

DOCKET FILE COPY ORIGINAL

NB 02-235

Federal Communications Commission  
Washington, D.C. 20554

Approved by OMB  
3060-0032 (April 2001)

FOR FCC USE ONLY

FCC 315

**APPLICATION FOR CONSENT TO TRANSFER  
CONTROL OF ENTITY HOLDING BROADCAST  
STATION CONSTRUCTION PERMIT OR LICENSE**

FOR COMMISSION USE ONLY  
FILE NO.  
BTC - 20020723ABL

Read INSTRUCTIONS Before Filling Out Form

**Section I - General Information**

1. Legal Name of the Licensee/Permittee  
TICHENOR LICENSE CORPORATION (ALSO, SEE ATTACH. TO EX. 5)

Mailing Address  
3102 OAK LAWN AVENUE  
SUITE 215

City DALLAS	State or Country (if foreign address) TX	Zip Code 75219 - 6991
Telephone Number (include area code) 2145257700	E-Mail Address (if available)	
	Call Sign KGBT	Facility ID Number 67067

2. Contact Representative (if other than licensee/permittee)  
ROY R. RUSSO

Firm or Company Name  
COHN & MARKS

Mailing Address  
1920 N STREET, NW  
SUITE 300

City WASHINGTON	State or Country (if foreign address) DC	ZIP Code 20036 - 1622
Telephone Number (include area code) 2024524830	E-Mail Address (if available) RRR@COHNMARKS.COM	

3. If this application has been submitted without a fee, indicate reason for fee exemption (see 47 C.F.R. Section 1.1114):  
 Governmental Entity  Noncommercial Educational Licensee/Permittee  Other

4. Purpose of Application:  
 Transfer of control of licensee  
 Transfer of control of permittee  
 Amendment to pending application

File number of pending application: -

If an amendment, submit as an Exhibit a listing by Section and Question Number of the portions of the pending application that are being revised. [Exhibit 1]

5. Were any of the authorizations that are the subject of this application obtained through the Commission's competitive bidding procedures (see 47 C.F.R. Sections 1.2111(a) and 73.5001)?  Yes  No  
 If yes, list pertinent authorizations in an Exhibit. [Exhibit 2]

6. a. Were any of the authorizations that are the subject of this application obtained through the Commission's point system for reserved channel noncommercial educational stations (see 47 C.F.R. Sections 73.7001 and 73.7003)?  Yes  No

b. If yes to 6(a), have all such stations operated for at least 4 years with a minimum operating schedule since grant pursuant to the point system?  Yes  No

If no, list pertinent authorizations in an Exhibit and include in the Exhibit a showing that the [Exhibit 3]

transaction is consistent with the holding period requirements of 47 C.F.R. Section 73.7005(a).

**Section II - Transferor(s)**

1. <b>Certification.</b> Transferor(s) certify that it (they) have answered each question in this application based on its (their) review of the application instructions and worksheets. Transferor(s) further certify that where it (they) have made an affirmative certification below, this certification constitutes its (their) representation that the application satisfies each of the pertinent standards and criteria set forth in the application instructions and worksheets.		<input checked="" type="radio"/> Yes <input type="radio"/> No
2. Legal Name of the Transferor THE SHAREHOLDERS OF HISPANIC BROADCASTING CORP		
Mailing Address 3102 OAK LAWN AVENUE SUITE 215		
City	State or Country (if foreign address)	Zip Code
DALLAS	TX	75219 - 6991
Telephone Number (include area code)		E-Mail Address (if available)
2145257700		
3. Contact Representative (if other than transferor) LAWRENCE N. COHN		Firm or Company Name COHN AND MARKS LLP
Mailing Address 1920 N STREET, N.W. SUITE 300		
City	State or Country (if foreign address)	Zip Code
WASHINGTON	DC	20036 - 1622
Telephone Number (include area code)		E-Mail Address (if available)
2024524817		LNC@COHNMARKS.COM
If more than one transferor, submit the information requested in questions 2 and 3 for each transferor. <span style="float: right;">[Exhibit 4]</span>		
4. Changes in interests as a result of transfer.  [Enter Changes in Interests Information]		
or [Exhibit 5]		

I certify that the statements in this application are true, complete, and correct to the best of my knowledge and belief, and are made in good faith. I acknowledge that all certifications and attached Exhibits are considered material representations.

