

MULTIPLE OWNERSHIP SHOWING

This exhibit and the attachments hereto serve to evidence compliance by the Assignee with the terms and conditions of the Commission's multiple ownership rules. Section 73.3555.

Initially, the Assignee wishes to note that two of its principals, Mr. Walter F. Ulloa and Univision Communications, Inc.,¹ are each principals of licensees of television stations currently broadcasting in the Los Angeles DMA. Mr. Ulloa is a principal of Costa de Oro Television, Inc. ("Costa"), the licensee of Station KJLA(TV), Ventura, California (FIN: 14000), and Univision is the parent of KMEX License Partnership, G.P., the licensee of Stations KMEX-TV, Los Angeles, California (FIN: 35123), and Univision Partnership of Southern California, the licensee of Station KFTR(TV), Ontario, California (FIN: 60549).

In connection with Univision's application for consent to the transfer of control of the licensee of KFTR (then KHSC), Entravision requested a declaratory ruling from the Commission concerning whether the television station interests of its principals were attributable to Entravision. In that regard, Entravision argued that the attribution rules were not implicated in that instance, based on the fact that Entravision was a publicly-held company and it had no influence over the affairs of its principals, and the principals had no influence over each other's affairs.

¹ As shown in Attachment A hereto, Univision, while currently an attributable principal of the Assignee, intends to become a non-attributable principal in the event that the Commission grants its consent to the application for transfer of control of the stock of Hispanic Broadcasting Corporation in FCC File Nos. BTC-20020723 ABL, et seq. ("HBC Acquisition"). According to Attachment A (which is Footnote 1 to Exhibit 16 to the application filed in connection with the HBC Acquisition), this will be accomplished by exchanging common voting shares for "a non-voting, non-attributable stock interest."

The Chief, Video Services Division, of the then Mass Media Bureau, issued a Declaratory Ruling, attached hereto (Attachment B), on October 19, 2001. In that Declaratory Ruling, the Bureau agreed with Entravision that it had no “cognizable” corporate interests in either Costa or Univision which would require application of the multiple ownership rules. Thus, Entravision was found in compliance with the television duopoly and the radio/television cross-ownership rules as of that date.

The Declaratory Ruling specifically provided that it was “subject to the information available at that time.” The Assignee wishes to note that the only change in facts since the request for Declaratory Ruling was issued has to do with Univision’s proposed HBC Acquisition and Univision’s stated intention to alter its interest in Entravision from attributable to non-attributable status.

In connection with the HBC Acquisition, Univision will become the licensee of certain radio stations licensed to the Los Angeles DMA. These Stations are: KLVE(FM), Los Angeles, California (FIN: 35086), KRCD(FM), Inglewood, California (FIN: 1025), KRCV(FM), West Covina, California (FIN: 19088), KSCA(FM), Glendale, California (FIN: 22161), and KTNQ(AM), Los Angeles, California (FIN: 35673). Assuming that assignment will be granted by the Commission to for reasons including that Univision will not be an attributable shareholder of Entravision, these potential radio interests in Univision need not be considered.² Even apart from that action, the Bureau’s Declaratory Ruling provides an independent basis upon which the Bureau should ignore the media holdings of Mr. Ulloa and Univision in the Los Angeles media market, when considering the interests being acquired by Entravision in this application.

² As shown in the attached letter (Attachment C) from Univision’s counsel to the Chief of the Commission’s Video Division, Univision will remain within the equity/debt threshold, thereby not causing its non-attributable interest to be deemed an attributable one.

The Assignee has prepared the attached radio multiple ownership study (Attachment D), consistent with its position that Univision is not attributable to Entravision. The study evidences Entravision's compliance with the radio contour overlap rule contained in section 73.3555(a) of the Commission's Rules. There exist two separate radio overlaps, each involving two stations, where the number of radio stations owned, post-closing, will represent less than one-half of the commercial radio stations serving the applicable radio markets, in conformance with the requirements of Section 73.3555(a)(1).

The Assignee has also reviewed the proposed ownership in light of the radio-television cross-ownership rule. Section 73.3555(c). As indicated in Attachment B, footnote 3, Holdings has previously been found to be in compliance with this rule. The addition of the stations involved in this transaction does not affect the analysis. The Grade A contour for the licensed KJLA facilities encompasses Radio Stations KSSC, KLYY and KVYY. Pursuant to Section 73.3555(c)(2)(ii), an entity may directly or indirectly own, operate or control up to two commercial television stations and up to four commercial radio stations in a market, provided that at least 10 other independently owned media voices exist in the market following the requested assignment. Included hereto as Attachment E is a listing evidencing that there will be well in excess of 10 independent media voices in this market following the requested assignment.

Even assuming that KMEX and KFTR were to be considered in a separate television-radio cross-ownership analysis, the ability of Entravision to acquire the Assignor's stations will not be affected. The Grade A contour for the licensed KMEX and KFTR facilities encompasses Radio Stations KSSC, KSSD, KSSE and KVYY. As previously described, pursuant to Section 73.3555(c)(2)(ii), an entity may directly or indirectly own, operate or control two commercial

television stations and up to four commercial radio stations in a market, provided that at least 10 other independently owned media voices exist in the market following the requested assignment. Attachment E provides evidence that the 10-voice test is met. Accordingly, Entravision is permitted to assume the common ownership of these stations.

Under the circumstances, this application is in compliance with the Commission's multiple ownership rules and should be granted at the earliest possible time.

Attachment A

OWNERSHIP STRUCTURE AND INTERESTS

Overview

Univision Communications Inc. ("UCI") is the licensee of television broadcast stations and, through two principal subsidiaries, Univision Television Group, Inc. ("UTGI") and Telefutura, is the ultimate parent of the licensees of some 35 additional television broadcast stations. UCI's ownership structure and direct broadcast interests are described in Section I below. UCI's interests held through UTGI are described in Section II below. UCI's interests held through Telefutura are described in Section III below.¹

I. Univision Communications Inc.

UCI is a publicly-traded company, and no single person or entity holds 33% or more of the debt/equity of the company. A. Jerrold Perenchio is and will remain the single majority shareholder, voting 57.00% of the stock of UCI post-merger, by virtue of the fact that his Class P common stock is entitled to 10 votes per share so long as he continues to own at least 30% of the shares he held on October 2, 1996.

Grupo Televisa, S.A. and Venevision Investments LLC are shareholders of UCI which are each represented by a director on the Board of Directors and which are controlled by non-U.S. citizens. In addition, each entity holds non-voting stock and certain warrants allowing it to increase its holdings to the extent that it is lawful for such a foreign entity to do so. In the past, the Commission has routinely approved interests such as these held by foreign entities. See Univision Holdings, Inc., 7 FCC Rcd 6672, 6673-74 (1992); FCC File Nos. BTCCT-9606281ID through BTCCT-960628IN and BTCCT-960628IP through BTCCT-960628IV.

Certain officers and directors of UCI also hold positions as officers and directors of the broadcast subsidiaries discussed herein.

UCI is the licensee of KAKW(TV), Killeen, Texas (FIN: 148) and KNIC-CA, San Antonio, Texas (FIN: 48837).

