

**Nature of Transaction**

This application is one of eighteen (18) concurrently-filed applications requesting Commission consent to the *pro forma* transfer of control of the instant licensee and indirect wholly-owned subsidiaries of Sinclair Broadcast Group, Inc. ("SBG"), including subsidiaries which hold licenses and other authorizations ("FCC Licenses") issued by the Commission for full-service television stations (each a "License Subsidiary," and collectively, the "License Subsidiaries"). Specifically, SBG seeks Commission approval for, *inter alia*, a *pro forma* transfer of control to allow for the formation of a new limited liability company, Illinois Television, LLC, a Maryland LLC ("NewCo"), that will be a direct wholly-owned subsidiary of Sinclair Communications, LLC ("SCLLC"), which is an indirect wholly-owned subsidiary of SBG. Following the formation of NewCo, WYZZ, Inc., which then will become a direct wholly-owned subsidiary of NewCo, and which currently is the sole stockholder of WYZZ Licensee, Inc., will be merged into NewCo with NewCo being the surviving entity.

As part of the reorganization, SCLLC will acquire substantially all of the assets of another of its direct wholly-owned subsidiaries, Sinclair Acquisition IV, Inc. ("Acquisition IV"). Acquisition IV currently is the sole member of WICS Licensee, LLC ("WICS"), WICD Licensee, LLC ("WICD"), and KGAN Licensee, LLC, all of which are License Subsidiaries. To promote operational synergies among its various subsidiaries, SBG desires to have SCLLC contribute (i) the membership interests of WICS and WICD, and (ii) the net assets held by each of the television stations owned and operated by WICS and WICD, respectively, to NewCo, including the FCC Licenses necessary to operate those stations.

SBG's desire to simplify its ownership structure and mitigate certain regulatory compliance burdens is further reflected by the following aspects of its reorganizational plan: (i) Sinclair Television of Nevada, Inc., an indirect wholly-owned subsidiary of SBG, will be merged into its immediate parent, Sinclair Television Company, Inc. ("STC"); (ii) Sinclair Communications II, Inc. ("SCII"), the sole stockholder of STC, will be liquidated into its immediate parent, Sinclair Television Group, Inc. ("STG"); and (iii) each of Sinclair Television of Charleston, Inc., Sinclair Television of Buffalo, Inc., and Sinclair Television of Dayton, Inc., also will be liquidated into STC. In addition, STC will be merged into SCLLC, with SCLLC being the surviving entity. As a result of SBG's restructuring, SCLLC will become the immediate parent of all of the SBG subsidiaries that formerly had operated under STC.

The proposed transaction will not involve the exchange of any consideration, the execution of any agreements, or any substantial change in the ownership or control of any License Subsidiary. Therefore, the use of the FCC Form 316 is appropriate for the proposed transaction. *See* 47 C.F.R. §73.3540(f)(4).

Annexed hereto as Exhibit A is a list of the various applications by lead call sign that are being filed concurrently herewith. Annexed hereto as Exhibit B are charts depicting the pre- and post-consummation ownership structures of SBG, which include each of the License Subsidiaries.

