

**CHANGES IN INTEREST AS A RESULT OF TRANSFER**

This application seeks Commission consent to the *pro forma* transfer of control of WSAH License, Inc. from The E.W. Scripps Company to Scripps Howard Broadcasting Company (“SHBC”). Currently, 100% of the stock of WSAH License, Inc. is owned by WSAH, Inc.. WSAH, Inc. is wholly owned by Scripps Shop at Home, Inc. Scripps Shop at Home, Inc., in turn, is wholly owned by The E.W. Scripps Company.

Specifically, the instant application proposes to transfer control of Scripps Shop at Home, Inc. from The E.W. Scripps Company to SHBC. Upon consummation of the proposed transaction, WSAH License, Inc. will be wholly owned by WSAH, Inc, which will be wholly owned by Scripps Shop at Home, Inc., which will be wholly owned by SHBC. 100% of the stock of SHBC is owned by The E.W. Scripps Company.

Because The E.W. Scripps Company will continue to indirectly wholly control the licensee by virtue of its interest in SHBC, the transaction is *pro forma* in nature. Because this is simply a corporate restructuring, there are no agreements. The qualifications of The E.W. Scripps Company to control the licenses for the stations held by WSAH License, Inc. were passed upon by the Commission in the context of the transfer of control of the licensee from the shareholders of Summit America Television, Inc. to The E.W. Scripps Company, *see* file no. BTCCT-20031231ABS, granted February 27, 2004.

The officers, directors, and shareholders of The E.W. Scripps Company and its relevant subsidiaries as anticipated post-consummation are provided below.

**The E.W. Scripps Company**

The officers, directors and shareholders of **The E.W. Scripps Company**, all of whom are U.S. citizens, are as follows:

<b>NAME &amp; ADDRESS</b>	<b>OFFICER</b>	<b>DIRECTOR</b>	<b>% VOTES</b>	<b>% TOTAL ASSETS</b>
William R. Burleigh The E.W. Scripps Company 312 Walnut Street 28 <sup>th</sup> Floor Cincinnati, OH 45202	Chairman of the Board	Yes	0	0
Kenneth W. Lowe The E.W. Scripps Company 312 Walnut Street 28 <sup>th</sup> Floor Cincinnati, OH 45202	President and Chief Executive Officer	Yes	0	0
Richard A. Boehne The E.W. Scripps Company 312 Walnut Street 28 <sup>th</sup> Floor Cincinnati, OH 45202	Executive Vice President and Chief Operating Officer	No	0	0
Anatolio B. Cruz III The E.W. Scripps Company 312 Walnut Street 28 <sup>th</sup> Floor Cincinnati, OH 45202	Senior Vice President and General Counsel	No	0	0
Joseph G. NeCastro The E.W. Scripps Company 312 Walnut Street 28 <sup>th</sup> Floor Cincinnati, OH 45202	Executive Vice President and Chief Financial Officer	No	0	0
Jennifer L. Weber The E.W. Scripps Company 312 Walnut Street 28 <sup>th</sup> Floor Cincinnati, OH 45202	Senior Vice President/Human Resources	No	0	0
John F. Lansing The E.W. Scripps Company 312 Walnut Street 28 <sup>th</sup> Floor Cincinnati, OH 45202	Senior Vice President/Scripps Networks	No	0	0

<b>NAME &amp; ADDRESS</b>	<b>OFFICER</b>	<b>DIRECTOR</b>	<b>% VOTES</b>	<b>% TOTAL ASSETS</b>
William B. Peterson The E.W. Scripps Company 312 Walnut Street 28 <sup>th</sup> Floor Cincinnati, OH 45202	Senior Vice President/ Television Station Group	No	0	0
Mark G. Contreras The E.W. Scripps Company 312 Walnut Street 28 <sup>th</sup> Floor Cincinnati, OH 45202	Senior Vice President/ Newspapers	No	0	0
Lori A. Hickok The E.W. Scripps Company 312 Walnut Street 28 <sup>th</sup> Floor Cincinnati, OH 45202	Vice President and Controller	No	0	0
M. Denise Kuprionis The E.W. Scripps Company 312 Walnut Street 28 <sup>th</sup> Floor Cincinnati, OH 45202	Vice President/ Corporate Secretary and Director of Legal Affairs	No	0	0
Tim Peterman The E.W. Scripps Company 312 Walnut Street 28 <sup>th</sup> Floor Cincinnati, OH 45202	Senior Vice President/ Interactive Media	No	0	0
Timothy E. Stautberg The E.W. Scripps Company 312 Walnut Street 28 <sup>th</sup> Floor Cincinnati, OH 45202	Vice President/ Communications and Investor Relations	No	0	0
E. John Wolfzorn The E.W. Scripps Company 312 Walnut Street 28 <sup>th</sup> Floor Cincinnati, OH 45202	Vice President and Treasurer	No	0	0
Mark S. Hale The E.W. Scripps Company 312 Walnut Street 28 <sup>th</sup> Floor Cincinnati, OH 45202	Senior Vice President of Technology Operations	No	0	0

