



**SCHNADER, HARRISON, SEGAL & LEWIS**

ATTORNEYS AT LAW

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WASHINGTON, D. C. 20036

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NEW YORK, NEW YORK 10017  
212-973-8000

202-463-2900  
TELECOPIER 202-775-8741  
TELEX 90-4290  
CABLE DEJURIBUS WSH

SUITE 1300  
240 NORTH THIRD STREET  
HARRISBURG, PENNSYLVANIA 17101  
717-231-4000

DIRECT DIAL NUMBER

(202) 463-2946

March 2, 1989

BY HAND

Donna R. Searcy  
Secretary  
Federal Communications Commission  
Room L-18  
1919 M Street, N.W.  
Washington, D.C. 20554

RECEIVED

Re: KWBB (TV), San Francisco, California,  
West Coast United Broadcasting Co.  
Application for Consent to Transfer of Control

MAR 02 1989

NO 1935 333

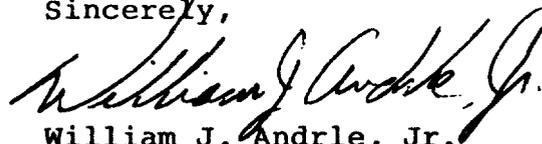
CCJ

Dear Ms. Searcy:

Transmitted herewith, on behalf of West Coast United Broadcasting Co., licensee of KWBB (TV), San Francisco, California, on FCC Form 315, is an original and two copies of an Application for Consent to Transfer of Control of the Company. Included pursuant to Section I, Part II, Question 2 are updated ownership reports for the Company on FCC Forms 323. Also enclosed is a check in the amount of \$500 in payment of the applicable filing fee.

Should any questions arise concerning this matter, please contact the undersigned.

Sincerely,



William J. Andrie, Jr.

For SCHNADER, HARRISON, SEGAL & LEWIS

Enclosures

REC'D MASS MED BUR

MAR 6 1989

VIDEO SERVICES

Federal Communications Commission

Exhibit No. 50

Docket No. MM-99-153

Presented by Adams

Identified

Received

Disposition John Del Rio

Referred

Reporter 6-12-00

Date 6-12-00

**WEST COAST UNITED BROADCASTING, INC.**

45 FRANKLIN ST., SUITE 205 415-558-8268  
SAN FRANCISCO, CA 94102

155

February 24, 1989

11-35  
1210

PAY  
TO THE  
ORDER OF

Federal Communications Commission

RECEIVED

\$ 500.00

\*\*\*Five hundred & no/100\*\*\*

MAR 02 1989

DOLLARS

**Bank of America**  
Market-Van Ness Branch 0299  
P.O. Box 37001  
San Francisco, CA 94137

NOI1CES 33J  
FCC

*John Anderson*

FOR

⑈000155⑈ ⑆121000358⑆ 02994⑈03025⑈

**APPLICATION FOR CONSENT TO TRANSFER OF CONTROL OF CORPORATION HOLDING BROADCAST STATION CONSTRUCTION PERMIT OR LICENSE**  
 (Carefully read instructions before filling out Form — RETURN ONLY FORM TO FCC)

GENERAL INFORMATION

RECEIVED

FEE NO: 06017048	MAR 02 1989
FEE TYPE: MEH	FEE SECTION
FEE AMT: \$ 500.00	DBJ
ID SEQ: 01	

Section I

Part I — Transferor

1. Name of Transferor

West Coast United Broadcasting Co.

Street Address

City

5 Franklin Street San Francisco

State

Zip Code

Telephone No.

(include area code) (415) 558-8268

CA

94102

2. Authorization held by corporation whose control is to be transferred

a. Call Letters

Location

KWBB (TV)

San Francisco, California

b. Has the station commenced its initial program tests within the past twelve months?

YES  NO

If yes, was the initial construction permit granted after comparative hearing?

YES  NO

If yes, attach as Exhibit No. the showing required by Section 73.3597.

Call letters of any Remote Pickup, STL, SCA, or other stations held by corporation whose control is to be transferred:

WLL-527, Kensington, California - TV Relay

4. Attach as Exhibit No. I a copy of the contract or agreement for transfer of control of the licensee. If there is only an oral agreement, reduce the terms to writing and attach.

5. Attach as Exhibit No. I a full narrative statement as to the means by which transferor has control over the licensee and the manner by which control over licensee is being transferred.

6. Stock holdings of transferor in licensee:

NAME OF TRANSFEROR	INTEREST HELD		LICENSEE'S TOTAL SHARES OUTSTANDING	
	BEFORE TRANSFER Shares %	AFTER TRANSFER Shares %	BEFORE TRANSFER	AFTER TRANSFER
See Exhibit II.				

ADAMS COMM. CORP.  
 EXH. 50, PAGE 3

Part I

- 7. State in Exhibit No. III whether the transferor, or any partner, officer, director, members of the transferor's governing board, or any stockholder owning 10% or more of the transferor's stock: (a) have any interest in or connection with an AM, FM or television broadcast station; or an application pending before the FCC; or (b) has had any interest in or connection with any dismissed and/or denied application; or any FCC license which has been revoked.

The Exhibit should include the following information: (I) name of party with such interest; (II) nature of interest or connection; (III) call letters or file number of application, or docket number; (IV) location.

