

EXHIBIT C

ASSIGNMENT OF PARTNERSHIP INTEREST

Atlantic-Pacific Broadcasting, Inc., a Delaware corporation ("Atlantic-Pacific") hereby assigns all of its right, title and interest in and to 75% of its limited partnership interest in JEM Productions, L.P. to Joyce E. Morgan, General Partner, its successors and assigns, forever.

Atlantic-Pacific Broadcasting, Inc.

By: Robin Rothschild  
Robin Rothschild, President  
5-3-91

EXHIBIT D

ASSIGNMENT OF PARTNERSHIP INTEREST

Atlantic-Pacific Broadcasting, Inc., a Delaware corporation ("Atlantic-Pacific") hereby assigns all of its right, title and interest in and to 25% of its limited partnership interest in JEM Productions, L.P. to Beylen Communications, Inc., its successors and assigns, forever.

Atlantic-Pacific Broadcasting, Inc.

By: Robin Rothschild  
Robin Rothschild, President

5-3-91

Section II - LEGAL QUALIFICATIONS

Name of Applicant

JEM PRODUCTIONS, LIMITED PARTNERSHIP

Applicant is (check one box below)

- Individual
- General partnership
- For-profit corporation
- Other
- Limited partnership
- Not-for-profit corporation

2 If the applicant is an unincorporated association or a legal entity other than an individual, partnership, or corporation, describe in an Exhibit the nature of the application.

Exhibit No. NA

NOTE: The terms "applicant," "parties to this application," and "non-party equity owners in the applicant" are defined in the instructions for Section II of this form. Complete information as to each "party to this application" and each "non-party equity owner in the applicant" is required. If the applicant considers that to furnish complete information would pose an unreasonable burden, it may request that the Commission waive the strict terms of this requirement with appropriate justification.

3 If the applicant is not an individual, provide the date and place of filing of the applicant's enabling charter (e.g. a limited partnership must identify its certificate of limited partnership and a corporation must identify its articles of incorporation by date and place of filing):

Date APRIL 9, 1991 Place Dover, Delaware

In the event there is no requirement that the enabling charter be filed with the state, the applicant shall include the enabling charter in the applicant's public inspection file. If, in the case of a partnership, the enabling charter does not include the partnership agreement itself, the applicant shall include a copy of the agreement in the applicant's public inspection file.

4 Are there any documents, instruments, contracts or understandings (written or oral), other than instruments identified in response to Question 3 above, relating to future ownership interests in the applicant, including but not limited to, insulated limited partnership shares, nonvoting stock interests, beneficial stock ownership interests, options, rights of first refusal, or debentures?

Yes  No

If Yes, submit as an Exhibit all such written documents, instruments, contracts, or understandings, and provide the particulars of any oral agreement.

Exhibit No.

5 Complete, if applicable, the following certifications:

(a) Applicant certifies that no limited partner will be involved in any material respect in the management or operation of the proposed station.

Yes  No

If No, applicant must complete Question 6 below with respect to all limited partners actively involved in the media activities of the partnership.

(b) Does any investment company (as defined in 15 U.S.C. Section 80 a-3), insurance company, or trust department of any bank have an aggregated holding of greater than 5% but less than 10% of the outstanding votes of the applicant?

Yes  No

If Yes, applicant certifies that the entity holding such interest exercises no influence or control over the applicant, directly or indirectly, and has no representatives among the officers and directors of the applicant.

