

Federal Communications Commission Washington, D.C. 20554  <p style="text-align: center;"><b>FCC 316</b></p>	Approved by OMB 3060-0009 (June 2010)  FOR FCC USE ONLY
<p><b>APPLICATION FOR CONSENT TO ASSIGN BROADCAST STATION CONSTRUCTION PERMIT OR LICENSE OR TO TRANSFER CONTROL OF ENTITY HOLDING BROADCAST STATION CONSTRUCTION PERMIT OR LICENSE</b></p> <p>Read INSTRUCTIONS Before Filling Out Form</p>	FOR COMMISSION USE ONLY FILE NO. - 20161014AAU

**Section I - General Information**

1.	Legal Name of the Licensee/Permittee M.S. ACQUISITIONS & HOLDINGS, LLC	
	Mailing Address 535 ROUTE 38 E. SUITE 110	
	City CHERRY HILL	State or Country (if foreign address) NJ
	Zip Code 08002 -	
	Telephone Number (include area code) 6104960138	E-Mail Address (if available)
	FCC Registration Number: 0025597550	Call Sign WEMG
	Facility ID Number 74073	
2.	Contact Representative (if other than licensee/permittee) REID AVETT	Firm or Company Name DUANE MORRIS LLP
	Mailing Address 505 9TH STREET NW STE. 1000	
	City WASHINGTON	State or Country (if foreign address) DC
	ZIP Code 20004 -	
	Telephone Number (include area code) 2027765212	E-Mail Address (if available) RAVETT@DUANEMORRIS.COM
3.	If this application has been submitted without a fee, indicate reason for fee exemption (see 47 C.F.R. Section 1.1114): <input type="radio"/> Governmental Entity <input type="radio"/> Noncommercial Educational Licensee/Permittee <input type="radio"/> Other <input checked="" type="radio"/> N/A (Fee Required)	
4.	a. <input checked="" type="radio"/> Voluntary Assignment or Transfer of Control <input type="radio"/> Involuntary Assignment or Transfer of Control <input type="radio"/> Amendment to pending application File number of pending application: -  If an amendment, <b>submit as an Exhibit</b> a listing, by Section and Question Number, of the portions of the pending application that are being revised. <span style="float: right;">[Exhibit 1]</span>	
	b. Applicant certifies that the use of FCC Form 316 is appropriate for this transaction. <span style="float: right;"> <input checked="" type="radio"/> Yes                       <input type="radio"/> No                      See Explanation in [Exhibit 2]                 </span>	
5.	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)? <span style="float: right;"> <input type="radio"/> Yes                       <input checked="" type="radio"/> No                      [Exhibit 3]                 </span>	
	If yes, list pertinent authorizations in an Exhibit.	

**NOTE: In addition to the information called for in this section, an explanatory exhibit providing full particulars must be submitted for each question for which a "No" response is provided.**