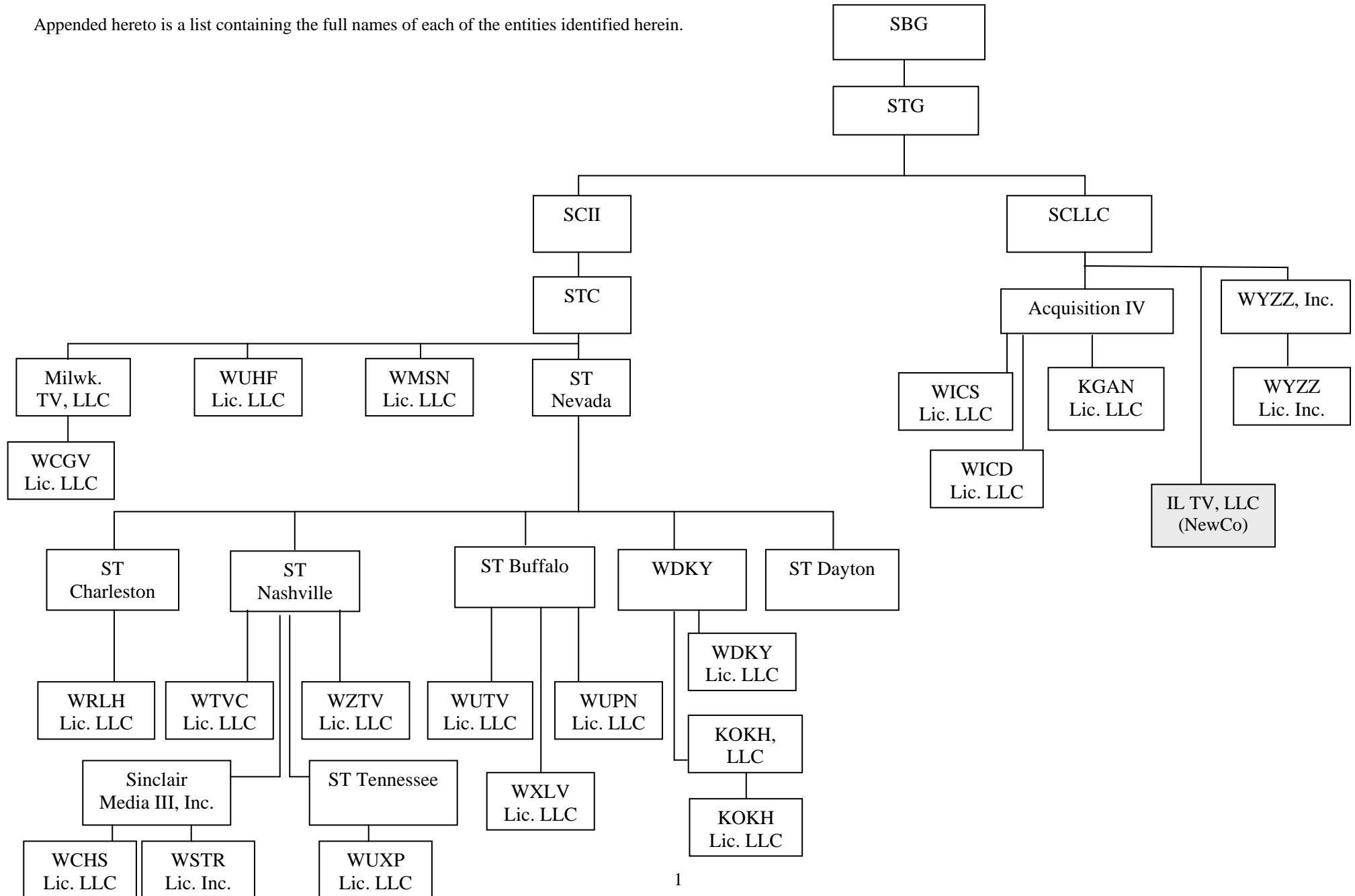
**FCC Form 316 Applications**

The applications set forth in the table below have been filed concurrently herewith in conjunction with the proposed reorganization of Sinclair Broadcast Group, Inc.

