

Scripps Broadcasting Holdings LLC  
Amendment to Displacement Application  
KZCS-LP, Colorado Springs, CO  
File No. 0000054347

**Purpose of Amendment**

Scripps Broadcasting Holdings LLC (“Scripps”) hereby amends this displacement application to include the attached letter agreement with Mainstreet Broadcasting Company, Inc. (“Mainstream”).

Mainstream subsequently filed the amendment to its application (LMS File No. 0000053768) contemplated by the agreement, and that application was granted on December 4, 2018.

The Scripps displacement application was not filed for the purpose of reaching or carrying out the attached letter agreement, and neither Scripps nor any of its principals or affiliates has paid or received any money or other consideration to or from Mainstream or any of its principals or affiliates in connection with that agreement.

November 27, 2018

Mainstreet Broadcasting Company, Inc.  
516 Main Street  
Walsenburg, CO 81089

Scripps Broadcasting Holdings LLC ("Scripps"), licensee of low power Station KZCS-LP ("KZCS"), Colorado Springs, CO, and Mainstreet Broadcasting Company, Inc. ("Mainstreet") licensee of low power Station K48CU, Pueblo, CO, are entering into this binding letter agreement (the "Agreement") to resolve the mutual exclusivity between their digital LPTV displacement applications that propose relocation to Channel 18 (File Nos. 0000054347 & 0000053768, respectively). (Mainstreet's pending displacement application was filed by the previous Station K48CU licensee, Full Gospel Outreach, Inc.)

KZCS currently operates as an analog station on Channel 23, while K48CU operates as an analog station on Channel 48. Both stations have digital construction permits (BDISDTL-20090203AAX and BDISDTT-20120413AAF, respectively) that were rendered unworkable by repack changes, and thus they filed the above-referenced MX'd applications during the recent special LPTV displacement window.

After extensive analysis by the stations' technical consultants, the parties agree that the optimal solution to the mutual exclusivity between their proposed digital operations is for K48CU to amend its displacement application to specify operation on KZCS's current analog channel, Channel 23, while KZCS retains its present application to operate on Channel 18.

An immediate commencement of operations by K48CU on Channel 23, however, would cause substantial interference to the analog service now offered by KZCS.

Accordingly, in order to provide a long-term solution to the mutual exclusivity issue described above:

- Mainstreet agrees to amend its displacement application proposing operation on Channel 18 so as to propose operation on Channel 23 from the same location and with comparable technical facilities; and
- Scripps agrees to accept any interference to the KZCS signal on Channel 23 caused by K48CU's operation on that channel in accord with this Agreement.

Scripps contemplates initiating digital service on Channel 18 within a time frame that will minimize or eliminate the time during which the interference permitted by this Agreement will occur.

If Mainstreet agrees to the foregoing, please confirm your agreement by signing and returning one copy of this Agreement, whereupon this Agreement shall constitute a binding agreement between the parties.

Sincerely,

Dean Littleton  
VP/GM - KMGH and KZCS

By:   
Title: VP/GM

Accepted acknowledged and agreed to by:

Mainstreet Broadcasting Company, Inc.

By: *[Signature]*

Title: President