

Exhibit 11

This application is one of two applications seeking authority to assign or transfer control of nine full-power television stations and their associated television translator stations as set forth below pursuant to the Stock and Asset Purchase Agreement by and between Fox Television Stations, Inc. and FoxCo Acquisition Sub, LLC, dated as of December 21, 2007 (the “Purchase Agreement”):

Station	Location	Facility Id.	Type	Assignor/ Transferor	Assignee/ Transferee
WDAF-TV	Kansas City, MO	11291	Transfer of Control	Fox Television Stations, Inc.	FoxCo Acquisition Sub, LLC
WITI(TV)	Milwaukee, WI	73107	Assignment of License	Fox Television Stations, Inc.	FoxCo Acquisition Sub, LLC
KDVR(TV)	Denver, CO	126	Assignment of License	Fox Television Stations, Inc.	FoxCo Acquisition Sub, LLC
KFCT(TV)	Fort Collins, CO	125	Assignment of License	Fox Television Stations, Inc.	FoxCo Acquisition Sub, LLC
WJW(TV)	Cleveland, OH	73150	Assignment of License	Fox Television Stations, Inc.	FoxCo Acquisition Sub, LLC
KTVI(TV)	St. Louis, MO	35693	Assignment of License	Fox Television Stations, Inc.	FoxCo Acquisition Sub, LLC
KSTU(TV)	Salt Lake City, UT	22215	Assignment of License	Fox Television Stations, Inc.	FoxCo Acquisition Sub, LLC
WBRC(TV)	Birmingham, AL	71221	Assignment of License	Fox Television Stations, Inc.	FoxCo Acquisition Sub, LLC
WGHP(TV)	High Point, NC	72106	Assignment of License	Fox Television Stations, Inc.	FoxCo Acquisition Sub, LLC

The ownership structure of the proposed Assignee and Transferee and the parties that would hold attributable interests in the broadcast licenses subject to this application are detailed in the attached pages of this Exhibit 11.

Agreements. The parties attach hereto the Purchase Agreement. The parties, however, are not submitting the schedules and exhibits to the Purchase Agreement, which are listed in Pages v through and vii of the Purchase Agreement because those materials contain confidential and proprietary information that is not germane to the Commission’s evaluation of this application.¹ In addition to the Purchase Agreement, the parties simultaneously entered into a side letter agreement concerning certain documents that the parties will execute at closing. As such, the letter agreement is not submitted here. Information contained in the omitted materials will be provided to the Commission upon request, subject to the parties’ rights, where appropriate, to submit such information subject to regulations restricting public access to confidential and proprietary information.

Pending Renewal Applications. WITI(TV), KDVR(TV) and KFCT(TV) are the subject of pending applications for renewal of license. The parties therefore request that the Commission apply its policy permitting processing of multi-station assignment of license applications that involve a

¹ See *LUJ, Inc.*, 17 FCC Rcd 16980 (2002); *Public Notice*, DA 02-2049 (rel. Aug. 22, 2002).

subset of stations with pending renewal applications where (1) no basic qualifications issues against the assignor and assignee were raised or, if raised, were resolved favorably, and (2) the assignee explicitly assents to standing in the stead of the assignor in any renewal proceeding that is pending at the time of consummation of the assignment of license.² The Assignee hereby agrees to succeed to the position of the Assignor in any pending renewal applications, and assume the consequences therein, consistent with the procedures set forth in *Shareholders of CBS Corporation*.

Other Media Interests. Oak Hill Capital Management Partners II, LP and certain affiliated funds control Local TV, LLC, which is the indirect parent of the following broadcast licensees:

