

Agreements for Transfer of Control

Because of the intra-family nature of the transaction, the parties do not have any transaction documents that are required to be filed with the Commission as part of this *pro forma* application. The application requests, among other things, consent to the *pro forma* transfer of Cox Enterprises, Inc. to the Cox Family Voting Trust. Section 73.3613 of the Commission's rules, however, provides that copies of family trust agreements such as the Dayton-Cox Trust A and the Cox Family Voting Trust need not be submitted to the Commission. *See* Section 73.3613(b)(3)(iii) ("[T]rust agreements or abstracts thereof are not required to be filed, unless requested specifically by the FCC.") This application and its related exhibits have provided a description of those terms of the Dayton-Cox Trust A and Cox Family Voting Trust that are material to the Commission's action on this application.

The foregoing constitute the only transaction documents related to those aspects of the restructuring of the Cox family trusts requiring *pro forma* consent of the Commission. The parties have not included with the application documents (i) that address aspects of the restructuring of the family trusts unrelated to licensee control and compliance with Commission rules or (ii) that contain material that either is proprietary, not germane to the Commission's evaluation of this application, or already in the Commission's possession.¹ Thus, for example, the parties would consider as unrelated to the present transaction documents or instruments relating to non-attributable interests such as non-voting stock and agreements among family members relating to the preservation of family ownership. Also excluded are documents relating to concurrent changes in the charter of CEI that changed the number of outstanding shares of CEI stock without any effect upon percentage voting rights. The amended charter has been filed with the Commission pursuant to Section 73.3613.

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