

**Exhibit 12  
FCC Form 316  
Section III, Paragraph 5**

**Description of Transaction**

The instant application seeks FCC consent to the *pro forma* transfer of control of Univision Radio, Inc., including its licensee subsidiary Univision Radio Houston License Corporation (the “Licensee”), licensee of KLTN(FM), Houston, Texas from Transferor Univision Communications Inc. (“UCI”) to UCI’s newly-formed and wholly-owned subsidiary Univision Local Media Inc. (“Transferee” or “UCI Local Media”). The intra-corporate restructuring will result from the *pro forma* insertion of new subsidiary UCI Local Media into the ownership chain between parent company UCI and its subsidiary Univision Radio, Inc.<sup>1</sup>

As reflected in the Annex A “Before” diagram, the Licensee, a third tier subsidiary of UCI, is a wholly-owned subsidiary of Univision Radio Florida LLC, which is a wholly-owned subsidiary of Univision Radio, Inc. Univision Radio, Inc. is a wholly-owned subsidiary of UCI.

As reflect in the Annex B “After” diagram, pursuant to the proposed intra-corporate restructuring, parent company UCI’s new direct and wholly-owned subsidiary UCI Local Media will become (following FCC consent to the proposed transaction) the immediate

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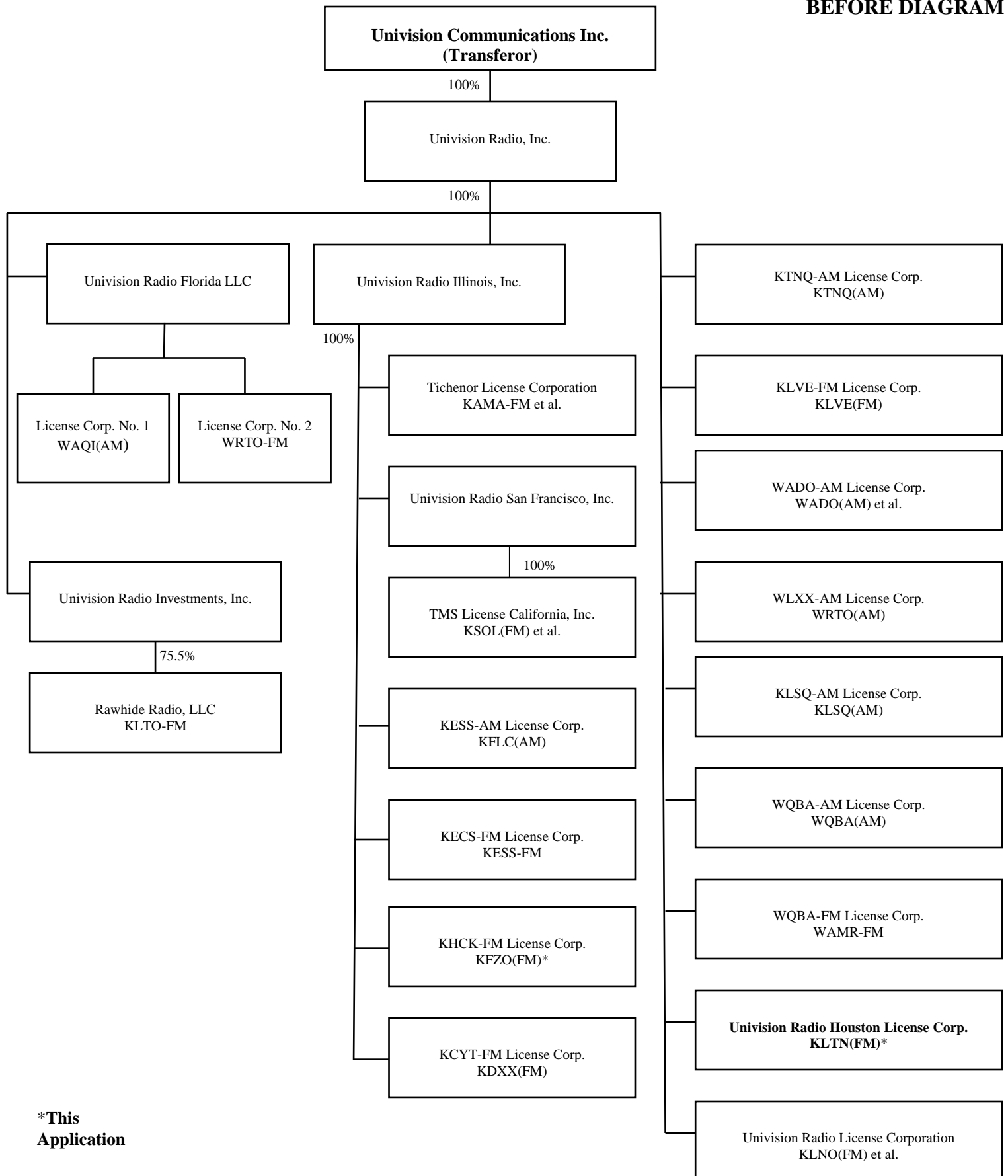
<sup>1</sup> Univision Radio, Inc. is the intermediate parent company of 18 radio station licensee subsidiaries of UCI. Thus, a separate, companion Form 316 application is being filed for each of the additional 17 licensee subsidiaries of Univision Radio, Inc.

parent of Univision Radio, Inc.,<sup>2</sup> and the Licensee will become a fourth, rather than third, tier subsidiary of UCI.

