

STATEMENT REGARDING *PRO FORMA* ASSIGNMENT OF LICENSE

By this FCC Form 316 application, Sinclair Media II, Inc., the new licensee of WFGX(TV), Fort Walton Beach, Florida, seeks Commission consent to the *pro forma* assignment of the station's license to WFGX Licensee, LLC, a newly-formed Nevada limited liability company. The *pro forma* assignment of license contemplated by the instant application involves a corporate reorganization that will not affect a substantial change in the beneficial ownership and control of the station.

Sinclair Media II, Inc. is wholly-owned by Sinclair Communications, LLC, which in turn is wholly-owned by Sinclair Television Group, Inc., a wholly-owned subsidiary of Sinclair Broadcast Group, Inc. The instant assignment of license is to a new subsidiary, WFGX Licensee, LLC, which will be wholly-owned by Sinclair Media II, Inc.

Accordingly, as Sinclair Broadcast Group, Inc. will remain in control of the station following the consummation of the transaction, the contemplated change is *pro forma* in nature and use of an FCC Form 316 is appropriate.

Included below is a chart depicting the new corporate structure after the proposed assignment.

The numbered items below refer to line numbers in the following table:

- (1) Name and Address
- (2) Citizenship
- (3) Positional Interest
- (4) Percentage of Votes
- (5) Percentage of Total Assets (Debt and Equity)

WFGX LICENSEE, LLC

(1)	(2)	(3)	(4)	(5)
Sinclair Media II, Inc. 10706 Beaver Dam Road Cockeysville, MD 21030	U.S.	Sole Member	100%	100%

The numbered items below refer to line numbers in the following table:

- (1) Name and Address
- (2) Citizenship
- (3) Positional Interest
- (4) Percentage of Votes
- (5) Percentage of Total Assets (Debt and Equity)

SINCLAIR MEDIA II, INC.

(1)	(2)	(3)	(4)	(5)
Sinclair Communications, LLC 10706 Beaver Dam Road Cockeysville, MD 21030	U.S.	- -	100%	100%
David D. Smith 10706 Beaver Dam Road Cockeysville, MD 21030	U.S.	President, Director	0%	0%
David B. Amy 10706 Beaver Dam Road Cockeysville, MD 21030	U.S.	Secretary, Treasurer	0%	0%

The numbered items below refer to line numbers in the following table:

- (1) Name and Address
- (2) Citizenship
- (3) Positional Interest
- (4) Percentage of Votes
- (5) Percentage of Total Assets (Debt and Equity)

SINCLAIR COMMUNICATIONS, LLC

(1)	(2)	(3)	(4)	(5)
Sinclair Television Group, Inc. 10706 Beaver Dam Road Cockeysville, MD 21030	U.S.	Sole Member	100%	100%

The numbered items below refer to line numbers in the following table:

- (1) Name and Address
- (2) Citizenship
- (3) Positional Interest
- (4) Percentage of Votes
- (5) Percentage of Total Assets (Debt and Equity)

SINCLAIR TELEVISION GROUP, INC.

(1)	(2)	(3)	(4)	(5)
Sinclair Broadcast Group, Inc. 10706 Beaver Dam Road Cockeysville, MD 21030	U.S.	--	100%	100%
David D. Smith 10706 Beaver Dam Road Cockeysville, MD 21030	U.S.	President, Director	0%	0%
Steven M. Marks 10706 Beaver Dam Road Cockeysville, MD 21030	U.S.	Vice President, Chief Operating Officer	0%	0%
Jeffrey W. Sleete 10706 Beaver Dam Road Cockeysville, MD 21030	U.S.	Vice President/ Marketing	0%	0%
Delbert R. Parks, III 10706 Beaver Dam Road Cockeysville, MD 21030	U.S.	Vice President/ Engineering & Operations	0%	0%
M. William Butler 10706 Beaver Dam Road Cockeysville, MD 21030	U.S.	Vice President/ Group Programming & Promotions	0%	0%
David B. Amy 10706 Beaver Dam Road Cockeysville, MD 21030	U.S.	Secretary	0%	0%
Barry M. Faber 10706 Beaver Dam Road Cockeysville, MD 21030	U.S.	Vice President/ General Counsel	0%	0%

The numbered items below refer to line numbers in the following table:

- (1) Name and Address
- (2) Citizenship
- (3) Positional Interest
- (4) Percentage of Votes
- (5) Percentage of Total Assets (Debt and Equity)

SINCLAIR TELEVISION GROUP, INC. (CONT'D)

