

**Exhibit F**

This Form 312 application is being filed pursuant to an Agreement and Plan of Merger (the "Merger Agreement"), dated March 9, 2011, by and among Citadel Broadcasting Corporation ("Citadel"), Cumulus Media Inc. ("CMI"), Cumulus Media Holdings Inc. (FKA Cadet Holding Corporation) ("Holdco"), a wholly-owned subsidiary of CMI, and Cadet Merger Corporation, a wholly-owned subsidiary of Holdco.

As stated in Exhibit 1 to this application, satellite earth station E060165 (the "Earth Station") is licensed to Cumulus Licensing LLC ("Cumulus") and currently is being used in connection with radio broadcast stations in Nashville, Tennessee and Atlanta, Georgia to facilitate broadcasts to the public. By filing this application, Cumulus has requested Commission consent to transfer control of the license for the Earth Station from the current shareholders of CMI to the new shareholders of CMI. Cumulus submits that a grant of this application would serve the public interest because it would allow Cumulus to continue to operate the Earth Station and thereby facilitate its broadcasts to the public upon consummation of the Merger Agreement.