

Exhibit 14

By this Application, the parties seek FCC consent to transfer control of Pappas Southern California License, LLC (“**Pappas License**”), which is the licensee of KAZA-TV, Avalon, California, from the members of the Pappas Telecasting of Southern California LLC (“**PTSC**”) to SCTV, Inc. (“**SCTV**”).

I. Description of Transaction

Current Ownership Structure. PTSC is the sole member of Pappas License. PTSC has four members: Harry J. Pappas (86.68%); Pappas Telecasting Companies, managing member (4.44%); LeBon Abercrombie (4.44%), and Dennis J. Davis (4.44%). Azteca International Corporation (“**AIC**”) holds an attributable equity-debt-plus (“**EDP**”) interest in KAZA-TV. In particular, AIC qualifies as a “major program supplier” to KAZA-TV pursuant to a local marketing agreement among AIC, PTSC, and Pappas License. In addition, AIC is a lender to PTSC and Pappas License in an amount that currently exceeds 33 percent of the current total of KAZA-TV’s equity and debt.

Proposed Ownership Structure. Pursuant to an option agreement among the members of PTSC and AIC, AIC holds an option to purchase the membership interests of PTSC. In December 2009, AIC exercised this option. Following grant of this Application and satisfaction of contractual closing conditions, SCTV will become the sole member of PTSC. Mr. Davis will be the single majority shareholder of SCTV, as he will own 80 of the 100 voting shares of SCTV. (SCTV will not have any non-voting shares.) The Board of Directors of SCTV will be composed of four individuals, all of whom must be U.S. Citizens, and three of whom shall be designated by Mr. Davis. Mr. Davis is the president and sole officer of SCTV.

AIC will hold the remaining 20 voting shares of SCTV. Although SCTV will be a single majority shareholder, AIC nevertheless will hold a directly attributable interest in KAZA-TV through its right to designate one of the four directors of SCTV pursuant to a shareholders agreement between Mr. Davis and AIC. Initially, AIC will designate Mr. Steckel as a director of SCTV. Mr. Steckel serves as the Chief Executive Officer of AIC.

At the closing, PTSC will change its name Southern California TV, LLC, and Pappas License will change its name Southern California TV License, LLC.

II. Agreements

In connection with AIC’s exercise of its option under the existing option agreement, Mr. Abercrombie and AIC have entered into an Option Exercise Agreement that includes forms of the following documents that would be executed at the Closing:

Exhibit	Document	Purpose
A	Note	Payment of option exercise price for Mr. Abercrombie’s interest in PTSC
B	Abercrombie Security Agreement	Provides security interest in all of PTSC’s membership interests as collateral for the Note

C	Abercrombie Guaranty	Provided by AIC to secure the Note
D	Joint Written Instructions	Instructions for escrow agent

Also in connection with AIC’s exercise of its option under the existing option agreement, Mr. Davis and AIC have entered into an Option Exercise Agreement that includes forms of the following documents that would be executed at the Closing:

Exhibit	Document	Purpose
A	SCTV Option Agreement	Permits AIC or a permitted designee to purchase Mr. Davis’s 80% interest in SCTV upon receipt of FCC approval
B	Davis Security Agreement	Provides security interest in all of PTSC’s membership interests as collateral for payments due under the SCTV Option Agreement
C	Subscription Agreement	Provides for the contribution of the PSTC interests to SCTV and the issue of 80 shares of SCTV common stock to Davis and 20 shares to AIC
D	Stockholders Agreement	Governs the rights of the stockholders SCTV
E	Joint Written Instructions	Instructions for escrow agent
F	Amendment to Credit Agreement	Amends the current credit agreement among AIC, PTSC, and Pappas License
G	Amendment to LMA	Amends the KAZA-TV local marketing agreement
H	Amendment to PTSC Operating Agreement	Amends the PTSC operating agreement

The two Option Exercise Agreements, including the form documents attached thereto as exhibits, are attached to this Exhibit.

