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MAY - 5 1992

GARDNER, CARTON & DOUGLAS

1301 K STREET, N.W.

SUITE 900, EAST TOWER

WRITER'S DIRECT DIAL NUMBER

WASHINGTON, D.C. 20005

(202) 408-7100

FACSIMILE: (202) 289-1504

Federal Communications Commission
Office of the Secretary

CHICAGO, ILLINOIS

James K. Edmundson
(202) 408-7162

ORIGINAL
FILE

May 5, 1992

Ms. Donna R. Searcy
Secretary
Federal Communications Commission
1919 M Street, N.W., Room 222
Washington, D.C. 20554

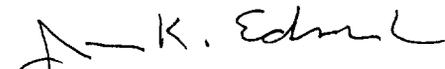
RE: MM Docket No. ~~92-69~~
File No. BPH-910118MA
Channel 292C3 (106.3 mHz)
Lacrosse, Wisconsin

Dear Ms. Searcy:

Herewith in triplicate on behalf of our client, Mississippi Valley Broadcasters, Inc., is an amendment to its above-referenced application for authority to construct and operate a new FM broadcast station on Channel 292C3 (106.3 mHz) at Lacrosse, Wisconsin. Also enclosed are an original and four copies of a Motion for Leave to Amend and a Joint Request for Approval of Agreement.

Please direct inquiries concerning the foregoing to the undersigned.

Sincerely,


James K. Edmundson

Enclosures

cc: Per Motion for Leave to Amend
Certificate of Service

W. Jan Gay, FCC
Assistant Chief
Audio Services Division

JKE:vld
65909-004/25596.2

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MAY - 5 1992

RE: Mississippi Valley Broadcasters, Inc.
Channel 292C3 (106.3 MHz)
La Crosse, Wisconsin
File No. BPH-910118MA

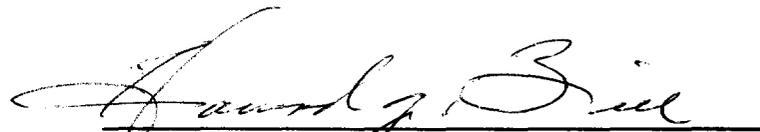
Federal Communications Commission
Office of the Secretary

TO: The Federal Communications Commission

The application of Mississippi Valley Broadcasters, Inc.,
tendered January 18, 1991, for authority to construct and operate
a new FM broadcast station on Channel 292C3 at La Crosse,
Wisconsin, is hereby amended by the submission of the annexed
material.

Respectfully submitted,

**MISSISSIPPI VALLEY
BROADCASTERS, INC.**


Howard G. Bill
President

DATED: May 4, 1992

RECEIVED

MAY - 5 1992

AMENDMENT

Federal Communications Commission
Office of the Secretary

Section II is hereby amended by the submission of the revised response to Paragraph 6.

Section V-B (FM Broadcast Engineering Data), Paragraph 20 (Environmental Statement) is hereby amended by the submission of the annexed Engineering Statement, dated April 27, 1992, by Garrett G. Lysiak, P.E.

The response to Section IV-B (Integration Statement) and the divestment commitments contained in Mississippi Valley's amendment, executed April 4, 1991, and tendered for filing April 5, 1991, is hereby withdrawn.

The Section IV-B (Integration Statement) of TCOM, Inc., as set forth in Exhibit 4 of its application (BPH-910122MA) is withdrawn. The Section IV-B (Integration Statement) of Broadcast Properties of La Crosse, Inc., as set forth in Exhibit 5 to its application (BPH-910122MJ) is hereby withdrawn.

Broadcast Properties of La Crosse, Inc. is inter alia the licensee of FM broadcast Station WLXR, Channel 285A, La Crosse, Wisconsin. In its application (BPH-910122MJ), Broadcast Properties committed to divest all interest in WLXR upon a grant of a construction permit to it for Channel 292C3. Broadcast Properties is not withdrawing this divestment commitment. It reserves the right, however, to seek special relief from the Commission in the event its ownership of and connections with WLXR conform to the provisions of Section 73.3555 of the Rules.

