

FORM D

Notice of Exempt Offering of Securities

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C.

OMB APPROVAL

OMB Number: 3235-0076

Estimated Average burden hours per response: 4.0

1. Issuer's Identity

CIK (Filer ID Number)

0000739708

Previous Name(s)

None

Entity Type

Name of Issuer

CLEAR CHANNEL COMMUNICATIONS INC

Jurisdiction of Incorporation/Organization

TEXAS

Year of Incorporation/Organization

Over Five Years Ago

Within Last Five Years (Specify Year)

Yet to Be Formed

Corporation

Limited Partnership

Limited Liability Company

General Partnership

Business Trust

Other

2. Principal Place of Business and Contact Information

Name of Issuer

CLEAR CHANNEL COMMUNICATIONS INC

Street Address 1

200 E BASSE RD

Street Address 2

City

SAN ANTONIO

State/Province/Country

TEXAS

ZIP/Postal Code

78209

Phone No. of Issuer

210-822-2828

1. Issuer's Identity

CIK (Filer ID Number)

0001457758

Previous Name(s)

None

Entity Type

Corporation

Limited Partnership

Limited Liability Company

General Partnership

Business Trust

Other

Name of Issuer

AMFM Broadcasting Licenses, LLC

Jurisdiction of Incorporation/Organization

DELAWARE

Year of Incorporation/Organization

Over Five Years Ago

Within Last Five Years (Specify Year)

Yet to Be Formed

2. Principal Place of Business and Contact Information

Name of Issuer

AMFM Broadcasting Licenses, LLC

Street Address 1

200 EAST BASSE ROAD

Street Address 2

City

SAN ANTONIO

State/Province/Country

TEXAS

ZIP/Postal Code

78209

Phone No. of Issuer

210-822-2828

1. Issuer's Identity

CIK (Filer ID Number)

0001457757

Previous Name(s)

None

Entity Type

Corporation

Limited Partnership

Limited Liability Company

General Partnership

Business Trust

Other

Name of Issuer

AMFM Broadcasting, Inc.

Jurisdiction of Incorporation/Organization

DELAWARE

Year of Incorporation/Organization

Over Five Years Ago

Within Last Five Years (Specify Year)

Yet to Be Formed

2. Principal Place of Business and Contact Information

Name of Issuer

AMFM Broadcasting, Inc.

Street Address 1

200 EAST BASSE ROAD

Street Address 2

City

SAN ANTONIO

State/Province/Country

TEXAS

ZIP/Postal Code

78209

Phone No. of Issuer

210-822-2828

1. Issuer's Identity

CIK (Filer ID Number)

0000908612

Previous Name(s) None

CAPSTAR COMMUNICATIONS
INC

SFX BROADCASTING INC

Name of Issuer

AMFM OPERATING INC

Jurisdiction of Incorporation/Organization

DELAWARE

Year of Incorporation/Organization

Over Five Years Ago

Within Last Five Years (Specify Year)

Yet to Be Formed

Entity Type

Corporation

Limited Partnership

Limited Liability Company

General Partnership

Business Trust

Other

2. Principal Place of Business and Contact Information

Name of Issuer

AMFM OPERATING INC

Street Address 1

200 EAST BASSE ROAD

Street Address 2

City

SAN ANTONIO

State/Province/Country

TEXAS

ZIP/Postal Code

78209

Phone No. of Issuer

210-822-2828

1. Issuer's Identity

CIK (Filer ID Number)

0001457753

Previous Name(s)

None

Entity Type

Corporation

Limited Partnership

Limited Liability Company

General Partnership

Business Trust

Other

Name of Issuer

AMFM Radio Licenses, LLC

Jurisdiction of Incorporation/Organization

DELAWARE

Year of Incorporation/Organization

Over Five Years Ago

Within Last Five Years (Specify Year)

Yet to Be Formed

2. Principal Place of Business and Contact Information

Name of Issuer

AMFM Radio Licenses, LLC

Street Address 1

200 EAST BASSE ROAD

Street Address 2

City

SAN ANTONIO

State/Province/Country

TEXAS

ZIP/Postal Code

78209

Phone No. of Issuer

210-822-2828

1. Issuer's Identity

CIK (Filer ID Number)

0001457751

Previous Name(s)

None

Entity Type

Corporation

Limited Partnership

Limited Liability Company

General Partnership

Business Trust

Other

Name of Issuer

AMFM Texas Broadcasting, LP

Jurisdiction of Incorporation/Organization

DELAWARE

Year of Incorporation/Organization

Over Five Years Ago

Within Last Five Years (Specify Year)

Yet to Be Formed

2. Principal Place of Business and Contact Information

Name of Issuer

AMFM Texas Broadcasting, LP

Street Address 1

200 EAST BASSE ROAD

Street Address 2

City

SAN ANTONIO

State/Province/Country

TEXAS

ZIP/Postal Code

78209

Phone No. of Issuer

210-822-2828

1. Issuer's Identity

CIK (Filer ID Number)

0001457750

Previous Name(s) None

AMFM Texas Licenses, LP

Entity Type

- Corporation
- Limited Partnership
- Limited Liability Company
- General Partnership
- Business Trust
- Other

