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September 2019

Federal Communications Commission

(REFERENCE COPY - Not for submission)

Commercial Broadcast Stations Biennial Ownership Report (FCC Form 323)

File Number: **0000045688** | Submit Date: **2018-03-01** | FRN: **0025852443**

Purpose: **Commercial Broadcast Stations Biennial Ownership Report** | Status: **Received** | Status Date: **03/01/2018**

Filing Status: **Active**

Section I - General Information

1. Respondent

FRN	Entity Name
0023931157	Mississippi TV License Company, LLC

Street Address	City (and Country if non U.S. address)	State ("NA" if non-U.S. address)	Zip Code	Phone	Email
3282 Northside Parkway Suite 275	Atlanta	GA	30327	+1 (470) 355-1944	jburgett@wileyrein.com

2. Contact Representative

Name	Organization
John M. Burgett, Esq.	Wiley Rein LLP

Street Address	City (and Country if non U.S. address)	State	Zip Code	Phone	Email
1776 K Street, N.W.	Washington	DC	20006	+1 (202) 719-4239	jburgett@wileyrein.com

3. Application Filing Fee

Question	Response
Is this application being submitted without a filing fee?	No

Fees

Application Type	Form Number	Fee Code	Quantity	Fee Amount	Subtotal
Biennial	Form 323	MAT	1	95	$70.00
				Total	$70.00

4. Nature of Respondent

(a) Provide the following information about the Respondent:	
Relationship to stations/permits	Licensee
Nature of Respondent	Limited liability company

(b) Provide the following information about this report:	
Purpose	Biennial
"As of" date	10/01/2017 **When filing a biennial ownership report or validating and resubmitting a prior biennial ownership report, this date must be Oct. 1 of the year in which this report is filed.**

5. Licensee(s) and Station(s)

Respondent is filing this report to cover the following Licensee(s) and station(s):

Licensee/Permittee Name	FRN
Mississippi TV License Company, LLC	0023931157

Fac. ID No.	Call Sign	City	State	Service
74148	WTVA	TUPELO	MS	DTV

Section II – Biennial Ownership Information

1. 47 C.F.R. Section 73.3613 and Other Documents

Licensee Respondents that hold authorizations for one or more full power television, AM, and/or FM stations should list all contracts and other instruments set forth in 47 C.F.R. Section 73.3613(a) through (c) for the facility or facilities listed on this report. In addition, attributable Local Marketing Agreements (LMAs) and attributable Joint Sales Agreements (JSAs) must be disclosed by the licensee of the brokering station on its ownership report. If the agreement is an attributable LMA, an attributable JSA, or a network affiliation agreement, check the appropriate box. Otherwise, select “Other.” Non-Licensee Respondents, as well as Licensee Respondents that only hold authorizations for Class A television and/or low power television stations, should select “Not Applicable” in response to this question.

Document Information	
Description of contract or instrument	Amended and Restated Agreement of Limited Partnership (MSouth Equity Partners II, L.P.)
Parties to contract or instrument	MSouth Equity Partners II GP, LLC and the Limited Partners
Date of execution	07/2011
Date of expiration	No expiration date
Agreement type (check all that apply)	Other **Agreement Type:** See above.

Document Information	
Description of contract or instrument	Security and Pledge Agreement
Parties to contract or instrument	USA Television Holdings, LLC and its Subsidiaries, Bank of America, N.A.
Date of execution	12/2015
Date of expiration	01/2020
Agreement type (check all that apply)	Other **Agreement Type:** See above.

Document Information	
Description of contract or instrument	LLC Agreement (MSouth Equity Partners II GP, LLC)
Parties to contract or instrument	MSouth Equity Partners II GP, LLC and its Members
Date of execution	06/2011
Date of expiration	No expiration date
Agreement type (check all that apply)	Other **Agreement Type:** See above.

Document Information	
Description of contract or instrument	Certificate of Formation (MSouth Equity Partners II GP, LLC)
Parties to contract or instrument	State of Delaware
Date of execution	06/2011
Date of expiration	No expiration date
Agreement type (check all that apply)	Other **Agreement Type:** See above.

Document Information	
Description of contract or instrument	Certificate of Limited Partnership (MSouth Equity Partners II, L.P.)
Parties to contract or instrument	State of Delaware
Date of execution	06/2011
Date of expiration	No expiration date
Agreement type (check all that apply)	Other **Agreement Type:** See above.

Document Information	
Description of contract or instrument	Certificate of Formation (USA Television Holdings, LLC)
Parties to contract or instrument	State of Delaware
Date of execution	02/2014
Date of expiration	No expiration date
Agreement type (check all that apply)	Other **Agreement Type:** See above.