Section 11 - LEGAL QUALIFICATIONS (Page 2)

6. List the applicant, parties to the application and non-party equity owners in the applicant. Use one column for each individual or entity. Attach additional pages if necessary.

(Read carefully - The numbered items below refer to line numbers in the following table.)

- | | |
|---|---|
| <p>1. Name and residence of the applicant and, if applicable, its officers, directors, stockholders, or partners (if other than individual also show name, address and citizenship of natural person authorized to vote the stock). List the applicant first, officers next, then directors and, thereafter, remaining stockholders and partners.</p> <p>2. Citizenship.</p> <p>3. Office or directorship held.</p> <p>4. Number of shares or nature of partnership interests.</p> <p>5. Number of votes.</p> | <p>6. Percentage of votes.</p> <p>7. Other existing attributable interests in any broadcast station, including the nature and size of such interests.</p> <p>8. All other ownership interests of 5% or more (whether or not attributable), as well as any corporate officership or directorship, in broadcast, cable, or newspaper entities in the same market or with overlapping signals in the same broadcast service, as described in 47 C.F.R. Section 73.3555 and 76.501, including the nature and size of such interests and the positions held.</p> |
|---|---|

1.	Mississippi Valley Broadcasters, Inc. 625 19th St., NW, #507 Rochester, MN 55901	Howard G. Bill 625 19th St., NW, #507 Rochester, MN 55901	TCOM, Inc. 403 6th Avenue North Onalaska, WI 54601 (see also Exhibit 5)
2.	Minnesota corporation	U.S.A.	Wisconsin corporation
3.	N/A	President, director	* See below
4.	N/A	333	333
5.	N/A	333	333
6.	N/A	33.3%	33.3%
7.	None	See Exhibit 1	See Exhibit 1
8.	None	None	None

* TCOM, Inc. is entitled to appoint one member of the Board of Directors of Mississippi Valley Broadcasters, Inc.

Section 11 - LEGAL QUALIFICATIONS (Page 2)

6. List the applicant, parties to the application and non-party equity owners in the applicant. Use one column for each individual or entity. Attach additional pages if necessary.

(Read carefully - The numbered items below refer to line numbers in the following table.)

- | | |
|---|---|
| <p>1. Name and residence of the applicant and, if applicable, its officers, directors, stockholders, or partners (if other than individual also show name, address and citizenship of natural person authorized to vote the stock). List the applicant first, officers next, then directors and, thereafter, remaining stockholders and partners.</p> <p>2. Citizenship.</p> <p>3. Office or directorship held.</p> <p>4. Number of shares or nature of partnership interests.</p> <p>5. Number of votes.</p> | <p>6. Percentage of votes.</p> <p>7. Other existing attributable interests in any broadcast station, including the nature and size of such interests.</p> <p>8. All other ownership interests of 5% or more (whether or not attributable), as well as any corporate officership or directorship, in broadcast, cable, or newspaper entities in the same market or with overlapping signals in the same broadcast service, as described in 47 C.F.R. Section 73.3555 and 76.501, including the nature and size of such interests and the positions held.</p> |
|---|---|

1.	Patricia A. Turner 403 6th Avenue North Onalaska, WI 54601	Broadcast Properties of La Crosse, Inc. 5490 Saratoga Road Post Office Box 1280 Dubuque, IA 52001 (See Exhibit 5)	Philip T. Kelly 1035 Prince Phillip Drive Dubuque, IA 52001
2.	U.S.A.	Delaware corporation	U.S.A.
3.	Chairman of the Board, Vice President, director	** See below	Secretary, Treasurer, director
4.	None	333	None
5.	* None	333	*** None
6.	None	33.3%	None
7.	See Exhibit 1	See Exhibit 1	See Exhibit 1
8.	None	None	None

FCC 301 (Page 3) * As sole voting owner of TCOM, Inc., Patricia A. Turner has the right to June 1989 vote the shares of TCOM, Inc. in Mississippi Valley Broadcasters, Inc.