- 8. Since the filing of the transferor's last renewal application for the station affected by this transfer, or other major application, has an adverse finding been made, a consent decree been entered or adverse final action been approved by any court or administrative body with respect to transferor, or any partner, officer, director, member of the transferor's governing board or any stockholder owning 10% or more of transferor's stock, concerning any civil or criminal suit, action or proceeding brought under the provisions of any federal, state, territorial or local law relating to the following: any felony, tortious, unlawful restraints or monopolies; unlawful combinations; contracts or agreements in restraint of trade; the use of unfair methods of competition; fraud; unfair labor practices; or discrimination?

YES  NO

If Yes, attach as Exhibit No. \_\_\_\_\_ a full description, including identification of the court or administrative body, proceeding by file number, the person and matters involved, and the disposition of litigation.

Part II

1. Name of Licensee

West Coast United Broadcasting Co.

Street Address

City

45 Franklin Street, San Francisco

State

Zip Code

Telephone No.

(include area code) (415) 558-8268

CA

94102

2. Is the information shown in licensee's Ownership Reports now on file with the Commission (FCC Form 323 or 323-E) true and correct as of this date?

YES NO
[ ] [X]

If the answer is No, attach as Exhibit No. IV an Ownership Report supplying full and up-to-date information.

3. Will the licensee sell any stock or other security not set forth in Section I, Part I herein?

[ ] [X]

If, Yes, explain in Exhibit No. \_\_\_\_\_.

4. State in Exhibit No. III whether the licensee, or any officer, director, member of the licensee's governing board, or any stockholder owning 10% or more of the licensee's stock (other than as set forth in Question 7, Section I, Part I): (a) have any interest in or connection with an AM, FM or television broadcast station; or an application pending before the FCC; or (b) has had any interest in or connection with any dismissed and/or denied application; or any FCC license which has been revoked.

The Exhibit should include the following information: (i) name of party with such interest; (ii) nature of interest or connection, giving dates; (iii) call letters or file number of application, or docket number; (iv) location.

Since the filing of the licensee's last renewal application for the station affected by this transfer, or other major application, has an adverse finding been made, a consent decree been entered or adverse final action been approved by any court or administrative body with respect to the licensee, or any officer, director, member of the licensee's governing board, or any stockholder owning 10% or more of the licensee's stock, concerning any civil or criminal suit, action or proceeding brought under the provisions of any federal, state, territorial or local law relating to the following: any felony; lotteries; unlawful restraints or monopolies; unlawful combinations; contracts or agreements in restraints of trade; the use of unfair methods of competition; fraud; unfair labor practices; or discrimination?

[ ] [X]

If Yes, attach as Exhibit No. \_\_\_\_\_ a full description, including identification of the court or administrative body, proceeding by the file number, the person and matters involved, and the disposition of litigation.

GENERAL INFORMATION

Part III

1. Name of Transferee

Lynnette Ellertson

Street Address

City

2,272,0 S.E., 4,10th, Street, Enumclaw

State

Zip Code

Telephone No.

(include area code) (206) 825-4950

WA

9,8,0,2,2

- 2. Does the contract submitted in response to Question 4, Part I of Section I embody the full and complete agreement between the parties?

YES NO
[X] [ ]

If No, explain in Exhibit No. \_\_\_\_\_.

Section II

TRANSFEEE'S LEGAL QUALIFICATIONS

1. Applicant is:

- [X] an individual [ ] a general partnership [ ] a limited partnership [ ] a corporation
[ ] other

- 2. If the applicant is an unincorporated association or a legal entity other than an individual, partnership or corporation, describe in Exhibit No. \_\_\_\_\_ the nature of the applicant.

CITIZENSHIP AND OTHER STATUTORY REQUIREMENTS

- 3. (a) Is the applicant in compliance with the provisions of Section 310 of the Communications Act of 1934, as amended, relating to interests of aliens and foreign governments?
(b) Will any funds, credit, etc., for construction, purchase or operation of the station(s) be provided by aliens, foreign entities, domestic entities controlled by aliens, or their agents?

YES NO
[X] [ ]
[ ] [X]

If Yes, provide particulars as Exhibit No. \_\_\_\_\_.

TRANSFeree'S LEGAL QUALIFICATIONS

- |   | YES                      | NO                                  |
|---|--------------------------|-------------------------------------|
| 4. (a) Has an adverse finding been made, adverse final action taken or consent decree approved by any court or administrative body as to the applicant or any party to the application in any civil or criminal proceeding brought under the provisions of any law related to the following: any felony, antitrust, unfair competition, fraud, unfair labor practices, or discrimination? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| (b) Is there now pending in any court or administrative body any proceeding involving any of the matters referred to in 4 (a)?  | <input type="checkbox"/> | <input checked="" type="checkbox"/> |

If the answer to (a) or (b) above is Yes, attach as Exhibit No. \_\_\_\_\_, a full disclosure concerning the persons and matters involved, identifying the court or administrative body and the proceeding (by dates and file numbers), stating the facts upon which the proceeding was based or the nature of the offense committed, and disposition or current status, of the matter. Information called for by this question which is already on file with the Commission need not be refiled provided: (1) the information is now on file in another application or FCC form filed by or on behalf of transferee; (2) the information is identified fully by reference to the file number (if any); the FCC form number and the filing date of the application or other form containing the information and the page or paragraph referred to; and (3) after making the reference, the transferee states, "No change since date of filing."

**TRANSFEEE'S LEGAL QUALIFICATIONS**

**TABLE I PARTIES TO APPLICATION**

5. (a) Complete Table I with respect to the transferee. Additionally, Table I should be completed, where appropriate, for those partners, stockholders, officers and/or directors of the licensee who are not associated with the transferee. (Note: 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).

