

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

In the Matter of)
)
RFD Communications, Inc.) MB Docket No. 06-92
DBS Set-Aside Qualifications)
)

To: Office of the Secretary
Attn: Media Bureau

COMMENTS OF FARM JOURNAL, INC.

Farm Journal, Inc. (“Farm Journal”), by its attorneys, hereby submits these Comments in response to the Commission’s *Public Notice* of the above-captioned proceeding.¹ On November 28, 2005, Farm Journal submitted a Petition for Declaratory Ruling regarding the eligibility of RFD Communications, Inc. (“RFD-TV”) to supply programming using the direct broadcast satellite (“DBS”) channel capacity reserved exclusively for noncommercial and educational purposes. In the Petition, Farm Journal documented numerous commercial advertisements and paid programs that RFD-TV aired in late 2005 for for-profit companies.

These Comments demonstrate that RFD-TV’s commercial programming and operations are systemically commercial and that the operations in late 2005 were not merely isolated occurrences or temporary phenomena. Rather, RFD-TV continues every day to air advertisements and paid programming for commercial companies. Therefore, the Commission must declare that RFD-TV fails to satisfy the eligibility requirements of an educational programming supplier for purposes of the DBS reservation of channel capacity for noncommercial educational content as mandated by Congress.

¹ Request for Comment on Petition for Declaratory Ruling Regarding RFD Communications, Inc. and its Eligibility to be Carried as a DBS Public Interest Noncommercial Programmer, MB Docket No. 06-92, *Public Notice*, DA 06-906 (rel. April 20, 2006) (“*Public Notice*”).

Introduction

DISH Network and DIRECTV carry RFD-TV's programming to their DBS subscribers in all 50 states.² The issue is not whether RFD-TV brings valuable programming to rural America and the agribusiness community. Nor is the issue whether some of RFD-TV's programming is educational in nature, or whether worthwhile organizations such as the National FFA [Future Farmers of America] Organization, 4-H, and Farm Safety 4 Just Kids appear on RFD-TV from time to time.

The only issue before the FCC is whether RFD-TV may broadcast commercial advertising spots, commercial paid programming, and pay-for-play "news" programming for for-profit corporations and otherwise operate as a commercial television network on DBS channels that Congress reserved exclusively for noncommercial educational use. **We submit that such conduct mocks the Congressional and FCC requirements for DBS set-aside channel programming to be both educational and noncommercial.** The Communications Act, in Section 335(b)(1), requires that DBS utilize the set aside channels "*exclusively* for noncommercial programming of an educational or informational nature."³ Commission regulations for DBS set-aside channels therefore require programming on such channels to be *both* educational *and* noncommercial.⁴ Indeed, the FCC made clear in implementing Section 335 that such programming simply "cannot include advertisements."⁵

In its Petition for Declaratory Ruling, Farm Journal unequivocally demonstrated the following:

² Mediacom and NCTC cable operators also carry RFD-TV programming to cable subscribers. RFD-TV Website, "Cable TV," at <http://www.rfdtv.com/cable.asp> (last visited May 18 2006).

³ Communications Act of 1934, 47 U.S.C.A. § 335(b)(1) (emphasis added).

⁴ 47 C.F.R. § 25.701; *Implementation of Section 25 of the Cable Television Consumer Protection and Competition Act of 1992, Direct Broadcast Satellite Public Interest Obligations*, Report and Order, 13 FCC Rcd 23254 (1998) ("*First Report and Order*"), *on recon.*, 19 FCC Rcd 5854 (2003), *vacated in limited part*, 19 FCC Rcd 5647 (2004) (replacing political broadcasting requirements and guidelines concerning commercialization of children's programming).

⁵ *First Report and Order* at 23293-23294.

- RFD-TV fails to qualify as a “national educational programming supplier” under the classes of nonprofit entities prescribed in 47 C.F.R. § 25.701(f)(2);
- RFD-TV programming fails to qualify as “noncommercial programming” because the network airs substantial commercial television advertisements and long-form paid programming (commonly known as “infomercials”) for for-profit entities; and,
- RFD-TV operates not as a tax-exempt organization, but as a for-profit enterprise by selling air time at commercial rates.

By these Comments, Farm Journal documents RFD-TV’s ongoing and continuing commercial practices. In particular, Farm Journal monitored and recorded RFD-TV’s programming in the weeks *following* the Commission’s release of the *Public Notice* on April 20, 2006. Farm Journal recorded and transcribed numerous samples of this ongoing pattern of blatant and pervasive commercial programming, included on the enclosed DVD.⁶ In light of these facts, the Commission must declare that RFD-TV fails to qualify as a national educational programming supplier for DBS set-aside purposes.

I. RFD-TV Continues to Broadcast Advertisements for Commercial Companies

Farm Journal’s November 28, 2005 Petition documented RFD-TV’s broadcast of one live video auction and twenty-six commercial advertising spots in late 2005. These Comments demonstrate that such activity was not an aberration, but rather, typical examples of RFD-TV’s systemic commercial broadcasts. Indeed, RFD-TV continued to advertise spots for commercial entities after Farm Journal served RFD-TV with its Petition, and RFD-TV continues to broadcast commercial spots even after the Commission released its *Public Notice* on April 20, 2006.⁷

⁶ Farm Journal will provide copies of this DVD upon request.

⁷ The FCC has refined the distinction between illegal advertisements versus permissible enhanced donor acknowledgements (also known as underwriting announcements) for noncommercial licensees over the past twenty-plus years, but in each case, the FCC made abundantly clear that promoting the goods and services of a for-profit entity by a noncommercial licensee violates Section 399B. *See, e.g., Commission Policy Concerning The Noncommercial Nature Of Educational Broadcasting Stations*, 7 FCC Rcd 827 (1986); *Commission Policy Concerning the Noncommercial Nature of Educational Broadcasting Stations*, 97 FCC 2d 255 (1984); *Commission Policy Concerning the Noncommercial Nature of Educational Broadcasting Stations*, 90 FCC 2d 895 (1982), *Second Report and Order*, 86 FCC 2d 141 (1981), and *First Report and Order and Notice of Proposed Rule Making*, 69 FCC 2d 200 (1978);

The following descriptions of 27 recent RFD-TV advertising spots, full transcripts of which are attached as Exhibit A, highlight RFD-TV's commercial activity:

- (1) Tractor Supply Company advertises **“This Saturday and Sunday get no payments and no interest for 12 months on purchases of \$500 or more!”**;
- (2) Wranglers jeans offers, **“Buy a pair of Wranglers, Get 2 FREE [event] Tickets!”**;
- (3) Circle-Y Saddle describes itself comparatively as **“America’s leading saddle brand”** and qualitatively as **“the leader in style, innovation, and craftsmanship”** of saddles built **“with the finest leathers and hardware available in the industry today”**;
- (4) Cetyl M promotes its Advanced Cetyl M Joint Action Formula as **“the most powerful joint enhancing, netraceutical available today”**;
- (5) Quilt in a Day **urges viewers to buy** its “Christmas at Bear’s Paw Ranch” holiday decoration book and **provides price information**;
- (6) Diamond D Trailers promotes its **“low prices”** and describes its products as **“trailers four ways better, from better floors, better doors, to better roof and better warranty”**;
- (7) Elna Sewing Machine says that its 7200 model **“performs unlike any machine of its kind”** in this 60-second spot;
- (8) California Country Magazine advertises magazine subscriptions and **provides price information**;
- (9) Campfire Café promotes the American Cowboy Magazine, its cookbooks, and its videos, which are **“the only complete Open Fire Outdoor cooking DVD collection available,”** in this 75-second spot;
- (10) Down Under Saddle Supply offers **comparative and qualitative testimonials** of its saddles and personalized service in this 60-second spot;
- (11) Highlander Country Store **advertises “for the first time on national television”** a four-CD set of country music in this 60-second spot;
- (12) Down Under Saddle Supply **advertises its product as the only saddle that the Al Ragusin Horse Training program host uses** in this 60-second spot;
- (13) Quilt in a Day promotes the hosts’ book and **provides price information in this 60-second spot**;
- (14) Fly Predator offers several **qualitative testimonials**;
- (15) The Cathedrals musical quartet advertises a VHS/DVD/cassette/CD **“rare collection”** that **“is not available in stores”** and an anthology as a **“special bonus”** in this two-minute, 20-second spot;
- (16) HanDozer-EQ promotes its **“durable”** arena grooming models, which it says will **“fit all your needs at affordable prices”**;

*Hispanic Broadcast System, Inc., Licensee of Noncommercial Educational Station WQQZ(FM),
Clermont, Florida, 20 FCC Rcd 2411 (2005).*

- (17) Love of Quilting Magazine advertises “**absolutely free two bonus**” gifts “**if you apply today**” in this 60-second spot;
- (18) Impact Gel Saddle Pad promises “**maximum equine protection**” and provides a **call to action and testimonial** by “Country Music Legend George Strait”;
- (19) Kent Group Feed Products offers its “**superior products**” and a testimonial;
- (20) Kifco Water Reel urges viewers to “**demand a Kifco water reel**” and implies that it is the “**best in the industry**”;
- (21) Alaska Magazine advertises “**subscriptions available to RFD-TV viewers**”;
- (22) WAHL promotes its Arco Clipper with **qualitative descriptions and a testimonial** in this 60-second spot;
- (23) Mission Farrier School describes itself as “**simply the best farrier education available**”;
- (24) Newer Spreader extols the **qualitative value** of its barn-cleaning equipment;
- (25) Horse & Cart Magazine **urges viewers to buy** videos, books, and magazine subscriptions, describing the magazine as “**the indispensable tool for every logger**” and providing testimonials in this two-minute spot;
- (26) Stall Skins advertises its “**innovative stall and paddock liner that costs less than traditional rubber mats**”; and,
- (27) Illuminator Flashlight directs viewers to “**a new web store**” that features items for sale, while providing **price information**.

As even a cursory review of these commercial advertisements makes clear, RFD-TV airs advertisements that contain comparative and/or qualitative descriptions, calls to action, pricing information, and inducements to buy. Numerous RFD-TV spots provide testimonials, and many promise bonus gifts or free offers for contacting the sellers’ sales offices.⁸ Some spots even exceed two minutes.⁹

⁸ Even assuming for the sake of argument that RFD-TV itself did not receive remuneration directly from the advertisers, that fact is of no consequence. Section 399B does not require that the consideration involved be supplied directly by the sponsor or underwriter itself. See *In re Window to the World Communications, Inc. (WTTW(TV))*, DA 97-2535 (MMB Rel. Dec. 3, 1997), *forfeiture reduced*, 15 FCC Rcd 10025 (EB 2000); *Jones College, Licensee of Noncommercial Educational Station WKTZ-FM, Jacksonville, Florida*, 18 FCC Rcd 24971 (MMB Rel. Dec. 1, 2003).

⁹ See *Board of Education of New York (WNYE-TV)*, 7 FCC Rcd 6864 (MMB 1992); *Technology Information Foundation, Ltd.*, 19 FCC Rcd 22191 (2004) (“Although the Commission has not imposed quantitative guidelines on the length of underwriting announcements, it has noted that the longer they are, the more promotional they tend to be.”).

