

EXHIBIT 2

Description of Transaction

The Assignor proposes to assign the permit of WMPX(TV), Waterville, Maine (Facility ID 84088), to Paxson Portland License, Inc.

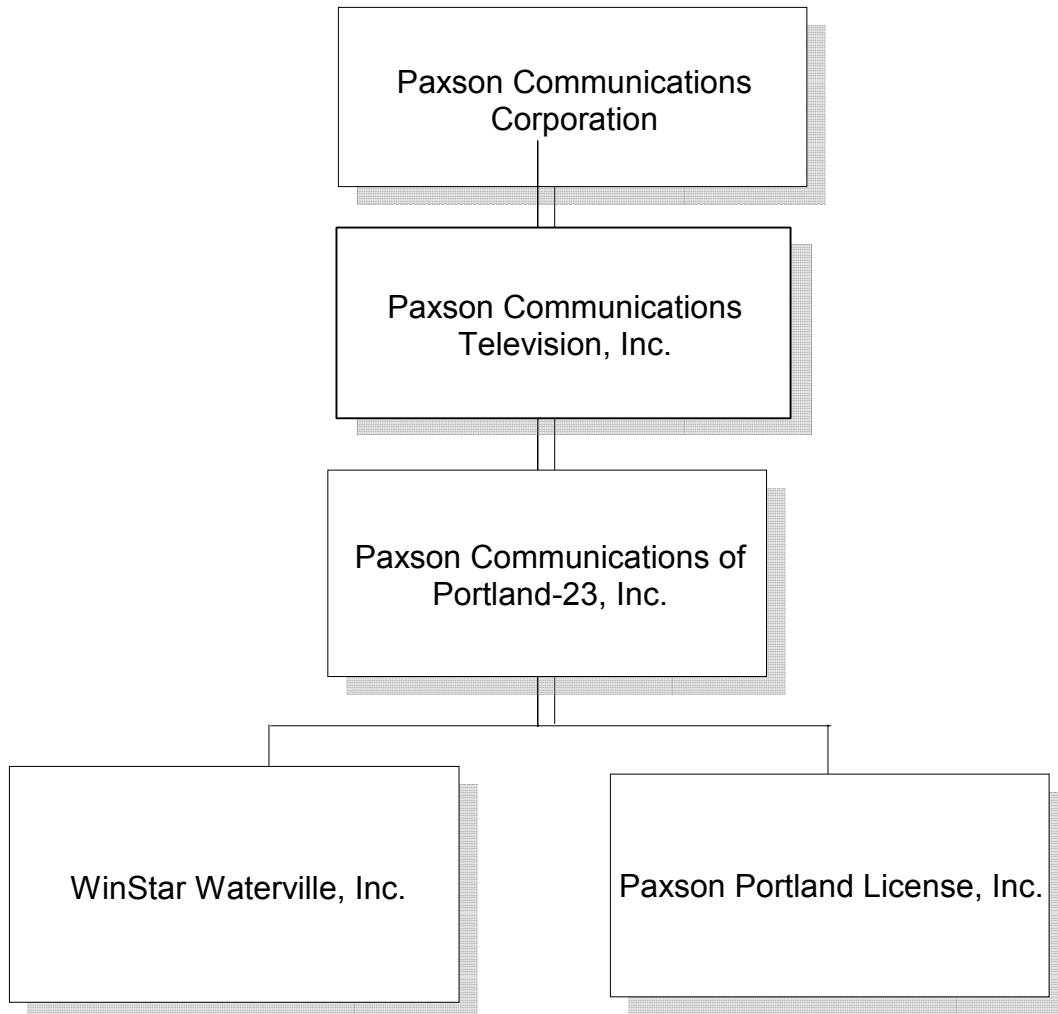
Paxson Portland License, Inc. is a wholly-owned subsidiary of Paxson Communications of Portland-23, Inc., which owns 100% of WinStar Waterville, Inc., licensee of WMPX(TV).

Paxson Portland License, Inc. will hold the FCC license for the station and Paxson Communications of Portland-23, Inc. will continue to own all of the other assets used or useful in the business or operations of the station. The applicants expressly recognize that the station licenses and other assets must be transferred together at any future point.

