

**EXHIBIT 17: DEMONSTRATION OF COMPLIANCE WITH LOCAL TELEVISION
MULTIPLE OWNERSHIP RULE**

A. Introduction

This application seeks the FCC’s consent to the assignment of the license for commercial television station KSCI(TV) (Fac. ID 35608), Long Beach, CA, from KSLs, Inc., Debtor-in-Possession (“Assignor”) to NRJ TV LA License Co, LLC (“NRJ TV LA” or “Assignee”).¹ KSCI(TV)’s community of license is located in the Los Angeles designated market area (“DMA”).

NRJ TV LA is a wholly-owned subsidiary of NRJ TV LA OpCo, LLC, a Delaware limited liability company, which in turn is wholly owned by NRJ TV II LLC (“NRJ HoldCo”), also a Delaware limited liability company. Certain individuals who, by virtue of their indirect ownership interest in NRJ HoldCo, will have an attributable interest in KSCI(TV) following the proposed assignment of license,² also have an attributable interest in KDOC-TV (Fac. ID 24518), Anaheim, CA.³ KDOC-TV’s community of license, like KSCI(TV)’s, is located in the Los Angeles, CA DMA.

The Commission’s local television multiple ownership rule, commonly known as the TV duopoly rule, permits having attributable interests in two television stations in the same DMA if the following two-part test is satisfied: (1) at least one of the stations is not ranked among the top four stations in the DMA, based on the most recent all day (9 a.m.–midnight) audience share, at the time an application is filed proposing an assignment of license or transfer application that would give rise to the attributable interests in the two television stations; and (2) there will remain at least eight independently-owned full-power television stations (commercial and noncommercial)

¹ The application also seeks the FCC’s consent to an assignment of the license for KUAN-LP (Fac. ID 35609), Poway, CA. KUAN-LP, because it is licensed in the LPTV/TV translator service, is not subject to the multiple ownership rule that is addressed in this exhibit.

² U. Bertram Ellis, Jr., and James V. Sandry are members of Titan Broadcast Management, LLC, which wholly owns 5 Star Spectrum, LLC, which is a member of NRJ Holdco.

³ Messrs. Ellis and Sandry are members of Ellis Communications Group, LLC, which indirectly owns the licensee of KDOC-TV.

in the DMA following the proposed transaction.⁴ Assignee demonstrates below that it satisfies both parts of this test.

B. The Proposed Transaction Satisfies the Top Four /Eight Voices Test of Section 73.3555(b).

Neither KSCI(TV) nor KDOC-TV is affiliated with one of the major television networks; they are independent stations.

Neither KSCI(TV) nor KDOC-TV was ranked among the top four stations in the Los Angeles, CA DMA in the most recent all day (9 a.m.–midnight) audience share tabulation. Accordingly, the first part of the top four/eight voices test is satisfied.

Attachment 1 of this Exhibit demonstrates compliance with the second part of the test, *i.e.*, it shows there will be eight or more independently-owned full-power TV stations in the Los Angeles, CA DMA following consummation of the proposed assignment of license. Under Section 73.3555(b), only TV stations that have service contour overlap with KSCI(TV) or KDOC-TV may be counted for purposes of the “eight voices” part of the test. Attachment 1A shows that 26 of the 27 full-power TV stations in the Los Angeles, CA DMA, including KSCI(TV) and KDOC-TV, have overlapping service contours. Attachment 1B shows that 20 of these 26 stations with overlapping service contours, which is well above the minimum of eight, will remain independently-owned after the license for KSCI(TV) is assigned to NRJ TV LA.

Accordingly, both parts of the two-part test are satisfied, and the proposed assignment complies with the local television multiple ownership rule.

⁴ 47 C.F.R. § 73.3555(b).

ATTACHMENT 1A: TV Station Contours

Table I
COVERAGE CONTOUR STUDY STATION DATA
Nielsen® DMA – Los Angeles DMA¹
 prepared for
NRJ TV LA License Co, LLC

<u>Call Sign</u>	<u>City</u>	<u>State</u>	<u>Network Affiliation</u>
KABC-TV	Los Angeles	CA	ABC
KAZA-TV	Avalon	CA	Azteca America
KBEH	Oxnard	CA	MTV
KCAL-TV	Los Angeles	CA	IND
KCBS-TV	Los Angeles	CA	CBS
KCET	Los Angeles	CA	ETV
KCOP-TV	Los Angeles	CA	My Network
KDOC-TV	Anaheim	CA	IND ²
KFTR-DT	Ontario	CA	Telefutura
KHIZ	Barstow	CA	IND
KJLA	Ventura	CA	IND
KLCS	Los Angeles	CA	ETV
KMEX-DT	Los Angeles	CA	Univision
KNBC	Los Angeles	CA	NBC
KOCE-TV	Huntington Beach	CA	ETV
KPXN-TV	San Bernadino	CA	ION
KRCA	Riverside	CA	Estrella
KSCI	Long Beach	CA	IND ²
KTBN-TV	Santa Ana	CA	Trinity Broadcasting Network
KTLA	Los Angeles	CA	CW
KTTV	Los Angeles	CA	FOX
KVCR-DT	San Bernadino	CA	ETV
KVEA	Corona	CA	Telemundo
KVMD	Twentynine Palms	CA	IND
KWHY-TV	Los Angeles	CA	IND
KXLA	Rancho Palos Verdes	CA	IND

