

Korean American TV Broadcasting Corp. and Gray Television Licensee, LLC (“Gray”) hereby respectfully request Commission consent to the assignment of license of WKTB-CD, Norcross, Georgia (FCC Facility Identification Number 35418). WKTB-CD provides Telemundo and other foreign language programming to the Atlanta market; thus, Gray’s acquisition of WKTB-CD will permit the company to diversify its programming to better serve its viewers in the market.

Gray operates Telemundo affiliates in thirteen markets across the country. By acquiring WKTB-CD, Gray will be able to provide its existing affiliates with additional programmatic resources. Moreover, Gray will be able to use its existing programmatic, engineering, and technical assets to improve WKTB-CD’s operations. In other words, Gray’s acquisition of WKTB-CD would serve viewers in the Atlanta market and in the other markets where Gray operates Telemundo affiliates. This transaction, therefore, service the public interest, convenience, and necessity.

The Asset Purchase Agreement is attached to the instant application. The schedules and exhibits to the Asset Purchase Agreement have not been attached pursuant to the Commission’s policy and practice. *See LUJ, Inc. and Long Nine, Inc.*, Memorandum Opinion and Order, 17 FCC Rcd 16980 (2002). The omitted schedules and exhibits contain information that is proprietary, not germane to the Commission’s evaluation of the application, or already in the Commission’s possession. The schedules and exhibits will be provided to the Commission upon request. The omitted schedules and exhibits are as follows:

- 1.1(aa) List of Individuals - Knowledge of Sellers
- 2.1(b)(iv) Leased Real Property
- 2.1(b)(x) Business Intellectual Property
- 2.1(c)(ix) Excluded Contracts
- 2.1(c)(xi) Excluded Assets
- 4.3 No Violation / Third Party Consents Exceptions
- 4.4 Governmental Consents Exceptions
- 4.5 Equipment
- 4.6 Intellectual Property and Proprietary Rights Exceptions
- 4.7(a) Business Contracts
- 4.7(b) Business Contracts Exceptions
- 4.7(c) MVPD & OTT Carriage
- 4.7(d) Business Licenses
- 4.9 Business Employees
- 4.10 Benefit Plans
- 4.11 Financial Statements
- 4.12(d) Real Property Exceptions
- 4.13 Litigation / Governmental Orders Exceptions
- 4.14 Compliance with Laws Exceptions
- 4.15(a) FCC Licenses and Pending FCC Applications
- 4.15(b) FCC Exceptions
- 4.16 Labor Matters Exceptions
- 4.17 Environmental Matters Exceptions

4.20 Transactions with Affiliates Exceptions

6.1 Certain Executory Period Matters

6.4(g) Certain Consent Matters

6.7(a) Employment Offers

7.1(f) Required Consents

Exhibit A Deposit Escrow Agreement

Exhibit B Bill of Sale

Exhibit C-1 Assignment and Assumption

Exhibit C-2 Assignment and Assumption of Leases

Exhibit D Assignments of FCC Licenses

Exhibit E Officer's Certificate of Sellers

Exhibit F Secretary's Certificate of Sellers

Exhibit G Officer's Certificate of Purchaser

Exhibit H Secretary's Certificate of Purchaser

Exhibit I Studio Lease

Exhibit 6.2 Notice