

EXHIBIT 19

COMPLIANCE WITH OWNERSHIP RULES

I. INTRODUCTION

This Exhibit 19 supplements Section IV, Question 8, of the FCC Form 315 applications for consent to transfer control of General Electric Company's ("GE's") indirect broadcast licensee subsidiaries to Comcast Corporation ("Comcast").¹

The Applicants seek the Commission's consent to the transfer of control of the licenses of the following full-power television stations:

Licensee: NBC Telemundo License Co.:
WNEU, Merrimack, New Hampshire (FIN 51864);
WMAQ-TV, Chicago, Illinois (FIN 47905);
WSNS-TV, Chicago, Illinois (FIN 70119);
KXTX-TV, Dallas, Texas (FIN 35994);
KDEN-TV, Longmont, Colorado (FIN 38375);
KNSO, Merced, California (FIN 58608);
WVIT, New Britain, Connecticut (FIN 74170);
KTMD, Galveston, Texas (FIN 64984);
KNBC, Los Angeles, California (FIN 47906);
KVEA, Corona, California (FIN 19783);
KWHY-TV, Los Angeles, California (FIN 26231);
WSCV, Fort Lauderdale, Florida (FIN 64971);
WTVJ, Miami, Florida (FIN 63154);
WNBC, New York, New York (FIN 47535);
WNJU, Linden, New Jersey (FIN 73333);
WCAU, Philadelphia, Pennsylvania (FIN 63153);
KTAZ, Phoenix, Arizona (FIN 81458);
KVDA, San Antonio, Texas (FIN 64969);
KNTV, San Jose, California (FIN 35280);
KSTS, San Jose, California (FIN 64987);
KHRR, Tucson, Arizona (FIN 30601); and
WRC-TV, Washington, District of Columbia (FIN 47904).

¹ The parties to the transfer of control applications are hereafter referred to as "Applicants."

Licensee: Station Venture Operations, LP:
KXAS-TV, Fort Worth, Texas (FIN 49330); and
KNSD, San Diego, California (FIN 35277).

Licensee: Telemundo Las Vegas License LLC:
KBLR, Paradise, Nevada (FIN 63768).

Licensee: Telemundo of Puerto Rico:
WKAQ-TV, San Juan, Puerto Rico (FIN 64983).

As demonstrated in Section II below, the proposed transaction complies fully with the national audience reach limits set forth in Section 73.3555(e)(1) of the Commission's rules.²

Section III of this Exhibit demonstrates that the television duopolies in the following Designated Market Areas ("DMAs") also comply fully with the local television multiple ownership rules:³

Boston, Massachusetts-Manchester, New Hampshire;
Chicago, Illinois;
Dallas-Fort Worth, Texas;
Miami-Fort Lauderdale, Florida;
New York, New York; and
San Francisco-Oakland-San Jose, California.

There is currently common ownership of three television stations in the Los Angeles, California DMA: KNBC (an NBC network station licensed to Los Angeles), KVEA (a Telemundo network station licensed to Corona), and KWHY-TV (an independent Spanish-language station licensed to Los Angeles). The Commission approved common ownership of these stations pursuant to a temporary waiver of Section 73.3555(b) of the Commission's rules.⁴ Section III demonstrates that a combination of two of these stations complies with the television

² 47 C.F.R. § 73.3555(e)(1) (2008).

³ 47 C.F.R. § 73.3555(b) (2008).

⁴ See *Telemundo Communications Group, Inc.*, Memorandum Opinion and Order, 17 FCC Rcd 6958, 6976 (2002) ("Telemundo Order") (granting a temporary waiver of 47 C.F.R. § 73.3555(b)).

duopoly rule. In Section IV, the Applicants hereby respectfully request extension of the current temporary waiver for a period of six months after the proposed transaction closes to either (1) divest one of the stations in the Los Angeles, California DMA or (2) place one of the stations in a divestiture trust that will insulate the station from the Applicants' influence and control.

Sections V and VI address cross-ownership matters in connection with General Electric Capital Corporation's attributable interest in two newspapers in the Dallas, Texas market and equity and/or debt plus ("EDP") interest in three radio stations in the San Francisco market.

II. NATIONAL AUDIENCE REACH

The proposed transaction complies fully with the 39 percent national audience reach limitation set forth in Section 73.3555(e)(1) of the Commission's rules.⁵ In the duopoly markets, the percentage of television households in each market is counted once under the Commission's national television multiple ownership rule.⁶ Under Section 73.3555(e)(2)(i) of the Commission's rules, the audience reach of UHF stations is discounted by 50 percent.⁷ Using the UHF discount,⁸ the national audience reach for all of the attributable television stations is 32.382 percent. This figure includes all of the television households in Puerto Rico, where WKAQ-TV is licensed.⁹ The total national audience reach of 32.382 percent is well below the

⁵ 47 C.F.R. § 73.3555(e)(1) (2008).

⁶ 47 C.F.R. § 73.3555(e)(2)(ii) (2008); *see Broadcast Television National Ownership Rules*, Memorandum Opinion and Order on Reconsideration, 16 FCC Rcd 1063, 1064 (2000).

⁷ 47 C.F.R. § 73.3555(e)(2)(i) (2008) ("UHF television stations shall be attributed with 50 percent of the television households in their DMA market.").

⁸ Conservatively, in this analysis the UHF discount has been applied only when both the "Virtual" and RF channels for the subject station are UHF channels. In addition, the UHF discount has not been applied in markets with more than one subject station.

⁹ WKAQ-TV is licensed to San Juan, Puerto Rico. The Commission has indicated that for purposes of the television duopoly rule, Puerto Rico should be treated as a single television market. *See Paxson Communications of San Juan, Inc.*, Memorandum Opinion and Order, 16 FCC Rcd 14139, 14140 (2001) (citing *Milton S. Maltz*, (continued)...

39 percent cap and thus is fully compliant with the FCC's national audience reach limitation.¹⁰

Even without the UHF discount, the national audience reach is 36.531 percent, and thus complies with the national audience reach limitation.

III. LOCAL TELEVISION MULTIPLE OWNERSHIP RULES

Under Section 73.3555(b) of the Commission's rules, common ownership of two full-power television stations in the same DMA is permitted if eight independently owned and operating full-power commercial and noncommercial television stations will remain in the DMA post-transaction, and at least one of the two stations to be commonly owned is not ranked among the top four television stations in the DMA based on the most recent all-day (9:00 a.m.-midnight) audience share as measured by The Nielsen Company ("Nielsen").¹¹ The proposed transaction includes existing duopolies in the following DMAs (no new duopolies are created as a result of the transaction):

Boston, MA-Manchester, NH (WNEU and WWDP);¹²
Chicago, IL (WMAQ-TV and WSNS-TV);

Memorandum Opinion and Order, 13 FCC Rcd 15527 (1998); *JEM Communications, Inc.*, Memorandum Opinion and Order, 9 FCC Rcd 4874 (1994) and *Hector Nicolau*, Memorandum Opinion and Order, 5 FCC Rcd 6370 (1990)); *Televiscentro of Puerto Rico, LLC*, 22 FCC Rcd 2176 (Video Div., MB 2007). Television stations licensed to communities in Puerto Rico historically have not been assigned to DMAs. However, Nielsen has announced that it will begin to measure TV usage in Puerto Rico beginning in January 2010 and that it will treat Puerto Rico as a single television market. In advance of the official release of this data, and for purposes of this application, Nielsen has indicated that it will report 1,263,264 television households in Puerto Rico. Accordingly, the Nielsen numbers for Puerto Rico have been used in calculating the national audience reach percentage contributed by WKAQ-TV (*i.e.*, all 1,263,264 Puerto Rico television households are included in the national audience reach calculation). Thus, combining the total Puerto Rico television households (1,263,264) with the total U.S. households reported by Nielsen (114,866,380), the denominator used for purposes of this study is 116,129,644.

¹⁰ See Attachment 1; see also 47 C.F.R. § 73.3555(e)(1) (2008).

¹¹ See 2006 Quadrennial Regulatory Review -- Review of the Commission's Broadcast Ownership Rules and Other Rules Adopted Pursuant to Section 202 of the Telecommunications Act of 1996, Report and Order and Order on Reconsideration, 23 FCC Rcd 2010 (2008); see also 47 C.F.R. §73.3555(b) (2008); *Review of the Commission's Regulations Governing Television Broadcasting*, 14 FCC Rcd 12903, 12935-40 (1999), *recon. granted in part*, 16 FCC Rcd 1067 (2001).

