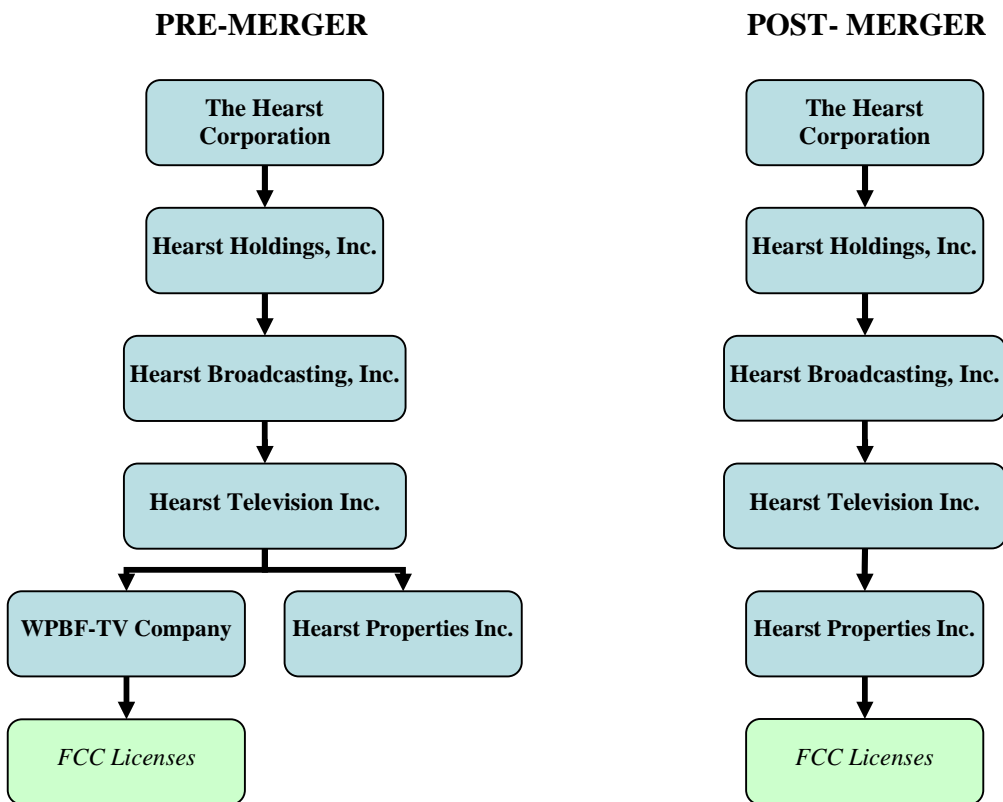


**EXHIBIT E  
DESCRIPTION OF *PRO FORMA* TRANSACTION**

The instant Form 312 notification involves a *pro forma* assignment of receive only earth station registration E100056 from WMOR-TV Company (“WMOR-TV”) to Hearst Properties Inc. (“Hearst Properties”). WMOR-TV is also the licensee of television station WMOR-TV, Lakeland, Florida. A Media Bureau application on FCC Form 316 with respect to WMOR-TV has been filed and granted, and the transaction has been consummated.

WMOR-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 has merged WMOR-TV with and into Hearst Properties. Hearst Properties is the surviving entity.

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



The qualifications of Hearst and its subsidiaries, including WMOR-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.

\* \* \* \* \*

**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 |
| <b>The Hearst Corporation</b><br>(Indirect Parent Company of the Parties to the Application) | Domestic Corporation | 100%               | 100%        | 100%              | 100%        |

\* \* \* \* \*

**EXHIBIT F  
PUBLIC INTEREST STATEMENT**

The assignment of the registration for earth station E100056 from WMOR-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 station WMOR-TV following the *pro forma* merger of WMOR-TV Company into Hearst Properties Inc.