Because the proposed corporate reorganization involves a *pro forma* transfer of control from UCI to a wholly-owned subsidiary of UCI, it is properly the subject of FCC Form 316. *See* Section 73.3540(f)(5).

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<sup>2</sup> UCI Local Media is a newly-formed Delaware corporation. Its directors and all except one of its officers are existing officers or directors of UCI and/or its subsidiaries. The new officer does not have other attributable media interests.



**\*This  
Application**

**Univision Communications Inc.**  
**(Transferor)**

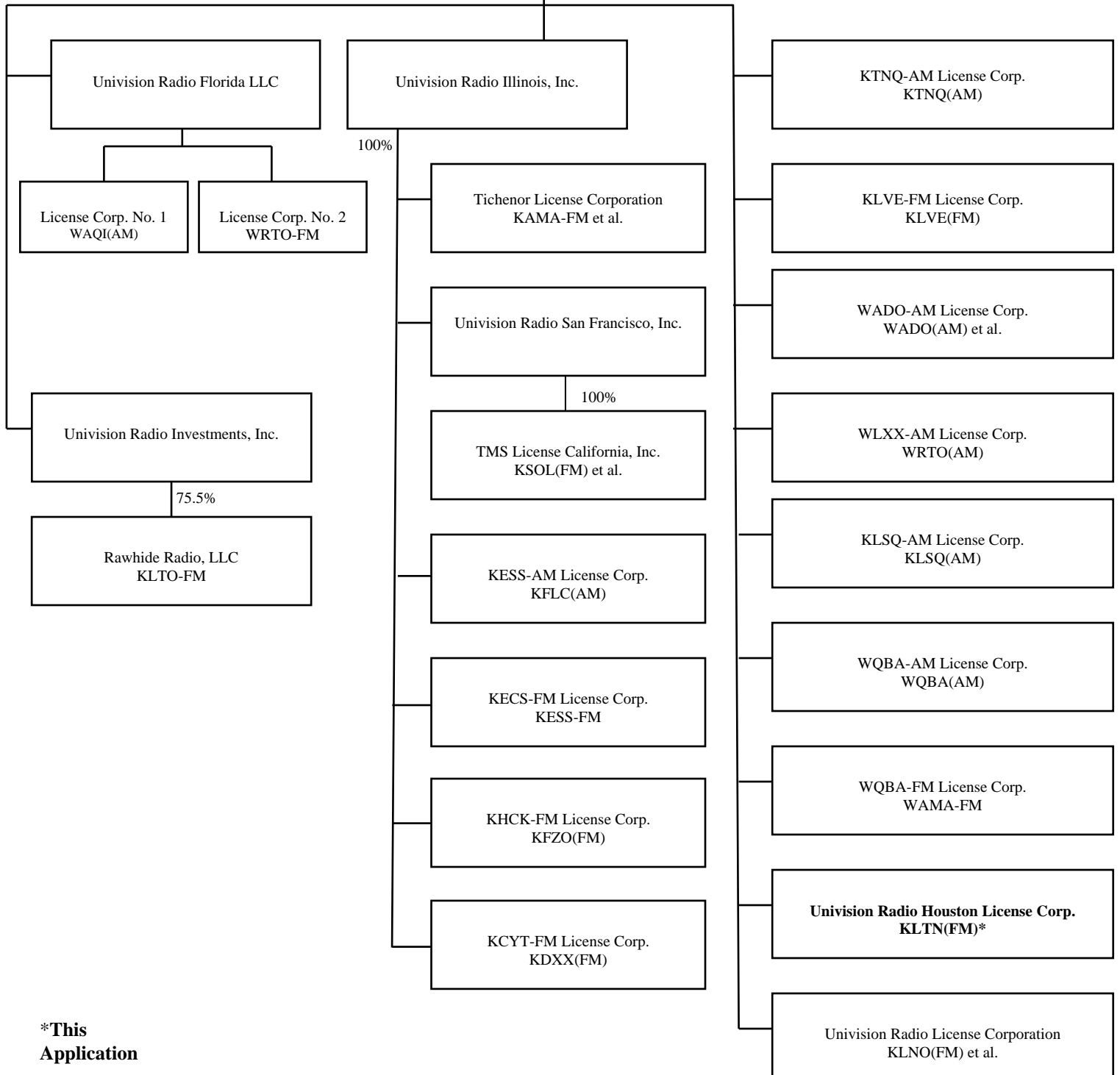
100%

**Univision Local Media Inc.**  
**(Transferee)**

100%

Univision Radio, Inc.

100%



**\*This**  
**Application**