Federal Communications Commission Washington, D.C. 20554	Approved by OMB 3060-0032 (September 2004)	FOR FCC USE ONLY
FCC 315		
APPLICATION FOR CONSENT TO TRANSFER CONTROL OF ENTITY HOLDING BROADCAST STATION CONSTRUCTION PERMIT OR LICENSE Read INSTRUCTIONS Before Filling Out Form		FOR COMMISSION USE ONLY FILE NO. - 20061212BNM

Section I - General Information

1.	Legal Name of the Licensee/Permittee CC LICENSES, LLC		
	Mailing Address 2625 S. MEMORIAL DRIVE SUITE A		
	City TULSA	State or Country (if foreign address) OK	Zip Code 74129 -
	Telephone Number (include area code) 9186644581	E-Mail Address (if available)	
	FCC Registration Number: 0014042816	Call Sign KION	Facility ID Number 26925
2.	Contact Representative (if other than licensee/permittee) DORANN BUNKIN		Firm or Company Name WILEY REIN LLP
	Mailing Address 1776 K STREET, NW		
	City WASHINGTON	State or Country (if foreign address) DC	ZIP Code 20006 -
	Telephone Number (include area code) 2027197231	E-Mail Address (if available) DBUNKIN@WILEYREIN.COM	
3.	If this application has been submitted without a fee, indicate reason for fee exemption (see 47 C.F.R. Section 1.1114): ○ Governmental Entity ○ Noncommercial Educational Licensee/Permittee ○ Other ○ N/A (Fee Required)		
4.	**Purpose of Application:** ○ Transfer of control of licensee ○ Transfer of control of permitte ◉ Amendment to pending application File number of pending application: BTC-20061212BNM If an amendment, **submit as an Exhibit** a listing by Section and Question Number of the portions of the pending application that are being revised. [Exhibit 1]		
5.	Were any of the authorizations that are the subject of this application obtained through the Commission's competitive bidding procedures (see 47 C.F.R. Sections 1.2111(a) and 73.5001)? ○ Yes ◉ No If yes, list pertinent authorizations in an Exhibit. [Exhibit 2]		

6.	a. Were any of the authorizations that are the subject of this application obtained through the Commission's point system for reserved channel noncommercial educational stations (see 47 C.F.R. Sections 73.7001 and 73.7003)?	○ Yes ◉ No
	b. If yes to 6(a), have all such stations operated for at least 4 years with a minimum operating schedule since grant pursuant to the point system?	○ Yes ○ No
	If no, list pertinent authorizations in an Exhibit and include in the Exhibit a showing that the transaction is consistent with the holding period requirements of 47 C.F.R. Section 73.7005(a).	[Exhibit 3]

Section II - Transferor(s)

1.	**Certification.** Transferor(s) certify that it (they) have answered each question in this application based on its (their) review of the application instructions and worksheets. Transferor(s) further certify that where it (they) have made an affirmative certification below, this certification constitutes its (their) representation that the application satisfies each of the pertinent standards and criteria set forth in the application instructions and worksheets.	◉ Yes ○ No

2.	Legal Name of the Transferor SHAREHOLDERS OF CLEAR CHANNEL COMMUNICATIONS, INC.		
	Mailing Address 200 EAST BASSE ROAD		
	City SAN ANTONIO	State or Country (if foreign address) TX	Zip Code 78209 -
	Telephone Number (include area code) 2108222828	E-Mail Address (if available)	

3.	Contact Representative (if other than transferor) DORANN BUNKIN	Firm or Company Name WILEY REIN LLP
	Mailing Address 1776 K STREET, NW	
	City WASHINGTON / State or Country (if foreign address) DC	Zip Code 20006 -
	Telephone Number (include area code) 2027197231	E-Mail Address (if available) DBUNKIN@WILEYREIN.COM
	If more than one transferor, submit the information requested in questions 2 and 3 for each transferor.	[Exhibit 4]
4.	Changes in interests as a result of transfer. [Enter Changes in Interests Information]	
	or [Exhibit 5]	

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

Typed or Printed Name of Person Signing ANDREW W. LEVIN	Typed or Printed Title of Person Signing CHIEF LEGAL OFFICER
Signature	Date

	6/8/2007

WILLFUL FALSE STATEMENTS ON THIS FORM ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. CODE, TITLE 18, SECTION 1001), AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. CODE, TITLE 47, SECTION 312(a)(1)), AND/OR FORFEITURE (U.S. CODE, TITLE 47, SECTION 503).

Section III - Licensee/Permittee

1.	**Certification.** Licensee/permittee certifies that it has answered each question in this application based on its review of the application instructions and worksheets. Licensee further certifies that where it has made an affirmative certification below, this certification constitutes its representation that the application satisfies each of the pertinent standards and criteria set forth in the application instructions and worksheets.	(•) Yes ( ) No
2.	**Authorizations to be Assigned.** List the authorized stations and construction permits to be assigned. Provide the Facility Identification Number and the Call Sign, or the Facility Identification Number and the File Number of the Construction Permit, and the location, for each station to be assigned. Include main stations, FM and/or TV translator stations, LPTV stations, FM and/or TV booster stations. [Enter Station Information]	

List the authorized stations and construction permits to be transferred. Provide the Facility Identification Number and the Call Sign, or the Facility Identification Number and the File Number of the Construction Permit, and the location, for each station to be transferred. Include main stations, FM and/or TV translator stations, LPTV stations, FM and/or TV booster stations.

