

United States Bankruptcy Court District of Delaware					Voluntary Petition				
Name of Debtor (if individual, enter Last, First, Middle): PBC Broadcasting of Youngstown License, LLC					Name of Joint Debtor (Spouse) (Last, First, Middle):				
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names): FDPA Parkin Broadcasting of Youngstown License, LLC					All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):				
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all) 20-8353779					Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all)				
Street Address of Debtor (No. and Street, City, and State): 11766 Wilshire Blvd. Suite 405 Los Angeles, CA ZIP Code 90025					Street Address of Joint Debtor (No. and Street, City, and State):  ZIP Code				
County of Residence or of the Principal Place of Business: Los Angeles					County of Residence or of the Principal Place of Business:				
Mailing Address of Debtor (if different from street address):  ZIP Code					Mailing Address of Joint Debtor (if different from street address):  ZIP Code				
Location of Principal Assets of Business Debtor (if different from street address above):									
<b>Type of Debtor</b> (Form of Organization) (Check one box)  <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)			<b>Nature of Business</b> (Check one box)  <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other  <b>Tax-Exempt Entity</b> (Check box, if applicable) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).			<b>Chapter of Bankruptcy Code Under Which the Petition is Filed</b> (Check one box)  <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13  <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding  <b>Nature of Debts</b> (Check one box)  <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.			
<b>Filing Fee</b> (Check one box)  <input checked="" type="checkbox"/> Full Filing Fee attached  <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A.  <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.					<b>Chapter 11 Debtors</b> Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,190,000. Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).				
<b>Statistical/Administrative Information</b>  <input type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input checked="" type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.					THIS SPACE IS FOR COURT USE ONLY				
Estimated Number of Creditors  <input checked="" type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> OVER 100,000									
Estimated Assets  <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input checked="" type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion									
Estimated Liabilities  <input checked="" type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion									

**Voluntary Petition***(This page must be completed and filed in every case)*

Name of Debtor(s):

**PBC Broadcasting of Youngstown License, LLC****All Prior Bankruptcy Cases Filed Within Last 8 Years** (If more than two, attach additional sheet)

Location

Where Filed: **- None -**

Case Number:

Date Filed:

Location

Where Filed:

Case Number:

Date Filed:

**Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor** (If more than one, attach additional sheet)

Name of Debtor:

**See Riders 1 and 2, attached**

Case Number:

Date Filed:

District:

Relationship:

Judge:

**Exhibit A**

(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)

☐ Exhibit A is attached and made a part of this petition.

**Exhibit B**

(To be completed if debtor is an individual whose debts are primarily consumer debts.)

I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by 11 U.S.C. §342(b).

**X**

Signature of Attorney for Debtor(s)

(Date)

**Exhibit C**

Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?

☐ Yes, and Exhibit C is attached and made a part of this petition.

☒ No.

**Exhibit D**

(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)

☐ Exhibit D completed and signed by the debtor is attached and made a part of this petition.

If this is a joint petition:

☐ Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.

**Information Regarding the Debtor - Venue**

(Check any applicable box)

- ☒ Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.
- ☒ There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.
- ☐ Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.

**Certification by a Debtor Who Resides as a Tenant of Residential Property**

(Check all applicable boxes)

- ☐ Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)

\_\_\_\_\_  
(Name of landlord that obtained judgment)

\_\_\_\_\_  
(Address of landlord)

- ☐ Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and
- ☐ Debtor has included in this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.
- ☐ Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).

**Voluntary Petition***(This page must be completed and filed in every case)*

Name of Debtor(s):

**PBC Broadcasting of Youngstown License, LLC****Signatures****Signature(s) of Debtor(s) (Individual/Joint)**

I declare under penalty of perjury that the information provided in this petition is true and correct.

[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7. [If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. §342(b).

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

**X** \_\_\_\_\_  
Signature of Debtor

**X** \_\_\_\_\_  
Signature of Joint Debtor

\_\_\_\_\_  
Telephone Number (If not represented by attorney)

\_\_\_\_\_  
Date

**Signature of Attorney\***

**X** /s/ Francis A. Monaco, Jr.  
Signature of Attorney for Debtor(s)

Francis A. Monaco, Jr. 2078  
Printed Name of Attorney for Debtor(s)

WOMBLE CARLYLE SANDRIDGE & RICE PLLC  
Firm Name  
**222 Delaware Avenue, 15th Floor**  
**Wilmington, DE 19801**

\_\_\_\_\_  
Address

(302) 252-4320 Fax: (302) 252-4330  
Telephone Number

July 13, 2009  
Date

\*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

**Signature of Debtor (Corporation/Partnership)**

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

**X** /s/ Todd K. Parkin  
Signature of Authorized Individual

Todd K. Parkin  
Printed Name of Authorized Individual

Chief Executive Officer  
Title of Authorized Individual

July 13, 2009  
Date

**Signature of a Foreign Representative**

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only one box.)

