	11		Detroit, MI	Wayne
WDFN	AM	1130 C	Sports	Detroit, MI	11		Detroit, MI	Wayne
WDMK	FM	105.9 C	Urban AC	Detroit, MI	11		Detroit, MI	Wayne
WDRJ	AM	1440 C	Chrstr/Talk	Detroit, MI	11		Inkster, MI	Wayne
WDRQ	FM	93.1 C	Adult Hits	Detroit, MI	11		Detroit, MI	Wayne
WDTK	AM	1400 C	News/Talk	Detroit, MI	11		Detroit, MI	Wayne
WDTR	FM	88.1 NC	CComp/AC	Toledo, OH	89		Monroe, MI	Monroe
WDTW	AM	1310 C	Nvs/Tk/Inf	Detroit, MI	11		Detroit, MI	Wayne
WDTW	FM	105.7 C	Rhyth/AC	Detroit, MI	11		Dearborn, MI	Wayne
WDVD	FM	96.3 C	Hot AC	Detroit, MI	11		Detroit, MI	Wayne
WDZH	FM	98.7 C	Top 40	Detroit, MI	11		Detroit, MI	Wayne
WEXL	AM	1340 C	Gospel	Detroit, MI	11		Royal Oak, MI	Oakland
WFDF	AM	910 C	Family Hits	Detroit, MI	11		Farmington Hills, MI	Oakland
WGPR	FM	107.5 C	UrCtp/Rhy/Bl	Detroit, MI	11		Detroit, MI	Wayne
WGRT	FM	102.3 C	AC	Detroit, MI	11		Port Huron, MI	St Clair
WHFR	FM	89.3 NC	Variety	Detroit, MI	11		Dearborn, MI	Wayne
WHLS	AM	1450 C	Oldies	Detroit, MI	11		Port Huron, MI	St Clair
WHLX	AM	1590 C	Oldies	Detroit, MI	11		Marine City, MI	St Clair
WHMI	FM	93.5 C	Clisc Hits	Detroit, MI	11		Howell, MI	Livingston
WHPR	FM	88.1 NC	Talk/R&B/OD	Detroit, MI	11		Highland Park, MI	Wayne
WHTD	FM	102.7 C	Urban	Detroit, MI	11		Mount Clemens, MI	Macomb

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

"p" indicates pending sale to owner listed



FCC Geographic Market Definition for Detroit, MI

Call Letters	AM/FM	Freq	Type	Station	Format	Home Market	Market			City & State of License	County of License
							Home	Designm	Rank		
Date											
WHYT	FM	88.1	NC	CC/Imp/AC		Detroit, MI	10/11/2004	11	Smile FM	Goodland Township, MI	Lapeer
WJLB	FM	97.9	C	Urban		Detroit, MI	07/02/2003	11	Clear Channel Communications Inc	Detroit, MI	Wayne
WJR	AM	760	C	News/Talk		Detroit, MI	07/02/2003	11	Citadel/ABC	Detroit, MI	Wayne
WKQI	FM	95.5	C	Top 40		Detroit, MI	07/02/2003	11	Clear Channel Communications Inc	Detroit, MI	Wayne
WLCO	AM	1630	C	Country		Flint, MI	07/02/2003	129	Townsquare Media LLC	Lapeer, MI	Lapeer
WLQV	AM	1500	C	Chrs/Talk		Detroit, MI	07/02/2003	11	Salem Communications Corporation	Detroit, MI	Wayne
WMGC	FM	105.1	C	AC		Detroit, MI	07/02/2003	11	Greater Media Inc	Detroit, MI	Wayne
WMIM	FM	98.3	C	AC		Detroit, MI	01/07/2008	11	Cumulus Broadcasting Inc	Lura Pier, MI	Monroe
WMPC	AM	1230	C	Christian		Detroit, MI	07/02/2003	11	Calvary Bible Church	Lapeer, MI	Lapeer
WMUZ	FM	103.5	C	ChrsContem		Detroit, MI	07/02/2003	11	Crawford Broadcasting Company	Detroit, MI	Wayne
WMXD	FM	92.3	C	Urban AC		Detroit, MI	07/02/2003	11	Clear Channel Communications Inc	Detroit, MI	Wayne
WNFA	FM	88.3	NC	Christian		Detroit, MI	07/02/2003	11	Ross Bible Church	Port Huron, MI	St Clair
WNIC	FM	100.3	C	Hot AC		Detroit, MI	07/02/2003	11	Clear Channel Communications Inc	Dearborn, MI	Wayne
WNZK	AM	650	C	Nws/Tlk/Int		Detroit, MI	07/02/2003	11	Birch Broadcasting Corporation	Dearborn Heights, MI	Wayne
WCMC	FM	104.3	C	Clsc Hills		Detroit, MI	07/02/2003	11	CBS Radio	Detroit, MI	Wayne
WORW	FM	91.9	NC	Top 40		Detroit, MI	07/02/2003	11	Port Huron Area School District	Port Huron, MI	St Clair
WOVI	FM	89.5	NC	AAA		Detroit, MI	07/02/2003	11	Novi Community School District, Board of	Novi, MI	Oakland
WPHM	AM	1380	C	Nws/Tlk/Inf		Detroit, MI	07/02/2003	11	Liggett Communications LLC	Port Huron, MI	St Clair
WPHS	FM	89.1	NC	Alternative		Detroit, MI	07/02/2003	11	Warren Consolidated Schools	Warren, MI	Macomb
WPON	AM	1460	C	DARK		Detroit, MI	07/02/2003	11	Birch Broadcasting Corporation	Walled Lake, MI	Oakland
WQUS	FM	103.1	C	Cisc Rock		Flint, MI	07/02/2003	129	Townsquare Media LLC	Lapeer, MI	Lapeer
WRCJ	FM	90.9	NC	Cisc/Jazz		Detroit, MI	07/02/2003	11	City of Detroit, Board of Educators	Detroit, MI	Wayne
WRDT	AM	580	C	Religion		Detroit, MI	07/02/2003	11	Crawford Broadcasting Company	Monroe, MI	Monroe
WRIF	FM	101.1	C	AOR		Detroit, MI	07/02/2003	11	Greater Media Inc	Detroit, MI	Wayne
WSAQ	FM	107.1	C	Country		Detroit, MI	07/02/2003	11	Liggett Communications LLC	Port Huron, MI	St Clair
WSDP	FM	88.1	NC	Alternative		Detroit, MI	07/02/2003	11	Plymouth-Canton Community Schools	Plymouth, MI	Wayne
WSGR	FM	91.3	NC	Alve/Vary		Detroit, MI	07/02/2003	11	St Clair County Community College	Port Huron, MI	St Clair
WSHJ	FM	89.3	NC	CHR/News		Detroit, MI	07/02/2003	11	Southfield Board of Education	Southfield, MI	Oakland
WSIS	FM	88.7	NC	CComp/AC		Detroit, MI	01/06/2009	11	Smile FM	Riverside, MI	St Clair
WUFL	AM	1030	NC	Insp/Chrs		Detroit, MI	07/02/2003	11	Family Life Communications Inc	Sterling Heights, MI	Macomb
WWJ	AM	950	C	News		Detroit, MI	07/02/2003	11	CBS Radio	Detroit, MI	Wayne
WWQM	FM	89.1	NC	CComp/Insp/Detroit		Detroit, MI	07/02/2003	11	Michigan Community Radio	Inlay City, MI	Lapeer
WXOU	FM	88.3	NC	Variety		Detroit, MI	07/02/2003	11	Oakland University	Auburn Hills, MI	Oakland

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

p indicates pending sale to owner listed



FCC Geographic Market Definition for Detroit, MI

Call Letters	AM/FM	Freq	Type	Station Format	Home Market	Market Designn Date	Home Mkt Rank	Owner	City & State of License	County of License
WXPZ	FM	90.1	NC	Variety	Detroit, MI	06/21/2003	11	Tim Woodson Ministries Inc	Clyde Township, MI	St. Clair
WXYT	FM	97.1	C	Sports	Detroit, MI	07/02/2003	11	CBS Radio	Detroit, MI	Wayne
WXYT	AM	1270	C	Sports	Detroit, MI	07/02/2003	11	CBS Radio	Detroit, MI	Wayne
WYCD	FM	99.5	C	Country	Detroit, MI	07/02/2003	11	CBS Radio	Detroit, MI	Wayne
WYDM	FM	97.5	NC	80s Hits	Detroit, MI	07/02/2003	11	Monroe Public Schools	Monroe, MI	Monroe

Number of Stations in Geographic Market 71

Previous Stations in Geographic Market

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

"p" indicates pending sale to owner listed



FCC Geographic Market Definition for Saginaw-Bay

Call Letters	AM/FM	Type	Station	Format	Home Market	Market Designn Date	Home Mkt Rank	Owner	City & State of License	County of License
WCEN	FM	94.5 C	Country	Saginaw-Bay City-Midland, MI	07/02/2003	134	NextMedia Group Inc	Hemlock, MI	Saginaw	
WCHW	FM	91.3 NC	AOR	Saginaw-Bay City-Midland, MI	07/02/2003	134	Bay City School District	Bay City, MI	Bay	
WEJC	FM	88.3 NC	CClmp/AC	Saginaw-Bay City-Midland, MI	06/28/2004	134	Smile FM	White Star, MI	Gladwin	
WGER	FM	105.3 C	Hot AC	Saginaw-Bay City-Midland, MI	07/02/2003	134	NextMedia Group Inc	Saginaw, MI	Saginaw	
WHNN	FM	96.1 C	Clsc Hits	Saginaw-Bay City-Midland, MI	07/02/2003	134	Citadel Broadcasting Company	Bay City, MI	Bay	
WILZ	FM	104.5 C	Clsc Rock	Saginaw-Bay City-Midland, MI	07/02/2003	134	Citadel Broadcasting Company	Saginaw, MI	Saginaw	
WIOG	FM	132.5 C	Adult Hits	Saginaw-Bay City-Midland, MI	07/02/2003	134	Citadel Broadcasting Company	Bay City, MI	Bay	
WKQC	FM	98.1 C	Country	Saginaw-Bay City-Midland, MI	07/02/2003	134	MacDonald Broadcasting Company	Saginaw, MI	Saginaw	
WKQZ	FM	93.3 C	Rock	Saginaw-Bay City-Midland, MI	07/02/2003	134	Citadel Broadcasting Company	Midland, MI	Midland	
WLKB	FM	89.1 NC	Christ/Alve	Saginaw-Bay City-Midland, MI	07/02/2003	134	Educational Media Foundation	Bay City, MI	Bay	
WLLN	FM	100.9 C	Sports	Saginaw-Bay City-Midland, MI	07/02/2003	134	Michigan Radio Communications LLC	Pinconning, MI	Bay	
WMAX	AM	1440 C	Relgr/Talk	Saginaw-Bay City-Midland, MI	07/02/2003	134	AM Media Services LLC	Bay City, MI	Bay	
WMJQ	FM	97.3 C	Adult Hits	Saginaw-Bay City-Midland, MI	07/02/2003	134	MacDonald Broadcasting Company	Essexville, MI	Bay	
WMPX	AM	1450 C	AdStd/Oldes	Saginaw-Bay City-Midland, MI	07/02/2003	134	Steel Broadcasting Inc	Midland, MI	Midland	
WNEM	AM	1250 C	Nws/Tlk/Spt	Saginaw-Bay City-Midland, MI	07/02/2003	134	Meredith Corp	Bridgeport, MI	Saginaw	
WPRJ	FM	101.7 C	ChrisContem	Saginaw-Bay City-Midland, MI	07/02/2003	134	Partnership Ministries Inc DBA Passion Comm	Coleman, MI	Midland	
WRCL	FM	93.7 C	Urban	Flint, MI	07/02/2003	129	Townsquare Media LLC	Frankenmuth, MI	Saginaw	
WSAG	FM	104.1 C	Soft Rock	Saginaw-Bay City-Midland, MI	07/02/2003	134	MacDonald Broadcasting Company	Linwood, MI	Bay	
WSAM	AM	1400 C	Soft Rock	Saginaw-Bay City-Midland, MI	07/02/2003	134	MacDonald Broadcasting Company	Saginaw, MI	Saginaw	
WSGW	AM	790 C	News/Talk	Saginaw-Bay City-Midland, MI	07/02/2003	134	NextMedia Group Inc	Saginaw, MI	Saginaw	
WSGW	FM	100.5 C	Nws/Tlk/Spt	Saginaw-Bay City-Midland, MI	07/02/2003	134	NextMedia Group Inc	Carrollton, MI	Saginaw	
WTLZ	FM	107.1 C	Urban AC	Saginaw-Bay City-Midland, MI	07/02/2003	134	NextMedia Group Inc	Saginaw, MI	Saginaw	
WTRK	FM	90.9 NC	ChrisContem	Saginaw-Bay City-Midland, MI	07/02/2003	134	Educational Media Foundation	Freeland, MI	Saginaw	
WUCX	FM	90.1 NC	Clc/Jazz/Nws	Saginaw-Bay City-Midland, MI	07/02/2003	134	Central Michigan University	Bay City, MI	Saginaw	
WUGN	FM	99.7 NC	Inspir/Christ	Saginaw-Bay City-Midland, MI	07/02/2003	134	Family Life Communications Inc	Midland, MI	Bay	

Number of Stations in Geographic Market 25

Previous Stations in Geographic Market

WMRX	FM	97.7 C	AdStd/Oldes	01/19/2003	0	Steel Broadcasting Inc	Beaverton, MI	Gladwin
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"C" - Commercial Station; "NC" - Non Commercial Station

"p" indicates pending sale to owner listed





FCC Geographic Market Definition for Flint, MI

Call Letters	AM/FM	Freq	Type	Station	Format	Home Market	Market Designin Date	Home Rank	Owner	City & State of License	County of License
WAJL	FM	88.9	NC	ChrisContem	Flint, MI	Flint, MI	07/02/2003	129	Educational Media Foundation	Flint, MI	Genesee
WCRZ	FM	107.9	C	AC	Flint, MI	Flint, MI	07/02/2003	129	Townsquare Media LLC	Flint, MI	Genesee
WCXI	AM	1160	C	Tlk/Old/Elh	Flint, MI	Flint, MI	07/02/2003	129	Breach Broadcasting Corporation	Fenton, MI	Genesee
WDZZ	FM	92.7	C	Urban AC	Flint, MI	Flint, MI	07/02/2003	129	Cumulus Broadcasting Inc	Flint, MI	Genesee
WFBE	FM	95.1	C	Country	Flint, MI	Flint, MI	07/02/2003	129	Citadel Broadcasting Company	Flint, MI	Genesee
WFLT	AM	1420	C	Gospel	Flint, MI	Flint, MI	07/02/2003	129	Christian Evangelical	Flint, MI	Genesee
WFNT	AM	1470	C	News/Talk	Flint, MI	Flint, MI	07/02/2003	129	Townsquare Media LLC	Flint, MI	Genesee
WFUM	FM	91.1	NC	Nws/Tlk/Inf	Flint, MI	Flint, MI	07/02/2003	129	University of Michigan	Flint, MI	Genesee
WLCO	AM	1530	C	Country	Flint, MI	Flint, MI	07/02/2003	129	Townsquare Media LLC	Lapeer, MI	Lapeer
WOWE	FM	98.9	C	R&B Oldies	Flint, MI	Flint, MI	07/02/2003	129	Shumpert, Michael	Vassar, MI	Tuscola
WQUS	FM	103.1	C	Cisc Rock	Flint, MI	Flint, MI	07/02/2003	129	Townsquare Media LLC	Lapeer, MI	Lapeer
WRCL	FM	93.7	C	Urban	Flint, MI	Flint, MI	07/02/2003	129	Townsquare Media LLC	Frankenmuth, MI	Saginaw
WRSR	FM	103.9	C	Cisc Rock	Flint, MI	Flint, MI	07/02/2003	129	Cumulus Broadcasting Inc	Owosso, MI	Shiawassee
WSNL	AM	600	C	ChrisContem	Flint, MI	Flint, MI	07/02/2003	129	Christian Broadcasting System Ltd	Flint, MI	Genesee
WTAC	FM	89.7	NC	CCmp/AC	Flint, MI	Flint, MI	07/02/2003	129	Smile FM	Burton, MI	Genesee
WTRX	AM	1330	C	Sprts/Talk	Flint, MI	Flint, MI	07/02/2003	129	Citadel Broadcasting Company	Flint, MI	Genesee
WWBN	FM	101.5	C	Rock	Flint, MI	Flint, MI	07/02/2003	129	Townsquare Media LLC	Tuscola, MI	Tuscola
WWCK	AM	1570	C	Talk	Flint, MI	Flint, MI	07/02/2003	129	Cumulus Broadcasting Inc	Flint, MI	Genesee
WWCK	FM	105.5	C	Top 40	Flint, MI	Flint, MI	07/02/2003	129	Cumulus Broadcasting Inc	Flint, MI	Genesee

Number of Stations in Geographic Market 19

Previous Stations in Geographic Market

WFDF	AM	910	C	Family Hits	Detroit, MI		08/08/2005	11	ABC/Disney	Farmington Hills, MI	Oakland
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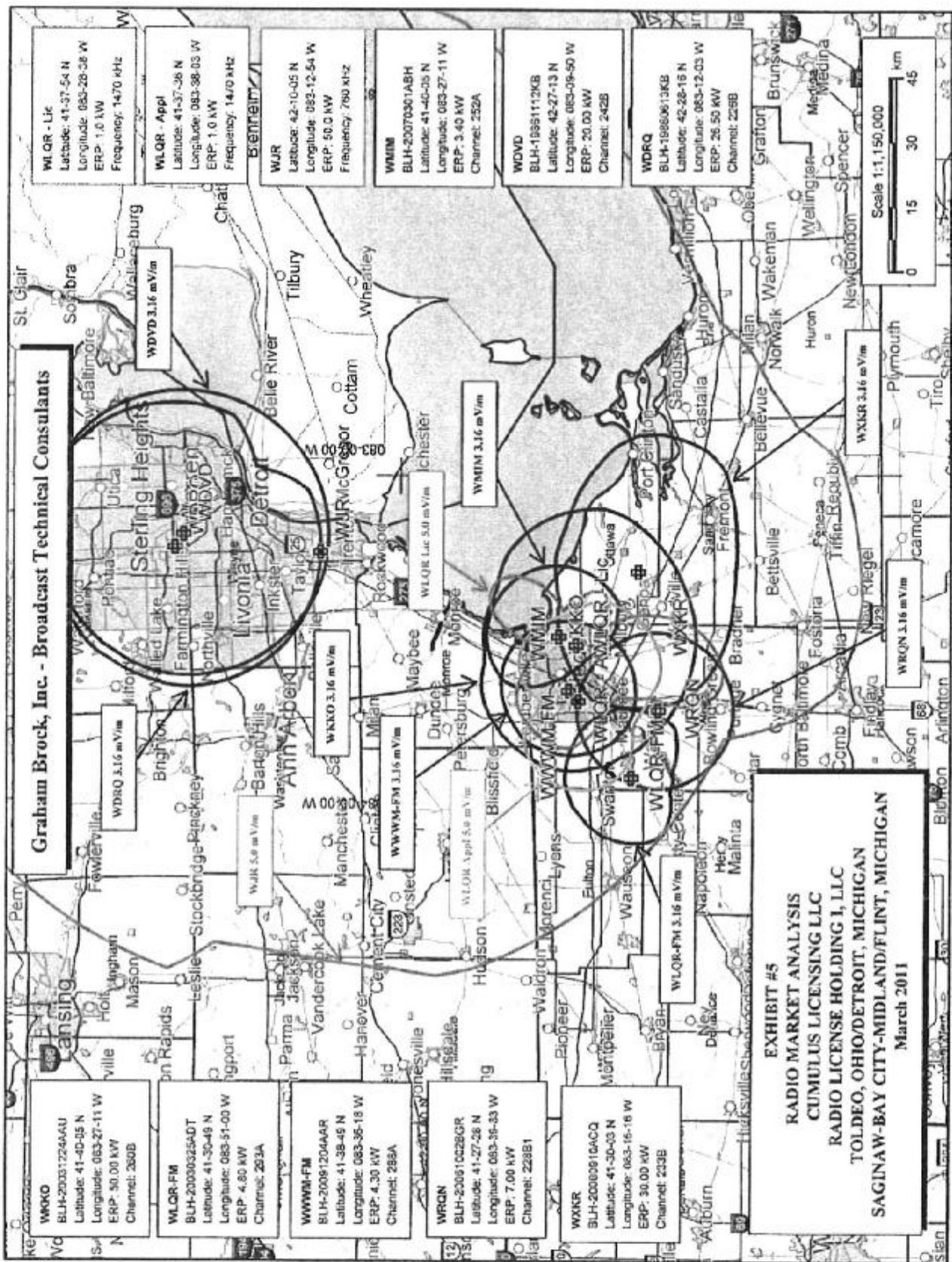
"C" - Commercial Station; "NC" - Non Commercial Station

"p" indicates pending sale to owner listed

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EXHIBIT #4



Graham Brock, Inc. - Broadcast Technical Consultants

EXHIBIT #5
RADIO MARKET ANALYSIS
CUMULUS LICENSING LLC
RADIO LICENSE HOLDING 1, LLC
TOLDEO, OHIO/DETROIT, MICHIGAN
SAGINAW-BAY CITY-MIDLAND/FLINT, MICHIGAN
 March 2011

WLOR - Lic
 Latitude: 41-37-54 N
 Longitude: 083-28-38 W
 ERP: 1.0 kW
 Frequency: 1470 kHz

WLOR - Appl
 Latitude: 41-37-36 N
 Longitude: 083-38-03 W
 ERP: 1.0 kW
 Frequency: 1470 kHz

WJR
 Latitude: 42-10-05 N
 Longitude: 083-12-54 W
 ERP: 50.0 kW
 Frequency: 760 kHz

WMM
 BLH-20070301ABH
 Latitude: 41-40-05 N
 Longitude: 083-27-11 W
 ERP: 3.40 kW
 Channel: 252A

WOVD
 BLH-1995112KB
 Latitude: 42-27-13 N
 Longitude: 083-09-50 W
 ERP: 20.03 kW
 Channel: 242B

WDRQ
 BLH-19980613KB
 Latitude: 42-28-15 N
 Longitude: 083-12-03 W
 ERP: 26.50 kW
 Channel: 255B

WKKO
 BLH-20031224AAU
 Latitude: 41-40-05 N
 Longitude: 083-27-11 W
 ERP: 30.00 kW
 Channel: 260B

WLOR-FM
 BLH-20090325ADT
 Latitude: 41-30-49 N
 Longitude: 083-51-00 W
 ERP: 4.80 kW
 Channel: 293A

WWWV-FM
 BLH-20091204AAR
 Latitude: 41-38-45 N
 Longitude: 083-36-18 W
 ERP: 4.30 kW
 Channel: 298A

WRGN
 BLH-20051002BGR
 Latitude: 41-27-26 N
 Longitude: 083-36-33 W
 ERP: 7.00 kW
 Channel: 228B1

WAKR
 BLH-20080910ACQ
 Latitude: 41-30-03 N
 Longitude: 083-15-16 W
 ERP: 30.00 kW
 Channel: 233B

WDRQ 3.16 mV/m

WJMR 5.0 mV/m

WKKO 3.16 mV/m

WWWV-FM 3.16 mV/m

WLOR 5.0 mV/m

WMM 3.16 mV/m

WDRQ 3.16 mV/m

WRGN 3.16 mV/m

WAKR 3.16 mV/m

WJMR 5.0 mV/m

WMM 3.16 mV/m

WOVD 3.16 mV/m

WDRQ 3.16 mV/m

WMM 3.16 mV/m

WDRQ 3.16 mV/m

WRGN 3.16 mV/m

WAKR 3.16 mV/m

WJMR 5.0 mV/m

WMM 3.16 mV/m

WOVD 3.16 mV/m

WDRQ 3.16 mV/m

WMM 3.16 mV/m

WDRQ 3.16 mV/m

WRGN 3.16 mV/m

WAKR 3.16 mV/m

WJMR 5.0 mV/m

WMM 3.16 mV/m

WOVD 3.16 mV/m

WDRQ 3.16 mV/m

WMM 3.16 mV/m

WDRQ 3.16 mV/m

WRGN 3.16 mV/m

WAKR 3.16 mV/m

WJMR 5.0 mV/m

WMM 3.16 mV/m

WOVD 3.16 mV/m

WDRQ 3.16 mV/m

WMM 3.16 mV/m

WDRQ 3.16 mV/m

WRGN 3.16 mV/m

WAKR 3.16 mV/m

WJMR 5.0 mV/m

WMM 3.16 mV/m

WOVD 3.16 mV/m

WDRQ 3.16 mV/m

WMM 3.16 mV/m

WDRQ 3.16 mV/m

WRGN 3.16 mV/m

WAKR 3.16 mV/m

WJMR 5.0 mV/m

WMM 3.16 mV/m

WOVD 3.16 mV/m

WDRQ 3.16 mV/m

WMM 3.16 mV/m

WDRQ 3.16 mV/m

WRGN 3.16 mV/m

WAKR 3.16 mV/m

WJMR 5.0 mV/m

WMM 3.16 mV/m

WOVD 3.16 mV/m

WDRQ 3.16 mV/m

WMM 3.16 mV/m

WDRQ 3.16 mV/m

WRGN 3.16 mV/m

WAKR 3.16 mV/m

WJMR 5.0 mV/m

WMM 3.16 mV/m

WOVD 3.16 mV/m

WDRQ 3.16 mV/m

WMM 3.16 mV/m

WDRQ 3.16 mV/m

WRGN 3.16 mV/m

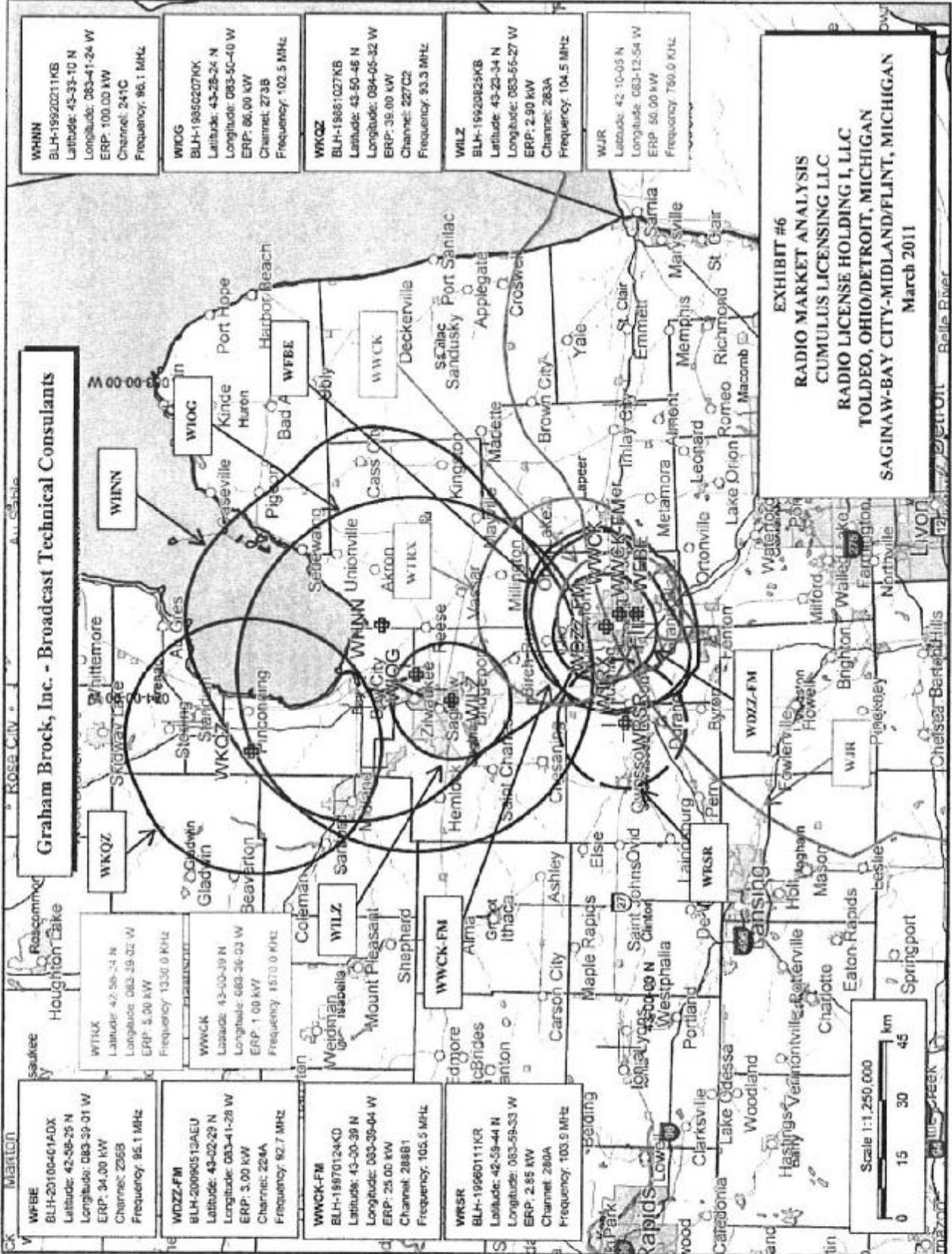
WAKR 3.16 mV/m

WJMR 5.0 mV/m

WMM 3.16 mV/m

WOVD 3.16 mV/m

WDRQ 3.16 mV/m



RADIO MARKET ANALYSIS
CUMULUS LICENSING LLC
RADIO LICENSE HOLDING I, LLC
TOLDEO, OHIO/DETROIT, MICHIGAN
SAGINAW-BAY CITY-MIDLAND/FLINT, MICHIGAN
March 2011

EXHIBIT #8

Tabulation of Stations in Radio Market #1

AM Stations

WJYM	730 kHz	Bowling Green, Ohio
* WJR	760 kHz	Detroit, Michigan
WCWA	1230 kHz	Toledo, Ohio
WSPD	1370 kHz	Toledo, Ohio
* WLRQ	1470 kHz	Toledo, Ohio
WNWT	1520 kHz	Rossford, Ohio
WWYC	1560 kHz	Toledo, Ohio

Total AM Stations - 7

FM Stations

WXTS-FM	Ch 202A	Toledo, Ohio
WXUT	Ch 202A	Toledo, Ohio
WOTL	Ch 212A	Toledo, Ohio
WGTE-FM	Ch 217B	Toledo, Ohio
* WKKR	Ch 233B	Port Clinton, Ohio
WJZE	Ch 247A	Oak Harbor, Ohio
* WMIM	Ch 252A	Luna Pier, Michigan
* WKKO	Ch 260B	Toledo, Ohio
WRVF	Ch 268B	Toledo, Ohio
WIOT	Ch 284B	Toledo, Ohio
* WWWM-FM	Ch 288A	Sylvania, Ohio

Total FM Stations - 11

GRAND TOTAL OF STATIONS CONSIDERED IN STUDY - 18

* Subject station.

