

OTHER AUTHORIZATIONS

Fox Television Holdings, Inc. ("FTH") owns 100 percent of the outstanding shares of Fox Television Stations, Inc. ("FTS"), which is the licensee of the following television stations:

KDVR(TV), Denver, Colorado, Facility ID No. 126
KFCT(TV), Ft. Collins, Colorado, Facility ID No. 125 1/
KRIV(TV), Houston, Texas, Facility ID No. 22204
KSTU(TV), Salt Lake City, Utah, Facility ID No. 22215
KTTV(TV), Los Angeles, California, Facility ID No. 22208
WFLD(TV), Chicago, Illinois, Facility ID No. 22211
WFXT(TV), Boston, Massachusetts, Facility ID No. 6463
WHBQ-TV, Memphis, Tennessee, Facility ID No. 12521
WNYW(TV), New York, New York, Facility ID No. 22206
WTTG(TV), Washington, D.C., Facility ID No. 22207

On July 25, 2001, applications were granted by the Commission for consent to the assignment of the following television station licenses from certain subsidiaries of Chris-Craft Industries, Inc. to FTS (See File Nos. BALCT-20000918ABB-ABD; BALCT-20000918ABF-ABS; BALCT-20000918ABU-ABZ; BALCT-20000918ACA-ACE, collectively, the "Fox/Chris-Craft Applications"): 2/

KBHK-TV, San Francisco, California, Facility ID No. 69619
KCOP-TV, Los Angeles, California, Facility ID No. 33742
KMOL-TV, San Antonio, Texas, Facility ID No. 69618 3/
KMSP-TV, Minneapolis, Minnesota, Facility ID No. 68883

1/ KFCT(TV), Ft. Collins, Colorado, is a full-power television satellite station rebroadcasting the signal of KDVR(TV), Denver, Colorado.

2/ See *UTV of San Francisco, Inc., et al.*, Memorandum Opinion & Order, FCC 01-209 (released July 25, 2001) (the "Fox/Chris Craft Order"). This exhibit has been prepared to reflect consummation of the transactions approved therein.

3/ As part of the instant transaction, FTS proposes to assign the licenses of KMOL-TV and KTVX(TV) to Clear Channel Broadcasting Licenses, Inc.

KPTV(TV), Portland, Oregon, Facility ID No. 50633
KTUP(TV), Phoenix, Arizona, Facility ID No. 68886
KTVX(TV), Salt Lake City, Utah, Facility ID No. 68889 3/
WRBW(TV), Orlando, Florida, Facility ID No. 54940;
WUTB(TV), Baltimore, Maryland, Facility ID No. 60552; and
WWOR-TV, Secaucus, New Jersey, Facility ID No. 74197.

Additionally, as part of the transaction approved in the Fox/Chris-Craft Order, Fox/UTV Holdings, Inc., a corporate affiliate of FTH and FTS, will acquire a 17½ percent attributable membership interest in Florence Television, LLC, the parent of Valley Television, LLC, licensee of WHDF(TV), Florence, Alabama, Facility ID No. 65128.

FTH owns 100 percent of the outstanding shares of (1) Fox Television Stations of Philadelphia, Inc., licensee of WTXF-TV, Philadelphia, Pennsylvania; and (2) Fox Television Stations of Birmingham, Inc., which, in turn, owns 100 percent of the outstanding shares of both WBRC License Inc., licensee of WBRC(TV), Birmingham, Alabama, and WBRC and WGHP Holdings Corporation, which owns 100 percent of the outstanding shares of FTS North Carolina, Inc., which, in turn, owns 100 percent of the outstanding shares of WGHP License, Inc., licensee of WGHP(TV), High Point, North Carolina.

FTH also owns 100 percent of the outstanding shares of NWCG Holdings Corporation, which owns 92.79 percent of the outstanding shares of New World Communications Group Incorporated (NWCGI), 4/ which owns 100 percent of the outstanding shares of NWC Holdings Corporation, which owns 100 percent of the outstanding shares of NWC Intermediate Holdings Corporation, which, in turn, owns 100 percent of the outstanding shares of NWC Acquisition Corporation, which owns the following station interests:

- (1) 100 percent of the outstanding shares of New World Communications of Kansas City, Inc., which owns 100 percent of the outstanding shares of WDAF License, Inc., licensee of WDAF-TV, Kansas City, Missouri
- (2) 100 percent of the outstanding shares of NW Communications of Phoenix, Inc., which owns 100 percent of the outstanding shares of KSAZ License, Inc., licensee of KSAZ-TV, Phoenix, Arizona

4/ Fox Television Holdings, Inc. owns the remaining 7.21 percent of the outstanding shares of NWCGI directly.