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
1316	K236AB	-	BILLINGS	MT

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
2203	K259AF	-	BISMARCK	ND

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
8207	K265DG	-	HOLLISTER	CA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
8208	K265DK	-	GREENFIELD	CA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
26925	KION	-	SALINAS	CA

Facility ID	Call Sign		City	State

Number		or Construction Permit File Number		
35370	KBBB	-	BILLINGS	MT

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
28846	KBFP	-	BAKERSFIELD	CA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
37774	KBFP-FM	-	DELANO	CA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
28847	KBKO-FM	-	BAKERSFIELD	CA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
2207	KBMR	-	BISMARCK	ND

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
4588	KBMX	-	PROCTOR	MN

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
16772	KBUL	-	BILLINGS	MT

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
57740	KCAD	-	DICKINSON	ND

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
55681	KCJB	-	MINOT	ND

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
54478	KCNL	-	SUNNYVALE	CA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
53846	KCSJ	-	PUEBLO	CO

Facility ID	Call Sign	or Construction Permit File	City	State

Number		Number		
16773	KCTR-FM	-	BILLINGS	MT

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
64607	KDFO-FM	-	DELANO	CA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
23025	KDJE	-	JACKSONVILLE	AR

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
26930	KDON-FM	-	SALINAS	CA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
40992	KESZ	-	PHOENIX	AZ

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
66816	KFXR-FM	-	CHINLE	AZ

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
53850	KGHF	-	PUEBLO	CO

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
6819	KHKN	-	BENTON	AR

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
61366	KHLR	-	MAUMELLE	AR

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
15968	KIZZ	-	MINOT	ND

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
35874	KJMS	-	OLIVE BRANCH	MS

Facility ID	Call Sign	or Construction Permit File	City	State

Number		Number		
16774	KKBR	-	BILLINGS	MT

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
49686	KKCB	-	DULUTH	MN

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
53999	KLDJ	-	DULUTH	MN

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
71870	KLTC	-	DICKINSON	ND

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
88404	KENR	-	SUPERIOR	MT

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
133545	KENR-FM1	-	MISSOULA	MT

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
54624	KMFX	-	WABASHA	MN

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
54635	KMFX-FM	-	LAKE CITY	MN

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
1315	KMHK	-	HARDIN	MT

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
7828	KMJI	-	ASHDOWN	AR

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
39689	KMJX	-	CONWAY	AR

Facility ID Number	Call Sign	or Construction Permit File Number	City	State

34996	KMXA-FM	-	MINOT	ND

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
2910	KMYT	-	TEMECULA	CA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
31609	KNEA	-	JONESBORO	AR

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
56811	KNFX	-	AUSTIN	MN

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
7698	KNIX-FM	-	PHOENIX	AZ

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
8082	KOCN	-	PACIFIC GROVE	CA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
8143	KOHT	-	MARANA	AZ

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
49950	KOSS	-	ROSAMOND	CA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
8204	KPRC-FM	-	SALINAS	CA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
2204	KQDY	-	BISMARCK	ND

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
17359	KRAB	-	GREENACRES	CA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State

35527	KRCH	-	ROCHESTER	MN

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
9679	KRRZ	-	MINOT	ND

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
58894	KSLY-FM	-	SAN LUIS OBISPO	CA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
4123	KSMA	-	SANTA MARIA	CA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
63553	KSMY	-	LOMPOC	CA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
4122	KSNI-FM	-	SANTA MARIA	CA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
61363	KSSN	-	LITTLE ROCK	AR

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
2210	KSSS	-	BISMARCK	ND

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
63523	KSTT-FM	-	LOS OSOS-BAYWOOD PAR	CA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
85012	KTMQ	-	TEMECULA	CA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
40145	KTOM-FM	-	MARINA	CA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
66229	KTPI	-	MOJAVE	CA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
66228	KTPI-FM	-	TEHACHAPI	CA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
54364	KURQ	-	GROVER BEACH	CA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
35526	KWEB	-	ROCHESTER	MN

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
68316	KWFM	-	TUCSON	AZ

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
51923	KWHF	-	HARRISBURG	AR

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
8144	KXEW	-	SOUTH TUCSON	AZ

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
5470	KXFM	-	SANTA MARIA	CA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
30120	KXLP	-	NEW ULM	MN

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
2211	KXMR	-	BISMARCK	ND

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
20386	KYSM	-	MANKATO	MN

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
20400	KYSM-FM	-	MANKATO	MN

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
55680	KYYX	-	MINOT	ND

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
63820	KZHT	-	SALT LAKE CITY	UT

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
166623	KZHT-FM1	-	PARK CITY	UT

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
9675	KZPR	-	MINOT	ND

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
57741	KZRX	-	DICKINSON	ND

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
33084	W221AX	-	ENDWELL	NY

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
148210	W227BO	-	ELIZABETH	IN

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
139536	W228BS	-	PITTSFIELD	MA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
11670	W231AD	-	CHARLOTTESVILLE	VA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
144592	W231BI	-	UTICA	NY

