

Description of Proposed Transaction and Other Broadcast Authorizations

I. Description of Proposed Transaction

The instant application seeks consent to assignment of the license of KSNT(TV), Topeka, KS, from Emmis Television License Corporation of Topeka, a California corporation, to Emmis Television License Corporation of Topeka, an Indiana Corporation. The assignor is an indirect wholly-owned subsidiary of Emmis Communications Corporation (“ECC”), and the assignee likewise will be an indirect wholly-owned subsidiary of ECC.¹ Accordingly, there will be no change whatsoever in ultimate control of the stations, and the transaction is eligible for processing on FCC Form 316.

The assignment is part of an internal reorganization that is being done for business reasons. It will be accomplished through a merger of the assignor into the assignee.

II. Other Broadcast Authorizations

ECC, is the ultimate parent company of the licensees of the stations listed on Attachment A, and also the ultimate controlling entity of the licensee of the stations listed on Attachment B.

Jeffrey H. Smulyan, Chairman and CEO of ECC, is a trustee of a trust that has an attributable interest in WNTS(AM), Beech Grove, IN (Fac. ID No. 58320). In addition, Jack N. Marsella, a Senior Vice-President of Emmis Operating Company, is an officer and director of the licensee of WNTS.

¹ Specifically, the assignor is a wholly-owned subsidiary of Topeka Television Corporation (“TTC”), which is a wholly-owned subsidiary of SJL of Kansas Corp., which is a wholly-owned subsidiary of Emmis Operating Company (“EOC”), which is a wholly-owned subsidiary of ECC. The assignee will likewise be a wholly-owned subsidiary of TTC.

Mr. Smulyan is also a Trustee of Ball State University, licensee of noncommercial educational FM station WBST (Facility ID # 3645) and noncommercial educational television station WIPB (Facility ID # 3646), both Muncie, Indiana.

Lawrence Sorrel, a member of the Board of Directors of ECC, is a member and Co-Director of Private Equity of Thomas Weisel Capital Partners, L.P., which has an attributable interest in NextMedia Investors LLC. NextMedia Investors LLC, through an indirect wholly-owned subsidiary, NM Licensing LLC, owns and operates the broadcast stations listed in Attachment C.

Frank Sica, a member of the Board of Directors of ECC, is a member of the Board of Trustees of Wesleyan University, the licensee of noncommercial educational FM station WESU, Middletown, Connecticut (Fac. ID No. 71537).

ATTACHMENT A

Emmis Television License Corporation is the licensee of the following stations:

Call Letters	Facility ID Number	Location
KHON-TV	4144	Honolulu, HI
KGMB(TV)	36917	Honolulu, HI
KGMV(TV)	36920	Wailuku, HI
KAIH-TV	4145	Wailuku, HI
KGMD-TV	36914	Hilo, HI
KHAW-TV	4146	Hilo, HI
WALA-TV	4143	Mobile, AL
WFTX(TV)	70649	Cape Coral, FL
WLUK-TV	4150	Green Bay, WI
WTHI-TV	70655	Terre Haute, IN
WVUE(TV)	4149	New Orleans, LA
WKCF(TV)	53465	Clermont, FL
KGUN(TV)	36918	Tucson, AZ
KRQE(TV)	48575	Albuquerque, NM
KBIM-TV	48556	Roswell, NM
KREZ-TV	48589	Durango, CO
KMTV(TV)	35190	Omaha, NE
WSAZ-TV	36912	Huntington, WV
KOIN(TV)	35380	Portland, OR
WBPG(TV)	83943	Gulf Shores, AL

Emmis Radio License Corporation is the licensee of the following stations:

Call Letters	Facility ID Number	Location
KPWR(FM)	35498	Los Angeles, CA
KZLA-FM	59987	Los Angeles, CA
KSHE(FM)	19523	Crestwood, MO
KFTK(FM)	73890	Florissant, MO
KIHT(FM)	27022	St. Louis, MO
KPNT(FM)	56525	St. Genevieve, MO
WRDA(FM)	74578	Jerseyville, IL
WENS(FM)	19522	Shelbyville, IN
WNOU(FM)	19524	Indianapolis, IN
WYXB(FM)	51432	Indianapolis, IN
WIBC(AM)	19521	Indianapolis, IN
WKQX(FM)	19525	Chicago, IL
WQCD(FM)	67846	New York, NY
WTHI-FM	70652	Terre Haute, IN
WWVR(FM)	68824	West Terre Haute, IN
KKFR(FM)	65479	Glendale, AZ
KKLT(FM)	52514	Phoenix, AZ
KMVP(AM)	1326	Phoenix, AZ
KTAR(AM)	52515	Phoenix, AZ

Emmis License Corporation of New York is the licensee of the following station:

Call Letters	Facility ID Number	Location
WQHT(FM)	19615	New York, NY

Emmis Radio License Corporation of New York is the licensee of the following station:

Call Letters	Facility ID Number	Location
WRKS(FM)	63781	New York, NY

SJL of Kansas Corp. is the direct parent company of Emmis Television License Corporation of Wichita and Topeka Television Corporation. Topeka Television Corporation is the direct parent company of Emmis Television License Corporation of Topeka.

