

Ira S. Dizengoff, Esq.  
Shaya Rochester, Esq.  
AKIN GUMP STRAUSS HAUER & FELD LLP  
One Bryant Park  
New York, New York 10036  
Telephone: (212) 872-1000  
Facsimile: (212) 872-1002

Scott L. Alberino, Esq.  
AKIN GUMP STRAUSS HAUER & FELD LLP  
Robert S. Strauss Building  
1333 New Hampshire Avenue, N.W.  
Washington, DC 20036-1564  
Telephone: (202) 887-4000  
Facsimile: (202) 887-4288

*Counsel to the Debtors and Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

<p>In re:</p> <p>INNER CITY MEDIA CORPORATION, <i>et al.</i>,</p> <p style="text-align: center;">Debtors.<sup>1</sup></p>	<p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p>	<p>Chapter 11</p> <p>Case No. 11-13967 (SCC)</p> <p>Jointly Administered</p>
---	---	--

**GLOBAL NOTES AND STATEMENT OF  
LIMITATIONS, METHODOLOGY, AND DISCLAIMER  
REGARDING THE DEBTORS’ SCHEDULES OF ASSETS  
AND LIABILITIES AND STATEMENTS OF FINANCIAL AFFAIRS**

Inner City Media Corporation and its subsidiaries, as debtors and debtors in possession (each individually a “*Debtor*,” and collectively, the “*Debtors*”), are filing their respective

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal taxpayer identification number, are: Inner City Media Corporation (5309), ICBC Broadcast Holdings, Inc. (2429), Inner City Broadcasting Corporation of Berkeley (5990), ICBC Broadcast Holdings – CA, Inc. (5311), ICBC-NY, L.L.C. (8879), Urban Radio, L.L.C. (6747), Urban Radio I, L.L.C. (2649), Urban Radio II, L.L.C. (2701), Urban Radio III, L.L.C. (2747), Urban Radio IV., L.L.C. (3662), Urban Radio of Mississippi, L.L.C. (1154), and Urban Radio of South Carolina, L.L.C. (5231). The principal corporate location of the Debtors is: 3 Park Avenue, 40th Floor, New York, NY 10016. The service address for all of the Debtors is 3 Park Avenue, 40th Floor, New York, NY 10016.

Schedules of Assets and Liabilities (the “*Schedules*”) and Statements of Financial Affairs (the “*Statements*,” and collectively with the Schedules, the “*Schedules and Statements*”) in the United States Bankruptcy Court for the Southern District of New York (the “*Bankruptcy Court*”). The Debtors, with the assistance of their advisors, prepared the Schedules and Statements in accordance with section 521 of title 11 of the United States Code (the “*Bankruptcy Code*”) and Rule 1007 of the Federal Rules of Bankruptcy Procedure (the “*Bankruptcy Rules*”).

On August 19, 2011 involuntary chapter 11 petitions (the “*Involuntary Petitions*”) were filed against each of the Debtors.<sup>2</sup> On September 7, 2011 each of the Debtors answered the Involuntary Petitions and consented to the entry of an order for relief, and on September 8, 2011 (the “*Relief Date*”) the Bankruptcy Court entered orders for relief against each of the Debtors. The Debtors continue to operate their businesses as debtors in possession pursuant to Bankruptcy Code sections 1107(a) and 1108. Unless specifically noted otherwise, all amounts listed in the Schedules and Statements are as of the Relief Date.

A description of the Debtors’ corporate structure is set forth in the Declaration of William C. Cooper Pursuant to Rule 1007-2 of the Local Bankruptcy Rules for the Southern District of New York in Support of First-Day Pleadings (the “*First Day Declaration*”), which was filed on the Relief Date.

Mr. Cooper, the Vice President and Chief Financial Officer of ICBC Broadcast Holdings, Inc., has signed the Schedules and Statements. In reviewing and signing the Schedules and Statements, Mr. Cooper has necessarily relied upon the efforts, statements, and representations of various personnel of the Debtors. Mr. Cooper has not (and could not have) personally verified the accuracy of each such statement and representation, including statements and representations concerning amounts owed to creditors.

These Global Notes and Statement of Limitations, Methodology, and Disclaimer Regarding the Schedules and Statements of Financial Affairs (the “*Global Notes*”) pertain to, are incorporated by reference in, and comprise an integral part of all of the Schedules and Statements. The Global Notes should be referred to and reviewed in connection with any review of the Schedules and Statements.<sup>3</sup> In the event that the Schedules and Statements differ from any of the foregoing Global Notes, the Global Notes shall control.

---

<sup>2</sup> The Lenders also filed an involuntary chapter 11 petition against ICBC Broadcast Holdings-NY, Inc. (“*Holdings-NY*”). Holdings-NY, however, was merged into Debtors ICBC-NY, L.L.C. in 2005 and no longer exists. Accordingly, on September 16, 2011, the Senior Lenders withdrew the involuntary petition against Holdings-NY and, therefore, Holdings-NY is not a Debtor in these cases

<sup>3</sup> These Global Notes are in addition to the specific notes contained in each Debtor’s Schedules and Statements. The fact that the Debtors have prepared a “Specific Note” with respect only to specific Schedules and Statements should not be interpreted as a decision by the Debtors to exclude the applicability of such Specific Note to any of the Debtors’ remaining Schedules and Statements, as appropriate.

In preparing the Schedules and Statements, the Debtors relied on financial data derived from their books and records that was available at the time of such preparation. The Debtors have made reasonable and good faith efforts to ensure the accuracy and completeness of such financial information. However, further research or discovery may identify subsequent information that may result in material changes to the Schedules and Statements and inadvertent errors or omissions may exist. The Debtors reserve all rights to amend or supplement the Schedules and Statements as is necessary and appropriate.

Nothing contained in the Schedules and Statements shall constitute a waiver of any of the Debtors' rights or an admission with respect to their chapter 11 cases, including, without limitation, any issues involving objections to claims, substantive consolidation, equitable subordination, offsets or defenses, characterization or recharacterization of contracts, assumption or rejection of contracts under the provisions of chapter 3 of the Bankruptcy Code and/or causes of action arising under the provisions of chapter 5 of the Bankruptcy Code and any other relevant applicable laws to recover assets or avoid transfers.

The Schedules and Statements do not purport to represent financial statements prepared in accordance with Generally Accepted Accounting Principles in the United States ("**GAAP**"), nor are they intended to be fully reconciled to the Debtors' financial statements (whether publicly filed or otherwise). The Schedules and Statements contain unaudited information that is subject to further review and potential adjustment. To the extent that a Debtor shows more assets than liabilities, this is not an admission that the Debtor was solvent at the Relief Date or any time prior to the Relief Date. Likewise, to the extent that a Debtor shows more liabilities than assets, this is not an admission that the Debtor was insolvent at the Relief Date or any time prior to the Relief Date.

1. **Summary of Significant Reporting Policies.** The following is a summary of significant reporting policies:

- a) **Accruals/Unvouchered Payables.** The Debtors have made every reasonable attempt to list all accruals and unvouchered payables on their liabilities schedules.
- b) **Amendments and Supplements.** While the Debtors made reasonable and good faith efforts to file complete and accurate Schedules and Statements, inadvertent errors or omissions may exist. The Debtors reserve all rights to amend or supplement the Schedules and Statements as is necessary and appropriate.
- c) **Basis of Presentation.** For financial reporting purposes, the Debtors historically prepare consolidated financial statements. Unlike the consolidated financial statements, the Schedules and Statements, except where otherwise indicated, reflect the assets and liabilities of each Debtor on a non-consolidated basis. Accordingly, the totals listed in the Schedules and Statements will likely differ, at times materially, from the consolidated financial reports prepared by the Debtors for financial reporting purposes or otherwise.
- d) **Consolidation of Certain Information.** Information that is provided on a consolidated basis is specifically indicated in the applicable Schedules and

Statements. The listing of information on a consolidated basis is not, and should not be interpreted as, an admission or view as to the appropriateness of substantive consolidation. The Debtors reserve all rights to amend or supplement the Schedules and Statements that reflect information on a consolidated basis to present such information on an unconsolidated basis as is necessary and appropriate.

- e) Bankruptcy Court Orders. Pursuant to various orders entered by the Bankruptcy Court (collectively, the “*First Day Orders*”), the Debtors are authorized to pay certain outstanding pre-Relief Date claims, including, without limitation, certain claims of employees for wages, salaries and benefits, certain tax claims, and certain insurance obligations. However, despite the Debtors’ good faith efforts to account for the satisfaction of such claims pursuant to the First Day Orders, the claims listed in the Schedules and Statements may not reflect amounts paid pursuant to these various First Day Orders as such claims were unpaid as of the Relief Date. Moreover, to the extent such claims are listed on the Schedules and Statements, inadvertently or otherwise, the Debtors do not waive any right to amend the Schedules and Statements and/or subsequently object to such claims on any basis, including that such claims have already been satisfied through payments with respect to the First Day Orders.
- f) Claims Description. Any failure to designate a claim on a given Debtor’s Schedules and Statements as “disputed,” “contingent,” or “unliquidated” does not constitute an admission by the Debtor that such amount is not “disputed,” “contingent,” or “unliquidated.” The Debtors reserve all rights to dispute any claim, whether reflected on their respective Schedules and Statements or asserted pursuant to a filed proof of claim, on any grounds, including, without limitation, amount, liability or classification, or to otherwise subsequently designate such claims as “disputed,” “contingent,” or “unliquidated.” Listing a claim does not constitute an admission of liability by the Debtors, and the Debtors reserve the right to amend the Schedules accordingly.
- g) Classifications. Listing a claim or contract (1) on Schedule D as “secured,” (2) on Schedule F as “unsecured,” or (3) on Schedule G as “executory” or “unexpired,” does not constitute an admission by the Debtors of the legal rights of the claimant, or a waiver of the Debtors’ right to recharacterize or reclassify such claim or contract.
- h) Causes of Action. Despite reasonable and good faith efforts, the Debtors may not have identified and/or set forth all of their causes of action (filed or potential) against third parties as assets in their Schedules and Statements. The Debtors reserve all rights with respect to any causes of action and nothing in the Global Notes or the Schedules and Statements shall be deemed a waiver of any such causes of action. Similarly, in instances where the Debtors are defendants in pending causes of action, nothing in the Global Notes or the Schedules and Statements shall be deemed as an admission or determination with respect to, or a waiver of any defense or objection to, such causes of action, and all of the

Debtors' defenses, objection and other rights with respect to such causes of action are hereby preserved.

- i) Confidential, Private, and Commercially Sensitive Information. In certain instances, the Debtors may have intentionally altered, revised, redacted or consolidated certain information in the Schedules and Statements due to the nature of an agreement between a Debtor and a third party, concerns about the confidential or commercially sensitive nature of certain information or concerns for the privacy of an individual. In addition, in certain instances, the sensitivity of such information may require its omission from the Schedules and Statements. To the extent possible, the alterations, redactions, consolidations and omissions have been limited to the extent determined by the Debtors to be necessary or appropriate to protect the Debtors or third parties while also providing interested parties with sufficient information in response to the Schedules and Statements.
- j) Schedules and Statement Reflect Assets at Net Book Value. In certain instances, market valuations are neither maintained by, nor readily available to, the Debtors. In other instances, market valuations are available but they are out-of-date. It would be prohibitively expensive, unduly burdensome and an inefficient use of estate assets for the Debtors to obtain current market valuations of all of their assets. Accordingly, unless otherwise indicated, the Debtors' Schedules and Statements reflect the Debtors' assets at net book values as of the Relief Date. Market values of these assets may vary, at some times materially, from the net book value of such assets. As applicable, assets that have been fully depreciated or were expensed for accounting purposes have no net book value.
- k) Estimates and Assumptions. In preparing the Schedules and Statements, the Debtors were required to make certain estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure and potential values of contingent assets and liabilities on the date of the Schedules and Statements, and the reported amounts of revenues and expenses during the reporting period. All information provided is solely provided to the best of the Debtors' knowledge and ability at this time. The Debtors reserve all rights to amend the reported amounts of assets, revenue and expenses to reflect changes in those estimates and assumptions.
- l) Executory Contracts and Unexpired Leases. The Debtors have not necessarily set forth executory contracts and unexpired leases as assets in the Schedules and Statements, even though these contracts may have some value to the Debtors' estates. The Debtors' executory contracts and unexpired leases have been set forth in Schedule G. The Debtors' rejection of executory contracts and unexpired leases will result in the assertion of rejection damages claims; as no such contracts and leases had been rejected by Court order on the Relief Date, and no rejection damages claims had been filed as of such date, the Schedules and Statements do not reflect any claims for rejection damages claims. The Debtors reserve the right to make any arguments and objections with respect to the assertion of any such claims.