** Broadcast Properties of La Crosse, Inc. is entitled to appoint one member of the Board of Directors of Mississippi Valley Broadcasters, Inc.

*** Philip T. Kelly has the right to vote the shares of Broadcast Properties of La Crosse, Inc. in Mississippi Valley Broadcasters, Inc.

RESPONSE TO SECTION II, PARAGRAPH 7

On April 28, 1992, Howard G. Bill tendered applications to make minor changes in and for an extension of time in which to complete the construction of FM broadcast Station WYDS, Decatur, Illinois. Otherwise, the response to Section II, Paragraph 7 for Howard G. Bill, as set forth in Exhibit 1 to the application executed January 17, 1991, and to the amendment executed February 18, 1992, is true and correct. The response to Section II, Paragraph 7, for TCOM, Inc. and Patricia A. Turner is set forth in the Statement of Legal Qualifications of TCOM, Inc., annexed to Exhibit 5. The response to Section II, Paragraph 7 for Broadcast Properties of La Crosse, Inc., and Philip T. Kelly is set forth in the Statement of Legal Qualifications of Broadcast Properties of La Crosse, Inc., annexed to Exhibit 5.

MISSISSIPPI VALLEY
BROADCASTERS, INC.
LaCrosse, Wisconsin
FCC Form 301
EXHIBIT 5

STATEMENT OF LEGAL QUALIFICATIONS

The Statement of Legal Qualifications of TCOM, Inc. as set forth in its application (BPH-910122MA) tendered January 22, 1991 is annexed. The Statement of Legal Qualifications of Broadcast Properties of La Crosse, Inc., as set forth in its application (BPH-910122MJ) tendered January 22, 1991 is annexed.

Section II - LEGAL QUALIFICATIONS

Name of Applicant

TCom, Inc.

1. 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.

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.

If the applicant is not an individual, provide the date and place of filing of the applicant's enabling charter (eg, 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 January 18, 1991 Place Madison, Wisconsin

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? Stock Subscription Agreement

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.
1

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

Section II - LEGAL QUALIFICATIONS (Page 2)

6. List the applicant, parties to the application and non-party equity owners in the applicant. Use one column for each individual or entity. Attach additional pages if necessary.

(Read carefully - The numbered items below refer to line numbers in the following table.)

- | | |
|---|---|
| <p>1. Name and residence of the applicant and, if applicable, its officers, directors, stockholders, or partners (if other than individual also show name, address and citizenship of natural person authorized to vote the stock). List the applicant first, officers next, then directors and, thereafter, remaining stockholders and partners.</p> <p>2. Citizenship.</p> <p>3. Office or directorship held.</p> <p>4. Number of shares or nature of partnership interests.</p> <p>5. Number of votes.</p> | <p>6. Percentage of votes.</p> <p>7. Other existing attributable interests in any broadcast station, including the nature and size of such interests.</p> <p>8. All other ownership interests of 5% or more (whether or not attributable), as well as any corporate officership or directorship, in broadcast, cable, or newspaper entities in the same market or with overlapping signals in the same broadcast service, as described in 47 C.F.R. Section 73.3555 and 76.501, including the nature and size of such interests and the positions held.</p> |
|---|---|

1	TCom, Inc. c/o Patricia A. Turner, Ph. D. 403 6th Avenue North Onalaska, WI 54601	Patricia A. Turner, Ph.D. 403 6th Avenue North Onalaska, WI 54601	Kenneth L. Ramsey 3220 Roxburg Drive Lexington, KY 40503
2	Wisconsin Corporation	United States of America	United States of America
3	N/A	Patricia A. Turner, Ph.D. Pres./Director	None
4	1,000 Authorized 200 Class A Voting 800 Class B Nonvoting*	200 VS	800 NVS
5	N/A	200	0
6	N/A	100%	0
7	See Exhibit 2	None	See Exhibit 2
8	See Exhibit 2	None	See Exhibit 2
	* The corporation owns no stock. All shares authorized have been issued		

Section 11 - LEGAL QUALIFICATIONS (Page 3)

7. Does the applicant, any party to the application or any non-party equity owner in the applicant have, or have they had, any interest in:

(a) a broadcast station, or pending broadcast station application before the Commission?