**INSTRUCTIONS:** If applicant is an individual, fill out column (a) only. If applicant is a partnership, fill out columns (a), (b) and (d), state as to each general or limited partner (including silent partners): (a) name and residence, (b) nature of partnership interest (i.e., general or limited), and (d) percent of ownership interest. If applicant is a corporation or an unincorporated association with 50 or fewer stockholders, stock subscribers, holders of membership certificate or other ownership interest, fill out all columns, giving the information requested as to all officers, directors and members of governing board. In addition, give the information as to all persons or entities who are the beneficial or record owners of or have the right to vote capital stock, membership or owner interest or are subscribers to such interests. If the applicant has more than 50 stockholders, stock subscribers or holders of membership certificates or other ownership interests, furnish the information as to officers, directors, members of governing board, and all persons or entities who are the beneficial or record owners of or have the right to vote 1% or more of the capital stock, membership or owner interest, except that if such entity is a bank, insurance company or investment company (as defined by 15 U.S.C. Section 80a-3) which does not invest for purposes of control, the stock, membership or owner interest need only be reported if 5% or more.

Applicants are reminded that questions 5 through 7 of this Section must be completed as to all "parties to this application" as that term is defined in the instructions to Section II of this form.

Name and Residence (Home) Address(es)  (a)	Nature of Partnership Interest or Office Held  (b)	Director or Member of Governing Board		% of: Ownership (O) or Partnership (P) or Voting Stock (VS) or Membership (M)  (d)
		YES	NO	
		(c)		
See Exhibit II.				

TRANSFeree'S LEGAL QUALIFICATIONS

YES NO

- 5. (b) Does the applicant or any party to this application, own or have any interest in a daily newspaper or cable television system?  YES  NO
- (c) Does the applicant or any party to this application have an ownership interest in, or is an officer, director or partner of, an investment company, bank, or insurance company which has an interest in a broadcast station, cable system or daily newspaper?  YES  NO

If the answer to questions 5(b) or (c) is Yes, attach as Exhibit No. \_\_\_\_\_, a full disclosure concerning persons involved, the nature of such interest, the media interest and its location.

OTHER BROADCAST INTERESTS

- 6. Does the applicant or any party to this application have any interest in or connection with the following?
  - (a) an AM, FM or TV broadcast station?  YES  NO
  - (b) a broadcast application pending before the FCC?  YES  NO
- 7. Has the applicant or any party to this application had any interest in or connection with the following:
  - (a) an application which has been dismissed with prejudice by the Commission?  YES  NO
  - (b) an application which has been denied by the Commission?  YES  NO
  - (c) a broadcast station, the license which has been revoked?  YES  NO
  - (d) an application in any Commission proceeding which left unresolved character issues against the applicant?  YES  NO
  - (e) If the answer to any of the questions in 6 or 7 is Yes, state in Exhibit No. III, the following information:  YES  NO
    - (i) Name of party having such interest;
    - (ii) Nature of interest or connection, giving dates;
    - (iii) Call letters of stations or file number of application, or docket number;
    - (iv) Location.
- 8. (a) Are any of the parties to this application related to each other (as husband, wife, father, mother, brother, sister, son or daughter)?  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 this application have any interest in or connection with any other broadcast station or pending application?  YES  NO

If the answer to (a) or (b) above is Yes, attach as Exhibit No. III, 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.

TRANSFeree'S LEGAL QUALIFICATIONS

OWNERSHIP AND CONTROL

- 9. Are there any documents, instruments, contracts or understandings relating to ownership or future ownership rights (including, but not limited to, non-voting stock interests, beneficial stock ownership interests, options, warrants, debentures)?

If Yes, provide particulars as Exhibit No.   I   .

- 10. Do documents, instruments, agreements or understandings for the pledge of stock of a corporate applicant, as security for loans or contractual performance, provide that (a) voting rights will remain with the applicant, even in the event of default on the obligation; (b) in the event of default, there will be either a private or public sale of the stock; and (c) prior to the exercise of stockholder rights by the purchaser at such sale, the prior consent of the Commission (pursuant to 47 U.S.C. 310(d)) will be obtained?

If No, attach as Exhibit No. \_\_\_\_\_ a full explanation.

Section III

TRANSFeree'S FINANCIAL QUALIFICATIONS

- 1. The applicant certifies that sufficient net liquid assets are on hand or are available from committed sources to consummate the transaction and operate the facilities for three months.
- 2. The applicant certifies that: (a) it has a reasonable assurance of a present firm intention for each agreement to furnish capital or purchase capital stock by parties to the application, each loan by banks, financial institutions or others, and each purchase of equipment on credit; (b) it can and will meet all contractual requirements as to collateral, guarantees, and capital investment; (c) it has determined that all such sources (excluding banks, financial institutions and equipment manufacturers) have sufficient net liquid assets to meet these commitments.

**SECTION IV**

**TRANSFeree'S PROGRAM SERVICE STATEMENT**

**FOR AM AND FM APPLICANTS**

1. Attach as Exhibit No. \_\_\_\_\_ a brief description, in narrative form, of the planned programming service relating to the issues of public concern facing the proposed service area.

N/A -- See Exhibit V.

