### TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1 Stylesheet Version v1.2 ETAS ID: TM522647

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Second Lien Security Agreement

#### **CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Entercom Operations, Inc.		04/30/2019	Corporation: DELAWARE
Eventful, LLC		04/30/2019	Limited Liability Company: DELAWARE
Entercom Missouri, LLC		04/30/2019	Limited Liability Company: DELAWARE
Entercom Georgia, LLC		04/30/2019	Limited Liability Company: DELAWARE
Entercom Pennsylvania, LLC		04/30/2019	Limited Liability Company: DELAWARE
Entercom Texas, LLC		04/30/2019	Limited Liability Company: DELAWARE
Entercom California, LLC		04/30/2019	Limited Liability Company: DELAWARE
Entercom North Carolina, LLC		04/30/2019	Limited Liability Company: DELAWARE
Entercom Miami, LLC		04/30/2019	Limited Liability Company: DELAWARE
Entercom Kansas, LLC		04/30/2019	Limited Liability Company: DELAWARE
Entercom New York, LLC		04/30/2019	Limited Liability Company: DELAWARE

#### **RECEIVING PARTY DATA**

Name:	Deutsche Bank Trust Company Americas
Street Address:	60 Wall Street
City:	New York
State/Country:	NEW YORK
Postal Code:	10005
Entity Type:	Bank: UNITED STATES

#### **PROPERTY NUMBERS Total: 182**

Property Type	Number	Word Mark
Registration Number:	2253137	1010 WINS
Registration Number:	3321704	ACOUSTIC SUNRISE
Registration Number:	1306396	ALL NEWS ALL THE TIME
	•	TRADEMARK

**REEL: 006643 FRAME: 0808** 900497690

Property Type	Number	Word Mark
Registration Number:	1858891	AMERICA'S SPORTS VOICE
Registration Number:	4025182	AMP RADIO
Registration Number:	3341416	AREA 941
Registration Number:	3428322	AREA 941
Registration Number:	3847301	B94
Registration Number:	3793030	B94
Registration Number:	2500147	B96
Registration Number:	2015612	BACK TO THE EIGHTIES
Registration Number:	1592616	BOSTON SUNDAY REVIEW
Registration Number:	1575653	BSR
Registration Number:	3653342	DEMAND IT!
Registration Number:	4519552	DETROIT ORIGINAL
Registration Number:	5130645	DFW RESTAURANT WEEK
Registration Number:	2539793	DON AND MIKE
Registration Number:	3183199	EVENTFUL
Registration Number:	3778760	EVENTFUL
Registration Number:	4773473	FIERRO
Registration Number:	4773472	FIERRO
Registration Number:	2770585	FOR SISTERS ONLY
Registration Number:	4085477	FRESH
Registration Number:	4085476	FRESH
Registration Number:	3308589	FRESH FM
Registration Number:	4520492	GAMEDAY WAREHOUSE
Registration Number:	4551628	HEARPHILLY
Registration Number:	3843825	HFS
Registration Number:	3843824	HFS
Registration Number:	2289026	HFSTIVAL
Registration Number:	2339895	HUDSON & HARRIGAN
Registration Number:	2343323	INFINITY
Registration Number:	3662037	INFINITY
Registration Number:	2329465	INFINITY BROADCASTING
Registration Number:	2683487	INFINITY RADIO
Registration Number:	2686354	INFINITY RADIO
Registration Number:	2710210	INSTANT FEEDBACK
Registration Number:	1913808	K-EARTH
Registration Number:	1913807	K-EARTH
Registration Number:	2324548	KEZK
Registration Number:	2397304	KEZN

