

(REFERENCE COPY - Not for submission)

Transfers

 Lead File Number:
 0000186354
 Submit Date:
 04/01/2022
 Lead Call Sign:
 KLKN
 FRN:
 0028491181

 Service:
 Full Service Television
 Purpose:
 Transfer of Control Amendment
 Status:
 Dismissed
 Status Date:

 06/23/2023
 Filing Status:
 Inactive
 Inactive
 Inactive
 Inactive

General Information	Section	Question	Response
	Attachments	Are attachments (other than associated schedules) being filed with this application?	No

Fees, Waivers, and Exemptions

Authorizations to be Transferred

Section	Question	Response
Fees	Is the applicant exempt from FCC application Fees?	No
	Indicate reason for fee exemption:	
Waivers	Does this filing request a waiver of the Commission's rule(s)?	No
	Total number of rule sections involved in this waiver request:	

Question Response Is this application a pro forma Transfer of Control? No By answering "Yes" the Applicant certifies that the use of short form pro forma application is appropriate for this transaction? Is the Transfer Voluntary or Involuntary:

Selected Call Signs

Call Sign Facility ID File Number Service City, State KLKN 11264 0000186354 DTV LINCOLN, NE

Transfer	Question	Response
Questions	Were any of the authorizations that are the subject of this application obtained through the Commission's competitive bidding procedures (see 47 C.F.R. Sections 1.2111(a) and 73.5000)?	No
	Were any of the authorizations that are the subject of this application obtained through the Commission's point system for reserved channel noncommercial educational stations (see 47 C.F.R. Sections 73.7001 and 73.7003)?	No
	Have all such stations operated for at least 4 years with a minimum operating schedule since grant pursuant to the point system?	
	Were any of the authorizations that are the subject of this application obtained after award of a dispositive Section 307(b) preference using the Tribal Priority, through Threshold Qualifications procedures, or through the Tribal Priority as applied before the NCE fair distribution analysis set forth in 47 C.F.R. § 73.7002(b)?	No
	Have all such stations operated for at least 4 years with a minimum operating schedule since grant?	
	Do both the transferor and transferee qualify for the Tribal Priority in all respects?	

LPFM Licenses Only: Has it been at least 18 months since the initial construction permit for the LPFM station was granted?

LPFM Licenses Only: Does the assignment of the LPFM authorization satisfy the consideration restrictions of 47 CFR Section 73.865(a)(1)?

LPFM Licenses Only: Were any of the LPFM authorizations that are subject to this application obtained through the Commission's point system for low power FM stations (see 47 CFR Section 73.872)?

If yes to question above, have all such LPFM stations operated for at least four years since grant pursuant to the point system?" (options - Y/N. If Yes, nothing further required. No requires attachment as follows)"If no to new sub question, list pertinent authorizations in an Exhibit and include in the Exhibit a showing that the transaction is consistent with the requirements of 47 CFR Section 73.865(a)(3).

Licensee/Permittee Name, Type, and Contact Information

Licensee /Permittee Information

Licensee

/Permittee Legal Certifications

Licensee/Permittee	Address	Phone	Email	FRN
KLKN Lincoln License LLC	767 5th Avenue 12th Floor New York, NY 10153 United States	+1 (212) 257-4701	legal@standgen.com	0028491181

Licensee	Contact Name	Address	Phone	Email	Contact Type
/Permittee Contact Representatives (1)	Scott R. Flick Pillsbury Winthrop Shaw Pittman LLP	1200 Seventeenth Street, NW Washington, DC 20036 United States	+1 (202) 663- 8167	scott. flick@pillsburylaw.com	Legal Representative