Name of Issuer

AMFM Texas Licenses, LLC

Jurisdiction of Incorporation/Organization

TEXAS

Year of Incorporation/Organization

- Over Five Years Ago
- Within Last Five Years (Specify Year)
- Yet to Be Formed

2. Principal Place of Business and Contact Information

Name of Issuer

AMFM Texas Licenses, LLC

Street Address 1

200 EAST BASSE ROAD

Street Address 2

City

SAN ANTONIO

State/Province/Country

TEXAS

ZIP/Postal Code

78209

Phone No. of Issuer

210-822-2828

1. Issuer's Identity

CIK (Filer ID Number)

0001457749

Previous Name(s)

None

Entity Type

Corporation

Limited Partnership

Limited Liability Company

General Partnership

Business Trust

Other

Name of Issuer

AMFM Texas, LLC

Jurisdiction of Incorporation/Organization

DELAWARE

Year of Incorporation/Organization

Over Five Years Ago

Within Last Five Years (Specify Year)

Yet to Be Formed

2. Principal Place of Business and Contact Information

Name of Issuer

AMFM Texas, LLC

Street Address 1

200 EAST BASSE ROAD

Street Address 2

City

SAN ANTONIO

State/Province/Country

TEXAS

ZIP/Postal Code

78209

Phone No. of Issuer

210-822-2828

1. Issuer's Identity

CIK (Filer ID Number)

0001457748

Previous Name(s)

None

Entity Type

Corporation

Limited Partnership

Limited Liability Company

General Partnership

Business Trust

Other

Name of Issuer

Capstar Radio Operating Co

Jurisdiction of Incorporation/Organization

DELAWARE

Year of Incorporation/Organization

Over Five Years Ago

Within Last Five Years (Specify Year)

Yet to Be Formed

2. Principal Place of Business and Contact Information

Name of Issuer

Capstar Radio Operating Co

Street Address 1

200 EAST BASSE ROAD

Street Address 2

City

SAN ANTONIO

State/Province/Country

TEXAS

ZIP/Postal Code

78209

Phone No. of Issuer

210-822-2828

1. Issuer's Identity

CIK (Filer ID Number)

0001457747

Previous Name(s) None

Capstar TX Limited Partnership

Entity Type

- Corporation
- Limited Partnership
- Limited Liability Company
- General Partnership
- Business Trust
- Other

Name of Issuer

Capstar TX , LLC

Jurisdiction of Incorporation/Organization

TEXAS

Year of Incorporation/Organization

- Over Five Years Ago
- Within Last Five Years (Specify Year)
- Yet to Be Formed

2009

2. Principal Place of Business and Contact Information

Name of Issuer

Capstar TX , LLC

Street Address 1

200 EAST BASSE ROAD

Street Address 2

City

SAN ANTONIO

State/Province/Country

TEXAS

ZIP/Postal Code

78209

Phone No. of Issuer

210-822-2828

1. Issuer's Identity

CIK (Filer ID Number)

0001457746

Previous Name(s)

None

Entity Type

Corporation

Limited Partnership

Limited Liability Company

General Partnership

Business Trust

Other

Name of Issuer

CC Broadcast Holdings, Inc.

Jurisdiction of Incorporation/Organization

NEVADA

Year of Incorporation/Organization

Over Five Years Ago

Within Last Five Years (Specify Year)

Yet to Be Formed

2. Principal Place of Business and Contact Information

Name of Issuer

CC Broadcast Holdings, Inc.

Street Address 1

200 EAST BASSE ROAD

Street Address 2

City

SAN ANTONIO

State/Province/Country

TEXAS

ZIP/Postal Code

78209

Phone No. of Issuer

210-822-2828

1. Issuer's Identity

CIK (Filer ID Number)

0001457745

Previous Name(s)

None

Entity Type

Corporation

Limited Partnership

Limited Liability Company

General Partnership

Business Trust

Other

Name of Issuer

CC Finco Holdings, LLC

Jurisdiction of Incorporation/Organization

DELAWARE

Year of Incorporation/Organization

Over Five Years Ago

Within Last Five Years (Specify Year)

2008

Yet to Be Formed

2. Principal Place of Business and Contact Information

Name of Issuer

CC Finco Holdings, LLC

Street Address 1

200 EAST BASSE ROAD

Street Address 2

City

SAN ANTONIO

State/Province/Country

TEXAS

ZIP/Postal Code

78209

Phone No. of Issuer

210-822-2828

1. Issuer's Identity

CIK (Filer ID Number)

0001457744

Previous Name(s)

None

Entity Type

Corporation

Limited Partnership

Limited Liability Company

General Partnership

Business Trust

Other

Name of Issuer

CC Licenses, LLC

Jurisdiction of Incorporation/Organization

DELAWARE

Year of Incorporation/Organization

Over Five Years Ago

Within Last Five Years (Specify Year)

Yet to Be Formed

2. Principal Place of Business and Contact Information

Name of Issuer

CC Licenses, LLC

Street Address 1

200 EAST BASSE ROAD

Street Address 2

City

SAN ANTONIO

State/Province/Country

TEXAS

ZIP/Postal Code

78209

Phone No. of Issuer

210-822-2828

1. Issuer's Identity

CIK (Filer ID Number)

0001037471

Previous Name(s)

None

Entity Type

- Corporation
- Limited Partnership
- Limited Liability Company
- General Partnership
- Business Trust
- Other

Name of Issuer

CHRISTAL RADIO SALES INC

Jurisdiction of Incorporation/Organization

DELAWARE

Year of Incorporation/Organization

Over Five Years Ago

Within Last Five Years (Specify Year)