This small sample of recent commercial advertising demonstrates that RFD-TV programming on this noncommercial DBS set-aside channel violates every tenet of permissible noncommercial television donor identification announcements. As such, there can be no question that RFD-TV continues to disregard the rules governing advertisement of for-profit goods and services on noncommercial channels.

II. RFD-TV Continues to Broadcast Paid Programming for Commercial Companies

Neither Farm Journal's submission of its Petition on November 28, 2005 nor the Commission's April 20, 2006 *Public Notice* of its inquiry into RFD-TV's DBS set-aside eligibility caused RFD-TV to cease airing paid programming for for-profit companies. Indeed, RFD-TV continues to broadcast live, for-profit auctions on its DBS set-aside channel for Superior Livestock Auctions, Inc. ("Superior").

- In the week between April 29 and May 5, 2006, RFD-TV aired sixteen hours of live, for-profit Superior auctions.
- RFD-TV aired seventeen hours of live, for-profit Superior auctions on the most recent business days preceding today's filing deadline: an 8.5-hour block between 8:00 a.m. to 4:30 p.m. on May 18, 2006, followed by another 8.5-hour block between 8:00 a.m. and 4:30 p.m. on May 19, 2006.

RFD-TV televises Superior's live cattle auctions on its DBS set-aside channel, providing telephone numbers to RFD-TV viewers, who may "sit in the convenience of their homes or offices to view, evaluate and make selections from cattle across the country."¹⁰ Superior brags on RFD-TV's website that its live RFD-TV coverage financially benefits Superior's livestock breeder clients:

Many purebred cattle breeders have seen the advantage of broadcasting their bull and female production auctions via satellite. The increased exposure and new buyers have resulted in more successful auctions for the breeders.¹¹

¹⁰ See Exhibit D (RFD-TV Website, "Superior Livestock AUCTION," at <http://www.rfdtv.com/shows/superior.asp> (last visited May 18, 2006)).

¹¹ Exhibit D (RFD-TV Website, "How Does A Video Livestock Auction Work?," at <http://www.rfdtv.com/auctions.asp> (last visited May 18, 2006)).

Before Superior “teamed up with RFD-TV on the digital dish,” it had only 15 employees in six states.¹² Today, Superior has over 300 employees in 39 states and is the nation’s largest livestock auctioneer,¹³ selling more than 1.3 million cattle each year in these live televised auctions.¹⁴ Clearly, Superior has profited handsomely by exploiting the national distribution platforms provided by RFD-TV’s reserved DBS channels.

On May 4, 2006, RFD-TV aired five and a half hours of live commercial livestock auction programming for Superior between 9:00 a.m. and 2:30 p.m.¹⁵ This “home shopping for cattle” programming was comprised of a one-hour auction preview immediately followed by four and one-half hours of a live, interactive, for-profit cattle auction among RFD-TV viewers who dialed in to bid. On May 4, 2006, RFD-TV devoted essentially one-quarter of its air time to Superior’s live, for-profit cattle auction programming. This represents a sale of virtually the entire morning and early afternoon time slots. RFD-TV and Superior both facilitate RFD-TV viewer bidding in the live, for-profit auctions:

- **RFD-TV Website:** “If you want more information about buying or selling livestock on Superior you can call 817-624-3800, or log on to www.superiorlivestock.com.”¹⁶
- **Superior advertisement:** “Tune in to RFD TV Saturday, May 6th at 10:30 Central . . . For more information contact Superior Productions at 800-431-4452, or Superior-Livestock-

¹² Exhibit D (RFD-TV Website, “Superior Livestock AUCTION,” at <http://www.rfdtv.com/shows/superior.asp> (last visited May 18, 2006)). Patrick Gottsch, RFD Communications, Inc. President, worked previously for Superior Livestock Auctions as Director of Sales from 1992 to 1996. FCC website, Satellite Rural Forum Presenter Bios, at <http://www.fcc.gov/cgb/rural/bios/patrickgottsch.html> (last visited May 12, 2006).

¹³ Exhibit D (RFD-TV Website, “How Does A Video Livestock Auction Work?,” at <http://www.rfdtv.com/auctions.asp> (last visited May 18, 2006)).

¹⁴ Exhibit D (RFD-TV Website, “Superior Livestock AUCTION,” at <http://www.rfdtv.com/shows/superior.asp> (last visited May 18, 2006)).

¹⁵ *Superior Livestock Auction* (RFD-TV television broadcast May 4, 2006); *Superior Livestock Auction Preview* (RFD-TV television broadcast May 4, 2006) (transcripts attached as Exhibit B(2 – 3)).

¹⁶ Exhibit D (RFD-TV Website, “Superior Livestock AUCTION,” at <http://www.rfdtv.com/shows/superior.asp> (last visited May 18, 2006)).

dot-com. **Don't miss your opportunity to bid on the best quality cows in the industry.**"¹⁷

The May 4, 2006 preview show highlights the livestock offered for sale to RFD-TV viewers in the May 4, 2006 auction. The opening minutes contain traditional commercial advertising. Two successive 30-second advertising spots urge RFD-TV viewers to bid in the Superior "Fall Female Sale" and the "Quaker Hill Farm Auction." Following these spots, a heavily-produced advertisement for "Nuflor" describes this veterinary drug as "**the best selling product of its kind world-wide**" and urges cattlemen to "**talk to your vet about Nuflor.**"¹⁸

In the type of live auction RFD-TV aired on May 4, 2006, Superior sells cattle in "lots" no smaller than one truck load (48,000 lbs.), where the highest bidder may pay Superior's client \$50,000 or more.¹⁹ Sales of larger cattle lots, of course, produce higher commissions for Superior.

Without a doubt, the live cattle auctions aired on RFD-TV constitute for-profit, commercial programming supplied by America's largest commercial cattle auctioneer. Superior reaps substantial rewards by selling whole herds of cattle to RFD-TV viewers in live, for-profit "home shopping for cattle" auctions that occupy huge portions of RFD-TV's daily air time. **Congress did not establish the DBS set-aside to promote for-profit transactions.**

III. RFD-TV Now Broadcasts Sponsored Programs Hosted By News Program Talent

RFD-TV regularly produces what appears to be routine product infomercials in its ostensibly public affairs program, *RFD-TV Live*. These programs originate from RFD-TV's production studios in Nashville, Tennessee and, by all indications, are under the arrangement and direction of RFD-TV.

¹⁷ *Superior Livestock Auction Preview* (RFD-TV television broadcast May 4, 2006) (transcript attached as Exhibit B(1)).

¹⁸ *Id.*

¹⁹ Exhibit D (RFD-TV Website, "How Does A Video Livestock Auction Work?," at <http://www.rfdtv.com/auctions.asp> (last visited May 18, 2006)). Superior charges breeders \$2.00 or \$5.00 per head as a consignment fee before the auction and a two to three percent commission after the sale. *Id.* To demonstrate the magnitude of just one transaction in a standard, all-day auction, Superior will earn a \$956 sales commission for selling its minimum quantity of one truckload, or 48,000 lbs. of live cattle. *Id.*

In one broadcast, *RFD-TV Live* will discuss news and public affairs. The next week, *RFD-TV Live* is nothing more than a 60-minute paid infomercial for a major agricultural company.²⁰ These corporate-branded productions air on the same day of the week, at the same time, under the *RFD-TV Live* name, in the *RFD-TV Live* format, and with the same host(s).

These corporate-branded productions of *RFD-TV Live* surely mislead viewers into thinking that they are, in fact, watching *bona fide* news or public affairs programs. Max Armstrong and Orion Samuelson, the hosts of most episodes of *RFD-TV Live*, are the long-time hosts of farm news on WGN Radio (AM 720), the veterans of the well-known *U.S. Farm Report*, and now the hosts of RFD-TV's *This Week in Agribusiness*. These celebrity journalists, however, transform numerous *RFD-TV Live* episodes into 60-minute corporate-sponsored infomercials.²¹

RFD-TV's corporate-sponsored *RFD-TV Live* productions present well-produced corporate videos and/or product demonstrations. The hosts give the productions' guests "softball" questions and hand them opportunities to discuss their "interesting" companies and products. Suspiciously, the people who call into these live productions often appear overly supportive of these corporations. For example, John Head called into the April 10, 2006 *RFD-TV Live* Specialty Fertilizer Products production to report that local growers tried the company's "Avail" product (the phosphate fertilizer featured in this production) and "had an excellent return on investment."²² Amazingly, the RFD-TV

²⁰ Farm Journal is aware of at least seven broadcasts of *RFD-TV Live* in 2006 as paid, for-profit infomercials : (i) January 23, 2006; (ii) March 13, 2006; (iii) March 20, 2006; (iv) March 27, 2006; (v) April 10, 2006, (vi) April 17, 2006; and, (vii) April 24, 2006. Highlight clips of the April 10, 2006 and April 24, 2006 productions are available on the enclosed DVD, and transcripts of these two productions (copyrighted by their respective sponsor companies rather than RFD) are attached in Exhibit C.

²¹ In hosting these news programs-cum-infomercials, they do not leave their journalist credentials behind. For example, Mr. Armstrong opened a recent *RFD-TV Live* production for Specialized Fertilizer Products by saying, "Hello everyone, I'm agriculture broadcaster Max Armstrong joining you here on RFD-TV, and its a privilege to come into your home to answer some of your questions on these live *RFD-TV Live* broadcasts." *RFD-TV Live with Specialized Fertilizer Products* (RFD-TV television broadcast Apr. 10, 2006) (transcript attached as Exhibit C(1)).

²² *RFD-TV Live with Specialized Fertilizer Products* (RFD-TV television broadcast Apr. 10, 2006) (transcript and screenshots attached as Exhibit C(1)).

studio had Mr. Head on the line even before the call-in number had been announced to the public! Farm Journal subsequently confirmed that Mr. Head is a Specialty Fertilizer Products dealer, a fact not disclosed by RFD-TV on air or otherwise.

In one recent corporate-branded *RFD-TV Live* production — which aired after the Commission released the *Public Notice* — viewers see a full-screen “Tractor Supply Co. Live on RFD-TV” graphic, the supply company’s logo, and a voice-over by Mr. Samuelson saying, “Good evening everyone and welcome to another *RFD-TV Live* here on Monday night.”²³ Later in the program, Mr. Samuelson invites a Tractor Supply Company supplier to “talk about the Groundwork products that we can share with people tonight that they’ll find at the Tractor Supply.”²⁴ **The Tractor Supply Company supplier replies, while a full-screen still photo of Groundwork brand products appears on screen, “Well now and that’s really exciting for us because Groundwork is available exclusively at Tractor Supply.”**²⁵

RFD-TV does not identify these corporate-sponsored *RFD-TV Live* productions, or the corporate sales videos embedded within, as pay-for-play programming. Nowhere do these pretend public affairs shows actually disclose who bought and paid for the products to be promoted by the journalists. These disguised news/public affairs programs air routinely and confirm RFD-TV’s continuation of its impermissible commercial activities on channels reserved by Congress exclusively for noncommercial educational programming.²⁶

²³ *RFD-TV Live with Tractor Supply Company* (RFD-TV television broadcast Apr. 24, 2006) (transcript and screenshots attached as Exhibit C(2)).

