Federal Communications Commission Washington, D.C. 20554	Approved by OMB 3060-0032 (June 2010)	FOR FCC USE ONLY
FCC 315		
APPLICATION FOR CONSENT TO TRANSFER CONTROL OF ENTITY HOLDING BROADCAST STATION CONSTRUCTION PERMIT OR LICENSE Read INSTRUCTIONS Before Filling Out Form		FOR COMMISSION USE ONLY FILE NO. - 20120905ACD

Section I - General Information

1.	Legal Name of the Licensee/Permittee NEWSCHANNEL 5 NETWORK, LLC		
	Mailing Address 474 JAMES ROBERTSON PARKWAY		
	City NASHVILLE	State or Country (if foreign address) TN	Zip Code 37219 -
	Telephone Number (include area code) 6152445000	E-Mail Address (if available)	
	FCC Registration Number: 0017439258	Call Sign WTVF	Facility ID Number 36504
2.	Contact Representative (if other than licensee/permittee) JENNIFER A. JOHNSON		Firm or Company Name COVINGTON & BURLING LLP
	Mailing Address 1201 PENNSYLVANIA AVENUE, NW		
	City WASHINGTON	State or Country (if foreign address) DC	ZIP Code 20004 -
	Telephone Number (include area code) 2026625552	E-Mail Address (if available) JJOHNSON@COV.COM	
3.	If this application has been submitted without a fee, indicate reason for fee exemption (see 47 C.F.R. Section 1.1114): ○ Governmental Entity ○ Noncommercial Educational Licensee/Permittee ◉ Other AMENDMENT TO PENDING APPLICATION ○ N/A (Fee Required)		
4.	**Purpose of Application:** ○ Transfer of control of licensee ○ Transfer of control of permitte ◉ Amendment to pending application File number of pending application: BTCCDT-20120905ACD If an amendment, **submit as an Exhibit** a listing by Section and Question Number of the portions of the pending application that are being revised.		[Exhibit 1]
5.	Were any of the authorizations that are the subject of this application obtained through the Commission's competitive bidding procedures (see 47 C.F.R. Sections 1.2111(a) and 73.5001)? ~~If yes, list pertinent authorizations in an Exhibit.~~		○ Yes ◉ No ~~[Exhibit 2]~~

6.	a. Were any of the authorizations that are the subject of this application obtained through the Commission's point system for reserved channel noncommercial educational stations (see 47 C.F.R. Sections 73.7001 and 73.7003)?	○ Yes ◉ No
	b. If yes to 6(a), have all such stations operated for at least 4 years with a minimum operating schedule since grant pursuant to the point system?	○ Yes ○ No
	If no, list pertinent authorizations in an Exhibit and include in the Exhibit a showing that the transaction is consistent with the holding period requirements of 47 C.F.R. Section 73.7005 (a).	[Exhibit 3]
	c. LPFM Licenses Only: Has the licensor held the station license and operated the station for at least three years?	○ Yes ○ No ◉ N/A
7.	a. Were any of the authorizations that are the subject of this application obtained after award of a dispositive Section 307(b) preference using the Tribal Priority, or through the Tribal Priority as applied before the NCE fair distribution analysis set forth in 47 C.F.R. § 73.7002 (b)?	○ Yes ◉ No
	b. If yes to 7(a), have all such stations operated for at least 4 years with a minimum operating schedule since grant?	○ Yes ○ No
	c. If no to 7(b), are both the assignor/transferor and assignee/transferee either (1) a federally recognized Native American tribe or Alaska Native village (a "Tribe") or consortium of Tribes, (2) an enrolled member of a Tribe, or (3) an entity 70 percent or more owned or controlled by a Tribe or Tribes, or enrolled member(s) of a Tribe or Tribes, and are the qualifying Tribe or Tribes in factors (1), (2), or (3) occupying tribal lands, portions of which are covered by at least 50 percent of the stations' principal community contours?	○ Yes ○ No
	If no, list pertinent authorizations in an Exhibit and include in the Exhibit a showing that the transaction is consistent with the established Tribal Priority holding period restrictions, or that the policy should be waived.	[Exhibit 4]

Section II - Transferor(s)

1.	**Certification.** Transferor(s) certify that it (they) have answered each question in this application based on its (their) review of the application instructions and worksheets. Transferor (s) further certify that where it (they) have made an affirmative certification below, this certification constitutes its (their) representation that the application satisfies each of the pertinent standards and criteria set forth in the application instructions and worksheets.		◉ Yes ○ No
2.	Legal Name of the Transferor LANDMARK TELEVISION, LLC		
	Mailing Address 3228 CHANNEL 8 DRIVE		
	City LAS VEGAS	State or Country (if foreign address) NV	Zip Code 89109 -
	Telephone Number (include area code) 7027928660	E-Mail Address (if available)	
3.	Contact Representative (if other than transferor) JENNIFER A. JOHNSON	Firm or Company Name COVINGTON & BURLING LLP	
	Mailing Address 1201 PENNSYLVANIA AVENUE, NW		
	City	State or Country (if foreign address)	Zip Code

