

EXHIBIT 4(a)

EXPLANATION REGARDING SCHEDULES TO ASSET PURCHASE AGREEMENT

Attached as Exhibit 4 to this application for assignment of license is a redacted copy of the Asset Purchase Agreement ("Agreement") between WCWN LLC, Tribune Broadcasting Company (collectively, "Seller") and Freedom Broadcasting of New York, Inc. ("Buyer"), regarding the sale of WCWN(TV)/WCWN-DT, Schenectady, New York, from the Seller to the Buyer. A copy of this Agreement has been placed in the station's public inspection file; accordingly, the response to Section II, Question No. 3(a) is "Yes".

The Parties are responding 'NO' to Section II, Question No. 3(b) because certain schedules and exhibits attached to the Asset Purchase Agreement (as listed therein) have been omitted. The omitted schedules and/or exhibits either are of a proprietary nature, already in the possession of the FCC or are not material to the Commission's consideration of this application. A list of the omitted schedules and or exhibits is included below as part of this Exhibit.

As can be seen, none of the schedules (many of which consist of voluminous lists of assets to be conveyed, such as fixed assets, intellectual property contracts, real property descriptions and the like) would assist the public in reaching an informed decision regarding the qualifications of the parties or assist in a determination of whether or not the public interest would be served by grant of the instant application. Other schedules (such as financial information, lists of employees, the employee severance plan, etc.) contain proprietary information which is highly confidential and not relevant to the Commission's review of the application, and would not normally be made available to competitors or to the public.

In addition, certain very limited information contained in the Agreement itself has been redacted. That information relates to ongoing confidential negotiations with third parties, to confidential arrangements regarding employees, and to confidential arrangements between the parties regarding reimbursement and indemnification. The redacted information is limited in scope, would not assist the Commission in making a determination on the application, and would potentially cause one or both parties to suffer competitive harm if disclosed.

WCWN LLC
WCWN(TV)/WCWN-DT, Schenectady, New York

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For these reasons, it is submitted that it the public interest would not be served to submit these schedules and information to the Commission or to be placed in the public inspection file. The parties will, in appropriate circumstances, provide such information as may be requested by the Commission staff or pursuant to regulations implementing the Freedom of Information Act which restricts public access to certain highly confidential information.

The Agreement attached hereto along with the omitted schedules, comply fully with the Commission's rules and policies. Accordingly, the Parties' response to Section II, Question No. 3(c) is "Yes".

EXHIBIT 4(a)**OMITTED SCHEDULES AND/OR EXHIBITS TO ASSET PURCHASE AGREEMENT**

Exhibit A	Form of Instrument of Assumption
Exhibit B	Form of Bill of Sale and Assignment
Schedule 1.1	Permitted Encumbrances
Schedule 2.1	Certain Purchased Assets from Seller's Affiliates
Schedule 2.2	Certain Excluded Assets
Schedule 3.2	Subsidiaries and Investment
Schedule 3.3	Seller Conflicts and Consents
Schedule 3.4	Financial Statements
Schedule 3.5(a)	No Material Adverse Change
Schedule 3.5(b)	Operations Since Balance Sheet Date
Schedule 3.6	No Undisclosed Liabilities
Schedule 3.8	Availability of Assets
Schedule 3.9(a)	Governmental Permits
Schedule 3.9(b)	Compliance with Governmental Permits
Schedule 3.10	Real Property
Schedule 3.11	Owned Personal Property
Schedule 3.12	Leases of Personal Property
Schedule 3.13(a)	Copyrights, Patent Rights and Trademarks
Schedule 3.13(b)	Exceptions to Ownership or Right to Use Copyrights, Patent Rights and Trademarks
Schedule 3.13(c)	Registrations and Validity of Copyrights, Patent Rights and Trademarks
Schedule 3.13(d)	Infringements
Schedule 3.15	Exceptions to Title
Schedule 3.16	Albany Employees
Schedule 3.17	Albany Employee Relations
Schedule 3.18	Contracts
Schedule 3.19	Status of Station Agreements
Schedule 3.20	Compliance with Law; Litigation
Schedule 3.21	Insurance
Schedule 3.22	Albany Employee Plans
Schedule 3.23	Environmental Compliance
Schedule 3.25	MVPD Matters
Schedule 3.27	Programming Rights Agreements
Schedule 4.2	Buyer Conflicts and Consents
Schedule 5.4(b)	Operations Prior to Closing Date
Schedule 6.2(a)	Excluded Albany Employees
Schedule 6.2(h)	Description of Severance Arrangements for General Manager
Schedule 6.2(i)	Description of General Severance Plan
Schedule 6.6	Tribune Group Agreements to be Transitioned
Schedule 8.4	Terms of Agreement