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Description of Transaction

This application seeks *nunc pro tunc* Commission consent to a *pro forma* reorganization (the "Reorganization") of ION Media Boston License, Inc. (the "Licensee"), licensee of television stations WBPX-TV, Boston, Massachusetts (Facility ID 7692); WDPX-TV, Woburn, Massachusetts (Facility ID 6476); and WPXG-TV, Concord, New Hampshire (Facility ID 48406).

On May 16, 2018, the control of the Licensee was transferred from ION Media of Boston, Inc. ("ION Boston") to ION Media Television, Inc. ("IMTV"). ION Boston, a wholly owned subsidiary of IMTV, was merged with and into IMTV pursuant to Florida Articles of Merger filed in accordance with the Florida Business Corporation Act, pursuant to sections 607.1101, 607.1104 and 607.1105, Florida Statutes. Following such time, the separate corporate existence of ION Boston ceased, and IMTV continues as the surviving corporation, which holds all of the stock of the Licensee.

As part of the Reorganization, Licensee has also filed to amend the Florida Articles of Conversion to convert the license entity from a Florida corporation to a Florida limited liability company, in accordance with section 605.1045, Florida Statutes. Accordingly, an application on FCC Form 316 is being filed simultaneously seeking Commission consent to the *pro forma* assignment of the license from ION Media Boston License, Inc. to ION Media Boston License, LLC to affect such conversion.

The proposed transactions have been undertaken solely for internal reorganization purposes and involve no change in the ultimate ownership or control of the Licensee. Accordingly, pursuant to Section 73.3540(f)(4) of the Commission's rules, the proposed transaction meets the requirements for the use of *pro forma* procedures on FCC Form 316. Because this is an internal re-organization, there are no written agreements among the parties setting forth the terms of the transaction.

In addition, substantively identical applications on FCC Form 316 are filed seeking consent to the *pro forma* transfer of control of the licensees of television stations KPPX-TV, Tolleson, Arizona, and WPXQ-TV, Block Island, Rhode Island, to IMTV. The applicants respectfully request that the applications be processed and approved concurrently.