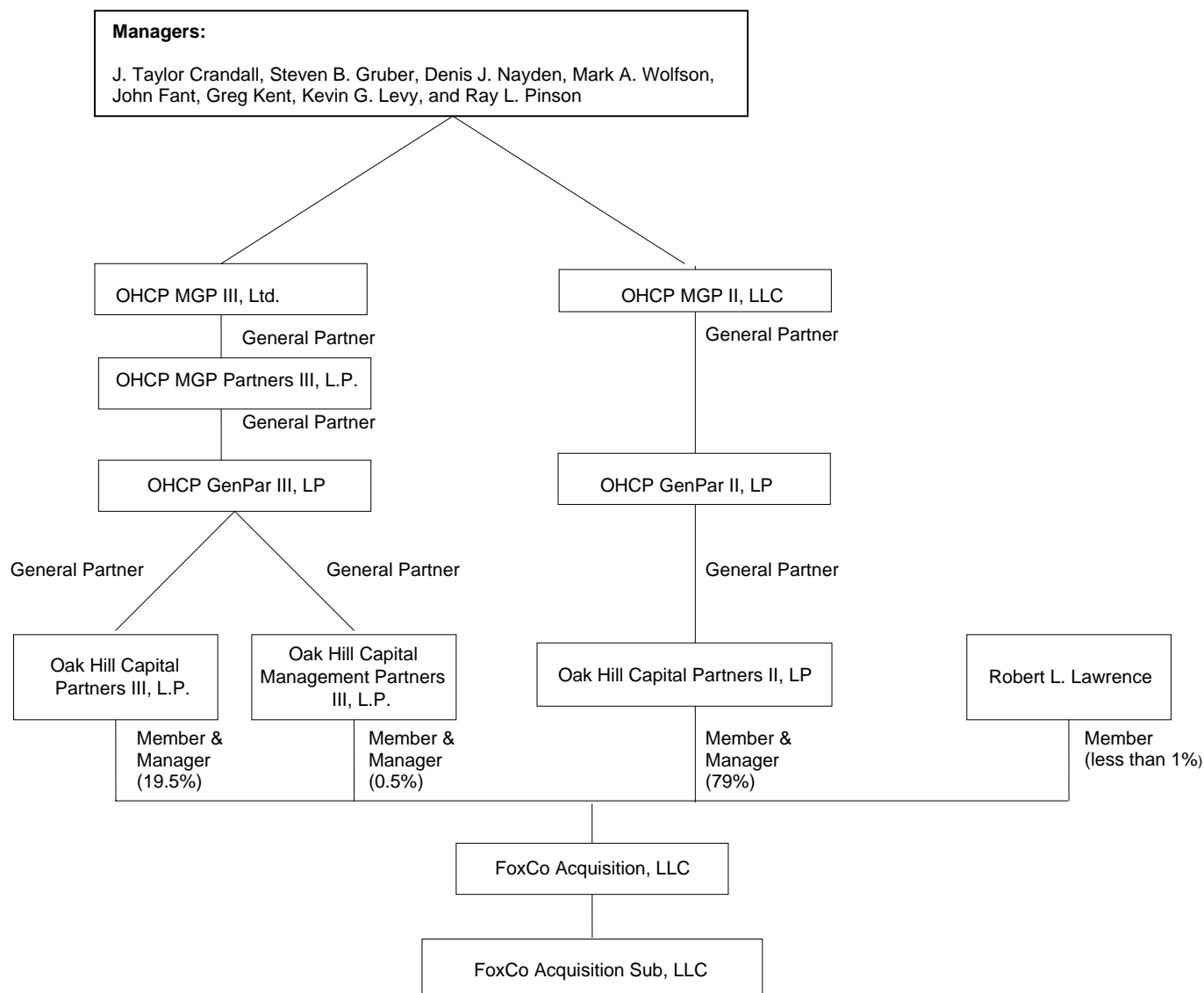
Licensee	Call Sign	Location	Facility Id.
Local TV Oklahoma License, LLC	KAUT-TV	Oklahoma City, OK	50182
Local TV Oklahoma License, LLC	KFOR-TV	Oklahoma City, OK	66222
Local TV Arkansas License, LLC	KFSM-TV	Fort Smith, AR	66469
Local TV Alabama License, LLC	WHNT-TV	Huntsville, AL	48693
Local TV Iowa License, LLC	WHO-TV	Des Moines, IA	66221
Local TV Pennsylvania License, LLC	WNEP-TV	Scranton, PA	73318
Local TV Illinois License, LLC	WQAD-TV	Moline, IL	73319
Local TV Tennessee License, LLC	WREG-TV	Memphis, TN	66174
Local TV Virginia License, LLC	WTKR(TV)	Norfolk, VA	47401

Robert L. Lawrence, Local TV LLC Chief Operating Officer (and a Member and Director of Local TV, LLC), holds an attributable interest in KTRS-AM License, LLC, the licensee of KTRS(AM), St. Louis, Missouri (Facility Identification Number 20359). Specifically, Mr. Lawrence serves as Chairman of the licensee. Mr. Lawrence also serves as Chairman of KTRS-AM, LLC, which is the sole Member of the station's licensee. Mr. Lawrence also serves as Chairman and Manager of St. Louis Sports Radio, LLC, which is the sole Member of KTRS-AM, LLC. Mr. Lawrence also serves as President and a Director of CR Holdings, LLC, which holds a fifty percent interest in St. Louis Sports Radio, LLC. In addition, Mr. Lawrence also holds a 7.5 percent voting interest in CR Holdings, LLC. Mr. Lawrence's interest in this single AM station and his proposed interest in KTVI(TV), St. Louis, Missouri, complies with Section 73.3555(c)(2).³

² See, e.g., *Shareholders of CBS Corporation*, 16 FCC Rcd 16072, ¶ 3 (2001) ("The Commission repeatedly has held that, in multi-station transactions, it will grant the transfer of control application while the renewal application is pending as long as there are no basic qualification issues pending against the transferor or transferee that could not be resolved in the context of the transfer proceeding, and the transferee explicitly assents to standing in the stead of the transferor in the pending renewal proceeding.")

