

Pro Forma Transfer of Control

This application seeks consent to the *pro forma* transfer of control of the license currently held by KYTX License Company, LLC (“KYTX”), which is wholly owned by London Broadcasting Company, Inc. (“London”). As the result of an internal restructuring, the direct ownership interests in London held by certain of its limited partners, SunTx Capital Partners II, L.P., SunTx Capital Partners II Dutch Investors, L.P. and Thrivent White Rose Fund, will simply now be held through a new limited partnership, SunTx LBC Holdings, L.P. There are no other changes to London’s ownership structure. Because ultimate control of the license that is the subject of this application does not change, the transfer of control proposed herein is *pro forma* in nature, and use of FCC Form 316 is appropriate. More specific information pertaining to those parties with attributable interests in KYTX and London, including SunTx LBC Holdings, L.P., follows.

KYTX LICENSE COMPANY, LLC

No Change

NAME & ADDRESS	POSITION	% INTEREST
London Broadcasting Company, Inc. 5052 Addison Circle Addison, TX 75001	Sole Member	100
Terry E. London 5052 Addison Circle Addison, TX 75001	President	N/A
Carl Kornmeyer 5052 Addison Circle Addison, TX 75001	Treasurer	N/A
Benjamin Eakes Two Lincoln Centre 5420 LBJ Freeway Suite 1000 Dallas, TX 75240	Assistant Treasurer	N/A
Barrett N. Bruce Two Lincoln Centre 5420 LBJ Freeway Suite 1000 Dallas, TX 75240	Secretary	N/A

The officers, directors and 5% or greater shareholders of London Broadcasting Company, Inc., each of which, unless otherwise indicated, is a U.S. citizen, are listed below.

LONDON BROADCASTING COMPANY, INC.

NAME & ADDRESS	POSITION Before	POSITION After	% VOTES % EQUITY Before	% VOTES % EQUITY After
Ned N. Fleming, III Two Lincoln Centre 5420 LBJ Freeway Suite 1000 Dallas, TX 75240	Chairman of the Board	Chairman of the Board	N/A	N/A
Terry E. London 5052 Addison Circle Addison, TX 75001	President and Chief Executive Officer Director	President and Chief Executive Officer Director	N/A N/A	N/A .76%
Benjamin D. Eakes Two Lincoln Centre 5420 LBJ Freeway Suite 1000 Dallas, TX 75240	Treasurer Director	Treasurer Director	N/A	N/A
Barrett N. Bruce Two Lincoln Centre 5420 LBJ Freeway Suite 1000 Dallas, TX 75240	Secretary	Secretary	N/A	N/A
SunTx Fulcrum Fund II – SBIC, L.P. Two Lincoln Centre 5420 LBJ Freeway Suite 1000 Dallas, TX 75240	N/A	N/A	34.03 34.03	30.37 30.37
SunTx Capital Partners II, L.P. Two Lincoln Centre 5420 LBJ Freeway Suite 1000 Dallas, TX 75240	N/A	N/A	13.60 13.60	0 0
SunTx Capital Partners II Dutch Investors, L.P.	N/A	N/A	10.73	0

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NAME & ADDRESS	POSITION Before	POSITION After	% VOTES % EQUITY Before	% VOTES % EQUITY After
Two Lincoln Centre 5420 LBJ Freeway Suite 1000 Dallas, TX 75240			10.73	0
Thrivent White Rose Fund II Equity Direct, L.P. c/o Thrivent Financial for Lutherans 625 Fourth Avenue South Minneapolis, MN 55415	N/A	N/A	38.74 38.74	0 0
SunTx LBC Holdings, L.P. Two Lincoln Centre 5420 LBJ Freeway Suite 1000 Dallas, TX 75240	N/A	N/A	0 0	67.21 67.21
Richard Boyle Two Lincoln Centre 5420 LBJ Freeway Suite 1000 Dallas, TX 75240	N/A Director	N/A Director	N/A	N/A
Timothy P. Wegener 625 Fourth Avenue South Minneapolis, MN 55415	N/A Director	N/A Director	N/A	N/A
Carl Kornmeyer 5052 Addison Circle Addison, TX 75001	Chief Financial Officer	Chief Financial Officer	N/A	N/A
Phillip Hurley 5051 Addison Circle Addison, TX 75001	Not previously an officer	Chief Operating Officer	0	.45%

SUNTX FULCRUM FUND II – SBIC, L.P.

