

AP MEMBERSHIP AGREEMENT FOR RADIO

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THIS AGREEMENT made as of this \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_, between THE ASSOCIATED PRESS, a not-for-profit corporation, with offices at 1825 K Street N.W., Washington, D.C. 20006 ("AP") and PRAISE MEDIA INC., a TEXAS corporation with offices at 2929 Signal Hill, Longview, Texas (the "Member"), owner(s) and licensee(s) of the following radio station(s) hereinafter referred to as "Station(s)":

Call Letters: KARW-AM  
Frequency: 1280khz  
Class: III-U  
Power: 1.07.56kw  
Coverage Area: Longview, Texas

WITNESSETH:

WHEREAS, AP is a not-for-profit news cooperative in the business of providing and receiving certain news, photo, audio, video and other news and information services, and has the right to distribute in whole or in part, the news and information gathered by AP and its members;

WHEREAS, Member is interested in sharing its news and information with AP for use in the news services of AP and its subsidiaries and would like to receive the Report (as hereinafter defined) and incorporate information and intelligence derived from the Report into its programming broadcast over the Station(s);

WHEREAS, AP desires to grant, and Member desires to obtain, a license to use the Report subject to the terms and conditions set forth herein; and

NOW, THEREFORE, in consideration of the mutual premises and covenants set forth in this Agreement, the parties hereby agree as follows:

GRANT OF LICENSE. AP hereby grants to Member a non-exclusive license to use the AP Drivetime news report ("the Report") in audio programming broadcast solely over the Station(s) in accordance with the following terms and conditions set forth herein. AP shall retain all right, title and interest in and to the Report, including, without limitation, to the copyright.

ASSESSMENT. In consideration for the license granted hereunder to use the Report, Member will pay AP in advance \$ 63.30 weekly (the "Assessment", or "Assessments"). In the event the Station(s) are sold and owned separately pursuant to Section 11 herein, the weekly Assessments applicable for each station, notwithstanding the amount specified above and unless they are otherwise fixed by the AP Board of Directors as provided in the By-Laws of AP shall be KARW-AM, \$ 63.30, \$ \_\_\_\_\_, \$ \_\_\_\_\_.

TERM. The term of this Agreement shall commence on August 27, 1992 or the first date upon which AP actually provides the Report to Member (the "Effective Date"). The Agreement shall continue in effect for a term of two years from the Effective Date and shall remain in effect for successive two-year terms, unless earlier terminated as provided herein. If AP for any reason suspends the delivery of the Report to Member during any term, the period of suspension shall be added to such term. Either party may terminate this Agreement, effective at the end of the first or any subsequent term, by written notice submitted to the other party by registered mail, return receipt requested, not less than 180 days prior to the end of such term.

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### INVOICE

FROM:  
 WASTE MANAGEMENT OF EAST TEXAS  
 COMMERCIAL DIVISION  
 PO BOX 650549  
 DALLAS TX 75265-0549

ACCOUNT NUMBER 670670 CE 0238962
INVOICE NUMBER 033959
DATE 10/02/92

TO: PAGE 1 OF 1  
 KLGV-KARW RADIO STATION  
 P.O. BOX 7100  
 LONGVIEW TX 75607

BILLING INQUIRIES: 800/444-9278 SERVICE INQUIRIES: 800/441-0288

DATE	REFERENCE NUMBER	QUANTITY	DESCRIPTION	AMOUNT
09/02			PREVIOUS BALANCE	221.34
			BALANCE FORWARD	221.34
			KLGV-KARW RADIO STATION 2929 SIGNAL HILL DR LONGVIEW TX 75602	
			MONTHLY COMMERCIAL SERVICE OCTOBER 92	63.00
			SALES TAX	5.21
			TOTAL CURRENT CHARGES DUE WITHIN 10 DAYS OF RECEIPT.	68.21
			LATE CHARGE ASSESSED	3.27
			TOTAL AMOUNT NOW DUE	292.82

*PO  
 \$ 148.00  
 Paid E. Lundy  
 11-10-92*

ACCOUNT SERIOUSLY PAST DUE! SVCE STOPPED & ACCT REFERRED TO LEGAL & COLLECTION DEPT & LATE FEES WILL BE CHARGED.