<b>NAME &amp; ADDRESS</b>	<b>OFFICER</b>	<b>DIRECTOR</b>	<b>% VOTES</b>	<b>% TOTAL ASSETS</b>
Michael W. Carroll The E.W. Scripps Company 312 Walnut Street 28 <sup>th</sup> Floor Cincinnati, OH 45202	Assistant Treasurer	No	0	0
Mark F. Schuermann The E.W. Scripps Company 312 Walnut Street 28 <sup>th</sup> Floor Cincinnati, OH 45202	Assistant Treasurer	No	0	0
John H. Burlingame c/o Baker & Hostetler LLP 1900 East 9 <sup>th</sup> Street Suite 3200 Cleveland, OH 44114	N/A	Yes	0	0
Jarl Mohn The E.W. Scripps Company 312 Walnut Street 28 <sup>th</sup> Floor Cincinnati, OH 45202	N/A	Yes	0	0
David A. Galloway Chairman Bank of Montreal First Canadian Place 100 King Street West 21 <sup>st</sup> Floor Toronto, Canada MSX1A1	N/A	Yes	0	0
Nicholas Paumgarten Managing Director J.P. Morgan Chase 277 Park Avenue 23 <sup>rd</sup> Floor New York, NY 10172	N/A	Yes	0	0
Nackey E. Scagliotti The E.W. Scripps Company 312 Walnut Street 28 <sup>th</sup> Floor Cincinnati, OH 45202	N/A	Yes	0	0

<b>NAME &amp; ADDRESS</b>	<b>OFFICER</b>	<b>DIRECTOR</b>	<b>% VOTES</b>	<b>% TOTAL ASSETS</b>
Jeffery Sagansky The E.W. Scripps Company 312 Walnut Street 28 <sup>th</sup> Floor Cincinnati, OH 45202	N/A	Yes	0	0
Edward W. Scripps The E.W. Scripps Company 312 Walnut Street 28 <sup>th</sup> Floor Cincinnati, OH 45202	N/A	Yes	0	0
Paul K. Scripps The E.W. Scripps Company 312 Walnut Street 28 <sup>th</sup> Floor Cincinnati, OH 45202	N/A	Yes	.90	0
Ronald W. Tysoe Vice Chairman Federated Department Stores 7 West Seventh Street 20 <sup>th</sup> Floor Cincinnati, OH 45202	N/A	Yes	0	0
Julie A. Wrigley President & CEO Wrigley Investments LLC P.O. Box 135 Ketchum, ID 83340	N/A	Yes	0	0
The Edward W. Scripps Trust <i>Edward W. Scripps, Nackey E. Scagliotti and John Burlingame as Trustees</i> 13350 Metro Parkway Suite 301 Fort Meyers, FL 33912	N/A	N/A	87.50	35.60
The John P. Scripps Trust <i>Paul K. Scripps, Peter R. Ladow and Barbara Scripps Evans as Trustees</i> 625 Broadway Suite 625 San Diego, CA 92101	N/A	N/A	7.90	1.40

**Scripps Howard Broadcasting Company**

The E.W. Scripps Company owns 100% of the stock of Scripps Howard Broadcasting Company. The officers and directors of Scripps Howard Broadcasting Company, all of whom are U.S. citizens, are as follows:

<b>NAME &amp; ADDRESS</b>	<b>OFFICER</b>	<b>DIRECTOR</b>
Kenneth W. Lowe The E.W. Scripps Company 312 Walnut Street 28 <sup>th</sup> Floor Cincinnati, OH 45202	Chairman/President/ Chief Executive Officer	Yes
Richard A. Boehne The E.W. Scripps Company 312 Walnut Street 28 <sup>th</sup> Floor Cincinnati, OH 45202	N/A	Yes
Anatolio B. Cruz III The E.W. Scripps Company 312 Walnut Street 28 <sup>th</sup> Floor Cincinnati, OH 45202	Senior Vice President and General Counsel	No
John F. Lansing Scripps Networks, Inc. 9721 Sherrill Boulevard Knoxville, TN 37932	Executive Vice President	No
Joseph G. NeCastro The E.W. Scripps Company 312 Walnut Street 28 <sup>th</sup> Floor Cincinnati, OH 45202	Executive Vice President and Chief Financial Officer	Yes
William B. Peterson The E.W. Scripps Company 312 Walnut Street 28 <sup>th</sup> Floor Cincinnati, OH 45202	Senior Vice President/ Television Station Group	Yes
E. John Wolfzorn The E.W. Scripps Company 312 Walnut Street 28 <sup>th</sup> Floor Cincinnati, OH 45202	Vice President and Treasurer	No