**FOR TELEVISION APPLICANTS**

2. Ascertainment of Community Needs.
  - A. State in Exhibit No. \_\_\_\_\_ the methods used by the applicant to ascertain the needs and interests of the public served by the station. Such information shall include (1) identification of representative groups, interests and organizations which were consulted and (2) the major communities or areas which applicant principally undertakes to serve.
  - B. Describe in Exhibit No. \_\_\_\_\_ the significant needs and interests of the public which the applicant believes its station will serve during the coming license period, including those with respect to national or international matters.
  - C. List in Exhibit No. \_\_\_\_\_ typical and illustrative programs or program series (excluding Entertainment and News) that applicant plans to broadcast during the coming license period to meet those needs and interests.
3. State the minimum amount of time, between 6:00 a.m. and midnight, the applicant proposes to normally devote each week to the program types listed below (see definitions in instructions). Commercial matter, within a program segment, shall be excluded in computing the time devoted to that particular program segment, e.g., a 15-minute news program containing three minutes of commercial matter, shall be computed as a 12-minute news program.

	HOURS	MINUTES	% of TOTAL TIME ON AIR
NEWS	_____	_____	_____
PUBLIC AFFAIRS	_____	_____	_____
ALL OTHER PROGRAMS (Exclusive of Sports and Entertainment)	_____	_____	_____
TOTAL LOCAL PROGRAMMING	_____	_____	_____

4. State the maximum amount of commercial matter the applicant proposes to allow normally in any 60-minute segments: \_\_\_\_\_
5. State the maximum amount of commercial matter the applicant proposes to allow normally in a 60-minute segment between the hours of 6 p.m. to 11 p.m. (5 p.m. to 10 p.m. Central and Mountain Times): \_\_\_\_\_
  - (a) State the number of hourly segments per week this amount is expected to be exceeded, if any: \_\_\_\_\_
6. State in Exhibit No. \_\_\_\_\_, in full detail, the reasons why the applicant would allow the amount of commercial matter stated in Questions 4 and 5 above to be exceeded.

**SECTION V**

**TRANSFeree'S EQUAL EMPLOYMENT OPPORTUNITY PROGRAM**

**YES NO**

1. Does the applicant propose to employ five or more fulltime employees?

If the answer is Yes, the applicant must include an EEO program called for in the Model EEO Program. (FCC Form 398-A).

**SECTION VI**

**Part I — TRANSFEROR**

**TRANSFEROR'S CERTIFICATION**

The TRANSFEROR acknowledges that all its statements made in this application and attached exhibits are considered material representations, and that all of its exhibits are a material part hereof and are incorporated herein.

The TRANSFEROR represents that this application is not filed by it for the purpose of impeding, obstructing, or delaying determination on any other application with which it may be in conflict.

In accordance with Section 1.65 of the Commission's Rules, the TRANSFEROR has a continuing obligation to advise the Commission, through amendments, of any substantial and significant change in the information furnished.

**WILLFUL FALSE STATEMENTS MADE ON THIS FORM ARE PUNISHABLE BY FINE AND IMPRISONMENT  
U.S. CODE, TITLE 18, Section 1001**

I certify that the transferor's statements in this application are true, complete, and correct to the best of my knowledge and belief, and are made in good faith.

Signed and dated this 23<sup>rd</sup> day of February, 1989

West Coast United Broadcasting Co.

Name of Transferor.

*Raymond E. Elbertson*

Signature

Secretary

Title

ADAMS COMM. CORP.  
EXH. 50, PAGE 13

**SECTION VI**

**Part II — Licensee**

**LICENSEE'S CERTIFICATION**

1. Has or will the licensee comply with the public notice requirement of Section 73.3580 of the Rules?  YES  NO

The LICENSEE hereby waives any claim to the use of any particular frequency as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise, and requests an authorization in accordance with this application. (See Section 304 of the Communications Act of 1934, as amended).

The LICENSEE acknowledges that all its statements made in this application and attached exhibits are considered material representations, and that all of its exhibits are a material part hereof and are incorporated herein.

The LICENSEE represents that this application is not filed by it for the purpose of impeding, obstructing or delaying determination on any other application with which it may be in conflict.

In accordance with Section 1.65 of the Commission's Rules, the LICENSEE has a continuing obligation to advise the Commission, through amendments, of any substantial and significant changes in the information furnished.

**WILLFUL FALSE STATEMENTS MADE ON THIS FORM ARE PUNISHABLE BY FINE AND IMPRISONMENT.  
U.S. CODE, TITLE 18, SECTION 1001.**

I certify that the licensee's statements in this application are true, complete, and correct to the best of my knowledge and belief, and are made in good faith.

Signed and dated this 23<sup>rd</sup> day of February, 1989

West Coast United Broadcasting Co.

Name of Licensee

*Symonette Ellertson*

Signature

Secretary

Title

ADAMS COMM. CORP.  
EXH. 50, PAGE 14

**SECTION VI**

**Part III — Transferee**

**TRANSFEEE'S CERTIFICATION**

The TRANSFEEE hereby waives any claim to the use of any particular frequency as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise, and requests an authorization in accordance with this application. (See Section 304 of the Communications Act of 1934, as amended).

The TRANSFEEE acknowledges that all its statements made in this application and attached exhibits are considered material representations, and that all of its exhibits are a material part hereof and are incorporated herein.

The TRANSFEEE represents that this application is not filed by it for the purpose of impeding, obstructing, or delaying determination on any other application with which it may be in conflict.