¹² GE and NBC Universal, Inc. ("NBCU") indirectly hold a shared 32.7 percent voting interest in ValueVision Media, Inc., the licensee (through subsidiaries) of television station WWDP, Norwell, Massachusetts (FIN 23671).

Dallas-Fort Worth, TX (KXAS-TV and KXTX-TV);
Los Angeles, CA (KNBC, KVEA, and KWHY-TV);¹³
Miami-Fort Lauderdale, FL (WSCV and WTVJ);
New York, NY (WNBC and WNJU); and
San Francisco-Oakland-San Jose, CA (KNTV and KSTS).

Based on Nielsen ratings for the November 2009 sweeps period,¹⁴ Attachment 2 to this Exhibit demonstrates that in each of these duopoly markets, no more than one of the relevant stations is ranked as a top four station. Attachment 3 demonstrates that in each of the duopoly markets, more than eight independently owned and operating full-power commercial and noncommercial television stations will remain post-transaction, as required by the television duopoly rule.

IV. REQUEST FOR EXTENSION OF TEMPORARY WAIVER OF LOCAL TELEVISION OWNERSHIP RULE FOR THE LOS ANGELES, CALIFORNIA DMA

The Applicants hereby respectfully request a temporary extension of the waiver of Section 73.3555(b) of the Commission's rules granted in the *Telemundo Order* to accommodate the proposed transaction. Applicants hereby commit that within six months of closing this transaction the Applicants will either (1) divest one of the stations in the Los Angeles, California DMA or (2) place one of the stations in a divestiture trust that will insulate that station from the Applicants' influence and control. Prior to closing, NBCU will continue its efforts to divest one of the stations.¹⁵ During any period of common ownership post-closing, the Applicants will use

¹³ See discussion and request in Section IV regarding the common ownership of three television stations in the Los Angeles, CA DMA.

¹⁴ 47 C.F.R. § 73.3555(b)(1)(i) (2008).

¹⁵ See, e.g., Letters from Margaret L. Tobey, Assistant Secretary, NBC Telemundo License Co., to Marlene H. Dortch, Secretary, Federal Communications Commission (dated Oct. 14, 2009 and Jan. 15, 2009).

good faith efforts to divest one of the stations, will file 90-day status reports with the Commission,¹⁶ and will operate the stations in accordance with the *Telemundo Order*.¹⁷

In evaluating such a request for waiver of the multiple ownership rules, the Commission weighs public interest concerns on a case-by-case basis to ensure that the waiver will not unduly compromise the Commission's policy objectives of fostering diversity and economic competition.¹⁸ The Commission has found multi-station transactions to be “a compelling circumstance weighing in favor of a temporary waiver”¹⁹ and has granted temporary waivers of its various ownership rules to accommodate such transactions.²⁰

As the Commission has recognized, temporary waivers have less impact on diversity and competition,²¹ and where “mergers or transfers of multiple stations are involved, in general, . . . the benefits derived from such transactions support grant of a reasonable period to effectuate the

¹⁶ See *Telemundo Order*, 17 FCC Rcd at 6979.

¹⁷ See *id.* at 6977; see also Letter from Margaret L. Tobey, Assistant Secretary, NBC Telemundo License Co. to Marlene H. Dortch, Secretary, Federal Communications Commission at 1 n.1 (dated Oct. 14, 2009).

¹⁸ See, e.g., *Clear Channel Broadcasting Licenses, Inc., et al.*, Memorandum Opinion and Order, 22 FCC Rcd 21196, 21203-04 (2007) (“*Clear Channel Order*”); *Telemundo Order*, 17 FCC Rcd at 6976 (citing *LINT Co.*, 15 FCC Rcd 18130 (2000)); *Multimedia, Inc.*, Memorandum Opinion and Order, 11 FCC Rcd 4883, 4884-85 (1995) (“*Multimedia Order*”).

¹⁹ *Telemundo Order*, 17 FCC Rcd at 6978 (quoting *Guy Gannett Communications*, Memorandum Opinion and Order, 14 FCC Rcd 6204 (1999) (“*Guy Gannett Order*”).

²⁰ See, e.g., *Shareholders of Univision Communications Inc.*, Memorandum Opinion and Order, 22 FCC Rcd 5842, 5860-61 (2007) (“*Univision Order*”) (granting a six-month waiver of the newspaper/broadcast cross-ownership rule); *Clear Channel Order*, 22 FCC Rcd at 21204 (granting a six-month waiver of local television ownership rule); *Chris Craft Industries and Fox Television Stations*, Memorandum Opinion and Order, 16 FCC Rcd 14975, 14988-90 (2001) (granting a 24-month waiver of the newspaper/broadcast cross-ownership rule, a 12-month waiver of the national ownership cap, and a six-month waiver of the television duopoly rule); *Capital Cities/ABC, Inc.*, Memorandum Opinion and Order, 11 FCC Rcd 5841, 5873-74 (1996) (“*Capital Cities/ABC Order*”) (granting a six-month waiver of the television duopoly rule).

²¹ *Clear Channel Order*, 22 FCC Rcd at 21203-04; *Univision Order*, 22 FCC Rcd at 5851-52; *Multimedia Order*, 11 FCC Rcd at 4884-85.

merger and permit time to come into compliance with our rules.”²² Even “under normal market conditions, [the Commission disfavors] forced sales because they restrict the value of the station(s) to be divested and artificially limit the range of potential buyers.”²³ Temporary waivers thus “‘promote commerce, encourage investment in the broadcast industry, and allow for the free transferability of broadcast licenses’ while preventing a potential ‘fire sale’ at below-market prices.”²⁴ This is particularly the case here where severe economic conditions facing the nation generally and the broadcasting industry in particular constrain divestiture efforts.

Permitting continued ownership of the three stations in the Los Angeles, California DMA for a maximum of six months after the closing while the Applicants take steps to come into compliance with the television duopoly rule will serve the public interest. Indeed, any possible harm that may result by permitting continued control of three television stations in the Los Angeles market is significantly diminished because of the extraordinary diversity and competition in the market and the Applicants’ pledge to continue operating the stations during the period of common ownership in accordance with the *Telemundo Order*.

The Commission has already found that the Los Angeles, California DMA is an exceptionally diverse television market.²⁵ The Los Angeles market is the number two television market in the United States according to Nielsen rankings.²⁶ In fact, the Los Angeles market has more independently-owned television stations than the number one ranked market, New York,

²² *Univision Order*, 22 FCC Rcd at 5852; *see also Telemundo Order*, 17 FCC Rcd at 6978 (citing *Guy Gannett Order*, 14 FCC Rcd 6204).

²³ *Telemundo Order*, 17 FCC Rcd at 6978.

²⁴ *Clear Channel Order*, 22 FCC Rcd 21204 (quoting *Univision Order*, 22 FCC Rcd at 5852); *Stockholders of CBS Inc.*, Memorandum Opinion and Order, 11 FCC Rcd 3733, 3755 (1995).

²⁵ *Telemundo Order*, 17 FCC Rcd at 6977; *Capital Cities/ABC Order*, 11 FCC Rcd at 5871.

²⁶ The Nielsen Company, Local Television Market Universe Estimates, 2010 TV Homes.

New York.²⁷ Moreover, seven television stations within the Los Angeles, California DMA are Spanish-language stations.²⁸

In addition, residents of the Los Angeles DMA have access to numerous other sources of video programming. For example, in the Los Angeles DMA, approximately 50 percent (2,853,210 households) receive cable service, and DBS is available throughout the market.²⁹ Cable and DBS services provide residents with access to a broad range of programming options, including channels for news, public affairs, documentaries, children's programming, sports, movies, weather, and foreign language programming.

Further, the three television stations in question here are targeted to and serve different audiences. Television station KNBC broadcasts programming of broad interest to a wide, English-speaking audience. Television stations KVEA and KWHY-TV are Spanish-language stations, catering to the Hispanic community in the Los Angeles market. Nearly all of their programming is broadcast in Spanish, and their news programs make an effort to focus on matters of concern to the Hispanic community, both locally and nationally. Moreover, while television station KVEA is operated as an affiliate of the Telemundo network, television station KWHY-TV is operated as an independent Spanish-language station airing programming targeted to a local audience.³⁰ Thus, the temporary common ownership of the three television stations at issue here will not have an undue adverse effect on diversity in the Los Angeles market.

²⁷ See Attachment 3.

