

DESCRIPTION OF TRANSACTION

The instant application is one of twelve related FCC Form 316 applications being filed simultaneously seeking Commission consent to the *pro forma* transfer of control of a group of commonly controlled companies currently involved in a bankruptcy proceeding. A list of the debtor license companies and the authorizations each holds is provided below. Specifically, these Form 316 applications seek consent to the transfer of control of the debtor license companies from the principals of the companies as debtors-in-possession to the recently appointed bankruptcy trustee.

By way of background, on May 10, 2008, the debtor license companies, along with several commonly controlled parent or sibling companies that do not hold any FCC authorizations, filed voluntary petitions for relief under Chapter 11 of the United States Bankruptcy Code (the "Bankruptcy Code") with the United States Bankruptcy Court for the District of Delaware ("the Court").¹ On May 13, 2008, the Court entered an Order Approving the Joint Administration of the Chapter 11 cases and on May 20, 2008, a Notice of Appointment of Official Creditor Committee was filed by Office of the United States Trustee. Following the filing of the bankruptcy petitions, and up until the recent appointment of a trustee, the debtor license companies had continued in the management and operation of their businesses and property as debtors-in-possession consistent with the Bankruptcy Code. Previously, the debtor license companies had sought and obtained FCC consent to assign the authorizations held by the debtor license companies to those companies as debtors-in-possession.²

On August 5, 2008, the Court entered an Order Approving the Emergency Motion for Appointment of a Chapter 11 Trustee, and thereafter on August 14, 2008, the Office of the United States Trustee filed an Application for Order Approving the Appointment of Chapter 11 Trustee, asking that E. Roger Williams be approved as the Trustee for the Debtor companies including the debtor license companies' that are the subject of this filing. On August 18, 2008, the Bankruptcy Court approved that application and appointed E. Roger Williams as Chapter 11 Trustee of the Debtor companies. Copies of the relevant court documents have been attached at Exhibit 5 above.

¹ In addition to the debtor license companies that are the subject of these transfer of control applications, several other related companies also have sought bankruptcy protection as part of the jointly administered bankruptcy cases.

² See FCC File Nos. BALCT-20080523ADY, BALCT-20080523ADD, BALTTA-20080523ADE, BALCT-20080523ADJ, BALTTA-20080523ADK, BALCT-20080523ADT, BALCT-20080527ACK, BALTTA-20080527ACL, BALTVL-20080527ACM, BALTVL-20080527ACN, BALTTL-20080527ACO, BAPTTL-20080527ACP, BALCT-20080609ACG, BALTTA-20080609ACH, BALCT-20080609ACS, BALCT-20080609ACP, BALCT-20080612AAN, BALTTL-20080612AAO, BALCT-20080612ABF, BALTTA-20080612ABG, BALTTL-20080612ABH, BALTT-20080612ABI, BALCT-200806ABO, BALTT-20080612ABP, and BALTVL-20080527ADL.

As this transfer of control involves the transfer of a controlling interest in a licensee or permittee to a court-appointed federal trustee in a bankruptcy proceeding, the use of an FCC Form 316 is appropriate for this transaction.

Applications are being filed simultaneously for the following debtor license companies:

| Licensee/Permittee | Call Sign | Service | Facility ID | Community of License |
|--|------------------|----------------|--------------------|-----------------------------|
| KMPH(TV) License, LLC, Debtor-In-Possession | KMPH-TV | TV | 51488 | Visalia, CA |
| | KMPH-CA | CA | 51489 | Merced-Mariposa, CA |
| | KMPH-LD | LD | 168338 | Merced-Mariposa, CA |
| KFRE(TV), License, LLC, Debtor-In-Possession | KFRE-TV | TV | 59013 | Sanger, CA |
| Concord License, LLC, Debtor-In-Possession | KUNO-TV | TV | 8378 | Fort Bragg, CA |
| | KDSL-CA | CA | 8293 | Ukiah, CA |
| | KDSL-LD | LD | 168337 | Ukiah, CA |
| KTNC License, LLC, Debtor-In-Possession | KTNC-TV | TV | 21533 | Concord, CA |
| KPTM(TV) License, LLC, Debtor-In-Possession | KPTM(TV) | TV | 51491 | Omaha, NE |
| | KKAZ-CA | CA | 51492 | Omaha, NE |
| | KKAZ-LD | LD | 168251 | Omaha, NE |
| Reno License, LLC, Debtor-In-Possession | KREN-TV | TV | 51493 | Reno, NV |
| | KAZR-CA | CA | 34577 | Reno, Etc., NV |
| | KBVG-LP | TX | 129154 | Elko, NV |
| | KNNC-LD | LD | 168340 | Battle Mountain, NV |
| | KNNC-LP | TX | 130281 | Battle Mountain, NV |
| | KPMP-LP | TX | 129333 | Winnemucca, NV |
| | KREN-LP | TX | 130444 | Susanville, CA |
| KDBC License, LLC, Debtor-In-Possession | KDBC-TV | TV | 33764 | El Paso, TX |
| | KCWF-CA | TX | 33767 | Las Cruces, NM |
| | KCWO-CA | CA | 33765 | Silver City, Etc., NM |
| | KKNJ-LP | TX | 33766 | Alamogordo, NM |
| KAZH License, LLC, Debtor-In-Possession | KAZH(TV) | TV | 70492 | Baytown, TX |
| KPTH License, LLC, Debtor-In-Possession | KPTH(TV) | TV | 77451 | Sioux City, IA |
| | KPTP-LD | LD | 168169 | Norfolk, NE |
| | KPTP-LP | TX | 127666 | Norfolk, NE |
| WCWG License, LLC, Debtor-In-Possession | WCWG(TV) | TV | 35385 | Lexington, NC |
| KCWK License, LLC, Debtor-In-Possession | KCWK(TV) | TV | 84238 | Walla Walla, WA |
| | KCWK-LD | LD | 168392 | Yakima, WA |
| | KCWK-LP | TX | 12730 | Yakima, WA |
| Pappas Telecasting of Nevada, LP, Debtor-In-Possession | KBVE-LP | TX | 130302 | Hawthorne, NV |
| | KBVH-LP | TX | 129301 | Ely, NV |