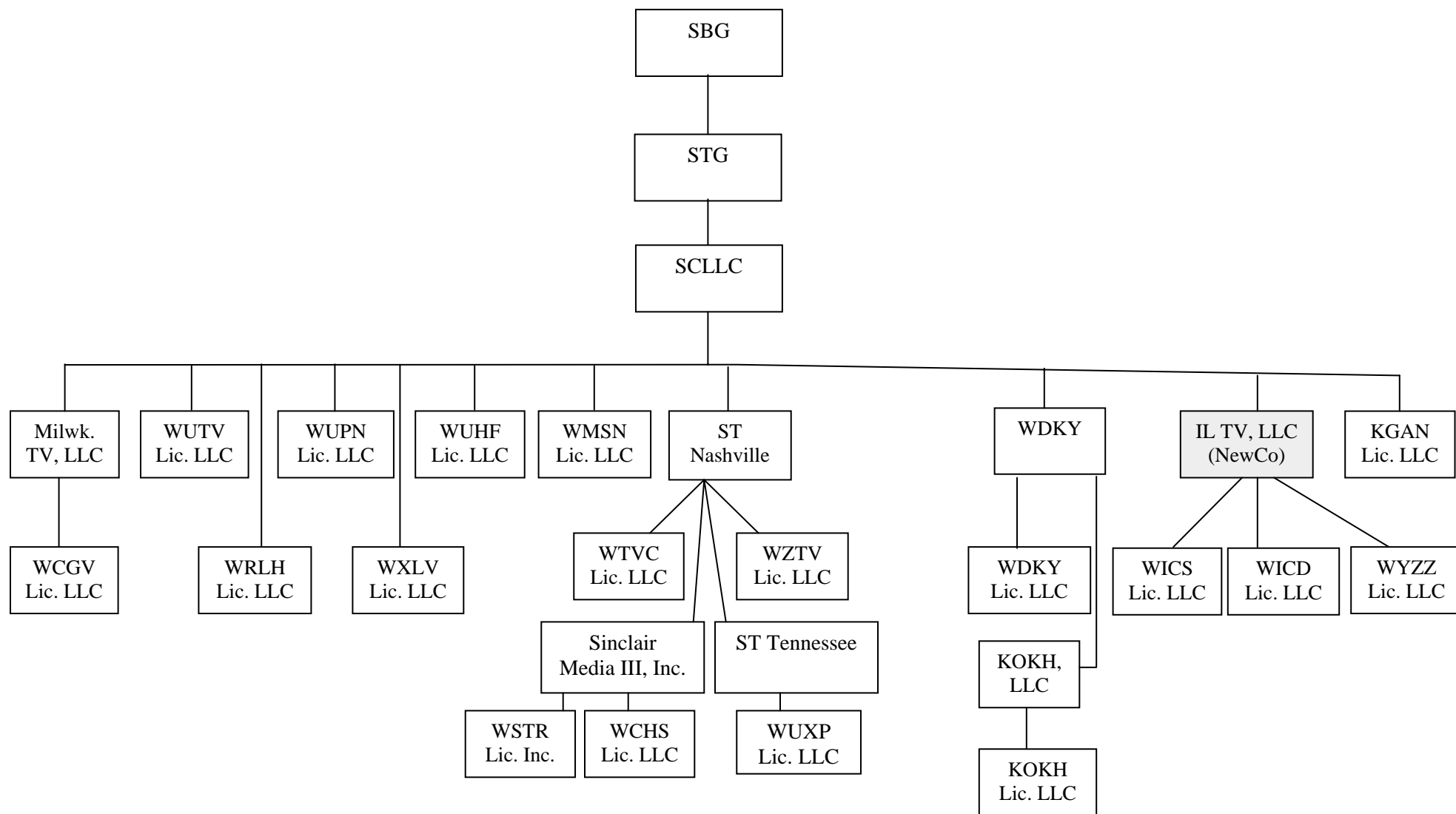
	<b>Lead Call Sign</b>	<b>Facility ID</b>	<b>Community of License</b>	<b>Licensee</b>
1.	WUTV(TV)	415	Buffalo, NY	WUTV Licensee, LLC
2.	WMYV(TV)	25544	Greensboro, NC	WUPN Licensee, LLC
3.	WUHF(TV)	413	Rochester, NY	WUHF Licensee, LLC
4.	WMSN-TV	10221	Madison, WI	WMSN Licensee, LLC
5.	WTVN(TV)	22590	Chattanooga, TN	WTVN Licensee, LLC
6.	WZTV(TV)	418	Nashville, TN	WZTV Licensee, LLC
7.	WDKY-TV	64017	Danville, KY	WDKY Licensee, LLC
8.	WICS(TV)	25686	Springfield, IL	WICS Licensee, LLC
9.	WICD(TV)	25684	Champaign, IL	WICD Licensee, LLC
10.	WYZZ-TV	5875	Bloomington, IL	WYZZ Licensee, Inc.
11.	KGAN(TV)	25685	Cedar Rapids, IA	KGAN Licensee, LLC
12.	WRLH-TV	412	Richmond, VA	WRLH Licensee, LLC
13.	WXLV-TV	414	Winston-Salem, NC	WXLV Licensee, LLC
14.	WCGV-TV	71278	Milwaukee, WI	WCGV Licensee, LLC
15.	WCHS-TV	71280	Charleston, WV	WCHS Licensee, LLC
16.	WSTR-TV	11204	Cincinnati, OH	WSTR Licensee, Inc.
17.	KOKH-TV	35388	Oklahoma City, OK	KOKH Licensee, LLC
18.	WUXP-TV	9971	Nashville, TN	WUXP Licensee, LLC

