



(REFERENCE COPY - Not for submission)

Commercial Broadcast Stations Biennial Ownership Report (FCC Form 323)

File Number: **0000103851** | Submit Date: **2020-01-31** | FRN: **0014471775**

Purpose: **Commercial Broadcast Stations Biennial Ownership Report** | Status: **Received** | Status Date: **01/31/2020**

Filing Status: **Active**

Section I - General Information

1. Respondent

FRN	Entity Name
0014471775	NRG License Sub, LLC

Street Address	City (and Country if non U.S. address)	State ("NA" if non-U.S. address)	Zip Code	Phone	Email
2875 Mt. Vernon Rd. SE	Cedar Rapids	IA	52403	+1 (319) 862-0300	mquass@nrgmedia.com

2. Contact Representative

Name	Organization
John Burgett	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@wiley.law

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	37	70	\$2,590.00
				Total	\$2,590.00

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	10/01/2019 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
NRG License Sub, LLC	0014471775

Fac. ID No.	Call Sign	City	State	Service
432	WRLO-FM	ANTIGO	WI	FM
542	KOIL	OMAHA	NE	AM
1641	WSEY	OREGON	IL	FM
6490	KFGE	MILFORD	NE	FM
9778	KQKY	KEARNEY	NE	FM
9933	KGFW	KEARNEY	NE	AM
14546	W267AF	RHINELANDER	WI	FX
21201	WIXN	DIXON	IL	AM
21203	WRCV	DIXON	IL	FM
24442	WSJY	FORT ATKINSON	WI	FM
24444	WYTE	MARSHFIELD	WI	FM
24446	WFAW	FORT ATKINSON	WI	AM
26649	KROR	HASTINGS	NE	FM
35063	KBBK	LINCOLN	NE	FM
35064	KLIN	LINCOLN	NE	AM
35067	KOOO	LA VISTA	NE	FM

35949	KOKZ	WATERLOO	IA	FM
35950	KXEL	WATERLOO	IA	AM
41878	KSYZ-FM	GRAND ISLAND	NE	FM
43237	KZOT	BELLEVUE	NE	AM
43238	KQKQ-FM	COUNCIL BLUFFS	IA	FM
47999	KRNY	KEARNEY	NE	FM
49800	WRHN	RHINELANDER	WI	FM
49801	WOBT	RHINELANDER	WI	AM
51662	KPTY	WATERLOO	IA	AM
51664	KFMW	WATERLOO	IA	FM
52801	KOPW	PLATTSMOUTH	NE	FM
52802	KMMQ	PLATTSMOUTH	NE	AM
58730	KLNC	LINCOLN	NE	FM
59406	WKCH	WHITEWATER	WI	FM
59608	WBCV	WAUSAU	WI	FM
60004	WHTQ	WHITING	WI	FM
70298	WSIQ	SALEM	IL	AM
70304	WRKX	OTTAWA	IL	FM
70305	WCMY	OTTAWA	IL	AM
70308	WJBD-FM	SALEM	IL	FM
73054	WGLX-FM	WISCONSIN RAPIDS	WI	FM
87182	KOZN	BELLEVUE	NE	AM
146282	K233AN	LINCOLN	NE	FX
151533	K241CN	KEARNEY	NE	FX
156462	K258DC	OMAHA	NE	FX
156471	K297BS	WATERLOO	IA	FX
157749	W221DU	SALEM	IL	FX
200882	W228DZ	OTTAWA	IL	FX
200979	W236DM	DIXON	IL	FX
200992	K257GN	LINCOLN	NE	FX
203159	W277DV	FORT ATKINSON	WI	FX
203211	K263BZ	WATERLOO	IA	FX

Section II – Biennial Ownership Information

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

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

Documents

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 FORMATION
Parties to contract or instrument	NRG LICENSE SUB, LLC - STATE OF DELAWARE
Date of execution	12/2005
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: FORMATION DOCUMENT

Document Information	
Description of contract or instrument	AMENDED & RESTATED LIMITED LIABILITY COMPANY AGREEMENT
Parties to contract or instrument	NRG LICENSE SUB, LLC
Date of execution	03/2014
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: LIMITED LIABILITY COMPANY OPERATING AGREEMENT

Document Information	
Description of contract or instrument	SECURITY AGREEMENT
Parties to contract or instrument	NRG MEDIA, LLC, THE GUARANTOR PARTIES, AND CEDAR RAPIDS BANK & TRUST COMPANY
Date of execution	07/2019
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: SECURITY AGREEMENT TO CREDIT AGREEMENT

