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February 14, 2002

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By Hand Delivery

Marlene H. Dortch  
Secretary  
Federal Communications Commission  
445 12th Street, SW  
Room TW-A325  
Washington, DC 20554

Federal Communications Commission  
Office of Secretary

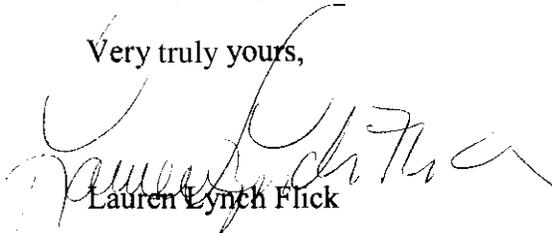
Re: Amendment to FCC Form 315  
Transfer of Control of **Tichenor** License Corporation, et al.  
FCC File Nos. **BTC-20020723ABL**, et al.  
MM Docket No. 02-235

Dear Ms. Dortch:

Transmitted herewith is a Certificate of Amendment to the above pending applications for the transfer of control of the broadcast stations ultimately owned by Hispanic Broadcasting Corporation to Univision Communications Inc. The substance of the amendment relates to all of the pending applications and is being filed to reflect a *pro forma* corporate reorganization recently consummated pursuant to Commission consent. Given the volume of filings that would result from amending each application individually, Univision was previously advised by the FCC's staff that a single, paper-filed amendment is acceptable.

Please direct any communication? regarding this matter to the undersigned.

Very truly yours,



Lauren Lynch Flick

Enclosures

cc w/encls.: David Brown, FCC  
Lawrence N. Cohn, Esq., Counsel for HBC

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**Certificate of Amendment**

I, **Robert V. Cahill**, Vice Chairman and Secretary of Univision Communications Inc., proposed transferee of Tichenor License Corporation et al., licensee of radio station KGBT(AM), Harlingen, Texas, et. al, in FCC File Nos. BTC-20020723ABL, et al., MM Docket 02-235, hereby amend the transferee's portion of the pending applications by **substituting** the attached **Transferee's Exhibit 16** in order to reflect a *pro forma* corporate reorganization recently consummated pursuant to FCC consent.

Respectfully submitted,



**Robert V. Cahill**  
Vice Chairman and Secretary  
Univision Communications Inc.

Dated: 02-08-03

## **OWNERSHIP STRUCTURE AND INTERESTS**

### Overview

Univision Communications Inc. (“UCI”) through its principal subsidiaries, Univision Television Group, Inc. (“UTGI”) and Telefutura Television Group, Inc. (“TTGI”), is the ultimate parent of the licensees of television broadcast stations. UCI’s ownership structure and direct broadcast interests are described in Section I below. UCI’s interests held through UTGI are described in Section II below. UCI’s interests held through TTGI are described in Section III below.’

#### I. Univision Communications Inc.

UCI is a publicly-traded company, and no single person or entity holds 33% or more of the debt/equity of the company. A. Jerrold Perenchio is the single majority shareholder, with a 66.32% voting interest in UCI, by virtue of the fact that his Class P common stock is entitled to 10 votes per share so long as he continues to own at least 30% of the shares he held on October 2, 1996.

Grupo Televisa, S.A. and Venevision Investments LLC are shareholders of UCI which are each represented by a director on the Board of Directors and which are controlled by non-U.S. citizens. In addition, each entity holds non-voting stock and certain warrants which would allow it to increase its holdings to the extent that it is lawful for such a foreign entity to do so. In the past, the Commission has routinely approved interests such as these held by foreign entities. *See Univision Holdings, Inc.*, 7 FCC Red 6672, 6673-74 (1992); FCC File Nos. BTCCT-9606281ID through BTCCT-960628IN and BTCCT-960628IP through BTCCT-960682IV.

Certain officers and directors of UCI also hold positions as the officers and directors of the broadcast subsidiaries discussed herein. In addition, John G. Perenchio is the son of A. Jerrold Perenchio.

On July 23, 2002, an application was filed with the FCC seeking its consent to the transfer of control of Hispanic Broadcasting Corporation to UCI. *See* FCC File No. BAL-20020723ABL. et al.

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<sup>1</sup> It is noted that, at the time of the instant filing, UCI also has an attributable interest in Entravision Communications Corporation, the ultimate parent of licensees of radio and television stations. Prior to the consummation of the transaction proposed herein, however, the UCI interest will be converted to a non-voting, non-attributable stock interest. As UCI will not have an attributable interest in Entravision at the time of consummation, Entravision’s broadcast station ownership interests are not addressed further herein.

Finally, UCI has received the Commission's consent to the assignment of license of KPXF(TV), Porterville, California (FIN: 35512) (FCC File No. BALCT-20020730ABO).

II. Univision Television Group, Inc.

UTGI is wholly owned by PTI Holdings, Inc. ("PTI"), which, in turn, is wholly owned by UCI. UTGI is the controlling general partner and PTI is the non-controlling general partner of the following licensee partnerships, which are the licensees of the indicated broadcast stations:

KDTV License Partnership, G.P.	KDTV(TV), San Francisco, CA KDTV-CA, Santa Rosa, CA	FIN: 33778 FIN: 18148
KFTV License Partnership, G.P.	KFTV(TV), Hanford, CA KABE-CA, Bakersfield, CA	FIN: 34439 FIN: 34438
KMEX License Partnership, G.P.	KMEX-TV, Los Angeles, CA	FIN: 35123
KTVW License Partnership, G.P.	KTVW-TV, Phoenix, AZ KTVW-CA, Flagstaff, AZ KUVE-CA, Tucson, AZ K40AC, Tucson, AZ	FIN: 35705 FIN: 29464 FIN: 78036 FIN: 35704
KUVI License Partnership, G.P.	KUVI(TV), Bakersfield, CA	FIN: 7700
KUVS License Partnership, G.P.	KUVS(TV), Modesto, CA	FIN: 58609
WGBO License Partnership, G.P.	WGBO-TV, Joliet, IL	FIN: 12498
WLTV License Partnership, G.P.	WLTV(TV), Miami, FL	FIN: 73230
WXTV License Partnership, G.P.	WXTV(TV), Paterson, NJ WFPA-CA, Philadelphia, PA	FIN: 74215 FIN: 74216