RADIO MARKET ANALYSIS
CUMULUS LICENSING LLC
RADIO LICENSE HOLDING I, LLC
TOLDEO, OHIO/DETROIT, MICHIGAN
SAGINAW-BAY CITY-MIDLAND/FLINT, MICHIGAN
March 2011

EXHIBIT #9

Tabulation of Stations in Radio Market #2

AM Stations

WJYM	730 kHz	Bowling Green, Ohio
* WJR	760 kHz	Detroit, Michigan
WCWA	1230 kHz	Toledo, Ohio
WSPD	1370 kHz	Toledo, Ohio
* WLRQ	1470 kHz	Toledo, Ohio
WNWT	1520 kHz	Rossford, Ohio
WWYC	1560 kHz	Toledo, Ohio

Total AM Stations - 7

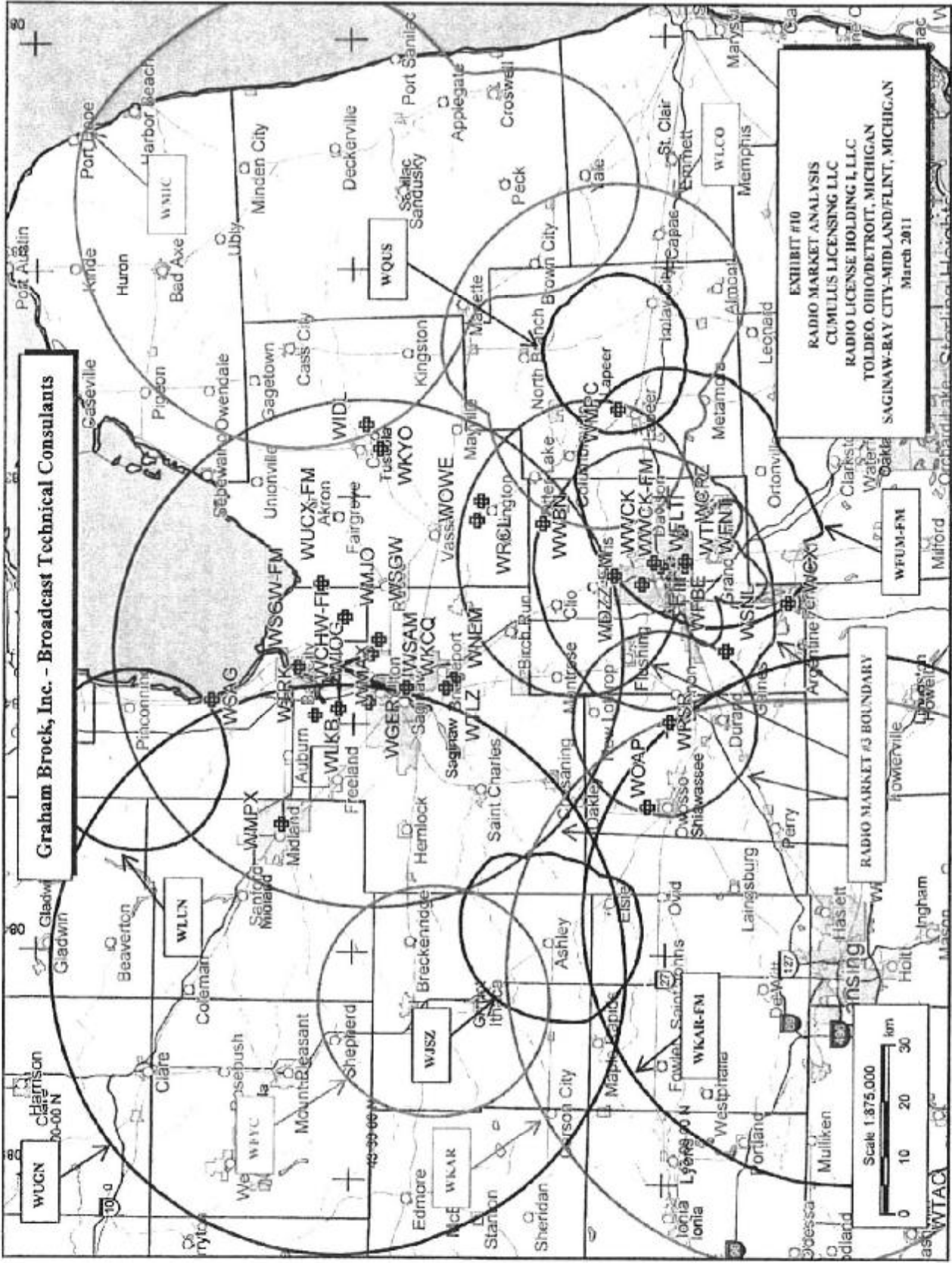
FM Stations

WXTS-FM	Ch 202A	Toledo, Ohio
WXUT	Ch 202A	Toledo, Ohio
WOTL	Ch 212A	Toledo, Ohio
WGTE-FM	Ch 217B	Toledo, Ohio
* WRQN	Ch 228B1	Bowling Green, Ohio
* WXKR	Ch 233B	Port Clinton, Ohio
WJZE	Ch 247A	Oak Harbor, Ohio
* WKKO	Ch 260B	Toledo, Ohio
WRVF	Ch 268B	Toledo, Ohio
WIOT	Ch 284B	Toledo, Ohio
* WWWM-FM	Ch 288A	Sylvania, Ohio

Total FM Stations - 11

GRAND TOTAL OF STATIONS CONSIDERED IN STUDY - 18

* Subject station.



Graham Brock, Inc. - Broadcast Technical Consultants

EXHIBIT #10
RADIO MARKET ANALYSIS
CUMULUS LICENSING LLC
RADIO LICENSE HOLDING I, LLC
TOLDEO, OHIO/DETROIT, MICHIGAN
SAGINAW-BAY CITY-MIDLAND/FLINT, MICHIGAN
March 2011

RADIO MARKET #3 BOUNDARY

Scale 1:875,000
0 10 20 30 km

WTAC

RADIO MARKET ANALYSIS
CUMULUS LICENSING LLC
RADIO LICENSE HOLDING I, LLC
TOLDEO, OHIO/DETROIT, MICHIGAN
SAGINAW-BAY CITY-MIDLAND/FLINT, MICHIGAN
March 2011

EXHIBIT #11

Tabulation of Stations in Radio Market #3

AM Stations

	WSNL	600 kHz	Flint, Michigan
+	WMIC	660 kHz	Sandusky, Michigan
	WSGW	790 kHz	Saginaw, Michigan
+	WKAR	870 kHz	East Lansing, Michigan
	WOAP	1080 kHz	Owosso, Michigan
	WCXI	1160 kHz	Fenton, Michigan
	WMPC	1230 kHz	Lapeer, Michigan
+	WFYC	1280 kHz	Alma, Michigan
*	WTRX	1330 kHz	Flint, Michigan
	WKYO	1360 kHz	Caro, Michigan
	WSAM	1400 kHz	Saginaw, Michigan
	WFLT	1420 kHz	Flint, Michigan
	WMAX	1440 kHz	Bay City, Michigan
	WFNT	1470 kHz	Flint, Michigan
	WMPX	1490 kHz	Midland, Michigan
+	WLCO	1530 kHz	Lapeer, Michigan
*	WWCK	1570 kHz	Flint, Michigan

Total AM Stations - 17

FM Stations

	WEIC	Ch 202C1	White Star, Michigan
	WAKL	Ch 205A	Flint, Michigan
	WLKB	Ch 206C2	Bay City, Michigan
	WTAC	Ch 209A	Burton, Michigan
	WUCX-FM	Ch 211C2	Bay City, Michigan
+	WKAR-FM	Ch 213B	East Lansing, Michigan

RADIO MARKET ANALYSIS
CUMULUS LICENSING LLC
RADIO LICENSE HOLDING I, LLC
TOLDEO, OHIO/DETROIT, MICHIGAN
SAGINAW-BAY CITY-MIDLAND/FLINT, MICHIGAN
March 2011

EXHIBIT #11

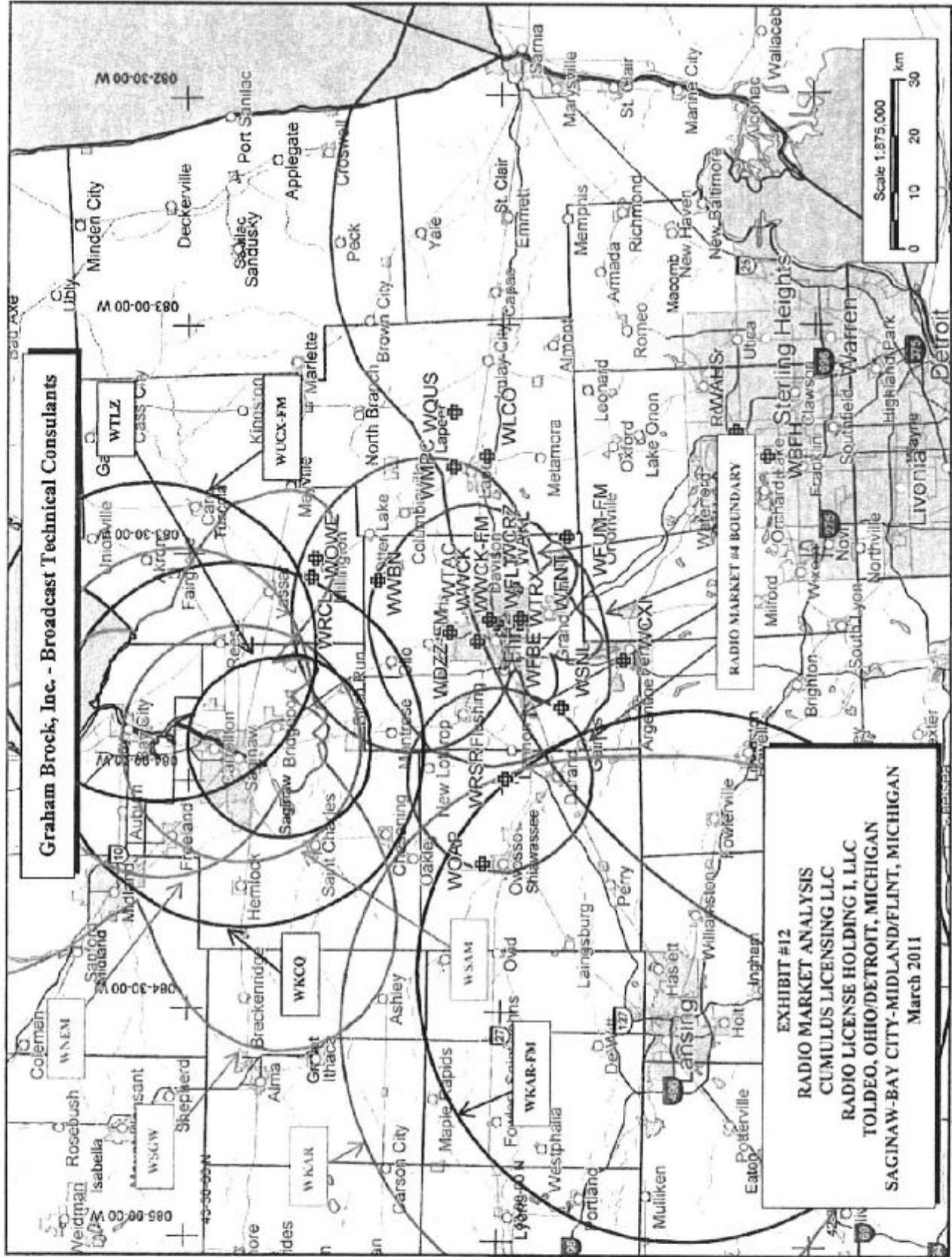
Tabulation of Stations in Radio Market #3 (continued)

	WTRK	Ch 215A	Freeland, Michigan
+	WFUM-FM	Ch 216B	Flint, Michigan
	WCHW-FM	Ch 217A	Bay City, Michigan
	WIDL	Ch 221A	Caro, Michigan
+	WJSZ	Ch 223A	Ashley, Michigan
*	WDZZ-FM	Ch 224A	Flint, Michigan
	WRCL	Ch 229A	Frankenmuth, Michigan
*	WFBE	Ch 236B	Flint, Michigan
	WMJO	Ch 247A	Essexville, Michigan
	WKCQ	Ch 251B	Saginaw, Michigan
	WOWE	Ch 255A	Vassar, Michigan
+	WUGN	Ch 259C	Midland, Michigan
	WSGW-FM	Ch 263A	Carrollton, Michigan
+	WLUN	Ch 265A	Pincorning, Michigan
	WWBN	Ch 268A	Tuscola, Michigan
*	WIOG	Ch 273B	Bay City, Michigan
+	WQUS	Ch 276A	Lapeer, Michigan
	WSAG	Ch 281A	Linwood, Michigan
*	WRSR	Ch 280A	Owosso, Michigan
*	WWCK-FM	Ch 288B1	Flint, Michigan
	WGER	Ch 292A	Saginaw, Michigan
	WILZ	Ch 296A	Saginaw, Michigan
	WCRZ	Ch 300B	Flint, Michigan

Total FM Stations - 29

GRAND TOTAL OF STATIONS CONSIDERED IN STUDY - 46

- * Subject station.
- + Station providing service to market.



Graham Brock, Inc. - Broadcast Technical Consultants

EXHIBIT #12
 RADIO MARKET ANALYSIS
 CUMULUS LICENSING LLC
 RADIO LICENSE HOLDING I, LLC
 TOLDEO, OHIO/DETROIT, MICHIGAN
 SAGINAW-BAY CITY-MIDLAND/FLINT, MICHIGAN
 March 2011

RADIO MARKET ANALYSIS
CUMULUS LICENSING LLC
RADIO LICENSE HOLDING I, LLC
TOLDEO, OHIO/DETROIT, MICHIGAN
SAGINAW-BAY CITY-MIDLAND/FLINT, MICHIGAN
March 2011

EXHIBIT #13

Tabulation of Stations in Radio Market #4

AM Stations

WSNL	600 kHz	Flint, Michigan
* WJR	760 kHz	Detroit, Michigan
+ WSGW	790 kHz	Saginaw, Michigan
+ WKAR	870 kHz	East Lansing, Michigan
WOAP	1080 kHz	Owosso, Michigan
WCXI	1160 kHz	Fenton, Michigan
WMPC	1230 kHz	Lapeer, Michigan
+ WNEM	1250 kHz	Bridgeport, Michigan
* WTRX	1330 kHz	Flint, Michigan
+ WSAM	1400 kHz	Saginaw, Michigan
WFLT	1420 kHz	Flint, Michigan
WFNT	1470 kHz	Flint, Michigan
WLCO	1530 kHz	Lapeer, Michigan
* WWCK	1570 kHz	Flint, Michigan

Total AM Stations - 14

FM Stations

WAKL	Ch 205A	Flint, Michigan
WTAC	Ch 209A	Burton, Michigan
+ WUCX-FM	Ch 211C2	Bay City, Michigan
+ WKAR-FM	Ch 213B	East Lansing, Michigan

RADIO MARKET ANALYSIS
CUMULUS LICENSING LLC
RADIO LICENSE HOLDING I, LLC
TOLDEO, OHIO/DETROIT, MICHIGAN
SAGINAW-BAY CITY-MIDLAND/FLINT, MICHIGAN
March 2011

EXHIBIT #13

Tabulation of Stations in Radio Market #4 (continued)

+	WFUM-FM	Ch 216B	Flint, Michigan
*	WDZZ-FM	Ch 224A	Flint, Michigan
	WRCL	Ch 229A	Frankenmuth, Michigan
*	WFBE	Ch 236B	Flint, Michigan
+	WKCQ	Ch 251B	Saginaw, Michigan
	WOWE	Ch 255A	Vassar, Michigan
	WWBN	Ch 268A	Tuscola, Michigan
	WQUS	Ch 276A	Lapeer, Michigan
*	WRSR	Ch 280A	Owosso, Michigan
*	WWCK-FM	Ch 288B1	Flint, Michigan
+	WTLZ	Ch 296A	Saginaw, Michigan
	WCRZ	Ch 300B	Flint, Michigan

Total FM Stations - 16

GRAND TOTAL OF STATIONS CONSIDERED IN STUDY - 30

- * Subject station.
- + Station providing service to market.

AFFIDAVIT AND QUALIFICATIONS OF CONSULTANT

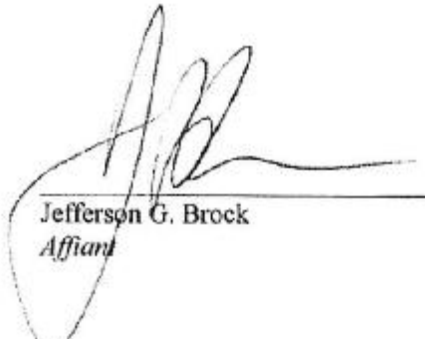
State of Georgia)
St. Simons Island) ss:
County of Glynn)

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.

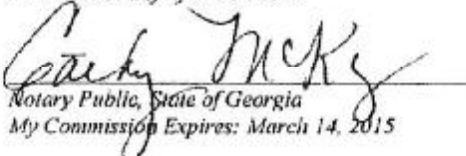
The attached report was either prepared by him or under his direction and all material and exhibits attached hereto are believed to be true and correct.

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
WJRW/WLAV-FM - GRAND RAPIDS, MICHIGAN
WBBL-FM - GREENVILLE, MICHIGAN
WTNR - HOLLAND, MICHIGAN
WHTS - COOPERSVILLE, MICHIGAN
WKLQ/WWSN - WHITEHALL, MICHIGAN
WLAW - NEWAYGO, MICHIGAN
WLCS - NORTH MUSKEGON, MICHIGAN
WVIB - HOLTON, MICHIGAN
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 WJRW, 1340 kHz, and WLAV-FM, Channel 245B, Grand Rapids, Michigan; WBBL-FM, Channel 297B, Greenville, Michigan; WTNR, Channel 233B, Holland, Michigan; WHTS, Channel 287B, Coopersville, Michigan; WKLQ, 1490 kHz, and WWSN, Channel 248A, Whitehall, Michigan; WLAW, Channel 223A, Newaygo, Michigan; WLCS, Channel 252A, North Muskegon, Michigan; and WVIB, Channel 261A, Holton, Michigan.

2. WJRW, WLAV-FM, WTNR and WHTS are each licensed to a community in a metro county in the Grand Rapids, Michigan Arbitron Market. WBBL-FM is not licensed to a community in a metro county in the market, but is considered "home" to the Grand Rapids market. WKLQ, WWSN, WLCS and WVIB are each licensed to a community in a metro county in the Muskegon, Michigan Arbitron Market. WLAW is not licensed to a community in a metro

county in the market, but is considered "home" to the Muskegon market. Therefore, a study to verify compliance of commonly owned stations in both a rated market and non-rated market is needed.

GRAND RAPIDS, MICHIGAN ARBITRON/BIA MARKET REVIEW

3. As shown on Exhibit #1, there are thirty-nine AM and FM (commercial and non-commercial) stations listed in the Grand Rapids, Michigan Arbitron Market (Market #67). 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 Grand Rapids, Michigan market.

MUSKEGON, MICHIGAN ARBITRON/BIA MARKET REVIEW

4. As shown on Exhibit #2, there are seventeen AM and FM (commercial and non-commercial) stations listed in the Muskegon, Michigan Arbitron Market (Market #235). RLH controls four FM stations and one AM 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, RLH is in compliance in the rated Muskegon, Michigan market.

CONTOUR OVERLAP MARKET

5. Since WBBL-FM and WLAW are each considered "home" to one of the markets and have contour overlap with other stations in the market, a study has been conducted to verify that the control of these stations, 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 #3. As noted, the locations of the overlap of the city grade contours of the stations create four distinct radio markets requiring review. Market #1 consists of FM stations WTNR, WBBL-FM, WLAV-FM and WHTS and AM station WJRW. Market #2 consists of FM stations WHTS, WLAW and WLAV-FM. Market #3 consists of FM stations WTNR, WLAW and WHTS and Market #4 consists of FM stations WHTS, WLAW, WLCS and WVIB.

6. The WHTS and WLAV-FM contours will be used to determine the number of other stations in Markets #1 and #2 and the WHTS contour will be used to determine the number of other stations in Market #3 and #4. The subject stations in each market will then be added to reach the total number of stations in or providing service to the respective markets. 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.

7. Exhibit #4 is a depiction of the AM and FM stations (commercial and non-commercial) providing service to the WHTS-WLAV-FM /Radio Market, which depicts fourteen contributing

stations. Exhibit #5 is a tabulation of the stations in Radio Market #1. A total of nineteen 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 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 Radio Market #1.

8. Exhibit #6 is a tabulation of the stations in Radio Market #2. A total of seventeen stations are shown, including the three subject stations.² 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, RLH is in compliance in the non-rated Radio Market #2.

9. Exhibit #7 is a depiction of the AM and FM stations (commercial and non-commercial) providing service to the WHTS /Radio Market, which depicts twelve contributing stations. Exhibit #8 is a tabulation of the stations in Radio Market #3. A total of fifteen stations are shown, including the three 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, RLH is in compliance in the non-rated Radio Market #3.

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.

2) See Footnote 1, *supra*.

3) See Footnote 1, *supra*.

10. Exhibit #9 is a tabulation of the stations in Radio Market #4. A total of sixteen stations are shown, including the four subject stations.⁴ 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, RLH is in compliance in the non-rated Radio Market #4.

11. 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.

11. 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.

4) See Footnote 1, *supra*.



FCC Geographic Market Definition for Grand Rapids, MI

Call Letters	AM/FM	Type	Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
WAYG	FM	89.9	NC	ChrsContem	Grand Rapids, MI	07/02/2003	67	Cornestone University	Grand Rapids, MI	Kent
WBBL	FM	107.3	C	Sports	Grand Rapids, MI	07/02/2003	67	Citadel Broadcasting Company	Greenville, MI	Montcalm
WBCT	FM	93.7	C	Country	Grand Rapids, MI	07/02/2003	67	Clear Channel Communications Inc	Grand Rapids, MI	Kent
WBFX	FM	101.3	C	Rock	Grand Rapids, MI	07/02/2003	67	Clear Channel Communications Inc	Grand Rapids, MI	Kent
WBLU	FM	86.9	NC	Cisc/Jazz	Grand Rapids, MI	07/02/2003	67	Blue Lake Fine Art Camp	Grand Rapids, MI	Kent
WCSG	FM	91.3	NC	ChrsContem	Grand Rapids, MI	07/02/2003	67	Cornestone University	Grand Rapids, MI	Kent
WCSY	AM	940	C	Oldies/ClHts	Grand Rapids, MI	05/22/2006	67	Mid-West Family Broadcast Group	South Haven, MI	Van Buren
WFGR	FM	56.7	C	Cisc Hits	Grand Rapids, MI	07/02/2003	67	Townsquare Media LLC	Grand Rapids, MI	Kent
WFUR	AM	1570	C	Religion	Grand Rapids, MI	07/02/2003	67	Kuiper Stations	Grand Rapids, MI	Kent
WFUR	FM	102.9	C	ChrsContem	Grand Rapids, MI	07/02/2003	67	Kuiper Stations	Grand Rapids, MI	Kent
WGHN	AM	1370	C	Sports	Grand Rapids, MI	07/02/2003	67	WGHN Inc	Grand Haven, MI	Ottawa
WGHN	FM	92.1	C	AC	Grand Rapids, MI	07/02/2003	67	WGHN Inc	Grand Haven, MI	Ottawa
WGNB	FM	89.3	NC	Religion	Grand Rapids, MI	07/02/2003	67	Moody Bible Institute of Chicago Incorporated	Zeeland, MI	Ottawa
WGRD	FM	97.9	C	Alternative	Grand Rapids, MI	07/02/2003	67	Townsquare Media LLC	Grand Rapids, MI	Kent
WGVU	AM	1480	NC	Old/NPR/Tlk	Grand Rapids, MI	07/02/2003	67	Grand Valley State University	Kentwood, MI	Kent
WGVU	FM	88.5	NC	NPR/Nws/Ja	Grand Rapids, MI	07/02/2003	67	Grand Valley State University	Attendale, MI	Ottawa
WHTC	AM	1460	C	FullService	Grand Rapids, MI	07/02/2003	67	Midwest Communications Incorporated	Holland, MI	Ottawa
WHTS	FM	105.3	C	Hot AC	Grand Rapids, MI	06/15/2008	67	Citadel Broadcasting Company	Coopersville, MI	Ottawa
WJOK	FM	99.3	C	ChrsContem	Grand Rapids, MI	07/02/2003	67	Lanser Broadcasting Corp	Zeeland, MI	Ottawa
WJRW	AM	1340	C	News/Talk	Grand Rapids, MI	07/02/2003	67	Citadel Broadcasting Company	Grand Rapids, MI	Kent
WLAV	FM	96.9	C	Cisc Rock	Grand Rapids, MI	07/02/2003	67	Citadel Broadcasting Company	Grand Rapids, MI	Kent
WLHT	FM	96.7	C	Hot AC	Grand Rapids, MI	07/02/2003	67	Townsquare Media LLC	Grand Rapids, MI	Kent
WIMAX	FM	96.1	C	Sports	Grand Rapids, MI	07/02/2003	67	Clear Channel Communications Inc	Holland, MI	Ottawa
WIMCQ	FM	91.7	NC	Chrs/Talk	Grand Rapids, MI	07/02/2003	67	American Family Association Incorporated	Muskegon, MI	Muskegon
WIMFN	AM	640	C	Mexican	Grand Rapids, MI	07/02/2003	67	Brach Broadcasting Corporation	Zeeland, MI	Ottawa
WIMJH	AM	810	C	Span/Pop	Grand Rapids, MI	07/02/2003	67	Brach Broadcasting Corporation	Rockford, MI	Kent
WINWZ	AM	1410	C	Mexican	Grand Rapids, MI	07/02/2003	67	Townsquare Media LLC	Grand Rapids, MI	Kent
WOOD	AM	1300	C	Nws/Tlk/Spt	Grand Rapids, MI	07/02/2003	67	Clear Channel Communications Inc	Grand Rapids, MI	Kent
WPNW	AM	1260	C	Talk	Grand Rapids, MI	07/02/2003	67	Lanser Broadcasting Corp	Zeeland, MI	Ottawa
WPRR	AM	1680	C	Talk	Grand Rapids, MI	07/02/2003	67	Goodrich Radio LLC	Ada, MI	Kent
WSRW	FM	105.7	C	AC	Grand Rapids, MI	07/02/2003	67	Clear Channel Communications Inc	Grand Rapids, MI	Kent
WTHS	FM	89.9	NC	Alternative	Grand Rapids, MI	07/02/2003	67	Hope College	Holland, MI	Ottawa
WTKG	AM	1230	C	News/Talk	Grand Rapids, MI	07/02/2003	67	Clear Channel Communications Inc	Grand Rapids, MI	Kent

p indicates pending sale to owner listed

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



FCC Geographic Market Definition for Grand Rapids, MI

Call Letters	AM/FM	Type	Freq	Station Format	Home Market	Market Home Designtrn Date	Rank	Owner	City & State of License	County of License
WTNR	FM	94.5 C	Country	Grand Rapids, MI	07/02/2003	67	Citacel Broadcasting Company	Holland, MI	Ottawa	
WTRV	FM	100.5 C	Soft AC	Grand Rapids, MI	07/02/2003	67	Townsquare Media LLC	Walker, MI	Kent	
WYGR	FM	104.1 NC	Nws/Tlk/Inf	Grand Rapids, MI	07/02/2003	67	University of Michigan	Grand Rapids, MI	Kent	
WVHF	AM	1140 C	DARK	Grand Rapids, MI	07/02/2003	67	Holy Family Radio	Kentwood, MI	Kent	
WYCE	FM	88.1 NC	AAA	Grand Rapids, MI	07/02/2003	67	Grand Rapids Cable Access Center	Wyoming, MI	Kent	
WYGR	AM	1530 C	Urban AC	Grand Rapids, MI	07/02/2003	67	WYGR Broadcasting	Wyoming, MI	Kent	

Number of Stations in Geographic Market 39

Previous Stations in Geographic Market

WSNX	FM	104.5 C	CHR	Muskegon, MI	01/11/2007	235	Clear Channel Communications Inc	Muskegon, MI	Muskegon
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"C" - Commercial Station; "NC" - Non Commercial Station

"p" indicates pending sale to owner listed



FCC Geographic Market Definition for Muskegon, MI

Call Letters	AM/FM	Freq	Type	Station	Format	Home Market	Market Designn Date	Home Mkt Rank	Owner	City & State of License	County of License
WSLV	FM	90.3	NC	Claci/Jazz	Muskegon, MI		07/02/2003	235	Blue Lake Fire Art Camp	Twin Lake, MI	Muskegon
WGVS	AM	850	NC	Old/NPR/TIK	Muskegon, MI		07/02/2003	235	Grand Valley State University	Muskegon, MI	Muskegon
WGVS	FM	95.3	NC	NPR/Nws/Ja	Muskegon, MI		07/02/2003	235	Grand Valley State University	Whitehall, MI	Muskegon
WHEY	FM	88.9	NC	Relig Music	Muskegon, MI		11/25/2008	235	Muskegon Community Radio Broadcast Company	North Muskegon, MI	Muskegon
WKBZ	AM	1090	C	Talk	Muskegon, MI		07/02/2003	235	Clear Channel Communications Inc	Muskegon, MI	Muskegon
WKLQ	AM	1490	C	Talk	Muskegon, MI		07/02/2003	235	Citadel Broadcasting Company	Whitehall, MI	Muskegon
WLAW	FM	92.5	C	Country	Muskegon, MI		09/12/2006	235	Citadel Broadcasting Company	Newaygo, MI	Newaygo
WLCS	FM	98.3	C	Oldies	Muskegon, MI		07/02/2003	235	Citadel Broadcasting Company	North Muskegon, MI	Muskegon
WMICQ	FM	91.7	NC	Chrst/Talk	Grand Rapids, MI		07/02/2003	67	American Family Association Incorporated	Muskegon, MI	Muskegon
WMRR	FM	101.7	C	Clisc Rock	Muskegon, MI		07/02/2003	235	Clear Channel Communications Inc	Muskegon Heights, MI	Muskegon
WMUS	FM	107.9	C	Country	Muskegon, MI		07/02/2003	235	Clear Channel Communications Inc	Muskegon, MI	Muskegon
WOOD	FM	106.9	C	Nws/Tlk/Spt	Muskegon, MI		07/02/2003	235	Clear Channel Communications Inc	Muskegon, MI	Muskegon
WSMZ	FM	88.3	NC	ChrsContem	Muskegon, MI		11/22/2010	235	Smile FM	Muskegon, MI	Muskegon
WSNX	FM	104.5	C	CHR	Muskegon, MI		01/11/2007	235	Clear Channel Communications Inc	Crystal Valley, MI	Oceana
WVIB	FM	100.1	C	Urban	Muskegon, MI		07/02/2003	235	Citadel Broadcasting Company	Muskegon, MI	Muskegon
WWKR	FM	94.1	C	Clisc Rock	Muskegon, MI		03/25/2008	235	Synergy Media Inc	Holtin, MI	Muskegon
WWSN	FM	97.5	C	Sprts/Talk	Muskegon, MI		07/02/2003	235	Citadel Broadcasting Company	Hart, MI	Oceana
										Whitehall, MI	Muskegon

Number of Stations in Geographic Market 17

Previous Stations In Geographic Market

WHTS	FM	105.3	C	Hot AC	Grand Rapids, MI		06/16/2006	67	Citadel Broadcasting Company	Coopersville, MI	Chtawa
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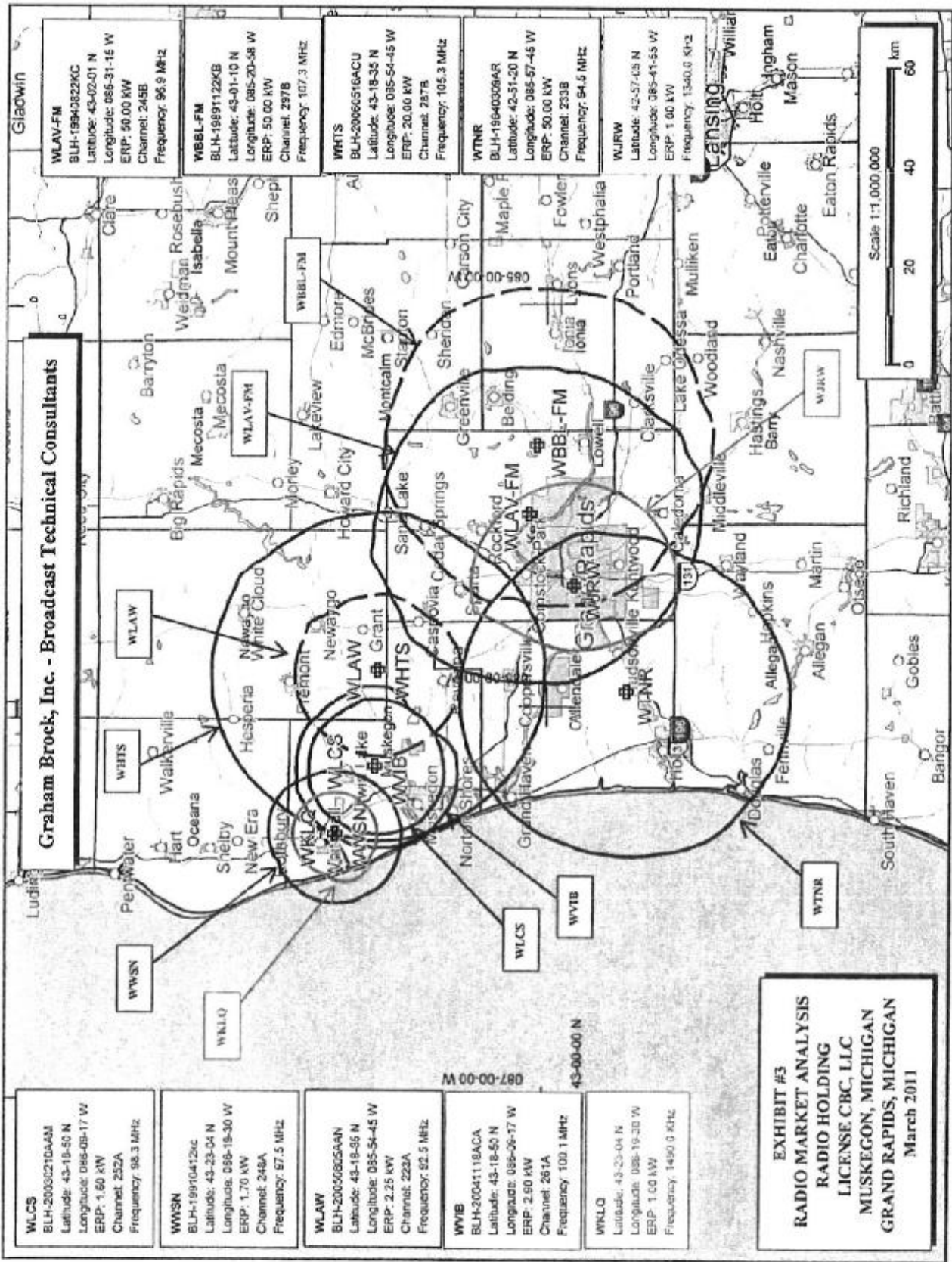
"C" - Commercial Station; "NC" - Non Commercial Station