PLEASE NOTE NEW ADDRESS FOR SUBMITTING YOUR PAYMENT. TO INSURE PROPER CREDIT TO YOUR ACCOUNT, PLEASE RETURN YOUR REMITTANCE WITH YOUR PAYMENT.

PLEASE NOTE THE CHANGE IN REMITTANCE ADDRESS ON YOUR INVOICE PLEASE UPDATE YOUR ACCOUNTS PAYABLE SYSTEM.

RECEIVED:

CASH 600.00

LONGVIEW TX 75603

BATCH: 7 DATE: 01-11-93  
TOTAL AMOUNT RECEIVED 600.00  
TOTAL AMOUNT PAID 600.00

CHANGE DUE CUSTOMER .00

DESCRIPTION ARREARS CURRENT AMOUNT PAID BALANCE

TOTAL

OUTSTANDING/DEFERRED BALANCE(S) DEFERRED AMOUNT PAID BALANCE  
DEPOSIT INSTALLMENT 600.00 600.00- .00

TOTAL 600.00 600.00- .00

TRAN ACCR ACCT  
REV TWN 305 SEQ  
DC962606

INQ OPT

KEEP THIS RECEIPT AS PROOF OF YOUR PAYMENT

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SECURITY DEPOSIT RECEIPT

ORIGINAL

474679

\$140.00 Town Longview, Texas 11-10 1992

RECEIVED OF KARW

whose signature appears

below, a deposit of One hundred forty Dollars to secure payment of all bills against depositor, and to insure the proper care, use and delivery to us, upon demand, of our appliances, and other property placed or being upon depositor's premises.

This deposit shall bear interest, for each calendar year, at a variable interest rate established by the Public Utility Commission of Texas. The interest is payable at our office annually on demand, but interest shall cease to accrue; and this deposit and any unpaid interest (less depositor's indebtedness to us) shall be returned to the depositor when we discontinue the supply of gas to the depositor.

Depositor's Signature

THIS RECEIPT IS NOT TRANSFERABLE OR NEGOTIABLE

KARW  
Address 2929 Signal Hill

LONE STAR GAS COMPANY,

By [Signature]

ACCOUNT NUMBER  
1529801107604

Social Security # or  Tax I.D.#  
454158480



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SAV-ON DISCOUNT OFFICE SUPPLY  
CHAPARRAL SHOPPING CENTER  
112 JOHNSTON ST.  
LONGVIEW TX 75601  
Phone: 983 758-8883

12/07/92 SALE 10:37 AM

J WASHINGTON  
KARW AM 1280  
PO BOX 7100  
LONGVIEW TX 75607

99202 RUBBER STAMP	9.95
34695 RIBBON-BROTHER AX-10	
2 EA @ 3.99	7.98
30293 INDEX CARD, 3X5 PLAIN	
3 PK @ 0.49	1.47
57247 FLEXGRIP ROLLER, F/BLK, 1	0.99
59505 PEN, BALLPT, STICK, F-BLK,	1.19
57338 PEN, ROLLER, CERAMIC, ASST	3.99
20108 TABLET, SAFARI	0.99
20474 BULLETIN AID, ALPHABET	3.69
11476 CAL, DESK PAD, SAV-ON, (SK24)	
2 EA @ 1.99	3.98
11107 RECYCLED WYWO PAD	
2 PK @ 1.89	3.78
11430 CAL, ACA, WK/MNDR, 4X6, ASS	3.49
34660 RIB.-ROYAL/ADLER SATELL	4.19
Sub-Total	45.69
8.25% Tax	3.77
Total Sales	49.46
Check	50.16
Change Back	0.70

Mfg. Suggested Price... \$59.10  
You Saved 40%, or \$23.36

THANK YOU SAVING AT SAV-ON

Attachment 12

FEDERAL COMMUNICATIONS COMMISSION

WASHINGTON, D.C. 20554

IN REPLY REFER TO:

1800C4

February 10, 1993

Certified Mail - Return Receipt Requested

Pine Tree Media, Inc.  
P.O. Box 7100  
Longview, Texas 75607

re: KARW  
Longview, TX

Dear Sir/Madam:

By letter dated September 9, 1992 (copy enclosed), the Commission requested that you provide certain information with regard to a possible unauthorized transfer of control of Pine Tree Media, Inc., licensee of Station KARW, Longview, Texas. In addition, the Commission requested that you respond to questions raised by a December 1990, Commission inspection of the station, which indicated that various Commission rules may have been violated. You were advised that your response should be submitted within 30 days of the date of the Commission's September 9, 1992, letter, and that failure to respond within the allotted period would result in a violation of Section 73.1015 of the Commission's Rules. The return receipt shows that the Commission's letter was received on September 16, 1992.

