

**FORM 3****UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES****OMB APPROVAL**

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934  
 or Section 30(h) of the Investment Company Act of 1940

<b>1. Name and Address of Reporting Person*</b> <u>KANTOR DAVID M</u>  (Last) (First) (Middle) <u>1010 WAYNE AVENUE</u> <u>14TH FLOOR</u>  (Street) <u>SILVER SPRING MD 20910</u>  (City) (State) (Zip)	<b>2. Date of Event Requiring Statement (Month/Day/Year)</b> <u>11/05/2015</u>	<b>3. Issuer Name and Ticker or Trading Symbol</b> <u>RADIO ONE, INC. [ ROIA/ROIAK ]</u>  <b>4. Relationship of Reporting Person(s) to Issuer (Check all applicable)</b> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>CEO, Radio Division</u>  <b>5. If Amendment, Date of Original Filed (Month/Day/Year)</b>  <b>6. Individual or Joint/Group Filing (Check Applicable Line)</b> <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person
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**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Class D Common Stock	40,000	I	Held in trust - Teena Kantor, Kantor Descendants Trust
Class D Common Stock	100,000 <sup>(1)</sup>	D	

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Option	11/05/2016	11/05/2026	Class D	300,000 <sup>(2)</sup>	0.00	D	

**Explanation of Responses:**

1. The reporting person beneficially owns Radio One, Inc. stock as follows: 100,000 shares of Restricted Class D common stock that will vest in three equal installments on the following dates: 33,333 on November 5, 2016; 33,333 on November 5, 2017; and 33,333 on November 5, 2018.

2. Options to purchase 300,000 shares of Class D common stock that will vest in three equal installments on the following dates: 100,000 on November 5, 2016; 100,000 on November 5, 2017; and 100,000 on November 5, 2018.

**Remarks:**

Filed late because of difficulty finding CIK Number from past employer.

Linda J. Vilardo, Attorney-In-Fact 04/04/2015

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, see Instruction 5 (b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.**