

UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF COLUMBIA

	:	
UNITED STATES OF AMERICA,	:	
United States Department of Justice	:	
Antitrust Division	:	
4000 City Center Building	:	
Washington, DC 20530	:	
	:	
Plaintiff,	:	CASE NUMBER 99 00993
	:	
v.	:	
	:	
CAPSTAR BROADCASTING	:	
CORPORATION	:	
600 Congress Ave.	:	
Suite 1400	:	
Austin, TX 78701	:	
	:	
and	:	
	:	
	:	
TRIATHLON BROADCASTING	:	
COMPANY	:	
750 B Symphony Towers	:	
Suite 1920	:	
San Diego, CA 92101	:	
	:	
Defendants.	:	
	:	

STIPULATION

It is stipulated by and between the undersigned parties by their respective attorneys, as follows:

1. This Court has jurisdiction over the subject matter of this action and the parties have agreed to waive all objections to personal jurisdiction and venue in the United States District Court for the District of Columbia.

2. The parties stipulate that a Final Judgment in the form hereto attached may be filed and entered by the Court, upon the motion of any party or upon the Court's own motion, at any time after compliance with the requirements of the Antitrust Procedures and Penalties Act, 15 U.S.C. § 16, and without further notice to any party or other proceedings, provided that plaintiff has not withdrawn its consent, which it may do at any time before the entry of the proposed Final Judgment by serving notice thereof on defendants and by filing that notice with the Court.

3. Defendants shall abide by and comply with the provisions of the proposed Final Judgment pending entry of the Final Judgment by the Court, or until expiration of time for all appeals of any Court ruling declining entry of the proposed Final Judgment, and shall, from the date of the signing of this Stipulation by the parties, comply with all the terms and provisions of the proposed Final Judgment as though the same were in full force and effect as an Order of the Court.

4. This Stipulation shall apply with equal force and effect to any amended proposed Final Judgment agreed upon in writing by the parties and submitted to the Court.

5. In the event plaintiff withdraws its consent, as provided in paragraph 2 above, or in the event the proposed Final Judgment is not entered pursuant to this Stipulation, the time has

expired for all appeals of any Court ruling declining entry of the proposed Final Judgment, and the Court has not otherwise ordered continued compliance with the terms and provisions of the proposed Final Judgment, then the parties are released from all further obligations under this Stipulation, and the making of this Stipulation shall be without prejudice to any party in this or any other proceeding.

6. Defendants represent that the divestitures ordered in the proposed Final Judgment can and will be made, and that defendants will later raise no claim of hardship or difficulty as grounds for asking the Court to modify any of the divestiture provisions contained therein.

Dated: April 20, 1999

FOR PLAINTIFF UNITED STATES OF AMERICA

_____/s/
Karl D. Knutsen
United States Department of Justice
Antitrust Division
Merger Task Force
1401 H Street, N.W.
Washington, D.C. 20530
(202) 514-0976

FOR DEFENDANT CAPSTAR BROADCASTING CORPORATION

_____/s/
Neil W. Imus
Vinson & Elkins L.L.P.
1455 Pennsylvania Ave., N.W.
Washington, D.C. 20006
(202) 639-6675

FOR DEFENDANT TRIATHLON BROADCASTING COMPANY

_____/s/
David J. Laing
Baker & McKenzie
815 Connecticut Ave., NW
Washington, DC 20006
(202) 452-7023

CERTIFICATE OF SERVICE

I, Karl D. Knutsen, of the Antitrust Division of the United States Department of Justice, do hereby certify that true copies of the foregoing **Complaint, Final Judgment, Plaintiff's Explanation of Consent Decree Procedures** and **Stipulation** were served this 21st day of April, 1999, by hand, to the following:

Neil W. Imus
Vinson & Elkins L.L.P.
1455 Pennsylvania Ave., N.W.
Washington, D.C. 20006
Counsel for Capstar Broadcasting Corporation

David J. Laing
Baker & McKenzie
815 Connecticut Ave., NW
Washington, D.C. 20006
Counsel for Triathlon Broadcasting Company

_____/s/
Karl D. Knutsen