"p" indicates pending sale to owner listed

Printed: 03/17/2011 Data: 02/25/2011

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EXHIBIT #2



WLAV-FM
 BLH-19943822KC
 Latitude: 43-02-01 N
 Longitude: 086-31-16 W
 ERP: 50.00 kW
 Channel: 245B
 Frequency: 96.9 MHz

WBBL-FM
 BLH-19891122XB
 Latitude: 43-01-10 N
 Longitude: 085-20-58 W
 ERP: 50.00 kW
 Channel: 297B
 Frequency: 107.3 MHz

WRTS
 BLH-20060516ACU
 Latitude: 43-18-35 N
 Longitude: 085-54-45 W
 ERP: 20.00 kW
 Channel: 287B
 Frequency: 105.3 MHz

WTNR
 BLH-19640306NR
 Latitude: 42-51-20 N
 Longitude: 085-57-45 W
 ERP: 50.00 kW
 Channel: 233B
 Frequency: 94.5 MHz

WJRW
 Latitude: 42-57-03 N
 Longitude: 085-41-55 W
 ERP: 1.00 kW
 Frequency: 1340.0 KHz

WLAW

WHTS

WVLS

WVVB

WTRW

WWSN

WVLS

WVVB

WVVB

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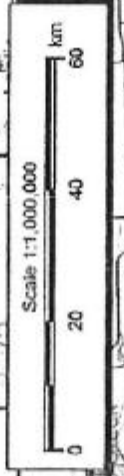
WVVB

WVVB

WVVB

WVVB

EXHIBIT #3
RADIO MARKET ANALYSIS
RADIO HOLDING
LICENSE CBC, LLC
MUSKEGON, MICHIGAN
GRAND RAPIDS, MICHIGAN
 March 2011



Graham Brock, Inc. - Broadcast Technical Consultants

087-00-00 W
 43-00-00 N

Graham Brock, Inc. - Broadcast Technical Consultants

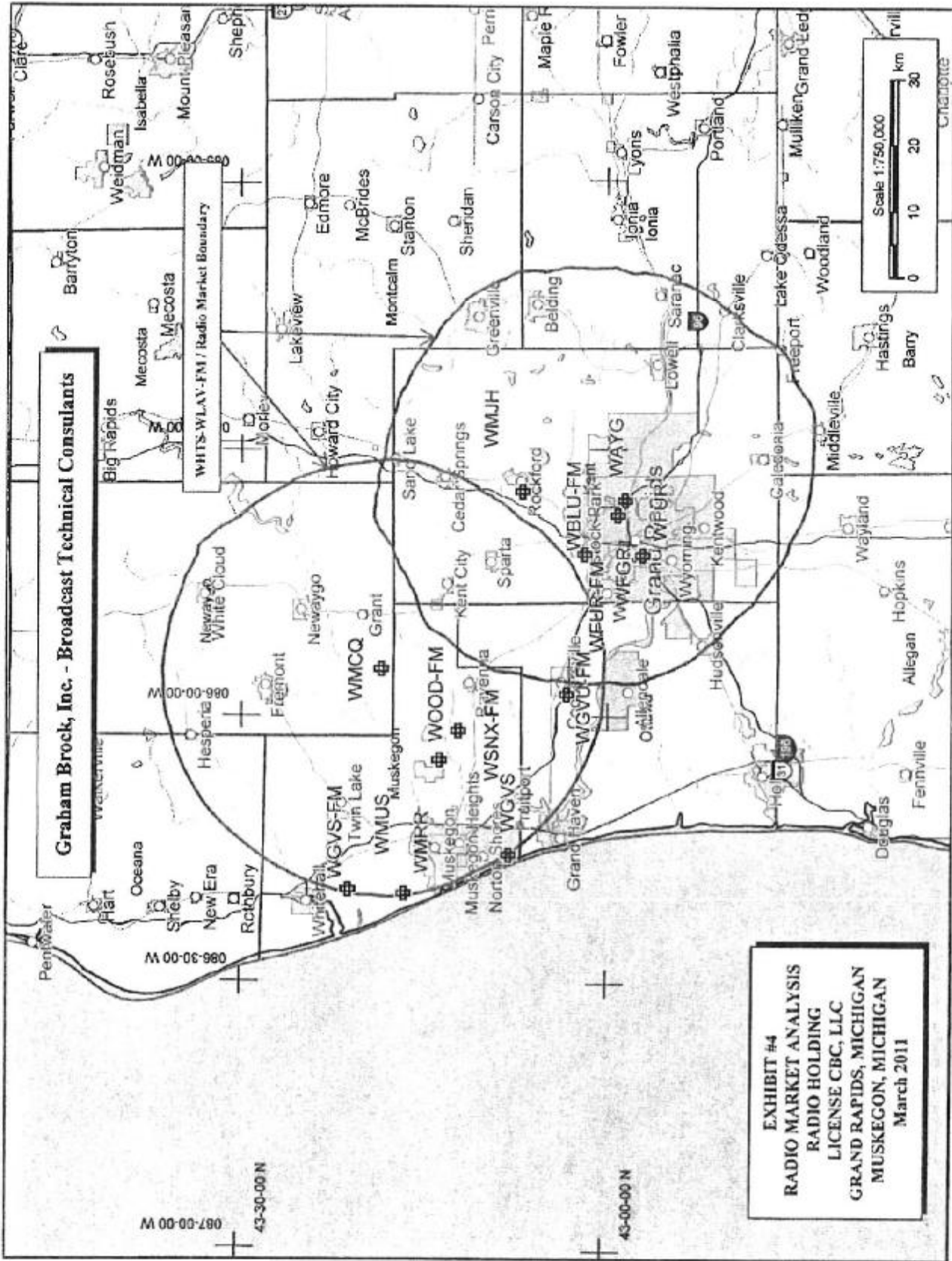
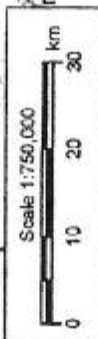


EXHIBIT #4
RADIO MARKET ANALYSIS
RADIO HOLDING
LICENSE CBC, LLC
GRAND RAPIDS, MICHIGAN
MUSKEGON, MICHIGAN
March 2011



087-00-00 W
 43-30-00 N

43-00-00 N

RADIO MARKET ANALYSIS
RADIO LICENSE HOLDING CBC, LLC
GRAND RAPIDS, MICHIGAN
MUSKEGON, MICHIGAN
March 2011

EXHIBIT #5

Tabulation of Stations in Radio Market #1

AM Stations

WGVS	850 kHz	Muskegon, Michigan
WMJH	810 kHz	Rockford, Michigan
* WJRW	1340 kHz	Grand Rapids, Michigan
WFUR	1570 kHz	Grand Rapids, Michigan

Total AM Stations - 4

FM Stations

WGVU-FM	Ch 203A	Allendale, Michigan
WBLU-FM	Ch 205A	Grand Rapids, Michigan
WAYG	Ch 210A	Grand Rapids, Michigan
WMCQ	Ch 219A	Muskegon, Michigan
* WTNR	Ch 233B	Holland, Michigan
WGVS-FM	Ch 237A	Whitehall, Michigan
* WLAV-FM	Ch 245B	Grand Rapids, Michigan
WFGR	Ch 254A	Grand Rapids, Michigan
WMRR	Ch 269B1	Muskegon Heights, Michigan
WFUR-FM	Ch 275B	Grand Rapids, Michigan
WSNX-FM	Ch 283B	Muskegon, Michigan
* WHTS	Ch 287B	Coopersville, Michigan
WOOD-FM	Ch 295B	Muskegon, Michigan
* WBBL-FM	Ch 297B	Greenville, Michigan
WMUS	Ch 300B1	Muskegon, Michigan

Total FM Station - 15

GRAND TOTAL OF STATIONS CONSIDERED IN STUDY - 19

* Subject station.

RADIO MARKET ANALYSIS
RADIO LICENSE HOLDING CBC, LLC
GRAND RAPIDS, MICHIGAN
MUSKEGON, MICHIGAN
March 2011

EXHIBIT #6

Tabulation of Stations in Radio Market #2

AM Stations

WGVS	850 kHz	Muskegon, Michigan
WMJH	810 kHz	Rockford, Michigan
WFUR	1570 kHz	Grand Rapids, Michigan

Total AM Stations - 3

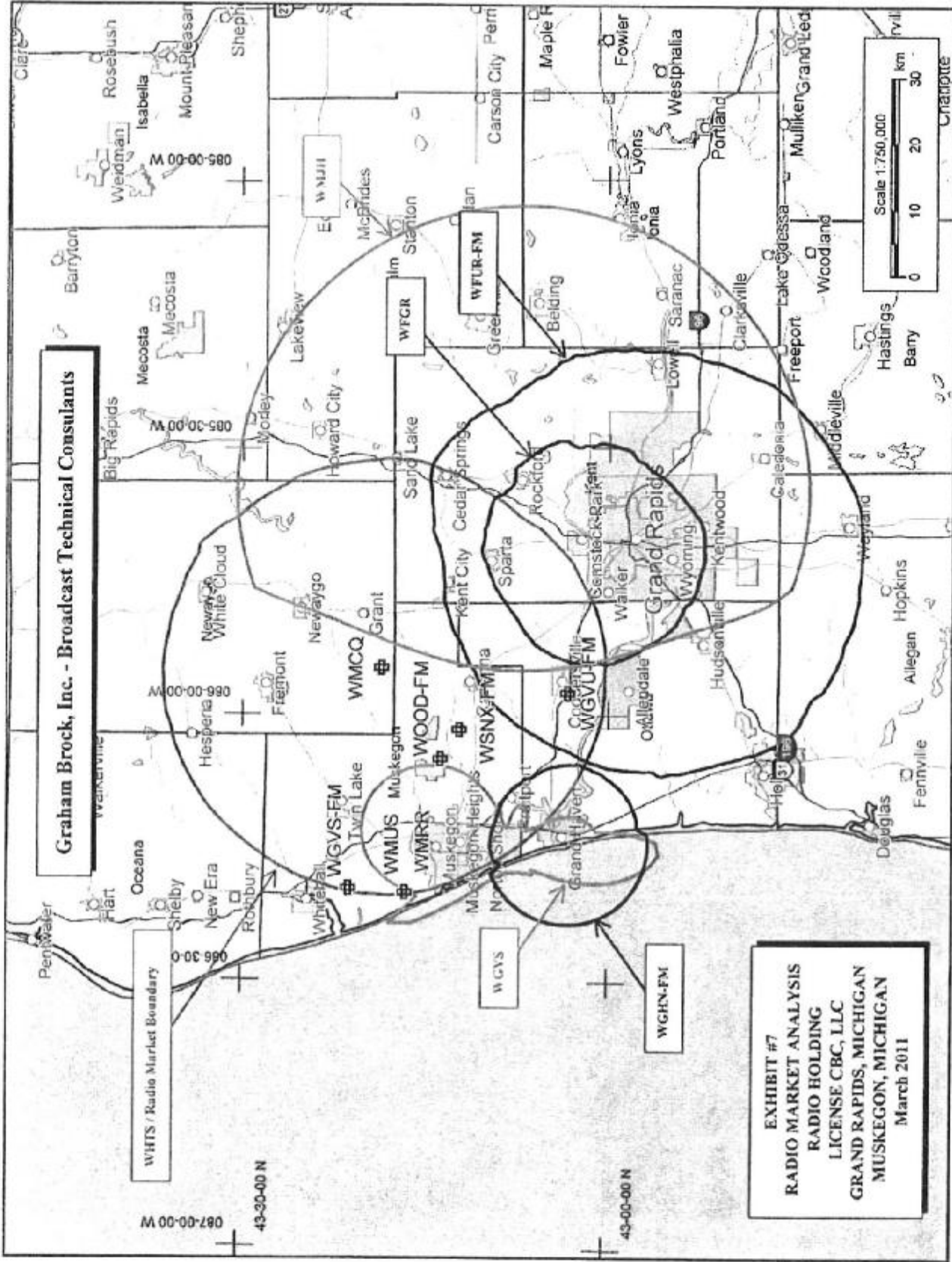
FM Stations

WGVU-FM	Ch 203A	Allendale, Michigan
WBLU-FM	Ch 205A	Grand Rapids, Michigan
WAYG	Ch 210A	Grand Rapids, Michigan
WMCQ	Ch 219A	Muskegon, Michigan
* WLAW	Ch 223A	Newaygo, Michigan
WGVS-FM	Ch 237A	Whitehall, Michigan
* WLAV-FM	Ch 245B	Grand Rapids, Michigan
WFGR	Ch 254A	Grand Rapids, Michigan
WMRR	Ch 269B1	Muskegon Heights, Michigan
WFUR-FM	Ch 275B	Grand Rapids, Michigan
WSNX-FM	Ch 283B	Muskegon, Michigan
* WHTS	Ch 287B	Coopersville, Michigan
WOOD-FM	Ch 295B	Muskegon, Michigan
WMUS	Ch 300B1	Muskegon, Michigan

Total FM Station - 14

GRAND TOTAL OF STATIONS CONSIDERED IN STUDY - 17

* Subject station.



RADIO MARKET ANALYSIS
RADIO LICENSE HOLDING CBC, LLC
GRAND RAPIDS, MICHIGAN
MUSKEGON, MICHIGAN
March 2011

EXHIBIT #8

Tabulation of Stations in Radio Market #3

AM Stations

+	WGVS	850 kHz	Muskegon, Michigan
+	WMJH	810 kHz	Rockford, Michigan

Total AM Stations - 2

FM Stations

	WGVU-FM	Ch 203A	Allendale, Michigan
	WMCQ	Ch 219A	Muskegon, Michigan
+	WGHN-FM	Ch 221A	Grand Haven, Michigan
*	WTNR	Ch 233B	Holland, Michigan
*	WLAW	Ch 223A	Newaygo, Michigan
	WGVS-FM	Ch 237A	Whitehall, Michigan
+	WFRG	Ch 254A	Grand Rapids, Michigan
	WMRR	Ch 269B1	Muskegon Heights, Michigan
+	WFUR-FM	Ch 275B	Grand Rapids, Michigan
	WSNX-FM	Ch 283B	Muskegon, Michigan
*	WHTS	Ch 287B	Coopersville, Michigan
	WOOD-FM	Ch 295B	Muskegon, Michigan
	WMUS	Ch 300B1	Muskegon, Michigan

Total FM Station - 13

GRAND TOTAL OF STATIONS CONSIDERED IN STUDY - 15

* Subject station.

RADIO MARKET ANALYSIS
RADIO LICENSE HOLDING CBC, LLC
GRAND RAPIDS, MICHIGAN
MUSKEGON, MICHIGAN
March 2011

EXHIBIT #9

Tabulation of Stations in Radio Market #4

AM Stations

+ WGVS	850 kHz	Muskegon, Michigan
+ WMJH	810 kHz	Rockford, Michigan

Total AM Stations - 2

FM Stations

WGVU-FM	Ch 203A	Allendale, Michigan
WMCQ	Ch 219A	Muskegon, Michigan
+ WGHN-FM	Ch 221A	Grand Haven, Michigan
* WLAW	Ch 223A	Newaygo, Michigan
WGVS-FM	Ch 237A	Whitehall, Michigan
* WLCS	Ch 252A	North Muskegon, Michigan
+ WFGR	Ch 254A	Grand Rapids, Michigan
* WVIB	Ch 261A	Holton, Michigan
WMRR	Ch 269B1	Muskegon Heights, Michigan
+ WFUR-FM	Ch 275B	Grand Rapids, Michigan
WSNX-FM	Ch 283B	Muskegon, Michigan
* WHTS	Ch 287B	Coopersville, Michigan
WOOD-FM	Ch 295B	Muskegon, Michigan
WMUS	Ch 300B1	Muskegon, Michigan

Total FM Station - 14

GRAND TOTAL OF STATIONS CONSIDERED IN STUDY - 16

* Subject station.

AFFIDAVIT AND QUALIFICATIONS OF CONSULTANT

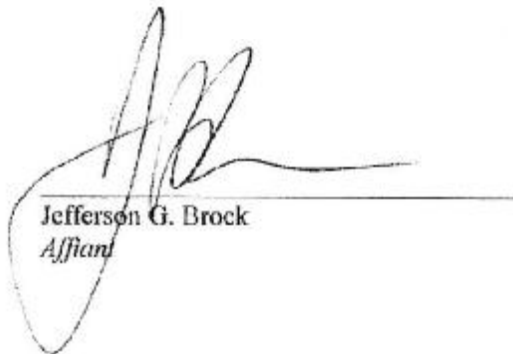
State of Georgia)
St. Simons Island) ss:
County of Glynn)

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.

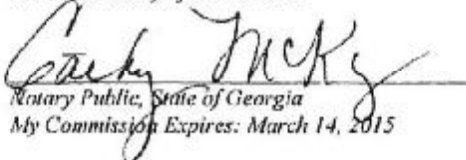
His qualifications are a matter of record before the Federal Communications Commission. He has been active in Broadcast Engineering since 1979.

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
WHLL/WMAS-FM RADIO STATION
SPRINGFIELD, MASSACHUSETTS
WORC RADIO STATION
WEBSTER, MASSACHUSETTS
WXLO RADIO STATION
FITCHBURG, MASSACHUSETTS
WWFX RADIO STATION
SOUTHBRIDGE, MASSACHUSETTS
WPRV/WPRO/WPRO-FM/WWLI RADIO STATIONS
PROVIDENCE, RHODE ISLAND
WWKX RADIO STATION
WOONSOCKET, RHODE ISLAND
WEAN-FM RADIO STATION
WAKEFIELD-PEACEDALE, RHODE ISLAND
WBSM RADIO STATION
NEW BEDFORD, MASSACHUSETTS
WFHN RADIO STATION
FAIRHAVEN, MASSACHUSETTS
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 WHLL, 1450 kHz, and WMAS-FM, Channel 234B, Springfield, Massachusetts¹; WWFX, Channel 261A, Southbridge, Massachusetts; WXLO, Channel 283B, Fitchburg, Massachusetts²; WORC-FM, Channel 255A, Webster, Massachusetts; WPRV, 790 kHz.; WPRO, 630 kHz, WPRO-FM, Channel 222B; and WWLI, Channel 286B, Providence, Rhode Island; WWKX, Channel 292A, Woonsocket, Rhode Island; WEAN-FM, Channel 259A,

-
- 1) WMAS-FM has a pending application to change community of license to Endfield, Connecticut. This change will move the station from the Springfield, Massachusetts market to the Hartford-New Britain-Middletown, Connecticut market.
- 2) WXLO is considered "home" in the Worcester, Massachusetts market, but is also considered a metro station in the Boston, Massachusetts market.

Wakefield-Peacedale, Rhode Island; WBSM, 1420 kHz, New Bedford, Massachusetts and WFHN, Channel 296A, Fairhaven, Massachusetts. All of the above stations are licensed to a metro county in a rated market, with the exception of WAFX, which is considered "home" to the Worcester, Massachusetts market. As such, a radio ownership review for both rated and non-rated markets has been undertaken.

SPRINGFIELD, MASSACHUSETTS ARBITRON/BIA MARKET REVIEW

2. As shown on Exhibit #1, there are thirty AM and FM (commercial and non-commercial) stations listed in the Springfield, Massachusetts Arbitron Market (Market #87). Upon consummation of the proposed transaction, CMI would control one AM station and one FM station (WHLL and WMAS-FM) in the rated 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. As such, CMI will be in compliance with the Commission's multiple rules in the Springfield, Massachusetts Arbitron Market.

HARTFORD-NEW BRITAIN-MIDDLETOWN, CONNECTICUT ARBITRON/BIA MARKET REVIEW

3. As noted above, there is a pending application for WMAS-FM to change its community of license to Endfield, Connecticut. This change would relocate the station into the Hartford-New Britain-Middletown, Connecticut market. As shown on Exhibit #2, there are thirty-five AM and FM (commercial and non-commercial) stations listed in the Hartford-New

Britain-Middletown, Connecticut Arbitron Market (Market #50). Upon consummation of the proposed transaction, CMI would control one FM station (WMAS-FM) in the rated 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. As such, CMI will be in compliance with the Commission's multiple rules in the Hartford-New Britain-Middletown, Connecticut Arbitron Market.

WORCESTER, MASSACHUSETTS ARBITRON/BIA MARKET REVIEW

4. As shown on Exhibit #3, there are nineteen AM and FM (commercial and non-commercial) stations listed in the Worcester, Massachusetts Arbitron Market (Market #110). Upon consummation of the proposed transaction, CMI would control three FM stations (WWFX, WXLO and WORC-FM) in the rated 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. As such, CMI will be in compliance with the Commission's multiple rules in the Worcester, Massachusetts Arbitron Market.

BOSTON, MASSACHUSETTS ARBITRON/BIA MARKET REVIEW

5. As shown on Exhibit #4 there are 99 AM and FM (commercial and non-commercial) stations listed in the Boston, Massachusetts Arbitron Market (Market #50). Upon consummation of the proposed transaction, CMI would control one FM station (WXLO) in the rated market.

The number of stations indicated falls in the forty-five 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. As such, CMI will be in compliance with the Commission's multiple rules in the Boston, Massachusetts Arbitron Market.

PROVIDENCE-WARWICK-PAWTUCKET, RHODE ISLAND
ARBITRON/BIA MARKET REVIEW

6. As shown on Exhibit #5, there are fifty AM and FM (commercial and non-commercial) stations listed in the Providence-Warwick-Pawtucket, Rhode Island Arbitron Market (Market #41). Upon consummation of the proposed transaction, CMI would control three AM stations and five FM stations (WPRV, WPRO, WBSM, WPRO-FM, WWLI, WWKX, WFHN, and WEAN-FM) in the rated market. The number of stations indicated falls in the forty-five 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. As such, CMI will be in compliance with the Commission's multiple rules in the Providence-Warwick-Pawtucket, Rhode Island Arbitron Market.

NEW BEDFORD-FALL RIVER, MASSACHUSETTS
ARBITRON/BIA MARKET REVIEW

7. As shown on Exhibit #6 there are ten AM and FM (commercial and non-commercial) stations listed in the New Bedford-Fall River, Massachusetts Arbitron Market (Market #178). Upon consummation of the proposed transaction, CMI would control one AM station and one FM station (WBSM and WFHN) in the rated market. The number of stations indicated falls in

the fourteen or fewer stations tier of §73.3555(a)(1)(iv) of the Commission's rules. At this level, common ownership or control of up to five stations, with no more than three in the same service, is permissible, provided the number of stations to be commonly held does not exceed 50% of the stations in the market. As such, CMI will be in compliance with the Commission's multiple rules in the New Bedford-Fall River, Massachusetts Arbitron Market.

CONTOUR OVERLAP ANALYSIS

8. WAFX is considered "home" to the Worcester, Massachusetts market. While the station is located within Worcester County, not all of the county is part of the Worcester rated market. Some of the county is within the Boston, Massachusetts market, which causes WXLO to be in both markets, with the extreme southwestern portion of the county outside of the Worcester market, as indicated on Exhibit #7.³ As the community of Southbridge falls within this area, WAFX is considered "home", rather than a metro station. WAFX has contour overlap with WORC-FM and WXLO. As such, a study has been conducted to verify that the ownership of these stations is also in compliance with the Commission's revised contour overlap rules. The city grade contours of the three stations considered in the contour overlap analysis are shown on Exhibit #8. As indicated, two distinct markets are created. Market #1 consists of WAFX and WORC-FM. Market #2 consists of WAFX and WXLO.

9. Since the city grade contour of WAFX is a subject station in each market, it will define the Radio Market Boundary, which will be used to determine the number of other stations in the market to which the subject stations in each market will be added. No stations with

3) This is based on the 2010 Arbitron Radio Metro Map, which is the most recent map available from the Arbitron website.

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.

10. Exhibit #9 is a depiction of the AM and FM stations (commercial and non-commercial) providing service to the WAFX Radio Market. A total of five contributing stations is shown. Exhibit #10 is a tabulation of the stations in the Radio Market #1. There are seven stations shown, including the two subject stations (WAFX and WORC-FM). The number of stations depicted falls in the fourteen or fewer stations tier of 73.3555(a)(1)(iv) of the Commission's rules. At this level, common ownership or control of up to five stations with no more than three in the same service is permissible, provided the number of stations to be commonly held does not exceed 50% of the stations in the market. Therefore, CMI will be in compliance in the non-rated Radio Market #1.

11. Exhibit #11 is a tabulation of the stations in the Radio Market #2. There are seven stations shown, including the two subject stations (WAFX and WXLO). The number of stations depicted falls in the fourteen or fewer stations tier of 73.3555(a)(1)(iv) of the Commission's rules. At this level, common ownership or control of up to five stations with no more than three in the same service is permissible, provided the number of stations to be commonly held does not exceed 50% of the stations in the market. Therefore, CMI will be in compliance in the non-rated Radio Market #2.

12. Based on the compliance shown in both the rated and non-rated markets, the proposed transfer of control is in compliance with the Commission's rules, with regard to the above referenced stations.

13. 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 Springfield, MA

Call Letters	AM/FM	Freq	Type	Station Format	Home Market	Market Designation	Home Rank	Owner	City & State of License	County of License
WACE	AM	730	C	Religion	Springfield, MA	07/02/2003	87	Carter Broadcasting Corporation	Chicopee, MA	Hampden
WACM	AM	1490	C	Tropical	Springfield, MA	07/02/2003	87	Davidson Media Group LLC	West Springfield, MA	Hampden
WAIC	FM	91.9	NC	CHR	Springfield, MA	07/02/2003	87	American International College	Springfield, MA	Hampden
WAMH	FM	99.3	NC	Alternative	Springfield, MA	07/02/2003	87	Amherst College	Amherst, MA	Hampshire
WAQY	FM	102.1	C	Cisc Rock	Springfield, MA	07/02/2003	87	Saga Communications Inc	Springfield, MA	Hampden
WARE	AM	1250	C	Oldies	Springfield, MA	07/02/2003	87	Success Signal Broadcasting Inc	Ware, MA	Hampshire
WCCH	FM	103.5	NC	Variety	Springfield, MA	07/02/2003	87	Holyoke Community College	Holyoke, MA	Hampden
WEIB	FM	106.3	C	Smooth	Springfield, MA	07/02/2003	87	Cutting Edge Broadcasting Inc	Northampton, MA	Hampshire
WFRC	FM	88.5	NC	Nws/Cls/Jaz	Springfield, MA	07/02/2003	87	University of Massachusetts	Amherst, MA	Hampshire
WHLL	AM	1450	C	Sports	Springfield, MA	07/02/2003	87	Citadel Broadcasting Company	Springfield, MA	Hampden
WHMP	AM	1400	C	Nws/Talk/Inf	Springfield, MA	07/02/2003	87	Saga Communications Inc	Northampton, MA	Hampshire
WHNP	AM	1600	C	Nws/Talk/Inf	Springfield, MA	07/02/2003	87	Saga Communications Inc	East Longmeadow, MA	Hampden
WHYN	FM	93.1	C	80s & 90s	Springfield, MA	07/02/2003	87	Clear Channel Communications Inc	Springfield, MA	Hampden
WHYN	AM	560	C	News/Talk	Springfield, MA	07/02/2003	87	Clear Channel Communications Inc	Springfield, MA	Hampden
WLZX	FM	99.3	C	Rock	Springfield, MA	07/02/2003	87	Saga Communications Inc	Northampton, MA	Hampshire
WMAS	FM	94.7	C	AAA	Springfield, MA	07/02/2003	87	Citadel Broadcasting Company	Springfield, MA	Hampden
WMHC	FM	91.5	NC	Variety	Springfield, MA	07/02/2003	87	Mt Holyoke College	South Hadley, MA	Hampshire
WMJA	FM	91.1	NC	Alternative	Springfield, MA	07/02/2003	87	University of Massachusetts	Amherst, MA	Hampshire
WNEK	FM	105.1	NC	Educational	Springfield, MA	07/02/2003	87	Western New England College	Springfield, MA	Hampden
WNNZ	AM	540	NC	NPR/Talk/Inf	Springfield, MA	07/02/2003	87	WFRC Foundation Inc	Westfield, MA	Hampden
WOZQ	FM	91.9	NC	Variety	Springfield, MA	07/02/2003	87	Smith College	Northampton, MA	Hampshire
WPKX	FM	97.9	C	Country	Springfield, MA	07/02/2003	87	Clear Channel Communications Inc	Enfield, CT	Hartford
WPNI	AM	1430	NC	AAA	Springfield, MA	07/02/2003	87	Pamal Broadcasting Ltd	Amherst, MA	Hampshire
WRNX	FM	100.9	C	AAA	Springfield, MA	07/02/2003	87	Clear Channel Communications Inc	Amherst, MA	Hampshire
WRSI	FM	93.9	C	AAA	Springfield, MA	07/02/2003	87	Saga Communications Inc	Amherst, MA	Hampshire
WSCB	FM	89.9	NC	Variety	Springfield, MA	07/02/2003	87	Springfield College President & Trustees	Turners Falls, MA	Franklin
WSKB	FM	89.5	NC	New Rock	Springfield, MA	07/02/2003	87	Trustees Westfield State	Springfield, MA	Hampden
WSPR	AM	1270	C	Tropical	Springfield, MA	07/02/2003	87	Davidson Media Group LLC	Westfield, MA	Hampden
WTCC	FM	90.7	NC	Variety	Springfield, MA	07/02/2003	87	Springfield Tech Community College	Springfield, MA	Hampden
WVEI	FM	105.5	C	Sports	Springfield, MA	07/02/2003	87	Entercom	Easthampton, MA	Hampshire

Number of Stations in Geographic Market 30

Previous Stations in Geographic Market

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

"p" indicates pending sale to owner listed

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EXHIBIT #1



FCC Geographic Market Definition for Springfield, MA

Call Letters	AM/FM	Type	Freq.	Station Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
WPVQ	FM	95.3 C		Country		01/26/2005	0	Sega Communications Inc	Greenfield, MA	Franklin