The officers and director of Paxson Portland License, Inc., Paxson Communications of Portland-23, Inc., Paxson Communications Television, Inc. and Paxson Communications Corporation are shown on the attached pages.

Since the license for WMPX(TV) will be assigned by WinStar Waterville, Inc. to another wholly-owned subsidiary of Paxson Communications of Portland-23, Inc., the proposed assignment represents a transfer of control consistent with Section 73.3540(f)(5) of the Commission's Rules. (See attached chart).

WMPX(TV), Waterville, Maine
Facility ID 84088
FCC Form 316
June 2001



Paxson Portland License, Inc.

Line 1 - Name and Address of Assignee, Officers, Directors and Stockholders
Line 2 - Citizenship
Line 3 - Positional Interest
Line 4 - Percentage of Votes
Line 5 - Percentage of Total Assets

	(a)	(b)	(c)
1.	Paxson Portland License, Inc. 601 Clearwater Park Road West Palm Beach, Florida 33401-6233	Lowell W. Paxson 780 South Ocean Boulevard Palm Beach, Florida 33480	Jeffrey A. Sagansky 301 Australian, Suite 247 Palm Beach, Florida 33480
2.	n/a	USA	USA
3.	n/a	Chairman & Director	President
4.	n/a	0%	0%
5.	n/a	0%	0%

Paxson Portland License, Inc. (contd.)

Line 1 - Name and Address of Assignee, Officers, Directors and Stockholders

Line 2 - Citizenship

Line 3 - Positional Interest

Line 4 - Percentage of Votes

Line 5 - Percentage of Total Assets

	(d)	(e)	(f)
1.	Anthony L. Morrison 255 Southland Road Palm Beach, Florida 33480	Thomas E. Severson, Jr. 82 Dunbar East Palm Beach Gardens, Florida 33410	Adam K. Weinstein 642 Ibis Drive Delray Beach, Florida 33444
2.	USA	USA	USA
3.	Vice President & Assistant Secretary	Treasurer & Vice President	Vice President
4.	0%	0%	0%
5.	0%	0%	0%

Paxson Portland License, Inc (contd.)

Line 1 - Name and Address of Assignee, Officers, Directors and Stockholders

Line 2 - Citizenship

Line 3 - Positional Interest

Line 4 - Percentage of Votes

Line 5 - Percentage of Total Assets

	(g)	(h)	(i)
1.	Ronald L. Rubin 260 Landings Boulevard Weston, Florida 33327	William L. Watson 117 Satinwood Lane Palm Beach Gardens, Florida 33410	Paxson Communications of Portland-23, Inc. 601 Clearwater Park Road West Palm Beach, Florida 33401-6233
2.	USA	USA	n/a
3.	Vice President	Secretary	n/a
4.	0%	0%	100%
5.	0%	0%	100%

Paxson Communications of Portland-23, Inc.

Line 1 - Name and Address of Assignee, Officers, Directors and Stockholders

Line 2 - Citizenship

Line 3 - Positional Interest

Line 4 - Percentage of Votes

Line 5 - Percentage of Total Assets

	(a)	(b)	(c)
1.	Paxson Communications of Portland-23, Inc. 601 Clearwater Park Road West Palm Beach, Florida 33401-6233	Lowell W. Paxson 780 South Ocean Boulevard Palm Beach, Florida 33480	Jeffrey A. Sagansky 301 Australian, Suite 247 Palm Beach, Florida 33480
2.	n/a	USA	USA
3.	n/a	Chairman & Director	President
4.	n/a	0%	0%
5.	n/a	0%	0%

Paxson Communications of Portland-23, Inc. (contd.)

Line 1 - Name and Address of Assignee, Officers, Directors and Stockholders

Line 2 - Citizenship

Line 3 - Positional Interest

Line 4 - Percentage of Votes

Line 5 - Percentage of Total Assets

	(d)	(e)	(f)
1.	Anthony L. Morrison 255 Southland Road Palm Beach, Florida 33480	Thomas E. Severson, Jr. 82 Dunbar East Palm Beach Gardens, Florida 33410	Adam K. Weinstein 642 Ibis Drive Delray Beach, Florida 33444
2.	USA	USA	USA
3.	Vice President & Assistant Secretary	Treasurer & Vice President	Vice President
4.	0%	0%	0%
5.	0%	0%	0%

Paxson Communications of Portland-23, Inc (contd.)