☐ I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. §1515 are attached.

☐ Pursuant to 11 U.S.C. §1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

**X** \_\_\_\_\_  
Signature of Foreign Representative

\_\_\_\_\_  
Printed Name of Foreign Representative

\_\_\_\_\_  
Date

**Signature of Non-Attorney Bankruptcy Petition Preparer**

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

\_\_\_\_\_  
Printed Name and title, if any, of Bankruptcy Petition Preparer

\_\_\_\_\_  
Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)

\_\_\_\_\_  
Address

**X** \_\_\_\_\_  
Date

Signature of Bankruptcy Petition Preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.

Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual:

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

*A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both 11 U.S.C. §110; 18 U.S.C. §156.*

**RIDER 1**  
**Pending Bankruptcy Cases Filed by this Debtor and Affiliates**  
**Each Concurrently Filed in the United States Bankruptcy Court for the**  
**District of Delaware**

PBC Television Holdings, LLC;

PBC Broadcasting, LLC;

PBC Broadcasting of Youngstown, LLC;

PBC Broadcasting of Youngstown License, LLC;

PBC Broadcasting of Savannah, LLC;

PBC Broadcasting of Savannah License, LLC.

**RIDER 2**  
**Pending Bankruptcy Cases Filed by Related Debtors**  
**Each Concurrently Filed in the United States Bankruptcy Court for the**  
**District of Delaware**

NV Broadcasting, LLC;  
NV Media, LLC;  
NV Television, LLC;  
NVT Kansas, Inc.;  
NVT Birmingham, LLC;  
NVT Birmingham Licensee, LLC;  
NVT Mason City, LLC;  
NVT Mason City Licensee, LLC;  
NVT Portland, LLC;  
NVT Portland Licensee, LLC;  
NVT Hawaii, LLC;  
NVT Hawaii Licensee, LLC;  
NVT Wichita, LLC;  
NVT Wichita Licensee, LLC;  
NVT Topeka, LLC;  
NVT Topeka Licensee, LLC;  
NVT Topeka II, LLC;  
NVT Topeka II Licensee, LLC;  
NVT Youngstown, LLC;  
NVT Youngstown Licensee, LLC;  
NVT Savannah, LLC;  
NVT Savannah Licensee, LLC.

**PBC BROADCASTING OF YOUNGSTOWN LICENSE, LLC**  
**WRITTEN CONSENT OF THE BOARD OF DIRECTORS**

**JULY 10, 2009**

The undersigned, being the sole member of the Board of Directors (the “Board”) of PBC Broadcasting of Youngstown License, LLC, a Delaware limited liability company (the “Company”), by this consent in writing in accordance with Section 18-404(d) of the Delaware Limited Liability Company Act, does hereby consent to the adoption of the following resolutions and does hereby direct the Chief Executive Officer of the Company to file this consent in the minutes of the proceedings of the Board.

**WHEREAS**, the Board has reviewed the materials prepared and presented by the management and the advisors of the Company regarding the liabilities and liquidity position of the Company, the strategic alternatives available to the Company and the impact of the foregoing on the business and member of the Company;

**WHEREAS**, the Board has had the opportunity to consult with the management and the advisors of the Company and to consider fully each of the strategic alternatives available to the Company;

**WHEREAS**, pursuant to the limited liability company operating agreement of the Company, the written consent of the sole member of PBC Broadcasting, LLC, a Delaware limited liability company (“PBC Broadcasting”), is required prior to the Company taking certain actions, including without limitation transferring a substantial portion of the Company’s assets or equity interests, whether by merger, consolidation, sale, exchange, issuance, transfer or redemption of the Company’s equity securities, or by sale, exchange, issuance or transfer of the Company’s assets, or otherwise; and

**WHEREAS**, the Company, having received the requisite approvals of the sole member of PBC Broadcasting, now desires to enter into certain agreements and transactions as hereinafter set forth.