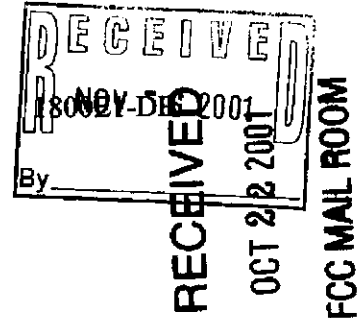
¹ It is noted that, at the time of the instant filing, UCI also has an attributable interest, including a 9.86% voting interest, in Entravision Communications Corporation, the ultimate parent of licensees of radio and television stations. Prior to the consummation of the transaction proposed herein, however, the UCI interest will be converted to a non-voting, non-attributable stock interest. As UCI will not have an attributable interest in Entravision at the time of consummation, Entravision's broadcast station ownership interests are not addressed further herein.

Attachment B



Federal Communications Commission
Washington, D.C. 20554

OCT 19 2001



Entravision Holdings, LLC
c/o Barry Friedman, Esq.
Thompson Hine & Flory LLP
1920 N Street, N.W.
Washington, D.C. 20036-1601

Re: Petition for Declaratory Ruling Or, In
The Alternative, Request for Waiver of
Section 73.3555 of the Commission's
Rules

Dear Mr. Friedman:

This is with respect to the February 23, 2001 document styled as a "Petition for Declaratory Ruling Or, In the Alternative, Request for Waiver of Section 73.3555 of the Commission's Rules" seeking clarification of a "question of first impression as to the application of [the Commission's] attribution policies." Holdings, a wholly owned subsidiary of Entravision Communications Corporation ("Entravision"), requests that the Commission determine whether it has an attributable interest in Los Angeles television stations that it maintains are separately owned and controlled by two attributable principals of Entravision. Attribution of these interests to Holdings would result in a violation of the television duopoly rule, 47 C.F.R. §73.3555(b). In the event these interests are attributed to Holdings, Holdings requests a waiver of the television duopoly rule in the Los Angeles DMA. Holdings has no ownership interest in broadcast television stations within the Los Angeles DMA.¹

Walter Ulloa is an officer, director, and attributable voting shareholder of Entravision, while Univision Communications, Inc. ("Univision") holds an attributable 6% voting interest and a 30.48% total ownership interest in Entravision, as well as the right to name two members of Entravision's Board of Directors.² In addition to his attributable interest in Entravision, Walter Ulloa is the sole shareholder, director and

¹ Holdings wholly owns the licensees of KACD(FM), Santa Monica, California, KBCD(FM), Newport Beach, California, and KSSE(FM), Riverside, California.

² Univision acquired its voting stock interest upon an initial public offering of Entravision stock. See BTCCT-20000616ADC *et al.* Prior to the initial public offering, Walter Ulloa, Paul Zevnick, and Francis Wilkinson controlled Entravision Communications Company, LLC, the predecessor in interest to Entravision, through their respective membership interests. These three principals directly hold a 74.76% voting interest in Entravision. Besides Univision, none of the remaining shareholders, including members of the public, holds 5% or more of the total issued and outstanding Entravision stock.

officer of Costa de Oro Television, Inc. ("Costa de Oro"), which is the licensee of KJLA(TV), Ventura, California. Costa de Oro acquired the permit for KJLA(TV) prior to the creation of Entravision, and Entravision maintains that Costa de Oro operates KJLA(TV) as an independent station not affiliated with the Univision Network. Univision controls 24 full-service broadcast television stations and one satellite station through wholly owned subsidiaries created prior to its investment in Entravision, including two Los Angeles television stations, KMEX-TV, Los Angeles, California, and KHSC(TV), Ontario, California. The Grade B contours of KJLA(TV), KMEX-TV, and KHSC(TV) mutually overlap. Consequently, were Walter Ulloa's and Univision's Los Angeles television to be attributed to Holdings, then Holdings would have attributable ownership interests in at least three full-service television stations within the Los Angeles DMA, which would violate the television duopoly rule.

Holdings maintains that strict application of the attribution rules could result in Holdings being required to divest at least one television station, even though it has no television interest to divest within the Los Angeles DMA. This anomalous and illogical application of the attribution rules, Holdings contends, would be unfair since it would hold licensees responsible for the independent actions of their officers, directors, and shareholders. Holdings states that strict application of the attribution rules would be especially unfair to publicly held entities such as Entravision that may have no ability to control or limit the acquisition of their stock in the public securities markets. Holdings further maintains that no means exist by which either it, Entravision or Walter Ulloa can influence or control programming or other core operating functions of Univision's Los Angeles stations since they are separately owned and operated. For this same reason, Holdings insists that Univision has no means by which to influence or control Costa de Oro's Los Angeles stations. Holdings states that, as evidence of this operational separation between Costa de Oro and Univision, KJLA(TV) currently competes with Univision's KMEX-TV for core Latino viewers within the Los Angeles market.

The attribution rules "seek to identify those interests in or relationships to licensees that confer on their holders a degree of influence or control such that the holders have a realistic potential to affect the programming decisions of licensees or other core operating functions." *Review of the Commission's Regulations Governing Television Broadcasting*, 14 FCC Rcd 12559, 12560 (1999) ("*Attribution Order*"), reconsideration granted in part, *Memorandum Opinion and Order on Reconsideration*, MM Docket No. 94-150, FCC 00-438 (released January 19, 2001). "Influence," as defined with respect to the attribution rules, constitutes an interest that is "less than controlling, but through which the holder is likely to induce a licensee or permittee to take actions to protect the investment." *Notice of Proposed Rulemaking, Review of the Commission's Regulations Governing Television Broadcasting*, 10 FCC Rcd 3606, 3609-10 (1995) ("*Attribution Notice*"). With respect to the definition of an "interest," the Commission focuses on the financial claims of entities and individuals on, and their associated voting or contractual rights in, broadcasting companies. *Id.* at 3613.

The Commission, in the *Attribution Order*, stated that its goal in initiating the proceeding was to tailor the attribution rules to focus on "issues of influence and control"

while, at the same time, to “permit arrangements in which a particular ownership or positional interest involves minimal risk of influence, in order to avoid unduly restricting the means by which investment capital may be made available to the broadcast industry.” *Attribution Order*, 14 FCC Rcd at 12562-63. The Commission also stated that “any new rules adopted [should be] clear to our broadcast regulatees, provide reasonable certainty and predictability to allow transactions to be planned, ensure ease of processing, and provide for the reporting of all the information we need in order to make our public interest finding with respect to broadcast applications.” *Id.* at 12563. The Commission opted for a “reasonable and precise definition of what interests should be counted in applying the multiple ownership rules.” *Id.* at 12560-61. These “cognizable” interests are set forth in detail in Note 2 of Section 73.3555 of the Commission’s rules. 47 C.F.R. §73.3555, Note 2.