²⁴ *Id.*

²⁵ *Id.* (displaying Groundwork-brand products in the enclosed screen capture graphic).

²⁶ Separate from the question of legality is the issue of whether the *hour-long* disguised news/public affairs program on *noncommercial* DBS channels has violated the public trust more egregiously than anything the FCC encountered in its investigation of “video news release” *segments* that aired without sponsorship identification during news/public affairs broadcasts on *commercial* channels.

Conclusion

Farm Journal's November 2005 Petition unequivocally demonstrated the extensive and blatant commercial programming aired regularly on DirecTV's and EchoStar's public interest set-aside channels used by RFD-TV, as well as RFD-TV's extensive for-profit commercial activities. Six months later, even after the FCC released its *Public Notice*, RFD-TV has neither ceased nor abated its commercial activities. As shown herein, the evidence of RFD-TV's ongoing abuse of the Congressional reservation of DBS channel capacity remains overwhelming. By its unabashed disregard for Congressional and Commission requirements for "exclusively noncommercial" programming, RFD-TV has forfeited its eligibility for carriage on the DBS systems' noncommercial set-aside channels.

The Commission must declare that RFD-TV's programming and operations disqualify RFD-TV as a DBS set-aside programming supplier. In doing so, the Commission will restore channel capacity held in trust for the public by DBS licensees and send a clear message that such disregard for the Commission's rules will not be tolerated.

Respectfully submitted,

FARM JOURNAL, INC.

/s/ John R. Feore, Jr.

By: _____

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Exhibit A

Transcripts of RFD-TV Commercial Spots Aired Between April 29-May 5, 2006

(1) **Program:** *Tractor Supply Company*. **Date:** 04/29/06

Product: *Riding Mower Sale*. **Duration:** 30 sec.



Transcript: (animated characters phone conversation – highly produced) Telephone ringing ...

[John] Hello?

[Martin] John! It's Martin. You all right over there?

[John] What do you mean?

[Martin] Well, we just wanted to make sure everything was ok. The way your grass was growing up and all.....

[John] (chuckle) Oh, we're ok. The old tractor mower finally gave out.

[Martin] Well, glad to hear you're ok because you know

your grass has gotten so long.

[John] Yuuuuuup. Good to have friends like you, Martin.

(Voiceover) (shows NO PAYMENTS/NO INTEREST FOR 12 MONTHS ON PURCHASES OF \$500 OR MORE, fine print listing details and Tractor Supply Co. logo) This Saturday and Sunday, get no Payments and no interest for 12 months on purchases of \$500 or more!

(2) **Program:** *Dennis Reis Universal Horsemanship*. **Date:** 4/29/06

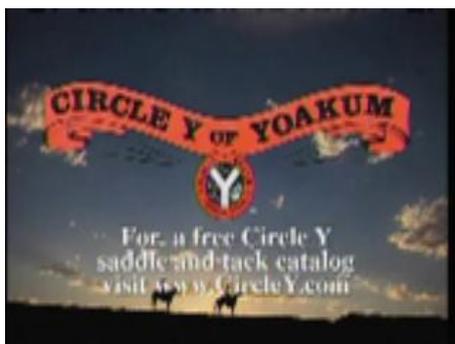
Product: *Wrangler Jeans & Tickets*. **Duration:** 30 sec.



Transcript: (shows photo of back of jeans. Text: "Buy a pair of Wranglers, Get 2 FREE No Dust Tickets!" with Wrangler emblem and website) Buy a pair of Wranglers at a participating store and get two free tickets. Can't find a participating store near you? Just purchase a pair of Wranglers at any store. Send us your original receipt showing proof of purchase, and we'll send you two free tickets. For store locations, our mailing address, and details, call 1-800-732-8220.

(3) **Program:** *Extreme Cowboy*. **Date:** 04/29/06

Product: *Circle Y Saddle*. **Duration:** 30 sec.



Transcript: (Circle-Y logo over cowboy photo montage with web address) America's leading saddle brand, Circle Y, is the leader in style, innovation, and craftsmanship of the saddles and accessories for the discerning rider. Whether roping, showing, barrel racing or trail riding, Circle Y has a saddle to fit your needs. Circle Y products are proudly built in the U.S.A. with the finest leathers and hardware available in the industry today. The heritage and tradition of quality saddles and accessories continues at Circle Y (shows "For a free Circle Y saddle and tack catalog visit www.CircleY.com), America's leading saddle brand.

(4) Program: *Al Ragnusin Horse Training.* **Date:** 04/28/06

Product: *Cetyl M.* **Duration:** 30 sec.



Transcript: What's (shows close-up of product, picture of dog limping, text: Advanced CetylM, Joint Action Formula, www.CetylM.com, 877-266-9757) in this bottle makes the seemingly impossible, possible (shows picture of dog walking properly). That's why dog owners (shows woman petting dog, website, and 800#) who love their dogs, rely on Advanced Cetyl M, the most powerful joint enhancing, nutraceutical available today. All natural (shows close-up image of products) Advanced Cetyl M for dogs, horses, and people too. Discover (shows text: Advanced Cetyl M, Joint Action Formula, www.Cetyl.com, 800#) more at CetylM.com or call 877-266-9757.

(5) Program: *Quilt in a Day.* **Date:** 04/29/06

Product: *Christmas Quilt in a Day Book.* **Duration:** 30 sec.



Transcript: Join Eleanor (shows clip of tv host and project being shown to group) and the Quilt in a Day staff for festive holiday sewing and crafts. There are over 25 projects, (show pages from book) something for every member of the family. The book is filled with a (shows patterns and craft ideas) collection of colorful designs with step-by-step instructions, from crazy quilt stockings to a jolly jacket for Fido. You will be inspired to prepare your home and hearth for holiday cheer. Order (shows picture of book. text: "Christmas at Bear's Paw Ranch," \$27.95 plus shipping, 800# and website) your copy today. Call 800-U2-QUILT between 8:00 A.M. and

4:00 P.M. Pacific time or visit us on the web at www.quiltinaday.com.

(6) Program: *Extreme Cowboy.* **Date:** 04/30/06

Product: *Diamond D Trailers.* **Duration:** 30 sec.



Transcript: (shows side window being opened, rear door opening) Keifer Build offers trailers four ways better, from better floors, better doors, to better roof and better warranty. Our Keifer (shows interior) quarters interiors offer hundreds of possibilities. For over 30 years (shows 800# , Diamond D Trailer Sales and website), we've been dedicated to you, our customer. No matter what you do, we've got a trailer for you. Diamond D Trailer Sales (shows picture of truck pulling trailer, Diamond D Trailer Sales, 800# and website). We've got you covered. No gimmicks, no games. Just low prices. Visit us online or call us for more information.

(7) Program: *Quilt in a Day.* **Date:** 04/29/06

Product: *Elna Sewing Machine.* **Duration:** 60 sec.



Transcript: (shows close-up images of a sewing machine) Make every quilt a work of art with Elna's 7200 Quilter's Dream Pro. Finally, a longer arm sewing machine for quilters featuring QHP technology (shows text: Quilting Heirloom Precision). The 7200 performs unlike any machine of its kind with a built-in needle threader (shows demonstration), knee lift to raise and lower the presser foot, fully adjustable pressure tension, quarter inch foot, LCD screen with adjustable back light, an auto thread cutter, and a start-and-stop key for sewing long periods of time. (spokeswoman) With so many features,

the Elna 7200 is my Quilter's Dream. (shows sample) A handy stitch chart shows all of the utility and decorative stitches, and a convenient table attachment will help you stitch with ease. (shows text & logo: "elna, explore the art) For more information on the Elna 7200 Quilter's Dream Pro (shows picture of sewing machine) or dealer location, visit our website at www.elnausa.com (shows logo and website).

(8) Program: *California Country.* **Date:** 04/28/06

Product: *California Country Magazine.* **Duration:** 30 sec.



TRANSCRIPT: (shows a montage of magazine covers). If you enjoy the show, you'll love California Country the Magazine (shows "Free Issue," 800# and website, and \$6 special introductory rate) which brings to life great stories from across the Golden State. Just call us toll free at 800-677-7636...or log on to our web site at C-A-Country-dot-TV and you can request a free trial issue. If you like what you see, you can continue to receive California Country the Magazine, for an introductory rate of just 6-dollars per year.

(9) Program: *Campfire Café.* **Date:** 05/03/06

Product: *Cookbooks, DVD's & Magazines* **Duration:** 75 sec.



Transcript: (shows various dishes prepared and being plated). Oh, do I have some great news. Our new Over the Open Fire Cookbook is now available. It's filled with useful information, tips and techniques for open fire and kitchen. Over 260 pages and a 2-hour bonus DVD (shows picture of cookbook and DVD). Make this unique cookbook a gift-book to treasure inside and out. Plus photos that will make you want to eat the pages (shows page from inside cookbook). Cookbooks are available online at www.campfirecafe.com or call 800-556-0414 (shows website and 800#). Campfire Café

is brought to you by American Cowboy (shows montage of magazine covers), the most widely read western lifestyle magazine. Whether you're interested in cooking, western entertainment or rodeo, American Cowboy is your source for outstanding articles that capture the spirit of the west (shows website and 800#). No matter what the season is (shows seasonal pictures, picture of DVD set). Text: "NEW! Campfire & Open Hearth Instructional DVD, Revised for DVD release," website and 800#), enjoy outdoor cooking anytime with our DVD collection. Entertaining, inspiring, filled with

helpful tips, so you can start your own Campfire Café. DVD's are available online (shows text: The only complete Open Fire Outdoor cooking DVD collection available, over 4 hours on 4-disc sets, Season 1 & 2 available, website and 800#), or call 800-556-0414. Johnny Nicks will show you how to enjoy open fire cookin' all year- spring, summer, fall and winter.

(10) Program: *Al Ragusin Horse Training.* **Date:** 04/30/06

Product: *Saddles.* **Duration:** 60 sec.



Transcript: (Spokesman) (shows text throughout: “Down Under Saddle Supply, Discover the Aussie Difference,” 800# and website) What happens when you put Western riders in an Australian style saddle? Let’s see what happened with the Guadalupe County Sheriff’s Mountain Posse. (Testimonial) One of the things I noticed about the Australian saddle in particular, I felt like I was closer to my horse and more one with my horse as we were moving and I certainly had greater freedom of movement in my legs. (Testimonial) The minute I got in it, it just felt comfortable. You know, like putting on

a fine leather glove. (Testimonial) It’s more flexible. I had more leg movement so I could feel the horse a lot better, especially going back to the Western saddle, I could tell there was a lot of stiffness. (Testimonial) Making an excellent beginner saddle because it gives you that balance and that security, that good seat that you need for security. (Spokesman) Down Under Saddle Supply offers personalized service to find just the right saddle to fit you, your horse, your riding style, and your budget. We’re sure you’ll love the Aussie difference.