²⁸ R.R. Bowker, *Broadcasting & Cable Yearbook 2010*, "Spanish-Language Television Stations," B-140 ("Broadcasting & Cable Yearbook 2010").

²⁹ *Id.* at C-4. See generally *Annual Assessment of the Status of Competition in the Market for the Delivery of Video Programming*, Thirteenth Annual Report, 24 FCC Rcd 542, 580-91 (2009).

³⁰ Letter from Margaret L. Tobey, Assistant Secretary, NBC Telemundo License Co., to Marlene H. Dortch, Secretary, Federal Communications Commission at 1 n.1 (dated Oct. 14, 2009).

For similar reasons, the temporary common ownership of three stations will not have an adverse impact on competition in the Los Angeles market. Again, the three stations at issue here operate in a market with the largest number of independently owned full-power television stations of any market in the country, and none of the three stations is ranked among the top four stations in the market. Further, stations KVEA and KWHY-TV do not have a competitively dominant position with regard to other Spanish-language stations. Rather, Univision's station KMEX-DT is the dominant Spanish-language station in the Los Angeles, California DMA. Indeed, KMEX-DT is among the top four stations (ranking 2nd) in the Los Angeles market, outperforming CBS, Fox, NBC, CW and MNT network stations. KVEA and KWHY-TV, by comparison rank 11th and 14th in the Nielsen ratings.³¹

Grant of an extension of NBCU's temporary waiver is further justified by the fact that the Applicants will continue to operate the stations separately during the period of common ownership.³² The Commission has found that similar pledges weighed in favor of a grant of a waiver.³³ As the Commission recognized in the *Telemundo Order*, the fact that the third station will be operated separately helps to ensure that any anti-competitive effects of the temporary three-station combination will be diminished.³⁴

As a final matter, as demonstrated in the Public Interest Statement filed with the lead transfer of control applications, it is beyond question that the proposed transaction will result in long-term public interest benefits that readily outweigh any potential harm that may result from

³¹ See Attachment 2.

³² See *Capital Cities/ABC Order*, 11 FCC Rcd at 5872.

³³ *Id.*; *Telemundo Order*, 17 FCC Rcd at 6977.

³⁴ *Telemundo Order*, 17 FCC Rcd at 6977.

extending a temporary waiver of the television duopoly rule. All of these benefits amply justify an extension of NBCU's temporary waiver of the television duopoly rule in order to accommodate the proposed transaction.

V. TELEVISION/NEWSPAPER CROSS-OWNERSHIP

General Electric Capital Corporation ("GECC"), an indirect, wholly owned subsidiary of GE, now holds debt and non-voting equity constituting 36.41 percent of the value of American Community Newspapers ("ACN"), following ACN's emergence from a bankruptcy proceeding in which GECC's debt was converted to non-voting equity. ACN owns two small daily newspapers in the Dallas-Fort Worth, Texas market: the *Plano Star Courier*, published in Plano, Texas, and the *McKinney Courier-Gazette*, published in McKinney, Texas.³⁵ On October 22, 2009, SVO, the licensee of KXAS-TV, Fort Worth, Texas (FIN 49330) ("KXAS-TV"), amended its pending renewal application to report that the contour of KXAS-TV encompasses the entire community of publication of the ACN daily papers. GECC's debt and equity interests in ACN exceed 33 percent of ACN's total asset value. As a result, these interests are now attributable to GE and GECC under the EDP rule due to the decline in the value of ACN assets and the conversion of a portion of GECC's loans to equity. The amendment noted that the Commission affords parties a reasonable time to come into compliance with any ownership restrictions made applicable as a result of a change in attributable status due to unforeseen circumstances.³⁶ The

³⁵ Estimated daily circulation at the *Plano Star Courier* for 2008 was 4700 copies, representing a 0.7 percent share of the Dallas-Ft. Worth newspaper market. The *McKinney Courier-Gazette* had an estimated daily circulation of 5900 copies in 2008, representing a 0.8 percent share of the Dallas-Ft. Worth newspaper market. Both publications are currently contemplating a reduction in the frequency of their publication due to declining revenues and market share.

³⁶ GECC monitors and tracks its debt and equity interests so that in the event any interests become attributable under the EDP rule, those interests can be reported.

amendment further advises the Commission that, given the current economic climate, a reasonable time is likely to be more than one year.

VI. RADIO/TELEVISION CROSS-OWNERSHIP

GECC also has provided a credit facility to Coast Radio Company, Inc. (“Coast”), which owns and operates, through subsidiaries, three radio stations in the San Francisco, California market: KKDV(FM), Walnut Creek, California (FIN 36032); KKIQ(FM), Livermore, California (FIN 67818); and KUIC(FM), Vacaville, California (FIN 54261). The GECC credit facility accounts for more than 33 percent of the total asset value of Coast. Two of the stations licensed to NBC Telemundo License Co., KNTV, San Jose, California (FIN 35280) and KSTS, San Jose, California (FIN 64987), are located in the San Francisco-Oakland-San Jose, California DMA, and will be attributable to GE following the consummation of the proposed transaction. There are more than 10 independent media voices in the San Francisco-Oakland-San Jose, California DMA, and the common ownership of three FM stations in the relevant market is permissible under the applicable local radio ownership rule.³⁷ Therefore, GE’s attributed ownership of two TV stations and three FM stations in the relevant market fully complies with the radio/television cross-ownership rule³⁸

³⁷ 47 C.F.R. § 73.3555(a)(1) (2008).

³⁸ 47 C.F.R. § 73.3555(c)(2)(ii) (2008). *See* Broadcasting and Cable Yearbook 2010; *see also* Attachment 3.

Attachment 1

National Audience Reach

National Audience Reach¹

Markets (Rank)	Without UHF Discount	With UHF Discount	Call Sign(s)	Virtual Channel(s)	RF Channel(s)
Boston, MA-Manchester, NH (7)	2.075	2.075	WNEU & WWDP	60 & 46	34 & 10
Chicago, IL (3)	3.015	3.015	WMAQ-TV & WSNS-TV	5 & 44	29 & 45
Dallas-Fort Worth, TX (5)	2.191	2.191	KXAS-TV & KXTX-TV	5 & 39	41 & 40
Denver, CO (16)	1.326	0.663	KDEN-TV	25	29
Fresno-Visalia, CA (55)	0.499	0.499	KNSO	51	11
Hartford & New Haven, CT (30)	0.870	0.435	WVIT	30	35
Houston, TX (10)	1.829	0.915	KTMD	47	48
Las Vegas, NV (42)	0.622	0.311	KBLR	39	40
Los Angeles, CA (2)	4.873	4.873	KNBC & KVEA & KWHY-TV	4 & 52 & 22	36 & 39 & 42
Miami-Fort Lauderdale, FL (17)	1.324	1.324	WSCV & WTVJ	6 & 31	30 & 31
New York, NY (1)	6.453	6.453	WNBC & WNJU	4 & 47	28 & 36
Philadelphia, PA (4)	2.545	2.545	WCAU	10	34
Phoenix (Prescott), AZ (12)	1.614	0.807	KTAZ	39	39
San Juan, PR (N/A)	1.088	1.088	WKAQ-TV	2	28
San Antonio, TX (37)	0.715	0.358	KVDA	60	38
San Diego, CA (28)	0.924	0.462	KNSD	39	40
San Francisco-Oakland-San Jose, CA (6)	2.156	2.156	KNTV & KSTS	11 & 48	12 & 49
Tucson (Sierra Vista), AZ (66)	0.401	0.201	KHRR	40	40
Washington, DC (Hagerstown, MD) (9)	2.011	2.011	WRC-TV	4	48
	Total 36.531%	Total 32.382%			

¹ The Nielsen Company, Local Television Market Universe Estimates, 2010 TV Homes (visited Jan. 14, 2010): [http://en-us.nielsen.com/etc/content/nielsen_dotcom/en_us/home/measurement/tv_research.mbt.39577.RelatedLinks.13293.MediaPath\[1\].pdf](http://en-us.nielsen.com/etc/content/nielsen_dotcom/en_us/home/measurement/tv_research.mbt.39577.RelatedLinks.13293.MediaPath[1].pdf) (reporting 114,866,380 total U.S. television households). As discussed in footnote 9 of this Exhibit 19, Puerto Rico television households have been added to the denominator for a total of 116,129,644 U.S. television households.