NAME & ADDRESS	OFFICER	DIRECTOR
Michael W. Carroll The E.W. Scripps Company 312 Walnut Street 28 <sup>th</sup> Floor Cincinnati, OH 45202	Assistant Treasurer	No
M. Denise Kuprionis The E.W. Scripps Company 312 Walnut Street 28 <sup>th</sup> Floor Cincinnati, OH 45202	Vice President and Secretary	No
David M. Giles The E.W. Scripps Company 312 Walnut Street 28 <sup>th</sup> Floor Cincinnati, OH 45202	Associate General Counsel	No
Robert J. Gerrard, Jr. Scripps Networks 1180 Avenue of the Americas 11 <sup>th</sup> Floor New York, NY 10036	Vice President	No
Michael Doback Channel 7 of Detroit, Inc. 20777 West Ten Mile Road Southfield, MI 48037	Vice President/Engineering	No
Robert Sliva Channel 7 of Detroit, Inc. 20777 West Ten Mile Road Southfield, MI 48037	Vice President of Sales	No
Brian Lawlor WPTV 1100 Banyan Boulevard West Palm Beach, FL 33401	Vice President and General Manager, WPTV	No
Michael Vrabac KJRH 3701 South Peoria Tulsa, OK 74105	Vice President and General Manager, KJRH	No
Craig Allison KHSB-TV 4720 Oak Street Kansas City, Missouri 64112	Vice President and General Manager, KSHB-TV	No

NAME & ADDRESS	OFFICER	DIRECTOR
Bill Carey Tampa Bay Television, Inc. 4045 North Himes Avenue Tampa, FL 33607	Vice President and General Manager, WFTS-TV	No
Grace Gilchrist Channel 7 of Detroit, Inc. 20777 West Ten Mile Road Southfield, MI 48037	Vice President and General Manager, WXYZ-TV	No
William S. Fee WCPO-TV 1720 Gilbert Avenue Cincinnati, OH 45202	Vice President and General Manager, WCPO-TV	No
John Butte WEWS-TV 3001 Euclid Avenue Cleveland, OH 44115	Vice President and General Manager, WEWS-TV	No
Janice Todd 515 North 44 <sup>th</sup> St Phoenix, AZ 85008	Vice President and General Manager, KNXV-TV	No
William B. Peterson WMAR-TV 6400 York Road Baltimore, MD 21212	Acting General Manager, WMAR-TV	No

**Scripps Shop at Home, Inc.**

Upon consummation of the proposed transaction, 100% of the stock of Scripps Shop at Home, Inc. will be owned by Scripps Howard Broadcasting Company. The officers and directors of Scripps Shop at Home, Inc., all of whom are U.S. citizens, are as follows:

<b>NAME &amp; ADDRESS</b>	<b>OFFICER</b>	<b>DIRECTOR</b>
Frank A. Woods Shop at Home Network, LLC 5388 Hickory Hollow Parkway Antioch, TN 37013	Chairman	No
Tim Peterman The E.W. Scripps Company 312 Walnut Street 28 <sup>th</sup> Floor Cincinnati, OH 45202	President	Yes
Stephen R. Hanlon Shop at Home Network, LLC 5388 Hickory Hollow Parkway Antioch, TN 37013	Senior Vice President and Chief Financial Officer	No
George J. Phillips Shop at Home Network, LLC 5388 Hickory Hollow Parkway Antioch, TN 37013	Senior Vice President and General Counsel	No
Jeffery S. Doster Shop at Home Network, LLC 5388 Hickory Hollow Parkway Antioch, TN 37013	Senior Vice President and Chief Technology Officer	No
Laura A. Purswell Shop at Home Network, LLC 5388 Hickory Hollow Parkway Antioch, TN 37013	Vice President, Human Resources	No
Sandra K. Conrad Shop at Home Network, LLC 5388 Hickory Hollow Parkway Antioch, TN 37013	Vice President, Merchandising	No
Susan Packard Scripps Networks, Inc. 9721 Sherrill Boulevard Knoxville, TN 37932	Senior Vice President	No

