Approved by OMB (Office of Management and Budget) 3060-0010
September 2019

Federal Communications Commission

(REFERENCE COPY - Not for submission)

Commercial Broadcast Stations Non-Biennial Ownership Report (FCC Form 323)

File Number: **0000117066** | Submit Date: **2020-07-06** | FRN: **0028267938**

Purpose: **Commercial Broadcast Stations Non-Biennial Ownership Report** | Status: **Received** | Status Date: **07/06/2020** | Filing Status: **Active**

Section I - General Information

1. Respondent

FRN	Entity Name
0029118650	WFXT (Boston), LLC

Street Address	City (and Country if non U.S. address)	State ("NA" if non-U.S. address)	Zip Code	Phone	Email
223 Perimeter Center Parkway NE	Atlanta	GA	30346	+1 (470) 508-3472	alysia.long@cmg.com

2. Contact Representative

Name	Organization
Michael Basile	Cooley LLP

Street Address	City (and Country if non U.S. address)	State	Zip Code	Phone	Email
1299 Pennsylvania Avenue, NW Suite 700	Washington	DC	20004	+1 (202) 776-2556	mdbasile@cooley.com

3. Application Filing Fee

Not Applicable

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	Transfer of control or assignment of license/permit
"As of" date	06/05/2020 **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) /Permittees(s) and Station(s) /Permit(s)

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

Licensee/Permittee Name	FRN
WFXT (Boston), LLC	0029118650

Fac. ID No.	Call Sign	City	State	Service
6463	WFXT	BOSTON	MA	DTV

Section II – Non-Biennial Ownership Information

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

Licensee/Permittee Respondents 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/Permittee Respondents should select “Not Applicable” in response to this question.

Document Information	
Description of contract or instrument	Limited Liability Company Agreement (WFXT (Boston), LLC)
Parties to contract or instrument	Cox Media Group Northeast, LLC
Date of execution	01/2020
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 (Camelot Media Buyer, LLC)
Parties to contract or instrument	State of Delaware
Date of execution	06/2020
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 (Camelot Media Parent, LLC)
Parties to contract or instrument	State of Delaware
Date of execution	06/2020
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 (WFXT (Boston), LLC)
Parties to contract or instrument	State of Delaware

Date of execution	01/2020
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, as amended (NBI Holdings, LLC)
Parties to contract or instrument	State of Delaware
Date of execution	05/2014
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 (Terrier Media Buyer, Inc.)
Parties to contract or instrument	State of Delaware
Date of execution	11/2018
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 (Terrier Media Buyer, Inc.)
Parties to contract or instrument	N/A
Date of execution	02/2019
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 (Terrier Media Holdings II, Inc.)
Parties to contract or instrument	State of Delaware
Date of execution	02/2019
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 (Terrier Media Holdings II, Inc.)
Parties to contract or instrument	N/A
Date of execution	02/2019

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 & Restated Certificate of Incorporation (Terrier Media Holdings, Inc.)
Parties to contract or instrument	State of Delaware
Date of execution	12/2019
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 & Restated Bylaws (Terrier Media Holdings, Inc.)
Parties to contract or instrument	N/A
Date of execution	12/2019
Date of expiration	No expiration date
Agreement type (check all that apply)	Other **Agreement Type:** See above

Document Information	
Description of contract or instrument	2nd Amended & Restated Agreement of Limited Partnership (AP IX Titan Holdings, L.P.)
Parties to contract or instrument	AP IX Titan Holdings GP, LLC & AIF IX (PMC Equity AIV), L. P.
Date of execution	12/2019
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 (AP IX Titan Holdings GP, LLC)
Parties to contract or instrument	State of Delaware
Date of execution	11/2018
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 (AP IX (PMC) VoteCo, LLC)
Parties to contract or instrument	State of Delaware
Date of execution	03/2019

Date of expiration	No expiration date
Agreement type (check all that apply)	Other **Agreement Type:** See above

