



(REFERENCE COPY - Not for submission)

Commercial Broadcast Stations Biennial
Ownership Report (FCC Form 323)

File Number: 0000044741 | Submit Date: 2018-02-27 | FRN: 0010612695

Purpose: Commercial Broadcast Stations Biennial Ownership Report | Status: Received | Status Date: 02/28/2018

Filing Status: Active

Section I - General Information

1. Respondent

FRN		Entity Name			
0016264632		Liberman Broadcasting of Houston License LLC			

Street Address	City (and Country if non U.S. address)	State ("NA" if non-U.S. address)	Zip Code	Phone	Email
1845 Empire Avenue	Burbank	CA	91504	+1 (818) 729-5300	kzeldin@lbimedia.com

2. Contact Representative

Name		Organization			
Kathleen Kirby		Wiley Rein LLP			

Street Address	City (and Country if non U.S. address)	State	Zip Code	Phone	Email
1776 K Street, NW	Washington	DC	20006	+1 (202) 719-3360	kkirby@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	MAR	5	95	\$350.00
				Total	\$350.00

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
Lieberman Broadcasting of Houston License LLC	0016264632

Fac. ID No.	Call Sign	City	State	Service
2131	KNTE	BAY CITY	TX	FM
2911	KEYH	HOUSTON	TX	AM
19087	KQQK	BEAUMONT	TX	FM
20489	KTJM	PORT ARTHUR	TX	FM
69565	KJOJ-FM	FREEPORT	TX	FM

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	Indenture
Parties to contract or instrument	LBI Media, Inc., the Guarantors, and U.S. Bank National Association, as Trustee

Date of execution	12/2012
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Indenture

Document Information	
Description of contract or instrument	Amended and Restated Credit Agreement
Parties to contract or instrument	LBI Media, Inc, the guarantors party thereto, Credit Suisse First Boston, as administrative agent and lead arranger, and the lenders party thereto
Date of execution	06/2004
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Amended and Restated Credit Agreement

Document Information	
Description of contract or instrument	Amended and Restated Bylaws of LBI Media, Inc.
Parties to contract or instrument	---
Date of execution	03/2007
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Bylaws

Document Information	
Description of contract or instrument	Amended and Restated Security Agreement
Parties to contract or instrument	LBI Media, Inc. and Credit Suisse
Date of execution	03/2011
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Amended and Restated Security Agreement

Document Information	
Description of contract or instrument	Purchase Agreement
Parties to contract or instrument	Liberman Broadcasting, Inc. et al. and Credit Suisse Securities (USA) LLC, Deutsche Bank Securities, Inc. and Wachovia Capital Markets, LLC
Date of execution	07/2007
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Purchase Agreement

Document Information	
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Description of contract or instrument	Amended and Restated Credit Agreement
Parties to contract or instrument	LBI Media, Inc., the Guarantors Party hereto, the Lenders Party Hereto, Credit Suisse Securities (USA) LLC, as Lead Arranger, Credit Suisse AG, Cayman Islands Branch, as Collateral Trustee, and Credit Suisse AG, Cayman Islands Branch, as Administrative Ag
Date of execution	03/2011
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Amended and Restated Credit Agreement

Document Information	
Description of contract or instrument	Supplemental Indenture
Parties to contract or instrument	LBI Media, Inc., the Guarantors, and U.S. Bank National Association, as Trustee
Date of execution	12/2012
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Supplemental Indenture

Document Information	
Description of contract or instrument	Restated Certification of Incorporation of Liberman Broadcasting, Inc.
Parties to contract or instrument	State of Delaware
Date of execution	03/2007
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Certificate of Incorporation

Document Information	
Description of contract or instrument	Bylaws of LBI Media Intermediate Holdings, Inc.
Parties to contract or instrument	---
Date of execution	04/2017
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Bylaws

Document Information	
Description of contract or instrument	Investment Agreement
Parties to contract or instrument	Liberman Broadcasting, Inc., OCM Principal Opportunities Fund III, L.P. et al.
Date of execution	03/2007
Date of expiration	No expiration date

Agreement type (check all that apply)	Other Agreement Type: Investment Agreement
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Document Information	
Description of contract or instrument	Amended and Restated Term Loan Agreement
Parties to contract or instrument	LBI Media, Inc., Guarantors, Lenders, Credit Suisse Securities (USA) LLC and Wachovia Capital Markets, LLC, Wachovia Bank, N.A. and Harris Nesbitt, Union Bank of California, N.A. and Credit Suisse Cayman Islands Branch
Date of execution	05/2006
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Amended and Restated Term Loan Agreement