- m) GAAP. Given the difference between the information requested in the Schedules and Statements, and the financial information utilized under GAAP, the aggregate asset values and claim amounts set forth in the Schedules and Statements do not necessarily reflect the amounts that would be set forth in a balance sheet prepared in accordance with GAAP.
- n) Insiders. For purposes of the Schedules and Statements, the Debtors define “insiders” pursuant to section 101(31) of the Bankruptcy Code as: (a) directors; (b) officers; (c) those in control of the Debtors; (d) relatives of directors, officers, or persons in control of the Debtors; and (e) Debtor affiliates or insiders of Debtor affiliates .

Persons listed as “insiders” have been included for informational purposes only. The Debtors do not take any position with respect to: (a) such person’s influence over the control of the Debtors; (b) the management responsibilities or functions of such individual; (c) the decision-making or corporate authority of such individual; or (d) whether such individual could successfully argue that he or she is not an “insider” under applicable law, including, without limitation, the federal securities laws, or with respect to any theories of liability, or for any other purpose.

- o) Intellectual Property Rights. Exclusion of certain intellectual property shall not be construed to be an admission that such intellectual property rights have been abandoned, have been terminated or otherwise expired by their terms, or have been assigned or otherwise transferred pursuant to a sale, acquisition, or other transaction. Conversely, inclusion of certain intellectual property shall not be construed to be an admission that such intellectual property rights have not been abandoned, have not been terminated or otherwise expired by their terms, or have not been assigned or otherwise transferred pursuant to a sale, acquisition, or other transaction. The Debtors have made every effort to attribute intellectual property to the particular Debtor that is the rightful owner of such intellectual property, however, in some instances intellectual property owned by one Debtor may, in fact, be owned by another. Accordingly, the Debtors reserve all of their rights with respect to the legal status of any and all such intellectual property rights.
- p) Intercompany Claims. Receivables and payables among the Debtors in these cases (each an “*Intercompany Receivable*” or “*Intercompany Payable*” and, collectively, the “*Intercompany Claims*”) are reported on Schedule B(16) as a net receivable or on Schedule F as a payable due to or from the applicable Debtor to or from the other Debtors where applicable. Where no balance is listed, the Debtors do not believe, based on information currently available, that the applicable Debtor has any Intercompany Receivables or Intercompany Payables. This manner of reporting follows the Debtors’ customary practice of reporting such claims. While the Debtors have used reasonable efforts to ensure that the proper intercompany balances are attributed to each legal entity, all rights to amend these items on the Schedules and Statements are reserved.

Intercompany transfers can be characterized in many ways. The Debtors reserve all their rights with respect to intercompany balances listed in the analysis, including, but not limited to, the appropriate characterization of such intercompany balances and the amounts of such balances, which are still being identified by the Debtors.

The Debtors have listed all Intercompany Payables as unsecured non-priority claims on Schedule F for each applicable Debtor but reserve their rights, except as otherwise may be agreed to pursuant to a stipulation filed with the Bankruptcy Court, to later change the characterization, classification, categorization or designation of such claims, including by designating all or any portion of the amounts listed as secured.

- q) Liabilities. The Debtors allocated liabilities between the pre-Relief Date and post-Relief Date periods based on the information and research conducted in connection with the preparation of the Schedules and Statements. As additional information becomes available and further research is conducted, the allocation of liabilities between the pre-Relief Date and post-Relief Date periods may change. The Debtors reserve all rights to modify, amend, and supplement the Schedules and Statements as is necessary and appropriate.
- r) Excluded Assets and Liabilities. The Debtors have excluded certain categories of assets and liabilities from the Schedules and Statements, such as goodwill, *de minimis* deposits and interest, and accrued liabilities including, without limitation, tax accruals and accrued accounts payable. Other immaterial assets and liabilities may also have been excluded.
- s) Litigation. The Debtors have listed on Schedule F all known claimants related to any pending or threatened litigation action as contingent, disputed, and unliquidated with unknown amounts. Although claim amounts were not estimated, allowed claims, if any, for these claimants may be substantial. Certain litigation reflected as claims against ICBC-NY, L.L.C. may relate to any of the other Debtors. The Debtors have made reasonable efforts to accurately record these actions in the Schedules and Statements of the Debtor that is the party to the action.
- t) Recharacterization. Notwithstanding that the Debtors have made reasonable efforts to correctly characterize, classify, categorize, or designate certain claims, assets, executory contracts, unexpired leases, and other items reported in the Schedules and Statements, the Debtors nonetheless may have improperly characterized, classified, categorized, or designated certain items. Thus, the Debtors reserve all rights to recharacterize, reclassify, recategorize, or redesignate items reported in the Schedules and Statements at a later time as is necessary and appropriate as additional information becomes available, including, without limitation, whether contracts listed herein were executory as of the Relief Date or remain executory post-Relief Date and whether leases listed herein were unexpired as of the Relief Date or remain unexpired post-Relief Date.

- u) Barter Receivables/Payables. Barter receivables and payables arise from the exchange of advertising for goods and services. Barter receivables representing services due the Debtors are reported on Schedule B(16) and barter payables representing claims for air time under these barter arrangements are reported on Schedule F.
- v) Credits and Adjustments. The claims of individual creditors for, among other things, goods, products or services or taxes are listed as amounts entered on the Debtors' books and records and may not reflect credits, allowances or other adjustments due from such creditors to the Debtors. The Debtors reserve all of their rights with regard to such credits, allowances and other adjustments, including the right to assert claim objections and/or setoffs with respect to the same.
- w) Third-Party Property. In the ordinary course of their business, the Debtors lease equipment from certain third-party lessors for use in the daily operation of their business and otherwise use and hold property owned by third-parties pursuant to contracts and leases with such parties. Such leases or contracts are set forth in Schedule G. The Debtors' obligations pursuant to the same, if any, have been listed on Schedule F. The property subject to any such leases or contracts is not reflected in either Schedule A or Schedule B as either owned property or assets of the Debtors. Neither is the property subject to any such leases or contracts reflected in the Debtors' Schedules as property or assets of third-parties within the control of the Debtors. Nothing contained in the Schedules and Statements is or shall be construed as an admission or determination as to the legal status of any lease (including, but not limited to, whether any lease is a true lease or a financing arrangement) or contract (including, but not limited to, whether the contract is, in fact, an executory contract), and the Debtors reserve all rights with respect to any such issues.
- x) Totals. All totals that are included in the Schedules and Statements represent totals of all known amounts included in the Debtors' books and records as of the Relief Date. To the extent there are unknown or undetermined amounts, and to the extent the Debtors made post-Relief Date payments on pre-Relief Date claims pursuant to the First Day Orders or other order of the Bankruptcy Court, the actual total may be different than the listed total.
- y) Undetermined Amounts. The description of an amount as "unknown," "TBD," or "undetermined" is not intended to reflect upon the materiality of such amount.
- z) Consolidated Entity Accounts Payable and Disbursement Systems. The Debtors utilize consolidated accounts payable and disbursement systems in their day-to-day operations, the effect of which is that certain accounts payable and or payment detail is not available on a legal entity basis. Although effort has been made to attribute open payable amounts and/or payments to the correct legal entity, the Debtors reserve their right to modify or amend the Schedules and Statements to attribute a payable to a different legal entity. Payments made are



listed by the entity making such payment notwithstanding that certain payments may have been made on behalf of another entity.

Further, intercompany balances and interests are reflected as of the Relief Date. For example, ICBC-NY, LLC funds the payment of virtually all, of the Debtors', payroll and employee benefits expenditures. In turn, the other Debtors repay ICBC-NY, LLC through intercompany transactions. Consequently, information relating to one Debtor in its Schedules and Statements may be presented on a consolidated basis and may contain liabilities of other Debtors.

- aa) Entity Classification Issues. The Debtors have endeavored in good faith to identify the assets owned by each Debtor and the liabilities owed by each Debtor. While the Schedules reflect the results of this effort, several factors may impact the ability of the Debtors precisely to assign assets and liabilities to particular Debtor entities, including but not limited to (a) certain assets may be primarily used by a Debtor other than the entity which holds title to such assets according to the Debtors' books and records; (b) the Debtor entity that owns or holds title to certain assets may not be ascertainable given the consolidated manner in which the Debtors have operated certain aspects of their businesses; (c) certain liabilities may have been nominally incurred by one Debtor, yet such liabilities may have actually been incurred by, or the invoices related to such liabilities may have been issued to or in the name of, another Debtor; and (d) certain creditors of the Debtors may have treated one or more of the Debtors as a consolidated entity rather than as differentiated entities.
- bb) Excluded Assets and Liabilities. Liabilities resulting from accruals and/or estimates of long-term liabilities either are not payable at this time or have not yet been reported and, therefore, do not represent specific claims as of the Relief Date and are not otherwise set forth in the Statements and Schedules. Additionally, certain deferred charges, accounts, or reserves recorded for GAAP reporting purposes only are not included in the Debtors' Schedules.
- cc) Guarantees and Other Secondary Liability Claims. The Debtors have used their best efforts to locate and identify guarantees and other secondary liability claims (collectively, the "**Guarantees**") in their executory contracts, unexpired leases, secured financing, debt instruments, and other such agreements. The Debtors' review of their contracts in such regard is ongoing. Where such Guarantees have been identified, they have been included in the relevant Schedule for the Debtor or Debtors affected by such Guarantees. The Debtors have placed Guarantee obligations on Schedule H for both the primary obligor and the guarantor of the relevant obligation. Such Guarantees were additionally placed on Schedule D or Schedule F for each guarantor. The Debtors are currently unaware of any other Guarantees embedded in the Debtors' executory contracts, unexpired leases, secured financings, debt instruments, and other such agreements. However, the Debtors reserve their rights to amend the Schedules to the extent that additional Guarantees are identified. In addition, the Debtors reserve the right to amend the

Schedules and Statements to recharacterize or reclassify any such contract, lease, claim or Guarantee.

2. **Specific Schedules and Statements Disclosures**

- a) Schedule A - Real Property. The Debtors have listed the value of their real estate at the net book value assigned to such real estate in the Debtors' books. This amount may be materially different from the fair market value of such real estate.
- b) Schedule D - Creditors Holding Secured Claims. Except as otherwise agreed pursuant to a stipulation or order entered by the Bankruptcy Court, the Debtors reserve their rights to dispute or challenge the extent, validity, priority, perfection, or immunity from avoidance of any lien purported to be granted or perfected in any specific asset to or by a secured creditor listed on Schedule D. Moreover, although the Debtors have scheduled claims as secured claims, the Debtors reserve all rights to dispute or challenge the secured nature of any such claim or the characterization of the structure of any such transaction or any document or instrument related to such creditor's claim, except as otherwise agreed pursuant to a stipulation or order entered by the Bankruptcy Court. The descriptions provided in Schedule D are intended to be a summary only. In certain instances a Debtor may be a co-obligor or a guarantor with respect to scheduled claims of other Debtors. Except as otherwise agreed pursuant to a stipulation or order entered by the Bankruptcy Court, no claim set forth on Schedule D of any Debtor is intended to acknowledge claims of creditors that are otherwise satisfied or discharged by other entities.

Further, reference to the applicable agreements and other related relevant documents is necessary for a complete description of the collateral and the nature, extent and priority of any liens. Nothing in the Global Notes or the Schedules shall be deemed a modification or interpretation of the terms of such agreements and related documents. The Debtors have not included on Schedule D parties that may believe their claims are secured through setoff rights or inchoate statutory lien rights. Schedule D for each Debtor reflects indebtedness owed pursuant to the Debtors' pre-Relief Date secured credit facility. In the case of Debtor ICBC Broadcast Holdings, Inc., this indebtedness is in the form of a direct obligation as borrower; in the case of each of the other Debtors, this indebtedness is in the form of a guaranty of the pre-Relief Date secured credit facility by each such other Debtor.

- c) Schedule E - Creditors Holding Unsecured Priority Claims. The Debtors have authority to pay certain pre-Relief Date obligations, including the authority to pay employee wages, employee commissions and other employee benefits in the ordinary course of business, pursuant to Court order (the "***Employee Wages and Benefits Order***"). The Debtors have not listed on Schedule E any obligations related to the Employee Wages and Benefits Order for which the Debtors have authority to pay. The Debtors believe that all such claims have been or will be satisfied in the ordinary course during their chapter 11 cases pursuant to the

authority granted in the Employee Wages and Benefits Order.

Further, the Debtors also have received authority by Court order to pay certain taxes, including but not limited to sales, use, income and property taxes (the "**Tax Order**"). Pursuant to the Tax Order, the Debtors believe that any claims on account of such taxes have been or will be satisfied.

Out of abundance of caution and in an effort to provide notice to all holders of potential priority tax claims, the Debtors have listed all potential holders of priority tax claims on Schedule E. The listing of a taxing authority on a Debtor's Schedule E is not an acknowledgement that such taxing authority holds a valid claim against a particular Debtor or that a particular tax claim is entitled to priority under 11 U.S.C. § 507(a)(8) or otherwise.