No change

NAME & ADDRESS	POSITION	% EQUITY INTEREST
SunTx Capital SBIC, L.P. Two Lincoln Centre 5420 LBJ Freeway Suite 1000 Dallas, TX 75240	General Partner	0*

The remaining equity interests in this limited partnership are held by limited partners that are insulated pursuant to the Commission’s established criteria, therefore their interests are non-attributable.

* The management and operation of SunTx Fulcrum Fund II - SBIC, L.P. is vested exclusively in the general partner.

SUNTX CAPITAL SBIC, L.P.**No change**

NAME & ADDRESS	POSITION	% EQUITY INTEREST
SunTx Capital SBIC Corporation Two Lincoln Centre 5420 LBJ Freeway Suite 1000 Dallas, TX 75240	General Partner	0*
Ned N. Fleming, III Two Lincoln Centre 5420 LBJ Freeway Suite 1000 Dallas, TX 75240	Limited Partner	52.4
Richard J. Boyle Two Lincoln Centre 5420 LBJ Freeway Suite 1000 Dallas, TX 75240	Limited Partner	7.0
Craig J. Jennings Two Lincoln Centre 5420 LBJ Freeway Suite 1000 Dallas, TX 75240	Limited Partner	16.8
Mark R. Matteson Two Lincoln Centre 5420 LBJ Freeway Suite 1000 Dallas, TX 75240	Limited Partner	23.8

* The management and operation of SunTX Capital SBIC, L.P. is vested exclusively in the general partner.

SUNTX CAPITAL SBIC CORPORATION**No change**

NAME & ADDRESS	OFFICER	DIRECTOR	% VOTES	% EQUITY
Ned N. Fleming, III Two Lincoln Centre 5420 LBJ Freeway Suite 1000 Dallas, TX 75240	President	Yes	100%	100%
Richard J. Boyle Two Lincoln Centre 5420 LBJ Freeway Suite 1000 Dallas, TX 75240	Vice President	Yes	N/A	N/A
Mark R. Matteson Two Lincoln Centre 5420 LBJ Freeway Suite 1000 Dallas, TX 75240	Vice President	Yes	N/A	N/A
Craig J. Jennings Two Lincoln Centre 5420 LBJ Freeway Suite 1000 Dallas, TX 75240	Vice President and Secretary	Yes	N/A	N/A

SUNTX LBC HOLDINGS, L.P.

SunTx LBC Holdings, L.P. is a new entity which holds a direct ownership interest in London Broadcasting Company, Inc. This entity assumes the direct ownership interests of its limited partners, SunTx Capital Partners II, L.P., SunTx Capital Partners II Dutch Investors, L.P., and Thrivent White Rose Fund in London Broadcasting Company, Inc.

NAME & ADDRESS	POSITION	% EQUITY INTEREST
SunTx Capital Partners II GP, LP Two Lincoln Centre 5420 LBJ Freeway Suite 1000 Dallas, TX 75240	General Partner	0.1*
SunTx Capital Partners II, LP Two Lincoln Centre 5420 LBJ Freeway Suite 1000 Dallas, TX 75240	Limited Partner	32%
Sun Tx Capital Partners II Dutch Investors, LP Two Lincoln Centre 5420 LBJ Freeway Suite 1000 Dallas, TX 75240	Limited Partner	18%
Thrivent White Rose Fund II Equity Direct, LP c/o Thrivent Financial for Lutherans 625 Fourth Avenue South Minneapolis, MN 55415	Limited Partner	30%

The remaining equity interests in this limited partnership are held by limited partners that are insulated pursuant to the Commission's established criteria, therefore their interests are non-attributable.

* The management and operation of SunTX LBC Holdings, L.P. is vested exclusively in the general partner.

