FCC Form 316
Exhibit 10

DESCRIPTION OF TRANSACTION

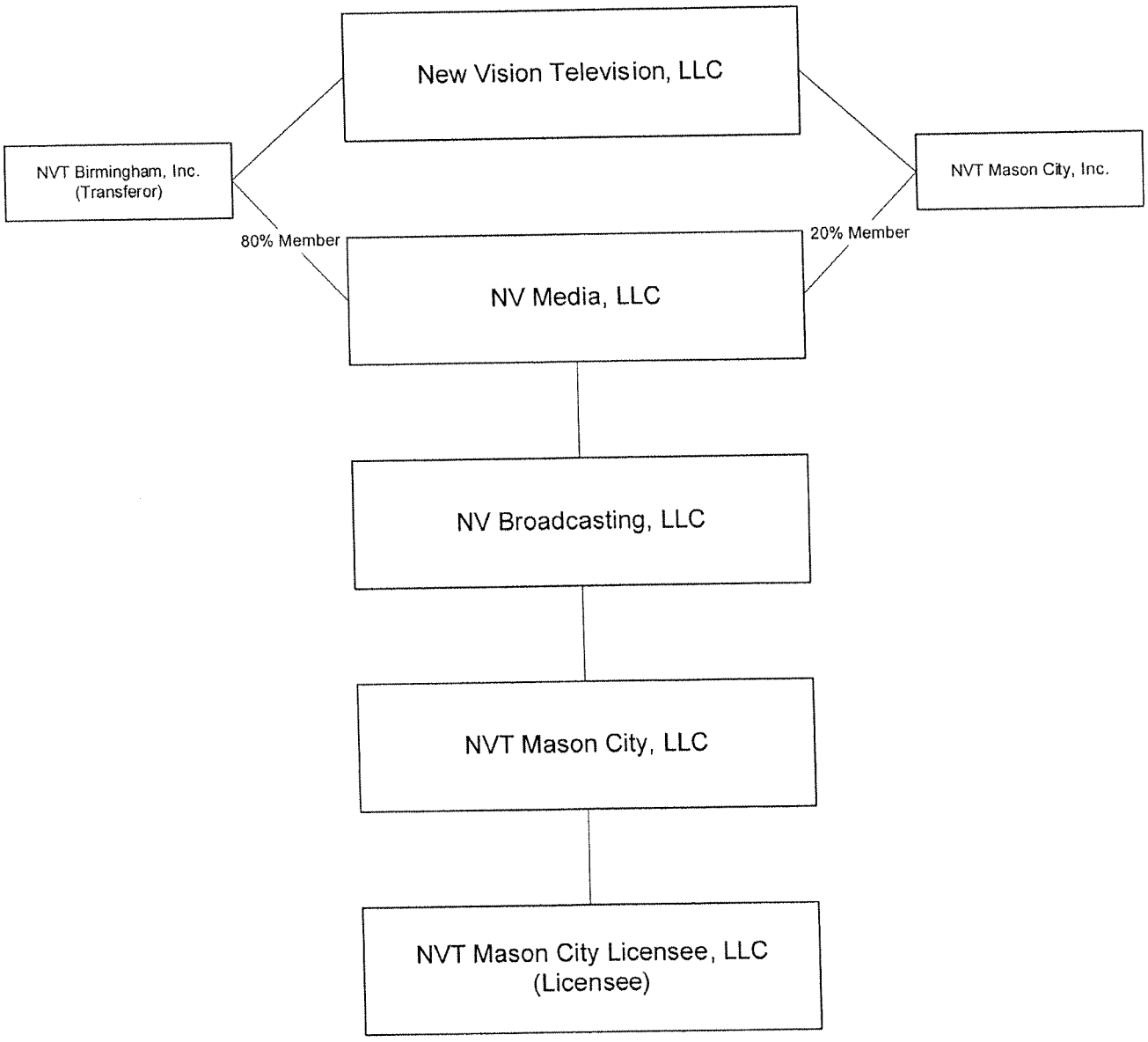
This application seeks approval of the *pro forma* transfer of control of NVT Mason City Licensee, LLC ("Licensee"), the licensee of television station KIMT(TV), Mason City, Iowa, from NVT Birmingham, Inc. ("Birmingham Inc.") to NVT Youngstown, Inc. ("Youngstown Inc.").

As reflected on the attached Figure 1, Licensee is wholly owned by NVT Mason City, LLC, which is wholly owned by NV Broadcasting, LLC, which in turn is wholly owned by NV Media, LLC ("NV Media"). NV Media currently has two members: Birmingham Inc. (owning 80% of NV Media's votes and equity) and NVT Mason City Inc. ("Mason City Inc.") (owning 20%). Birmingham Inc. and Mason City Inc. are both wholly owned by New Vision Television, LLC ("NVT").

Upon consummation of the proposed transfer, as reflected on the attached Figure 2, NV Media will add a third member – Youngstown Inc. – which will acquire 57.3% of NV Media's votes and equity, with Birmingham Inc. and Mason City Inc. holding 34.2% and 8.5% of NV Media's votes and equity, respectively. Because Youngstown Inc., like Birmingham Inc. and Mason City Inc., will be wholly owned by NVT, this transaction is *pro forma* and use of Form 316 is appropriate.

As an internal, *pro forma* transfer of control, this transaction does not involve documents of the type described in Section II, Question 6.

Transfer of Control of NVT Mason City Licensee, LLC
FIgure 1



Transfer of Control of NVT Mason City Licensee, LLC
FIgure 2