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

"p" indicates pending sale to owner listed



FCC Geographic Market Definition for Hartford-New

Call Letters	AM/FM	Type	Freq	Station	Format	Home Market	Market			City & State of License	County of License
							Designn	Mkt Rank	Owner		
WCCC	AM	1290 C	C	Claical	Hartford-New Britain-Middletown, CT	07/02/2003	50	Marlin Broadcasting LLC	West Hartford, CT	Hartford	
WCCC	FM	106.9 C	C	Rock	Hartford-New Britain-Middletown, CT	07/02/2003	50	Marlin Broadcasting LLC	Hartford, CT	Hartford	
WCTF	AM	1170 NC	NC	Religion	Hartford-New Britain-Middletown, CT	07/02/2003	50	Family Stations Inc	Vernon, CT	Tolland	
WDJW	FM	89.7 NC	NC	Variety	Hartford-New Britain-Middletown, CT	09/20/2004	50	WDJW Somers High School	Somers, CT	Tolland	
WDRG	AM	1360 C	C	News/Talk	Hartford-New Britain-Middletown, CT	07/02/2003	50	Buckley Broadcasting Corporation	Hartford, CT	Hartford	
WDRG	FM	102.9 C	C	Class Hits	Hartford-New Britain-Middletown, CT	07/02/2003	50	Buckley Broadcasting Corporation	Hartford, CT	Hartford	
WDZK	AM	1560 C	C	DARK	Hartford-New Britain-Middletown, CT	07/02/2003	50	Blount Communications Group	Bloomfield, CT	Hartford	
WERB	FM	94.5 NC	NC	Variety	Hartford-New Britain-Middletown, CT	07/02/2003	50	Berlin Board of Education	Berlin, CT	Hartford	
WESU	FM	88.1 NC	NC	Variety	Hartford-New Britain-Middletown, CT	07/02/2003	50	Wesleyan University	Middletown, CT	Middlesex	
WFCS	FM	107.7 NC	NC	Variety	Hartford-New Britain-Middletown, CT	07/02/2003	50	Central Connecticut State University	New Britain, CT	Hartford	
WHCN	FM	105.9 C	C	Class/Rock	Hartford-New Britain-Middletown, CT	07/02/2003	50	Clear Channel Communications Inc	Hartford, CT	Hartford	
WHUS	FM	91.7 NC	NC	Variety	Hartford-New Britain-Middletown, CT	07/02/2003	50	University of Connecticut	Storrs, CT	Tolland	
WHUS	FM	104.9 NC	NC	Christian	Hartford-New Britain-Middletown, CT	07/02/2003	50	CT Radio Fellowship	Middletown, CT	Middlesex	
WJMJ	FM	88.9 NC	NC	Variety	Hartford-New Britain-Middletown, CT	07/02/2003	50	Hartford Roman Catholic Diocesan Corporation	Hartford, CT	Hartford	
WKND	AM	1480 C	C	Urban AC	Hartford-New Britain-Middletown, CT	07/02/2003	50	Gois Broadcasting LLC	Windsor, CT	Hartford	
WKSS	FM	95.7 C	C	Top 40	Hartford-New Britain-Middletown, CT	07/02/2003	50	Clear Channel Communications Inc	Hartford-Meriden, CT	Hartford	
WLAT	AM	910 C	C	Tropical	Hartford-New Britain-Middletown, CT	07/02/2003	50	Gois Broadcasting LLC	New Britain, CT	Hartford	
WMMW	AM	1470 C	C	News/Talk	Hartford-New Britain-Middletown, CT	07/02/2003	50	Buckley Broadcasting Corporation	Meriden, CT	New Haven	
WMRD	AM	1150 C	C	FSW/TH/News	Hartford-New Britain-Middletown, CT	07/02/2003	50	Crossroads Communications LLC	Middletown, CT	Middlesex	
WMRQ	FM	104.1 C	C	Alternative	Hartford-New Britain-Middletown, CT	06/16/2009	50	Fuller, John	Waterbury, CT	New Haven	
WNEZ	AM	1230 C	C	Rmn/SpmN	Hartford-New Britain-Middletown, CT	07/02/2003	50	Gois Broadcasting LLC	Manchester, CT	Hartford	
WPKT	FM	90.5 NC	NC	Variety	Hartford-New Britain-Middletown, CT	07/02/2003	50	Connecticut Public Broadcasting Inc	Meriden, CT	New Haven	
WPKX	FM	97.9 C	C	Country	Springfield, MA	07/02/2003	87	Clear Channel Communications Inc	Enfield, CT	Hartford	
WPOP	AM	1410 C	C	Sports	Hartford-New Britain-Middletown, CT	07/02/2003	50	Clear Channel Communications Inc	Hartford, CT	Hartford	
WPRX	AM	1120 C	C	Tropical	Hartford-New Britain-Middletown, CT	07/02/2003	50	Nievez Quez Productions Inc	Bristol, CT	Hartford	
WQTQ	FM	89.9 NC	NC	Urban CHR	Hartford-New Britain-Middletown, CT	07/02/2003	50	Hartford Board of Education	Hartford, CT	Hartford	
WRCH	FM	100.5 C	C	Soft AC	Hartford-New Britain-Middletown, CT	07/02/2003	50	CBS Radio	New Britain, CT	Hartford	
WRTC	FM	89.3 NC	NC	Variety	Hartford-New Britain-Middletown, CT	07/02/2003	80	Trinity College	Hartford, CT	Hartford	
WRYM	AM	840 C	C	Tropical	Hartford-New Britain-Middletown, CT	07/02/2003	50	Eight Forty Broadcasting Corp	New Britain, CT	Hartford	
WTFM	AM	1080 C	C	News/Talk	Hartford-New Britain-Middletown, CT	07/02/2003	50	CBS Radio	Hartford, CT	Hartford	
WTTM	FM	96.5 C	C	Modern AC	Hartford-New Britain-Middletown, CT	07/02/2003	50	CBS Radio	Hartford, CT	Hartford	
WVUH	FM	91.3 NC	NC	Variety	Hartford-New Britain-Middletown, CT	07/02/2003	50	University of Hartford	West Hartford, CT	Hartford	
WVYZ	FM	92.5 C	C	Country	Hartford-New Britain-Middletown, CT	07/02/2003	50	Clear Channel Communications Inc	Waterbury, CT	New Haven	

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

p indicates pending sale to owner listed



FCC Geographic Market Definition for Hartford-New

Call Letters	AM/FM	Type	Station	Format	Home Market	Market Designn Date	Home Mkt Rank	Owner	City & State of License	County of License
WXCX	AM	C	990	Span/Relgn	Hartford-New Britain-Middletown, CT	07/02/2003	50	Davidson Media Group LLC	Southington, CT	Hartford
WZMX	FM	C	93.7	Hip Hpp	Hartford-New Britain-Middletown, CT	07/02/2003	50	CBS Radio	Hartford, CT	Hartford

Number of Stations in Geographic Market 35

Previous Stations in Geographic Market

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

"p" indicates pending sale to owner listed

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Page 2



FCC Geographic Market Definition for Worcester, MA

Call Letters	AM/FM	Type	Station	Format	Home Market	Market		City & State of License	County of License
						Designn Date	Mkt Rank		
WAAF	FM	107.3	C	Rock	Boston, MA	07/02/2003	10	Westborough, MA	Worcester
WBPR	FM	91.9	NC	AAA	Worcester, MA	07/02/2003	110	Worcester, MA	Worcester
WCHC	FM	88.1	NC	Alternative	Worcester, MA	07/02/2003	110	Worcester, MA	Worcester
WCRN	AM	830	C	Talk	Worcester, MA	07/02/2003	110	Worcester, MA	Worcester
WCIW	FM	91.3	NC	Eclectic	Worcester, MA	07/02/2003	110	Worcester, MA	Worcester
WGFP	AM	940	C	Country	Worcester, MA	07/02/2003	110	Webster, MA	Worcester
WICN	FM	90.5	NC	Jazz/Folk	Worcester, MA	07/02/2003	110	Worcester, MA	Worcester
WJWT	FM	91.7	NC	Religion	Worcester, MA	07/27/2006	110	Gardner, MA	Worcester
WNEB	AM	1230	C	Span/Relgn	Worcester, MA	07/02/2003	110	Worcester, MA	Worcester
WORC	AM	1310	C	Tropical	Worcester, MA	07/02/2003	110	Worcester, MA	Worcester
WORC	FM	98.9	C	Oldies	Worcester, MA	07/02/2003	110	Webster, MA	Worcester
WSRS	FM	96.1	C	AC	Worcester, MA	07/02/2003	110	Worcester, MA	Worcester
WTAG	AM	580	C	Nws/Tk/Spt	Worcester, MA	07/02/2003	110	Worcester, MA	Worcester
WVEI	AM	1440	C	Sports	Worcester, MA	07/02/2003	110	Worcester, MA	Worcester
WVNE	AM	760	C	Nws/Tk/Rlg	Worcester, MA	07/02/2003	110	Leicester, MA	Worcester
WWFX	FM	100.1	C	Cisc Hills	Worcester, MA	07/02/2003	110	Southbridge, MA	Worcester
WXLO	FM	104.5	C	Hot AC	Worcester, MA	07/02/2003	110	Fitchburg, MA	Worcester
WXXB	FM	95.1	NC	Oldies	Worcester, MA	07/02/2003	110	Dudley, MA	Worcester
WYCM	FM	90.1	NC	Chr-Contem	Worcester, MA	07/02/2003	110	Charlton, MA	Worcester

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

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EXHIBIT #3



FCC Geographic Market Definition for Boston, MA

Call Letters	AM/FM	Type	Freq.	Station	Format	Home Market	Market Designator	Home Rank	Owner	City & State of License	County of License
WAAF	FM	107.3 C	Rock	Boston, MA		07/02/2003	10	Entercom	Westborough, MA	Worcester	
WAMG	AM	890 C	Tropical	Boston, MA		07/02/2003	10	Gos Broadcasting LLC	Dedham, MA	Norfolk	
WATD	FM	95.9 C	AC/Oldies	Boston, MA		07/02/2003	10	Marshfield Broadcasting Co	Marshfield, MA	Plymouth	
WAVM	FM	91.7 NC	Variety	Boston, MA		07/02/2003	10	Maynard School Committee	Maynard, MA	Middlesex	
WAZN	AM	1470 C	Ethnic/Variety	Boston, MA		07/02/2003	10	MultiCultural Radio Broadcasting Inc	Watertown, MA	Middlesex	
WBIM	FM	91.5 NC	Variety	Boston, MA		07/02/2003	10	Bridgewater State College	Bridgewater, MA	Plymouth	
WBMT	FM	88.3 NC	AOR	Boston, MA		07/02/2003	10	Masconomet Regional School District	Bolton, MA	Essex	
WBUX	FM	104.1 C	Hot AC	Boston, MA		07/02/2003	10	CBS Radio	Boston, MA	Suffolk	
WBNW	AM	1120 C	Bus/Nw/Talk	Boston, MA		07/02/2003	10	Money Mathers Radio Inc	Concord, MA	Middlesex	
WBOQ	FM	104.9 C	Oldies	Boston, MA		07/02/2003	10	Westport Communications Limited Partnership	Gloucester, MA	Essex	
WBOS	FM	92.9 C	Modern	Boston, MA		07/02/2003	10	Greater Media Inc	Brookline, MA	Norfolk	
WBRB	FM	100.1 NC	Variety	Boston, MA		07/02/2003	10	Brandeis University	Waltham, MA	Middlesex	
WBLR	FM	90.9 NC	NFR/Nws/TI	Boston, MA		07/02/2003	10	Boston University	Boston, MA	Suffolk	
WBZ	FM	98.5 C	Sports	Boston, MA		07/02/2003	10	CBS Radio	Boston, MA	Suffolk	
WBZ	AM	1030 C	Nws/Tik/Spt	Boston, MA		07/02/2003	10	CBS Radio	Boston, MA	Suffolk	
WCAP	AM	960 C	Nws/Tik/Spt	Boston, MA		07/02/2003	10	Merrimack Valley Radio LLC	Lowell, MA	Middlesex	
WCCM	AM	1110 C	News/Talk	Boston, MA		09/10/2007	10	Costa Eagle Broadcasting Inc	Salem, NH	Rockingham	
WCEC	AM	1490 C	Spt/Tik/Nws	Boston, MA		07/02/2003	10	Costa Eagle Broadcasting Inc	Haverhill, MA	Essex	
WCWX	AM	1000 NC	Christian	Boston, MA		07/02/2003	10	Twin City Baptist Temple	Leominster, MA	Worcester	
WCRB	FM	99.5 NC	Classical	Boston, MA		07/02/2003	10	WGBH Educational Foundation	Lowell, MA	Suffolk	
WDIS	AM	1170 C	Talk	Boston, MA		07/02/2003	10	Discussion Radio Inc	Norfolk, MA	Suffolk	
WDJM	FM	91.3 NC	Variety	Boston, MA		07/02/2003	10	Framingham State College	Framingham, MA	Middlesex	
WEEI	AM	850 C	Sports	Boston, MA		07/02/2003	10	Entercom	Boston, MA	Suffolk	
WERS	FM	88.9 NC	Variety	Boston, MA		07/02/2003	10	Emerson College	Boston, MA	Suffolk	
WESX	AM	1230 C	Ethnic/Chrst	Boston, MA		07/02/2003	10	Principle Broadcasting Network LLC	Nahant, MA	Essex	
WEVS	FM	88.3 NC	Nws/Tik/Inf	Boston, MA		07/01/2005	10	New Hampshire Public Radio	Nashua, NH	Hillsborough	
WEZE	AM	590 C	Chrst/Talk	Boston, MA		07/02/2003	10	Salem Communications Corporation	Boston, MA	Suffolk	
WFEX	FM	92.1 C	Alternative	Boston, MA		07/02/2003	10	Phoenix Media Communications	Peterborough, NH	Hillsborough	
WFGL	AM	960 NC	Religion	Boston, MA		07/02/2003	10	Horizon Christian Fellowship (Fitchburg)	Fitchburg, MA	Worcester	
WFNQ	FM	106.3 C	Cisc Hits	Manchester, NH		07/02/2003	194	Nassau Broadcasting I LLC (New Members)	Nashua, NH	Hillsborough	
WFNX	FM	101.7 C	Alternative	Boston, MA		07/02/2003	10	Phoenix Media Communications	Lynn, MA	Essex	
WGAO	FM	88.3 NC	AOR	Boston, MA		07/02/2003	10	Dean College	Franklin, MA	Norfolk	
WGAW	AM	1340 C	Talk/News	Boston, MA		07/02/2003	10	Northeast Broadcasting Company	Gardner, MA	Worcester	

"p" indicates pending sale to owner listed

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



FCC Geographic Market Definition for Boston, MA

Call Letters	AM/FM	Freq	Station Type	Format	Home Market	Market Designator	Home Mkt Rank	Owner	City & State of License	County of License
WGBH	FM	89.7	NC	Clis/Jazz/Nvs	Boston, MA	07/02/2003	10	WGBH Educational Foundation	Boston, MA	Suffolk
WGHM	AM	900	C	Sports	Boston, MA	11/05/2007	10	Absolute Broadcasting LLC	Nashua, NH	Hillsborough
WHAB	FM	89.1	NC	Educa/info	Boston, MA	07/02/2003	10	Acton/B Roxborough Regional School District	Acton, MA	Middlesex
WHBB	FM	92.9	NC	Variety	Boston, MA	07/02/2003	10	Holliston High School	Holliston, MA	Middlesex
WHRB	FM	95.3	C	Variety	Boston, MA	07/02/2003	10	Harvard Radio Broadcasting	Cambridge, MA	Suffolk
WILD	AM	1090	C	Talk	Boston, MA	07/02/2003	10	Radio One Inc	Boston, MA	Suffolk
WIQH	FM	86.3	NC	AOR	Boston, MA	07/02/2003	10	Concord Carlisle Reg School District	Concord, MA	Middlesex
WJDA	AM	1300	C	Ethnic/Christ	Boston, MA	07/02/2003	10	Principle Broadcasting Network LLC	Quincy, MA	Norfolk
WJIB	AM	740	C	Adlt Stndrd	Boston, MA	07/02/2003	10	Bob Bittner Broadcasting Inc	Cambridge, MA	Norfolk
WJMN	FM	94.5	C	URCHR/Rhy	Boston, MA	07/02/2003	10	Clear Channel Communications Inc	Boston, MA	Suffolk
WKAF	FM	97.7	C	Rock	Boston, MA	07/02/2003	10	Entercom	Brockton, MA	Plymouth
WKLB	FM	102.5	C	Country	Boston, MA	07/02/2003	10	Greater Media Inc	Waltham, MA	Middlesex
WKMY	FM	91.1	NC	ChrisContem	Boston, MA	07/02/2003	10	Educational Media Foundation	Winchendon, MA	Worcester
WKOX	AM	1430	C	Span/Top40	Boston, MA	07/02/2003	10	Clear Channel Communications Inc	Everett, MA	Middlesex
WLLH	AM	1400	C	Tropical	Boston, MA	07/02/2003	10	Gois Broadcasting LLC	Lowell, MA	Middlesex
WLYN	AM	1360	C	Ethnic/Vary	Boston, MA	07/02/2003	10	Multicultural Radio Broadcasting Inc	Lynn, MA	Essex
WMBR	FM	88.1	NC	Variety	Boston, MA	07/02/2003	10	Technology Broadcasting Corp	Cambridge, MA	Middlesex
WMFO	FM	91.5	NC	Variety	Boston, MA	07/02/2003	10	Tufts College	Medford, MA	Middlesex
WMJX	FM	106.7	C	Soft Rock	Boston, MA	07/02/2003	10	Greater Media Inc	Boston, MA	Suffolk
WMKI	AM	1290	C	Family Hls	Boston, MA	07/02/2003	10	ABC/Disney	Boston, MA	Suffolk
WMKK	FM	93.7	C	Rock AC	Boston, MA	07/02/2003	10	Entercom	Boston, MA	Suffolk
WMLN	FM	91.5	NC	Variety	Boston, MA	07/02/2003	10	Curry College	Lawrence, MA	Essex
WMRC	AM	1490	C	AC	Boston, MA	07/02/2003	10	1st Class Radio Corp	Milton, MA	Norfolk
WMSE	AM	1410	C	ChrisContem	Boston, MA	07/02/2003	10	Kingdom Church	Milford, MA	Worcester
WMVM	FM	91.7	NC	Alt/Pgv/Var	Boston, MA	07/02/2003	10	Salem State College	Brockton, MA	Plymouth
WNBP	AM	1450	C	AdStal/Jazz	Boston, MA	07/02/2003	10	Port Broadcasting LLC	Salem, MA	Essex
WNEF	FM	91.7	NC	AAA	Boston, MA	07/02/2003	10	University of Massachusetts	Newburyport, MA	Essex
WNNW	AM	800	C	Tropical	Boston, MA	07/02/2003	10	Coeta Eagle Broadcasting Inc	Newburyport, MA	Essex
WNSH	AM	1570	C	News/Talk	Boston, MA	07/02/2003	10	p Costa Eagle Broadcasting Inc	Lawrence, MA	Essex
WNTR	AM	1550	C	Variety	Boston, MA	07/02/2003	10	Colt Communications LLC	Beverly, MA	Essex
WOODS	FM	103.3	C	Oldies	Boston, MA	07/02/2003	10	CBS Radio	Newton, MA	Middlesex
WPKZ	AM	1280	C	Nws/Tlk/Spt	Boston, MA	07/02/2003	10	Central Broadcasting Co	Boston, MA	Suffolk
WPLM	AM	1390	C	BusNw/Talk	Boston, MA	07/02/2003	10	Plymouth Rock Broadcasting	Fitchburg, MA	Worcester

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

"p" indicates pending sale to owner listed



FCC Geographic Market Definition for Boston, MA

Call Letters	AM/FM	Call	Station	Type	Home Market	Market Designation	Home Mkt Rank	Owner	City & State of License	County of License
WPLM	FM	99.1	C	AC	Boston, MA	07/02/2003	10	Plymouth Rock Broadcasting	Plymouth, MA	Plymouth
WCOO	AM	1060	NC	Religion	Boston, MA	07/02/2003	10	Holy Family Communications	Natick, MA	Middlesex
WRBB	FM	104.9	NC	Variety	Boston, MA	07/02/2003	10	Northeastern University	Boston, MA	Suffolk
WRCA	AM	1330	C	Ethnic	Boston, MA	07/02/2003	10	Beasley Broadcast Group	Watertown, MA	Middlesex
WRKO	AM	680	C	News/Talk	Boston, MA	07/02/2003	10	Entercom	Boston, MA	Suffolk
WROL	AM	950	C	Chris/Talk	Boston, MA	07/02/2003	10	Salem Communications Corporation	Boston, MA	Suffolk
WROR	FM	105.7	C	Cisc Hits	Boston, MA	07/02/2003	10	Greater Media Inc	Frammingham, MA	Middlesex
WRPS	FM	88.3	NC	Educational	Boston, MA	07/02/2003	10	Rockland Public Schools	Rockland, MA	Plymouth
WSMA	FM	90.5	NC	Chris/Contem	Boston, MA	05/01/2006	10	Celvary Chapel of Twin Falls Inc	Scituate, MA	Plymouth
WSMN	AM	1590	C	News/Talk	Boston, MA	07/30/2003	10	Absolute Broadcasting LLC	Nashua, NH	Hillsborough
WSRO	AM	650	C	Portg/Christ	Boston, MA	07/02/2003	10	Langer Broadcasting Group LLC	Ashland, MA	Middlesex
WTKK	FM	96.9	C	Talk/News	Boston, MA	07/02/2003	10	Greater Media Inc	Boston, MA	Middlesex
WTPL	FM	107.7	C	Nws/Tik/Spt	Marietta, NH	07/02/2003	10	Greater Media Inc	Hillsborough, NH	Hillsborough
WTUB	AM	700	C	Sports	Boston, MA	07/02/2003	194	Great Eastern Radio LLC	Orange, MA	Franklin
WUMB	FM	91.9	NC	AAA	Boston, MA	12/16/2004	10	Northeast Broadcasting Company	Boston, MA	Suffolk
WUMG	FM	91.7	NC	AAA	Boston, MA	07/02/2003	10	University of Massachusetts	Stow, MA	Middlesex
WUML	FM	91.5	NC	Variety	Boston, MA	07/02/2003	10	University of Massachusetts	Lowell, MA	Middlesex
WUNR	AM	1600	C	Ethnic/News	Boston, MA	07/02/2003	10	Champion Broadcasting	Brookline, MA	Norfolk
WVBF	AM	1530	C	Information	Boston, MA	07/02/2003	10	Callahan, Steven J	Middleborough Center, MA	Plymouth
WWDJ	AM	1150	C	Spain/Christ	Boston, MA	07/02/2003	10	Salem Communications Corporation	Boston, MA	Suffolk
WWTA	FM	88.5	NC	Variety	Boston, MA	07/02/2003	10	Tabor Academy	Marion, MA	Plymouth
WWZN	AM	1510	C	Sprts/Talk	Boston, MA	07/02/2003	10	Blackstrap Broadcasting LLC	Boston, MA	Suffolk
WXBR	AM	1460	C	News/Talk	Boston, MA	07/02/2003	10	Blue Star Media Group	Brockton, MA	Plymouth
WXKS	AM	1200	C	Talk	Boston, MA	07/02/2003	10	Clear Channel Communications Inc	Newton, MA	Middlesex
WXKS	FM	107.9	C	CHR	Boston, MA	07/02/2003	10	Clear Channel Communications Inc	Mcford, MA	Middlesex
WXLO	FM	104.5	C	Hot AC	Worcester, MA	07/02/2003	110	Clade Broadcasting Company	Fitchburg, MA	Worcester
WXPL	FM	91.3	NC	Alternative	Boston, MA	07/02/2003	10	Fitchburg State College	Fitchburg, MA	Worcester
WXRG	FM	99.9	C	AAA	Boston, MA	07/02/2003	10	Northeast Broadcasting Company	Athol, MA	Worcester
WXRV	FM	92.5	C	AAA	Boston, MA	07/02/2003	10	Northeast Broadcasting Company	Andover, MA	Essex
WYAJ	FM	97.7	NC	Variety	Boston, MA	07/02/2003	10	Sudbury Valley Broadcasting Foundation	Sudbury, MA	Middlesex
WZBC	FM	50.3	NC	Alternative	Boston, MA	07/02/2003	10	Boston College	Newton, MA	Middlesex
WZLX	FM	100.7	C	Cisc Rock	Boston, MA	07/02/2003	10	CBS Radio	Boston, MA	Suffolk
WZLY	FM	91.5	NC	Educational	Boston, MA	07/02/2003	10	Wellesley College	Wellesley, MA	Norfolk

"p" indicates pending sale to owner listed

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



FCC Geographic Market Definition for Boston, MA

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 99

Previous Stations in Geographic Market

WSNI	FM	97.7	C	AC		06/13/2007	0	Sega Communications Inc	Keene, NH	Cheshire
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"C" - Commercial Station; "NC" - Non Commercial Station

"g" indicates pending sale to owner listed

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FCC Geographic Market Definition for

Call Letters	AM/FM	Freq	Station Type	Format	Home Market	Market Designatin	Home Mkt Rank	Owner	City & State of License	County of License
WADK	AM	1540	C	News/Talk	Providence-Warwick-Pawtucket, RI	07/02/2003	41	Astro Tele-Communications Corp	Newport, RI	Newport
WALE	AM	990	C	DARK	Providence-Warwick-Pawtucket, RI	07/02/2003	41	Cumbre Communications Corp	Greenville, RI	Providence
WARL	AM	1320	C	Talk	Providence-Warwick-Pawtucket, RI	07/02/2003	41	Add Radio Group Inc, The	Arlingboro, MA	Bristol
WARV	AM	1590	C	Christian	Providence-Warwick-Pawtucket, RI	07/02/2003	41	Blount Communications Group	Warwick, RI	Kent
WBLO	AM	1230	NC	FuSvc/AC	Providence-Warwick-Pawtucket, RI	07/02/2003	41	Diponti Communications	Westerly, RI	Washington
WBRU	FM	95.5	C	Alternative	Providence-Warwick-Pawtucket, RI	07/02/2003	41	Brown Broadcasting Service Inc	Providence, RI	Providence
WBSM	AM	1420	C	Nws/Tlk/Spt	New Bedford-Fall River, MA	07/02/2003	178	Citadel Broadcasting Company	New Bedford, MA	Bristol
WBZS	AM	550	C	DARK	Providence-Warwick-Pawtucket, RI	07/02/2003	41	p Salem Communications Corporation	Pawtucket, RI	Providence
WCNX	AM	1180	C	News/Talk	Providence-Warwick-Pawtucket, RI	07/02/2003	41	Judson Group Inc	Hope Valley, RI	Washington
WCRJ	FM	95.9	C	Classical	Providence-Warwick-Pawtucket, RI	07/02/2003	41	Judson Group Inc	Block Island, RI	Washington
WCTK	FM	98.1	C	Country	Providence-Warwick-Pawtucket, RI	07/02/2003	41	Hall Communications Inc	New Bedford, MA	Bristol
WCVY	FM	91.5	NC	Educational	Providence-Warwick-Pawtucket, RI	07/02/2003	41	Covenry Rhode Island Public Schools	Coventry, RI	Kent
WDOM	FM	91.3	NC	Variety	Providence-Warwick-Pawtucket, RI	07/02/2003	41	Providence College	Providence, RI	Providence
WEAN	FM	99.7	C	News/Talk	Providence-Warwick-Pawtucket, RI	07/02/2003	41	Citadel Broadcasting Company	Wakefield-Peacedale, RI	Washington
WEEI	FM	103.7	C	Spts/Talk	Providence-Warwick-Pawtucket, RI	07/02/2003	41	Entercom	Westerly, RI	Washington
WELH	FM	88.1	NC	Variety	Providence-Warwick-Pawtucket, RI	07/02/2003	41	Wheeler School	Providence, RI	Providence
WFHL	FM	88.1	NC	Ethnc/Relgn	New Bedford-Fall River, MA	10/21/2003	178	New Bedford Christian Radio Inc	New Bedford, MA	Bristol
WFHN	FM	107.1	C	CHR	New Bedford-Fall River, MA	07/02/2003	178	Citadel Broadcasting Company	Fairhaven, MA	Bristol
WHJL	AM	920	C	News/Talk	Providence-Warwick-Pawtucket, RI	07/02/2003	41	Clear Channel Communications Inc	Providence, RI	Providence
WHJY	FM	94.1	C	Rock & Roll	Providence-Warwick-Pawtucket, RI	07/02/2003	41	Clear Channel Communications Inc	Providence, RI	Providence
WHTB	AM	1400	C	Portg/Ethnc	New Bedford-Fall River, MA	07/02/2003	178	Karam, Bob & James	Fall River, MA	Bristol
WJFD	FM	97.3	C	Portg/Varty	New Bedford-Fall River, MA	07/02/2003	178	p WJFD-FM, INC.	New Bedford, MA	Bristol
WJHD	FM	90.7	NC	Variety	Providence-Warwick-Pawtucket, RI	07/02/2003	41	Portsmouth Abbey School	Portsmouth, RI	Newport
WJMF	FM	88.7	NC	Variety	Providence-Warwick-Pawtucket, RI	07/02/2003	41	Bryant University	Smithfield, RI	Providence
WJZS	FM	99.3	C	Variety	Providence-Warwick-Pawtucket, RI	07/02/2003	41	Astro Tele-Communications Corp	Block Island, RI	Washington
WKIV	FM	88.1	NC	ChisContem	Providence-Warwick-Pawtucket, RI	07/02/2003	41	Educational Media Foundation	Westerly, RI	Washington
WKKB	FM	100.3	C	Tropical	Providence-Warwick-Pawtucket, RI	07/02/2003	41	Davidson Media Group LLC	Middletown, RI	Newport
WLKW	AM	1450	C	Sports	Providence-Warwick-Pawtucket, RI	07/02/2003	41	Hall Communications Inc	West Warwick, RI	Kent
WNBH	AM	1340	C	Sports	New Bedford-Fall River, MA	07/02/2003	178	Hall Communications Inc	New Bedford, MA	Bristol
WNRI	AM	1380	C	News/Talk	Providence-Warwick-Pawtucket, RI	07/02/2003	41	Bouvard Broadcasting Inc	Woonsocket, RI	Providence
WOON	AM	1240	C	FuJService	Providence-Warwick-Pawtucket, RI	07/02/2003	41	O-N Radio Inc	Woonsocket, RI	Providence
WPMW	FM	0.0	NC	Religion	Providence-Warwick-Pawtucket, RI			Academy of the Immaculate Inc		
WPMZ	AM	1110	C	Trpd/Varty	Providence-Warwick-Pawtucket, RI	07/02/2003	41	Video Mundo Broadcasting Company LLC	East Providence, RI	Providence

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



FCC Geographic Market Definition for

Call Letters	AM/FM	Freq	Type	Station	Format	Home Market	Market Designatin	Home Mkt Rank	Owner	City & State of License	County of License
WPFO	AM	630	C	News/Talk	Providence-Warwick-Pawtucket, RI	07/02/2003	41	Citadel Broadcasting Company	Providence, RI	Providence	
WPFO	FM	92.3	C	Top 40	Providence-Warwick-Pawtucket, RI	07/02/2003	41	Citadel Broadcasting Company	Providence, RI	Providence	
WPRV	AM	790	C	Bus News	Providence-Warwick-Pawtucket, RI	07/02/2003	41	Citadel Broadcasting Company	Providence, RI	Providence	
WQRI	FM	88.3	NC	Alternative	Providence-Warwick-Pawtucket, RI	07/02/2003	41	Roger Williams University	Bristol, RI	Bristol	
WRIU	FM	90.3	NC	Venety	Providence-Warwick-Pawtucket, RI	07/02/2003	41	University of Rhode Island	Kingston, RI	Washington	
WRJI	FM	91.5	NC	DARK	Providence-Warwick-Pawtucket, RI	03/16/2007	41	Educational Radio For Public Of New Millenium	East Greenwich, RI	Kent	
WRNI	AM	1290	NC	NPR/News/in	Providence-Warwick-Pawtucket, RI	07/02/2003	41	Rhode Island Public Radio	Providence, RI	Providence	
WRNI	FM	102.7	NC	NPR/News/in	Providence-Warwick-Pawtucket, RI	07/02/2003	41	Rhode Island Public Radio	Providence, RI	Providence	
WSAR	AM	1480	C	Nws/110/Spt	New Bedford-Fall River, MA	07/02/2003	178	Karam, Bob & James	Narragansett Pier, RI	Washington	
WSHL	FM	91.3	NC	Altnr/Ecltc	Providence-Warwick-Pawtucket, RI	07/02/2003	41	Stonehill College Inc	Fall River, MA	Bristol	
WSNE	FM	93.3	C	Hot AC	Providence-Warwick-Pawtucket, RI	07/02/2003	41	Clear Channel Communications Inc	Easton, MA	Bristol	
WSTL	AM	1220	NC	CCmp/Talk	Providence-Warwick-Pawtucket, RI	07/02/2003	41	New England Christian Media Inc	Taunton, MA	Bristol	
WTKL	FM	91.1	NC	ChrsContem	New Bedford-Fall River, MA	07/02/2003	41	Educational Media Foundation	Providence, RI	Providence	
WUNID	FM	89.3	NC	Altnr/News	New Bedford-Fall River, MA	07/05/2006	178	University of Massachusetts	North Dartmouth, MA	Bristol	
WWBB	FM	101.5	C	Clsc Hits	Providence-Warwick-Pawtucket, RI	07/02/2003	41	Clear Channel Communications Inc	North Dartmouth, MA	Bristol	
WWKX	FM	106.3	C	Hip Hop	Providence-Warwick-Pawtucket, RI	07/02/2003	41	Citadel Broadcasting Company	Providence, RI	Providence	
WWOL	FM	105.1	C	Hot AC	Providence-Warwick-Pawtucket, RI	07/02/2003	41	Citadel Broadcasting Company	Woonsocket, RI	Providence	

Number of Stations in Geographic Market 50

Previous Stations in Geographic Market

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

"P" indicates pending sale to owner listed



FCC Geographic Market Definition for New Bedford-Fall River,

Call Letters	AM/FM	Freq	Station Type	Format	Home Market	Market Designator	Home Rank	Owner	City & State of License	County of License
WBSM	AM	1420	C	Nws/Tlk/Spt	New Bedford-Fall River, MA	07/02/2003	178	Citadel Broadcasting Company	New Bedford, MA	Bristol
WCTK	FM	98.1	C	Country	Providence-Warwick-Pawtucket, RI	07/02/2003	41	Hall Communications Inc	New Bedford, MA	Bristol
WFHL	FM	88.1	NC	Ethnic/Regn	New Bedford-Fall River, MA	10/21/2003	178	New Bedford Christian Radio Inc	New Bedford, MA	Bristol
WFHN	FM	107.1	C	CHR	New Bedford-Fall River, MA	07/02/2003	178	Citadel Broadcasting Company	Fairhaven, MA	Bristol
WHTB	AM	1400	C	Portg/Ethnc	New Bedford-Fall River, MA	07/02/2003	178	Karam, Bob & James	Fall River, MA	Bristol
WJFD	FM	97.3	C	Portg/Varty	New Bedford-Fall River, MA	07/02/2003	178	p WJFD-FM, INC.	New Bedford, MA	Bristol
WNBH	AM	1340	C	Sports	New Bedford-Fall River, MA	07/02/2003	178	Hall Communications Inc	New Bedford, MA	Bristol
WSAR	AM	1480	C	Nws/Tlk/Spt	New Bedford-Fall River, MA	07/02/2003	178	Karam, Bob & James	Fall River, MA	Bristol
WTKL	FM	91.1	NC	Chr/Contem	New Bedford-Fall River, MA	07/02/2003	178	Educational Media Foundation	North Dartmouth, MA	Bristol
WUMD	FM	89.3	NC	Altne/News	New Bedford-Fall River, MA	07/05/2006	178	University of Massachusetts	North Dartmouth, MA	Bristol

