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August 22, 2003

Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th Street, S.W.
Washington, D.C. 20554

Re: Applications for Transfer of Control of Hispanic Broadcasting Corp., and Certain Subsidiaries, Licensees of KGBT AM, Harlingen, Texas et al. (Docket No. MB 02-235, FCC File Nos. BTC-20020723ABL, et al.)

Dear Ms. Dortch:

Spanish Broadcasting System, Inc. (“SBS”) has demonstrated that the proposed merger will dramatically harm both competition and diversity in the Spanish-language broadcasting market. Even if the FCC were to conclude that there is not a distinct relevant market for Spanish-language broadcasting (although there is overwhelming, indeed, practically uncontradicted evidence that there is one) it is imperative that the Commission recognize the unique loss of diversity threatened by the proposed merger for Spanish-speaking Americans.

Such action is compelled by the Commission’s recent affirmation of the importance of broadcast diversity to the social and political fabric of our nation.¹ The Commission has determined

¹ *2002 Biennial Regulatory Review - Review of the Commission's Broadcast Ownership Rules and Other Rules adopted Pursuant to Section 202 of the Telecommunications Act of 1996, Cross-Ownership of Broadcast Stations and Newspapers, Rules and Policies Concerning Multiple Ownership of Radio Broadcast Stations in Local Markets, Definition of Radio Markets, Definition of Radio Markets for Areas Not Located in an Arbitron Survey Area*, MB Dkt. Nos. 02-277 and 03-130; MM Dkt. Nos. 01-235; 01-317; and 00-244, Report and Order and Notice of Proposed Rulemaking, 18 FCC Rcd 13620, ¶¶ 19, 32 (2003) (“it has long been a basic tenet of national communications policy that the widest possible dissemination of information from diverse and antagonistic sources is essential to the welfare of the public . . . [T]he free flow of ideas under-girds and sustains our system of government”) (quotation marks and citations omitted) (“Ownership Order”).

that the best tool to protect diversity, a value that is “as elusive as it is cherished,”² is to diffuse ownership of media outlets among multiple entities. As the foundation for its ownership rules, the FCC concluded that:

[a] larger number of independent owners will tend to generate a wider array of viewpoints in the media than would a comparatively smaller number of owners. We believe this proposition, even without the benefit of conclusive empirical evidence, remains sound....Further, owners of media outlets clearly have the ability to affect public discourse, including political and governmental affairs, through their coverage of news and public affairs. Even if our inquiry were to find that media outlets exhibited no apparent “slant” or viewpoint in their news coverage, media outlets possess significant *potential* power in our system of government. We believe sound public policy requires us to assume that power is being, or could be, exercised.³

“Sound public policy” requires applying these principles here. The record makes clear that the lion’s share of Spanish-language media outlets would rest in the hands of a single entity, an entity that “possess[es] significant potential power” to slant news coverage and opinion. For those Spanish-speaking Americans who have little or no fluency in English, the merger reduces the number of voices in local markets to an unacceptable few.

To promote markets that perform competitively and diversely, the FCC’s media ownership rules foreclose concentration of television outlets in a single area, and set analogous limits on the common ownership of FM stations and AM stations. The cross-ownership rules treat both radio and television as components of a diversity market⁴ and seek to “check the acquisition by any single entity of a dominant position in local media markets -- not in economic terms, but in the sense of being able to dominate public debate -- through combinations of cross-media properties.”⁵ In devising a set of numerical limitations, the rules seek “to ensure that a wide range of viewpoints have an opportunity to reach the public.”⁶

The metrics of the broadcast ownership and media cross-ownership rules reflect a very certain and deliberate hierarchy of local media outlets from which the FCC is willing to infer the intensity or paucity of diversity. Diversity of ownership of local television stations is paramount, as the strictest limits apply there. No broadcaster may own 2 television stations in the same local market unless there

² *Id.* ¶ 432.

³ *Id.* ¶¶ 27-28 (emphasis in original).

⁴ *Id.* ¶¶ 449, 452 (identifying areas of concern as when the “principal distribution platforms for local news content come under common ownership and control”).

⁵ *Id.* ¶ 432.

⁶ *Id.* ¶ 425.

are 5 or more local television stations. The cross-ownership rules are similarly triggered by reference to the number of television stations: markets with 3 or fewer TV stations are deemed to be “at risk” markets, and result in an absolute prohibition on any cross-ownership.⁷ For markets with 4-8 TV stations, the Commission materially relaxes the limitations. Thus, the FCC’s rules very specifically calibrate the ownership limitations in accordance with the Commission’s perception of what constitutes intolerable concentration (television duopolies), strict limits for “very thin” or “at-risk” general broadcast markets (markets with 3 or fewer TV stations) and more relaxed limits for “thin” markets (markets with 4 to 8 television stations). This calibration is expressly done in furtherance of the goal of diversity.

The insights reflected in the rules can and must inform the Commission’s analysis of this proposed merger. While these rules, designed to apply to the relatively robust general broadcast market, cannot be literally applied to Spanish programming outlets, the principles underlying the rules, including the analysis that led the FCC to adopt the numerical limits that it chose, are highly instructive to the case at hand. The rules reflect the judgment that a minimum number of independent sources of television and radio news and information is essential to protect diversity and the democratic process. If an area includes a smaller number of outlets than the rules’ thresholds, harm to diversity is presumed. When one considers the choices available to Spanish-dominant audiences in the context of the ownership rules, it is plain that the merger would produce an intolerable level of concentration and loss of diversity.

Indeed, the numerical limits imposed on radio, television, and media cross-ownership by the recently adopted rules, employed here with respect to Spanish-language broadcasting as a guideline, tell us that the merger results in an unacceptable level of concentration from the perspective of ensuring adequate diversity for Spanish speaking Americans.⁸ Extensive concentration in the top 10 markets is reflected in the television duopolies, common control over radio stations in excess of the limits set by the Commission, and prevalent cross-ownership in each of the top ten Hispanic markets (by population).

As shown in Attachment A, Univision owns TV duopolies in 5 of the top-ten Hispanic markets, including Los Angeles, Miami, Houston, San Francisco/San Jose, and Dallas/Ft. Worth. None of these markets has 5 independent Spanish-language television stations. The new TV duopoly rule simply does not allow a TV duopoly unless there are five TV stations licensed to communities in the market.⁹

⁷ *See id.* ¶ 454.