In accordance with Section 1.65 of the Commission's Rules, the TRANSFEEE has a continuing obligation to advise the Commission, through amendments, of any substantial and significant changes in the information furnished.

**WILLFUL FALSE STATEMENTS MADE ON THIS FORM ARE PUNISHABLE BY FINE AND IMPRISONMENT.  
U.S. CODE, TITLE 18 Section 1001.**

I certify that the transferee's statements in this application are true, complete, and correct to the best of my knowledge and belief, and are made in good faith.

Signed and dated this 23<sup>rd</sup> day of February, 1989

Lynnette Ellertson

Name of Transferee

*Lynnette Ellertson*

Signature

N/A

Title

West Coast United Broad-  
casting Co.  
Application for Consent  
to Transfer of Control  
FCC Form 315

EXHIBIT I

West Coast United Broadcasting Co. ("West Coast") re-  
quests Commission consent to and approval of the following trans-  
actions and the ownership structure resulting therefrom:

(1) Pursuant to stock preemption rights under  
Washington State law, shares of common stock will be issued to  
certain shareholders, surrendered and redeemed for newly issued  
Class A Preferred stock of West Coast, including issuance of  
additional shares of preferred stock from West Coast to  
Lynnette Ellertson.

(2) Pursuant to the corporate resolution of West  
Coast (copy attached as Attachment A), the holders of preferred  
stock of West Coast will be permitted to exercise the voting  
rights of that class of stock, which give preferred  
shareholders the right to elect one director of West Coast so  
long as dividends are current (and the right to elect one  
additional director if at any time two dividend payments are  
accrued and owing).

(3) Pursuant to a letter agreement between Huntly  
Gordon and Carson Chen (copy attached as Attachment B), 750  
shares of common stock of West Coast will be transferred on

March 31, 1989 from Huntly Gordon to Ojen Partners II, L.P., a California limited partnership of which Carson Chen is a general partner. All voting rights of said stock will be held, pending FCC consent, by Warren Chinn, a shareholder previously passed upon by the Commission, pursuant to a written assignment of voting rights by Ojen Partners II, L.P. (copy attached as Attachment C).

A majority of the voting control (50.000416%) of the company is held through ownership of common stock by the following individuals who were previously passed upon by the Commission with the Commission's grant of the initial construction permit for the station: Warren Chinn, David A. Dall, Charles H. Davies, Steven Yee Eng, Huntly Gordon, and Bart Sokolow. Each of the transactions proposed above would result in these previously passed-upon shareholders having less than majority control of West Coast. Accordingly, consent to the transactions and the resulting ownership structure is requested by the instant "long form" application on FCC Form 315.



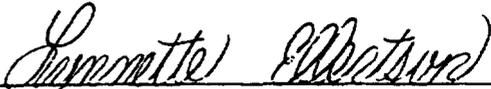


45 Franklin Street, Suite 205  
San Francisco, CA 94102  
(415) 558-8268

RESOLUTION OF THE BOARD OF DIRECTORS  
OF WEST COAST UNITED BROADCASTING CO.

RESOLVED, that the right of the holders of record of the outstanding shares of Series A Preferred Stock, voting cumulatively, to elect, as a class, one or more members to the Board of Directors of West Coast United Broadcasting Co. as contained in the Designation of Rights and Preferences of Series A Preferred Stock of West Coast United Broadcasting Co. filed with the Secretary of State for the State of Washington on November 14, 1988 shall not be effective and no meeting shall be held by the holders of record of Series A Preferred Stock for the purpose of electing one or more members to the Board of Directors until the consent of the Federal Communications Commission to the exercise of such rights is obtained.

The above resolution was passed unanimously by the Board of Directors of West Coast United Broadcasting Co. at a special meeting of the Board held Febraury 28, 1989.

  
\_\_\_\_\_  
Lynnette Ellertson  
Corporate Secretary

Mr. Huntly Gordon  
355 Buena Vista Avenue East #301w  
San Francisco, CA 94117

27 Jan '88

Dear Huntly,

As we had discussed yesterday, I would like to extend you an offer to purchase your sole interest in 750 shares of WCUB, KWBB Channel 38, stocks.

The terms of the sale are as follows:

1. The purchase price is \$125.00 per share for a total purchase price of 750 x \$125.00 = \$93,750.00.
2. Escrow may be opened at the agent of the seller's choice.
3. Upon the signing of this agreement the buyer, Carson Chen, will place into escrow a non-refundable \$10,000.00 earnest money deposit toward the purchase of 750 WCUB, KWBB Channel 38 stocks. At the same time, the seller, Huntly Gordon, will place into escrow 750 shares of WCUB, KWBB Channel 38 stock certificates.
4. Escrow will close on ~~Monday, 3 April '89.~~ *Friday, 31 March '89.*
5. Should the buyer fail to pay the balance of \$83,750.00 at the close of escrow, the buyer will forfeit his \$10,000.00 deposit.
6. This offer expires 3 Feb '89, 12 Noon.

Sincerely,



Carson Chen

Buyer Huntly Gordon Date 2 Feb 89

Seller Carson Chen Date 27 Jan 88

ASSIGNMENT OF VOTING RIGHTS

Pursuant to that certain letter agreement executed by Carson Chen on January 29, 1989 and by Huntly Gordon on February 2, 1989 (the "Letter Agreement"), Ojen Partners LP, a California limited partnership by and through its general partner, Carson Chen, has agreed to purchase from Huntly Gordon seven hundred fifty (750) shares (the "Shares") of the common stock of West Coast United Broadcasting Co., a Washington corporation ("WCUB"). Pursuant to the terms of the Letter Agreement, the purchase and sale of the Shares is to close and the Shares are to transfer from Huntly Gordon to Ojen Partners LP on Friday, March 31, 1989.