NAME & ADDRESS	OFFICER	DIRECTOR
John Baird Scripps Networks, Inc. 9721 Sherrill Boulevard Knoxville, TN 37932	Senior Vice President	No
Mark Hale Scripps Networks, Inc. 9721 Sherrill Boulevard Knoxville, TN 37932	Senior Vice President	No
Kenneth W. Lowe The E.W. Scripps Company 312 Walnut Street 28 <sup>th</sup> Floor Cincinnati, OH 45202	N/A	Yes
Richard A. Boehne The E.W. Scripps Company 312 Walnut Street 28 <sup>th</sup> Floor Cincinnati, OH 45202	N/A	Yes
Anatolio B. Cruz III The E.W. Scripps Company 312 Walnut Street 28 <sup>th</sup> Floor Cincinnati, OH 45202	Vice President	No
Joseph G. NeCastro The E.W. Scripps Company 312 Walnut Street 28 <sup>th</sup> Floor Cincinnati, OH 45202	Vice President	Yes
M. Denise Kuprionis The E.W. Scripps Company 312 Walnut Street 28 <sup>th</sup> Floor Cincinnati, OH 45202	Vice President and Secretary	No
E. John Wolfzorn The E.W. Scripps Company 312 Walnut Street 28 <sup>th</sup> Floor Cincinnati, OH 45202	Vice President and Treasurer	No

<b>NAME &amp; ADDRESS</b>	<b>OFFICER</b>	<b>DIRECTOR</b>
Michael W. Carroll The E.W. Scripps Company 312 Walnut Street 28 <sup>th</sup> Floor Cincinnati, OH 45202	Assistant Treasurer	No

**WSAH, Inc.**

100% of the stock of WSAH, Inc. is owned by Scripps Shop at Home, Inc. The officers and directors WSAH, Inc., all of whom are U.S. citizens, are as follows:

<b>NAME &amp; ADDRESS</b>	<b>OFFICER</b>	<b>DIRECTOR</b>
Kenneth W. Lowe The E.W. Scripps Company 312 Walnut Street 28 <sup>th</sup> Floor Cincinnati, OH 45202	N/A	Yes
Richard A. Boehne The E.W. Scripps Company 312 Walnut Street 28 <sup>th</sup> Floor Cincinnati, OH 45202	N/A	Yes
Anatolio B. Cruz III The E.W. Scripps Company 312 Walnut Street 28 <sup>th</sup> Floor Cincinnati, OH 45202	Senior Vice President and General Counsel	No
Joseph G. NeCastro The E.W. Scripps Company 312 Walnut Street 28 <sup>th</sup> Floor Cincinnati, OH 45202	Executive Vice President and Chief Financial Officer	Yes
Tim Peterman The E.W. Scripps Company 312 Walnut Street 28 <sup>th</sup> Floor Cincinnati, OH 45202	President	Yes
M. Denise Kuprionis The E.W. Scripps Company 312 Walnut Street 28 <sup>th</sup> Floor Cincinnati, OH 45202	Vice President and Secretary	No
E. John Wolfzorn The E.W. Scripps Company 312 Walnut Street 28 <sup>th</sup> Floor Cincinnati, OH 45202	Vice President and Treasurer	No

<b>NAME &amp; ADDRESS</b>	<b>OFFICER</b>	<b>DIRECTOR</b>
Michael W. Carroll The E.W. Scripps Company 312 Walnut Street 28 <sup>th</sup> Floor Cincinnati, OH 45202	Assistant Treasurer	No

**WSAH License, Inc.**

100% of the stock of WSAH License, Inc. is held by WSAH, Inc. The officers and directors of WSAH License, Inc., all of whom are U.S. citizens, are as follows:

<b>NAME &amp; ADDRESS</b>	<b>OFFICER</b>	<b>DIRECTOR</b>
Kenneth W. Lowe The E.W. Scripps Company 312 Walnut Street 28 <sup>th</sup> Floor Cincinnati, OH 45202	N/A	Yes
Richard A. Boehne The E.W. Scripps Company 312 Walnut Street 28 <sup>th</sup> Floor Cincinnati, OH 45202	N/A	Yes
Anatolio B. Cruz III The E.W. Scripps Company 312 Walnut Street 28 <sup>th</sup> Floor Cincinnati, OH 45202	Senior Vice President and General Counsel	No
Joseph G. NeCastro The E.W. Scripps Company 312 Walnut Street 28 <sup>th</sup> Floor Cincinnati, OH 45202	Executive Vice President and Chief Financial Officer	Yes
Tim Peterman The E.W. Scripps Company 312 Walnut Street 28 <sup>th</sup> Floor Cincinnati, OH 45202	President	No
M. Denise Kuprionis The E.W. Scripps Company 312 Walnut Street 28 <sup>th</sup> Floor Cincinnati, OH 45202	Vice President and Secretary	No
E. John Wolfzorn The E.W. Scripps Company 312 Walnut Street 28 <sup>th</sup> Floor Cincinnati, OH 45202	Vice President and Treasurer	No

<b>NAME &amp; ADDRESS</b>	<b>OFFICER</b>	<b>DIRECTOR</b>
Michael W. Carroll The E.W. Scripps Company 312 Walnut Street 28 <sup>th</sup> Floor Cincinnati, OH 45202	Assistant Treasurer	No