

Statement In Response to Question 3 of FCC Form 315

Attached to this application is a copy of the Stock Purchase Agreement (the "Agreement") with respect to the transfer of control of BlueStone License Holdings Inc., the licensee of (i) WCYB-TV, Bristol, Virginia, (ii) KRCR-TV, Redding, California, (iii) KAEF(TV), Arcata, California, (iv) KECI-TV, Missoula, Montana, (v) KCFW-TV, Kalispell, Montana, (vi) KTVM(TV), Butte, Montana, (vii) KTXS-TV, Sweetwater, Texas, (viii) KTES-LP, Abilene, Texas, and (ix) KTXE-LP, San Angelo, Texas (collectively, the "Stations"). A copy of the Agreement is being placed in each of the Stations' public inspection files.

The parties have not submitted the Form of Escrow Agreement (Exhibit A to the Agreement) nor the schedules to the Agreement with this application, nor are these documents being placed in the public inspection files of the Stations. These documents contain information that is either proprietary, not germane to the Commission's evaluation of the application or already in the possession of the FCC. *See* LUJ, Inc., 17 FCC RCD 16980, 16983 (2002). The following is a list of the schedules to the Agreement:

Schedule 1.53	Owned Real Property
Schedule 1.56	Permitted Encumbrances
Schedule 1.60	Purchase Price
Schedule 1.64	Taxes
Schedule 1.70	Tangible Personal Property
Schedule 3.1	Organization, Qualification and Corporate Power
Schedule 3.3(b)	No Conflicts
Schedule 3.5(b)(i)	Subsidiaries
Schedule 3.5(d)(i)	Covered Entities
Schedule 3.6(d)	FCC Licenses
Schedule 3.7	Taxes
Schedule 3.9(b)	Real Property Leases
Schedule 3.10	Contracts
Schedule 3.11(a)	Intellectual Property
Schedule 3.11(c)	Intellectual Property -- Claims
Schedule 3.13(a)	Employee Benefit Plans
Schedule 3.15	Key Employees
Schedule 3.16(a)	Insurance
Schedule 3.16(b)	Insurance Claims
Schedule 3.17	Litigation
Schedule 3.18	Financial Statements
Schedule 3.20	Cable & Satellite Matters
Schedule 3.21	Environmental Matters
Schedule 3.23(a)	Directors

Schedule 3.23(b)	Officers
Schedule 3.23(c)	Certain Authorized Persons
Schedule 3.23(d)	Bank Accounts
Schedule 3.23(e)	Powers of Attorney
Schedule 3.24	Suppliers
Schedule 3.26	Absence of Certain Changes
Schedule 3.27(c)	Governmental Order
Schedule 3.28	Permits
Schedule 4.3(b)	No Conflict
Schedule 6.1(c)	Operating Covenants
Schedule 6.6	Consents
Schedule 6.19	Non-Solicitation of Employees
Schedule 6.21(a)	Seller Contracts
Schedule 8.9	Required Consents

In the event that the Commission desires to review any of the subject information, it will be supplied to the Commission. The parties reserve the right, in appropriate circumstances, to submit such information pursuant to regulations implementing the Freedom of Information Act which restrict public access to certain highly confidential information.