Yes  No

<b>NOTICE OF PROPOSED CONSTRUCTION OR ALTERATION</b> U.S. Department of Transportation Federal Aviation Administration	Aeronautical Study Number
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<b>1. Nature of Proposal</b> A. Type <input type="checkbox"/> Construction <input type="checkbox"/> Alteration B. Class <input checked="" type="checkbox"/> Permanent <input type="checkbox"/> Temporary (Duration _____ months) C. Work Schedule Dates Beginning <u>UPON FCC</u> End <u>APPROVAL</u>	<b>2. Complete Description of Structure</b> A. Include effective radiated power and assigned frequency of all existing, proposed or modified AM, FM, or TV broadcast stations utilizing this structure. B. Include size and configuration of power transmission lines and their supporting towers in the vicinity of FAA facilities and public airports. C. Include information showing site orientation, dimensions, and construction materials of the proposed structure.
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<b>3A. Name and address of individual, company, corporation, etc. proposing the construction or alteration.</b> (Number, Street, City, State and Zip Code) (904) 642-6329 area code Telephone Number <div style="border: 1px solid black; padding: 5px; margin-top: 10px;">           JEM PRODUCTIONS LIMITED PARTNERSHIP            C/O JOYCE E. MORGAN            2372 PACIFIC SILVER DRIVE            JACKSONVILLE, FL 32216         </div>	A. NEW FM BROADCAST STATION CHANNEL 289A, 6 KW B. EXISTING GUYED STEEL TOWER. WJXR FM. C. EXISTING TOWER WJXR FM CHANNEL 221A, 92.1 MHZ
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<b>B. Name, address and telephone number of proponent's representative if different than 3 above.</b> SALVADOR A. SERRANO P.O. BOX 7371 MCLEAN, VA 22106 TEL. 703-734-0477	(if more space is required, continue on a separate sheet.)
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<b>4. Location of Structure</b> A. Coordinates (To nearest second) 30° 17' 54" Latitude 82° 00' 55" Longitude B. Nearest City or Town, and State BALDWIN, FL (1) Distance to 4B 3.5 MILES Miles (2) Direction to 4B EAST C. Name of nearest airport, heliport, flightpark, or seaplane base 1. CECIL NAS 2. OLE WHITE HOUSE NAS (1) Distance from structure to nearest point of nearest runway 1. 10 MILES 2. 9 miles SE (2) Direction from structure to airport 1. S.E. 2. N.E.	<b>5. Height and Elevation</b> (Complete to the nearest foot) A. Elevation of site above mean sea level 75 B. Height of Structure including all appurtenances and lighting (if any) above ground, or water if so situated 360 C. Overall height above mean sea level (A + B) 435
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D. Description of location of site with respect to highways, streets, airports, prominent terrain features, existing structures, etc. Attach a U.S. Geological Survey quadrangle map or equivalent showing the relationship of construction site to nearest airport(s). (if more space is required, continue on a separate sheet of paper and attach to this notice.)

2.5 MILES WEST OF THE INTERSECTION OF ROUTE 301 AND ROUTE 90.  
 ATTACHED 7.5 MIN. MAP & E-6 INTERFERENCE STATEMENT & DIPLEX ANTENNA

*Notice is required by Part 77 of the Federal Aviation Regulations (14 C.F.R. Part 77) pursuant to Section 1101 of the Federal Aviation Act of 1958, as amended (49 U.S.C. 1101). Persons who knowingly and willingly violate the Notice requirements of Part 77 are subject to a fine (criminal penalty) of not more than \$500 for the first offense and not more than \$2,000 for subsequent offenses, pursuant to Section 902(a) of the Federal Aviation Act of 1958, as amended (49 U.S.C. 1472(a)).*

I HEREBY CERTIFY that all of the above statements made by me are true, complete, and correct to the best of my knowledge. In addition, I agree to obstruction mark and/or light the structure in accordance with established marking & lighting standards if necessary.

Date MARCH 19, 1991	Typed Name/Title of Person Filing Notice SALVADOR A. SERRANO, BROADCAST CONSULTANT	Signature 
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**FOR FAA USE ONLY** FAA will either return this form or issue a separate acknowledgement.

<b>The Proposal</b> <input checked="" type="checkbox"/> Does not require a notice to FAA <input checked="" type="checkbox"/> Is not identified as an obstruction under any standard of FAR Part 77 Subpart C and would not be a hazard to air navigation. <input type="checkbox"/> Is identified as an obstruction under the standards of FAR Part 77 Subpart C, but would not be a hazard to air navigation. <input type="checkbox"/> Should be obstruction marked. <input type="checkbox"/> Lighted per FAA Advisory Circular 70/7460-1 Chapter(s) <input type="checkbox"/> Obstruction marking and lighting are not necessary.	<b>Supplemental Notice of Construction</b> FAA Form 7460-2 is required any time the project is abandoned for more than 48 hours before the start of construction. <input type="checkbox"/> Within five days after the construction reaches its greatest height. This determination expires on _____ unless: (a) extended, revised or terminated by the issuing office. (b) the construction is subject to the licensing authority of the Federal Communications Commission and an application for a construction permit is made to the FCC on or before the above expiration date. In such case the determination expires on the date prescribed by the FCC for completion of construction, or on the date the FCC denies the application. NOTE: Request for extension of the effective period of this determination must be postmarked or delivered to the issuing office at least 15 days prior to the expiration date. If the structure is subject to the licensing authority of the FCC, a copy of this determination will be sent to that Agency.
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Issued In	Signature	Date
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EXHIBIT E-6

