

DESCRIPTION OF THE PROPOSED TRANSACTION

This application seeks the Commission's consent to the *pro forma* assignment of the FCC license for station WICU-TV, Erie, PA (Facility ID No. 24970) (the "Station") from SJL of Pennsylvania License Subsidiary, LLC ("License Sub") to SJL of Pennsylvania, Inc. ("SJL"). SJL is the sole shareholder of License Sub. The use of FCC Form 316 is appropriate because the assignment is from a wholly owned subsidiary, License Sub, to the corporate parent, SJL. There are no proposed changes to the ownership of SJL.

The following charts depict the ownership of the Station before and after the proposed assignment.

