

Exhibit 16

Structure of Licensee/Transferee Post-Closing

Educational Purpose

As set forth in the Agreement and Joint Escrow Instructions attached to this application and in this application, the parties hereto propose to transfer control of the licensee KALO TV, Inc. At closing of this transfer, control of the licensee will pass from the current board, the members of which are listed in response to Section II, Question 4 of this application, to Tri-Shield, a nonprofit, nonstock, religious corporation, which shall immediately name a new board of directors and officers for KALO TV, Inc., and such new directors and officers shall then be in control of the corporation. Following the closing and appointment of the new board, the board shall be self-perpetuating as it has been in the past.

As an initial matter, Tri-Shield proposes to appoint its current officers and directors, together with two additional individuals, to fill the positions indicated below in KALO TV, Inc., and these individuals have also been listed in Section II, Question 4 of this application. As stated above, following such appointment, the new board of KALO TV, Inc. will be in control of KALO TV, Inc., which shall remain the licensee of KALO.

The address of Tri-Shield is as follows: c/o Starn O'Toole Marcus & Fisher; 733 Bishop Street – Suite 1900; Honolulu, HI 96813.

For the sake of clarity, the proposed future attributable interest holders in the KALO TV, Inc., the licensee of KALO(DT), are as follows:

<u>Name and Address</u>	<u>Office</u>	<u>Voting Percentage</u>
Jack Hibbs c/o Starn O'Toole Marcus & Fisher 733 Bishop Street – Suite 1900 Honolulu, Hawaii 96813	Chairperson of the Board/ President	20%
Tom Jordan 500 North Central Avenue Suite 325 Glendale, California 91203	Secretary/Treasurer/Chief Financial Officer/Board Member	20%
Steve Pincin 500 North Central Avenue Suite 325	Board Member	20%

Glendale, California 91203

Jim Yates	Board Member	20%
1132 Bishop Street – Suite 2500		
Honolulu, Hawaii 96813		

Brent Keane	Board Member	20%
1171 Keolu Drive		
Kailua, HI 96734		

All attributable interest holders are citizens of the United States of America. Since KALO TV, Inc. is a nonprofit, nonstock corporation, none of the attributable interest holders will have any ownership interest as such in the corporation.

The proposed new board of KALO TV, Inc. plans to continue to pursue the current educational goals of KALO TV, Inc. and to offer educational programming of the same character as is now offered. As previously demonstrated, its amended articles of incorporation specifically state that one of the purposes of KALO TV, Inc. is to provide Christian education. In accordance with those articles, a copy of which is attached hereto, the station will continue to proclaim the Gospel of Jesus Christ and to educate in accordance with the Biblical mandate. In so doing, KALO(TV) will continue to provide a wide range of culturally diverse religious programming as well as Biblically consistent educational programs addressed to the many cultures which comprise the population of Honolulu. Significant elements within that diverse population are currently underserved by existing over-the-air television. The members of the proposed new board of KALO TV, Inc. perceive a great need in Honolulu, the island of Oahu, and Hawaii generally for the type of religious and educational programming now offered by KALO(TV), and they plan to expand upon and reinvigorate these programming offerings. The educational purpose of KALO TV, Inc. will be reinforced by the directors appointed by Tri Shield, the articles of incorporation of which also specify that the purposes of the corporation include to educate, inform, and instruct. A copy of those articles is also attached to the application.

One of the board members, Pastor Jack Hibbs, has spent a significant portion of his life in Honolulu and Hawaii generally. Indeed, Hawaiian culture and issues have been a part of this life since his earliest days because his mother is from and grew up in Honolulu, and he grew up with Hawaiian family members. As a result, Pastor Hibbs has a heart for the Hawaiian people and deeply appreciates Hawaii's rich diversity and ever-changing population.

Proposed board member Tom Jordan is the Vice-President/Chief Operating Officer of Fred Jordan Missions, a nonprofit, tax-exempt organization that educates by sharing the Gospel of Jesus Christ with and offering hope to hurting and lonely people, particularly in poor and

inner city areas. This experience will translate easily to assisting with the development of television programming to meet the needs of the poor and overlooked in the city of Honolulu, which faces the typical issues of a large city, compounded by the eclectic mix of native Hawaiian and other cultures.

The third proposed director, Steve Pincin, is managing director of a financial management company which educates clients on financial planning strategies and provides comprehensive wealth management services to executives, families, and charities.

Board member Jim Yates has lived in Honolulu since 1993. His primary employment is as President of Par Hawaii, Inc., a corporation which markets fuels through a network of Hele- and 76-branded retail locations throughout Hawaii. In connection with his work in the petroleum industry, Mr. Yates also is president of the Hawaii Petroleum Marketers Association and is on the board of the Western Petroleum Marketers Association.