Yet to Be Formed

2. Principal Place of Business and Contact Information

Name of Issuer

CHRISTAL RADIO SALES INC

Street Address 1

200 EAST BASSE ROAD

Street Address 2

City

SAN ANTONIO

State/Province/Country

TEXAS

ZIP/Postal Code

78209

Phone No. of Issuer

210-822-2828

1. Issuer's Identity

CIK (Filer ID Number)

0001028817

Previous Name(s)

None

Entity Type

Corporation

Limited Partnership

Limited Liability Company

General Partnership

Business Trust

Other

Name of Issuer

CINE GUARANTORS II INC

Jurisdiction of Incorporation/Organization

CALIFORNIA

Year of Incorporation/Organization

Over Five Years Ago

Within Last Five Years (Specify Year)

Yet to Be Formed

2. Principal Place of Business and Contact Information

Name of Issuer

CINE GUARANTORS II INC

Street Address 1

200 EAST BASSE ROAD

Street Address 2

City

SAN ANTONIO

State/Province/Country

TEXAS

ZIP/Postal Code

78209

Phone No. of Issuer

210-822-2828

1. Issuer's Identity

CIK (Filer ID Number)

0001028812

Previous Name(s)

None

Entity Type

- Corporation
- Limited Partnership
- Limited Liability Company
- General Partnership
- Business Trust
- Other

Name of Issuer

CITICASTERS CO

Jurisdiction of Incorporation/Organization

OHIO

Year of Incorporation/Organization

Over Five Years Ago

Within Last Five Years (Specify Year)

Yet to Be Formed

2. Principal Place of Business and Contact Information

Name of Issuer

CITICASTERS CO

Street Address 1

200 EAST BASSE ROAD

Street Address 2

City

SAN ANTONIO

State/Province/Country

TEXAS

ZIP/Postal Code

78209

Phone No. of Issuer

210-822-2828

1. Issuer's Identity

CIK (Filer ID Number)

0001457741

Previous Name(s)

None

Entity Type

Corporation

Limited Partnership

Limited Liability Company

General Partnership

Business Trust

Other

Name of Issuer

Citicasters Licenses, Inc.

Jurisdiction of Incorporation/Organization

TEXAS

Year of Incorporation/Organization

Over Five Years Ago

Within Last Five Years (Specify Year)

2008

Yet to Be Formed

2. Principal Place of Business and Contact Information

Name of Issuer

Citicasters Licenses, Inc.

Street Address 1

200 EAST BASSE ROAD

Street Address 2

City

SAN ANTONIO

State/Province/Country

TEXAS

ZIP/Postal Code

78209

Phone No. of Issuer

210-822-2828

1. Issuer's Identity

CIK (Filer ID Number)

0001457739

Previous Name(s)

None

Entity Type

Corporation

Limited Partnership

Limited Liability Company

General Partnership

Business Trust

Other

Name of Issuer

Clear Channel Broadcasting
Licenses, Inc.

Jurisdiction of Incorporation/Organization

NEVADA

Year of Incorporation/Organization

Over Five Years Ago

Within Last Five Years (Specify Year)

Yet to Be Formed

2. Principal Place of Business and Contact Information

Name of Issuer

Clear Channel Broadcasting Licenses, Inc.

Street Address 1

200 EAST BASSE ROAD

Street Address 2

City

SAN ANTONIO

State/Province/Country

TEXAS

ZIP/Postal Code

78209

Phone No. of Issuer

210-822-2828

1. Issuer's Identity

CIK (Filer ID Number)

0001457738

Previous Name(s)

None

Entity Type

- Corporation
- Limited Partnership
- Limited Liability Company
- General Partnership
- Business Trust
- Other

Name of Issuer

Clear Channel Broadcasting, Inc.

Jurisdiction of Incorporation/Organization

NEVADA

Year of Incorporation/Organization

Over Five Years Ago

Within Last Five Years (Specify Year)

Yet to Be Formed

2. Principal Place of Business and Contact Information

Name of Issuer

Clear Channel Broadcasting, Inc.

Street Address 1

200 EAST BASSE ROAD

Street Address 2

City

SAN ANTONIO

State/Province/Country

TEXAS

ZIP/Postal Code

78209

Phone No. of Issuer

210-822-2828

1. Issuer's Identity

CIK (Filer ID Number)

0001457737

Previous Name(s)

None

Entity Type

Corporation

Limited Partnership

Limited Liability Company

General Partnership

Business Trust

Other

Name of Issuer

Clear Channel Capital I, LLC

Jurisdiction of Incorporation/Organization

DELAWARE

Year of Incorporation/Organization

Over Five Years Ago

Within Last Five Years (Specify Year)

2008

Yet to Be Formed

2. Principal Place of Business and Contact Information

Name of Issuer

Clear Channel Capital I, LLC

Street Address 1

200 EAST BASSE ROAD

Street Address 2

City

SAN ANTONIO

State/Province/Country

TEXAS

ZIP/Postal Code

78209

Phone No. of Issuer

210-822-2828

1. Issuer's Identity

CIK (Filer ID Number)

0001343953

Previous Name(s)

None

Entity Type

Corporation

Limited Partnership

Limited Liability Company

General Partnership

Business Trust

Other

Name of Issuer

Clear Channel Holdings, Inc.

Jurisdiction of Incorporation/Organization

NEVADA

Year of Incorporation/Organization

Over Five Years Ago

Within Last Five Years (Specify Year)

Yet to Be Formed

2. Principal Place of Business and Contact Information

Name of Issuer

Clear Channel Holdings, Inc.