By letter dated December 3, 1992 (copy enclosed), the Commission informed you of your apparent failure to respond to the September 9, 1992, letter. You were advised that such failure was viewed as a serious matter. You were further advised that, pursuant to Section 1.88 of the Commission's Rules, you would be afforded a second opportunity to respond. Accordingly, pursuant to Section 73.1015 of the Commission's Rules, you were directed to respond to the Commission's September 9, 1992, letter within 15 days.

Materials were received from radio station KARW on January 26, 1993. No one signed the response on behalf of the station. Moreover, not all questions were answered. For example, Question 6 of the September 9, 1992, letter, asked for the identification of all principals of Pine Tree Media, Inc. The response was "See enclosed letter." No letter was enclosed. Question 8 asked for the identity of all principals of American Plastics, a description of any role American Plastics had in operating Station KARW, and when such role commenced. While the response identifies one individual and suggests that American Plastics hired Ferrell and Murray to manage the station, it does not state when such hiring occurred. Question 9 asked you to explain what relationship exists between American Plastics and

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Ferrell and Murray with respect to the operation of the station. The response states: "9. American Plastics was for close upon which left Ferrell & Murray." This response requires clarification. In sum, the materials submitted do not reveal who is in control of Pine Tree Media, Inc., the licensee of record; who is in control of the station; or how such persons came to acquire such control.

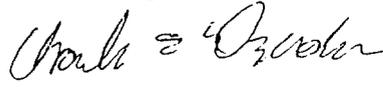
In addition, by letter dated September 23, 1992 (copy enclosed), you were informed that the license renewal application for Station KARW (identified in the letter by former callsign KDOX) could not be processed further without submission of information about the station's plans to protect workers from RF radiation and without the signature of an officer of Pine Tree Media, Inc. The return receipt shows the Commission's letter was received on September 28, 1992. However, to date, no corrective amendments have been received.

In view of the foregoing, it appears that you are operating Station KARW in violation of, among other things, Section 310(d) of the Communications Act of 1934, as amended ("the Act"), in that you are not the licensee of record, Pine Tree Media, Inc., nor have you acquired control of Pine Tree Media, Inc. with the consent of the Commission. Further, you appear to have willfully and repeatedly refused to respond completely and accurately to Commission inquiries in violation of Section 73.1015 of the Commission's Rules. Accordingly, pursuant to Section 1.88 of the Commission's Rules, we will afford you one final opportunity to respond fully to the Commission's letters of September 9, 1992, and September 23, 1992. Further, we request that you identify who, in your opinion, is legally in control of the licensee of Station KARW, and explain the facts and circumstances as to how such control was obtained. Additionally, we request that you describe what steps you propose to take in order to remedy the apparent violation of Section 310(d) of the Act.

Pursuant to Section 73.1015 of the Commission's Rules, you are directed to respond within fifteen (15) days of the date of this letter. Please direct your response to: James W. Shook, Federal Communications Commission, 2025 M Street, N.W., Suite 7212, Washington, D.C. 20554. You are cautioned that willful and/or repeated failure to respond to official communications from the Commission will result in the imposition of administrative sanctions, including designation for a hearing to

determine whether the pending renewal application for the station should be granted.

Sincerely,

*for* 

Charles W. Kelley  
Chief, Enforcement Division  
Mass Media Bureau

Attachments

Attachment 13

AFFIDAVIT

I, Janet Washington, General Manager of AM radio station KARW, Longview, Texas, and Treasurer of Praise Media, Inc., hereby state under pain and penalty of perjury that the following is true to the best of my knowledge, information and belief:

In mid 1990, a corporation doing business as "American Plastic Products, Inc." acquired the property located at 2929 Signal Hill Road in Longview, Texas, which is the land upon which radio station KARW is situated. As of March, 1991, Mr. H.E. Ferrell was serving as General Manager of radio station KARW and as representative of American Plastic Products, Inc. In March of 1991 Mr. Ferrell hired a Mr. Ray Lee Williams as a disc jockey at the station.