Document Information	
Description of contract or instrument	LLC Agreement (USA Television Holdings, LLC)
Parties to contract or instrument	USA Television Holdings, LLC and its Members
Date of execution	02/2014
Date of expiration	No expiration date
Agreement type (check all that apply)	Other **Agreement Type:** See above.

Document Information	
Description of contract or instrument	Certificate of Formation (Mississippi TV License Company, LLC)
Parties to contract or instrument	State of Delaware
Date of execution	07/2014
Date of expiration	No expiration date
Agreement type (check all that apply)	Other **Agreement Type:** See above.

Document Information	
Description of contract or instrument	LLC Agreement (Mississippi TV License Company, LLC)
Parties to contract or instrument	Mississippi TV, LLC
Date of execution	07/2014
Date of expiration	No expiration date
Agreement type (check all that apply)	Other **Agreement Type:** See above.

Document Information	
Description of contract or instrument	Network Affiliation Agreement
Parties to contract or instrument	ABC
Date of execution	09/2017
Date of expiration	08/2022
Agreement type (check all that apply)	Network Affiliation Agreement

Document Information	
Description of contract or instrument	Network Affiliation Agreement
Parties to contract or instrument	NBC
Date of execution	01/2015
Date of expiration	12/2018
Agreement type (check all that apply)	Network Affiliation Agreement

Document Information

Description of contract or instrument	Network Affiliation Agreement
Parties to contract or instrument	ION
Date of execution	06/2017
Date of expiration	06/2019
Agreement type (check all that apply)	Network Affiliation Agreement

Document Information	
Description of contract or instrument	Certificate of Formation (Mississippi TV, LLC)
Parties to contract or instrument	State of Delaware
Date of execution	07/2014
Date of expiration	No expiration date
Agreement type (check all that apply)	Other **Agreement Type:** See above.

Document Information	
Description of contract or instrument	LLC Agreement (Mississippi TV, LLC)
Parties to contract or instrument	Mississippi TV Holdings, Inc.
Date of execution	07/2014
Date of expiration	No expiration date
Agreement type (check all that apply)	Other **Agreement Type:** See above.

Document Information	
Description of contract or instrument	Certificate of Incorporation (Mississippi TV Holdings, Inc.)
Parties to contract or instrument	State of Delaware
Date of execution	07/2014
Date of expiration	No expiration date
Agreement type (check all that apply)	Other **Agreement Type:** See above.

Document Information	
Description of contract or instrument	Bylaws (Mississippi TV Holdings, Inc.)
Parties to contract or instrument	State of Delaware
Date of execution	09/2014
Date of expiration	No expiration date
Agreement type (check all that apply)	Other **Agreement Type:** See above.

Document Information	
Description of contract or instrument	Amended and Restated Joint Sales and Services Agreement

Parties to contract or instrument	Coastal Television Broadcasting Company, LLC
Date of execution	07/2017
Date of expiration	01/2022
Agreement type (check all that apply)	Other **Agreement Type:** See above.

2. Ownership Interests

(a) Ownership Interests. This Question requires Respondents to enter detailed information about ownership interests by generating a series of subforms. Answer each question on each subform. The first subform listing should be for the Respondent itself. If the Respondent is not a natural person, also list each of the officers, directors, stockholders, non-insulated partners, non-insulated members, and any other persons or entities with a direct attributable interest in the Respondent pursuant to the standards set forth in 47 C.F.R. Section 73.3555. (A “direct” interest is one that is not held through any intervening companies or entities.) List each interest holder with a direct attributable interest in the Respondent separately.

Leave the percentage of total assets (Equity Debt Plus) field blank for an interest holder unless that interest holder has an attributable interest in the Respondent solely on the basis of the Commission’s Equity Debt Plus attribution standard, 47 C.F.R. Section 73.3555, Note 2(i).

In the case of vertical or indirect ownership structures, list only those interests in the Respondent that also represent an attributable interest in the Licensee(s) for which the report is being submitted.

Entities that are part of an organizational structure that includes holding companies or other forms of indirect ownership must file separate ownership reports. In such a structure do not report, or file a separate report for, any interest holder that does not have an attributable interest in the Licensee(s) for which the report is being submitted.

Please see the Instructions for further detail concerning interests that must be reported in response to this question.

The Respondent must provide an FCC Registration Number for each interest holder reported in response to this question. Please see the Instructions for detailed information and guidance concerning this requirement.

