

FCC IBFS - Electronic Filing

Submission\_id :IB2008000342

Successfully filed on :Feb 15 2008 2:21:16:090PM

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E050338,  
E040278 +  
E960167

Pro-Forma Assignment  
from Newschannel  
5 Network, L.P.  
to Newschannel  
5 Network, LLC  
WTVF(TN), Nashville, TN

# Remittance ID:1335719 Authorization

## Number:267003

### Successful Authorization -- Date Paid: 2/15/08

### FILE COPY ONLY!!

READ INSTRUCTIONS CAREFULLY BEFORE PROCEEDING  (1) LOCKBOX #979093	FEDERAL COMMUNICATIONS COMMISSION <b>REMITTANCE ADVICE</b> <b>FORM 159</b> PAGE NO 1 OF 2	APPROVED BY OMB 3060-059  SPECIAL USE  FCC USE ONLY
<b>SECTION A - Payer Information</b>		
(2) PAYER NAME (if paying by credit card, enter name exactly as it appears on your card) <b>Wiley Rein LLP</b>		(3) TOTAL AMOUNT PAID (dollars and cents) <b>\$795.00</b>
(4) STREET ADDRESS LINE NO. 1 <b>1776 K Street, N.W.</b>		
(5) STREET ADDRESS LINE NO. 2		
(6) CITY <b>Washington</b>	(7) STATE <b>DC</b>	(8) ZIP CODE <b>20006-2304</b>
(9) DAYTIME TELEPHONE NUMBER (INCLUDING AREA CODE) <b>202-7197000 x7235</b>		(10) COUNTRY CODE (IF NOT IN U.S.A.) <b>US</b>
<b>FCC REGISTRATION NUMBER (FRN) AND TAX IDENTIFICATION NUMBER (TIN) REQUIRED</b>		
(11) PAYER (FRN) <b>0002151744</b>	(12) FCC USE ONLY	
IF PAYER NAME AND THE APPLICANT NAME ARE DIFFERENT, COMPLETE SECTION B IF MORE THAN ONE APPLICANT, USE CONTINUATION SHEETS (FORM 159-C)		
(13) APPLICANT NAME <b>NewsChannel 5 Network, L.P.</b>		
(14) STREET ADDRESS LINE NO. 1 <b>474 James Robertson Parkway</b>		
(15) STREET ADDRESS LINE NO. 2		
(16) CITY <b>Nashville</b>	(17) STATE <b>TN</b>	(18) ZIP CODE <b>37219-</b>
(19) DAYTIME TELEPHONE NUMBER (INCLUDING AREA CODE) <b>615-244-5000</b>		(20) COUNTRY CODE (IF NOT IN U.S.A.) <b>US</b>
<b>FCC REGISTRATION NUMBER (FRN) AND TAX IDENTIFICATION NUMBER (TIN) REQUIRED</b>		
(21) APPLICANT (FRN) <b>0008982431</b>	(22) FCC USE ONLY	
<b>COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET</b>		
(23A) FCC Call Sign/Other ID	(24A) Payment Type Code(PTC) <b>CFX</b>	(25A) Quantity <b>1</b>
(26A) Fee Due for (PTC) <b>\$160.00</b>	(27A) Total Fee <b>\$160.00</b>	FCC Use Only
(28A) FCC CODE 1 <b>E040278</b>	(29A) FCC CODE 2 <b>IB2008000342</b>	
(23B) FCC Call Sign/Other ID	(24B) Payment Type Code(PTC) <b>CFX</b>	(25B) Quantity <b>1</b>
(26B) Fee Due for (PTC) <b>\$160.00</b>	(27B) Total Fee <b>\$160.00</b>	FCC Use Only
(28B) FCC CODE 1 <b>E960167</b>	(29B) FCC CODE 2 <b>IB2008000342</b>	

REMITTANCE ADVICE (Continuation Sheet) FEDERAL COMMUNICATIONS COMMISSION <b>FORM 159-C</b> PAGE NO 2 OF 2	APPROVED BY OMB 3060-058
	SPECIAL USE
	FCC USE ONLY