Emmis Television License Corporation of Wichita is the licensee of the following stations:

Call Letters	Facility ID Number	Location
KSNW(TV)	72358	Wichita, KS
KSNC(TV)	72359	Great Bend, KS
KSNG(TV)	72361	Garden City, KS
KSNK(TV)	72362	McCook, NE

Emmis Television License Corporation of Topeka is the licensee of the following station:

Call Letters	Facility ID Number	Location
KSNT(TV)	67335	Topeka, KS

ATTACHMENT B

Emmis Austin Radio Broadcasting Company, L.P. is the licensee of the following stations:

Call Letters	Facility ID Number	Location
KLBJ(AM)	65791	Austin, TX
KLBJ-FM	65792	Austin, TX
KDHT(FM)	23604	Cedar Park, TX
KGSR(FM)	9973	Bastrop, TX
KROX-FM	54659	Buda, TX
KEYI-FM	41213	San Marcos, TX

ATTACHMENT C

NM Licensing LLC is the licensee of the following broadcast stations:

Call Sign	Facility ID	Location
WJBR-FM	14374	Wilmington, DE
WERV-FM	73171	Aurora, IL
WRXQ(FM)	3959	Coal City, IL
WCCQ(FM)	10677	Crest Hill, IL
WDZ(AM)	53348	Decatur, IL
WDZQ(FM)	47004	Decatur, IL
WSOY(AM)	36945	Decatur, IL
WSOY-FM	36951	Decatur, IL
WWYW(FM)	3135	Dundee, IL
WJOL(AM)	62235	Joliet, IL
WSSR(FM)	62240	Joliet, IL
WCZQ(FM)	46942	Monticello, IL
WKRS(AM)	10450	Waukegan, IL
WXLC(FM)	10451	Waukegan, IL
WZSR(FM)	53505	Woodstock, IL
WXQL(FM)	41842	Carrollton, MI
WCEN-FM	60787	Hemlock, MI
WGER(FM)	20384	Saginaw, MI
WSGW(AM)	22674	Saginaw, MI
WTLZ(FM)	74093	Saginaw, MI
KTHX-FM	48685	Dayton, NV

Call Sign	Facility ID	Location
KURK(FM)	64055	Reno, NV
KJZS(FM)	13528	Sparks, NV
KRZQ-FM	48683	Sparks, NV
WQZL (FM)	47883	Belhaven, NC
WANG (AM)	47108	Havelock, NC
WANG-FM	47106	Havelock, NC
WKOO (FM)	47884	Jacksonville, NC
WQSL(FM)	28171	Jacksonville, NC
WXQR-FM	28172	Jacksonville, NC
WRNS-FM	36950	Kinston, NC
WRNS (AM)	36944	Kinston, NC
WDLX (AM)	64610	Washington, NC
WERO (FM)	64609	Washington, NC
WHBC(AM)	4489	Canton, OH
WHBC-FM	4488	Canton, OH
KKAJ-FM	11181	Ardmore, OK
KVSO(AM)	11182	Ardmore, OK
KTRX(FM)	88041	Dickson, OK
KLAK(FM)	36265	Durant, OK
KYNZ(FM)	58333	Lone Grove, OK
WFGO(FM)	52144	Erie, PA
WFNN(AM)	26611	Erie, PA
WJET(AM)	33769	Erie, PA
WRTS(FM)	55028	Erie, PA

Call Sign	Facility ID	Location
WUSE(FM)	76244	Fairview, PA
WRKT(FM)	55063	North East, PA
WMYB(FM)	27265	Myrtle Beach, SC
WQJM(AM)	24775	Myrtle Beach, SC
WKZQ-FM	24776	Myrtle Beach, SC
WYAV(FM)	36947	Myrtle Beach, SC
WRNN(FM)	53949	Socastee, SC
KMKT(FM)	77588	Bells, TX
KLLL-FM	36954	Lubbock, TX
KONE(FM)	26519	Lubbock, TX
KMMX(FM)	86	Tahoka, TX
KMAD-FM	54812	Whitesboro, TX
WIIL(FM)	28473	Kenosha, WI
WLIP(AM)	28478	Kenosha, WI
WEXT(FM)	53506	Sturtevant, WI
K226AL	86510	Carson City, NV
K286AG	81843	Carson City, NV
K240CA	49252	Crystal Bay, NV

NM Licensing LLC also presents programs over the facilities of Station KBTE (FM), Facility ID No. 1302, Tulia, Texas through a time brokerage arrangement.