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
140081	W244BV	-	ERIE	PA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
140147	W248AN	-	LITTLE FALLS	NY

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
25008	W252AA	-	ITHACA	NY

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
25016	W252AC	-	SYRACUSE-CAMILLUS	NY

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
140121	W257BU	-	HUDSON	NY

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
148204	W270BB	-	MOUNT CRAWFORD	VA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
140065	W274AT	-	LITTLE FALLS	NY

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
138571	W275AT	-	FOUR CORNERS	NJ

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
81122	W285EF	-	CHARLOTTESVILLE	VA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
140498	W293AR	-	MOUNT ORAB	OH

Facility ID Number	Call Sign	or Construction Permit File Number	City	State

148370	W294AU	-	SYRACUSE	NY

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
3670	WABI	-	BANGOR	ME

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
466	WADR	-	REMSEN	NY

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
43093	WAGH	-	FORT MITCHELL	AL

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
11921	WAMZ	-	LOUISVILLE	KY

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
11920	WAVZ	-	NEW HAVEN	CT

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
57910	WAZR	-	WOODSTOCK	VA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
18899	WBBI	-	ENDWELL	NY

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
73606	WBCT	-	GRAND RAPIDS	MI

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
60656	WBFA	-	SMITHS	AL

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
25411	WBFB	-	BELFAST	ME

Facility ID Number	Call Sign	or Construction Permit File	City	State

		Number		
51727	WBFX	-	GRAND RAPIDS	MI

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
43444	WBPM	-	SAUGERTIES	NY

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
29687	WBUV	-	MOSS POINT	MS

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
71214	WBVV	-	BOONEVILLE	MS

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
63406	WBZY	-	BOWDON	GA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
70345	WCDG	-	MOYOCK	NC

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
74225	WCHI	-	CHILLICOTHE	OH

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
19838	WCHV	-	CHARLOTTESVILLE	VA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
61716	WCJZ	-	CHARLOTTESVILLE	VA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
60083	WCND	-	SHELBYVILLE	KY

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
63527	WCTW	-	CATSKILL	NY

Facility ID	Call Sign	or Construction Permit File	City	State

Number		Number		
70861	WCYK-FM	-	STAUNTON	VA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
60764	WDAK	-	COLUMBUS	GA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
122	WDDD	-	JOHNSTON CITY	IL

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
123	WDDD-FM	-	MARION	IL

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
69569	WDIA	-	MEMPHIS	TN

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
4756	WDMX	-	VIENNA	WV

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
52806	WEAV	-	PLATTSBURGH	NY

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
49689	WEBC	-	DULUTH	MN

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
16785	WEEZ	-	LAUREL	MS

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
58397	WEGR	-	MEMPHIS	TN

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
11933	WELI	-	NEW HAVEN	CT

Facility ID	Call Sign	or Construction Permit File	City	State

Number		Number		
19625	WENE	-	ENDICOTT	NY

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
7064	WYHL	-	MERIDIAN	MS

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
63525	WRWC	-	ELLENVILLE	NY

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
74609	WFKY	-	FRANKFORT	KY

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
54612	WFOR	-	HATTIESBURG	MS

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
53979	WFRX	-	WEST FRANKFORT	IL

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
54565	WFUN	-	ASHTABULA	OH

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
76320	WFXJ-FM	-	NORTH KINGSVILLE	OH

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
59505	WFZX	-	SEARSPORT	ME

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
72329	WGIC	-	COOKEVILLE	TN

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
13819	WGSQ	-	COOKEVILLE	TN

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
66668	WGSY	-	PHENIX CITY	AL

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
28685	WGUY	-	DEXTER	ME

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
15329	WGY	-	SCHENECTADY	NY

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
32383	WHAL	-	PHENIX CITY-COLUMBUS	AL

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
58399	WHAL-FM	-	HORN LAKE	MS

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
11934	WHAS	-	LOUISVILLE	KY

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
11984	WHCY	-	BLAIRSTOWN	NJ

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
7080	WHEN	-	SYRACUSE	NY

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
52618	WHER	-	HEIDELBERG	MS

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
43858	WHLO	-	AKRON	OH

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
73353	WHNK	-	PARKERSBURG	WV

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
54916	WHRK	-	MEMPHIS	TN

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
55490	WHRL	-	ALBANY	NY

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
56361	WHTE-FM	-	RUCKERSVILLE	VA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
70514	WHUB	-	COOKEVILLE	TN

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
63531	WHUC	-	HUDSON	NY

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
55757	WHYN	-	SPRINGFIELD	MA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
55758	WHYN-FM	-	SPRINGFIELD	MA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
31123	WJCD	-	WINDSOR	VA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
7065	WJDQ	-	MARION	MS

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
73134	WJER	-	DOVER-NEW PHILADELPH	OH

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
73135	WHOF	-	DOVER	OH

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
6616	WJIZ-FM	-	ALBANY	GA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
61116	WJKX	-	ELLISVILLE	MS

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
6617	WJYZ	-	ALBANY	GA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
10651	WKAV	-	CHARLOTTESVILLE	VA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
25087	WKBZ	-	MUSKEGON	MI