Further, the Court entered an order (the "**Gap Period Order**") granting the Debtors authority to pay claims that arose after the filing of the Involuntary Petitions but before the Relief Date (the "**Gap Period**"). Section 507(a)(3) of the Bankruptcy Code provides that Gap Period claims are entitled to priority and such claims are therefore listed on Schedule E. If any portion of a creditor's claim is from the Gap Period, that creditor's entire claim is listed on Schedule E, with an indication of that portion of the claim that is entitled to priority and that portion which is not. Additionally, there are certain employee claims for commissions in excess of the \$11,725 statutory cap imposed by section 507(a)(4) of the Bankruptcy Code that are listed on Schedule E. These claims are listed on Schedule E because the Debtors believe that at least a portion of those claims are from the Gap Period. At this time, however, there are a number of employee and vendor claims where the Debtor is unable to determine the split between that portion of the claim which is entitled to priority and that portion which is not. Although these total claim amounts are listed on Schedule E, the split between prior and non-priority is listed as "Unknown." The listing of a Gap Period creditor on Schedule E is not an acknowledgment that such creditor holds a valid claim against a particular Debtor or that a particular claim is entitled to priority under 11 U.S.C. § 507(a)(3).

Further, certain claims may be subject to on-going audits and the Debtors are otherwise unable to determine with certainty the amount of many, if not all, of the claims listed on Schedule E. Therefore, the Debtors have listed all such claims as unknown in amount, pending final resolution of ongoing audits or other outstanding issues.

The listing of any claim on Schedule E does not constitute an admission by the Debtors that such claim is entitled to priority treatment under 11 U.S.C. § 507. The Debtors reserve the right to take the position that the claim listed herein is a secured claim, an unsecured or a subordinated claim.

d) Schedule F - Creditors Holding Unsecured Claims. Whenever reasonably practicable, the Debtors have allocated liabilities to particular Debtors.

For a complete understanding of the unsecured debts of each Debtor, the reader should review Schedule F of each. Despite the Debtors' reasonable and good faith efforts to properly allocate liabilities, certain liabilities may have been allocated to certain Debtors which should have been allocated to a different Debtor. In order to determine the total liabilities of the Debtors, parties in interest should review each Schedule F for of all of the Debtors. To the extent the same claim may be listed on the Schedules and Statements of more than one Debtor, the Debtors do not admit or acknowledge that any creditor, other than creditors who have specific direct or guaranty obligations from more than one of the Debtors, is entitled to assert its claim against more than one Debtor.

Schedule F also contains information regarding threatened or pending litigation involving the Debtors. The amounts for these potential claims are listed as "unknown" and marked as contingent, unliquidated, and disputed in the Schedules and Statements. The Debtors expressly incorporate by reference into Schedule F all parties to pending and potential litigation, if any, listed in question 4(a) of the applicable Debtor's Statements as contingent, unliquidated, and disputed claims, to the extent not already listed on Schedule F.

Schedule F also reflects the pre-Relief Date amounts owed to counterparties to executory contracts and unexpired leases. Such pre-Relief Date amounts, however, may be paid in connection with the assumption or assumption and assignment of an executory contract or unexpired lease. Schedule F does not include additional rejection damages claims, if any, of the counterparties to executory contracts and unexpired leases that may be rejected as of or after the Relief Date.

The claims of creditors for, among other things, merchandise, goods, services, or taxes are listed on the Debtors' books and records and may not reflect credits or allowances due from such creditor. The Debtors reserve all of their rights respecting such credits and allowances. The amounts listed may be exclusive of contingent and unliquidated amounts.

- e) Schedule G - Executory contract and unexpired leases. While every reasonable and good faith effort has been made to ensure the accuracy and completeness of Schedule G, inadvertent errors or omissions may have occurred. Certain of the leases and contracts listed on Schedule G may contain renewal options, guarantees of payment, options to purchase, rights of first refusal, and other miscellaneous rights. Such rights, powers, duties, and obligations are not set forth on Schedule G. Certain of the executory agreements may not have been memorialized in writing and could be subject to dispute. In addition, the Debtors may have entered into various other types of agreements in the ordinary course of their business, such as supplemental agreements, amendments, letter agreements, title agreements and confidentiality agreements. Because of the number of such agreements and the difficulty in assembling a complete list of them given the size, magnitude and diversity of the Debtors' business, all of such agreements may not be set forth on Schedule G. The Debtors reserve all of their rights to dispute or to

challenge the characterization of the structure of any transaction, or any document or instrument related to a creditor's claim. In the ordinary course of business, the Debtors may have entered into agreements, written or oral, for the provision of certain services on a month-to-month or at-will basis. Such contracts may not be included on Schedule G. However, the Debtors reserve the right to assert that such agreements constitute executory contracts. Listing a contract or agreement on Schedule G does not constitute an admission that such contract or agreement is an executory contract or unexpired lease or that such contract or agreement was in effect on the Relief Date or is valid or enforceable. The omission of a contract or agreement on Schedule G does not constitute an admission that such omitted contract or agreement is not an executory contract or unexpired lease, nor that such omitted contract or agreement was not in effect on the Relief Date or invalid or unenforceable. The Debtors reserve all rights to amend Schedule G to add executory contracts or unexpired leases or to challenge the legal status of any contract or lease, including the characterization of any lease as an unexpired non-residential real property lease, or whether any listed contract, lease, or other agreement constitutes an executory contract or unexpired lease. Any and all of the Debtors' rights, claims, and causes of action regarding the contracts and agreements listed on Schedule G are hereby reserved and preserved.

- f) Schedule H - Co-Debtors. Schedule H reflects guarantees by various Debtors. The Debtors are unaware of any other guarantees that are embedded in the Debtors' executory contracts, unexpired leases, secured financings, debt instruments and other such agreements. However, the Debtors reserve their right to amend the Schedules to the extent that additional guarantees are identified.
- g) Statements Question 3(b) and (c) - Payments to Creditors and Question 23 Distributions to an Insider. The Debtors utilize an integrated cash management system. As a result, during the year preceding the Relief Date, payments were made to insiders of each of the Debtors by ICBC-NY, L.L.C. and, in some limited instances, by some other Debtor. Payments are listed, where possible, by the entity on whose behalf such payment was made. However, in some instances, payments made by or on behalf of other Debtors may be listed on the Statement for the Debtor making the payment, even if the payment was made to or for the benefit of an insider of another Debtor. To ascertain information relating to all payments that were made to insiders, all of the Debtors' Statements should be consulted.

Certain intercompany transactions are accounted for through transfers of cash to and from appropriate bank accounts in and out of the Debtors' cash management system after certain adjustments are made to intercompany accounts receivable and accounts payable among the Debtor and its Debtor and non-Debtor affiliates. These payments and transactions have not been listed. However, readers of the Schedules and Statements wishing to verify any outstanding Intercompany Payables should refer to Schedule F.

The Debtors' responses include payments made to such creditors who are or were insiders only to the extent such payments were made during the time in which the creditor was an insider and only in that creditor's capacity as insider. Finally, certain entities were listed out of an abundance of caution, and their status as an insider is still under review.

- h) Statements Question 9 – Payments Related to Debt Counseling or Bankruptcy. All payments made by or on behalf of the Debtors related to debt counseling or bankruptcy made to the Debtors' advisors are listed on the Statement of ICBC Broadcast Holdings, Inc. and represent payments made for themselves and their Debtor affiliates.
- i) Statements Question 18(a). The Debtors have disclosed the address of each Debtor's main center of operations or headquarters and have not included information regarding any related radio towers, or any other site or location where a portion of a Debtor's business operations are conducted.
- j) Statements Question 19(d) – Books, Records, and Financial Statements. The Debtors have provided certain parties, such as banks, auditors, potential investors, vendors and/or financial advisors, with financial statements that may not be disclosed in 19(d). The Debtors do not maintain complete lists to track such disclosures. As such, some parties may have been excluded in response to this question.

**United States Bankruptcy Court  
Southern District of New York**

In re Urban Radio of South Carolina, L.L.C  
Debtor

Case No. 11-13978 (SCC)

Chapter 11

**SUMMARY OF SCHEDULES**

Indicate as to each schedule whether that schedule is attached and state the number of pages in each. Report the totals from Schedules A, B, D, E, F, I, and J in the boxes provided. Add the amounts from Schedules A and B to determine the total amount of the debtor's assets. Add the amounts of all claims from Schedules D, E, and F to determine the total amount of the debtor's liabilities. Individual debtors must also complete the "Statistical Summary of Certain Liabilities and Related Data" if they file a case under chapter 7, 11, or 13.

NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	Yes	1	48,784.00		
B - Personal Property	Yes	5	2,417,720.68		
C - Property Claimed as Exempt	No	0			
D - Creditors Holding Secured Claims	Yes	1		251,552,396.00	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	Yes	9		37,496.57	
F - Creditors Holding Unsecured Nonpriority Claims	Yes	27		70,881,714.05	
G - Executory Contracts and Unexpired Leases	Yes	3			
H - Codebtors	Yes	1			
I - Current Income of Individual Debtor(s)	No	0			N/A
J - Current Expenditures of Individual Debtor(s)	No	0			N/A
Total Number of Sheets of ALL Schedules		47			
Total Assets			2,466,504.68		
Total Liabilities				322,471,606.62	

B6A (Official Form 6A) (12/07)

In re Urban Radio of South Carolina, L.L.C

Case No. 11-13978 (SCC)

Debtor

**SCHEDULE A - REAL PROPERTY**

Except as directed below, list all real property in which the debtor has any legal, equitable, or future interest, including all property owned as a cotenant, community property, or in which the debtor has a life estate. Include any property in which the debtor holds rights and powers exercisable for the debtor's own benefit. If the debtor is married, state whether husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor holds no interest in real property, write "None" under "Description and Location of Property."

**Do not include interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.**

If an entity claims to have a lien or hold a secured interest in any property, state the amount of the secured claim. See Schedule D. If no entity claims to hold a secured interest in the property, write "None" in the column labeled "Amount of Secured Claim." If the debtor is an individual or if a joint petition is filed, state the amount of any exemption claimed in the property only in Schedule C - Property Claimed as Exempt.

Description and Location of Property	Nature of Debtor's Interest in Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption	Amount of Secured Claim
<b>Transmitter Sites</b>		-	<b>48,784.00</b>	<b>Unknown</b>
<b>250 Perry Taylor Rd. Leesville, SC 29070</b>				
<b>181 Bridal Wealth Dr. St. Mathews, SC 29135</b>				

Sub-Total > **48,784.00** (Total of this page)

Total > **48,784.00**

(Report also on Summary of Schedules)

0 continuation sheets attached to the Schedule of Real Property



B6B (Official Form 6B) (12/07)

In re Urban Radio of South Carolina, L.L.C

Case No. 11-13978 (SCC)

Debtor

**SCHEDULE B - PERSONAL PROPERTY**

Except as directed below, list all personal property of the debtor of whatever kind. If the debtor has no property in one or more of the categories, place an "x" in the appropriate position in the column labeled "None." If additional space is needed in any category, attach a separate sheet properly identified with the case name, case number, and the number of the category. If the debtor is married, state whether husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor is an individual or a joint petition is filed, state the amount of any exemptions claimed only in Schedule C - Property Claimed as Exempt.

**Do not list interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.**

If the property is being held for the debtor by someone else, state that person's name and address under "Description and Location of Property." If the property is being held for a minor child, simply state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
1. Cash on hand		<b>Petty Cash 1900 Pineview Dr. Columbia, SC 29209</b>	-	<b>500.00</b>
2. Checking, savings or other financial accounts, certificates of deposit, or shares in banks, savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives.		<b>J.P. Morgan Chase Bank, NA 270 Park Ave., 41st Floor New York, NY 10017 Disbursement Account No. XX-XXXX-8542</b>	-	<b>90,015.10</b>
		<b>Citbank 601 Lexington Ave., 4th Floor New York, NY 10022 Depository Account No. XX-XXXX-9817</b>	-	<b>1,400.69</b>
		<b>Wachovia Bank 6700 Garners Ferry Rd. Columbia, SC 29209 Depository Account No. XX-XXXX-3484</b>	-	<b>129,929.12</b>
3. Security deposits with public utilities, telephone companies, landlords, and others.	<b>X</b>			
4. Household goods and furnishings, including audio, video, and computer equipment.	<b>X</b>			
5. Books, pictures and other art objects, antiques, stamp, coin, record, tape, compact disc, and other collections or collectibles.	<b>X</b>			
6. Wearing apparel.	<b>X</b>			
7. Furs and jewelry.	<b>X</b>			
8. Firearms and sports, photographic, and other hobby equipment.	<b>X</b>			
			Sub-Total >	<b>221,844.91</b>
			(Total of this page)	

3 continuation sheets attached to the Schedule of Personal Property

B6B (Official Form 6B) (12/07) - Cont.