Ojen Partners LP shall and hereby does transfer and assign to Warren Chinn all voting rights associated with the Shares with such assignment to become effective upon closing of the transfer of the Shares from Huntly Gordon to Ojen Partners LP and to remain in effect until the consent of the Federal Communication Commission to the transfer of the shares to Ojen Partners LP is obtained.

DATED this 28th day of February, 1989.

OJEN PARTNERS LP II *CC*

By *Carson Chen*  
Carson Chen  
Its General Partner

A\65

West Coast United Broad-  
 casting Co.  
 Application for Consent  
 to Transfer of Control  
 FCC Form 315

EXHIBIT II

STOCK OWNERSHIP

Interest Held (Shares/% of Class of Stock\*)

	<u>BEFORE TRANSFER</u>		<u>AFTER TRANSFER</u>		Officer/ Board of Directors
	Common	Preferred**	Common	Preferred**	
Ernest A. Burgess c/o Bateman, Eichler, Hill, Richards, Inc. One Union Square Bldg. 600 University Street Suite 2010 Seattle, WA 98101	332/1%		332/1%		
Leo Chen 75 Robin Hood Drive San Francisco, CA 94127	2000/8%		2000/8%	50/10%	President, Director
Carson Chen 708 Somerset Lane Foster City, CA 94404					Vice President, Treasurer
arren Chinn 516 S. Monroe eattle, WA 98118	2000/8%		2000/8%	50/10%	Chairman of the Board, Director
laine Coles 451 W. Mercer Way ercher Island, WA 98040	1500/6%	150/75%	1500/6%	150/29%	

EXHIBIT II, (cont'd)

	<u>BEFORE TRANSFER</u>		<u>AFTER TRANSFER</u>		Officer/ Board of Directors
	Common	Preferred**	Common	Preferred**	
David A. Dall 2304 Washington Street San Francisco, CA 94115	1500/6%		1500/6%	37.5/7%	Vice President
Charles H. Davies 1300 Boren Avenue, #506 Seattle, WA 98101	1000/4%		1000/4%		Vice President
Lynnette Ellertson 22720 S. E. 410th Street Enumclaw, WA 98022	1250/5%		1250/5%	31.25/6%	Secretary
Steven Yee Eng 31263 27th Street, S.W. Federal Way, WA 98023	2000/8%		2000/8%	50/10%	
Bruce L. Fallick 228 Waverly Way irkland, WA 98033	500/2%		500/2%		
untly Gordon 5 Franklin Street uite 205 an Francisco, CA 94102	4251/18%		3501/15%		

EXHIBIT II, (cont'd)

	<u>BEFORE TRANSFER</u>		<u>AFTER TRANSFER</u>		Officer/ Board of Directors
	Common	Preferred**	Common	Preferred**	
Theodore Pappas 1600 IBM Building Seattle, WA 98101		50/25%		50/10%	
Micheal L. Parker 22720 S.E. 410th Street Enumclaw, WA 98022					Vice President, Director
Christopher Hirose 145 9th Street San Francisco, CA 94103	2000/8%		2000/8%	50/10%	Vice President, Director
Ojen Partners, L.P. c/o Carson Chen 708 Somerset Lane Foster City, CA 94404	2250/9%		2250/9%	56.25/11%	
Ojen Partners II, L.P. c/o Carson Chen 08 Somerset Lane Foster City, CA 94404			750/3%		
art Skolow 354 Aldes Avenue ncino, CA 91316	1250/5%		1250/5%		

EXHIBIT II, (cont'd)

	<u>BEFORE TRANSFER</u>		<u>AFTER TRANSFER</u>		Officer/ Board of Directors
	Common	Preferred**	Common	Preferred**	
Molly Stabler 13123 N.E. 31st Place Bellevue, WA 98005	1500/6%		1500/6%		
Gary L. Takacs 1600 IBM Building Seattle, WA 98101	667/3%		667/3%		

\* Percentages do not sum precisely due to rounding.

\*\* Preferred shareholders collectively hold the right to elect one of the five directors of West Coast United Broadcasting Co. ("West Coast"), and, if at any time two stock dividend payments are accrued and owing, they collectively have the right to elect an additional director.

Ojen Partners, L.P. and Ojen Partners II, L.P., are California Limited Partnerships. Kenneth Chung, 12 Middlebury Lane, Los Altos, California 94022, and Carson Chen are the general partners of Ojen Partners, L.P. Carson Chen is the sole general partner of Ojen Partners II, L.P.

With the proposed transactions, the number of outstanding shares of common stock of West Coast will remain 24,000 and the number of outstanding shares of preferred stock will increase from 200 to 525.

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EXHIBIT III

Leo Chen, President, director, and a shareholder of West Coast United Broadcasting Co. ("West Coast") is the father of Carson Chen, a Vice President and the Treasurer of West Coast, a general partner in Ojen Partners, L.P., a shareholder in West Coast, and the sole general partner of Ojen Partners II, L.P., a proposed shareholder of West Coast.

None of the officers, directors, or present or proposed shareholders of West Coast or their principals or members of their immediate family have any interest in or connection with an AM, FM or television broadcast station except for KWBB(TV), the subject of the instant application.