Section	Question	Response
Agreements for Transfer Control of Station	Licensee/Permittee certifies that: (i) it has placed its public inspection file(s) and submitted to the Commission as an Exhibit to this application copies of all agreements for the transfer of the station(s); (ii) these documents embody the complete and final understanding between Transferor and Transferee; and (iii) these agreements comply fully with the Commission's rules and policies	No
Other Authorizations	Please upload an attachment detailing the call signs, locations, and facility identifiers of all other broadcast stations in which Licensee/Permittee or any party to the application has an attributable interest.	
Character Issues	Licensee/Permittee certifies that neither licensee/permittee nor any party to the application has or has had any interest in, or connection with: (a) any broadcast application in any proceeding where character issues were left unresolved or were resolved adversely against the applicant or any party to the application or (b) any pending broadcast application in which character issues have been raised	Yes

Adverse Findings	Licensee/Permittee certifies that, with respect to the Licensee/Permittee and each party to the application, no adverse finding has been made, nor has an adverse final action been taken by any court or administrative body in a civil or criminal proceeding brought under the provisions of any law related to any of the following: any felony; mass media-related antitrust or unfair competition; fraudulent statements to another governmental unit; or discrimination.	Yes
Local Public Notice	Licensee/Permittee certifies that it has or will comply with the public notice requirements of 47 C.F.R. Section 73.3580.	Yes
Auction Authorization	Licensee/Permittee certifies that more than five years have passed since the issuance of the construction permit for the station being assigned, where that permit was acquired in an auction through the use of a bidding credit or other special measure.	N/A
Anti-Discrimination Certification	Licensee/Permittee certifies that neither licensee/permittee nor any party to the application have violated the Commission's prohibition against discrimination on the basis of race, color, religion, national origin or sex in the sale of commercially operated AM, FM, TV, Class A TV or international broadcast stations.	Yes

Transferor Information

Transferor Name, Type, and Contact Information

Туре	Address	Phone	Email	FRN
Limited Liability Company	767 5th Avenue 12th Floor New York, NY 10153	+1 (212) 257- 4701	legal@standgen. com	0028491181
Limited Liability Company	767 5th Avenue 12th Floor New York, NY 10153	+1 (212) 257- 4701	legal@standgen. com	0028491181
Limited Liability Company	767 5th Avenue 12th Floor New York, NY 10153	+1 (212) 257- 4701	legal@standgen. com	0028491181
Limited Liability Company	767 5th Avenue 12th Floor New York, NY 10153	+1 (212) 257- 4701	legal@standgen. com	0030338479
	Limited Liability Company Limited Liability Company Limited Liability Company Limited Liability	Limited Liability Company767 5th Avenue 12th Floor New York, NY 10153Limited Liability Company767 5th Avenue 12th Floor New York, NY 10153	Limited Liability Company767 5th Avenue 12th Floor New York, NY 10153+1 (212) 257- 4701Limited Liability Company767 5th Avenue 12th Floor New York, NY 10153+1 (212) 257- 4701Limited Liability Company767 5th Avenue 12th Floor New York, NY 10153+1 (212) 257- 4701Limited Liability Company767 5th Avenue 12th Floor New York, NY 	Limited Liability Company767 5th Avenue 12th Floor New York, NY 10153+1 (212) 257- 4701legal@standgen. comLimited Liability Company767 5th Avenue 12th Floor New York, NY 10153+1 (212) 257- 4701legal@standgen. com

Transferor
Contact
Representatives
(1)

Contact Name	Address	Phone	Email	Contact Type
Scott R. Flick	1200 Seventeenth	+1 (202) 663-	scott.flick@pillsburylaw.	Legal
FCC Counsel	Street NW	8167	com	Representative
Pillsbury Winthrop Shaw	Washington, DC 20036			
Pittman LLP	United States			

