

Description of the Transaction

Overview: This application and related applications being filed concurrently herewith seek Commission consent to the *pro forma* transfer of control of ION Media Networks, Inc. (“ION”) and its broadcast licensee subsidiaries listed on Attachment A hereto.

This *pro forma* transfer will result from a transfer of stock held in Media Holdco Parent, Inc. (“Media Holdco Parent”), a corporation that indirectly controls ION. The stock interest in Media Holdco Parent to be transferred amounts to less than 50% of the voting rights in Media Holdco Parent; and, following consummation of the transfer, more than 50% of the voting rights in Media Holdco Parent will continue to be held by persons previously approved by the Commission in a long-form application. Accordingly, the proposed transfer fully meets the Commission’s requirements for the use of *pro forma* procedures on FCC Form 316.

Both before and after consummation of the *pro forma* transfer,¹ Media Holdco Parent will have three voting shareholders, each of which previously has been approved in a long-form application:²

- (1) BD ION Media GP Holdings LLC (“Black Diamond),
- (2) Avenue ION Holdings, L.P. (“Avenue”), and
- (3) Trilogy ION, LLC (“Trilogy”).

The following table shows the changes in voting rights for each of the three shareholders of Media Holdco Parent as a result of the proposed transaction:³

Stockholders of Media Holdco Parent	Voting Rights Prior to Consummation	Range of Voting Rights After Consummation
BD ION Media GP Holdings LLC	44.8%	62.3%-93%
Avenue ION Holdings, L.P.	39.8%	27.2% - 5%
Trilogy ION, LLC	15.4%	10.5% - 2%

The parties propose to effectuate the transaction through a partial redemption of the stock that Avenue and Trilogy hold in Media Holdco Parent. Thus, at the consummation of the transaction, Media Holdco Parent will purchase from Avenue and Trilogy and remove from circulation enough shares of its own issued and outstanding stock to cause Black Diamond’s voting rights in Media Holdco Parent to increase, at the most, from 44.8% to 93%, representing a maximum change of 48.2%. As a result, Black Diamond will acquire positive control of Media

¹ Attachment B depicts the control structure of Media Holdco Parent as approved by the FCC in 2009. Media Holdco Parent currently holds an 86.8% indirect voting interest in ION. Attachment C depicts the control structure of Media Holdco Parent upon consummation of the proposed transfer. Attachment D sets forth the required ownership information for Black Diamond and the other parties to the application.

² See, e.g., FCC File No. BTCCDT-20090901ABT.

³ The agreement to effectuate the proposed transaction provides that the exact percentage of voting rights in Media Holdco Parent that may be held by each of the parties upon consummation may vary in certain circumstances. Consequently, the instant application reports the range of potential percentages of voting rights that each party may hold upon consummation of the proposed transfer.

Holdco Parent as its single majority shareholder, and the stock interests that Avenue and Trilogy would continue to hold in Media Holdco Parent no longer would be attributable.⁴ Moreover, upon the increase of its interest to 93% upon consummation of the transaction, Black Diamond will exercise indirect positive control of ION and its licensee subsidiaries.

In sum, the transaction involves a transfer of less than 50% (i.e., 48.2% at the most) of the voting rights in the issued and outstanding stock of Media Holdco Parent and also does not result in the transfer of more than 50% of the voting rights of ION or its licensee subsidiaries.⁵ Moreover, following the consummation of the transaction, more than 50% -- indeed, 100% -- of the stock of Media Holdco Parent will continue to be held by persons previously approved on a long-form application. The Commission thus may process this application under *pro forma* procedures on Form 316.⁶

Other Authorizations: No party to this application has an attributable ownership interest in any media company serving the same markets that are served by the broadcast stations ultimately owned by ION other than the interests that they may obtain in ION as disclosed in Attachment E hereto.

⁴ If Black Diamond's interest increases to 93% at closing, the parties intend to enter into a separate put/call agreement pursuant to which the non-attributable voting interests in Media Holdco Parent held by Avenue and Trilogy may be transferred back to Media Holdco Parent. Exercise of put and call options will be discretionary and cannot be exercised earlier than 180 days after the proposed transaction has been consummated.

⁵ Indeed, at the time the proposed transaction is consummated, as a result of its position as single majority shareholder of Media Holdco Parent (the corporation that indirectly controls ION), Black Diamond will be deemed to hold a 86.8% voting interest in ION, which is 43.1% greater than its previously-approved 43.7% voting interest in ION and its licensee subsidiaries.

