

1 THE WITNESS: No.

2 BY MR. HALAGAO:

3 Q You're not aware that -- okay. And you
4 testified that you are the only officer of your
5 corporation right now, is that correct?

6 A I am the only voting officer, that's correct.

7 Q If I remember right, in your deposition in
8 June, you testified that could be stipulated that it
9 was Mr. Mims' that suggested that corporation?

10 A No.

11 Q Why did you decide on a corporation instead
12 of a limited partnership?

13 A It releases me of a lot of liability.

14 Q A lot of liability from whom?

15 A From anything, financial, whatever. It
16 releases me as an individual, as a person, from the
17 liability.

18 Q So, is that not also the same thing with
19 another --

20 A I didn't understand that?

21 Q Is that not possibly the same thing with a
22 limited partnership?

23 A I don't know. I prefer corporations.

24 Q Okay. When you met Mr. Mims, did you know
25 him from somebody?

1 A No.

2 Q And when he came to see you, did you ask him
3 for any resume, maybe, who he is, why is he coming to
4 see you?

5 A No.

6 Q So, you didn't have any knowledge or
7 information at all about who he was?

8 A Only what he told me.

9 Q And you believe him right away, is that
10 correct?

11 A Yes.

12 Q And you testified that you met with him on a
13 Saturday before you filed the application in December
14 13. There was not much time to do the application, the
15 paper work and all that.

16 Did you, from that time, about a week time,
17 were you able to do all these things by yourself?

18 A Yes.

19 Q And who assisted you in putting up all the
20 paperwork?

21 A I need some clarification on that.

22 Q Who assisted you in putting all the
23 applications, all the certifications, all the
24 attachments and documents in the application?

25 A My attorney helped me some. Clyde Gurley

1 helped me with the technical part.

2 Q Who suggested Mr. Winston to be your
3 attorney?

4 A He was one of three that given to me by
5 Joseph Mims.

6 Q Who are the other attorneys?

7 A I don't remember their names.

8 Q Who are the other --

9 A I don't remember their names.

10 Q You can't remember their names.

11 JUDGE LUTON: What difference would it make?

12 BY MR. HALAGAO:

13 Q The Bylaws of the Corporation, I noticed that
14 in your direct exhibit here it was not signed, Ms.
15 Holt. Did you ever sign the Bylaws?

16 A I believe I just saw a declaration or
17 something. Is that part of exhibit 3?

18 Q I think that is exhibit 3, yes. The Bylaws
19 is after Page 14.

20 A I have a --

21 Q And there was no signature. Do you ever
22 recall that you signed that document?

23 A I have a declaration in front of me, signed
24 by me, for the Bylaws.

25 Q Well, I am referring to the Bylaws itself,

1 the document.

2 A I'm not clear on what you're saying.

3 Q The Bylaws document, which is after Page 14,
4 in which the last word was Delaware arbitration. And
5 then --

6 A I don't recall, but what I do recall is
7 signing this declaration on July 23rd.

8 Q I don't dispute that. I'm not asking that.
9 I'm asking whether --

10 A I said that I don't recall.

11 Q You don't recall. You have a checking
12 account for the corporation?

13 A Yes.

14 Q And all expenses are coming from that account
15 to pay all your expenses?

16 A Yes.

17 Q You testified in your deposition that there
18 were no stock certificates issued for the corporation
19 at the time. Do you have any stock certificates now
20 for your corporation?

21 A I'm not sure, but what I do have are
22 documents signed by Dorothy Wade and myself indicating
23 our stock equity and our voting and non-voting
24 capacity.

25 Q But you don't have any stock certificates?

1 the document.

2 A I'm not clear on what you're saying.

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4 in which the last word was Delaware arbitration. And
5 then --

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7 signing this declaration on July 23rd.

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12 account for the corporation?

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14 Q And all expenses are coming from that account
15 to pay all your expenses?

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17 Q You testified in your deposition that there
18 were no stock certificates issued for the corporation
19 at the time. Do you have any stock certificates now
20 for your corporation?