Transferor Legal Certifications

Section

Question

Response

Agreements for Transfer	Transferor certifies that:	
Control of Station	 (i) it has placed in Transferor's public inspection file(s) and submitted to the Commission as an Exhibit to this 	
	application copies of all agreements for the assignment	
	/transfer of the station(s);	
	(ii) these documents embody the complete and final	
	understanding between Transferor and Transferee; and	
	(iii) these agreements comply fully with the Commission's	
	rules and policies	
	If the transaction is involuntary, the Transferor certifies that	
	court orders or other authorizing documents have been	
	issued and that it has placed in the licensee's/permittee's	
	public inspection file(s) and submitted to the Commission	
	copies of such court orders or other authorizing documents.	
Character Issues	Transferor certifies that neither transferor nor any party to	
	the application has or has had any interest in, or connection with:	
	(a) any broadcast application in any proceeding where	
	character issues were left unresolved or were resolved	
	adversely against the applicant or any party to the	
	application or	
	(b) any pending broadcast application in which character	
	issues have been raised	
Adverse Findings	Transferor certifies that, with respect to the Transferor and	
	each party to the application, no adverse finding has been	
	made, nor has an adverse final action been taken by any	
	court or administrative body in a civil or criminal proceeding	
	brought under the provisions of any law related to any of the	
	following: any felony; mass media-related antitrust or unfair	
	competition; fraudulent statements to another governmental unit; or discrimination.	
Local Public Notice	Transferor certifies that it has or will comply with the public	
	notice requirements of 47 C.F.R. Section 73.3580.	
Auction Authorization	Transferor certifies that more than five years have passed	
	since the issuance of the construction permit for the station	
	being assigned, where that permit was acquired in an	
	auction through the use of a bidding credit or other special	
	measure.	
Anti-Discrimination	Transferor certifies that neither licensee/permittee nor any	
Certification	party to the application have violated the Commission's	
	prohibition against discrimination on the basis of race, color,	
	religion, national origin or sex in the sale of commercially	
	operated AM, FM, TV, Class A TV or international broadcast	
	stations.	

Transferee Information

Transferee Name, Type, and Contact Information

Transferee	Туре	Address	Phone	Email	FRN
CMG Media Operating Company, LLC	Limited Liability Company	1 Manhattanville Road Suite 201 Purchase, NY 10577	+1 (212) 515- 3200	jlomm@apollo. com	0025073032
Contact Name Addre	SS	Phone	Email	Conta	ct Type

1	act	Name	4	۱ddr

Representatives (1)	Michael Basile	Michael Basile	+1 (20
(1)	Legal	1299 Pennsylvania Avenue,	2556
	Representative	NW	
	Cooley LLP	Suite 700	
		Washington, DC 20004	

United States

Changes in Interest (1)

Changes in Interest Certification

Party Name	Citizenship	Address	Phone	Email	Interest Before Transfer	Interest Afte Transfer
Soohyung Kim Sole Managing Member and CEO, Community News Media LLC Community News Media LLC	United States	767 Fifth Avenue 12th Floor New York, NY 10153 United States	+1 (212) 257- 4701	legal@standgen. com	Pct. (Percentage) of Votes: 100% Pct. (Percentage) of Total Assets: 0%	Pct. (Percentage of Votes: 0% Pct. (Percentage of Total Assets: 0%
Question Applicant certifies that equity and	financial interest	ts not set for	th by the tr	ansferee are nonattr	ibutable.	Respons
Party Name C	Citizenship Ad	dress	Phon	e Email	Positio	nal Interest

Parties to the	Party Name	Citizenship	Address	Phone	Email	Positional Interest
Application (1)	CMG Media Operating Company, LLC	United States	1 Manhattanville Road Purchase, NY 10577 United States	+1 (212) 515- 3200	jlomm@apollo. com	Positional Interest: LLC Member Citizenship: United States Percentage of Votes: 100%
						Percentage of Total Assets: 100%

Parties to the	Question	Response
Application Certification	Applicant certifies that equity and financial interests not set forth by the transferee are nonattributable.	Yes

Transferee Legal	Section	Question	Response
Certifications	Agreements for Sale	Transferee certifies that: (a) the written agreements in the Transferee's public inspection file and submitted to the Commission embody the complete and final agreement for the sale or transfer of the station(s); and (b) these agreements comply fully with the Commission's rules and policies.	No
	Other Authorizations	Please upload an attachment detailing the call signs, locations, and facility identifiers of all other broadcast stations in which Transferee or any party to the application has an attributable interest.	

+1 (202) 776com

mdbasile@cooley.