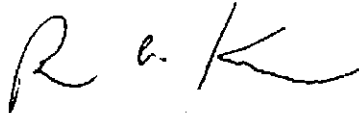
Walter Ulloa and Univision have attributable interests in both Entravision and Holdings through directorships and stock ownership. However, Holdings appears to have none of the “cognizable” corporate interests in Costa de Oro or Univision described in Note 2 of Section 73.3555 of the Commission’s rules. Without such apparent interests in Costa de Oro or Univision, we cannot conclude here that Holdings has the type of influence and control over the programming and core operations of Costa de Oro’s and Univision’s Los Angeles stations that the attribution rules were meant to capture. Likewise, no evidence has been submitted demonstrating that Univision has an attributable ownership interest in Costa de Oro, or that Walter Ulloa has an attributable ownership interest in Univision.³ It further appears based on the assertions made in this petition that Walter Ulloa and Univision maintain separate operational and managerial control over their respective stations. Consequently, we conclude that, in this instance, and, absent further evidence to the contrary, Holdings’ ownership structure in the Los Angeles market complies with the television duopoly rule. Our review of any future application, however, will be subject to the information available at that time.⁴ We will, consequently, limit our holding to the facts presented by Holdings in the instant petition.

³ Because we cannot conclude based on the evidence before us that a single entity has an attributable ownership interest in all of Univision’s and Walter Ulloa’s Los Angeles stations, Holdings’ ownership of the three Los Angeles radio stations appears to comply with the numerical ownership/voice count limitations of the radio/television cross-ownership rule. 47 C.F.R. §73.3555(c). This conclusion is based solely on the assertions made in the instant petition.

⁴ As noted in the *Attribution Order*, we retain the discretion to review any specific contractual, ownership, or other relationship “that present[s] unusual issues on a case-by-case basis where it would serve the public interest to conduct such a review.” *Attribution Order*, 14 FCC Rcd 12559.

In view of the foregoing, the "Petition for Declaratory Ruling Or, In the Alternative, Request for Waiver of Section 73.3555 of the Commission's Rules" filed by Entravision Holdings, LLC, IS GRANTED IN PART, and DENIED IN ALL OTHER RESPECTS, to the extent set forth herein.

Sincerely,

A handwritten signature in black ink, appearing to read "B. A. K.", with a stylized flourish at the end.

Barbara A. Kreisman
Chief, Video Services Division
Mass Media Bureau

Attachment C

ShawPittman LLP

A Limited Liability Partnership Including Professional Corporations

SCOTT R. FLICK
(202) 663-8167
scott.flick@shawpittman.com

December 9, 2002

VIA HAND DELIVERY

Ms. Barbara A. Kreisman
Chief, Video Division
Media Bureau
Federal Communications Commission
445 12th Street, S.W., Room 2-A666
Washington, D.C. 20554

**Re: Applications for Transfer of Control of Hispanic Broadcasting Corp.,
and Certain Subsidiaries, Licensees of KGBT(AM), Harlingen, Texas
et al. (Docket No. MB 02-235, FCC File Nos. BTC-20020723ABL *et al.*)**

Dear Ms. Kreisman:

This letter is to respond to your letter of November 29, 2002 requesting supplemental information from the applicants in the above-referenced proceeding regarding the ownership interest that Univision Communications Inc. ("Univision") will hold in Entravision Communications Corporation ("Entravision") after Univision's merger with Hispanic Broadcasting Corporation ("HBC"). As previously indicated in Univision's submissions to the Commission, Univision currently has no representation on Entravision's board of directors, and, prior to consummation of the HBC merger, all of Univision's stock holdings in Entravision will be converted into a new preferred, non-voting stock that has no right of board representation or other board rights.

With regard to the specific type of non-voting stock that Entravision will issue to Univision in exchange for Univision's existing Entravision stock, Entravision has not indicated to Univision the Series by which the stock will be known, but it will be preferred, non-voting stock which will automatically convert into Entravision Class A common stock should Univision sell the stock to an unrelated third party. As mentioned above, the preferred stock will have no right to elect directors, but will have certain rights associated with it consistent with rights that have been previously approved by the Commission with regard to non-attributable ownership interests. These rights, as presently proposed, will require Entravision to obtain Univision's consent (not to be unreasonably withheld) to buy or sell assets at a price in excess of \$25,000,000, to incur

Ms. Barbara A. Kreisman

December 9, 2002

Page 2

debts in excess of five times Entravision's Earnings Before Interest, Taxes, Depreciation, and Amortization ("EBITDA"), or to issue additional shares (except in specified circumstances) that would dilute Univision's interest in Entravision. In addition, the stock will have approval rights on certain major corporate events such as merger of Entravision with another entity, business consolidation, business combination, dissolution, liquidation, termination of corporation, or the sale of television stations that are Univision affiliates. While the Commission has repeatedly held that such rights are permissible and do not create attribution, the Commission should be aware that some of these rights are currently the subject of discussions with the Department of Justice and therefore could be modified as a result. Regardless, at the time of the HBC merger and thereafter, Univision will have no directors on the Entravision board, no direct or indirect ability to select or elect directors of Entravision, and no voice in the business or affairs of Entravision other than limited rights necessary to protect its investment in the context of certain major corporate actions and limited rights regarding Univision's network affiliates.

Your letter of November 29 also requested supplemental information regarding any accounts payable Entravision may currently have outstanding to Univision, and the impact, if any, of such accounts payable on Univision's debt/equity interest in Entravision. The accounts payable referred to in the most recent Entravision 10-K filed with the Securities and Exchange Commission represent the amount Entravision owes to the Univision Network in commission fees for national spot sales made by Univision on behalf of Entravision stations airing Univision programming. The monthly commission fees vary significantly by month depending upon the number of national spots sold and aired on Entravision television stations in a particular month. The typical monthly amount, however, is substantially less than the \$1,145,000 listed in Entravision's 10-K, which reflects an accrual of multiple months of commission fees that Entravision failed to timely pay.

The November 29 letter also requested that Univision comment as to whether outstanding accounts payable should be considered in a debt/equity calculation. Because such accounts payable are typically paid out as they are incurred, the question of whether an entity's failure to timely pay its accounts payable might create an accrued "debt" for purposes of a debt/equity calculation appears to have never been addressed by the Commission. However, Univision is unaware of any prior Commission cases in which accounts payable have been included in a debt/equity calculation, and there are certainly a number of practical reasons to exclude such amounts from the calculation. First, it is far from clear how a licensee's failure to timely pay amounts due its program source indicates that the program source has influence over the licensee. Second, inclusion of accounts

Ms. Barbara A. Kreisman
December 9, 2002
Page 3

payable in the debt/equity calculation creates a situation where a programmer's debt/equity in a licensee can change on literally an hourly basis as various accounts payable are paid. Third, if accounts payable by a licensee are part of the debt/equity calculation, then a licensee's accounts receivable would also need to be considered. For example, if a network had a 33.5% debt/equity interest in an affiliate, but owed the affiliate a significant amount in unpaid network compensation payments, it is unlikely that the Commission would want to treat the interest as non-attributable, but that is the result an "accounts payable/receivable" debt/equity calculation might create. In fact, that issue is raised here, as the financials in the 10-K filing submitted in the National Hispanic Policy Institute Reply also reference amounts that were then due Entravision in network compensation from Univision. The Commission has not previously provided any guidance as to whether accounts payable and receivable should be considered in a debt/equity calculation and, if so, whether a licensee's accounts receivable should be subtracted from the accounts payable before attempting that calculation.