⁶ See *Barnes Enterprises, Inc.*, 55 FCC 2d 721, 725 (1975) ("Through long administrative interpretation, the test for substantiality is generally: (a) whether 50 percent or more of the stock is being transferred, and (b) whether, as a result of the transaction, 50 percent or more of the outstanding stock will be held by a person or persons whose qualifications have not been approved or passed on in a long form application for the particular station involved.") See also *In Re Reading Broadcasting, Inc.*, 17 FCC Rcd 14001, 14018 (2002) (citing *Barnes* test for substantiality).

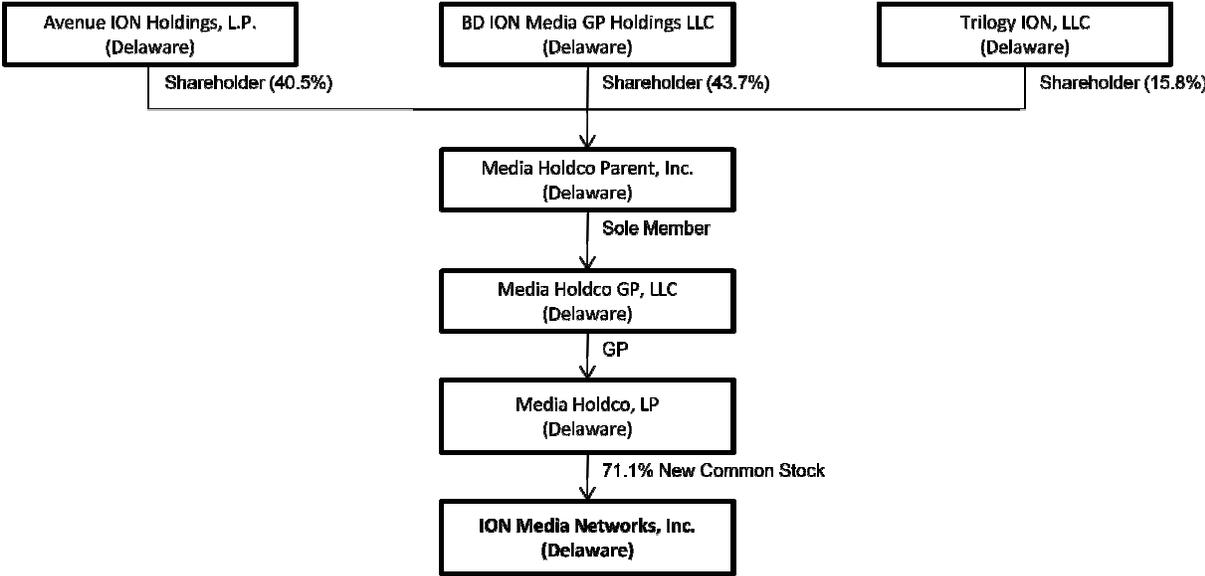
ATTACHMENT A

<i>Name of Entity</i>	<i>Call Sign</i>	<i>Facility ID No.</i>	<i>Community of License</i>
ION Media License Company, LLC	WPXN-TV	73356	New York, NY
	WPXD-TV	5800	Ann Arbor, MI
	WXPX-TV	6601	Bradenton, FL
	KWPX-TV	56852	Bellevue, WA
	WPXM-TV	48608	Miami, FL
	WFPX-TV	21245	Fayetteville, NC
	WNPX-TV	28468	Cookeville, TN
	WPXH-TV	73312	Gadsden, AL
	WPXV-TV	67077	Norfolk, VA
	WPXR-TV	70251	Roanoke, VA
	KPXR-TV	21156	Cedar Rapids, IA
	KPXG-LD	69792	Portland, OR
	WPXJ-LP	29716	Jacksonville, FL
	WIPX-LP	65121	Indianapolis, IN
W48AV	68544	Detroit, MI	
ION Media Los Angeles License, Inc.	KPXN-TV	58978	San Bernardino, CA
ION Media Chicago License, Inc.	WCPX-TV	10981	Chicago, IL
ION Media Philadelphia License, Inc.	WPPX-TV	51984	Wilmington, DE
ION Media Dallas License, Inc.	KPXD-TV	68834	Arlington, TX
ION Media San Jose License, Inc.	KKPX-TV	22644	San Jose, CA
ION Media Boston License, Inc.	WBPX-TV	7692	Boston, MA
	WDPX-TV	6476	Vineyard Haven,
	WPXG-TV	48406	Concord, NH
	WMPX-LP	6477	Dennis, MA
ION Media Atlanta License, Inc.	WPXA-TV	51969	Rome, GA
ION Media Washington License, Inc.	WPXW-TV	74091	Manassas, VA
ION Media Martinsburg License, Inc.	WWPX-TV	23264	Martinsburg, WV
ION Media Houston License, Inc.	KPXB-TV	58835	Conroe, TX
America 51, L.P.	KPPX-TV	26655	Tolleson, AZ
ION Media Minneapolis License, Inc.	KPXM-TV	35907	St. Cloud, MN
ION Media Akron License, Inc.	WVPX-TV	70491	Akron, OH
ION Media Denver License, Inc.	KPXC-TV	68695	Denver, CO
ION Media Orlando License, Inc.	WOPX-TV	67602	Melbourne, FL
ION Media Sacramento License, Inc.	KSPX-TV	52953	Sacramento, CA
ION Media Portland License, Inc.	KPXG-TV	5801	Salem, OR
ION Media Indianapolis License, Inc.	WIPX-TV	10253	Bloomington, IN
ION Media Raleigh License, Inc.	WRPX-TV	20590	Rocky Mount, NC

