

Omitted/Redacted Items

The Applicant has responded “no” to Item 3 of Section II because certain schedules and exhibits to the Asset Purchase Agreement governing the proposed assignment have been omitted from this filing.

All of the omitted schedules and exhibits are described below. They are being omitted from this filing because they either contain proprietary information or are not material or relevant to the Commission’s consideration of this filing, or both. In compliance with the requirements set forth in the Commission’s Public Notice, *Media Bureau Announces Interim Filing and Certification Requirements Regarding the Submission of Contract with Assignment/Transfer of Control Applications*, 17 FCC Rcd 16166 (Med. Bur. 2002), and *LUI, Inc.*, FCC No. 02-235 (August 22, 2002), the following is a description of each omitted schedule and exhibit stating both the specific reason(s) for omitting it and the basis upon which the Applicant contends that the schedule or exhibit is not material to the Commission’s consideration of this filing:

<u>Document</u>	<u>Description</u>	<u>Basis</u>
Schedule 1.1(a)	Tangible Personal Property	This list of equipment used in operation of the Station is not relevant to the Commission’s analysis of this filing.
Schedule 1.1(b)	Authorizations	This list of the FCC licenses and permits for the Station is a matter of record available in the FCC’s publicly available databases.
Schedule 1.1(c)	Leased Real Property	The descriptions and copies of the leases for tower space for the operation of the Station’s antenna and the Station’s studio are proprietary and not relevant to the Commission’s analysis of this filing.
Schedule 1.1(d)	Contracts	This list of contracts to be assumed is proprietary and not relevant to the Commission’s analysis of this filing.
Schedule 1.1(e)	Intangible Property	This list of intangible property used in operation of the Station is not relevant to the Commission’s analysis of this filing.
Schedule 1.2(f)	Excluded Assets	This description of the assets not included in the sale is not relevant to the Commission’s analysis of this filing.

Schedule 1.4(c)	Allocation of the Purchase Price	The applicant and the proposed assignee have not finished preparing this proposed allocation of the purchase price for federal tax reports, but such information when completed will be proprietary and not relevant to the Commission's analysis of this filing.
Schedule 10.8	Post-Closing Church and School Promotional Announcements	This list of the times for post-closing promotional announcements described in Section 10.8 of the Asset Purchase Agreement, to be run daily on the Station for 36 months after the Closing, is not relevant to the Commission's analysis of this filing.
Exhibit A	Form of Tower Lease	The fundamental terms of this document, to be signed and delivered at the Closing and effective for up to three years thereafter, are described in Section 1.1(h) of the Asset Purchase Agreement. The remaining terms of the document are proprietary and not material to the Commission's analysis of this filing.
Exhibits B-1 and B-2	Form of Promissory Notes	The fundamental terms of these documents, one of which will be signed and delivered at the Closing (depending upon when the Closing occurs), are described in Section 1.4(b) of the APA. The remaining terms of the documents are proprietary and not material to the Commission's analysis of this filing.
Exhibit C	Form of Employment Agreement	The terms of this form of employment agreement, to be signed and delivered to two key employees of the Station at the Closing, and effective for one year thereafter are proprietary and not material to the Commission's analysis of this filing.