**USE THIS SECTION ONLY FOR EACH ADDITIONAL APPLICANT  
SECTION BB - ADDITIONAL APPLICANT INFORMATION**

(13) APPLICANT NAME <b>NewsChannel 5 Network, L.P.</b>		
(14) STREET ADDRESS LINE NO. 1 <b>474 James Robertson Parkway</b>		
(15) STREET ADDRESS LINE NO. 2		

(16) CITY <b>Nashville</b>	(17) STATE <b>TN</b>	(18) ZIP CODE <b>37219-</b>
(19) DAYTIME TELEPHONE NUMBER (INCLUDING AREA CODE) <b>615-244-5000</b>	(20) COUNTRY CODE (IF NOT IN U.S.A.) <b>US</b>	

**FCC REGISTRATION NUMBER (FRN) AND TAX IDENTIFICATION NUMBER (TIN) REQUIRED**

(21) APPLICANT (FRN) <b>0008982431</b>	(22) FCC USE ONLY
---	-------------------

**COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET**

(23A) FCC Call Sign/Other ID	(24A) Payment Type Code(PTC) <b>CNX</b>	(25A) Quantity <b>1</b>
(26A) Fee Due for (PTC) <b>\$475.00</b>	(27A) Total Fee <b>\$475.00</b>	FCC Use Only
(28A) FCC CODE 1 <b>E050338</b>	(29A) FCC CODE 2 <b>IB2008000342</b>	

(23B) FCC Call Sign/Other ID	(24B) Payment Type Code(PTC)	(25B) Quantity
(26B) Fee Due for (PTC)	(27B) Total Fee	FCC Use Only
(28B) FCC CODE 1	(29B) FCC CODE 2	

(23C) FCC Call Sign/Other ID	(24C) Payment Type Code(PTC)	(25C) Quantity
(26C) Fee Due for (PTC)	(27C) Total Fee	FCC Use Only
(28C) FCC CODE 1	(29C) FCC CODE 2	

(23D) FCC Call Sign/Other ID	(24D) Payment Type Code(PTC)	(25D) Quantity
(26D) Fee Due for (PTC)	(27D) Total Fee	FCC Use Only
(28D) FCC CODE 1	(29D) FCC CODE 2	

(23E) FCC Call Sign/Other ID	(24E) Payment Type Code(PTC)	(25E) Quantity
(26E) Fee Due for (PTC)	(27E) Total Fee	FCC Use Only
(28E) FCC CODE 1	(29E) FCC CODE 2	

(23F) FCC Call Sign/Other ID	(24F) Payment Type Code(PTC)	(25F) Quantity
(26F) Fee Due for (PTC)	(27F) Total Fee	FCC Use Only
(28F) FCC CODE 1	(29F) FCC CODE 2	

FCC FORM 159-C February 2003(REVISED)

**Electronic Form 159****Payment Confirmation**

**Your transaction has been approved. For your records, please note the following:**

<b>REMITTANCE ID NUMBER :</b>	<b>1335719</b>
<b>AUTHORIZATION NUMBER :</b>	<b>267003</b>
<b>AMOUNT PAID :</b>	<b>\$795.00</b>

[PRINT FORM 159](#)[CLOSE](#)**Customer Service**[FCC Fees](#)[Web Policies / Privacy Policy](#)[FCC Home Page](#)

If you have any questions or concerns please contact your licensing system help desk.



## Electronic Form 159

## Payment Summary

**New bank mailing address for manual payments.**[Click here for details.](#)

Applicant FRN	Applicant Name	Fee Due
0008982431	NewsChannel 5 Network, L.P.	\$795.00
<b>Total Amount Due :</b>		<b>\$795.00</b>

[VIEW FORM 159](#)[PAY BY CREDIT CARD](#)

**Note:** When you click **Pay By Credit Card**, the new U.S. Treasury credit card transaction screen includes some changes that may appear new to frequent FCC applicants who use our system:

- Besides typing your credit card number, you are now required to type your card's security code, the last group of numbers printed on the security strip on the back of your card, except for American Express, which has a four digit security code on the front of the card. ([Click sample](#)).
- Ensure the card holder name on the **Payment Information** screen is the same as the name specified on the credit card used for making a payment. If not, you can edit the card holder name field to match the name printed on the credit card.
- The U.S. Treasury may reject Credit Card transactions greater than \$99,999.99. This limit includes multiple transactions on the same Credit Card totaling more than this limit in a single day. For transactions greater than \$99,999.99, an alternative method of payment must be used. Payment methods can be found at <http://www.fcc.gov/fees>. Reference: Treasury Bulletin No. 2005-03 (<http://www.fms.treas.gov/tfm/vol1/05-03.html>)

**Customer Service**[FCC Fees](#)[Web Policies / Privacy Policy](#)[FCC Home Page](#)

If you have any questions or concerns please contact your licensing system help desk.

Date & Time Filed: Feb 15 2008 2:21:16:090PM  
File Number: SES-ASG-INTR2008-00342

APPLICATION FOR SATELLITE SPACE AND EARTH STATION AUTHORIZATIONS FOR TRANSFER OF CONTROL OR ASSIGNMENTFCC 312 MAIN FORM FOR OFFICIAL USE ONLY	FCC Use Only
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**APPLICANT INFORMATION**

Enter a description of this application to identify it on the main menu:  
Pro-Forma Assignment of License for Earth Stations E050338, E040278 and E960167

**1-8. Legal Name of Applicant**

<b>Name:</b>	NewsChannel 5 Network, L.P.	<b>Phone Number:</b>	615-244-5000
<b>DBA</b>		<b>Fax Number:</b>	
<b>Name:</b>		<b>E-Mail:</b>	
<b>Street:</b>	474 James Robertson Parkway	<b>State:</b>	TN
<b>City:</b>	Nashville	<b>Zipcode:</b>	37219
<b>Country:</b>	USA		-
<b>Attention:</b>	James R. Bayes, Esq.		

9-16. Name of Contact Representative

<b>Name:</b>	James R. Bayes, Esq.	<b>Phone Number:</b>	202-719-7064
<b>Company:</b>	Wiley Rein LLP	<b>Fax Number:</b>	202-719-7049
<b>Street:</b>	1776 K Street, N.W.	<b>E-Mail:</b>	jbayes@wileyrein.com
<b>City:</b>	Washington	<b>State:</b>	DC
<b>Country:</b>	USA	<b>Zipcode:</b>	20006-
<b>Attention:</b>		<b>Relationship:</b>	Legal Counsel

CLASSIFICATION OF FILING

17. Choose the button next to the classification that applies to this filing for both questions a. and b. Choose only one for 17a and only one for 17b.

- ☒ a1. Earth Station  
☐ a2. Space Station

- (N/A) b1. Application for License of New Station  
(N/A) b2. Application for Registration of New Domestic Receive-Only Station  
(N/A) b3. Amendment to a Pending Application  
(N/A) b4. Modification of License or Registration  
☒ b5. Assignment of License or Registration  
☐ b6. Transfer of Control of License or Registration  
(N/A) b7. Notification of Minor Modification  
(N/A) b8. Application for License of New Receive-Only Station Using Non-U.S. Licensed Satellite  
(N/A) b9. Letter of Intent to Use Non-U.S. Licensed Satellite to Provide Service in the United States  
(N/A) b10. Other (Please specify)

17c. Is a fee submitted with this application? <input checked="" type="radio"/> If Yes, complete and attach FCC Form 159. If No, indicate reason for fee exemption (see 47 C.F.R. Section 1.1114). <input type="radio"/> Governmental Entity <input type="radio"/> Noncommercial educational licensee <input type="radio"/> Other (please explain):		
17d.		
Fee Classification A CNX – Fixed Satellite Transmit/Receive Earth Station	Quantity 1 (First Station)	
Fee Classification B CFX – Fixed Satellite Transmit/Receive Earth Station	Quantity 2 (Each Additional Station)	
18. If this filing is in reference to an existing station, enter: (a) Call sign of station: Not Applicable		19. If this filing is an amendment to a pending application enter: (a) Date pending application was filed:      (b) File number of pending application: Not Applicable      Not Applicable