Legal Representative

Broadcast Incubator Program	Is the proposed facility the subject of an incubation proposal or a 'reward' waiver request under the Commission's Broadcast Incubator Program?	No
Multiple Ownership	Is the Transferee or any party to the application the holder of an attributable radio joint sales agreement or an attributable radio or television time brokerage agreement with the station (s) subject to this application or with any other station in the same market as the station(s) subject to this application?	No
	Transferee certifies that the proposed assignment complies with the Commission's multiple ownership rules.	Yes
	 Transferee certifies that the proposed assignment: (1) does not present an issue under the Commission's policies relating to media interests of immediate family members; (2) complies with the Commission's policies relating to future ownership interests; and (3) complies with the Commission's restrictions relating to the insulation and nonparticipation of non-party investors and creditors. 	Yes
	Does the Transferee claim status as an "eligible entity," that is, an entity that qualifies as a small business under the Small Business Administration's size standards for its industry grouping (as set forth in 13 C.F.R. § 121-201), and holds (1) 30 percent or more of the stock or partnership interests and more than 50 percent of the voting power of the corporation or partnership that will own the media outlet; or (2) 15 percent or more of the stock or partnership interests and more than 50 percent of the voting power of the corporation or partnership that will own the media outlet, provided that no other person or entity owns or controls more than 25 percent of the outstanding stock or partnership interests; or (3) More than 50 percent of the voting power of the corporation that will own the media outlet (if such corporation is a publicly traded company)?	No
	Does this transfer include a grandfathered cluster of stations?	No
	Applicant certifies that it will come in compliance by divesting the necessary station(s) within 12 months of the consummation of this transaction to:	
	A) An Eligible Entity (as defined in Item 6d, above).	
	B) An Irrevocable Trust that will assign the station(s) to an Eligible Entity.	
Acquisition of Control	Please upload an attachment listing the file number and date of grant of FCC Form 301, 314, or 315 application by which the Commission approved the qualifications of the individual or entity with a pre-existing interest in the licensee/permittee that is now acquiring control of the licensee/permittee as a result of the grant of this application.	

Character Issues	Transferee certifies that neither transferee nor any party to the application has or has had any interest in, or connection with:	Yes
	 (a) any broadcast application in any proceeding where character issues were left unresolved or were resolved adversely against the applicant or any party to the application; or (b) any pending broadcast application in which character issues have been raised. 	
Adverse Findings	Transferee certifies that, with respect to the transferee and each party to the application, no adverse finding has been made, nor has an adverse final action been taken by any court or administrative body in a civil or criminal proceeding brought under the provisions of any law related to any of the following: any felony; mass media-related antitrust or unfair competition; fraudulent statements to another governmental unit; or discrimination.	Yes
Financial Qualifications	Transferee certifies that sufficient net liquid assets are on hand or are available from committed sources to consummate the transaction and operate the station(s) for three months.	Yes
Program Service Certification	Transferee certifies that it is cognizant of and will comply with its obligations as a Commission licensee to present a program service responsive to the issues of public concern facing the station's community of license and service area.	Yes
Auction Authorization	Transferee certifies that where less than five years have passed since the issuance of the construction permit and the permit had been acquired in an auction through the use of a bidding credit or other special measure, it would qualify for such credit or other special measure.	N/A
Equal Employment Opportunity (EEO)	If the applicant proposes to employ five or more full-time employees, applicant certifies that it is filing simultaneously with this application a Model EEO Program Report on FCC Form 396-A.	Yes