Micheal L. Parker, Vice President and a director of West Coast, held jointly with his wife, Judith Parker, a stock interest in Pacific Rim Broadcasting Co., which was an applicant for a construction permit to modify its construction permit for KPRR-TV, Channel 14, Honolulu, Hawaii, to operate on Channel 5, FCC File No. BMPCT-830223KO, MM Docket No. 83-734. The application was dismissed by the Commission with prejudice effective March 12, 1984 pursuant to request by Pacific Rim Broadcasting Co. See Memorandum Opinion and Order, FCC 84M-1202, released March 12, 1984. An application of Micheal Parker for a new commercial television station on Channel 20

at Sacramento, California, FCC File No. BPCT-820824KJ, MM Docket No. 83-66, was dismissed with prejudice effective May 17, 1983 pursuant to request by Mr. Parker. See Memorandum Opinion and Order, FCC 83M-1594, released May 17, 1983. In addition, Micheal Parker is an officer, director, and shareholder of Mt. Baker Broadcasting Co., which was denied an application for extension of time of its construction permit for KORC(TV), Anacortes, Washington, FCC File No. BMPCT-860701KP. See Memorandum Opinion and Order, FCC 88-234, released August 5, 1988. Mt. Baker Broadcasting Co. has pending before the Commission a Petition for Reconsideration of that decision.

Lynnette Ellertson, Secretary and a shareholder of West Coast, was the sole shareholder of HCPA, Inc., whose application for a new commercial television station on Channel 33 at Anchorage, Alaska, FCC File No. BPCT-870331LF, MM Docket No. 88-288, was dismissed with prejudice effective July 27, 1988 pursuant to request by HCPA, Inc. See Order, FCC 88M-2410, released July 27, 1988. In addition, Lynnette Ellertson has pending an application for a new commercial television station on Channel 18 at Hartford, Connecticut, filed with the Commission on March 1, 1989.

Christopher Hirose, a Vice President, director, and a shareholder of West Coast, and Leo Chen held stock interests in Golden State Television, Inc., whose application for a new commercial television station on Channel 66 at Vallejo, California,

FCC File No. BPCT-790130LR, MM Docket No. 81-913, was dismissed with prejudice effective December 3, 1984 pursuant to request by Golden State Television, Inc. See Order, FCC 84M-5054, released December 3, 1984. Although there were unresolved reporting issues with respect to Golden State Television, Inc. in that proceeding pursuant to Sections 73.3514 and 1.65 of the Commission's Rules, no misrepresentation or other character issues were designated against Golden State Television, Inc. or its shareholders. See Memorandum Opinion and Order, FCC 83M-3468, released October 3, 1983; Initial Decision, FCC 84D-81, released December 31, 1984.

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casting Co.  
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EXHIBIT IV

UPDATED OWNERSHIP REPORTS FOR  
WEST COAST UNITED BORADCASTING CO. AND OJEN PARTNERS, L.P.  
(Attached)

CERTIFICATION

United States of America  
Federal Communications Commission  
Washington, D. C. 20554

I certify that I am Secretary  
(Official title, see Instruction 1)  
of West Coast United Broadcasting Co.  
(Exact legal title or name of respondent)

Ownership Report

NOTE: Before filling out this form, read attached instructions

that I have examined this Report, that to the best of my knowledge and belief, all statements in the Report are true, correct and complete.

(Date of certification must be within 60 days of the date shown in Item 1 and in no event prior to Item 1 date):

Section 310(d) of the Communications Act of 1934 requires that consent of the Commission must be obtained prior to the assignment or transfer of control of a station license or construction permit. This form may not be used to report or request an assignment of license/permit or transfer of control (except to report an assignment of license/permit or transfer of control made pursuant to prior Commission consent).

[Signature] February 27, 1989  
(Signature) (Date)

1. All of the information furnished in this Report is accurate as of

February 24, 19 89.

(Date must comply with Section 73.3615(a), i.e., information must be current within 60 days of the filing of this report, when 1(a) below is checked.)

Telephone No. of respondent (include area code):

(415) 558-8268

Any person who willfully makes false statements on this report can be punished by fine or imprisonment. U.S. Code, Title 18, Section 1001.

This report is filed pursuant to Instruction (check one)

1(a)  Annual 1(b)  Transfer of Control or Assignment of License 1(c)  Other

Name and Post Office Address of respondent:

West Coast United Broadcasting Co.  
45 Franklin Street, Suite 205  
San Francisco, California 94102

for the following stations:

Call Letters	Location	Class of service
<u>KWBB</u>	<u>San Francisco, California</u>	<u>TV</u>

4. Name of entity, if other than licensee or permittee, for which report is filed (see Instruction 3):

N/A

2. Give the name of any corporation or other entity for whom a separate Report is filed due to its interest in the subject licensee (See Instruction 3):

Ojen Partners, L.P.

5. Respondent is:

- Sole Proprietorship
- For-profit corporation
- Not-for-profit corporation
- General Partnership
- Limited Partnership
- Other: \_\_\_\_\_

3. Show the attributable interests in any other broadcast station of the respondent. Also, show any interest of the respondent, whether or not attributable, which is 5% or more of the ownership of any other broadcast station or any newspaper or CATV entity in the same market or with overlapping signals in the same broadcast service, as described in Sections 73.3555 and 76.501 of the Commission's Rules.