Yes No

(b) a broadcast application which has been dismissed with prejudice by the Commission?

Yes No

(c) a broadcast application which has been denied by the Commission?

Yes No

(d) a broadcast station, the license of which has been revoked?

Yes No

(e) a broadcast application in any pending or concluded Commission proceeding which left unresolved character issues against the applicant?

Yes No

If the answer to any of the questions in (a)-(e) above is Yes, state in an Exhibit the following information:

Exhibit No.
2

(1) Name of party having interest;

(2) Nature of interest or connection, giving dates;

(3) Call letters of stations or file number of application or docket; and

(4) Location.

8. (a) Are any of the parties to the application or non-party equity owners in the applicant related (as husband, wife, father, mother, brother, sister, son or daughter) to each other?

Yes No

(b) Does any member of the immediate family (i.e., husband, wife, father, mother, brother, sister, son or daughter) of any party to the application or non-party equity owner in the applicant have any interest in or connection with any other broadcast station, pending broadcast application or newspaper in the same area (see Section 73.3555(c)) or, in the case of a television station applicant only, a cable television system in the same area (see Section 76.501(a))?

Yes No

If the answer to (a) or (b) above is Yes, attach an Exhibit giving full disclosure concerning the persons involved, their relationship, the nature and extent of such interest or connection, the file number of such application, and the location of such station or proposed station.

Exhibit No.
N/A

9. State in an Exhibit any interest the applicant or any party to this application proposes to divest in the event of a grant of this application.

Exhibit No.
4

OTHER MASS MEDIA INTERESTS

10. (a) Do individuals or entities holding nonattributable interests of 5% or more in the applicant have an attributable ownership interest or corporate officership or directorship in a broadcast station, newspaper or CATV system in the same area? (See Instruction B to Section 11.)

Yes No

(b) Does any member of the immediate family (i.e., husband, wife, father, mother, brother, sister, son or daughter) of an individual holding a nonattributable interest of 5% or more in the applicant have any interest in or connection with any other broadcast station, pending broadcast application, newspaper in the same area (see Section 73.3555(c)), or, in the case of a television station applicant only, a cable television system in the same area (see Section 76.501(a))?

Yes No

If the answer to (a) and/or (b) above is Yes, attach an Exhibit giving a full disclosure concerning the persons involved, their relationship, the nature and extent of such interest or connection, the file number of such application, and the location of such station or proposed station.

Exhibit No.
N/A

Section 11 - LEGAL QUALIFICATIONS (Page 4)

CITIZENSHIP AND OTHER STATUTORY REQUIREMENTS

11. (a) Is the applicant in violation of the provisions of Section 310 of the Communications Act of 1934, as amended, relating to interests of aliens and foreign governments? (See Instruction C to Section 11.) Yes No

(b) Will any funds, credits or other financial assistance for the construction, purchase or operation of the station(s) be provided by aliens, foreign entities, domestic entities controlled by aliens, or their agents? Yes No

If the answer to (b) above is Yes, attach an Exhibit giving full disclosure concerning this assistance.

Exhibit No.
N/A

12. (a) Has an adverse finding been made or an adverse final action been taken by any court or administrative body as to the applicant, any party to this application, or any non-party equity owner in the applicant in a civil or criminal proceeding brought under the provisions of any law related to the following:

Any felony; broadcast related antitrust or unfair competition; criminal fraud or fraud before another governmental unit; or discrimination? Yes No

(b) Is there now pending in any court or administrative body any proceeding involving any of the matters referred to in (a) above? Yes No

If the answer to (a) and/or (b) above is Yes, attach an Exhibit giving full disclosure concerning persons and matters involved, including an identification of the court or administrative body and the proceeding (by dates and file numbers), a statement of the facts upon which the proceeding is or was based or the nature of the offense alleged or committed, and a description of the current status or disposition of the matter.