Number of Stations in Geographic Market 10

Previous Stations in Geographic Market

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

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EXHIBIT #6

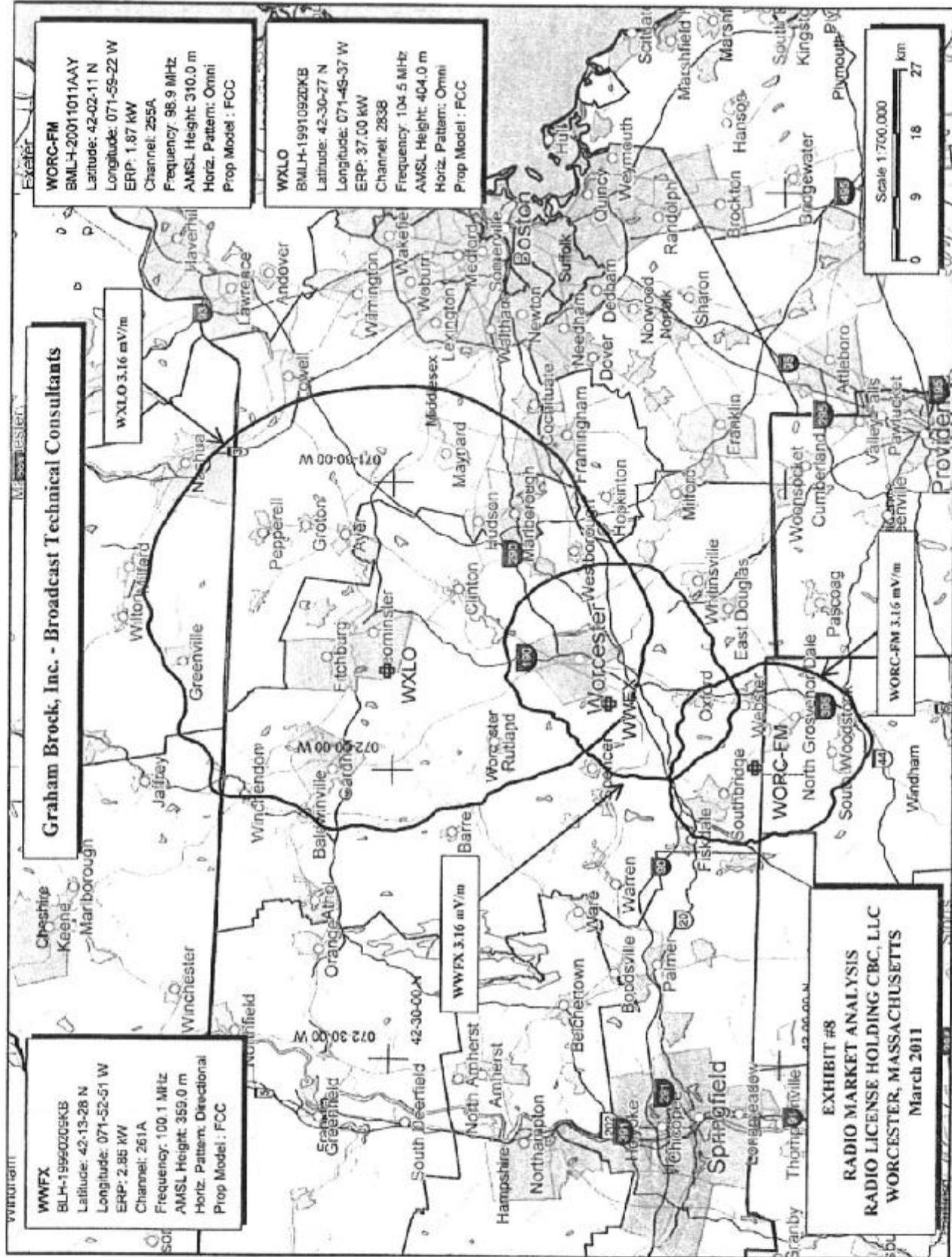


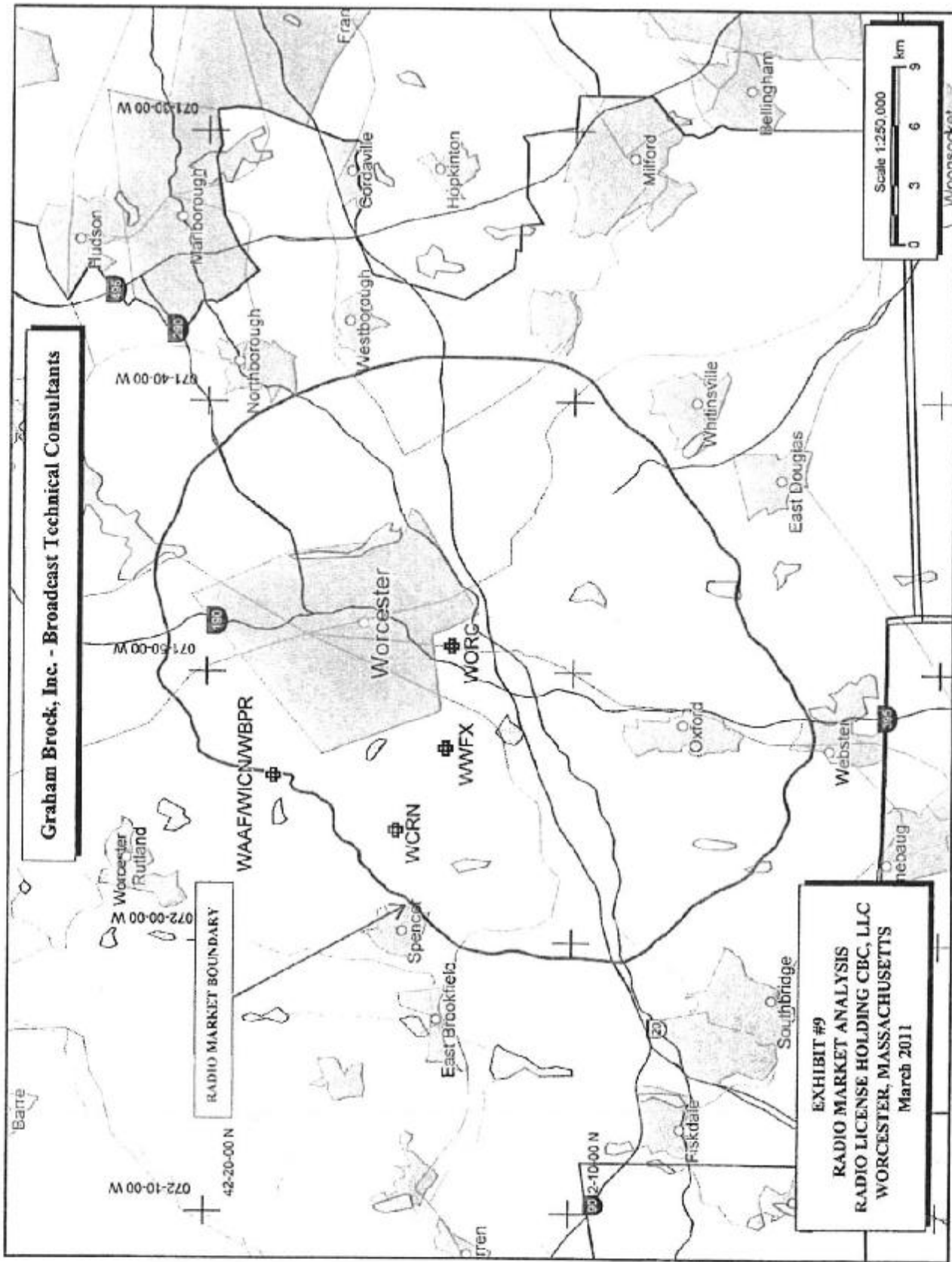
ARBITRON RADIO MARKET MAP

EXHIBIT #7

RADIO MARKET ANALYSIS
 RADIO LICENSE HOLDING CBC, LLC
 VARIOUS STATIONS IN
 MASSACHUSETTS, RHODE ISLAND
 AND CONNECTICUT
 March 2011

GRAHAM BROCK, INC.
 BROADCAST TECHNICAL CONSULTANTS





Graham Brock, Inc. - Broadcast Technical Consultants

RADIO MARKET BOUNDARY

**EXHIBIT #9
RADIO MARKET ANALYSIS
RADIO LICENSE HOLDING CBC, LLC
WORCESTER, MASSACHUSETTS
March 2011**



Woodsrocket

RADIO MARKET ANALYSIS
RADIO LICENSE HOLDING CBC, LLC
WLL/WMAS-FM RADIO STATION
SPRINGFIELD, MASSACHUSETTS
WORC RADIO STATION
WEBSTER, MASSACHUSETTS
WXLO RADIO STATION
FITCHBURG, MASSACHUSETTS
WWFX RADIO STATION
SOUTHBRIDGE, MASSACHUSETTS
WPRV/WPRO/WPRO-FM/WWLI RADIO STATIONS
PROVIDENCE, RHODE ISLAND
WWKX RADIO STATION
WOONSOCKET, RHODE ISLAND
WEAN-FM RADIO STATION
WAKEFIELD-PEACEDALE, RHODE ISLAND
WBSM RADIO STATION
NEW BEDFORD, MASSACHUSETTS
WEHN RADIO STATION
FAIRHAVEN, MASSACHUSETTS
March 2011

EXHIBIT #10

Tabulation of Stations in Radio Market #1

AM Stations

WCRN	830 kHz	Worcester, Massachusetts
WORC	1310 kHz	Worcester, Massachusetts

Total AM Stations - 2

FM Stations

WICN	Ch 213B1	Worcester, Massachusetts
WBPR	Ch 220A	Worcester, Massachusetts
* WORC-FM	Ch 255A	Webster, Massachusetts
* WAFX	Ch 261A	Southbridge, Massachusetts
WAAF	Ch 297B	Westborough, Massachusetts

Total FM Stations - 5

GRAND TOTAL OF STATIONS CONSIDERED IN STUDY - 7

* Subject station.

RADIO MARKET ANALYSIS
RADIO LICENSE HOLDING CBC, LLC
WHLL/WMAS-FM RADIO STATION
SPRINGFIELD, MASSACHUSETTS
WORC RADIO STATION
WEBSTER, MASSACHUSETTS
WXLO RADIO STATION
FITCHBURG, MASSACHUSETTS
WWFX RADIO STATION
SOUTHBRIDGE, MASSACHUSETTS
WPRV/WPRO/WPRO-FM/WWLI RADIO STATIONS
PROVIDENCE, RHODE ISLAND
WWKX RADIO STATION
WOONSOCKET, RHODE ISLAND
WEAN-FM RADIO STATION
WAKEFIELD-PEACEDALE, RHODE ISLAND
WBSM RADIO STATION
NEW BEDFORD, MASSACHUSETTS
WFHN RADIO STATION
FAIRHAVEN, MASSACHUSETTS
March 2011

EXHIBIT #11

Tabulation of Stations in Radio Market #2

AM Stations

WCRN	830 kHz	Worcester, Massachusetts
WORC	1310 kHz	Worcester, Massachusetts

Total AM Stations - 2

FM Stations

WICN	Ch 213B1	Worcester, Massachusetts
WBPR	Ch 220A	Worcester, Massachusetts
* WAFX	Ch 261A	Southbridge, Massachusetts
* WXLO	Ch 283B	Fitchburg, Massachusetts
WAAF	Ch 297B	Westborough, Massachusetts

Total FM Stations - 5

GRAND TOTAL OF STATIONS CONSIDERED IN STUDY - 7

* Subject station.

AFFIDAVIT AND QUALIFICATIONS OF CONSULTANT

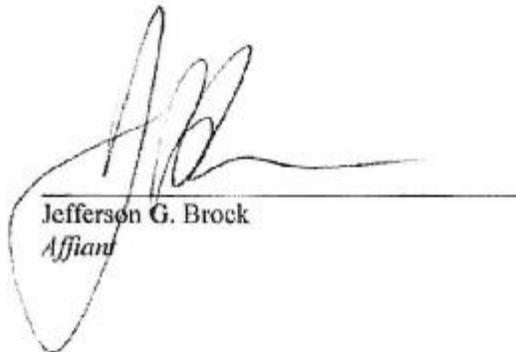
State of Georgia)
St. Simons Island) ss:
County of Glynn)

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.

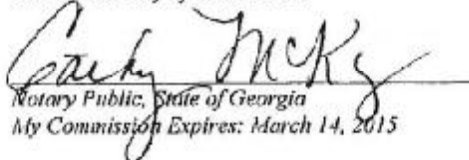
His qualifications are a matter of record before the Federal Communications Commission. He has been active in Broadcast Engineering since 1979.

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*


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

RADIO MARKET ANALYSIS
RADIO LICENSE HOLDING IX, LLC
WPLJ RADIO STATION
NEW YORK, NEW YORK
RADIO LICENSE HOLDING X, LLC
WABC RADIO STATION
NEW YORK, NEW YORK
RADIO LICENSE HOLDING CBC, LLC
WXML/WQGN-FM RADIO STATION
GROTON, CONNECTICUT
WMOS RADIO STATION
STONINGTON, CONNECTICUT
CUMULUS LICENSING LLC
WFAS-FM - BRONXVILLE, NEW YORK
WFAS - WHITE PLAINS, NEW YORK
WFAF-FM - MOUNT KISCO, NEW YORK
WPUT - BREWSTER, NEW YORK
WDBY - PATTERSON, NEW YORK
WKXP/WKNY - KINGSTON, NEW YORK
WEOK/WPDH - POUGHKEEPSIE, NEW YORK
WCZX - HYDE PARK, NEW YORK
WRRB - ARLINGTON, NEW YORK
WPDA - JEFFERSONVILLE, NEW YORK
WZAD - WURSTBORO, NEW YORK
WBBR - NEW YORK, NEW YORK
WRRV/WALL - MIDDLETOWN, NEW YORK
WINE/WRKI - BROOKFIELD, CONNECTICUT
WICC - BRIDGEPORT, CONNECTICUT
WEBE - WESTPORT, CONNECTICUT
March 2011

TECHNICAL STATEMENT

1. This Technical Statement and attached exhibits were prepared on behalf of Cumulus Media Inc. ("CMP") in connection with the proposed transfer of control of Citadel Broadcasting Corporation and its indirect licensee subsidiaries, Radio License Holding CBC, LLC ("RLH"), Radio License Holding IX, LLC ("RLHIX") and Radio License Holding X, LLC ("RLHX"). RLH is the licensee of WXML 980 kHz, and WQGN-FM, Channel 288A, Groton, Connecticut

and WMOS¹, Channel 272A, Stonington, Connecticut.² RLHIX is the licensee of WPLJ, Channel 238B, New York, New York; and RLHX is the licensee of WABC, 770 kHz, New York, New York. Cumulus is the licensee WFAS-FM, Channel 280A, Bronxville, New York; WFAS, 1230 kHz, White Plains, New York; WFAF-FM, Channel 292A, Mount Kisco, New York; WEBE, Channel 300B, Westport, Connecticut; WPUT, 1510 kHz, Brewster, New York; WDBY, Channel 288A, Patterson, New York; WALL, 1340 kHz, and WRRV, Channel 224A, Middletown, New York; WZAD, Channel 247A, Wurstboro, New York; WPD A, Channel 291A, Jeffersonville, New York; WKXP, Channel 232A, and WKNY, 1490 kHz, Kingston, New York; WEOK, 1390 kHz, and WPDH, Channel 268B, Poughkeepsie, New York; WCZX, Channel 249A, Hyde Park, New York; WRRB, Channel 245A, Arlington, New York; WINE, 940 kHz, and WRKI, Channel 236B, Brookfield, Connecticut; and WICC, 600 kHz, Bridgeport, Connecticut.

2. WPLJ, WABC, WFAS, WFAS-FM, WFAF-FM, WPUT, WEBE and WDBY are licensed to communities within a metro county in the New York, New York Arbitron Market. WEBE is considered a contributing station in the New York, New York market. WEBE is licensed to a community in Fairfield County, Connecticut. Fairfield County is divided into several parts or "splits". The entire county is not considered in any one market, but is actually divided into four markets: New York, Stamford-Norwalk, Bridgeport and Danbury. The portion of Fairfield County designated as "Fairfield (SN Split)" is considered the Stamford-Norwalk market. The Fairfield (SN Split) is an embedded market and is considered part of the New York

1) There is an outstanding permit for WMOS which is also considered herein.

2) WELJ, Channel 284A, Montauk, New York is to be assigned to a Trustee and is therefore not considered further.

metro market. WEBE is a subject station in both the Stamford-Norwalk and the New York markets. WALL and WRRV are licensed to communities within a metro county in the Newburgh-Middletown, New York Arbitron Market. WZAD is not licensed to a community in a metro county in any Arbitron market, but is considered "home" to the Newburgh-Middletown, New York market. WPDA is not licensed to a community in a metro county in any Arbitron market. WEOK, WCZX, WPDH and WRRB are licensed to communities within a metro county in the Poughkeepsie, New York Arbitron Market. WKXP is not licensed to a community in a metro county in any Arbitron market, but is considered "home" to the Poughkeepsie, New York market. WKNY is not licensed to a community in a metro county in any Arbitron market. WINE and WRKI are licensed to communities within a metro county in the Danbury, Connecticut Arbitron market. WDBY is considered "home" to the Danbury, Connecticut market, but is licensed to a community in a metro county in the New York, New York market. WICC is licensed to a community in a metro county in the Bridgeport, Connecticut Arbitron Market. WXML. WQGN-FM and WMOS are all licensed to a metro county in the New London, Connecticut Arbitron market. Therefore, this review will verify compliance of commonly owned stations in both rated and non-rated markets.

NEW YORK, NEW YORK ARBITRON/BIA MARKET REVIEW

3. As shown on Exhibit #1, there are 150 AM and FM (commercial and non-commercial) stations listed in the New York, New York Arbitron Market (Market #1). As reflected in Exhibit #1, Arbitron only considers those portions of Fairfield County indicated as "Fairfield (SN Split)

Balance” and “Fairfield (SN Split) IIDHA”, not the entire Fairfield County area, as being in the New York market. Exhibit #1B is a portion of the 2009 Arbitron Radio Metros map³ that shows only the portion of Fairfield County, Connecticut depicted as “SN Split” that is located within the confines of the New York, New York Market. The balance of the county is divided up into Fairfield (D split) for the Danbury, Connecticut market (Exhibit #1C) and Fairfield (BR split) for the Bridgeport, Connecticut market (Exhibit #1D). Only the Stamford-Norwalk, Connecticut market shares the Fairfield (SN split) designation (Exhibit #1E). As such, only the Stamford-Norwalk stations are considered embedded in the New York, New York market.⁴ Therefore, only stations in New York or those in Fairfield (SN split) are considered metro stations in the New York, New York market. Upon consummation of the proposed transaction, CMI would control five FM stations and three AM stations in the market (WPLJ, WABC, WFAS, WFAF-FM, WFAS-FM, WPUT, WDBY, and WEDE). The number of stations indicated falls in the forty-five 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 will be in compliance in the rated New York, New York market.

NEWBURGH-MIDDLETOWN, NEW YORK ARBITRON/BIA MARKET REVIEW

4. As shown on Exhibit #2, there are seventeen AM and FM (commercial and non-commercial) stations listed in the Newburgh-Middletown, New York, Arbitron Market (Market #138). Upon consummation of the proposed transaction, CMI would control two FM stations and one AM station in the market (WALI, WRRV, and WZAD). The number of stations indicated

3) This is the most current map available from the Arbitron website.

4) Arbitron lists Nassau-Suffolk as an additional embedded market within the New York market. In this additional market, the metro county, or portion of the county, is also shared by the larger encompassing New York market.

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 rated Newburgh-Middletown, New York market.

POUGHKEEPSIE, NEW YORK ARBITRON/BIA MARKET REVIEW

5. As shown on Exhibit #3, there are nineteen AM and FM (commercial and non-commercial) stations listed in the Poughkeepsie, New York, Arbitron Market (Market #164). Upon consummation of the proposed transaction, CMI would control four FM stations and one AM station in the market (WEOK, WCZX, WPDH, WRRB, and WKXP). 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 rated Poughkeepsie, New York market.

STAMFORD-NORWALK, CONNECTICUT ARBITRON/BIA MARKET REVIEW

6. As shown on Exhibit #4, there are ten AM and FM (commercial and non-commercial) stations listed in the Stamford-Norwalk, Connecticut Arbitron Market (Market #147). Upon consummation of the proposed transaction, CMI would control one FM station in the market (WEBE). The number of stations indicated falls in the fourteen or fewer stations tier of §73.3555(a)(1)(iv) of the Commission's rules. At this level, common ownership or control of up to five stations, with no more than three in the same service, provided the number of stations to be

commonly held does not exceed 50% of the stations in the market, is permissible. Therefore, CMI will be in compliance in the rated Stamford-Norwalk, Connecticut market.

DANBURY, CONNECTICUT ARBITRON/BIA MARKET REVIEW

7. As shown on Exhibit #5, there are nine AM and FM (commercial and non-commercial) stations listed in the Danbury, Connecticut Arbitron Market (Market #203). Upon consummation of the proposed transaction, CMI would control two FM stations and one AM station in the market (WINE, WRKI, and WDBY).⁵ The number of stations indicated falls in the fourteen or fewer stations tier of §73.3555(a)(1)(iv) of the Commission's rules. At this level, common ownership or control of up to five stations with no more than three in the same service is permissible, provided the number of stations to be commonly held does not exceed 50% of the stations in the market. Therefore, CMI will be in compliance in the rated Danbury, Connecticut market.

BRIDGEPORT, CONNECTICUT ARBITRON/BIA MARKET REVIEW

8. As shown on Exhibit #6, there are ten AM and FM (commercial and non-commercial) stations listed in the Bridgeport, Connecticut Arbitron Market (Market #123). Upon consummation of the proposed transaction, CMI would control one AM station in the market (WICC). The number of stations indicated falls in the fourteen or fewer stations tier of §73.3555(a)(1)(iv) of the Commission's rules. At this level, common ownership or control of up to five stations with no more than three in the same service is permissible, provided the number of

5) WPUT was removed as "home" from this market, but if considered, the market would still be in compliance.

stations to be commonly held does not exceed 50% of the stations in the market. Therefore, CMI will be in compliance in the rated Bridgeport, Connecticut market.

NEW LONDON, CONNECTICUT ARBITRON/BIA MARKET REVIEW

9. As shown on Exhibit #7, there are twelve AM and FM (commercial and non-commercial) stations listed in the New London, Connecticut Arbitron Market (Market #177). Upon consummation of the proposed transaction, CMI would control one AM station and two FM stations in the market (WXML, WQGN-FM and WMOS).⁶ The number of stations indicated falls in the fourteen or fewer stations tier of §73.3555(a)(1)(iv) of the Commission's rules. At this level, common ownership or control of up to five stations with no more than three in the same service is permissible, provided the number of stations to be commonly held does not exceed 50% of the stations in the market. Therefore, CMI will be in compliance in the rated New London, Connecticut market.

CONTOUR OVERLAP ANALYSIS

10. WZAD is considered "home" to the Newburgh-Middletown, New York market and WPDA, while a non-metro station, does have contour overlap with other stations in that market. WKXP is considered "home" to the Poughkeepsie, New York market, and WKNY is a non-metro station that has contour overlap with other stations in that market. As such, a study has been conducted to verify that the ownership of these stations, in conjunction with the other stations in the respective markets, is also in compliance with the Commission's multiple ownership rules.

6) WELJ is to be assigned to a Trustee.

The city grade contours of the subject stations considered in the contour overlap analysis are shown on Exhibit #8.⁷ As noted, the locations of the city grade contours of the stations create three distinct radio markets requiring review. Market #1 consists of FM stations WZAD and WPDA. Market #2 consists of AM station WALL and FM stations WZAD and WRRV. Market #3 consists of AM stations WEOK and WKNY and FM stations WKXP, WPDH, WCZX and WRRB.

11. The city grade contours of WZAD and WPDA will be used to determine the Radio Market Boundary for Market #1; the city grade contours of WZAD, WALL, and WRRV will be used to determine the Radio Market Boundary for Market #2; and the city grade contours of WPDH and WKNY will be used to determine the Radio Market Boundary for Market #3. These contours will be used to determine the number of other stations in the relevant market to which the subject stations in the respective market will then be added to reach the total number of stations in or providing service to the respective 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.

12. Exhibit #9 is a depiction of the AM and FM stations (commercial and non-commercial) providing service to Market #1, which shows five contributing stations. Exhibit #10 is a tabulation of the stations in Market #1. A total of seven stations are shown, including the two

7) The remainder of the stations in the rated markets do not have contour overlap with the "home" to market stations or the non-metro stations.

subject stations (WPDA and WZAD).⁸ The number of stations depicted falls in the fourteen or fewer stations tier of 73.3555(a)(1)(iv) of the Commission's rules. At this level, common ownership or control of up to five stations with no more than three in the same service is permissible, provided the number of stations to be commonly held does not exceed 50% of the stations in the market. Therefore, CMI will be in compliance in the non-rated Market #1.

13. Exhibit #11 is a depiction of the AM and FM stations (commercial and non-commercial) providing service to Market #2, which shows four contributing stations. Exhibit #12 is a tabulation of the stations in Market #2. A total of seven stations are shown, including the three subject stations (WZAD, WRRV, and WALL).⁹ The number of stations depicted falls in the fourteen or fewer stations tier of 73.3555(a)(1)(iv) of the Commission's rules. At this level, common ownership or control of up to five stations with no more than three in the same service is permissible, provided the number of stations to be commonly held does not exceed 50% of the stations in the market. Therefore, CMI will be in compliance in the non-rated Market #2.

14. Exhibit #13 is a depiction of the eleven AM and FM stations (commercial and non-commercial) providing service to the WPDH/Radio Market boundary. Exhibit #14 is a tabulation of the stations in Radio Market #3. A total of seventeen stations are shown, including the six subject stations (WEOK, WKNY, WKXP, WPDH, and WRRB).¹⁰ The number of stations depicted falls in the fifteen to twenty-nine stations tier of §73.3555(a)(1)(iii) of the Commission's

8) 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.

9) See Footnote 8, *supra*.

10) See Footnote 8, *supra*.

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 #3.

15. Based on the compliance shown in both the rated and non-rated markets, the proposed transfer of control is in compliance with the Commission's rules, as it relates to the markets reviewed.

16. 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 New York, NY

Call Letters	AM/FM	Freq	Type	Station	Format	Home Market	Market		City & State of License	County of License
							Designm	Home Mkt Rank		
WABC	AM	770	C	News/Talk	New York, NY	1	Citadel/ABC	New York, NY	New York	New York
WADB	AM	1310	C	Oldies	Monmouth-Ocean, NJ	51	Millennium Radio Group LLC	Asbury Park, NJ	Monmouth	Monmouth
WADO	AM	1280	C	Spr/News/Sp	New York, NY	1	Univision	New York, NY	New York	New York
WALK	AM	1370	C	Nostalgie	Nassau-Suffolk, NY	16	Alpha Station Trust LLC	Patchogue, NY	Suffolk	Suffolk
WALK	FM	97.5	C	AC	Nassau-Suffolk, NY	18	Alpha Station Trust LLC	Patchogue, NY	Suffolk	Suffolk
WARY	FM	88.1	NC	Variety	New York, NY	1	Westchester Community College	Valhalla, NY	Westchester	Westchester
WAWZ	FM	98.1	C	ChrsContem	Middlesex-Somerset-Union, NJ	40	Pillar of Fire	Zarephath, NJ	Somerset	Somerset
WAXQ	FM	104.3	C	Clisc Rock	New York, NY	1	Clear Channel Communications Inc	New York, NY	New York	New York
WBAB	FM	102.3	C	Clisc Rock	Nassau-Suffolk, NY	18	Cox Radio Inc	Babylon, NY	Suffolk	Suffolk
WBAJ	FM	99.5	NC	Eclectic	New York, NY	1	Pacifica Foundation	New York, NY	New York	New York
WBAZ	FM	102.5	C	AC	Nassau-Suffolk, NY	18	Cherry Creek Radio LLC	Bridgehampton, NY	Suffolk	Suffolk
WBBR	AM	1130	C	News	New York, NY	1	Bloomberg Communications Inc	New York, NY	New York	New York
WBEA	FM	101.7	C	CHR	Nassau-Suffolk, NY	18	Cherry Creek Radio LLC	New York, NY	Suffolk	Suffolk
WBGQ	FM	88.3	NC	Jazz	New York, NY	1	Newark Public Radio Inc	Southold, NY	Essex	Essex
WBJB	FM	90.5	NC	AAA/NPR	Monmouth-Ocean, NJ	51	Brookdale Community College	Lincroft, NJ	Monmouth	Monmouth
WBLI	FM	106.1	C	Adult CHR	Nassau-Suffolk, NY	18	Cox Radio Inc	Patchogue, NY	Suffolk	Suffolk
WBLS	FM	107.5	C	Urban AC	New York, NY	1	Inner City Broadcasting Corporation	New York, NY	New York	New York
WBON	FM	98.5	C	Latino	Nassau-Suffolk, NY	18	JVC Media LLC	Westhampton, NY	Suffolk	Suffolk
WBZO	FM	103.1	C	Oldies	Nassau-Suffolk, NY	18	Barnstable Corporation	Bay Shore, NY	Suffolk	Suffolk
WCBS	FM	101.1	C	Oldies	New York, NY	1	CBS Radio	New York, NY	New York	New York
WCBS	AM	880	C	News	New York, NY	1	CBS Radio	New York, NY	New York	New York
WCTC	AM	1450	C	Oldies	Middlesex-Somerset-Union, NJ	40	Greater Media Inc	New Brunswick, NJ	Middlesex	Middlesex
WCTZ	FM	96.7	C	AC	Stamford-Norwalk, CT	147	Educational Media Foundation	Port Chester, NY	Westchester	Westchester
WCWP	FM	88.1	NC	Pub/News/Ja	Nassau-Suffolk, NY	18	Long Island University Public Radio	Brookville, NY	Nassau	Nassau
WDNY	FM	105.5	C	Country	Danbury, CT	203	Cumulus Broadcasting Inc	Patterson, NY	Putnam	Putnam
WDDM	FM	89.3	NC	Ethnic	Monmouth-Ocean, NJ	51	WVFM Inc	Hazlet, NJ	Monmouth	Monmouth
WDFH	FM	90.3	NC	Alternative	New York, NY	1	Hudson Valley Community Radio, Inc.	Ossining, NY	Westchester	Westchester
WDHA	FM	105.5	C	Rock	Morristown, NJ	116	Greater Media Inc	Dover, NJ	Morris	Morris
WEBE	FM	107.9	C	AC	Stamford-Norwalk, CT	147	Cumulus Broadcasting Inc	Westport, CT	Fairfield	Fairfield
WEDW	FM	88.5	NC	Variety	Stamford-Norwalk, CT	147	Connecticut Public Broadcasting Inc	Stamford, CT	Fairfield	Fairfield
WEHM	FM	92.9	C	AAA	Nassau-Suffolk, NY	18	Cherry Creek Radio LLC	Manorville, NY	Suffolk	Suffolk
WEHN	FM	96.9	C	AAA	Nassau-Suffolk, NY	18	Cherry Creek Radio LLC	East Hampton, NY	Suffolk	Suffolk
WELI	FM	104.7	C	Hot AC	New London, CT	177	Citadel Broadcasting Company	Morristown, NY	Suffolk	Suffolk

