

Federal Communications Commission Washington, D.C. 20554 <p style="text-align: center;">FCC 315</p>	Approved by OMB 3060-0032 (September 2004) FOR FCC USE ONLY
<p>APPLICATION FOR CONSENT TO TRANSFER CONTROL OF ENTITY HOLDING BROADCAST STATION CONSTRUCTION PERMIT OR LICENSE</p> <p>Read INSTRUCTIONS Before Filling Out Form</p>	FOR COMMISSION USE ONLY FILE NO. BTCH - 20061212BYE

Section I - General Information

1.	Legal Name of the Licensee/Permittee AMFM BROADCASTING 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: 0012325395	Call Sign KBIG-FM
		Facility ID Number 6360
2.	Contact Representative (if other than licensee/permittee) DORANN BUNKIN	Firm or Company Name WILEY REIN & FIELDING 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@WRF.COM
3.	If this application has been submitted without a fee, indicate reason for fee exemption (see 47 C.F.R. Section 1.1114): <input type="radio"/> Governmental Entity <input type="radio"/> Noncommercial Educational Licensee/Permittee <input type="radio"/> Other <input checked="" type="radio"/> N/A (Fee Required)	
4.	Purpose of Application: <input checked="" type="radio"/> Transfer of control of licensee <input type="radio"/> Transfer of control of permitte <input type="radio"/> Amendment to pending application File number of pending application: - 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)? If yes, list pertinent authorizations in an Exhibit.	<input type="radio"/> Yes <input checked="" type="radio"/> No [Exhibit 2]
6.	a. Were any of the authorizations that are the subject of this application obtained through the	<input type="radio"/> Yes <input checked="" type="radio"/> No

Commission's point system for reserved channel noncommercial educational stations (see 47 C.F.R. Sections 73.7001 and 73.7003)?

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.		<input checked="" type="radio"/> Yes <input type="radio"/> 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 & FIELDING 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@WRF.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 12/12/2006

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

<p>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.</p>	<p><input checked="" type="radio"/> Yes <input type="radio"/> No</p>																																			
<p>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, SCA, FM and/or TV booster stations, and associated auxiliary service stations.</p> <p>[Enter Station Information]</p> <p>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, SCA, FM and/or TV booster stations, and associated auxiliary service stations.</p> <table border="1" style="width:100%; border-collapse: collapse; margin-top: 10px;"> <thead> <tr> <th style="width: 15%;">Facility ID Number</th> <th style="width: 15%;">Call Sign</th> <th style="width: 25%;">or Construction Permit File Number</th> <th style="width: 20%;">City</th> <th style="width: 25%;">State</th> </tr> </thead> <tbody> <tr> <td>14241</td> <td>K280DT</td> <td>-</td> <td>THOUSAND OAKS</td> <td>CA</td> </tr> <tr> <td>34426</td> <td>K292CR</td> <td>-</td> <td>SIMI VALLEY</td> <td>CA</td> </tr> <tr> <td>6360</td> <td>KBIG-FM</td> <td>-</td> <td>LOS ANGELES</td> <td>CA</td> </tr> <tr> <td>41967</td> <td>KDWB-FM</td> <td>-</td> <td>RICHFIELD</td> <td>MN</td> </tr> <tr> <td>59967</td> <td>KEYY-FM</td> <td>-</td> <td>ST. PAUL</td> <td>MN</td> </tr> <tr> <td>59961</td> <td>KFAN</td> <td>-</td> <td>MINNEAPOLIS</td> <td>MN</td> </tr> </tbody> </table>		Facility ID Number	Call Sign	or Construction Permit File Number	City	State	14241	K280DT	-	THOUSAND OAKS	CA	34426	K292CR	-	SIMI VALLEY	CA	6360	KBIG-FM	-	LOS ANGELES	CA	41967	KDWB-FM	-	RICHFIELD	MN	59967	KEYY-FM	-	ST. PAUL	MN	59961	KFAN	-	MINNEAPOLIS	MN
Facility ID Number	Call Sign	or Construction Permit File Number	City	State																																
14241	K280DT	-	THOUSAND OAKS	CA																																
34426	K292CR	-	SIMI VALLEY	CA																																
6360	KBIG-FM	-	LOS ANGELES	CA																																
41967	KDWB-FM	-	RICHFIELD	MN																																
59967	KEYY-FM	-	ST. PAUL	MN																																
59961	KFAN	-	MINNEAPOLIS	MN																																

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
10145	KFBK	-	SACRAMENTO	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
10141	KFXN	-	MINNEAOPPLIS	MN
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
10146	KGBY	-	SACRAMENTO	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
10135	KGGI	-	RIVERSIDE	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
35022	KHHT	-	LOS ANGELES	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
10144	KHYL	-	AUBURN	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
34930	KIOI	-	SAN FRANSISCO	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
4085	KIOI-FM1	-	WALNUT CREEK	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
90740	KIOI-FM2	-	PLEASANTON	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
59964	KISQ	-	SAN FRANSISCO	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
59993	KISQ-FM2	-	PLEASANTON	CA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
59973	KISQ-FM3	-	CONCORD	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
10134	KKDD	-	SAN BERNARDINO	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
65484	KKSF	-	SAN FRANCISCO	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
86911	KKSF-FM1	-	PLEASANTON	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
59958	KLAC	-	LOS ANGELES	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
35121	KMEL	-	SAN FRANCISCO	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
136936	KMEL-FM2	-	WALNUT CREEK	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
59966	KNEW	-	OAKLAND	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
34424	KOST	-	LOS ANGELES	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
59957	KQKE	-	OAKLAND	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State