21 A I'm not sure, but what I do have are
22 documents signed by Dorothy Wade and myself indicating
23 our stock equity and our voting and non-voting
24 capacity.

25 Q But you don't have any stock certificates?

1 Q Assistant Vice President. Are you involved
2 with money, gaining money or profit centered position?

3 A Could you repeat that?

4 Q Are you involved with -- does that position,
5 managerial position, involved with money, deriving
6 profit from the operation of your function, your
7 position?

8 A Fifty percent of my position was fund raising
9 to provide income to sustain the agency.

10 MR. HALAGAO: I don't have any more
11 questions.

12 JUDGE LUTON: What did you say?

13 MR. HALAGAO: That's my last question, Your
14 Honor.

15 JUDGE LUTON: Mr. White?

16 MR. WHITE: I have one question for
17 clarification, Your Honor.

18 CROSS EXAMINATION

19 BY MR. WHITE:

20 Q Ms. Holt, referring back to your Bylaws, is
21 it your testimony that you signed your Bylaws on July
22 23rd, 1991?

23 A What I said is I don't recall, but I do
24 recall signing a declaration on July 23rd, 1991.

25 MR. WHITE: That's all I have, Your Honor.

1 JUDGE LUTON: Redirect?

2 REDIRECT EXAMINATION

3 BY MR. WINSTON:

4 Q Ms. Holt, I've put in front of you Northeast
5 Florida exhibit number 1 and 2.

6 Looking at Paragraph number seven, exhibit
7 number 1, if you would and also Paragraph number three
8 of exhibit number 2, Ms. Holt.

9 A Could you say that again?

10 Q Paragraph number seven of exhibit number 1.

11 A I've got to get my things in order.

12 Q Exhibit number 1, Page Three, Paragraph
13 Seven.

14 A Okay.

15 Q Exhibit number 2, Page One, Paragraph Three.
16 Have you got both of those in front of you?

17 A Yes.

18 Q Okay. It's been noted previously that there
19 is an inconsistency between the description of your
20 local residence in those two paragraphs. Would you
21 agree with that?

22 A Yes.

23 Q Okay. Looking at Paragraph Seven of exhibit
24 number 1, is that paragraph correct with respect to
25 your local residence?

1 A No.

2 MR. HONIG: I would object. Counsel has
3 agreed to stipulate on that point as to the
4 truthfulness.

5 MR. WINSTON: I had agreed to strike the
6 paragraph, but I don't think --

7 JUDGE LUTON: I don't recall.

8 MR. HONIG: I understand the question to
9 relate to the first sentence in paragraph seven, which
10 has to do with residence on one or another side of this
11 contour. And I think that's going to be the subject of
12 a stipulation.

13 MR. WINSTON: Yes, that's true. We are going
14 to submit an exhibit on the location of the residences.
15 That is, in fact, correct. That's not where I'm going
16 with this question, Your Honor.

17 MR. HONIG: I'll withdraw the objection.

18 MR. WINSTON: Okay.

19 BY MR. WINSTON:

20 Q Let me go specifically to the first sentence,
21 Ms. Holt and take it -- the first sentence of exhibit
22 number 1, paragraph seven, says Ms. Holt has resided in
23 Jacksonville, Florida within the one millivolt contour
24 of the proposed facility since February 1985.

25 Is that statement correct?

1 A No.

2 Q Okay. Could you explain how it got in that
3 exhibit?

4 A I didn't know what this one millivolt
5 whatever contour was. Actually, I thought the lower
6 the number, the closer to the site, but it's reversed.
7 And it was an error on my part.

8 Q Did you sit down and compare paragraph seven
9 of exhibit number 1 with paragraph three of exhibit
10 number 2, prior to submitting your direct testimony in
11 this case?

12 A I don't recall doing that.

13 Q Was it your intention with respect to exhibit
14 number one, paragraph seven -- let me rephrase that --
15 did you have an intent to provide conflicting
16 information between the two exhibits?