Typed or Printed Name of Person Signing MCHENRY T. TICHENOR, JR.	Typed or Printed Title of Person Signing ADM OF (TICHENOR FAM.) VOTING AGR, PRES, CHMAN, & CEO OF HBC
Signature	Date
	07/22/2002

WILLFUL FALSE STATEMENTS ON THIS FORM ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. CODE, TITLE 18, SECTION 1001), AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. CODE, TITLE 47, SECTION 312(a)(1)), AND/OR FORFEITURE (U.S. CODE, TITLE 47, SECTION 503).

**Section III - Licensee/Permittee**

- 1. Certification.** Licensee/permittee certifies that it has answered each question in this application based on its review of the application instructions and worksheets. Licensee further certifies that where it has made an affirmative certification below, this certification constitutes its representation that the application satisfies each of the pertinent standards and criteria set forth in the application instructions and worksheets.
- 2. Authorizations to be Assigned.** List the authorized stations and construction permits to be assigned. Provide the Facility Identification Number and the Call Sign, or the Facility Identification Number and the File Number of the Construction Permit, and the location, for each station to be assigned. Include main stations, FM and/or TV translator stations, LPTV stations, SCA, FM and/or TV booster stations, and associated auxiliary service stations.

Yes  No

[Enter Station Information]

List the authorized stations and construction permits to be transferred. Provide the Facility Identification Number and the Call Sign, or the Facility Identification Number and the File Number of the Construction Permit, and the location, for each station to be transferred. Include main stations, FM and/or TV translator stations, LPTV stations, SCA, FM and/or TV booster stations, and associated auxiliary service stations.

Facility ID Number	Call Sign	Or Construction Permit File Number	City	State
67067	KGBT	-	HARLINGEN	TX
67072	KIWW	-	HARLINGEN	TX
6662	KGBT-FM	-	MCALLEN	TX
67069	KCOR	-	SAN ANTOINO	TX
67071	KROM	-	SAN ANTOINO	TX
67070	KXTN	-	SAN ANTOINO	TX
67064	KXTN-FM	-	SAN ANTONIO	TX

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
67063	KLAT	-	HOUSTON	TX
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
57801	KLAT-FM	-	WINNIE	TX
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
25583	KQBU-FM	-	PORT ARTHUR	TX
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
57804	KRTX	-	ROSENBERG-RICHMOND	TX
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
57806	KPTY	-	MISSOURI CITY	TX
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
479	KLTO	-	GALVESTON/CRYSTAL BEACH	TX
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
67065	KAJZ	-	EL PASO	TX
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
67066	KBNA-FM	-	EL PASO	TX
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
36948	KAMA	-	EL PASO	TX
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
67068	WIND	-	CHICAGO	IL
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
67073	WOJO	-	EVANSTON	IL
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
25469	KCOR-FM	-	COMFORT	TX

