

## Assignor's Explanation for "No" Response to Certification Regarding Parties' Agreements

Assignor responded "No" to the following certification in the application:

*Assignor certifies that:*

*(i) it has placed in Assignor's public inspection file(s) and submitted to the Commission as an Exhibit to this application copies of all agreements for the assignment/transfer of the station(s);*

*(ii) these documents embody the complete and final understanding between Assignor and Assignee; and*

*(iii) these agreements comply fully with the Commission's rules and policies*

Assignor's "No" response was provided only with respect to certification **(ii)** above because the copy of the Asset Purchase Agreement between Assignor and Assignee (the "APA") submitted with the application does not include copies of all Schedules thereto. The excluded APA Schedules are as follows:

Schedule 1.1(b):	Tangible Personal Property
Schedule 1.1(c):	Assumed Contracts
Schedule 1.6:	Allocation of Assets to Purchase Price

These APA Schedules were not included because they contain confidential or proprietary information and/or are not germane to the Commission's consideration of this application. See LUJ, Inc. and Long Nine, Inc., Memorandum Opinion and Order, 17 FCC Rcd. 16980 (2002). Should the Commission staff request copies of the excluded APA Schedules, they will be provided.