Line 1 - Name and Address of Assignee, Officers, Directors and Stockholders

Line 2 - Citizenship

Line 3 - Positional Interest

Line 4 - Percentage of Votes

Line 5 - Percentage of Total Assets

	(g)	(h)	(i)
1.	Ronald L. Rubin 260 Landings Boulevard Weston, Florida 33327	William L. Watson 117 Satinwood Lane Palm Beach Gardens, Florida 33410	Paxson Communications of Television, Inc. 601 Clearwater Park Road West Palm Beach, Florida 33401-6233
2.	USA	USA	n/a
3.	Vice President	Secretary	n/a
4.	0%	0%	100%
5.	0%	0%	100%

Paxson Communications Television, Inc.

Line 1 - Name and Address of Assignee, Officers, Directors and Stockholders

Line 2 - Citizenship

Line 3 - Positional Interest

Line 4 - Percentage of Votes

Line 5 - Percentage of Total Assets

	(a)	(b)	(c)
1.	Paxson Communications Television, Inc. 601 Clearwater Park Road West Palm Beach, Florida 33401-6233	Lowell W. Paxson 780 South Ocean Boulevard Palm Beach, Florida 33480	Jeffrey A. Sagansky 301 Australian, Suite 247 Palm Beach, Florida 33480
2.	n/a	USA	USA
3.	n/a	Chairman & Director	President
4.	n/a	0%	0%
5.	n/a	0%	0%

Paxson Communications Television, Inc. (contd.)

Line 1 - Name and Address of Assignee, Officers, Directors and Stockholders

Line 2 - Citizenship

Line 3 - Positional Interest

Line 4 - Percentage of Votes

Line 5 - Percentage of Total Assets

	(d)	(e)	(f)
1.	Anthony L. Morrison 255 Southland Road Palm Beach, Florida 33480	Thomas E. Severson, Jr. 82 Dunbar East Palm Beach Gardens, Florida 33410	Adam K. Weinstein 642 Ibis Drive Delray Beach, Florida 33444
2.	USA	USA	USA
3.	Vice President & Assistant Secretary	Treasurer & Vice President	Vice President
4.	0%	0%	0%
5.	0%	0%	0%

Paxson Communications Television, Inc (contd.)

Line 1 - Name and Address of Assignee, Officers, Directors and Stockholders

Line 2 - Citizenship

Line 3 - Positional Interest

Line 4 - Percentage of Votes

Line 5 - Percentage of Total Assets

	(g)	(h)	(i)
1.	Ronald L. Rubin 260 Landings Boulevard Weston, Florida 33327	William L. Watson 117 Satinwood Lane Palm Beach Gardens, Florida 33410	Paxson Communications Corporation 601 Clearwater Park Road West Palm Beach, Florida 33401-6233
2.	USA	USA	n/a
3.	Vice President	Secretary	n/a
4.	0%	0%	100%
5.	0%	0%	100%

Paxson Communications Corporation

Line 1 - Name and Address of Assignee, Officers, Directors and Stockholders

Line 2 - Citizenship

Line 3 - Positional Interest

Line 4 - Percentage of Votes

Line 5 - Percentage of Total Assets

	(a)	(b)	(c)
1.	Paxson Communications Corporation 601 Clearwater Park Road West Palm Beach, Florida 33401-6233	Lowell W. Paxson 780 South Ocean Boulevard Palm Beach, Florida 33480	Jeffrey A. Sagansky 301 Australian, Suite 247 Palm Beach, Florida 33480
2.	n/a	USA	USA
3.	n/a	Chairman & Director	President, CEO & Director
4.	n/a	0%	0%
5.	n/a	0%	0%

Paxson Communications Corporation (contd.)