(11) Program: *Highlander Country Store.* **Date:** 04/30/06

Product: *CD’s.* **Duration:** 60 sec.



Transcript: (shows text: “Highlander Country Store,” over picture of storefront and inside of store. Sample music throughout) The Highlander Country Store is proud to present for the first time on national television, the (shows picture of CD set, text: 42 Gospel Songs, +54 = 96 songs Bluegrass Classics) four CD box set of Dr. Ralph Stanley and the Clinch Mountain Boys. Forty-two beautiful gospel songs and 54 bluegrass classics add up to (shows 96 songs) 96 songs of pure mountain music enjoyment, the way only Dr. Ralph Stanley (shows Amazon.com Country Entertainer of the Year) can deliver it. The (shows Grand Ole Opry Member) four CD

box set includes music (shows text: International Bluegrass Music Hall of Fame Member) recorded during the historic period from 1971 to 1973 (shows Recipient of Album of the Year Award 1999) when the Clinch Mountain Boys included greats like (shows pictures of artists, and various song titles with various songs playing in background) Roy Lee Centers, Harley Ray Cline, Ricky Lee, Jack Cook, Keith Whitley, (shows picture of CD with various songs playing) and Ricky Scaggs. (shows pictures of live performances) (shows text: recordings by Grammy winner Dr. Ralph Stanley, 1-888-987-6444).

(12) Program: *Al Ragusin Horse Training*. **Date:** 04/29/06
Product: *Saddles*. **Duration:** 60 sec.



Transcript: (spokesman) (shows text throughout: “Down Under Saddle Supply, Discover the Aussie Difference,” 800# and website) Al Ragusin uses only Australian style saddles in his training program and in his world famous dancing horses show, but many people consider Aussie saddles to be the ultimate trail saddle. First of all, they’re deep-seated and secure. In steep terrain (shows two people riding horses) if your horse makes a sudden, surprise move, the pulleys (shows up-close image) or knee pads at the front of the saddle help keep you secure in your seat. Second, (shows saddles) they’re comfortable. Our saddles have a unique suspended seating

system. It has far more give in the seat than a Western saddle. The 2½" leathers are easy on your knees and the balanced, relaxed riding position just feels natural. Finally, (shows two people riding horses) your horse will love it. Lightweight and compact, an Australian style saddle won’t get in the way of your horse’s natural movement. Plus, we can adjust the chamber of the saddle to fit your specific horse at no extra charge. Downunder Saddle Supply (shows storeroom) offers personalized service to find just the right saddle to fit you, your horse, your riding style, and your budget. We’re sure you’ll love the Aussie difference.

(13) Program: *Quilt in a Day*. **Date:** 04/29/06
Product: *Egg Money Quilt Books*. **Duration:** 60 sec.



Transcript: (shows woman displaying quilt) Follow along with Eleanor as she guides you through her techniques to recreate the flavor of the good old days (shows book cover) with Egg Money Quilts. Egg Money Quilts is a collection of (shows various completed quilts) 13 vintage quilt block patterns in two layouts and a treasury of extra projects created from each block. You will love (shows various book pages & quilts) the quick and easy methods for Dresden Plate, Double Wedding Ring, Grandmother’s Flower Garden, and the elegant Peony pattern. The book contains (shows various instruction pages) 240 pages in full color with sample quilts,

step-by-step instructions and illustrations, yardage and cutting charts, and assistance in fabric selection. Order (shows book cover, title, \$27.95, 800# and website) your copy today for \$27.95 plus shipping and handling. Call 1-800-777-4852 or visit Quilts in a Day on the web at www.quiltsinaday.com.

(14) Program: *Al Ragusin Horse Training*. **Date:** 04/28/06
Product: *Fly Predator*. **Duration:** 30 sec.



Transcript: (Spokesman) If you don't want to put up with flies again, try Fly Predators. (Testimonial) The Fly Predators from Spalding Laboratories are awesome, and I'd recommend them to anyone. (Testimonial) Oh, most definitely, I mean, anybody who thinks they have a fly problem or just notices them to be a nuisance, they're great. (Testimonial) They work very well for me. Fly Predators are great. They're efficient and they work fast. (Testimonial) They work. You got to get them. (Spokesman) (shows text: 877-KILLFLY) Say goodbye to flies. Schedule your Fly Predators today

(shows Spalding Fly Predators, 800# and website). The little bugs that do a big job.

(15) Program: *Gaither Homecoming Show*. **Date:** 04/29/06
Product: *Cathedrals Video*. **Duration:** 140 sec.



Transcript: (video of Cathedrals singing) Hi, I'm Bill Gaither and like millions of gospel music lovers, I'm a big fan of the Cathedrals. That's why I'm so excited to tell you about a very special (shows two collections of VHS, DVD & cassettes) keepsake package honoring the 55-year musical journey of this world-renowned quartet. (performance video) Included in this rare collection (shows Video, DVD & cassette boxes) is a full two-hour video of the Cathedrals, a farewell celebration, and the accompanying cassette or CD. (performance video) Along with your (shows Video, DVD &

cassette boxes) order, you will receive this second video entitled "Fifty Faithful Years" featuring George, Glen, and their friends reminiscing around the piano. (video of Cathedrals in performance) As a special bonus, we will (shows display of CD's & tapes, with 800# and website to end) also include the Cathedrals' anthology. This two cassette or two CD compilation is not available in stores and features 35 of the best love songs recorded by the Cathedrals throughout their five-decade history (performance video).

(16) Program: *Extreme Cowboy*. **Date:** 04/29/06
Product: *HanDozer- EQ*. **Duration:** 30 sec.



Transcript: (shows picture of tractor inside arena) (shows logo: HanDozer- EQ) Introducing the Han Dozer EQ Arena Groomer. This durable arena drag (shows text: Rips, Levels, Grooms) rips, levels and grooms a variety of footings (shows HanDozer- EQ and 800#) in wet or dry conditions and is engineered (shows image close up) to give you controlled depth settings to protect your arena and horses. The Han Dozer EQ (shows demonstration) is designed to be user-friendly for men and women. Four (shows pictures of each) sizes to choose from in either tow-behind or three-point hitch models. An arena (shows text: 3 in One Industries,

HanDozer-EQ, 800# and website) groomer to fit all your needs at affordable prices. You can learn more about the Han Dozer EQ online or call Three-in-One Industries.

(17) Program: *Quilt in a Day.* **Date:** 04/29/06

Product: *Love of Quilting Magazine.* **Duration:** 60 sec.



Transcript: (shows various quilts) (spokeswomen) Have you ever wanted to make beautiful quilts just like these? Would you like to learn the secret techniques of quilting pros? (shows text: Fons & Porters Love of Quilting) Now you can by subscribing to our magazine, Fons & Porter's Love of Quilting. Hi, I'm Marianne Fons. And I'm Liz Porter. Together we can teach you how to have fun creating beautiful quilts just like we do. Here's what you get in every issue: (shows Fons & Porter Love of Quilting 12 or more Fun new projects) 12 or more fun, new projects, (shows Fons & Porter's Love of Quilting Easy to follow Step by Step

instructions, various pictures of magazine covers) easy to follow step-by-step instructions, and best of all (shows Fons and Porter's Love of Quilting Best of all Secrets & Shortcuts, montage of magazine covers), our secrets and shortcuts. And if you apply today (reply today and receive), you'll receive absolutely free (Free two bonus gifts, booklet cover and 800#) two bonus gift booklets for Nina's Freehand Quilting and Sulky's Success with Threads (shows cover of book, and 800#). These booklets will help you create (shows Free two bonus gifts, small pictures of pages, and 800#) stunning blue-ribbon quality machine quilts and our favorite quick and easy projects made with thread. (Spokeswomen) Now you really can make beautiful quilts. Let us show you how. Call 1-888-985-1020 (shows 800#) now to subscribe to Fons & Porter's Love of Quilting (shows Fons & Porter's Love of Quilting, \$19.97, One year subscription, montage of magazine covers). For only \$19.97 you'll receive a one-year subscription – six big issues – plus two free booklets (shows text: "Free two bonus gifts," covers of booklets and 800#). Call 1-888-985-1020 now.

(18) Program: *Extreme Cowboy.* **Date:** 04/29/06

Product: *Impact Gel Saddle Pad.* **Duration:** 30 sec.



Transcript: (shows rodeo rider with Impact Gel Equine logo) Impact Gel gives you maximum equine protection. Look (shows man hammering pad folded over M&M's – without M&M's breaking) at how Impact Gel protects these fragile M&M's from the vertical impact of a hammer. This level (shows man hammering & smashing M&M's directly) of impact absorption in (animated graphic of pad over horse with "Prevents Injury, fatigue, soreness" text) your saddle pad will help prevent rib injury and fatigue, soreness, and even saddle sores. (spokesman) Let's go see what George Strait has to say about Impact Gel. (George Strait testimonial with

name super – Impact Gel Equine, Country Music Legend George Strait) I don't think any other saddle pad (videos of riders placing saddles) can compete with this saddle pad. If you want to give your horse the kind of comfort that he deserves, you need to use the Impact Gel pad. Maximum (shows full-screen "Ride stronger, ride longer, stay injury free." Impact Gel Equine, for more information, call 800#) equine protection means your horses ride stronger, ride longer, and stay injury-free.

(19) Program: *Farmweek*. **Date:** 04/28/06

Product: *Kent Group Feed Products*. **Duration:** 30 sec.



Transcript: (shows bags of feed, logos along bottom: The Kent Group, Kent, Blue Seal, Evergreen) With over 250 years of experience in equine nutrition, the Kent Group is dedicated to developing premium products formulated for a lifetime of health and performance. The Kent (shows horses running in field) Group's family of brands – Kent Feeds, Blue Seal Feeds, and Evergreen Mills – brings (shows man feeding horses) superior products to the market for all of your horses. (Testimonial) (shows: logo, 800# and website) When Mindy and I were looking for a feed company, we did a lot of research and hands down, mate, the Kent Group was the very

best. Trust the Kent Group for all of your nutritional needs.

(20) Program: *Extreme Cowboy*. **Date:** 04/29/06

Product: *Kifco Water Reel*. **Duration:** 30 sec.



Transcript: (shows horses running) Kifco knows what your horse's health care means to you. You require the best in the industry when it comes to your horse's health and the maintenance of your pastures. Demand a Kifco water reel. (shows water reel in action) Kifco water reels are designed for (shows logo and website) easy operation and built to last, providing greener pastures, better footing, and outstanding dust control. For healthier pastures and even healthier horses, remember (full-screen logo, 800# and website) one name. Kifco.