54457	KQQL	-	ANOKA	MN
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
22883	KSTE	-	RANCHO CORDOVA	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
10142	KTCZ-FM	-	MINNEAPOLIS	MN
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
54458	KTLK-FM	-	MINNEAPOLIS	MN
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
59989	KYLD	-	SAN FRANCISCO	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
59990	KYLD-FM1	-	PLEASANTON	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
36019	KYSR	-	LOS ANGELES	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
138332	W242BA	-	COTTAGE GROVE	MN
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
51165	WGCI-FM	-	CHICAGO	IL
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
51162	WGRB	-	CHICAGO	IL
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
74178	WKSC-FM	-	CHICAGO	IL
Facility ID Number	Call Sign	or Construction Permit File Number	City	State

70042	WLIT-FM	-	CHICAGO	IL
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
53971	WNUA	-	CHICAGO	IL
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
6588	WVAZ	-	OAK PARK	IL
<p>3. Agreements to Transfer Control of Station. Licensee/permittee certifies that:</p> <p>a. it has placed in its public inspection file(s) and submitted an exhibit to this item copies of all agreements to transfer control of the station(s);</p> <p>b. these documents embody the complete and final understanding between transferor(s) and transferee(s); and</p> <p>c. these agreements comply fully with the Commission's rules and policies.</p> <p>Exhibit Required</p>				<p><input type="radio"/> Yes <input checked="" type="radio"/> No</p> <p>See Explanation in [Exhibit 6]</p>
<p>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.</p>				<p><input type="checkbox"/> N/A</p> <p>[Exhibit 7]</p>
<p>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:</p> <p>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</p> <p>b. any pending broadcast application in which character issues have been raised.</p>				<p><input type="radio"/> Yes <input checked="" type="radio"/> No</p> <p>See Explanation in [Exhibit 8]</p>
<p>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.</p>				<p><input checked="" type="radio"/> Yes <input type="radio"/> No</p> <p>See Explanation in [Exhibit 9]</p>
<p>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.</p>				<p><input checked="" type="radio"/> Yes <input type="radio"/> No</p>
<p>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.</p>				<p><input type="radio"/> Yes <input type="radio"/> No</p> <p><input checked="" type="radio"/> N/A</p> <p>See Explanation in [Exhibit 10]</p>
<p>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.</p>				<p><input checked="" type="radio"/> Yes <input type="radio"/> No</p>