Document Information	
Description of contract or instrument	Limited Liability Company Agreement (NBI Holdings LLC)
Parties to contract or instrument	Brian Brady
Date of execution	05/2015
Date of expiration	No expiration date
Agreement type (check all that apply)	Other **Agreement Type:** See above

Document Information	
Description of contract or instrument	Limited Liability Company Agreement (AP IX (PMC) VoteCo, LLC)
Parties to contract or instrument	S. Kleinman, D. Sambur, J. Suydam
Date of execution	03/2019
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 (AP IX Titan Holdings, L.P.)
Parties to contract or instrument	State of Delaware
Date of execution	11/2018
Date of expiration	No expiration date
Agreement type (check all that apply)	Other **Agreement Type:** See above

Document Information	
Description of contract or instrument	2nd Amended & Restated Limited Liability Company Agreement (AP IX Titan Holdings GP, LLC)
Parties to contract or instrument	AP IX (PMC) VoteCo, LLC
Date of execution	04/2019
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 (Camelot Media Holdings, LLC)
Parties to contract or instrument	State of Delaware
Date of execution	02/2019

Date of expiration	No expiration date
Agreement type (check all that apply)	Other **Agreement Type:** See above

Document Information	
Description of contract or instrument	Limited Liability Company Agreement (Camelot Media Holdings, LLC)
Parties to contract or instrument	Camelot Media Buyer, Inc.
Date of execution	02/2019
Date of expiration	No expiration date
Agreement type (check all that apply)	Other **Agreement Type:** See above

Document Information	
Description of contract or instrument	FOX Station Affiliation Agreement (WFXT)
Parties to contract or instrument	Fox Broadcasting Company LLC, Fox News Network, L.L.C. & Cox Media Group Northeast, LLC
Date of execution	05/2020
Date of expiration	06/2023
Agreement type (check all that apply)	Network Affiliation Agreement

Document Information	
Description of contract or instrument	Court TV Mystery Affiliation Agreement, as amended & extended (WFXT)
Parties to contract or instrument	Escape Media, LLC (dba Court TV Mystery) & Cox Media Group Northeast, LLC
Date of execution	02/2016
Date of expiration	05/2023
Agreement type (check all that apply)	Network Affiliation Agreement

Document Information	
Description of contract or instrument	LAFF Affiliation Agreement, as amended and extended (WFXT)
Parties to contract or instrument	LAFF Media, LLC & Cox Media Group Northeast, LLC
Date of execution	03/2015
Date of expiration	04/2023
Agreement type (check all that apply)	Network Affiliation Agreement

Document Information	
Description of contract or instrument	Certificate of Conversion (Camelot Media Buyer, LLC)

Parties to contract or instrument	State of Delaware
Date of execution	06/2020
Date of expiration	No expiration date
Agreement type (check all that apply)	Other **Agreement Type:** See above

Document Information	
Description of contract or instrument	Limited Liability Company Agreement (Camelot Media Buyer, LLC)
Parties to contract or instrument	Camelot Media Parent, Inc.
Date of execution	06/2020
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 Conversion (Camelot Media Parent, LLC)
Parties to contract or instrument	State of Delaware
Date of execution	06/2020
Date of expiration	No expiration date
Agreement type (check all that apply)	Other **Agreement Type:** See above

Document Information	
Description of contract or instrument	Limited Liability Company Agreement (Camelot Media Parent, LLC)
Parties to contract or instrument	NBI Holdings, LLC
Date of execution	06/2020
Date of expiration	No expiration date
Agreement type (check all that apply)	Other **Agreement Type:** See above

Document Information	
Description of contract or instrument	Stockholders Agreement (Terrier Media Holdings, Inc.)
Parties to contract or instrument	Terrier Media Holdings, Inc. and the Holders of Common Stock (AP IX Titan Holdings, L.P., Cox Enterprises, Inc., Brian Brady, Jason Wolff, Bristlecone, LLC)
Date of execution	12/2019
Date of expiration	No expiration date
Agreement type (check all that apply)	Other **Agreement Type:** See above