Facilities selected for this study are operating facilities. Authorized facilities that have yet to be constructed were not considered. Coverage contours shown in **Figure 1³** are the digital service contours as defined in the Commission's Rules for the individual stations with an adjustment for the "dipole factor" where appropriate. The contours for stations under consideration for common ownership are shown in red. Independent stations are depicted by the blue contours. Educational stations are depicted by the green contours. Network affiliated stations are depicted by the brown contours

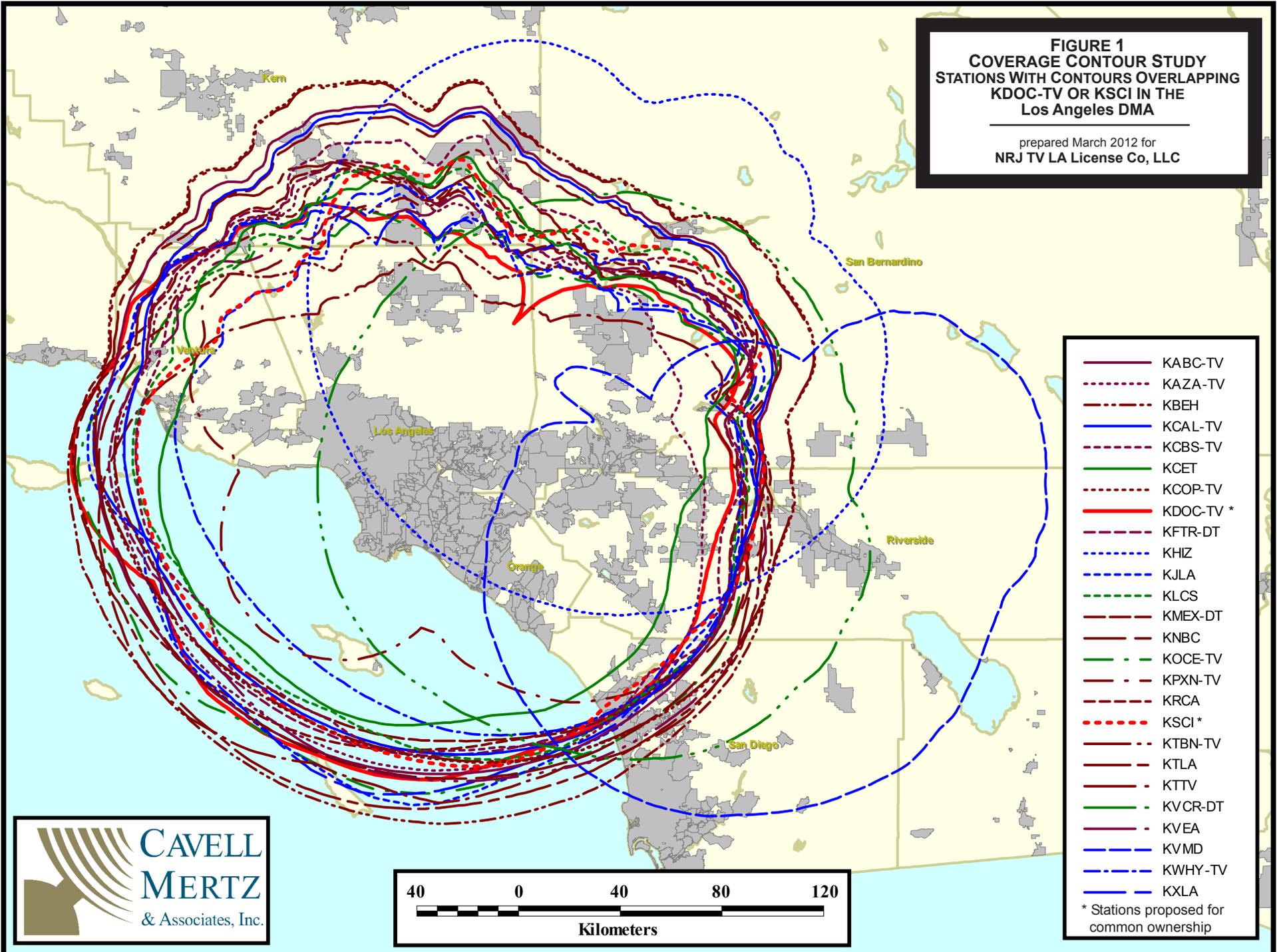
¹ As shown in the 2012 Broadcasting and Cable Yearbook.