Street Address 1

200 EAST BASSE ROAD

Street Address 2

City

SAN ANTONIO

State/Province/Country

TEXAS

ZIP/Postal Code

78209

Phone No. of Issuer

2108222828

1. Issuer's Identity

CIK (Filer ID Number)

0001457734

Previous Name(s)

None

Entity Type

Corporation

Limited Partnership

Limited Liability Company

General Partnership

Business Trust

Other

Name of Issuer

Clear Channel Identity, Inc.

Jurisdiction of Incorporation/Organization

TEXAS

Year of Incorporation/Organization

Over Five Years Ago

Within Last Five Years (Specify Year)

2008

Yet to Be Formed

2. Principal Place of Business and Contact Information

Name of Issuer

Clear Channel Identity, Inc.

Street Address 1

200 EAST BASSE ROAD

Street Address 2

City

SAN ANTONIO

State/Province/Country

TEXAS

ZIP/Postal Code

78209

Phone No. of Issuer

210-822-2828

1. Issuer's Identity

CIK (Filer ID Number)

0001080208

Previous Name(s)

None

Entity Type

- Corporation
- Limited Partnership
- Limited Liability Company
- General Partnership
- Business Trust
- Other

Name of Issuer

CLEAR CHANNEL INVESTMENTS
INC

Jurisdiction of Incorporation/Organization

NEVADA

Year of Incorporation/Organization

Over Five Years Ago

Within Last Five Years (Specify Year)

Yet to Be Formed

2. Principal Place of Business and Contact Information

Name of Issuer

CLEAR CHANNEL INVESTMENTS INC

Street Address 1

200 EAST BASSE ROAD

Street Address 2

City

SAN ANTONIO

State/Province/Country

TEXAS

ZIP/Postal Code

78209

Phone No. of Issuer

2108222828

1. Issuer's Identity

CIK (Filer ID Number)

0001457733

Previous Name(s)

None

Entity Type

Corporation

Limited Partnership

Limited Liability Company

General Partnership

Business Trust

Other

Name of Issuer

Clear Channel Management
Services, Inc.

Jurisdiction of Incorporation/Organization

TEXAS

Year of Incorporation/Organization

Over Five Years Ago

Within Last Five Years (Specify Year)

2008

Yet to Be Formed

2. Principal Place of Business and Contact Information

Name of Issuer

Clear Channel Management Services, Inc.

Street Address 1

200 EAST BASSE ROAD

Street Address 2

City

SAN ANTONIO

State/Province/Country

TEXAS

ZIP/Postal Code

78209

Phone No. of Issuer

210-822-2828

1. Issuer's Identity

CIK (Filer ID Number)

0001457732

Previous Name(s)

None

Entity Type

- Corporation
- Limited Partnership
- Limited Liability Company
- General Partnership
- Business Trust
- Other

Name of Issuer

Clear Channel Mexico Holdings,
Inc.

Jurisdiction of Incorporation/Organization

NEVADA

Year of Incorporation/Organization

Over Five Years Ago

Within Last Five Years (Specify Year)

Yet to Be Formed

2. Principal Place of Business and Contact Information

Name of Issuer

Clear Channel Mexico Holdings, Inc.

Street Address 1

200 EAST BASSE ROAD

Street Address 2

City

SAN ANTONIO

State/Province/Country

TEXAS

ZIP/Postal Code

78209

Phone No. of Issuer

210-822-2828

1. Issuer's Identity

CIK (Filer ID Number)

0001457731

Previous Name(s)

None

Entity Type

- Corporation
- Limited Partnership
- Limited Liability Company
- General Partnership
- Business Trust
- Other

Name of Issuer

Clear Channel Real Estate, LLC

Jurisdiction of Incorporation/Organization

DELAWARE

Year of Incorporation/Organization

Over Five Years Ago

Within Last Five Years (Specify Year)

Yet to Be Formed

2. Principal Place of Business and Contact Information

Name of Issuer

Clear Channel Real Estate, LLC

Street Address 1

200 EAST BASSE ROAD

Street Address 2

City

SAN ANTONIO

State/Province/Country

TEXAS

ZIP/Postal Code

78209

Phone No. of Issuer

210-822-2828

1. Issuer's Identity

CIK (Filer ID Number)

0001457730

Previous Name(s)

None

Entity Type

Name of Issuer

Clear Channel Satellite Services,
Inc.

Jurisdiction of Incorporation/Organization

DELAWARE

Year of Incorporation/Organization

Over Five Years Ago

Within Last Five Years (Specify Year)

Yet to Be Formed

Corporation

Limited Partnership

Limited Liability Company

General Partnership

Business Trust

Other

2. Principal Place of Business and Contact Information

Name of Issuer

Clear Channel Satellite Services, Inc.

Street Address 1

200 EAST BASSE ROAD

Street Address 2

City

SAN ANTONIO

State/Province/Country

TEXAS

ZIP/Postal Code

78209

Phone No. of Issuer

210-822-2828

1. Issuer's Identity

CIK (Filer ID Number)

0001457727

Previous Name(s)

None

Entity Type

- Corporation
- Limited Partnership
- Limited Liability Company
- General Partnership
- Business Trust
- Other

Name of Issuer

Critical Mass Media, Inc.

Jurisdiction of Incorporation/Organization

OHIO

Year of Incorporation/Organization

Over Five Years Ago

Within Last Five Years (Specify Year)

Yet to Be Formed

2. Principal Place of Business and Contact Information

Name of Issuer

Critical Mass Media, Inc.