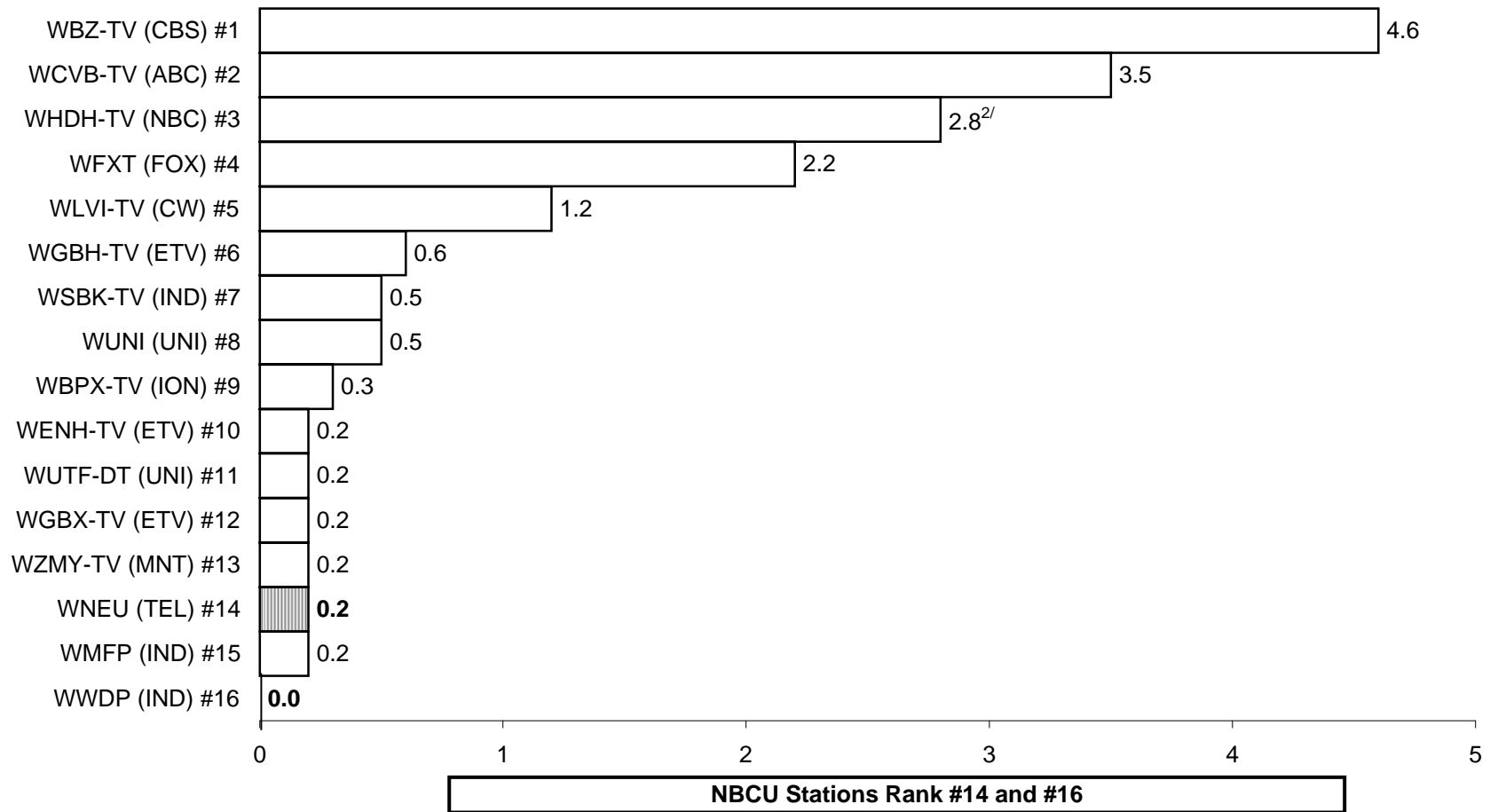
Attachment 2

Audience Share for the Following Designated Market Areas:

- **Boston, MA-Manchester, NH**
- **Chicago, IL**
- **Dallas-Fort Worth, TX**
- **Los Angeles, CA**
- **Miami-Fort Lauderdale, FL**
- **New York, NY**
- **San Francisco-Oakland-San Jose, CA**

Boston, Massachusetts - Manchester, New Hampshire (DMA) -- Audience Share

Households 9:00 a.m.-Midnight (November 2009 Sweeps)^{1/}

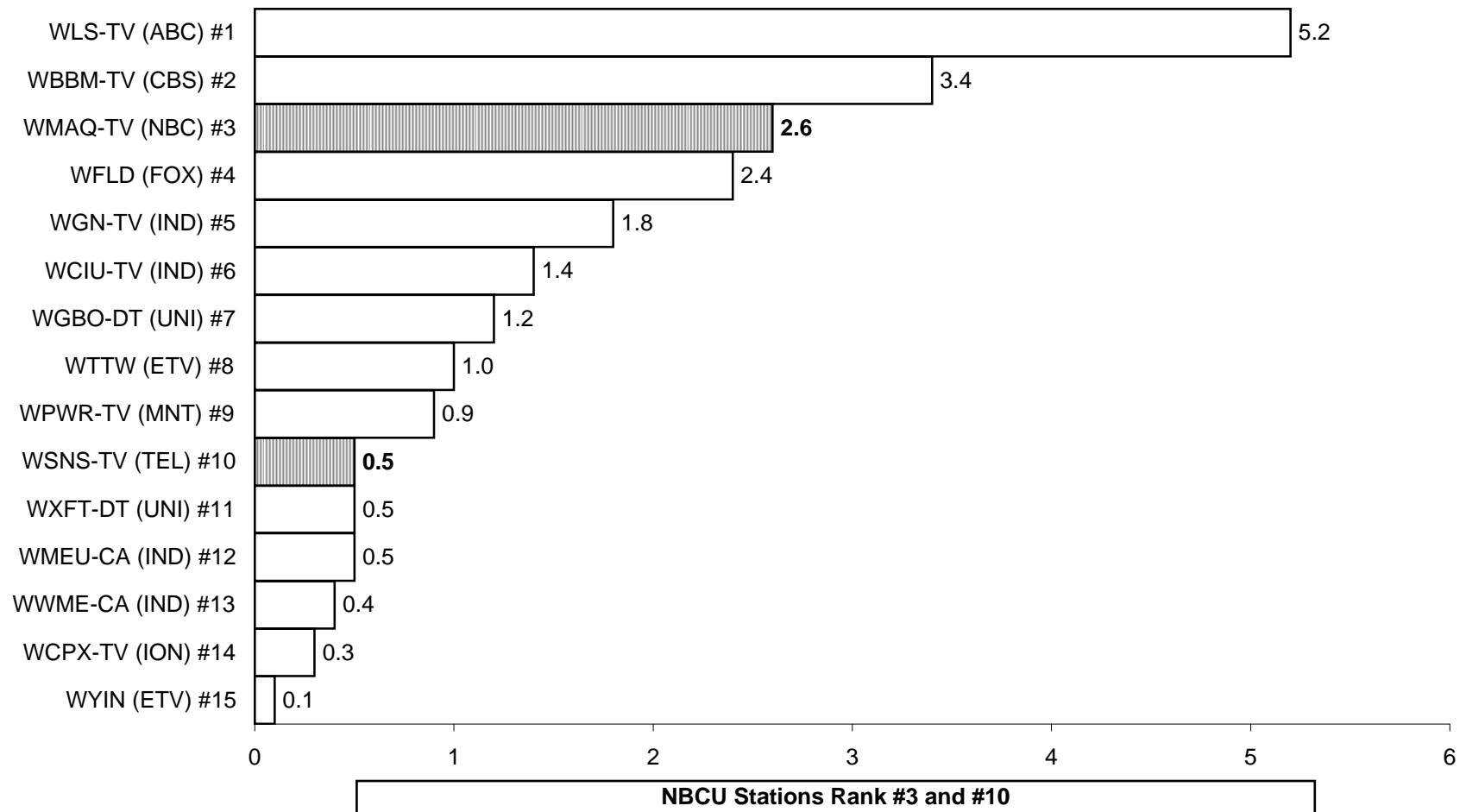


^{1/} The Nielsen Company.

^{2/} This station is licensed to an NBC affiliate and is not part of the transfer.