(21) Program: *Heart to Heart Classics*. **Date:** 04/28/06

Product: *Alaska Magazine*. **Duration:** 30 sec



Transcript: (shows montage of magazine covers, 10 times each year). Alaska Magazine Television comes from the pages of Alaska Magazine. Expand your knowledge of Alaska 10 times each year (shows 800 #) with Alaska Magazine, a companion piece to Alaska Magazine Television. "Alaska." "Alaska. (shows 800# and mailing address). Subscriptions available to RFD-TV viewers at 1-800-288-5892.

(22) Program: *Farmweek*. **Date:** 4/29/06
Product: *Arco Clipper*. **Duration:** 60 sec.



Transcript: WAHL knows what matters. (shows close-up of horse being groomed). Precision, performance, and practicality. That's why WAHL designed the Arco Clipper (shows various clipper applications in action). The lightweight cordless Arco, features a built in blade adjustment that allows you to control cutting length with ease. Use the 9 or 10 setting on the bridal path or fed-locks (shows demonstration). Switch to the 15 or 30 for the throat latch and face (shows demonstration). Set the blade on 40 for the muzzle and other close shaves (shows demonstration). The Arco comes with two rechargeable battery packs, (shows how to remove/install battery). Each runs for an hour, helping you make the most of your time. The blade detaches easily without tools, (shows demonstration), four precision cutting attachments, cleaning kit and charging stand are also included (shows picture of clipper with accessories mentioned). WAHL is a proud sponsor of Clinton Anderson and Down Under Horsemanship (shows man grooming horse using clipper around horse's mouth). Let WAHL help you help your horse to look his best. (Testimonial) (shows: Arco by WAHL, website and phone number) In my barn it's simple, it's always WAHL, it's always the Arco, and my horses always look their best.

(23) Program: *Dennis Reis Universal Horsemanship*. **Date:** 04/29/06
Product: *Farrier School*. **Duration:** 30 sec.



Transcript: (various photos of farriers and horse-shoeing) Mission Farrier School is the first in the world to teach natural balance principles combined with traditional craftsmanship and the increasingly improved technology available in the farrier industry today. Advanced courses in therapeutic shoeing, horsemanship, and certification preparation are also available. Our instructor, Mark Plumley (displays MissionFarrierSchool.com), has taught natural balance principles for over 10 years and has been instrumental in the evolution of natural balance methods. Mission Farrier School, simply the best farrier education (displays Mission Farrier School, phone number and website) available. For more information, visit our Website at MissionFarrierSchool.com.

(24) Program: *Rural Heritage*. **Date:** 04/29/06

Product: *News Spreader*. **Duration:** 30 sec.



Transcript: (shows young girl pulling the Newer Spreader) (shows 800# and website during entire commercial) Newer Spreader - it's simple, and it's the quick and easy way to clean the barn. The ease of use (shows young girl cleaning stall), the fact that the average horse owner doesn't have to be a heavy equipment operator (shows young girl hitching device to tractor, or similar) to use this machine, and it just makes their life so much simpler (shows woman riding horse, with spreader being towed across lawn) and takes that much less time out of their lives. Newer Spreader. Call 1-866-626-8732

or go to newerspreader.com. Make cleaning stalls quick and easy.

(25) Program: *Rural Heritage*. **Date:** 04/29/06

Product: *Horse & Cart Magazine Offer*. **Duration:** 75 sec.



Transcript: This Program (shows "Horse & Cart" available from Rural Heritage, with phone number, website, plus Discover, MasterCard, VISA, and American Express logos) is a portion of the video, Horse & Cart, available from Rural Heritage. To Order on DVD or VHS, please call 931-268-0655, or order online at www.ruralheritage.com. Robin Cuffey (shows book cover, title, author, phone number, website, and Discover, MasterCard, VISA, and American Express logos) is co-author of the book *The Essential Guides to Carriage Driving*, available from Rural Heritage. To order, call 931-268-0655, or visit www.ruralheritage.com. This

program (video of horse team with Rural Heritage company name, phone number, and website) is made possible by your continued (montage of magazine covers and horse team video with name, phone number and web address) subscription to Rural Heritage, a bi-monthly journal featuring a wide array of articles to suit both the novice and expert teamster. From ideas on new techniques to the latest in equipment advances, Rural Heritage is the indispensable tool for every logger (shows subscriber testimonial "It's getting so I can't wait for each new issue of Rural Heritage. Wish I'd discovered it sooner! Sandy Reed, Culpepper, VA," plus Magazine title, phone number and website) and farmer making a living or just having fun with draft animals. Also, don't miss (shows montage of books & tapes, with Rural Heritage, phone number and website) our extensive collection of books and video tapes covering everything from driving Mules, to logging with horse, to training Oxen. To subscribe (full-screen graphic with Rural Heritage, phone number, web address, plus Discover, MasterCard, VISA, and American Express logos), call 931-268-0655, or order online at www.ruralheritage.com.

(26) Program: *Extreme Cowboy*. **Date:** 04/29/06

Product: *Stall Skins*. **Duration:** 30 sec.



Transcript: (shows Stall Skins logo, 800 # and website) The alternative to rubber mats. Stall Skins (shows installation demonstration) are an innovative stall and paddock liner that costs less than traditional rubber mats. (shows Lightweight, Durable, Easy to Clean, www.StallSkins.com) Lightweight, durable, easy to clean and most importantly water permeable. Puddles don't form; (shows "Water Permeable" and website over water demonstration video) instead liquid substances are drawn thru the Stall Skins material and drained into the soil beneath. That means your bedding stays dry, your horse stays

clean and you will ultimately appreciate the money saved on bedding. Disinfectants can be poured directly thru the Stall Skins to further reduce barn odors. For more information (shows full-screen Stall Skins, 800 # and website) on this revolutionary stall flooring system our website is Stall-Skins-dot-com.

(27) Program: *California Country*. **Date:** 04/29/06

Product: *Illuminator Flashlight*. **Duration:** 30 sec.



Transcript: (shows Successful Farming logo with website) Successful Farming has a new web store called "farm-home-collection-dot-com". It features products for farm families (shows still of web page with various products) and anyone living in the country, like the illuminator (shows flashlight in operation) wind-up flashlight (shows "available at: www.farmcollection.com"). The ingenious design means it never needs batteries or new bulbs. Keep one in your shed, glove box or kitchen for any emergency. It will always work, guaranteed. It's our favorite gadget (shows "Under \$20")

under 20-dollars. Available at "farm-home-collection-dot-com" (full-screen 800# and website) or call 800-678-5752.

Exhibit B

RFD-TV Live, For-Profit Auction Programming

(1) Superior Livestock Auction Preview on RFD-TV

May 4, 2006

Total Program Length: One (1) Hour

(Open)



[Announcer] (music, picture of American flag waving)
Welcome, from Superior Livestock Auctions in Fort Worth,
Texas.



(picture of Livestock Building and video of cattle) Today's
auction is broadcast from our studios in the stockyards in
historic old Fort Worth.



The preview to today's outstanding offering begins after these
important announcements.



[Announcer] (shows bull riders inside arena, Fabulous Females Sale) Join Superior Productions as we bring you the American Bucking Bulls Incorporated Fabulous Females sale, Saturday, May 6th (shows date and times). ABBI will be offering many top-rated registered females including {unintelligible} champion in PBR finals. The sale will be broadcast live at the Heritage Place Sale Pavilion in Oklahoma City.



Tune in to RFD TV Saturday, May 6th at 10:30 Central to catch the preview and catch the auction following at 11:00. For more information (shows ABBI Fabulous Females Sale, date/time, Superior Productions logo, RFD-TV logo, 800#, and website) contact Superior Productions at 800-431-4452, or Superior-Livestock-dot-com. Don't miss your opportunity to bid on the best quality cows in the industry.



[Announcer] (shows Quaker Hill Farm, Louisa, Virginia-USA, date/time, Superior Productions logo, RFD-TV logo, 800# and website) Saturday, June 3rd is an exciting day as Superior Productions brings you the Quaker Hill Angus mature cow herd dispersal. Quaker Hill Farm in Louisa, Virginia will be offering over 160, select pregnancies, two herd sires, 700 fall calves, and 50 bred fall calving commercial cows. Watch the preview at eleven-thirty, and the auction will follow at noon eastern. For more information, please contact Superior Productions at 800-431-4452 or go to Superior-Livestock-dot-

com.



[:30 commercial] (shows picture of calf outside in the rain – highly produced) When that one calf is challenged by B-R-D, cattlemen want a product (shows montage of clips, close-up of bottle of Nuflor) they know will work fast. That's why Nuflor is the best-selling product of its kind world-wide, with over 60-million cattle treated. Yet the only number that really matters is one ... that one calf that needs your help now.



That's why you reach for Nuflor (shows Nuflor Florenicol, close-up of front of bottle), because you know it will work. Talk to you vet about Nuflor, the one cattleman count on.

.....



[Announcer] (shows Superior Livestock Auction logo, various lots of cattle) Welcome to the preview of today's Superior Livestock Auction. To tell us more about today's program, here's your host, Clyde Whittle.



[Clyde Whittle] (shows view of auction site, Superior Livestock Auction logo) Thank you and good morning ladies and gentlemen. Welcome to the preview.



(shows lot #4701A with steers walking in field) This is 4701 with Mike West and Gary Coffey. A-Lot has 100 Holstein steers at 490. Option on the B Lot 100 Holstein steers at 490. They will deliver May 11-24. Weigh them at the farm, 2% shrink/\$.10 light; Armes and Leonard.



(shows lot #4702 with steers walking in field) 4702 by Larry Walker- 54 Holstein steers at 900 ...

[Preview continues in similar fashion through all lots offered for sale]

**(2) Superior Livestock Auction on RFD-TV
May 4, 2006**

Total Program Length: Four and one-half (4.5) Hours

(Open)



[Music]



[Clyde Whittle] Comin' to you live from our studios in the stockyards at Fort Worth Texas, it's Superior Livestock and time to begin today's auction. Now here's the general manager of North America's largest livestock auction company, Mr. Jim Odle.



[Jim Odle] Hey Clyde Whittle. Thank you very very much. Ladies and gentlemen it's a beautiful day here in Ft. Worth Texas. The country's green. They had a nice rain thru this part of the world. Last week I had an opportunity to go up thru Wyoming and most all of Montana. That country's looking good. There's a few dry spots kind of around Brush, Colorado and uh like that. But most of the country's looking pretty good. It's always nice to see this summer come and this good Spring and this grass coming on. We have a great offering today of livestock throughout the United States. It'll give you an

opportunity wherever you might live to kind of see what the market is all about - and to see what true price discovery is and to see what your cattle might be worth if you're get - getting ready to market your livestock. It's so important in agriculture to have an opportunity to know what is going on in your business. And the only way that you really know is through a great channel like RFD-TV is, so you can see it in your own home and see what your neighbor's cattle might bring, or your neighbor's wheat might have done, or any of the good programming that you get to see. And we hope today if you're getting ready to market cattle that we'll be able to help you in some way of knowing what the value of your cattle really are.