# TYPE OF SERVICE

20. NATURE OF SERVICE: This filing is for an authorization to provide or use the following type(s) of service(s): Select all that apply:

- ☒ a. Fixed Satellite
- ☐ b. Mobile Satellite
- ☐ c. Radiodetermination Satellite
- ☐ d. Earth Exploration Satellite
- ☐ e. Direct to Home Fixed Satellite
- ☐ f. Digital Audio Radio Service
- ☐ g. Other (please specify)

21. STATUS: Choose the button next to the applicable status. Choose only one.

☐ Common Carrier      ☒ Non-Common Carrier

22. If earth station applicant, check all that apply.

- ☒ Using U.S. licensed satellites
- ☐ Using Non-U.S. licensed satellites

23. If applicant is providing INTERNATIONAL COMMON CARRIER service, see instructions regarding Sec. 214 filings. Choose one. Are these facilities:

☐ Connected to a Public Switched Network      ☐ Not connected to a Public Switched Network      ☒ N/A

24. FREQUENCY BAND(S): Place an "X" in the box(es) next to all applicable frequency band(s).

- ☐ a. C-Band (4/6 GHz)      ☒ b. Ku-Band (12/14 GHz)
- ☐ c. Other (Please specify upper and lower frequencies in MHz.)

Frequency Lower:      Frequency Upper:

# TYPE OF STATION

25. CLASS OF STATION: Choose the button next to the class of station that applies. Choose only one.

- ☐ a. Fixed Earth Station
- ☒ b. Temporary—Fixed Earth Station
- ☐ c. 12/14 GHz VSAT Network
- ☐ d. Mobile Earth Station
- ☐ e. Geostationary Space Station
- ☐ f. Non-Geostationary Space Station
- ☐ g. Other (please specify)

26. TYPE OF EARTH STATION FACILITY: Choose only one.

- ☐ Transmit/Receive
- ☒ Transmit-Only
- ☐ Receive-Only
- ☐ N/A

## PURPOSE OF MODIFICATION

27. The purpose of this proposed modification is to: (Place an "X" in the box(es) next to all that apply.)

Not Applicable

# ENVIRONMENTAL POLICY

28. Would a Commission grant of any proposal in this application or amendment have a significant environmental impact as defined by 47 CFR 1.1307? If YES, submit the statement as required by Sections 1.1308 and 1.1311 of the Commission's rules, 47 C.F.R. 1.1308 and 1.1311, as an exhibit to this application. A Radiation Hazard Study must accompany all applications for new transmitting facilities, major modifications, or major amendments.

☐ Yes ☒ No

**ALIEN OWNERSHIP** Earth station applicants not proposing to provide broadcast, common carrier, aeronautical en route or aeronautical fixed radio station services are not required to respond to Items 30-34.

29. Is the applicant a foreign government or the representative of any foreign government?

☐ Yes ☒ No

30. Is the applicant an alien or the representative of an alien?

☐ Yes ☒ No  
☐ N/A

31. Is the applicant a corporation organized under the laws of any foreign government?

☐ Yes ☒ No  
☐ N/A

32. Is the applicant a corporation of which more than one-fifth of the capital stock is owned of record or voted by aliens or their representatives or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country?

☐ Yes ☒ No  
☐ N/A

33. Is the applicant a corporation directly or indirectly controlled by any other corporation of which more than one-fourth of the capital stock is owned of record or voted by aliens, their representatives, or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country?	<input type="radio"/> Yes <input checked="" type="radio"/> No <input type="radio"/> N/A
34. If any answer to questions 29, 30, 31, 32 and/or 33 is Yes, attach as an exhibit an identification of the aliens or foreign entities, their nationality, their relationship to the applicant, and the percentage of stock they own or vote.	