WASHINGTON	DC	20004 -
Telephone Number (include area code) 2026625552	E-Mail Address (if available) JJOHNSON@COV.COM	

If more than one transferor, submit the information requested in questions 2 and 3 for each transferor. [Exhibit 5]

4. Changes in interests as a result of transfer.

[Enter Changes in Interests Information]

or [Exhibit 6]

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

Typed or Printed Name of Person Signing GUY R. FRIDDELL, III	Typed or Printed Title of Person Signing VICE PRESIDENT
Signature	Date 9/14/2012

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

Section III - Licensee/Permittee

1. **Certification.** Licensee/permittee certifies that it has answered each question in this application based on its review of the application instructions and worksheets. Licensee further certifies that where it has made an affirmative certification below, this certification constitutes its representation that the application satisfies each of the pertinent standards and criteria set forth in the application instructions and worksheets. — (●) Yes ( ) No

2. **Authorizations to be Assigned.** List the authorized stations and construction permits to be assigned. Provide the Facility Identification Number and the Call Sign, or the Facility Identification Number and the File Number of the Construction Permit, and the location, for each station to be assigned. Include main stations, FM and/or TV translator stations, LPTV stations, FM and/or TV booster stations.

[Enter Station Information]

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

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
36504	WTVF	-	NASHVILLE	TN

3. **Agreements to Transfer Control of Station.** Licensee/permittee certifies that: — ( ) Yes (●) No

a. it has placed in its public inspection file(s) and submitted an an exhibit to this item copies of all agreements to transfer control of the station(s); — See Explanation in

	b. these documents embody the complete and final understanding between transferor(s) and transferee(s); and c. these agreements comply fully with the Commission's rules and policies. **Exhibit Required**	[Exhibit 7]
4.	**Other Authorizations.** List call signs, locations and facility identifiers of all other broadcast stations in which licensee/permittee or any party to the application has an attributable interest.	☐ N/A [Exhibit 8]
5.	**Character Issues.** Licensee/permittee certifies that neither licensee/permittee nor any party to the application has or has had any interest in, or connection with: a. any broadcast application in any proceeding where character issues were left unresolved or were resolved adversely against the applicant or any party to the application; or b. any pending broadcast application in which character issues have been raised.	◉ Yes ○ No See Explanation in [Exhibit 9]
6.	**Adverse Findings.** Licensee/permittee certifies that, with respect to the licensee/permittee and each party to the application, no adverse finding has been made, nor has an adverse final action been taken by any court or administrative body in a civil or criminal proceeding brought under the provisions of any law related to any of the following: any felony; mass media-related antitrust or unfair competition; fraudulent statements to another governmental unit; or discrimination.	◉ Yes ○ No See Explanation in [Exhibit 10]
7.	**Local Public Notice.** Licensee/permittee certifies that it has or will comply with the public notice requirements of 47 C.F.R. Section 73.3580.	◉ Yes ○ No
8.	**Auction Authorization.** Licensee/permittee certifies that more than five years have passed since the issuance of the construction permit for the station being assigned, where that permit was acquired in an auction through the use of a bidding credit or other special measure.	○ Yes ○ No ◉ N/A See Explanation in [Exhibit 11]
9.	**Anti-Drug Abuse Act Certification.** Licensee/permittee certifies that neither licensee/permittee nor any party to the application is subject to denial of federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. Section 862.	◉ Yes ○ No
10.	**Anti-Discrimination Certification.** Licensee/permittee certifies that neither licensee/permittee nor any party to the application have violated the Commission's prohibition against discrimination on the basis of race, color, religion, national origin or sex in the sale of commercially operated AM, FM, TV, Class A TV or international broadcast stations.	◉ Yes ○ No ○ N/A See Explanation in [Exhibit 12]

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

Typed or Printed Name of Person Signing DEBORAH F. TURNER	Typed or Printed Title of Person Signing PRESIDENT
Signature	Date 9/14/2012

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

Section IV - Transferee(s)

1.	**Certification.** Transferee(s) certify that it (they) have answered each question in this application based on its (their) review of the application instructions and worksheets. Transferee(s) further certify that where it (they) have made an affirmative certification below, this certification constitutes its (their) representation that the application satisfies each of the	◉ Yes ○ No

pertinent standards and criteria set forth in the application instructions and worksheets.

2. Legal Name of the Transferee(s)
JOURNAL BROADCAST GROUP, INC.

Mailing Address
333 W. STATE STREET

City	State or Country (if foreign address)	Zip Code
MILWAUKEE	WI	53203 -

Telephone Number (include area code)	E-Mail Address (if available)
4143329611	

3. Contact Representative (if other than transferee)
MEREDITH S. SENTER, ESQ.

Firm or Company Name
LERMAN SENTER PLLC

Mailing Address
2000 K STREET, NW
SUITE 600

City	State or Country (if foreign address)	Zip Code
WASHINGTON	DC	20006 -

Telephone Number (include area code)	E-Mail Address (if available)
2024298970	MSENTER@LERMANSENTER.COM

If more than one transferee, submit the information requested in questions 2 and 3 for each transferee. [Exhibit 13]

4. **Nature of Applicant.** Each transferee is:

○ an individual	○ a general partnership	◉ a for-profit corporation
○ a limited partnership	○ a not-for-profit corporation	○ a limited liability company (LLC/LC)
○ other		

a. If "other", describe nature of transferee in an Exhibit. [Exhibit 14]

5. **Agreements to Transfer Control of Station.** Transferee certifies that:
a. the written agreements in the licensee/permittee's public inspection file and submitted to the Commission embody the complete and final agreement to transfer control of the station(s) specified in Section III, question 2; and
b. these agreements comply fully with the Commission's rules and policies.