<i>Name of Entity</i>	<i>Call Sign</i>	<i>Facility ID No.</i>	<i>Community of License</i>
ION Media Hartford License, Inc.	WHPX-TV	51980	New London, CT
ION Media Kansas City License, Inc.	KPXE-TV	33337	Kansas City, MO
ION Media Salt Lake City License, Inc.	KUPX-TV	57884	Provo, UT
ION Media Milwaukee License, Inc.	WPXE-TV	37104	Kenosha, WI
ION Media San Antonio License, Inc.	KPXL-TV	61173	Uvalde, TX
ION Media West Palm Beach License, Inc.	WPXP-TV	27290	Lake Worth, FL
ION Media Battle Creek License, Inc.	WZPX-TV	71871	Battle Creek, MI
ION Media Oklahoma City License, Inc.	KOPX-TV	2566	Oklahoma City, OK
ION Media Greensboro License, Inc.	WGPX-TV	65074	Burlington, NC
ION Media Brunswick License, Inc.	WPXC-TV	71236	Brunswick, GA
ION Media Memphis License, Inc.	WPXX-TV	21726	Memphis, TN
ION Media Buffalo License, Inc.	WPXJ-TV	2325	Batavia, NY
Ocean State Television, L.L.C.	WPXQ-TV	50063	Block Island, RI
ION Media New Orleans License, Inc.	WPXL-TV	21729	New Orleans, LA
ION Media Scranton License, Inc.	WQPX-TV	64690	Scranton, PA
ION Media of Scranton, Inc.	WINP-TV	41314	Pittsburgh, PA
ION Media Albany License, Inc.	WYPX-TV	13933	Amsterdam, NY
ION Media Knoxville License, Inc.	WPXK-TV	52628	Jellico, TN
ION Media Tulsa License, Inc.	KTPX-TV	7078	Okmulgee, OK
ION Media Lexington License, Inc.	WUPX-TV	23128	Morehead, KY
ION Media Charleston License, Inc.	WLPX-TV	73189	Charleston, WV
ION Media Des Moines License, Inc.	KFPX-TV	81509	Newton, IA
ION Media Hawaii License, Inc.	KPXO-TV	77483	Kaneohe, HI
ION Media Spokane License, Inc.	KGPX-TV	81694	Spokane, WA
ION Media Syracuse License, Inc.	WSPX-TV	64352	Syracuse, NY
ION Media Greenville License, Inc.	WEPX-TV	81508	Greenville, NC
ION Media Jacksonville License, Inc.	WPXU-TV	37971	Jacksonville, NC
ION Media Wausau License, Inc.	WTPX-TV	86496	Antigo, WI
ION Media LPTV, Inc.	KPXH-LP	18509	Fort Collins, CO
	WPXU-LD	2129	Amityville, NY
	KBPX-LD	17746	Houston, TX
	WNPX-LP	30258	Nashville, TN
	WPXB-LD	10321	Daytona Beach, FL
	W40BO	55114	Boston, MA