Document Information	
Description of contract or instrument	Supplemental Indenture
Parties to contract or instrument	LBI Media Holdings, Inc., the Guarantors, and U.S. Bank National Association, as Trustee
Date of execution	12/2012
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Supplemental Indenture

Document Information	
Description of contract or instrument	Amended and Restated Articles of Incorporation of LBI Media, Inc.
Parties to contract or instrument	State of California
Date of execution	03/2007
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Articles of Incorporation

Document Information	
Description of contract or instrument	Indenture
Parties to contract or instrument	LBI Media, Inc., the Guarantors, and U.S. Bank National Association, as Trustee
Date of execution	03/2011
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Indenture

Document Information	
Description of contract or instrument	Consent Agreement and First Amendment to Amended and Restated Credit Agreement

Parties to contract or instrument	LBI Media, Inc., the Guarantors Party hereto, the Lenders Party Hereto, Credit Suisse Securities (USA) LLC, as Lead Arranger, Credit Suisse AG, Cayman Islands Branch, as Collateral Trustee, and Credit Suisse AG, Cayman Islands Branch, as Administrative Ag
Date of execution	11/2012
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Consent Agreement and First Amendment to Amended and Restated Credit Agreement

Document Information	
Description of contract or instrument	Restated Certification of Incorporation of LBI Media Holdings, Inc.
Parties to contract or instrument	State of Delaware
Date of execution	03/2007
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Certification of Incorporation

Document Information	
Description of contract or instrument	First Amendment and Consent to Amended and Restated Credit Agreement
Parties to contract or instrument	LBI Media, Inc. and Credit Suisse
Date of execution	03/2007
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: First Amendment and Consent to Amended and Restated Credit Agreement

Document Information	
Description of contract or instrument	Certificate of Incorporation of LBI Media Intermediate Holdings, Inc.
Parties to contract or instrument	State of Delaware
Date of execution	04/2017
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Certificate of Incorporation

Document Information	
Description of contract or instrument	Amended and Restated Credit Agreement
Parties to contract or instrument	LBI Media, Inc., Guarantors, Lenders, Credit Suisse Securities (USA) LLC and Wachovia Capital Markets, LLC, Wachovia Bank, N.A. and Harris Hesbitt, Union Bank of California, N.A., and Credit Suisse Cayman Islands Branch
Date of execution	05/2006

Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Amended and Restated Credit Agreement

Document Information	
Description of contract or instrument	First Amendment and Consent to Amended and Restated Term Loan Agreement
Parties to contract or instrument	LBI Media, Inc. and Credit Suisse
Date of execution	03/2007
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: First Amendment and Consent to Amended and Restated Term Loan Agreement

Document Information	
Description of contract or instrument	Second Amendment to Amended and Restated Credit Agreement
Parties to contract or instrument	LBI Media, Inc. and Credit Suisse
Date of execution	07/2007
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Second Amendment to Amended and Restated Credit Agreement

Document Information	
Description of contract or instrument	Supplemental Indenture
Parties to contract or instrument	LBI Media, Inc., the Guarantors, and U.S. Bank National Association, as Trustee
Date of execution	12/2012
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Supplemental Indenture

Document Information	
Description of contract or instrument	Amended and Restated Bylaws of LBI Media Holdings, Inc.
Parties to contract or instrument	---
Date of execution	03/2007
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Bylaws

Document Information	
Description of contract or instrument	Investors Rights Agreement

Parties to contract or instrument	Liberman Broadcasting, Inc., OCM Principal Opportunities Fund III, L.P. et al.
Date of execution	03/2007
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Investors Rights Agreement

Document Information	
Description of contract or instrument	Amendment No. 1 to Investor Rights Agreement and Waiver
Parties to contract or instrument	Liberman Broadcasting, Inc., OCM Principal Opportunities Fund III, L.P., OCM Principal Opportunities Fund IIIA, L.P., OCM Opps Broadcasting, LLC, OCM Principal Opportunities Fund IV AIF (Delaware), L.P., Tinicum Capital Partners II, L. P., Tinicum Capital
Date of execution	07/2007
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Amendment No. 1 to Investor Rights Agreement and Waiver

Document Information	
Description of contract or instrument	Indenture
Parties to contract or instrument	LBI Media Holdings, Inc., the Guarantors, and U.S. Bank National Association, as Trustee
Date of execution	12/2012
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Indenture