Exhibit No.
N/A

TCom Communications, Inc.
FM Channel 292C3
La Crosse, Wisconsin

EXHIBIT 1

Stock Subscription Agreement

STOCK SUBSCRIPTION AGREEMENT

TCom, Inc.

The undersigned hereby agrees with TCom, Inc., an Wisconsin corporation to be formed, to receive from said corporation the number of shares of capital stock in said corporation hereinafter set opposite the undersigned's name, and to pay for said shares in said corporation upon demand by said corporation at the rate of ONE Dollars (\$1.00) per share for the number of the shares set below.

The undersigned hereby acknowledges and consents by the signing of this agreement to the following rights and conditions placed upon the below subscribed shares of stock as follows:

Class A: Class A voting stock contains all the rights, without limitation, generally attributed to rights involved with common stock; and no par value.

Class B: Class B or non-voting stock contains rights of investment only, which stock specifically precludes its owner in the following ways: from being an employee of the corporation; from securing as an independent contractor or agent in any material capacity for the corporation; from communicating with the owner of Class A or voting stock on matters pertaining to the day to day operations of the corporation's business; from selling his stock without the prior written consent of the Class A or voting stock owner; from having any voting rights with regard to any matter of the corporation's business, including, but not limited to, removal of any employee, officer, or director of the corporation; from performing any service for the corporation with the exception of making loans to, or acting as surety for the business; and from becoming involved in the management or operation of the business of the corporation.

Inasmuch as all shares authorized are to be issued, no shareholder may acquire additional stock in the corporation. No shares of either class of stock may be converted into the other class of stock. The owner of Class B or non-voting stock may not sell his stock without the prior written consent of the owner(s) of Class A or voting stock.

The By-Laws of the corporation shall be in the form of Exhibit A attached hereto.

The parties recognize that the cost to be incurred in the preparation and prosecution of the application for a new FM station in La Crosse, Wisconsin, and in the construction and operation of the radio station beyond that will exceed the amount of funds constituting the initial capitalization of the corporation. In the event that, in the sole opinion of the Board of Directors of the corporation, such additional funds are not readily available to the corporation from (1) capital contributions already made or committed to be made; (2) operations of the corporation; (3) or borrowings of the corporation, within the Board of Directors of the corporation, may from time to time, call upon the owners of the shares to make additional contributions in cash. In the event that such call is made, the stockholders agree to contribute such amounts in cash up to a total of \$500,000.00 and the percentage of responsibility based on class of stock held as set forth below:

<u>CLASS A. VOTING SHAREHOLDER</u>		<u>SHARES</u>
Patricia A. Turner	200	20%
<u>CLASS B. NON-VOTING SHAREHOLDER</u>		<u>SHARES</u>
Kenneth L. Ramsey	800	80%

All parties to this agreement further agree that they will personally guarantee any note at a bank as determined by the Board of Directors for the construction of the station not to exceed the sum of \$500,000.00.

This agreement may be executed in counterparts.

NAME OF SUBSCRIBER

NUMBER AND CLASS OF SHARES

CLASS A. VOTING SHAREHOLDER

SHARES

Patricia A. Turner

200

CLASS B. NON-VOTING SHAREHOLDER

SHARES

Kenneth L. Ramsey

800

Dated: _____

Patricia A. Turner

Dated: JAN. 18, 1991

Kenneth L. Ramsey
Kenneth L. Ramsey

Approved:

TCom, Inc.

by Patricia A. Turner

NAME OF SUBSCRIBER

NUMBER AND CLASS OF SHARES

CLASS A. VOTING SHAREHOLDER

SHARES

Patricia A. Turner

200

CLASS B. NON-VOTING SHAREHOLDER

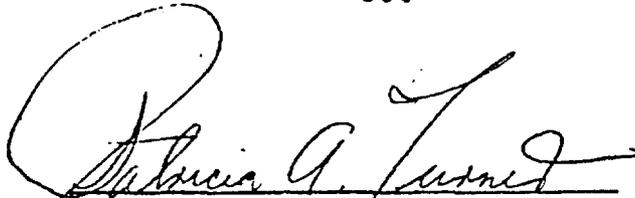
SHARES

Kenneth L. Ramsey

800

Dated:

1/19/91



Patricia A. Turner

Dated: _____

Kenneth L. Ramsey

Approved:

TCom, Inc.



by Patricia A. Turner

TCom Communications, Inc.
FM Channel 292C3
La Crosse, Wisconsin

EXHIBIT 2

Broadcast Interests

Broadcast Interests/Applications

TCom, Inc. has no interests or applications other than the instant application.

Patricia A. Turner has no interests or applications other than her interest in the instant application.

Kenneth L. Ramsey is involved in the following:

Owns 80% nonvoting stock of ARB Communications, Inc., an applicant for a new FM station for Signal Mountain, Tennessee, FCC file # BPH-891101MH.

Owns 80% nonvoting stock of KRB Broadcasting, Inc., an applicant for a new FM station for Clarksville, Indiana, FCC file # BPH-890905MD.

Owns 80% nonvoting stock of New Era Communications Group, Inc., an applicant for a new FM station for Mount Juliet, Tennessee, FCC file # BPH-891012ND.

Owns 80% nonvoting stock of Media Enterprises of Warrior, Inc. an applicant for a new FM station for Warrior, Alabama, FCC file # BPH-891218MG.

Owns 80% nonvoting stock of Bluegrass On-The-Air, Inc., an applicant for a new FM Station for Philpot, Kentucky, FCC file # BPH-900705MJ.

Owns 80% nonvoting stock of Triumph Communications, Inc., an applicant for a new FM station for Idalou, Texas, filed on November 1, 1990.

Owns 80% nonvoting stock of Cope Communications, Inc., which has filed an application for a new FM station for Westwood, Kentucky.

Owns 80% nonvoting stock of Gorecomm, Inc., which has filed an application for a new FM station for Morehead, Kentucky.

Owns 80% nonvoting stock of Mandujano Communications, Inc., which filed, an application for a new FM station for Amarillo, Texas, on November 23, 1990.

Owns 80% nonvoting stock of Crystal Clear Communications, Inc., which has filed on December 14, 1990, an application for a new FM station for Seelyville, Indiana.

Owns 80% nonvoting stock of Zenitram Communications, Inc., which has filed on December 20, 1990, an application for a new FM station for Brockport, New York.

Owns 80% nonvoting stock of Bayou Broadcasting, Inc., which has filed on December 31, 1990, an application for a new FM station for White Hall, Arkansas.

Section II - LEGAL QUALIFICATIONS

Name of Applicant

Broadcast Properties of La Crosse Inc.

1. 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 (eg, 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 11/8/89 Place 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. 1

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. NA

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-31), 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

Section II - LEGAL QUALIFICATIONS (Page 2)

6. List the applicant, parties to the application and non-party equity owners in the applicant. Use one column for each individual or entity. Attach additional pages if necessary.

(Read carefully - The numbered items below refer to line numbers in the following table.)

- | | |
|---|---|
| <p>1. Name and residence of the applicant and, if applicable, its officers, directors, stockholders, or partners (if other than individual also show name, address and citizenship of natural person authorized to vote the stock). List the applicant first, officers next, then directors and, thereafter, remaining stockholders and partners.</p> <p>2. Citizenship.</p> <p>3. Office or directorship held.</p> <p>4. Number of shares or nature of partnership interests.</p> <p>5. Number of votes.</p> | <p>6. Percentage of votes.</p> <p>7. Other existing attributable interests in any broadcast station, including the nature and size of such interests.</p> <p>8. All other ownership interests of 5% or more (whether or not attributable), as well as any corporate officership or directorship, in broadcast, cable, or newspaper entities in the same market or with overlapping signals in the same broadcast service, as described in 47 C.F.R. Section 73.3555 and 76.501, including the nature and size of such interests and the positions held.</p> |
|---|---|