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

"p" indicates pending sale to owner listed

EXHIBIT #1



FCC Geographic Market Definition for New York, NY

Call Letters	AM/FM	Type	Freq	Station	Format	Home Market	Market			City & State of License	County of License
							Designation	Home Rank	Mkt Rank		
WEPN	AM	C	1050	C	Sports	New York, NY	07/02/2003	1	ABC/Disney	New York, NY	New York
WFAF	FM	C	106.3	C	AC	New York, NY	01/18/2005	1	Cumulus Broadcasting Inc	Mount Kisco, NY	Westchester
WFAN	AM	C	660	C	Sports/Talk	New York, NY	07/02/2003	1	CBS Radio	New York, NY	New York
WFAS	AM	C	1230	C	Adult Sindr	New York, NY	01/18/2005	1	Cumulus Broadcasting Inc	White Plains, NY	Westchester
WFAS	FM	C	103.9	C	AC	New York, NY	01/18/2005	1	Cumulus Broadcasting Inc	Bronxville, NY	Westchester
WFDU	FM	NC	89.1	NC	Americana	New York, NY	07/02/2003	1	Fairleigh Dickinson University	Teaneck, NJ	Bergen
WFME	FM	NC	94.7	NC	Religi/Educ	New York, NY	07/02/2003	1	Family Stations Inc	Newark, NJ	Essex
WFMU	FM	NC	91.1	NC	Variety	New York, NY	07/02/2003	1	Auricle Communications	East Orange, NJ	Essex
WFCX	FM	C	95.9	C	Cisc Rock	Stamford-Norwalk, CT	07/02/2003	147	Cox Radio Inc	Norwalk, CT	Fairfield
WFRS	FM	NC	88.9	NC	Religion	Nassau-Suffolk, NY	07/02/2003	18	Family Stations Inc	Smithtown, NY	Suffolk
WFTU	AM	C	1570	C	Alternative	Nassau-Suffolk, NY	07/20/2010	18	Five Towns College	Riverhead, NY	Suffolk
WFLV	FM	NC	90.7	NC	AAA	New York, NY	07/02/2003	1	Ferham University	New York, NY	New York
WGBB	AM	C	1240	C	Variety	Nassau-Suffolk, NY	07/02/2003	18	WGBB-AM Inc	Freeport, NY	Nassau
WGCH	AM	C	1490	C	Mus/TB/BN	Stamford-Norwalk, CT	07/02/2003	147	Blue Star Media Group	Greenwich, CT	Fairfield
WGHT	AM	C	1500	C	Oldies	New York, NY	07/02/2003	1	Mariana Broadcasting Inc	Pompton Lakes, NJ	Passaic
WHCR	FM	NC	90.3	NC	Variety	New York, NY	07/02/2003	1	City College of New York	New York, NY	New York
WHFM	FM	C	95.3	C	Cisc Rock	Nassau-Suffolk, NY	07/20/2010	18	Cox Radio Inc	Southampton, NY	Suffolk
WHLJ	AM	C	1100	C	MOR	Nassau-Suffolk, NY	07/02/2003	18	Barnstable Corporation	Hempstead, NY	Nassau
WHTG	AM	C	1410	C	Oldies	Monmouth-Ocean, NJ	07/02/2003	51	Press Communications LLC	Eatontown, NJ	Monmouth
WHTZ	FM	C	100.3	C	CHR	New York, NY	07/02/2003	1	Clear Channel Communications Inc	Newark, NJ	Essex
WIUD	FM	C	100.7	C	AC	New York, NY	12/22/2004	1	Pamal Broadcasting Ltd	Peekskill, NY	Westchester
WIGX	FM	C	94.3	C	Adult Hits	Nassau-Suffolk, NY	07/02/2003	18	Barnstable Corporation	Smithtown, NY	Suffolk
WINS	AM	C	1010	C	News	New York, NY	07/02/2003	1	CBS Radio	New York, NY	New York
WJDM	AM	C	1530	C	Span/Christ	Middlesex-Somerset-Union, NJ	07/02/2003	40	MultiCultural Radio Broadcasting Inc	Elizabeth, NJ	Union
WJLK	FM	C	94.3	C	Hot AC	Monmouth-Ocean, NJ	07/02/2003	51	Millennium Radio Group LLC	Asbury Park, NJ	Monmouth
WJSV	FM	NC	90.5	NC	AOR	Morrisstown, NJ	07/02/2003	116	Morris School District	Morrisstown, NJ	Morris
WJVC	FM	C	96.1	C	Country	Nassau-Suffolk, NY	07/02/2003	18	JVC Media LLC	Center Moriches, NY	Suffolk
WKCR	FM	NC	89.9	NC	AM/Jazz/Var	New York, NY	07/02/2003	1	Columbia University	New York, NY	New York
WKDM	AM	C	1360	C	Span/Asian	New York, NY	07/02/2003	1	MultiCultural Radio Broadcasting Inc	New York, NY	New York
WKJY	FM	C	98.3	C	AC	Nassau-Suffolk, NY	07/02/2003	18	Barnstable Corporation	Hempstead, NY	Nassau
WKMB	AM	C	1070	C	Christian	Morrisstown, NJ	07/02/2003	115	King's Temple Ministry Inc	Slirling, NJ	Morris
WKMK	FM	C	105.3	C	Country	Monmouth-Ocean, NJ	07/02/2003	51	Press Communications LLC	Eatontown, NJ	Monmouth
WKNJ	FM	NC	90.3	NC	Variety	Middlesex-Somerset-Union, NJ	07/02/2003	40	Kean University	Union Township, NJ	Union

"p" indicates pending sale to owner listed

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



FCC Geographic Market Definition for New York, NY

Call Letters	AM/FM	Freq	Station Type	Format	Home Market	Market Designth Date	Home Mkt Rank	Owner	City & State of License	County of License
WKXB	FM	90.3	NC	CHR	New York, NY	07/02/2003	1	Kingsborough Community College	Brooklyn, NY	Kings
WKTU	FM	103.5	C	CHR/Rym/T	New York, NY	07/02/2003	1	Clear Channel Communications Inc	Lake Success, NY	Nessee
WKWZ	FM	88.5	NC	Variety	Nassau-Suffolk, NY	07/02/2003	13	Syosset Central School District	Syosset, NY	Nassau
WLJB	AM	1190	C	Black Gospel	New York, NY	07/02/2003	1	Inner City Broadcasting Corporation	New York, NY	New York
WLJE	AM	540	C	Ethnic	Nassau-Suffolk, NY	07/02/2003	13	Principle Broadcasting Network LLC	Islip, NY	Suffolk
WLJM	AM	1580	C	Span/Chris	Nassau-Suffolk, NY	07/02/2003	13	Polinet Communications Ltd	Patchogue, NY	Suffolk
WLR	FM	107.1	C	Sports	Nassau-Suffolk, NY	07/20/2010	13	Jarad Broadcasting Company Incorporated	Hampton Bays, NY	Suffolk
WLNA	AM	1420	C	Talk	New York, NY	12/22/2004	1	Pamal Broadcasting Ltd	Peekskill, NY	Westchester
WLVG	FM	92.1	C	Nws/Inf/Old	Nassau-Suffolk, NY	07/20/2010	13	Main Street Broadcasting Co Inc	Sag Harbor, NY	Suffolk
WLTW	FM	105.7	C	Lite AC	New York, NY	07/02/2003	1	Clear Channel Communications Inc	New York, NY	New York
WMCA	AM	570	C	Chris/Talk	New York, NY	07/02/2003	1	Salem Communications Corporation	New York, NY	New York
WMCX	FM	88.9	NC	Alternative	Monmouth-Ocean, NJ	07/02/2003	51	Monmouth University	West Long Branch, NJ	Monmouth
WMGQ	FM	98.3	C	Rock AC	Middlesex-Somerset-Union, NJ	07/02/2003	40	Greater Media Inc	New Brunswick, NJ	Middlesex
WMNJ	FM	98.9	NC	ACR	Morrisstown, NJ	07/02/2003	116	Draw University	Madison, NJ	Morris
WMSC	FM	90.3	NC	Alternative	New York, NY	07/02/2003	1	Montclair State University	Upper Montclair, NJ	Essex
WMTR	AM	1250	C	Oldies	Morrisstown, NJ	07/02/2003	116	Greater Media Inc	Morrisstown, NJ	Morris
WNJC	AM	1360	C	Variety	New York, NY	09/03/2008	1	Forsythe Broadcasting	Washington Township, NJ	Bergen
WNLK	AM	1350	C	News/Talk	Stamford-Norwalk, CT	07/02/2003	147	Cox Radio Inc	Norwalk, CT	Fairfield
WNSW	AM	1430	C	Ethnic	New York, NY	07/02/2003	1	MultiCultural Radio Broadcasting Inc	Newark, NJ	Essex
WNYC	AM	820	NC	News/Talk	New York, NY	07/02/2003	1	WNYC Radio	New York, NY	New York
WNYE	FM	93.9	NC	News/Talk	New York, NY	07/02/2003	1	WNYC Radio	New York, NY	New York
WNYG	AM	91.5	NC	Educa/Varty	New York, NY	07/02/2003	1	NYC Board of Education	New York, NY	New York
WNYH	AM	1440	C	ChrisContem	Nassau-Suffolk, NY	07/02/2003	18	Radio Cariboo Nuevo Inc	Babylon, NY	Suffolk
WNYK	FM	740	C	Oldies	Nassau-Suffolk, NY	07/02/2003	18	Win Radio Broadcasting Corporation	Huntington, NY	Suffolk
WNYM	AM	88.7	NC	Rock/Alt/Cst	New York, NY	07/02/2003	1	Nyaek College	Nyaek, NY	Rockland
WNYU	FM	970	C	Talk	New York, NY	07/02/2003	1	Salem Communications Corporation	Hackensack, NJ	Bergen
WOR	AM	710	C	News/Tax	New York, NY	07/02/2003	1	New York University	New York, NY	New York
WOSS	FM	91.1	NC	Urban CHR	New York, NY	07/02/2003	1	Buckley Broadcasting Corporation	New York, NY	New York
WPAT	AM	930	C	Ethnic/Intl	New York, NY	01/18/2005	1	Union Free School District #1	Ossining, NY	Westchester
WPAT	FM	93.1	C	Spanish AC	New York, NY	07/02/2003	1	MultiCultural Radio Broadcasting Inc	Peterson, NJ	Passaic
WPLJ	FM	95.5	C	Hot AC	New York, NY	07/02/2003	1	Spanish Broadcasting System	Peterson, NJ	Passaic
WPOB	FM	88.5	NC	Variety	Nassau-Suffolk, NY	07/02/2003	1	Citadel/ABC	New York, NY	New York
						07/02/2003	18	Plainview-Old Bethpage Central School District	Plainview, NY	Nassau

9 indicates pending sale to owner listed



FCC Geographic Market Definition for New York, NY

Call Letters	AM/FM	Freq	Station	Type	Format	Home Market	Market: Home			City & State of License	County of License
							Designs	Mkt Rank	Owner		
WPPB	FM	88.3	NC	NPR/News/Ja	Nassau-Suffolk, NY		07/20/2010	18	Peeonio Public Broadcasting	Southampton, NY	Suffolk
WFSC	FM	88.7	NC	Alternative	New York, NY		07/02/2003	1	William Patterson College of New Jersey	Wayne, NJ	Passaic
WPTY	FM	105.3	C	CHR/Rhythmic	Nassau-Suffolk, NY		07/20/2010	18	JVC Media LLC	Calverton-Roanoke, NY	Suffolk
WPUT	AM	1510	C	Sports	New York, NY		01/20/2005	1	Cumulus Broadcasting Inc	Brewster, NY	Putnam
WQBU	FM	92.7	C	Mexican	Nassau-Suffolk, NY		07/02/2003	18	Univision	Garden City, NY	Nassau
WQEW	AM	1590	C	Family Hits	New York, NY		07/02/2003	1	ABC/Disney	New York, NY	New York
WQHT	FM	97.1	C	Hop/Rhy	New York, NY		07/02/2003	1	Ermmis Communications	New York, NY	New York
WQXR	FM	105.9	NC	Classical	New York, NY		07/02/2003	1	WNYC Radio	Newark, NJ	Essex
WRCN	FM	103.9	C	Class Rock	Nassau-Suffolk, NY		07/20/2010	18	JVC Media LLC	Riverhead, NY	Suffolk
WRCR	AM	1300	C	Soft AC	New York, NY		07/02/2003	1	Alexander Broadcasting Inc	Spring Valley, NY	Rockland
WRDR	FM	85.7	NC	Christian	Monmouth-Ocean, NJ		07/02/2003	51	Bridgeight LLC	Freehold Township, NJ	Monmouth
WRHU	FM	86.7	NC	Variety	Nassau-Suffolk, NY		07/02/2003	18	Hofstra University	Hempstead, NY	Nassau
WRIV	AM	1390	C	Adult Stridid	Nassau-Suffolk, NY		07/20/2010	18	Tria, Vincent	Riverhead, NY	Suffolk
WRKL	AM	910	C	Polish	New York, NY		07/02/2003	1	Polnet Communications Ltd	New York, NY	Rockland
WRKS	FM	98.7	C	Urban AC	New York, NY		07/02/2003	1	Ermmis Communications	New York, NY	New York
WRLL	FM	91.3	NC	Talk	Nassau-Suffolk, NY		07/20/2010	18	Connecticut Public Broadcasting Inc	Southampton, NY	Suffolk
WRPR	FM	90.3	NC	CHR	New York, NY		07/02/2003	1	Ramapo College of New Jersey	Mahwah, NJ	Bergen
WRSU	FM	88.7	NC	Alternative	Middlesex-Somerset-Union, NJ		07/02/2003	40	Rutgers University Board of Governors	New Brunswick, NJ	Middlesex
WRVP	AM	1310	NC	Scam/Christ	New York, NY		01/18/2005	1	Radio Vision Cristiana Management	Mt. Kisco, NY	Westchester
WRXP	FM	101.9	C	Adult Rock	New York, NY		07/02/2003	1	Ermmis Communications	New York, NY	New York
WSHR	FM	91.9	NC	Vary/Jazz	Nassau-Suffolk, NY		07/02/2003	18	Sachem Central School District Holbrook	Lake Ronkonkoma, NY	Suffolk
WSHU	AM	1260	NC	News/Class	Stamford-Norwalk, CT		07/02/2003	147	Sacred Heart University Incorporated	Westport, CT	Fairfield
WSIA	FM	88.9	NC	Alternative	New York, NY		07/02/2003	1	College of Staten Island	Staten Island, NY	Richmond
WSKQ	FM	97.9	C	Tropical	New York, NY		07/02/2003	1	Spanish Broadcasting System	New York, NY	New York
WSLX	FM	81.9	NC	Variety	Stamford-Norwalk, CT		07/02/2003	147	St Luke's Foundation Inc	New Canaan, CT	Fairfield
WSNR	AM	520	C	Ethnic	New York, NY		07/02/2003	1	Blackstrap Broadcasting LLC	Jersey City, NJ	Hudson
WSOU	FM	89.5	NC	Rock	New York, NY		07/02/2003	1	Seton Hall University	South Orange, NJ	Essex
WSTC	AM	1400	C	News/Talk	Stamford-Norwalk, CT		07/02/2003	147	Cox Radio Inc	Stamford, CT	Fairfield
WSUF	FM	89.9	NC	NPR/News/TI	Nassau-Suffolk, NY		07/20/2010	18	Sacred Heart University Incorporated	Noyack, NY	Suffolk
WTHE	AM	1520	C	Gospel	Nassau-Suffolk, NY		07/02/2003	18	Universal Broadcasting	Mineola, NY	Nassau
WUSB	FM	90.1	NC	Educational	Nassau-Suffolk, NY		07/02/2003	18	State University of New York	Stony Brook, NY	Suffolk
WVJP	FM	93.5	C	Ethnic	New York, NY		01/18/2005	1	Hudson Westchester	New Rochelle, NY	Westchester
WVNU	AM	1160	C	News/Talk	New York, NY		07/02/2003	1	Universal Broadcasting	Oakland, NJ	Bergen

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

"p" indicates pending sale to owner listed



FCC Geographic Market Definition for New York, NY

Call Letters	AM/FM	Type	Freq	Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
WVUX	AM	C	1460	Nas/Tlk/Inf	New York, NY	01/18/2005	1	Hudson Westchester	New Rochelle, NY	Westchester	
WVPH	FM	NC	90.3	Rock/Urban	Middlesex-Somerset-Union, NJ	07/02/2003	40	Piscataway Board of Education	Piscataway, NJ	Middlesex	
WWES	FM	NC	98.9	Nas/Tlk/Inf	New York, NY	11/01/2010	1	WAMC/Northeast Public Radio	Mount Kisco, NY	Westchester	
WWFS	FM	C	102.7	AC	New York, NY	07/02/2003	1	CBS Radio	New York, NY	New York	
WWPR	FM	C	105.1	Urban	New York, NY	07/02/2003	1	Clear Channel Communications Inc	New York, NY	New York	
WWPT	FM	NC	90.3	ACR	Stamford-Norwalk, CT	07/02/2003	147	Westport, CT Board of Education	Westport, CT	Fairfield	
WWRL	AM	C	1600	Urban/Talk	New York, NY	07/02/2003	1	Access.1 Communications	New York, NY	New York	
WWRU	AM	C	1660	Korean	New York, NY	07/02/2003	1	Multicultural Radio Broadcasting Inc	Jersey City, NJ	Hudson	
WWRV	AM	NC	1330	Span/Christ	New York, NY	07/02/2003	1	Radio Vision Cristiana Management	New York, NY	New York	
WWTR	AM	C	1170	Ethnic	Middlesex-Somerset-Union, NJ	07/02/2003	40	Greater Media Inc	Edgewater, NJ	Somerset	
WWZY	FM	C	107.1	Soft AC	Monmouth-Ocean, NJ	07/02/2003	51	Press Communications LLC	Long Branch, NJ	Monmouth	
WXBA	FM	NC	88.1	Variety	Nassau-Suffolk, NY	07/02/2003	116	Brentwood Union Free School District	Brentwood, NY	Suffolk	
WXMC	AM	C	1310	Span/Cctm	Morrislow, NJ	07/02/2003	1	Chladek, James	Parippany-Troy Hill, NJ	Morris	
WXNY	FM	C	96.3	Spanish AC	New York, NY	07/02/2003	1	Univision	New York, NY	New York	
WXPB	FM	C	107.1	Rock	New York, NY	12/22/2004	1	Pamal Broadcasting Ltd	Briarcliff Manor, NY	Westchester	
WXRK	FM	C	92.3	Top 40	New York, NY	07/02/2003	1	CBS Radio	New York, NY	New York	
WYGG	FM	NC	88.1	Ethnic/Varty	Monmouth-Ocean, NJ	07/02/2003	51	Minority Business & Housing Development Inc	Asbury Park, NJ	Monmouth	
WZRC	AM	C	1480	Asian	New York, NY	07/02/2003	1	Multicultural Radio Broadcasting Inc	New York, NY	New York	

Number of Stations in Geographic Market 150

Previous Stations in Geographic Market

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

"p" indicates pending sale to owner listed

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Select a Survey: Spring 2011
Market: New York
[Or choose market by state](#)

EXHIBIT #1A
RADIO MARKET ANALYSIS
CUMULUS LICENSING LLC
CITADEL BROADCASTING
COMPANY
NEW YORK/CONNECTICUT
March 2011

Arbitron Market Definition for New York, Spring 2011

METRO DEFINITION		METRO DEFINITION	
Fairfield (SN Split)	CT	Bergen	NJ
Essex Balance	NJ	Essex HDBA	NJ
Essex HDHA	NJ	Hudson Balance	NJ
Hudson HDBA	NJ	Hudson HDHA	NJ
Middlesex Balance	NJ	Middlesex HDHA	NJ
Monmouth	NJ	Morris Balance	NJ
Morris HDHA	NJ	Passaic Balance	NJ
Passaic HDHA	NJ	Somerset	NJ
Union Balance	NJ	Union HDBA	NJ
Union HDHA	NJ	Bronx Balance	NY
Bronx HDBA	NY	Bronx HDHA	NY
Kings Balance	NY	Kings HDBA	NY
Kings HDHA	NY	Nassau Balance	NY
Nassau HDBA	NY	New York Balance	NY
New York HDBA	NY	New York HDHA	NY
Putnam	NY	Queens Balance	NY
Queens HDBA	NY	Queens HDHA	NY
Richmond	NY	Rockland	NY
Suffolk Central East	NY	Suffolk Central West Balance	NY
Suffolk Central West HDHA	NY	Suffolk East	NY
Suffolk West Balance	NY	Suffolk West HDBA	NY
Westchester Balance	NY	Westchester HDBA	NY
Westchester HDHA	NY		

HDBA -- High-Density Black Area
HDHA -- High-Density Hispanic Area



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The Metro includes one or more counties and is the primary survey area. The TSA includes all of the counties in the Metro as well as one or more non-Metro counties contiguous to the Metro area. Essentially, non-Metro TSA counties are areas where local residents can hear neighboring local radio stations.

Arbitron market definitions are relatively static. When there is a market redefinition, it is implemented in either the Spring or Fall surveys. For a full description of how Arbitron defines and updates its markets, please see our Description of Methodology, which is available to Arbitron clients in the Methodology section of the Arbitron eBookSM, accessible via the secure Arbitron client Web site, my.arbitron.com. Please contact the Arbitron Customer Service Team at (800) 543-7300 if you need assistance.

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2010 ARBITRON METRO MAP

EXHIBIT #1B

RADIO MARKET ANALYSIS
 CUMULUS LICENSING LLC
 CITADEL BROADCASTING CO
 NEW YORK/CONNECTICUT
 March 2011

GRAHAM BROCK, INC.

BROADCAST TECHNICAL CONSULTANTS

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Select a Survey: Spring 2011
Market: Danbury, CT
Or choose market by state

EXHIBIT #1C
RADIO MARKET ANALYSIS
CUMULUS LICENSING LLC
CITADEL BROADCASTING
COMPANY
NEW YORK/CONNECTICUT
March 2011

Arbitron Market Definition for Danbury, CT, Spring 2011

METRO DEFINITION

Fairfield (D Split) CT

METRO DEFINITION

Litchfield (D Split) CT

TSA DEFINITION

Fairfield (D Split) CT

TSA DEFINITION

Litchfield (D Split) CT

HDBA -- High-Density Black Area
HDHA -- High-Density Hispanic Area

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Select a Survey: Spring 2011
Market: Bridgeport
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EXHIBIT #1D
RADIO MARKET ANALYSIS
CUMULUS LICENSING LLC
CITADEL BROADCASTING
COMPANY
NEW YORK/CONNECTICUT
March 2011

Arbitron Market Definition for Bridgeport, Spring 2011

METRO DEFINITION

Fairfield (BR Split) Balance
Fairfield (BR Split) HDHA

METRO DEFINITION

CT Fairfield (BR Split) HDHA
CT New Haven (BR Split)

TSA DEFINITION

Fairfield (BR Split) Balance
Fairfield (BR Split) HDHA

TSA DEFINITION

CT Fairfield (BR Split) HDHA
CT New Haven (BR Split)

HDHA – High-Density Black Area
HDHA – High-Density Hispanic Area

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EXHIBIT #1E
RADIO MARKET ANALYSIS
CUMULUS LICENSING LLC
CITADEL BROADCASTING
COMPANY
NEW YORK/CONNECTICUT
March 2011

Arbitron Market Definition for Stamford-Norwalk, CT, Spring 2011

METRO DEFINITION

Fairfield (SN Split)

CT

METRO DEFINITION

TSA DEFINITION

Fairfield (SN Split)

CT

TSA DEFINITION

HDBA -- High-Density Black Area
HDHA -- High-Density Hispanic Area

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FCC Geographic Market Definition for Newburgh-Middletown, NY

Call Letters	AM/FM	Freq	Type	Station	Format	Home Market	Market Designation	Home Mkt Rank	Owner	City & State of License	County of License
WALL	AM	1340	C	Children	Newburgh-Middletown, NY	Newburgh-Middletown, NY	07/02/2003	138	Cumulus Broadcasting Inc	Middletown, NY	Orange
WDLC	AM	1490	C	Oclies	Newburgh-Middletown, NY	Newburgh-Middletown, NY	07/02/2003	138	PJ Radio LLC	Port Jervis, NY	Orange
WGNV	AM	1220	C	Oclies	Newburgh-Middletown, NY	Newburgh-Middletown, NY	07/02/2003	138	Sunrise Broadcasting Corporation	Newburgh, NY	Orange
WJGK	FM	103.1	C	AC	Newburgh-Middletown, NY	Newburgh-Middletown, NY	07/02/2003	138	Sunrise Broadcasting Corporation	Newburgh, NY	Orange
WKIP	FM	99.3	C	News/Talk	Newburgh-Middletown, NY	Newburgh-Middletown, NY	01/24/2005	138	Clear Channel Communications Inc	Ellenville, NY	Ulster
WLJP	FM	99.3	NC	ChrisContem	Newburgh-Middletown, NY	Newburgh-Middletown, NY	07/02/2003	138	Sound of Life Inc	Monroe, NY	Orange
WIMFU	FM	90.1	NC	Variety	Newburgh-Middletown, NY	Newburgh-Middletown, NY	07/02/2003	138	Auricle Communications	Mount Hope, NY	Orange
WOSR	FM	91.7	NC	Nws/Tlk/Inf	Newburgh-Middletown, NY	Newburgh-Middletown, NY	07/02/2003	138	WAMC/Northeast Public Radio	Middletown, NY	Orange
WRPJ	FM	88.9	NC	ChrisContem	Newburgh-Middletown, NY	Newburgh-Middletown, NY	07/02/2003	138	Sound of Life Inc	Port Jervis, NY	Orange
WRRV	FM	92.7	C	Alternative	Newburgh-Middletown, NY	Newburgh-Middletown, NY	07/02/2003	138	Cumulus Broadcasting Inc	Middletown, NY	Orange
WSUL	FM	98.3	C	Hot AC	Newburgh-Middletown, NY	Newburgh-Middletown, NY	01/23/2006	138	Watermark Communications LLC	Monticello, NY	Sullivan
WTBQ	AM	1110	C	Talk/Oldies	Newburgh-Middletown, NY	Newburgh-Middletown, NY	07/02/2003	138	FST Broadcasting Corp	Wanwick, NY	Orange
WTSX	FM	96.7	C	Country	Newburgh-Middletown, NY	Newburgh-Middletown, NY	07/02/2003	138	PJ Radio LLC	Port Jervis, NY	Orange
WVOS	AM	1240	C	Talk	Newburgh-Middletown, NY	Newburgh-Middletown, NY	09/12/2006	138	Watermark Communications LLC	Liberty, NY	Sullivan
WVOS	FM	95.9	C	Disc Hits	Newburgh-Middletown, NY	Newburgh-Middletown, NY	09/12/2006	138	Watermark Communications LLC	Liberty, NY	Sullivan
WWLE	AM	1170	C	News/Talk	Newburgh-Middletown, NY	Newburgh-Middletown, NY	07/02/2003	138	Stewart, Charles	Comwall, NY	Orange
WZAD	FM	97.3	C	Country	Newburgh-Middletown, NY	Newburgh-Middletown, NY	07/02/2003	138	Cumulus Broadcasting Inc	Wurtsboro, NY	Sullivan

Number of Stations in Geographic Market 17

Previous Stations in Geographic Market

EXHIBIT #2
RADIO MARKET ANALYSIS
CUMULUS LICENSING LLC
CITADEL BROADCASTING
COMPANY
NEW YORK/CONNECTICUT
 March 2011

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FCC Geographic Market Definition for Poughkeepsie, NY

Call Letters	AM/FM	Type	Station	Format	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
WGBR	AM	C	Talk		Poughkeepsie, NY	07/02/2003	164	Pamal Broadcasting Ltd	Beacon, NY	Dutchess
WBPM	FM	C	Clsc Hits		Poughkeepsie, NY	07/02/2003	164	Pamal Broadcasting Ltd	Saugerties, NY	Ulster
WBWZ	FM	C	Hot AC		Poughkeepsie, NY	07/02/2003	164	Clear Channel Communications Inc	New Paltz, NY	Ulster
WCZX	FM	C	AC		Poughkeepsie, NY	07/02/2003	164	Cumulus Broadcasting Inc	Hyde Park, NY	Dutchess
WDST	FM	C	AAA		Poughkeepsie, NY	07/02/2003	164	CHET-5 Broadcasting LP	Woodstock, NY	Ulster
WEOK	AM	C	Children		Poughkeepsie, NY	07/02/2003	164	Cumulus Broadcasting Inc	Poughkeepsie, NY	Dutchess
WGHO	AM	C	News/Talk		Poughkeepsie, NY	07/27/2004	164	Pamal Broadcasting Ltd	Kingston, NY	Ulster
WHVW	AM	C	Variety		Poughkeepsie, NY	07/02/2003	164	Ferraro, Joseph-Paul	Hyde Park, NY	Dutchess
WKIP	AM	C	News/Talk		Poughkeepsie, NY	07/02/2003	164	Clear Channel Communications Inc	Poughkeepsie, NY	Dutchess
WKXP	FM	C	Country		Poughkeepsie, NY	07/02/2003	164	Cumulus Broadcasting Inc	Kingston, NY	Ulster
WKZE	FM	C	AAA		Poughkeepsie, NY	12/01/2006	164	WillPower Radio LLC	Salisbury, CT	Litchfield
WPDH	FM	C	Clsc Rock		Poughkeepsie, NY	07/02/2003	164	Cumulus Broadcasting Inc	Poughkeepsie, NY	Dutchess
WPKF	FM	C	CHR		Poughkeepsie, NY	07/02/2003	164	Clear Channel Communications Inc	Poughkeepsie, NY	Dutchess
WRHV	FM	NC	Classical		Poughkeepsie, NY	07/02/2003	164	WMHT Educational Telecommunications	Poughkeepsie, NY	Dutchess
WRNQ	FM	C	Soft Rock		Poughkeepsie, NY	07/02/2003	164	Clear Channel Communications Inc	Poughkeepsie, NY	Dutchess
WRRB	FM	C	Alternative		Poughkeepsie, NY	07/02/2003	164	Cumulus Broadcasting Inc	Poughkeepsie, NY	Dutchess
WRWD	FM	C	Country		Poughkeepsie, NY	07/02/2003	164	Clear Channel Communications Inc	Arlington, NY	Dutchess
WSPK	FM	C	Top 40		Poughkeepsie, NY	07/02/2003	164	Pamal Broadcasting Ltd	Highland, NY	Ulster
WVWR	FM	NC	Alternative		Poughkeepsie, NY	07/02/2003	164	Vassar College	Poughkeepsie, NY	Dutchess

Number of Stations in Geographic Market 19

Previous Stations in Geographic Market

WKUP	FM	99.3	C	News/Talk	Newburgh-Middletown, NY	01/24/2005	138	Clear Channel Communications Inc	Ellenville, NY	Ulster
WRWD	AM	137C	C	Nws.Talk/Inf		07/23/2003	0	Clear Channel Communications Inc	Ellenville, NY	Ulster

EXHIBIT #3
RADIO MARKET ANALYSIS
CUMULUS LICENSING LLC
CITADEL BROADCASTING
COMPANY
NEW YORK/CONNECTICUT
 March 2011

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FCC Geographic Market Definition for Stamford-Norwalk, CT

Call Letters	AM/FM	Freq	Type	Station	Format	Home Market	Market Designation	Home Mkt Rank	Owner	City & State of License	County of License
WCYZ	FM	96.7	C	AC	Stamford-Norwalk, CT	07/02/2003	147	p	Educational Media Foundation	Port Chester, NY	Westchester
WEBS	FM	107.9	C	AC	Stamford-Norwalk, CT	07/02/2003	147		Cumulus Broadcasting Inc	Westport, CT	Fairfield
WEDW	FM	88.5	NC	Variety	Stamford-Norwalk, CT	07/02/2003	147		Connecticut Public Broadcasting Inc	Stamford, CT	Fairfield
WFOV	FM	95.9	C	Clisc Rock	Stamford-Norwalk, CT	07/02/2003	147		Cox Radio Inc	Norwalk, CT	Fairfield
WGCH	AM	1490	C	Nws.Tk/BN	Stamford-Norwalk, CT	07/02/2003	147		Blue Star Media Group	Greenwich, CT	Fairfield
WNLK	AM	1350	C	News/Talk	Stamford-Norwalk, CT	07/02/2003	147		Cox Radio Inc	Norwalk, CT	Fairfield
WSHU	AM	1260	NC	News/Ciscl	Stamford-Norwalk, CT	07/02/2003	147		Sacred Heart University Incorporated	Westport, CT	Fairfield
WSLX	FM	91.8	NC	Variety	Stamford-Norwalk, CT	07/02/2003	147		St Luke's Foundation Inc	New Canaan, CT	Fairfield
WSTC	AM	1400	C	News/Talk	Stamford-Norwalk, CT	07/02/2003	147		Cox Radio Inc	Stamford, CT	Fairfield
WWPT	FM	90.3	NC	AOR	Stamford-Norwalk, CT	07/02/2003	147		Westport, CT Board of Education	Westport, CT	Fairfield

Number of Stations in Geographic Market 10

Previous Stations in Geographic Market

EXHIBIT #4
 RADIO MARKET ANALYSIS
 CUMULUS LICENSING LLC
 CITADEL BROADCASTING
 COMPANY
 NEW YORK/CONNECTICUT
 March 2011

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FCC Geographic Market Definition for Danbury, CT