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
3075	KBBT	-	SCHERTZ	TX
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
19091	KOVE-FM	-	GALVESTON	TX
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
19532	KSOL	-	SANTA CLARA	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
24548	KSCA	-	GLENDALE	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
1025	KRCD	-	INGLEWOOD	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
19088	KRCV	-	WEST COVINA	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
41380	KLNO	-	FORT WORTH	TX
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
28893	KISF	-	LAS VEGAS	NV
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
11614	KQMR	-	INDIAN SPRINGS	NV
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
51515	KLNV	-	SAN DIEGO	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
51164	KLQV	-	SAN DIEGO	CA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
59422	KHOT-FM	-	PARADISE VALLEY	AZ
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
2740	KKMR	-	ARIZONA CITY	AZ
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
22977	KMRR	-	GLOBE	AZ
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
55913	KOMR	-	SUN CITY	AZ
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
29021	KHOV-FM	-	WICKENBURG	AZ
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
77422	KHOV-FM1	-	CONSTELLATION	AZ
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
31716	KZOL	-	MERCED/NORTH FORK	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
65310	KLTN	-	HOUSTON	TX
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
11196	WLXX	-	CHICAGO	IL
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
70032	KEMR	-	SAN FRANCISCO	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
70033	KZMR	-	SANTA CRUZ	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
70028	KEMR-FM2	-	SAUSALITO	CA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
14485	KEMR-FM3	-	SANTA CRUZ	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
70684	WADO	-	NEW YORK	NY
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
46978	WCAA	-	NEWARK	NJ
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
35673	KTNQ	-	LOS ANGELES	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
35086	KLVE	-	LOS ANGELES	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
73912	WQBA	-	MIAMI	FL
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
61658	WAMR-FM	-	MIAMI	FL
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
37254	WAQI	-	MIAMI	FL
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
37253	WRTO	-	GOULDS	FL
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
57376	KDXX	-	LEWISVILLE	TX
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
57375	KHCK	-	DALLAS	TX
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
34298	KESS	-	FORT WORTH	TX

Facility ID Number	Call Sign	OR Construction Permit File Number	City	State
57377	KDOS	-	ROBINSON	TX
7040	KHCK-FM	-	DENTON	TX
21599	KDXT	-	GRANBURY/BENBROOK	TX
36694	KLSQ	-	LAUGHLIN/WHITNEY	TX
87996	KBAE	-	LLANO	TX
25588	KVCQ	-	CUERO	TX

<p>3. <b>Agreements to Transfer Control of Station.</b> Licensee/permittee certifies that:</p> <p>a. it has placed in its public inspection file(s) and submitted an exhibit to this item copies of all agreements to transfer control of the station(s);</p> <p>b. these documents embody the complete and final understanding between transferor(s) and transferee(s); and</p> <p>c. these agreements comply fully with the Commission's rules and policies.</p> <p><b>Exhibit Required</b></p>	<p><input checked="" type="radio"/> Yes <input type="radio"/> No</p> <p>See Explanation in [Exhibit 6]</p>
<p>4. <b>Other Authorizations.</b> List call signs, locations and facility identifiers of all other broadcast stations in which licensee/permittee or any party to the application has an attributable interest.</p>	<p><input type="checkbox"/> N/A</p> <p>[Exhibit 7]</p>
<p>5. <b>Character Issues.</b> Licensee/permittee certifies that neither licensee/permittee nor any party to the application has or has had any interest in, or connection with:</p> <p>a. any broadcast application in any proceeding where character issues were left unresolved or were resolved adversely against the applicant or any party to the application; or</p> <p>b. any pending broadcast application in which character issues have been raised.</p>	<p><input checked="" type="radio"/> Yes <input type="radio"/> No</p> <p>See Explanation in [Exhibit 8]</p>
<p>6. <b>Adverse Findings.</b> Licensee/permittee certifies that, with respect to the licensee/permittee and each party to the application, no adverse finding has been made, nor has an adverse final action been taken by any court or administrative body in a civil or criminal proceeding brought under the provisions of any law related to any of the following: any felony; mass media-related antitrust or unfair competition; fraudulent statements to another governmental unit; or discrimination.</p>	<p><input checked="" type="radio"/> Yes <input type="radio"/> No</p> <p>See Explanation in [Exhibit 9]</p>
<p>7. <b>Local Public Notice.</b> Licensee/permittee certifies that it has or will comply with the public notice requirements of 47 C.F.R. Section 73.3580.</p>	<p><input checked="" type="radio"/> Yes <input type="radio"/> No</p>