Property Type	Number	Word Mark
Registration Number:	2620218	KFRC
Registration Number:	2329652	KFRG
Registration Number:	2828028	KHJZ
Registration Number:	1938474	KILT
Registration Number:	2340456	KITS
Registration Number:	2492251	KLLC
Registration Number:	2326583	KLUV
Registration Number:	2512623	KMLE
Registration Number:	1400671	KMOX
Registration Number:	2371013	KMPS
Registration Number:	2343395	KMXB
Registration Number:	1806438	KNX
Registration Number:	2329863	KRAK
Registration Number:	3133111	KRLD
Registration Number:	3133112	KRLD
Registration Number:	3356135	KRLD NEWSRADIO 1080
Registration Number:	1562611	K-ROCK
Registration Number:	3205328	K-ROCK
Registration Number:	1496190	KROQ
Registration Number:	3766112	KROQ ALMOST ACOUSTIC CHRISTMAS
Registration Number:	3766196	KROQ WEENIE ROAST
Registration Number:	1918384	KRTH
Registration Number:	1374244	KVIL
Registration Number:	2329653	KXFG
Registration Number:	2324532	KXNT
Registration Number:	2343285	KXTE
Registration Number:	2492423	KYKY
Registration Number:	4338649	LAST DAMN SHOW
Registration Number:	2374466	LIVE 105
Registration Number:	2721000	LOCAL ANESTHETIC
Registration Number:	5558262	LOVELINE
Registration Number:	1576858	LOVELINE
Registration Number:	3975192	MERCY ROCK
Registration Number:	1653935	MIKE & THE MAD DOG
Registration Number:	1515816	MORE THAN JUST THE HEADLINES
Registration Number:	2453056	MOVIE MINUTE
Registration Number:	5053884	NASHVILLE IN THE NEIGHBORHOOD
Registration Number:	3623436	NEWS AT THE SPEED OF SOUND

Property Type	Number	Word Mark
Registration Number:	3810717	NOON KABOOM
Registration Number:	2314192	NOW & ZEN FEST
Registration Number:	2617224	PET-A-PALOOZA
Registration Number:	3772337	PLAY.IT
Registration Number:	3737659	PLAY.IT
Registration Number:	2702564	POSITIVELY PHILADELPHIA
Registration Number:	3207980	RED 102.3
Registration Number:	3905570	RIB ROUNDUP
Registration Number:	2434565	SANTA SPECTACULAR
Registration Number:	2623848	SATURDAY NIGHT DANCE PARTY
Registration Number:	4810241	SHOBOY
Registration Number:	5086717	SPF
Registration Number:	4497934	SPOOKFEST
Registration Number:	1694889	SPORTS RADIO 66 AM WFAN
Registration Number:	2451084	STAR 100.7
Registration Number:	5129738	STARS & STRINGS
Registration Number:	5086769	SUN.POOL.FUN.
Registration Number:	3745195	THE COVE
Registration Number:	3745194	THE COVE
Registration Number:	4962795	THE DALY DOWNLOAD WITH CARSON DALY THIS
Registration Number:	2117302	THE FAN
Registration Number:	2732348	THE IMPOSSIBLE QUESTION
Registration Number:	5221070	THE MORNING MESS
Registration Number:	1621626	THE NEWSWATCH NEVER STOPS
Registration Number:	1539628	THE POINT
Registration Number:	1858885	THE ROCK OF BOSTON
Registration Number:	1539630	THE ROQ OF THE 90'S
Registration Number:	1845914	THE VOICE OF ST. LOUIS
Registration Number:	2998300	THE VOICE OF ST. LOUIS
Registration Number:	1542929	THE WAVE
Registration Number:	2508830	TODAY'S BEST VARIETY
Registration Number:	1620480	TRAFFIC AND WEATHER TOGETHER
Registration Number:	1832921	TRUE TO THE MUSIC
Registration Number:	2007674	US99
Registration Number:	3770838	VINYL FRONTIER
Registration Number:	2372990	WAOK
Registration Number:	1392641	WBCN
Registration Number:	2324531	WBMX

