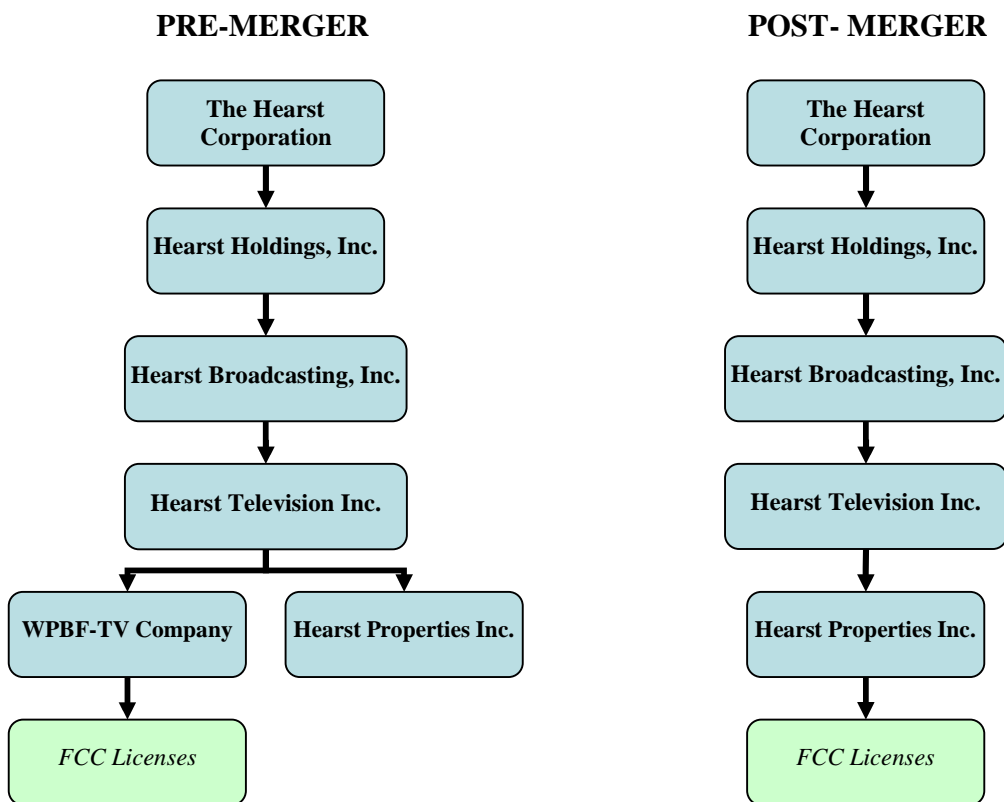


**EXHIBIT E
DESCRIPTION OF *PRO FORMA* TRANSACTION**

The instant Form 312 application involves a *pro forma* assignment of earth station licenses E020279, E090044, and E890632 from WPBF-TV Company (“WPBF-TV”) to Hearst Properties Inc. (“Hearst Properties”). WPBF-TV is also the licensee of television station WPBF(TV), Tequesta, Florida. A Media Bureau application on FCC Form 316 with respect to WPBF(TV) is being filed contemporaneously with the instant application. It is respectfully requested that the instant application be processed by the International Bureau on a track that is parallel to the processing track in the Media Bureau.

WPBF-TV and Hearst Properties are wholly owned subsidiaries of Hearst Television Inc. (“Hearst Television”). Hearst Television is owned by Hearst Broadcasting, Inc. (“HBI”); HBI is owned by Hearst Holdings, Inc. (“Holdings”); and Holdings is owned by The Hearst Corporation (“Hearst”). For corporate organizational reasons, Hearst plans to merge WPBF-TV with and into Hearst Properties. Hearst Properties will be the surviving entity.

Following is a summary depiction of the proposed *pro forma* transaction:



The qualifications of Hearst and its subsidiaries, including WPBF-TV and Hearst Properties were last approved on “long-form” by the FCC on September 1, 2006, in FCC File Number BALCT-20060512AAT in connection with the assignment of the license for WKCF(TV), Clermont, Florida, to a subsidiary of The Hearst Corporation.

Since this application is in connection with an internal corporate restructuring, there is no formal written agreement for this *pro forma* transaction.

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CHANGES IN INTERESTS AS A RESULT OF TRANSACTION

Names and Addresses	Citizenship	Interest Held			
		Before Transaction		After Transaction	
		% of Votes	% of Assets	% of Votes	% of Assets
The Hearst Corporation (Indirect Parent Company of the Parties to the Application)	Domestic Corporation	100%	100%	100%	100%

* * * * *

**EXHIBIT F
PUBLIC INTEREST STATEMENT**

The assignment of the licenses for earth station licenses E020279, E090044, and E890632 from WPBF-TV Company to Hearst Properties Inc. will serve the public interest by allowing the licensee to continue to use the facilities in its newsgathering operations in connection with the operation of television stations WPBF(TV) following the *pro forma* merger of WPBF-TV Company into Hearst Properties Inc.