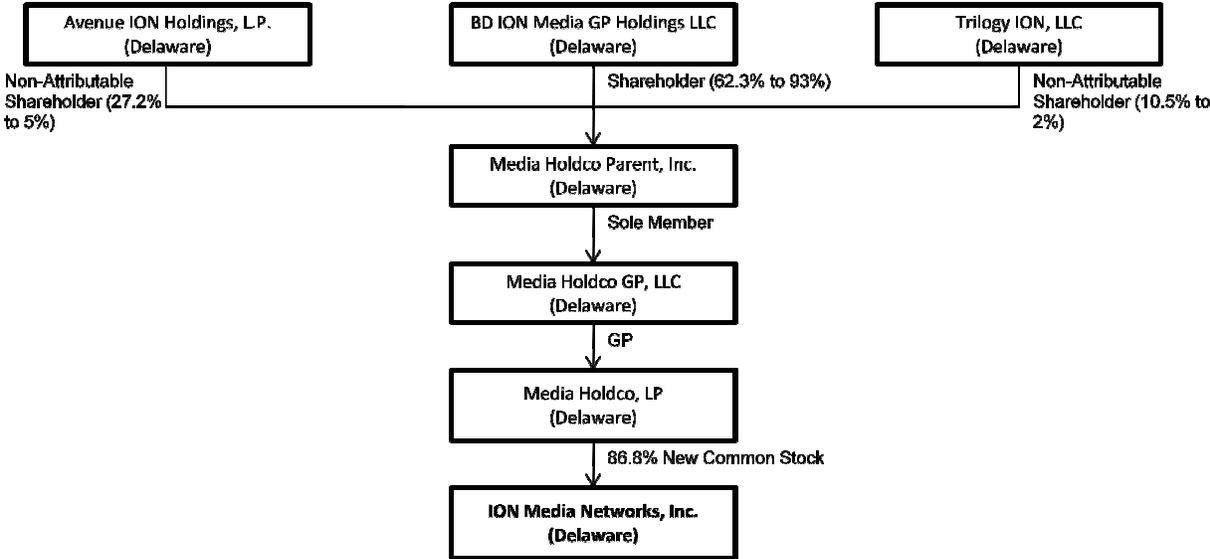
ATTACHMENT B

**FCC-Approved Control Structure of
Media Holdco Parent, Inc.**



ATTACHMENT C

**Post-Consummation Control Structure of
Media Holdco Parent, Inc.**



ATTACHMENT D

This Attachment D sets forth the following information for BD ION Media GP Holdings LLC and the other parties to the application: (1) Name & Address; (2) Citizenship; (3) Positional Interest; and (4) Percentage of Votes. Except as otherwise noted below, any equity interests not disclosed herein are held by individuals or entities that have been insulated under the FCC's rules and are not attributable under the FCC's rules.¹

Ownership Structure of ION Media Networks, Inc.²

Name & Address	Citizenship	Positional Interest	Percentage of Votes of ION
Media Holdco, LP c/o Tom Davidson 1333 New Hampshire Ave., NW Washington, DC 20036	U.S.	Single Majority Shareholder	86.8%
R. Brandon Burgess 44 Cocoanut Row Apt. B-605 Palm Beach, FL 33480-4069	U.S.	President, Chief Executive Officer, Director	0%
Jeffrey J. Quinn 936 SW All American Blvd. Palm Beach City, FL 34990	U.S.	Treasurer	0%
William L. Watson 117 Satinwood Lane Palm Beach Gardens, FL 33410	U.S.	Vice President and Assistant Secretary	0%
Marc Zand 19408 Presidential Way North Miami Beach, FL 33179	U.S.	Vice President	0%
Stephen H. Deckoff	U.S.	Director	0%

¹ This Attachment D does not include a column for Percentage of Total Assets (equity debt plus) because no entity or individual will hold an attributable interest in ION solely as a result of the Commission's equity debt plus rule.

² Attachment A hereto lists the licensee subsidiaries of ION. If Black Diamond obtains a 93% interest in Media Holdco Parent, the ION board will consist of five individuals, Brandon Burgess (the chief executive officer of ION), two directors appointed by Black Diamond, and two other independent directors appointed by Black Diamond but unaffiliated with Black Diamond. If Black Diamond obtains a 62.3% interest in Media Holdco Parent, four of the eight directors on the board of ION will be appointed by Black Diamond, two of the directors on the ION board will continue to be appointed by Avenue, one of the directors on the ION board will continue to be appointed by Trilogy, and the remaining director on the ION board will be Brandon Burgess (the chief executive officer of ION).