Ownership Information			
FRN	0023931157		
Entity Name	Mississippi TV License Company, LLC		
Address	**PO Box**		
	Street 1	3282 Northside Parkway	
	Street 2	Suite 275	
	City	Atlanta	
	State ("NA" if non-U.S. address)	GA	
	Zip/Postal Code	30327	
	Country (if non-U.S. address)	United States	
Listing Type	Respondent		
Positional Interests (check all that apply)	Respondent		
Tribal Nation or Tribal Entity	Interest holder is not a Tribal nation or Tribal entity		
Interest Percentages (enter percentage values from 0.0 to 100.0)	**Voting**	0.0%	**Jointly Held?** No
	Equity	0.0%	

	Total assets (Equity Debt Plus)	0.0%	
Does interest holder have an attributable interest in one or more broadcast stations that do not appear on this report?			No

Ownership Information			
FRN	0019296771		
Name	Robert S. Prather		
Address	**PO Box**		
	Street 1	3282 Northside Parkway	
	Street 2	Suite 275	
	City	Atlanta	
	State ("NA" if non-U.S. address)	GA	
	Zip/Postal Code	30327	
	Country (if non-U.S. address)	United States	
Listing Type	Other Interest Holder		
Positional Interests (check all that apply)	Officer, Other - Manager		
Citizenship, Gender, Ethnicity, and Race Information (Natural Persons Only)	**Citizenship**	US	
	Gender	Male	
	Ethnicity	Not Hispanic or Latino	
	Race	White	
Interest Percentages (enter percentage values from 0.0 to 100.0)	**Voting**	0.0%	**Jointly Held?** No
	Equity	0.0%	
	Total assets (Equity Debt Plus)		
Does interest holder have an attributable interest in one or more broadcast stations that do not appear on this report?			Yes

Ownership Information		
FRN	0027239870	
Name	William B. Wagner	
Address	**PO Box**	
	Street 1	3282 Northside Parkway
	Street 2	Suite 275
	City	Atlanta
	State ("NA" if non-U.S. address)	GA

	Zip/Postal Code	30327	
	Country (if non-U.S. address)	United States	
Listing Type	Other Interest Holder		
Positional Interests (check all that apply)	Officer		
Citizenship, Gender, Ethnicity, and Race Information (Natural Persons Only)	**Citizenship**	US	
	Gender	Male	
	Ethnicity	Not Hispanic or Latino	
	Race	White	
Interest Percentages (enter percentage values from 0.0 to 100.0)	**Voting**	0.0%	**Jointly Held?** No
	Equity	0.0%	
	Total assets (Equity Debt Plus)		
Does interest holder have an attributable interest in one or more broadcast stations that do not appear on this report?			Yes

Ownership Information			
FRN	0023923535		
Name	Barry Boniface		
Address	**PO Box**		
	Street 1	Two Buckhead Plaza, 3050 Peachtree Road, NW	
	Street 2	Suite 550	
	City	Atlanta	
	State ("NA" if non-U.S. address)	GA	
	Zip/Postal Code	30305	
	Country (if non-U.S. address)	United States	
Listing Type	Other Interest Holder		
Positional Interests (check all that apply)	Officer, Other - Manager		
Citizenship, Gender, Ethnicity, and Race Information (Natural Persons Only)	**Citizenship**	US	
	Gender	Male	
	Ethnicity	Not Hispanic or Latino	
	Race	White	
Interest Percentages (enter percentage values from 0.0 to 100.0)	**Voting**	0.0%	**Jointly Held?** No
	Equity	0.0%	

	Total assets (Equity Debt Plus)		
Does interest holder have an attributable interest in one or more broadcast stations that do not appear on this report?			Yes

Ownership Information			
FRN	0023923568		
Name	Mark Feidler		
Address	**PO Box**		
	Street 1	Two Buckhead Plaza, 3050 Peachtree Road, NW	
	Street 2	Suite 550	
	City	Atlanta	
	State ("NA" if non-U.S. address)	GA	
	Zip/Postal Code	30305	
	Country (if non-U.S. address)	United States	
Listing Type	Other Interest Holder		
Positional Interests (check all that apply)	Other - Manager		
Citizenship, Gender, Ethnicity, and Race Information (Natural Persons Only)	**Citizenship**	US	
	Gender	Male	
	Ethnicity	Not Hispanic or Latino	
	Race	White	
Interest Percentages (enter percentage values from 0.0 to 100.0)	**Voting**	0.0%	**Jointly Held?** No
	Equity	0.0%	
	Total assets (Equity Debt Plus)		
Does interest holder have an attributable interest in one or more broadcast stations that do not appear on this report?			Yes

Ownership Information		
FRN	0027213594	
Name	Anthony Hauser	
Address	**PO Box**	
	Street 1	Two Buckhead Plaza, 3050 Peachtree Road, NW
	Street 2	Suite 550
	City	Atlanta
	State ("NA" if non-U.S. address)	GA