Property Type	Number	Word Mark
Registration Number:	3612051	WDOK
Registration Number:	2326753	WDSY
Registration Number:	1543127	WE PLAY YOUR FAVORITE OLDIES
Registration Number:	4312436	WEENIE ROAST
Registration Number:	1927764	WFAN
Registration Number:	2345008	WHFS
Registration Number:	2025567	WING BOWL
Registration Number:	3045654	WINTER SURVIVAL RADIOTHON
Registration Number:	1970936	WIP
Registration Number:	1559275	WJFK
Registration Number:	2512711	WJHM
Registration Number:	1393534	WJMK
Registration Number:	2506890	WKRK
Registration Number:	2517202	WLTE
Registration Number:	2351968	WNCX
Registration Number:	3670055	WNEW
Registration Number:	1421455	WNEW-FM
Registration Number:	2332548	WODS
Registration Number:	1532358	WOGL
Registration Number:	1963240	WOMC
Registration Number:	2512712	WOMX
Registration Number:	4427535	WORLD FAMOUS KROQ 106.7 FM
Registration Number:	4416922	WORLD FAMOUS KROQ 106.7 FM
Registration Number:	1968355	WPGC
Registration Number:	2459641	WPHT
Registration Number:	2375387	WRCH
Registration Number:	2609107	WSCR
Registration Number:	3908199	WTIC
Registration Number:	2401915	WTIC-FM
Registration Number:	2381626	WUSN
Registration Number:	2377655	WVEE
Registration Number:	2333400	WWMX
Registration Number:	1374231	WXYT
Registration Number:	2372852	WYCD
Registration Number:	1393536	WYSP
Registration Number:	1927763	WZGC
Registration Number:	2387753	WZMX
Registration Number:	2326754	WZPT

Property Type	Number	Word Mark
Registration Number:	1205724	YOU GIVE US 22 MINUTES. WE'LL GIVE YOU T
Registration Number:	4827997	YOUR LIFE-YOUR MUSIC
Registration Number:	2606733	ATLANTA'S SPORTS LEADER
Registration Number:	2517168	KAMX
Registration Number:	3346940	STREET TURKEYS
Registration Number:	4718089	STUDIO M
Registration Number:	4925549	STUDIO M
Registration Number:	4718090	STUDIO M
Registration Number:	2254106	THE LINK
Registration Number:	4186596	WBT
Registration Number:	1383707	WCMF
Registration Number:	2372847	WFNZ
Registration Number:	4319241	DALLAS WHISKEY & FINE SPIRITS FESTIVAL
Registration Number:	4292441	FRESHTIVAL
Registration Number:	3364818	FRESH 102.7 FM
Registration Number:	3562972	EVENTFUL
Registration Number:	3551893	CASH COW
Registration Number:	3585603	TALK THE VOTE
Registration Number:	2192997	XTREME RADIO
Registration Number:	1970194	WPGC JAMS 95.5 FM
Registration Number:	1461353	KLSX
Registration Number:	1436735	WXRK
Registration Number:	1346775	K-LITE
Registration Number:	1071619	Q102
Registration Number:	4025183	AMP RADIO
Registration Number:	3795515	AMP RADIO
Registration Number:	3795516	AMP RADIO

### **CORRESPONDENCE DATA**

**Fax Number:** 2024083141

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.

**Phone:** 2024083141

**Email:** jean.paterson@cscglobal.com

Correspondent Name: CSC

Address Line 1:1090 Vermont Avenue, NWAddress Line 4:Washington, D.C. 20005

ATTORNEY DOCKET NUMBER:	755755
NAME OF SUBMITTER:	Jean Paterson

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# TRADEMARK SECURITY AGREEMENT (SHORT-FORM)

TRADEMARK SECURITY AGREEMENT, dated as of April 30, 2019 (this "Agreement") among ENTERCOM MEDIA CORP., a Delaware corporation, located at 401 E. City Avenue, Suite 809, Bala Cynwyd, PA 19004 (the "Issuer"), as a Grantor, the other Grantors identified herein and Deutsche Bank Trust Company Americas, as Notes Collateral Agent for the Secured Parties.

Reference is made to the Second Lien Security Agreement, dated as of April 30, 2019 (as amended, supplemented or otherwise modified from time to time, the "Security Agreement"), among the Issuer, the other Grantors identified therein and who from time to time become a party thereto and the Notes Collateral Agent. The Secured Parties' agreements in respect of extensions of credit to the Issuer are set forth in the Indenture, dated as of April 30, 2019 (as amended, supplemented or otherwise modified from time to time, the "Indenture"), among the Issuer, the other Guarantors from time to time party thereto, Deutsche Bank Trust Company Americas, in its capacity as Notes Collateral Agent. The Grantors are subsidiaries of the Issuer, will derive substantial benefits from the extension of credit to the Issuer pursuant to the Indenture and the undersigned Grantor are willing to execute and deliver this Agreement in order to induce the Secured Parties to issue such Notes. Accordingly, the parties hereto agree as follows:

- Section 1. Terms. Capitalized terms used in this Agreement and not otherwise defined herein have the meanings specified in the Security Agreement.
- Section 2. Grant of Security Interest. As security for the payment or performance, as the case may be, in full of the Obligations, including the Guarantees, each Grantor, pursuant to and subject to the limitations set forth in the Security Agreement, did and hereby does pledge to the Notes Collateral Agent for the benefit of the Secured Parties, and did and hereby does grant to the Notes Collateral Agent, its successors and assigns, for the benefit of the Secured Parties, a security interest in, all right, title and interest in or to any and all of the following assets and properties now owned or at any time hereafter acquired by such Grantor or in which such Grantor now has or at any time in the future may acquire any right, title or interest (collectively, the "Trademark Collateral"):
  - (a) all trademarks, service marks, trade names, corporate names, company names, trade dress, logos, designs, (fictitious) business names and other source or business identifiers protected under the laws of the United States or any state or political subdivision thereof, now existing and hereafter adopted or acquired, all registrations and recordings thereof, all registration and recording applications filed in connection therewith in the USPTO or any similar offices in any state of the United States or any political subdivision thereof, and all extensions or renewals thereof, as well as any unregistered trademarks and service marks used by a Grantor, including those listed on Schedule I hereto, (b) all income, fees, royalties, damages, claims and payments due and payable under or with respect to the foregoing (to the extent that such Grantor has a right to collect them), (c) any claims or causes of action relating to any of the foregoing, including whether occurring before, on or after the date hereof, including all rights to and

claims for damages, restitution and injunctive and other legal and equitable relief for past, present and future infringement, misappropriation, dilution, violation, misuse, breach or default, with the right but no obligation to sue for such legal and equitable relief and to collect, or otherwise recover, any such damages, (d) all goodwill connected with the use thereof and symbolized thereby and (e) all other assets, rights and interests that uniquely reflect or embody such goodwill and all rights corresponding to the foregoing; provided that the grant of security interest shall not include any "intent-to-use" trademark applications prior to the filing and acceptance of a "Statement of Use" pursuant to Section 1(d) of the Lanham Act or an "Amendment to Allege Use" pursuant to Section 1(c) of the Lanham Act with respect thereto, provided, however, that immediately upon such filing an acceptance, such "intent-to-use" trademark applications shall be deemed included in the definition of Trademark Collateral hereunder.

Section 3. Second Lien Intercreditor Agreement Controls. Notwithstanding anything herein to the contrary, (i) the Liens and security interests granted to the Notes Collateral Agent for the benefit of the Secured Parties pursuant to this Agreement and (ii) the exercise of any right or remedy by the Notes Collateral Agent hereunder or the application of proceeds (including insurance proceeds and condemnation proceeds) of any Collateral, are subject to the provisions of the Second Lien Intercreditor Agreement. In the event of any conflict between the terms of the Second Lien Intercreditor Agreement and the terms of this Agreement, the terms of the Second Lien Intercreditor Agreement shall govern, except with respect to the rights, protections, privileges, immunities and indemnities of the Notes Collateral Agent.

Section 4. Termination. This Agreement and the security interest granted hereby shall automatically terminate with respect to all of a Grantor's Obligations and any Lien arising therefrom shall be automatically released upon termination of the Security Agreement or release of such Grantor's obligations thereunder. The Notes Collateral Agent shall, in connection with any termination or release herein or under the Security Agreement, execute and deliver to any Grantor as such Grantor may reasonably request, an instrument in writing releasing the security interest in the Trademark Collateral acquired under this Agreement. Additionally, upon such termination or release, the Notes Collateral Agent shall reasonably cooperate, at Grantor's sole cost and expense, with any efforts made by a Grantor to make of record or otherwise confirm such satisfaction including, but not limited to, the release and/or termination of this Agreement and any security interest in, to or under the Trademark Collateral.