Document Information	
Description of contract or instrument	Consent Agreement and Second Amendment to Amended and Restated Credit Agreement
Parties to contract or instrument	LBI Media, Inc., the Guarantors Party hereto, the Lenders Party Hereto, Credit Suisse Securities (USA) LLC, as Lead Arranger, Credit Suisse AG, Cayman Islands Branch, as Collateral Trustee, and Credit Suisse AG, Cayman Islands Branch, as Administrative Ag
Date of execution	12/2012
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Consent Agreement and Second Amendment to Amended and Restated Credit Agreement

Document Information	
Description of contract or instrument	Certificate of Merger of Liberman Broadcasting of Houston License LLC
Parties to contract or instrument	State of Delaware

Date of execution	03/2007
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Certificate of Merger

Document Information	
Description of contract or instrument	Agreement of Merger of Liberman Broadcasting of Houston License LLC
Parties to contract or instrument	Liberman Broadcasting of Houston License Corp. and Liberman Broadcasting of Houston License LLC
Date of execution	03/2007
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Agreement of Merger

Document Information	
Description of contract or instrument	Limited Liability Company Agreement of Liberman Broadcasting of Houston License LLC
Parties to contract or instrument	Liberman Broadcasting of Houston License Corp.
Date of execution	03/2007
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Limited Liability Company Agreement

Document Information	
Description of contract or instrument	Certificate of Merger of Liberman Broadcasting of Houston LLC
Parties to contract or instrument	State of Delaware
Date of execution	03/2007
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Certificate of Merger

Document Information	
Description of contract or instrument	Agreement of Merger of Liberman Broadcasting of Houston LLC
Parties to contract or instrument	Liberman Broadcasting of Houston Inc. and Liberman Broadcasting of Houston LLC
Date of execution	03/2007
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Agreement of Merger

Document Information	
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Description of contract or instrument	Limited Liability Company Agreement of Liberman Broadcasting of Houston LLC
Parties to contract or instrument	Liberman Broadcasting of Houston, Inc.
Date of execution	03/2007
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Limited Liability Company Agreement

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	0016264632		
Entity Name	Liberman Broadcasting of Houston License LLC		
Address	PO Box		
	Street 1	1845 Empire Avenue	
	Street 2		
	City	Burbank	
	State ("NA" if non-U.S. address)	CA	
	Zip/Postal Code	91504	
	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	0019996594		
Name	Winter Horton		
Address	PO Box		
	Street 1	1845 Empire Avenue	
	Street 2		
	City	Burbank	
	State ("NA" if non-U.S. address)	CA	
	Zip/Postal Code	91504	
	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	0019996644	
Name	Jose Liberman	
Address	PO Box	
	Street 1	1845 Empire Avenue
	Street 2	
	City	Burbank

	State ("NA" if non-U.S. address)	CA	
	Zip/Postal Code	91504	
	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	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	0007196850		
Name	Lenard D. Liberman		
Address	PO Box		
	Street 1	1845 Empire Avenue	
	Street 2		
	City	Burbank	
	State ("NA" if non-U.S. address)	CA	
	Zip/Postal Code	91504	
	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	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	0019270727		
Entity Name	Lieberman Broadcasting of Houston LLC		
Address	PO Box		
	Street 1	1845 Empire Avenue	
	Street 2		
	City	Burbank	
	State ("NA" if non-U.S. address)	CA	
	Zip/Postal Code	91504	
	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)	0.0%	
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
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<p>(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?</p> <p>If "<u>Yes</u>," 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.</p> <p>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.</p> <p>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.</p> <p>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.</p>	No
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<p>(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?</p> <p>If "<u>Yes</u>," provide the following information for each such the relationship.</p>	Yes
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Family Relationships			
FRN	0019996644	Name	Jose Liberman
FRN	0007196850	Name	Lenard D Liberman
Relationship	Parent/Child		

<p>(e) Is Respondent seeking an attribution exemption for any officer or director with duties wholly unrelated to the Licensee(s)?</p> <p>If "<u>Yes</u>," 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.</p>	No
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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
Houston Radio Org. Chart.pdf	Applicant	Ownership Chart	Organizational Chart and Statement

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: President Exact Legal Title or Name of Respondent: Liberman Broadcasting of Houston License LLC Name: Lenard D. Liberman Phone: 8187295300 02/27/2018