#### BASIC QUALIFICATIONS

35. Does the Applicant request any waivers or exemptions from any of the Commission's Rules? If Yes, attach as an exhibit, copies of the requests for waivers or exceptions with supporting documents.	<input type="radio"/> Yes <input checked="" type="radio"/> No
36. Has the applicant or any party to this application or amendment had any FCC station authorization or license revoked or had any application for an initial, modification or renewal of FCC station authorization, license, or construction permit denied by the Commission? If Yes, attach as an exhibit, an explanation of circumstances.	<input type="radio"/> Yes <input checked="" type="radio"/> No
37. Has the applicant, or any party to this application or amendment, or any party directly or indirectly controlling the applicant ever been convicted of a felony by any state or federal court? If Yes, attach as an exhibit, an explanation of circumstances.	<input type="radio"/> Yes <input checked="" type="radio"/> No

<p>38. Has any court finally adjudged the applicant, or any person directly or indirectly controlling the applicant, guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement or any other means or unfair methods of competition? If Yes, attach as an exhibit, an explanation of circumstances</p>	<p><input type="radio"/> Yes      <input checked="" type="radio"/> No</p>
<p>39. Is the applicant, or any person directly or indirectly controlling the applicant, currently a party in any pending matter referred to in the preceding two items? If yes, attach as an exhibit, an explanation of the circumstances.</p>	<p><input type="radio"/> Yes      <input checked="" type="radio"/> No</p>
<p>40. If the applicant is a corporation and is applying for a space station license, attach as an exhibit the names, address, and citizenship of those stockholders owning a record and/or voting 10 percent or more of the Filer's voting stock and the percentages so held. In the case of fiduciary control, indicate the beneficiary(ies) or class of beneficiaries. Also list the names and addresses of the officers and directors of the Filer.</p>	
<p>41. By checking Yes, the undersigned certifies, that neither applicant nor any other party to the application is subject to a denial of Federal benefits that includes FCC benefits pursuant to Section 5301 of the Anti-Drug Act of 1988, 21 U.S.C. Section 862, because of a conviction for possession or distribution of a controlled substance. See 47 CFR 1.2002(b) for the meaning of "party to the application" for these purposes.</p>	<p><input checked="" type="radio"/> Yes      <input type="radio"/> No</p>
<p>42a. Does the applicant intend to use a non-U.S. licensed satellite to provide service in the United States? If Yes, answer 42b and attach an exhibit providing the information specified in 47 C.F.R. 25.137, as appropriate. If No, proceed to question 43.</p>	<p><input type="radio"/> Yes      <input checked="" type="radio"/> No</p>

42b. What administration has licensed or is in the process of licensing the space station? If no license will be issued, what administration has coordinated or is in the process of coordinating the space station?

43. Description. (Summarize the nature of the application and the services to be provided).  
(If the complete description does not appear in this box, please go to the end of the form to view it in its entirety.)

This application seeks a pro-forma assignment of the licenses for transportable earth stations E050338, E040278 and E960167 from Newschannel 5 Network, L.P. to Newschannel 5 Network, LLC.

#### CERTIFICATION

The Applicant waives any claim to the use of any particular frequency or of the electromagnetic spectrum as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise, and requests an authorization in accordance with this application. The applicant certifies that grant of this application would not cause the applicant to be in violation of the spectrum aggregation limit in 47 CFR Part 20. All statements made in exhibits are a material part hereof and are incorporated herein as if set out in full in this application. The undersigned, individually and for the applicant, hereby certifies that all statements made in this application and in all attached exhibits are true, complete and correct to the best of his or her knowledge and belief, and are made in good faith.

