



(REFERENCE COPY - Not for submission)

Commercial Broadcast Stations Biennial Ownership Report (FCC Form 323)

File Number: **0000045843** | Submit Date: **2018-03-01** | FRN: **0010493039**

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
0010493039	Bluewater Broadcasting Company, LLC

Street Address	City (and Country if non U.S. address)	State ("NA" if non-U.S. address)	Zip Code	Phone	Email
4101-A Wall Street	Montgomery	AL	36106	+1 (334) 244-0961	rpeters@bluewaterbroadcasting.com

2. Contact Representative

Name	Organization
M. Scott Johnson	Fletcher, Heald & Hildreth, PLC

Street Address	City (and Country if non U.S. address)	State	Zip Code	Phone	Email
1300 N 17th Street 11th Floor	Arlington	VA	22209	+1 (703) 812-0400	sjohnson@fhhlaw.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	4	70	\$280.00
				Total	\$280.00

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
Bluewater Broadcasting Company, LLC	0010493039

Fac. ID No.	Call Sign	City	State	Service
16379	WBAM-FM	MONTGOMERY	AL	FM
43628	WQKS-FM	MONTGOMERY	AL	FM
43633	WGMP	MONTGOMERY	AL	AM
70356	WJWZ	WETUMPKA	AL	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	ARTICLES OF ORGANIZATION
Parties to contract or instrument	FLORIDA
Date of execution	03/2003
Date of expiration	No expiration date

Agreement type (check all that apply)	Other Agreement Type: ARTICLES OF ORGANIZATION
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Document Information	
Description of contract or instrument	THIRD AMENDED AND RESTATED LIMITED LIABILITY COMPANY AGREEMENT
Parties to contract or instrument	BLUEWATER BROADCASTING COMPANY LLC, SCOTT R. MCQUEEN REVOCABLE TRUST, RICHARD H. PESTRICHELLI, ALTA-BLUEWATER HOLDINGS, INC., JENNIFER PESTRICHELLI, TERRY BARBER, MATTHEW L. LEIBOWITZ
Date of execution	07/2010
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: THIRD AMENDED AND RESTATED LIMITED LIABILITY COMPANY AGREEMENT

Document Information	
Description of contract or instrument	ASSIGNMENT AND ASSUMPTION OF SECURITY DOCUMENTS
Parties to contract or instrument	LANDMARK BANK, NA, SCOTT R. MCQUEEN 2001 INVESTMENT TRUST, SCOTT R. MCQUEEN REVOCABLE TRUST, ALTA COMMUNICATIONS IX, L.P., ALTA COMMUNICATIONS IX-B, L.P., DR. WILLIAM PICCIONE, MATTHEW L. LEIBOWITZ
Date of execution	07/2010
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: ASSIGNMENT AND ASSUMPTION OF SECURITY DOCUMENTS

Document Information	
Description of contract or instrument	SENIOR SECURED LOAN TERM A PROMISSORY NOTE
Parties to contract or instrument	BLUEWATER BROADCASTING COMPANY LLC, LANDMARK BANK, NA, DR. WILLIAM PICCIONE
Date of execution	07/2010
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: SENIOR SECURED LOAN TERM A PROMISSORY NOTE

Document Information	
Description of contract or instrument	SECURITY AGREEMENT
Parties to contract or instrument	BLUEWATER BROADCASTING COMPANY LLC, LANDMARK BANK, NA, DR. WILLIAM PICCIONE, SCOTT R. MCQUEEN
Date of execution	07/2010

Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: SECURITY AGREEMENT

Document Information

Description of contract or instrument	DEED IN LIEU OF FORECLOSURE AGREEMENT
Parties to contract or instrument	BLUEWATER BROADCASTING COMPANY LLC, LANDMARK BANK, NA, DR. WILLIAM PICCIONE
Date of execution	07/2010
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: DEED IN LIEU OF FORECLOSURE AGREEMENT

