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FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

BEFORE THE
FEDERAL COMMUNICATIONS COMMISSION
WASHINGTON, D.C. 20554

In Re Applications Of)
)
Martin W. Hoffman, Trustee-in-Bankruptcy,)
for Astroline Communications Company)
Limited Partnership)
)
For Renewal of License of)
Station WHCT-TV, Hartford, Connecticut)
)
and)
)
Shurberg Broadcasting of Hartford)
)
)
For Construction Permit for a New)
Television Station to Operate on)
Channel 18, Hartford, Connecticut)

MM Docket No. 97-128

File No. BRCT-881201LG

File No. BPCT-831202KF

To: The Commission

**RESPONSE OF ENTRAVISION HOLDINGS, LLC
TO COMMENTS OF FIRST MILLENNIUM COMMUNICATIONS, INC. TO
JOINT REQUEST FOR APPROVAL OF SETTLEMENT AGREEMENT**

Entravision Holdings, LLC ("Entravision"), by its attorneys and pursuant to Section 1.45(b) of the Commission's Rules, hereby responds to the Comments filed by First Millennium Communications, Inc. ("FMCI") on May 18, 2000, to the Joint Request for Approval of Settlement Agreement in the above-referenced hearing proceeding. In support thereof, Entravision states as follows.

1. The instant hearing involves the issue of the qualifications of Astroline Communications Company Limited Partnership ("ACCLP"), the former licensee of Station WHCT-TV, Hartford,

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Connecticut.¹ In particular, the matters for resolution by the Commission deal with whether ACCLP had misrepresented facts to the Commission and the Courts concerning ACCLP's status as a minority-controlled entity and, in light of the evidence adduced, whether the public interest, convenience and necessity would be served by the granting of its pending renewal application. Entravision is not a party to this proceeding and nothing in this proceeding bears on the qualifications of Entravision to be the licensee of WHCT-TV.

2. Entravision's involvement in the proceeding has only been to serve as a "white knight." In that role, Entravision has entered into an agreement with the Bankruptcy Trustee, Alan Shurberg ("Shurberg"), and Two If By Sea Broadcasting Corporation ("TIBS") to bring this matter to a final resolution by a monetary payment to the Bankruptcy Trustee who, in turn, will provide compensation to TIBS and Shurberg. As a result of the settlement of the outstanding proceeding, with the licensee being found to be fully qualified, the Commission can then proceed to consider the pending major amendment to the TIBS assignment application, substituting Entravision for TIBS as the proposed assignee, and the grant of an assignment of the WHCT-TV license from the Bankruptcy Trustee to Entravision.

3. FMCI's Comments bear no relationship to this process. Instead, FMCI throws up an allegation that it is a party to a contract entitling it to an interest in an entity purportedly to be formed by the parent of Entravision to be the proposed assignee of WHCT-TV. This frivolous claim is being litigated in two civil proceedings currently pending in the Superior Court of the District of Columbia, one initiated by Entravision on January 23, 2000, long before the instant

¹ *Hearing Designation Order*, 12 FCC Rcd 5224 (1997).

Joint Request was filed²

4. It is obvious from this short recitation of facts, including the fact that there is, and has been, private litigation between these parties over the subject matter hereof, pending since prior to the filing of the Joint Request, that FMCI is in the wrong forum and is entitled to no consideration whatsoever. In the first place, FMCI has no standing to contest the Joint Request. The Joint Request has nothing to do with FMCI or its commercial dispute and has all to do with whether the parties are entitled to settle a contested proceeding involving the qualifications of ACCLP under the terms of the Communications Act of 1934, as amended, and the rules and regulations of the FCC. FMCI has never been a party to the contested hearing and cannot today claim any right to be heard on the issues of whether a settlement of this case should be approved or not.

5. FMCI's "Comments" are also wide of the mark. The allegations presented by FMCI relate entirely to a commercial dispute, involving FMCI's purported entitlement to an interest in a non-existent entity to be created by Entravision's parent, and do not have any bearing on the operations of the Station by Entravision or any other party. Absent a connection between a petitioner's allegations and the regulated operations of a licensed station, the Commission lacks the jurisdiction to involve itself in disputes between parties. *See Straus Communications, Inc.*, 2 FCC Rcd 7469 (1987).

6. FMCI also chose to present its claims---frivolous as they may be--- in another forum, specifically, a court of general jurisdiction in the District of Columbia. The Commission has

² *Entravision Communications Corporation v. First Millennium Communications, Inc.*, Case No. 00-0001428 (D.C. Sup. Ct., filed January 23, 2000) and *Barbara Laurence v. Entravision Communications Corporation*, Case No. 00-0002434 (D.C. Sup. Ct., filed March 24, 2000).

consistently held that, and this case presents ample justification for, contractual disputes are best left to the courts for adjudication as they are equipped with the jurisdiction, rules and remedies to resolve such disputes. *See John F. Runner, Receiver*, 36 RR 2d 777, 778 (1975). FMCI has not offered any basis whatsoever for the Commission to alter this policy, as none exists.

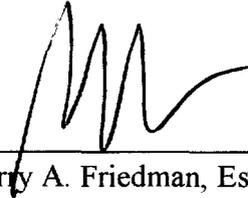
7. Finally, of course, FMCI's "Comments" neither ask for any specific relief nor present any nexus between the instant proceeding and the prior-pending private contractual litigation involving FMCI. Rather, the "Comments" are intended principally to argue FMCI's case in another forum, and to engage in a continued pattern of harassment and extra-judicial interference with Entravision's business and contractual relationships. Absent a nexus between FMCI's claims and issues being adjudicated by the Commission in connection with the Joint Request, there is no reason for the Commission to deny the settlement, to defer action, or to make any comment whatsoever on FMCI's so-called "Comments." This case has already occupied too much of the Commission's time and effort. A frivolous claim should not be allowed to delay this proceeding any longer. Entravision submits that the correct response by the Commission to FMCI's strike filing is a summary denial, without substantive discussion. Such a result will make sure that the parties adjudicate their contractual dispute in the Superior Court of the District of Columbia, without needlessly involving the Commission in such private litigation.

WHEREFORE, it is respectfully requested that the Commission deny the request of First Millennium Communications, Inc. to defer action on the Joint Request for Approval of Settlement

Agreement.

Respectfully submitted,

ENTRAVISION HOLDINGS, LLC

By: _____

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Dated: May 30, 2000
101937

CERTIFICATE OF SERVICE

I, Barry A. Friedman, hereby certify that I have, on this 30th day of May, 2000, served a copy of the foregoing "Response of Entravision Holdings, LLC to Comments of First Millennium Communications Corporation on Joint Request for Approval of Settlement Agreement," upon the following parties by first-class mail, postage prepaid:

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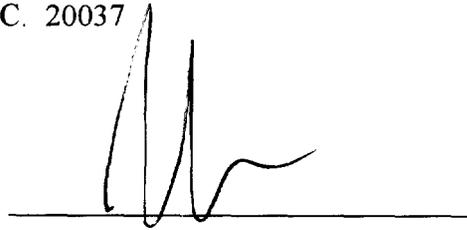
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A handwritten signature in black ink, appearing to be 'LJ Paper', is written over a horizontal line.

* By Hand Delivery