³ See 47 C.F.R. § 73.3555(c)(2) ("An entity may directly or indirectly own, operate, or control up to two commercial TV stations (if permitted by paragraph (b) of this section, the local television multiple ownership rule) and 1 commercial radio station situated as described above in paragraph (1) of this section.")

OWNERSHIP STRUCTURE OF FOXCO ACQUISITION SUB, LLC



Ownership Structure of FoxCo Acquisition Sub, LLC

Name & Address	Citizenship	Positional Interest	Percentage of Votes	Percentage of Total Assets
FoxCo Acquisition Sub, LLC 1717 Dixie Highway, Suite 650 Ft. Wright, KY 41011	U.S. (Delaware LLC)	---	--	--
Robert L. Lawrence 1717 Dixie Highway, Suite 650 Ft. Wright, KY 41011	U.S.	President & Chief Executive Officer	0%	0%
Pam Taylor 1717 Dixie Highway, Suite 650 Ft. Wright, KY 41011	U.S.	Chief Financial Officer, Vice President & Assistant Secretary	0%	0%
Kevin G. Levy 1717 Dixie Highway, Suite 650 Ft. Wright, KY 41011	U.S.	Vice President & Secretary	0%	0%
FoxCo Acquisition, LLC 1717 Dixie Highway, Suite 650 Ft. Wright, KY 41011	U.S. (Delaware LLC)	Member	100%	100%

Ownership Structure of FoxCo Acquisition, LLC

Name & Address	Citizenship	Positional Interest	Percentage of Votes	Percentage of Total Assets
FoxCo Acquisition, LLC 1717 Dixie Highway, Suite 650 Ft. Wright, KY 41011	U.S. (Delaware LLC)	---	--	--
Robert L. Lawrence 1717 Dixie Highway, Suite 650 Ft. Wright, KY 41011	U.S.	Chief Executive Officer, Director, and Member	Less than 1%	Less than 1%
J. Taylor Crandall 1717 Dixie Highway, Suite 650 Ft. Wright, KY 41011	U.S.	Vice President & Director	0%	0%
Benjamin Diesbach 1717 Dixie Highway, Suite 650 Ft. Wright, KY 41011	U.S.	Vice President & Director	0%	0%
Jonathan Friesel 1717 Dixie Highway, Suite 650 Ft. Wright, KY 41011	U.S.	Vice President & Director	0%	0%
Pam Taylor 1717 Dixie Highway, Suite 650 Ft. Wright, KY 41011	U.S.	Chief Financial Officer, Vice President & Assistant Secretary	0%	0%
Kevin G. Levy 1717 Dixie Highway, Suite 650 Ft. Wright, KY 41011	U.S.	Vice President & Secretary	0%	0%
Oak Hill Capital Partners II, LP 1717 Dixie Highway, Suite 650 Ft. Wright, KY 41011	U.S. (Delaware LP)	Member & Manager	79%	79%
Oak Hill Capital Partners III, LP 1717 Dixie Highway, Suite 650 Ft. Wright, KY 41011	Cayman LP	Member & Manager	19.5%	19.5%
Oak Hill Capital Management Partners III, LP 1717 Dixie Highway, Suite 650 Ft. Wright, KY 41011	Cayman LP	Member & Manager	0.5%	0.5%

Ownership Structure of Oak Hill Capital Partners II, LP

Name & Address	Citizenship	Positional Interest	Percentage of Votes	Percentage of Total Assets
Oak Hill Capital Partners II, LP 1717 Dixie Highway, Suite 650 Ft. Wright, KY 41011	U.S. (Delaware LP)	---	---	---
OHCP GenPar II, LP 1717 Dixie Highway, Suite 650 Ft. Wright, KY 41011	U.S. (Delaware LP)	General Partner	100%	100%