○ Yes ◉ No
[Exhibit 15]

6. **Parties to the Application.**
a. List each transferee, and, if other than a natural person, its officers, directors, stockholders with attributable interests, non-insulated partners and/or members. If a corporation or partnership holds an attributable interest in any transferee, list separately its officers, directors, stockholders with attributable interests, non-insulated partners and/or members. Create a separate row for each individual or entity. Attach additional pages if necessary.

(1) Name and address of the transferee and each party to the application holding an attributable interest (if other than individual also show name, address and citizenship of natural person authorized to vote the stock or holding the attributable interest). List the transferee first, officers next, then directors and, thereafter, remaining stockholders and other entities with attributable interests, and partners.

(2) Citizenship.

(3) Positional Interest: Officer, director, general partner, limited partner, LLC member, investor/creditor attributable under the Commission's **equity/debt plus** standard, etc.

(4) Percentage of votes.

(5) Percentage of total assets (equity plus debt).

[Enter Parties/Owners Information]

b. Applicant certifies that equity interests not set forth above are non-attributable. ◉ Yes ○ No

		○ N/A See Explanation in [Exhibit 17]
7.	**Other Authorizations.** List call signs, locations, and facility identifiers of all other broadcast stations in which transferee or any party to the application has an attributable interest.	☐ N/A [Exhibit 18]
8.	**Multiple Ownership.**	
	a. Is the transferee or any party to the application the holder of an attributable radio joint sales agreement or an attributable radio or television time brokerage agreement for the subject station(s) or any other stations in the same market as the station(s) subject to this application? If "Yes," radio applicants must submit as an Exhibit a copy of each such agreement for radio stations.	○ Yes ◉ No [Exhibit 19]
	b. Transferee certifies that the proposed transfer complies with the Commission's multiple ownership rules and cross-ownership rules. **AM and/or FM Radio Applicants only:** If "Yes," submit an Exhibit providing information regarding the market, broadcast station(s), and other information necessary to demonstrate compliance with 47 C.F.R. § 73.3555(a). **All Applicants:** If "No," submit as an Exhibit a detailed explanation in support of an exemption from, or waiver of, 47 C.F.R. § 73.3555.	◉ Yes ○ No [Exhibit 20]
	c. Transferee certifies that the proposed transfer: 1. does not present an issue under the Commission's policies relating to media interests of immediate family members; 2. complies with the Commission's policies relating to future ownership interests; and 3. complies with the Commission's restrictions relating to the insulation and nonparticipation of non-party investors and creditors.	◉ Yes ○ No See Explanation in [Exhibit 21]
	d. Does the Transferee claim status as an "eligible entity," that is, an entity that qualifies as a small business under the Small Business Administration's size standards for its industry grouping (as set forth in 13 C.F.R. § 121-201), and holds (1) 30 percent or more of the stock or partnership interests and more than 50 percent of the voting power of the corporation or partnership that will own the media outlet; or (2) 15 percent or more of the stock or partnership interests and more than 50 percent of the voting power of the corporation or partnership that will own the media outlet, provided that no other person or entity owns or controls more than 25 percent of the outstanding stock or partnership interests; or (3) more than 50 percent of the voting power of the corporation that will own the media outlet (if such corporation is a publicly traded company)? **All applicants:** If "Yes," submit as an Exhibit a detailed showing demonstrating proof of status as an eligible entity.	○ Yes ◉ No See Explanation in [Exhibit 22]
	e. Does this transfer include a grand-fathered cluster of stations? **All applicants:** If "Yes", applicant certifies that it will come in compliance by divesting the necessary station(s) within 12 months of the consummation of this transaction to:	○ Yes ◉ No
	A. An Eligible Entity (as defined in Item 8d, above).	○ Yes ◉ No
	B. An Irrevocable Trust that will transfer the station(s) to an Eligible Entity.	○ Yes ◉ No
	All applicants: If "Yes" to Item 8e A or B: Submit as an Exhibit a copy of the form of irrevocable trust agreement providing for the transfer of the station(s) to an Eligible Entity.	See Explanation in [Exhibit 23]
9.	**Character Issues.** Transferee certifies that neither transferee nor any party to the application	◉ Yes ○ No

