

**SUPPLEMENT TO THE MULTIPLE OWNERSHIP SHOWING**

With this Supplement to the Multiple Ownership Showing, UPN Stations Group Inc. (“UPN”), the proposed assignee of television station KOVR(TV), Stockton, California,<sup>1</sup> withdraws its request for a temporary waiver of the radio-television cross-ownership rule.

UPN initially sought a temporary waiver to comply with the radio-television cross-ownership rule in the Sacramento Metro market. Since the filing of the assignment application, however, UPN has entered into an asset purchase agreement with Family Stations, Inc. (“Family”), dated March 7, 2005, pursuant to which UPN will sell and Family will acquire radio station KFRC(AM) (Facility ID No. 1082), San Francisco, California. On March 8, 2005, UPN filed an application requesting FCC consent to the assignment of the license for KFRC(AM) from UPN to Family. *See* FCC File No. BAL-20050308ACB.

There will be at least 32 independently owned and operated media voices in the Sacramento Metro following consummation of the KOVR(TV) acquisition. *See* Multiple Ownership Showing, Attachment A, Tables 4, 5 and 6. UPN may therefore control two commercial television and six commercial radio stations in the Sacramento Metro under the radio-television cross-ownership rule. Following the consummation of the sale of KFRC(AM) to Family, UPN would control only six commercial radio stations in the Sacramento Metro market for the purposes of the radio-television cross-ownership rule, and UPN’s acquisition of KOVR(TV) would be in full compliance with that rule.

---

<sup>1</sup> See Amendment to Assignment Application filed with the FCC on March 2, 2005, which revised Section I, Question 3, Section III, Question 4 and Section III, Exhibit 11 to change the assignee from CBS Broadcasting Inc. to UPN Stations Group Inc.