	Zip/Postal Code	30305	
	Country (if non-U.S. address)	United States	
Listing Type	Other Interest Holder		
Positional Interests (check all that apply)	Other - Manager		
Citizenship, Gender, Ethnicity, and Race Information (Natural Persons Only)	**Citizenship**	US	
	Gender	Male	
	Ethnicity	Not Hispanic or Latino	
	Race	White	
Interest Percentages (enter percentage values from 0.0 to 100.0)	**Voting**	0.0%	**Jointly Held?** No
	Equity	0.0%	
	Total assets (Equity Debt Plus)		
Does interest holder have an attributable interest in one or more broadcast stations that do not appear on this report?			Yes

Ownership Information			
FRN	0024331860		
Entity Name	Mississippi TV, LLC		
Address	**PO Box**		
	Street 1	3282 Northside Parkway	
	Street 2	Suite 275	
	City	Atlanta	
	State ("NA" if non-U.S. address)	GA	
	Zip/Postal Code	30327	
	Country (if non-U.S. address)	United States	
Listing Type	Other Interest Holder		
Positional Interests (check all that apply)	LC/LLC/PLLC Member		
Tribal Nation or Tribal Entity	Interest holder is not a Tribal nation or Tribal entity		
Interest Percentages (enter percentage values from 0.0 to 100.0)	**Voting**	100.0%	**Jointly Held?** No
	Equity	100.0%	
	Total assets (Equity Debt Plus)		
Does interest holder have an attributable interest in one or more broadcast stations that do not appear on this report?			No

(b) Respondent certifies that any interests, including equity, financial, or voting interests, not reported in this filing are non-attributable. If "No," submit as an exhibit an explanation.	Yes

(c) Does the Respondent or any reported interest holder hold an attributable interest in any newspaper entities in the same market as any station for which this report is filed, as defined in 47 C.F.R. Section 73.3555? If "Yes," provide information describing the interest(s), using EITHER the subform OR the spreadsheet option below. Respondents with a large number (50 or more) of entries to submit should use the spreadsheet option. NOTE: Spreadsheets must be submitted in a special XML Spreadsheet format with the appropriate structure that is specified in the documentation. For instructions on how to use the spreadsheet option to complete this question (including templates to start with), please Click Here. If using the subform, leave the percentage of total assets (Equity Debt Plus) field blank for an interest holder unless that interest holder has an attributable interest in the newspaper entity solely on the basis of the Commission's Equity Debt Plus attribution standard, 47 C.F.R. Section 73.3555, Note 2(i). If using an XML Spreadsheet, enter "NA" into the percentage of total assets (Equity Debt Plus) field for an interest holder unless that interest holder has an attributable interest in the newspaper entity solely on the basis of the Commission's Equity Debt Plus attribution standard. The Respondent must provide an FCC Registration Number for each interest holder reported in response to this question. Please see the Instructions for detailed information and guidance concerning this requirement.	No

(d) Are any of the individuals listed as an attributable interest holder in the Respondent married to each other or related to each other as parentchild or as siblings? If "Yes," provide the following information for each such the relationship.	No

(e) Is Respondent seeking an attribution exemption for any officer or director with duties wholly unrelated to the Licensee(s)? If "Yes," complete the information in the required fields and submit an Exhibit fully describing that individual's duties and responsibilities, and explaining why that individual should not be attributed an interest.	No

3. Organizational Chart (Licensees Only)

Attach a flowchart or similar document showing the Licensee's vertical ownership structure including the Licensee and all entities that have attributable interests in the Licensee. Licensees with a single parent entity may provide a brief explanatory textual Exhibit in lieu of a flowchart or similar document. Licensees without parent entities should so indicate in a textual Exhibit.

Non-Licensee Respondents should select "N/A" in response to this question.

File Name	Uploaded By	Attachment Type	Description
323 Ownership Chart for USA TELEVISION HOLDINGS as of 10.01.17.pdf	Applicant	Ownership Chart	Organizational Structure

Section III - Certification

Certification

Section	Question	Response
Authorized Party to Sign	WILLFUL FALSE STATEMENTS ON THIS FORM ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. CODE, TITLE 18, SECTION 1001), AND /OR REVOCATION OF ANY STATION LICENSE --OR CONSTRUCTION PERMIT (U.S. CODE, TITLE 47, SECTION 312(a)(1)), AND/OR FORFEITURE (U.S. CODE, TITLE 47, SECTION 503).	
Certification	I certify that I have examined this report and that to the best of my knowledge and belief, all statements in this report are true, correct and complete.	Official Title: **Chief Executive Officer** Exact Legal Title or Name of Respondent: **Mississippi TV License Company, LLC** Name: **Robert S. Prather , Jr..** Phone: **4703551944** 03/01/2018