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 12/12/2006

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.	<p>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 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.</p>	<p><input checked="" type="radio"/> Yes <input type="radio"/> No</p>												
2.	<p>Legal Name of the Transferee(s) STOCKHOLDERS OF BT TRIPLE CROWN MERGER CO., INC.</p> <p>Mailing Address THOMAS H. LEE EQUITY FUND VI, L.P. 100 FEDERAL STREET, 35TH FLOOR</p> <table border="1" data-bbox="218 722 1512 883"> <tr> <td data-bbox="218 722 529 786">City BOSTON</td> <td data-bbox="529 722 982 786">State or Country (if foreign address) MA</td> <td data-bbox="982 722 1512 786">Zip Code 02110 -</td> </tr> <tr> <td data-bbox="218 786 428 883"></td> <td data-bbox="428 786 764 883">Telephone Number (include area code) 6172271050</td> <td data-bbox="764 786 1512 883">E-Mail Address (if available)</td> </tr> </table>		City BOSTON	State or Country (if foreign address) MA	Zip Code 02110 -		Telephone Number (include area code) 6172271050	E-Mail Address (if available)						
City BOSTON	State or Country (if foreign address) MA	Zip Code 02110 -												
	Telephone Number (include area code) 6172271050	E-Mail Address (if available)												
3.	<table border="1" data-bbox="218 883 1512 1175"> <tr> <td data-bbox="218 883 798 959">Contact Representative (if other than transferee) JOHN S. LOGAN, ESQ.</td> <td colspan="2" data-bbox="798 883 1512 959">Firm or Company Name DOW LOHNES, PLLC</td> </tr> <tr> <td colspan="3" data-bbox="218 959 1512 1045">Mailing Address 1200 NEW HAMPSHIRE AVENUE, NW SUITE 800</td> </tr> <tr> <td data-bbox="218 1045 798 1110">City WASHINGTON</td> <td data-bbox="798 1045 1251 1110">State or Country (if foreign address) DC</td> <td data-bbox="1251 1045 1512 1110">Zip Code 20036 -</td> </tr> <tr> <td data-bbox="218 1110 798 1175">Telephone Number (include area code) 2027762000</td> <td colspan="2" data-bbox="798 1110 1512 1175">E-Mail Address (if available) JLOGAN@DOWLOHNES.COM</td> </tr> </table> <p>If more than one transferee, submit the information requested in questions 2 and 3 for each transferee. [Exhibit 11]</p>		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	
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													
4.	<p>Nature of Applicant. Each transferee is:</p> <table border="1" data-bbox="218 1282 1512 1455"> <tr> <td data-bbox="218 1282 646 1336"><input type="radio"/> an individual</td> <td data-bbox="646 1282 1075 1336"><input type="radio"/> a general partnership</td> <td data-bbox="1075 1282 1512 1336"><input type="radio"/> a for-profit corporation</td> </tr> <tr> <td data-bbox="218 1336 646 1390"><input checked="" type="radio"/> a limited partnership</td> <td data-bbox="646 1336 1075 1390"><input type="radio"/> a not-for-profit corporation</td> <td data-bbox="1075 1336 1512 1390"><input type="radio"/> a limited liability company (LLC/LC)</td> </tr> <tr> <td data-bbox="218 1390 646 1455"><input type="radio"/> other</td> <td data-bbox="646 1390 1075 1455"></td> <td data-bbox="1075 1390 1512 1455"></td> </tr> </table> <p>a. If "other", describe nature of transferee in an Exhibit. [Exhibit 12]</p>		<input type="radio"/> an individual	<input type="radio"/> a general partnership	<input type="radio"/> a for-profit corporation	<input checked="" type="radio"/> a limited partnership	<input type="radio"/> a not-for-profit corporation	<input type="radio"/> a limited liability company (LLC/LC)	<input type="radio"/> other					
<input type="radio"/> an individual	<input type="radio"/> a general partnership	<input type="radio"/> a for-profit corporation												
<input checked="" type="radio"/> a limited partnership	<input type="radio"/> a not-for-profit corporation	<input type="radio"/> a limited liability company (LLC/LC)												
<input type="radio"/> other														
5.	<p>Agreements to Transfer Control of Station. Transferee certifies that:</p> <p>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</p> <p>b. these agreements comply fully with the Commission's rules and policies.</p>	<p><input type="radio"/> Yes <input checked="" type="radio"/> No [Exhibit 13]</p>												
6.	<p>Parties to the Application.</p> <p>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.</p> <p>(1) Name and address of the transferee and each (2) Citizenship.</p>													

	<p>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 <i>attributable interest</i>). List the transferee first, officers next, then directors and, thereafter, remaining stockholders and other entities with attributable interests, and partners.</p> <p>[Enter Parties/Owners Information]</p>	<p>(3) Positional Interest: Officer, director, general partner, limited partner, LLC member, investor/creditor attributable under the Commission's equity/debt plus standard, etc.</p> <p>(4) Percentage of votes.</p> <p>(5) Percentage of total assets (equity plus debt).</p>
	<p>b. Applicant certifies that equity interests not set forth above are non-attributable.</p>	<p><input checked="" type="radio"/> Yes <input type="radio"/> No</p> <p><input type="radio"/> N/A</p> <p>See Explanation in [Exhibit 15]</p>
<p>7.</p>	<p>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.</p>	<p><input type="checkbox"/> N/A</p> <p>[Exhibit 16]</p>
<p>8.</p>	<p>Multiple Ownership.</p>	
	<p>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?</p> <p>If "Yes," radio applicants must submit as an Exhibit a copy of each such agreement for radio stations.</p>	<p><input type="radio"/> Yes <input checked="" type="radio"/> No</p> <p>[Exhibit 17]</p>
	<p>b. Transferee certifies that the proposed transfer complies with the Commission's multiple ownership rules and cross-ownership rules.</p> <p>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).</p> <p>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.</p>	<p><input checked="" type="radio"/> Yes <input type="radio"/> No</p> <p>[Exhibit 18]</p>
	<p>c. Transferee certifies that the proposed transfer:</p> <ol style="list-style-type: none"> 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. 	<p><input checked="" type="radio"/> Yes <input type="radio"/> No</p> <p>See Explanation in [Exhibit 19]</p>
<p>9.</p>	<p>Character Issues. Transferee certifies that neither transferee nor any party to the application has or has had any interest in, or connection with:</p> <ol style="list-style-type: none"> 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. 	<p><input checked="" type="radio"/> Yes <input type="radio"/> No</p> <p>See Explanation in [Exhibit 20]</p>
<p>10.</p>	<p>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.</p>	<p><input checked="" type="radio"/> Yes <input type="radio"/> No</p> <p>See Explanation in [Exhibit 21]</p>

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.	<input checked="" type="radio"/> Yes <input type="radio"/> 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.	<input checked="" type="radio"/> Yes <input type="radio"/> 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.	<input checked="" type="radio"/> Yes <input type="radio"/> 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.	<input type="radio"/> Yes <input type="radio"/> No <input checked="" type="radio"/> 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.	<input checked="" type="radio"/> Yes <input type="radio"/> 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)	<input checked="" type="radio"/> Yes <input type="radio"/> 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 12/12/2006

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

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 AKNOWLEDGE 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

APPENDIX A DEFINITIONS

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

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 AGENCY'S 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

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

Attachment 14

Description
Parties to the Application

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