	has or has had any interest in, or connection with: a. any broadcast application in any proceeding where character issues were left unresolved or were resolved adversely against the applicant or any party to the application; or b. any pending broadcast application in which character issues have been raised.	See Explanation in [Exhibit 24]
10.	**Adverse Findings.** Transferee certifies that, with respect to the transferee and each party to the application, no adverse finding has been made, nor has an adverse final action been taken by any court or administrative body in a civil or criminal proceeding brought under the provisions of any law related to any of the following: any felony; mass media-related antitrust or unfair competition; fraudulent statements to another governmental unit; or discrimination.	◉ Yes ○ No See Explanation in [Exhibit 25]
11.	**Alien Ownership and Control.** Transferee certifies that it complies with the provisions of Section 310 of the Communications Act of 1934, as amended, relating to interests of aliens and foreign governments.	◉ Yes ○ No See Explanation in [Exhibit 26]
12.	**Financial Qualifications.** Transferee certifies that sufficient net liquid assets are on hand or are available from committed sources to consummate the transaction and operate the station(s) for three months.	◉ Yes ○ No See Explanation in [Exhibit 27]
13.	**Program Service Certification.** Transferee certifies that it is cognizant of and will comply with its obligations as a Commission licensee to present a program service responsive to the issues of public concern facing the station's community of license and service area.	◉ Yes ○ No
14.	**Auction Authorization.** Transferee certifies that where less than five years have passed since the issuance of the construction permit and the permit had been acquired in an auction through the use of a bidding credit or other special measure, it would qualify for such credit or other special measure.	○ Yes ○ No ◉ N/A See Explanation in [Exhibit 28]
15.	**Anti-Drug Abuse Act Certification.** Licensee/permittee certifies that neither licensee/permittee nor any party to the application is subject to denial of federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. Section 862.	◉ Yes ○ No
16.	**EEO.** Does the applicant propose to employ five or more full-time employees? If the answer is Yes, the applicant must include an EEO program called for in the separate Model EEO Program Report (FCC Form 396-A)	◉ Yes ○ No

I certify that the statements in this application are true, complete, and correct to the best of my knowledge and belief, and are made in good faith. I acknowledge that all certifications and attached Exhibits are considered material representations. I hereby waive any claim to the use of any particular frequency as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise, and request an authorization in accordance with this application. (See Section 304 of the Communications Act of 1934, as amended.)

Typed or Printed Name of Person Signing STEVEN J. SMITH	Typed or Printed Title of Person Signing CHAIRMAN OF THE BOARD AND PRESIDENT
Signature	Date 9/14/2012

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Exhibits

Exhibit 1
Description: EXHIBIT 1 - PURPOSE OF THE AMENDMENT

THIS IS A MINOR AMENDMENT TO PROVIDE ADDITIONAL OWNERSHIP INFORMATION ON A NON-CONTROLLING INTEREST HOLDER. EXHIBIT 16 OF THIS APPLICATION WAS AMENDED TO PROVIDE ADDITIONAL INFORMATION ABOUT MSD CREDIT OPPORTUNITY MASTER FUND, L.P.'S INTEREST IN JOURNAL COMMUNICATIONS, INC. AND ABOUT THE ATTRIBUTABLE INTEREST HOLDERS OF MSD CREDIT OPPORTUNITY MASTER FUND, L.P.

EXHIBIT 18 OF THIS APPLICATION WAS AMENDED TO PROVIDE INFORMATION ABOUT THE OTHER MEDIA INTERESTS OF CERTAIN ATTRIBUTABLE INTEREST HOLDERS OF MSD CREDIT OPPORTUNITY MASTER FUND, L.P.

Attachment 1

Exhibit 6
Description: EXHIBIT 6 - CHANGES IN INTERESTS

SEE EXHIBIT 15

Attachment 6

Exhibit 7
Description: EXHIBIT 7 - PURCHASE AGREEMENT

SCHEDULES, ANNEXES, AND EXHIBITS TO THE PURCHASE AGREEMENT HAVE BEEN EXCLUDED FROM THIS APPLICATION AND WILL BE EXCLUDED FROM THE STATIONS PUBLIC INSPECTION FILE. THE EXCLUDED MATERIALS CONTAIN PROPRIETARY INFORMATION AND/OR ARE NOT GERMANE TO THE COMMISSION'S CONSIDERATION OF THIS APPLICATION. SEE LUJ, INC. AND LONG NINE, INC., MEMORANDUM OPINION AND ORDER, 17 FCC RCD 16980 (2002). THE EXCLUDED MATERIALS WILL BE PROVIDED TO THE COMMISSION UPON REQUEST.