Chicago, Illinois (DMA) -- Audience Share

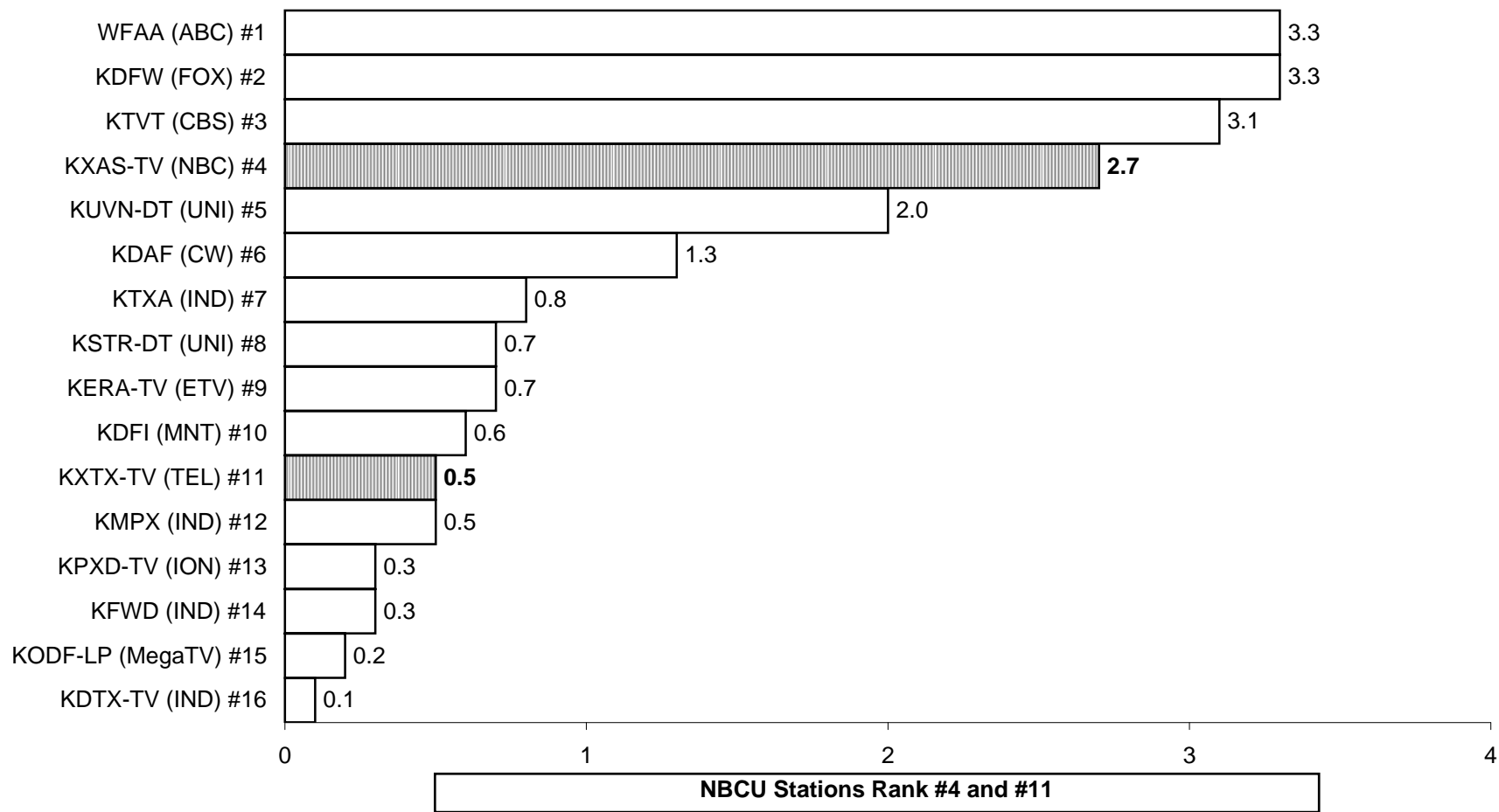
Households 9:00 a.m.-Midnight (November 2009 Sweeps)^{1/}



^{1/} The Nielsen Company.

Dallas - Fort Worth, Texas (DMA)-- Audience Share

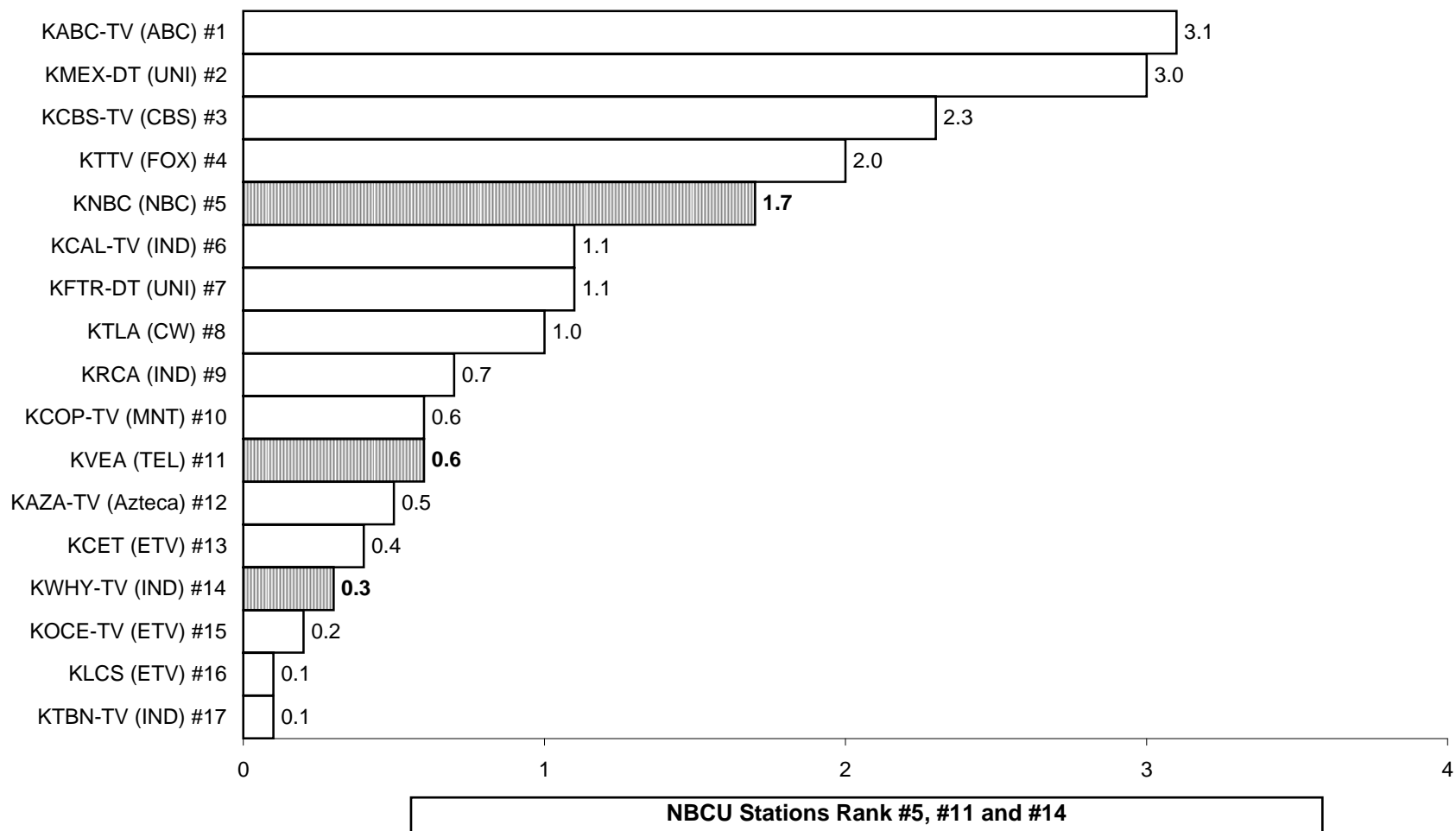
Households 9:00 a.m.-Midnight (November 2009 Sweeps)^{1/}



^{1/} The Nielsen Company.