⁸ This does not suggest that the rules should apply wholesale to Spanish-language broadcasting on an as-is basis. Spanish language broadcasting has unique characteristics that readily distinguish it from general media markets. Adjustments to the rules to account for these characteristics are not only appropriate, they are imperative in the public interest.

⁹ The duopoly rules presume harm to diversity from a duopoly in markets with fewer than five independently-owned TV stations. The rules do not, on their face, require that there be four (cross-media limit) or five (duopoly limit) independent owners, but this can be presumed from

In 6 of the 10 largest Hispanic broadcast markets, including New York, Chicago, Dallas/Ft. Worth, San Antonio, Phoenix, and Brownsville/McAllen, there are fewer than 4 Spanish-language TV stations licensed to the market by the FCC. *See* Attachment A. Again, the rules counsel that these are “very thin” or “at-risk” markets, and the cross-media rule commands the conclusion that any common ownership of radio and TV stations poses an unacceptable threat to diversity. Nonetheless, the application seeks authority to hold television and multiple radio stations in each of those markets.¹⁰

Moreover, the new radio local ownership rule reflects the judgment that any local market with 14 or fewer total stations in the market is “thin,” and thus no single firm should be able to own more than five radio stations and no more than 3 in one class (AM or FM). Yet the merged entity would exceed one or both of those limits in three markets, including Houston (6 radio stations, 5 of them FM), Dallas/Ft. Worth (6 stations, including 4 FM stations), and Phoenix (4 FM stations). *See* Attachment B.

The high levels of concentration in Spanish-language broadcasting have arisen in large part because of history, that is, the Commission has not considered the application of the rules to Spanish-language broadcasting. Fundamentally, determining the presence or absence of rule violations is not the end goal here but rather a tool to extrapolate from the general to the specific. The concentration levels in Spanish-language broadcasting that will result from the proposed merger, if they were present in the general media markets, would never be allowed by the Commission because of the intolerable risks to diversity. For the twenty million Americans who predominantly or exclusively rely on Spanish language programming, the harms are equally unacceptable.

The concentration concerns of the Commission’s rules are reaffirmed by reference to other measures available to assess concentration and diversity in local media markets. These also indicate unacceptable levels of concentration. As shown in Attachment C, the top ten Hispanic markets are characterized by dramatically high Herfindahl-Hirschman Indices (“HHIs”) of market concentration.¹¹ The radio/TV combined HHIs show pre-merger numbers from 2,282 in Miami to 3,350 in San

the fact that the duopoly rule effective prior to the recently adopted rule would have prohibited any such combination.

¹⁰ The one exception is the Brownsville/McAllen market where Univision holds no television licenses. From the standpoint of diversity, however, it must be noted that 3 of the 5 Brownsville television stations are licensed to Grupo Televisa by the Mexican government.

¹¹ To lend perspective, the Department of Justice *Merger Guidelines* assess markets with HHI levels below 1000 to be unconcentrated, HHIs between 1000 and 1800 to be “moderately concentrated,” and HHIs above 1800 to be “highly concentrated.” *U.S. Department of Justice and Federal Trade Commission Horizontal Merger Guidelines*, 57 F.R. 41552, § 1.51(b) (1992, *rev’d* Apr. 8, 1997) (“*Merger Guidelines*”).

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Antonio, with post-merger HHIs from 2,742 in Brownsville/McAllen to 6,502 in San Antonio, reflecting astonishingly high increases in concentration due to the merger.¹²

It is clear, moreover, that both Univision's and HBC's dominance are the prime factors leading to these HHIs.¹³ As shown in Attachment A, in each television market (except Brownsville/McAllen) Univision owns the top ranked station. As shown in Attachment B, in each radio market (except New York) HBC owns the top-ranked or second-ranked radio stations or both. The merger, by bringing together the number one Spanish-language television owner with the number one Spanish-language radio owner, materially increases the levels of concentration. *See* Attachment D.

All of these measures confirm the substantial reduction, both quantitatively and qualitatively, in the diversity of Spanish-language voices available to the target audience. For these audiences, particularly those with insufficient English skills, the English-language media "voices" provide no alternative; they are voices that literally cannot speak to them.

Respectfully submitted,

/s/ Philip L. Verveer

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cc: Chairman Michael K. Powell
Commissioner Kathleen Q. Abernathy
Commissioner Michael J. Copps
Commissioner Kevin J. Martin

¹² Under the *Merger Guidelines*, a merger producing an increase of more than 100 points is deemed "likely to create or enhance market power...." *Id.* § 1.51(c).

¹³ The FCC's cross-ownership rules do not account for the relevant strengths and weaknesses among stations. Again, a literal application of the general media rules is neither required nor appropriate in these circumstances. But a true and accurate assessment of the threat to diversity for Spanish-dominant audiences must necessarily account for Univision's dominance in television and HBC's dominance in radio, and their combined, enhanced power post-merger.

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Attachment A

Spanish Language Television Owners and Stations, 2003 Los Angeles

Owner Rank	Owner	Calls / Affiliation	Station Rank	Share of Metro Area TV Ad Revenues	2002 Ad Revenues (000s)	May 2003 Nielsen Share	Power (watts)	Type of Service
1	<i>Univision Communications Inc</i>	KMEX-TV / UNI	1	69.6%	140,000	7	2,291	Full Power
		KFTR / TLF	4	6.3%	12,700	2	2,450	Full Power
2	<i>NBC/GE</i>	KVEA / TEL	2	17.7%	35,700	2	2,570	Full Power
		KWHY-TV / TEL	3	6.4%	12,800	2	2,630	Full Power

Notes:

1. This table includes positive revenue stations that were programmed in Spanish as of June 5, 2003.
2. "Owner Rank," "Station Rank," and "Revenue Share" are calculated for stations with positive revenues in the BIA data. Based on a conversation with the Director of Research at BIA, BIA strives to report estimated revenues for all rated stations in the metropolitan area.
3. May 2003 Nielsen share for 9:00 AM - Midnight for period indicated.
4. NBC/GE is the owner of Telemundo.

