

ORIGINAL
FILE

Before the
Federal Communications Commission
Washington, D.C. 20554

92-111

In re Applications of)
DEAS COMMUNICATIONS, INC., et al.)
For Construction Permit for a)
New FM Station on Channel 240A)
in Healdsburg, California)

MM Docket No. ~~90-181~~

✓

To: Hon. Edward J. Kuhlmann
Administrative Law Judge

DIRECT CASE OF HEALDSBURG EMPIRE CORPORATION

RECEIVED

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FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

Rosenman & Colin
575 Madison Avenue
New York, New York 10022

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041

INDEX TO EXHIBITS OF HEALDSBURG EMPIRE CORPORATION

<u>Exhibit #</u>	<u>Sponsor</u>	<u>Subject</u>
Empire 1	Joanne Kilmartin	Structure
Empire 2	Joanne Kilmartin	Management
Empire 3	Joanne Kilmartin	Diversification
Empire 4	Joanne Kilmartin	Auxiliary Power

STRUCTURE

Healdsburg Empire Corporation ("Empire") is a Delaware corporation with one class of stock (voting). Empire is owned by Empire Broadcasting Corporation (51%), Robert S. Kieve (28%), and Joanne S. Kilmartin (21%). Empire's officers and directors are:

Rodney J. Diridon - Director

Robert S. Kieve - President/Director

Joanne S. Kilmartin - Vice President/Director

Myron S. Lewis - Director

Vincent A. Lopopolo - Executive Vice President/Director

John McLeod - Vice President

John A. Palvino - Director

Joseph Zukin, Jr. - Director

AFFIDAVIT OF JOANNE S. KILMARTIN

STATE OF CALIFORNIA }
COUNTY OF } SE.:

Joanne S. Kilmartin, being duly sworn, deposes and says:

1. I have read the foregoing Empire Exhibit 1; it is true and correct to the best of my knowledge, information and belief.

Joanne S. Kilmartin
Joanne S. Kilmartin

Subscribed and sworn to before me this

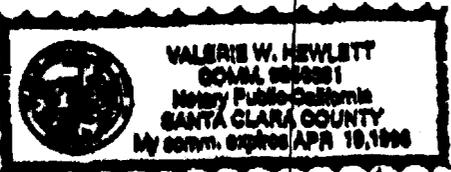
LL-PURPOSE ACKNOWLEDGMENT

NO. 9179

State of Calif
County of Santa Clara
On 10-1-92 before me, Valerie W. Hewlett
DATE NAME, TITLE OF OFFICER - E.G., JANE DOE, NOTARY PUBLIC
personally appeared Joanne S. Kilmartin
NAME(S) OF SIGNER(S)

- CAPACITY CLAIMED BY SIGNER**
- INDIVIDUAL
 - CORPORATE OFFICER(S) _____ TITLE(S) _____
 - PARTNER(S) LIMITED GENERAL
 - ATTORNEY-IN-FACT
 - TRUSTEE(S)
 - GUARDIAN/CONSERVATOR
 - OTHER: _____

personally known to me - OR - proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



Witness my hand and official seal.
Valerie W. Hewlett
SIGNATURE OF NOTARY

SIGNER IS REPRESENTING:
NAME OF PERSON(S) OR ENTITY(ES)

ATTENTION NOTARY: Although the information requested below is OPTIONAL, it could prevent fraudulent attachment of this certificate to an unauthorized document.

**THIS CERTIFICATE
MUST BE ATTACHED
TO THE DOCUMENT
DESCRIBED AT RIGHT:**

Title or Type of Document Affidavit
Number of Pages 1 Date of Document _____
Signer(s) Other than Named Above _____

MANAGEMENT

Joanne S. Kilmartin will participate in the management of Healdsburg Empire Corporation's ("Empire") proposed Station on a full-time (at least 40 hours per week) basis as General Manager. Ms. Kilmartin will resign her position at Stations KLIV/KARA and curtail or abandon any other incursions on her time in order to effectuate Empire's proposal. Ms. Kilmartin will spread her time at the Station over at least a Monday - Friday workweek. As General Manager, Ms. Kilmartin will exercise general supervision and hold ultimate authority over all aspects of Station management and operation. She will oversee construction and regulatory compliance, hire and supervise the staff (including department heads), and deal with advertisers and their representatives. Ms. Kilmartin will develop the Station's format and implement it through programming. Ms. Kilmartin also will hire the Station's local and communications counsel, accountants and consulting engineers. She will fix operating budgets, coordinate banking arrangements, and administer the day-to-day Station operation, including its technical operation. Ms. Kilmartin will coordinate the proposed Station's involvement in community organizations and charitable causes. She will direct the broadcast of public service announcements and coordinate Station access to members of the public.

Ms. Kilmartin was born in Healdsburg in 1949. From 1949 to 1971, and from 1972 to 1973, Ms. Kilmartin lived in Cloverdale, California, which is within Empire's proposed service area. From 1971 to 1972, she lived in Santa Rosa, California, which is also within Empire's service area. From approximately 1958 to approximately 1962, Ms. Kilmartin was a member of the Cloverdale Camp Fire Girl Troop. She also was a member of St. Peter's Catholic Church in Cloverdale during her years of residence there. If Empire's application is granted, Ms. Kilmartin will relocate to Healdsburg.

For about 15 years, Ms. Kilmartin has been employed by Empire Broadcasting Corporation, licensee of Station KLIV, San Jose, California and KARA(FM), Santa Clara, California. From 1975 to 1982, she was a salesperson there; since 1983, she has been Local Sales Manager of Station KARA(FM). Ms. Kilmartin holds a degree in advertising from San Jose State University.