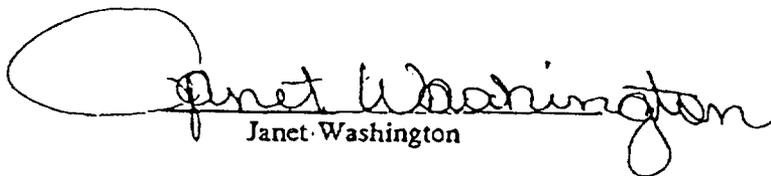
In August or September of 1991, Dr. Herbert Wren and Mr. Earl Jones, Jr. foreclosed on the property at 2929 Signal Hill Road and Mr. Ferrell was removed as General Manager. Mr. Williams was subsequently named General Manager of station KARW. Also in September of 1991, Mr. Williams proposed to start a business to be known as Praise Broadcasting and began negotiations for the purchase of the property located at 2929 Signal Hill. In late September 1991, Janet and Eugene Washington met with Mr. Williams to discuss the terms at which the property could be purchased from Dr. Wren and Mr. Jones. On February 10, 1992, Eugene Washington and Ray Lee Williams, acting as President and Vice-President, respectively, of Praise Media, Inc., entered into an agreement to purchase AM station KARW. Praise Media, Inc. was incorporated in the state of Texas on March 19, 1992.

Under the direction of Praise Media, Inc., KARW's tower was painted in April of 1992. A new Emergency Broadcast System was purchased and installed in November of

1992, and the station's transmitter power has been monitored and regulated since February 1992. The transmitter logs and public reference file are up-to-date.

Praise Media, Inc. is 100 percent minority (African-American) owned and operated and station KARW broadcasts programming specifically targeted to its African-American minority audience.

Further the affiant sayeth not.

  
Janet Washington

Date: 2-9-94

CERTIFICATE OF SERVICE

Michelle C. Mebane, a secretary in the Hearing Branch, Mass Media Bureau, certifies that she has on this 1st day of August 1994, sent by regular United States mail, U.S. Government frank, copies of the foregoing "Mass Media Bureau's Request for Admissions of Fact and Genuiness of Documents" to:

Alan Campbell, Esq.  
Irwin, Campbell & Crowe  
1320 18th Street, N.W.  
Suite 400  
Washington, DC 20036

*Michelle C. Mebane*  
Michelle C. Mebane

Federal Communications Commission

Docket No. 93-265 Exhibit No. TWO

Presented by MASS MEDIA BUREAU

Disposition { Identified ✓ 3/21/95  
Received ✓ 3/21/95  
Rejected \_\_\_\_\_

Reporter M.K. FLEISHMAN

Date 03/21/95

RECEIVED  
AUG 29 1994

Before the  
FEDERAL COMMUNICATIONS COMMISSION  
Washington, D.C. 20554

In re Application of )  
 )  
PINE TREE MEDIA, INC. ) MM Docket No. 93-265  
 )  
For Renewal of License of ) File No. BR-900817UF  
Station KARW )  
Longview, Texas )  
  
To: Mass Media Bureau

**ADMISSIONS OF FACT AND GENUINNESS OF DOCUMENTS**

Praise Media, Inc. ("Praise"), pursuant to Section 1.246 of the Commission's Rules, 47 C.F.R. § 1.246, hereby submits its Admissions of Fact and Genuiness of Documents in response to the "Mass Media Bureau's Request for Admissions of Fact and Genuiness of Documents" filed August 1, 1994.<sup>1</sup>

Admissions

1. According to the Commission's records, Pine Tree Media, Inc. is the licensee of Station KARW.
2. Admitted to the extent that this fact is reflected in the Commission's records.
3. Admitted to the extent that this fact is reflected in the Commission's records.
4. Admitted to the extent that this fact is reflected in the Commission's records, although Praise has made no independent search of the Commission's records for such an ownership report.

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<sup>1</sup> Praise requested and received leave of counsel to the Mass Media Bureau to file this response beyond the 10 day frame specified by the rules. Thus, this response should be considered timely filed.