Sources: BIA, Inc.; various internet websites

Spanish Language Television Owners and Stations, 2003 New York

Owner Rank	Owner	Calls / Affiliation	Station Rank	Share of Metro Area TV Ad Revenues	2002 Ad Revenues (000s)	May 2003 Nielsen Share	Power (watts)	Type of Service
1	<i>Univision Communications Inc</i>	WXTV / UNI	1	70.1%	75,000	4	2,340	Full Power
2	<i>NBC/GE</i>	WNJU / TEL	2	29.9%	32,000	3	4,000	Full Power

Notes:

1. This table includes positive revenue stations that were programmed in Spanish as of June 5, 2003.
2. "Owner Rank," "Station Rank," and "Revenue Share" are calculated for stations with positive revenues in the BIA data. Based on a conversation with the Director of Research at BIA, BIA strives to report estimated revenues for all rated stations in the metropolitan area.
3. May 2003 Nielsen share for 9:00 AM - Midnight for period indicated.
4. NBC/GE is the owner of Telemundo.

Sources: BIA, Inc.; various internet websites

Spanish Language Television Owners and Stations, 2003 Miami

Owner Rank	Owner	Calls / Affiliation	Station Rank	Share of Metro Area TV Ad Revenues	2002 Ad Revenues (000s)	May 2003 Nielsen Share	Power (watts)	Type of Service
1	<i>Univision Communications Inc</i>	WLTN / UNI	1	54.0%	61,500	10	4,470	Full Power
		WAMI-TV / TLF	3	6.1%	6,900	2	5,000	Full Power
2	<i>NBC/GE</i>	WSCV / TEL	2	35.1%	40,000	5	5,000	Full Power
3	<i>Sherjan Broadcasting Company Inc.</i>	WJAN-CA / INS	4	4.7%	5,400	2	101	Class A

Notes:

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3. May 2003 Nielsen share for 9:00 AM - Midnight for period indicated.
4. NBC/GE is the owner of Telemundo.

Sources: BIA, Inc.; various internet websites

Spanish Language Television Owners and Stations, 2003 Chicago

Owner Rank	Owner	Calls / Affiliation	Station Rank	Share of Metro Area TV Ad Revenues	2002 Ad Revenues (000s)	May 2003 Nielsen Share	Power (watts)	Type of Service
1	Univision Communications Inc	WGBO / UNI	1	81.4%	28,900	4	5,000	Full Power
2	NBC/GE	WSNS / TEL	2	18.6%	6,600	1	5,000	Full Power

Notes:

1. This table includes positive revenue stations that were programmed in Spanish as of June 5, 2003.
2. "Owner Rank," "Station Rank," and "Revenue Share" are calculated for stations with positive revenues in the BIA data. Based on a conversation with the Director of Research at BIA, BIA strives to report estimated revenues for all rated stations in the metropolitan area.
3. May 2003 Nielsen share for 9:00 AM - Midnight for period indicated.
4. NBC/GE is the owner of Telemundo.

Sources: BIA, Inc.; various internet websites

Spanish Language Television Owners and Stations, 2003 Houston

Owner Rank	Owner	Calls / Affiliation	Station Rank	Share of Metro Area TV Ad Revenues	2002 Ad Revenues (000s)	May 2003 Nielsen Share	Power (watts)	Type of Service
1	<i>Univision Communications Inc</i>	KXLN-TV / UNI	1	63.5%	35,600	5	5,000	Full Power
		KFTH / TLF	4	7.1%	4,000	1	4,800	Full Power
2	<i>NBC/GE</i>	KTMD / TEL	2	13.7%	7,700	2	4,900	Full Power
3	<i>Liberian Broadcasting Inc</i>	KZJL / INS	3	12.5%	7,000	2	4,680	Full Power
4	<i>Pappas Telecasting Companies</i>	KAZH / INS	5	3.2%	1,800	0	5,000	Full Power

Notes:

1. This table includes positive revenue stations that were programmed in Spanish as of June 5, 2003.
2. "Owner Rank," "Station Rank," and "Revenue Share" are calculated for stations with positive revenues in the BIA data. Based on a conversation with the Director of Research at BIA, BIA strives to report estimated revenues for all rated stations in the metropolitan area.
3. May 2003 Nielsen share for 9:00 AM - Midnight for period indicated.
4. NBC/GE is the owner of Telemundo.

Sources: BIA, Inc.; various internet websites

Spanish Language Television Owners and Stations, 2003 San Francisco/San Jose

Owner Rank	Owner	Calls / Affiliation	Station Rank	Share of Metro Area TV Ad Revenues	2002 Ad Revenues (000s)	May 2003 Nielsen Share	Power (watts)	Type of Service
1	<i>Univision Communications Inc</i>	KDTV / UNI	1	67.1%	32,400	2	3,980	Full Power
		KFSF / TLF	3	12.4%	6,000	0	3,470	Full Power
2	<i>Pappas Telecasting Companies</i>	KFWU / IND	2	17.2%	8,300	0	224	Full Power
3	<i>NBC/GE</i>	KSTS / TEL	4	3.3%	1,600	0	2,510	Full Power

Notes:

1. This table includes positive revenue stations that were programmed in Spanish as of June 5, 2003.
2. "Owner Rank," "Station Rank," and "Revenue Share" are calculated for stations with positive revenues in the BIA data. Based on a conversation with the Director of Research at BIA, BIA strives to report estimated revenues for all rated stations in the metropolitan area.
3. May 2003 Nielsen share for 9:00 AM - Midnight for period indicated.
4. NBC/GE is the owner of Telemundo.

Sources: BIA, Inc.; various internet websites

Spanish Language Television Owners and Stations, 2003 Dallas

Owner Rank	Owner	Calls / Affiliation	Station Rank	Share of Metro Area TV Ad Revenues	2002 Ad Revenues (000s)	May 2003 Nielsen Share	Power (watts)	Type of Service
1	<i>Univision Communications Inc</i>	KUVN / UNI	1	60.1%	35,200	3	5,000	Full Power
		KSTR-TV / TLF	3	10.2%	6,000	1	4,470	Full Power
2	<i>NBC/GE</i>	KXTX-TV / TEL	2	29.7%	17,400	1	5,000	Full Power

Notes:

1. This table includes positive revenue stations that were programmed in Spanish as of June 5, 2003.
2. "Owner Rank," "Station Rank," and "Revenue Share" are calculated for stations with positive revenues in the BIA data. Based on a conversation with the Director of Research at BIA, BIA strives to report estimated revenues for all rated stations in the metropolitan area.
3. May 2003 Nielsen share for 9:00 AM - Midnight for period indicated.
4. NBC/GE is the owner of Telemundo.