- (3) 100 percent of the outstanding shares of NWC Sub I Holdings Corporation, which owns 100 percent of the outstanding shares of NWC Sub II Holdings Corporation, which, in turn, owns the following station interests:
 - (a) 100 percent of the outstanding shares of NW Communications of Texas, Inc., which owns 100 percent of the outstanding shares of KDFW License Inc., licensee of KDFW(TV), Dallas, Texas; and 100 percent of the outstanding shares of New Dallas Media, Inc., which, in turn, owns 100 percent of the outstanding shares of New DMIC, Inc., licensee of KDFI(TV), Dallas, Texas
 - (b) 100 percent of the outstanding shares of NW Communications of Austin, Inc., which owns 100 percent of the outstanding shares of KTBC License, Inc., licensee of KTBC(TV), Austin, Texas
 - (c) 100 percent of the outstanding shares of New World Communications of St. Louis, Inc., which owns 100 percent of the outstanding shares of KTVI License, Inc., licensee of KTVI(TV), St. Louis, Missouri

NWC Holdings Corporation owns 100 percent of the outstanding shares of NWTN Intermediate Holdings Corporation, which owns 100 percent of the outstanding shares of New World Television Incorporated, which owns the following station interests:

- (1) 100 percent of the outstanding shares of New World Communications of Tampa, Inc., which owns 100 percent of the outstanding shares of TVT License, Inc., licensee of WTVT(TV), Tampa, Florida
- (2) 100 percent of the outstanding shares of New World Communications of Atlanta, Inc., which owns 100 percent of the outstanding shares of WAGA License, Inc., licensee of WAGA(TV), Atlanta, Georgia

- (3) 100 percent of the outstanding shares of New World Communications of Detroit, Inc., which owns 100 percent of the outstanding shares of WJBK License, Inc., licensee of WJBK(TV), Detroit, Michigan
- (4) 100 percent of the outstanding shares of New World Communications of Milwaukee, Inc., which owns 100 percent of the outstanding shares of WITI License, Inc., licensee of WITI(TV), Milwaukee, Wisconsin
- (5) 100 percent of the outstanding shares of New World Communications of Ohio, Inc., which owns 100 percent of the outstanding shares of WJW License, Inc., licensee of WJW(TV), Cleveland, Ohio

FTH, and its single majority shareholder, Mr. K. Rupert Murdoch, have no attributable interest in any other broadcast stations or in any newspapers or cable television systems in the Atlanta, Austin, Baltimore, Birmingham, Boston, Chicago, Cleveland, Dallas, Detroit, Denver, High Point-Winston-Salem-Greensboro, Houston, Kansas City, Los Angeles, Memphis, Milwaukee, Minneapolis, New York, Orlando, Philadelphia, Phoenix, Portland, St. Louis, Salt Lake City, San Francisco, Tampa, or Washington markets, except to the extent permitted by a waiver in *Fox Television Stations, Inc., Licensee of Television Station WNYW, New York, New York, Request for Waiver of the Broadcast-Newspaper Cross Ownership Rule, Relating to WNYW and the New York Post*, 8 FCC Rcd 5,431 (1993), *aff'd sub nom. Metropolitan Council of NAACP Branches v. FCC*, 46 F.3d 1154 (D.C. Cir. 1995) and whatever waiver(s) may be granted by the Commission in connection with the Fox/Chris-Craft Applications.

For convenience, the following table summarizes the television station licenses indirectly controlled by FTH, the parent of FTS, the proposed assignee: 5/

Call Sign	FCC Facility ID No.	Location
KBHK-TV	69619	San Francisco, CA
KCOP-TV	33742	Los Angeles, CA
KDFI-TV	17037	Dallas, TX
KDFW(TV)	33770	Dallas, TX

5/ As more fully described above, Fox/UTV Holdings, Inc. holds an attributable interest in WHDF(TV), Florence, Alabama, Facility ID No. 65128.

Call Sign	FCC Facility ID No.	Location
KDVR(TV)	126	Denver, CO
KFCT(TV)	125	Ft. Collins, CO
KMOL-TV	69618	San Antonio, TX <u>6/</u>
KMSP-TV	68883	Minneapolis, MN
KPTV(TV)	50633	Portland, OR
KRIV(TV)	22204	Houston, TX
KSAZ-TV	35587	Phoenix, AZ
KSTU(TV)	22215	Salt Lake City, UT
KTBC(TV)	35649	Austin, TX
KTTV(TV)	22208	Los Angeles, CA
KTUP(TV)	68886	Phoenix, AZ
KTVI(TV)	35693	St. Louis, MO
KTVX(TV)	68889	Salt Lake City, UT <u>6/</u>
WAGA(TV)	70689	Atlanta, GA
WBRC(TV)	71221	Birmingham, AL
WDAF-TV	11291	Kansas City, MO
WFLD(TV)	22211	Chicago, IL
WFXT(TV)	6463	Boston, MA
WGHP(TV)	72106	High Point, NC
WHBQ-TV	12521	Memphis, TN
WITI(TV)	73107	Milwaukee, WI
WJBK(TV)	73123	Detroit, MI
WJW(TV)	73150	Cleveland, OH
WNYW(TV)	22206	New York, NY
WRBW(TV)	54940	Orlando, FL
WTTG(TV)	22207	Washington, DC
WTVT(TV)	23422	Tampa, FL
WTXF-TV	51568	Philadelphia, PA
WUTB(TV)	60552	Baltimore, MD
WWOR-TV	74197	Secaucus, NJ

6/ As part of the instant transaction, FTS proposes to assign the KMOL-TV and KTVX(TV) licenses to Clear Channel Broadcasting Licenses, Inc.