Name & Address	Citizenship	Positional Interest	Percentage of Votes of ION
One Sound Shore Drive Suite 200 Greenwich, Connecticut 06830			
Christopher W. Parker One Sound Shore Drive Suite 200 Greenwich, Connecticut 06830	U.S.	Director	0%
Kay Koplovitz 156 West 56 th Street 56 th Floor New York, New York 10019	U.S.	Director	0%
Carl Vogel 255 Clayton Street Suite 301 Denver, Colorado 80206	U.S.	Director	0%

Ownership Structure of Media Holdco, LP

Name & Address	Citizenship	Positional Interest	Percentage of Votes of Media Holdco, LP
Media Holdco GP, LLC c/o Tom Davidson 1333 New Hampshire Ave., NW Washington, DC 20036	U.S.	General Partner	100%

Ownership Structure of Media Holdco GP, LLC

Name & Address	Citizenship	Positional Interest	Percentage of Votes of Media Holdco GP, LLC
Media Holdco Parent, Inc. c/o Tom Davidson 1333 New Hampshire Ave., NW Washington, DC 20036	U.S.	Sole Member	100%

Ownership Structure of Media Holdco Parent, Inc.³

Name & Address	Citizenship	Positional Interest	Range of Voting Percentages of Media Holdco Parent, Inc.
Avenue ION Holdings, L.P. 399 Park Avenue, 6th Floor New York, New York 10022	U.S.	Shareholder	27.2% - 5%
BD ION Media GP Holdings LLC 1 Sound Shore Drive, Suite 200 Greenwich, CT 06830	U.S.	Shareholder	62.3% - 93%
Trilogy ION, LLC 33 Benedict Place, 1st Floor Greenwich, CT 06830	U.S.	Shareholder	10.5% - 2%
Stephen H. Deckoff One Sound Shore Drive Suite 200 Greenwich, Connecticut 06830	U.S.	President and Director	0%
Christopher W. Parker One Sound Shore Drive Suite 200 Greenwich, Connecticut 06830	U.S.	Director	0%
Andrew M. Cohen One Sound Shore Drive Suite 200 Greenwich, Connecticut 06830	U.S.	Director	0%

³ If Black Diamond obtains a 93% interest in Media Holdco Parent, the board of Media Holdco Parent will consist of three individuals appointed by Black Diamond. If Black Diamond obtains a 62.3% interest in Media Holdco Parent, four of the seven directors on the board of Media Holdco Parent will be appointed by Black Diamond.

Ownership of Avenue ION Holdings, L.P.

Name & Address	Citizenship	Positional Interest	Percentage of Votes of Avenue ION Holdings, L.P.
Avenue ION Holdings GenPar, LLC 399 Park Avenue, 6th Floor New York, New York 10022	U.S.	General Partner	100%

Avenue ION Holdings GenPar, LLC

Name & Address	Citizenship	Positional Interest	Percentage of Votes of Avenue ION Holdings GenPar, LLC
Avenue ION Holdings GL, LLC 399 Park Avenue, 6th Floor New York, New York 10022	U.S.	Sole Member	100%

Avenue ION Holdings GL, LLC

Name & Address	Citizenship	Positional Interest	Percentage of Votes of ION
Marc Lasry 399 Park Avenue, 6th Floor New York, New York 10022	U.S.	Managing Member	27.2% - 5%

Ownership of BD ION Media GP Holdings LLC

Name & Address	Citizenship	Positional Interest	Percentage of Votes of BD ION Media GP Holdings LLC
BDCM Opportunity Fund II Adviser, L.L.C. 1 Sound Shore Drive, Suite 200 Greenwich, CT 06830	U.S.	Member/ Manager	85.2%
BDCM Fund Adviser, L.L.C. 1 Sound Shore Drive, Suite 200 Greenwich, CT 06830	U.S.	Member/ Manager	14.8%

BDCM Opportunity Fund II Adviser, L.L.C.

Name & Address	Citizenship	Positional Interest	Percentage of Votes of BDCM Opportunity Fund II Adviser, L.L.C
Black Diamond Capital Holdings, L.L.C. 1 Sound Shore Drive, Suite 200 Greenwich, CT 06830	U.S.	Member/ Manager	100%
Stephen H. Deckoff 1 Sound Shore Drive, Suite 200 Greenwich, CT 06830	U.S.	Managing Principal	0%

BDCM Fund Adviser, L.L.C.