In re Urban Radio of South Carolina, L.L.C

Case No. 11-13978 (SCC)

Debtor

**SCHEDULE B - PERSONAL PROPERTY**  
(Continuation Sheet)

Type of Property	NON E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.		<b>See Attachment B9</b>	-	<b>0.00</b>
10. Annuities. Itemize and name each issuer.	<b>X</b>			
11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(c).)	<b>X</b>			
12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.	<b>X</b>			
13. Stock and interests in incorporated and unincorporated businesses. Itemize.	<b>X</b>			
14. Interests in partnerships or joint ventures. Itemize.	<b>X</b>			
15. Government and corporate bonds and other negotiable and nonnegotiable instruments.	<b>X</b>			
16. Accounts receivable.		<b>Accounts Receivable - Trade</b>	-	<b>1,760,275.00</b>
		<b>Barter Receivables</b>	-	<b>176,557.00</b>
17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.	<b>X</b>			
18. Other liquidated debts owed to debtor including tax refunds. Give particulars.	<b>X</b>			
19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property.	<b>X</b>			
			Sub-Total >	<b>1,936,832.00</b>
			(Total of this page)	

Sheet 1 of 3 continuation sheets attached to the Schedule of Personal Property

B6B (Official Form 6B) (12/07) - Cont.

In re Urban Radio of South Carolina, L.L.C

Case No. 11-13978 (SCC)

Debtor

**SCHEDULE B - PERSONAL PROPERTY**  
(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.	X			
21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each.	X			
22. Patents, copyrights, and other intellectual property. Give particulars.	X			
23. Licenses, franchises, and other general intangibles. Give particulars.	X			
24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes.		<b>Client List</b>	-	<b>Unknown</b>
25. Automobiles, trucks, trailers, and other vehicles and accessories.		<b>Vehicles</b>	-	<b>27,849.73</b>
26. Boats, motors, and accessories.	X			
27. Aircraft and accessories.	X			
28. Office equipment, furnishings, and supplies.		<b>Computer and Telephone Equipment</b>	-	<b>10,393.00</b>
		<b>Furniture and Fixtures</b>	-	<b>0.00</b>
29. Machinery, fixtures, equipment, and supplies used in business.		<b>Tower, Transmitter and Studio Equipment</b>	-	<b>152,522.04</b>
30. Inventory.	X			
31. Animals.	X			
32. Crops - growing or harvested. Give particulars.	X			

Sub-Total > **190,764.77**  
(Total of this page)

Sheet 2 of 3 continuation sheets attached to the Schedule of Personal Property

B6B (Official Form 6B) (12/07) - Cont.

In re Urban Radio of South Carolina, L.L.C

Case No. 11-13978 (SCC)

Debtor

**SCHEDULE B - PERSONAL PROPERTY**  
(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
33. Farming equipment and implements.	X			
34. Farm supplies, chemicals, and feed.	X			
35. Other personal property of any kind not already listed. Itemize.		<b>Leasehold Improvements</b>	-	<b>34,732.00</b>
		<b>Prepaid Expense</b>	-	<b>33,547.00</b>

Sub-Total > **68,279.00**  
(Total of this page)  
Total > **2,417,720.68**

Sheet 3 of 3 continuation sheets attached to the Schedule of Personal Property

(Report also on Summary of Schedules)

**Urban Radio of South Carolina, L.L.C.  
SCHEDULES OF ASSETS AND LIABILITIES  
ATTACHMENT B9**

**(B9) Interests in Insurance Policies**

<b>NAME OF INSURANCE COMPANY</b>	<b>Type of Policy</b>	<b>Term</b>	<b>SURRENDER OR REFUND VALUE</b>
Axis Insurance Company 430 Park Avenue New York, NY 10022	Libel and Slander	12/01/10 To 12/01/11	\$0.00
Chartis Insurance Company 1200 Dominion Tower 625 Liberty Ave, Suite 1200 Pittsburgh, PA 15222	Directors' and Officers' Employment Practice Liability	06/02/11 To 06/28/12	\$0.00
Granite State Insurance Company 4725 Piedmont Row Drive Suite 600 Charlotte, NC 28210	Commercial Liability	06/04/11 To 06/04/12	\$0.00
Hanover Insurance Company Attn Mary Kaywork Senior Underwriter 400 Atrium Drive Somerset, NJ 08873	Excess/Umbrella Liability Workers' Compensation	06/04/11 To 06/04/12 06/04/11 To 06/04/12	\$0.00 \$0.00
Massachusetts Bay Insurance Attn Mary Kaywork Senior Underwriter 400 Atrium Drive Somerset, NJ 08873	Automotive Liability General Liability	06/04/11 To 06/04/12 06/04/11 To 06/04/12	\$0.00 \$0.00
New York State Insurance Company 199 Church Street New York, NY 10007	Workers' Compensation	06/04/11 To 06/04/12	\$0.00
Travelers Insurance Company One Tower Square Hartford, CT 06183	ERISA Bond	01/18/09 To 01/18/12	\$0.00

B6D (Official Form 6D) (12/07)

In re Urban Radio of South Carolina, L.L.C

Case No. 11-13978 (SCC)

Debtor

### SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number of all entities holding claims secured by property of the debtor as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. List creditors holding all types of secured interests such as judgment liens, garnishments, statutory liens, mortgages, deeds of trust, and other security interests.

List creditors in alphabetical order to the extent practicable. If a minor child is a creditor, the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). If all secured creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor" ,include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H", "W", "J", or "C" in the column labeled "Husband, Wife, Joint, or Community".

If the claim is contingent, place an "X" in the column labeled "Contingent". If the claim is unliquidated, place an "X" in the column labeled "Unliquidated". If the claim is disputed, place an "X" in the column labeled "Disputed". (You may need to place an "X" in more than one of these three columns.)

Total the columns labeled "Amount of Claim Without Deducting Value of Collateral" and "Unsecured Portion, if Any" in the boxes labeled "Total(s)" on the last sheet of the completed schedule. Report the total from the column labeled "Amount of Claim" also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report the total from the column labeled "Unsecured Portion" on the Statistical Summary of Certain Liabilities and Related Data.

Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R H W J C	Husband, Wife, Joint, or Community			C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
		DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN							
Account No.	X -	<b>Guaranty - Secured Debt Pursuant to the Credit Agreement dated 08/13/04</b>						<b>251,552,396.00</b>	<b>Unknown</b>
<b>CORTLAND CAPITAL MARKET SERVICES ATTN LUKE NEWCOMB 225 WEST WASHINGTON ST, SUITE 1450 CHICAGO, IL 60606</b>		<b>Collateral: Substantially All Assets of the Debtor</b>							
Value \$		<b>Unknown</b>							
Account No.									
Value \$									
Account No.									
Value \$									
Account No.									
Value \$									
Subtotal (Total of this page)								<b>251,552,396.00</b>	<b>0.00</b>
Total (Report on Summary of Schedules)								<b>251,552,396.00</b>	<b>0.00</b>

0 continuation sheets attached

In re Urban Radio of South Carolina, L.L.C

Case No. 11-13978 (SCC)

Debtor

## SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

A complete list of claims entitled to priority, listed separately by type of priority, is to be set forth on the sheets provided. Only holders of unsecured claims entitled to priority should be listed in this schedule. In the boxes provided on the attached sheets, state the name, mailing address, including zip code, and last four digits of the account number, if any, of all entities holding priority claims against the debtor or the property of the debtor, as of the date of the filing of the petition. Use a separate continuation sheet for each type of priority and label each with the type of priority.

The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112 and Fed. R. Bankr. P. 1007(m).

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H-Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of claims listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all claims listed on this Schedule E in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules.

Report the total of amounts entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Report the total of amounts not entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts not entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Check this box if debtor has no creditors holding unsecured priority claims to report on this Schedule E.

**TYPES OF PRIORITY CLAIMS** (Check the appropriate box(es) below if claims in that category are listed on the attached sheets)

**Domestic support obligations**

Claims for domestic support that are owed to or recoverable by a spouse, former spouse, or child of the debtor, or the parent, legal guardian, or responsible relative of such a child, or a governmental unit to whom such a domestic support claim has been assigned to the extent provided in 11 U.S.C. § 507(a)(1).

**Extensions of credit in an involuntary case**

Claims arising in the ordinary course of the debtor's business or financial affairs after the commencement of the case but before the earlier of the appointment of a trustee or the order for relief. 11 U.S.C. § 507(a)(3).

**Wages, salaries, and commissions**

Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees and commissions owing to qualifying independent sales representatives up to \$11,725\* per person earned within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(4).

**Contributions to employee benefit plans**

Money owed to employee benefit plans for services rendered within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(5).

**Certain farmers and fishermen**

Claims of certain farmers and fishermen, up to \$5,775\* per farmer or fisherman, against the debtor, as provided in 11 U.S.C. § 507(a)(6).

**Deposits by individuals**

Claims of individuals up to \$2,600\* for deposits for the purchase, lease, or rental of property or services for personal, family, or household use, that were not delivered or provided. 11 U.S.C. § 507(a)(7).

**Taxes and certain other debts owed to governmental units**

Taxes, customs duties, and penalties owing to federal, state, and local governmental units as set forth in 11 U.S.C. § 507(a)(8).

**Commitments to maintain the capital of an insured depository institution**

Claims based on commitments to the FDIC, RTC, Director of the Office of Thrift Supervision, Comptroller of the Currency, or Board of Governors of the Federal Reserve System, or their predecessors or successors, to maintain the capital of an insured depository institution. 11 U.S.C. § 507(a)(9).

**Claims for death or personal injury while debtor was intoxicated**

Claims for death or personal injury resulting from the operation of a motor vehicle or vessel while the debtor was intoxicated from using alcohol, a drug, or another substance. 11 U.S.C. § 507(a)(10).

\* Amount subject to adjustment on 4/01/13, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

B6E (Official Form 6E) (4/10) - Cont.

In re Urban Radio of South Carolina, L.L.C

Case No. 11-13978 (SCC)

Debtor

**SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**  
(Continuation Sheet)

**Extensions of credit in an involuntary case**

TYPE OF PRIORITY

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
								AMOUNT ENTITLED TO PRIORITY
Account No. <b>xDP**01</b>  ADP P. O. BOX 9001006 LOUISVILLE, KY 40290-1006	-		Trade Payable		X		43.43	20.48
Account No. <b>xxxxON01</b>  AIR GAS NATIONAL WELDERS P.O. BOX 601985 CHARLOTTE, NC 28260-1985	-		Trade Payable		X		208.12	Unknown
Account No. <b>xxxxED01</b>  ALLIED WASTE P.O. BOX 9001099 LOUISVILLE, KY 40290-1099	-		Trade Payable		X		58.05	Unknown
Account No. <b>xxxxTR01</b>  ARBITRON, INC. P.O. BOX 3228 CAROL STREAM, IL 60132-3228	-		Trade Payable		X		5,064.70	Unknown
Account No. <b>xxxAP*01</b>  ASCAP P.O. BOX 70547 CHICAGO, IL 60673-0547	-		Trade Payable		X		2,508.10	Unknown
Subtotal								20.48
(Total of this page)							<b>7,882.40</b>	<b>22.95</b>

Sheet 1 of 8 continuation sheets attached to  
Schedule of Creditors Holding Unsecured Priority Claims



B6E (Official Form 6E) (4/10) - Cont.

In re Urban Radio of South Carolina, L.L.C

Case No. 11-13978 (SCC)

Debtor

**SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**  
(Continuation Sheet)

**Extensions of credit in an involuntary case**

TYPE OF PRIORITY

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community	D A T E	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
									AMOUNT ENTITLED TO PRIORITY
Account No. <b>xxxCH*01</b>  <b>BIRCH COMMUNICATIONS DEPT 2544 P.O. BOX 122544 DALLAS, TX 75312-2544</b>									Unknown
		-	Trade Payable			X		154.62	Unknown
Account No. <b>xMI***01</b>  <b>BMI P O BOX 406833 ATLANTA, GA 30384-6833</b>									Unknown
		-	Trade Payable			X		2,613.56	Unknown
Account No. <b>BP****02</b>  <b>BP BUSINESS SOLUTIONS P.O. BOX 70995 CHARLOTTE, NC 28272-0995</b>									116.01
		-	Trade Payable			X		591.89	475.88
Account No. <b>xxxxOF02</b>  <b>CITY OF COLUMBIA WATER DEPT WATER CUSTOMER SERVICE P.O. BOX 7997 COLUMBIA, SC 29202-7997</b>									4.96
		-	Trade Payable			X		104.19	99.23
Account No. <b>xxMP*01</b>  <b>COMPORIUM 1063 E.211TH ST BRONX, NY 10469</b>									Unknown
		-	Trade Payable			X		30.09	Unknown
Subtotal									120.97
(Total of this page)								<b>3,494.35</b>	<b>575.11</b>

Sheet 2 of 8 continuation sheets attached to  
Schedule of Creditors Holding Unsecured Priority Claims

B6E (Official Form 6E) (4/10) - Cont.