Street Address 1

200 EAST BASSE ROAD

Street Address 2

City

SAN ANTONIO

State/Province/Country

TEXAS

ZIP/Postal Code

78209

Phone No. of Issuer

210-822-2828

1. Issuer's Identity

CIK (Filer ID Number)

0001037474

Previous Name(s)

None

Entity Type

Corporation

Limited Partnership

Limited Liability Company

General Partnership

Business Trust

Other

Name of Issuer

KATZ COMMUNICATIONS INC

Jurisdiction of Incorporation/Organization

DELAWARE

Year of Incorporation/Organization

Over Five Years Ago

Within Last Five Years (Specify Year)

Yet to Be Formed

2. Principal Place of Business and Contact Information

Name of Issuer

KATZ COMMUNICATIONS INC

Street Address 1

200 EAST BASSE ROAD

Street Address 2

City

SAN ANTONIO

State/Province/Country

TEXAS

ZIP/Postal Code

78209

Phone No. of Issuer

210-822-2828

1. Issuer's Identity

CIK (Filer ID Number)

0000934494

Previous Name(s) None

KATZ HOLDING CORP /DE/
KATZ CAPITAL CORP

Entity Type

- Corporation
- Limited Partnership
- Limited Liability Company
- General Partnership
- Business Trust
- Other

Name of Issuer

KATZ MEDIA GROUP INC

Jurisdiction of Incorporation/Organization

DELAWARE

Year of Incorporation/Organization

- Over Five Years Ago
- Within Last Five Years (Specify Year)
- Yet to Be Formed

2. Principal Place of Business and Contact Information

Name of Issuer

KATZ MEDIA GROUP INC

Street Address 1

200 EAST BASSE ROAD

Street Address 2

City

SAN ANTONIO

State/Province/Country

TEXAS

ZIP/Postal Code

78209

Phone No. of Issuer

210-822-2828

1. Issuer's Identity

CIK (Filer ID Number)

0001457726

Previous Name(s)

None

Entity Type

- Corporation
- Limited Partnership
- Limited Liability Company
- General Partnership
- Business Trust
- Other

Name of Issuer

Katz Millennium Sales & Marketing Inc.

Jurisdiction of Incorporation/Organization

DELAWARE

Year of Incorporation/Organization

Over Five Years Ago

Within Last Five Years (Specify Year)

Yet to Be Formed

2. Principal Place of Business and Contact Information

Name of Issuer

Katz Millennium Sales & Marketing Inc.

Street Address 1

200 EAST BASSE ROAD

Street Address 2

City

SAN ANTONIO

State/Province/Country

TEXAS

ZIP/Postal Code

78209

Phone No. of Issuer

210-822-2828

1. Issuer's Identity

CIK (Filer ID Number)

0001457725

Previous Name(s)

None

Entity Type

Corporation

Limited Partnership

Limited Liability Company

General Partnership

Business Trust

Other

Name of Issuer

Katz Net Radio Sales, Inc.

Jurisdiction of Incorporation/Organization

DELAWARE

Year of Incorporation/Organization

Over Five Years Ago

Within Last Five Years (Specify Year)

Yet to Be Formed

2. Principal Place of Business and Contact Information

Name of Issuer

Katz Net Radio Sales, Inc.

Street Address 1

200 EAST BASSE ROAD

Street Address 2

City

SAN ANTONIO

State/Province/Country

TEXAS

ZIP/Postal Code

78209

Phone No. of Issuer

210-822-2828

1. Issuer's Identity

CIK (Filer ID Number)

0001457723

Previous Name(s)

None

Entity Type

Corporation

Limited Partnership

Limited Liability Company

General Partnership

Business Trust

Other

Name of Issuer

M Street Corp

Jurisdiction of Incorporation/Organization

WASHINGTON

Year of Incorporation/Organization

Over Five Years Ago

Within Last Five Years (Specify Year)

Yet to Be Formed

2. Principal Place of Business and Contact Information

Name of Issuer

M Street Corp

Street Address 1

200 EAST BASSE ROAD

Street Address 2

City

SAN ANTONIO

State/Province/Country

TEXAS

ZIP/Postal Code

78209

Phone No. of Issuer

210-822-2828

1. Issuer's Identity

CIK (Filer ID Number)

0000885084

Previous Name(s)

None

Entity Type

Corporation

Limited Partnership

Limited Liability Company

General Partnership

Business Trust

Other

Name of Issuer

PREMIERE RADIO NETWORKS INC

Jurisdiction of Incorporation/Organization

DELAWARE

Year of Incorporation/Organization

Over Five Years Ago

Within Last Five Years (Specify Year)

Yet to Be Formed

2. Principal Place of Business and Contact Information

Name of Issuer

PREMIERE RADIO NETWORKS INC

Street Address 1

200 EAST BASSE ROAD

Street Address 2

City

SAN ANTONIO

State/Province/Country

TEXAS

ZIP/Postal Code

78209

Phone No. of Issuer

210-822-2828

1. Issuer's Identity

CIK (Filer ID Number)

0001457722

Previous Name(s)

None

Entity Type

- Corporation
- Limited Partnership
- Limited Liability Company
- General Partnership
- Business Trust
- Other

Name of Issuer

Terrestrial RF Licensing, Inc.

Jurisdiction of Incorporation/Organization

NEVADA

Year of Incorporation/Organization

Over Five Years Ago

Within Last Five Years (Specify Year)

Yet to Be Formed

2. Principal Place of Business and Contact Information

Name of Issuer

Terrestrial RF Licensing, Inc.