5. Praise admits that this is a true and accurate copy of the application for renewal of KARW's license as it appears in the Commission's files. Praise cannot admit or deny whether this application is a genuine copy of the application as it was filed or the date on which it was filed because Praise did not file it.

6. Praise cannot admit or deny whether Attachment 1 bears the signature of Robert D. Murray because Praise has no independent knowledge of this fact. Mr. Murray is not and has never been associated with Praise.

7. Praise cannot admit or deny whether Robert D. Murray was ever an officer of Pine Tree Media, Inc ("Pine Tree") because Praise has no independent knowledge of this fact. Mr. Murray is not and has never been associated with Praise.

8. Praise cannot admit or deny the fact of Mr. Tuck's death because it has no independent knowledge of that fact.

9. According to the "Transfer of Lien," the lien held by Wren and Jones was transferred to American Plastics, Inc. on May 17, 1990. However, Praise is not a party to this document, and has no independent knowledge of the information contained therein.

10. Admitted. Praise wishes to note, however, that the document in question was supplied to counsel for Praise by Edward Miller, Esq., counsel to Wren and Jones. Praise was not a party to the document.

11. According to the "Notice of Trustee's Sale" (Attachment 3), American Plastics foreclosed on the real and personal assets of KARW, as well as the stock on Pine Tree Media, Inc., on or about July 3, 1990. However, Praise is not a party to this document, and has no independent knowledge of the information contained therein.

12. Admitted. Praise wishes to note, however, that the document in question was supplied to counsel for Praise by Edward Miller, Esq., counsel to Wren and Jones. Praise was not a party to the document.

13. Admitted to the extent that this fact is reflected in the Commission's records.

14. According the "Trustee's Deed" (Attachment 4), Wren and Jones foreclosed on a note issued to them by American Plastics and reacquired KARW's real and personal property including the stock of Pine Tree. However, Praise is not a party to this document, and has no independent knowledge of the information contained therein.

15. Denied to the extent that the documents contained in Attachment 4 expressly refer to the foreclosure referred to in Admission 14, not Admission 12. The documents in question were supplied to counsel for Praise by Edward Miller, Esq., counsel to Wren and Jones. Praise was not a party to the documents.

16. Admitted to the extent that this fact is reflected in the Commission's records.

17. Admitted.

18. Attachment 5 contains true and accurate copies of the documents referenced in Admission 18, but Praise denies that these documents necessarily accurately reflect Praise's understanding of the agreement between the parties.

19. Denied. The agreement referenced in Admission 17 was reported to the Commission in this proceeding in Praise's "Opposition to Motion to Dismiss" filed February 8, 1994.

20. Denied. The consummation of the agreement referenced in Admission 17 was reported to the Commission in this proceeding in Praise's "Opposition to Motion to Dismiss" filed February 8, 1994.

21. Admitted.

22. Admitted.

23. Admitted.

24. Denied. Attachment 7 is dated March 3, 1994, not March 23, 1994, otherwise, admitted.

25. Admitted.

26. Admitted.

27. Admitted.

28. Admitted.

29. Admitted.

30. Admitted.

31. Admitted.

32. Admitted.

33. Admitted.

34. Admitted.

35. Admitted.

36. Admitted.

37. Admitted to the extent that this fact is reflected in the Commission's records.

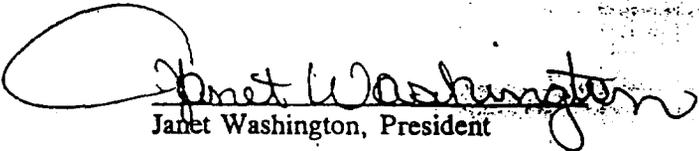
38. Admitted to the extent that this fact is reflected in the Commission's records.

39. Admitted to the extent that this fact is reflected in the Commission's records.

Finally, I hereby state under penalty of perjury that the above responses to the Mass Media Bureau's request for admissions are true and correct to the best of my knowledge, information, and belief.

Respectfully submitted,

PRAISE MEDIA, INC.