**1. APPROVAL OF FILING A VOLUNTARY PETITION UNDER THE PROVISIONS OF CHAPTER 11 OF THE UNITED STATES BANKRUPTCY CODE**

**NOW, THEREFORE, BE IT RESOLVED**, that, in the judgment of the Board, it is desirable and in the best interests of the Company and its creditors and other parties in interest that the Company file or cause to be filed a voluntary petition for relief under the provisions of chapter 11 of the Bankruptcy Code, 11 U.S.C. §§ 101-1532 (the “Bankruptcy Code”) (the “Bankruptcy Proceedings”); and

**FURTHER RESOLVED**, that the Chief Executive Officer of the Company (the “Authorized Officer”), be, and hereby is, authorized, directed and empowered to execute and file on behalf of the Company all petitions, schedules, lists, motions, applications, pleadings and other papers or documents as necessary to commence and prosecute the Bankruptcy Proceedings (collectively, the “Bankruptcy Documents”), including without limitation motions to obtain the

use of cash collateral and provide adequate protection therefor, and to take any and all further acts and deeds that the Authorized Officer deems necessary, appropriate or advisable in connection with the Bankruptcy Proceedings, with a view to the successful prosecution of such proceedings.

## **2. APPROVAL OF THE EMPLOYMENT OF PROFESSIONALS**

**BE IT FURTHER RESOLVED**, that the Authorized Officer be, and hereby is, authorized, directed and empowered to employ the law firm of Womble Carlyle Sandridge & Rice, PLLC as counsel to represent and assist the Company in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance the Company's rights and obligations, including without limitation filing any pleadings, and, in connection therewith, executing appropriate retention agreements with, paying appropriate retainers to, and causing to be filed an appropriate application for authority to retain the services of Womble Carlyle Sandridge & Rice, PLLC;

**FURTHER RESOLVED**, that the Authorized Officer be, and hereby is, authorized, directed and empowered to employ the firm of Moelis & Company LLC as financial advisor and investment banker to represent and assist the Company in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance the Company's rights and obligations, and, in connection therewith, to execute appropriate retention agreements with, pay appropriate retainers to, and cause to be filed an appropriate application for authority to retain the services of Moelis & Company LLC;

**FURTHER RESOLVED**, that the Authorized Officer be, and hereby is, authorized, directed and empowered to employ the firm of BMC Group, Inc. as noticing, claims and balloting agent to represent and assist the Company in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance the Company's rights and obligations, and, in connection therewith, to execute appropriate retention agreements with, pay appropriate retainers to, and cause to be filed an appropriate application for authority to retain the services of BMC Group, Inc.; and

**FURTHER RESOLVED**, that the Authorized Officer be, and hereby is, authorized, directed and empowered to employ any other professionals to assist the Company in carrying out its duties under the Bankruptcy Code, including without limitation a liquidator, and, in connection therewith, to execute appropriate retention agreements with, pay appropriate retainers to, and cause to be filed appropriate applications for authority to retain the services of any other professionals as the Authorized Officer deems necessary, appropriate or desirable in connection with the Bankruptcy Proceedings, with a view to the successful prosecution of such proceedings.

## **3. APPROVAL OF PBC GUARANTY AND COLLATERAL AGREEMENT**

**BE IT FURTHER RESOLVED**, that the form, terms and provisions of the PBC Guaranty and Collateral Agreement (the "Guaranty Agreement" and together with each other document, instrument or agreement executed by the Company in connection therewith, the "Guaranty Documents"), with UBS AG, Stamford Branch, as collateral agent (the "Collateral Agent"), in substantially the form submitted to the Board, be, and the same hereby is, authorized, ratified and approved in all respects;

**FURTHER RESOLVED**, that the Company be, and hereby is, authorized to grant the liens and security interests to the Collateral Agent as required under the Guaranty Documents, and to undertake any and all related transactions contemplated thereby (collectively, the “Guaranty Transactions”);

**FURTHER RESOLVED**, that the Authorized Officer be, and hereby is, authorized, directed and empowered in the name of and on behalf of the Company to execute, deliver and perform (a) each of the Guaranty Documents to which the Company is a party, each substantially in the form of such agreement submitted to the Board; (b) any and all agreements (including without limitation security agreements, mortgages and guarantees), certificates, instruments, notices and any and all other documents as the Authorized Officer may deem necessary, appropriate or advisable to facilitate the Guaranty Transactions; (c) such other instruments, certificates, notices, assignments and documents as may be reasonably requested by the Collateral Agent; and (d) such forms of deposit and securities account control agreements, officer’s certificates and compliance certificates as may be required by the Guaranty Documents, the Guaranty Transactions, or any and all agreements contemplated thereby (items (a), (b), (c) and (d) being collectively referred to herein as the “Financing Documents”), each with such changes therein and additions thereto as the Authorized Officer, in his sole discretion, may deem necessary, appropriate or advisable, the execution, delivery and performance of such Financing Document by the Authorized Officer with any changes thereto to be conclusive evidence that the Authorized Officer deemed such changes to meet such standard;