Because we have all classes, today we'll be offering yearlings and then the good bred stock this afternoon. And tomorrow we'll be on these good calves from Florida to Washington State, to give you an opportunity throughout the world to see what these cattle are really doing. Our next auction is coming up in two weeks. It'll be right here on RFD again. And that'll be our last big auction we have 'til we start on our big sales this summer. And of course our big sale – our first sale – will be in Council Bluffs, Iowa. And that's going to be a great auction as it always is. We have a lot of good cattle already consigned. This coming Saturday Joe Litke has a good sale. It'll be for the ABBI ... that'll be the buck and bull association. They're havin' their female sale right here on RFD. It'll be interesting to watch and to see what's going on in that industry too. You know, as we go thru the country we see a lot of things and sometimes sayings on caps and shirts really don't mean nothin', but this saying really has something I think that really hits a point. It says "Not as mean, Sure not as lean, But still a Marine." (close-up on ball cap that says 'not as lean, not as mean but still a Marine') And so, Bill, it fits you just perfect - especially that center part in there! But ladies and gentlemen, hey we're gonna' have a really good sale today. We hope you enjoy it. We hope it'll help you in some way. And let's get started and with that first description – Mr. Clyde Whittle.



[Clyde Whittle] Thank you, Jim. And good morning ladies and gentlemen and welcome to today's Superior Livestock Auction. Our first lot today is number 4701, (video of cattle in field, with lot identification and statistics)



the A lot, by Mike West and Gary Coffey. 100 Holstein steers with a base weight of 490 at Russell Springs, Kentucky. Like to go with them May 11-24. Ten cents live, and the buyer has the option on the next lot. Ladies and gentlemen, your friend and mine, from the great State of Oklahoma our world champion {auctioneer} Ralph Wade.



[Ralph Wade live on-camera] All right. Thank you Clyde. Thank you Jim. Good good morning to everybody. We've got a good crowd on hand right here in Fort Worth buddy (video of cattle in field, with lot identification and statistics) and as Jim said, a beautiful day. I drove down this morning from up there in Oklahoma- drove in rain all the way. All the way to the door right here in Fort Worth. (live video of auctioneer's table with spotter/clerk in Fort Worth) It's great- it's green. The grass is growing and ole' glory got 2 ½ inches. That's quite a feat right there. Good morning to you (video of cattle in field, with lot identification and statistics), Susie. And good morning to my good friend George and his lovely wife down there [location audible]. All right here we go. And I know they're tuned in - they always do.



[Auction Starts]



[Description: Auctioneer is calling the sale... viewer sees & hears spotters yelling & taking live bids.]



[Video of cattle lot rolls ...]

[Live auction bidding by RFD viewers continues ...]



[Live auction bidding by RFD viewers continues . . . with live cut-away to Fort Worth with rows of tables with Superior location-bidders on the phone with actual bidders watching the auction (and specific lot) on RFD.]



[Live auction bidding by RFD viewers continues ...]



[The current bid is shown in the upper left-hand corner below lot #. Spotters are taking bids.]



[Live auction bidding by RFD viewers continues ...]



[Live auction bidding by RFD viewers continues ...]



[Live auction bidding by RFD viewers continues ...]



[Live auction bidding by RFD viewers continues ...]



#4701 ends with “SOLD” ... \$111.50.



[Ralph Wade] Next lot.

[Auction of lot 4702 begins ...]

[Clyde Whittle] Lot 4702 by Joe Byer. Fifty-one Holstein steers at 915. A change in your base weight. It is now 915.



[Live auction bidding by RFD viewers continues ...]

[Live Auction Continues ...]

[Total May 4th Program: 9:00 am to 2:30 pm]

Exhibit C

RFD-TV Paid Corporate Productions

(1) Highlights Video Transcript

RFD-Live with Specialty Fertilizer Products (SFP)

April 10, 2006

Total Program Length: 60 minutes

On set with SFP logo behind panelists

All graphic identification included the SFP logo

All company & product brand names are identified here in CAPS



(Open – Full-screen SFP logo plus “Live on RFD-TV”)

[Max Armstrong – Voice-over] It’s another special presentation on RFD-TV Live, from SPECIALTY FERTILIZER PRODUCTS.

.....

(On-set)



[Max] Hello everyone, I’m agriculture broadcaster Max Armstrong joining you here on RFD-TV, and it’s a privilege to come into your home to answer some of your questions on these live RFD-TV Live broadcasts.

.....

Panelists Introductions (not included on video)

- Larry Sanders, PhD – Founder and CEO, SFP
- Jake Sanders – International Sales Coordinator, SFP
- Larry Murphy, PhD – SFP Consultant, President, Fluid Fertilizer Foundation

- Steve Green – Director of Product Development, Simplot Corporation (SFP Distributor)
- Terry Tindall, PhD – Sr. Agronomist, Simplot Corporation

.....

[Max] Let's get a good look at the AVAIL story.

.....



[Voice-over] (video of farm fields) Research has shown up to 95% of phosphorous fertilizer can be fixed in the soil. And if it's fixed, it's not helping your crop or your bottom line. That's why SFP created AVAIL phosphorous fertilizer enhancers, the easy way to unlock your crop's potential (full-screen AVAIL logo).



[Studio interview – Larry Sanders] Well, SPECIALTY FERTILIZER PRODUCTS is a research and development company. And we started the company on the basis that we could solve problems in agriculture. And there are some big problems in agriculture which have been with us maybe a hundred years in some cases, and especially with fertilizers.

[Studio interview - Jake Sanders] We looked to phosphorous and said to ourselves what can we do to improve phosphorous fertilizer efficiency. Universities show that 75% to 95% of phosphorous gets tied up in the soil, which means that the farmer is spending money and the product is not getting into the plant to provide benefit to him.



[Studio interview - Larry Murphy] Phosphorous, one of the essential elements, undergoes a series of very intense reactions that render it largely unavailable to plants once it's applied to the soil.



[Studio interview – John Hardy (VP, SFP)] Phosphate is necessary for every growing plant. If we can make it available to the plant, then the plant operates more efficiently.



[Studio interview - Larry Sanders] Conventional phosphorous fertilizer has a negative charge on it and when you place it in the soil, the positive ions in the soil attach to that phosphorous and precipitate it out, making it unavailable to the plant (animated graphic dramatization). When you apply AVAIL technology to the phosphorous, it is a negative charge – the phosphorous is a negative charge – the AVAIL attracts those positive charges in the soil that precipitate out the phosphorous, and it leaves the phosphorous free and available for the plant to take up.

[Studio interview - Larry Murphy] The AVAIL polymer has really provided some very interesting and consistent benefits in terms of crop response – and ultimately profitability for the grower.

[Studio interview - Jake Sanders] This is a way to make phosphorous better. And that’s what we’re trying to do is take this product and improve existing chemistries of phosphorous and take those benefits to the grower.



[Studio Interview - Doug Anderson] We had about 12.8 bushel increase, and when you’re riding the combine you’re watching the yield monitors, and GPS - now with technology, you have the same corn. You’ve done everything (video of John Deere equipment harvesting corn) the same except for AVAIL you put in with your starter fertilizer. You’re looking at numbers and you’re thinking ‘da-ding.’ You know - money!

[Studio interview - J. Larry Sanders] You wouldn’t buy a tractor that only ran 2-days a week. You wouldn’t buy a seed hybrid that only germinated 25% of the time. So why would you buy a phosphorous fertilizer that only gives you 25% of what you bought? If you put AVAIL on that phosphorous, now you’re making all that phosphorous available to that plant.



[Voice over] It's not results in the laboratory that matter most, it's your bottom line. So try AVAIL. And see for yourself the hidden potential in your crop. AVAIL – more green in your field for more green in your pocket.

(Closes with full-screen SFP & AVAIL Logos)

.....

(On-Set)

[Max] I bet. Steve at SIMPLOT, you've got to be excited about it.



[Steve Green] Very excited to have the opportunity to work with a product like AVAIL ... to increase and compliment our existing fertilizer products that we manufacture and sell. We know that the growers have an efficiency concern on their phosphate. And we're excited to offer this solution to their problems and issues to increase their profits.

.....



[Max] Let's go to Minnesota. Caller, are you there with us from Minnesota?

[Viewer call - John from Minnesota] Sure am. My name's John Head from Ghent, Minnesota. I'm the General Manager here.

[Max] Go right ahead with your question or comment.

[John from Minnesota] Ok. I just wanted to make a comment. We had a few growers try the AVAIL last year. And we had one that came thru ... right on thru harvest with some excellent results. We seen almost 20 bushel to the acre advantage with the AVAIL on the plot work that we did, otherwise everything else was normal that he'd been comparing with, and so he had an excellent return on investment.

.....

[Larry Sanders] Actually we use water soluble polymers. And these polymers have a very significant difference than anything else we've ever seen in the past. We have like 20 patents on these polymers. And they have a very high charge density, and when placed in the soil they will prevent the phosphorous from being fixed and that's how the product works.



[Max] We have actually some photos to take a look at that show some comparisons. If we could take a look at those right now, Tom, and see the difference? (full-screen photo showing comparative rows of corn with and without AVAIL – with AVAIL plants larger and greener) We're looking at a cornfield here obviously, but somebody might explain {interruption}.

[Larry Murphy] I'll comment on that. Max. Sorry for interrupting. This is a study that was conducted in Kansas by Kansas State University, and on the left is the same rate of phosphorous – 60 P205 per acre – as on the right. The only difference being the presence of the AVAIL polymer coated on the fertilizer on the right at a quarter of a percent.

.....



[Steve Green] (looking at a photo of two onion plants with & without AVAIL application) '... saying, would you take a look at the difference in these Onions?' And we looked at them, took their measurements, we gathered plants and there was a nice response. The growers were very enthusiastic about the response that they're seeing with the AVAIL technology.

.....

[Max] Steve, availability of the product out there for producers across the country? It's readily available depending on where you are?

[Steve Green] Yes, Max, we're currently setting up distribution and have set up distribution in Western Canada down thru the United States and into Mexico. And any SIMPLOT GROWERS SOLUTIONS fertilizer dealers or other SIMPLOT fertilizer dealers have access to the AVAIL.



[Max] We're going to put a web address on the screen too in just a few minutes here momentarily so you can get some of your questions answered. Perhaps you can go to that website – there is a contact section there – and you can ... SPECIALTY-FERTILIZER-DOT-COM (graphic shows www.specialtyfertilizer.com), there it is. And you can fill in that blank and get your questions answered. Somebody from the company will come back to you and give you some additional information there.

.....

[Viewer call – Gary from Kentucky] I raise Kentucky-31 Fescue from the cow pastures and our soil here in Kentucky needs a lot of lime. Maybe two tons of lime per acre. And I've been using 5-20-20 at 3 to 4 hundred pounds per acre and having good results. But our fertilizer prices is getting so high up here I was wondering if it was available in Kentucky, what the price per ton would be, and about what you'd need to use on this kind of soil with the low PH?

[Max] Larry, you want to tackle part of that question?



