



(REFERENCE COPY - Not for submission)

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

File Number: **0000198638** | Submit Date: **2022-08-30** | FRN: **0032111486**

Purpose: **Commercial Broadcast Stations Non-Biennial Ownership Report** | Status: **Received** | Status Date:
08/30/2022 | Filing Status: **Active**

Section I - General Information

1. Respondent

FRN	Entity Name
0032111486	Imagicom Memphis, LLC

Street Address	City (and Country if non U.S. address)	State ("NA" if non-U.S. address)	Zip Code	Phone	Email
3000 WorldReach Drive	Indian Land	SC	29707	+1 (803) 578-1418	grichardson@imagicom.com

2. Contact Representative

Name	Organization
Burt A. Braverman, Esq.	Davis Wright Tremaine LLP

Street Address	City (and Country if non U.S. address)	State	Zip Code	Phone	Email
1301 K Street, N.W. Suite 500 East	Washington	DC	20005	+1 (202) 973-4210	burtbraverman@dwt.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	08/01/2022 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
Imagicomm Memphis, LLC	0032111486

Fac. ID No.	Call Sign	City	State	Service
12521	WHBQ-TV	MEMPHIS	TN	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	Imagicomm Memphis, LLC Limited Liability Company Certificate of Formation
Parties to contract or instrument	State of Delaware
Date of execution	03/2022
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: LLC Certificate of Formation

Document Information	
Description of contract or instrument	Credit Agreement
Parties to contract or instrument	Imagicomm Communications, LLC; Imagicomm Holdings, LLC; Truist Bank; Truist Securities, Inc.; Regions Capital Markets
Date of execution	08/2022
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Credit Agreement

Document Information	
Description of contract or instrument	Station Affiliation Agreement, as amended (WHBQ-TV)
Parties to contract or instrument	Fox Broadcasting Company, 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	Limited Liability Company Agreement of Imagicomm Memphis Operations, LLC

Parties to contract or instrument	Imagicomm Communications, LLC
Date of execution	06/2022
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 Formation of Imagicomm Memphis License, LLC
Parties to contract or instrument	State of Delaware
Date of execution	06/2022
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Certificate of Formation

Document Information	
Description of contract or instrument	Certificate of Formation Correction of Imagicomm Memphis Operations, LLC
Parties to contract or instrument	State of Delaware
Date of execution	06/2022
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: Certificate of Formation Correction

Document Information	
Description of contract or instrument	Equipment Usage Agreement (WHBQ-TV)
Parties to contract or instrument	Fox Broadcasting Company, LLC
Date of execution	05/2020
Date of expiration	06/2023
Agreement type (check all that apply)	Other Agreement Type: Equipment Usage Agreement

Document Information	
Description of contract or instrument	News Service Agreement, as amended (WHBQ-TV)
Parties to contract or instrument	Fox Broadcasting Company, LLC
Date of execution	06/2014
Date of expiration	06/2023
Agreement type (check all that apply)	Network Affiliation Agreement

Document Information	
Description of contract or instrument	Affiliation Agreement Side Letter Agreement (WHBQ-TV)

Parties to contract or instrument	Fox Broadcasting Company, 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	Affiliation Agreement - 2020 Nonduplication Amendment (WHBQ-TV)
Parties to contract or instrument	Fox Broadcasting Company, 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	Affiliation Agreement Splicer Side Letter Agreement (WHBQ-TV)
Parties to contract or instrument	Fox Broadcasting Company, LLC
Date of execution	01/2020
Date of expiration	06/2023
Agreement type (check all that apply)	Network Affiliation Agreement

Document Information	
Description of contract or instrument	Station Affiliation Binding Term Sheet (WHBQ-TV)
Parties to contract or instrument	H&I National Limited Partnership and Broadcasting Communications, LLC, as assumed by Imagicomm Memphis, LLC
Date of execution	05/2021
Date of expiration	09/2024
Agreement type (check all that apply)	Network Affiliation Agreement

Document Information	
Description of contract or instrument	Limited Liability Company Agreement of Imagicomm Memphis, LLC
Parties to contract or instrument	State of Delaware
Date of execution	03/2022
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) 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	0032111486		
Entity Name	Imagicomm Memphis, LLC		
Address	PO Box		
	Street 1	3000 WorldReach Drive	
	Street 2		
	City	Indian Land	
	State ("NA" if non-U.S. address)	SC	
	Zip/Postal Code	29707	
	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	9990150046	
Name	Charles David Cerullo	
Address	PO Box	
	Street 1	3000 WorldReach Drive
	Street 2	

