

Section I, Item 4(b); Section II, Item 6; Section III, Items 4, 5(a), 6, and 7

DESCRIPTION OF TRANSACTION

This series of eight concurrently filed applications on FCC Form 316 seek Commission consent to the *pro forma* transfer of control of Lincoln Financial Media Company (“LFMC”), the direct parent of the licensees listed in Attachment A, from Lincoln JP Holdings, LP to Lincoln National Corporation (“LNC”). Currently, 100 percent of the stock of Lincoln Financial Media Company is owned by Lincoln JP Holdings, LP. Lincoln JP Holdings, LP is owned 99.9 percent by LNC as limited partner and 0.1 percent by Lincoln JP Company, LLC as general partner. LNC is the sole member of Lincoln JP Company, LLC. *See* Attachment B.

The instant application proposes to eliminate Lincoln JP Holdings, LP and Lincoln JP Company, LLC from the ownership structure. Upon consummation of the proposed transaction, LFMC will be wholly owned by LNC. *See* Attachment C. There are no written agreements concerning this restructuring. Because Lincoln JP Holdings, LP and Lincoln JP Company, LLC currently are wholly owned subsidiaries of LNC, this transaction is *pro forma* in nature, and use of FCC Form 316 is appropriate.

The qualifications of LNC to control the licenses for the stations listed in Attachment A were passed upon by the Commission in the context of the recent transfer of control of the licensees from the shareholders of Jefferson-Pilot Corporation to LNC, *see* FCC File Nos. BTCCT-20051207ABK / ABT / ABW / ACD / ACQ / ADA / ADE / ADH.

A list of the officers, directors, and shareholders of LNC is attached hereto. *See* Attachment D.

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Attachment A - Other Authorizations

Lincoln National Corporation (“LNC”) is the ultimate corporate parent of a number of Commission licensees, which hold the licenses for the stations listed below.

Lincoln Financial Media Company of North Carolina:

Call Letters	Facility ID Number	Location
WBT(AM)	30830	Charlotte, NC
WBT-FM	10764	Chester, SC
WLNK(FM)	30834	Charlotte, NC

Lincoln Financial Media Company of Colorado:

Call Letters	Facility ID Number	Location
KEPN(AM)	30823	Lakewood, CO
KJCD(FM)	71767	Longmont, CO
KKFN(AM)	30839	Denver, CO
KQKS(FM)	35574	Lakewood, CO
KYGO-FM	30829	Denver, CO

Lincoln Financial Media Company of Georgia:

Call Letters	Facility ID Number	Location
WQXI(AM)	30825	Atlanta, GA
WSTR(FM)	30822	Smyrna, GA

Lincoln Financial Media Company of Florida:

Call Letters	Facility ID Number	Location
WAXY(AM)	30837	South Miami, FL
WLYF(FM)	30827	Miami, FL
WMXJ(FM)	30840	Pompano Beach, FL

Lincoln Financial Media Company of California:

Call Letters	Facility ID Number	Location
KBZT(FM)	58816	San Diego, CA
KIFM(FM)	34589	San Diego, CA
KSON(AM)	30831	San Diego, CA
KSON-FM	30832	San Diego, CA
KSOQ-FM	49206	Escondido, CA

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WCSC, Inc.:

Call Letters	Facility ID Number	Location
WCSC-TV	71297	Charleston, SC

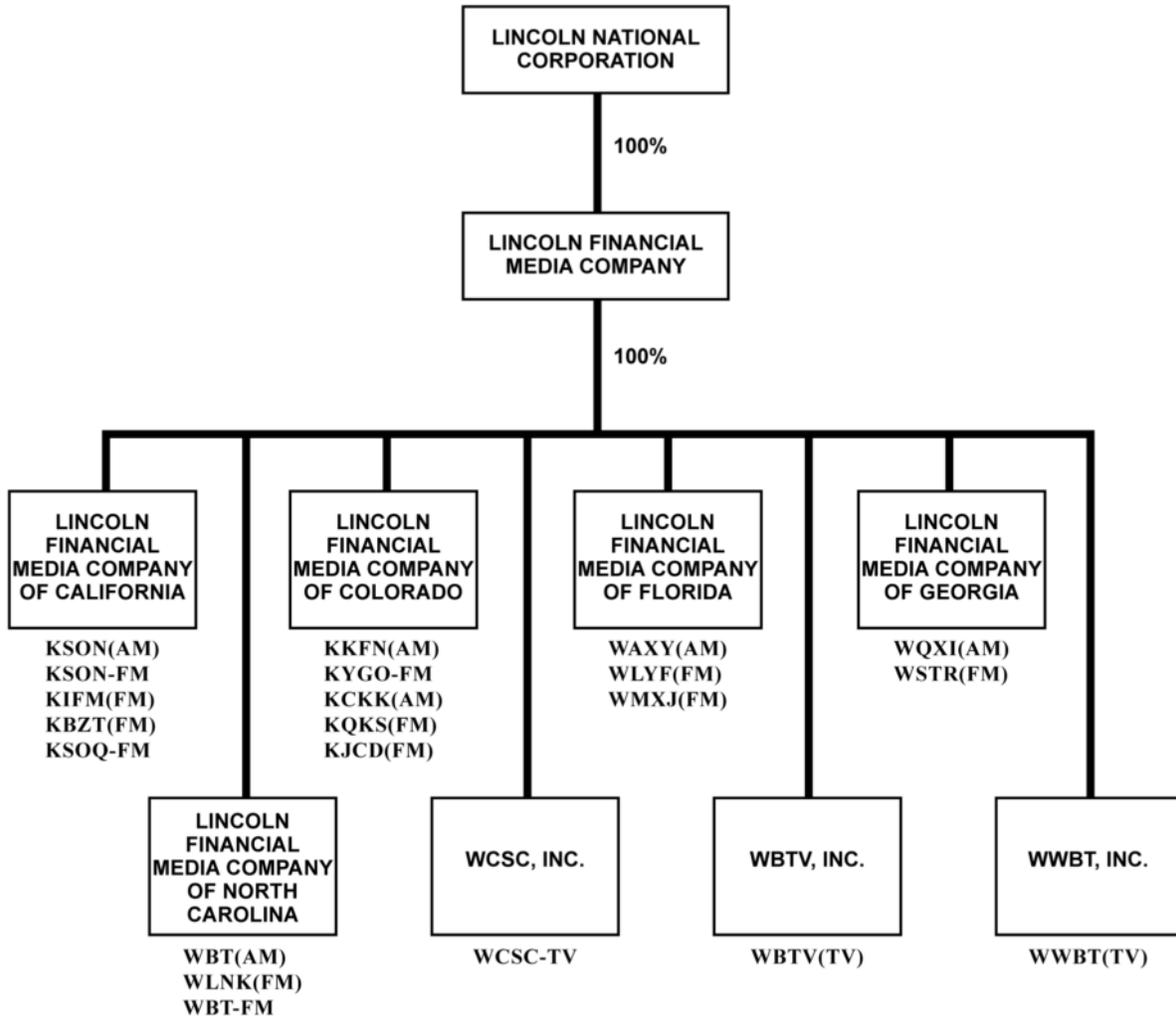
WBTV, Inc.:

Call Letters	Facility ID Number	Location
WBTV(TV)	30826	Charlotte, NC

WWBT, Inc.:

Call Letters	Facility ID Number	Location
WWBT(TV)	30833	Richmond, VA

Attachment C - Proposed Ownership Structure



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Attachment D - Ownership Information

The executive officers and directors of Lincoln National Corporation (“LNC”) are detailed below.¹ All of these individuals are United States citizens. SEC filings reveal that no LNC shareholders have voting rights to five percent or more of LNC’s issued and outstanding capital stock (or 20 percent, with respect to any qualified institutional investors).^{2,3}