Los Angeles, California (DMA) -- Audience Share

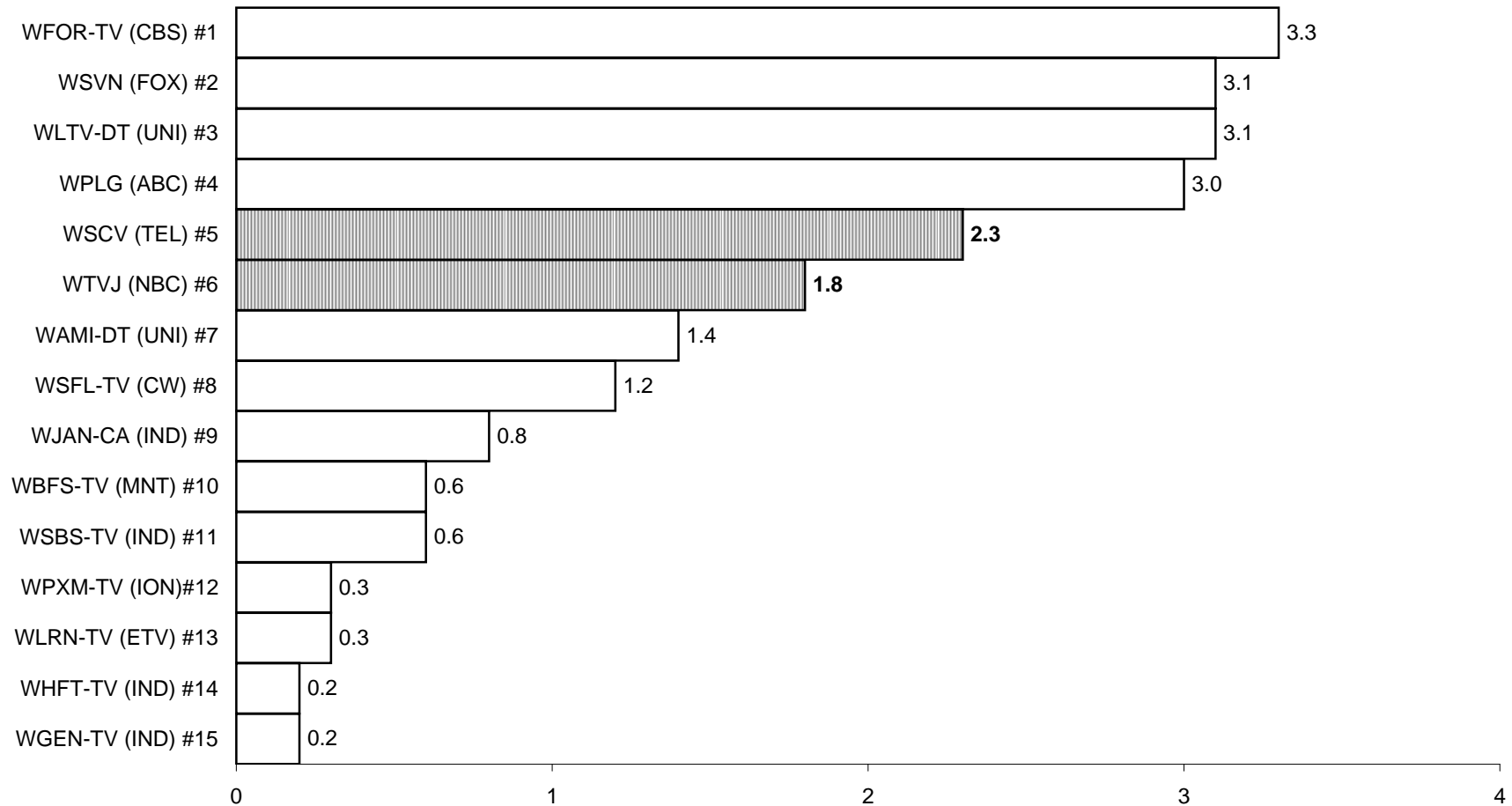
Households 9:00 a.m.-Midnight (November 2009 Sweeps)^{1/}



^{1/} The Nielsen Company

Miami - Fort Lauderdale, Florida (DMA) -- Audience Share

Households 9:00 a.m.-Midnight (November 2009 Sweeps)^{1/}

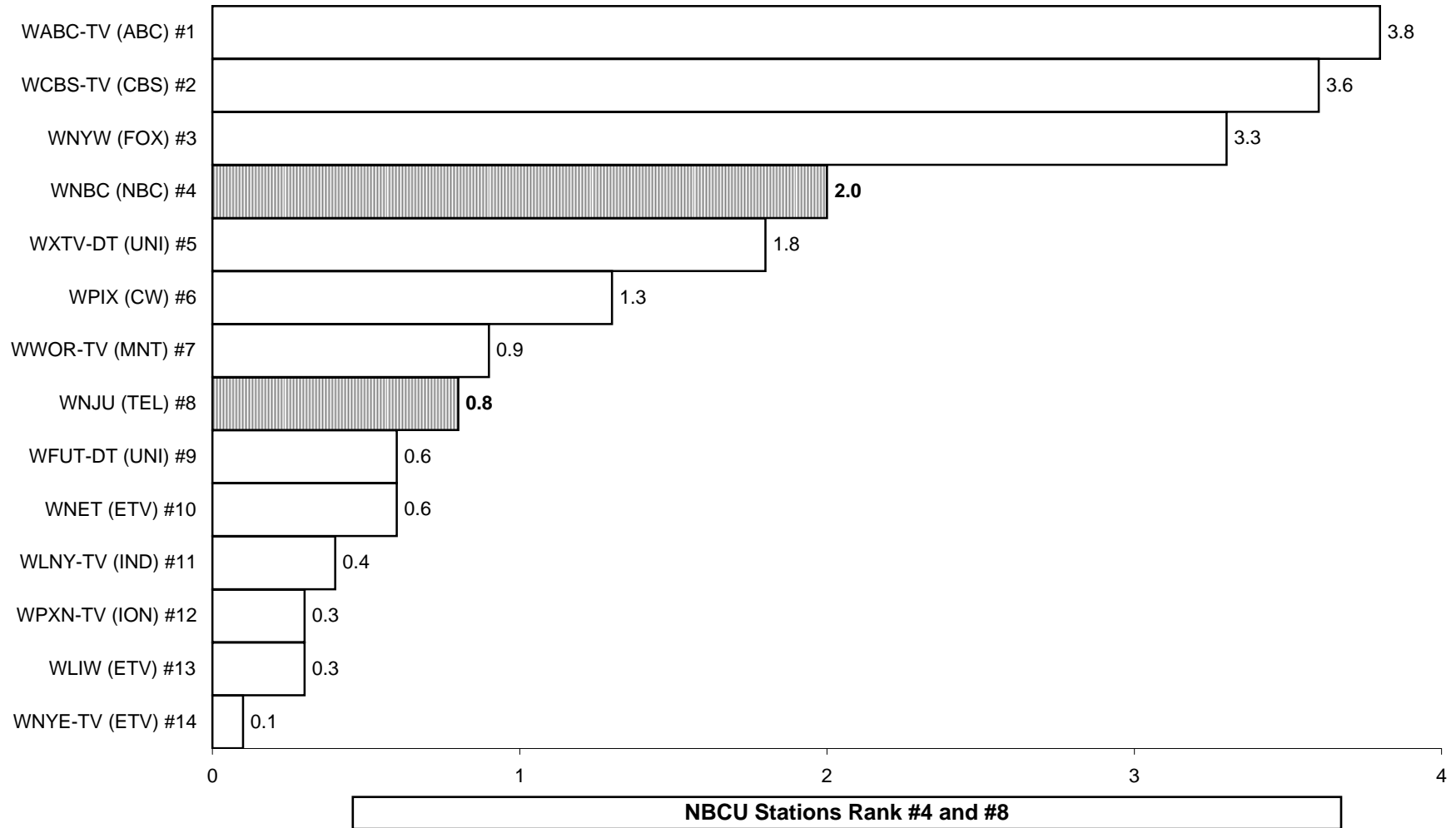


NBCU Stations Rank #5 and #6

^{1/} The Nielsen Company.