Section 5. Supplement to the Security Agreement. The security interests granted to the Notes Collateral Agent herein are granted in furtherance, and not in limitation of, the security interests granted to the Notes Collateral Agent pursuant to the Security Agreement. Each Grantor hereby acknowledges and affirms that the rights and remedies of the Notes Collateral Agent with respect to the Trademark Collateral are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein. In the event of any conflict between the terms of this Agreement and the Security Agreement, the terms of the Security Agreement shall govern.

Section 6. Governing Law. The terms of Section 13.07 of the Indenture with respect to governing law are incorporated herein by reference, mutatis mutandis, and the parties hereto agree to such terms.

Section 7. Recordation. Each Grantor authorizes the Commissioner for Trademarks and any other government officials to record and register this Agreement upon request by the Notes Collateral Agent.

[Signatures on following page]

IN WITNESS WHEREOF, the parties hereto have duly executed this Agreement as of the day and year first above written.

ENTERCOM OPERATIONS, INC.
EVENTFUL, LLC
ENTERCOM MISSOURI, LLC
ENTERCOM GEORGIA, LLC
ENTERCOM PENNSYLVANIA, LLC
ENTERCOM TEXAS, LLC
ENTERCOM CALIFORNIA, LLC
ENTERCOM NORTH CAROLINA, LLC
ENTERCOM MIAMI, LLC
ENTERCOM KANSAS, LLC
ENTERCOM NEW YORK, LLC

Name: Andrew P. Sutor, IV
Title: Executive Vice President

[Signature Page to Trademark Security Agreement]

Deutsche Bank Trust Company Americas, as Notes Collageral Agent

By:

Julia Engel Vice President Maine: Title:

By:

Title:

teddy Banica Vice President

REEL: 006643 FRAME: 0819

# Schedule I to Trademark Security Agreement Supplement

## **United States Trademarks, Service Marks and Trademark Applications**

TRADEMARK	OWNER	COUNTRY	TRADEMARK REGISTRATION NO.
1010 WINS	Entercom Operations, Inc.	United States of America	2253137
ACOUSTIC SUNRISE	Entercom Operations, Inc.	United States of America	3321704
ALL NEWS ALL THE TIME	Entercom Operations, Inc.	United States of America	1306396
AMERICA'S SPORTS VOICE	Entercom Operations, Inc.	United States of America	1858891
AMP RADIO	Entercom Operations, Inc.	United States of America	4025182
AMP RADIO	Entercom Operations, Inc.	United States of America	4025183
AMP)§	Entercom Operations, Inc.	United States of America	3795515
(AMP)§	Entercom Operations, Inc.	United States of America	3795516
AREA 941	Entercom Operations, Inc.	United States of America	3341416
AREA 941	Entercom Operations, Inc.	United States of America	3428322
B94	Entercom Operations, Inc.	United States of America	3847301
B94	Entercom Operations, Inc.	United States of America	3793030
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BACK TO THE EIGHTIES	Entercom Operations, Inc.	United States of America	2015612
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BSR	Entercom Operations, Inc.	United States of America	1575653
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FIERRO	Entercom Operations, Inc.	United States of America	4773473
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THE COVE	Entercom Operations, Inc.	United States of America	3745195
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THE DALY DOWNLOAD WITH CARSON DALY THIS WEEK'S TOP 30	Entercom Operations, Inc.	United States of America	4962795
THE FAN	Entercom Operations, Inc.	United States of America	2117302
THE IMPOSSIBLE QUESTION	Entercom Operations, Inc.	United States of America	2732348
THE MORNING MESS	Entercom Operations, Inc.	United States of America	5221070
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WAOK	Entercom Operations, Inc.	United States of America	2372990
WBCN	Entercom Operations, Inc.	United States of America	1392641
WBMX	Entercom Operations, Inc.	United States of America	2324531
WDOK	Entercom Operations, Inc.	United States of America	3612051
WDSY	Entercom Operations, Inc.	United States of America	2326753
WE PLAY YOUR FAVORITE OLDIES	Entercom Operations, Inc.	United States of America	1543127
WEENIE ROAST	Entercom Operations, Inc.	United States of America	4312436
WFAN	Entercom Operations, Inc.	United States of America	1927764
WHFS	Entercom Operations, Inc.	United States of America	2345008
WING BOWL	Entercom Operations, Inc.	United States of America	2025567
WINTER SURVIVAL RADIOTHON	Entercom Operations, Inc.	United States of America	3045654
WIP	Entercom Operations, Inc.	United States of America	1970936