Document Information

Description of contract or instrument	COLLATERAL ASSIGNMENT AND PLEDGE OF MEMBERSHIP INTERESTS
Parties to contract or instrument	BLUEWATER BROADCASTING COMPANY, SCOTT R. MCQUEEN REVOCABLE TRUST, ALTA-BLUEWATER HOLDINGS, INC., RICHARD PERTRICHELLI, JENNIFER PESTRICHELLI, TERRY BARVBER, LANDMARK BANK, NA, DR. WILLIAM PICCIONE
Date of execution	07/2010
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: COLLATERAL ASSIGNMENT AND PLEDGE OF MEMBERSHIP INTERESTS

Document Information

Description of contract or instrument	SUBORDINATED SECURED LOAN TERM B PROMISSORY NOTE
Parties to contract or instrument	BLUEWATER BROADCASTING COMPANY LLC, SCOTT R. MCQUEEN REVOCABLE TRUST, ALTA COMMUNICATIONS IX, LLC, ALTA COMMUNICATIONS IX-B LLC
Date of execution	07/2010
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: SUBORDINATED SECURED LOAN TERM B PROMISSORY NOTE

Document Information

Description of contract or instrument	SUBORDINATED SECURITY AGREEMENT
Parties to contract or instrument	BLUEWATER BROADCASTING COMPANY LLC, SCOTT R. MCQUEEN REVOCABLE TRUST, ALTA COMMUNICATIONS IX, LLC, ALTA COMMUNICATIONS IX-B, LLC

Date of execution	07/2010
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: SUBORDINATED SECURITY AGREEMENT

Document Information	
Description of contract or instrument	SUBORDINATED DEED IN LIEU OF FORECLOSURE AGREEMENT
Parties to contract or instrument	BLUEWATER BROADCASTING COMPANY LLC, SCOTT R. MCQUEEN REVOCABLE TRUST, ALTA COMMUNICATIONS IX, LP, ALTA COMMUNICATIONS IX-B, LP
Date of execution	07/2010
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: SUBORDINATED DEED IN LIEU OF FORECLOSURE AGREEMENT

Document Information	
Description of contract or instrument	SUBORIDINATED COLLATERAL ASSIGNMENT AND PLEDGE OF MEMBERSHIP INTERESTS
Parties to contract or instrument	BLUEWATER BROADCASTING COMPANY LLC, SCOTT R. MCQUEEN REVOCABLE TRUST, ALTA-JBLUEWATER HOLDINGS, INC., RICHARD PERTRICHELLI, JENNIFER PESTRICHELLI, TERRY BARBER, ALTA COMMUNICATIONS IX, LP, ALTA COMMUNICATIONS IX-B, LP
Date of execution	07/2010
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: SUBORIDINATED COLLATERAL ASSIGNMENT AND PLEDGE OF MEMBERSHIP INTERESTS

Document Information	
Description of contract or instrument	LOCAL MARKETING AGREEMENT
Parties to contract or instrument	LIBERTY ACQUISITION CORP. 825, LC
Date of execution	12/2011
Date of expiration	12/2016
Agreement type (check all that apply)	Attributable LMA

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	0010493039		
Entity Name	Bluewater Broadcasting Company, LLC		
Address	PO Box		
	Street 1	4101-A Wall Street	
	Street 2		
	City	Montgomery	
	State ("NA" if non-U.S. address)	AL	
	Zip/Postal Code	36106	
	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	0020181970		
Entity Name	Scott R McQueen Revocable Trust		
Address	PO Box		
	Street 1	431 East Coconut Palm road	
	Street 2		
	City	Boca Raton	

	State ("NA" if non-U.S. address)	FL	
	Zip/Postal Code	33432	
	Country (if non-U.S. address)	United States	
Listing Type	Other Interest Holder		
Positional Interests (check all that apply)	LC/LLC/PLLC Member, Attributable Creditor		
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	40.7%	Jointly Held? No
	Equity	40.7%	
	Total assets (Equity Debt Plus)	40.7%	
Does interest holder have an attributable interest in one or more broadcast stations that do not appear on this report?			No