Fortunately, finding an answer to these complex questions is unnecessary here. Even the full \$1,145,000 account payable referenced in Exhibit 6 of the National Hispanic Policy Institute Reply represents only 0.07% of the debt/equity of Entravision, leaving Univision with a 23.82% debt/equity interest in Entravision (based on Entravision's most recent 10-K filing) even if Entravision's full accounts payable to Univision are included in that calculation. This is far below the 33% debt/equity attribution threshold and should put to rest any concerns regarding Univision's post-merger attribution in Entravision.

Attached hereto are a number of "worst case" debt/equity calculations which include Entravision's accounts payable to Univision without any offsets for accounts receivable from Univision. The first page of calculations utilizes the actual amount paid by Univision for its Entravision stock in calculating the debt/equity, whereas the second page utilizes the market price of Entravision stock during the relevant time period. Each page contains three different calculations of Univision's debt/equity in Entravision, which are based upon: (a) the 10-K filed with the SEC in 2002 by Entravision, which represents the most recent audited financials for Entravision; (b) the most recent 10-Q filed with the SEC by Entravision, which represents the most recent financial information released by Entravision; and (c) Univision's even more recent estimate of amounts currently due from Entravision, which includes both national spot sales commission fees as well as recent unpaid reimbursement amounts due Univision from Entravision for certain Univision station operating costs incurred by Univision stations for which Entravision handles local sales and marketing. As requested in your letter, also attached is a declaration of personal knowledge regarding the information herein that is not yet on file with the Securities and

ShawPittman LLP

Ms. Barbara A. Kreisman
December 9, 2002
Page 4

Exchange Commission, as well as the relevant pages from Entravision's financial statements filed with the SEC that were utilized in the debt/equity calculations.

We hope that this letter fully addresses your request for supplemental information regarding the applications. Please let us know if you require anything further.

Sincerely,



Scott R. Flick

cc: National Hispanic Policy Institute (Via Hand Delivery)
c/o Arthur V. Belendiuk, Esq.
Smithwick & Belendiuk, P.C.
5028 Wisconsin Avenue, N.W.
Suite 301
Washington, D.C. 20016

Elgin FM Limited Partnership (Via Hand Delivery)
c/o Harry F. Cole, Esq.
Fletcher, Heald & Hildreth, P.L.C.
1300 North 17th Street, 11th Floor
Arlington, VA 22209-3801

Hispanic Broadcasting Corporation (Via Hand Delivery)
c/o Lawrence N. Cohn, Esq.
Cohn and Marks LLP
1920 N Street, N.W.
Suite 300
Washington, D.C. 20036-1622

Enclosures

**Amounts Held by Univision in, or Owed to Univision by, Entravision
Equity Values Based on Historic Cost of Entravision Shares**

Equity Shown at Historic Cost

	Audited 12/31/2001	Unaudited 9/30/2002	Unaudited 10/31/2002
Entravision Liabilities to Univision			
Current:			
Current Maturities of Long Term Debt	\$0	\$0	0
Advances payable, related parties	\$0	\$0	0
Accounts payable and accrued expenses	\$1,145,000	\$1,641,930	\$2,888,398
Notes Payable	\$0	\$0	0
Other Long-term Liabilities	\$0	\$0	0
Deferred Taxes	\$0	\$0	0
Total Entravision Liabilities to Univision	<u>\$1,145,000</u>	<u>\$1,641,930</u>	<u>\$2,888,398</u>
Commitments and contingencies to Univision			
Mandatorily Redeemable Series A Convertible Preferred	<u>\$0</u>	<u>\$0</u>	<u>\$0</u>
Univision's Shareholders Equity in Entravision (at cost of investment)			
Class A Common (14,943,231 Shares)	\$244,600,000	\$244,600,000	\$244,600,000
Class B Common (0 Shares)	\$0	\$0	\$0
Class C Common (21,983,393 Shares)	<u>\$120,000,000</u>	<u>\$120,000,000</u>	<u>\$120,000,000</u>
Total Equity	<u>\$364,600,000</u>	<u>\$364,600,000</u>	<u>\$364,600,000</u>
Total Univision Liabilities and Equity	<u>\$365,745,000</u>	<u>\$366,241,930</u>	<u>\$367,288,398</u>
Calculation of Equity Debt Plus			
Recap:			
Liabilities to Univision	\$1,145,000	\$1,641,930	\$2,888,398
Equity held by Univision	<u>\$364,600,000</u>	<u>\$364,600,000</u>	<u>\$364,600,000</u>
Total Liabilities to and Equity Held by Univision	<u>\$365,745,000</u>	<u>\$366,241,930</u>	<u>\$367,288,398</u>
Entravision Total Assets (from Entravision Balance Sheet in Entravision SEC Form 10-K [12/31/01] or most recent Entravision SEC Form 10-Q [9/30/02 and 10/31/02])	<u>\$1,535,517,000</u>	<u>\$1,641,930,000</u>	<u>\$1,641,930,000</u>
Univision Equity Debt Plus Calculation	23.82%	22.31%	22.37%

(Total Liabilities to and Equity Held by Univision as a Percentage of
Entravision Total Assets. Calculated by dividing Total Univision Liabilities and Equity
by Entravision Total Assets.)

NOTE: Because no Entravision balance sheet as of 10/31/02 is available to Univision,
Univision has used the Entravision 9/30/02 balance sheet for the 10/31/02 calculations.
The amount of Liabilities used in the 10/31/02 computation is based on Univision's
internal records.

**Amounts Held by Univision in, or Owed to Univision by, Entravision
Equity Values Based on Market Price of Entravision Shares**

	Equity Shown at Market Price		
	(\$11.95/share)	(\$13.25/Share)	(\$11.96/Share)
	Audited 12/31/2001	Unaudited 9/30/2002	Unaudited 10/31/2002
Entravision Liabilities to Univision			
Current:			
Current Maturities of Long Term Debt	\$0	\$0	\$0
Advances payable, related parties	\$0	\$0	\$0
Accounts payable and accrued expenses	\$1,145,000	\$1,641,930	\$2,688,398
Notes Payable	\$0	\$0	\$0
Other Long-term Liabilities	\$0	\$0	\$0
Deferred Taxes	\$0	\$0	\$0
Total Entravision Liabilities to Univision	\$1,145,000	\$1,641,930	\$2,688,398
Commitments and contingencies to Univision			
Mandatorily Redeemable Series A Convertible Preferred	\$0	\$0	\$0
Univision's Shareholders Equity in Entravision (at market price on date shown)			
Class A Common (14,943,231 Shares)	\$178,571,610	\$197,997,811	\$178,721,043
Class B Common (0 Shares)	\$0	\$0	\$0
Class C Common (21,983,393 Shares)	\$262,701,534	\$291,279,944	\$262,921,368
Total Univision Equity	\$441,273,145	\$489,277,755	\$441,642,411
Total Univision Liabilities and Equity	\$442,418,145	\$490,919,685	\$444,330,809

Calculation of Equity Debt Plus

Recap:			
Liabilities to Univision	\$1,145,000	\$1,641,930	\$2,688,398
Equity held by Univision	\$441,273,145	\$489,277,755	\$441,642,411
Total Liabilities to and Equity Held by Univision	\$442,418,145	\$490,919,685	\$444,330,809
Entravision Total Assets	\$1,841,326,457	\$2,165,974,909	\$2,016,580,552

(Total Assets from Entravision Balance Sheets of 12/31/01 and 9/30/02
[12/31/01 = \$1,535,517,000; 9/30/02 = \$1,641,930,000; 10/31/02 = \$1,641,930,000]
increased by an amount equal to the difference between the
Balance Sheet Value of Equity and the Market Price of All Entravision Equity
[12/31/01 = \$305,809,457; 9/30/02 = \$524,044,909; 10/31/02 = \$374,650,552])

Equity Debt Plus Calculation

(Total Liabilities to and Equity Held by Univision
as Percentage of Entravision Total Assets, as adjusted to reflect
Difference between Balance Sheet value of Equity and
Market Price of Equity. Calculated by dividing Total Univision Liabilities and Equity by
Entravision Total Assets.)


