

AMENDMENT

ACME Television Licenses of Madison, LLC ("ACME") hereby amends the assignee's portion of the Form 314 application filed on April 2, 2002 seeking consent to the assignment of WHPN-TV to ACME (File No. BAPCT-20020402AAH) to replace the existing Exhibits 11 and 13 with the attached revised exhibits, which provide updated information regarding (1) the ownership of ACME and its parent and (2) the media interests of the other parties to the application.

**ACME TELEVISION LICENSES OF
MADISON, LLC**

By: 
Thomas D. Allen
Executive Vice President, CFO
& Secretary
5/7/02
Date