17 MR. HONIG: Objection. That's leading.

18 JUDGE LUTON: Not really. On the other hand,
19 it is, but so what? Overruled.

20 MR. WINSTON: I know, it's late, Your Honor.

21 THE WITNESS: No, I did not.

22 MR. WINSTON: Thank you, Your Honor.

23 BY MR. WINSTON:

24 Q Ms. Holt, what did you do with respect to the
25 Arts Assembly of Jacksonville in 1989?

1 MR. HONIG: Objection. That's not within the
2 scope of cross.

3 JUDGE LUTON: I'll sustain that. We had
4 talked earlier about the way that the civic activity
5 section is structured there and it raised some question
6 about how desirable it might be to have what's stated
7 there supplemented by some oral testimony.

8 It didn't happen, and I don't see how it can
9 happen now on redirect, which needs to be limited to
10 matters raised on cross. This was not a matter that
11 was raised on cross.

12 Objection is sustained.

13 MR. WINSTON: No further questions, Your
14 Honor.

15 JUDGE LUTON: Recross? Any?

16 MR. HONIG: No, Your Honor.

17 JUDGE LUTON: Thank you, Ms. Holt. You may
18 step down.

19 (Witness excused.)

20 JUDGE LUTON: Does that complete Northeast
21 Florida's case?

22 MR. WINSTON: No, we have one more, the
23 shareholder, Your Honor.

24 JUDGE LUTON: I must have missed that when I
25 was counting witnesses. All right.

1 Would you raise your right hand, please?

2 Whereupon,

3 DOROTHY ALICE THOMPSON WADE

4 was called as a witness and, having first been duly
5 sworn, was examined and testified as follows:

6 JUDGE LUTON: Please be seated.

7 DIRECT EXAMINATION

8 BY MR. WINSTON:

9 Q Ms. Wade, please state your full name for the
10 record?

11 A Dorothy Alice Thompson Wade.

12 Q All right. And your residence address?

13 A 11100 Sweetwood Lane, Oakton, Virginia
14 22124.

15 Q Fine. What is your involvement with
16 Northeast Florida Broadcasting Corporation.

17 A What is my involvement?

18 Q Yes.

19 A I am a part owner of the corporation.

20 Q Okay. Are you a shareholder?

21 A Yes.

22 Q What type of shareholder are you?

23 A Non-voting. I own 75 percent of the
24 corporation, but my shares are 750 in number and
25 they're non-voting shares.

1 Q Fine.

2 MR. WINSTON: Your Honor, the witness is
3 available for cross examination.

4 CROSS EXAMINATION

5 BY MR. HONIG:

6 Q Good afternoon, Ms. Wade.

7 A Good afternoon. I'm sorry, I missed your
8 name.

9 Q David Honig. What is your occupation?

10 A I'm Vice President of the National
11 Pharmaceutical Council.

12 Q And that's based in Washington, D.C.?

13 A Reston, Virginia.

14 Q Reston, Virginia. And have you ever been
15 employed at a broadcasting station?

16 A No, I have not.

17 Q Have you ever invested in a application for a
18 broadcast construction permit other than this one and
19 one in Martinez, Georgia?

20 A That's Martinez. No, I have not.

21 Q You were never involved in an application by
22 the name of Palm Beach?

23 A No.

24 Q You were never part of an application for
25 Jupiter, Florida?

1 A I checked into the possibility of submitting
2 an application or working as the financial person for
3 an application in that area, but no, I didn't pursue
4 that. I didn't sign any documents, didn't pursue that.

5 Q And you never sent a letter to all of the
6 other 37 applicants in that case trying to settle that
7 case on behalf of one of the applicants?

8 A Did I sign the letter?

9 Q There's a letter from a Dorothy Wade that we
10 received in our office.

11 A Could I see that. I don't have it.

12 Q There's a reference also to a Palm Beach.
13 There's also a reference to a Palm Beach's President in
14 an amendment that's been filed at the same time.
15 Because if you don't know the answer, I don't want you
16 to dwell on it. I'd like to direct it to counsel and
17 ask if we can stipulate.

