



(REFERENCE COPY - Not for submission)

# Commercial Broadcast Stations Biennial Ownership Report (FCC Form 323)

File Number: **0000174882** | Submit Date: **2021-11-30** | FRN: **0014625305**

Purpose: **Commercial Broadcast Stations Biennial Ownership Report** | Status: **Received** | Status Date: **12/01/2021**

Filing Status: **Active**

Section I - General Information

1. Respondent

FRN		Entity Name			
0014625305		KESN Assets, LLC			

Street Address	City (and Country if non U.S. address)	State ("NA" if non-U.S. address)	Zip Code	Phone	Email
77 West 66th Street, 16th Floor	New York	NY	10023-6298	+1 (212) 456-6686	Grace.Kavadoy@disney.com

2. Contact Representative

Name		Organization			
GRACE KAVADOY		ABC, INC.			

Street Address	City (and Country if non U.S. address)	State	Zip Code	Phone	Email
77 W 66TH ST., FL 16	NEW YORK	NY	10023	+1 (212) 456-6686	GRACE.KAVADOY@DISNEY.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	1	95	\$85.00
				Total	\$85.00

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	10/01/2021  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
KESN Assets, LLC	0014625305

Fac. ID No.	Call Sign	City	State	Service
58265	KESN	ALLEN	TX	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	CERTIFICATE OF FORMATION
Parties to contract or instrument	KESN ASSETS, LLC
Date of execution	01/2006
Date of expiration	No expiration date
Agreement type (check all that apply)	Other Agreement Type: FORMATION

Document Information
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<b>Description of contract or instrument</b>	CERTIFICATE OF INCORPORATION
<b>Parties to contract or instrument</b>	KESN PARTNER, LLC
<b>Date of execution</b>	05/2007
<b>Date of expiration</b>	No expiration date
<b>Agreement type</b> (check all that apply)	Other <b>Agreement Type:</b> FORMATION

Document Information	
<b>Description of contract or instrument</b>	CERTIFICATE OF AMENDMENT NAME CHANGE TO KESN OPERATING LTD
<b>Parties to contract or instrument</b>	KESN OPERATING, LTD.
<b>Date of execution</b>	11/2012
<b>Date of expiration</b>	No expiration date
<b>Agreement type</b> (check all that apply)	Other <b>Agreement Type:</b> FORMATION

Document Information	
<b>Description of contract or instrument</b>	BYLAWS
<b>Parties to contract or instrument</b>	KESN SUB PARTNER, INC.
<b>Date of execution</b>	04/2006
<b>Date of expiration</b>	No expiration date
<b>Agreement type</b> (check all that apply)	Other <b>Agreement Type:</b> FORMATION

Document Information	
<b>Description of contract or instrument</b>	RESTATED CERTIFICATE OF INCORPORATION OF DISNEY ENTERPRISES, INC.
<b>Parties to contract or instrument</b>	DISNEY ENTERPRISES, INC.
<b>Date of execution</b>	03/1996
<b>Date of expiration</b>	No expiration date
<b>Agreement type</b> (check all that apply)	Other <b>Agreement Type:</b> FORMATION

Document Information	
<b>Description of contract or instrument</b>	CERTIFICATE OF AMENDMENT (NAME CHANGE TO CIRCLE LOCATION SERVICES, INC.)
<b>Parties to contract or instrument</b>	CIRCLE LOCATION SERVICES, INC.
<b>Date of execution</b>	12/1986
<b>Date of expiration</b>	No expiration date
<b>Agreement type</b> (check all that apply)	Other <b>Agreement Type:</b> FORMATION

Document Information	
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<b>Description of contract or instrument</b>	LIMITED LIABILITY COMPANY OPERATING AGREEMENT
<b>Parties to contract or instrument</b>	KESN ASSETS, LLC
<b>Date of execution</b>	01/2006
<b>Date of expiration</b>	No expiration date
<b>Agreement type</b> (check all that apply)	Other <b>Agreement Type:</b> OPERATING AGREEMENT

Document Information	
<b>Description of contract or instrument</b>	FIRST AMENDED AND RESTATED AGREEMENT OF LIMITED PARTNERSHIP
<b>Parties to contract or instrument</b>	KESN OPERATING, LTD.
<b>Date of execution</b>	05/2007
<b>Date of expiration</b>	No expiration date
<b>Agreement type</b> (check all that apply)	Other <b>Agreement Type:</b> FORMATION

Document Information	
<b>Description of contract or instrument</b>	RESTATED CERTIFICATE OF INCORPORATION
<b>Parties to contract or instrument</b>	THE WALT DISNEY COMPANY
<b>Date of execution</b>	03/2019
<b>Date of expiration</b>	No expiration date
<b>Agreement type</b> (check all that apply)	Other <b>Agreement Type:</b> FORMATION

