

Changes in Interests as a Result of Assignment of License

This application seeks Commission approval for the *pro forma* assignment of license of Class-A Television station, WJAN-CD, Miami, Florida (Facility ID No. 60165) (“WJAN”), from its current licensee, America-CV Station Group, Inc. (“ACV”) (U.S.), to its controlling parent, Caribevision Holdings, Inc. (“Caribevision”) (U.S.) (the “Proposed Transaction”). The Proposed Transaction does not involve a corporate restructuring, but merely the assignment of WJAN-CD’s license. Charts depicting the ownership of WJAN-CD before and after the Proposed Transaction are attached hereto.

As a result of the Proposed Transaction, Okeechobee Television Corp. (“OTC”) (U.S.), and Promisa, Inc. (“Promisa”) (U.S.), will relinquish their interests in WJAN-CD, while continuing to retain their interests in WJAN-CD’s current licensee, ACV.

OTC holds a 47% Equity (0% Voting) interest ACV. Omar Saul-Romay (U.S.) has a 80% (Voting/Equity) interest in OTC. Telecenter, Inc. (“Telecenter”) (British Virgin Islands) has a 20% (Voting/Equity) interest in OTC. Sonidos Trust (British Virgin Islands) is the sole shareholder of Telecenter. Omar Saul-Romay and Diego Romay (Argentina) are the trustees of the Sonidos Trust.

Promisa holds a 3% Equity (0% Voting) interest in ACV. Omar Saul-Romay is the sole shareholder of Promisa.

Caribevision holds a 100% Voting (50% Equity) interest in WJAN-CD’s current licensee, ACV. Visallo TV Group, LLC (formerly Barba TV Group, LLC) (“Visallo TV Group”) (U.S.) holds a 16.66% (Voting/Equity) interest in Caribevision. Ramon Diez-Barroso (U.S.) holds a 73.01% (Voting/Equity) interest in Caribevision. Pegaso Television Corp. (“Pegaso”) (U.S.), holds a 10.33% (Voting/Equity) interest in Caribevision.

Visallo is a wholly-owned subsidiary of Top Products (Panama). Top Products is a wholly-owned subsidiary of Athos Overseas, Inc. (British Virgin Islands). Athos Overseas’ sole owner is Carlos Vasallo (Spain).

Pegaso’s shareholders are: Grupo Colte S.A. de C.V. (“Grupo Colte”) (Mexico) 77.43% (Voting/Equity), Grupo Barbur S.A. de C.V. (“Grupo Barbur”) (Mexico) 22.57% (Voting/Equity).

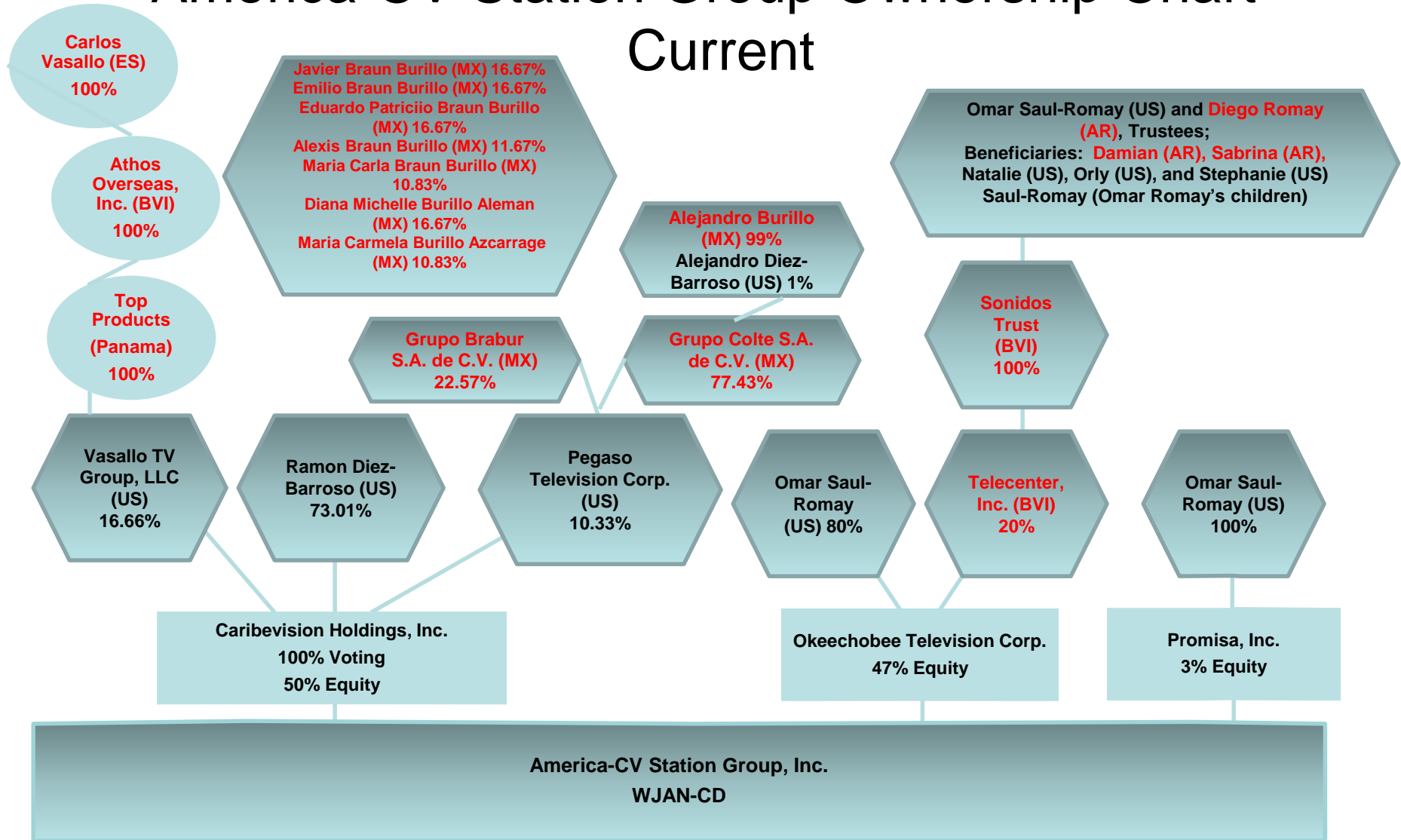
The shareholders of Grupo Barbur are as follows: Javier Braun Burillo (Mexico) 16.67% (Voting/Equity), Emilio Braun Burillo (Mexico) 16.67% (Voting/Equity), Eduardo Patriciio Braun Burillo (Mexico) 16.67% (Voting/Equity), Alexis Braun Burillo (Mexico) 11.67% (Voting/Equity), Maria Carla Braun Burillo (Mexico) 10.83% (Voting/Equity), Diana Michelle Burillo Aleman (Mexico) 16.67% (Voting/Equity), and Maria Carmela Burillo Azcarrage (Mexico) 10.83% (Voting/Equity).