In re Urban Radio of South Carolina, L.L.C

Case No. 11-13978 (SCC)

Debtor

**SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**  
(Continuation Sheet)

**Extensions of credit in an involuntary case**

TYPE OF PRIORITY

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY	
								AMOUNT ENTITLED TO PRIORITY	
Account No. <b>xxxxND01</b>  <b>DEFENDERS SERVICES</b> <b>P.O. BOX 405219</b> <b>ATLANTA, GA 30384-5219</b>								Unknown	
		-	Trade Payable		X		145.83	Unknown	
Account No. <b>xxxxIC01</b>  <b>DUPLICATING PRODUCTS</b> <b>P.O. BOX 2239</b> <b>WEST COLUMBIA, SC 29171</b>								15.39	
		-	Trade Payable		X		117.93	102.54	
Account No. <b>xxxxxAN*01</b>  <b>EASTMAN RADIO</b> <b>12019 COLLECTIONS CENTER DR.</b> <b>CHICAGO, IL 60693-0120</b>								7,416.25	
		-	Trade Payable		X		10,960.85	3,544.60	
Account No. <b>xxxER01</b>  <b>FEDERAL EXPRESS</b> <b>P.O. BOX 371461</b> <b>PITTSBURGH, PA 15250</b>								Unknown	
		-	Trade Payable		X		103.38	Unknown	
Account No. <b>xxAY**01</b>  <b>GRAY COMMUNICATIONS</b> <b>ADDRESS WITHHELD</b>								Unknown	
		-	Trade Payable		X		466.67	Unknown	
Subtotal								7,431.64	
(Total of this page)								11,794.66	3,647.14

Sheet 3 of 8 continuation sheets attached to  
Schedule of Creditors Holding Unsecured Priority Claims

B6E (Official Form 6E) (4/10) - Cont.

In re Urban Radio of South Carolina, L.L.C

Case No. 11-13978 (SCC)

Debtor

**SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**  
(Continuation Sheet)

**Extensions of credit in an involuntary case**

TYPE OF PRIORITY

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY	
								AMOUNT ENTITLED TO PRIORITY	
Account No. <b>xxxxL3*01</b>  <b>LEVEL 3 COMMUNICATIONS</b> <b>P.O. BOX 931843</b> <b>ATLANTA, GA 31193-1843</b>								Unknown	
		-	Trade Payable		X		264.45	Unknown	
Account No. <b>xxxxCK01</b>  <b>LORICK OFFICE PRODUCTS</b> <b>910 WASHINGTON STREET</b> <b>P.O. BOX 2747</b> <b>COLUMBIA, SC 29202</b>								Unknown	
		-	Trade Payable		X		344.47	Unknown	
Account No. <b>xxRK**02</b>  <b>MARKETRON BROADCAST</b> <b>62215 COLLECTION CENTER DRIVE</b> <b>CHICAGO, IL 60693-0622</b>								Unknown	
		-	Trade Payable		X		803.88	Unknown	
Account No. <b>xxx-CA01</b>  <b>MID CAROLINA ELECTRIC</b> <b>P.O. DRAWER 669</b> <b>LEXINGTON, SC 29071</b>								329.01	
		-	Trade Payable		X		927.22	598.21	
Account No. <b>xxxIO*01</b>  <b>RADIO ADVERTISING BUREAU</b> <b>P.O. BOX 972036</b> <b>DALLAS, TX 75397</b>								Unknown	
		-	Trade Payable		X		40.00	Unknown	
Subtotal								329.01	
(Total of this page)							<b>2,380.02</b>	<b>598.21</b>	

Sheet 4 of 8 continuation sheets attached to  
Schedule of Creditors Holding Unsecured Priority Claims

B6E (Official Form 6E) (4/10) - Cont.

In re Urban Radio of South Carolina, L.L.C

Case No. 11-13978 (SCC)

Debtor

**SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**  
(Continuation Sheet)

**Extensions of credit in an involuntary case**

TYPE OF PRIORITY

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community	D A T E	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
									AMOUNT ENTITLED TO PRIORITY
Account No. <b>xxxxAR01</b>  <b>RESEARCH DIRECTOR INC</b> <b>914 BAY RIDGE ROAD</b> <b>SUITE 215</b> <b>ANNAPOLIS, MD 21403-3994</b>									Unknown
						X		863.33	Unknown
Account No. <b>xxM*S*01</b>  <b>SAM'S CLUB</b> <b>P.O. BOX 530970</b> <b>ATLANTA, GA 30353-0970</b>									Unknown
						X		192.39	Unknown
Account No. <b>xxE&amp;G*01</b>  <b>SCE&amp;G</b> <b>P.O. BOX 100255</b> <b>COLUMBIA, SC 29218</b>									1,625.60
						X		2,976.13	1,350.53
Account No. <b>xxCI**01</b>  <b>TNCI</b> <b>P.O. BOX 981038</b> <b>BOSTON, MA 02298-1038</b>									14.22
						X		24.62	10.40
Account No. <b>xxxAL*01</b>  <b>TOTAL SOLUTIONS</b> <b>P.O. BOX 90615</b> <b>COLUMBIA, SC 29290</b>									Unknown
						X		230.05	Unknown
Subtotal									1,639.82
(Total of this page)								4,286.52	1,360.93

Sheet 5 of 8 continuation sheets attached to  
Schedule of Creditors Holding Unsecured Priority Claims

B6E (Official Form 6E) (4/10) - Cont.

In re Urban Radio of South Carolina, L.L.C

Case No. 11-13978 (SCC)

Debtor

**SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**  
(Continuation Sheet)

**Extensions of credit in an involuntary case**

TYPE OF PRIORITY

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
								AMOUNT ENTITLED TO PRIORITY
Account No. <b>xxx-CO01</b>  <b>TRI-COUNTY ELECTRIC</b> <b>P.O. BOX 217</b> <b>ST. MATTHEWS, SC 29135</b>								<b>4,854.29</b>
					X		<b>7,397.00</b>	<b>2,542.71</b>
Account No. <b>xxxxEY01</b>  <b>VALLEY SPRINGS WATER</b> <b>11035 FARROW ROAD</b> <b>BLYTHEWOOD, SC 29016</b>								<b>Unknown</b>
					X		<b>243.61</b>	<b>Unknown</b>
Account No. <b>xxxxxON01</b>  <b>VERIZON WIRELESS</b> <b>P.O. BOX 660108</b> <b>DALLAS, TX 75266-0108</b>								<b>Unknown</b>
					X		<b>18.01</b>	<b>Unknown</b>
Account No.								
Account No.								
Subtotal								<b>4,854.29</b>
(Total of this page)							<b>7,658.62</b>	<b>2,542.71</b>

Sheet **6** of **8** continuation sheets attached to  
Schedule of Creditors Holding Unsecured Priority Claims

B6E (Official Form 6E) (4/10) - Cont.

In re Urban Radio of South Carolina, L.L.C.

Case No. 11-13978 (SCC)

Debtor

**SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**  
(Continuation Sheet)

**Taxes and Certain Other Debts  
Owed to Governmental Units**

TYPE OF PRIORITY

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community	D I S P U T E D	U N L I Q U I D A T E D	C O N T I N G E N T	AMOUNT OF CLAIM	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
								AMOUNT ENTITLED TO PRIORITY
Account No.								
<b>COUNTY OF LEXINGTON P.O. BOX 580265 CHARLOTTE, NC 28258</b>		-				X X X	Unknown	Unknown
Account No.								
<b>DELAWARE SECRETARY OF STATE 401 FEDERAL STREET, SUITE 4 DOVER, DE 19901</b>		-				X X X	Unknown	Unknown
Account No.								
<b>DELAWARE SECRETARY OF STATE P.O. BOX 74072 BALTIMORE, MD 21274-4072</b>		-				X X X	Unknown	Unknown
Account No.								
<b>RICHLAND COUNTY FAMILY COURT P.O. BOX 192 COLUMBIA, SC 29202-8028</b>		-				X X X	Unknown	Unknown
Account No.								
<b>RICHLAND COUNTY TREASURER'S OFFICE P.O. BOX 192 COLUMBIA, SC 29202</b>		-				X X X	Unknown	Unknown
Subtotal								<b>0.00</b>
(Total of this page)							<b>0.00</b>	<b>0.00</b>

Sheet 7 of 8 continuation sheets attached to  
Schedule of Creditors Holding Unsecured Priority Claims

B6E (Official Form 6E) (4/10) - Cont.

In re Urban Radio of South Carolina, L.L.C

Case No. 11-13978 (SCC)

Debtor

**SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**  
(Continuation Sheet)

**Taxes and Certain Other Debts  
Owed to Governmental Units**

TYPE OF PRIORITY

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
									AMOUNT ENTITLED TO PRIORITY
Account No.  <b>SC DEPT OF REVENUE &amp; TAXATION COLUMBIA, SC 29214</b>				<b>Taxes</b>		X	X	X	Unknown
		-						Unknown	Unknown
Account No.  <b>SOUTH CAROLINA DEPT OF REVENUE CORPORATION COLUMBIA, SC 29214</b>				<b>Taxes</b>		X	X	X	Unknown
		-						Unknown	Unknown
Account No.  <b>SUMTER COUNTY TREASURY P.O. BOX 1775 SUMTER, SC 29151-1775</b>				<b>Taxes</b>		X	X	X	Unknown
		-						Unknown	Unknown
Account No.  <b>UNITED STATES TREASURY INTERNAL REVENUE SERVICE CENTER OGDEN, UT 84201</b>				<b>Taxes</b>		X	X	X	Unknown
		-						Unknown	Unknown
Account No.  									

Sheet **8** of **8** continuation sheets attached to  
Schedule of Creditors Holding Unsecured Priority Claims

Subtotal  
(Total of this page)

**0.00**      **0.00**

Total  
(Report on Summary of Schedules)

**37,496.57**      **8,747.05**

B6F (Official Form 6F) (12/07)

In re Urban Radio of South Carolina, L.L.C

Case No. 11-13978 (SCC)

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

State the name, mailing address, including zip code, and last four digits of any account number, of all entities holding unsecured claims without priority against the debtor or the property of the debtor, as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). Do not include claims listed in Schedules D and E. If all creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Check this box if debtor has no creditors holding unsecured claims to report on this Schedule F.

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C				
Account No.  <b>2010 ENTERTAINMENT 4580 MILLWATER XING DOUGLASVILLE, GA 30135</b>		Trade Payable  -				<b>175.00</b>
Account No.  <b>30/50 DIRECT ADVERTISERS/ TORAN 317 EAST 178TH STREET, #3k BRONX, NY 10457</b>		Trade Payable  -				<b>2.00</b>
Account No.  <b>301 SPORTS BAR &amp; GRILL 1428 FIVE CHOP ROAD ORANGEBURG, SC 29115</b>		Trade Payable  -				<b>5.00</b>
Account No.  <b>ABOSLUTE SS EDGE MEDIA 2440 W. MISSION LANE PHOENIX, AZ 85021</b>		Trade Payable  -				<b>25.85</b>
Subtotal (Total of this page)						<b>207.85</b>

26 continuation sheets attached



B6F (Official Form 6F) (12/07) - Cont.

In re Urban Radio of South Carolina, L.L.C

Case No. 11-13978 (SCC)

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C				
Account No.  <b>ALL IN ENTERTAINMENT</b> <b>487 KING STREET</b> <b>SUITE 301</b> <b>CHARLESTON, SC 29403</b>		-	Trade Payable			<b>64.00</b>
Account No.  <b>ALLIANCES FOR MAIN STREET FAIRN</b> <b>STRATEGIC MEDIA SERVICES</b> <b>3299 K STREET N.W.</b> <b>WASHINGTON, DC 20007</b>		-	Trade Payable			<b>1,062.50</b>
Account No.  <b>AROMA SENSES</b> <b>ENERGY MEDIC GROUP/COLUMBUS</b> <b>OH</b> <b>201 OAK STREET</b> <b>COLUMBUS, OH 43235</b>		-	Trade Payable			<b>2.56</b>
Account No.  <b>ARTHUR DANZY</b> <b>ADDRESS WITHHELD</b>		-	Trade Payable			<b>39.63</b>
Account No.  <b>AUNTIE KAREN FOUNDATIONS</b> <b>3419 HAZELHURST ROAD</b> <b>COLUMBIA, SC 29203</b>		-	Trade Payable			<b>1.00</b>
Sheet no. <u>1</u> of <u>26</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims					Subtotal (Total of this page)	<b>1,169.69</b>

B6F (Official Form 6F) (12/07) - Cont.