24.03%	22.67%	22.03%
---------------	---------------	---------------

NOTE: Because no Entravision balance sheet as of 10/31/2002 is available to Univision, Univision has used the Entravision 9/30/02 balance sheet for the 10/31/02 calculations. The amount of Liabilities used in the 10/31/02 computation is based on Univision's internal records.

NOTE: The stock prices shown are based on the closing price on the New York Stock Exchange for Entravision (Symbol: EVC) as of the dates shown.

DECLARATION

I, James Johannesen, do hereby declare under penalty of perjury that the following is true and correct. I am Vice President and Corporate Controller of Univision Communications Inc. ("Univision"). I have reviewed Univision's response to the Commission's November 29, 2002 inquiry regarding the pending applications for transfer of control of Hispanic Broadcasting Corp. and certain subsidiaries. The facts stated therein, except those based on official records or corporate documents, such as those filed with the Securities and Exchange Commission, are true to the best of my personal knowledge and belief.


James Johannesen

Dated: 12/9/02

10-K 1 d10k.htm FORM 10-K FOR THE PERIOD ENDED 12/31/2001

Table of Contents**SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, D.C. 20549

FORM 10-K☒ **ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934****For the Fiscal Year Ended December 31, 2001****OR**☐ **TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934****For the Transition Period from _____ to _____****Commission File Number 1-15997****ENTRAVISION COMMUNICATIONS CORPORATION**

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation or organization)**95-4783236**
(I.R.S. Employer
Identification No.)**2425 Olympic Boulevard, Suite 6000 West**
Santa Monica, California 90404
(Address of principal executive offices, including Zip Code)**Registrant's telephone number, including area code: (310) 447-3870****Securities registered pursuant to Section 12(b) of the Act:**

<u>Title of each class</u>	<u>Name of each exchange on which registered</u>
Class A Common Stock	New York Stock Exchange

Securities registered pursuant to Section 12(g) of the Act:**None**

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes ☒ No ☐

Indicate by check mark if disclosure of delinquent filers pursuant to Item 405 of Regulation S-K is not contained herein, and will not be contained, to the best of the registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-K or any amendment to this Form 10-K. ☐

Table of Contents

INDEPENDENT AUDITOR'S REPORT

To the Board of Directors and Stockholders
Entravision Communications Corporation
Santa Monica, California

We have audited the accompanying consolidated balance sheets of Entravision Communications Corporation and subsidiaries as of December 31, 2001 and 2000, and the related consolidated statements of operations, equity and cash flows for each of the three years in the period ended December 31, 2001. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the consolidated financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position of Entravision Communications Corporation and subsidiaries as of December 31, 2001 and 2000, and the results of their operations and their cash flows for each of the three years in the period ended December 31, 2001 in conformity with accounting principles generally accepted in the United States of America.

/s/ MCGLADREY & PULLEN, LLP

Pasadena, California
February 8, 2002

F-2

Table of Contents**ENTRAVISION COMMUNICATIONS CORPORATION****CONSOLIDATED BALANCE SHEETS**
(In thousands, except share and per share data)

	December 31,	
	2001	2000
ASSETS		
Current assets		
Cash and cash equivalents	\$ 19,013	\$ 69,224
Receivables:		
Trade, net of allowance for doubtful accounts of 2001 \$4,851; 2000 \$5,966 (including amounts due from Univision of 2001 \$599; 2000 \$0)	44,143	38,274
Prepaid expenses and other current assets (including amounts from related parties of 2001 \$1,189; 2000 \$273)	6,308	3,311
Deferred taxes	4,487	11,244
Total current assets	73,951	122,053
Property and equipment, net	181,135	169,289
Intangible assets, net	1,268,351	1,255,386
Other assets, including amounts due from related parties of 2001 \$322; 2000 \$562 and deposits on acquisitions of 2001 \$431; 2000 \$2,689	12,080	13,765
	<u>\$1,535,517</u>	<u>\$1,560,493</u>
LIABILITIES, MANDATORILY REDEEMABLE PREFERRED STOCK AND STOCKHOLDERS' EQUITY		
Current liabilities		
Current maturities of long-term debt	\$ 3,341	\$ 2,452
Advances payable, related parties	118	201
Accounts payable and accrued expenses (including related parties of 2001 \$1,699; 2000 \$711 which includes amounts due to Univision 2001 \$1,145; 2000 \$362)	25,210	30,274
Total current liabilities	28,669	32,927
Notes payable, less current maturities	249,428	252,495
Other long-term liabilities	2,313	6,672
Deferred taxes	176,992	132,419
Total liabilities	457,402	424,513
Commitments and Contingencies		
Series A mandatorily redeemable convertible preferred stock, \$0.0001 par value, 11,000,000 shares authorized; shares issued and outstanding 2001 and 2000 5,865,102 (liquidation value 2001 \$100,970; 2000 \$93,060)	90,720	80,603
Stockholders' equity		
Preferred stock, \$0.0001 par value, 39,000,000 shares authorized, none issued and outstanding	—	—
Class A common stock, \$0.0001 par value, 260,000,000 shares authorized; shares issued and outstanding 2001 66,147,794; 2000 65,626,063	7	7
Class B common stock, \$0.0001 par value, 40,000,000 shares authorized; shares issued and outstanding 2001 and 2000 27,678,533	3	3
Class C common stock, \$0.0001 par value, 25,000,000 shares authorized; shares issued and outstanding 2001 and 2000 21,983,392	2	2
Additional paid-in capital	1,097,617	1,092,865
Deferred compensation	(3,175)	(5,745)
Accumulated deficit	(107,059)	(31,147)
Total stockholders' equity	987,395	1,055,985
Less stock subscription notes receivable	—	(608)
Treasury stock, Class A common stock, \$0.0001 par value 2001, 3,684 shares; 2000 none	—	—
Total stockholders' equity	<u>987,395</u>	<u>1,055,377</u>
	<u>\$1,535,517</u>	<u>\$1,560,493</u>

See Notes to Consolidated Financial Statements

10-Q 1 d10q.htm FORM 10-Q

Table of Contents

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 10-Q

(MARK ONE)

☒ **QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

FOR THE QUARTERLY PERIOD ENDED SEPTEMBER 30, 2002

OR

☐ **TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

FOR THE TRANSITION PERIOD FROM _____ TO _____

COMMISSION FILE NUMBER 1-15997

ENTRAVISION COMMUNICATIONS CORPORATION

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation or organization)

95-4783236
(I.R.S. Employer
Identification No.)