Line 1 - Name and Address of Assignee, Officers, Directors and Stockholders

Line 2 - Citizenship

Line 3 - Positional Interest

Line 4 - Percentage of Votes

Line 5 - Percentage of Total Assets

	(d)	(e)	(f)
1.	Anthony L. Morrison 255 Southland Road Palm Beach, Florida 33480	Seth A. Grossman 501 South Atlantic Drive Lantana, Florida 33462	Thomas E. Severson, Jr. 82 Dunbar East Palm Beach Gardens, Florida 33410
2.	USA	USA	USA
3.	Executive Vice President, Secretary, Chief Legal Officer	Executive Vice President, Chief Strategic Officer	Senior Vice President, Treasurer, Chief Financial Officer
4.	0%	0%	0%
5.	0%	0%	0%

Paxson Communications Corporation (contd.)

Line 1 - Name and Address of Assignee, Officers, Directors and Stockholders

Line 2 - Citizenship

Line 3 - Positional Interest

Line 4 - Percentage of Votes

Line 5 - Percentage of Total Assets

	(g)	(h)	(i)
1.	Adam K. Weinstein 642 Ibis Drive Delray Beach, Florida 33444	Ronald L. Rubin 260 Landings Boulevard Weston, Florida 33327	Emma Cordoba 491 Pelican Lane South Jupiter, Florida 33458
2.	USA	USA	USA
3.	Vice President & Assistant Secretary	Vice President, Controller & Chief Accounting Officer	Vice President
4.	0%	0%	0%
5.	0%	0%	0%

Paxson Communications Corporation (contd.)

Line 1 - Name and Address of Assignee, Officers, Directors and Stockholders

Line 2 - Citizenship

Line 3 - Positional Interest

Line 4 - Percentage of Votes

Line 5 - Percentage of Total Assets

	(g)	(h)	(i)
1.	William L. Watson 117 Satinwood Lane Palm Beach Gardens, Florida 33410	David Macaione 2816½ Grand Canal Venice, California 90291	William E. Simon, Jr. 440 Toyopa Drive Pacific Palisades, California 90272
2.	USA	USA	USA
3.	Vice President & Assistant Secretary	Vice President	Vice Chairman
4.	0%	0%	0%
5.	0%	0%	0%

Paxson Communications Corporation (contd.)

Line 1 - Name and Address of Assignee, Officers, Directors and Stockholders

Line 2 - Citizenship

Line 3 - Positional Interest

Line 4 - Percentage of Votes

Line 5 - Percentage of Total Assets

	(j)	(k)	(l)
1.	R. Brandon Burgess 58 West 58 th Street, 9-E New York, New York 10019	Bruce L. Burnham 10 Haig Point Circle Hilton Head, South Carolina 29938	James L. Greenwald 510 Park Avenue New York, New York 10022
2.	USA	USA	USA
3.	Director	Director	Director
4.	0%	0%	0%
5.	0%	0%	0%

Paxson Communications Corporation (contd.)

Line 1 - Name and Address of Assignee, Officers, Directors and Stockholders

Line 2 - Citizenship

Line 3 - Positional Interest

Line 4 - Percentage of Votes

Line 5 - Percentage of Total Assets

	(m)	(n)	(o)
1.	John E. Oxendine 2727 North Ocean Boulevard Boca Raton, Florida 33431	Keith G. Turner 24 Gloria Lane Huntington, New York 11743	Royce E. Wilson 547 Ocampo Drive Pacific Palisades, California 90272
2.	USA	USA	USA
3.	Director	Director	Director
4.	0%	0%	0%
5.	0%	0%	0%

Paxson Communications Corporation (contd.)

Line 1 - Name and Address of Assignee, Officers, Directors and Stockholders

Line 2 - Citizenship

Line 3 - Positional Interest

Line 4 - Percentage of Votes

Line 5 - Percentage of Total Assets

	(p)	(q)
1.	Paxson Enterprises, Inc. 601 Clearwater Park Road West Palm Beach, Florida 33401-6233	Second Crystal Diamond, LP 601 Clearwater Park Road West Palm Beach, Florida 33401-6233
2.	n/a	n/a
3.	n/a	n/a
4.	Greater than 10%	Greater than 10%
5.	Greater than 10%	Greater than 10%