² Stations proposed for common ownership

³ KBBC-TV, Bishop, California is listed in the Los Angeles DMA. KBBC-TV is not shown in the listing or in **Figure 1** since there is no contour overlap with the stations proposed for common ownership.

**FIGURE 1
 COVERAGE CONTOUR STUDY
 STATIONS WITH CONTOURS OVERLAPPING
 KDOC-TV OR KSCI IN THE
 Los Angeles DMA**

prepared March 2012 for
 NRJ TV LA License Co, LLC



- KABC-TV
 - KAZA-TV
 - - - KBEH
 - KCAL-TV
 - - - KCBS-TV
 - KCET
 - KCOP-TV
 - KDOC-TV *
 - - - KFTR-DT
 - KHIZ
 - - - KJLA
 - KLCS
 - - - KMEX-DT
 - KNBC
 - KOCE-TV
 - - - KPXN-TV
 - - - KRCA
 - KSCI *
 - KTBN-TV
 - KTLA
 - - - KTTV
 - KVCR-DT
 - - - KVEA
 - KVMD
 - KWHY-TV
 - KXLA
- * Stations proposed for common ownership

**CAVELL
 MERTZ**
 & Associates, Inc.

40 0 40 80 120
 Kilometers

**ATTACHMENT 1B: Full-Power, Operational TV Stations in
Los Angeles, CA Designated Market Area**

According to information available in the 2012 Television and Cable Factbook and the Commission's CDBS database, and as summarized below, following consummation of the proposed transaction there will be twenty (20) independently-owned full-power commercial and noncommercial television stations in the Los Angeles, CA DMA.

Voice Count	Station	Channel	Network Affiliation	Community of License	Licensee (Ultimate Owner)
1	KAZA-TV	47	Azteca America	Avalon, CA	Southern California License, LLC (SCTV, Inc.)
2	KCAL-TV	9	IND	Los Angeles	Los Angeles Television Station KCAL LLC (CBS Corporation)
	KCBS-TV	43	CBS	Los Angeles	CBS Broadcasting Inc. (CBS Corporation)
3	KCET*	28	PBS	Los Angeles	Community Television of Southern California
4	KABC-TV	7	ABC	Los Angeles	ABC Holding Company, Inc. (The Walt Disney Company)
5	KDOC-TV	32	IND	Anaheim	Ellis Communications KDOC Licensee, LLC (Ellis Communications Group, LLC)
	KSCI	18	IND	Long Beach	KSLs, Inc. (GEI Capital III, LLC)
6	KPXN-TV	38	ION	San Bernardino	ION Media Los Angeles License, Inc. (ION Media Television, Inc.)
7	KOCE-TV*	48	PBS	Huntington Beach	KOCE-TV Foundation
8	KLCS*	41	PBS	Los Angeles	Los Angeles Unified School District
9	KRCA	35	Estrella	Riverside	KRCA License LLC (Lieberman Broadcasting, Inc.)

10	KHIZ	44	IND	Barstow	KAZN-TV Licensee LLC (TV Plus, LLC)
11	KNBC	36	NBC	Los Angeles	NBC Telemundo License LLC (Comcast Corporation)
	KVEA	39	Telemundo	Corona	NBC Telemundo License LLC (Comcast Corporation)
12	KWHY-TV	42	IND	Los Angeles	KWHY-22 Broadcasting, LLC (Meruelo Media Holdings, LLC)
13	KTTV	11	FOX	Los Angeles	FOX Television Stations, Inc. (News Corporation)
	KCOP	13	My Network	Los Angeles	FOX Television Stations, Inc. (News Corporation)
14	KVCR-DT*	26	PBS	San Bernardino	San Bernardino Community College District
15	KFTR	29	TeleFutura	Ontario	Telefutura Los Angeles LLC (Univision Communications Inc.)
	KMEX-DT	34	Univision	Los Angeles	KMEX License Partnership, G.P., (Univision Communications Inc.)
16	KTLA	31	CW	Los Angeles	KTLA Inc., Debtor-In-Possession (Tribune Company, Debtor-in-Possession)
17	KTBN-TV	33	TBN	Santa Ana	Trinity Christian Center of Santa Ana, Inc..
18	KVMD	23	IND	Twentynine Palms	KVMD License Co., LLC (Ronald Ulloa)
	KXLA	51	IND	Rancho Palos Verdes	Rancho Palos Verdes Broadcasters, Inc. (Ronald Ulloa)
19	KJLA	49	IND	Ventura	KJLA, LLC (Walter Ulloa)
20	KBEH	24	MTV Tr3s	Oxnard	HERO LicenseCo LLC (Robert Behar)

* Denotes a non-commercial educational television station

Stations proposed for overlapping attributable interests are identified in bold typeface