III. Other Media Interests – Dennis Davis

Mr. Davis does not hold any attributable interest in any daily newspapers. In addition to KAZA-TV, Mr. Davis holds attributable ownership interests in the broadcast radio and television stations identified below:

Type	Call Letters/ Location	Entity	Ownership Interest	% Owned
LPTV	KAZO-LP/Omaha, NE KCAZ-LP/Columbus, NE KAZJ-LP/Norfolk, NE KAZS-LP/South Sioux City, NE	TV Americas de Omaha, LLC	Member	2%
TV	KCWI-TV/Ames, IA	Pappas Telecasting of Iowa, L.L.C. (sole member of KCWI License, LLC, licensee of KCWI-TV)	Member	2%

TV	KDMI-DT/Des Moines, IA	Pappas Digital of Des Moines-Ames, LLC (sole member of KDMI License, LLC, licensee of KDMI-TV)	Member	2%
AM	KTRB-AM/San Francisco, CA	Pappas Radio of California, a California Limited Partnership	Limited Partner	2%
CA LP	KHMV-CA/Houston, TX KVVV-LP/Houston, TX	Pappas Telecasting of the Gulf Coast, L.P.	Limited Partner	2%
TV	WWAZ-TV/Fond du Lac, WI	Pappas Telecasting of Wisconsin, L.P. (sole member of WWAZ License, LLC, licensee of WWAZ-TV)	Limited Partner	4%

Mr. Davis is also a Director of TTBG, LLC, which ultimately owns the following television stations:

- KMPH-TV, Visalia, CA
- KFRE-TV, Sanger, CA
- KDBC-TV, El Paso, TX
- KPTM(TV), Omaha, NE
- KPTH(TV), Sioux City, IA
- WCWG(TV), Lexington, NC
- KTNC-TV, Concord, NC
- KUNO-TV, Fort Bragg, CA
- KAZH(TV), Baytown, TX

TTBG, LLC directly or indirectly operates KXVO(TV), Omaha, Nebraska, under a local marketing agreement. None of these television stations operates in the Los Angeles DMA, to which Nielsen Media Research has assigned KAZA(TV). Collectively, the national audience reach of the full-power television stations listed in this Section III, calculated in accordance with the FCC’s rules, does not exceed thirty-nine percent. Consequently, Mr. Davis’s attributable interests in KAZA-TV and the other television stations listed in this Section III would be consistent with the Commission’s local television ownership rule and its national television ownership rule.

III. Other Media Interests – Azteca International Corporation

Other than KAZA-TV, AIC and its directors, officer, and attributable interest holders (collectively, the “**Azteca Parties**”) do not currently have any attributable interest in any broadcast station or daily newspaper in the United States. Separately pending before the FCC are applications to transfer control of the licensees of KLDT(TV), Lake Dallas, Texas, and KNWS-TV, Katy, Texas to a third party in which the Azteca Parties have no direct attributable interest.

The proposed transferee of KLDT(TV) and KNWS-TV has committed to affiliate the television stations with, and broadcast a majority of the programming from, the Azteca America

Network, which is owned by AIC. AIC therefore would be a “major program supplier” to these television stations for purposes of the EDP rule. The proposed transaction would be financed almost entirely through Banco Azteca, S.A. such that its loan to the proposed transferees would exceed 33 percent of the total of the stations’ equity and debt. Because AIC and Banco Azteca are commonly owned, the Azteca Parties would hold attributable EDP interests in KLDT(TV) and KNWS-TV upon consummation of the transaction proposed in the KLDT/KNWS transfer applications.

KAZA-TV is assigned to the Los Angeles DMA, while KLDT(TV), Lake Dallas, Texas, and KNWS-TV, Katy, Texas are assigned to the Dallas and Houston DMAs, respectively. Collectively, the national audience reach of these three television stations, calculated in accordance with the FCC’s rules, does not exceed ten percent. Consequently, AIC’s attributable interests in KAZA-TV, KLDT(TV), and KNWS-TV would be consistent with the Commission’s local television ownership rule and its national television ownership rule.

V. Foreign Ownership

Section 310(b)(4) of the Communications Act of 1934, as amended, imposes limitations on foreign “ownership” and foreign “control” rights. In particular, *direct* foreign ownership and control in a licensee may not exceed 20 percent, and *indirect* foreign ownership and control may not exceed 25 percent.

AIC is a Delaware corporation owned by a Mexican company and ultimately owned by Grupo Elektra, S.A. DE C.V. of Mexico (“**Grupo Elektra**”), which in turn is owned by certain citizens of México. AIC would not have any *direct* ownership or control of Pappas License. AIC, however, would hold a 20 percent *indirect* voting interest in SCTV through its ownership of 20 percent of SCTV’s common stock. In addition, AIC will hold a 25 percent *indirect* control interest in SCTV through its right to designate one of the four directors of SCTV pursuant to a shareholders agreement between Mr. Davis and AIC. Consequently, although AIC would be deemed to have attributable interests in KAZA-TV, such interests do not violate Section 310(b)(4).