[Larry Sanders] Yeah, I'll tackle part of that. It is available in Kentucky. MILES services that area, and they supply the product to the farmers and growers there. Normal rates ... follow your normal fertilizer rates is what we recommend. Whether it's your consultant or the university or the dealer that's making those recommendations, stick with your normal phosphorous fertilizer rates ... apply the AVAIL to it. You can put it in a dry fertilizer ... or you can inject it into liquid fertilizer products. The AVAIL does the same thing whether it's liquid chemistry or whether it's granular chemistry. And

the cost is going to vary depending on how much phosphorous you use. But normally it's less than \$5 an acre for a farmer.

.....

[Max] So tell us a little bit more about J.R. SIMPLOT.

[Steve Green] The J.R. SIMPLOT COMPANY is a basic manufacturer of phosphate fertilizers. 11-52-O, 18-46 ... and also super-phos acid that's used to make 10-34 on the liquid side. We also have a retail marketing arm – SIMPLOT GROWER SOLUTIONS – and so we're ... that is anywhere from Minnesota down to Colorado and most of the Western U.S where we retail.

[Max] So clearly you want to see producers get the best results they possibly can with the product you sell.

[Steve Green] We're wanting to get the most money – most back – for the dollar they're spending on their phosphate fertilizer. And we want to offer these technologies to increase the efficiency of the phosphate that we're manufacturing.

.....



[Larry Sanders] What we're doing with AVAIL is we're preventing that phosphorous from running off by the phosphorous being taken up in the plant. So it's a very effective material at overcoming phosphorous putrifaction of lakes and rivers and streams.

.....

[Larry Sanders] Now that seems unreal for the time and age that we live in that we get such poor efficiency on a fertilizer nutrient like phosphorous.

[Max] Repeat those numbers one more time.

[Larry Sanders] 75%-95% of all the phosphorous applied to soils is tied up ... fixed unavailable for that crop. And it has a significant effect on the crop yield if you don't get that into the crop. So the farmer is spending a lot of money for a product that he's not getting into the crop and AVAIL will do the trick for him; it will prevent that phosphorous from being tied up, then he can utilize it. And we see 10%-15% increases in yields with AVAIL. That seems high, but if you look at the database, and I believe Dr. Murphy can expound on that, it's there.

.....

[Max] Folks might want a little more information on how they can get information after the broadcast tonight if they want to go online. You just went "live" with your website, I understand.



[Jake Sanders] That's true, we just launched a new website over the weekend actually replacing our old one, and that web address is (graphic shows www.specialtyfertilizer.com) SPECIALTY-FERTILIZER-DOT-COM. And they'll be able to find information about AVAIL there. And as you mentioned earlier, there's also a contact page where they can get more information should they desire it.

.....

[Max] Steve, at SIMPLOT, I'm sure you've had the opportunity to gauge producer reaction to a variety of products that have come out there. Did AVAIL meet your expectations that you had going into it and what you would hear back from the producers?

[Steve Green] Yeah, Max, it's been really fun to give a lot of different grower meetings across the country and dealer meetings and to hear the responses prior to them using it, and then to come back and give grower meetings the next year, and hear the stories that they have to tell. They're very positive.

.....

[Max] I think you're there from the show me state of Missouri. Are you there with us?

[Viewer call – Jim from Missouri] Yes, Max.

[Max] Go right ahead.



[Jim from Missouri] I hay and livestock farm in Missouri. Can AVAIL give your basic soil an increase in phosphorous tests without any additional applications of phosphorous?

.....



[Terry Tindall] We placed it directly below the sugar beet seed at a rate of AVAIL of 1 ½% by volume. The responses were remarkable. The return on invested capital was 3 to 1 with that type of response.

.....

(Wrap-up & Close)

[Max] Larry Murphy, how about a quick comment from you?



[Larry Murphy] One word - bottom line. Is that one word? Maybe it's two! Anyway, profitability, Max. Returns are excellent. And that's what we have to look at.

.....



[Jake Sanders] Absolutely. And can I just emphasize one thing with a lot of the calls in mind tonight and that would be: Any crop. Any soil. Any climate. AVAIL's gonna work out for you and it's gonna add a lot to your bottom line as Dr. Murphy said.

.....



[Max] For information you can go to the website SPECIALTY-FERTILIZER-DOT-COM. Thanks for joining us here for the story about AVAIL on RFD-TV.

(fade to black)

[END]

(2) Highlights Video Transcript
RFD-Live with TRACTOR SUPPLY Company (TSC)
April 24, 2006

Total Program Length: 60 minutes
On set with TRACTOR SUPPLY Logo behind panelists
All graphic identification included TSC logo
All company & product brand names are identified here in CAPS



(Open – Full-screen TRACTOR SUPPLY Name & logo plus “Live on RFD-TV)

[Orion Samuelson – Voice-over] Good evening everyone and welcome to another RFD-TV Live here on Monday night.

.....

(Open – On Studio Set)



[Orion] I’m Orion Samuelson, and I’ll be your host this evening with an interesting topic and some interesting guests and let’s begin by introducing our special guests. First of all, we say welcome to Jerry Brase from TRACTOR SUPPLY Company. Jerry what do you do with TSC?



[Jerry] Thank you, Orion. I’ve been with TRACTOR SUPPLY now for about the last 8 ½ years and I have the privilege today of overseeing their merchandising or their buying functions and their logistics functions at TRACTOR SUPPLY. And as a company TRACTOR SUPPLY is just delighted to sponsor this episode – this segment, if you will – of RFD-TV.

.....

Remaining Panelists Introductions (not included on video)

- Jerry Brase, Sr. VP of Merchandising, TSC
- Krystal Cartwright – VP Sales of Consumer Products, PBI Gordon (TSC product supplier)
- Steve Reid – Agronomist, Ferry Morse (TSC product supplier)
- David Cook – Agricultural Extension Agent, Tennessee

.....

[Orion] TRACTOR SUPPLY Company –TSC – an interesting company. And Jerry, not only an interesting company, you’re a lot more than a supplier to consumers, you [pause] you supply knowledge.



[Jerry] You know, that’s exactly right on that, Orion. TRACTOR SUPPLY is over 600 stores in 34 states across this great country of ours. And we like to think of ourselves as being a 68 year “young” company, having been founded in 1938 and been serving people, and customers (graphic that shows www.myTSCstore.com), that live the rural lifestyle for all of the 68 years that, as a company, we’ve been in business. We like to think that we understand the lifestyle of our customers better than any other retailer in this country today.

And, as a result, we believe that the sponsorship of TRACTOR SUPPLY of RFD-TV is an absolute great fit for us collectively in that regard.

.....

[Orion] Let’s go from the front yard to the backyard out to the pasture, because that takes some specialty products I would guess.



[Steve] Yes, we supply products to TRACTOR SUPPLY that are specific for maybe the horse owner. Our HORSE MAX is a good product. And it’s again regionalized for the different areas of the country.

.....

[Orion] Well now when it comes to products, Krystal, it's your turn. PBI GORDON, and what products do you present to the TRACTOR SUPPLY customer?



[Krystal] Well we have a variety of products, most of which are driven by the homeowner wanting either a weed-free lawn, a green healthy lawn, or you know, just a better quality of pasture for their livestock and horses.

.....

[Orion] Let's talk about the GROUNDWORK products that ...

[Krystal] OK

[Orion] ... we can share with people tonight that they'll find at the TRACTOR SUPPLY.



[Krystal] Well now and that's really exciting for us (full-screen still photo of GROUNDWORK brand products) because GROUNDWORK is available exclusively at TRACTOR SUPPLY. It is a brand that the TRACTOR SUPPLY folks have really taken a hard look at, and between the types of products that they have, the ingredients, the sizes, they've really tried to tailor a program that fits their customer that you wouldn't find at other retailers.

.....

[Viewer-call – Betsy from Kentucky] What do y'all recommend for like Dandelions and the Crabgrass? What would you all recommend?

[Orion] Ok, Krystal.

[Krystal] There ... (chuckle) there's a product that TRACTOR SUPPLY carries and it's called GROUNDWORK CRABGRASS KILLER ...

.....

(in response to viewer-call - Bobby, from North Carolina)



[Krystal] I think you're talking about Multi-flora Rose?

[Bobby] Yeah

[Krystal] Yes, ok, well you know. Good luck (chuckle)! Now is this a pasture that you have livestock on? Or not?

[Bobby] Yes, this summer we have livestock on it. Cattle.

[Krystal] Ok. There is a product that, you know, it'll suppress it on the first application and, you know, you're not going to get it with one application. I can tell you that. But if you'll make one in the Spring - and one again in the Fall - you'll have pretty good luck controlling it. And TRACTOR SUPPLY carries it. It's back in their agricultural chemical section and it's called PASTURE-PRO.

.....



[Krystal] The chemical name that I'm going to give you is called MERIT. M-E-R-I-T. That's the brand name. But if you go into any of your local garden centers or TRACTOR SUPPLY - I'm not - I - I believe TRACTOR SUPPLY carries a couple of products that contain MERIT. It's a pretty specialized...

.....

[Orion] We put up with a skunk for another 30 to 45 days.

[Krystal] Well, the other thing you can do is go to TRACTOR SUPPLY. They carry several animal repellants that are very effective. You know they carry a snake repellant, a deer and rabbit repellant, rodent repellants. So that would be a short-term fix until you can kill the food source that the skunks are going after.

.....

(in response to viewer-call – Douglas from Texas)



[Krystal] TRACTOR SUPPLY has a product in their GROUNDWORK line that has the same ingredients as ROUND-UP. And they've got a value size for people that, you know, have a lot of area around fence lines too.



And it's called WEED & GRASS KILLER ...

.....



[Krystal] A website to go to it's called www.weedalert.com (graphic displays Web address). And it has over 5 or 6 hundred weed species. And it will give you different recommendations based on, again, what we talked about earlier, the project you know the types of things. And then with that information he can go to his local TRACTOR SUPPLY store in Texas and find the product that would be right for his circumstances.

.....

(Wrap-up & close)

[Jerry] Again, the best thing we do is hire people that live the lifestyle and are familiar with the natures of the challenges of the people living in the local area are faced with, Orion.



[Orion] Thank you. Thank you Jerry Brase. And thank you for joining us for this edition brought to you by TRACTOR SUPPLY of RFD-TV Live, Monday night.

(fade to black)

END

Exhibit D

RFD-TV Website

(1) <http://www.rfdtv.com/shows/superior.asp>

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Superior Livestock AUCTION

What started out as an unconventional idea on the part of two livestock marketing veterans turned into the largest cattle auction in the United States. Jim Odle, owner of Odle Auctions, a video auction company in Brush, Colorado, and Buddy Jeffers, the owner of Amarillo Livestock Auction, and Amarillo Video Auction, had both been successful in conducting video auctions, but only on a regional basis. The merger of their companies, Superior Livestock Auction, created a national cattle market for buyers and sellers. At the time of the merger, their combined staff consisted of 15 representatives working in approximately six different states. Today, Superior has over 300 representatives with cattle marketed from 39 states nationwide.