New York, New York (DMA) -- Audience Share

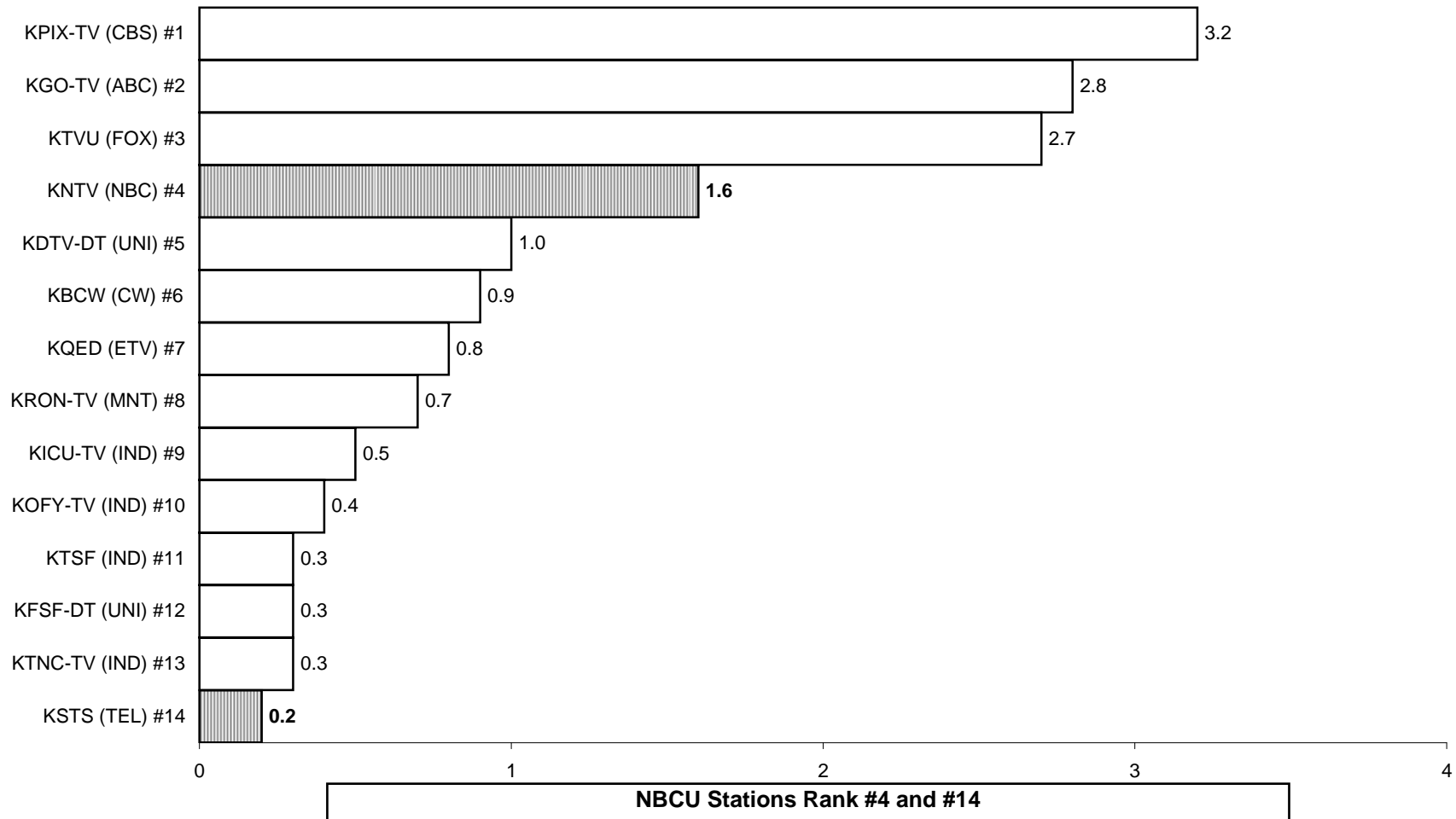
Households 9:00 a.m.-Midnight (November 2009 Sweeps)^{1/}



^{1/} The Nielsen Company

San Francisco - Oakland - San Jose, California (DMA) -- Audience Share

Households 9:00 a.m.-Midnight (November 2009 Sweeps)^{1/}



^{1/} The Nielsen Company.

Attachment 3

Post-Transaction Independent TV Voices

Boston, MA-Manchester, NH (DMA Rank 7) - TV Independent Voices¹

1 = Counted as Independent Voice

0 = Not counted as Independent Voice.

Voices	Owner	Affiliate	Call Sign
1	CBS Corporation	CBS	WBZ-TV, Boston, MA
0	CBS Corporation	IND	WSBK-TV, Boston, MA
1	Daystar Television network	ETV	WYDN, Worchester, MA
1	Entravision Holdings, LLC	Univision	WUNI, Worcester, MA
1	Hearst Television	ABC	WCVB-TV, Boston, MA
0	Hearst Television	ABC	WMUR-TV, Manchester, NH
1	ION Media	ION	WPX-TV, Boston, MA
1	Multicultural Capital Trust	IND	WMFP, Lawrence, MA
1	NBC Telemundo	Telemundo	WNEU, Merrimack, NH
1	News Corporation	FOX	WFXT, Boston, MA
1	Shootingstar/Alta	MyNetworkTV	WZMY-TV, Derry, NH
1	Sunbeam Television	NBC	WHDH-TV, Boston, MA
0	Sunbeam Television	CW	WLVI-TV, Cambridge, MA
1	University System of New Hampshire Board of Trustees	ETV	WEKW-TV, Keene, NH
0	University System of New Hampshire Board of Trustees	ETV	WENH-TV, Durham, NH
1	Univision/Broadcasting Media Partners	TeleFutura	WUTF-DT, Marlborough, MA
0	ValueVision Media	IND	WWDP, Norwell, MA
1	WGBH Educational Foundation	ETV	WGBH-TV, Boston, MA
0	WGBH Educational Foundation	ETV	WGBX-TV, Boston, MA
Total 13			

¹ Broadcasting and Cable Yearbook 2010.

Chicago, IL (DMA Rank 3) - TV Independent Voices¹

1 = Counted as Independent Voice

0 = Not counted as Independent Voice.

Voices	Owner	Affiliate	Call Sign
1	ABC/Disney	ABC	WLS-TV, Chicago, IL
1	CBS Corporation	CBS	WBBM-TV, Chicago, IL
1	College Dist. #508, County of Cook	ETV	WYCC, Chicago, IL
1	ION Media	ION	WCPX-TV, Chicago, IL
1	Jovon Broadcasting Corporation	IND	WJYS, Hammond, IN
1	NBC Telemundo	NBC	WMAQ-TV, Chicago, IL
0	NBC Telemundo	Telemundo	WSNS-TV, Chicago, IL
1	News Corporation	FOX	WFLD, Chicago, IL
0	News Corporation	MyNetworkTV	WPWR-TV, Gary, IN
1	Northwest Indiana Public Broadcasting, Inc.	ETV	WYIN, Gary, IN
1	Tribune Broadcasting	CW	WGN-TV, Chicago, IL
1	Trinity Christian Center of Santa Ana	IND	WWTO-TV, La Salle, IL
1	Univision/Broadcasting Media Partners	Univision	WGBO-DT, Joliet, IL
0	Univision/Broadcasting Media Partners	TeleFutura	WXFT-DT, Aurora, IL
1	Weigel Broadcasting	IND	WCIU-TV, Chicago, IL
1	Window to the World Communications, Inc.	ETV	WTTW, Chicago, IL
Total 13			

¹ Broadcasting and Cable Yearbook 2010.

Dallas-Fort Worth, TX (DMA Rank 5) - TV Independent Voices¹

1 = Counted as Independent Voice

0 = Not counted as Independent Voice.

Voices	Owner	Affiliate	Call Sign
1	Belo Corporation	ABC	WFAA, Dallas, TX
1	CBS Corporation	CBS	KTVT, Fort Worth, TX
0	CBS Corporation	IND	KTXA, Fort Worth, TX
1	Daystar Television Network	ETV	KDTN, Denton, TX
0	HIC Broadcast, Inc. (LMA by Belo Corporation)	IND	KFWD, Fort Worth, TX
1	ION Media	ION	KPXD-TV, Arlington, TX
1	Johnson Broadcasting Of Dallas, Inc.	IND	KLDT, Lake Dallas, TX
1	Liberman Broadcasting	IND	KMPX, Decatur, TX
1	NBC Telemundo	NBC	KXAS-TV, Fort Worth, TX
0	NBC Telemundo	Telemundo	KXTX-TV, Dallas, TX
1	News Corporation	MyNetworkTV	KDFI, Dallas, TX
0	News Corporation	FOX	KDFW, Dallas, TX
1	North Texas Public Broadcasting, Inc.	ETV	KERA-TV, Dallas, TX
1	Simons Broadcasting, LP, Debtor-In-Possession	IND	KTAQ, Greenville, TX
1	Tribune Broadcasting	CW	KDAF, Dallas, TX
1	Trinity Broadcasting of Texas, Inc.	IND	KDTX-TV, Dallas, TX
1	Univision/Broadcasting Media Partners	Univision	KUVN-DT, Garland, TX
0	Univision/Broadcasting Media Partners	TeleFutura	KSTR-DT, Irving, TX
Total 13			

¹ Broadcasting and Cable Yearbook 2010.