Call Letters	AM/FM	Freq	Station Type	Format	Home Market	Market Designation Date	Home Mkt Rank	Owner	City & State of License	County of License
WAXB	AM	850	C	Oldies	Danbury, CT	07/02/2003	203	Berkshire Broadcasting Corporation	Ridgefield, CT	Fairfield
WDAQ	FM	98.3	C	Hot AC	Danbury, CT	07/02/2003	203	Berkshire Broadcasting Corporation	Danbury, CT	Fairfield
WDBY	FM	105.5	C	Country	Danbury, CT	07/02/2003	203	Cumulus Broadcasting Inc	Putnam	Putnam
WFAR	FM	93.3	NC	Portuguese	Danbury, CT	07/02/2003	203	Danbury Community Radio Inc	Danbury, CT	Fairfield
WINE	AM	940	C	Sports	Danbury, CT	07/02/2003	203	Cumulus Broadcasting Inc	Brookfield, CT	Fairfield
WLAD	AM	800	C	News/Talk	Danbury, CT	07/02/2003	203	Berkshire Broadcasting Corporation	Danbury, CT	Fairfield
WMNR	FM	88.1	NC	Classical	Danbury, CT	07/02/2003	203	Town of Monroe, Connecticut	Monroe, CT	Fairfield
WRKJ	FM	95.1	C	Classic Rock	Danbury, CT	07/02/2003	203	Cumulus Broadcasting Inc	Brookfield, CT	Fairfield
WXCI	FM	91.7	NC	Eclectic	Danbury, CT	07/02/2003	203	Western Connecticut State University	Danbury, CT	Fairfield

Number of Stations in Geographic Market 9

Previous Stations in Geographic Market

WPUT	AM	1510	C	Sports	New York, NY	01/20/2005	1	Cumulus Broadcasting Inc	Brewster, NY	Putnam
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EXHIBIT #5
 RADIO MARKET ANALYSIS
 CUMULUS LICENSING LLC
 CITADEL BROADCASTING
 COMPANY
 NEW YORK/CONNECTICUT
 March 2011

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FCC Geographic Market Definition for Bridgeport, CT

Call Letters	AM/FM	Freq	Type	Station Format	Home Market	Market		City & State of License	County of License
						Designn Date	Home Mkt Rank		
WADS	AM	690	C	Spwr/Ccm	Bridgeport, CT	07/02/2003	123	Ansonia, CT	New Haven
WCUM	AM	1450	C	Tropical	Bridgeport, CT	07/02/2003	123	Bridgeport, CT	Fairfield
WOJZ	AM	1530	C	Divrs/Gospl	Bridgeport, CT	07/02/2003	123	Bridgeport, CT	Fairfield
WEZN	FM	98.9	C	AC	Bridgeport, CT	07/02/2003	123	Bridgeport, CT	Fairfield
WFIF	AM	1500	C	Christian	Bridgeport, CT	07/02/2003	123	Milford, CT	New Haven
WICC	AM	600	C	Talk/News	Bridgeport, CT	07/02/2003	123	Bridgeport, CT	Fairfield
WPKN	FM	88.5	NC	Variety	Bridgeport, CT	07/02/2003	123	Bridgeport, CT	Fairfield
WRXC	FM	90.1	NC	Classical	Bridgeport, CT	07/02/2003	123	Shelton, CT	Fairfield
WISHU	FM	91.1	NC	NPR/Nws/Ci	Bridgeport, CT	07/02/2003	123	Fairfield, CT	Fairfield
WVWF	FM	88.5	NC	Variety	Bridgeport, CT	07/02/2003	123	Fairfield, CT	Fairfield

Number of Stations in Geographic Market 10

Previous Stations in Geographic Market

EXHIBIT #6

RADIO MARKET ANALYSIS
 CUMULUS LICENSING LLC
 CITADEL BROADCASTING
 COMPANY

NEW YORK/CONNECTICUT

March 2011

C - Commercial Station; *NC* - Non-Commercial Station
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FCC Geographic Market Definition for New London, CT

Call Letters	AM/FM	Freq	Type	Station Format	Home Market	Market Designtrn Date	Home Mkt Rank	Owner	City & State of License	County of License
WBMM	FM	106.5	C	Soft Rock	New London, CT	07/02/2003	177	Fuller, John	Ledyard, CT	New London
WCNI	FM	90.9	NC	Variety	New London, CT	07/02/2003	177	Connecticut College Community Radio Inc	New London, CT	New London
WCTY	FM	97.7	C	Country	New London, CT	07/02/2003	177	Hall Communications Inc	Norwich, CT	New London
WELJ	FM	104.7	C	Hot AC	New London, CT	07/02/2003	177	Citadel Broadcasting Company	Montauk, NY	Suffolk
WICH	AM	1310	C	Adlt Standic	New London, CT	07/02/2003	177	Hall Communications Inc	Norwich, CT	New London
WKNL	FM	100.9	C	Oldies	New London, CT	07/02/2003	177	Hall Communications Inc	New London, CT	New London
WMOS	FM	102.3	C	Clisc Rock	New London, CT	07/02/2003	177	Citadel Broadcasting Company	Stonington, CT	New London
WNLC	FM	96.7	C	Clisc Hits	New London, CT	07/02/2003	177	Hall Communications Inc	East Lyme, CT	New London
WNPR	FM	89.1	NC	News/Talk	New London, CT	07/02/2003	177	Connecticut Public Broadcasting Inc	Norwich, CT	New London
WQGN	FM	105.5	C	CHR	New London, CT	07/02/2003	177	Citadel Broadcasting Company	Groton, CT	New London
WWRX	FM	107.7	C	Rhymc/Top4	New London, CT	07/02/2003	177	Fuller, John	Pawcatuck, CT	New London
WXLM	AM	980	C	News/Talk	New London, CT	07/02/2003	177	Citadel Broadcasting Company	Groton, CT	New London

Number of Stations in Geographic Market 12

Previous Stations in Geographic Market



Graham Brock, Inc. - Broadcast Technical Consultants

WPDA
 BLH-19930203KD
 Latitude: 41-48-57 N
 Longitude: 074-48-42 W
 ERP: 1.60 KW
 Channel: 291A
 Frequency: 106.1 MHz

WZAD
 BLH-19930233KB
 Latitude: 41-35-04 N
 Longitude: 074-33-17 W
 ERP: 0.62 KW
 Channel: 247A
 Frequency: 97.3 MHz

WRRV
 BLH-20010326AD
 Latitude: 41-27-25 N
 Longitude: 074-26-24 W
 ERP: 0.00 KW
 Channel: 224A
 Frequency: 92.7 MHz

WALL
 Latitude: 41-27-25 N
 Longitude: 074-26-24 W
 ERP: 1.20 KW
 Frequency: 134.0 MHz

WPDA 3.16 mV/m

WZAD 3.16 mV/m

WPDH
 BLH-19861110KF
 Latitude: 41-43-09 N
 Longitude: 073-59-47 W
 ERP: 4.40 KW
 Channel: 268B
 Frequency: 101.5 MHz

WCZX
 BLH-19870803KB
 Latitude: 41-43-11 N
 Longitude: 073-58-45 W
 ERP: 0.30 KW
 Channel: 249A
 Frequency: 97.7 MHz

WRRB
 GMLH-20001022AHL
 Latitude: 41-43-09 N
 Longitude: 073-59-47 W
 ERP: 0.31 KW
 Channel: 245A
 Frequency: 95.9 MHz

WKCP
 BLH-20040120ADV
 Latitude: 41-53-44 N
 Longitude: 073-59-32 W
 ERP: 2.25 KW
 Channel: 232A
 Frequency: 94.3 MHz

WKNY
 Latitude: 41-56-11 N
 Longitude: 074-00-30 W
 ERP: 1.00 KW
 Frequency: 149.0 MHz

WEOK
 Latitude: 41-43-14 N
 Longitude: 073-54-26 W
 ERP: 5.00 KW
 Frequency: 139.0 MHz

WKXP 3.16 mV/m

WKNY 5.0 mV/m

WRRB/WCZX 3.16 mV/m

WZAD 3.16 mV/m

WPDH 3.16 mV/m

WRRV 3.16 mV/m

WRRB/WCZX 3.16 mV/m

WZAD 3.16 mV/m

WZAD 3.16 mV/m

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WZAD 3.16 mV/m

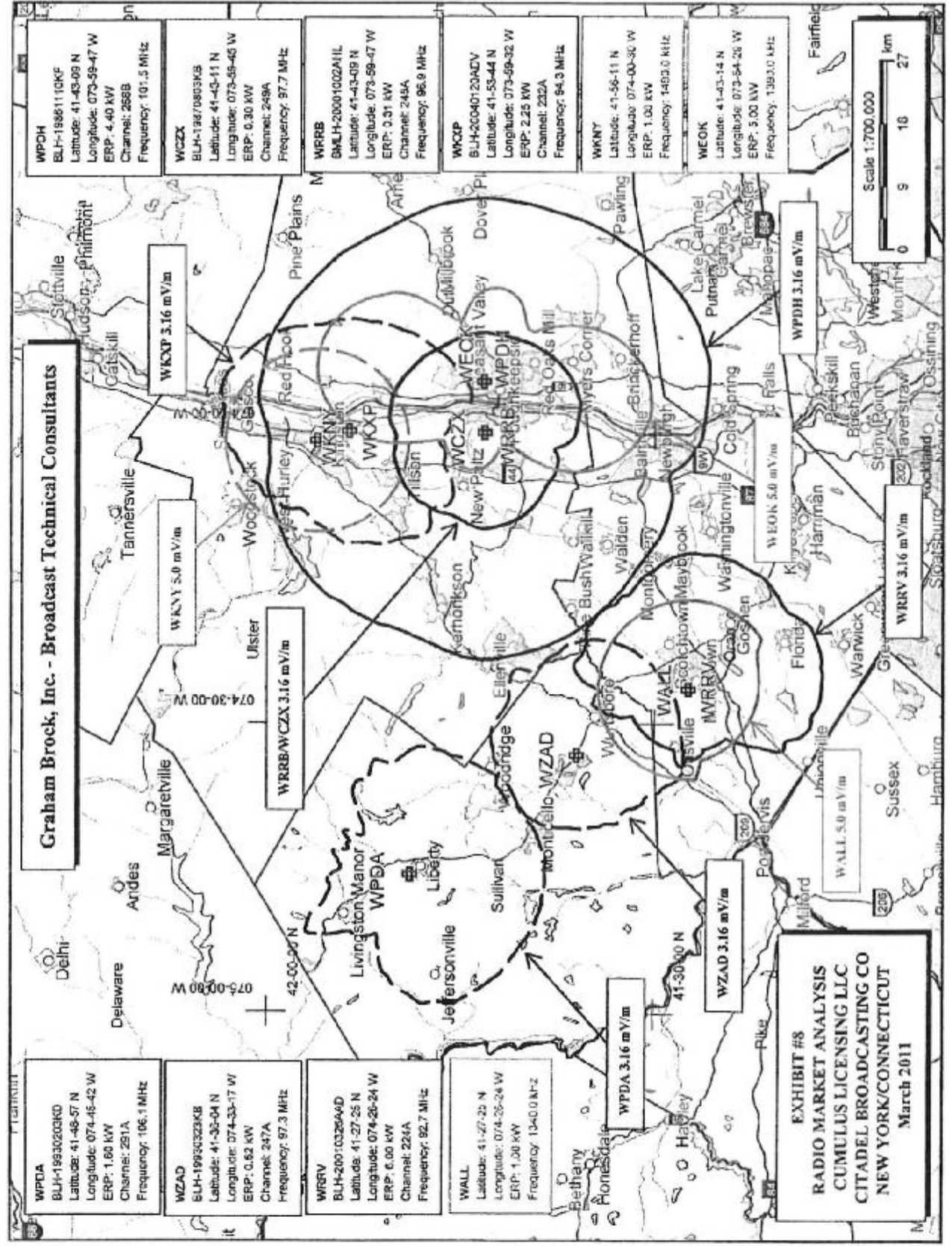
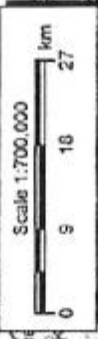
WZAD 3.16 mV/m

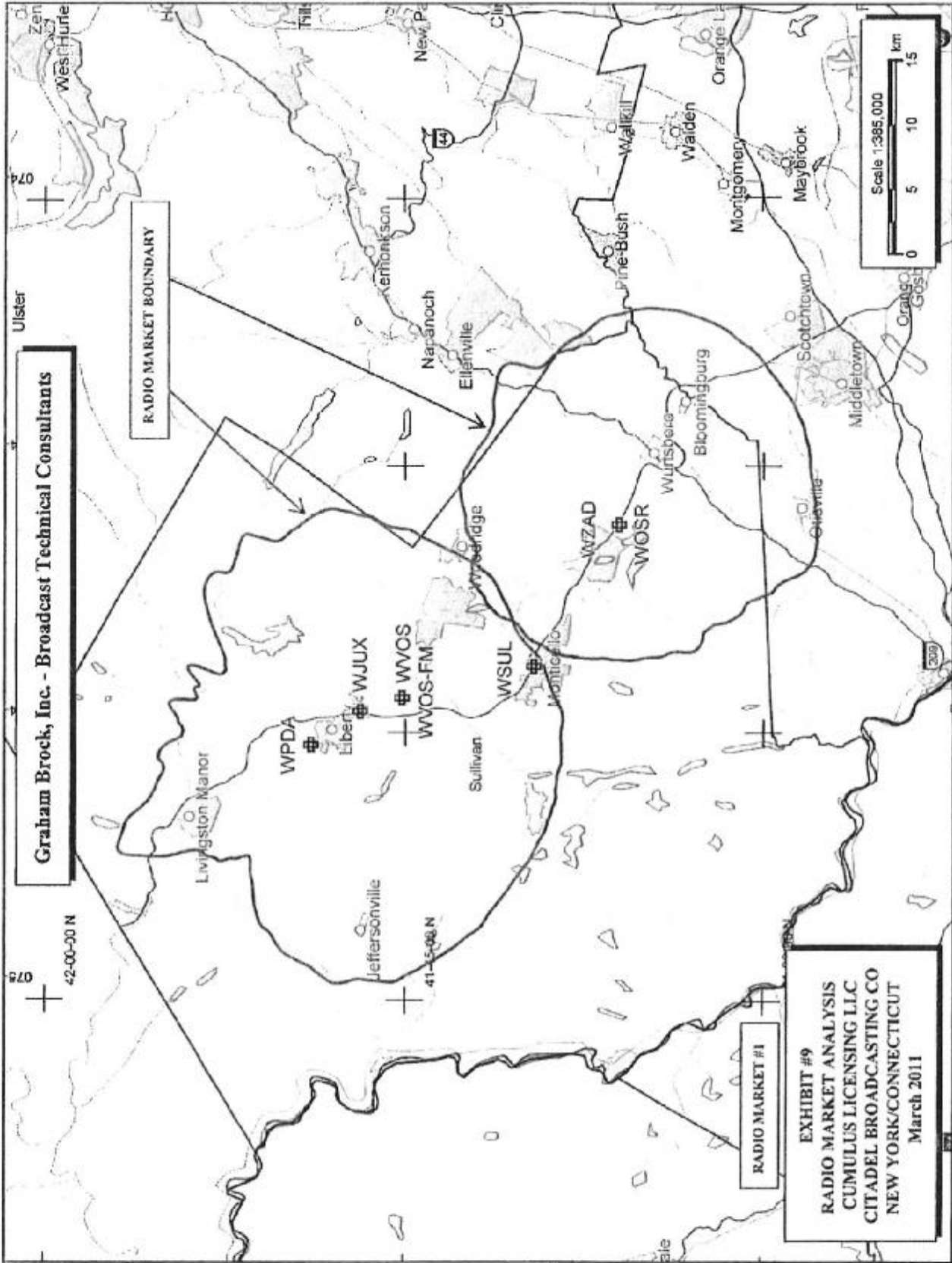
WZAD 3.16 mV/m

WZAD 3.16 mV/m

WZAD 3.16 mV/m

EXHIBIT #8
RADIO MARKET ANALYSIS
CUMULUS LICENSING LLC
CITADEL BROADCASTING CO
NEW YORK/CONNECTICUT
 March 2011



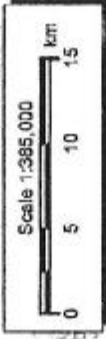


Graham Brock, Inc. - Broadcast Technical Consultants

RADIO MARKET BOUNDARY

RADIO MARKET #1

EXHIBIT #9
RADIO MARKET ANALYSIS
CUMULUS LICENSING LLC
CITADEL BROADCASTING CO
NEW YORK/CONNECTICUT
March 2011



RADIO MARKET ANALYSIS
CUMULUS LICENSING LLC
CITADEL BROADCASTING CO
NEW YORK/CONNECTICUT
March 2011

EXHIBIT #10

Tabulation of Stations in Radio Market #1

AM Stations

WVOS	1240 kHz	Liberty, New York
------	----------	-------------------

Total AM Stations - 1

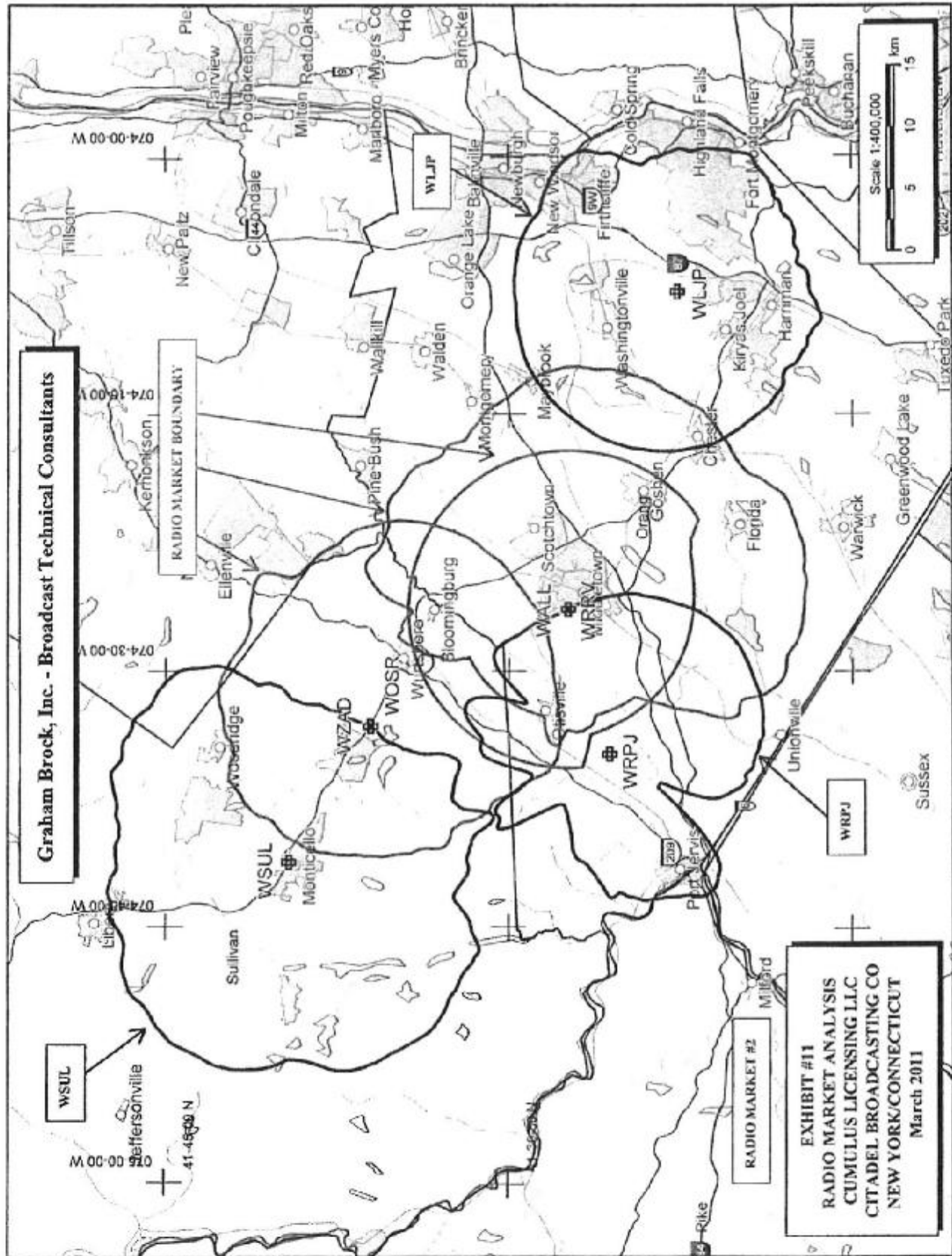
FM Stations

WOSR	Ch 219B1	Middletown, New York
WVOS-FM	Ch 240A	Liberty, New York
WSUL	Ch 242A	Monticello, New York
* WZAD	Ch 247A	Wurstboro, New York
WJUX	Ch 259A	Monticello, New York
* WPDA	Ch 291A	Jeffersonville, New York

Total FM Stations - 6

GRAND TOTAL OF STATIONS CONSIDERED IN STUDY - 7

* Subject station.



RADIO MARKET ANALYSIS
CUMULUS LICENSING LLC
CITADEL BROADCASTING CO
NEW YORK/CONNECTICUT
March 2011

EXHIBIT #12

Tabulation of Stations in Radio Market #2

AM Stations

* WALL 770 kHz Middletown, New York

Total AM Stations - 1

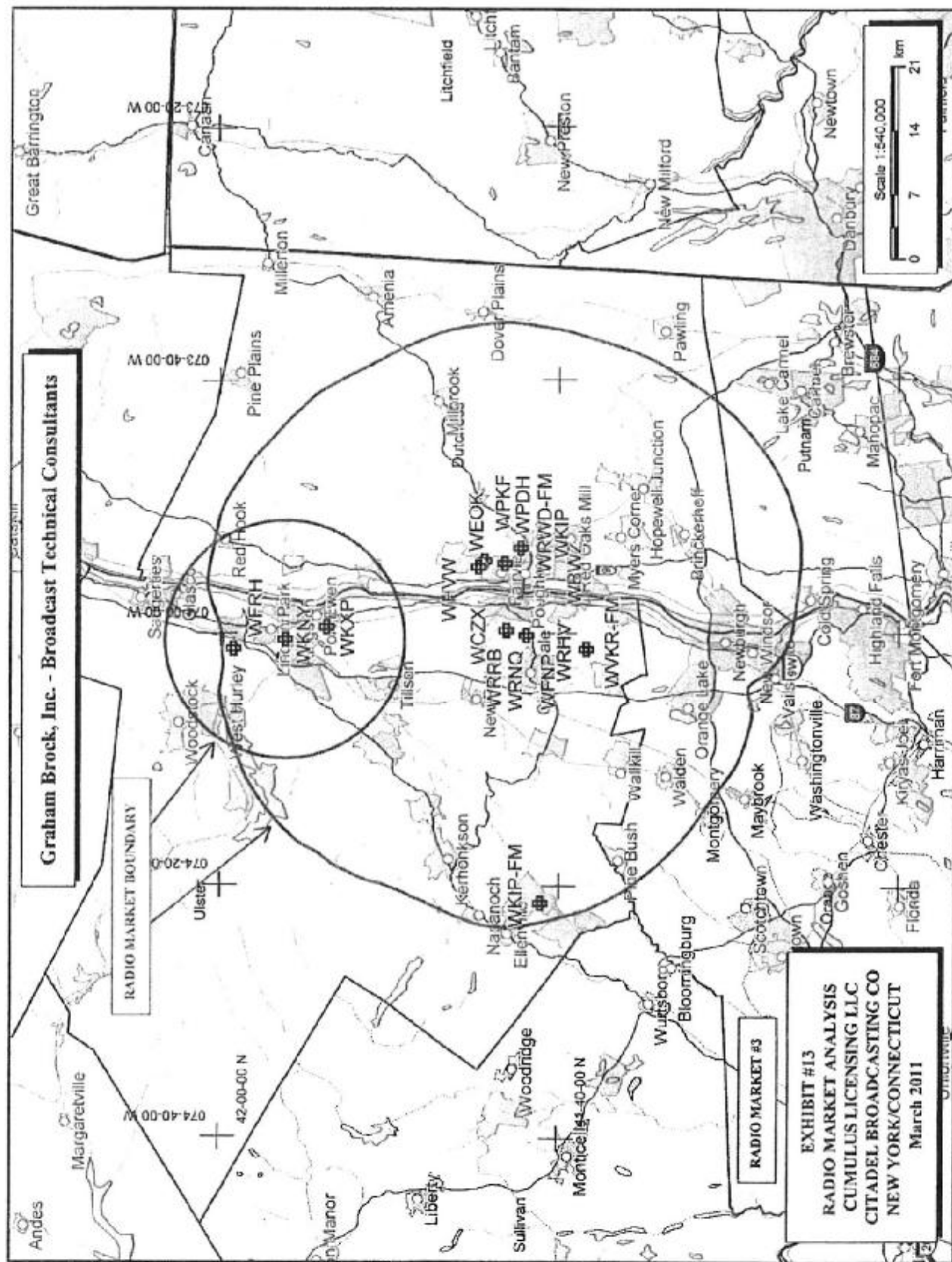
FM Stations

WOSR Ch 219B1 Middletown, New York
+ WLJP Ch 207A Monroec, New York
+ WRPJ Ch 205A Port Jervis, New York
* WZAD Ch 247A Wurstboro, New York
+ WSUL Ch 252A Monticello, New York
* WRRV Ch 224A Middletown, New York

Total FM Stations - 6

GRAND TOTAL OF STATIONS CONSIDERED IN STUDY - 7

- * Subject station.
- + Station contributes a city grade signal to market.

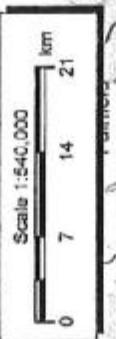


Graham Brock, Inc. - Broadcast Technical Consultants

RADIO MARKET BOUNDARY

RADIO MARKET #3

**EXHIBIT #13
RADIO MARKET ANALYSIS
CUMULUS LICENSING LLC
CITADEL BROADCASTING CO
NEW YORK/CONNECTICUT
March 2011**



Great Barrington
Litchfield
Barnham
New Preston
New Milford
Danbury
Newtown
Pawling
Hopewell Junction
Myers Corner
Red Oaks Mill
WVCR-FM
WVWV
WVTV
WVNY
WVNY-TV
WVNY-FM
WVNY-TV2
WVNY-TV3
WVNY-TV4
WVNY-TV5
WVNY-TV6
WVNY-TV7
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42-00-00 N
Monticello
Sullivan
Liberty
Woodridge
Wurtsboro
Bloomington
Walden
Orange Lake
Montgomery
Maybrook
Washingtonville
Valhalla
New Windsor
Newburgh
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WVNY-TV191
WVNY-TV192
WVNY-TV193
WVNY-TV194
WVNY-TV195
WVNY-TV196
WVNY-TV197
WVNY-TV198
WVNY-TV199
WVNY-TV200

RADIO MARKET ANALYSIS
CUMULUS LICENSING LLC
CITADEL BROADCASTING CO
NEW YORK/CONNECTICUT
March 2011

EXHIBIT #14

Tabulation of Stations in Radio Market #3

AM Stations

WHVW	950 kHz	Hyde Park, New York
* WEOK	1390 kHz	Poughkeepsie, New York
WKIP	1450 kHz	Poughkeepsie, New York
* WKNY	1490 kHz	Kingston, New York

Total AM Stations - 4

FM Stations

WFNP	Ch 204A	Rosendale, New York
WRHV	Ch 204A	Poughkeepsie, New York
WVKR-FM	Ch 217B1	Poughkeepsie, New York
WFRH	Ch 219A	Kingston, New York
WRNQ	Ch 221A	Poughkeepsie, New York
WBWZ	Ch 227A	New Paltz, New York
* WKXP	Ch 232A	Kingston, New York
* WPKF	Ch 241A	Poughkeepsie, New York
* WRRB	Ch 245A	Arlington, New York
* WCZX	Ch 249A	Hyde Park, New York
WKIP-FM	Ch 257A	Ellenville, New York
* WPDH	Ch 268B	Poughkeepsie, New York
WRWD-FM	Ch 297A	Highland, New York

Total FM Stations - 13

GRAND TOTAL OF STATIONS CONSIDERED IN STUDY - 17

* Subject station.

AFFIDAVIT AND QUALIFICATIONS OF CONSULTANT

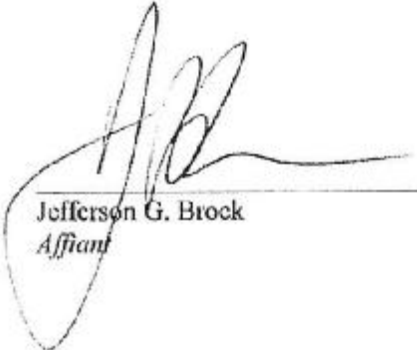
State of Georgia)
St. Simons Island) ss:
County of Glynn)

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.

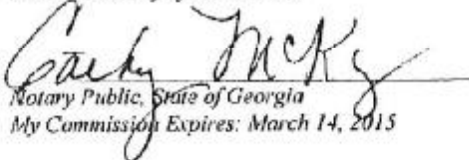
The attached report was either prepared by him or under his direction and all material and exhibits attached hereto are believed to be true and correct.

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
WBLM/WJBQ - PORTLAND, MAINE
WCYY - BIDDEFORD, MAINE
WHOM - MOUNT WASHINGTON, NEW HAMPSHIRE
WPKQ - NORTH CONWAY, NEW HAMPSHIRE
March 2011

TECHNICAL STATEMENT

1. This technical statement and attached exhibits were prepared on behalf of Cumulus Media Inc. in connection with the proposed transfers of control of Cumulus Licensing LLC ("Cumulus") and Citadel Broadcasting Corporation and its indirect licensee subsidiary, Radio License Holding CBC, LLC ("RLH"). RLH is the licensee of WBLM, Channel 275C0, and WHOM, Channel 235C, Portland, Maine; WCYY, Channel 232B1, Biddeford, Maine; WJBQ, Channel 250B, Mount Washington, New Hampshire; WPKQ, Channel 279C, North Conway, New Hampshire.

2. WBLM and WJBQ are each licensed to a community in a metro county in the Portland, Maine Arbitron Market. WCYY and WHOM are not licensed to communities in metro counties in the Portland market, but are considered "home" to the market. WPKQ is not a metro station in nor considered "home" to the Portland market, but is a metro station in the Concord, New Hampshire Arbitron Market. Therefore, this review will verify compliance of commonly owned stations in both a rated market and non-rated market.

PORTLAND, MAINE ARBITRON/BIA MARKET REVIEW

3. As shown on Exhibit #1, there are thirty AM and FM (commercial and non-commercial) stations listed in the Portland, Maine Arbitron Market (Market #168). RLH

controls four FM 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, RLH is in compliance in the rated Portland, Maine market.

CONWAY, NEW HAMPSHIRE ARBITRON/BIA MARKET REVIEW

4. As shown on Exhibit #2, there are thirty AM and FM (commercial and non-commercial) stations listed in the Conway, New Hampshire Arbitron Market (Market #172). RLH controls one FM 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 Conway, New Hampshire market.

CONTOUR OVERLAP MARKET

5. WCYY and WHOM are home to the Portland market and WPKQ is a metro station in the Conway market. As each has contour overlap with other stations considered herein, a study has been conducted to verify that the ownership of this station, in conjunction with the other stations in the market, 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 #3. The contours of WOKQ, Channel 248B, Dover, New Hampshire and WMME-FM, Channel 222B, Augusta, Maine are denoted on Exhibit #3. These two stations are not metro stations in nor considered home to the Portland market, but are metro stations in the Portsmouth-Dover-Rochester, New Hampshire Arbitron Market and the Augusta-Waterville, Maine Arbitron

market, respectively. The WOKQ and WMME-FM contours are depicted only to demonstrate that they have no overlap with WPKQ, WCYY or WHOM. As noted, the locations of the city grade contours of the stations create two distinct radio markets requiring review. Market #1 consists of FM stations WPKQ, WHOM, WBLM and WJBQ. Market #2 consists of FM stations WCYY, WBLM and WJBQ.

6. Since the city grade contour of WBLM is a subject station in each market, its contour will be used for the Radio Market Boundary. This boundary 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 respective 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.

7. Exhibit #4 is a depiction of the AM and FM stations (commercial and non-commercial) providing service to WBLM / Radio Market boundary, which shows thirteen contributing stations. Exhibit #5 is a tabulation of the stations in Radio Market #1. A total of seventeen stations are shown, including the four subject stations.¹ The number of stations depicted 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, this combination of stations is in compliance in the non-rated Radio Market #1.

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.

8. Exhibit #6 is a tabulation of the stations in Market #2. A total of sixteen stations are shown, including the three subject stations.² The number of stations depicted falls in the fifteen - 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, this combination of stations is in compliance in the non-rated Radio Market #2.

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

10. 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.

2) Footnote 2, supra.