**FURTHER RESOLVED**, that the Authorized Officer be, and hereby is, authorized, directed and empowered from time to time in the name and on behalf of the Company to take any and all such actions, and to execute, deliver and perform or cause to be executed, delivered and performed under seal of the Company or otherwise, any and all such other documents, agreements, certificates, writings and instruments to be delivered in connection with the Guaranty Transactions and the Financing Documents (including without limitation any amendments, supplements or modifications to the Guaranty Documents and such other documents, agreements (including without limitation security agreements, mortgages and guarantees), certificates, writings and instruments to be delivered in connection therewith), and to grant the security interests in or liens on any real or personal property of the Company now or hereafter acquired as contemplated by the Guaranty Transactions and the Financing Documents, with full authority to indorse, assign or guarantee any of the foregoing in the name of the Company, in each case, as the Authorized Officer, in his sole discretion, may deem necessary, appropriate or advisable, the delivery and performance by the Authorized Officer of which with any changes thereto to be conclusive evidence that the Authorized Officer deemed such changes to meet such standard;

**FURTHER RESOLVED**, that the Authorized Officer be, and hereby is, authorized, directed and empowered to authorize the Collateral Agent (including without limitation in its capacity as collateral agent) to file any Uniform Commercial Code (the “UCC”) financing statements and any necessary assignments for security or other documents in the name of the Company that the Collateral Agent deems necessary or convenient to perfect any lien or security interest granted under the Financing Documents, including any such UCC financing statement containing a super-generic description of collateral, such as “all assets,” “all property now or hereafter acquired” and other similar descriptions of like import, and to execute, deliver and



perform, and to record or authorize the recording of, such mortgages and deeds of trust in respect of real property of the Company and such other filings in respect of intellectual and other property of the Company, in each case as the Collateral Agent may reasonably request to perfect the security interests of the Collateral Agent and the other secured parties under the Financing Documents;

**FURTHER RESOLVED**, that the Authorized Officer be, and hereby is, authorized, directed and empowered to take any and all such further actions including without limitation to pay all fees and expenses relating to the Guaranty Transactions or in accordance with the terms of the Financing Documents, which shall in the Authorized Officer's sole judgment be necessary, appropriate or advisable to perform the Company's obligations under or in connection with the Guaranty Transactions, the Financing Documents and the transactions contemplated therein and to carry out fully the intent of the foregoing resolutions; and

**FURTHER RESOLVED**, that the Authorized Officer be, and hereby is, authorized, directed and empowered to execute and deliver any amendments, supplements, modifications, renewals, replacements, consolidations, substitutions and extensions of the Financing Documents, which shall in his sole judgment be necessary, appropriate or advisable.

#### **4. APPROVAL OF THE PROPOSED RESTRUCTURING**

**WHEREAS**, in the judgment of the Board, it may be desirable and in the best interests of the Company and its creditors and other parties in interest that the Company restructure its ownership and/or its operations in conjunction with the Bankruptcy Proceedings and the Chapter 11 plan confirmation process, whether pursuant to a single transaction or a series of transactions, which transactions may include without limitation: (a) reorganization in any form of transaction, including without limitation by merger or consolidation; (b) recapitalization, including a debt-for-equity exchange; and/or (c) a transfer process for the transfer of all or part of the assets or equity interests of the Company in accordance with the Chapter 11 plan (collectively, the "Restructuring Transactions").

**NOW, THEREFORE, BE IT RESOLVED**, that the Authorized Officer be, and hereby is, authorized, directed and empowered to take any and all actions related to the Restructuring Transactions, including without limitation the payment of fees and expenses, which shall in the Authorized Officer's sole judgment be necessary, appropriate or advisable to perform the Company's obligations in connection with the Restructuring Transactions and the transactions contemplated thereby; and

**FURTHER RESOLVED**, that the Authorized Officer be, and hereby is, authorized, directed and empowered, from time to time in the name and on behalf of the Company, to execute, deliver and perform or cause to be executed, delivered and performed, under seal of the Company or otherwise, any and all such other agreements, amendments, supplements, reports, documents, instruments, applications, notes or certificates to be delivered in connection with the Restructuring Transactions (collectively, the "Restructuring Documents"), each with such changes therein and additions thereto as the Authorized Officer, in his sole discretion, may deem necessary, appropriate or advisable, the execution, delivery and performance of such Restructuring Document by the Authorized Officer with any changes thereto to be conclusive evidence that the Authorized Officer deemed such changes to meet such standard.