Question			
 Is the applicant a foreign government or the representative of any foreign government as specified in Section 310(a) of the Communications Act? 	No		
2) Is the applicant an alien or the representative of an alien? (Section 310(b)(1))	No		
3) Is the applicant a corporation, or non-corporate entity, that is organized under the laws of any foreign government? (Section 310(b)(2))	No		
4) Is the applicant an entity of which more than one-fifth of the capital stock, or other equity or voting interest, is owned of record or voted by aliens or their representatives or by a foreign government or representative thereof or by any entity organized under the laws of a foreign country? (Section 310(b)(3))	No		
5) Is the applicant directly or indirectly controlled by any other entity of which more than one-fourth of the capital stock, or other equity or voting interest, is owned of record or voted by aliens, their representatives, or by a foreign government or representative thereof, or by any entity organized under the laws of a foreign country? (Section 310(b)(4))	No		
6) Has the applicant received a declaratory ruling(s) under Section 310(b)(4) of the Communications Act?	Yes		
6a) Enter the citation of the applicable declaratory ruling by DA/FCC number, FCC Record citation, release date, or any other identifying information.	DA 19- 1205		
7) Has there been any change in the applicant's foreign ownership since issuance of the declaratory ruling(s) cited in response to Question 6?	Yes		

Tranferee Alien Ownership

8) Does the applicant certify that it is in compliance with the terms and conditions of the foreign ownership	Yes
declaratory ruling(s) cited in response to Question 6?	

9) In connection with this application, is the applicant filing a foreign ownership Petition for Declaratory Ruling pursuant to Section 310(b)(4) of the Communications Act?

Licensee	Section	Question	Response
/Permittee Certification	General Certification Statements	Licensee/Permittee certifies that it has answered each question in this application based on its review of the application instructions and worksheets. Licensee/Permittee further certifies that where it has made an affirmative certification below, this certification constitutes its representation that the application satisfies each of the pertinent standards and criteria set forth in the application instructions and worksheets.	
		The Licensee/Permittee certifies that neither the Licensee /Permittee nor any other party to the application is subject to a denial of Federal benefits pursuant to §5301 of the Anti- Drug Abuse Act of 1988, 21 U.S.C. § 862, because of a conviction for possession or distribution of a controlled substance. This certification does not apply to applications filed in services exempted under §1.2002(c) of the rules, 47 CFR . See §1.2002(b) of the rules, 47 CFR § 1.2002(b), for the definition of "party to the application" as used in this certification § 1.2002(c). The Licensee/Permittee certifies that all statements made in this application and in the exhibits, attachments, or documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.	
	Authorized Party to Sign	FAILURE TO SIGN THIS APPLICATION MAY RESULT IN DISMISSAL OF THE APPLICATION AND FORFEITURE OF ANY FEES PAID Upon grant of this application, the Authorization Holder may be subject to certain construction or coverage requirements. Failure to meet the construction or coverage requirements will result in automatic cancellation of the Authorization. Consult appropriate FCC regulations to determine the construction or coverage requirements that apply to the type of Authorization requested in this application. WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND /OR IMPRISONMENT (U.S. Code, Title 18, §1001) AND/OR REVOCATION OF ANY STATION AUTHORIZATION (U.S. Code, Title 47, §312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, §503).	
		I certify that this application includes all required and relevant attachments.	Yes
		I declare, under penalty of perjury, that I am an authorized representative of the above-named applicant for the Authorization(s) specified above.	Soohyung Kim Managing Member and CEO, Community News Media LLC
			04/01/2022

Response

No

General Certification Statements	Transferee certifies that it has answered each question in this application based on its review of the application instructions and worksheets. Transferee further certifies that where it has made an affirmative certification below, this certification constitutes its representation that the application satisfies each of the pertinent standards and criteria set forth in the application instructions and worksheets.	
	The Transferee certifies that neither the Transferee nor any other party to the application is subject to a denial of Federal benefits pursuant to §5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 862, because of a conviction for possession or distribution of a controlled substance. This certification does not apply to applications filed in services exempted under §1.2002(c) of the rules, 47 CFR . See §1. 2002(b) of the rules, 47 CFR § 1.2002(b), for the definition of "party to the application" as used in this certification § 1.2002 (c). The Transferee certifies that all statements made in this application and in the exhibits, attachments, or documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.	
Authorized Party to Sign	FAILURE TO SIGN THIS APPLICATION MAY RESULT IN DISMISSAL OF THE APPLICATION AND FORFEITURE OF ANY FEES PAID Upon grant of this application, the Authorization Holder may be subject to certain construction or coverage requirements. Failure to meet the construction or coverage requirements will result in automatic cancellation of the Authorization. Consult appropriate FCC regulations to determine the construction or coverage requirements that apply to the type of Authorization requested in this application. WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND /OR IMPRISONMENT (U.S. Code, Title 18, §1001) AND/OR REVOCATION OF ANY STATION AUTHORIZATION (U.S. Code, Title 47, §312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, §503).	
	I certify that this application includes all required and relevant attachments.	Yes
	I declare, under penalty of perjury, that I am an authorized representative of the above-named applicant for the Authorization(s) specified above.	Eric Greenberg Vice President and Secretary
		04/01/2022