In re Urban Radio of South Carolina, L.L.C

Case No. 11-13978 (SCC)

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C				
Account No.  <b>BAXTER CLUB (THE)</b> <b>260 PROSPECT STREET</b> <b>ROWESVILLE, SC 29133</b>		-	Trade Payable			<b>4.00</b>
Account No.  <b>BLACK RIVER ELECTRIC</b> <b>P.O. BOX 130</b> <b>SUMTER, SC 29150</b>		-	Utilities		X	<b>72.85</b>
Account No.  <b>BOSS G</b> <b>142 GLORIA TRAIL</b> <b>COLUMBIA, SC 29203</b>		-	Trade Payable			<b>1.00</b>
Account No.  <b>BOSS PLAYA ENTERTAINMENT</b> <b>246 KING CHARLES ROAD</b> <b>COLUMBIA, SC 29209</b>		-	Trade Payable			<b>1.00</b>
Account No.  <b>BOSSSES NEST</b> <b>908 REDMOND</b> <b>ORANGEBURE, SC 29115</b>		-	Trade Payable			<b>4.00</b>
Sheet no. <u>2</u> of <u>26</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims					Subtotal (Total of this page)	<b>82.85</b>

B6F (Official Form 6F) (12/07) - Cont.

In re Urban Radio of South Carolina, L.L.C

Case No. 11-13978 (SCC)

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
		H W J C						
Account No.  <b>BRADLEY LAW FIRM WILLIAM BRANTLEY LAW FIRM 6160 ST. ANDREWS ROAD #5 COLUMBIA, SC 29212</b>			<b>Trade Payable</b>				<b>2.00</b>	
Account No.  <b>BYRD MAN PRODUCTIONS P.O.BOX 391 BOWMAN, SC 29018</b>			<b>Trade Payable</b>				<b>20.00</b>	
Account No.  <b>CENTER FOR LEARNING FOUNDATION 2729 CEVENANT ROAD COLUMBIA, SC 29204</b>			<b>Trade Payable</b>				<b>2.00</b>	
Account No.  <b>CITADEL /BDS 13725 MONT FORT DR DALLAS, TX 75240</b>			<b>Barter Payable</b>	<b>X</b>			<b>3,825.00</b>	
Account No.  <b>CLUB AMNESIA/DARRELL MORPH DARRELL MORPH 551 RIVERHILL CIRCLE APARTMENT #804 COLUMBIA, SC 29210</b>			<b>Trade Payable</b>				<b>304.00</b>	
Sheet no. <u>3</u> of <u>26</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	<b>4,153.00</b>

B6F (Official Form 6F) (12/07) - Cont.

In re Urban Radio of South Carolina, L.L.C

Case No. 11-13978 (SCC)

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
		H W J C						
Account No.  <b>CLUB BIG TYME</b> <b>9484 CHARLESTON HIGHWAY</b> <b>ST. GEORGE, SC 29477</b>		-	<b>Trade Payable</b>				<b>25.00</b>	
Account No.  <b>CLUB ECLIPSE</b> <b>1022 CHESTNUT STREET</b> <b>ORANGEBURG, SC 29075</b>		-	<b>Trade Payable</b>				<b>5.00</b>	
Account No.  <b>CLUB ESSO ATL</b> <b>1599 MEMORIAL DRIVE</b> <b>ATLANTA, GA 30317</b>		-	<b>Trade Payable</b>				<b>2.00</b>	
Account No.  <b>CLUB ONE 18</b> <b>118 MAIN STREET</b> <b>SUMTER, SC 29150</b>		-	<b>Trade Payable</b>				<b>2.00</b>	
Account No.  <b>CLUB RAIN</b> <b>P.O. BOX 213</b> <b>PINEWOOD, SC 29125</b>		-	<b>Trade Payable</b>				<b>4.00</b>	
Sheet no. <u>4</u> of <u>26</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	<b>38.00</b>

B6F (Official Form 6F) (12/07) - Cont.

In re Urban Radio of South Carolina, L.L.C

Case No. 11-13978 (SCC)

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM	
		H W J C					DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.
Account No.  <b>COMPUMAX INC. UNITED PRODUCTIONS/PA 1933 DEARBORN DRIVE WHITE OAK, PA 15131</b>		-	Trade Payable			271.15	
Account No.  <b>CRACKER BARRELL/THE COUNTRY STORE THE BUNTING GROUP 1001 HAWKINS STREET NASHVILLE, TN 37203</b>		-	Trade Payable			0.02	
Account No.  <b>CRUSH GENTLEMEN'S CLUB 3722 RIVER DRIVE COLUMBIA, SC 29201</b>		-	Trade Payable			201.00	
Account No.  <b>D'AMBIANCE PROMTIONS 113 NICHOLAS DRIVE SPARTANBURG, SC 29301</b>		-	Trade Payable			16.00	
Account No.  <b>D.J. CLEVE ADDRESS WITHHELD</b>		-	Trade Payable			10.00	
Sheet no. <u>5</u> of <u>26</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)	<b>498.17</b>

B6F (Official Form 6F) (12/07) - Cont.

In re Urban Radio of South Carolina, L.L.C

Case No. 11-13978 (SCC)

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community		C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.  <b>DERRICK HALBACK ADDRESS WITHHELD</b>			<b>Trade Payable</b>				<b>12.00</b>
Account No.  <b>DIRECT CONNECT 2879 HIGHWAY 160 FORT MILL, SC 29708</b>			<b>Trade Payable</b>				<b>25.00</b>
Account No.  <b>DREAMZ ON MAIN 1734 MATIN STREET COLUMBIA, SC 29201</b>			<b>Trade Payable</b>				<b>38.00</b>
Account No.  <b>DUPLICATING PRODUCTS P.O. BOX 2239 WEST COLUMBIA, SC 29171</b>			<b>Barter Payable</b>	X			<b>24,000.00</b>
Account No.  <b>ELITE STATUS ENT 1533 HZEL STREET CAYCE, SC 29033</b>			<b>Trade Payable</b>				<b>10.00</b>
Sheet no. <u>6</u> of <u>26</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)	<b>24,085.00</b>

B6F (Official Form 6F) (12/07) - Cont.

In re Urban Radio of South Carolina, L.L.C

Case No. 11-13978 (SCC)

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C				
Account No.  <b>EUGENE SALMOND ADDRESS WITHHELD</b>		-	Trade Payable			125.00
Account No.  <b>EVENT ENTERTAINMENT 9401 WILSON BLVD LOT 331 COLUMBIA, SC 29203</b>		-	Trade Payable			1.00
Account No.  <b>EXTRA MAX NORTH EAST ADVERTISING 121 COOMBS ROAD BRUNSWICK, ME 04011</b>		-	Trade Payable			169.00
Account No.  <b>EXTRA MAX UR MEDIA GROUP 13136 SATICOY STREET SUITE F NORTH HOLLYWOOD, CA 91605</b>		-	Trade Payable			77.70
Account No.  <b>FERGERSON FOR SENATE P.O. BOX 1335 SUMTER, SC 29151</b>		-	Trade Payable			3.40
Sheet no. <u>7</u> of <u>26</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims					Subtotal (Total of this page)	<b>376.10</b>

B6F (Official Form 6F) (12/07) - Cont.

In re Urban Radio of South Carolina, L.L.C

Case No. 11-13978 (SCC)

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
		H W J C						
Account No.  <b>FOLLOW THE PAK ENTERTAINMENT 7111 DELLWOOD DRIVE TAMPA, FL 33619</b>			<b>Trade Payable</b>				<b>303.00</b>	
Account No.  <b>FOOD LION AMES SCULLIN O'HARIRE, INC. 245 PEACHTREE CENTER AVE N.E 23RD FLOOR ATLANTA, GA 30303</b>			<b>Trade Payable</b>				<b>525.00</b>	
Account No.  <b>G&amp;S CARPET CLEANING LEORY GREEN 1008 FONTAIN ROAD COLUMBIA, SC 29223</b>			<b>Trade Payable</b>				<b>391.00</b>	
Account No.  <b>GENERAL MILLS INC. SPOTSET RADIO NETWORK/ KAREN MOORE 44 N., SECOND STREET SUITE # 701 MEMPHIS, TN 38103</b>			<b>Trade Payable</b>				<b>276.25</b>	
Account No.  <b>GERALD, EMILY C ADDRESS WITHHELD</b>			<b>Accrued Commissions</b>	X	X		<b>7,021.81</b>	
Sheet no. <u>8</u> of <u>26</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	<b>8,517.06</b>



B6F (Official Form 6F) (12/07) - Cont.

In re Urban Radio of South Carolina, L.L.C

Case No. 11-13978 (SCC)

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM	
		H W J C					DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.
Account No.		Trade Payable					
<b>GERREN "BIG HOMIE" EVANS GERRAN EVANS 7475 CARLISLE STREET IRMO, SC 29063</b>	-					<b>19.00</b>	
Account No.		Trade Payable					
<b>GOLDSTEINS ADDRESS WITHHELD</b>	-					<b>1.00</b>	
Account No.		Accrued Commissions					
<b>GRIFFIN, MICHAEL W ADDRESS WITHHELD</b>	-		X	X		<b>8,367.58</b>	
Account No.		Trade Payable					
<b>GRIND HOUSE ENTERTAINMENT MIKE WIRGHT 600 WEST HUGGINS STREET MANNING, SC 29012</b>	-					<b>2.00</b>	
Account No.		Barter Payable					
<b>HAMPTON HILL ATHLETIC CLUB 5910 GARNERS FERRY ROAD COLUMBIA, SC 29209</b>	-		X			<b>11,925.00</b>	
Sheet no. <u>9</u> of <u>26</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)	<b>20,314.58</b>

B6F (Official Form 6F) (12/07) - Cont.

In re Urban Radio of South Carolina, L.L.C

Case No. 11-13978 (SCC)

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C				
Account No.  <b>HARPSTER, WILLIAM R. ADDRESS WITHHELD</b>		-		<b>X</b>	<b>X</b>	<b>3,134.45</b>
Account No.  <b>HEAR ME PRODUCTION 160 WELDWOOD COURT COLUMBIA, SC 29223</b>		-				<b>9.00</b>
Account No.  <b>HERO BOOST U.R. MEDIA GROUP 13136 SATICOY STREET SUITE F NORTH HOLLYWOOD, CA 91605</b>		-				<b>149.10</b>
Account No.  <b>HERO TABS HYBRID MEDIA SERVICES LLC 1 BARKER AVENUE SUITE 135 WHITE PLAINS, NY 10601</b>		-				<b>122.40</b>
Account No.  <b>I.D.NEWMAN UMC 7801 WILSON BLVD COLUMBIA, SC 29203</b>		-				<b>124.00</b>
Subtotal (Total of this page)						<b>3,538.95</b>

Sheet no. 10 of 26 sheets attached to Schedule of  
Creditors Holding Unsecured Nonpriority Claims

B6F (Official Form 6F) (12/07) - Cont.

In re Urban Radio of South Carolina, L.L.C

Case No. 11-13978 (SCC)

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C				
Account No.  <b>ICBC BROADCAST HOLDINGS, INC.</b> <b>3 PARK AVE, 41ST FLOOR</b> <b>NEW YORK, NY 10016</b>		-	<b>Intercompany Payable</b>			<b>70,775,186.00</b>
Account No.  <b>ICEP ENTERTAINMENT</b> <b>P.O.BOX 9363</b> <b>COLUMBIA, SC 29290</b>		-	<b>Trade Payable</b>			<b>10.00</b>
Account No.  <b>IN THE HOOD FASHIONS</b> <b>1207 BROAD RIVER ROAD</b> <b>COLUMBIA, SC 29210</b>		-	<b>Trade Payable</b>			<b>63.00</b>
Account No.  <b>INTERNATIONAL UTOPLA</b> <b>3106 BROADRIVER ROAD</b> <b>COLUMBIA, SC 29210</b>		-	<b>Trade Payable</b>			<b>1.00</b>
Account No.  <b>JAIDED RAYNE ENT</b> <b>212 TREADWAY COURT</b> <b>FAYETTEVILLE, NC 28311</b>		-	<b>Trade Payable</b>			<b>10.00</b>
Sheet no. <u>11</u> of <u>26</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims					Subtotal (Total of this page)	<b>70,775,270.00</b>

B6F (Official Form 6F) (12/07) - Cont.