## **5. APPROVAL OF ANCILLARY TRANSACTIONS**

**WHEREAS**, in connection with the Bankruptcy Proceedings, the Guaranty Transactions and the Restructuring Transactions (collectively, the “Transactions”), and in connection with the Bankruptcy Documents, the Financing Documents and the Restructuring Documents (collectively, the “Transaction Documents”), the Company may need to take further action and may need to perform other transactions, which are necessary, appropriate or advisable for the consummation of the Transactions and any other transactions contemplated by the Transaction Documents (collectively, the “Ancillary Transactions”).

**NOW, THEREFORE, BE IT RESOLVED**, that the Authorized Officer be, and hereby is, authorized, directed and empowered, in the name and on behalf of the Company, to take any and all such further actions and to perform any and all such further transactions that shall, in the Authorized Officer’s sole judgment, be necessary, appropriate or advisable, including without limitation: (a) the execution, delivery and performance of such additional agreements, amendments, supplements, reports, documents, instruments, applications, notes or certificates as necessary, appropriate or advisable and as contemplated for the consummation of the Transactions, the Transaction Documents and the Ancillary Transactions; (b) the negotiation of such additional agreements, amendments, supplements, reports, documents, instruments, applications, notes or certificates not now known, but which may be required to consummate the Transactions, the Transaction Documents and the Ancillary Transactions; (c) the negotiation of such changes and additions to any agreements, amendments, supplements, reports, documents, instruments, applications, notes or certificates currently existing; (d) the execution, delivery, performance and filing (if applicable) of any of the foregoing; and (e) the payment of all fees, consent payments, taxes and other expenses as the Authorized Officer, in his sole discretion, may approve or deem necessary, appropriate or advisable in order to carry out the intent and accomplish the purposes of the foregoing resolutions and the transactions contemplated thereby, all of such actions, executions, deliveries, performances, filings and payments to be conclusive evidence of such approval and that the Authorized Officer deemed the same to meet such standard.

## **6. OMNIBUS RESOLUTIONS**

**BE IT RESOLVED**, that, in addition to the specific authorizations heretofore conferred upon the Authorized Officer, the Authorized Officer be, and hereby is, authorized, directed and empowered, in the name of and on behalf of the Company, to take or cause to be taken any and all such further actions, to execute, deliver and perform any and all such agreements, amendments, supplements, reports, documents, instruments, applications, notes, certificates and other documents, and to pay all expenses, including filing fees, in each case as the Authorized Officer deems to be necessary, appropriate or advisable to carry out fully the intent and to accomplish the purposes of the resolutions adopted herein and the transactions contemplated thereby;

**FURTHER RESOLVED**, that any and all acts, actions, executions, deliveries, performances, filings and payments taken or made by the Authorized Officer at any time in connection with the foregoing resolutions, which acts would have been approved by the foregoing resolutions except that such acts were taken before these resolutions were certified,


hereby are approved, adopted, ratified and confirmed in all respects as the acts and deeds of the Company, as if specifically set out in these resolutions;

**FURTHER RESOLVED**, that the Authorized Officer be, and hereby is, authorized, directed and empowered to make any changes in, adjustments and amendments to, and waivers of any of the provisions of the Transaction Documents or any other related documents which he, in his sole judgment, determines to be in the best interests of the Company to carry out the intent of the foregoing resolutions and the transactions contemplated thereby, such determination to be conclusively evidenced by the Authorized Officer's execution, delivery and performance thereof; and

**FURTHER RESOLVED**, that the execution by the Authorized Officer of the agreements, amendments, supplements, reports, documents, instruments, applications, notes, certificates and other documents authorized by the foregoing resolutions shall be the enforceable and binding act and obligation of the Company without the necessity of the signature or attestation of any other officer of the Company or the affixing of the seal of the Company.

*[THE REMAINDER OF THIS PAGE IS INTENTIONALLY LEFT BLANK. SIGNATURE PAGE FOLLOWS.]*

**IN WITNESS WHEREOF**, the undersigned has executed this Written Consent of the Board of Directors, effective as of the date first above written.