INTERFERENCE STATEMENT/DIPLEXED ANTENNA

Response to Item 14, Section VB, FCC Form 301:

Station WJXR-FM, Macclenny, FL. is located within 60 meters of the proposed Baldwin antenna. JEM PRODUCTIONS proposes to share a diplexed antenna with Station WJXR-FM on the existing WJXR tower. No undesired effects of operation is expected. However, before program tests commence permittee will make sufficient measurements to establish that the operation will maintain the bandwidth occupied by their emissions in accordance with Section 73.317b, c and d of the FCC Rules and Regulations. Should harmful interference to authorized stations occur, the applicant will correct the problem promptly or cease operation. The applicant accepts full responsibility for the elimination of any objectionable interference (including that caused by receiver-induced or other types of modulation).

Before the  
FEDERAL COMMUNICATIONS COMMISSION  
Washington, DC 20554

In re Applications of	)	MM Docket No. 91-10
	)	
	)	
WHITE BROADCASTING PARTNERSHIP	)	File Nos. BPH891214MM
<u>et al.</u>	)	<u>et al.</u>
	)	
	)	
For Construction Permit for	)	
a New FM Station on Channel	)	
289A in Baldwin, Florida	)	
	)	

To:   Honorable Edward Luton  
      Administrative Law Judge

INTEGRATION STATEMENT

JEM Productions Limited Partnership ("JEM") pursuant to Order, FCC91M-1455 released April 26, 1991 in the above captioned proceeding hereby submits its integration statement.

JEM is a limited partnership consisting of Joyce E. Morgan as the general partner and one limited partner Peter Knobel.

Joyce E. Morgan is the sole general partner with 100% management control of the partnership. The limited partner, Mr. Peter Knobel, will not participate in the operation and/or management of the radio station if a construction permit is granted. Ms. Morgan will work a minimum of 40 hours per week as the general manager of the station. As general manager, Ms. Morgan will direct and supervise the station's overall operations, programming, hiring and firing of employees, implementing of personnel policies, including the direction and supervision of the station's sales, marketing, financing and community relations activities.

Ms. Morgan has considerable broadcast experience beginning in February 1983 up to the present time. Attached hereto as Exhibit 1 is Ms. Morgan's personal resume showing her experiences in the broadcast industry. Ms. Morgan claims enhancement credit for this broadcast experience.

Ms. Morgan resided within the proposed service area for more than three years ( December 1987 through April 1991 ). Ms. Morgan is currently in the process of relocating her residence to Dallas, Texas. In the event the construction permit is awarded to JEM, Ms. Morgan will relocate back to the Baldwin, Florida area in order that she may operate and manage the proposed radio station on a full time basis. Ms. Morgan claims enhancement credit for past and future residence in the proposed service area.

Ms. Morgan's community involvement and civic activities in the proposed service area have been extensive. These activities are set forth in Exhibit 1 attached herewith. Ms. Morgan claims enhancement credit for these civic activities within the proposed service area.

Ms. Morgan is a Black American minority of female gender. Therefore, she claims enhancement credit as a female and minority.

Ms. Morgan will withdraw from her present employment at TV Station KXAS in Dallas, Texas and relocate her residence back to the Baldwin, Florida area in the event the construction permit is awarded to JEM.

Neither JEM nor Ms. Morgan presently hold ownership in any medium of mass communications. Therefore no diversification demerit will accrue to JEM.

JEM proposes to install auxiliary power generators at the studio and transmitter of the proposed station in order to keep the

station on the air during periods when regular commercial power  
is not available or other emergency situations.

Respectfully submitted,  
JEM Productions Limited Partnership

By: Joyce E. Morgan  
Joyce E. Morgan,  
Sole General Partner

May 9, 1991

EXHIBIT I

JOYCE E. MORGAN

PERSONAL RESUME

**EDUCATION:** BACHELOR OF SCIENCE, Jacksonville State University, Jacksonville, AL, December 16, 1977, Secondary and Business Education.

