

Agreements for Sale/Transfer of Station

Attached to this application is the Asset Exchange Agreement (the "Asset Exchange Agreement") by and between Major Keystone LLC and VP Broadcasting LLC for the sale of assets from VP Broadcasting LLC to Major Keystone LLC related to AM Stations WEST(AM), 1400 kHz, Easton, Pennsylvania (FCC Facility ID Number 36996) and WHOL(AM), 1600 kHz, Allentown, Pennsylvania (FCC Facility ID Number 36987), and FM Translator Stations W258DV, Easton, Pennsylvania (FCC Facility ID Number 201440) and W295CR, Allentown, Pennsylvania (FCC Facility ID Number 201551). In addition, the Local Programming and Marketing Agreement between these parties for the foregoing stations has been uploaded to this application.

Note that the Asset Exchange Agreement also provides for the concurrent sale of assets from Major Keystone LLC to VP Broadcasting LLC related to AM Stations WTKZ(AM), 1320 kHz, Allentown, Pennsylvania (FCC Facility ID Number 27510) and WGLD(AM), 1440 kHz, Manchester Township, Pennsylvania (FCC Facility ID Number 55352), and FM Translator Station W296EA, Manchester Township, Pennsylvania (FCC Facility ID Number 200873). An application for Commission consent to these station assignments is being filed concurrently; the parties request that the two assignment applications be processed by the Commission together.

The application response as to complete documentation is being answered "No" as the schedules to the Asset Exchange Agreement are not being submitted with this application pursuant to Commission policy and practice. *See LUJ, Inc., Memorandum Opinion and Order*, 17 FCC Rcd 16980 (2002). The omitted schedules contain information that is proprietary, not germane to the Commission's evaluation of the application, or already in the Commission's possession. The schedules will be provided to the Commission upon request. The excluded schedules are as follows:

Schedule 1.1(a)(ii): Major Keystone Tangible Property

Schedule 1.1(a)(v): Major Keystone Tower Site Leases

Schedule 1.1(b)(ii): VP Tangible Property

Schedule 1.1(b)(v): VP Tower Site Leases