

PUBLIC INTEREST STATEMENT

By the instant application (“Application”), Commission consent is sought to a transaction which - although it involves elements of both a pro forma assignment and pro forma transfers of control - is filed as a pro forma assignment in order to effectuate the ultimate change in licensee that will occur upon completion of this integrated internal restructuring, which is currently anticipated to be completed on or about January 1, 2018 (the “Closing Date”).¹

As directly relevant to the Applications and the Licenses involved, the transaction will be effectuated pursuant to the following steps, each of which are expected to occur in quick succession on the Closing Date:

- General Dynamics-OTS, Inc. (“Current Licensee”/“Assignor”) is currently directly 100% owned by the parent company General Dynamics Corporation. Current Licensee directly owns 100% of its immediate subsidiary General Dynamics Marion Composites, LLC (“GD MC LLC”).
- In exchange for GD MC LLC’s membership interest (the “Membership Interest”), the assets of Current Licensee which are related to Current Licensee’s operations in Marion, VA – which include the assets authorized for operation under the Licenses – will be transferred to GD MC LLC.
- Pursuant to a distribution of the Membership Interest to the parent company General Dynamics Corporation, GD MC LLC will become a direct 100% owned subsidiary of the parent company General Dynamics Corporation.
- Pursuant to a contribution of the Membership Interest to General Dynamics Mission Systems, Inc. (“GD MS”/“Assignee”), GD MC LLC will become a direct 100% owned subsidiary of GD MS, which is itself an indirect wholly-owned subsidiary of the parent company General Dynamics Corporation.
- Pursuant to an upstream, short-form merger, GD MC LLC will merge with and into GD MS, with GD MC LLC ceasing to exist and GD MS being the surviving entity and the resulting licensee entity with respect to the Licenses.²

¹ For this internal restructuring, in addition to this pro forma assignment application (8 Experimental licenses), one additional pro forma assignment application is being filed with respect to 1 PMRS license held by the Current Licensee/Assignor General Dynamics-OTS, Inc. These two applications are referred to collectively as the “Applications”. The licenses subject to the Applications are referred to as the “Licenses”.

² Additional aspects of this transaction not related to the Applications or the Licenses include the transfer of certain intellectual property rights among the related entities, as well as the transfer of other operations in connection with which there are no FCC licenses. At the conclusion of the transaction, Current Licensee/Assignor General Dynamics-OTS, Inc. will remain in existence but no longer hold the Licenses nor be involved with the operation of the facilities authorized thereunder.

As demonstrated in the Applications, Assignee GD MS has the qualifications necessary to acquire the Licenses and the operations authorized thereunder. The proposed transaction is *pro forma* in nature. Because the parties involved in the transaction are either the parent company General Dynamics Corporation itself, or direct/indirect wholly-owned subsidiaries of the parent company, the transaction does not constitute a "substantial change in ownership or control" of the subject stations pursuant to Section 309(c)(2)(B) of the Communications Act of 1934, as amended, 47 U.S.C. § 309(c)(2)(B).

Grant of the Applications will permit General Dynamics to complete a strategic realignment of complementary capabilities and customers, thus allowing the companies involved to better serve its customers and fuel growth opportunities.

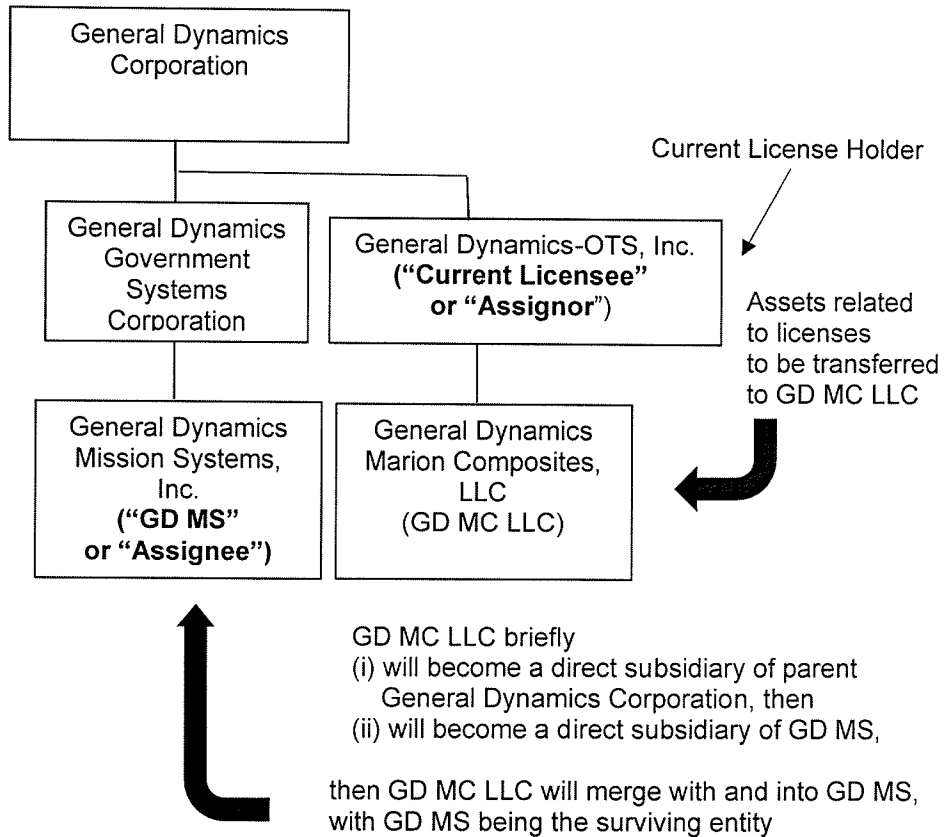
For all of the foregoing reasons, therefore, it is respectfully submitted that the proposed transaction will serve the public interest and the Commission should grant its consent to the Applications.

On the following page, the relevant pre-transaction and post-transaction ownership is depicted.³

³ NOTES:

- Entities not directly relevant to the Applications are omitted from the charts below.
- All interests are 100% direct unless otherwise noted.

BEFORE



AFTER