The shareholders of Grupo Colte are as follows: Alejandro Burillo (Mexico) 99% (Voting/Equity), and Alejandro Diez-Barroso (U.S.) 1%.

Accordingly, use of Form 316 is appropriate for this transaction.

Pre-Transaction Ownership of WJAN-CD

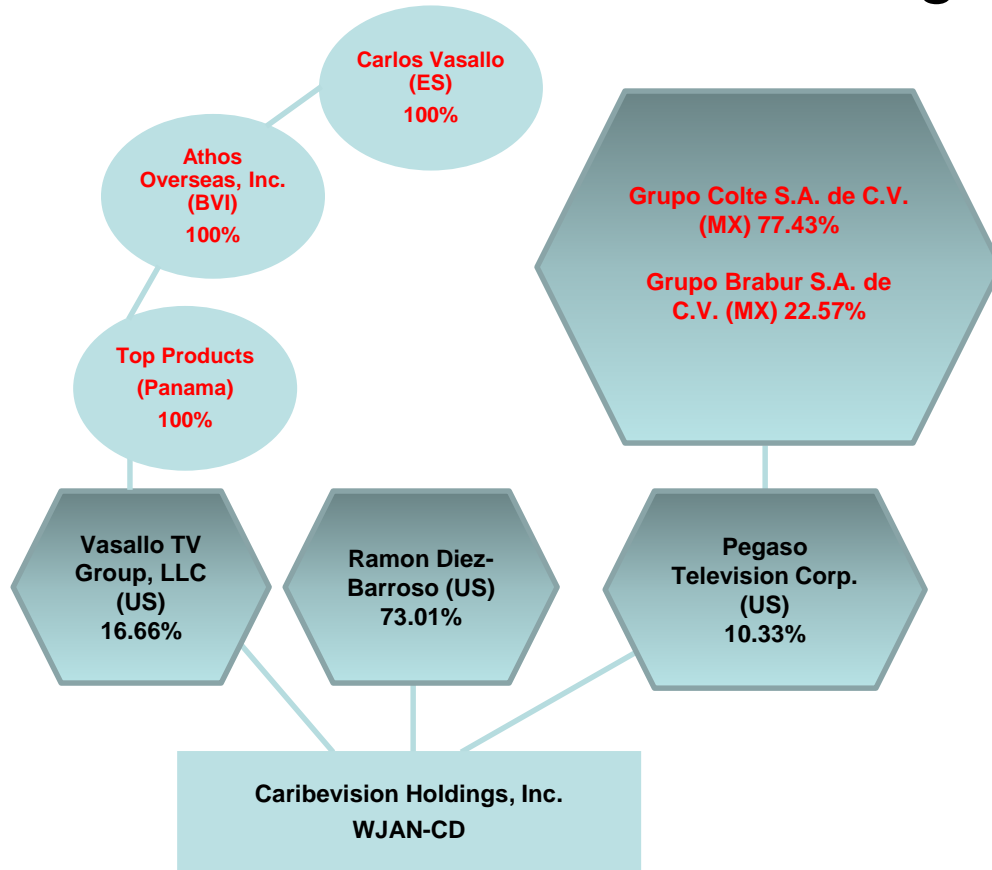
America-CV Station Group Ownership Chart - Current



Total Foreign Equity Ownership – 22.895%

Post-Transaction Ownership of WJAN-CD

Caribevision Holdings Ownership Chart



Total Foreign Equity Ownership – 26.99%