In re Urban Radio of South Carolina, L.L.C

Case No. 11-13978 (SCC)

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM	
		H W J C					DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.
Account No.		Trade Payable					
JIM CLYBURN FRIENDS OF JIM CLYBURN P.O. BOX 12567 COLUMBIA, SC 29211	-					0.30	
Account No.		Trade Payable					
JIMMY C.BALES HOUSE DIST 80 1515 CROSSING CREEKROAD EASTOVER, SC 29044	-					2.25	
Account No.		Barter Payable					
JIMMY JOHNS/KELLY SCOTT MAD KELLY SCOTT & MADISON 35 EAST WACKER DR 14TH FLOOR CHICAGO, IL 60601	-		X			316.00	
Account No.		Trade Payable					
JOSHUA BJ CASH " ANDERSON 1005 MULLER AVENUE COLUMBIA, SC 29203	-					13.00	
Account No.		Accrued Commissions					
KATZ/EASTMAN EASTMAN RADIO P.O. BOX 848027 DALLAS, TX 75284-8027	-			X		2,403.64	
Sheet no. <u>12</u> of <u>26</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)	2,735.19

In re Urban Radio of South Carolina, L.L.C

Case No. 11-13978 (SCC)

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C				
Account No.  <b>KIMBERLY GLOVER ADDRESS WITHHELD</b>		-	Trade Payable			306.00
Account No.  <b>KUSH LOUNGE 192 COLLEGE PARD ROAD LADSON, SC 29456</b>		-	Trade Payable			25.00
Account No.  <b>LAKE CITY FOUNDATION 119 SOUTH ACLINE STREET LAKE CITY, SC 29560</b>		-	Trade Payable			2,710.00
Account No.  <b>LAND OF SKY GUN &amp; KNIFE SHOW HARNETT &amp; FOSTER 4011/2 SOUTH DARGAN STREET FLORENCE, SC 29506</b>		-	Trade Payable			85.00
Account No.  <b>LELE-KUNTRY GURL 7546 BURDELL DRIVE COLUMBIA, SC 29209</b>		-	Trade Payable			21.00
Sheet no. <u>13</u> of <u>26</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims					Subtotal (Total of this page)	<b>3,147.00</b>

B6F (Official Form 6F) (12/07) - Cont.

In re Urban Radio of South Carolina, L.L.C

Case No. 11-13978 (SCC)

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C				
Account No.  <b>LOCAL S PUB</b> 1510 WINGATE STREET ORANGEBURG, SC 29015		-	Trade Payable			2.00
Account No.  <b>M.E. FASHIONS OF COLUMBIA</b> 7345 D PARKLANE ROAD COLUMBIA, SC 29223		-	Trade Payable			21.00
Account No.  <b>MASTER MIND RECORDS</b> 171 SMITH YOUNG ROAD BLYTHEWOOD, SC 29016		-	Trade Payable			1.00
Account No.  <b>MCELVEEN, EARLE S.</b> ADDRESS WITHHELD		-	Accrued Commissions	X	X	3,051.25
Account No.  <b>MIDAS INC</b> GILLIS ADVERTISING 1500 RICHLAND STREET COLUMBIA, SC 29209		-	Trade Payable			80.75
Subtotal (Total of this page)						<b>3,156.00</b>

Sheet no. 14 of 26 sheets attached to Schedule of  
Creditors Holding Unsecured Nonpriority Claims

In re Urban Radio of South Carolina, L.L.C

Case No. 11-13978 (SCC)

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
		H W J C						
Account No.  <b>MIKE ALSTON</b> <b>ADDRESS WITHHELD</b>			<b>Trade Payable</b>				<b>250.00</b>	
Account No.  <b>MIRRORS LOUNGE</b> <b>422 PERCIVAL ROAD</b> <b>COLUMBIA, SC 29206</b>			<b>Trade Payable</b>				<b>19.00</b>	
Account No.  <b>MODA LOUNGE</b> <b>920 LADY STREET</b> <b>COLUMBIA, SC 29201</b>			<b>Trade Payable</b>				<b>126.00</b>	
Account No.  <b>MOR GROCERY</b> <b>NORTH EAST ADVERTISING</b> <b>121 COOMBS ROAD</b> <b>BRUNSWICK, ME 04011</b>			<b>Trade Payable</b>				<b>85.01</b>	
Account No.  <b>NAC MARKETING</b> <b>260 SMITH STREET</b> <b>FARMINGDALE, NY 11735</b>			<b>Trade Payable</b>				<b>845.50</b>	
Sheet no. <u>15</u> of <u>26</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	<b>1,325.51</b>

B6F (Official Form 6F) (12/07) - Cont.

In re Urban Radio of South Carolina, L.L.C

Case No. 11-13978 (SCC)

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C				
Account No.  <b>NCO/CLUB BOBBY BROWN CLUB ASSOCIATES P.O.BOX 1747 COLUMBIA, SC 29202</b>		-	Trade Payable			12.75
Account No.  <b>NEO SOUL SUNDA ANISHA MCDANIEL 113 BENTLEY COURT COLUMBIA, SC 29210</b>		-	Trade Payable			5.00
Account No.  <b>NON STOP HIP HOP LIVE P.O BOX 212603 COLUMBIA, SC 29221</b>		-	Trade Payable			1.00
Account No.  <b>NU TABU STAN HUDGINS 700-A GERVAIS STREET COLUMBIA, SC 29201</b>		-	Trade Payable			442.00
Account No.  <b>OVA THA TOP ENT. &amp; S&amp;S ASSOC TONYA PAYTON 15 EAST 21ST STREET UNIT 20 NEW YORK, NY 10010</b>		-	Trade Payable			43.00
Subtotal (Total of this page)						<b>503.75</b>

Sheet no. 16 of 26 sheets attached to Schedule of  
Creditors Holding Unsecured Nonpriority Claims



In re Urban Radio of South Carolina, L.L.C

Case No. 11-13978 (SCC)

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C				
Account No.		<b>Accrued Commissions</b>				
<b>PHILLIPS, ALYSON ADDRESS WITHHELD</b>	-		X	X		<b>9,652.82</b>
Account No.		<b>Accrued Commissions</b>				
<b>POWELL, STEVEN J. ADDRESS WITHHELD</b>	-		X	X		<b>9,900.85</b>
Account No.		<b>Trade Payable</b>				
<b>POWER PRODUCTIONS 268 ALEXANDRA ROAD MT. PLEASANT, SC 29464</b>	-					<b>36.00</b>
Account No.		<b>Trade Payable</b>				
<b>PRODIXUS BANG! MEDIA ONE LONGFELLOW SQ PORTLAND, ME 04101</b>	-					<b>430.10</b>
Account No.		<b>Trade Payable</b>				
<b>QSAVE CHRISTINE MAHON 121 COOMBS ROAD BRIMSWOCL, ME 04011</b>	-					<b>114.25</b>
Subtotal (Total of this page)						<b>20,134.02</b>

Sheet no. 17 of 26 sheets attached to Schedule of  
Creditors Holding Unsecured Nonpriority Claims

In re Urban Radio of South Carolina, L.L.C

Case No. 11-13978 (SCC)

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C				
Account No.  <b>RADIO WAVES 4561 SANDY BEACH DRIVE ANCHORAGE, AK 99502</b>		-	Trade Payable			<b>130.00</b>
Account No.  <b>RICH DAD EDUCATION HYBRID MEDIA SERVICES LLC 1 BARKER AVENUE SUITE 135 WHITE PLAINS, NY 10601</b>		-	Trade Payable			<b>224.40</b>
Account No.  <b>RICHLAND COUNTY SCHOOL DIST 1 ATTENTION KERRY ABEL 1225 OAK STREET COLUMBIA, SC 29204</b>		-	Trade Payable			<b>32.00</b>
Account No.  <b>ROBERT FORD FOR GOVERNOR P.O BOX 21302 CHARLESTON, SC 29413</b>		-	Trade Payable			<b>1.50</b>
Account No.  <b>S.C. BOOKSTORE 801 MAIN STREET COLUMBIA, SC 29201</b>		-	Trade Payable			<b>858.50</b>
Sheet no. <u>18</u> of <u>26</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						<b>Subtotal (Total of this page) 1,246.40</b>

B6F (Official Form 6F) (12/07) - Cont.

In re Urban Radio of South Carolina, L.L.C

Case No. 11-13978 (SCC)

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C				
Account No.  <b>S.C. COMMUNITY BANK RED CARPET COMMUNICATIONS 701 GERVAIS STREET SUITE 150-144 COLUMBIA, SC 29201</b>		-	Trade Payable			38.25
Account No.  <b>SCE&amp;G P.O. BOX 100255 COLUMBIA, SC 29202</b>		-	Utilities		X	1,115.24
Account No.  <b>SCHOONERS 6226 BUSH RIVER ROAD UNIT 2 COLUMBIA, SC 29214</b>		-	Trade Payable			199.00
Account No.  <b>SCOTT'S COMPANY#25430591 C/O ACTIVE INT'L 1 BLUE HILL PLAZA 9TH FLOOR PEARL RIVER, NY 10965</b>		-	Barter Payable		X	468.00
Account No.  <b>SECOND NAZARETH BAPTIST 2336 ELMWOOD AVENUE COLUMBIA, SC 29204</b>		-	Trade Payable			600.00
Sheet no. <u>19</u> of <u>26</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims					Subtotal (Total of this page)	<b>2,420.49</b>

B6F (Official Form 6F) (12/07) - Cont.

In re Urban Radio of South Carolina, L.L.C

Case No. 11-13978 (SCC)

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
		H W J C						
Account No.  <b>SHAC MICHELLE B. GREEN 1115 CALHOUN STREET COLUMBIA, SC 29203</b>			<b>Trade Payable</b>				<b>30.00</b>	
Account No.  <b>SHOE FIXATION 10253 TWO NOTCH ROAD COLUMBIA, SC 29229</b>			<b>Trade Payable</b>				<b>5.00</b>	
Account No.  <b>SIDE POCKET 301B PERCIVAL ROAD COLUMBIA, SC 29206</b>			<b>Trade Payable</b>				<b>67.00</b>	
Account No.  <b>SIMNPLE PURE HGC CHRISTINE MAHON 121 COOMBS ROAD BRIMSWOCL, ME 04011</b>			<b>Trade Payable</b>				<b>55.25</b>	
Account No.  <b>SOPHISTICATED INC. 110 RODRIQUEZ COURT ORANGEBURG, SC 29118</b>			<b>Trade Payable</b>				<b>10.00</b>	
Sheet no. <u>20</u> of <u>26</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	<b>167.25</b>

In re Urban Radio of South Carolina, L.L.C

Case No. 11-13978 (SCC)

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C				
Account No.  <b>SOPHISTICATION ME 19 WESTGROVE COURT COLUMBIA, SC 29212</b>		-	Trade Payable			15.00
Account No.  <b>SPECIALIZED MOBILITY LLC P.O. BOX 545 BALLENTINE, SC 29002</b>		-	Trade Payable			10.00
Account No.  <b>STATE STREET PUB 136 STATE STREET COLUMBIA, SC 29169</b>		-	Trade Payable			25.10
Account No.  <b>TAMEKA ISSAC DEVINE RED CARPET COMMUNICATIONS 701 GERVAIS STREET SUITE 150-144 COLUMBIA, SC 29201</b>		-	Trade Payable			0.75
Account No.  <b>TAMERIA WELLNESS &amp; INSPRIATION TAMERIA WARREN 216 KNIGHT VALLEY CIRCLE COLUMBIA, SC 29209</b>		-	Trade Payable			2.00
Sheet no. <u>21</u> of <u>26</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims					Subtotal (Total of this page)	<b>52.85</b>

B6F (Official Form 6F) (12/07) - Cont.

In re Urban Radio of South Carolina, L.L.C

Case No. 11-13978 (SCC)

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M
		H W J C					
Account No.							
<b>TDR PROMOTIONS ISHMAIL LANE 2928 ALPINE ROAD SUITE 112 COLUMBIA, SC 29223</b>		-	<b>Trade Payable</b>				<b>2.00</b>
Account No.							
<b>TERRANCE PROUDY ADDRESS WITHHELD</b>		-	<b>Trade Payable</b>				<b>1.00</b>
Account No.							
<b>THE MUZIK GROUP 7726 WESSEX LANE COLUMBIA, SC 29223</b>		-	<b>Trade Payable</b>				<b>125.00</b>
Account No.							
<b>THE SHORE 1410 CLECKLEY BLVD ORANGEBURG, SC 29115</b>		-	<b>Trade Payable</b>				<b>50.00</b>
Account No.							
<b>THE WAY OF THE MIDLANDS 2628 MILLWOOD AVENUE COLUMBIA, SC 29205</b>		-	<b>Trade Payable</b>				<b>1.00</b>
Sheet no. <u>22</u> of <u>26</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)	<b>179.00</b>

In re Urban Radio of South Carolina, L.L.C

Case No. 11-13978 (SCC)

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C				
Account No.  THUNDER TOWER H.D.(DIRECT) 190 PONTIAC BUSINESS CENTER COLUMBIA, SC 29045		-	Trade Payable			44.00
Account No.  TIME WARNER CABLE OMD/ ATLANTA 3500 LENOX ROAD SUITE 1900 ATLANTA, GA 30326		-	Trade Payable			0.29
Account No.  TJ'S TAJMAHAL 2700 BROAD RIVER ROAD COLUMBIA, SC 29210		-	Trade Payable			120.00
Account No.  TRACFONE WIRELESS INTERLEX USA 4005 BROADWAY SUITE B SAN ANTONIA, TX 78209		-	Trade Payable			129.00
Account No.  TRAFFIC .COM HARMELIN MEDIA 525 RIGHTERS FERRY ROAD BALA CYNWYD, PA 19004		-	Trade Payable			153.00
Sheet no. <u>23</u> of <u>26</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims					Subtotal (Total of this page)	<b>446.29</b>

B6F (Official Form 6F) (12/07) - Cont.