<p>8. <b>Auction Authorization.</b> Licensee/permittee certifies that more than five years have passed since the issuance of the construction permit for the station being assigned, where that permit was acquired in an auction through the use of a bidding credit or other special measure.</p>	<p><input type="radio"/> Yes <input type="radio"/> No  <input checked="" type="radio"/> N/A</p>
<p>9. <b>Anti-Drug Abuse Act Certification.</b> Licensee/permittee certifies that neither licensee/permittee nor any party to the application is subject to denial of federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. Section 862.</p>	<p>See Explanation in [Exhibit 10]  <input checked="" type="radio"/> Yes <input type="radio"/> No</p>

I certify that the statements in this application are true, complete, and correct to the best of my knowledge and belief, and are made in good faith. I acknowledge that all certifications and attached Exhibits are considered material representations.

<p>Typed or Printed Name of Person Signing  MCHENRY T. TICHENOR, JR.</p>	<p>Typed or Printed Title of Person Signing  PRESIDENT</p>
<p>Signature</p>	<p>Date  07/22/2002</p>

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**Section IV - Transferee(s)**

<p>1. <b>Certification.</b> Transferee(s) certify that it (they) have answered each question in this application based on its (their) review of the application instructions and worksheets. Transferee(s) further certify that where it (they) have made an affirmative certification below, this certification constitutes its (their) representation that the application satisfies each of the pertinent standards and criteria set forth in the application instructions and worksheets.</p>	<p><input checked="" type="radio"/> Yes <input type="radio"/> No</p>
<p>2. <b>Legal Name of the Transferee(s)</b>  UNIVISION COMMUNICATIONS INC.  <b>Mailing Address</b>  1999 AVENUE OF THE STARS  SUITE 3050  <b>City</b> LOS ANGELES      <b>State or Country (if foreign address)</b> CA      <b>Zip Code</b> 90067 -  <b>Telephone Number (include area code)</b> 3105567600      <b>E-Mail Address (if available)</b></p>	
<p>3. <b>Contact Representative (if other than transferee)</b>      <b>Firm or Company Name</b>  LAUREN LYNCH FLICK      SHAW PITTMAN LLP  <b>Mailing Address</b>  2300 N STREET, NW  <b>City</b> WASHINGTON      <b>State or Country (if foreign address)</b> DC      <b>Zip Code</b> 20037 -  <b>Telephone Number (include area code)</b> 2026638000      <b>E-Mail Address (if available)</b> LAUREN.LYNCH.FLICK@SHAWPITTMAN.COM</p>	
<p>If more than one transferee, submit the information requested in questions 2 and 3 for each transferee. [Exhibit 11]</p>	
<p>4. <b>Nature of Applicant.</b> Each transferee is:</p>	

<input type="radio"/> an individual	<input type="radio"/> a general partnership	<input checked="" type="radio"/> a for-profit corporation
<input type="radio"/> a limited partnership	<input type="radio"/> a not-for-profit corporation	<input type="radio"/> a limited liability company (LLC/LC)
<input type="radio"/> other		

a. If "other", describe nature of transferee in an Exhibit. [Exhibit 12]

5. <b>Agreements to Transfer Control of Station.</b> Transferee certifies that:	<input checked="" type="radio"/> Yes <input type="radio"/> No [Exhibit 13]
a. the written agreements in the licensee/permittee's public inspection file and submitted to the Commission embody the complete and final agreement to transfer control of the station(s) specified in Section III, question 2; and	
b. these agreements comply fully with the Commission's rules and policies.	