2425 Olympic Boulevard, Suite 6000 West
Santa Monica, California 90404
(Address of principal executive offices) (Zip Code)

(310) 447-3870
(Registrant's telephone number, including area code)

N/A

(Former name, former address and former fiscal year, if changed since last report)

INDICATE BY CHECK MARK WHETHER THE REGISTRANT (1) HAS FILED ALL REPORTS REQUIRED TO BE FILED BY SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934 DURING THE PRECEDING 12 MONTHS (OR FOR SUCH SHORTER PERIOD THAT THE REGISTRANT WAS

Table of Contents**PART I****FINANCIAL INFORMATION****ITEM 1. FINANCIAL STATEMENTS****ENTRAVISION COMMUNICATIONS CORPORATION****CONSOLIDATED BALANCE SHEETS**
(In thousands, except share and per share data)

	September 30, 2002	December 31, 2001
	(Unaudited)	
ASSETS		
Current assets		
Cash and cash equivalents	\$ 12,174	\$ 19,013
Receivables:		
Trade, net of allowance for doubtful accounts of 2002 \$4,522; 2001 \$4,851 (including amounts due from Univision of 2002 \$823; 2001 \$599)	49,449	44,143
Prepaid expenses and other current assets (including amounts due from related parties of 2002 \$812; 2001 \$1,189)	6,339	6,308
Deferred taxes	5,256	4,487
	<u>73,218</u>	<u>73,951</u>
Total current assets	73,218	73,951
Property and equipment, net	183,072	181,135
Intangible assets subject to amortization, net	137,208	59,805
Intangible assets not subject to amortization, net	949,826	851,935
Goodwill, net	283,826	361,679
Other assets (including amounts due from related parties of 2002 \$634; 2001 \$322; and deposits on acquisitions of 2002 \$1,811; 2001 \$431)	14,780	7,012
	<u>\$ 1,641,930</u>	<u>\$ 1,535,517</u>
LIABILITIES, MANDATORILY REDEEMABLE PREFERRED STOCK AND STOCKHOLDERS' EQUITY		
Current liabilities		
Current maturities of long-term debt	\$ 1,363	\$ 3,341
Advances payable, related parties	118	118
Accounts payable and accrued expenses (including related parties of 2002 \$2,547; 2001 \$1,699, which includes amounts due to Univision of 2002 \$1,674; 2001 \$1,145)	23,400	25,210
	<u>24,881</u>	<u>28,669</u>
Total current liabilities	24,881	28,669
Notes payable, less current maturities	308,682	249,428
Other long-term liabilities	1,923	2,313
Deferred taxes	189,599	176,992
	<u>525,085</u>	<u>457,402</u>
Total liabilities	525,085	457,402
Commitments and contingencies		

Series A mandatorily redeemable convertible preferred stock, \$0.0001 par value,
11,000,000

shares authorized; shares issued and outstanding 2002 and 2001 5,865,102

98,268

90,720

Stockholders' equity

Preferred stock, \$0.0001 par value, 39,000,000 shares authorized; none issued and
outstanding

Class A common stock, \$0.0001 par value, 260,000,000 shares authorized; shares
issued

2002 70,164,035, 2001 66,147,794

7

7

Class B common stock, \$0.0001 par value, 40,000,000 shares authorized; shares issued
and

outstanding 2002 and 2001 27,678,533

3

3

Class C common stock, \$0.0001 par value, 25,000,000 shares authorized; shares issued
and

outstanding 2002 and 2001 21,983,392

2

2

Additional paid-in capital

1,142,286

1,097,617

Deferred compensation

(1,433)

(3,175)

Accumulated deficit

(122,288)

(107,059)

1,018,577

987,395

Treasury stock, Class A common stock, \$0.0001 par value, 2002 5,101 shares; 2001
3,684

shares

—

—

Total stockholders' equity

1,018,577

987,395

\$ 1,641,930

\$ 1,535,517

See Notes to Consolidated Financial Statements

Attachment D

DECEMBER 2002

San Bernardino

Los Angeles

Ventura

Riverside

Orange

San Diego

KVYY(FM)

KSSE(FM)

KLYY(FM)

KSSC(FM)

KSSD(FM)

KSYV(FM)

PRINCIPAL COMMUNITY CONTOURS
OF PROPOSED COMMONLY OWNED
RADIO STATIONS

KLYY(FM) ARCADIA, CALIFORNIA
KSYV(FM) FALLBROOK, CALIFORNIA
KVYY(FM) VENTURA, CALIFORNIA

PREPARED FOR
ENTRAVISION HOLDINGS, LLC

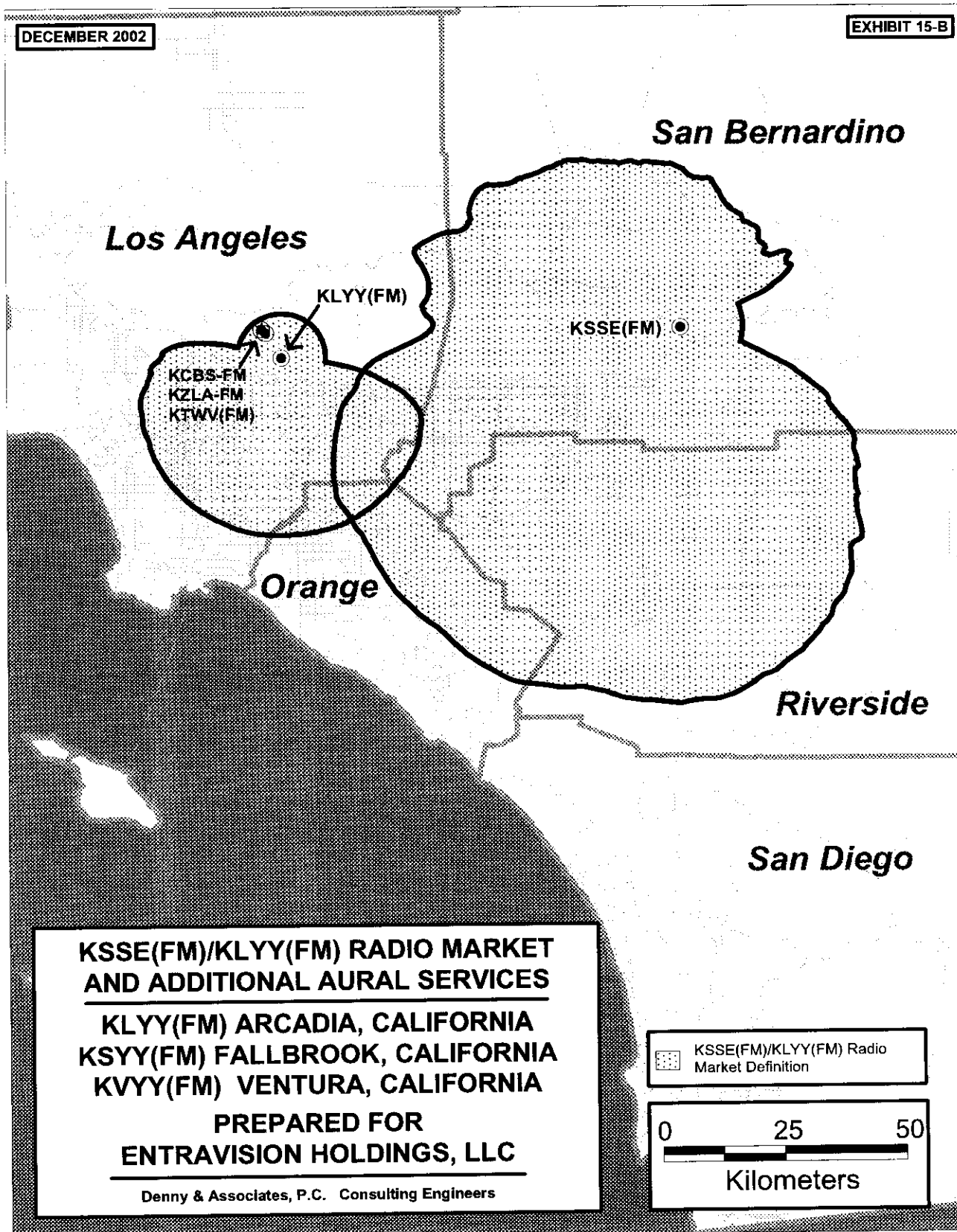
Denny & Associates, P.C. Consulting Engineers



