

Description of Proposed Transaction

This application seeks consent to a proposed transfer of control of GB Lynchburg Licensing LLC, the licensee of television station WWCW, Lynchburg, Virginia (FIN 24812). The proposed transaction represents the second step in the testamentary disposition of the voting stock of Grant Company, Inc. ("Grant Co."), the ultimate parent company of the licensee, which was formerly owned by Milton Grant.

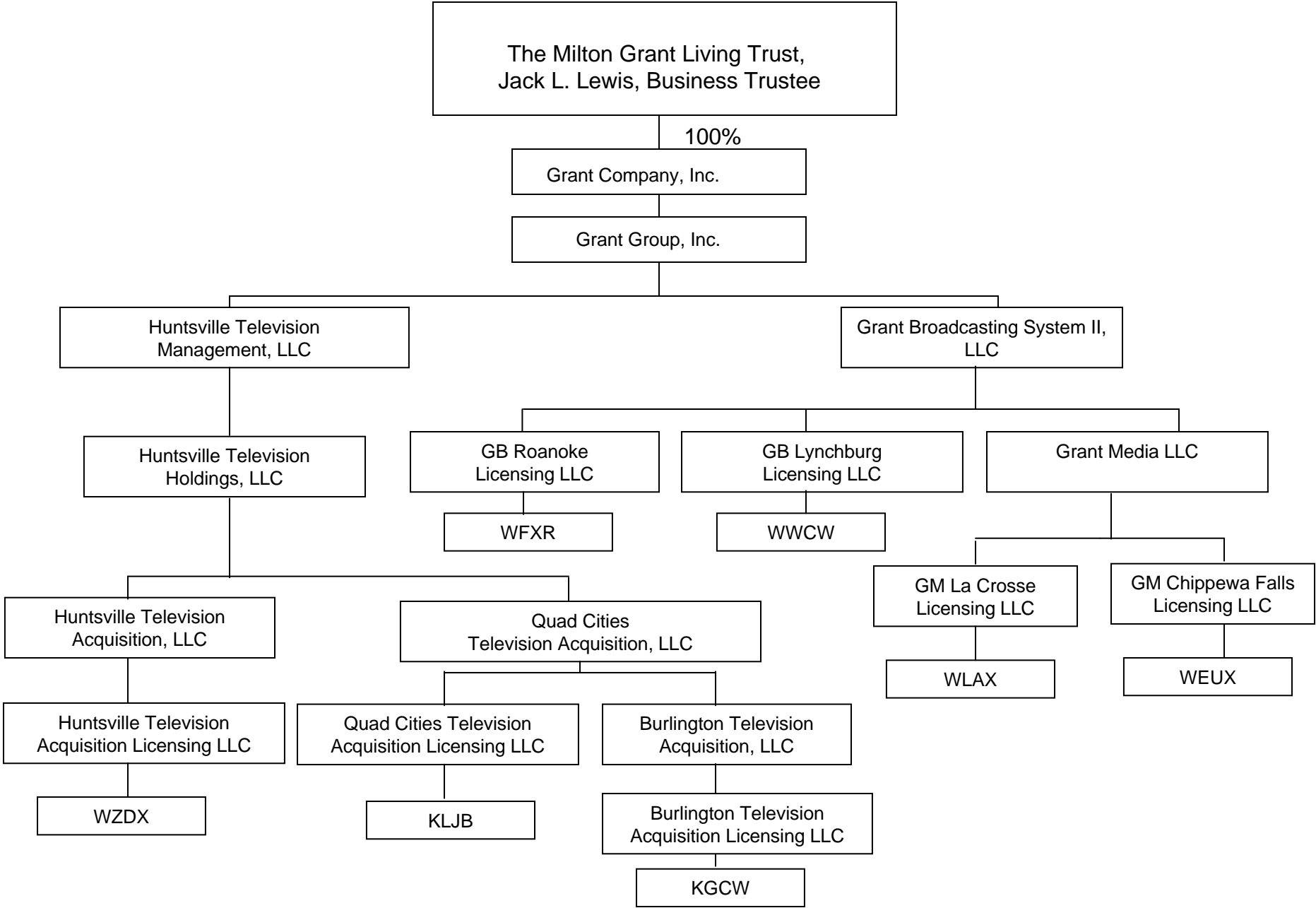
Mr. Grant died on April 28, 2007. His will provided that his voting stock in Grant Co. was to pass to The Milton Grant Living Trust (the "Living Trust") as part of Mr. Grant's residuary estate pending the stock's ultimate distribution. Under Florida law, the stock of Grant Co. passed directly to the Living Trust upon Mr. Grant's death by operation of law. The transfer of the Grant Co. stock to the Living Trust represents the first step in Mr. Grant's estate plan. This transfer was approved by the Commission as an involuntary transfer of control pursuant to FCC Form 316 (File No. BTCCT-20070717AAG).

In accordance with Mr. Grant's estate plan and the terms of the trust agreement for the Living Trust, the stock of Grant Co. is now to be distributed from the Living Trust to two family trusts for the benefit of Mr. Grant's wife and children. These two trusts are the Milton Grant 2006 Family Irrevocable Trust Number One (for the benefit of Mr. Grant's son, Thomas Jeffrey Grant) ("Trust One") and the Milton Grant 2006 Family Irrevocable Trust Number Two (for the benefit of Mr. Grant's wife, Shirley Grant, and daughters, Andrea Jill Grant and Valerie Ann Grant) ("Trust Two").

Mr. Jack L. Lewis serves as the Business Trustee for all three trusts, that is, the Living Trust, Trust One and Trust Two. Mr. Lewis presently exercises all voting rights with respect to the Grant Co. stock held by the Living Trust and, after such stock is transferred to Trust One and Trust Two, will exercise all voting rights with respect to the Grant Co. stock held in these trusts. A long-form transfer application is being utilized for the proposed transfer of Grant Co. stock to Trust One and Trust Two even though Mr. Lewis is the Business Trustee of all three trusts because Mr. Lewis has not previously been passed on in a long-form application.

The proposed transfer of the Grant Co. stock from the Living Trust to Trust One and Trust Two will not occur until such transfer has been approved by the Commission. Similar applications to this one are being filed for all of the broadcast stations under the control of Grant Co. Attached hereto are charts showing the ownership structure for the Grant Co. broadcast holdings both before and after the proposed transaction. Attached in Exhibit 6 are relevant pages from the trust agreement for the Living Trust.

Present Voting Ownership



Proposed Voting Ownership