18 If I could, Your Honor, it's the June 28th,
19 1991 amendment, Page Two.

20 MR. WINSTON: I'm lost. Paragraph Four?

21 MR. HONIG: Your Honor, may I show it to
22 counsel?

23 JUDGE LUTON: Sure.

24 MR. HONIG: It's a glitch in the amendment.
25 It has no material significance.

1 THE WITNESS: I know motherhood has affected
2 my memory. I recently became a mother, but I didn't
3 think I would forget something that important.

4 MR. HONIG: It confused us, because there are
5 apparently two Dorothy Wades who are investors in
6 broadcast applications. That's the other one.

7 THE WITNESS: Okay. Well, thank you for
8 telling me that.

9 BY MR. HONIG:

10 Q How did you learn of the opportunity to
11 participate in this application?

12 A This specific application? I was contacted
13 by Lillian.

14 Q How did you first learn of the existence of
15 this frequency?

16 A I don't really understand the term frequency
17 or what it means, but I was advised of the possibility
18 of a license in the Baldwin area by Lillian. Is that
19 the same question you just asked?

20 Q Yes. Before that, had you spoken with a Joe
21 Mims about investing in broadcast stations generally?

22 A Yes.

23 Q When did you speak with Mr. Mims?

24 A To the best of my recollection, it was
25 sometime in 1989.

1 Q Do you remember when in 1989?

2 A Not specifically, but sometime in the last
3 half of the year.

4 Q Okay. And, did Mr. Mims also -- did he refer
5 Ms. Holt to you, is that your understanding?

6 A Yes. I believe Lillian told me that he had
7 told her about me and about my interest.

8 Q Did he also refer to you the -- your partner
9 in the Martinez application?

10 A That's my understanding.

11 Q Okay. And have you ever been involved in
12 another application besides those two?

13 A No.

14 Q Okay. Now, who is counsel for the Martinez'
15 application?

16 A Mr. Winston.

17 Q Okay. Did you ever pay Mr. Mims for any
18 services in connection with this matter?

19 A No.

20 Q Do you know if anyone did?

21 A To the best of my knowledge, no one has paid
22 him.

23 Q Do you know if someone is responsible for
24 paying him?

25 A To the best of my knowledge, no.

1 Q Do you know why he -- did you know that he
2 went to Jacksonville to meet with Ms. Holt?

3 A I don't recall having had that information.
4 I knew that he had talked with her, but I don't recall
5 that he had made a trip or had gone to that area.

6 Q Do you know whether he had been retained by
7 anyone to help put together these type of applications?

8 A It's my understanding that he was not.

9 Q Do you know what motivated Mr. Mims to do
10 this?

11 A Going back to the time that I met him, we had
12 some discussions in general about my interest at that
13 time. He told me that he was interested in helping
14 people and he had some knowledge in this area. I
15 assumed that he likes to help facilitate this kind of
16 thing.

17 He's an older man and I think he just maybe
18 does this out of interest in helping others. He might
19 not otherwise get together as a facilitator. That's a
20 conjecture on my part.

21 Q You don't know that?

22 A Ask me the question again?

23 Q You don't know what motivated him to do this,
24 isn't that correct?

25 A Yes, that's correct.

1 Q Have you ever -- is he working alone or is he
2 working from a company that he owns? Do you know?

3 A I have no knowledge of a company or any
4 affiliation that he might have.

5 Q Did he ever supply you with any descriptive
6 material or any documents concerning his work?

7 A Not to my memory. We did discuss, when I met
8 him, that fact that he had some expertise and some
9 knowledge of radio, but that was the extent of the
10 background.

11 Q Did he ever supply you with a resume or any
12 references about himself?

13 A To the best of my recollection, now this is
14 going back a couple of years, the only thing that we
15 shared was I told him about my interests and he told me
16 a little bit about his expertise and his interest and
17 his background.