Name & Address	Citizenship	Positional Interest	Percentage of Votes of BDCM Fund Adviser, L.L.C.
Black Diamond Capital Holdings, L.L.C. 1 Sound Shore Drive, Suite 200 Greenwich, CT 06830	U.S.	Member/ Manager	100%
Stephen H. Deckoff 1 Sound Shore Drive, Suite 200 Greenwich, CT 06830	U.S.	Managing Principal	0%

Black Diamond Capital Holdings, L.L.C.

Name & Address	Citizenship	Positional Interest	Percentage of Votes of ION
SD Capital Management, LLC ⁴ 1 Sound Shore Drive, Suite 200 Greenwich, CT 06830	U.S.	Manager	86.8%
SD Investments, LLC ⁵ 1 Sound Shore Drive, Suite 200 Greenwich, CT 06830	U.S.	Non- Managing Member	0%
Nahas Holdings LLC ⁶ 1 Sound Shore Drive, Suite 200 Greenwich, CT 06830	U.S.	Non- Managing Member	0%
L. Meier Holdings LLC ⁷ 1 Sound Shore Drive, Suite 200 Greenwich, CT 06830	U.S.	Non- Managing Member	0%

⁴ The sole member/general manager of SD Capital Management, LLC is Stephen H. Deckoff.

⁵ The sole member/general manager of SD Investments, LLC is Stephen H. Deckoff.

⁶ The sole member/manager of Nahas Holdings LLC is Mounir Nahas, a U.S. citizen. The address for Mounir Nahas is 1 Sound Shore Drive, Suite 200, Greenwich, CT 06830.

Name & Address	Citizenship	Positional Interest	Percentage of Votes of ION
AHM Consulting LLC ⁸ 1 Sound Shore Drive, Suite 200 Greenwich, CT 06830	U.S.	Non- Managing Member	0%

Ownership of Trilogy ION, LLC

Name & Address	Citizenship	Positional Interest	Percentage of Votes of Trilogy ION, LLC
Trilogy Capital, LLC 33 Benedict Place, 1st Floor Greenwich, CT 06830	U.S.	Managing Member	100%

Trilogy Capital, LLC

Name & Address	Citizenship	Positional Interest	Percentage of Votes of ION
Jonathan Rosenstein 33 Benedict Place, 1st Floor Greenwich, CT 06830	U.S.	Managing Member	10.5% - 2%

⁷ The sole member/manager of L. Meier Holdings LLC is Leslie A. Meier, a U.S. citizen. The address for Leslie A. Meier is 1 Sound Shore Drive, Suite 200, Greenwich, CT 06830.

⁸ The sole member/manager of AHM Consulting LLC is Michael P. Moreno, a U.S. citizen. The address for Michael P. Moreno is 1 Sound Shore Drive, Suite 200, Greenwich, CT 06830.

ATTACHMENT E

Other Attributable Interests

ION Media West Palm Beach Holdings, Inc. ION Media is the sole owner of ION Media West Palm Beach Holdings, Inc., a Delaware corporation, which is the sole owner of ION Media West Palm Beach License, Inc., licensee of WPXP-TV, Lake Worth, Florida (FIN 27290).

ION Media Holdings, Inc. ION Media owns 100% of the stock of ION Media Holdings, Inc., a Delaware corporation, which is the sole owner of the following entities:

- ION Media of Battle Creek, Inc., which is the sole owner of ION Media Battle Creek License, Inc., licensee of WZPX-TV, Battle Creek, Michigan (FIN 71871).
- ION Media of Hartford, Inc., which is the sole owner of ION Media Hartford License, Inc., licensee of WHPX-TV, New London, Connecticut (FIN 51980).
- ION Media of Indianapolis, Inc., the sole owner of ION Media Indianapolis License, Inc., licensee of WIPX-TV, Bloomington, Indiana (FIN 10253).
- ION Media of Milwaukee, Inc., which is the sole owner of ION Media Milwaukee License, Inc., licensee of WPXE-TV, Kenosha, Wisconsin (FIN 37104).
- ION Media of Raleigh, Inc., which is the sole owner of ION Media Raleigh License, Inc., licensee of WRPX-TV, Rocky Mount, North Carolina (FIN 20590).
- ION Media of Martinsburg, Inc., which is the sole owner of ION Media Martinsburg License, Inc., licensee of WWPX-TV, Martinsburg, West Virginia (FIN 23264).