Document Information

Description of contract or instrument	Amendment No. 1 to the Stockholders Agreement (Terrier Media Holdings, Inc.)
Parties to contract or instrument	Terrier Media Holdings, Inc. and the Holders of Common Stock (AP IX Titan Holdings, L.P., Cox Enterprises, Inc., Brian Brady, Jason Wolff, Bristlecone, LLC)
Date of execution	01/2020
Date of expiration	No expiration date
Agreement type (check all that apply)	Other **Agreement Type:** See above

Document Information	
Description of contract or instrument	Management Investor Rights Agreement
Parties to contract or instrument	Terrier Media Holdings, Inc., AP IX Titan Holdings, L.P., Cox Enterprises, Inc., Brian Brady, Jason Wolff, Bristlecone, LLC
Date of execution	12/2019
Date of expiration	No expiration date
Agreement type (check all that apply)	Other **Agreement Type:** See above

Document Information	
Description of contract or instrument	Management Consulting Agreement
Parties to contract or instrument	Terrier Media Buyer, Inc., Bulldog Holdings LLC, Cox Enterprises, Inc., Apollo Management Holdings, L.P.
Date of execution	12/2019
Date of expiration	12/2027
Agreement type (check all that apply)	Other **Agreement Type:** See above

Document Information	
Description of contract or instrument	First Lien Credit Agreement
Parties to contract or instrument	Terrier Media Holdings, II Inc., Terrier Media Buyer, Inc., and Royal Bank of Canada as Agent for the lenders party thereto
Date of execution	12/2019
Date of expiration	12/2026
Agreement type (check all that apply)	Other **Agreement Type:** See above

Document Information	
Description of contract or instrument	Collateral Agreement (First Lien)
Parties to contract or instrument	Terrier Media Buyer, Inc. and subsidiaries & Royal Bank of Canada
Date of execution	12/2019
Date of expiration	12/2026

Agreement type (check all that apply)	Other **Agreement Type:** See above

Document Information	
Description of contract or instrument	Subsidiary Guarantee (First Lien)
Parties to contract or instrument	Terrier Media Buyer, Inc. subsidiaries & Royal Bank of Canada
Date of execution	12/2019
Date of expiration	12/2026
Agreement type (check all that apply)	Other **Agreement Type:** See above

Document Information	
Description of contract or instrument	Holdings Guarantee and Pledge Agreement
Parties to contract or instrument	Terrier Media Holdings II, Inc. & Royal Bank of Canada
Date of execution	12/2019
Date of expiration	12/2026
Agreement type (check all that apply)	Other **Agreement Type:** See above

Document Information	
Description of contract or instrument	Indenture
Parties to contract or instrument	Terrier Media Buyer, Inc, Subsidiary Guarantors, Wilmington Trust, National Association
Date of execution	12/2019
Date of expiration	12/2027
Agreement type (check all that apply)	Other **Agreement Type:** See above

Document Information	
Description of contract or instrument	Amended and Restated Shareholders Agreement
Parties to contract or instrument	Apollo Global Management, Inc., A.P. Professional Holdings, L.P., BRH Holdings, L.P., Black Family Partners, L. P., MJH Partners, L.P., MJR Foundation LLC, L. Black, M. Rowan, & J. Harris
Date of execution	09/2019
Date of expiration	07/2050
Agreement type (check all that apply)	Other **Agreement Type:** See above

Document Information	
Description of contract or instrument	Agreement among Principals