18 Q What did he tell you?

19 A That he had an interest in helping who had
20 not had an opportunity in this area in the past and
21 that -- I had actually approached him, I think I
22 overheard him talking to someone else about the fact he
23 was involved in radio stations and I've always been
24 involved in them. So I took the initiative to
25 introduce myself to him.

1 Q Did you say you've always been involved in
2 radio --

3 A No, I said I've always been interested in.

4 Q I'm sorry.

5 A If I said involved, I miss-spoke, I meant to
6 say interested.

7 Q That's okay.

8 A So I approached him at that point. He
9 basically said to me that or I asked him, what do you
10 know, I'm always interested in learning more about
11 them. I find them fascinating.

12 And he told me, at that point, that he had
13 some interest in them and he had helped other people
14 learn more about them and he just basically shared some
15 basic with me about radio station application process.

16 Q Did he tell you he had been part of
17 applications himself?

18 A I don't believe so. I don't recall that
19 specific information.

20 Q If I named some particular cities, might that
21 ring a bell? Shreveport, Louisiana, Pensacola,
22 Florida, Beaumont, Texas.

23 A That's not ringing a bell with me. But
24 again, it's been two years since I've spoken to him.

25 Q Did he describe any background he had had in

1 the radio business himself?

2 A I believe he did. It would be very hard to
3 recall. The one thing I remember about him, he's a
4 very nice, likeable person. He told me that he had
5 written some lyrics to a song or something for James
6 Brown once and had helped him. I remember that because
7 that sticks out in my mind.

8 Q We know the tune. I promise I won't put it
9 in the record because my associate has insisted I not
10 to that. I'll tell you later.

11 Let me ask you this. Did you conduct any
12 market research on Baldwin, Florida?

13 A Did I personally?

14 Q Yes.

15 A Not, I don't think you could really call it
16 market research. I did talk to my cousins. I'm part
17 owner of a family business in Jacksonville, Florida.

18 Q What business is that?

19 A It's NG Wade Investment Company.

20 Q And --

21 A My cousins work there and I talked to them
22 about it. My family is from Jacksonville.

23 Q But you've never seen any documents that
24 describe the economics of the market, the conditions of
25 broadcast stations in that area, and that type of

1 research?

2 A I don't recall having seen anything to that
3 effect.

4 Q Not the type of documentation of markets that
5 you would see in connection with your job for the
6 pharmaceutical association?

7 A Well, again, we're going back two years and
8 I'm involved in many, many things. I don't remember
9 anything like that, no.

10 Q What did you -- before the application was
11 filed, what did you come to know about Lillian Holt's
12 background?

13 A Lillian, the first thing that jumped out at
14 me when I found out about Lillian was her extensive
15 civic involvement, her political involvement, the fact
16 that she was very well rounded in the Jacksonville
17 area, Baldwin area community. She and I talked
18 extensively about her philosophy of business and her
19 experience with the chamber and Urban League and the
20 experiences that would be applicable to management.

21 Am I answering your question?

22 Q Yes, you are. Were you aware that she has no
23 experience working at a broadcast station?

24 A Yes, I'm aware of that.

25 Q Were you aware of it at the time the

1 application was filed?

2 A To the best of my recollection, yes. She and
3 I did discuss that.

4 Q Did she describe to you any experience she
5 might have had running any commercial establishment?

6 A She described to me her experience in
7 managing individuals, 30 or so, on specific projects
8 and her experience in meeting budgets and deadlines and
9 motivating people and achieving goals, that sort of
10 thing.

11 Q Nothing about a commercial business, isn't
12 that right?

13 A I know she did work with the chamber and the
14 Urban League, both of which were involved with business
15 and business support, so I can't say that she
16 absolutely did not have that experience.

17 My sense was that she had a very good sense
18 of business and propriety of business.

19 Q Did you know anything about the criteria that
20 the FCC uses to select broadcast licensees?

21 A I knew very little about that at the time. I
22 have since my deposition learned a lot more, because it
23 became very apparent that I didn't know much.