UTGI is also the sole member of Univision Texas Stations LLC. Univision Texas Stations LLC is a 99% limited partner, PTI is a 0.1% limited partner, and UTGI is the 0.9% general partner of the following licensee partnerships, which are the licensees of the indicated broadcast stations:

KUVN License Partnership, L.P.	KUVN(TV), Garland, TX KUVN-CA, Fort Worth, TX KEAT-LP, Amarillo, TX	FIN: 35841 FIN: 5319 FIN: 48021
KWEX License Partnership, L.P.	KWEX-TV, San Antonio, TX KDAS-CA, Austin, TX	FIN: 35881 FIN: 35882

KXLN License Partnership, L.P.	KXLN-TV, Rosenberg, TX	FIN: 53847
KAKW License Partnership, L.P	KAKW(TV), Killeen, TX	FIN: 148

In addition, UTGI is the sole shareholder of Univision of Atlanta Inc. and Univision of New Jersey Inc., and is the sole member of Univision Cleveland LLC. Univision of Atlanta Inc. is the sole member of Univision Atlanta LLC, the licensee of WUVG(TV), Athens, Georgia (FIN: 48813). Univision of New Jersey Inc. is the sole member of Univision New York LLC, the licensee of WFTY(TV), Smithtown, New York (FIN: 60553) and WFUT(TV), Newark, New Jersey (FIN: 60555). Univision of New Jersey Inc. is also the sole member of Univision Philadelphia LLC, the licensee of WUVP(TV), Vineland, New Jersey (FIN: 60560). Univision Cleveland LLC is the licensee of WQHS-TV, Cleveland, Ohio (FIN: 60556).

UTGI is also the applicant for assignment of permit of KXGR(TV), Green Valley, Arizona (FIN: 63927) (FCC File No. BAPCT-20020109AAR) and for a new television station on Channel 52 at Blanco, Texas. Finally, UTGI has received the Commission's consent to the transfer of WKFT(TV), Fayetteville, North Carolina (FIN: 16517)(FCC File No. BTCCT-20021202ADB).

III. Telefutura Television Group, Inc.

TTGI, a Delaware corporation, is 100% owned by UCI. TTGI is the sole member of each of the following limited liability companies, which are the licensees of the indicated broadcast stations:

Telefutura Dallas LLC	KSTR-TV, Irving, TX	FIN: 60534
Telefutura Miami LLC	WAMI-TV, Hollywood, FL	FIN: 60536
Telefutura Los Angeles LLC	KFTR(TV), Ontario, CA	FIN: 60549
Telefutura Tampa LLC	WFTT(TV), Tampa, FL	FIN: 60559
Telefutura Houston LLC	KFTH(TV), Alvin, TX	FIN: 60537
Telefutura Chicago LLC	WXFT(TV), Aurora, IL	FIN: 60539
Telefutura Boston LLC	WUTF(TV), Marlborough, MA	FIN: 60551
Telefutura Fresno LLC	KTFF-LP, Fresno, CA	FIN: 23272
Telefutura Sacramento LLC	KEXT-CA, Sacramento, CA KEZT-CA, Modesto, CA	FIN: 70900 FIN: 52891

Telefutura Bakersfield LLC	KTFB-CA, Bakersfield, CA	FIN: 18732
	KBTF-LP, Bakersfield, CA	FIN: 18747
Telefutura D.C. LLC (permittee)	WFDC(TV), Arlington, VA	FIN: 69532

In addition, TTGI is the sole member of Telefutura Southwest LLC. Telefutura Southwest LLC is the 1% managing general partner and TTGI is the 99% general partner of the following licensee partnerships, which are the licensees of the indicated broadcast stations:

Telefutura Partnership of Flagstaff	KFPH(TV), Flagstaff, AZ	FIN: 41517
Telefutura Partnership of San Antonio	KFTO-CA, San Antonio, TX	FIN: 39480
	KNIC-CA, San Antonio, TX	FIN: 48837
Telefutura Partnership of Phoenix	KFPH-CA, Phoenix, AZ	FIN: 2739
Telefutura Partnership of Floresville	K45DX, Floresville, TX	FIN: 36188
Telefutura Partnership of Tuscon	KTAZ-CA, Tuscon, AZ	FIN: 53004
Telefutura Partnership of Douglas (permittee)	KFTU(TV), Douglas, AZ	FIN: 81441

TTGI is also the sole shareholder of Telefutura San Francisco, Inc. and Telefutura Orlando, Inc. Telefutura San Francisco, Inc. is the sole member of Telefutura San Francisco LLC, licensee of KFSS(TV), Vallejo, California (FIN: 51429). Telefutura Orlando, Inc. is the licensee of WOTF(TV), Melbourne, Florida (FIN: 5802).

Finally, TTGI is also a member of St. Louis/Denver, LLC, which has received the Commission's consent to the proposed transfer of WHSL(TV), East St. Louis, Illinois (FIN: 57221) and KTVJ(TV), Boulder, Colorado (FIN: 57219) (FCC File Nos. BTCCT-200201112ACH and BTCCT-20021112ACL).