  
Janet Washington, President

PRAISE MEDIA, INC.  
P.O. Box 7100  
Longview, Texas 75607

August 26, 1994

Certificate of Service

I, Vanessa N. Duffy, hereby certify that on this 29th day of August, 1994, copies of the foregoing "Admissions of Fact and Genuiness of Documents" have been served by hand delivery upon the following:

Charles E. Dzedzic, Esquire  
Gary Schonman, Esquire  
Robert A. Zauner, Esquire  
Federal Communications Commission  
2025 M Street, N.W.  
Suite 7212  
Washington, DC 20554

Honorable John M. Frysiaç  
Administrative Law Judge  
Federal Communications Commission  
2000 L Street, N.W.  
Suite 223  
Washington, DC 20554

Vanessa N. Duffy

Federal Communications Commission

Docket No. 93-265 Exhibit No. THREE

Presented by MASS MEDIA BUREAU

Disposition { Identified ✓ 3/21/95  
Received ✓ 3/21/95  
Rejected \_\_\_\_\_

Reporter M. K. FLEISHMAN

Date 03/21/95

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# Southwestern Electric Power Company

A Member of the Central and South West System

January 26, 1995

Gary P. Schonman  
Federal Communications Commission  
Mass Media Bureau  
Enforcement Division - Hearing Branch  
2025 M Street NW  
Suite 7212  
Washington, D.C. 20554

Ref: KARW Radio

Dear Mr. Schonman:

The above referenced account in the name of KARW, located at 2929 Signal Hill Drive, was disconnected for non-payment on November 18, 1994. This account remains disconnected today.

Sincerely,

A handwritten signature in cursive script that reads 'B.M. Birdsong'.

B.M. Birdsong  
Area Manager

xc: John Ward  
Keith Honey

Federal Communications Commission

Docket No. 98-265 Exhibit No. FOUR

Presented by MASS MEDIA BUREAU

Disposition { Identified ✓ 3/21/95  
Received ✓ 3/21/95  
Rejected \_\_\_\_\_

Reporter M. K. FLEISHMAN

Date 03/21/95

WV WALKER  
By. 7212.

**FEDERAL COMMUNICATIONS COMMISSION**  
Washington, D.C. 20054

.JAN 20 1995

In Reply Refer To:  
Stop Code 1800B2  
8910-SML

Alan C. Campbell  
c/o Radio Station KARW (AM)  
1320 Eighteenth Street, N.W.  
Suite 400  
Washington, D.C. 20036

In re: KARW (AM)  
Longview, Texas

Dear Sir or Madame:

This is in reference to a recent inquiry, regarding the authority for the above-referenced radio station to be off the air. Commission records do not indicate that this station has requested FCC permission to remain off the air for any period of time.

Section 73.1740(a)(4) of the Commission's Rules states that:

[in] the event that causes beyond the control of a licensee make it impossible to adhere to the operating schedule of this section or to continue operating, the station may limit or discontinue operation for a period of not more than 30 days without further authority from the FCC. Notification must be sent to the FCC in Washington, D.C. not later than the 10th day of limited or discontinued operation. During such period, the licensee shall continue to adhere to the requirements in the station license pertaining to the lighting of antenna structures. In the event normal operation is restored prior to the expiration of the 30 day period, the licensee will so notify the FCC of this date. If the causes beyond the control of the licensee make it impossible to comply within the allowed period, informal written request shall be made to the FCC no later than the 30th day for such additional time as may be deemed necessary.

Further, the licensee must demonstrate in the request that all steps to resume normal operation are being undertaken in an expeditious and timely fashion.

On December 11, 1991, the Commission adopted a Report and Order (copy attached) which amended Part I of the Commission's Rules, to implement Section 5301 of the Anti Drug Abuse Act of 1988. Pursuant to the Report and Order, applicants requesting Special Temporary Authority to remain silent, are required to certify that neither the applicant nor any party to the request is subject to a denial of Federal benefits under Section 5301.

Accordingly, you are requested to verify that this station is currently operating under the specifications of the station's license. If temporary authority is necessary, your attention is directed to the provisions of Section 73.1740(a) (4). If you do not intend to return the station to the air, you should surrender the license for cancellation. You are advised that failure to file the requested information within 30 days from the date of this letter will result in appropriate action by the Commission to terminate your authority to continue as a licensee.

Sincerely,

  
for James R. Burtle  
Chief, AM Branch  
Audio Services Division  
Mass Media Bureau

Attachments