Sources: BIA, Inc.; various internet websites

Spanish Language Television Owners and Stations, 2003 San Antonio

Owner Rank	Owner	Calls / Affiliation	Station Rank	Share of Metro Area TV Ad Revenues	2002 Ad Revenues (000s)	May 2003 Nielsen Share	Power (watts)	Type of Service
1	Univision Communications Inc	KWEX-TV / UNI	1	85.6%	17,800	8	5,000	Full Power
2	NBC/GE	KVDA / TEL	2	14.4%	3,000	2	5,000	Full Power

Notes:

1. This table includes positive revenue stations that were programmed in Spanish as of June 5, 2003.
2. "Owner Rank," "Station Rank," and "Revenue Share" are calculated for stations with positive revenues in the BIA data. Based on a conversation with the Director of Research at BIA, BIA strives to report estimated revenues for all rated stations in the metropolitan area.
3. May 2003 Nielsen share for 9:00 AM - Midnight for period indicated.
4. NBC/GE is the owner of Telemundo.

Sources: BIA, Inc.; various internet websites

Spanish Language Television Owners and Stations, 2003 Phoenix

Owner Rank	Owner	Calls / Affiliation	Station Rank	Share of Metro Area TV Ad Revenues	2002 Ad Revenues (000s)	May 2003 Nielsen Share	Power (watts)	Type of Service
1	<i>Univision Communications Inc</i>	KTVW-TV / UNI	1	84.2%	17,000	4	2,290	Full Power
2	<i>NBC/GE</i>	KDRX-LP / TEL	2	15.8%	3,200	0	50	Class A

Notes:

1. This table includes positive revenue stations that were programmed in Spanish as of June 5, 2003.
2. "Owner Rank," "Station Rank," and "Revenue Share" are calculated for stations with positive revenues in the BIA data. Based on a conversation with the Director of Research at BIA, BIA strives to report estimated revenues for all rated stations in the metropolitan area.
3. May 2003 Nielsen share for 9:00 AM - Midnight for period indicated.
4. NBC/GE is the owner of Telemundo.

Sources: BIA, Inc.; various internet websites

Spanish Language Television Owners and Stations, 2003 Brownsville/McAllen

Owner Rank	Owner	Calls / Affiliation	Station Rank	Share of Metro Area TV Ad Revenues	2002 Ad Revenues (000s)	May 2003 Nielsen Share	Power (watts)	Type of Service
1	<i>Entravision Holdings LLC</i>	KNVO / UNI	1	48.0%	9,000	15	3,020	Full Power
2	<i>Grupo Televisa</i>	XERV / TEV	3	13.3%	2,500	9	36	Full Power
		XHFX / TEV	4	10.7%	2,000	0	251	Full Power
		XHAB / TEV	5	9.3%	1,750	4	325	Full Power
3	<i>Sunbelt Multimedia Company</i>	KTLM / TEL	2	18.7%	3,500	6	5,000	Full Power

Notes:

1. This table includes positive revenue stations that were programmed in Spanish as of June 5, 2003.
2. "Owner Rank," "Station Rank," and "Revenue Share" are calculated for stations with positive revenues in the BIA data. Based on a conversation with the Director of Research at BIA, BIA strives to report estimated revenues for all rated stations in the metropolitan area.
3. May 2003 Nielsen share for 9:00 AM - Midnight for period indicated.
4. Sunbelt Multimedia Company operates this Telemundo station.

Sources: BIA, Inc.; various internet websites

Attachment B

Spanish Language Radio Owners and Stations, 2002 Los Angeles

Owner Rank	Owner	Station / Frequency	Station Rank	Share of Metro Area Radio Ad Revenue	2002 Ad Revenues (000s)	Winter 2003 Arbitron Share	Power Day/Night (watts)
1	<i>Hispanic Broadcasting Corporation</i>	KSCA / 101.9 FM	1	18.5%	31,000	3.7	4,800
		KLVE / 107.5 FM	2	17.9%	30,000	3.4	29,500
		KTNQ / 1020 AM	11	3.3%	5,500	0.6	50,000
		KRCD / 103.9 FM	13	2.4%	4,100	1.2	4,100
2	<i>Liberman Broadcasting Inc</i>	KBUE / 105.5 FM	3	13.0%	21,800	2.9	3,000
		KHJ / 930 AM	10	3.4%	5,700	1.1	5,000
		KWIZ / 96.7 FM	12	3.1%	5,200	0.8	6,000
3	<i>Spanish Broadcasting System</i>	KLAX / 97.9 FM	4	8.0%	13,400	2.8	33,000
		KXOL / 96.3 FM	7	6.0%	10,000	2.2	54,000
4	<i>Entravision Holdings LLC</i>	KSSE / 107.1 FM	5	7.5%	12,500	1.6	6,000
		KLYY / 97.5 FM	9	3.8%	6,400	0.8	72,000
5	<i>Lotus Communications Corporation</i>	KWKW / 1330 AM	6	6.0%	10,100	0.5	5,000
		KWKU / 1220 AM	17	0.1%	200	NA	250
6	<i>Radio Unica</i>	KBLA / 1580 AM	8	4.3%	7,200	1.0	50,000
7	<i>Multicultural Radio Broadcasting Inc</i>	KALI / 900 AM	14	1.3%	2,100	NA	500 / 79
7	<i>Salem Communications Corporation</i>	KXMX / 1190 AM	14	1.3%	2,100	NA	25,000
9	<i>Point Broadcasting Company</i>	KUTY / 1470 AM	16	0.2%	300	NA	5,000

Notes:

1. This table includes positive revenue stations that were programmed in Spanish in 2002.
2. "Owner Rank," "Station Rank" and "Revenue Share" are calculated for stations with positive revenues in the BIA data. Based on a conversation with the Director of Research at BIA, BIA strives to report estimated revenues for all rated stations in the metropolitan area.
3. Winter 2003 Arbitron share is the 12+ total day share for the period indicated.

