



(REFERENCE COPY - Not for submission)

Commercial Broadcast Stations Biennial Ownership Report (FCC Form 323)

File Number: **0000047830** | Submit Date: **2018-03-02** | FRN: **0003776226**

Purpose: **Commercial Broadcast Stations Biennial Ownership Report** | Status: **Received** | Status Date: **03/16/2018**

Filing Status: **Active**

Section I - General Information

1. Respondent

FRN		Entity Name			
0003776226		Palm Television, L.P.			

Street Address	City (and Country if non U.S. address)	State ("NA" if non-U.S. address)	Zip Code	Phone	Email
1450 Scalp Avenue	Johnstown	PA	15904	+1 (814) 266-8088	jream@foxtv.com

2. Contact Representative

Name		Organization			
Nathaniel Hardy		Marashlian & Donahue, PLLC			

Street Address	City (and Country if non U.S. address)	State	Zip Code	Phone	Email
1420 Spring Hill Road	Tysons	VA	22102	+1 (703) 714-1322	njh@commlawgroup.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 partnership

(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
Palm Television, L.P.	0003776226

Fac. ID No.	Call Sign	City	State	Service
20287	WATM-TV	ALTOONA	PA	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	CERTIFICATE OF LIMITED PARTNERSHIP OF PALM TELEVISION, L.P.
Parties to contract or instrument	Licensee and State of Delaware
Date of execution	10/1998
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: CERTIFICATE OF LIMITED PARTNERSHIP OF PALM TELEVISION, L.P.

Document Information	
Description of contract or instrument	LIMITED PARTNERSHIP AGREEMENT OF PALM TELEVISION, L.P.
Parties to contract or instrument	GF, INC. AND THE GREGORY P. FILANDRINOS TRUST
Date of execution	12/1998
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: LIMITED PARTNERSHIP AGREEMENT OF PALM TELEVISION, L.P.

Document Information	
Description of contract or instrument	CERTIFICATE OF INCORPORATION OF GF, INC.
Parties to contract or instrument	GF, Inc. and State of Delaware
Date of execution	11/1995
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: CERTIFICATE OF INCORPORATION OF GF, INC.

Document Information	
Description of contract or instrument	BY-LAWS OF GF, INC.
Parties to contract or instrument	GF, Inc.
Date of execution	11/1995
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: BY-LAWS OF GF, INC.

Document Information	
Description of contract or instrument	Credit Agreement
Parties to contract or instrument	PALM TELEVISION, L.P., VARIOUS FINANCIAL INSTITUTIONS, SOCIETE GENERALE
Date of execution	12/1998
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Credit Agreement

Document Information	
Description of contract or instrument	Security Agreement
Parties to contract or instrument	PALM TELEVISION, L.P., CERTAIN OF ITS SUBSIDIARIES, SOCIETE GENERALE
Date of execution	12/1998
Date of expiration	No expiration date

Agreement type (check all that apply)	Other Agreement Type: Security Agreement
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Document Information	
Description of contract or instrument	Pledge Agreement
Parties to contract or instrument	GF, INC., THE GREGORY P. FILANDRINOS TRUST AND SOCIETE GENERALE
Date of execution	12/1998
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Pledge Agreement

Document Information	
Description of contract or instrument	Guaranty Agreement
Parties to contract or instrument	PEAK MEDIA OF PENNSYLVANIA, LLC, PEAK MEDIA HOLDINGS, LLC, SOCIETE GENERALE
Date of execution	12/1998
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Guaranty Agreement

Document Information	
Description of contract or instrument	Interim Operating Agreement
Parties to contract or instrument	PEAK MEDIA OF PENNSYLVANIA, LLC
Date of execution	05/2006
Date of expiration	05/2020
Agreement type (check all that apply)	Other Agreement Type: Joint Services Agreement

Document Information	
Description of contract or instrument	Option Agreement
Parties to contract or instrument	PALM TELEVISION, L.P. AND PEAK MEDIA OF PENNSYLVANIA, LLC
Date of execution	12/1999
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Option Agreement

Document Information	
Description of contract or instrument	ABC AFFILIATION AGREEMENT
Parties to contract or instrument	Palm Television, L.P. and ABC TELEVISION NETWORK
Date of execution	09/2014
Date of expiration	09/2019

Agreement type (check all that apply)	Network Affiliation Agreement
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Document Information	
Description of contract or instrument	ANTENNA TV NETWORK AFFILIATION AGREEMENT
Parties to contract or instrument	Palm Television, L.P. and Antenna TV Network
Date of execution	12/2014
Date of expiration	04/2018
Agreement type (check all that apply)	Network Affiliation Agreement

Document Information	
Description of contract or instrument	THIS TV NETWORK AFFILIATION AGREEMENT
Parties to contract or instrument	Palm Television, L.P. and THIS TV Network
Date of execution	02/2011
Date of expiration	02/2017
Agreement type (check all that apply)	Network Affiliation Agreement

Document Information	
Description of contract or instrument	Amendment to Digital Multicast This TV Affiliation Agreement
Parties to contract or instrument	Palm Television, L.P. and This TV Network
Date of execution	06/2017
Date of expiration	06/2020
Agreement type (check all that apply)	Network Affiliation 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	0003776226		
Entity Name	Palm Television, L.P.		
Address	PO Box		
	Street 1	1450 Scalp Avenue	
	Street 2		
	City	Johnstown	
	State ("NA" if non-U.S. address)	PA	
	Zip/Postal Code	15904	
	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	0019973262		
Entity Name	GF, Inc.		
Address	PO Box		
	Street 1	C/O BROWN SMITH WALLACE, LLC	
	Street 2	6 CITY PLACE DRIVE , Suite 900	
	City	ST. LOUIS	
	State ("NA" if non-U.S. address)	MO	
	Zip/Postal Code	63141	
	Country (if non-U.S. address)	United States	
Listing Type	Other Interest Holder		
Positional Interests (check all that apply)	General Partner		
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	1.0%	Jointly Held? No
	Equity	1.0%	
	Total assets (Equity Debt Plus)	1.0%	
Does interest holder have an attributable interest in one or more broadcast stations that do not appear on this report?			No

Ownership Information			
FRN	0019973692		
Entity Name	GREGORY P. FILANDRINOS TRUST		
Address	PO Box		
	Street 1	C/O BROWN SMITH WALLACE, LLC	
	Street 2	6 CITY PLACE DRIVE , Suite 900	
	City	ST. LOUIS	
	State ("NA" if non-U.S. address)	MO	
	Zip/Postal Code	63141	
	Country (if non-U.S. address)	United States	
Listing Type	Other Interest Holder		
Positional Interests (check all that apply)	Limited Partner		
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	99.0%	Jointly Held? No
	Equity	99.0%	
	Total assets (Equity Debt Plus)	99.0%	
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>	No
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<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
PalmOwnershipStructure.pdf	Applicant	Ownership Chart	Ownership Chart

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: GF, INC., GENERAL PARTNER OF PALM TELEVISION, L.P. Name: GREGORY P. FILANDRINOS Phone: 3146922249 03/02/2018