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
70862	WKCI	-	WAYNESBORO	VA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
11930	WKCI-FM	-	HAMDEN	CT

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
11666	WKDW	-	STAUNTON	VA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
1037	WKED-FM	-	FRANKFORT	KY

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
34451	WKGB-FM	-	CONKLIN	NY

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
73163	WKIP	-	POUGHKEEPSIE	NY

Facility ID	Call Sign	or Construction Permit File	City	State

Number		Number		
55497	WKJK	-	LOUISVILLE	KY

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
17030	WKKF	-	BALLSTON SPA	NY

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
74224	WKKJ	-	CHILLICOTHE	OH

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
61367	WKNN-FM	-	PASCAGOULA	MS

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
53587	WKRD	-	LOUISVILLE	KY

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
53145	WKSJ-FM	-	MOBILE	AL

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
341	WKSQ	-	ELLSWORTH	ME

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
69570	WKUS	-	NORFOLK	VA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
54567	WKYW	-	FRANKFORT	KY

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
62289	WLKE	-	BAR HARBOR	ME

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
60081	WKRD-FM	-	SHELBYVILLE	KY

Facility ID	Call Sign	or Construction Permit File	City	State

Number		Number		
55182	WLTP	-	MARIETTA	OH

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
40714	WLWD	-	COLUMBUS GROVE	OH

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
52042	WLZT	-	CHILLICOTHE	OH

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
27471	WMAX-FM	-	HOLLAND	MI

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
61368	WMJY	-	BILOXI	MS

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
24640	WMRR	-	MUSKEGON HEIGHTS	MI

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
19626	WMRV-FM	-	ENDICOTT	NY

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
88542	WMRZ	-	DAWSON	GA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
7067	WMSO	-	MERIDIAN	MS

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
25086	WMUS	-	MUSKEGON	MI

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
8696	WMXC	-	MOBILE	AL

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
19624	WMXW	-	VESTAL	NY

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
40713	WNDH	-	NAPOLEON	OH

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
25414	WNNJ	-	NEWTON	NJ

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
25413	WNNJ-FM	-	NEWTON	NJ

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
9736	WNNZ	-	WESTFIELD	MA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
16784	WNSL	-	LAUREL	MS

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
67465	WNUS	-	BELPRE	OH

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
74182	WOBB	-	TIFTON	GA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
465	WOKR	-	REMSEN	NY

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
40710	WONW	-	DEFIANCE	OH

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
73604	WOOD	-	GRAND RAPIDS	MI

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
73605	WOOD-FM	-	GRAND RAPIDS	MI

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
4681	WOUR	-	UTICA	NY

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
69558	WOWI	-	NORFOLK	VA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
25018	WPHR-FM	-	AUBURN	NY

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
132866	WPHR-FM2	-	AUBURN	NY

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
72380	WPKF	-	POUGHKEEPSIE	NY

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
8695	WPMI	-	MOBILE	AL

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
13820	WPTN	-	COOKEVILLE	TN

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
50763	WQMF	-	JEFFERSONVILLE	IN

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
19456	WQRV	-	MERIDIANVILLE	AL

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
41104	WQSS	-	CAMDEN	ME

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
53978	WQUL	-	WEST FRANKFORT	IL

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
52402	WRAK-FM	-	BAINBRIDGE	GA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
58396	WREC	-	MEMPHIS	TN

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
54566	WREO-FM	-	ASHTABULA	OH

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
53142	WRKH	-	MOBILE	AL

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
3337	WRKK-FM	-	SPARTA	TN

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
11960	WRNL	-	RICHMOND	VA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
17771	WRNQ	-	POUGHKEEPSIE	NY

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
53657	WRNY	-	ROME	NY

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
11914	WRVA	-	RICHMOND	VA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
68306	WRVB	-	MARIETTA	OH

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
15330	WRVE	-	SCHENECTADY	NY

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
11963	WRVQ	-	RICHMOND	VA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
63528	WELG	-	ELLENVILLE	NY

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
11961	WRXL	-	RICHMOND	VA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
36685	WSHE	-	COLUMBUS	GA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
70635	WSHZ	-	MUSKEGON	MI

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
3336	WSMT	-	SPARTA	TN

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
24644	WSNX-FM	-	MUSKEGON	MI

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
65700	WSRW	-	HILLSBORO	OH

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
65701	WSRW-FM	-	HILLSBORO	OH

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
60763	WSTH-FM	-	ALEXANDER CITY	AL

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
11672	WSUH	-	CROZET	VA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
74078	WSUS-FM1	-	MONTAGUE	NJ

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
11665	WSVO	-	STAUNTON	VA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
48720	WSYR	-	SYRACUSE	NY

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
37243	WTAO-FM	-	MURPHYSBORO	IL

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
37753	WTFX-FM	-	CLARKSVILLE	IN

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
51729	WTKG	-	GRAND RAPIDS	MI

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
61250	WTLY	-	THOMASVILLE	GA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
54387	WTVR-FM	-	RICHMOND	VA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
3341	WTZX	-	SPARTA	TN

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
53656	WUMX	-	ROME	NY

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
54611	WUSW	-	HATTIESBURG	MS