Sources: BIA, Inc. from June 5, 2003 and July 11, 2003; various internet websites

Spanish Language Radio Owners and Stations, 2002 New York

Owner Rank	Owner	Station / Frequency	Station Rank	Share of Metro Area Radio Ad Revenue	2002 Ad Revenues (000s)	Winter 2003 Arbitron Share	Power Day/Night (watts)
1	<i>Spanish Broadcasting System</i>	WSKQ / 97.9 FM	1	48.7%	36,300	4.2	6,000
		WPAT / 93.1 FM	2	19.3%	14,400	2.8	5,400
2	<i>Hispanic Broadcasting Corporation</i>	WADO / 1280 AM	3	11.0%	8,200	1.5	50,000 / 7,200
		WCAA / 105.9 FM	5	6.0%	4,500	1.9	610
3	<i>Multicultural Radio Broadcasting Inc</i>	WPAT / 930 AM	4	7.1%	5,300	NA	5,000
		WLXE / 1380 AM	7	2.0%	1,500	0.9	5,000
4	<i>Radio Unica</i>	WWRU / 1660 AM	6	5.8%	4,300	0.3	10,000

Notes:

1. This table includes positive revenue stations that were programmed in Spanish in 2002.
2. "Owner Rank," "Station Rank" and "Revenue Share" are calculated for stations with positive revenues in the BIA data. Based on a conversation with the Director of Research at BIA, BIA strives to report estimated revenues for all rated stations in the metropolitan area.
3. Winter 2003 Arbitron share is the 12+ total day share for the period indicated.

Sources: BIA, Inc. from June 5, 2003 and July 11, 2003; various internet websites

Spanish Language Radio Owners and Stations, 2002 Miami

Owner Rank	Owner	Station / Frequency	Station Rank	Share of Metro Area Radio Ad Revenue	2002 Ad Revenues (000s)	Winter 2003 Arbitron Share	Power Day/Night (watts)
1	<i>Hispanic Broadcasting Corporation</i>	WAMR / 107.5 FM	1	23.3%	19,000	4.0	95,000
		WRTO / 98.3 FM	4	10.7%	8,700	3.3	100,000
		WAQI / 710 AM	5	8.6%	7,000	4.8	50,000
		WQBA / 1140 AM	7	4.9%	4,000	1.6	50,000 / 10,000
2	<i>Spanish Broadcasting System</i>	WXDJ / 95.7 FM	2	14.0%	11,400	2.4	40,000
		WRMA / 106.7 FM	3	13.6%	11,100	3.5	100,000
		WCMQ / 92.3 FM	6	8.5%	6,900	4.2	31,000
3	<i>El Dorado Broadcasting Corp</i>	WSUA / 1260 AM	8	4.8%	3,900	1.4	5,000
3	<i>Radio Unica</i>	WNMA / 1210 AM	8	4.8%	3,900	0.4	25,000 / 2,500
5	<i>Radio One Inc</i>	WVCG / 1080 AM	10	1.8%	1,500	NA	50,000 / 10,000
6	<i>South Broadcasting System</i>	WZMQ / 106.3 FM	11	1.1%	900	NA	50,000
7	<i>Beasley Broadcast Group</i>	WHSR / 980 AM	12	1.0%	800	NA	5,000 / 2,200
8	<i>Carreras, Carlos etal</i>	WWFE / 670 AM	13	0.9%	700	0.5	50,000 / 1,000
8	<i>Minority Broadcasters Inc</i>	WOCN / 1450 AM	13	0.9%	700	NA	1,000
10	<i>Radio Peace Catholic</i>	WACC / 830 AM	15	0.7%	600	0.7	1,000
11	<i>Entravision Holdings LLC</i>	WLQY / 1320 AM	16	0.5%	400	0.5	5,000

Notes:

1. This table includes positive revenue stations that were programmed in Spanish in 2002.
2. "Owner Rank," "Station Rank" and "Revenue Share" are calculated for stations with positive revenues in the BIA data. Based on a conversation with the Director of Research at BIA, BIA strives to report estimated revenues for all rated stations in the metropolitan area.
3. Winter 2003 Arbitron share is the 12+ total day share for the period indicated.

Sources: BIA, Inc. from June 5, 2003 and July 11, 2003; various internet websites

Spanish Language Radio Owners and Stations, 2002 Chicago

Owner Rank	Owner	Station / Frequency	Station Rank	Share of Metro Area Radio Ad Revenue	2002 Ad Revenues (000s)	Winter 2003 Arbitron Share	Power Day/Night (watts)
1	<i>Hispanic Broadcasting Corporation</i>	WOJO / 105.1 FM	1	30.1%	14,200	2.3	5,700
		WIND / 560 AM	3	11.9%	5,600	0.7	5,000
		WVIV / 103.1 FM	4	8.1%	3,800	0.6	6,000
		WVIV / 1200 AM	6	5.7%	2,700	0.3	10,000 / 1,000
2	<i>Spanish Broadcasting System</i>	WLEY / 107.9 FM	2	29.9%	14,100	3.4	21,000
3	<i>Entravision Holdings LLC</i>	WRZA / 99.9 FM	6	5.7%	2,700	0.4	50,000
		WZCH / 103.9 FM	8	1.1%	500	0.2	2,550
3	<i>Radio Unica</i>	WNTD / 950 AM	5	6.8%	3,200	0.5	1,000 / 5,000
5	<i>Big City Radio</i>	WYXX / 103.1 FM	9	0.6%	300	NA	6,000

Notes:

1. This table includes positive revenue stations that were programmed in Spanish in 2002.
2. "Owner Rank," "Station Rank" and "Revenue Share" are calculated for stations with positive revenues in the BIA data.
3. Winter 2003 Arbitron share is the 12+ total day share for the period indicated.