WJFK	Entercom Operations, Inc.	United States of America	1559275
WJHM	Entercom Operations, Inc.	United States of America	2512711
WJMK	Entercom Operations, Inc.	United States of America	1393534
WKRK	Entercom Operations, Inc.	United States of America	2506890
WLTE	Entercom Operations, Inc.	United States of America	2517202
WNCX	Entercom Operations, Inc.	United States of America	2351968
WNEW	Entercom Operations, Inc.	United States of America	3670055
WNEW-FM	Entercom Operations, Inc.	United States of America	1421455
WODS	Entercom Operations, Inc.	United States of America	2332548
WOGL	Entercom Operations, Inc.	United States of America	1532358
WOMC	Entercom Operations, Inc.	United States of America	1963240
WOMX	Entercom Operations, Inc.	United States of America	2512712
	Entercom Operations, Inc.	United States of America	4427535
RELIE	Entercom Operations, Inc.	United States of America	4416922
WPGC	Entercom Operations, Inc.	United States of America	1968355
WPHT	Entercom Operations, Inc.	United States of America	2459641
WRCH	Entercom Operations, Inc.	United States of America	2375387
WSCR	Entercom Operations, Inc.	United States of America	2609107
WTIC	Entercom Operations, Inc.	United States of America	3908199

WTIC-FM	Entercom Operations, Inc.	United States of America	2401915
WUSN	Entercom Operations, Inc.	United States of America	2381626
WVEE	Entercom Operations, Inc.	United States of America	2377655
WWMX	Entercom Operations, Inc.	United States of America	2333400
WXYT	Entercom Operations, Inc.	United States of America	1374231
WYCD	Entercom Operations, Inc.	United States of America	2372852
WYSP	Entercom Operations, Inc.	United States of America	1393536
WZGC	Entercom Operations, Inc.	United States of America	1927763
WZMX	Entercom Operations, Inc.	United States of America	2387753
WZPT	Entercom Operations, Inc.	United States of America	2326754
YOU GIVE US 22 MINUTES. WE'LL GIVE YOU THE WORLD	Entercom Operations, Inc.	United States of America	1205724
YOUR LIFE-YOUR MUSIC	Entercom Operations, Inc.	United States of America	4827997
Atlanta's Sports Leader	Entercom Georgia, LLC	United States of America	2606733
KAMX	Entercom Texas, LLC	United States of America	2517168
Street Turkeys	Entercom North Carolina, LLC	United States of America	3346940
Studio M	Entercom Miami, LLC	United States of America	4718089
<b>84</b>	Entercom Miami, LLC	United States of America	4925549
	Entercom Miami, LLC	United States of America	4718090

The Link	Entercom North Carolina, LLC	United States of America	2254106
WBT	Entercom North Carolina, LLC	United States of America	4186596
WCMF	Entercom New York, LLC	United States of America	1383707
WFNZ	Entercom North Carolina, LLC	United States of America	2372847
DALLAS WHISKEY & FINE SPIRITS FESTIVAL	Entercom Operations, Inc.	United States of America	4319241
FRESHTIVAL	Entercom Operations, Inc.	United States of America	4292441
FRESH 102.7 FM	Entercom Operations, Inc.	United States of America	3364818
EVENTFUL	Eventful, Inc.	United States of America	3562972
CASH COW	CBS Radio Inc.	United States of America	3551893
TALK THE VOTE	CBS Radio Stations Inc.	United States of America	3585603
XTREME RADIO	CBS Radio Stations Inc.	United States of America	2192997
WPGC JAMS 95.5 FM	CBS Radio Inc.	United States of America	1970194
KLSX	CBS Radio Inc.	United States of America	1461353
WXRK	CBS Radio Inc.	United States of America	1436735
K-LITE	CBS Radio Inc.	United States of America	1346775
Q102	CBS Radio Stations Inc.	United States of America	1071619]

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