

Omitted Items

The Applicant has responded “no” to Item 3 of Section II, because the schedules governing the proposed assignment have been omitted from this filing.

The omitted schedules are described below. They are being omitted from this filing because they either contain proprietary information or are not material to the Commission’s consideration of this filing, or both. In compliance with the requirements set forth in the Commission’s Public Notice, *Media Bureau Announces Interim Filing and Certification Requirements Regarding the Submission of Contract with Assignment/Transfer of Control Applications*, 17 FCC Rcd 16166 (Med. Bur. 2002), and *Luj, Inc.*, FCC No. 02-235 (August 22, 2002), the following is a description of the omitted schedules stating both the specific reason(s) for omitting them and the basis upon which the Applicant contends that the documents are not material to the Commission’s consideration of this filing:

I. Asset Purchase Agreement Redacted Schedules:

<u>Document</u>	<u>Description</u>	<u>Basis</u>
Schedule I	Other Permitted Existing Liens	This disclosure of preexisting interests in the assets of the station is proprietary and not relevant to the Commission’s analysis of this filing.
Schedule II	Tangible Personal Property	This list of tangible personal property is proprietary and also, not relevant to the Commission’s analysis of this filing.
Schedule 2.2(e)	Excluded Contracts	This list of agreements not included in the assignment and sale is not relevant to the Commission’s analysis of this filing.
Schedule 4.3	Conflicting Agreements	This list of conflicting agreements is not relevant to the Commission’s analysis of this filing.
Schedule 4.4	Tangible Personal Property Exceptions	This list of tangible personal property not to be included in the sale of the station’s assets is not relevant to the Commission’s analysis of this filing.
Schedule 4.5	Assumed Contracts	This list of assumed contracts is proprietary and also, not relevant to the Commission’s analysis of this filing.
Schedule 4.5(f)	Financing Leases	The list of financing leases is proprietary and also, not relevant to the Commission’s analysis of this filing.
Schedule 4.6	Intangibles	This schedule listing the station’s intangible assets is not relevant to the Commission’s analysis of this

		filing.
Schedule 4.7(b)	Leases	This list of leases held by the station is not relevant to the Commission's analysis of this filing.
Schedule 4.7(b)(i)(c)	Legal Description for Leased Real Property	This legal description of leased real property held by the station is not germane to the Commission's analysis of this filing.
Schedule 4.8(a)	Annual Financial Statements	This financial statement is proprietary and not germane to this proceeding.
Schedule 4.8(b)	Interim Financial Statements	This financial statement is proprietary and not germane to this proceeding.
Schedule 4.9	Changes Since Most Recent Fiscal Month End	This financial statement is proprietary and not germane to this proceeding.
Schedule 4.10	Litigation	This list of pending and current litigation is not relevant to the Commission's analysis of this filing.
Schedule 4.12	Taxes	These tax records are either in the public record in part or proprietary in part and nonetheless are not relevant to the Commission's analysis of this filing.
Schedule 4.13(a)	Station Licenses	This list of station licenses replicates what is already a matter of public record and this filing and including it here would be duplicative.
Schedule 4.13(b)	Station License Exceptions	This list of station license exceptions is not relevant to the Commission's analysis of this filing.
Schedule 4.14	Insurance	This statement of insurance coverage is proprietary and also not relevant to the Commission's analysis of this filing.
Schedule 4.15(a)	Employment Agreements	This listing of employment agreements with the station is proprietary and also is not relevant to the Commission's analysis of this filing.
Schedule 4.15(b)	Assumed Severances, Change of Control Payments	This list of assumed employment liabilities is not relevant to the Commission's analysis of this filing.
Schedule 4.15(c)	Labor Matters	This schedule detailing labor matters with the station is not relevant to the Commission's analysis of this filing.
Schedule 4.16	Employee Benefits Plans	This description of current employee benefits plans is proprietary and also not relevant to the Commission's analysis of this filing.
Schedule 4.17	Environmental Matters	This schedule reflecting potential and existing environmental matters is not relevant to the Commission's analysis of this filing.
Schedule 4.21	Retransmission Consent Agreements	This list of retransmission agreements is not relevant to the Commission's analysis of this filing.
Schedule 6.15	DTV Upgrades-Exceptions	This list of exceptions relating to DTV upgrades is not relevant to the Commission's analysis of this filing.

Schedule 7.1(a)	Excluded Employees	This statement of current employees excluded from the provisions of Article 7 of the APA is proprietary and also not relevant to the Commission's analysis of this filing.
Schedule 8.4	Required Consents	This list or required consents is not relevant to the Commission's analysis of this filing.
Exhibit B	Form of Assignment and Assumption of Contracts	This unsigned form of an assignment and assumption of contracts, to be used at closing, is not germane to the Commission's analysis of this filing.
Exhibit C	Form of Assignment and Assumption of Leases	This unsigned form of an assignment and assumption of leases, to be used at closing, is not germane to the Commission's analysis of this filing.
Exhibit D	Form of Assignment and Assumption of Station Licenses	This unsigned form of an assignment and assumption of station licenses, to be used at closing, is not germane to the Commission's analysis of this filing.
Exhibit E	Form of Assignment and Assumption of Intangibles	This unsigned form of an assignment and assumption of intangibles, to be used at closing, is not germane to the Commission's analysis of this filing.
Exhibit F	Form of Assumption Agreement	This unsigned form of an assumption agreement, to be used at closing, is not germane to the Commission's analysis of this filing.
Exhibit G	Form of Bill of Sale	This document is proprietary and is not material to the Commission's analysis of this filing; the purchase price and other material information are found in the purchase agreement which is included with this filing.
Exhibit I	Form of Non-Compete Agreement	This unsigned form of a non-compete agreement, to be used at closing, is not germane to the Commission's analysis of this filing.
Exhibit J	Form of Unwind Agreement	This agreement is proprietary and is not material to the Commission's analysis of this filing.

II. Escrow Agreement (Exhibit A) Redacted Schedules:

<u>Document</u>	<u>Description</u>	<u>Basis</u>
Schedule A	Escrow Agent Compensation	The fees to be charged by the escrow agent is proprietary and also not relevant to the Commission's analysis of this filing.
Schedule B	Contact Information for Parties to the Agreement	The contact information for parties to the agreement is not relevant to the Commission's analysis of this filing.
Schedule C	Wiring Instructions	The wiring instructions related to the agreement are not relevant to the Commission's analysis of this

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