Sources: BIA, Inc. from June 5, 2003 and July 11, 2003; various internet websites

Spanish Language Radio Owners and Stations, 2002 Houston

Owner Rank	Owner	Station / Frequency	Station Rank	Share of Metro Area Radio Ad Revenue	2002 Ad Revenues (000s)	Winter 2003 Arbitron Share	Power Day/Night (watts)
1	<i>Hispanic Broadcasting Corporation</i>						
		KLTN / 102.9 FM	1	41.5%	27,900	6.7	100,000
		KOVE / 106.5 FM	2	20.1%	13,500	2.8	100,000
		KPTY / 104.9 FM	4	5.9%	4,000	3.9	2,700
		KLAT / 1010 AM	6	5.6%	3,800	0.8	5,000 / 3,600
		KOBT / 100.7 FM	7	3.7%	2,500	0.4	100,000
		KQBU / 93.3 FM	12	0.7%	500	0.7	100,000
2	<i>Lieberman Broadcasting Inc</i>						
		KTJM / 98.5 FM	3	8.3%	5,600	1.4	100,000
		KQQK / 107.9 FM	7	3.7%	2,500	1.2	100,000
		KEYH / 850 AM	9	1.5%	1,000	0.6	10,000 / 180
		KJOJ / 103.3 FM	10	1.3%	900	0.6	100,000
		KQUE / 1230 AM	12	0.7%	500	1.0	410 / 0
3	<i>Radio Unica</i>						
		KXYZ / 1320 AM	5	5.8%	3,900	0.5	5,000 / 5,000
4	<i>SIGA Broadcasting Corp</i>						
		KGBC / 1540 AM	11	1.0%	700	NA	1,000 / 250

Notes:

1. This table includes positive revenue stations that were programmed in Spanish in 2002.
2. "Owner Rank," "Station Rank" and "Revenue Share" are calculated for stations with positive revenues in the BIA data. Based on a conversation with the Director of Research at BIA, BIA strives to report estimated revenues for all rated stations in the metropolitan area.
3. Winter 2003 Arbitron share is the 12+ total day share for the period indicated.

Sources: BIA, Inc. from June 5, 2003 and July 11, 2003; various internet websites

Spanish Language Radio Owners and Stations, 2002 San Francisco/San Jose

Owner Rank	Owner	Station / Frequency	Station Rank	Share of Metro Area Radio Ad Revenue	2002 Ad Revenues (000s)	Winter 2003 Arbitron Share	Power Day/Night (watts)
1	<i>Entravision Holdings LLC</i>	KBRG / 100.3 FM	1	25.9%	8,200	3.1	14,500
		KLOK / 1170 AM	4	16.8%	5,300	2.0	50,000 / 5,000
2	<i>Hispanic Broadcasting Corporation</i>	KSOL / 98.9 FM	2	21.8%	6,900	1.9	6,100
		KEMR / 105.7 FM	5	13.3%	4,200	2.2	50,000
3	<i>Radio Unica</i>	KIQI / 1010 AM	3	19.0%	6,000	1.1	10,000 / 1,500
		KATD / 990 AM	7	0.6%	200	NA	5,000
4	<i>Radio Fiesta</i>	KAZA / 1290 AM	6	1.9%	600	0.7	5,000
5	<i>Duharte, Carlos A.</i>	KZSF / 1370 AM	7	0.6%	200	NA	5,000

Notes:

1. This table includes positive revenue stations that were programmed in Spanish in 2002.
2. "Owner Rank," "Station Rank" and "Revenue Share" are calculated for stations with positive revenues in the BIA data. Based on a conversation with the Director of Research at BIA, BIA strives to report estimated revenues for all rated stations in the metropolitan area.
3. Winter 2003 Arbitron share is the 12+ total day share for the period indicated.

Sources: BIA, Inc. from June 5, 2003 and July 11, 2003; various internet websites

Spanish Language Radio Owners and Stations, 2002 Dallas/Ft. Worth

Owner Rank	Owner	Station / Frequency	Station Rank	Share of Metro Area Radio Ad Revenue	2002 Ad Revenues (000s)	Winter 2003 Arbitron Share	Power Day/Night (watts)
1	<i>Hispanic Broadcasting Corporation</i>	KLNO / 94.1 FM	1	25.3%	7,400	5.2	100,000
		KHCK / 99.1 FM	3	15.0%	4,400	0.9	100,000
		KESS / 1270 AM	4	11.3%	3,300	0.5	5,000
		KHCK / 1480 AM	5	8.5%	2,500	0.1	5,000 / 1,900
		KESS / 107.9 FM	7	4.1%	1,200	1.9	100,000
		KDXX / 107.1 FM	10	2.7%	800	0.8	74,000
2	<i>Entravision Holdings LLC</i>	KZMP / 101.7 FM	2	17.1%	5,000	1.3	92,000
		KTCY / 104.9 FM	6	5.1%	1,500	0.8	16,000
		KZMP / 1540 AM	10	2.7%	800	NA	32,000 / 0
3	<i>Radio Unica</i>	KAHZ / 1360 AM	8	3.8%	1,100	0.7	50,000 / 890
4	<i>Lujan, Christobal</i>	KFJZ / 870 AM	9	3.1%	900	NA	500 / 0
5	<i>Amigo Broadcasting LP</i>	KXEBC / 910 AM	12	1.4%	400	NA	1,000 / 500

Notes:

1. This table includes positive revenue stations that were programmed in Spanish in 2002.
2. "Owner Rank," "Station Rank" and "Revenue Share" are calculated for stations with positive revenues in the BIA data. Based on a conversation with the Director of Research at BIA, BIA strives to report estimated revenues for all rated stations in the metropolitan area.
3. Winter 2003 Arbitron share is the 12+ total day share for the period indicated.

