

September 8, 2014

William Lake
Chief, Media Bureau
Federal Communications Commission
445 12th Street SW
Washington, DC 20554

Re: Proposed Assignment of KPEJ-TV, Odessa, TX (Fac. ID No. 12524); KMSS-TV, Shreveport, LA (Fac. ID No. 12525; and KLIB-TV), Quad Cities, IL (Fac. ID No. 54011) to Marshall Broadcasting Group, Inc.

Dear Mr. Lake:

Marshall Broadcasting Group, Inc. ("MBG") has requested that I opine on the current transaction, lending and equity investment environment that exists now and its effect on MBG's ability to raise capital.

I have over 40 years of involvement in the broadcast industry in several capacities including ownership and management of television and radio stations, including 13 years with General Electric. For the past thirty plus years, I have been involved in the brokerage, investment and merchant banking sector of broadcast properties. I am the founder and President of CobbCorp LLC and a founder and former Managing Director of Media Venture Partners, both nationally recognized brokerage and advisory firms. I have personally been involved in the brokerage of more full power television stations than any other person including two transactions in the named markets above. I am a former President of the National Association of Media Brokers and a recipient of the Broadcast Foundation of America's leadership award.

In addition to brokering stations, this year, CobbCorp has particularly focused on finding sources of capital for smaller transactions under \$100,000,000. MBG is the perfect example of how difficult it is to find investment capital providers willing to take a risk without sufficient downside protection.

Recent transactions have involved companies with significant assets and sources of funding. Without sufficient collateral, banks have ceased lending money for smaller transactions. If a transaction is less than \$100,000,000, the size becomes a burden to the lender unless it's an addition to an existing entity with assets to protect the loan. This is not new; and the situation is getting worse. There are some firms such as BIA that have funds for smaller investments. However, most are SBIC loans and have cash flow and collateral requirements.

MBG is the perfect example of how difficult it is to find investment capital providers willing to take a risk without sufficient downside protection. MBG's proposed acquisition is also too big for an SBIC loan and too small and lacking sufficient assets to leverage with the larger banks absent credit support from an entity with a large balance sheet such as Nexstar.

Finding funding without a bank layer and relying on equity investors only increases the risk for MBG due to the higher cost of capital, and Pluria Marshall, Jr.'s ownership percentage would become miniscule and do little to increase minority ownership in broadcast stations.

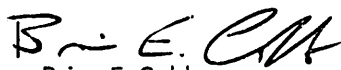
Mr. Marshall has spent decades trying to increase his ownership in media. He is facing what every one of his financial capability and comparable size are up against: a lack of available capital. I deal in this environment daily. To my knowledge there is no lender or equity investor that will back a transaction such as this without some additional protection.

Nexstar is offering Mr. Marshall an opportunity that he has never been able to accomplish ownership of a small group of television stations. If there was any reason to grant a waiver, this is it.

It is too difficult to raise capital without having significant assets in this environment. If MBG requested our help in finding financing and equity for this transaction, I would decline the opportunity because I don't believe there is anyone that will provide \$58,000,000 without the protection of other assets that MBG doesn't have. This does not include working capital to service debt and operate the stations as standalone entities in their markets.

At face value, granting a waiver to add a minority owner to a small fraternity is a small tradeoff. If the stations proposed in the sale were placed on the market, they would be bought by another broadcaster of larger size that has the financial backing but doesn't really change the overall paucity of minority ownership. These are small market stations that are being squeezed out of acceptable margins if they try to do more news or public affairs. It appears to me that MBG and Nexstar have proposed a good solution toward an ongoing issue of how to increase minority ownership of stations and add more local programming.

Sincerely,


Brian E. Cobb
President