

## Pro Forma Assignment of License

{In response to Form 316, Section I, Item 4(b)}

This Form 316 application seeks Commission consent to the pro forma assignment of WCRB, Facility ID Number 23441, Lowell, Massachusetts from Nassau Broadcasting III, L.L.C. ("Nassau 3") to Nassau Broadcasting II, L.L.C. ("Nassau 2"). As demonstrated below, this transaction is eligible for pro forma treatment by the Commission because Louis F. Mercatanti, Jr. ("Mercatanti") is the party in control of Nassau 2 and Nassau 3.

Nassau 2 and Nassau 3 are both wholly-owned subsidiaries of Nassau Broadcasting I, L.L.C., which, in turn, is a wholly owned subsidiary of Nassau Broadcasting Partners, L.P. ("Partners"). Mercatanti exercises control over Nassau 2 and Nassau 3 through his control of Nassau Broadcasting Partners, Inc. ("NBP, Inc."). NBP, Inc. owns 100% of the voting interests of Partners. Mercatanti is the President of NBP, Inc. and presently controls, either through direct or indirect ownership, 59.99% of the voting stock of NBP, Inc. NBP, Inc. has the only voting rights in Nassau Partners. In addition, Mercatanti has direct and indirect ownership interests in Nassau 2 and Nassau 3 of approximately 57% of the total equity ownership interests in each company. The details regarding Mr. Mercatanti's control of Nassau 2 is set out in further detail in Exhibit 10.

Accordingly, this transaction is eligible for pro forma treatment because it involves assignment from one corporation owned by Mr. Mercatanti to an entity controlled by him without substantial change in his interest. 47 C.F.R. § 73.3540(f)(5).