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
4680	WUTQ	-	UTICA	NY

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
4092	WVOM	-	HOWLAND	ME

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
87178	WVON	-	BERWYN	IL

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
39457	WVRK	-	COLUMBUS	GA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
124	WVZA	-	HERRIN	IL

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
3671	WWBX	-	BANGOR	ME

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
22134	WWDG	-	DERUYTER	NY

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
57842	WWHT	-	SYRACUSE	NY

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
10698	WWVA-FM	-	CANTON	GA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
4738	WXAJ	-	HILLSBORO	IL

Facility ID	Call Sign	or Construction Permit File	City	State

Number		Number		
87818	WYBL	-	ASHTABULA	OH

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
48780	WHTU	-	NEWTON	MS

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
68681	WYNT	-	CALEDONIA	OH

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
48725	WYYY	-	SYRACUSE	NY

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
63532	WZCR	-	HUDSON	NY

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
60706	WZKF	-	SALEM	IN

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
17357	WZKS	-	UNION	MS

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
66954	WZLD	-	PETAL	MS

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
40711	WZOM	-	DEFIANCE	OH

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
7819	WZOO-FM	-	EDGEWOOD	OH

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
74077	WSUS	-	FRANKLIN	NJ

3. **Agreements to Transfer Control of Station.** Licensee/permittee certifies that: ○ Yes ◉ No

	a. it has placed in its public inspection file(s) and submitted an an exhibit to this item copies of all agreements to transfer control of the station(s); b. these documents embody the complete and final understanding between transferor (s) and transferee(s); and c. these agreements comply fully with the Commission's rules and policies. **Exhibit Required**	See Explanation in [Exhibit 6]
4.	**Other Authorizations.** List call signs, locations and facility identifiers of all other broadcast stations in which licensee/permittee or any party to the application has an attributable interest.	☐ N/A [Exhibit 7]
5.	**Character Issues.** Licensee/permittee certifies that neither licensee/permittee nor any party to the application has or has had any interest in, or connection with: a. any broadcast application in any proceeding where character issues were left unresolved or were resolved adversely against the applicant or any party to the application; or b. any pending broadcast application in which character issues have been raised.	○ Yes ◉ No See Explanation in [Exhibit 8]
6.	**Adverse Findings.** Licensee/permittee certifies that, with respect to the licensee/permittee and each party to the application, no adverse finding has been made, nor has an adverse final action been taken by any court or administrative body in a civil or criminal proceeding brought under the provisions of any law related to any of the following: any felony; mass media-related antitrust or unfair competition; fraudulent statements to another governmental unit; or discrimination.	◉ Yes ○ No See Explanation in [Exhibit 9]
7.	**Local Public Notice.** Licensee/permittee certifies that it has or will comply with the public notice requirements of 47 C.F.R. Section 73.3580.	◉ Yes ○ No
8.	**Auction Authorization.** Licensee/permittee certifies that more than five years have passed since the issuance of the construction permit for the station being assigned, where that permit was acquired in an auction through the use of a bidding credit or other special measure.	○ Yes ○ No ◉ N/A See Explanation in [Exhibit 10]
9.	**Anti-Drug Abuse Act Certification.** Licensee/permittee certifies that neither licensee/permittee nor any party to the application is subject to denial of federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. Section 862.	◉ Yes ○ No

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

Typed or Printed Name of Person Signing ANDREW W. LEVIN	Typed or Printed Title of Person Signing CHIEF LEGAL OFFICER
Signature	Date 6/8/2007

WILLFUL FALSE STATEMENTS ON THIS FORM ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. CODE, TITLE 18, SECTION 1001), AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. CODE, TITLE 47, SECTION 312(a)(1)), AND/OR FORFEITURE (U.S. CODE, TITLE 47, SECTION 503).

Section IV - Transferee(s)

1.	**Certification.** Transferee(s) certify that it (they) have answered each question in this application based on its (their) review of the application instructions and worksheets. Transferee(s) further certify that where it (they) have made an	◉ Yes ○ No

affirmative certification below, this certification constitutes its (their) representation that the application satisfies each of the pertinent standards and criteria set forth in the application instructions and worksheets.

2.

Legal Name of the Transferee(s) STOCKHOLDERS OF BT TRIPLE CROWN MERGER CO., INC.		
Mailing Address THOMAS H. LEE EQUITY FUND VI, L.P. 100 FEDERAL STREET, 35TH FLOOR		
City BOSTON	State or Country (if foreign address) MA	Zip Code 02110 -
Telephone Number (include area code) 6172271050	E-Mail Address (if available)	

3.

