

D I C K S T E I N S H A P I R O M O R I N & O S H I N S K Y L L P

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November 30, 2004

Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th Street, SW
Washington, D.C. 20554

Re: Application to Assign Construction Permit
 for new Television Station
 Channel 46, Bay City, Michigan (Facility ID 82627)

Dear Ms. Dortch:

ACME Television, LLC ("ACME") submits this application on FCC Form 314 to assign the construction permit for a new television station to operate on Channel 46 in Bay City, Michigan to Barrington Michigan Corporation ("Barrington"). An FCC Form 159 which designates a Visa card account number for payment of the requisite Eight Hundred Thirty Dollar (\$830.00) filing fee will be submitted to the Commission electronically.

Please be advised that, in response to Section II, Question 3 of the application form, the assignor has submitted, *inter alia*, a statement requesting that this application be considered in conjunction with a separate pending FCC Form 314 application proposing the assignment of the same construction permit for Channel 46 in Bay City, Michigan from Vista Communications, Inc. to ACME (File No. BAPCT-20041119AEB) (the "Vista Application"). If both applications are granted, this application will be consummated simultaneously with the Vista Application so that ACME will hold the construction permit only momentarily before assigning the permit to the assignee, Barrington.

Questions concerning the assignor's portion of the application should be directed to the undersigned. Questions concerning the assignee's portion of the application should be directed to John Griffith Johnson Jr., Esquire, Paul Hastings Janofsky & Walker, LLP, 1299 Pennsylvania Avenue, NW, 10th Floor, Washington, DC, 20004-2400 (tele: 202/508-9578).

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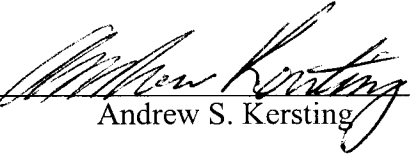
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Very truly yours,

DICKSTEIN SHAPIRO MORIN
& OSHINSKY LLP

Attorneys for
ACME TELEVISION, LLC

By: 
Andrew S. Kersting

Enclosure