Sources: BIA, Inc. from June 5, 2003 and July 11, 2003; various internet websites

Spanish Language Radio Owners and Stations, 2002 San Antonio

Owner Rank	Owner	Station / Frequency	Station Rank	Share of Metro Area Radio Ad Revenue	2002 Ad Revenues (000s)	Winter 2003 Arbitron Share	Power Day/Night (watts)
1	<i>Hispanic Broadcasting Corporation</i>	KXTN / 107.5 FM	1	43.9%	9,000	4.6	100,000
		KROM / 92.9 FM	2	18.5%	3,800	3.0	45,000
		KCOR / 95.1 FM	4	6.8%	1,400	1.6	100,000
		KCOR / 1350 AM	5	4.4%	900	0.4	5,000
2	<i>Spanish Broadcasting System</i>	KLEY / 94.1 FM	3	16.1%	3,300	2.6	40,000
		KSAH / 720 AM	6	3.9%	800	0.7	10,000 / 890
3	<i>Radio Unica</i>	KZDC / 1250 AM	7	3.4%	700	0.8	1,000
4	<i>D & E Broadcasting</i>	KEDA / 1540 AM	8	2.4%	500	0.8	5,000 / 1,000
5	<i>Multicultural Radio Broadcasting Inc</i>	KFNI / 1380 AM	9	0.5%	100	NA	4,000 / 165

Notes:

1. This table includes positive revenue stations that were programmed in Spanish in 2002.
2. "Owner Rank," "Station Rank" and "Revenue Share" are calculated for stations with positive revenues in the BIA data. Based on a conversation with the Director of Research at BIA, BIA strives to report estimated revenues for all rated stations in the metropolitan area.
3. Winter 2003 Arbitron share is the 12+ total day share for the period indicated.

Sources: BIA, Inc. from June 5, 2003 and July 11, 2003; various internet websites

Spanish Language Radio Owners and Stations, 2002 Phoenix

Owner Rank	Owner	Station / Frequency	Station Rank	Share of Metro Area Radio Ad Revenue	2002 Ad Revenues (000s)	Winter 2003 Arbitron Share	Power Day/Night (watts)
1	<i>Hispanic Broadcasting Corporation</i>	KHOT / 105.9 FM	1	23.1%	3,700	3.7	36,000
		KMRR / 100.3 FM	3	12.5%	2,000	0.3	90,000
		KOMR / 106.3 FM	3	12.5%	2,000	1.0	23,000
		KHOV / 105.3 FM	9	1.3%	200	0.1	6,000
2	<i>Entravision Holdings LLC</i>	KLNZ / 103.5 FM	2	20.0%	3,200	2.2	62,000
		KVVA / 107.1 FM	6	10.6%	1,700	0.8	23,500
		KDVA / 106.9 FM	7	3.8%	600	0.3	6,000
3	<i>Radio Unica</i>	KIDR / 740 AM	5	11.9%	1,900	NA	1,000 / 292
4	<i>Fiesta Radio Inc</i>	KSUN / 1400 AM	8	1.9%	300	NA	1,000
5	<i>Continental Broadcasting</i>	KPHX / 1480 AM	9	1.3%	200	NA	5,000 / 500
5	<i>KASA Radio Hogar Inc</i>	KASA / 1540 AM	9	1.3%	200	NA	10,000 / 19

Notes:

1. This table includes positive revenue stations that were programmed in Spanish in 2002.
2. "Owner Rank," "Station Rank" and "Revenue Share" are calculated for stations with positive revenues in the BIA data. Based on a conversation with the Director of Research at BIA, BIA strives to report estimated revenues for all rated stations in the metropolitan area.
3. Winter 2003 Arbitron share is the 12+ total day share for the period indicated.

Sources: BIA, Inc. from June 5, 2003 and July 11, 2003; various internet websites

Spanish Language Radio Owners and Stations, 2002 Brownsville/McAllen

Owner Rank	Owner	Station / Frequency	Station Rank	Share of Metro Area Radio Ad Revenue	2002 Ad Revenues (000s)	Winter 2003 Arbitron Share	Power Day/Night (watts)
1	<i>Hispanic Broadcasting Corporation</i>	KGBT / 98.5 FM	2	30.6%	3,100	NA	100,000
		KGBT / 1530 AM	3	6.9%	700	NA	50,000 / 10,000
2	<i>Entravision Holdings LLC</i>	KKPS / 99.5 FM	1	36.5%	3,700	NA	100,000
3	<i>Trevino, Edgar</i>	KBOR / 1600 AM	6	3.0%	300	NA	1,000
		KBOR / 105.5 FM	6	3.0%	300	NA	3,000
		KTJN / 106.3 FM	6	3.0%	300	NA	1,550
4	<i>BMP Radio LP</i>	KILM / 102.1 FM	4	6.4%	650	NA	18,000
5	<i>Christian Ministries of the Valley</i>	KRGE / 1290 AM	5	3.5%	350	NA	5,000
5	<i>La Radio Cristiana Network Inc</i>	KJAV / 104.9 FM	10	2.0%	200	NA	6,000
		KUBR / 1210 AM	11	1.5%	150	NA	10,000 / 5,000
7	<i>Iglesia Del Pueblo Inc</i>	KIRT / 1580 AM	6	3.0%	300	NA	1,000 / 302
8	<i>Radio Unica</i>	KVJY / 840 AM	12	0.7%	75	NA	5,000 / 1,000

Notes:

1. This table includes positive revenue stations that were programmed in Spanish in 2002.
2. "Owner Rank," "Station Rank" and "Revenue Share" are calculated for stations with positive revenues in the BIA data. Based on a conversation with the Director of Research at BIA, BIA strives to report estimated revenues for all rated stations in the metropolitan area.
3. Winter 2003 Arbitron share is the 12+ total day share for the period indicated.

Sources: BIA, Inc. from June 5, 2003 and July 11, 2003; various internet websites

Attachment C

**Owner-Level Herfindahl-Hirschman Indices ("HHIs")
by Metropolitan Area**

Metropolitan Area	Pre-Merger	Post-Merger	
	Spanish-Language Radio + TV	Spanish-Language Radio + TV	Change in HHI
Los Angeles	2,411	3,996	1,585
New York	2,867	3,446	578
Miami	2,282	3,670	1,388
Chicago	2,623	4,851	2,228
Houston	3,072	5,787	2,715
San Francisco/San Jose	2,961	4,296	1,335
Dallas/Ft. Worth	3,158	5,248	2,090
San Antonio	3,350	6,502	3,152
Phoenix	3,019	5,069	2,050
Brownsville/McAllen	2,742	2,742	0

Notes:

Calculations based on 2002 revenue for stations broadcasting in Spanish in 2002 and include stations with positive revenues in the BIA data. Based on our conversation with the Director of Research at BIA, we understand that BIA strives to report estimated revenues for all rated stations in the metropolitan area.