Document Information	
Description of contract or instrument	CERTIFICATE OF FORMATION
Parties to contract or instrument	NRG MEDIA, LLC - STATE OF DELAWARE
Date of execution	02/2005
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: CORPORATE FORMATION DOCUMENT

Document Information	
Description of contract or instrument	SECOND AMENDED AND RESTATED LIMITED LIABILITY COMPANY OPERATING AGREEMENT
Parties to contract or instrument	NRG MEDIA, LLC

Date of execution	03/2014
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: LIMITED LIABILITY COMPANY OPERATING AGREEMENT

Document Information	
Description of contract or instrument	ARTICLES OF ORGANIZATION
Parties to contract or instrument	QUASS COMMUNICATIONS, LLC - STATE OF IOWA
Date of execution	02/2000
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: FORMATION DOCUMENT

Document Information	
Description of contract or instrument	AMENDED AND RESTATED LIMITED LIABILITY COMPANY OPERATING AGREEMENT
Parties to contract or instrument	QUASS COMMUNICATIONS, LLC
Date of execution	02/2003
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: LIMITED LIABILITY COMPANY OPERATING AGREEMENT

Document Information	
Description of contract or instrument	CERTIFICATE OF FORMATION
Parties to contract or instrument	NRG RADIO, LLC - STATE OF DELAWARE
Date of execution	09/2013
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: FORMATION DOCUMENT

Document Information	
Description of contract or instrument	AMENDED AND RESTATED LIMITED LIABILITY COMPANY OPERATING AGREEMENT
Parties to contract or instrument	NRG RADIO, LLC
Date of execution	03/2014
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: LIMITED LIABILITY COMPANY OPERATING AGREEMENT

Document Information	
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Description of contract or instrument	MANAGEMENT EQUITY AGREEMENT
Parties to contract or instrument	NRG RADIO, LLC AND MARY QUASS
Date of execution	03/2014
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: MANAGEMENT AGREEMENT

Document Information	
Description of contract or instrument	MANAGEMENT EQUITY AGREEMENT
Parties to contract or instrument	NRG RADIO, LLC AND CHARLES DUCOTY
Date of execution	03/2014
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: MANAGEMENT AGREEMENT

Document Information	
Description of contract or instrument	MANAGEMENT EQUITY AGREEMENT
Parties to contract or instrument	NRG RADIO, LLC AND JAMES T. SMITH
Date of execution	03/2014
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: MANAGEMENT AGREEMENT

Document Information	
Description of contract or instrument	CERTIFICATE OF FORMATION
Parties to contract or instrument	CMP-399, LLC - STATE OF DELAWARE
Date of execution	09/2013
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: FORMATION DOCUMENT

Document Information	
Description of contract or instrument	LIMITED LIABILITY COMPANY OPERATING AGREEMENT
Parties to contract or instrument	CMP-399, LLC
Date of execution	09/2013
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: LIMITED LIABILITY COMPANY OPERATING AGREEMENT

Document Information	
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Description of contract or instrument	CERTIFICATE OF MERGER OF NRG -20 CORP., NRG-30 CORP., AND NRG 40 CORP. WITH AND INTO NRG-10 CORP. UNDER THE NAME NRG CORP.
Parties to contract or instrument	NRG-10 CORP., NRG -20 CORP., NRG-30 CORP., AND NRG 40 CORP. - STATE OF DELAWARE
Date of execution	06/2019
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: MERGER DOCUMENT

Document Information

Description of contract or instrument	BYLAWS
Parties to contract or instrument	NRG-10 CORP. (NRG CORP)
Date of execution	03/2014
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: CORPORATE GOVERNANCE DOCUMENT

Document Information

Description of contract or instrument	THIRD AMENDED AND RESTATED SHARES PURCHASE WARRANT, as AMENDED JUNE, 2019
Parties to contract or instrument	NRG CORP. AND CYRUS OPPORTUNITIES MASTER FUND II, LTD.
Date of execution	03/2014
Date of expiration	03/2034
Agreement type (check all that apply)	Other Agreement Type: WARRANT