Contact Representative (if other than transferee) JOHN S. LOGAN, ESQ.	Firm or Company Name DOW LOHNES PLLC	
Mailing Address 1200 NEW HAMPSHIRE AVENUE, NW SUITE 800		
City WASHINGTON	State or Country (if foreign address) DC	Zip Code 20036 -
Telephone Number (include area code) 2027762000	E-Mail Address (if available) JLOGAN@DOWLOHNES.COM	

If more than one transferee, submit the information requested in questions 2 and 3 for each transferee. [Exhibit 11]

4. **Nature of Applicant.** Each transferee is:

○ an individual	○ a general partnership	○ a for-profit corporation
◉ a limited partnership	○ a not-for-profit corporation	○ a limited liability company (LLC/LC)
○ other		

a. If "other", describe nature of transferee in an Exhibit. [Exhibit 12]

5. **Agreements to Transfer Control of Station.** Transferee certifies that:

a. the written agreements in the licensee/permittee's public inspection file and submitted to the Commission embody the complete and final agreement to transfer control of the station(s) specified in Section III, question 2; and

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

○ Yes ◉ No [Exhibit 13]

6. **Parties to the Application.**

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

(1) Name and address of the transferee and each party to the application holding an attributable interest (if other than individual also show name, address and citizenship of natural person authorized to vote the stock or holding the attributable interest). List the transferee first, officers next, then directors and, thereafter, remaining stockholders and other entities with attributable interests, and partners.

(2) Citizenship.

(3) Positional Interest: Officer, director, general partner, limited partner, LLC member, investor/creditor attributable under the Commission's **equity/debt plus** standard, etc.

(4) Percentage of votes.

(5) Percentage of total assets (equity plus debt).

	[Enter Parties/Owners Information]	
	b. Applicant certifies that equity interests not set forth above are non-attributable.	◉ Yes ○ No ○ N/A See Explanation in [Exhibit 15]
7.	**Other Authorizations.** List call signs, locations, and facility identifiers of all other broadcast stations in which transferee or any party to the application has an attributable interest.	☐ N/A [Exhibit 16]
8.	**Multiple Ownership.**	
	a. Is the transferee or any party to the application the holder of an attributable radio joint sales agreement or an attributable radio or television time brokerage agreement for the subject station(s) or any other stations in the same market as the station(s) subject to this application? If "Yes," radio applicants must submit as an Exhibit a copy of each such agreement for radio stations.	○ Yes ◉ No [Exhibit 17]
	b. Transferee certifies that the proposed transfer complies with the Commission's multiple ownership rules and cross-ownership rules. Radio Applicants Only: If "Yes," submit an Exhibit providing information regarding the market, broadcast station(s), and other information necessary to demonstrate compliance with 47 C.F.R. § 73.3555(a). All Applicants: If "No," submit as an Exhibit a detailed explanation in support of an exemption from, or waiver of, 47 C.F.R. § 73.3555.	◉ Yes ○ No [Exhibit 18]
	c. Transferee certifies that the proposed transfer: 1. does not present an issue under the Commission's policies relating to media interests of immediate family members; 2. complies with the Commission's policies relating to future ownership interests; and 3. complies with the Commission's restrictions relating to the insulation and nonparticipation of non-party investors and creditors.	◉ Yes ○ No See Explanation in [Exhibit 19]
9.	**Character Issues.** Transferee certifies that neither transferee nor any party to the application has or has had any interest in, or connection with: a. any broadcast application in any proceeding where character issues were left unresolved or were resolved adversely against the applicant or any party to the application; or b. any pending broadcast application in which character issues have been raised.	◉ Yes ○ No See Explanation in [Exhibit 20]
10.	**Adverse Findings.** Transferee certifies that, with respect to the transferee and each party to the application, no adverse finding has been made, nor has an adverse final action been taken by any court or administrative body in a civil or criminal proceeding brought under the provisions of any law related to any of the following: any felony; mass media-related antitrust or unfair competition; fraudulent statements to another governmental unit; or discrimination.	◉ Yes ○ No See Explanation in [Exhibit 21]
11.	**Alien Ownership and Control.** Transferee certifies that it complies with the provisions of Section 310 of the Communications Act of 1934, as amended, relating to interests of aliens and foreign governments.	◉ Yes ○ No See Explanation in [Exhibit 22]

12.	**Financial Qualifications.** Transferee certifies that sufficient net liquid assets are on hand or are available from committed sources to consummate the transaction and operate the station(s) for three months.	(•) Yes ( ) No See Explanation in [Exhibit 23]
13.	**Program Service Certification.** Transferee certifies that it is cognizant of and will comply with its obligations as a Commission licensee to present a program service responsive to the issues of public concern facing the station's community of license and service area.	(•) Yes ( ) No
14.	**Auction Authorization.** Transferee certifies that where less than five years have passed since the issuance of the construction permit and the permit had been acquired in an auction through the use of a bidding credit or other special measure, it would qualify for such credit or other special measure.	( ) Yes ( ) No (•) N/A See Explanation in [Exhibit 24]
15.	**Anti-Drug Abuse Act Certification.** Licensee/permittee certifies that neither licensee/permittee nor any party to the application is subject to denial of federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. Section 862.	(•) Yes ( ) No
16.	**EEO.** Does the applicant propose to employ five or more full-time employees? If the answer is Yes, the applicant must include an EEO program called for in the separate Model EEO Program Report (FCC Form 396-A)	(•) Yes ( ) No

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

Typed or Printed Name of Person Signing SCOTT SPERLING	Typed or Printed Title of Person Signing CO-PRESIDENT, SEE EXHIBIT 14
Signature	Date 6/8/2007

WILLFUL FALSE STATEMENTS ON THIS FORM ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. CODE, TITLE 18, SECTION 1001), AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. CODE, TITLE 47, SECTION 312(a)(1)), AND/OR FORFEITURE (U.S. CODE, TITLE 47, SECTION 503).