Sources: BIA, Inc. from June 5, 2003 and July 11, 2003; various internet websites

Attachment D

**Spanish-Language Radio and Television, By Metropolitan Area
Hispanic Broadcasting Corporation and Univision Communications Inc.**

Metro Area: Combined Market Share	Station	By Metro Area, By Media			2002 Ad Revenues (000s)	Power Day/Night (watts)	Type of Service	
		Station Rank	Revenue Share	Ratings Share				
Los Angeles: 61%	<i>HBC</i>	KSCA / 101.9 FM	1	18.5%	3.7	31,000	4,800	
		KLVE / 107.5 FM	2	17.9%	3.4	30,000	29,500	
		KTNQ / 1020 AM	11	3.3%	0.6	5,500	50,000	
		KRCD / 103.9 FM	13	2.4%	1.2	4,100	4,100	
	<i>Univision</i>	KMEX-TV / UNI	1	69.6%	7	140,000	2,291	Full Power
		KFTR / TLF	4	6.3%	2	12,700	2,450	Full Power
New York: 48%	<i>HBC</i>	WADO / 1280 AM	3	11.0%	1.5	8,200	50,000 / 7,200	
		WCAA / 105.9 FM	5	6.0%	1.9	4,500	610	
	<i>Univision</i>	WXTV / UNI	1	70.1%	4	75,000	2,340	Full Power
Miami: 55%	<i>HBC</i>	WAMR / 107.5 FM	1	23.3%	4.0	19,000	95,000	
		WRTO / 98.3 FM	4	10.7%	3.3	8,700	100,000	
		WAQI / 710 AM	5	8.6%	4.8	7,000	50,000	
		WQBA / 1140 AM	7	4.9%	1.6	4,000	50,000 / 10,000	
	<i>Univision</i>	WLTV / UNI	1	54.0%	10	61,500	4,470	Full Power
		WAMI-TV / TLF	3	6.1%	2	6,900	5,000	Full Power
Chicago: 67%	<i>HBC</i>	WOJO / 105.1 FM	1	30.1%	2.3	14,200	5,700	
		WIND / 560 AM	3	11.9%	0.7	5,600	5,000	
		WVIV / 103.1 FM	4	8.1%	0.6	3,800	6,000	
		WVIV / 1200 AM	6	5.7%	0.3	2,700	10,000 / 1,000	
	<i>Univision</i>	WGBO / UNI	1	81.4%	4	28,900	5,000	Full Power
Houston: 74%	<i>HBC</i>	KLTN / 102.9 FM	1	41.5%	6.7	27,900	100,000	
		KOVE / 106.5 FM	2	20.1%	2.8	13,500	100,000	
		KPTY / 104.9 FM	4	5.9%	3.9	4,000	2,700	
		KLAT / 1010 AM	6	5.6%	0.8	3,800	5,000 / 3,600	
		KOBT / 100.7 FM	7	3.7%	0.4	2,500	100,000	
		KQBU / 93.3 FM	12	0.7%	0.7	500	100,000	
	<i>Univision</i>	KXLN-TV / UNI	1	63.5%	5	35,600	5,000	Full Power
		KFTH / TLF	4	7.1%	1	4,000	4,800	Full Power
San Francisco/San Jose: 62%	<i>HBC</i>	KSOL / 98.9 FM	2	21.8%	1.9	6,900	6,100	
		KEMR / 105.7 FM	5	13.3%	2.2	4,200	50,000	
	<i>Univision</i>	KDTV / UNI	1	67.1%	2	32,400	3,980	Full Power
		KFSF / TLF	3	12.4%	0	6,000	3,470	Full Power
Dallas/Ft. Worth: 69%	<i>HBC</i>	KLNO / 94.1 FM	1	25.3%	5.2	7,400	100,000	
		KHCK / 99.1 FM	3	15.0%	0.9	4,400	100,000	
		KESS / 1270 AM	4	11.3%	0.5	3,300	5,000	
		KHCK / 1480 AM	5	8.5%	0.1	2,500	5,000 / 1,900	
		KESS / 107.9 FM	7	4.1%	1.9	1,200	100,000	
		KDXX / 107.1 FM	10	2.7%	0.8	800	74,000	
	<i>Univision</i>	KUVN / UNI	1	60.1%	3	35,200	5,000	Full Power
		KSTR-TV / TLF	3	10.2%	1	6,000	4,470	Full Power
San Antonio: 80%	<i>HBC</i>	KXTN / 107.5 FM	1	43.9%	4.6	9,000	100,000	
		KROM / 92.9 FM	2	18.5%	3.0	3,800	45,000	
		KCOR / 95.1 FM	4	6.8%	1.6	1,400	100,000	
		KCOR / 1350 AM	5	4.4%	0.4	900	5,000	
	<i>Univision</i>	KWEX-TV / UNI	1	85.6%	8	17,800	5,000	Full Power
Phoenix: 69%	<i>HBC</i>	KHOT / 105.9 FM	1	23.1%	3.7	3,700	36,000	
		KMRR / 100.3 FM	3	12.5%	0.3	2,000	90,000	
		KOMR / 106.3 FM	3	12.5%	1.0	2,000	23,000	
		KHOV / 105.3 FM	9	1.3%	0.1	200	6,000	
	<i>Univision</i>	KTVW-TV / UNI	1	84.2%	4	17,000	2,290	Full Power
Brownsville: 13%	<i>HBC</i>	KGBT / 98.5 FM	2	30.6%	NA	3,100	100,000	
		KGBT / 1530 AM	3	6.9%	NA	700	50,000 / 10,000	

Notes:

1. This table includes positive revenue radio stations that were programmed in Spanish in 2002 and positive revenue television stations that were programmed in Spanish as of June 2003.
2. "Station Rank" and "Revenue Share" are calculated for stations with positive revenues in the BIA data. Based on our conversation with the Director of Research at BIA, we understand that BIA strives to report estimated revenues for all rated stations in the metropolitan area.
3. Radio ratings share is the Winter 2003 Arbitron 12+ total day share and television revenue share is the Nielsen share for 9:00 AM to Midnight, for the period indicated.

Sources: BIA, Inc. from June 5, 2003 and July 11, 2003; various internet websites