**Section II - Assignor/Transferor**

1.	<b>Certification.</b> Assignor/Transferor certifies that it has answered each question in this application based on its review of the application instructions and worksheets. Assignor/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.	<input checked="" type="radio"/> Yes <input type="radio"/> No									
2.	<table border="1" style="width:100%; border-collapse: collapse;"> <tr> <td style="width:25%; padding: 5px;">Application for (check one):</td> <td style="width:25%; padding: 5px;"><input type="radio"/> Consent to Assign Construction Permit</td> <td style="width:25%; padding: 5px;"><input type="radio"/> Consent to Transfer Control of Permittee</td> </tr> <tr> <td style="padding: 5px;"></td> <td style="padding: 5px;"><input checked="" type="radio"/> Consent to Assign License</td> <td style="padding: 5px;"><input type="radio"/> Consent to Transfer Control of Licensee</td> </tr> <tr> <td style="padding: 5px;"></td> <td colspan="2" style="padding: 5px;"><input type="radio"/> Amendment to pending application</td> </tr> </table>	Application for (check one):	<input type="radio"/> Consent to Assign Construction Permit	<input type="radio"/> Consent to Transfer Control of Permittee		<input checked="" type="radio"/> Consent to Assign License	<input type="radio"/> Consent to Transfer Control of Licensee		<input type="radio"/> Amendment to pending application		
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3.	Legal Name of the Assignor/Transferor M.S. ACQUISITIONS & HOLDINGS, LLC Mailing Address 535 ROUTE 38 E. STE. 170 <table border="1" style="width:100%; border-collapse: collapse;"> <tr> <td style="width:33%; padding: 5px;">City CHERRY HILL</td> <td style="width:33%; padding: 5px;">State or Country (if foreign address) NJ</td> <td style="width:33%; padding: 5px;">Zip Code 08002 -</td> </tr> <tr> <td colspan="2" style="padding: 5px;">Telephone Number (include area code) 6104960138</td> <td style="padding: 5px;">E-Mail Address (if available)</td> </tr> </table>		City CHERRY HILL	State or Country (if foreign address) NJ	Zip Code 08002 -	Telephone Number (include area code) 6104960138		E-Mail Address (if available)			
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Telephone Number (include area code) 2027765212		E-Mail Address (if available) RAVETT@DUANEMORRIS.COM									
	If more than one Transferor, submit the information requested in Questions 3 and 4 for each transferor. [Exhibit 4]										
5.	<b>Authorizations to be Assigned/Transferred.</b> List the authorized stations and construction permits to be assigned/transferred. Provide the Facility Identification Number and the Call Sign, or the Facility Identification Number and the File Number of the Construction Permit, and the location, for each station to be assigned/transferred. Include main stations, FM and/or TV translator stations, LPTV stations, FM and/or TV booster stations.  [Enter Station Information]  List the authorized stations and construction permits to be assigned/transferred. Provide the Facility Identification Number and the Call Sign, or the Facility Identification Number and the File Number of the Construction Permit, and the location, for each station to be assigned/transferred. Include main stations, FM and/or TV translator stations, LPTV stations, FM and/or TV booster stations.  <table border="1" style="width:100%; border-collapse: collapse;"> <thead> <tr> <th style="width:15%;">Facility ID Number</th> <th style="width:40%;">Call Sign or Construction Permit File Number</th> <th style="width:20%;">City</th> <th style="width:25%;">State</th> </tr> </thead> <tbody> <tr> <td style="text-align:center;">74073</td> <td style="text-align:center;">WEMG-</td> <td style="text-align:center;">CAMDEN</td> <td style="text-align:center;">NJ</td> </tr> </tbody> </table>		Facility ID Number	Call Sign or Construction Permit File Number	City	State	74073	WEMG-	CAMDEN	NJ	
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74073	WEMG-	CAMDEN	NJ								
6.	<b>Agreements for Sale/Transfer of Station.</b> a. If the transaction is voluntary, Assignor/Transferor certifies that: i. it has placed in licensee's/permittee's public inspection file(s) and submitted as an exhibit to this	<input checked="" type="radio"/> Yes <input type="radio"/> No <input type="radio"/> N/A									

<p>item copies of all agreements for the assignment/transfer of the station(s);</p> <p>ii. these documents embody the complete and final understanding between assignor/transferor and assignee/transferee; and</p> <p>iii. these agreements comply fully with the Commission's rules and policies.</p> <p>b. If the transaction is involuntary, the Assignor/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.</p> <p><b>Exhibit Required</b></p>	<p>[Exhibit 5]</p> <p><input type="radio"/> Yes <input type="radio"/> No</p> <p><input checked="" type="radio"/> N/A</p> <p>[Exhibit 6]</p>
<p>7. <b>Character Issues.</b> Assignor/Transferor certifies that neither licensee/permittee nor any party to the application has or has had any interest in, or connection with:</p> <p>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</p> <p>b. any pending broadcast application in which character issues have been raised.</p>	<p><input checked="" type="radio"/> Yes <input type="radio"/> No</p> <p>See Explanation in [Exhibit 7]</p>
<p>8. <b>Adverse Findings.</b> Assignor/Transferor certifies that, with respect to the assignor/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.</p>	<p><input checked="" type="radio"/> Yes <input type="radio"/> No</p> <p>See Explanation in [Exhibit 8]</p>
<p>9. <b>Auction Authorization.</b> Assignor/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.</p>	<p><input type="radio"/> Yes <input type="radio"/> No</p> <p><input checked="" type="radio"/> N/A</p> <p>See Explanation in [Exhibit 9]</p>
<p>10. <b>Anti-Drug Abuse Act Certification.</b> Assignor/Transferor certifies that neither licensee/permittee nor any party to the application is subject to denial of federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. Section 862.</p>	<p><input checked="" type="radio"/> Yes <input type="radio"/> No</p>

I certify that the statements in this application are true, complete, and correct to the best of my knowledge and belief, and are made in good faith. I acknowledge that all certifications and attached Exhibits are considered material representations.

<p>Typed or Printed Name of Person Signing MICHAEL SCIORE</p>	<p>Typed or Printed Title of Person Signing CHIEF EXECUTIVE OFFICER</p>
<p>Signature</p>	<p>Date 10/14/2016</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).