Note: All depicted contours are the
FCC predicted 70 dBu, F(50,50)

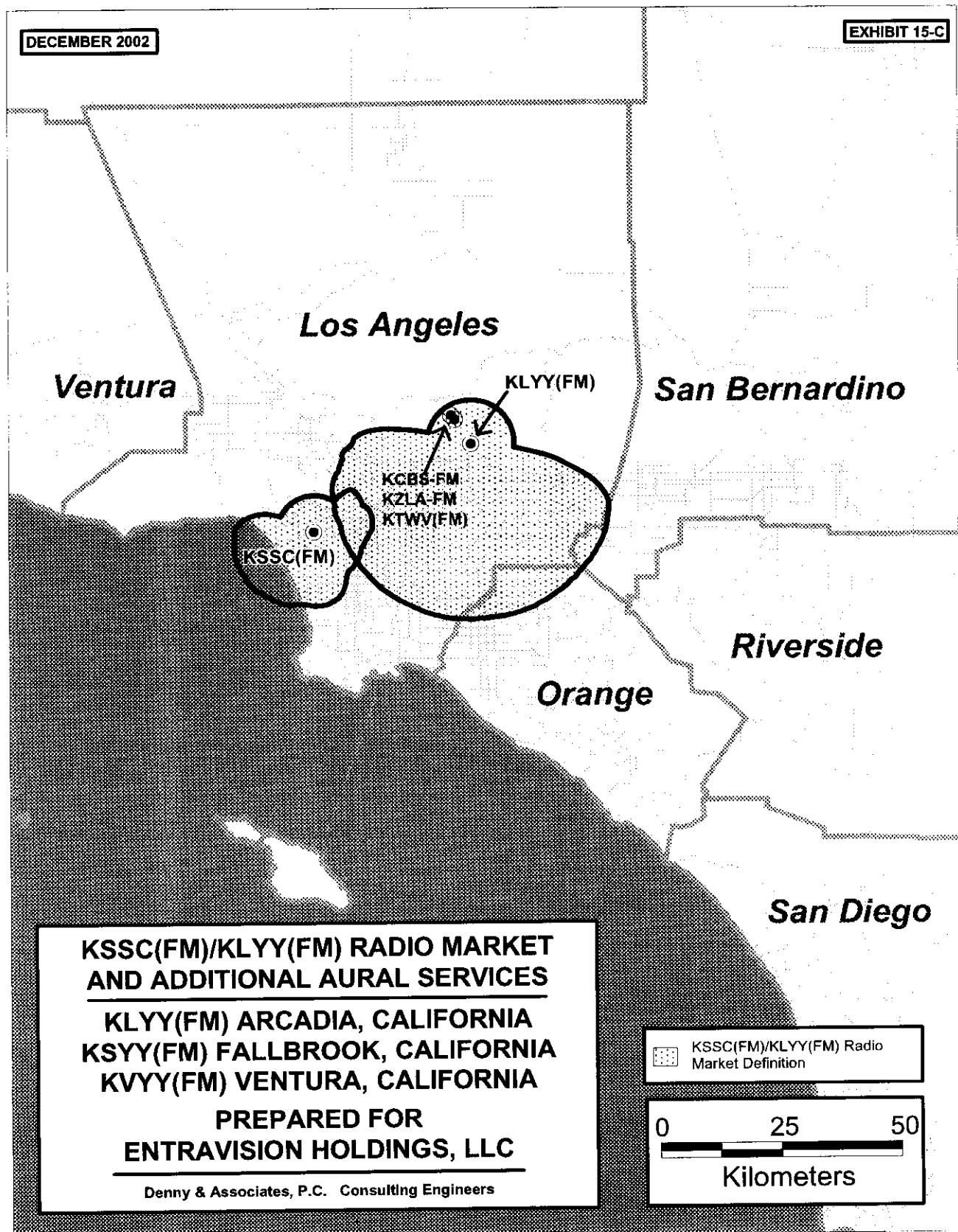
DECEMBER 2002

EXHIBIT 15-B



DECEMBER 2002

EXHIBIT 15-C

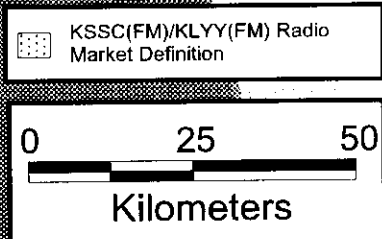


**KSSC(FM)/KLYY(FM) RADIO MARKET
AND ADDITIONAL AURAL SERVICES**

**KLYY(FM) ARCADIA, CALIFORNIA
KSYF(FM) FALLBROOK, CALIFORNIA
KVYY(FM) VENTURA, CALIFORNIA**

**PREPARED FOR
ENTRAVISION HOLDINGS, LLC**

Denny & Associates, P.C. Consulting Engineers



**ENGINEERING EXHIBIT
IN SUPPORT OF APPLICATIONS
FOR ASSIGNMENT OF LICENSES OF
KLYY(FM), ARCADIA, CALIFORNIA
KSYF(FM), FALLBROOK, CALIFORNIA
KVYY(FM), VENTURA, CALIFORNIA
PREPARED ON BEHALF OF
ENTRAVISION HOLDINGS, LLC**

RADIO MULTIPLE OWNERSHIP STUDY

**PROPOSED COMMONLY OWNED COMMERCIAL RADIO STATIONS
AND ADDITIONAL LICENSED COMMERCIAL RADIO STATIONS
IN THE KSSE(FM)/KLYY(FM) AND KSSC(FM)/KLYY(FM) RADIO MARKETS^{1,2}**