VI. AIC Ownership Structure

The officers and directors of **AIC** are: Luis Jorge Echarte Fernández (Chairman), Adrian Georges Steckel Pflaum (Chief Executive Officer), Martin Breidsprecher Tam (Chief Financial Officer), Horacio Medal Ordonez (Secretary), and Francisco X. Borrego Hinojosa Linage (Director). Messrs. Echarte, Borrego and Medal are citizens of México, and Messrs. Steckel and Breidsprecher are citizens of the United States. This company’s principal business address is 1139 Grand Central Ave., Glendale, California 91201. TV Azteca, S.A. DE C.V. (“**TV Azteca**”) is the sole shareholder of AIC.

The officers and directors of **TV Azteca** are: Ricardo B. Salinas Pliego (Chairman of the Board); Pedro Padilla Longoria (Director); Guillermo E. Salinas Pliego (Director); Mario San Román Flores (Chief Executive Officer and Director); Luis Jorge Echarte Fernández (Director); Joaquín Arrangoiz Orvañanos (Co-General Director of Sales and Director); Francisco X. Borrego Hinojosa Linage (General Counsel and Legal Director); Francisco Murguía Díaz (Director); Ignacio Cobián Villegas (Director); Luis Francisco Arteaga González de la Vega (Director) Sergio Gutiérrez Muguerra (Director); Carlos Hesles Flores (Chief Financial Officer); Guillermo Pelegrin Alegret Pla

(General Director of Channels); and Carlos Díaz Alonso (General Director of Sales). All individuals are citizens of México. This company's principal business address is Periferico Sur 4121, Fuentes del Pedregal, Tlalpan, 14141, México, D.F. Azteca Holdings, S.A. DE C.V. ("**Azteca Holdings**") owns 54.8 percent of TV Azteca, therefore making Azteca Holdings the single majority shareholder of TV Azteca and the remaining ownership interests not attributable. Ricardo B. Salinas Pliego owns 5.2 percent of TV Azteca.

The officers and directors of **Azteca Holdings** are: Mr. Ricardo Salinas (Chairman of the Board); Pedro Padilla Longoria (Director); Francisco X. Borrego Hinojosa Linage (Director); Diego Foyo Mejía (Chief Executive Officer); and Héctor Romero Tovar (Chief Financial Officer). All individuals are citizens of México. This company's principal business address is Periferico Sur 4121, Fuentes del Pedregal, Tlalpan, 14141, México, D.F. Comunicaciones Avanzadas, S. A. de C. V. ("**CASA**") owns 90 percent of Azteca Holdings, therefore making CASA the single majority shareholder of Azteca Holdings. The remaining ownership interests are ultimately held by Mr. Ricardo Salinas.

The sole director of **CASA** is Jorge Ferreiro Toledano; CASA has no officers. Mr. Toledano is a citizen of México. This company's principal business address is Periferico Sur 4121, Fuentes del Pedregal, Tlalpan, 14141, México, D.F. CASA is a holding company of which members of the Salinas family directly or indirectly own approximately 90%, with the remainder held by Grupo Elektra.

The directors of **Grupo Elektra** are: Ricardo B. Salinas Pliego, Hugo Salinas Price, Pedro Padilla Longoria, Guillermo Salinas Pliego, Roberto Servitje Achutegui, Manuel Rodríguez de Castro, Jorge R. Bellot Castro, Marco A. Sotomayor Juvera, Luis J. Echarte Fernández and Joaquín Arrangoiz Orvañanos. The officers of Grupo Elektra are: Carlos Septién Michel, Guillermo Colín García, Manuel González Palomo, Luis Niño de Rivera Lajous, Mario Gordillo Rincón, Josué Garza Aldape, Alfredo Herman Honsberg G. Colin, and Gabriel Roqueñí Rello. All individuals are citizens of México except Mr. Rodríguez, who is a citizen of Spain. Grupo Elektra has its headquarters in México City, at Avenida Insurgentes Sur 3579 Col. Tlalpán La Joya, México, D.F., 14000, México.

The beneficial owners of more than ten percent of Grupo Elektra's capital stock are the heirs of Hugo Salinas Rocha, including Ricardo B. Salinas, Hugo Salinas Price, and Esther Pliego de Salinas (the "**Controlling Shareholders**"). The Controlling Shareholders collectively own and control approximately 69% of the Grupo Elektra's equity; the remaining approximately 31% is owned by outside investors. Through ownership of these shares, the Controlling Shareholders currently have the power to determine the outcome of substantially all actions requiring shareholder approval, including the power to elect seven of the ten directors.