SUNTX CAPITAL PARTNERS II, L.P.**No change**

NAME & ADDRESS	POSITION	% EQUITY INTEREST
SunTx Capital Partners II GP, L.P. Two Lincoln Centre 5420 LBJ Freeway Suite 1000 Dallas, TX 75240	General Partner	8.71*

The remaining equity interests in this limited partnership are held by limited partners that are insulated pursuant to the Commission's established criteria, therefore their interests are non-attributable.

SUNTX CAPITAL PARTNERS II DUTCH INVESTORS, L.P.**No change**

NAME & ADDRESS	POSITION	% EQUITY INTEREST
SunTx Capital Partners II GP, L.P. Two Lincoln Centre 5420 LBJ Freeway Suite 1000 Dallas, TX 75240	General Partner	0.29

The remaining equity interests in this limited partnership are held by limited partners that are insulated pursuant to the Commission's established criteria, therefore their interests are non-attributable. It is anticipated that certain of these insulated limited partners will be foreign entities, however the proposed assignee certifies that the fund's investment will be structured in such a manner so as not to exceed the Commission's 25% aggregate foreign ownership limit.

* The management and operation of SunTX Capital Partners II, L.P. and SunTX Capital Partners II Dutch Investors, L.P. is vested exclusively in the general partner.

SUNTX CAPITAL PARTNERS II GP, L.P.

No change

NAME & ADDRESS	POSITION	% EQUITY INTEREST
SunTx Capital II Management Corp. Two Lincoln Centre 5420 LBJ Freeway Suite 1000 Dallas, TX 75240	General Partner	0.1*

The remaining equity interests in this limited partnership are held by limited partners that are insulated pursuant to the Commission's established criteria, therefore their interests are non-attributable.

* The management and operation of SunTX Capital Partners II GP, L.P. is vested exclusively in the general partner.

SUNTX CAPITAL II MANAGEMENT CORP.**No change**

NAME & ADDRESS	OFFICER	DIRECTOR	% VOTES	% EQUITY
Ned N. Fleming, III Two Lincoln Centre 5420 LBJ Freeway Suite 1000 Dallas, TX 75240	President and CEO	Yes	75	75
Mark R. Matteson Two Lincoln Centre 5420 LBJ Freeway Suite 1000 Dallas, TX 75240	Vice President	No	15	15
Craig J. Jennings Two Lincoln Centre 5420 LBJ Freeway Suite 1000 Dallas, TX 75240	Vice President and Chief Financial Officer	No	10	10
Barrett N. Bruce Two Lincoln Centre 5420 LBJ Freeway Suite 1000 Dallas, TX 75240	Vice President- Legal and Secretary	No	N/A	N/A

THRIVENT WHITE ROSE FUND II EQUITY DIRECT, L.P.**No change**

NAME & ADDRESS	POSITION	% INTEREST
Thrivent White Rose GP II, LLC c/o Thrivent Financial for Lutherans 625 Fourth Avenue South Minneapolis, MN 55415	General Partner	0.53%
Thrivent Financial for Lutherans 625 Fourth Avenue South Minneapolis, MN 55415	Limited Partner	99.27%
Russell W. Swansen Revocable Trust 625 Fourth Avenue South Minneapolis, MN 55415	Limited Partner	0.13%
David S. Royal 625 Fourth Avenue South Minneapolis, MN 55415	Limited Partner	0.065%

The remaining equity interests in this limited partnership are held by limited partners that are insulated pursuant to the Commission's established criteria, therefore their interests are non-attributable.

THRIVENT WHITE ROSE GP II, LLC**No change**

NAME & ADDRESS	POSITION	% INTEREST
Thrivent Financial for Lutherans 625 Fourth Avenue South Minneapolis, MN 55415	Managing Member	67.5%
Glen J. Vanic 625 Fourth Avenue South Minneapolis, MN 55415	Member	10%
Timothy P. Wegener 625 Fourth Avenue South Minneapolis, MN 55415	Member	10%
Geoffrey A. Huber 625 Fourth Avenue South Minneapolis, MN 55415	Member	5%
Mark O. Swansen 625 Fourth Avenue South Minneapolis, MN 55415	Member	5%
Jen Wilson 625 Fourth Avenue South Minneapolis, MN 55415	Member	2.5%