- | | |
|--|---|
| 1. KLYY(FM), Ch 296A
Arcadia, CA
FCC Facility No. 35113
34° 10' 51" NL; 118° 01' 38" WL
6.0 kW(H&V), -13 m | 4. KCBS-FM, Ch 226B
Los Angeles, CA
FCC Facility No. 9612
34° 13' 55" NL; 118° 04' 18" WL
28.5 kW(H&V), 1056 m |
| 2. KSSE(FM), Ch 248B
Riverside, CA
FCC Facility No. 58809
34° 14' 04" NL; 117° 08' 24" WL
72 kW(Max-DA, H&V), 557 m | 5. KZLA-FM Ch 230B
Los Angeles, CA
FCC Facility No. 59987
34° 13' 55" NL; 118° 04' 18" WL
18.5 kW-H,
16.0 kW-V (Max-DA), 956 m |
| 3. KSSC(FM), Ch 276A
Santa Monica, CA
FCC Facility No. 33902
34° 00' 53" NL; 118° 22' 50" WL
3.0 kW(Max-DA, H&V), 81 m | 6. KTWV(FM), Ch 234B
Los Angeles, CA
FCC Facility No. 25437
34° 13' 29" NL; 118° 03' 47" WL
58 kW(Max-BT, H&V), 863 m |

¹ All facility data reported herein were extracted from FCC CDBS database.

² Only licensed station facilities were considered in the study.

Attachment E

VOICE STUDY - LOS ANGELES, CA

No.	Licensee or Other Attributable Party	Call Sign or Broadcast Media Type	City, State
1.	ABC/Disney Co.	KABC-TV KABC(AM) KLOS(FM) KDIS(AM) KSPN(AM)	Los Angeles, CA Los Angeles, CA Los Angeles, CA Los Angeles, CA Pasadena, CA
2.	KSLS, Inc.	KSCI(TV)	Long Beach, CA
3.	Viacom, Inc.	KCBS-TV KCAL-TV KCBS-FM KTWV(FM) KLSX(FM) KRTH-FM KROQ-FM KNX(AM) KFWB(AM)	Los Angeles, CA Los Angeles, CA Los Angeles, CA Los Angeles, CA Los Angeles, CA Los Angeles, CA Pasadena, CA Los Angeles Los Angeles
4.	Coast Community College District	KOCE-TV*	Huntington Beach, CA
5.	Community TV of Southern California	KCET(TV)*	Los Angeles, CA
6.	Fox Television	KTTV(TV) KCOP-TV	Los Angeles, CA Los Angeles, CA
7.	Golden Orange Broadcasting Co., Inc.	KDOC-TV	Anaheim, CA
8.	Los Angeles Unified School District	KLCS(TV)*	Los Angeles, CA
9.	KRCA License Corp	KRCA(TV)	Riverside, CA
10.	NBC/GE	KNBC(TV) KWHY-TV KVEA(TV)	Los Angeles, CA Los Angeles, CA Corona, CA
11.	Paxson Communications Corp.	KPXN(TV)	San Bernardino, CA
12.	KVMD Corp.	KVMD(TV)	Twentynine Palms, CA

No.	Licensee or Other Attributable Party	Call Sign or Broadcast Media Type	City, State
14.	San Bernardino Community College District	KVCR-TV*	San Bernardino, CA
15.	Sunbelt Television, Inc.	KHIZ(TV)	Barstow, CA
16.	Tribune Broadcasting Co.	KTLA-TV	Los Angeles, CA
17.	Trinity Broadcasting Network, Inc.	KTBN-TV	Santa Ana, CA
18.	Pappas Telecasting	KAZA-TV	Avalon, CA
19.	Rancho Palos Verdes Broadcasters, Inc.	KXLA(TV)	Rancho Palos Verdes, CA
20.	Clear Channel Communications, Inc.	KHHT(FM) KYSR(FM) KIIS(FM) KBIG-FM KOST(FM) KLAC(AM) KFI(AM) KXTA(AM) KACD(AM)	Los Angeles, CA Los Angeles, CA Canyon Country, CA Los Angeles, CA Los Angeles, CA Los Angeles, CA Los Angeles, CA Los Angeles, CA Thousand Oaks, CA
21.	Spanish Broadcasting System, Inc.	KFSG(FM) KLAX-FM	Redondo Beach, CA East Los Angeles, CA
22.	Emmis Communications Corporation	KZLA-FM KPWR(FM)	Los Angeles, CA Los Angeles, CA
23.	Liberman Broadcasting	KBUA(FM) KWIZ(FM) KBUE(FM) KHJ(AM) KVNR(AM)	San Fernando, CA Santa Ana, CA Long Beach, CA Los Angeles, CA Santa Ana, CA
24.	International Church of The 4 Square Gospel	KXOL(FM)	Los Angeles
25.	Orange Broadcasting Corp.	KMXN-FM	Garden Grove, CA
26.	New Inspiration Broadcasting Company	KFSH(FM) KKLA-FM KRLA(AM)	Anaheim, CA Los Angeles, CA Glendale, CA

No.	Licensee or Other Attributable Party	Call Sign or Broadcast Media Type	City, State
		KXMX(AM)	Anaheim, CA
27.	Radio One Inc.	KKBT(FM)	Los Angeles, CA
28.	Taxi Productions, Inc.	KJLH(FM)	Compton, CA
29.	Mt. Wilson FM Broadcasters, Inc.	KMZT-FM	Los Angeles, CA
30.	Multicultural Radio Broadcasting, Inc.	KALI-FM KALI(AM) KYPA(AM) KAZN(AM)	Santa Ana, CA West Covina, CA Los Angeles, CA Pasadena, CA
31.	High Desert Broadcasting LLC	KGMX(FM) KWJL(AM) KUTY(AM)	Lancaster, CA Lancaster, CA Palmdale, CA
32.	Calvary Chapel Of Costa Mesa	KWVE(FM)	San Clemente, CA
33.	University Of Southern California	KUSC(FM)*	Los Angeles, CA
34.	Santa Monica Community College District	KCRW(FM)*	Santa Monica, CA
35.	Lotus Communications Corp.	KWKU(AM) KWKW(AM)	Pomona, CA Los Angeles, CA
36.	Kiertron, Inc.	KBRT(AM)	Avalon, CA
37.	CRN Licenses, LLC	KPLS(AM)	Orange, CA
38.	Hi-Favor Broadcasting, LLC	KLTX(AM)	Long Beach, CA
39.	Polyethnic Broadcasting, Inc.	KMRB(AM)	San Gabriel, CA
40.	Trans America Broadcasting Corp.	KTYM(AM)	Inglewood, CA
41.	Rose City Radio Corporation	KMPC(AM)	Los Angeles, CA
42.	Radio Unica	KBLA(AM)	Santa Monica, CA
43.	Orange County Register	Newspaper	Santa Ana, CA
44.	Los Angeles Times	Newspaper	Los Angeles, CA

No.	Licensee or Other Attributable Party	Call Sign or Broadcast Media Type	City, State
45.	Cable Television	Cable	

* Non-commercial educational licensee

Sources: BIA's Investing in Radio 2002, 2nd Edition
BIA's Investing in Television Market Report 2002, 1st edition
<<http://www.latimes.com>>
<<http://www.ocregister.com>>
CDBS