Los Angeles, CA (DMA Rank 2) - TV Independent Voices¹

1 = Counted as Independent Voice

0 = Not counted as Independent Voice.

Voices	Owner	Affiliate	Call Sign
1	ABC/Disney	ABC	KABC-TV, Los Angeles, CA
1	AsianMedia Group	IND	KSCI, Long Beach, CA
1	CBS Corporation	CBS	KCBS-TV, Los Angeles, CA
0	CBS Corporation	IND	KCAL-TV, Los Angeles, CA
1	Community Television Of Southern California	ETV	KCET, Los Angeles, CA
1	Ellis Communications KDOC Licensee, LLC	IND	KDOC-TV, Anaheim, CA
1	Hero Licenseco LLC	IND	KBEH, Oxnard, CA
1	ION Media	ION	KPXN-TV, San Bernardino, CA
1	KOCE TV Foundation	ETV	KOCE-TV, Huntington Beach, CA
1	KVMD Licensee Co., LLC	IND	KVMD, Twentynine Palms, Ca
1	LA TV Holdings	IND	KJLA, Ventura, CA
1	Liberman Broadcasting	IND	KRCA, Riverside, CA
1	Los Angeles Unified School District	ETV	KLCS, Los Angeles, CA
1	Multicultural Television Broadcasting	IND	KHIZ, Barstow, CA
1	NBC Telemundo	NBC	KNBC, Los Angeles, CA
0	NBC Telemundo	Telemundo	KVEA, Corona, CA
0	NBC Telemundo	IND	KWHY-TV, Los Angeles, CA
1	News Corporation	MyNetworkTV	KCOP-TV, Los Angeles, CA
0	News Corporation	FOX	KTTV, Los Angeles, CA
1	Pappas Telecasting Companies	Azteca America	KAZA-TV, Avalon, Ca
1	Rancho Palos Verdes Broadcasters, Inc.	IND	KXLA, Rancho Palos Verdes, CA
1	San Bernardino Community College District	ETV	KVCR-DT, San Bernardino, CA
1	Tribune Broadcasting	CW	KTLA, Los Angeles, CA
1	Trinity Christian Center of Santa Ana	IND	KTBN-TV, Santa Ana, CA
1	Univision/Broadcasting Media Partners	Univision	KMEX-DT, Los Angeles, CA
0	Univision/Broadcasting Media Partners	TeleFutura	KFTR-DT, Ontario, CA

Total 21

¹ Broadcasting and Cable Yearbook 2010.

Miami-Fort Lauderdale, FL (DMA Rank 17) - TV Independent Voices¹

1 = Counted as Independent Voice

0 = Not counted as Independent Voice.

Voices	Owner	Affiliate	Call Sign
1	CBS Corporation	CBS	WFOR-TV, Miami, FL
0	CBS Corporation	MyNetworkTV	WBFS-TV, Miami, FL
1	Community TV Foundation of S. Florida, Inc.	ETV	WPBT, Miami, FL
0	Cumbia Entertainment	IND	WGEN-TV, Key West, FL
1	ION Media	ION	WPXM-TV, Miami, FL
1	NBC Telemundo	NBC	WTVJ, Miami, FL
0	NBC Telemundo	Telemundo	WSCV, Fort Lauderdale, FL
0	Spanish Broadcasting System	IND	WSBS-TV, Key West, FL
1	Sunbeam Television Corporation	FOX	WSVN, Miami, FL
1	The School Board of Miami - Dade County, FL	ETV	WLRN-TV, Miami, FL
1	The Washington Post Company	ABC	WPLG, Miami, FL
1	Tribune Broadcasting	CW	WSFL-TV, Miami, FL
1	Trinity Broadcasting of Florida, Inc.	IND	WHFT-TV, Miami, FL
1	Univision/Broadcasting Media Partners	Univision	WLTW-DT, Miami, FL
0	Univision/Broadcasting Media Partners	TeleFutura	WAMI-DT, Hollywood, FL
Total 10			

¹ Broadcasting and Cable Yearbook 2010.

New York, NY (DMA Rank 1) - TV Independent Voices¹

1 = Counted as Independent Voice

0 = Not counted as Independent Voice.

Voices	Owner	Affiliate	Call Sign
1	ABC/Disney	ABC	WABC-TV, New York, NY
1	CBS Corporation	CBS	WCBS-TV, New York, NY
1	Connecticut Public Broadcasting, Inc.	ETV	WEDW, Bridgeport, CT
1	Educational Broadcasting Corporation	ETV	WLIW, Garden City, NY
0	Educational Broadcasting Corporation	ETV	WNET, Newark, NJ
1	Family Stations of New Jersey, Inc.	ETV	WFME-TV, West Milford, NJ
1	ION Media	ION	WPXN-TV, New York, NY
1	Mountain Broadcasting Corporation	IND	WMBC-TV, Newton, NJ
1	Multicultural Capital Trust	Azteca America	WSAH, Bridgeport, CT
1	NBC Telemundo	NBC	WNBC, New York, NY
0	NBC Telemundo	Telemundo	WNJU, Linden, NJ
1	New Jersey Public Broadcasting Authority	ETV	WNJB, New Brunswick, NJ
0	New Jersey Public Broadcasting Authority	ETV	WNJN, Montclair, NJ
1	New York City Dept. Of Info Technology & Telecommunications	ETV	WNYE-TV, New York, NY
1	News Corporation	FOX	WNYW, New York, NY
0	News Corporation	MyNetworkTV	WWOR-TV, Secaucus, NJ
1	Tribune Broadcasting	CW	WPIX, New York, NY
1	Trinity Christian Center of Santa Ana	IND	WTBY-TV, Poughkeepsie, NY
1	Univision/Broadcasting Media Partners	Univision	WXTV-DT, Paterson, NJ
0	Univision/Broadcasting Media Partners	IND	WFTY-DT, Smithtown, NY
0	Univision/Broadcasting Media Partners	TeleFutura	WFUT-DT, Newark, NJ
1	WLNY Limited Partnership	IND	WLNY-TV, Riverhead, NY
1	WRNN License Company, LLC	IND	WRNN-TV, Kingston, NY
Total 17			

¹ Broadcasting and Cable Yearbook 2010.

San Francisco-Oakland-San Jose, CA (DMA Rank 6) - TV Independent Voices¹

1 = Counted as Independent Voice

0 = Not counted as Independent Voice.

Voices	Owner	Affiliate	Call Sign
1	ABC/Disney	ABC	KGO-TV, San Francisco, CA
1	CBS Corporation	CBS	KPIX-TV, San Francisco, CA
0	CBS Corporation	CW	KBCW, San Francisco, CA
1	Christian Communications Chicagoland	IND	KTLN-TV, Novato, CA
1	Cox Enterprises	FOX	KTVU, Oakland, CA
0	Cox Enterprises	IND	KICU-TV, San Jose, CA
1	Granite Broadcasting	IND	KOFY-TV, San Francisco, CA
1	High Plains Broadcasting License Company LLC	IND	KFTY, Santa Rosa, CA
1	ION Media	ION	KKPX-TV, San Jose, CA
1	Lincoln Broadcasting Company, a California LP	IND	KTSF, San Francisco, CA
1	Minority Television Project	ETV	KMTP-TV, San Francisco, CA
1	Multicultural Capital Trust	IND	KCNS, San Francisco, CA
1	NBC Telemundo	NBC	KNTV, San Jose, CA
0	NBC Telemundo	Telemundo	KSTS, San Jose, CA
1	Northern California Public Broadcasting, Inc.	ETV	KQED, San Francisco, CA
0	Northern California Public Broadcasting, Inc.	ETV	KTEH, San Jose, CA
1	Rural California Broadcasting Corp.	ETV	KRCB, Cotati, CA
1	San Mateo County Community College District	ETV	KCSM-TV, San Mateo, CA
1	TTBG LLC	IND	KTNC-TV, Concord, CA
1	Univision/Broadcasting Media Partners	Univision	KDTV-DT, San Francisco, CA
0	Univision/Broadcasting Media Partners	TeleFutura	KFSF-DT, Vallejo, CA
1	Young Broadcasting	MyNetworkTV	KRON-TV, San Francisco, CA

Total 17

¹ Broadcasting and Cable Yearbook 2010.