THE EXCLUDED SCHEDULES ARE:

SECTION 1.1: CONTINUING ARRANGEMENTS
SECTION 3.5: EXCEPTIONS RE: NO CONFLICT OR VIOLATION
SECTION 3.6: FINANCIAL STATEMENTS
SECTION 3.7: NO UNDISCLOSED LIABILITIES
SECTION 3.8: ABSENCE OF CERTAIN CHANGES
SECTION 3.9: LEGAL PROCEEDINGS
SECTION 3.10: PERSONAL PROPERTY
SECTION 3.11(A)(I): OWNED REAL PROPERTY
SECTION 3.11(A)(II): LEASED REAL PROPERTY
SECTION 3.13: SPECIFIED COMPANY CONTRACTS
SECTION 3.15(B)(I): EXCEPTIONS RELATING TO FCC LICENSES
SECTION 3.15(B)(II): FCC LICENSES
SECTION 3.15(D)(I): EXCEPTIONS RELATING TO COMPLIANCE WITH FCC LICENSES
SECTION 3.15(D)(II): FCC LICENSES TO BE CANCELED, RESCINDED OR MODIFIED
SECTION 3.15(E): EXCEPTIONS RE: DIGITAL TELEVISION SPECTRUM
SECTION 3.15(H): LIST OF MVPDS IN THE DESIGNATED MARKET AREA
SECTION 3.16: EMPLOYEE BENEFIT PLANS
SECTION 3.17: INTELLECTUAL PROPERTY
SECTION 3.18: ENVIRONMENTAL MATTERS
SECTION 3.19: INSURANCE
SECTION 3.21: AFFILIATE TRANSACTIONS
SECTION 5.1: CONDUCT OF BUSINESS
SECTION 5.9: DIRECTOR AND OFFICER RESIGNATIONS
SECTION 5.11(A): SUPPORT SERVICES

SECTION 5.11(B): CONTRACTS UNDER WHICH THE TARGET COMPANY WILL CEASE TO BE COVERED AFTER CLOSING
SECTION 5.12: RETRANSMISSION AGREEMENTS

THE EXCLUDED ANNEXES AND EXHIBITS ARE:

ANNEX I: SELLER ANCILLARY AGREEMENTS AND OTHER DELIVERABLES
ANNEX II: BUYER ANCILLARY AGREEMENTS AND OTHER DELIVERABLES
ANNEX III: BENEFITS TO BE PROVIDED
ANNEX IV: OTHER INDEMNITY MATTERS

EXHIBIT A: FORM OF ASSIGNMENT INSTRUMENT
EXHIBIT B: CLOSING WORKING CAPITAL CALCULATION EXAMPLE
EXHIBIT C: FINANCING COMMITMENTS
EXHIBIT D: FORM OF STAY BONUS ESCROW AGREEMENT
EXHIBIT E: FORM OF INDEMNIFICATION ESCROW AGREEMENT

Attachment 7

Description
Purchase Agreement

Exhibit 8
Description: EXHIBIT 8 - OTHER ATTRIBUTABLE MEDIA INTERESTS

KLAS, LLC, LICENSEE OF KLAS-TV, LAS VEGAS, NV IS A WHOLLY-OWNED SUBSIDIARY OF TRANSFEROR LANDMARK TELEVISION, LLC.

Attachment 8

Exhibit 15
Description: EXHIBIT 15 - AGREEMENTS TO TRANSFER CONTROL OF STATION.

THIS APPLICATION SEEKS THE COMMISSION'S CONSENT TO THE TRANSFER OF CONTROL OF NEWSCHANNEL 5 NETWORK, LLC, THE LICENSEE OF STATION WTVF-TV, FROM LANDMARK TELEVISION, LLC TO JOURNAL BROADCAST GROUP, INC. THE PROPOSED TRANSFEROR IS THE SOLE MEMBER OF NEWSCHANNEL 5 NETWORK, LLC AND HOLDS ALL OF THE ISSUED AND OUTSTANDING EQUITY INTERESTS OF THAT ENTITY.

THE PROPOSED TRANSFER OF CONTROL WILL BE EFFECTUATED BY THE PROPOSED TRANSFEROR TRANSFERRING ALL OF THE ISSUED AND OUTSTANDING EQUITY INTERESTS OF NEWSCHANNEL 5 NETWORK, LLC TO THE PROPOSED TRANSFEREE.

FOLLOWING THIS TRANSFER, THE PROPOSED TRANSFEREE WILL HOLD ALL OF THE ISSUED AND OUTSTANDING EQUITY INTERESTS OF NEWSCHANNEL 5 NETWORK, LLC AND WILL BE ITS SOLE MEMBER. SEE ALSO EXHIBIT 7.

Attachment 15

Exhibit 16
Description: EXHIBIT 16 - PARTIES TO THE APPLICATION

Attachment 16

Description
Parties to the Application

Exhibit 18
Description: EXHIBIT 18 - OTHER AUTHORIZATIONS

Attachment 18

Description
Other Authorizations

Parties to the Application

Journal Broadcast Group, Inc. is the proposed transferee. Its sole shareholder is Journal Broadcast Corporation, whose sole shareholder is Journal Communications, Inc. The attributable interest holders for each of those entities are:

Journal Broadcast Group, Inc.

