

**ASSIGNEE'S EXHIBIT 10**

HSE Media LLC ("HSE"), has entered into an agreement to acquire WAVB-TV, San Juan, WVOZ-TV, Ponce, and WVEO(TV), Aguadilla, Puerto Rico (the "Stations") from Pedro Roman Collazo, the sole stockholder of the licensees of the Stations. Pursuant to a separate agreement (the "Letter Agreement"), control of HSE is being transferred to Reyner Family Partners, LP from USA Networks, Inc. ("USAi"), as described below. As part of this transfer, the name of HSE will be changed to Esperanza Television, LLC ("ETV").

The proposed assignee of the Stations is ETV, whose address is 1031 East Mountain Drive, Santa Barbara, CA 93108. ETV is a limited liability company organized pursuant to the Delaware Limited Liability Company Act, whose sole member will be Esperanza Television Holdings, Inc. ("ETH").

The President, Secretary and sole Manager of ETV will be William S. Reyner, Jr., who resides at 1031 East Mountain Drive, Santa Barbara, CA 93108. William S. Reyner, Jr., is a US Citizen.

As noted above, ETV's sole member will be ETH, the address of which will be 1031 East Mountain Drive, Santa Barbara, CA 93108. ETH will be a Delaware corporation with the following officers, directors and attributable investors:

**Esperanza Television Holdings, Inc.**

(Delaware Corporation)

Name and Address	Title	% of Equity	% of Vote	% of EDP
William S. Reyner, Jr. 1031 East Mountain Drive Santa Barbara, CA 93108	President, Secretary, Director			
Reyner Family Partners, LP 1031 East Mountain Drive Santa Barbara, CA 93108	N/A	75	100	4.17
USA Networks, Inc. 152 West 57 <sup>th</sup> Street, 42 <sup>nd</sup> Floor New York, NY 10019	N/A	25	0	95.83

Reyner Family Partners, LP ("RFP") will be a Delaware limited partnership. William S. Reyner, Jr., who resides at 1031 East Mountain Drive, Santa Barbara, CA 93108, will be the sole general partner and a limited partner. Julie Reyner, who is married to William Reyner, will also be a limited partner.

After the closing, William Reyner will control ETV by virtue of his being the sole general partner of RFP which in turn will own 100 percent of the voting stock of ETH and will own 75 percent of the equity of ETH. USAi's interest in ETV will consist of (1) ownership of a 25% non-voting equity interest in ETH; (2) a loan to ETV in the amount of \$17 million and (3) an affiliation agreement with the Stations entered into by USAi's affiliate, Home Shopping Network en Espanol, LLC, as described in the Letter Agreement (See Assignor's Exhibit 3).

USAi is a Delaware Corporation whose address is 152 West 57<sup>th</sup> Street,  
42<sup>nd</sup> Floor, New York, NY 10019. The officers and directors of USAi are as follows:

**USA Networks, Inc.**  
(Delaware Corporation)

Name and Address	Title(s)	Number of Shares of Common Stock */	Number of Votes	Percentag e of Total Voting Power	Race/Ethnicity
Barry Diller 1940 Coldwater Canyon Dr. Beverly Hills, CA 90210	Chairman of the Board CEO & Director	2,059,952 **/	See Attachment A	See Attachment A	Not Hispanic/Latino White Male
Victor Kaufman 24 Cedar Lane Sands Point, NY 11050	Office of the Chairman CFO & Director	79,338	79,338	Less than 1%	Not Hispanic/Latino White Male
Paul G. Allen 6451 W. Mercer Way Mercer Island, WA 98040	Director	30,144,028	30,144,028	3.4%	Not Hispanic/Latino White Male
William Savoy 3313 Evergreen Point Rd. Medina, WA 98039	Director	10,000	10,000	Less than 1%	Not Hispanic/Latino White Male
Edgar Bronfman, Jr. 15 E. 64 <sup>th</sup> Street New York, NY 10021	Director	0	0	0	Not Hispanic/Latino White Male
H. Norman Schwarzkopf 5132 Pine Lake Rd. Wesley Chapel, FL 33543	Director	0	0	0	Not Hispanic/Latino White Male
Donald R. Keogh 1700 Heritage Court NW Atlanta, GA 30327	Director	84,676	84,676	Less than 1%	Not Hispanic/Latino White Male
Anne M. Busquet 1050 Park Avenue, #14C New York, New York 10028	Director	4,000	4,000	Less than 1%	Not Hispanic/Latino White Female
Samuel Minzberg 620 Sydenham Ave. Westmont, Quebec Canada H3Y2Z4	Director	0	0	0	Not Hispanic/Latino White Male

\*/ As of January 31, 2001

\*\*/ Does not include 61,542 shares of Common stock held by a private foundation to which Mr. Diller disclaims beneficial ownership.