AFFIDAVIT OF JOANNE S. KILMARTIN

STATE OF CALIFORNIA }
COUNTY OF Santa Clara } SS.:

Joanne S. Kilmartin, being duly sworn, deposes and says:

1. I have read the foregoing Empire Exhibit 2; it is true and correct to the best of my knowledge, information and belief.

Joanne S. Kilmartin
Joanne S. Kilmartin

Subscribed and sworn to before me this

ALL-PURPOSE ACKNOWLEDGMENT

No. 9179

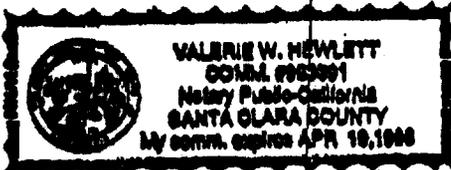
State of Calif
County of Santa Clara
On 10-1-92 before me, Valerie W. Hewlett
DATE NAME, TITLE OF OFFICER - E.G., JUDGE, DIST. CLERK, NOTARY PUBLIC
personally appeared Joanne S. Kilmartin
NAME(S) OF SIGNER(S)

CAPACITY CLAIMED BY SIGNER

- INDIVIDUAL
- CORPORATE OFFICER(S) _____ TITLE(S) _____
- PARTNER(S) LIMITED GENERAL
- ATTORNEY-IN-FACT
- TRUSTEE(S)
- GUARDIAN/CONSERVATOR
- OTHER: _____

personally known to me - OR - proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

SIGNER IS REPRESENTING:
NAME OF PERSON(S) OR ENTITY(IES)



Witness my hand and official seal
Valerie W. Hewlett
SIGNATURE OF NOTARY

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DIVERSIFICATION

Empire Broadcasting Corporation ("EBC"), a 51% stockholder of Healdsburg Empire Corporation, is licensee of Station KLIV, San Jose, California, and Station KARA(FM), Santa Clara, California. EBC's officers, directors and 10% or greater stockholders are:

Rodney J. Diridon
Director

Robert S. Kieve
President/Director - 51.21% stockholder

Myron S. Lewis
Director

Vincent A. Lopopolo
Executive Vice President/Director - 10.53% stockholder

John McLeod
Vice President/Programming

John A. Palvino
Director

Joseph Zukin, Jr.
Director

John A. Palvino is a 28% shareholder, officer and director of the Lincoln Group, Ltd., licensee of Stations WVOR-FM and WHAM-AM, Rochester, New York, and of WBUF-FM in Buffalo; Joseph Zukin, Jr., through a variety of vehicles, owns more than 50% of Meadow Pacific Corporation, which owns all of the issued and outstanding stock of Kern Broadcasting, Inc., licensee of Stations KGEO(AM) and KGFM(FM) in Bakersfield, California.

AFFIDAVIT OF JOANNE S. KILMARTIN

STATE OF CALIFORNIA }
COUNTY OF } ss.:

Joanne S. Kilmartin, being duly sworn, deposes and says:

1. I have read the foregoing Empire Exhibit 3; it is true and correct to the best of my knowledge, information and belief.

Joanne S. Kilmartin
Joanne S. Kilmartin

Subscribed and sworn to before me this

ALL-PURPOSE ACKNOWLEDGMENT

No. 0170

State of Calif
County of Santa Clara

On 10-1-92 before me, Valerie W. Hewlett
DATE NAME, TITLE OF OFFICER - I.E. JUDGE, DIST. CLERK, NOTARY PUBLIC

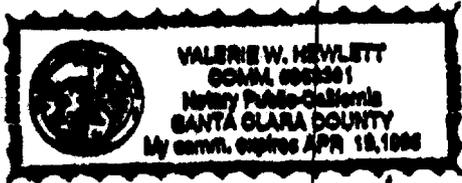
personally appeared Joanne S. Kilmartin
NAME(S) OF SIGNER(S)

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CAPACITY CLAIMED BY SIGNER

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- CORPORATE OFFICER(S) _____ TITLE(S) _____
- PARTNER(S) LIMITED GENERAL
- ATTORNEY-IN-FACT
- TRUSTEE(S)
- GUARDIAN/CONSERVATOR
- OTHER: _____

SIGNER IS REPRESENTING:
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Witness my hand and official seal.
Valerie W. Hewlett
SIGNATURE OF NOTARY

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AUXILIARY POWER

Healdsburg Empire Corporation will install auxiliary generators at its studio and transmitter sites to provide an alternate source of electric power in the event of a malfunction in the proposed Station's usual source of electric power.

AFFIDAVIT OF JOANNE S. KILMARTIN

STATE OF CALIFORNIA
COUNTY OF

SS.:

Joanne S. Kilmartin, being duly sworn, deposes and says:

1. I have read the foregoing Empire Exhibit 4; it is true and correct to the best of my knowledge, information and belief.

Joanne S. Kilmartin
Joanne S. Kilmartin

Subscribed and sworn to before me this

LL-PURPOSE ACKNOWLEDGMENT

No. 8179

State of Calif
County of Santa Clara

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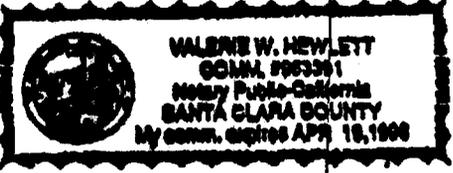
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NAME OF SIGNER(S)

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