In addition to his employment in the energy sector, Mr. Yates is active in a number of civic and educational organizations in the Honolulu community. For example, Mr. Yates is a member of the board of the Hawaii Business Roundtable. In this role, Mr. Yates works with other business leaders in Hawaii to advance the Roundtable's mission of the promoting the overall economic vitality and social health of Hawaii, by focusing on public policy areas that affect business in Hawaii, such as education, economic development, healthcare, military, and transportation. In these efforts, Mr. Yates works side by side with leaders from many different areas of endeavor, including CEOs and senior executives of companies, including the leading banks in Hawaii, nonprofits such as the Kamehameha Schools, and governmental entities. Through this work, Mr. Yates has become familiar with a variety of community issues and concerns, and the Roundtable has itself been an advocate on a number of issues. Some of its priority issues have included the Hawaii P-3 Initiative, with a goal to have all children at grade level literacy by the third grade, the expansion of long term care capacity, supporting the rail project of Honolulu, and the protection of tax dollars for Hawaii tourism projects.

In addition, Mr. Yates serves on the board of the Hawaii Visitors and Convention Bureau. The goal of this nonprofit organization is to promote Hawaii, share the spirit of aloha through cultural promotions, and attract visitors to the islands.

Mr. Yates also is on the board of one of the business institutions of Honolulu and the island of Oahu. He is a member of the board of City Mill Co., Ltd., which owns a superhardware retail chain serving the Oahu community. City Mill was founded and is still managed by the Ai family. The founder, Chung Kun Ai, started the business in 1899 and served as President until 1961. Mr. Ai had immigrated from China as a teenager, attended school in Honolulu despite knowing no English or Hawaiian, and later started a rice milling and lumber import business

which developed into today's business. His youngest son, David C. Ai, managed the company until his retirement in 1991. The company is still managed by the family. In connection with the Ai family's charitable endeavors, Mr. Yates is a trustee of the David C. Ai Charitable Trust.

Further, Mr. Yates serves on the board of trustees of the Queen's Health System and Queen's Medical Center. This organization, established in 1859 by Queen Emma and King Kamehameha IV, now operates four hospitals and 66 medical centers throughout Hawaii.

Mr. Yates's activities in the area of education include his membership on the board of governors of Chaminade University of Honolulu, and in this position, he helps to guide the university. One feature of Chaminade University is its Office of Native Hawaiian Partnerships, which is a resource that offers programs and services that promote Native Hawaiian culture and knowledge.

Finally, Mr. Yates is the Chairman of the Board of One Love Ministries in Honolulu. Clearly, Mr. Yates's business and civic activities involve him in many areas of Honolulu life. He is involved not only in the energy sector but also is prominent in working with business issues in all sectors through the Business Roundtable. His work with Chaminade University and the Hawaii Visitors & Convention Bureau make him acutely aware not only of issues related to educational but also of concerns related to teaching and passing on the Native Hawaiian culture to younger generations.

Brent Keane, another board member, was raised in Kailua, Hawaii, a community in Honolulu County, Hawaii, and he continues to reside there with his family. He currently works as the General Manager of KALO(TV) and oversees all of the station's programming, video production, web design, and marketing. In addition to his work in television, Mr. Keane is a founding member of Hawaii Jitterbugs, a nonprofit dedicated to particular types of dance. Other connections with the Honolulu arts community have included Mr. Keane's work as a professional photographer.

Furthermore, Mr. Keane was a founding member of Indevtech Incorporated, which has been serving Honolulu since 2001, providing end-to-end managed IT services to small and medium-sized businesses. Effectively, this company has served as the IT department for many small businesses operating in widely different fields, including healthcare, legal, financial, and manufacturing concerns.

Mr. Keane also is a member of an educational community through his volunteer activities at Trinity Christian School in Kailua. This school provides a classical education to children in grades PreK through 12. In addition to his own activities there, Mr. Keane's wife is a faculty member at Trinity Christian School. Further, Mr. Keane previously was a member of Faith

Baptist Church in Kailua, where he was involved with various ministries including youth, young adults, worship team, sound and video, and other, and is now a member of First Presbyterian Church of Honolulu.

Together, Mr. Yates and Mr. Keane represent a wide number of the constituent groups of Honolulu and the surrounding area. As noted above, Mr. Yates is involved in a wide variety of business endeavors and activities, including promotion of the Native Hawaiian culture, and is active in civic and charitable causes. Mr. Keane, on the other hand, has connections with the arts and media community, including KALO(TV) itself. Both of these board members are connected with educational institutions, with Mr. Yates on the board of a university and Mr. Keane a part of the community of a primary and secondary school. Together, all of the directors represent varied groups within the community to be served.