In re Urban Radio of South Carolina, L.L.C

Case No. 11-13978 (SCC)

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C				
Account No.  <b>TRI-COUNTY ELECTRIC P.O. BOX 217 ST. MATTHEWS, SC 29135</b>		-	<b>Utilities</b>		<b>X</b>	<b>1,571.57</b>
Account No.  <b>U.S. NAVY SPOT RADIO NETWORK 44 N. SECOND STREET SUITE 701 MEMPHIS, TN 38103</b>		-	<b>Trade Payable</b>			<b>204.00</b>
Account No. <b>xxxxST01</b>  <b>U.S. POSTAL SERVICE CMRS-TMS P.O. BOX 7247-0217 PHILADELPHIA, PA 19170-0217</b>		-	<b>Trade Payable</b>			<b>800.00</b>
Account No.  <b>UNIVERSAL CIRCLE 510 WHITEHALL STREET SUITE A ATLANTA, GA 30303</b>		-	<b>Trade Payable</b>			<b>4.25</b>
Account No.  <b>WE FIX MONEY FIX MEDIA LLC 9435 LORTON MARKET STREET SUITE 762 LORTON, VA 22079</b>		-	<b>Trade Payable</b>			<b>2,040.00</b>
Sheet no. <u>24</u> of <u>26</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims					Subtotal (Total of this page)	<b>4,619.82</b>



B6F (Official Form 6F) (12/07) - Cont.

In re Urban Radio of South Carolina, L.L.C

Case No. 11-13978 (SCC)

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C				
Account No.		<b>Barter Payable</b>				
<b>WILD WING CAF LITTLE DOG ADVERTISING 3850 BESSEMER ROAD SUITE 200 MOUNT PLEASANT, SC 29466</b>	-		<b>X</b>			<b>780.00</b>
Account No.		<b>Trade Payable</b>				
<b>WINGS &amp; ALE (LEXINGTON) 154 ELLIS AVENUE LEXINGTON, SC 29072</b>	-					<b>65.00</b>
Account No.		<b>Trade Payable</b>				
<b>WOODY NEEDHAM ADDRESS WITHHELD</b>	-					<b>0.30</b>
Account No.		<b>Trade Payable</b>				
<b>WORLD MARKET NATIONAL 125 WEST 55TH STREET 3RD FLOOR NEW YORK, NY 10019</b>	-					<b>2,303.93</b>
Account No.		<b>Trade Payable</b>				
<b>WRAY AUTOMOTIVE 655 BROAD RIVER ROAD COLUMBIA, SC 29210</b>	-					<b>132.00</b>
Sheet no. <u>25</u> of <u>26</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims					Subtotal (Total of this page)	<b>3,281.23</b>

B6F (Official Form 6F) (12/07) - Cont.

In re Urban Radio of South Carolina, L.L.C

Case No. 11-13978 (SCC)

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C				
Account No.						
<b>YOUNG POLITICAL MINDS 2731 RIVER DRIVE COLUMBIA, SC 29201</b>		<b>Trade Payable</b>				<b>48.00</b>
Account No.						
Account No.						
Account No.						
Account No.						

Sheet no. 26 of 26 sheets attached to Schedule of  
Creditors Holding Unsecured Nonpriority Claims

Subtotal  
(Total of this page)

**48.00**

Total  
(Report on Summary of Schedules)

**70,881,714.05**

B6G (Official Form 6G) (12/07)

In re Urban Radio of South Carolina, L.L.C

Case No. 11-13978 (SCC)

Debtor

**SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES**

Describe all executory contracts of any nature and all unexpired leases of real or personal property. Include any timeshare interests. State nature of debtor's interest in contract, i.e., "Purchaser", "Agent", etc. State whether debtor is the lessor or lessee of a lease. Provide the names and complete mailing addresses of all other parties to each lease or contract described. If a minor child is a party to one of the leases or contracts, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

Check this box if debtor has no executory contracts or unexpired leases.

Name and Mailing Address, Including Zip Code, of Other Parties to Lease or Contract	Description of Contract or Lease and Nature of Debtor's Interest. State whether lease is for nonresidential real property. State contract number of any government contract.
ADP, INC. 504 CLINTON CENTER DR STE 4400 CLINTON, MS 39056	P/R Services/HR Services
ARBITRON 9705 PATUXENT WOODS DR COLUMBIA, MD 21046	Research
ASCAP ONE LINCOLN PLAZA ASCAP BLDG NEW YORK, NY 10023	License
BMI 10 MUSIC SQUARE EAST NASHVILLE, TN 37203	License
CLEAR CHANNEL COMM CHAD DAN 200 E BASSE RD SAN ANTONIO, TX 78209	Studio/Office Rent
CLEAR CHANNEL COMM CHAD DAN 200 E BASSE RD SAN ANTONIO, TX 78209	WWDM Main Tower
CLEAR CHANNEL COMM CHAD DAN 200 E BASSE RD SAN ANTONIO, TX 78209	WWDM Aux Tower
CLEAR CHANNEL COMM CHAD DAN 200 E BASSE RD SAN ANTONIO, TX 78209	WMFX Tower
DEMERS PROGRAMING ALEX DEMERS 204 EXTON COMMONS EXTON, PA 19341	Programming Consulting Warq/Wmfx
DUPLICATING PRODUCTS JIM O'DONELL 1045 SUNSET BLVD. WEST COLUMBIA, SC 29169	Copiers And Printers For Office

In re Urban Radio of South Carolina, L.L.C

Case No. 11-13978 (SCC)

Debtor

**SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES**  
(Continuation Sheet)

Name and Mailing Address, Including Zip Code, of Other Parties to Lease or Contract	Description of Contract or Lease and Nature of Debtor's Interest. State whether lease is for nonresidential real property. State contract number of any government contract.
<b>EASTMAN RADIO SALES SHERYL WILSON 125 WEST 55TH ST NEW YORK, NY 10019</b>	<b>Sales Agreement</b>
<b>ESPN RADIO GREG MOLINA 400 E LAS COLINAS BLVD SUITE 1033 IRVING, TX 75039</b>	<b>Affiliation Fee</b>
<b>GUIGNARD PARTNERSHIP ALLEN GUIGNARD 107 KNOX ABBOTT DR CAYCE, SC 29033</b>	<b>WOIC Tower</b>
<b>JOHN BOY&amp; BILLY MARTY LAMBERT 801 WOOD RIDGE CENTER DR CHARLOTTE, NC 28217</b>	<b>Syndicated Morning Showwmx</b>
<b>KAHN FAMILY LLC DEE ROGERS PO BOX 1608 COLUMBIA, SC 29201</b>	<b>WOIC Transmitter Building</b>
<b>MARKETRON 101 EMPTY SADDLE TRAIL HAILEY, ID 83333</b>	<b>Lease - Traffic System</b>
<b>OMNI TEK JENIFER ENGLE 13295 ILLINOIS SUITE 203 CARMEL, IN 46032</b>	<b>WARQ Tower Lease</b>
<b>PREMIERE RADIO NETWORKS STEWART ELLNER 15260 VENTURA BLVD 5TH FLOOR SHERMAN OAKS, CA 91403</b>	<b>Syndicated Programming</b>
<b>RESEARCH DIRECTOR, INC CHARLIE SISLEN 914 BAY RIDGE ROAD, SUITE 215 ANNAPOLIS, MD 21403</b>	<b>Research</b>
<b>RUFUS B. ANTLEY 117 W. CHURCH ST BATESBURG, SC 29006</b>	<b>WZMJ Transmitter Room</b>
<b>SESAC 55 MUSIC SQUARE EAST NASHVILLE, TN 37203</b>	<b>License</b>

In re Urban Radio of South Carolina, L.L.C

Case No. 11-13978 (SCC)

Debtor

**SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES**

(Continuation Sheet)

Name and Mailing Address, Including Zip Code, of Other Parties to Lease or Contract	Description of Contract or Lease and Nature of Debtor's Interest. State whether lease is for nonresidential real property. State contract number of any government contract.
<b>STEVE PATTERSON ADDRESS WITHHELD</b>	<b>Employment Agreement</b>
<b>TW TELECOM PAUL CURLEE 1401 MAIN STREET, SUITE 102 COLUMBIA, SC 29201</b>	<b>Phone Lines For Studios And Office</b>

In re Urban Radio of South Carolina, L.L.C.

Case No. 11-13978 (SCC)

Debtor

### SCHEDULE H - CODEBTORS

Provide the information requested concerning any person or entity, other than a spouse in a joint case, that is also liable on any debts listed by debtor in the schedules of creditors. Include all guarantors and co-signers. If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within the eight year period immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state, commonwealth, or territory. Include all names used by the nondebtor spouse during the eight years immediately preceding the commencement of this case. If a minor child is a codebtor or a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

Check this box if debtor has no codebtors.

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
<b>ICBC BROADCAST HOLDINGS, INC.</b> 3 PARK AVENUE, 40TH FLOOR NEW YORK, NY 10016	<b>CORTLAND CAPITAL MARKET SERVICES</b> ATTN LUKE NEWCOMB 225 WEST WASHINGTON ST, SUITE 1450 CHICAGO, IL 60606
<b>ICBC BROADCAST HOLDINGS-CA, INC.</b> 3 PARK AVENUE, 40TH FLOOR NEW YORK, NY 10016	<b>CORTLAND CAPITAL MARKET SERVICES</b> ATTN LUKE NEWCOMB 225 WEST WASHINGTON ST, SUITE 1450 CHICAGO, IL 60606
<b>ICBC-NY, L.L.C.</b> 3 PARK AVENUE, 40TH FLOOR NEW YORK, NY 10016	<b>CORTLAND CAPITAL MARKET SERVICES</b> ATTN LUKE NEWCOMB 225 WEST WASHINGTON ST, SUITE 1450 CHICAGO, IL 60606
<b>INNER CITY BROADCASTING CORPORATION OF BERKELEY</b> 3 PARK AVENUE, 40TH FLOOR NEW YORK, NY 10016	<b>CORTLAND CAPITAL MARKET SERVICES</b> ATTN LUKE NEWCOMB 225 WEST WASHINGTON ST, SUITE 1450 CHICAGO, IL 60606
<b>INNER CITY MEDIA CORPORATION</b> 3 PARK AVENUE, 40TH FLOOR NEW YORK, NY 10016	<b>CORTLAND CAPITAL MARKET SERVICES</b> ATTN LUKE NEWCOMB 225 WEST WASHINGTON ST, SUITE 1450 CHICAGO, IL 60606
<b>URBAN RADIO OF MISSISSIPPI, L.L.C.</b> 3 PARK AVENUE, 40TH FLOOR NEW YORK, NY 10016	<b>CORTLAND CAPITAL MARKET SERVICES</b> ATTN LUKE NEWCOMB 225 WEST WASHINGTON ST, SUITE 1450 CHICAGO, IL 60606
<b>URBAN RADIO, L.L.C.</b> 3 PARK AVENUE, 40TH FLOOR NEW YORK, NY 10016	<b>CORTLAND CAPITAL MARKET SERVICES</b> ATTN LUKE NEWCOMB 225 WEST WASHINGTON ST, SUITE 1450 CHICAGO, IL 60606

0

continuation sheets attached to Schedule of Codebtors

B6 Declaration (Official Form 6 - Declaration). (12/07)

**United States Bankruptcy Court  
Southern District of New York**

In re Urban Radio of South Carolina, L.L.C

Debtor(s)

Case No. 11-13978 (SCC)

Chapter 11

**DECLARATION CONCERNING DEBTOR'S SCHEDULES**

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the Vice President and Chief Financial Officer of ICBC Broadcast Holdings, Inc. and authorized signatory for the Debtor in this Chapter 11 case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of 48 sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date October 21, 2011

Signature /s/ William C. Cooper  
**William C. Cooper**  
**Authorized Signatory**

*Penalty for making a false statement or concealing property:* Fine of up to \$500,000 or imprisonment for up to 5 years or both.  
18 U.S.C. §§ 152 and 3571.