When Buddy and Jim created Superior Livestock, both Odle Auction and Amarillo Livestock were conducting video auctions, but the auctions were not broadcast on satellite. The cattle were videotaped on the ranch and then shown on closed-circuit television in hotel ballrooms. Buyers had to travel to the sale site to bid on the cattle. Neither partner was totally convinced that broadcasting on the satellite would work, but they wanted to give it a shot.

Their unconventional idea became a proven success at their very first auction held in January, 1987, at the National Western Stock Show in Denver, Colorado. Over 87% of the cattle were sold over the telephone via C-B and satellite, even though some of the largest cattle buyers in the U.S. were present in the audience.

In 1989, John McKinley purchased an interest in Superior Livestock. John brought with him a rich heritage in the livestock marketing business, having grown up working with his father, who was a partner in McKinley-Winters Livestock Auction in Dodge City, Kansas.

When Superior Livestock Auction introduced national satellite video marketing to the livestock industry, they forever changed the way load lots of cattle would be sold. Up until the creation of Superior Livestock, most cattle were sold by private treaty between ranchers and local order buyers, and dealers. Superior maximized the exposure of the seller's cattle. Buyers could now sit in the convenience of their homes or offices to view, evaluate and make selections from cattle across the county.

Buyers were able to view and buy cattle from areas all across the country, a feat that would have been prohibitive in terms of time and mileage prior to the advent of satellite marketing. Sellers benefit from the fact that their cattle are videotaped in their natural environment and don't move until the delivery date. Superior has created a national livestock market, where price discovery is attained through competitive bidding at a live auction. Cattle are sold without regard to local climate conditions to a greatly expanded buyer base. In 2002 Superior Livestock Auction teamed up with RFD-TV on the digital dish. Today, Superior sells over 1.3 million head of cattle a year over the television.

Contact information:

Superior Livestock Auction, Inc.
Video Horse Auctions
P O Box 38
Brush, CO 80723
800-422-2117 - Fort Worth, Texas office
800-523-6610 - Brush Business office
www.superiorlivestock.com
email: joe@superiorlivestock.com

<http://rfdtv.com/shows/superior.asp> (1 of 2)5/18/2006 4:51:29 PM

 SCHEDULE	On Now All Around Performance Horse	Up Next The Roping Show	Followed By Charles Wilhelm
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(2) <http://www.rfdtv.com/auctions.asp>

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How Does A Video Livestock Auction Work? [Click here for the Superior Livestock Schedule.](#)

Have you ever watched a Superior Livestock video auction on RFD-TV and wondered what they mean when they talk about a "slide," what is "shrink," or what the graphics on the screen mean? Maybe you were curious about how you sell cattle on a Superior auction, or how you could buy cattle or horses on one of the "live" auctions. We thought the best way to answer many of these questions would be to go through a step-by-step process of how cattle producers consign cattle to a Superior auction, and what must be done if an individual or company wanted to buy livestock on one of these auctions.

Regular SLA Auction Overview

Superior Livestock only sells cattle in truck load lots (48,000 lbs of cattle), so its services cannot be used by every cattleman. The number of cattle the buyer is bidding on is the number of cattle in the lot. A buyer cannot just buy one or two head, he or she must take all of them. For those producers who have enough cattle to sell in load lots, the process begins when a producer contacts one of the over 400 Superior representatives located throughout the United States. The name of the closest representative can be obtained on Superior's web site or by calling one of the Superior offices. The representative goes to the producer's farm or ranch and completes a consignment contract. This "fill in the blank" contract describes the cattle as to number of head to be sold, the projected weight at time of delivery (base weight), breed type, delivery date, weighing conditions, vaccination program, etc. The cattle are filmed by the representative at that time. A consignment fee of \$2.00/head is paid by the producer for calves or yearling cattle, and \$5/head for bred stock. This consignment contract is forwarded to Superior's Brush, Colorado office where the information is entered into a database. After all of the contracts have been received, the sale order for the next auction is established and the auction catalog is printed and mailed to all qualified buyers. This information is also available for each auction on the Superior Livestock web site. The catalog is mailed early enough so that the buyers have time to select the lots they are interested in, and visit with the Superior representative that has described the cattle, if needed.

The film of the cattle is sent to Superior's Fort Worth, TX offices for editing. Superior's experienced film editors edit the field tape down to 2 1/2 minutes of the best footage. After all tapes are edited, a one-hour preview is prepared and broadcast prior to the auction. This allows the buyers to get a brief view of the cattle prior bidding on the cattle to compare to the information listed in the sale catalog or printed from the Internet.

Let's Start The Auction

Once the auction begins, the Superior representative is in contact with the seller as that seller's cattle are being sold. After the auctioneer has obtained the highest price possible and sells the cattle, the seller has the right to accept or reject the bid. If a seller does not think that the cattle sold high enough they can "no sale" or "pass out" (P.O.) the cattle. This must be done before the next lot is sold, which the auctioneer announces.

During the auction a basic description of each lot is shown on the screen as the cattle sell. The lot number, number of head, sex, estimated weight at delivery, location and delivery date is shown. The price being asked is shown in the upper left of the television screen. When calves or yearlings are being sold, the price shown is per hundred pounds. When bred heifers or cows are being sold, the price shown is per head. If there is a change from the catalog in the head count, base weight or delivery date that change will flash red on the screen, and the auctioneer will announce these changes.

Following the auction a copy of the sale contract, along with a part-payment, is mailed to the seller. The buyer also receives a copy of the sales contract and pays a part-payment to Superior.

The two most frequently asked questions are: what is "slide" and what is "shrink". As you have noticed, the heavier the cattle are, the less they bring on a per pound basis. Since the "base weight" is just an estimate of what the cattle will weigh on the day of delivery, the slide is the method by which the price per hundred weight can be lowered if the cattle weigh more than projected at delivery. If the slide is 4

<http://www.rfdtv.com/auctions.asp> (1 of 3)5/18/2006 4:51:55 PM

cents, then the hundred weight price will be reduced 4 cents for each pound the cattle average over the base weight. (Example: Cattle sell for \$100/cwt with a base weight of 700 lbs and a 4 cent slide. On the day of delivery they average 710 lbs or 10 lbs into the slide. Ten pounds x 4 cents = 40 cents. One hundred dollars minus 40 cents = \$99.60, so the new price on the cattle is \$99.60 per hundred weight.)

The "shrink" is an established standard within the cattle industry to adjust for the stomach content in the animals when weighing. Since the buyer doesn't want to pay for that, the actual weight of the cattle is adjusted by the amount of the "shrink". (Example: A load of cattle are weighed with a 2% shrink. The "pay weight" will be 98% of the actual weight of the cattle.) All cattle sold on Superior are sold F.O.B. the seller's farm or ranch, so the buyer will send his trucks to get the cattle. The Superior representative will coordinate with the buyer and seller to set up the delivery date and inform the buyer where to have his trucks and at what time.

On the day of delivery the Superior representative will sort the cattle to comply with the description in the contract, weigh the cattle and issue a check drawn on Superior's bonded custodial account to the seller. The seller is charged a 2% sales commission for marketing his calves or yearlings through Superior. If bred stock is marketed the commission is 3%. The commission is deducted from the proceeds check at delivery. The buyer will wire the amount owed for the cattle to Superior after the cattle arrive at his ranch or feedlot. The only other cost to the buyer is the freight. If an individual wishes to purchase cattle on Superior, he or she must first register as a buyer before the day of the sale. They will furnish their name, address, phone numbers and a banking reference to Superior. The financial capabilities of the prospective buyer is verified with the financial institution before a buyer's number is issued to the individual.

When a buyer wishes to bid on cattle, he or she will dial the private telephone bid line at the auction prior to that lot being offered. They will furnish their name and buyer's number to the Superior representative they are talking to at the auction and that person will bid to the auctioneer at the direction of the buyer. An estimated time for the sale of each lot is listed for each auction on the Superior Livestock web site, by clicking Time Schedule under Video Auctions.

Purebred Cattle Auctions

Many purebred cattle breeders have seen the advantage of broadcasting their bull and female production auctions via satellite. The increased exposure and new buyers have resulted in more successful auctions for the breeders. Many of these breeders are featured in The American Rancher television series on RFD-TV, which gives viewers the opportunity to get a real behind-the-scenes look at that operation, the history of that ranch and its stock, and the families that are carrying on the great tradition of that ranch.

These purebred auctions are a little different from the regular Superior auctions in that Superior does not actually conduct the auction, the breeder does. Superior is printed in each issue of RFD-TV The Magazine and also listed on the Superior Livestock web site, under "Superior Productions". Individuals may register as a buyer by contacting the breeder or calling Superior.

Production Horse Auctions

In recent years, several registered Quarter Horse breeders have utilized the capabilities of Superior Livestock Auction and RFD-TV to broadcast their production auctions "live" from their ranch or sale barn. These are not consignment auctions, but instead are horses that were bred and raised by the breeder.

As with the purebred cattle auctions, an individual may register as a buyer by either contacting the breeder or Superior Livestock.

At the present time Superior does not conduct consignment horse auctions where an individual with one or two horses can consign them to an auction.

We hope this has answered many of the questions regarding how the Superior auction you see on RFD-TV works. If you want more information about buying or selling livestock on Superior you can call 817-624-3800, or log on to www.superiorlivestock.com.

[Click here for the Superior Livestock Schedule.](#)

Superior Livestock Auction

131 East Exchange Ave. Suite 121
Fort Worth, TX 76106
817-624-3800
info@superiorlivestock.com
www.superiorlivestock.com
Superior Livestock Auction, Inc.

PO Box 38, Brush, CO 80723
800-422-2117 - Fort Worth, Texas office
800-523-6610 - Brush Business Office

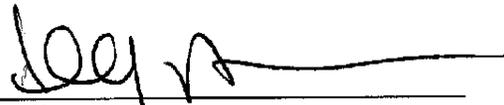
 SCHEDULE	On Now All Around Performance Horse	Up Next The Roping Show	Followed By Charles Wilhelm
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**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554**

In the Matter of)	
)	
RFD Communications, Inc.)	MB Docket No. 06-92
DBS Set-Aside Qualifications)	
)	

DECLARATION OF JEFFREY A. PENCE

1. My name is Jeffrey A. Pence. I am the President of Farm Journal Electronic Media, an operating division of Farm Journal, Inc.
2. I have read the foregoing "Comments of Farm Journal, Inc.," and I am familiar with the contents thereof.
3. The transcripts submitted with these Comments of Farm Journal, Inc. include true and accurate transcriptions of programming appearing on RFD-TV, as described in these Comments of Farm Journal, Inc.
4. The digital video disc ("DVD") submitted with these Comments of Farm Journal, Inc. includes true and accurate copies of programming appearing on RFD-TV, as described in these Comments of Farm Journal, Inc. (except for minor, non-substantive text overlaid on the video to indicate the title and date of the recorded programming).
5. I declare under penalty of perjury that the factual matters stated herein, other than those assertions of which the Federal Communications Commission may take official notice, are true and correct to the best of my knowledge and belief.



Jeffrey A. Pence

May 19, 2006