**EXPERIENCE:** NEWS ANCHOR: WJKS-TV 17, ABC AFFILIATE, JACKSONVILLE, FL (DEC 1987-APR. 1991) Co-Ancor of the 6 and 11 nightly news. Host of a weekly "Healthsource" show. Medical Reporter and a special series reporter. I write, produce, and edit along with my anchoring. My community involvement is extensive. I am President of the Jacksonville Association of Black Communicators. I serve on several Non Profit Board of Directors including, the YWCA, United Way of Northeast Florida, and the Chamber of Commerce Communications Board. I am the Public Relations Director of Visions 2005. This is a volunteer organization of the Northwest Chamber of Commerce, which is dominated by black entrepreneurs. I am a member of the Jacksonville Urban League Auxiliary and the local chapter of the NAACP. I am very involved in my sorority - Alpha Kappa Alpha. I belong to Greater Grant Memorial AME Church. I have been involved in a number of the youth activities as a teacher and coordinator. I do numerous motivational speeches to schools and other organizations, and I am the receipt of various community service awards. For the past two years I have hosted the United Negro College Fund Telethon here in Jacksonville.

NEWS ANCHOR: WGXA-TV 24, ABC AFFILIATE, MACON, GA (MAY 1986-DEC 87) Co-Ancor of the 5:30 and 11 nightly news. In Macon, I was a jack of all trades. I anchored, reported, was the associate news producer, and performed as an assignment editor when needed. My community service in Macon included a wide range of activities. I served on the Board of Directors for the Macon Rescue Mission, Macon Junior College School of Journalism Advisory Board, and the Medical Center's Focal Point Women Advisory Board. I also belonged to Networking for Women in Business. I was given a variety of community service awards, including having August 10, 1986 proclaimed as Joyce Morgan in Macon. I was a member of Grays Chapel AME Church and worked with the Youth Department.

NEWS ANCHOR: WAGA-TV 5, CBS AFFILIATE, ATLANTA, GA (FEB 82-FEB 86) Co-host of PM Magazine. I co-hosted the nightly magazine show for three years. I also produced, wrote, and edited special segments and features for PM Magazine. I had one of my stories the "Tom Selleck Look-A-Like" to go into the National Syndication. I served on the Board of Directors for the Butler Street YMCA while in Atlanta, and won several awards including the 1986 Emory Jackson Journalism Award; the WAGA 1985 Woman of Achievement Award; the National Association of Media Women Excellence in Television Award Outstanding Young Woman of America (1984); and Atlanta Media Woman of the Year (1984). I was a member of the Atlanta Association of Black Journalists; the Atlanta Association of Media Women; and the Atlanta Chapter of the NAACP. I belonged to St. Philip AME Church.

CERTIFICATE OF SERVICE

I, Avelino G. Halagao, counsel for JEM Productions, Limited Partnership, hereby certify that on the 9th day of May, 1991, true copies of the foregoing "INTEGRATION STATEMENT" and "PETITION FOR LEAVE TO AMEND AND AMENDMENT" were mailed by U.S. First Class Mail, postage prepaid, to the persons named below:

Honorable Edward Luton \*  
Administrative Law Judge  
Federal Communications Commission  
2000 L Street, N.W.  
Washington, D.C. 20554

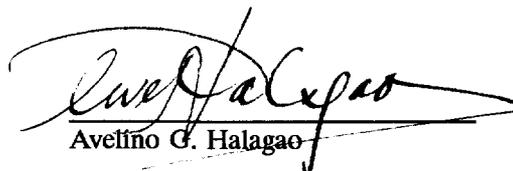
Paulette Laden, Esq. \*  
Hearing Branch  
Federal Communications Commission  
2025 M Street, N.W., Room 7212  
Washington, D.C. 20554  
Counsel For the Mass Media Bureau

David Honig, Esq.  
1800 N.W. 187th Street  
Miami, FL 33056  
Counsel for Peaches Broadcasting, Ltd.

Arthur Belendiuk, Esq.  
Smithwick & Belendiuk, P.C.  
2033 M Street, N.W., Suite 207  
Washington, D.C. 20036  
Counsel for Douglas Johnson

Denise B. Moline, Esq.  
Mc Cabe & Allen  
9105 Owens Drive  
P.O. Box 2126  
Manassas Park, VA 22111  
Counsel for White Broadcasting Partnership

James L. Winston, Esq.  
Rubin, Winston & Diercks  
1730 M Street, N.W. Suite 412  
Washington, D.C. 20036  
Counsel for Northeast Florida Broadcasting Corp.

  
Avelino G. Halagao

\*Hand-Delivered