

**PUBLIC INTEREST STATEMENT
AND DESCRIPTION OF TRANSACTION**

Satellite earth station E940197 is licensed to Radio Networks, LLC (“Radio Networks”) and currently used in connection with the operation of the Citadel Media Networks to facilitate broadcasts to the public. On December 20, 2009, Citadel Broadcasting Corporation (“Citadel”), the indirect parent of Radio Networks, and the subsidiaries of Citadel that hold broadcast licenses (the “Citadel Licensee Subsidiaries” and together with Citadel, the “Debtors”), including Radio Networks, filed voluntary petitions for bankruptcy seeking relief under the provisions of Chapter 11 of the Bankruptcy Code to effectuate a restructuring of the debt obligations of the Debtors with the United States Bankruptcy Court of the Southern District of New York (“Bankruptcy Court”). Accordingly, the Debtors are now operating as debtors-in-possession under the Bankruptcy Court’s oversight.

On December 22, 2009, applications were filed on FCC Form 316 requesting FCC consent to the involuntary, *pro forma* assignment of the broadcast radio station licenses held by Citadel’s licensee subsidiaries (the “Citadel Licensee Subsidiaries”) to the Citadel Licensee Subsidiaries as “debtor-in-possession” under Chapter 11. The applications were granted on December 30, 2009. *See e.g.* FCC File Nos. BAL-20091222AJZ, AKA, and AKB.

Upon the filing of the Chapter 11 Joint Plan of Reorganization (the “Plan”), as modified, with the Bankruptcy Court, applications were filed on FCC Form 315 on March 18, 2010, requesting Commission consent to the transfer of control of the broadcast radio station licenses held by the Citadel Licensee Subsidiaries, as Debtors–in–Possession, from the existing shareholders of Citadel to the shareholders of CB Company, as Reorganized (the surviving company after the reorganization described in the Plan). *See e.g.* FCC File Nos. BTC-20100318AJP, AJQ and AJR. Those applications remain pending.

Due to inadvertent oversight, this interim application seeking Commission consent to the *pro forma* assignment of the license of satellite earth station E940197 to Radio Networks, Debtor-in-Possession, was not timely filed, and leave to submit this application at this time is respectfully requested. This assignment does not effect a substantial change in the control of the licensee, as the officers and directors of Citadel and the Citadel Licensee Subsidiaries remained unchanged following the filing of the bankruptcy petitions. The control structure of Citadel and the Citadel Licensee Subsidiaries remains unchanged but is now subject to the jurisdiction and oversight of the Bankruptcy Court. In short, the attributable ownership interests in Citadel are substantively unchanged from those last approved by the Commission in *Citadel Broadcasting Co. and The Walt Disney Co. (Transfer of Control)*, Memorandum Opinion and Order and Notice of Apparent Liability, 22 FCC Rcd 7083 (2007). Accordingly, the contemplated assignment is *pro forma* in nature.

Approval of this *pro forma* assignment application will allow Radio Networks, Debtor-in-Possession to continue to operate satellite earth station E940197 to facilitate its broadcasts to the public. It is therefore respectfully submitted that the grant of this application will serve the public interest, convenience and necessity.

Expedited approval of this *pro forma* assignment application is respectfully requested. Radio Networks, Debtor-in-Possession, plans to subsequently file an application to assign the license for satellite earth station E940197 from Radio Networks, Debtor-in-Possession to Radio Networks, LLC, as controlled by CB Company, as Reorganized (the surviving company upon approval of the Plan by the Bankruptcy Court and emergence from bankruptcy).