

KABC-AM Radio, Inc. ("KABC-AM") is the licensee of the stations listed on Appendix A. This application seeks Federal Communications Commission ("Commission") consent to the *pro forma* transfer of control of ABC, Inc. ("ABC"), the indirect parent of KABC-AM, from Disney Enterprises, Inc. ("Disney Enterprises"), a wholly-owned subsidiary of The Walt Disney Company ("Disney"), to ABC Enterprises, Inc. ("ABC Enterprises"), a wholly-owned subsidiary of Disney Enterprises. In 2001, Disney effectuated an internal reorganization ("Reorganization") pursuant to which an intermediate holding company was inserted in the upper levels of the Disney ownership chain. Disney inadvertently failed to request consent from the Commission prior to the Reorganization. This omission recently came to the attention of Disney's regulatory counsel and the instant application is being filed upon discovery of such omission in order to seek the requisite consent. Because Disney is the direct 100% owner of Disney Enterprises and the 100% indirect owner of ABC Enterprises, there has been no change in ultimate ownership or control of KABC-AM and no new parties hold ownership interests in KABC-AM. Therefore, the transaction for which Commission consent is sought herein constitutes a *pro forma* transfer of control.

Following the Reorganization, the ownership chain of KABC-AM is as follows: KABC-AM is 100% directly owned by ABC Holding Company, Inc. ("ABC Holding"). ABC Holding, in turn, is 100% owned by ABC. ABC, in turn, is 100% owned by ABC Enterprises, which is 100% owned by Disney Enterprises. Disney Enterprises is 100% owned by Disney.

APPENDIX A

CALL SIGN	FACILITY ID	COMMUNITY OF LICENSE
KABC(AM)	33254	Los Angeles, CA
KSPN(AM)	33255	Pasadena, CA