6. <b>Parties to the Application.</b>								
a. List each transferee, and, if other than a natural person, its officers, directors, stockholders with attributable interests, non-insulated partners and/or members. If a corporation or partnership holds an attributable interest in any transferee, list separately its officers, directors, stockholders with attributable interests, non-insulated partners and/or members. Create a separate row for each individual or entity. Attach additional pages if necessary.								
<table border="0"> <tr> <td>(1) Name and address of the transferee and each party to the application holding an attributable interest (if other than individual also show name, address and citizenship of natural person authorized to vote the stock or holding the attributable interest). List the transferee first, officers next, then directors and, thereafter, remaining stockholders and other entities with attributable interests, and partners.</td> <td>(2) Citizenship.</td> </tr> <tr> <td></td> <td>(3) Positional Interest: Officer, director, general partner, limited partner, LLC member, investor/creditor attributable under the Commission's <b>equity/debt plus</b> standard, etc.</td> </tr> <tr> <td></td> <td>(4) Percentage of votes.</td> </tr> <tr> <td></td> <td>(5) Percentage of total assets (equity plus debt).</td> </tr> </table> <p>[Enter Parties/Owners Information]</p>	(1) Name and address of the transferee and each party to the application holding an attributable interest (if other than individual also show name, address and citizenship of natural person authorized to vote the stock or holding the attributable interest). List the transferee first, officers next, then directors and, thereafter, remaining stockholders and other entities with attributable interests, and partners.	(2) Citizenship.		(3) Positional Interest: Officer, director, general partner, limited partner, LLC member, investor/creditor attributable under the Commission's <b>equity/debt plus</b> standard, etc.		(4) Percentage of votes.		(5) Percentage of total assets (equity plus debt).
(1) Name and address of the transferee and each party to the application holding an attributable interest (if other than individual also show name, address and citizenship of natural person authorized to vote the stock or holding the attributable interest). List the transferee first, officers next, then directors and, thereafter, remaining stockholders and other entities with attributable interests, and partners.	(2) Citizenship.							
	(3) Positional Interest: Officer, director, general partner, limited partner, LLC member, investor/creditor attributable under the Commission's <b>equity/debt plus</b> standard, etc.							
	(4) Percentage of votes.							
	(5) Percentage of total assets (equity plus debt).							

b. Applicant certifies that equity interests not set forth above are non-attributable.	<input checked="" type="radio"/> Yes <input type="radio"/> No  <input type="radio"/> N/A See Explanation in [Exhibit 15]
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7. <b>Other Authorizations.</b> List call signs, locations, and facility identifiers of all other broadcast stations in which transferee or any party to the application has an attributable interest.	<input type="checkbox"/> N/A [Exhibit 16]
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8. <b>Multiple Ownership.</b>	<input checked="" type="radio"/> Yes <input type="radio"/> No
a. Transferee certifies that the proposed transfer:	See Explanation in [Exhibit 17]
1. complies with the Commission's multiple and cross-ownership rules;	
2. does not present an issue under the Commission's policies relating to media interests of immediate family members;	
3. complies with the Commission's policies relating to future ownership interests; and	
4. complies with the Commission's restrictions relating to the insulation and non-participation of non-party investors and creditors.	