1.	Charles J. Burns 503 Harrington Road Wayzata, MN 55391	Philip T. Kelly 1035 Prince Phillip Drive Dubuque, IA 52001	John Morrison 27 Casa Mar Naples, FL 33940
2.	USA	USA	USA
3.	Chairman of Board, Director	President, Director	Stockholder
4.	100 Shares	100 Shares	100 Shares
5.	100 Votes	100 Votes	100 Votes
6.	33 1/3%	33 1/3%	33 1/3%
7.	50% owner Topeka Broadcom, licensee of KTPK (106.9) Topeka, KA 33 1/3% owner Broadcast Properties Inc. licensee of WMVY, Tisbury, MA.	President Communications Properties, Inc. and 79% shareholder. Corporation owns WDBQ and KLYV Dubuque, IA and KATE & KRGR Albert Lea, MN. 33 1/3% owner	Limited partner (12.5%) Michigan Center Broadcasting licensee of WGTV Traverse City, MI.
8.	None	Broadcast Properties, Inc. licensee of WMVY, Tisbury MA None	None

Section II - LEGAL QUALIFICATIONS (Page 2)

6. List the applicant, parties to the application and non-party equity owners in the applicant. Use one column for each individual or entity. Attach additional pages if necessary.

(Read carefully - The numbered items below refer to line numbers in the following table.)

- | | |
|---|---|
| <p>1. Name and residence of the applicant and, if applicable, its officers, directors, stockholders, or partners (if other than individual also show name, address and citizenship of natural person authorized to vote the stock). List the applicant first, officers next, then directors and, thereafter, remaining stockholders and partners.</p> <p>2. Citizenship.</p> <p>3. Office or directorship held.</p> <p>4. Number of shares or nature of partnership interests.</p> <p>5. Number of votes.</p> | <p>6. Percentage of votes.</p> <p>7. Other existing attributable interests in any broadcast station, including the nature and size of such interests.</p> <p>8. All other ownership interests of 5% or more (whether or not attributable), as well as any corporate officership or directorship, in broadcast, cable, or newspaper entities in the same market or with overlapping signals in the same broadcast service, as described in 47 C.F.R. Section 73.3555 and 76.501, including the nature and size of such interests and the positions held.</p> |
|---|---|

1.	Broadcast Properties of La Crosse Inc. 5490 Saratoga Road P.O. Box 1280 Dubuque, IA 52001		
2.	--		
3.	--		
4.	--		
5.	--		
6.	--		
7.	Licensee of WLFN AM WLXR FM La Crosse, WI		
8.	None		

Section 11 - LEGAL QUALIFICATIONS (Page 3)

7. Does the applicant, any party to the application or any non-party equity owner in the applicant have, or have they had, any interest in:

(a) a broadcast station, or pending broadcast station application before the Commission? Yes No

(b) a broadcast application which has been dismissed with prejudice by the Commission? Yes No

(c) a broadcast application which has been denied by the Commission? Yes No

(d) a broadcast station, the license of which has been revoked? Yes No

(e) a broadcast application in any pending or concluded Commission proceeding which left unresolved character issues against the applicant? Yes No

If the answer to any of the questions in (a)-(e) above is Yes, state in an Exhibit the following information:

Exhibit No.
2

- (1) Name of party having interest;
- (2) Nature of interest or connection, giving dates;
- (3) Call letters of stations or file number of application or docket; and
- (4) Location.

8. (a) Are any of the parties to the application or non-party equity owners in the applicant related (as husband, wife, father, mother, brother, sister, son or daughter) to each other? Yes No

(b) Does any member of the immediate family (i.e., husband, wife, father, mother, brother, sister, son or daughter) of any party to the application or non-party equity owner in the applicant have any interest in or connection with any other broadcast station, pending broadcast application or newspaper in the same area (see Section 73.3555(c)) or, in the case of a television station applicant only, a cable television system in the same area (see Section 76.501(a))?