<p>44. Applicant is a (an): (Choose the button next to applicable response.)</p> <p> <input type="radio"/> Individual  <input type="radio"/> Unincorporated Association  <input checked="" type="radio"/> Partnership  <input type="radio"/> Corporation  <input type="radio"/> Governmental Entity  <input type="radio"/> Other (please specify)         </p>				
<p>45. Name of Person Signing Deborah F. Turner</p>	<p>46. Title of Person Signing President</p>			
<p>47. Please supply any need attachments.</p> <table border="1"> <tr> <td>Attachment 1:</td> <td>Attachment 2:</td> <td>Attachment 3:</td> </tr> </table>		Attachment 1:	Attachment 2:	Attachment 3:
Attachment 1:	Attachment 2:	Attachment 3:		
<p>WILLFUL FALSE STATEMENTS MADE ON THIS FORM ARE PUNISHABLE BY FINE AND / OR IMPRISONMENT          (U.S. Code, Title 18, Section 1001), AND/OR REVOCATION OF ANY STATION AUTHORIZATION          (U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).</p>				

SATELLITE EARTH STATION AUTHORIZATIONS  
FCC Form 312 – Schedule A  
FOR OFFICIAL USE ONLY

Select one of the following	
<input checked="" type="radio"/> CONSENT TO TRANSFER OF CONTROL <input type="radio"/> NOTIFICATION OF TRANSFER OF CONTROL OF RECEIVE ONLY REGISTRATION	<input checked="" type="radio"/> CONSENT TO ASSIGNMENT OF LICENSE <input type="radio"/> NOTIFICATION OF ASSIGNMENT OF RECEIVE ONLY REGISTRATION
A.1. Name of Licensee (as shown on FCC 312 – Main Form)	
Name:	Newschannel 5 Network, L.P.
DBA Name:	
Street:	474 James Robertson Parkway
City:	Nashville
Country:	USA
Attention:	James R. Bayes, Esq.
Phone Number:	615-244-5000
Fax Number:	
E-Mail:	
State:	TN
Zipcode:	37219

A8. List Callsign(s) of station(s) being assigned or transferred

Callsign:	Callsign:	Callsign:	Callsign:
E960167	E040278	E050338	



A9. No. of station(s) listed

3

A10. Name of Transferor/ Assignor

**Name:** Newschannel 5 Network, L.P. **Phone Number:** 615-244-5000  
**Company:**  
**Street:** 474 James Robertson Parkway **Fax Number:**  
**E-Mail:**  
**City:** Nashville **State:** PA  
**Country:** USA **Zipcode:** 37219  
**Attention:** **Relationship:**

A15. Name of Transferee/ Assignee

**Name:** Newschannel 5 Network, LLC **Phone Number:** 615-244-5000  
**DBA Name:** **Fax Number:**  
**Street:** 474 James Robertson Parkway **E-Mail:**  
**City:** Nashville **State:** TN  
**Country:** USA **Zipcode:** 37219  
**Attention:** James R Bayes Esq.

<p>A20. If these facilities are licensed, is the transferee / assignee directly or indirectly controlled by any other entity? If yes, attach as Exhibit E, a statement (including organizational diagrams where appropriate) which fully and completely identifies the nature and extent of control including: (1) the name, address, citizenship, and primary business of the controlling entity and any intermediate subsidiaries or parties, and (2) the names, addresses, citizenship, and the percentages of voting and equity stock of those stockholders holding 10 percent or more of the controlling corporation's voting stock.</p>	<p>Yes <input checked="" type="radio"/> No <input type="radio"/> N/A <input type="radio"/></p>
<p>A21. If these facilities are licensed, attach as Exhibit F, a complete statement setting forth the facts which show how the assignment or transfer will serve the public interest.</p>	

#### CERTIFICATION

<p>1. The undersigned, individually and for licensee, certifies that all attached exhibits pertain to Schedule A and all statement made in Schedule A of this application are true, compete and correct to the best of his/her knowledge and belief. The undersigned also certifies that any contracts or other instruments submitted herewith are complete and constitute the full agreement.</p> <p>2. The undersigned represents that stock will not be delivered and that control will not be transferred until the Commission's consent has been received, but that transfer of control or assignment of license will be completed within 60 days of Commission consent. The undersigned also acknowledges that the Commission must be notified by letter within 30 days of consummation.</p>	
<p>A22. Printed Name of Licensee (Must agree with A1) Newschannel 5 Network, L.P.</p>	<p>A24. Title (Office Held by Person Signing) President</p>
<p>A26. Printed Name of License Transferor / Assignor (Must agree with A10) Newschannel 5 Network, L.P.</p>	<p>A28. Title (Office Held by Person Signing) President</p>
<p>A26. Printed Name of License Transferee / Assignee (Must agree with A15) Newschannel 5 Network, LLC</p>	<p>A28. Title (Office Held by Person Signing) President</p>