THRIVENT FINANCIAL FOR LUTHERANS¹

(See below, one officer was replaced. This change is unrelated to the current transaction)

NAME & ADDRESS	POSITION	% Voting Interest	% Equity Interest
Addie J. Butler 5417 Laurens Street Philadelphia, PA 19144-4519	Director	6.66%	0%
James M. Hushagen 1200 Wells Fargo Plaza 1201 Pacific Avenue Tacoma, WA 98402	Director	6.66%	0%
F. Mark Kuhlmann 1711 Stone Ridge Trails Kirkwood, MO 63122	Director	6.66%	0%
Richard C. Lundell 7374 Dogwood Road Excelsior, MN 55331	Director	6.66%	0%
Bruce J. Nicholson 625 Fourth Avenue South Minneapolis, MN 55415	Director Chairman President and CEO	6.66%	0%
Alice M. Richter 14810 Blakeney Road Eden Prairie, MN 55347	Director	6.66%	0%
James H. Scott 2853 Tansey Lane Chester Springs, PA 19425	Director	6.66%	0%
Kurt M. Senske 1601 Shannon Oaks Trail Austin, TX 78746	Director	6.66%	0%

¹ Thrivent Financial for Lutherans is a Fraternal Organization. Its equity membership is composed of hundreds of individuals who each individually hold no more than 1% equity interest in the organization. The board members (Directors) are elected by majority vote. The board must decide matters put before it by majority vote, therefore each member of the board which are listed above have 1/15th voting interest in the organization.

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NAME & ADDRESS	POSITION	% Voting Interest	% Equity Interest
Albert K. W. Siu 102 Highwoods Lane Carlisle, MA 01741	Director	6.66%	0%
John P. McDaniel 13032 Highland Road Highland, MD 20777	Director	6.66%	0%
Paul W. Middeke 55 Forest Valley Court St. Charles, MO 63301	Director	6.66%	0%
Frank H. Moeller 9543 Big View Drive Austin, TX 78730	Director	6.66%	0%
Allan R. Spies 747 Detroit Street Denver, CO 80202	Director	6.66%	0%
Adrian M. Tocklin 4961 Bacopa Lane South #801 St. Petersburg, FL 33715	Director	6.66%	0%
Frederick G. Kruegel 1225 Hyde Lane Richmond, VA 23229	Director	6.66%	0%
David Anderson 4321 North Ballard Road Appleton, WI 54919	Senior Vice President	0%	0%
Jennifer H. Martin 625 Fourth Avenue South Minneapolis, MN 55415 <u>REPLACES</u> Nikki L. Sorum 625 Fourth Avenue South Minneapolis, MN 55415	Senior Vice President	0%	0%

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NAME & ADDRESS	POSITION	% Voting Interest	% Equity Interest
Randy L. Boushek 625 Fourth Avenue South Minneapolis, MN 55415	Senior Vice President	0%	0%
Pamela J. Moret 1484 Lametti Lane Arden Hills, MN 55112	Executive Vice President	0%	0%
Jon M. Stellmacher 4321 North Ballard Road Appleton, WI 54919	Senior Vice President	0%	0%
Bradford L. Hewitt 625 Fourth Avenue South Minneapolis, MN 55415	Senior Executive Vice President	0%	0%
Holly J. Morris 625 Fourth Avenue South Minneapolis, MN 55415	Senior Vice President	0%	0%
Russell W. Swansen 625 Fourth Avenue South Minneapolis, MN 55415	Senior Vice President	0%	0%
Timothy J. Lehman 625 Fourth Avenue South Minneapolis, MN 55415	Senior Vice President	0%	0%
Teresa J. Rasmussen 625 Fourth Avenue South Minneapolis, MN 55415	Senior Vice President, General Counsel and Secretary	0%	0%
James A. Thomsen 625 Fourth Avenue South Minneapolis, MN 55415	Executive Vice President	0%	0%
Marie A. Uhrich 625 Fourth Avenue South Minneapolis, MN 55415	Senior Vice President	0%	0%