

**DESCRIPTION OF TRANSACTION, CHANGES IN INTERESTS AND
PARTIES TO THE APPLICATION**

Because this assignment application is filed as part of an internal corporate reorganization, the proposed assignment is *pro forma* in nature. FCC Form 316 is appropriately used. Both the assignor, Gannett Georgia, L.P., and the assignee, Pacific and Southern Company, Inc. (“Assignee”) are currently ultimately owned by the same parent entity, Gannett Co., Inc., as described below, and will continue to be after the proposed assignment.

Assignee is currently an FCC licensee of broadcast television stations WTSP-TV, Tampa/St. Petersburg, FL; WLTX-TV, Columbia, SC; WCSH-TV, Portland, ME; and WLBZ-TV, Bangor, ME, and Low Power TV station WGCI-LP, Skowhegan, ME and TV Translator W57AQ, Calais, ME.

Assignee is a Delaware corporation and is a wholly-owned subsidiary of Multimedia, Inc., a South Carolina corporation, which in turn is a wholly-owned subsidiary of Gannett Co., Inc., also a Delaware corporation and a publicly-traded corporation. The officers and directors of each of the above-referenced corporations are U.S. citizens.

I. Pacific and Southern Company, Inc.

Listed below are the officers, directors and cognizable (voting) stockholders of Assignee.

Name and Address	Position	% of Votes	% Equity
Multimedia, Inc.	Sole Shareholder	100*	100
Craig Dubow 492 River Bend Rd. Great Falls, VA 22066	Vice President/Director	0	0
Roger L. Ogden 5390 S. Boston St. Englewood, CO 80111	President/Director	0	0

Gracia Martore 728 Springvale Road Great Falls, VA 22066	Vice President	0	0
Rich O'Dell 105 Wildeoak Trail Columbia, SC 29223	Vice President	0	0
Judith Horan 164 Silver Road Bangor, ME 04401	Vice President	0	0
Sam Rosenwasser 2 Copperwood Court Safety Harbor, FL 34695	Vice President	0	0
Steve Thaxton 8 Mayflower Road Falmouth, ME 04105	Vice President	0	0
Todd A. Mayman 8118 Birnam Wood Dr. McLean, VA 22102	Secretary	0	0
Michael A. Hart 10225 Aspen Willow Dr. Fairfax, VA 22032	Treasurer	0	0
Christopher W. Baldwin 10218 Forest Lake Drive Great Falls, VA 22066	Assistant Treasurer	0	0

* Voted by Todd A. Mayman, Secretary, 7950 Jones Branch Drive, McLean, VA 22107. Mr. Mayman is a U.S. citizen. He votes the shares pursuant to instructions from the Board of Directors.

II. Multimedia, Inc.

Listed below are the officers, directors and cognizable (voting) stockholders of Multimedia, Inc.

Name and Address	Position	% of Votes	% Equity
Gannett Co. Inc.	Sole Shareholder	100*	100
Craig Dubow 492 River Bend Rd. Great Falls, VA 22066	President/Director	0	0

Roger L. Ogden 5390 S. Boston St. Englewood, CO 80111	Vice President/Director	0	0
Gracia Martore 728 Springvale Road Great Falls, VA 22066	Vice President	0	0
Todd A. Mayman 8118 Birnam Wood Dr. McLean, VA 22102	Secretary	0	0
Michael A. Hart 10225 Aspen Willow Dr. Fairfax, VA 22032	Treasurer	0	0
Christopher W. Baldwin 10218 Forest Lake Drive Great Falls, VA 22066	Assistant Treasurer	0	0

* Voted by Todd A. Mayman, Secretary, 7950 Jones Branch Drive, McLean, VA 22107. Mr. Mayman is a U.S. citizen. He votes the shares pursuant to instructions from the Board of Directors.

III. Gannett Co., Inc.

Listed below are the officers, directors, of Gannett Co., Inc.

Name and Address	Position	No of votes	% of Total Assets
Craig Dubow 492 River Bend Rd. Great Falls, VA 22066	Chairman, President, and Chief Executive Officer/Director	*	N/A
Louis D. Boccardi 101 Varneck Drive New Rochelle, NY 10804	Director	*	N/A
Arthur Harper 20 Saddle Hill Lane Stamford, CT 06903	Director		
John Jeffrey Lewis 1320 North State Parkway Chicago, IL 60610	Director	*	N/A
Duncan McFarland 299 Clapboardtree Street Westwood, MA 02090	Director	*	N/A
Stephen P. Munn 8522 Chippendale Circle Manlius, NY 13104	Director	*	N/A

Name and Address	Position	No of votes	% of Total Assets
Dr. Donna E. Shalala 8565 Old Cutler Rd. Coral Gables, FL 33143	Director	*	N/A
Marjorie Magner 190 E. 72nd Street Apartment 35D New York, NY 10021	Director	*	N/A
Karen Hastie Williams c/o Crowell & Moring 1001 Pennsylvania, Ave., NW Washington, DC 20004	Director	*	N/A
Kurt Wimmer 3930 Harrison Street, N.W. Washington, D.C. 20015- 1938	Senior VP and General Counsel		
Tara J. Connell 20432 Unison Road Round Hill, VA 20141	VP/Corporate Communications	*	N/A
Daniel S. Ehrman, Jr. 7918 Manor House Drive Fairfax Station, VA 22039	VP/Planning and Development	*	N/A
George R. Gavagan 9507 Pamlico Lane Great Falls, VA 22066	VP and Controller	*	N/A
Michael A. Hart 10225 Aspen Willow Dr. Fairfax, VA 22032	VP and Treasurer	*	N/A
Roxanne V. Horning 8101 Split Oak Dr. Bethesda, MD 20817	Senior VP/Human Resources	*	N/A
Gracia C. Martore 728 Springvale Road Great Falls, VA 22066	Executive VP/Chief Financial Officer	*	N/A
Todd A. Mayman 8118 Birnam Wood Dr. McLean, VA 22102	VP/Associate General Counsel and Secretary	*	N/A
Wendell J. Van Lare 1226 Colvin Meadows Lane Great Falls, VA 22066	Senior VP/Labor Relations	*	N/A
Barbara W. Wall 5026 Tilden Street, NW Washington, DC 20016	VP and Associate General Counsel	*	N/A

Christopher W. Baldwin 10218 Forest Lake Drive Great Falls, VA 22066	VP/Taxes	*	N/A
Jose A. Berrios 9702 Chilcotte Manor Way Vienna, VA 22181	VP/Leadership Development and Diversity	*	N/A

* NOTE: Many of the above-listed officers and directors have stock interests in Gannett Co., Inc. Individual share interests are not listed above because in all cases such interest represents less than 1% of the total shares issued and outstanding. Accordingly, the remaining individual stock interests are below FCC reporting benchmarks and appear to be immaterial for purposes of compliance with FCC rules and regulations

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