FCC Geographic Market Definition for Portland, ME

Call Letters	AM/FM	Freq	Station Type	Format	Home Market	Type	Market Designtrn Date	Home Rank	Owner	City & State of License	County of License
WJAR	FM	93.9	C	Chrs/Alive	Portland, ME		07/02/2003	168	Educational Media Foundation	Lewiston, ME	Androscoggin
WEAE	AM	1490	C	Talk	Portland, ME		07/02/2003	168	Saga Communications Inc	Portland, ME	Cumberland
WBCL	FM	105.9	C	Chrs/Talk	Portland, ME		07/02/2003	168	Blourt Communications Group	Bath, ME	Sagadahoc
WBLM	FM	102.9	C	Cisc Rock	Portland, ME		07/02/2003	168	Citadel Broadcasting Company	Portland, ME	Cumberland
WBOR	FM	91.1	NC	Variety	Portland, ME		07/02/2003	168	Bowdoin College	Brunswick, ME	Cumberland
WCLZ	FM	98.9	C	AAA	Portland, ME		07/02/2003	168	Saga Communications Inc	North Yarmouth, ME	Cumberland
WCME	AM	900	C	DARK	Portland, ME		07/02/2003	168	Bleikamp, James B	Brunswick, ME	Cumberland
WCYY	FM	94.3	C	Alternative	Portland, ME		07/02/2003	168	Citadel Broadcasting Company	Biddeford, ME	York
WFNK	FM	107.5	C	Cisc Hits	Portland, ME		07/02/2003	168	p Nassau Broadcasting I LLC (New Members)	Lewiston, ME	Androscoggin
WGAN	AM	590	C	News/Talk	Portland, ME		07/02/2003	168	Saga Communications Inc	Portland, ME	Cumberland
WHOM	FM	94.9	C	Soft AC	Portland, ME		07/02/2003	168	Citadel Broadcasting Company	Mt. Washington, NH	Coccs
WHXR	FM	105.3	C	Rock	Portland, ME		07/02/2003	168	Citadel Broadcasting Company	Scarborough, ME	Cumberland
WLJQ	FM	97.9	C	Top 40	Portland, ME		07/02/2003	168	Citadel Broadcasting Company	Portland, ME	Cumberland
WLJB	FM	96.3	C	Sports	Portland, ME		07/02/2003	168	Atlantic Coast Radio LLC	Gray, ME	Cumberland
WJTO	AM	730	C	Adlt Stndrd	Portland, ME		02/05/2004	168	Bob Blitner Broadcasting Inc	Bath, ME	Sagadahoc
WLOB	AM	1310	C	Nws/Tk/Inf	Portland, ME		02/09/2005	168	Atlantic Coast Radio LLC	Portland, ME	Cumberland
WLOB	FM	95.5	C	Nws/Tk/Inf	Portland, ME		01/25/2007	168	Atlantic Coast Radio LLC	Topsham, ME	Sagadahoc
WLVP	AM	970	C	Oldies	Portland, ME		07/02/2003	168	p Nassau Broadcasting I LLC (New Members)	Gorham, ME	Cumberland
WMEA	FM	90.1	NC	News/Vary	Portland, ME		07/02/2003	168	Maine Public Broadcasting Corporation	Portland, ME	Cumberland
WMSG	FM	93.1	C	Hot AC	Portland, ME		07/02/2003	168	Saga Communications Inc	Portland, ME	Cumberland
WMPG	FM	90.9	NC	Eclectic	Portland, ME		07/02/2003	168	University of Maine System	Gorham, ME	Cumberland
WMSJ	FM	89.3	NC	ChrsContem	Portland, ME		07/02/2003	168	The Positive Radio Network Inc	Freeport, ME	Cumberland
WPEI	FM	95.9	C	Sports	Portland, ME		07/02/2003	168	Atlantic Coast Radio LLC	Saco, ME	York
WPOR	AM	101.9	C	Country	Portland, ME		07/02/2003	168	Saga Communications Inc	Portland, ME	Cumberland
WRED	AM	1440	C	Country	Portland, ME		07/02/2003	168	Atlantic Coast Radio LLC	Westbrook, ME	Cumberland
WTHH	FM	99.9	C	Country	Portland, ME		07/02/2003	168	p Nassau Broadcasting I LLC (New Members)	Auburn, ME	Androscoggin
WXTN	FM	106.7	C	Religion	Portland, ME		07/02/2003	168	Du Lac Trust LLC, Trustee	North Windham, ME	Cumberland
WYAR	FM	88.3	NC	Adlt Stndrd	Portland, ME		10/06/2005	168	Heritage Radio Society Inc	Yarmouth, ME	Cumberland
WYNZ	FM	100.9	C	Adult Hits	Portland, ME		07/02/2003	168	Saga Communications Inc	South Portland, ME	Cumberland
WZAN	AM	970	C	Talk	Portland, ME		07/02/2003	168	Saga Communications Inc	Portland, ME	Cumberland

Number of Stations in Geographic Market 30

Previous Stations in Geographic Market

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

"p" indicates pending sale to owner listed

Printed: 03/18/2011 Data: 02/25/2011

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EXHIBIT #1



FCC Geographic Market Definition for Portland, ME

Call Letters	AM/ FM	Type	Home Market	Market Designtn Date	Home Mkt Rank	Owner	City & State of License	County of License
WBQW	FM	104.7 C	Classical	02/06/2008	0	p Nassau Broadcasting I LLC (New Members)	Kennebunkport, ME	York
WVAE	AM	1400 C	Talk	02/06/2006	0	Saga Communications Inc	Biddeford, ME	York

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

"p" indicates pending sale to owner listed



FCC Geographic Market Definition for Concord, NH

Call Letters	AM/FM	Type	Station	Format	Home Market	Market Designation	Home Rank	City & State of License	County of License
WANH	FM	91.5 NC	Christian	Concord, NH	07/07/2009	172	New Hampshire Gospel Radio Inc	Meredith, NH	Belknap
WASR	AM	1420 C	Talk	Concord, NH	12/22/2004	172	Winnepesaukee Network Inc	Wolfeboro, NH	Carroll
WBNC	AM	1050 C	Nws/Tlk/Inf	Concord, NH	12/22/2004	172	Mt Washington Radio & Gramophone LLC	Conway, NH	Carroll
WEMJ	AM	1490 C	Nws/Sp/Tlk	Concord, NH	12/22/2004	172	p Nassau Broadcasting I LLC (New Members)	Laconia, NH	Belknap
WEVJ	FM	98.5 NC	Nws/Tlk/Inf	Concord, NH	12/22/2004	172	New Hampshire Public Radio	Jackson, NH	Carroll
WEVO	FM	89.1 NC	Nws/Tlk/Inf	Manchester, NH	07/02/2003	194	New Hampshire Public Radio	Concord, NH	Merrimack
WEZS	AM	1350 C	Oldies	Concord, NH	12/22/2004	172	Hammond, Gary W.	Laconia, NH	Belknap
WFTN	AM	1240 C	Adult Strnd	Concord, NH	12/22/2004	172	Northeast Communications Corp	Franklin, NH	Merrimack
WFTN	FM	94.1 C	CHR	Concord, NH	12/22/2004	172	Northeast Communications Corp	Franklin, NH	Merrimack
WJYY	FM	105.5 C	Hot AC	Concord, NH	01/26/2005	172	p Nassau Broadcasting I LLC (New Members)	Concord, NH	Merrimack
WPOX	AM	1450 C	Nws/Tlk/Spt	Concord, NH	01/26/2005	172	New Hampshire Family Radio LLC	Concord, NH	Merrimack
WLKC	FM	105.7 C	AAA	Concord, NH	12/22/2004	172	Northeast Broadcasting Company	Campton, NH	Grafton
WLKZ	FM	104.9 C	Clsc Rock	Concord, NH	12/22/2004	172	p Nassau Broadcasting I LLC (New Members)	Wolfeboro, NH	Carroll
WLNH	FM	98.3 C	Hot AC	Concord, NH	12/22/2004	172	p Nassau Broadcasting I LLC (New Members)	Laconia, NH	Belknap
WMMV	FM	93.5 C	AAA	Concord, NH	12/22/2004	172	Mt Washington Radio & Gramophone LLC	Conway, NH	Carroll
WNFC	FM	91.7 NC	Variety	Concord, NH	12/22/2004	172	New England College	Henniker, NH	Merrimack
WNHW	FM	93.3 C	Country	Concord, NH	12/22/2004	172	p Nassau Broadcasting I LLC (New Members)	Belmont, NH	Belknap
WNNH	FM	99.1 C	DARK	Concord, NH	01/26/2005	172	p Great Eastern Radio LLC	Henniker, NH	Merrimack
WNTK	FM	99.7 C	Nws/Talk	Lebanon-Rutland-White River Junction, NH	06/28/2007	187	KOOR Communications Inc	New London, NH	Merrimack
WPCR	FM	91.7 NC	Variety	Concord, NH	12/22/2004	172	Plymouth State College	Plymouth, NH	Grafton
WPKO	FM	103.7 C	Country	Concord, NH	12/22/2004	172	Citadel Broadcasting Company	North Conway, NH	Carroll
WPNH	AM	1300 C	Adult Strnd	Concord, NH	12/22/2004	172	Northeast Communications Corp	Plymouth, NH	Grafton
WPNH	FM	100.1 C	Modern	Concord, NH	12/22/2004	172	Northeast Communications Corp	Plymouth, NH	Grafton
WSPS	FM	90.9 NC	Educational	Concord, NH	12/22/2004	172	Colby-Sawyer College	New London, NH	Merrimack
WSPY	FM	106.9 C	Country	Concord, NH	12/22/2004	172	Northeast Communications Corp	Moultonborough, NH	Carroll
WSPS	FM	90.5 NC	Ecdelic	Manchester, NH	07/02/2003	194	St Paul's School	Concord, NH	Merrimack
WWMJ	FM	104.5 C	Hot AC	Concord, NH	12/22/2004	172	Mt Washington Radio & Gramophone LLC	Conway, NH	Carroll
WVNH	FM	91.1 NC	Christian	Manchester, NH	07/02/2003	194	New Hampshire Gospel Radio Inc	Concord, NH	Merrimack
WWHK	FM	102.3 C	DARK	Concord, NH	01/26/2005	172	p Birch Broadcasting Inc	Concord, NH	Merrimack
WWHQ	FM	101.5 C	DARK	Concord, NH	12/22/2004	172	p Great Eastern Radio LLC	Meredith, NH	Belknap

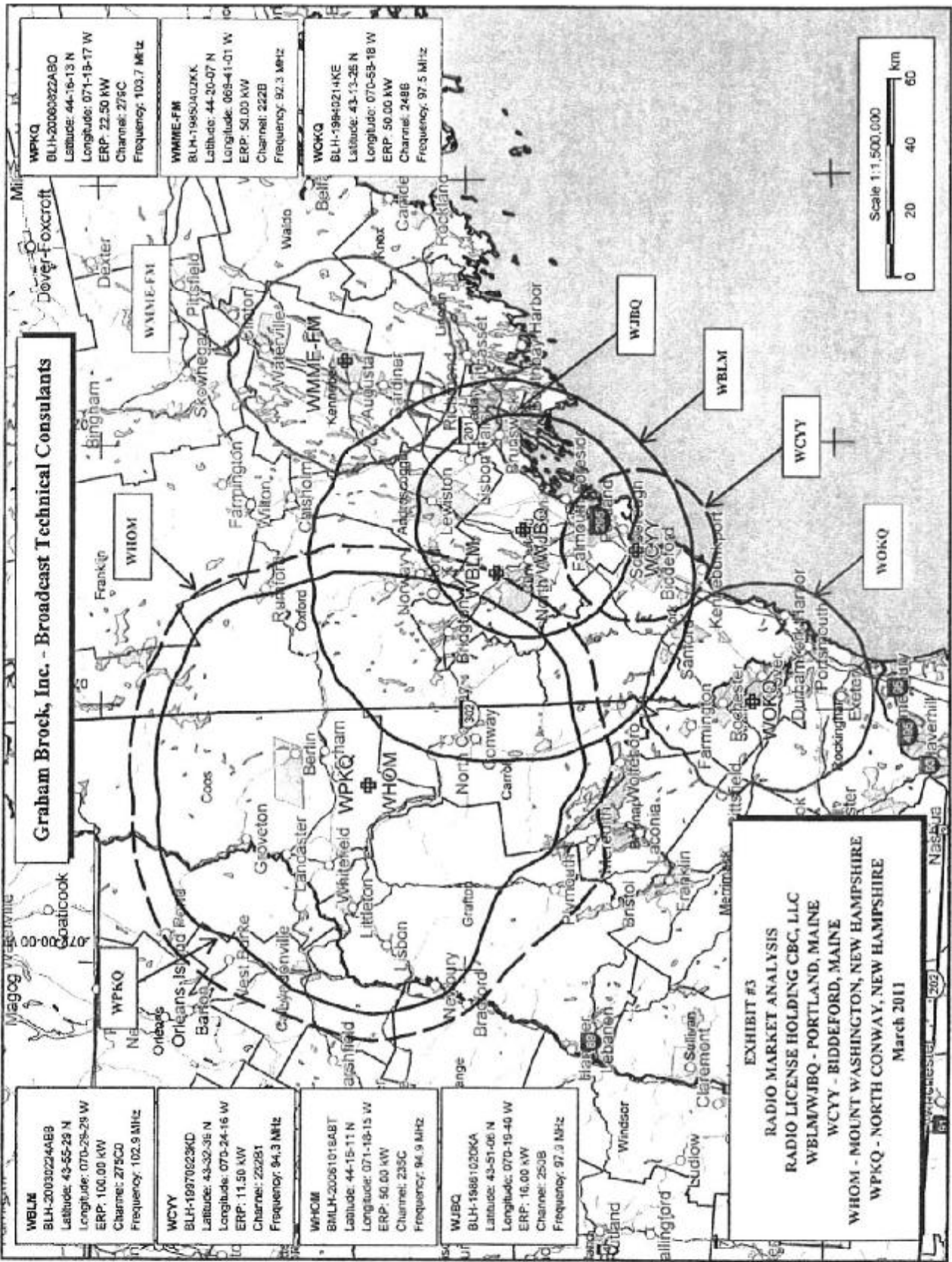
Number of Stations in Geographic Market 30

Previous Stations in Geographic Market

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

"p" indicates pending sale to owner listed





Graham Brock, Inc. - Broadcast Technical Consultants

WBLM
 BLH-2003022448B
 Latitude: 43-55-23 N
 Longitude: 070-29-25 W
 ERP: 100.00 kW
 Channel: 275C0
 Frequency: 102.9 MHz

WCYY
 BLH-19970523KDC
 Latitude: 43-52-35 N
 Longitude: 070-24-16 W
 ERP: 11.50 kW
 Channel: 222B1
 Frequency: 94.3 MHz

WHOM
 BMLH-20061015ABT
 Latitude: 44-15-11 N
 Longitude: 071-18-15 W
 ERP: 50.00 kW
 Channel: 235C
 Frequency: 94.9 MHz

WJBC
 BLH-1986102DKA
 Latitude: 43-51-06 N
 Longitude: 070-19-40 W
 ERP: 16.00 kW
 Channel: 250B
 Frequency: 97.3 MHz

WPKQ
 BLH-2006032ZABO
 Latitude: 44-16-13 N
 Longitude: 071-19-17 W
 ERP: 22.50 kW
 Channel: 275C
 Frequency: 103.7 MHz

WMME-FM
 BLH-1985040ZKK
 Latitude: 44-30-07 N
 Longitude: 069-41-01 W
 ERP: 50.00 kW
 Channel: 222B
 Frequency: 92.3 MHz

WOKO
 BLH-19840214KE
 Latitude: 43-13-26 N
 Longitude: 070-53-18 W
 ERP: 50.00 kW
 Channel: 248B
 Frequency: 97.5 MHz

EXHIBIT #3
RADIO MARKET ANALYSIS
RADIO LICENSE HOLDING CBC, LLC
WBLM/WJBC - PORTLAND, MAINE
WCYY - BIDDEFORD, MAINE
WHOM - MOUNT WASHINGTON, NEW HAMPSHIRE
WPKQ - NORTH CONWAY, NEW HAMPSHIRE
 March 2011

RADIO MARKET ANALYSIS
RADIO LICENSE HOLDING CBC, LLC
WBLM/WJBO - PORTLAND, MAINE
WCYY - BIDDEFORD, MAINE
WHOM - MOUNT WASHINGTON, NEW HAMPSHIRE
WPKQ - NORTH CONWAY, NEW HAMPSHIRE
March 2011

EXHIBIT #5

Tabulation of Stations in Radio Market #1

AM Stations

WBNC	1050 kHz	Conway, New Hampshire
WEZR	1240 kHz	Lewiston, Maine
WKTQ	1450 kHz	South Paris, Maine
WBAE	1490 kHz	Portland, Maine

Total AM Stations - 4

FM Stations

WMDR-FM	Ch 205C1	Oakland, Maine
WMSJ	Ch 207B1	Freeport, Maine
WMEA	Ch 211C	Portland, Maine
WOXO-FM	Ch 224C3	Norway, Maine
* WHOM	Ch 235C	Mount Washington, New Hampshire
WJJB-FM	Ch 242C1	Gray, Maine
* WJBQ	Ch 250B	Portland, Maine
WTHT	Ch 260B	Auburn, Maine
WPOR	Ch 270B	Portland, Maine
* WBLM	Ch 275C0	Portland, Maine
* WPKQ	Ch 279C	North Conway, New Hampshire
WVMJ	Ch 283A	Conway, New Hampshire
WFNK	Ch 298C1	Lewiston, Maine

Total FM Stations - 13

GRAND TOTAL OF STATIONS CONSIDERED IN STUDY - 17

* Subject station.

RADIO MARKET ANALYSIS
RADIO LICENSE HOLDING CBC, LLC
WBLM/WJBQ - PORTLAND, MAINE
WCYY - BIDDEFORD, MAINE
WHOM - MOUNT WASHINGTON, NEW HAMPSHIRE
WPKQ - NORTH CONWAY, NEW HAMPSHIRE
March 2011

EXHIBIT #6

Tabulation of Stations in Radio Market #2

AM Stations

WBNC	1050 kHz	Conway, New Hampshire
WEZR	1240 kHz	Lewiston, Maine
WKTQ	1450 kHz	South Paris, Maine
WBAE	1490 kHz	Portland, Maine

Total AM Stations - 4

FM Stations

WMDR-FM	Ch 205C1	Oakland, Maine
WMSJ	Ch 207B1	Freeport, Maine
WMEA	Ch 211C	Portland, Maine
WOXO-FM	Ch 224C3	Norway, Maine
* WCYY	Ch 232B1	Biddeford, Maine
WJJB-FM	Ch 242C1	Gray, Maine
* WJBQ	Ch 250B	Portland, Maine
WTHT	Ch 260B	Auburn, Maine
WPOR	Ch 270B	Portland, Maine
* WBLM	Ch 275C0	Portland, Maine
WVMJ	Ch 283A	Conway, New Hampshire
WFNK	Ch 298C1	Lewiston, Maine

Total FM Stations - 12

GRAND TOTAL OF STATIONS CONSIDERED IN STUDY - 16

* Subject station.

AFFIDAVIT AND QUALIFICATIONS OF CONSULTANT

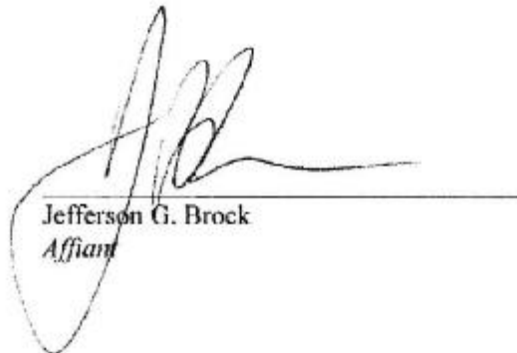
State of Georgia)
St. Simons Island) ss:
County of Glynn)

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.

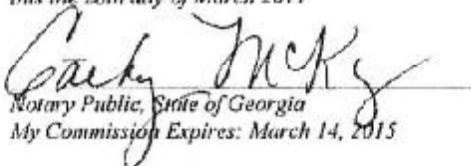
His qualifications are a matter of record before the Federal Communications Commission. He has been active in Broadcast Engineering since 1979.

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
WBPW/WOZI/WQHR RADIO STATIONS
PRESQUE ISLE, MAINE
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 WBPW, Channel 245C1, WOZI, Channel 270C2 and WQHR, Channel 241C, Presque Isle, Maine. WBPW, WOZI, and WQHR are not licensed to communities within a metro county in any Arbitron Market. Therefore, this review will verify compliance of commonly owned stations in a non-rated market.

REVISED CONTOUR OVERLAP ANALYSIS

2. A study has been conducted to verify that the ownership of these three stations is in compliance with the Commission's multiple ownership rules. The city grade contours of all of the stations in the market are shown on Exhibit #1. The contours of WBPW and WQHR will be used to establish the "Radio Market Boundary" and will be used to determine the number of other stations in the market. No stations with transmitters located more than 92.0 kilometers from the boundary of the common overlap of the 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.

3. Exhibit #2 is a depiction of the AM and FM stations (commercial and non-commercial) providing service to the Radio Market boundary. Exhibit #3 is a tabulation of the stations in the Radio Market, reflecting a total of seven stations when the three subject stations are included. Citadel controls three FM stations in the market. The number of stations indicated falls in the fourteen or fewer stations tier of §73.3555(a)(1)(iv) of the Commission's rules.¹ At this level, common ownership or control of up to five stations, with no more than three in the same service, is permissible, provided the number of stations to commonly held does not exceed 50% of the stations in the subject market. Therefore, RLH is in compliance in the non-rated market.

4. Based on the compliance shown in the non-rated market, the proposed transfer of control is in compliance with the Commission's rules, with regard to the stations referenced above.

5. 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.

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

RADIO MARKET ANALYSIS
RADIO LICENSE HOLDING CBC, LLC
WBPW/WOZI/WQHR RADIO STATIONS
PRESQUE ISLE, MAINE
March 2011

EXHIBIT #3

Tabulation of Stations in Radio Market

AM Stations

WEGP	1390 kHz	Presque Isle, Maine
------	----------	---------------------

Total AM Stations - 1

FM Stations

WBCQ-FM	Ch 234A	Monticello, Maine
* WQHR	Ch 241C	Presque Islc, Maine
* WBPW	Ch 245C1	Presque Isle, Maine
WHOU-FM	Ch 261C3	Houlton, Maine
* WOZI	Ch 270C2	Presque Isle, Maine
WMEM	Ch 291C	Presque Isle, Maine

Total FM Stations - 6

GRAND TOTAL OF STATIONS CONSIDERED IN STUDY - 7

* Subject station.

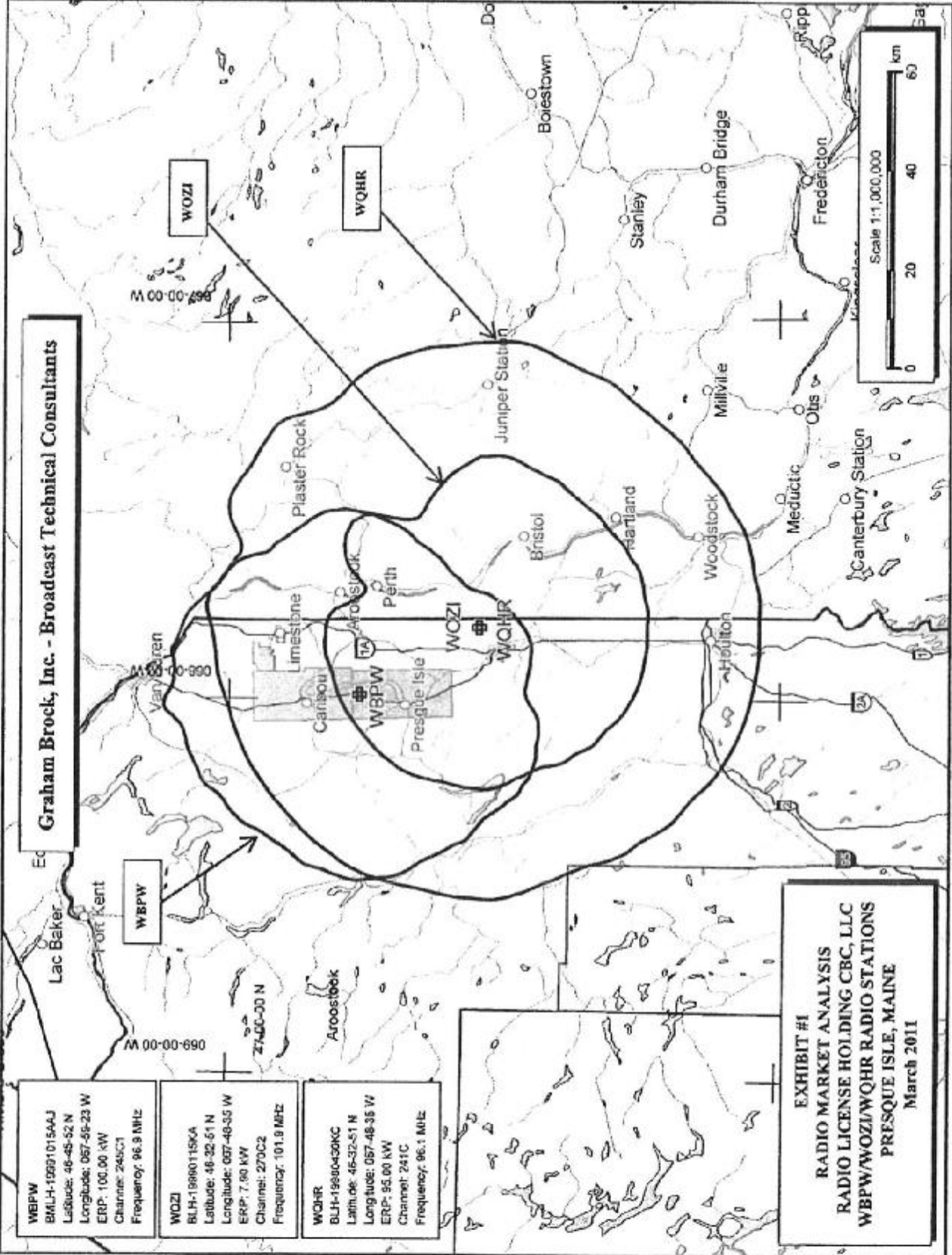
Graham Brock, Inc. - Broadcast Technical Consultants

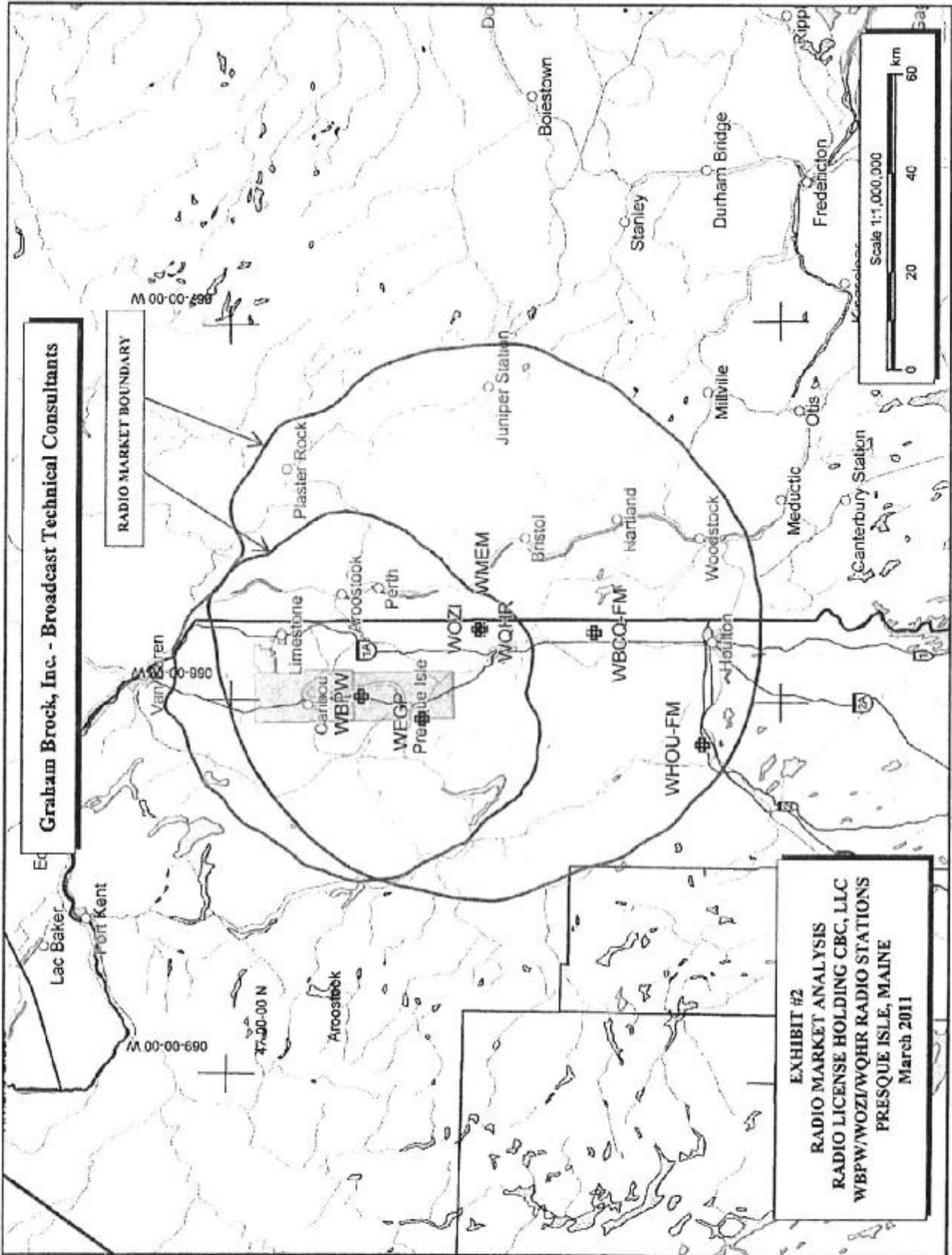
WBPW
 BMLH-19891015AAJ
 Latitude: 46-45-52 N
 Longitude: 067-59-23 W
 ERP: 100.00 kW
 Channel: 243C1
 Frequency: 96.9 MHz

WOZI
 BLH-19880115KA
 Latitude: 46-32-51 N
 Longitude: 067-48-35 W
 ERP: 7.90 kW
 Channel: 270C2
 Frequency: 101.8 MHz

WOHR
 BLH-19880430KC
 Latitude: 46-32-51 N
 Longitude: 067-48-35 W
 ERP: 95.00 kW
 Channel: 241C
 Frequency: 96.1 MHz

EXHIBIT #1
RADIO MARKET ANALYSIS
RADIO LICENSE HOLDING CBC, LLC
WBPW/WOZI/WOHR RADIO STATIONS
PRESQUE ISLE, MAINE
 March 2011



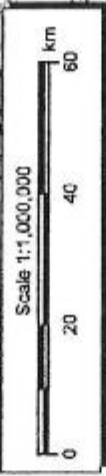


Graham Brock, Inc. - Broadcast Technical Consultants

RADIO MARKET BOUNDARY

EXHIBIT #2
RADIO MARKET ANALYSIS
RADIO LICENSE HOLDING CBC, LLC
WBPW/WOZI/WQHR RADIO STATIONS
PRESQUE ISLE, MAINE
March 2011

Map labels include: Lac Baker, Port Kent, Van Buren, Caribou, WBPW, WEGP, Presque Isle, WQHR, WOZI, WMEM, Bristol, WBCO-FM, Woodstock, WHOU-FM, Houlton, Juniper Station, Plaster Rock, Aroostook, Perth, Woodstock, Meductic, Canterbury Station, Otis, Millville, Durham Bridge, Stanley, Boiestown, Fredenick, Kipp, and Aroostook.



47°00'00" N

M 00-00-690

M 00-00-690

AFFIDAVIT AND QUALIFICATIONS OF CONSULTANT

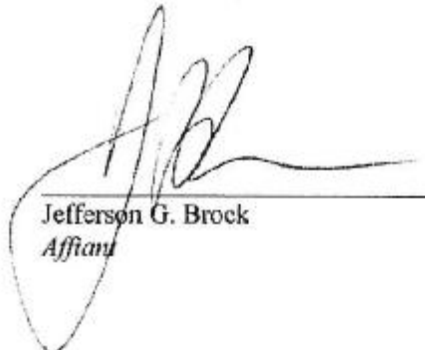
State of Georgia)
St. Simons Island) ss:
County of Glynn)

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.

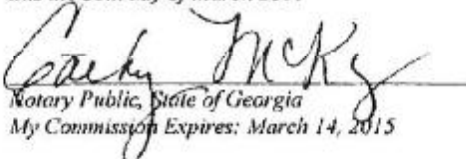
The attached report was either prepared by him or under his direction and all material and exhibits attached hereto are believed to be true and correct.

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