**Federal Communications Commission Applications**

**Fri Feb 15 13:51:37 US/Eastern 2008**

**Account number: 738389**

**ATTACHMENT NAME: Exhibit E**

**DESCRIPTION: Description of Transaction**

**REMOTE FILENAME: C:\Documents and Settings\bclaydon\My Documents\PDF  
Output\E050338, E040278 & E960167 Exhibit E pro-forma assignment.pdf**

**FILE SIZE = 256695**

**Your attachment has been received and is now being stored.  
This step may take several minutes, particularly for large attachments.**

**Please be patient.**

**Upload successfully completed.**

**[Return to the Form.](#)**

This application seeks FCC consent to a *pro forma* intra-corporate restructuring involving the conversion of the licensee of transportable earth stations E050338, E040278 and E960167, from a limited partnership to a limited liability company, which limited liability company resulting from such conversion is under state law “deemed to be the same entity as the converting [limited partnership].”<sup>1</sup>

As reflected in the Attachment 1 “Before” diagram, the licensee before the *pro forma* reorganization is a Tennessee limited partnership in which NewsChannel 5, Inc., a Tennessee corporation, is the sole general partner holding a 1% equity interest, and in which Landmark Television, Inc., a Nevada corporation, is the sole limited partner with the remaining 99% equity interest. As reflected in the Attachment 1 “After” diagram, pursuant to Tennessee state law, NewsChannel 5 Network, LP is converted from a Tennessee limited partnership to a Tennessee limited liability company (NewsChannel 5 Network, LLC) in which NewsChannel 5, Inc. continues to hold a 1% equity interest and Landmark Television, Inc. continues to hold the remaining 99% equity interest, with both NewsChannel 5, Inc. and Landmark Television, Inc. remaining the sole owners of the equity interests in the LLC.<sup>2</sup> The three directors of

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<sup>1</sup> See Ten. Stat. § 48-249-703(e)(1).

<sup>2</sup> The *pro forma* conversion from a limited partnership to a limited liability company does not introduce any new party nor does it involve the exchange of consideration. As a *pro forma* change, there is not any asset purchase agreement or equity interest purchase agreement. Because Tennessee state law deems the converted entity resulting from the conversion to be the same entity as the converting entity prior to the conversion, Applicant made the conversion effective as of November 26, 2007. To ensure that all Commission requirements have been satisfied, and the FCC’s records concerning the licensee are accurate, however, Applicant (continued...)

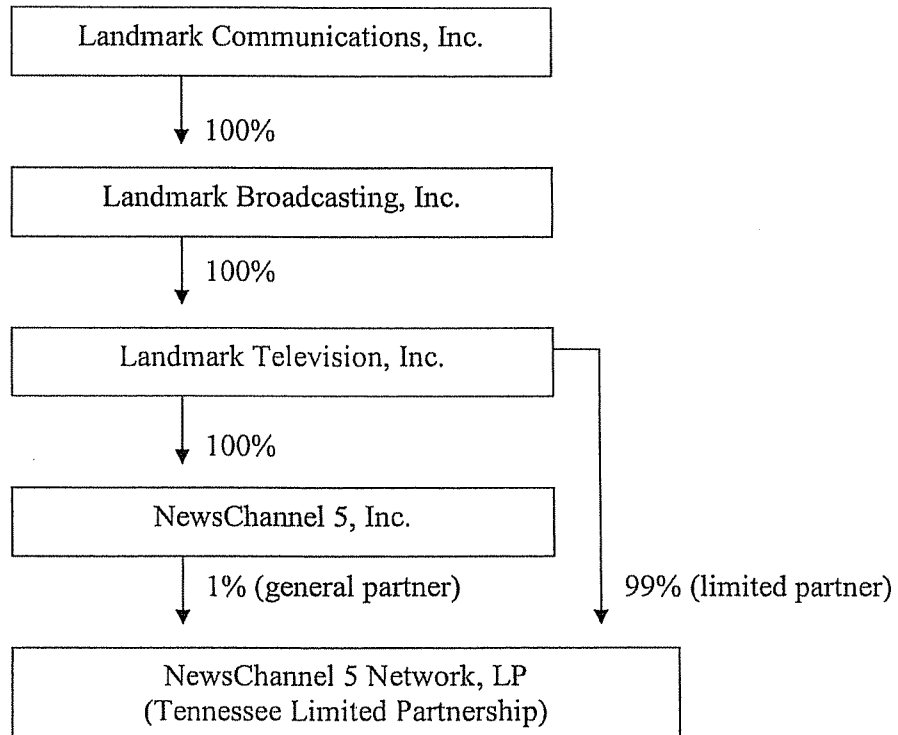
NewsChannel 5 Network, LLC are the same as the directors of NewsChannel 5, Inc. (the former general partner of NewsChannel 5 Network, LP).