Ownership Structure of OHCP GenPar II, LP

Name & Address	Citizenship	Positional Interest	Percentage of Votes	Percentage of Total Assets
OHCP GenPar II, LP 1717 Dixie Highway, Suite 650 Ft. Wright, KY 41011	U.S. (Delaware LP)	---	---	---
OHCP MGP II, LLC 1717 Dixie Highway, Suite 650 Ft. Wright, KY 41011	U.S. (Delaware LLC)	General Partner	100%	100%

Ownership Structure of OHCP MGP II, LLC

Name & Address	Citizenship	Positional Interest	Percentage of Votes	Percentage of Total Assets
OHCP MGP II, LLC 1717 Dixie Highway, Suite 650 Ft. Wright, KY 41011	U.S. (Delaware LLC)	---	---	---
J Taylor Crandall 1717 Dixie Highway, Suite 650 Ft. Wright, KY 41011	U.S.	Manager	12.5%	0%
Steven B. Gruber 1717 Dixie Highway, Suite 650 Ft. Wright, KY 41011	U.S.	Member	12.5%	0%
Denis J. Nayden 1717 Dixie Highway, Suite 650 Ft. Wright, KY 41011	U.S.	Manager	12.5%	0%
Mark A. Wolfson 1717 Dixie Highway, Suite 650 Ft. Wright, KY 41011	U.S.	Manager	12.5%	0%
John Fant 1717 Dixie Highway, Suite 650 Ft. Wright, KY 41011	U.S.	Manager	12.5%	0%
Greg Kent 1717 Dixie Highway, Suite 650 Ft. Wright, KY 41011	U.S.	Manager	12.5%	0%

Kevin G. Levy 1717 Dixie Highway, Suite 650 Ft. Wright, KY 41011	U.S.	Manager	12.5%	0%
Ray L. Pinson 1717 Dixie Highway, Suite 650 Ft. Wright, KY 41011	U.S.	Manager	12.5%	0%

Ownership Structure of Oak Hill Capital Partners III, LP

Name & Address	Citizenship	Positional Interest	Percentage of Votes	Percentage of Total Assets
Oak Hill Capital Partners III, LP 1717 Dixie Highway, Suite 650 Ft. Wright, KY 41011	Cayman LP	---	---	---
OHCP GenPar III, LP 1717 Dixie Highway, Suite 650 Ft. Wright, KY 41011	Cayman LP	General Partner	100%	100%

Ownership Structure of Oak Hill Capital Management Partners III, LP

Name & Address	Citizenship	Positional Interest	Percentage of Votes	Percentage of Total Assets
Oak Hill Capital Management Partners III, LP 1717 Dixie Highway, Suite 650 Ft. Wright, KY 41011	Cayman LP	---	---	---
OHCP GenPar III, LP 1717 Dixie Highway, Suite 650 Ft. Wright, KY 41011	Cayman LP	General Partner	100%	100%

Ownership Structure of OHCP GenPar III, LP

Name & Address	Citizenship	Positional Interest	Percentage of Votes	Percentage of Total Assets
OHCP GenPar III, LP 1717 Dixie Highway, Suite 650 Ft. Wright, KY 41011	Cayman LP	---	---	---
OHCP MGP III, Ltd. 1717 Dixie Highway, Suite 650 Ft. Wright, KY 41011	Cayman LP	General Partner	100%	100%

Ownership Structure of OHCP MGP III, Ltd

Name & Address	Citizenship	Positional Interest	Percentage of Votes	Percentage of Total Assets
OHCP MGP III, Ltd. 1717 Dixie Highway, Suite 650 Ft. Wright, KY 41011	Cayman LP	---	---	---
J. Taylor Crandall 1717 Dixie Highway, Suite 650 Ft. Wright, KY 41011	U.S.	Manager	12.5%	0%
Steven B. Gruber 1717 Dixie Highway, Suite 650 Ft. Wright, KY 41011	U.S.	Member	12.5%	0%
Denis J. Nayden 1717 Dixie Highway, Suite 650 Ft. Wright, KY 41011	U.S.	Manager	12.5%	0%
Mark A. Wolfson 1717 Dixie Highway, Suite 650 Ft. Wright, KY 41011	U.S.	Manager	12.5%	0%
John Fant 1717 Dixie Highway, Suite 650 Ft. Wright, KY 41011	U.S.	Manager	12.5%	0%
Greg Kent 1717 Dixie Highway, Suite 650 Ft. Wright, KY 41011	U.S.	Manager	12.5%	0%
Kevin G. Levy 1717 Dixie Highway, Suite 650 Ft. Wright, KY 41011	U.S.	Manager	12.5%	0%
Ray L. Pinson 1717 Dixie Highway, Suite 650 Ft. Wright, KY 41011	U.S.	Manager	12.5%	0%