NAME AND RESIDENCE	GENDER	RACE/ ETHNICITY	% OF VOTES, % OF ASSETS OF LNC ⁴	POSITIONAL INTEREST
Jon A. Boscia Gladwyne, PA	Male	White / Not Hispanic or Latino	<1	Chairman of the Board of Directors and Chief Executive Officer
Dennis R. Glass Greensboro, NC	Male	White / Not Hispanic or Latino	< 1	President, Chief Operating Officer and Director
Frederick J. Crawford Radnor, PA	Male	White / Not Hispanic or Latino	<1	Senior Vice President and Chief Financial Officer

¹ Certain officers and directors of LNC for which non-attribution is claimed are not listed. These individuals have been identified or described in prior filings with the Commission. See FCC File Nos. BOS-20060606ACB, BOA-20050729DUS, BALCT-20020318AAQ. As explained further in the prior filings, these officers and directors should not be deemed to have attributable interests in any station licenses ultimately held by LNC. The non-attributable officers and directors have no involvement in broadcast matters, which comprise an extremely small percentage of the business of LNC.

² Cede & Co., which is not listed below, has record ownership of more than 80 percent of LNC’s stock. Cede & Co. is the common stock nominee of both Stock Clearing Corporation (a subsidiary of the New York Stock Exchange) and all securities brokers and dealers using the facilities of Stock Clearing Corporation’s “Central Certificate Service,” a computer service established to facilitate the transfer of shares listed on the Exchange between member securities brokers and dealers. All shares handled by the Service are registered in the nominee name Cede & Co. Stock Clearing Corporation’s rules prohibit it or Cede & Co. from voting any shares registered in that name except upon specific instruction of the broker, dealer or other organization for whose account shares are held.

³ Certain present or past officers and/or directors of LNC and/or its subsidiaries possess options to purchase LNC stock. In no case would the exercise of any of these options result in any individual holding five percent or more of LNC’s stock.

⁴ No other parties hold cognizable “equity debt plus” interests in respondent as defined in 47 C.F.R. § 73.3555, Note 2, subsection (i).

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NAME AND RESIDENCE	GENDER	RACE/ ETHNICITY	% OF VOTES, % OF ASSETS OF LNC ⁴	POSITIONAL INTEREST
Barbara S. Kowalczyk Philadelphia, PA	Female	White / Not Hispanic or Latino	<1	Senior Vice President
Elizabeth L. Reeves Philadelphia, PA	Female	White / Not Hispanic or Latino	<1	Senior Vice President
Heather Dzielak Philadelphia, PA	Female	White / Not Hispanic or Latino	<1	Senior Vice President
Dennis L. Schoff Philadelphia, PA	Male	White / Not Hispanic or Latino	<1	Senior Vice President and General Counsel
Duane L. Bernt Philadelphia, PA	Male	White / Not Hispanic or Latino	<1	Vice President and Treasurer
Charles A. Brawley Glen Mills, PA	Male	White / Not Hispanic or Latino	<1	Vice President and Associate General Counsel
Priscilla S. Brown Philadelphia, PA	Female	Black / Not Hispanic or Latino	<1	Vice President
Susan F. Crabtree Doylestown, PA	Female	White / Not Hispanic or Latino	<1	Vice President
Karen Fowler-Williams Lafayette Hill, PA	Female	Black / Not Hispanic or Latino	<1	Vice President and Director of Diversity and Employee Relations
James F. Gleason West Simsbury, CT	Male	White / Not Hispanic or Latino	<1	Vice President
Ronald A. Jordan High Point, NC	Male	White / Not Hispanic or Latino	<1	Vice President and General Auditor
David W. Kemps Oakton, VA	Male	White / Not Hispanic or Latino	<1	Vice President
Douglas N. Miller Exton, PA	Male	White / Not Hispanic or Latino	<1	Vice President, Chief Accounting Officer and Controller