  
\_\_\_\_\_  
Todd Parkin

# IN THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE

In re:	)	Chapter 11
	)	
NV BROADCASTING, LLC, <u>et al.</u> , <sup>1</sup>	)	Case No. 09-____ (____)
	)	
Debtors.	)	Joint Administration Pending
	)	

## CONSOLIDATED LIST OF CREDITORS HOLDING 30 LARGEST UNSECURED CLAIMS

Following is the list of the debtors' creditors holding the 30 largest unsecured claims. The list is prepared in accordance with Fed.R.Bankr. P. 1007(d) for filing in this chapter 11 case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. §101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 30 largest unsecured claims.

<i>(1) Name of creditor and complete mailing address including zip code</i>	<i>(2) Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>(3) Nature of claim [trade debt, bank loan, government contract, etc.]</i>	<i>(4) Indicate if claim is contingent, unliquidated, disputed or subject to setoff</i>	<i>(5) Amount of claim [if secured also state value of security]</i>
KINGWORLD PRODUCTIONS, INC. 2401 COLORADO AVENUE SUITE 110 SANTA MONICA, CA 90404	TEL: 310-264-3300 FAX: 310-264-3301	TRADE PAYABLE		\$2,409,066.13
HBK CAPITAL MANAGEMENT 2101 CEDAR SPRINGS ROAD SUITE 700 DALLAS, TX 75201	TEL: 214-758-6100 FAX: 214-758-1207	MONEY LOANED		\$1,781,583.34
WARNER BROS 4000 WARNER BLVD BURBANK, CA 91522	TEL: 818-562-3062 FAX: 818-954-2024	TRADE PAYABLE		\$805,451.00
BUENA VISTA TELEVISION 500 S BUENA VISTA ST BURBANK, CA 91521-9722	TEL: 818-560-1000 FAX: 818-560-1930	TRADE PAYABLE		\$379,578.46
NIELSEN MEDIA RESEARCH 770 BROADWAY NEW YORK, NY 10003	TEL: 646-654-8300 FAX: 770-763-9101	TRADE PAYABLE		\$365,280.49
CBS PARAMOUNT DOMESTIC TV 5555 MELROSE AVENUE LOS ANGELES, CA 90038	FAX: 323-862-3719	TRADE PAYABLE		\$348,416.25
CBS TELEVISION NETWORK 51 W 52ND ST NEW YORK, NY 10019	FAX: 212-664-0129	TRADE PAYABLE		\$323,356.00
TANNER, BALLEW AND MALOOF, INC 5775 GLENRIDGE DRIVE NE BUILDING B STE 400 ATLANTA, GA 30328	TEL: 404-252-8860 FAX: 404-252-8834	TRADE PAYABLE		\$237,193.00

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: NV Broadcasting, LLC (7998); NV Media, LLC (6012); NV Television, LLC (4400); NVT Kansas, Inc. (2060); NVT Birmingham, LLC (1537); NVT Birmingham Licensee, LLC (1535); NVT Mason City, LLC (9043); NVT Mason City Licensee, LLC (6216); NVT Portland, LLC (2561); NVT Portland Licensee, LLC (2797); NVT Hawaii, LLC (2999); NVT Hawaii Licensee, LLC (3178); NVT Wichita, LLC (2123); NVT Wichita Licensee, LLC (2241); NVT Topeka, LLC (1839); NVT Topeka Licensee, LLC (1990); NVT Topeka II, LLC (3337); NVT Topeka II Licensee, LLC (5695); NVT Youngstown, LLC (2962); NVT Youngstown Licensee, LLC (5405); NVT Savannah, LLC (8516); NVT Savannah Licensee, LLC (5428); PBC Television Holdings, LLC (7741); PBC Broadcasting, LLC (0533); PBC Broadcasting of Youngstown, LLC (3833); PBC Broadcasting of Youngstown Licensee, LLC (3779); PBC Broadcasting of Savannah, LLC (8216); and PBC Broadcasting of Savannah Licensee, LLC (8214). The location of the NV Debtors' corporate headquarters and service address is: 3500 Lenox Road, Suite 640, Atlanta, Georgia 30326. The location of the PBC Debtors' corporate headquarters and service address is: 11766 Wilshire Blvd, Suite 405, Los Angeles, CA 90025.

