

DESCRIPTION OF TRANSFER OF CONTROL

The instant application involves a *pro forma* transfer of control. The application proposes the transfer of 100 percent of the Licensee's voting shares from a corporation to its individual stockholders. Because the proposed transfer would not effect any substantial change in the disposition of the stockholder's interests, as detailed in Exhibit 10, FCC Form 316 is appropriate for this transaction.

Because this application is in connection with corporate restructuring, there is no formal written agreement between the Transferor and the Transferees.

The qualifications of the Transferees were last approved by the Commission in FCC File Number BTC-19990928AAC.

Given the pendency of the license renewal applications for WSIL-TV and KPOB-TV, and pursuant to the FCC's Memorandum Opinion and Order on Reconsideration in *Applications of Shareholders of CBS*, 16 FCC Rcd 16072, FCC 01-232, the Transferees hereby explicitly assent to standing in the stead of the Transferor in the pending renewal proceedings.

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