Exhibits

Exhibit 1
Description: PURPOSE OF APPLICATION

TRANSFEROR'S SECTION III, ITEM 3, EXHIBIT 6 IS BEING AMENDED TO INCLUDE THE FIRST AND SECOND AMENDMENTS TO THE AGREEMENT AND PLAN OF MERGER, AS WELL AS A VOTING AGREEMENT DATED MAY 26, 2007. ADDITIONALLY, TRANSFEREE'S SECTION IV, ITEM 6, EXHIBIT 14 IS BEING AMENDED TO REFLECT A REVISION TO THE PROPOSED POST-CONSUMMATION OWNERSHIP STRUCTURE, AND ITEM 7, EXHIBIT 16 IS BEING AMENDED TO NOTE THE GRANT OF THE TRANSFER OF CONTROL OF UNIVISION COMMUNICATONS, INC.

Attachment 1

Attachment 5

Description
Description of Transaction

Exhibit 6
Description: AGREEMENT TO TRANSFER CONTROL OF STATIONS

A COPY OF THE AGREEMENT AND PLAN OF MERGER DATED AS OF NOVEMBER 16, 2006, BY AND BETWEEN BT TRIPLE CROWN MERGER CO., INC., B TRIPLE CROWN FINCO, LLC, T TRIPLE CROWN FINCO, LLC AND CLEAR CHANNEL COMMUNICATIONS, INC. (THE 'AGREEMENT') IN CONNECTION WITH THE PROPOSED TRANSFER IS ATTACHED HERETO. THE SECTIONS OF THE COMPANY DISCLOSURE SCHEDULES AND THE MERGERCO DISCLOSURE SCHEDULES TO THE AGREEMENT ARE NOT INCLUDED IN THIS EXHIBIT. THESE SECTIONS ARE AS FOLLOWS:

COMPANY DISCLOSURE SCHEDULES

SECTION 3.03(A) STOCK OPTIONS AND OTHER AWARDS

SECTION 4.01 MATERIAL SUBSIDIARIES

SECTION 4.01 ARTICLES OF INCORPORATION AND BYLAWS

SECTION 4.03 CAPITALIZATION

SECTION 4.05 NO CONFLICTS; REQUIRED FILINGS AND CONSENTS

SECTION 4.06(B) PERMITS AND LICENSES; COMPLIANCE WITH LAWS

SECTION 4.11 TAXES

SECTION 4.14 EMPLOYEE BENEFITS AND LABOR MATTERS

SECTION 5.07(C) EXCLUDED PARTIES

SECTION 6.01(I) PERMITTED DIVESTITURES

SECTION 6.01(J) TAX SETTLEMENTS

SECTION 6.01(L) COMPENSATION

SECTION 6.01(M) CAPITAL EXPENDITURES

SECTION 6.01(N) INVESTMENTS

SECTION 6.05(D) PENDING RENEWAL APPLICATIONS

SECTION 6.11(B) SEVERANCE BENEFITS

SCHEDULE A KNOWLEDGE PERSONS

MERGERCO DISCLOSURE SCHEDULES

SECTION 3.08 ROLLOVER SHARES

SECTION 5.05 FCC MATTERS

SECTION 5.07(A) AVAILABLE FUNDS

SECTION 5.09 CAPITALIZATION OF MERGERCO

SECTION 6.14 ACTIONS WITH RESPECT TO EXISTING DEBT

EXHIBIT A DEBT COMMITMENT LETTERS

EXHIBIT B EQUITY COMMITMENT LETTERS

ADDITIONALLY, THE LIMITED GUARANTEE, DATED AS OF NOVEMBER 16, 2006, BY THOMAS H. LEE EQUITY FUND VI, L.P. IN FAVOR OF CLEAR CHANNEL COMMUNICATIONS, INC., A TEXAS CORPORATION AND THE LIMITED GUARANTEE, DATED AS OF NOVEMBER 16, 2006, BY BAIN CAPITAL FUND IX, L.P. IN FAVOR OF CLEAR CHANNEL COMMUNICATIONS, INC., A TEXAS CORPORATION (COLLECTIVELY, 'THE LIMITED GUARANTEES') HAVE BEEN EXCLUDED. THE SECTIONS LISTED ABOVE, AS WELL AS THE LIMITED GUARANTEES, CONTAIN PROPRIETARY INFORMATION, ARE NOT GERMANE TO THE COMMISSION'S CONSIDERATION OF THIS APPLICATION, OR ARE DUPLICATIVE OF INFORMATION ALREADY INCLUDED IN THE APPLICATION OR IN THE POSSESSION OF THE COMMISSION. SEE LUJ, INC. AND LONG NINE, INC.,17 FCC RCD 16980 (2002). THESE DOCUMENTS WILL BE PROVIDED TO THE COMMISSION UPON REQUEST, SUBJECT TO THE RIGHT OF THE APPLICANTS TO ASK THAT THE MATERIAL SUBMITTED BE HELD IN CONFIDENCE AND NOT BE MADE AVAILABLE FOR PUBLIC INSPECTION PURSUANT TO APPLICABLE RULES AND POLICIES OF THE FCC THAT RESTRICT PUBLIC ACCESS TO CONFIDENTIAL AND PROPRIETARY INFORMATION.