Parties to contract or instrument	L. Black, M. Rowan, & J. Harris, Black Family Partners, L.P., MJR Foundation LLC, A.P. Professional Holdings, L.P., & BRH Holdings, L.P.
Date of execution	07/2007
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 & Restated Certificate of Incorporation (Apollo Global Management, Inc.)
Parties to contract or instrument	State of Delaware
Date of execution	04/2020
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 & Restated Bylaws (Apollo Global Management, Inc.)
Parties to contract or instrument	N/A
Date of execution	04/2020
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 (BRH Holdings, G.P. Ltd.)
Parties to contract or instrument	Cayman Islands
Date of execution	04/2007
Date of expiration	No expiration date
Agreement type (check all that apply)	Other **Agreement Type:** See above

Document Information	
Description of contract or instrument	Memorandum of Association, as amended (BRH Holdings, G.P. Ltd.)
Parties to contract or instrument	N/A
Date of execution	07/2007
Date of expiration	No expiration date
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) or Permittee(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) or Permittee(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	0029118650		
Entity Name	WFXT (Boston), LLC		
Address	**PO Box**		
	Street 1	223 Perimeter Center Parkway NE	
	Street 2		
	City	Atlanta	
	State ("NA" if non-U.S. address)	GA	
	Zip/Postal Code	30346	
	Country (if non-U.S. address)	United States	
Listing Type	Respondent		
Positional Interests (check all that apply)	Respondent		
Interest Percentages (enter percentage values from 0.0 to 100.0)	**Voting**	0.0%	**Jointly Held?** No
	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	0027153220		
Name	Heidi Eddy-Dorn		
Address	**PO Box**		
	Street 1	223 Perimeter Center Parkway NE	
	Street 2		

	City	Atlanta	
	State ("NA" if non-U.S. address)	GA	
	Zip/Postal Code	30346	
	Country (if non-U.S. address)	United States	
Listing Type	Other Interest Holder		
Positional Interests (check all that apply)	Officer		
Interest Percentages (enter percentage values from 0.0 to 100.0)	**Voting**	0.0%	**Jointly Held?** No
	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?			Yes

Ownership Information			
FRN	0029716917		
Name	Daniel York		
Address	**PO Box**		
	Street 1	223 Perimeter Center Parkway NE	
	Street 2		
	City	Atlanta	
	State ("NA" if non-U.S. address)	GA	
	Zip/Postal Code	30346	
	Country (if non-U.S. address)	United States	
Listing Type	Other Interest Holder		
Positional Interests (check all that apply)	Officer		
Interest Percentages (enter percentage values from 0.0 to 100.0)	**Voting**	0.0%	**Jointly Held?** No
	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?			Yes

Ownership Information		
FRN	0029385341	
Entity Name	Camelot Media Holdings, LLC	
Address	**PO Box**	
	Street 1	223 Perimeter Center Parkway NE

	Street 2		
	City	Atlanta	
	State ("NA" if non-U.S. address)	GA	
	Zip/Postal Code	30346	
	Country (if non-U.S. address)	United States	
Listing Type	Other Interest Holder		
Positional Interests (check all that apply)	LC/LLC/PLLC Member		
Interest Percentages (enter percentage values from 0.0 to 100.0)	**Voting**	100.0%	**Jointly Held?** No
	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?			Yes

Ownership Information			
FRN	0019271980		
Name	Steven J. Pruett		
Address	**PO Box**		
	Street 1	223 Perimeter Center Parkway NE	
	Street 2		
	City	Atlanta	
	State ("NA" if non-U.S. address)	GA	
	Zip/Postal Code	30346	
	Country (if non-U.S. address)	United States	
Listing Type	Other Interest Holder		
Positional Interests (check all that apply)	Officer		
Interest Percentages (enter percentage values from 0.0 to 100.0)	**Voting**	0.0%	**Jointly Held?** No
	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?			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

(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

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: **Vice President and Secretary** Exact Legal Title or Name of Respondent: **WFXT (Boston), LLC** Name: **Heidi Eddy-Dorn** Phone: **4705083472** 07/06/2020