## CONSOLIDATED LIST OF CREDITORS HOLDING 30 LARGEST UNSECURED CLAIMS

<i>(1) Name of creditor and complete mailing address including zip code</i>	<i>(2) Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>(3) Nature of claim [trade debt, bank loan, government contract, etc.]</i>	<i>(4) Indicate if claim is contingent, unliquidated, disputed or subject to setoff</i>	<i>(5) Amount of claim [if secured also state value of security]</i>
TWENTIETH CENTURY FOX 10201 W PICO BLVD LOS ANGELES, CA 90064-2606	TEL: 310-369-1000 FAX: 310-369-8726	TRADE PAYABLE		\$184,750.55
PRICEWATERHOUSECOOPERS LLP 300 MADISON AVE NEW YORK, NY 10017	TEL: 646-471-4000 FAX: 813-286-6000	TRADE PAYABLE		\$149,200.00
SPECTRASITE COMMUNICATIONS INC 400 REGENCY FOREST DR CARY, NC 27518-7702	TEL: 919-468-0112 FAX: 919-468-8522	TRADE PAYABLE		\$141,074.27
COX - HRP 805 3RD AVE NEW YORK, NY 10022	TEL: 212-756-3600 FAX: 212-756-3708	TRADE PAYABLE		\$128,721.50
INERGIZE DIGITAL MEDIA 1600 UTICA AVENUE SOUTH SUITE 400 MINNEAPOLIS, MN 55416	TEL: 952-417-3294 FAX: 952-417-3407	TRADE PAYABLE		\$106,933.59
WEATHER SERVICE INTERNATIONAL 400 MINUTEMAN ROAD ANDOVER, MA 1810	TEL: 978-983-6300 FAX: 978-983-6400	TRADE PAYABLE		\$97,695.04
ASSOCIATED PRESS 450 W 33RD ST NEW YORK, NY 10001	TEL: 212-621-1500 FAX: 212-621-5447	TRADE PAYABLE		\$93,482.49
KATZ TV 125 WEST 55TH STREET NEW YORK, NY 10019	TEL: 212-424-6000 FAX: 212-424-6110	TRADE PAYABLE		\$90,941.74
APEX 15849 N 77TH STREET SCOTTSDALE , AZ 85260	TEL: 480-596-6322 FAX: 480-596-6322	TRADE PAYABLE		\$69,114.42
THOMSON INC 6040 SUNSET BLVD HOLLYWOOD, CA 90028	TEL: 323-817-6600 FAX: 323-817-6788	TRADE PAYABLE		\$67,897.56
ASCAP 1 LINCOLN PLAZA NEW YORK, NY 10023-7129	TEL: 212-621-6000 FAX: 212-621-8453	TRADE PAYABLE		\$60,710.00
BLUE CROSS BLUE SHIELD GEORGIA 3350 PEACHTREE ROAD N.E. ATLANTA, GA 30326	TEL: 404-842-8000 FAX: 404-842-8400	TRADE PAYABLE		\$56,701.81
BMI - BROADCAST MUSIC 320 W 57TH ST NEW YORK, NY 10019-3790	TEL: 212-586-2000 FAX: 212-245-8986	TRADE PAYABLE		\$54,734.41
OHIO EDISON 76 S MAIN ST AKRON, OH 44308	TEL: 800-736-3402 FAX: 330-384-3866	UTILITY		\$49,633.20

## CONSOLIDATED LIST OF CREDITORS HOLDING 30 LARGEST UNSECURED CLAIMS

<i>(1) Name of creditor and complete mailing address including zip code</i>	<i>(2) Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>(3) Nature of claim [trade debt, bank loan, government contract, etc.]</i>	<i>(4) Indicate if claim is contingent, unliquidated, disputed or subject to setoff</i>	<i>(5) Amount of claim [if secured also state value of security]</i>
NRS MEDIA, LLC 730 PEACHTREE STREET NE STE 600 ATLANTA, GA 30308	TEL: 404-495-9596 FAX: 404-495-9131	TRADE PAYABLE		\$49,110.72
HARRIS CORPORATION 1025 WEST NASA BOULEVARD MELBOURNE, FL 32919-0001	ATTN: BROADCAST COMMUNICATIONS DIVISION TEL: 321-727-9100 FAX: 416-443-3088	TRADE PAYABLE		\$45,580.16
FOX BROADCASTING COMPANY 10201 W PICO BLVD LOS ANGELES, CA 90035	TEL: 310-369-1000 FAX: 310-369-1283	TRADE PAYABLE		\$40,984.81
UNIVERSAL CITY STUDIOS 100 UNIVERSAL CITY PLZ UNIVERSAL CITY, CA 91608-1002	TEL: 818-777-1000 FAX: 818-866-3330	TRADE PAYABLE		\$38,999.99
BALLARD ADVERTISING 1000 JOHN ROGERS DRIVE #101 BIRMINGHAM, AL 35210	TEL: 205-836-7770 FAX: 205-833-0948	TRADE PAYABLE		\$38,247.11
NATIONAL CITY MEDIA FINANCE 19671 BEACH BLVD SUITE 310 HUNTINGTON BEACH, CA 92648	TEL: 714-969-6955	TRADE PAYABLE		\$35,831.61
WIDE ORBIT INC. 2 HARRISON STREET SUITE 600 SAN FRANCISCO, CA 94105	FAX: 415-675-6755	TRADE PAYABLE		\$32,713.48
MUSIC REPORTS INC. (MRI) 21122 ERWIN STREET WOODLAND HILLS, CA 91367	TEL: 818-558-1400 FAX: 818-558-3484	TRADE PAYABLE		\$30,865.00

**UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:	)	Chapter 11
	)	
PBC BROADCASTING OF	)	Case No. 09-_____ (____)
YOUNGSTOWN LICENSE, LLC,	)	
	)	Joint Administration Pending
Debtor.	)	
_____	)	

**CERTIFICATION CONCERNING CONSOLIDATED LIST OF CREDITORS  
HOLDING 30 LARGEST UNSECURED CLAIMS**

I, the undersigned officer of the debtor and debtor in possession (the “Debtor”) in the above-captioned case, hereby certify under penalty of perjury that I have read the foregoing Consolidated List of Creditors Holding 30 Largest Unsecured Claims<sup>1</sup> and that it is complete and to the best of my knowledge correct and consistent with the Debtor’s books and records.

I declare under penalty of perjury that the foregoing is true and correct.

Dated: July 13, 2009

\_\_\_\_\_  
/s/ Todd K. Parkin  
By: Todd K. Parkin  
Title: Chief Executive Officer

<sup>1</sup> The foregoing Consolidated List of Creditors Holding 30 Largest Unsecured Claims may include creditors of any of the individual debtors listed on Riders 1 and 2 to the foregoing petition (the “PBC Debtors” and the “NV Debtors,” respectively).



**UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:	)	Chapter 11
	)	
PBC BROADCASTING OF	)	Case No. 09-____ (____)
YOUNGSTOWN LICENSE, LLC,	)	
	)	Joint Administration Pending
Debtor.	)	
_____	)	

**CERTIFICATION CONCERNING CREDITOR MATRIX**

I, the undersigned officer of the debtor and debtor in possession (the “Debtor”) in the above-captioned case, hereby certify under penalty of perjury that I have read the Consolidated Creditor Matrix submitted concurrently herewith and that it is complete and to the best of my knowledge correct and consistent with the Debtor’s books and records.

I declare under penalty of perjury that the foregoing is true and correct.

Dated: July 13, 2009

\_\_\_\_\_  
/s/ Todd K. Parkin  
By: Todd K. Parkin  
Title: Chief Executive Officer

**UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:	)	Chapter 11
	)	
PBC BROADCASTING OF	)	Case No. 09-_____ (____)
YOUNGSTOWN LICENSE, LLC,	)	
	)	Joint Administration Pending
Debtor.	)	
_____	)	

**LIST OF EQUITY SECURITY HOLDERS**

Following is the list of the Debtor's equity security holders prepared in accordance with Federal Rule of Bankruptcy Procedure 1007(a)(3).

Name of Equity Security Holder	Last Known Address or Place of Business of Equity Security Holder	Number and Kind of Units Held	Percentage of Total Equity
PBC Broadcasting of Youngstown, LLC	WYTV 33 3930 Sunset Boulevard Youngstown, OH 44512	100 Limited Liability Company Units	100%

**UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:	)	Chapter 11
	)	
PBC BROADCASTING OF	)	Case No. 09-_____ (____)
YOUNGSTOWN LICENSE, LLC,	)	
	)	Joint Administration Pending
Debtor.	)	
_____	)	

**CERTIFICATION CONCERNING EQUITY SECURITY HOLDERS**

I, the undersigned officer of the debtor and debtor in possession (the “Debtor”) in the above-captioned case, hereby certify under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is complete and to the best of my knowledge correct and consistent with the Debtor’s books and records.

I declare under penalty of perjury that the foregoing is true and correct.

Dated: July 13, 2009

\_\_\_\_\_  
/s/ Todd K. Parkin  
By: Todd K. Parkin  
Title: Chief Executive Officer