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NAME AND RESIDENCE	GENDER	RACE/ ETHNICITY	% OF VOTES, % OF ASSETS OF LNC ⁴	POSITIONAL INTEREST
Thomas Moran Villanova, PA	Male	White / Not Hispanic or Latino	<1	Vice President and Director of Taxes
James A. Morrill McLean, VA	Male	White / Not Hispanic or Latino	<1	Vice President
Therese M. Obringer Philadelphia, PA	Female	White / Not Hispanic or Latino	<1	Vice President and Chief Compliance Officer
Stephen E. Rahn Fort Wayne, IN	Male	White / Not Hispanic or Latino	<1	Vice President
Karen K. Ruef Philadelphia, PA	Female	White / Not Hispanic or Latino	<1	Vice President
James P. Sjoreen Wayne, PA	Male	White / Not Hispanic or Latino	<1	Vice President
Todd R. Stephenson Fort Wayne, IN	Male	White / Not Hispanic or Latino	<1	Vice President
William David Philadelphia, PA	Male	White / Not Hispanic or Latino	<1	Vice President
Jeffrey L. Smith Greensboro, NC	Male	White / Not Hispanic or Latino	<1	Vice President
C. Suzanne Womack Collegeville, PA	Female	White / Not Hispanic or Latino	<1	Secretary and Second Vice President
Robert J. Bohner, Jr. Fort Washington, PA	Male	White / Not Hispanic or Latino	<1	Second Vice President and Senior Counsel
Douglas M. Cooperberg Philadelphia, PA	Male	White / Not Hispanic or Latino	<1	Second Vice President and Senior Counsel
James E. Cruickshank Radnor, PA	Male	White / Not Hispanic or Latino	<1	Second Vice President and Assistant Treasurer

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NAME AND RESIDENCE	GENDER	RACE/ ETHNICITY	% OF VOTES, % OF ASSETS OF LNC ⁴	POSITIONAL INTEREST
Timothy S. Eun Philadelphia, PA	Male	Asian / Not Hispanic or Latino	<1	Second Vice President
Thomas Johnson Elkins Park, PA	Male	Black / Not Hispanic or Latino	<1	Second Vice President
Karen F. Kanjian Penn Valley, PA	Female	White / Not Hispanic or Latino	<1	Second Vice President and Senior Counsel
Kimberly S. Moore Fort Wayne, IN	Female	White / Not Hispanic or Latino	<1	Second Vice President
Barbara A. Phillips Fort Wayne, IN	Female	White / Not Hispanic or Latino	<1	Second Vice President and Associate General Auditor
Parag S. Shah Maple Shade, NJ	Male	Asian / Not Hispanic or Latino	<1	Second Vice President
William J. Avery Gwynedd Valley, PA	Male	White / Not Hispanic or Latino	<1	Director
J. Patrick Barrett Manlius, NY	Male	White / Not Hispanic or Latino	<1	Director
Eric G. Johnson Orland Park, IL	Male	Black / Not Hispanic or Latino	<1	Director
M. Leanne Lachman New York, NY	Female	White / Not Hispanic or Latino	<1	Director
Michael F. Mee Osterville, MA	Male	White / Not Hispanic or Latino	<1	Director
Jill S. Ruckelshaus Medina, WA	Female	White / Not Hispanic or Latino	<1	Director
David A. Stonecipher Atlanta, GA	Male	White / Not Hispanic or Latino	< 1	Director

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NAME AND RESIDENCE	GENDER	RACE/ ETHNICITY	% OF VOTES, % OF ASSETS OF LNC ⁴	POSITIONAL INTEREST
Isaiah Tidwell Atlanta, GA	Male	Black / Not Hispanic or Latino	< 1	Director
Glenn F. Tilton Chicago, IL	Male	White / Not Hispanic or Latino	<1	Director