24 Q Did Mr. Mims ever provide you information
25 about that?

1 A I don't recall specifically any information
2 that he may have provided. We may have talked in
3 general terms about my philosophy of working with women
4 and that sort of thing and helping other women and I
5 think he may have said that that was something that
6 would help the radio station, but that would be the
7 extent of it.

8 Q I'm going to show you a document that's
9 already been marked as Peaches Exhibit 12 and ask if
10 you recognize it. There are facts addressed to Ms.
11 Holt that you may not have seen, but I'm interested
12 only in these two pages following it, which are
13 entitled Federal Communications Commission FM Stations
14 Application Process.

15 Have you ever seen that document before?

16 A I don't recall having seen this document, no.

17 Q Would it help to know that that document was
18 sent by Mr. Mims to Ms. Holt on December 8th, 1989?

19 A Would that help what?

20 Q Help you recall the document?

21 A I do not recall having seen this document.

22 Q He did not send it to you?

23 A I don't believe so, no. I don't recall
24 having seen this document or recall having read this
25 information previously.

1 Q Okay. Who is George J. Vutaro (phonetic)?

2 A That's my husband.

3 Q Pronounce the name --

4 A You actually did very well.

5 Q I'd like to ask that a one-page letter, which
6 I believe you wrote to Ms. Holt, be marked for
7 identification as Peaches Exhibit 15. It is on the
8 letterhead of George J. Vutaro and that's why I asked
9 you the question.

10 (The document referred to
11 above was marked Peaches
12 Exhibit No. 15 for
13 identification.)

14 BY MR. HONIG:

15 Q Read it and familiarize yourself with it and
16 tell me, is that your signature at the bottom?

17 A It appears to be my signature. I'd like to
18 read the letter to see if this --

19 Q Sure, take a moment. Now, is that your
20 signature?

21 A That appears to be my signature.

22 Q Okay. And do you remember writing this
23 letter?

24 A I don't specifically remember this letter,
25 but it appears to be in my handwriting and it certainly

1 appears to be the language that I normally use.

2 Q First, there's reference in here to a check.
3 Now, is that a check from you, from you and your
4 husband or from your husband?

5 A This is -- I'm sorry, but this was over a
6 year ago. I can't be sure if I wrote it or my husband.
7 Probably I did. My husband has written a check or two
8 for me at some period, because I had -- was
9 hospitalized when I think Lillian needed money. But I
10 would have to assume that I wrote it, but I can't say
11 for sure.

12 Q Did you funds that you contributed to this
13 project come from a joint account of you and your
14 husband?

15 A I've written a number of checks over the
16 period of time since we started and those funds have
17 come from various places. I have some resources that
18 are independent of my husband and my husband and I have
19 several joint accounts, so I could not say.

20 I may have taken money out of my individual
21 account, sent her a cashier's check. I've think I've
22 done that on occasion. I may have written a check on
23 my account or my husbands. Unless you have a copy of
24 the check, I couldn't tell you.

25 Q No, I don't.

1 A Quite frankly, I'm involved in a number of
2 activities and write a number of checks and I couldn't
3 possibly remember what this specific check was drawn
4 on.

5 Q Your husband has met Mr. Mims also, hasn't
6 he?

7 A Yes.

8 Q And would you describe any involvement, other
9 than writing a couple of checks, that he's had in this
10 project?

11 A My husband? He has consulted with me early
12 on. He gave me his views as to Mr. Mims. I talked to
13 him about Lillian. I was considering one other
14 application and talking with one other lady and I
15 consulted with my husband and he and I decided that
16 probably wasn't a good match.

17 Q What community was that?

18 A I don't recall. It may have been the Baldwin
19 station, but I spoke to another lady, a similar
20 situation. I believe Mr. Mims had contacted her and
21 she called me and I talked to her and we just didn't
22 click.

23 Q Do you remember the name of the person?

24 A I'm sorry, I don't.

25 Q And do you -- had you asked Mr. Mims to