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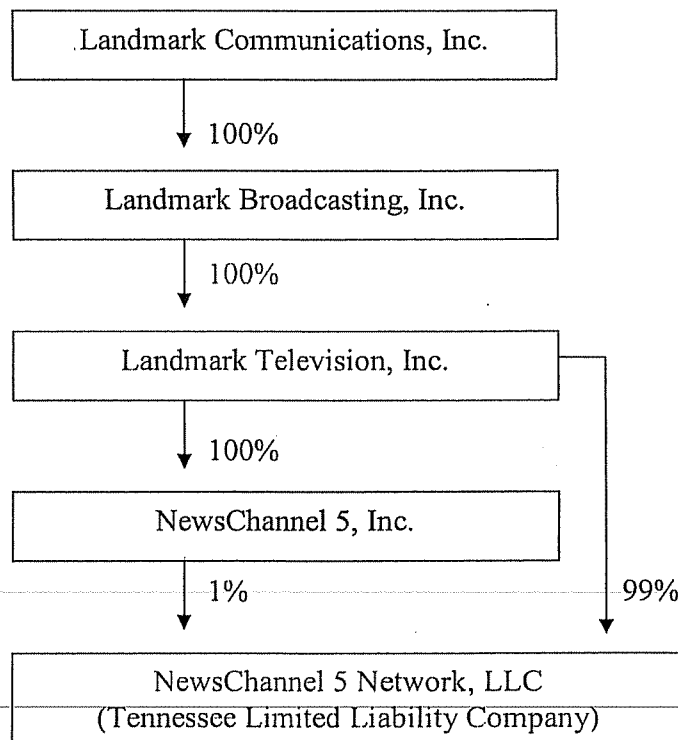
respectfully requests that approval of the *pro forma* conversion from a limited partnership to limited liability company be granted *nunc pro tunc*.

Attachment 1

Before *pro forma*  
assignment of  
license:



After *pro forma*  
assignment of  
license:



**Federal Communications Commission Applications**  
**Fri Feb 15 14:00:19 US/Eastern 2008**  
**Account number: 738389**

**ATTACHMENT NAME: Exhibit F**  
**DESCRIPTION: Public Interest Statement**  
**REMOTE FILENAME: C:\Documents and Settings\bclaydon\My Documents\PDF**  
**Output\E050338, E040278 & E960167 pro-forma assignment Exhibit F.pdf**  
**FILE SIZE = 197212**

**Your attachment has been received and is now being stored.**  
**This step may take several minutes, particularly for large attachments.**

**Please be patient.**

**Upload successfully completed.**  
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**PUBLIC SERVICE STATEMENT**

The *pro forma* assignment of the licenses for transportable earth stations E050338, E040278 and E960167, from Newschannel 5 Network, L.P. to Newschannel 5 Network, LLC ("Newschannel") will serve the public interest by allowing Newschannel to continue to provide needed service to the public.