	City	Indian Land	
	State ("NA" if non-U.S. address)	SC	
	Zip/Postal Code	29707	
	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	9990150047		
Name	Dale S. Ardizzone		
Address	PO Box		
	Street 1	3000 WorldReach Drive	
	Street 2		
	City	Indian Land	
	State ("NA" if non-U.S. address)	SC	
	Zip/Postal Code	29707	
	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	9990150048		
Name	Robert I. Brace		
Address	PO Box		
	Street 1	3000 WorldReach Drive	

	Street 2		
	City	Indian Land	
	State ("NA" if non-U.S. address)	SC	
	Zip/Postal Code	29707	
	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	9990150051		
Name	Mark Kramer		
Address	PO Box		
	Street 1	3000 WorldReach Drive	
	Street 2		
	City	Indian Land	
	State ("NA" if non-U.S. address)	SC	
	Zip/Postal Code	29707	
	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	9990150052		
Name	John Roos		
Address	PO Box		

	Street 1	3000 WorldReach Drive	
	Street 2		
	City	Indian Land	
	State ("NA" if non-U.S. address)	SC	
	Zip/Postal Code	29707	
	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	9990150053		
Name	Marc Favaro		
Address	PO Box		
	Street 1	3000 WorldReach Drive	
	Street 2		
	City	Indian Land	
	State ("NA" if non-U.S. address)	SC	
	Zip/Postal Code	29707	
	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	9990150054
Name	Gregory Richardson

Address	PO Box		
	Street 1	3000 WorldReach Drive	
	Street 2		
	City	Indian Land	
	State ("NA" if non-U.S. address)	SC	
	Zip/Postal Code	29707	
	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			
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FRN	9990150055		
Name	Thomas Kingsley		
Address	PO Box		
	Street 1	3000 WorldReach Drive	
	Street 2		
	City	Indian Land	
	State ("NA" if non-U.S. address)	SC	
	Zip/Postal Code	29707	
	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			
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FRN	9990150056		
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Name	Brack Rogers		
Address	PO Box		
	Street 1	9700 Southern Pine Blvd.	
	Street 2		
	City	Charlotte	
	State ("NA" if non-U.S. address)	NC	
	Zip/Postal Code	28273	
	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	9990150057		
Name	JoLynn Dougherty		
Address	PO Box		
	Street 1	3000 WorldReach Drive	
	Street 2		
	City	Indian Land	
	State ("NA" if non-U.S. address)	SC	
	Zip/Postal Code	29707	
	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	9990150049		
Name	Debra Deas		
Address	PO Box		
	Street 1	3000 WorldReach Drive	
	Street 2		
	City	Indian Land	
	State ("NA" if non-U.S. address)	SC	
	Zip/Postal Code	29707	
	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	9990150058		
Name	Matthew Saxon		
Address	PO Box		
	Street 1	3000 WorldReach Drive	
	Street 2		
	City	Indian Land	
	State ("NA" if non-U.S. address)	SC	
	Zip/Postal Code	29707	
	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	9990150059		
Name	Rebecca Zambrana		
Address	PO Box		
	Street 1	3000 WorldReach Drive	
	Street 2		
	City	Indian Land	
	State ("NA" if non-U.S. address)	SC	
	Zip/Postal Code	29707	
	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	0030861157		
Entity Name	Imagicomm Communications, LLC		
Address	PO Box		
	Street 1	3000 WorldReach Drive	
	Street 2		
	City	Indian Land	
	State ("NA" if non-U.S. address)	SC	
	Zip/Postal Code	29707	
	Country (if non-U.S. address)	United States	
Listing Type	Other Interest Holder		
Positional Interests (check all that apply)	LC/LLC/PLLC Member, Owner, Stockholder		
Interest Percentages (enter percentage values from 0.0 to 100.0)	Voting	100.0%	Jointly Held? No
	Total assets (Equity Debt Plus)	100.0%	

Does interest holder have an attributable interest in one or more broadcast stations that do not appear on this report?	Yes
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(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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(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 " <u>Yes</u> ," provide the following information for each such the relationship.	No
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(e) Is Respondent seeking an attribution exemption for any officer or director with duties wholly unrelated to the Licensee(s)? 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.	No
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Certification

Section	Question	Response
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<p>Authorized Party to Sign</p>	<p>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).</p>	
<p>Certification</p>	<p>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.</p>	<p>Official Title: Senior Vice President, Legal and Business Affairs Exact Legal Title or Name of Respondent: Imagicomm Memphis, LLC Name: Greg Richardson Phone: 8035781418</p> <p>08/30/2022</p>