Names and Addresses of Any Party To Application Holding An Attributable Interest	Citizenship	Positional Interest	Votes	Assets
Journal Broadcast Group, Inc. 333 W. State St. Milwaukee, WI 53203	Wisconsin Corp.	Respondent	N/A	N/A
Steven J. Smith 333 W. State St. Milwaukee, WI 53203	US	Chairman of the Board, President, and Director	0%	0%
Andre J. Fernandez 333 W. State St. Milwaukee, WI 53203	US	Executive Vice President, Chief Financial Officer and Director	0%	0%
James P. Prather 3355 South Valley View Boulevard Las Vegas, NV 89102	US	Executive Vice President – Television and Radio Operations, and Director	0%	0%
Steven H. Wexler 720 E. Capitol Dr. Milwaukee, WI 53212	US	Executive Vice President – Television and Radio Operations, and Director	0%	0%
Christopher L. Protzman 333 W. State St. Milwaukee, WI 53203	US	Senior Vice President, and Director	0%	0%
Gary Baxter 333 W. State St. Milwaukee, WI 53203	US	Vice President	0%	0%
William M. Berra 333 W. State St. Milwaukee, WI 53203	US	Vice President	0%	0%
William Berry 333 W. State St. Milwaukee, WI 53203	US	Vice President	0%	0%
Julie Brinks 333 W. State St. Milwaukee, WI 53203	US	Vice President	0%	0%
Dominic Fails 333 W. State St. Milwaukee, WI 53203	US	Vice President	0%	0%
Michael J. Gay 333 W. State St. Milwaukee, WI 53203	US	Vice President	0%	0%

Rex B. Hansen 333 W. State St. Milwaukee, WI 53203	US	Vice President	0%	0%
Judy D. Kenney 333 W. State St. Milwaukee, WI 53203	US	Vice President	0%	0%
Andrew K. Laird 333 W. State St. Milwaukee, WI 53203	US	Vice President	0%	0%
William T. Lutzen 333 W. State St. Milwaukee, WI 53203	US	Vice President	0%	0%
Craig Marrs 333 W. State St. Milwaukee, WI 53203	US	Vice President	0%	0%
Eric McCart 333 W. State St. Milwaukee, WI 53203	US	Vice President	0%	0%
Marie McGlynn-Peach 333 W. State St. Milwaukee, WI 53203	US	Vice President	0%	0%
Joseph A. Poss 333 W. State St. Milwaukee, WI 53203	US	Vice President	0%	0%
Michael J. O'Brien 333 W. State St. Milwaukee, WI 53203	US	Vice President	0%	0%
Beverly J. Reiter 333 W. State St. Milwaukee, WI 53203	US	Vice President	0%	0%
Christopher Sehring 333 W. State St. Milwaukee, WI 53203	US	Vice President	0%	0%
James A. Thomas 333 W. State St. Milwaukee, WI 53203	US	Vice President	0%	0%
Mary Hill Leahy 333 W. State St. Milwaukee, WI 53203	US	Secretary	0%	0%
Karen O. Trickle 333 W. State St. Milwaukee, WI 53203	US	Treasurer	0%	0%
Journal Broadcast Corporation 3355 South Valley View Blvd. Las Vegas, NV 89102	Nevada Corp.	Sole Shareholder	100%	100%

309812

Journal Broadcast Corporation

Names and Addresses of Any Party To Application Holding An Attributable Interest	Citizenship	Positional Interest	Votes	Assets
Journal Broadcast Corporation 3355 South Valley View Boulevard Las Vegas, NV 89102	Nevada Corp.	Respondent	N/A	N/A
James P. Prather 3355 South Valley View Boulevard Las Vegas, NV 89102	US	President and Director	0%	0%
Steven J. Smith 333 W. State St. Milwaukee, WI 53203	US	Vice President and Director	0%	0%
Thomas L. Porterfield 3355 S. Valley View Blvd. Las Vegas, NV 89102	US	Vice President and Director	0%	0%
Andre J. Fernandez 333 W. State St. Milwaukee, WI 53203	US	Vice President	0%	0%
James B. Koonce 3355 S. Valley View Blvd. Las Vegas, NV 89102	US	Vice President	0%	0%
Karen O. Trickle 333 W. State St. Milwaukee, WI 53203	US	Treasurer	0%	0%
Tracy Granville-Abbott 3355 S. Valley View Blvd. Las Vegas, NV 89102	UK	Secretary	0%	0%
Mary Hill Leahy 333 W. State St. Milwaukee, WI 53203	US	Assistant Secretary and Director	0%	0%
Journal Communications, Inc. 333 West State Street Milwaukee, WI 53203	Wisconsin Corp.	Sole Shareholder	100%	100%

Journal Communications, Inc.

