

EXHIBIT NO. 10

Bela LLC ("Bela") is a Florida limited liability company located at 7500 NW 72nd Street, Medley, Florida 33166. Bela is a board of managers-managed limited liability company with the following classes of members: Common Members, Series A Preferred Members, Series B Preferred Members and Series C Preferred Members. Presently, the only class of members holding attributable interests is the Common Members. One purpose of this application is to convert certain insulated members into attributable members with the power to influence Bela's affairs. Another purpose of this application is to permit an assignment of Matthew L. Leibowitz's Common Membership Interests in Bela to a single-member limited liability company, in which Mr. Leibowitz is the sole member.

In BALCT-20040317ABX, the Commission approved an assignment of Station KBEH, Oxnard, CA, from Bela to Bela TV, LLC, a wholly-owned subsidiary of Bela. At that time, the officers, board members and attributable owners of Bela were¹:

OFFICERS

Name

Position

Robert Behar
4042 Island Estates Drive
Aventura, FL 33160

Chairman, President, CEO,

Barbara Laurence
290 174th Street
Apt. 1419
Sunny Isles Beach, FL 33160

Vice Chairman, Executive VP,

Matthew Leibowitz
8 West Rivo Alto Drive
Miami Beach, FL 33139

VP, General Counsel, Secretary,

BOARD MEMBERS

Name

Position

Robert Behar
4042 Island Estates Drive
Aventura, FL 33160

Director

¹ All of the officers, board members and attributable members of Bela approved in BALCT-20040317ABX are domestic entities or U.S. citizens.

<u>Name</u>	<u>Position</u>
Barbara Laurence 290 174 th Street Apt. 1419 Sunny Isles Beach, FL 33160	Director
Matthew Leibowitz 8 West Rivo Alto Drive Miami Beach, FL 33139	Director

COMMON MEMBERS

<u>Name</u>	<u>Position</u>	<u>% Voting Interest</u>
Star Studios LLC c/o Robert Behar 7171 Coral Way Suite 500 Miami, FL 33155	Member	51% ²
Cranston LLC 290 174 th Street Apt. 1419 Sunny Isles Beach, FL 33160	Member	44%
Matthew Leibowitz 8 West Rivo Alto Drive Miami Beach, FL 33139	Member	5% ³

In this application, we propose that the officers, board members and attributable ownership of Bela be as follows:

OFFICERS

<u>Name</u>	<u>Position</u>
Robert Behar 4042 Island Estates Drive Aventura, FL 33160	Chairman, President, CEO

² Star Studios owns 46% of the Common Membership Interests of Bela, but maintains a voting proxy of 5% of the Common Membership Interests of Matthew Leibowitz.

³ Matthew Leibowitz owns 10% of the Common Membership Interests of Bela, but granted Star Studios a voting proxy with respect to 5% of such Common Membership Interests.

Name**Position**

Barbara Laurence
290 174th Street
Apt. 1419
Sunny Isles Beach, FL 33160

Senior Lxecutive VP

Matthew Leibowitz
8 West Rivo Alto Drive
Miami Beach, FL 33139

Secretary

Mayda Acosta
8321 NW 191 Lane
Miami, FL 33015

Assistant Treasurer, Assistant Secretary

BOARD MEMBERS**Name****Position**

Robert Behar
4042 Island Estates Drive
Aventura, FL 33160

Director

Barbara Laurence
290 174th Street
Apt. 1419
Sunny Isles Beach, FL 33160

Director

Matthew Leibowitz
8 West Rivo Alto Drive
Miami Beach, FL 33139

Director

Gary McBride
6505 Blue Lagoon Drive
Suite 190
Miami, FL 33126

Director

Joseph Kavana
19500 Turnberry Way
T.S. D/E
Aventura, FL 33180

Director

COMMON MEMBERS
(Electing Three Board Members)

<u>Name</u>	<u>Position</u>	<u>% Voting Interest</u>
Star Studios LLC c/o Robert Behar 7171 Coral Way Suite 500 Miami, FL 33155	Member	51% ⁿ¹
Cranston LLC 290 174 th Street Apt. 1419 Sunny Isles Beach, FL 33160	Member	44%
Leibowitz Family Broadcasting, LLC c/o Matthew L. Leibowitz One SE Third Avenue Suite 3450 Miami, FL 33131	Member	5% ^{A2}

SERIES A PREFERRED MEMBERS

<u>Name</u>	<u>Position</u>	<u>% Voting Interest</u>
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The Series A Preferred Membership Interests in Bela have not been issued.

SERIES B PREFERRED MEMBERS

<u>Name</u>	<u>Position</u>	<u>% Series B Interest</u>
Robert Behar 4042 Island Estates Drive Aventura, FL 33160	Member	52.42%

⁴ Star Studios owns 46% of the Common Membership Interests of Bela, but holds a voting proxy of 5% of the Common Membership Interests from Leibowitz Family Broadcasting LLC.

³ Leibowitz Family Broadcasting LLC owns 10% of the Common Membership Interests of Bela, but granted Star Studios a voting proxy with respect to 5% of such Common Membership Interests.

<u>Name</u>	<u>Position</u>	<u>% Series B Interest</u>
Barbara Laurence 290 174 th Street Apt. 1419 Sunny Isles Beach, FL 33160	Member	3.07%
Leibowitz Family Broadcasting, LLC c/o Matthew L. Leibowitz One SE Third Avenue Suite 1450 Miami, FL 33131	Member	4.89%
Morris Bailey 150 Broadway #800 New York, NY 10038	Member (US Citizen)	3.83%
Joseph Kavana 19500 Turnberry Way T.S D/E Aventura, FL 33180	Member (US Citizen)	5.84%
Pedro Dupouy 2da Ave. Urb Campo Alegre, Torre Credival, P-3B Apartado 1060 Caracas, Venezuela	Member (Venezuelan Citizen)	.81%
Saby Bchar Revocable Trust	Member	1.67
Charter Development Corporation	Member	1.92
Daniel Sawicki Revocable Trust U/A/D 5/11/98	Member	1.92
Silverado Holdings, A British Virgin Islands Corporation	Member	.87%

<u>Name</u>	<u>Position</u>	<u>% Series B Interest</u>
Lermont Trading Ltd ⁶	Member	6.71%
Jays Four LLC	Member	2.68%
Benjamin J. Jesselson 12/18/80 Trust	Member	1.34%
Jesselson Grandchildren 12/18/80 Trust	Member	2.68%
Latin Capital Ventures LLC	Member	8.66%
Shpilberg Management Associates LLC	Member	.67%

SERIES C PREFERRED MEMBERS
(Electing No Board Members)

<u>Name</u>	<u>Position</u>	<u>% Series C Interest</u>
Robert Behar 4042 Island Estates Drive Aventura, FL 33160	Member	100%

⁶ Lermont Trading Ltd. has elected to remain non-attributable and will not vote any of Its Series B. Interests.