b. Radio Applicants Only. If the transfer of control of the station would result in certain principal community service contour overlaps, see Local Radio Ownership Worksheet, Question 1, applicant certifies that all relevant information has been placed in public inspection file(s) and submitted to the Commission.	<input type="radio"/> Yes <input type="radio"/> No  <input checked="" type="radio"/> N/A See Explanation in [Exhibit 18]
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<p>9. <b>Character Issues.</b> Transferee certifies that neither transferee nor any party to the application has or has had any interest in, or connection with:</p> <p>a. any broadcast application in any proceeding where character issues were left unresolved or were resolved adversely against the applicant or any party to the application; or</p> <p>b. any pending broadcast application in which character issues have been raised.</p>	<p><input type="radio"/> Yes <input checked="" type="radio"/> No</p> <p>See Explanation in [Exhibit 19]</p>
<p>10. <b>Adverse Findings.</b> Transferee certifies that, with respect to the transferee and each party to the application, no adverse finding has been made, nor has an adverse final action been taken by any court or administrative body in a civil or criminal proceeding brought under the provisions of any law related to any of the following: any felony; mass media-related antitrust or unfair competition; fraudulent statements to another governmental unit; or discrimination.</p>	<p><input checked="" type="radio"/> Yes <input type="radio"/> No</p> <p>See Explanation in [Exhibit 20]</p>
<p>11. <b>Alien Ownership and Control.</b> Transferee certifies that it complies with the provisions of Section 310 of the Communications Act of 1934, as amended, relating to interests of aliens and foreign governments.</p>	<p><input checked="" type="radio"/> Yes <input type="radio"/> No</p> <p>See Explanation in [Exhibit 21]</p>
<p>12. <b>Financial Qualifications.</b> Transferee certifies that sufficient net liquid assets are on hand or are available from committed sources to consummate the transaction and operate the station(s) for three months.</p>	<p><input checked="" type="radio"/> Yes <input type="radio"/> No</p> <p>See Explanation in [Exhibit 22]</p>
<p>13. <b>Program Service Certification.</b> Transferee certifies that it is cognizant of and will comply with its obligations as a Commission licensee to present a program service responsive to the issues of public concern facing the station's community of license and service area.</p>	<p><input checked="" type="radio"/> Yes <input type="radio"/> No</p>
<p>14. <b>Auction Authorization.</b> Transferee certifies that where less than five years have passed since the issuance of the construction permit and the permit had been acquired in an auction through the use of a bidding credit or other special measure, it would qualify for such credit or other special measure.</p>	<p><input type="radio"/> Yes <input type="radio"/> No</p> <p><input checked="" type="radio"/> N/A</p> <p>See Explanation in [Exhibit 23]</p>
<p>15. <b>Anti-Drug Abuse Act Certification.</b> Licensee/permittee certifies that neither licensee/permittee nor any party to the application is subject to denial of federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. Section 862.</p>	<p><input checked="" type="radio"/> Yes <input type="radio"/> No</p>
<p>16. <b>EEO.</b> Does the applicant propose to employ five or more full-time employees?</p> <p>If the answer is Yes, the applicant must include an EEO program called for in the separate Model EEO Program Report ( FCC Form 396-A)</p>	<p><input type="radio"/> Yes <input type="radio"/> No</p>

I certify that the statements in this application are true, complete, and correct to the best of my knowledge and belief, and are made in good faith. I acknowledge that all certifications and attached Exhibits are considered material representations. I hereby waive 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 request an authorization in accordance with this application. (See Section 304 of the Communications Act of 1934, as amended.)

<p>Typed or Printed Name of Person Signing ROBERT V. CAHILL</p>	<p>Typed or Printed Title of Person Signing VICE CHAIRMAN</p>
<p>Signature</p>	<p>Date 07/23/2002</p>

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**Exhibits**

**Exhibit 3****Description:** EXPLANATION OF RESPONSE TO SECTION I, ITEM 6(B)

SECTION I, ITEM 6B IS INAPPLICABLE. HOWEVER, THE ELECTRONIC FILING SYSTEM REQUIRED AN ANSWER. ACCORDINGLY, THE RESPONSE OF 'NO' WAS SUPPLIED.

**Attachment 3****Attachment 5**

Description	Type
<u>Holdings of Attributable Interests</u>	Adobe Acrobat File

**Attachment 6**

Description	Type
<u>Merger Agreement</u>	Adobe Acrobat File

**Attachment 7**

Description	Type
<u>Other Attributable Interests</u>	Adobe Acrobat File

**Attachment 9**

Description	Type
<u>Statement Regarding Pending Litigation</u>	Adobe Acrobat File

**Attachment 14**

Description	Type
<u>Parties to the Application</u>	Adobe Acrobat File

**Attachment 16**

Description	Type
<u>Other Authorizations</u>	Adobe Acrobat File

**Attachment 17**

Description	Type
<u>Multiple Ownership</u>	Adobe Acrobat File
<u>Attachments A-E</u>	Adobe Acrobat File
<u>Attachments F-L</u>	Adobe Acrobat File

**Attachment 19**

<b>Description</b>	<b>Type</b>
<u>Character Issues</u>	Adobe Acrobat File