ION Media Television, Inc. ION Media owns 100% of the stock of ION Media Television, Inc., which is the sole owner of the following entities:

- ION Media of Akron, Inc., which is the sole owner of ION Media Akron License, Inc., licensee of WVPX-TV, Akron, Ohio (FIN 70491).
- ION Media of Albany, Inc., which is the sole owner of ION Media Albany License, Inc., licensee of WYPX-TV, Amsterdam, New York (FIN 13933).
- ION Media of Atlanta, Inc., which is the sole owner of ION Media Atlanta License, Inc., licensee of WPXA-TV, Rome, Georgia (FIN 51969).
- ION Media of Boston, Inc., which is the sole owner of ION Media Boston License, Inc., licensee of WBPX-TV, Boston, Massachusetts (FIN 7692); WDPX-TV, Vineyard Haven, Massachusetts (FIN 6476); WPXG-TV, Concord, New Hampshire (FIN 48406), and WMPX-LP, Dennis, Massachusetts (FIN 6477).
- ION Media of Buffalo, Inc., which is the sole owner of ION Media Buffalo License, Inc., licensee of WPXJ-TV, Batavia, New York (FIN 2325).

- ION Media of Charleston, Inc., which is the sole owner of ION Media Charleston License, Inc., licensee of WLPX-TV, Charleston, West Virginia (FIN 73189).
- ION Media of Chicago, Inc., which is the sole owner of ION Media Chicago License, Inc., licensee of WCPX-TV, Chicago, Illinois (FIN 10981).
- ION Media of Dallas, Inc., which is the sole owner of ION Media Dallas License, Inc., licensee of KPXD-TV, Arlington, Texas (FIN 68834).
- ION Media of Denver, Inc., which is the sole owner of ION Media Denver License, Inc., licensee of KPXC-TV, Denver, Colorado (FIN 68695).
- ION Media of Des Moines, Inc., which is the sole owner of ION Media Des Moines License, Inc., the licensee of KFPX-TV, Newton, Iowa (FIN 81509).
- ION Media of Greensboro, Inc., which is the sole owner of ION Media Greensboro License, Inc., licensee of WGPX-TV, Burlington, North Carolina (FIN 65074).
- ION Media of Greenville, Inc., which is the sole owner of ION Media Greenville License, Inc., licensee of WEPX-TV, Greenville, North Carolina (FIN 81508).
- ION Media of Honolulu, Inc., which is the sole owner of ION Media Hawaii License, Inc., licensee of KPXO-TV, Kaneohe, Hawaii (FIN 77483).
- ION Media of Houston, Inc., which is the sole owner of ION Media Houston License, Inc., licensee of KPXB-TV, Conroe, Texas (FIN 58835).
- ION Media of Brunswick, Inc., which is the sole owner of ION Media Brunswick License, Inc., licensee of WPXC-TV, Brunswick, Georgia (FIN 71236).
- ION Media of Jacksonville, Inc., which is the sole owner of ION Media Jacksonville License, Inc., licensee of WPXU-TV, Jacksonville, North Carolina (FIN 37971).
- ION Media of Kansas City, Inc., which is the sole owner of ION Media Kansas City License, Inc., licensee of KPXE-TV, Kansas City, Missouri (FIN 33337).
- ION Media of Knoxville, Inc., which is the sole owner of ION Media Knoxville License, Inc., licensee of WPXK-TV, Jellico, Tennessee (FIN 52628).
- ION Media of Lexington, Inc., which is the sole owner of ION Media Lexington License, Inc., licensee of WUPX-TV, Morehead, Kentucky (FIN 23128).
- ION Media of Los Angeles, Inc., which is the sole owner of ION Media Los Angeles License, Inc., licensee of KPXN-TV, San Bernardino, California (FIN 58978).
- ION Media of Memphis, Inc., which is the sole owner of ION Media Memphis License, Inc., licensee of WPXX-TV, Memphis, Tennessee (FIN 21726).
- ION Media of Minneapolis, Inc., which is the sole owner of ION Media Minneapolis License, Inc., licensee of KPXM-TV, St. Cloud, Minnesota (FIN 35907).