Transferor	
Certification	

Section	Question	Response
General Certification Statements	Transferor certifies that it has answered each question in this application based on its review of the application instructions and worksheets. Transferor further certifies that where it has made an affirmative certification below, this certification constitutes its representation that the application satisfies each of the pertinent standards and criteria set forth in the application instructions and worksheets.	

	The Transferor certifies that neither the Transferor nor any other party to the application is subject to a denial of Federal benefits pursuant to §5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 862, because of a conviction for possession or distribution of a controlled substance. This certification does not apply to applications filed in services exempted under §1.2002(c) of the rules, 47 CFR . See §1. 2002(b) of the rules, 47 CFR § 1.2002(b), for the definition of "party to the application" as used in this certification § 1.2002 (c). The Transferor certifies that all statements made in this application and in the exhibits, attachments, or documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.	
Authorized Party to Sign	 FAILURE TO SIGN THIS APPLICATION MAY RESULT IN DISMISSAL OF THE APPLICATION AND FORFEITURE OF ANY FEES PAID Upon grant of this application, the Authorization Holder may be subject to certain construction or coverage requirements. Failure to meet the construction or coverage requirements will result in automatic cancellation of the Authorization. Consult appropriate FCC regulations to determine the construction or coverage requirements that apply to the type of Authorization requested in this application. WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND /OR IMPRISONMENT (U.S. Code, Title 18, §1001) AND/OR REVOCATION OF ANY STATION AUTHORIZATION (U.S. Code, Title 47, §312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, §503). 	
	I certify that this application includes all required and relevant attachments.	Yes
	I declare, under penalty of perjury, that I am an authorized representative of the above-named applicant for the Authorization(s) specified above.	Soohyung Kim Managing Member and CEO, Community News Media LLC
		04/01/2022

File Name	Uploaded By	Attachment Type	Description	Upload Status
Amended Comprehensive Exhibit - April 1, 2022.pdf	Applicant	Amendment	Amended Comprehensive Exhibit - April 1, 2022	Done with Virus Scan and/or Conversion
Transaction Document - Amended and Restated Dallas Houston APA.pdf	Applicant	All Purpose	Transaction Document - Amended and Restated Dallas Houston APA	Done with Virus Scan and/or Conversion
Transaction Document -Austin Station APA. pdf	Applicant	All Purpose	Transaction Document -Austin Station APA	Done with Virus Scan and/or Conversion
<u>Transaction Document - Contribution,</u> Exchange and Merger Agreement Exhibit <u>B (Redacted).pdf</u>	Applicant	All Purpose	Transaction Document - Contribution, Exchange and Merger Agreement Exhibit B (Redacted)	Done with Virus Scan and/or Conversior

Attachments

<u>Transaction Document - Contribution,</u> <u>Exchange and Merger Agreement Exhibit</u> <u>C (Redacted).pdf</u>	Applicant	All Purpose	Transaction Document - Contribution, Exchange and Merger Agreement Exhibit C (Redacted)	Done with Virus Scan and/or Conversior
Transaction Document - Contribution, Exchange and Merger Agreement.pdf	Applicant	All Purpose	Transaction Document - Contribution, Exchange and Merger Agreement	Done with Virus Scan and/or Conversior
<u>Transaction Document - Merger</u> <u>Agreement.pdf</u>	Applicant	All Purpose	Transaction Document - Merger Agreement	Done with Virus Scan and/or Conversior