

IT IS ORDERED as set forth below:



Date: September 29, 2017

Edward J. Coleman, III
United States Bankruptcy Court Judge

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF GEORGIA
SAVANNAH DIVISION**

IN RE:)	CHAPTER 11
)	
SOUTHERN TV CORPORATION,)	Case No. 17-40134-EJC
<i>Debtor.</i>)	
_____)	

**ORDER APPROVING SALE OF ASSETS TO THE PREVAILING BIDDER
AT AUCTION FREE AND CLEAR OF ALL ENCUMBRANCES**

This matter came before the Court on September 21, 2017 for hearing upon the *Motion to Sell Licenses and Station Call Signs Issued by the Federal Communication Commission and Rights, Permits, and Authorizations Issued By Any Governmental Or Regulatory Agency, Free and Clear of Liens, Claims, and Encumbrances At Public Auction, For Approval of the Sale of Such Assets To the Party Submitting the Highest Or Best Bid, And For Related Relief* (“Motion”) (Dkt #84) filed by Southern TV Corporation, the above-captioned debtor and debtor-in-possession (“Debtor”). James L. Drake, Jr. and Shawna Y. Staton appeared as bankruptcy counsel for the Debtor. Also appearing as counsel for the Debtor was Davina Sashkin of Fletcher, Heald & Hildreth, PLC, employed as special counsel to assist the Debtor FCC licensing and regulatory matters pursuant to an Order of this Court entered April 4, 2017 (Dkt#48).

When Debtor filed its voluntary petition for relief under Chapter 11 of the Bankruptcy Code on January 27, 2017 (the “Petition Date”), it was doing business as WGSA Channel 35, Savannah, Georgia (License #BLCDT-20071120AJC; Facility ID #69446) (“WGSA”); W32BJ Channel 32 Beaufort, South Carolina (License #BLTT-19970401JB; Facility ID #69449) (“W32BJ”); and W41CR Channel 41 Hinesville, Georgia (License #BLTTL-20060605AAA; Facility ID #69450) (“W41CR”). Debtor’s business ceased operations on or about April 22, 2017. Now Debtor seeks to sell its licenses for WGSA Channel 35, Savannah, Georgia (License #BLCDT-20071120AJC; Facility ID #69446) (“WGSA”); W32BJ Channel 32 Beaufort, South Carolina (License #BLTT-19970401JB; Facility ID #69449) (“W32BJ”); and W41CR Channel 41 Hinesville, Georgia (License #BLTTL-20060605AAA; Facility ID #69450) (“W41CR”) together with station call signs issued by the Federal Communication Commission (“FCC”) and rights, permits, and authorizations issued by any governmental or regulatory agency (“Purchased Assets”), free and clear of liens, claims and encumbrances at public auction.

After hearing representations of Debtor’s counsel made on the record, and after due deliberation thereon, the Court finds the relief requested in the Motion, including the sale procedures set forth therein (“Sale Procedures”), to be in the best interest of the Debtor, its estate, its creditors and other parties in interest. The Sale Procedures are approved and the Motion is granted. A separate Order granting the Motion shall be entered contemporaneously herewith.

Following approval of the Motion, a public auction of the Purchased Assets (“Auction”) was conducted. There were four (4) prospective bidders at the Auction. Two (2) prospective bidders, Jeffrey C. Winemiller of 1011 Jonte Drive, Manning South Carolina 29102 (Bidder #1) and the Christian Television Network, represented by Robert D’Andrea (Bidder #4) placed bids. The largest bid of 1.2 million dollars (“Prevailing Bid” or “Purchase Price”) was placed by Jeffrey C. Winemiller (“Prevailing Bidder”).

Upon the Debtor’s recommendation, the Court accepts the Prevailing Bid as the highest and best bid and it is hereby ORDERED as follows:

- (a) The Prevailing Bidder shall immediately pay an earnest money deposit of \$120,000.00 into the trust account of Fletcher, Heald & Hildreth, PLC to be applied against the Purchase Price at the closing to be held at the offices of Fletcher, Heald & Hildreth, PLC.
- (b) Within five (5) business days of the Auction, the Prevailing Bidder shall provide Debtor with an Asset Purchase Agreement.
- (c) Notwithstanding any other provision in the Sale Motion or Order, no assignment of any rights and/or interests of the Debtor in any license issued by the FCC shall take place prior to the issuance of FCC regulatory approval for such assignment pursuant to the Communications Act of 1934, as amended and the rules and regulations promulgated thereunder. The FCC's rights and powers to take any action pursuant to its regulatory authority, including, but not limited to, imposing any regulatory conditions on such assignments and setting any regulatory fines or forfeitures, are fully preserved, and nothing herein shall proscribe or constrain the FCC's exercise of such power or authority to the extent provided by law.
- (d) In the event FCC regulatory approval is denied for reasons not attributable to the Prevailing Bidder, the Prevailing Bidder's earnest money deposit of \$120,000.00 shall be refund within twenty (2) days from notification that FCC regulatory approval will not be issued.

[END OF DOCUMENT]

Order prepared by:

/s/ James L. Drake, Jr.
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