Names and Addresses of Any Party To Application Holding An Attributable Interest	Citizenship	Positional Interest	Votes	Assets[1]
Journal Communications, Inc. 333 W. State St. Milwaukee, WI 53203	Wisconsin Corp.	Respondent	N/A	N/A
Steven J. Smith 333 W. State St. Milwaukee, WI 53203	US	Chairman of the Board, Chief Executive Officer, and Director	6.8%	1.5%
Andre J. Fernandez 333 W. State St. Milwaukee, WI 53203	US	President and Chief Financial Officer	2.2%	0.5%
Elizabeth F. Brenner 333 W. State St. Milwaukee, WI 53203	US	Executive Vice President	1.8%	0.4%
Mary Hill Leahy 333 W. State St. Milwaukee, WI 53203	US	Senior Vice President, General Counsel, Secretary, and Chief Compliance Officer	0%	0%
Jason R. Graham 333 W. State St. Milwaukee, WI 53203	US	Vice President	0%	0%
Faith E. Perkins 333 W. State St. Milwaukee, WI 53203	US	Vice President	0%	0%
W. Martin Kaiser 333 W. State St. Milwaukee, WI 53203	US	Vice President	0%	0%
Royce A. Miles 333 W. State St. Milwaukee, WI 53203	US	Vice President	0%	0%
Michael J. O'Brien 333 W. State St. Milwaukee, WI 53203	US	Vice President	0%	0%
James P. Prather 3355 S. Valley View Blvd. Las Vegas, NV 89102	US	Vice President	0%	0%
Steven H. Wexler 720 E. Capitol Dr. Milwaukee, WI 53212	US	Vice President	0%	0%
Karen O. Trickle 333 W. State St. Milwaukee, WI 53203	US	Vice President and Treasurer	0%	0%
David J. Drury 333 W. State St. Milwaukee, WI 53203	US	Director	0%	0%

David G. Meissner 333 W. State St. Milwaukee, WI 53203	US	Director	5.9%[2]	2.3%[2]
Jonathan Newcomb 333 W. State St. Milwaukee, WI 53203	US	Director	0%	0%
Ellen F. Siminoff 333 W. State St. Milwaukee, WI 53203	US	Director	0%	0%
Mary Ellen Stanek 333 W. State St. Milwaukee, WI 53203	US	Director	0%	0%
Owen J. Sullivan 333 W. State St. Milwaukee, WI 53203	US	Director	0%	0%
Jeanette Tully 333 W. State St. Milwaukee, WI 53203	US	Director	0%	0%
MSD Credit Opportunity Master Fund, L.P. 645 Fifth Avenue, 21st Floor New York, NY 10022	Cayman Limited Partnership	Shareholder	5.1%	11.5%

[1] As Journal Communications, Inc. has no debt that would cause an otherwise non-attributable party to acquire attributable status as a result of the "equity debt plus" rules (47 C.F.R. § 73.3555, Note 2), the percentage of equity is reported on this form.

[2] This calculation is based on the shares of Journal Communications, Inc. stock held by Mr. Meissner individually and beneficially held in his position as a trustee of the Judith Abert Meissner Marital Trust.

MSD Credit Opportunity Master Fund, L.P.

Name and Address	Citizenship	Positional Interest	Percentage Voting Interest	Percentage Equity Interest
MSD Credit Opportunity Master Fund, L.P. 645 Fifth Avenue, 21st Floor New York, NY 10022	Cayman Limited Partnership	--	--	--
MSD Capital (GP), LLC c/o MSDC Management, L.P. 645 Fifth Avenue, 21st Floor New York, NY 10022	Delaware Limited Liability Company	General Partner	0%[1]	0%
MSDC Management, L.P. 645 Fifth Avenue, 21st Floor New York, NY 10022	Delaware Limited Partnership	Investment Manager	100%	0%

[1] Although MSD Capital (GP), LLC is the General Partner of MSD Credit Opportunity Master Fund, L.P., it has delegated all of its voting and investment power with respect to securities held by MSD Credit Opportunity Master Fund, L.P. to MSDC Management, L.P. As a result, MSDC Management, L.P. has voting and investment power with respect to MSD Credit Opportunity Master Fund, L.P.'s investment in Journal Communications, Inc.

MSDC Management, L.P.

Name and Address	Citizenship	Positional Interest	Percentage Voting Interest	Percentage Equity Interest
MSDC Management, L.P. 645 Fifth Avenue, 21st Floor New York, NY 10022	Delaware Limited Partnership	--	--	--
MSDC Management (GP), LLC c/o MSDC Management, L.P. 645 Fifth Avenue, 21st Floor New York, NY 10022	Delaware Limited Liability Company	General Partner	100%	1%
Marc R. Lisker c/o MSDC Management, L.P. 645 Fifth Avenue, 21st Floor New York, NY 10022	U.S.	Limited Partner	0%	<5%
John C. Phelan c/o MSDC Management, L.P. 645 Fifth Avenue, 21st Floor New York, NY 10022	U.S.	Limited Partner	0%	25-50%
Glenn R. Fuhrman c/o MSDC Management, L.P. 645 Fifth Avenue, 21st Floor New York, NY 10022	U.S.	Limited Partner	0%	25-50%[1]

[1] The remaining fractional equity interests in MSDC Management, L.P. are held by limited partners who are certain employees or former employees of MSD Capital, L.P.

MSDC Management (GP), LLC

Name and Address	Citizenship	Positional Interest	Percentage Voting Interest	Percentage Equity Interest
MSDC Management (GP), LLC c/o MSDC Management, L.P. 645 Fifth Avenue, 21st Floor New York, NY 10022	Delaware Limited Liability Company	--	--	--
Marc R. Lisker c/o MSDC Management, L.P. 645 Fifth Avenue, 21st Floor New York, NY 10022	U.S.	Manager	Shared Control[1]	0%
John C. Phelan c/o MSDC Management, L.P. 645 Fifth Avenue, 21st Floor New York, NY 10022	U.S.	Member, Manager	Shared Control[1]	50%
Glenn R. Fuhrman c/o MSDC Management, L.P. 645 Fifth Avenue, 21st Floor New York, NY 10022	U.S.	Member, Manager	Shared Control[1]	50%

[1] The managers of MSDC Management (GP), LLC share control in that any manager individually may make decisions that bind the company.