**NOTE: In addition to the information called for in this section, an explanatory exhibit providing full particulars must be submitted for each question for which a "No" response is provided.**

**Section III - Assignee/Transferee**

<p>1. <b>Certification.</b> Assignee/Transferee certifies that it has answered each question in this application based on its review of the application instructions and worksheets. Assignee/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.</p>	<p><input checked="" type="radio"/> Yes <input type="radio"/> No</p>
<p>2. Legal Name of the Assignee/Transferee MEGA-PHILADELPHIA LLC</p> <p>Mailing Address 535 ROUTE 38 E. STE. 170</p>	

City CHERRY HILL	State or Country (if foreign address) NJ	Zip Code 08002 -																
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If more than one Transferee, submit the information requested in Questions 2 and 3 for each transferee.		[Exhibit 10]																
4. <b>Agreements for Sale/Transfer of Station.</b> Assignee/Transferee certifies that: a. the written agreements in the licensee/permittee's public inspection file 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.		<input checked="" type="radio"/> Yes <input type="radio"/> No [Exhibit 11]																
5. <b>Changes in interests as a result of assignment/transfer.</b> a. [Enter Changes in Interests Information]																		
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MICHAEL SCIORE, 535 ROUTE 38 E., STE. 170, CHERRY HILL, NJ 08002	US																	
or [Exhibit 12]																		
b. Applicant certifies that equity interests not set forth above are non-attributable.		<input type="radio"/> Yes <input type="radio"/> No  <input checked="" type="radio"/> N/A  [Exhibit 13]																
6. <b>Other Authorizations.</b> List call signs, locations, and facility identifiers of all other broadcast stations		<input checked="" type="checkbox"/> N/A																

	in which assignee/transferee or any party to the application has an attributable interest.	[Exhibit 14]
7.	<b>Acquisition of Control.</b> List 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.	<input type="checkbox"/> N/A [Exhibit 15]
8.	<b>Character Issues.</b> Assignee/Transferee certifies that neither assignee/transferee 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.	<input checked="" type="radio"/> Yes <input type="radio"/> No See Explanation in [Exhibit 16]
9.	<b>Adverse Findings.</b> Assignee/Transferee certifies that, with respect to the assignee/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.	<input checked="" type="radio"/> Yes <input type="radio"/> No See Explanation in [Exhibit 17]
10.	<b>Alien Ownership and Control.</b> Assignee/Transferee certifies that it complies with the provisions of Section 310 of the Communications Act of 1934, as amended, relating to interests of aliens and foreign governments.	<input checked="" type="radio"/> Yes <input type="radio"/> No See Explanation in [Exhibit 18]
11.	<b>Auction Authorization.</b> Assignee/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.	<input type="radio"/> Yes <input type="radio"/> No <input checked="" type="radio"/> N/A See Explanation in [Exhibit 19]
12.	<b>Anti-Drug Abuse Act Certification.</b> Assignee/transferee certifies that neither licensee/permittee nor any party to the application is subject to denial of federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. Section 862.	<input checked="" type="radio"/> Yes <input type="radio"/> No

I certify that the statements in this application are true, complete, and correct to the best of my knowledge and belief, and are made in good faith. I acknowledge that all certifications and attached Exhibits are considered material representations. I hereby waive any claim to the use of any particular frequency as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise, and request an authorization in accordance with this application. (See Section 304 of the Communications Act of 1934, as amended.)

Typed or Printed Name of Person Signing MICHAEL SCIORE	Typed or Printed Title of Person Signing CHIEF EXECUTIVE OFFICER
Signature	Date 10/14/2016

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).

## Exhibits

### Exhibit 2

**Description:** VALID USE OF FORM 316

THE TRANSFEROR SEEKS TO CONTRIBUTE ALL OF ITS ASSETS, INCLUDING THE LICENSE FOR WEMG, TO A WHOLLY-OWNED SUBSIDIARY, MEGA-PHILADELPHIA LLC. THERE IS NO CONSIDERATION FOR THIS CONTRIBUTION.

### Attachment 2

### Exhibit 5

**Description:** AGREEMENT

ATTACHED IS A COPY OF THE CONTRIBUTION AGREEMENT WHICH IS IN FINAL FORM.

**Attachment 5**

Description
<u>Contribution Agreement</u>

**Exhibit 11**

**Description:** AGREEMENT

SEE EXHIBIT 5.

**Attachment 11**

**Exhibit 15**

**Description:** PRIOR APPLICATION FOR CONSENT

THE TRANSFEROR WAS THE ASSIGNEE UNDER FCC FORM 314 FILE NO. BAL-20160526ABF.

**Attachment 15**