Attachment 6

Description
Agreement and Plan of Merger
Second Amendment to Agreement and Plan of Merger
First Amendment to Agreement and Plan of Merger
Highfield Voting Agreement

Exhibit 7
Description: OTHER BROADCAST INTERESTS

PLEASE SEE ATTACHMENT.

Attachment 7

Description
Other Broadcast Interests

Exhibit 8
Description: CHARACTER STATEMENT

CHARACTER-RELATED ALLEGATIONS HAVE BEEN RAISED AGAINST LICENSEES UNDER COMMON OWNERSHIP WITH THE APPLICANT IN THE FOLLOWING THREE PENDING PROCEEDINGS.

(1) IN ITS 'CONSOLIDATED REPLY TO RESPONSES TO APRIL 23, 2004 FCC LETTER OF INQUIRY' REGARDING

THE ASSIGNMENT OF LICENSE OF WQYZ(FM), OCEAN SPRINGS, MISSISSIPPI, FROM GOLDEN GULF COAST BROADCASTING, INC. TO CAPSTAR TX LIMITED PARTNERSHIP, FCC FILE NO. BALH-20031125ALX, WJZD, INC. ALLEGED THAT THE PARTIES TO THE ASSIGNMENT LACKED CANDOR IN THEIR RESPONSE TO AN FCC INQUIRY. THE COMMISSION DENIED WJZD, INC.S PETITION TO DENY AND GRANTED THE UNDERLYING ASSIGNMENT APPLICATION. ON JUNE 27, 2005, WJZD, INC. FILED A PETITION FOR RECONSIDERATION OF THE AGENCYS DECISION. AN OPPOSITION AND A REPLY THERETO WERE FILED ON JULY 12, 2005 AND JULY 22, 2005, RESPECTIVELY.

(2) MONTECITO FM, INC., IN ITS 'PETITION FOR RECONSIDERATION OF THE GRANT OF CITICASTERS LICENSES, L.P. MINOR CHANGE APPLICATION FOR KSBL, CARPINTERIA, CALIFORNIA' AND IN ITS REPLY REGARDING A CONSTRUCTION PERMIT APPLICATION FOR A MINOR CHANGE IN THE AUTHORIZATION FOR KSBL(FM), FCC FILE NO. BPH-20041116ADR, ALLEGES THAT CITICASTERS LICENSES, L.P. MISREPRESENTED THE NUMBER OF ATTRIBUTABLE STATIONS IN THE SUBJECT RADIO MARKET AND WAS MISLEADING REGARDING CITY GRADE AND LINE OF SIGHT COVERAGE.

(3) THE YOUTH MEDIA COUNCIL AND MEDIA ALLIANCE, IN THEIR 'PETITION TO DENY RENEWAL' OF KSJO-FM, SAN JOSE, CALIFORNIA, FCC FILE NO. BRH-20050728ADU, AND IN THEIR 'REPLY IN SUPPORT OF PETITION TO DENY RENEWAL,' ALLEGE THAT CITICASTERS LICENSES, L.P. COMMITTED MISREPRESENTATION IN ITS RESPONSE TO SECTION II, QUESTION 4 OF ITS INITIAL LICENSE RENEWAL APPLICATION REGARDING THE EXISTENCE OF FCC VIOLATIONS DURING THE PRECEDING LICENSE TERM. CLEAR CHANNEL FILED AN OPPOSITION ON NOVEMBER 28, 2005.

Attachment 8

Attachment 11

Description
Contact Information/Certifications of Transferees
Contact Information/Certifications of Transferees - Jan 2007 Amendment
Contact Information/Certifications of Transferees - June 2007 Amendment

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Attachment 13

Description
Exhibit 13-A: Agreements for Transfer of Control
Exhibit 13-B: Pending Renewal Applications
Exhibit 13-C: Request for 'Permit-But-Disclose' Status

Exhibit 14
Description: EXHIBIT 14

Attachment 14

Description
Parties to the Application

Exhibit 16
Description: EXHIBIT 16

THE TRANSFEREES HEREBY NOTIFY THE COMMISSION THAT ON MARCH 27, 2007, THE COMMISSION GRANTED THE TRANSFER OF CONTROL OF UNIVISION COMMUNICATIONS, INC. TO BROADCAST MEDIA

PARTNERS, INC. (BMPI) (FCC FILE NOS. BTC-200607AFL, ET AL.). THE TRANSACTION WAS CONSUMMATED ON APRIL 2, 2007. THOMAS H. LEE EQUITY FUND VI, L.P. DIRECTLY AND THROUGH AFFILIATED INVESTMENT FUNDS, HOLDS AN ATTRIBUTABLE INTEREST IN BMPI.

Attachment 16

Description
Other Authorizations of the Parties to the Transferees

Attachment 18

Description
Exhibit 18-1: Overview of Multiple Ownership
Exhibit 18-2: Radio Multiple Ownership
Exhibit 18-3: Television Multiple Ownership & Radio-Television Cross Ownership (Jan 2007 Amendment)
Exhibit 18-4: Television Main Studio Waiver Requests (Jan 2007 Amendment)