Yes No

If the answer to (a) or (b) above is Yes, attach an Exhibit giving full disclosure concerning the persons involved, their relationship, the nature and extent of such interest or connection, the file number of such application, and the location of such station or proposed station.

Exhibit No.
NA

9. State in an Exhibit any interest the applicant or any party to this application proposes to divest in the event of a grant of this application.

Exhibit No.
3

OTHER MASS MEDIA INTERESTS

10. (a) Do individuals or entities holding nonattributable interests of 5% or more in the applicant have an attributable ownership interest or corporate officership or directorship in a broadcast station, newspaper or CATV system in the same area? (See Instruction 8 to Section 11.)

Yes No
NA

(b) Does any member of the immediate family (i.e., husband, wife, father, mother, brother, sister, son or daughter) of an individual holding a nonattributable interest of 5% or more in the applicant have any interest in or connection with any other broadcast station, pending broadcast application, newspaper in the same area (see Section 73.3555(c)), or, in the case of a television station applicant only, a cable television system in the same area (see Section 76.501(a))?

Yes No
NA

If the answer to (a) and/or (b) above is Yes, attach an Exhibit giving a full disclosure concerning the persons involved, their relationship, the nature and extent of such interest or connection, the file number of such application, and the location of such station or proposed station.

Exhibit No.
NA

CITIZENSHIP AND OTHER STATUTORY REQUIREMENTS

11. (a) Is the applicant in violation of the provisions of Section 310 of the Communications Act of 1934, as amended, relating to interests of aliens and foreign governments? (See Instruction C to Section 11.) Yes No

(b) Will any funds, credits or other financial assistance for the construction, purchase or operation of the station(s) be provided by aliens, foreign entities, domestic entities controlled by aliens, or their agents? Yes No

If the answer to (b) above is Yes, attach an Exhibit giving full disclosure concerning this assistance.

Exhibit No.
NA

12. (a) Has an adverse finding been made or an adverse final action been taken by any court or administrative body as to the applicant, any party to this application, or any non-party equity owner in the applicant in a civil or criminal proceeding brought under the provisions of any law related to the following:

Any felony; broadcast related antitrust or unfair competition; criminal fraud or fraud before another governmental unit; or discrimination?

Yes No

(b) Is there now pending in any court or administrative body any proceeding involving any of the matters referred to in (a) above? Yes No

If the answer to (a) and/or (b) above is Yes, attach an Exhibit giving full disclosure concerning persons and matters involved, including an identification of the court or administrative body and the proceeding (by dates and file numbers), a statement of the facts upon which the proceeding is or was based or the nature of the offense alleged or committed, and a description of the current status or disposition of the matter.

Exhibit No.
NA

Exhibit 1

Broadcast Properties of La Crosse Application

STOCKHOLDER AGREEMENT

THIS AGREEMENT, made and entered into on the 31 day of July, 1990 among BROADCAST PROPERTIES OF LA CROSSE, INC., a Delaware corporation (the "Company"), CHARLES J. BURNS, a Minnesota resident ("Burns"), PHILIP T. KELLY, an Iowa resident ("Kelly") and JOHN M. MORRISON, a Florida resident ("Morrison"),

W I T N E S S E T H:

WHEREAS, each of Burns, Kelly and Morrison (each individually referred to as a "Shareholder" and collectively as the "Shareholders") own one hundred (100) shares of common stock of the Company (collectively referred to as the "Shares"); and

WHEREAS, the Shareholders desire to enter into this Agreement to foster a better business relationship and to further the interests of the Company;

NOW, THEREFORE, in consideration of these premises, the mutual covenants contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties agree as follows:

Section 1. Stock Transfer Restrictions.

1.1 Transfer Restrictions. Each Shareholder agrees that he will not transfer any of his Shares or any right or interest therein, without the prior written consent of the Company except through a transfer which meets the requirements of this Section 1. As used in Section 1, the term "transfer" shall include sale,