Street Address 1

200 EAST BASSE ROAD

Street Address 2

City

SAN ANTONIO

State/Province/Country

TEXAS

ZIP/Postal Code

78209

Phone No. of Issuer

210-822-2828

3. Related Persons

Last Name	First Name	Middle Name
<input type="text" value="Abrams"/>	<input type="text" value="David"/>	<input type="text" value="C."/>

Street Address 1	Street Address 2
<input type="text" value="c/o Clear Channel Communications, Inc."/>	<input type="text" value="200 East Basse Road"/>

City	State/Province/Country	ZIP/Postal Code
<input type="text" value="San Antonio"/>	<input type="text" value="TEXAS"/>	<input type="text" value="78209"/>

Relationship:	<input type="checkbox"/> Executive Officer	<input checked="" type="checkbox"/> Director	<input type="checkbox"/> Promoter
---------------	--	--	-----------------------------------

Clarification of Response (if Necessary)

Last Name	First Name	Middle Name
<input type="text" value="Azoff"/>	<input type="text" value="Irving"/>	<input type="text" value="L."/>

Street Address 1	Street Address 2
<input type="text" value="c/o Clear Channel Communications, Inc."/>	<input type="text" value="200 East Basse Road"/>

City	State/Province/Country	ZIP/Postal Code
<input type="text" value="San Antonio"/>	<input type="text" value="TEXAS"/>	<input type="text" value="78209"/>

Relationship:	<input type="checkbox"/> Executive Officer	<input checked="" type="checkbox"/> Director	<input type="checkbox"/> Promoter
---------------	--	--	-----------------------------------

Clarification of Response (if Necessary)

Last Name	First Name	Middle Name
<input type="text" value="Barnes"/>	<input type="text" value="Steven"/>	<input type="text" value="W."/>

Street Address 1	Street Address 2
<input type="text" value="c/o Clear Channel Communications, Inc."/>	<input type="text" value="200 East Basse Road"/>

City	State/Province/Country	ZIP/Postal Code
<input type="text" value="San Antonio"/>	<input type="text" value="TEXAS"/>	<input type="text" value="78209"/>

Relationship:	<input type="checkbox"/> Executive Officer	<input checked="" type="checkbox"/> Director	<input type="checkbox"/> Promoter
---------------	--	--	-----------------------------------

Clarification of Response (if Necessary)

Last Name	First Name	Middle Name	
<input type="text" value="Bressler"/>	<input type="text" value="Richard"/>	<input type="text" value="J."/>	
Street Address 1	Street Address 2		
<input type="text" value="c/o Clear Channel Communications, Inc."/>	<input type="text" value="200 East Basse Road"/>		
City	State/Province/Country	ZIP/Postal Code	
<input type="text" value="San Antonio"/>	<input type="text" value="TEXAS"/>	<input type="text" value="78209"/>	
Relationship:	<input type="checkbox"/> Executive Officer	<input checked="" type="checkbox"/> Director	<input type="checkbox"/> Promoter
Clarification of Response (if Necessary)			
<input type="text"/>			

Last Name	First Name	Middle Name	
<input type="text" value="Brizius"/>	<input type="text" value="Charles"/>	<input type="text" value="A."/>	
Street Address 1	Street Address 2		
<input type="text" value="c/o Clear Channel Communications, Inc."/>	<input type="text" value="200 East Basse Road"/>		
City	State/Province/Country	ZIP/Postal Code	
<input type="text" value="San Antonio"/>	<input type="text" value="TEXAS"/>	<input type="text" value="78209"/>	
Relationship:	<input type="checkbox"/> Executive Officer	<input checked="" type="checkbox"/> Director	<input type="checkbox"/> Promoter
Clarification of Response (if Necessary)			
<input type="text"/>			

Last Name	First Name	Middle Name	
<input type="text" value="Connaughton"/>	<input type="text" value="John"/>	<input type="text" value="P."/>	
Street Address 1	Street Address 2		
<input type="text" value="c/o Clear Channel Communications, Inc."/>	<input type="text" value="200 East Basse Road"/>		
City	State/Province/Country	ZIP/Postal Code	
<input type="text" value="San Antonio"/>	<input type="text" value="TEXAS"/>	<input type="text" value="78209"/>	
Relationship:	<input type="checkbox"/> Executive Officer	<input checked="" type="checkbox"/> Director	<input type="checkbox"/> Promoter
Clarification of Response (if Necessary)			
<input type="text"/>			

Last Name	First Name	Middle Name
-----------	------------	-------------

Hendrix Blair E.

Street Address 1

Street Address 2

c/o Clear Channel Communications, Inc.

200 East Basse Road

City

State/Province/Country

ZIP/Postal Code

San Antonio

TEXAS

78209

Relationship: Executive Officer Director Promoter

Clarification of Response (if Necessary)

Last Name

First Name

Middle Name

Jacobson

Jonathon

S.

Street Address 1

Street Address 2

c/o Clear Channel Communications, Inc.

200 East Basse Road

City

State/Province/Country

ZIP/Postal Code

San Antonio

TEXAS

78209

Relationship: Executive Officer Director Promoter

Clarification of Response (if Necessary)

Last Name

First Name

Middle Name

Loring

Ian

K.

Street Address 1

Street Address 2

c/o Clear Channel Communications, Inc.

200 East Basse Road

City

State/Province/Country

ZIP/Postal Code

San Antonio

TEXAS

78209

Relationship: Executive Officer Director Promoter

Clarification of Response (if Necessary)

Last Name

First Name

Middle Name

Mays

Mark

P.