Document Information	
<b>Description of contract or instrument</b>	LIMITED LIABILITY COMPANY OPERATING AGREEMENT
<b>Parties to contract or instrument</b>	KESN PARTNER, LLC
<b>Date of execution</b>	06/2007
<b>Date of expiration</b>	No expiration date
<b>Agreement type</b> (check all that apply)	Other <b>Agreement Type:</b> OPERATING AGREEMENT

Document Information	
<b>Description of contract or instrument</b>	CERTIFICATE OF INCORPORATION (INCORPORATED AS ABC ENTERTAINMENT, INC.)
<b>Parties to contract or instrument</b>	CIRCLE LOCATION SERVICES, INC.
<b>Date of execution</b>	07/1973
<b>Date of expiration</b>	No expiration date
<b>Agreement type</b> (check all that apply)	Other <b>Agreement Type:</b> FORMATION

Document Information	
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<b>Description of contract or instrument</b>	CERTIFICATE OF INCORPORATION (INCORPORATED AS ABC ENTERTAINMENT, INC.)
<b>Parties to contract or instrument</b>	CIRCLE LOCATION SERVICES, INC.
<b>Date of execution</b>	07/1973
<b>Date of expiration</b>	No expiration date
<b>Agreement type</b> (check all that apply)	Other <b>Agreement Type:</b> FORMATION

Document Information	
<b>Description of contract or instrument</b>	CERTIFICATE OF FORMATION
<b>Parties to contract or instrument</b>	KESN RADIO, LLC
<b>Date of execution</b>	05/2007
<b>Date of expiration</b>	No expiration date
<b>Agreement type</b> (check all that apply)	Other <b>Agreement Type:</b> FORMATION

Document Information	
<b>Description of contract or instrument</b>	LOCAL PROGRAMMING AND MARKETING AGREEMENT
<b>Parties to contract or instrument</b>	KESN ASSETS, LLC; SUSQUEHANNA RADIO CORP.
<b>Date of execution</b>	10/2013
<b>Date of expiration</b>	10/2020
<b>Agreement type</b> (check all that apply)	Attributable LMA

Document Information	
<b>Description of contract or instrument</b>	CERTIFICATE OF LIMITED PARTNERSHIP OF WBAP-KSCS OPERATING LTD
<b>Parties to contract or instrument</b>	KESN OPERATING, LTD.
<b>Date of execution</b>	01/1999
<b>Date of expiration</b>	No expiration date
<b>Agreement type</b> (check all that apply)	Other <b>Agreement Type:</b> FORMATION

Document Information	
<b>Description of contract or instrument</b>	LIMITED LIABILITY COMPANY OPERATING AGREEMENT
<b>Parties to contract or instrument</b>	KESN RADIO, LLC
<b>Date of execution</b>	06/2007
<b>Date of expiration</b>	No expiration date
<b>Agreement type</b> (check all that apply)	Other <b>Agreement Type:</b> OPERATING AGREEMENT

Document Information	
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Description of contract or instrument	AMENDED AND RESTATED BYLAWS OF DISNEY ENTERPRISES, INC.
Parties to contract or instrument	DISNEY ENTERPRISES, INC.
Date of execution	01/2006
Date of expiration	No expiration date
Agreement type (check all that apply)	Other <b>Agreement Type:</b> FORMATION

Document Information	
Description of contract or instrument	AMENDED AND RESTATED BYLAWS
Parties to contract or instrument	THE WALT DISNEY COMPANY
Date of execution	03/2019
Date of expiration	No expiration date
Agreement type (check all that apply)	Other <b>Agreement Type:</b> FORMATION

Document Information	
Description of contract or instrument	CERTIFICATE OF INCORPORATION
Parties to contract or instrument	TWDC HOLDCO 613 CORP.
Date of execution	06/2018
Date of expiration	No expiration date
Agreement type (check all that apply)	Other <b>Agreement Type:</b> FORMATION

Document Information	
Description of contract or instrument	CERTIFICATE OF AMENDMENT: NAME CHANGE TO THE WALT DISNEY COMPANY
Parties to contract or instrument	TWDC HOLDCO 613 CORP.
Date of execution	03/2019
Date of expiration	No expiration date
Agreement type (check all that apply)	Other <b>Agreement Type:</b> FORMATION

Document Information	
Description of contract or instrument	AMENDED AND RESTATED BYLAWS OF TWDC ENTERPRISES 18 CORP.
Parties to contract or instrument	TWDC ENTERPRISES 18 CORP.
Date of execution	03/2019
Date of expiration	No expiration date
Agreement type (check all that apply)	Other <b>Agreement Type:</b> FORMATION

Document Information	
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<b>Description of contract or instrument</b>	CERTIFICATE OF MERGER OF WDC MERGER ENTERPRISES I, INC. INTO THE WALT DISNEY COMPANY AND UNDER THE NAME TWDC ENTERPRISES 18 CORP.
<b>Parties to contract or instrument</b>	TWDC ENTERPRISES 18 CORP.
<b>Date of execution</b>	03/2019
<b>Date of expiration</b>	No expiration date
<b>Agreement type</b> (check all that apply)	Other <b>Agreement Type:</b> FORMATION

