

Woodchuck Radio, LLC
Mud Radio, LLC
WEXP(FM), Brandon, Vermont
Application for Assignment of License
January 2023

Amendment

This amendment is submitted in response to the Commission's request for additional information regarding: (1) the Local Marketing Agreement between Woodchuck Radio LLC (Assignor) and Mud Radio LLC (Assignee); and (2) whether the parties will enter into a security agreement for the proposed transaction. The Local Marketing Agreement is dated November 29, 2022 while the effective date is June 30, 2022. The reason for the difference in the dates is explained below.

On July 8, 2021, Music Guild International Inc., the previous licensee of WEXP took the station silent (File No. BLSTA-20210902AAD). On November 10, 2021, Music Guild subsequently assigned the license to Woodchuck Radio (File No. 0000158563).

The station remained silent until June 30, 2022, when WEXP resumed operations at variance to the station's licensed facilities, for which the FCC granted Woodchuck Radio's application for an Engineering STA (File No. 0000194549). Elliott Morgan, a principal of Mud Radio and retained as a broadcast engineer for Woodchuck Radio, provided the technical assistance to Woodchuck Radio for WEXP to resume operations by June 30. At the same time, Mud Radio expressed interest in purchasing WEXP, and the parties discussed entering into an Asset Purchase Agreement and Local Marketing Agreement for a sale of the station. The discussions took longer than anticipated, with the parties reaching and executing a definitive Asset Purchase Agreement and Local Marketing agreement on November 29, 2022. The parties had an oral agreement for the local marketing agreement between June 30, 2022 and November 29, 2022.

The parties understand the Commission's desire for parties to reduce the terms and conditions for a local marketing agreement to writing as quickly as possible. Circumstances beyond the control of the parties --- restoring WEXP to operations prior to July 8, 2021 in order to avoid automatic cancellation of the license pursuant to Section 312(g) of the Communications Act --- necessitated taking quick action by the parties. It was never the intent of the parties to avoid the Commission's preference and acted as quickly as was reasonable to reduce the terms and conditions of the Local Marketing Agreement to writing. The parties regret that it took longer than planned.

There is not and will not be a security agreement for the proposed transaction.