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Name and Address	Title(s)	Number of Shares of Common Stock */	Number of Votes	Percentag e of Total Voting Power	Race/Ethnicity
Diane Von Furstenberg 389 West 12 <sup>th</sup> Street New York, New York 10014	Director	0	0	0	Not Hispanic/Latino White Female
Dr. Georg Kofler Feldafinger Str. 41 82343 Pöcking / Starnberger GERMANY	Director	0	0	0	Not Hispanic/Latino White Male
Julius Genachowski 3005 Porter Street, N.W. Washington, D.C. 20008	Senior Vice President, General Counsel & Secretary	45,917	45,917	Less than 1%	Not Hispanic/Latino White Male
Dara Khosrowshahi 251 W. 19 <sup>th</sup> Street, #9C New York, NY 10011	Vice President and Controller	59,122	59,122	Less than 1%	Not Hispanic/Latino White Male
Mike Sileck 5 Carles Court Chappaqua, New York 10514	Senior Vice President & Chief Financial Officer	15,000	15,000	Less than 1%	Not Hispanic/Latino White Male
BDTV INC. 8800 Sunset Blvd., Sixth Floor West Hollywood, CA 90069		8,000,000 (Class B)	80,000,000	8.5%	N/A
BDTV II INC. 8800 Sunset Blvd., Sixth Floor West Hollywood, CA 90069		31,236,444 (Class B)	312,364,44 4 16	33.4%	N/A
BDTV III INC. 8800 Sunset Blvd., Sixth Floor West Hollywood, CA 90069		8,010, 364 (Class B) 16 (Common Stock)	80,103, 640 16	8.6%	N/A
BDTV IV INC. 8800 Sunset Blvd., Sixth Floor West Hollywood, CA 90069		1,600,000 (Class B) 12 (Common Stock)	16,000,000 12	1.7%	N/A
Arrow Holdings, LLC 8800 Sunset Blvd., Sixth Floor West Hollywood, CA 90069		See Attachment A	See Attachment A	See Attach- ment A	N/A
Arrow Investments, Inc. 8800 Sunset Blvd., Sixth Floor West Hollywood, CA 90069		See Attachment A	See Attachment A	See Attach- ment A	N/A

\*/ As of January 31, 2001

Ranger Investments, L.P.  
8800 Sunset Blvd., Sixth Floor  
West Hollywood, CA 90069

See Attachment A

See  
Attachment  
A

See Attach-  
ment A

N/A

Each of the individuals listed above is a citizen of the United States other than Mr. Minzberg (Canada) and Mr. Kofler (Germany).

Information concerning other broadcast or media interests for the above-referenced individuals is contained in Assignee's Exhibit 12.

**ATTACHMENT A**

Barry Diller, through Arrow Investments, Inc. and Ranger Investments, L.P., owns 2,059,952 shares of Common Stock of USA Networks, Inc. ("USAi"). Through intermediate entities (Arrow Investments, Inc. and Arrow Holdings, LLC), Mr. Diller also controls BDTV INC., BDTV II INC., BDTV III INC. and BDTV IV INC. (collectively, the "BDTV Entities"), which, in turn, hold 8,000,000 shares, 31,236,444 shares, 8,010,364 and 1,600,000 shares, respectively, of USAi Class B Common Stock and an aggregate of 44 shares of Common Stock, collectively. Mr. Diller also has the right to vote other shares held by Liberty Media Corporation and Universal Studios, Inc. as set forth in documents on file with the Commission. As a result, Mr. Diller controls the right to vote approximately 73.5% of the votes of all classes of Common Stock of USAi.