Ownership Information			
FRN	0020025961		
Name	Richard Pestrichelli		
Address	PO Box		
	Street 1	1258 Old Prattville Road	
	Street 2		
	City	Millbrook	
	State ("NA" if non-U.S. address)	AL	
	Zip/Postal Code	36054	
	Country (if non-U.S. address)	United States	
Listing Type	Other Interest Holder		
Positional Interests (check all that apply)	Director, LC/LLC/PLLC Member, 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	40.0%	Jointly Held? No
	Equity	40.0%	
	Total assets (Equity Debt Plus)	40.0%	

Does interest holder have an attributable interest in one or more broadcast stations that do not appear on this report?	No
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Ownership Information			
FRN	0020192498		
Name	Jennifer Pestrichelli		
Address	PO Box		
	Street 1	1258 OLD PRATTVILLE ROAD	
	Street 2		
	City	MILLBROOK	
	State ("NA" if non-U.S. address)	AL	
	Zip/Postal Code	36054	
	Country (if non-U.S. address)	United States	
Listing Type	Other Interest Holder		
Positional Interests (check all that apply)	LC/LLC/PLLC Member		
Citizenship, Gender, Ethnicity, and Race Information (Natural Persons Only)	Citizenship	US	
	Gender	Female	
	Ethnicity	Not Hispanic or Latino	
	Race	White	
Interest Percentages (enter percentage values from 0.0 to 100.0)	Voting	11.9%	Jointly Held? No
	Equity	11.9%	
	Total assets (Equity Debt Plus)	11.9%	
Does interest holder have an attributable interest in one or more broadcast stations that do not appear on this report?	No		

Ownership Information			
FRN	0002019917		
Name	SCOTT R. MCQUEEN		
Address	PO Box		
	Street 1	431 COCONUT PALM ROAD	
	Street 2		
	City	BOCA RATON	
	State ("NA" if non-U.S. address)	FL	
	Zip/Postal Code	33432	

	Country (if non-U.S. address)	United States	
Listing Type	Other Interest Holder		
Positional Interests (check all that apply)	Director		
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)	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	0020199931		
Name	William Piccione		
Address	PO Box		
	Street 1	1027 WEST LILL AVENUE	
	Street 2		
	City	CHICAGO	
	State ("NA" if non-U.S. address)	IL	
	Zip/Postal Code	60614	
	Country (if non-U.S. address)	United States	
Listing Type	Other Interest Holder		
Positional Interests (check all that apply)	Director		
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)	0.0%	

Does interest holder have an attributable interest in one or more broadcast stations that do not appear on this report?	No
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Ownership Information	
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FRN	0021286638		
Name	Kathleen S. McQueen		
Address	PO Box		
	Street 1	431 COCONUT PALM ROAD	
	Street 2		
	City	BOCA RATON	
	State ("NA" if non-U.S. address)	FL	
	Zip/Postal Code	33432	
	Country (if non-U.S. address)	United States	
Listing Type	Other Interest Holder		
Positional Interests (check all that apply)	LC/LLC/PLLC Member		
Citizenship, Gender, Ethnicity, and Race Information (Natural Persons Only)	Citizenship	US	
	Gender	Female	
	Ethnicity	Not Hispanic or Latino	
	Race	White	
Interest Percentages (enter percentage values from 0.0 to 100.0)	Voting	11.2%	Jointly Held? No
	Equity	11.2%	
	Total assets (Equity Debt Plus)	11.2%	
Does interest holder have an attributable interest in one or more broadcast stations that do not appear on this report?	Yes		

(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>	<p>No</p>
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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>	<p>Yes</p>
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Family Relationships			
FRN	0020025961	Name	Richard Pestrichelli
FRN	0020192498	Name	Jennifer Pestrichelli
Relationship	Spouses		

<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>	<p>No</p>
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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.

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: MANGER Exact Legal Title or Name of Respondent: BLUEWATER BROADCASTING COMPANY LLC Name: RICHARD H. PESTRICHELLI Phone: 3342440961 03/01/2018