# PRE-CONSUMMATION OWNERSHIP STRUCTURE

Appended hereto is a list containing the full names of each of the entities identified herein.



## POST-CONSUMMATION OWNERSHIP STRUCTURE



## **Entity Names**

<b>“SBG”</b> refers to:	Sinclair Broadcast Group, Inc.
<b>“STG”</b> refers to:	Sinclair Television Group, Inc.
<b>“SCII”</b> refers to:	Sinclair Communications II, Inc.
<b>“STC”</b> refers to:	Sinclair Television Company, Inc.
<b>“Milwk. TV, LLC”</b>	Milwaukee Television, LLC
<b>“WCGV Lic. LLC”</b>	WCGV Licensee, LLC
<b>“WUHF Lic. LLC”</b> refers to:	WUHF Licensee, LLC
<b>“WMSN Lic. LLC”</b> refers to:	WMSN Licensee, LLC
<b>“ST of Nevada”</b> refers to:	Sinclair Television of Nevada, Inc.
<b>“SCLLC”</b> refers to:	Sinclair Communications, LLC
<b>“Acquisition IV”</b> refers to:	Sinclair Acquisition IV, Inc.
<b>“WICS Lic. LLC”</b> refers to:	WICS Licensee, LLC
<b>“KGAN Lic. LLC”</b> refers to:	KGAN Licensee, LLC
<b>“WYZZ Lic. LLC”</b> refers to:	WYZZ Licensee, Inc.
<b>“WICD Lic. LLC”</b> refers to:	WICD Licensee, LLC
<b>“IL TV, LLC”</b> refers to:	Illinois Television, LLC
<b>“ST Charleston”</b> refers to:	Sinclair Television of Charleston, Inc.
<b>“ST Nashville”</b> refers to:	Sinclair Television of Nashville, Inc.
<b>“ST Buffalo”</b> refers to:	Sinclair Television of Buffalo, Inc.
<b>“ST Tennessee”</b> refers to:	Sinclair Television of Tennessee, Inc.
<b>“WDKY”</b> refers to:	WDKY, Inc.
<b>“ST Dayton”</b> refers to:	Sinclair Television of Dayton, Inc.
<b>“WRLH Lic. LLC”</b> refers to:	WRLH Licensee, LLC
<b>“WTVC Lic. LLC”</b> refers to:	WTVC Licensee, LLC
<b>“WZTV Lic. LLC”</b> refers to:	WZTV Licensee, LLC
<b>“WUTV Lic. LLC”</b> refers to:	WUTV Licensee, LLC
<b>“WUPN Lic. LLC”</b> refers to:	WUPN Licensee, LLC
<b>“WCHS Lic. LLC”</b> refers to:	WCHS Licensee, LLC
<b>“WSTR Lic. Inc.”</b> refers to:	WSTR Licensee, Inc.
<b>“WDKY Lic. LLC”</b> refers to:	WDKY Licensee, LLC
<b>“WXLV Lic. LLC”</b> refers to:	WXLV Licensee, LLC
<b>“KOKH Lic. LLC”</b> refers to:	KOKH Licensee, LLC
<b>“WUXP Lic. LLC”</b> refers to:	WUXP Licensee, LLC