OTHER AUTHORIZATIONS

Journal Broadcast Group, Inc. is the proposed transferee. Journal Broadcast Group, Inc.'s sole stockholder is Journal Broadcast Corporation, the licensee of the following stations:

Call Sign	Community of License	Facility ID
KWBA-TV	Sierra Vista, AZ	35095
KGUN-TV	Tucson, AZ	36918
KMIR-TV	Palm Springs, CA	16749
WFTX-TV	Cape Coral, FL	70649
KNIN-TV	Caldwell, ID	59363
KIVI-TV	Nampa, ID	59255
WSYM-TV	Lansing, MI	74094
KMTV-TV	Omaha, NE	35190
KTNV-TV	Las Vegas, NV	74100
WGBA-TV	Green Bay, WI	2708
WTMJ-TV	Milwaukee, WI	74098
K27DX (Class A TV)	McCall, ID	59257
W22BW (Class A TV)	Sturgeon Bay, WI	2711
KSAW-LD	Twin Falls, ID	59256
KPSE-LP	Palm Springs, CA	51660
K29KF-D (LPTV)	Palm Springs, CA	181414
K16EO (TV Translator)	Oro Valley/Tucson, AZ	36915
K42AA-D (TV Translator)	Pahrump, NV	48802
K44JR-D (TV Translator)	Laughlin, NV	52252
W31BK (TV Translator)	Menominee, WI	2712
KMXZ-FM	Tucson, AZ	2434

Call Sign	Community of License	Facility ID
KQTH(FM)	Tucson, AZ	20403
KFFN(AM)	Tucson, AZ	2433
KTGV(FM)	Oracle, AZ	57504
KJOT(FM)	Boise, ID	6329
KTHI(FM)	Caldwell, ID	68589
KRVB(FM)	Nampa, ID	17397
KQXR(FM)	Payette, ID	42650
KFTI-FM	Newton, KS	35020
KFDI-FM	Wichita, KS	72357
KICT-FM	Wichita, KS	63548
KLIO(AM)	Wichita, KS	72356
KYQQ(FM)	Arkansas City, KS	37121
KFXJ(FM)	Augusta, KS	37133
KSGF-FM	Ash Grove, MO	2924
KRVI(FM)	Mount Vernon, MO	55165
KSGF(AM)	Springfield, MO	62024
KTTS-FM	Springfield, MO	62023
KSPW(FM)	Sparta, MO	10119
KEZO-FM	Omaha, NE	74105
KKCD(FM)	Omaha, NE	74103
KSRZ(FM)	Omaha, NE	50308
KXSP(AM)	Omaha, NE	50313
KQCH(FM)	Omaha, NE	50314
KFAQ(AM)	Tulsa, OK	68329
KVOO-FM	Tulsa, OK	68330
KBEZ(FM)	Tulsa, OK	55707
KHTT(FM)	Muskogee, OK	55704

Call Sign	Community of License	Facility ID
KXBL(FM)	Henryetta, OK	68331
WKHT(FM)	Knoxville, TN	40854
WCYQ(FM)	Karns, TN	29741
WKTI(AM)	Powell, TN	59693
WWST(FM)	Sevierville, TN	29727
WTMJ(AM)	Milwaukee, WI	74096
WLWK-FM	Milwaukee, WI	74095
K285DL (FM Translator)	Tucson, AZ	64688

Journal Broadcast Group, Inc. is also the time-broker of WACY(TV), Channel 32, Facility ID No. 361, Appleton, WI pursuant to a television affiliation agreement dated June 7, 1993, as amended. The assignment of WACY(TV)'s FCC license from Ace TV, Inc. to Journal Broadcast Corporation was approved by letter dated September 4, 2012. *See* FCC File Number BALCDT-20120503AEN.

Jeanette Tully, a director of Journal Communications, Inc.,[1] is the trustee of The Aloha Station Trust (the "Trust"), which holds several FCC radio broadcast licenses. Neither Journal Communications, Inc. nor any of its subsidiaries hold, or will hold following the transaction contemplated in this application, any FCC television or radio broadcast licenses in markets where the Trust holds radio broadcast licenses.

Certain principals of MSD Credit Opportunity Master Fund, L.P., which holds an attributable interest in Journal Communications, Inc., have attributable interests in the licensees of full power television stations KFFC(TV), Seattle, WA, KVOS-TV, Bellingham, WA, and KTLN-TV, Novato, CA, through commonly-controlled investment funds. Neither Journal Communications, Inc. nor any of its subsidiaries hold, or will hold following the transaction contemplated in this application, any FCC television or radio broadcast licenses in the markets in which those stations are located.

[1] Journal Broadcast Group, Inc., the proposed transferee, is an indirect, wholly-owned subsidiary of Journal Communications, Inc.