

The Quorum Broadcasting Companies are undergoing a corporate reorganization, merging with their affiliated company, Nexstar Broadcasting Group, Inc. The proposed transaction involves both a transfer of control and an assignment of the license. Because this transaction involves the assignment of the license to a new licensee, this application is submitted as an assignment of license. Below is a description of the complete transaction.

Quorum of Rockford License, LLC (“Quorum”), the licensee of television broadcast station WQRF-TV, Rockford, Illinois, proposes to assign its licenses and other authorizations to its parent entity, Quorum Broadcasting of Rockford, Inc. which simultaneously with the consummation of this transaction will convert to a limited liability company. Upon consummation of this transaction, the licensee of WQRF-TV will be Quorum Broadcasting of Rockford, LLC.

Quorum currently is indirectly controlled by Quorum Broadcast Holdings, LLC (“Quorum Holdings”), which is controlled by ABRY Broadcast Partners III, L.P. (“ABRY III”). Simultaneously with the above-described assignment of license, the subsidiaries of Quorum Holdings will merge with and into Nexstar Broadcasting Group, Inc. (“Nexstar”). Upon consummation of this merger, Nexstar’s voting members will be ABRY Broadcast Partners II, L.P. (37.79 percent voting interest) (“ABRY II”), ABRY III (55.33 percent voting interest) and Mr. Perry Sook (2.38 percent voting interest).<sup>1</sup> ABRY II and ABRY III are ultimately controlled by Mr. Royce Yudkoff. Accordingly, use of FCC Form 316 is appropriate for this transaction.

As a result of the contemporaneous reorganization of the subsidiaries of Quorum after the merger with Nexstar, Quorum Broadcasting of Rockford, LLC will change its name to Nexstar Broadcasting of Rockford, LLC and will become a wholly-owned subsidiary of Nexstar Finance, L.L.C. Attached hereto is a chart showing the ownership structure of Nexstar Broadcasting of Rockford, LLC upon consummation of the transactions described above. Separate ownership charts showing the ownership of each entity listed are attached as Exhibit 11.

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<sup>1</sup> The general public, other institutional investors and other members of management hold the remaining voting shares. As a result of this merger, the voting percentages may change slightly due to the issuance of voting stock to certain of Quorum Holdings members. Voting control of Nexstar will remain with ABRY II, ABRY III and Mr. Sook.