(1)	(2)	(3)	(4)	(5)
Gregg Siegel 10706 Beaver Dam Road Cockeysville, MD 21030	U.S.	Vice President/ National Sales	0%	0%
Darren Shapiro 10706 Beaver Dam Road Cockeysville, MD 21030	U.S.	Vice President/ Sales	0%	0%
Joe DeFeo 10706 Beaver Dam Road Cockeysville, MD 21030	U.S.	Vice President/ News Director	0%	0%
Lucy Rutishauser 10706 Beaver Dam Road Cockeysville, MD 21030	U.S.	Treasurer	0%	0%
Basil A. Thomas 10706 Beaver Dam Road Cockeysville, MD 21030	U.S.	Director	0%	0%
Lawrence E. McCanna 10706 Beaver Dam Road Cockeysville, MD 21030	U.S.	Director	0%	0%
Robert E. Smith 10706 Beaver Dam Road Cockeysville, MD 21030	U.S.	Director	0%	0%
J. Duncan Smith 10706 Beaver Dam Road Cockeysville, MD 21030	U.S.	Director	0%	0%

The numbered items below refer to line numbers in the following table:

- (6) Name and Address
- (7) Citizenship
- (8) Positional Interest
- (9) Percentage of Votes
- (10) Percentage of Total Assets (Debt and Equity)

SINCLAIR TELEVISION GROUP, INC. (CONT'D)

(1)	(2)	(3)	(4)	(5)
Frederick G. Smith 10706 Beaver Dam Road Cockeysville, MD 21030	U.S.	Director	0%	0%
Daniel Keith 10706 Beaver Dam Road Cockeysville, MD 21030	U.S.	Director	0%	0%
Martin R. Leader 10706 Beaver Dam Road Cockeysville, MD 21030	U.S.	Director	0%	0%

The numbered items below refer to line numbers in the following table:

- (11) Name and Address
- (12) Citizenship
- (13) Positional Interest
- (14) Percentage of Votes
- (15) Percentage of Total Assets (Debt and Equity)

SINCLAIR BROADCAST GROUP, INC.

(1)	(2)	(3)	(4)	(5)
David D. Smith 10706 Beaver Dam Road Cockeysville, MD 21030	U.S.	President, CEO, Director	25.4%	28.1%
Frederick G. Smith 10706 Beaver Dam Road Cockeysville, MD 21030	U.S.	Vice President, Director	19.3%	21.2%
J. Duncan Smith 10706 Beaver Dam Road Cockeysville, MD 21030	U.S.	Vice President, Secretary, Director	25.6%	28.3%
Robert E. Smith 10706 Beaver Dam Road Cockeysville, MD 21030	U.S.	Director	19.1%	21.1%
David B. Amy 10706 Beaver Dam Road Cockeysville, MD 21030	U.S.	CFO, Executive Vice President	Less than 1%	0%
Lucy Rutishauser 10706 Beaver Dam Road Cockeysville, MD 21030	U.S.	Treasurer, Vice President of Corporate Finance	Less than 1%	0%
Barry M. Faber 10706 Beaver Dam Road Cockeysville, MD 21030	U.S.	Vice President/ General Counsel	Less than 1%	0%
Mark E. Hyman 10706 Beaver Dam Road Cockeysville, MD 21030	U.S.	Vice President/ Corporate Communications & Government Relations	Less than 1%	0%

The numbered items below refer to line numbers in the following table:

- (6) Name and Address
- (7) Citizenship
- (8) Positional Interest
- (9) Percentage of Votes
- (10) Percentage of Total Assets (Debt and Equity)

SINCLAIR BROADCAST GROUP, INC. (CONT'D)

(1)	(2)	(3)	(4)	(5)
Donald H. Thompson 10706 Beaver Dam Road Cockeysville, MD 21030	U.S.	Vice President/ Human Resources	Less than 1%	0%
Tom Waters 10706 Beaver Dam Road Cockeysville, MD 21030	U.S.	Vice President/ Purchasing	Less than 1%	0%
David R. Bochenek 10706 Beaver Dam Road Cockeysville, MD 21030	U.S.	Chief Accounting Officer, Corporate Controller	Less than 1%	0%
Basil A. Thomas 10706 Beaver Dam Road Cockeysville, MD 21030	U.S.	Director	Less than 1%	0%
Lawrence E. McCanna 10706 Beaver Dam Road Cockeysville, MD 21030	U.S.	Director	Less than 1%	0%
Daniel C. Keith 10706 Beaver Dam Road Cockeysville, MD 21030	U.S.	Director	Less than 1%	0%
Martin R. Leader 10706 Beaver Dam Road Cockeysville, MD 21030	U.S.	Director	Less than 1%	0%