Street Address 1

Street Address 2

c/o Clear Channel Communications, Inc.

200 East Basse Road

City

State/Province/Country

ZIP/Postal Code

San Antonio

TEXAS

78209

Relationship:

Executive Officer

Director

Promoter

Clarification of Response (if Necessary)

Last Name

First Name

Middle Name

Mays

Randall

T.

Street Address 1

Street Address 2

c/o Clear Channel Communications, Inc.

200 East Basse Road

City

State/Province/Country

ZIP/Postal Code

San Antonio

TEXAS

78209

Relationship:

Executive Officer

Director

Promoter

Clarification of Response (if Necessary)

Last Name

First Name

Middle Name

Sperling

Scott

M.

Street Address 1

Street Address 2

c/o Clear Channel Communications, Inc.

200 East Basse Road

City

State/Province/Country

ZIP/Postal Code

San Antonio

TEXAS

78209

Relationship:

Executive Officer

Director

Promoter

Clarification of Response (if Necessary)

Last Name

First Name

Middle Name

Pittman

Robert

W.

Street Address 1

Street Address 2

c/o Clear Channel Communications, Inc.

200 East Basse Road

City

State/Province/Country

ZIP/Postal Code

San Antonio

TEXAS

78209

Relationship:



Executive Officer



Director



Promoter

Clarification of Response (if Necessary)

Last Name

First Name

Middle Name

Casey

Thomas

W.

Street Address 1

Street Address 2

c/o Clear Channel Communications, Inc.

200 East Basse Road

City

State/Province/Country

ZIP/Postal Code

San Antonio

TEXAS

78209

Relationship:



Executive Officer



Director



Promoter

Clarification of Response (if Necessary)

Last Name

First Name

Middle Name

Eccleshare

C.

William

Street Address 1

Street Address 2

c/o Clear Channel Communications, Inc.

200 East Basse Road

City

State/Province/Country

ZIP/Postal Code

San Antonio

TEXAS

78209

Relationship:



Executive Officer



Director



Promoter

Clarification of Response (if Necessary)

Last Name

First Name

Middle Name

Hamilton

Scott

D.

Street Address 1

Street Address 2

c/o Clear Channel Communications, Inc.

200 East Basse Road

City	State/Province/Country	ZIP/Postal Code
San Antonio	TEXAS	78209

Relationship:	<input checked="" type="checkbox"/> Executive Officer	<input type="checkbox"/> Director	<input type="checkbox"/> Promoter
---------------	---	-----------------------------------	-----------------------------------

Clarification of Response (if Necessary)

Last Name	First Name	Middle Name
Hogan	John	E.

Street Address 1	Street Address 2
c/o Clear Channel Communications, Inc.	200 East Basse Road

City	State/Province/Country	ZIP/Postal Code
San Antonio	TEXAS	78209

Relationship:	<input checked="" type="checkbox"/> Executive Officer	<input type="checkbox"/> Director	<input type="checkbox"/> Promoter
---------------	---	-----------------------------------	-----------------------------------

Clarification of Response (if Necessary)

Last Name	First Name	Middle Name
Walls	Robert	H.

Street Address 1	Street Address 2
c/o Clear Channel Communications, Inc.	200 East Basse Road

City	State/Province/Country	ZIP/Postal Code
San Antonio	TEXAS	78209

Relationship:	<input checked="" type="checkbox"/> Executive Officer	<input type="checkbox"/> Director	<input type="checkbox"/> Promoter
---------------	---	-----------------------------------	-----------------------------------

Clarification of Response (if Necessary)

4. Industry Group

Agriculture

Banking & Financial Services

Commercial Banking

Insurance

Investing

Investment Banking

Pooled Investment Fund

Other Banking & Financial Services

Business Services

Energy

Coal Mining

Electric Utilities

Energy Conservation

Environmental Services

Oil & Gas

Other Energy

Health Care

Biotechnology

Health Insurance

Hospitals & Physicians

Pharmaceuticals

Other Health Care

Manufacturing

Real Estate

Commercial

Construction

REITS & Finance

Residential

Other Real Estate

Retailing

Restaurants

Technology

Computers

Telecommunications

Other Technology

Travel

Airlines & Airports

Lodging & Conventions

Tourism & Travel Services

Other Travel

Other

5. Issuer Size

Revenue Range

No Revenues

\$1 - \$1,000,000

\$1,000,001 - \$5,000,000

\$5,000,001 - \$25,000,000

\$25,000,001 - \$100,000,000

Over \$100,000,000

Decline to Disclose

Not Applicable

Aggregate Net Asset Value Range

No Aggregate Net Asset Value

\$1 - \$5,000,000

\$5,000,001 - \$25,000,000

\$25,000,001 - \$50,000,000

\$50,000,001 - \$100,000,000

Over \$100,000,000

Decline to Disclose

Not Applicable

6. Federal Exemption(s) and Exclusion(s) Claimed (select all that apply)

Rule 504(b)(1) (not (i), (ii) or (iii))

Rule 505

Rule 504 (b)(1)(i)

Rule 506

Rule 504 (b)(1)(ii)

Securities Act Section 4(5)

Rule 504 (b)(1)(iii)

Investment Company Act Section 3(c)

7. Type of Filing

New Notice

Date of First Sale

First Sale Yet to Occur

Amendment

8. Duration of Offering

Does the Issuer intend this offering to last more than one year?