None

If a limited partnership, is certification statement included as in Instruction

Yes  No

List all contracts and other instructions required to be filed by Section 73.3613 of the Commission's Rules and Regulations. (Only licensees, permittees, or a reporting entity with a majority interest in or that otherwise exercises de facto control over the subject licensee or permittee shall respond.)

Description of contract or instrument	Name of person or organization with whom contract is made	Date of Execution	Date of Expiration
Articles of Incorporation	State of Washington	1/5/81	--
Amendment to Articles	State of Washington	6/17/87	
Statement of Rights and Preferences of Series "A" Preferred Stock	State of Washington	10/30/88	--
Amended and Restated Bylaws	--	10/5/88	--

7. Capitalization (Only licensees, permittees, or a reporting entity with a majority interest in or that otherwise exercises de facto control over the subject licensee or permittee, shall respond.)

Class of Stock (preferred, common or other)	Voting or Non-voting	Number of Shares			
		Authorized	Issued and Outstanding	Treasury	Unissued
Common	Voting	50,000	24,000	None	26,000
Class A Preferred	Right to elect one director so long as dividends are current. If at any time two dividend payments are accrued and owing-right to elect an additional director.	600	200		400

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Remarks concerning family relationships, attribution exemptions and certifications: (See Instructions 4, 5 and 6)

Leo Chen is the father of Carson Chen.

8. List officers, directors, cognizable stockholders and partners. Use one column for each individual or entity. Attach additional pages, if necessary. See Instructions 4, 5, and 6.

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

- |  |  |
|--|--|
| <p>1. Name and residence of officer, director, cognizable stockholder or partner (if other than individual also show name, address and citizenship of natural person authorized to vote the stock). List officers first, 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 interest.</p> <p>5. Number of votes.</p> | <p>6. Percentage of votes.</p> <p>7. Other existing attributable interests in any other broadcast station, including nature and size of such interest.</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 of the same broadcast service, as described in Sections 73.3555 and 76.51 of the Commission's Rules, including the nature and size of such interests and the position held.</p> |
|--|--|

1	(a)	(b)	(c)
	See Exhibit I.		
2			
3			
4			
5			
6			
7			
8			

**FCC NOTICE TO INDIVIDUALS REQUIRED BY THE PRIVACY ACT  
AND THE PAPERWORK REDUCTION ACT**

The solicitation of personal information requested in this Report is authorized by the Communications Act of 1934, as amended. The principal purpose for which the information will be used is to assess compliance with the Commission's multiple ownership restrictions. The staff, consisting variously of attorneys and examiners, will use the information to determine such compliance. If all the information requested is not provided, processing may be delayed while a request is made to provide the missing information. Accordingly, every effort should be made to provide all necessary information. Your response is required to remain confidential.

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EXHIBIT I

STOCK OWNERSHIP AND OTHER INTERESTS

Interest Held (Shares/% of Class of Stock\*)

	Common	Preferred**	Officer/ Board of Directors
Ernest A. Burgess c/o Bateman, Eichler, Hill, Richards, Inc. One Union Square Bldg. 600 University Street Suite 2010 Seattle, WA 98101	332/1%		
Leo Chen 75 Robin Hood Drive San Francisco, CA 94127	2000/8%		President, Director
Carson Chen 708 Somerset Lane Foster City, CA 94404			Vice President, Treasurer
Warren Chinn 3516 S. Monroe Seattle, WA 98118	2000/8%		Chairman of the Board, Director
Elaine Coles 8451 W. Mercer Way Mercer Island, WA 98040	1500/6%	150/75%	
David A. Dall 2304 Washington Street San Francisco, CA 94115	1500/6%		Vice President
Charles H. Davies 1300 Boren Avenue, #506 Seattle, WA 98101	1000/4%		Vice President
Lynnette Ellertson 22720 S. E. 410th Street Enumclaw, WA 98022	1250/5%		Secretary

EXHIBIT I, (cont'd)

	Common	Preferred**	Officer/ Board of Directors
Steven Yee Eng 31263 27th Street, S.W. Federal Way, WA 98023	2000/8%		
Bruce L. Fallick 228 Waverly Way Kirkland, WA 98033	500/2%		
Huntly Gordon 45 Franklin Street Suite 205 San Francisco, CA 94102	4251/18%		
Theodore Pappas 1600 IBM Building Seattle, WA 98101		50/25%	
Micheal L. Parker 22720 S.E. 410th Street numclaw, WA 98022			Vice President, Director
Christopher Hirose 145 9th Street San Francisco, CA 94103	2000/8%		Vice President, Director
Ojen Partners, L.P. c/o Carson Chen 708 Somerset Lane Foster City, CA 94404	2250/9%		
Bart Skolow 5354 Aldes Avenue Encino, CA 91316	1250/5%		

EXHIBIT I, (cont'd)

	<u>Common</u>	<u>Preferred**</u>	<u>Officer/ Board of Directors</u>
Molly Stabler 13123 N.E. 31st Place Bellevue, WA 98005	1500/6%		
Gary L. Takacs 1600 IBM Building Seattle, WA 98101		667/3%	

\* Percentages do not sum precisely due to rounding.

\*\* Preferred shareholders collectively hold the right to elect one of the five directors of West Coast United Broadcasting Co. ("West Coast"), and, if at any time two stock dividend payments are accrued and owing, they collectively have the right to elect an additional director.

All of the principals of West Coast are United States citizens. None of the principals of West Coast have attributable interests in any other broadcast station or in cable or newspaper entities in the San Francisco market.