Document Information

Description of contract or instrument	THIRD AMENDED AND RESTATED SHARES PURCHASE WARRANT, as AMENDED JUNE, 2019
Parties to contract or instrument	NRG CORP. AND CYRUS SELECT OPPORTUNITIES MASTER FUND, LTD.
Date of execution	03/2014
Date of expiration	03/2034
Agreement type (check all that apply)	Other Agreement Type: WARRANT

Document Information

Description of contract or instrument	THIRD AMENDED AND RESTATED SHARES PURCHASE WARRANT, as AMENDED JUNE, 2019
Parties to contract or instrument	NRG CORP. AND CRESCENT 1, L.P.
Date of execution	03/2014

Date of expiration	03/2034
Agreement type (check all that apply)	Other Agreement Type: WARRANT

Document Information	
Description of contract or instrument	THIRD AMENDED AND RESTATED SHARES PURCHASE WARRANT, as AMENDED JUNE, 2019
Parties to contract or instrument	NRG CORP. AND CRS MASTER FUND L.P.
Date of execution	03/2014
Date of expiration	03/2034
Agreement type (check all that apply)	Other Agreement Type: WARRANT

Document Information	
Description of contract or instrument	CERTIFICATE OF AMENDMENT
Parties to contract or instrument	CYRUS CAPITAL ADVISORS, LLC AND STATE OF DELAWARE
Date of execution	12/2004
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: AMENDED FORMATION DOCUMENT

Document Information	
Description of contract or instrument	THIRD AMENDED AND RESTATED LIMITED LIABILITY COMPANY OPERATING AGREEMENT
Parties to contract or instrument	CYRUS CAPITAL ADVISORS, LLC
Date of execution	06/2013
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: LIMITED LIABILITY COMPANY OPERATING AGREEMENT

Document Information	
Description of contract or instrument	CERTIFICATE OF AMENDMENT
Parties to contract or instrument	CYRUS CAPITAL PARTNERS GP, LLC AND STATE OF DELAWARE
Date of execution	12/2004
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: AMENDED FORMATION DOCUMENT

Document Information	
Description of contract or instrument	AMENDED AND RESTATED LIMITED LIABILITY COMPANY OPERATING AGREEMENT

Parties to contract or instrument	CYRUS CAPITAL PARTNERS GP, LLC
Date of execution	06/2013
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: LIMITED LIABILITY COMPANY OPERATING AGREEMENT

Document Information	
Description of contract or instrument	FIRST AMENDMENT TO LLC OPERATING STATEMENT
Parties to contract or instrument	CYRUS CAPITAL PARTNERS GP, LLC
Date of execution	09/2013
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: AMENDMENT TO LIMITED LIABILITY COMPANY OPERATING AGREEMENT

Document Information	
Description of contract or instrument	CREDIT AGREEMENT
Parties to contract or instrument	NRG MEDIA, LLC; THE GUARANTOR PARTIES; AND CEDAR RAPIDS BANK & TRUST COMPANY
Date of execution	07/2019
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: CREDIT 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	0014471775
Entity Name	NRG License Sub, LLC

Address	PO Box		
	Street 1	2875 Mt. Vernon Rd. SE	
	Street 2		
	City	Cedar Rapids	
	State ("NA" if non-U.S. address)	IA	
	Zip/Postal Code	52403	
	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	0013088240		
Entity Name	NRG Media, LLC		
Address	PO Box		
	Street 1	2875 Mt. Vernon Rd. SE	
	Street 2		
	City	Cedar Rapids	
	State ("NA" if non-U.S. address)	IA	
	Zip/Postal Code	52403	
	Country (if non-U.S. address)	United States	
Listing Type	Other Interest Holder		
Positional Interests (check all that apply)	LC/LLC/PLLC Member, Other - SOLE MANAGING 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?		Yes

Ownership Information

FRN	0019569391		
Name	Mary Quass		
Address	PO Box		
	Street 1	2875 Mt. Vernon Rd. SE	
	Street 2		
	City	Cedar Rapids	
	State ("NA" if non-U.S. address)	IA	
	Zip/Postal Code	52403	
	Country (if non-U.S. address)	United States	
Listing Type	Other Interest Holder		
Positional Interests (check all that apply)	Officer, Director		
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	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	

(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 "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.</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 "Yes," provide the following information for each such the relationship.</p>	<p>No</p>
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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 "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.</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.

File Name	Uploaded By	Attachment Type	Description
NRG & Raven License Subs Org Chart 9.1.19.pdf	Applicant	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: NRG License Sub, LLC Name: Mary Quass Phone: 3198620300 01/31/2020