Yes No

9. Type(s) of Securities Offered (select all that apply)

- | | |
|--|---|
| <input type="checkbox"/> Pooled Investment Fund Interests | <input type="checkbox"/> Equity |
| <input type="checkbox"/> Tenant-in-Common Securities | <input checked="" type="checkbox"/> Debt |
| <input type="checkbox"/> Mineral Property Securities | <input type="checkbox"/> Option, Warrant or Other Right to Acquire Another Security |
| <input type="checkbox"/> Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security | <input type="checkbox"/> Other (describe) |

10. Business Combination Transaction

Is this offering being made in connection with a business combination transaction, such as a merger, acquisition or exchange offer? Yes No

Clarification of Response (if Necessary)

11. Minimum Investment

Minimum investment accepted from any outside investor \$ USD

12. Sales Compensation

Recipient

Morgan Stanley & Co. LLC

(Associated) Broker or Dealer None

Street Address 1

1585 Broadway

City

New York

Recipient CRD Number

None

8209

(Associated) Broker or Dealer CRD Num: None

Street Address 2

State/Province/Country

NEW YORK

ZIP/Postal Code

10036

State(s) of Solicitation

All States

Foreign/Non-US

DELAWARE
VIRGINIA
NORTH CAROLINA
NEW YORK
CALIFORNIA
LOUISIANA
GEORGIA
PENNSYLVANIA
DISTRICT OF COLUMBIA
OHIO
FLORIDA
CONNECTICUT
MINNESOTA
MARYLAND
TEXAS
NEW JERSEY
ARIZONA
IOWA
ILLINOIS
MASSACHUSETTS

Recipient

Citigroup Global Markets Inc.

(Associated) Broker or Dealer None

Recipient CRD Number

None

7059

(Associated) Broker or Dealer CRD Num: None

Street Address 1

328 Greenwich Street

Street Address 2

City

New York

State/Province/Country

NEW YORK

ZIP/Postal Code

10013

State(s) of Solicitation

All States

Foreign/Non-US

DELAWARE

VIRGINIA

NORTH CAROLINA

NEW YORK

CALIFORNIA

LOUISIANA

GEORGIA

PENNSYLVANIA

DISTRICT OF COLUMBIA

OHIO

FLORIDA

CONNECTICUT

MINNESOTA

MARYLAND

TEXAS

NEW JERSEY

ARIZONA

IOWA

ILLINOIS

MASSACHUSETTS

Recipient

Goldman, Sachs & Co.

Recipient CRD Number

None

361

(Associated) Broker or Dealer

None

(Associated) Broker or Dealer CRD Numk None

Street Address 1

200 West Street

Street Address 2

City

New York

State/Province/Country

NEW YORK

ZIP/Postal Code

10282

State(s) of Solicitation

All States

Foreign/Non-US

DELAWARE

VIRGINIA

NORTH CAROLINA
NEW YORK
CALIFORNIA
LOUISIANA
GEORGIA
PENNSYLVANIA
DISTRICT OF COLUMBIA
OHIO
FLORIDA
CONNECTICUT
MINNESOTA
MARYLAND
TEXAS
NEW JERSEY
ARIZONA
IOWA
ILLINOIS
MASSACHUSETTS

13. Offering and Sales Amounts

Total Offering Amount \$ USD Indefinite

Total Amount Sold \$ USD

Total Remaining to be Sold \$ USD Indefinite

Clarification of Response (if Necessary)

The issuer offered to lenders of term loans under certain credit facilities, the opportunity to exchange up to \$2 billion principal amount of term loans for a like principal amount of 9.0% Priority Guarantee Notes due 2019.

14. Investors

Select if securities in the offering have been or may be sold to persons who do not qualify as accredited investors,

Number of such non-accredited investors who already have invested in the offering

Regardless of whether securities in the offering have been or may be sold to persons who do not qualify as accredited investors, enter the total number of investors who already have invested in the offering:

15. Sales Commissions & Finders' Fees Expenses

Provide separately the amounts of sales commissions and finders' fees expenses, if any. If the amount of an expenditure is not known, provide an estimate and check the box next to the amount.

Sales Commissions \$ USD Estimate

Finders' Fees \$ USD Estimate

Clarification of Response (if Necessary)

16. Use of Proceeds

Provide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to any of the persons required to be named as executive officers, directors or promoters in response to Item 3 above. If the amount is unknown, provide an estimate and check the box next to the amount.

\$ USD Estimate

Clarification of Response (if Necessary)

Signature and Submission

Please verify the information you have entered and review the Terms of Submission below before signing and clicking SUBMIT below to file this notice.

Terms of Submission

In submitting this notice, each Issuer named above is:

- Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, the information furnished to offerees.
- Irrevocably appointing each of the Secretary of the SEC and, the Securities Administrator or other legally designated officer of the State in which the Issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against it in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes, or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.
- Certifying that the Issuer is not disqualified from relying on any Regulation D exemption it has identified in Item 6 above for one of the reasons stated in Rule 505(b)(2)(iii).

Each Issuer identified above has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

For signature, type in the signer's name or other letters or characters adopted or authorized as the signer's signature.

I also am a duly authorized representative of the other identified issuer(s) in Item 1 above and authorized to sign on their behalf.

All Issuers	Signature	Name of Signer	Title	Date
CLEAR CHANNEL COMMUNICATIONS INC	/s/ Hamlet T. Newsom, Jr.	Hamlet T. Newsom, Jr.	Vice President, Associate General Counsel & Asst. Secretary	2012-10-25