Document Information	
<b>Description of contract or instrument</b>	AMENDED AND RESTATED CERTIFICATE OF INCORPORATION
<b>Parties to contract or instrument</b>	TWDC ENTERPRISES 18 CORP.
<b>Date of execution</b>	03/2019
<b>Date of expiration</b>	No expiration date
<b>Agreement type</b> (check all that apply)	Other <b>Agreement Type:</b> FORMATION

## 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		
<b>FRN</b>	0014625305	
<b>Entity Name</b>	KESN Assets, LLC	
<b>Address</b>	<b>PO Box</b>	
	<b>Street 1</b>	77 West 66th Street, 16th Floor
	<b>Street 2</b>	
	<b>City</b>	New York
	<b>State ("NA" if non-U.S. address)</b>	NY

	<b>Zip/Postal Code</b>	10023-6298	
	<b>Country (if non-U.S. address)</b>	United States	
<b>Listing Type</b>	Respondent		
<b>Positional Interests</b> (check all that apply)	Respondent		
<b>Tribal Nation or Tribal Entity</b>	Interest holder is not a Tribal nation or Tribal entity		
<b>Interest Percentages</b> (enter percentage values from 0.0 to 100.0)	<b>Voting</b>	0.0%	<b>Jointly Held?</b> No
	<b>Equity</b>	0.0%	
	<b>Total assets (Equity Debt Plus)</b>	0.0%	
<b>Does interest holder have an attributable interest in one or more broadcast stations that do not appear on this report?</b>			No

<b>Ownership Information</b>			
<b>FRN</b>	0001663509		
<b>Entity Name</b>	KESN Operating, Ltd.		
<b>Address</b>	<b>PO Box</b>		
	<b>Street 1</b>	77 W 66TH ST., FL 16	
	<b>Street 2</b>		
	<b>City</b>	NEW YORK	
	<b>State ("NA" if non-U.S. address)</b>	NY	
	<b>Zip/Postal Code</b>	10023	
	<b>Country (if non-U.S. address)</b>	United States	
<b>Listing Type</b>	Other Interest Holder		
<b>Positional Interests</b> (check all that apply)	Owner, Other - PARENT ENTITY		
<b>Tribal Nation or Tribal Entity</b>	Interest holder is not a Tribal nation or Tribal entity		
<b>Interest Percentages</b> (enter percentage values from 0.0 to 100.0)	<b>Voting</b>	100.0%	<b>Jointly Held?</b> No
	<b>Equity</b>	100.0%	
	<b>Total assets (Equity Debt Plus)</b>	100.0%	
<b>Does interest holder have an attributable interest in one or more broadcast stations that do not appear on this report?</b>			No

<b>Ownership Information</b>	
<b>FRN</b>	0031652738

Name	Carlos Gomez		
Address	PO Box		
	Street 1	500 SOUTH BUENA VISTA STREET	
	Street 2		
	City	BURBANK	
	State ("NA" if non-U.S. address)	CA	
	Zip/Postal Code	91521	
	Country (if non-U.S. address)	United States	
Listing Type	Other Interest Holder		
Positional Interests (check all that apply)	Officer		
Citizenship, Gender, Ethnicity, and Race Information (Natural Persons Only)	Citizenship	US	
	Gender	Male	
	Ethnicity	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?			Yes

Ownership Information			
FRN	0029147261		
Name	Chakira H. Gavazzi		
Address	PO Box		
	Street 1	500 SOUTH BUENA VISTA STREET	
	Street 2		
	City	BURBANK	
	State ("NA" if non-U.S. address)	CA	
	Zip/Postal Code	91521	
	Country (if non-U.S. address)	United States	
Listing Type	Other Interest Holder		
Positional Interests (check all that apply)	Officer		
Citizenship, Gender,	Citizenship	US	

Ethnicity, and Race Information (Natural Persons Only)	Gender	Female	
	Ethnicity	Not Hispanic or Latino	
	Race	Black or African American	
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?			Yes

Ownership Information			
FRN	0025082249		
Name	John Stowell		
Address	PO Box		
	Street 1	500 SOUTH BUENA VISTA STREET	
	Street 2		
	City	BURBANK	
	State ("NA" if non-U.S. address)	CA	
	Zip/Postal Code	91521	
	Country (if non-U.S. address)	United States	
Listing Type	Other Interest Holder		
Positional Interests (check all that apply)	Officer		
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?			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><b>(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?</b></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 <a href="#">Click Here</a>.</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><b>(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?</b></p> <p>If "<u>Yes</u>," provide the following information for each such the relationship.</p>	No
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<p><b>(e) Is Respondent seeking an attribution exemption for any officer or director with duties wholly unrelated to the Licensee(s)?</b></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
<a href="#">2021 Biennial 323 Disney Org Chart.pdf</a>	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: <b>Assistant Secretary</b> Exact Legal Title or Name of Respondent: <b>KESN ASSETS, LLC</b> Name: <b>Chakira H Gavazzi</b> Phone: <b>2124567387</b>  11/30/2021