- ION Media of New Orleans, Inc., which is the sole owner of ION Media New Orleans License, Inc., licensee of WPXL-TV, New Orleans, Louisiana (FIN 21729).
- ION Media of Oklahoma City, Inc., which is the sole owner of ION Media Oklahoma City License, Inc., licensee of KOPX-TV, Oklahoma City, Oklahoma (FIN 2566).
- ION Media of Orlando, Inc., which is the sole owner of ION Media Orlando License, Inc., licensee of WOPX-TV, Melbourne, Florida (FIN 67602).
- ION Media of Philadelphia, Inc., which is the sole owner of ION Media Philadelphia License, Inc., licensee of WPPX-TV, Wilmington, Delaware (FIN 51984).
- ION Media of Phoenix, Inc., which is the sole general partner of America 51, L.P., a Delaware limited partnership, licensee of KPPX-TV, Tolleson, Arizona (FIN 26655). ION Media of Phoenix, Inc., holds a 51% interest in America 51, L.P. as a general partnership interest and a 48% interest in America 51, L.P. as a limited partnership interest. The remaining 1% interest in America 51, L.P. is held by Ion Media Television, Inc. as a limited partnership interest.
- ION Media of Portland, Inc., which is the sole owner of ION Media Portland License, Inc., licensee of KPXG-TV, Salem, Oregon (FIN 5801).
- ION Media of Providence, Inc., which is the sole member of Ocean State Television, L.L.C., a Delaware limited liability company, licensee of WPXQ-TV, Block Island, Rhode Island (FIN 50063).
- ION Media of Sacramento, Inc., which is the sole owner of ION Media Sacramento License, Inc., licensee of KSPX-TV, Sacramento, California (FIN 52953).
- ION Media of Salt Lake City, Inc., which is the sole owner of ION Media Salt Lake City License, Inc., licensee of KUPX-TV, Provo, Utah (FIN 57884).
- ION Media of San Antonio, Inc., which is the sole owner of ION Media San Antonio License, Inc., licensee of KPXL-TV, Uvalde, Texas (FIN 61173).
- ION Media of San Jose, Inc., which is the sole owner of ION Media San Jose License, Inc., licensee of KKPX-TV, San Jose, California (FIN 22644).
- ION Media of Scranton, Inc., which is the licensee of WINP-TV, Pittsburgh, Pennsylvania (FIN 41314) and the sole owner of ION Media Scranton License, Inc., licensee of WQPX-TV, Scranton, Pennsylvania (FIN 64690).
- ION Media of Spokane, Inc., which is the sole owner of ION Media Spokane License, Inc., licensee of KGPX-TV, Spokane, Washington (FIN 81694).
- ION Media of Syracuse, Inc., which is the sole owner of ION Media Syracuse License, Inc., licensee of WSPX-TV, Syracuse, New York (FIN 64352).
- ION Media of Tulsa, Inc., which is the sole owner of ION Media Tulsa License, Inc., licensee of KTPX-TV, Okmulgee, Oklahoma (FIN 7078).

- ION Media of Washington, Inc., which is the sole owner of ION Media Washington License, Inc., licensee of WPXW-TV, Manassas, Virginia (FIN 74091).
- ION Media of Wausau, Inc., which is the sole owner of ION Media Wausau License, Inc., licensee of WTPX-TV, Antigo, Wisconsin (FIN 86496).
- ION Media LPTV, Inc., which is licensee of WPXU-LP, Amityville, New York (FIN 2129); WPXB-LD, Daytona Beach, Florida (FIN 10321); KBPX-LP, Houston, Texas (FIN 17746); KPXH-LP, Ft. Collins, Colorado (FIN 18509); W40BO, Boston, Massachusetts (FIN 55114); and WNPX-LP, Nashville, Tennessee (FIN 30258).

ION Media License Company, LLC. ION Media is the sole member of ION Media License Company, LLC, a Delaware limited liability company, which is the licensee of the following television stations:

- WPXR-TV, Roanoke, Virginia (FIN 70251);
- WPXH-TV, Gadsden, Alabama (FIN 73312);
- WFPX-TV, Fayetteville, North Carolina (FIN 21245);
- WXPX-TV, Bradenton, Florida (FIN 6601);
- WPXM-TV, Miami, Florida (FIN 48608);
- WNPX-TV, Cookeville, Tennessee (FIN 28468);
- KPXR-TV, Cedar Rapids, Iowa (FIN 21156);
- WPXD-TV, Ann Arbor, Michigan, (FIN 5800),
- W48AV, Detroit, Michigan (FIN 68544);
- WPXV-TV, Norfolk, Virginia (FIN 67077);
- KWPX-TV, Bellevue, Washington (FIN 56852);
- KPXG-LD, Portland, Oregon (FIN 69792);
- WIPX-LP, Indianapolis, Indiana (FIN 65121);
- WPXJ-LP, Jacksonville, Florida (FIN 29716); and
- WPXN-TV, New York, New York (FIN 73356).