

DESCRIPTION OF TRANSACTION AND PUBLIC INTEREST STATEMENT

This application seeks FCC approval for a *pro forma* assignment of receive-only earth station E130072 from its present licensee, Global Digital Media Xchange Inc., to Warner Bros. Technical Operations Inc. (“WB Operations”). WB Operations directly owns 100% of Global Digital Media Xchange Inc., and both WB Operations and Global Digital Media Xchange Inc. are indirectly 100 percent owned by Time Warner Inc. (“TWI”). As such, this assignment is *pro forma* under the FCC’s rules.¹ The post-transaction owners of assignee Warner Bros. Technical Operations Inc. are shown in the attached ownership table and diagram.

Grant of this application will serve the public interest because it will enable TWI to efficiently restructure its ownership of the FCC licensed assets of Global Digital Media Xchange Inc.

Note: Global Digital Media Exchange Inc. holds an additional earth station authorization under a second FRN (0010253938), call sign E040137 (transmit-receive). Under that FRN, the licensee’s name was listed as “Global Digital Media Xchange.” These two FRNs are in fact associated with the same legal entity, but the licensed facilities are at different locations. The name listed in the FCC’s records for each FRN has been used in the FCC Form 312 and attachments filed using the FRN.

¹ See *In re FCBA’s Petition for Forbearance from Section 310(d) of the Communications Act Regarding Non-Substantial Assignments of Wireless Licenses and Transfers of Control Involving Telecommunications Carriers*, 13 FCC Rcd 6293, ¶ 8 (1998) (*pro forma* transactions include an “assignment or transfer from a corporation to a wholly owned subsidiary thereof or vice versa. . .”).

**POST-TRANSACTION OWNERS
OF WARNER BROS. TECHNICAL OPERATIONS INC.**

Warner Bros. Enterprises LLC
Address: 4000 Warner Blvd., Burbank, CA 91522
Citizenship: U.S.
Primary Business: Holding Company

Warner Bros. Entertainment Inc.
Address: 4000 Warner Blvd., Burbank, CA 91522
Citizenship: U.S.
Primary Business: Holding Company

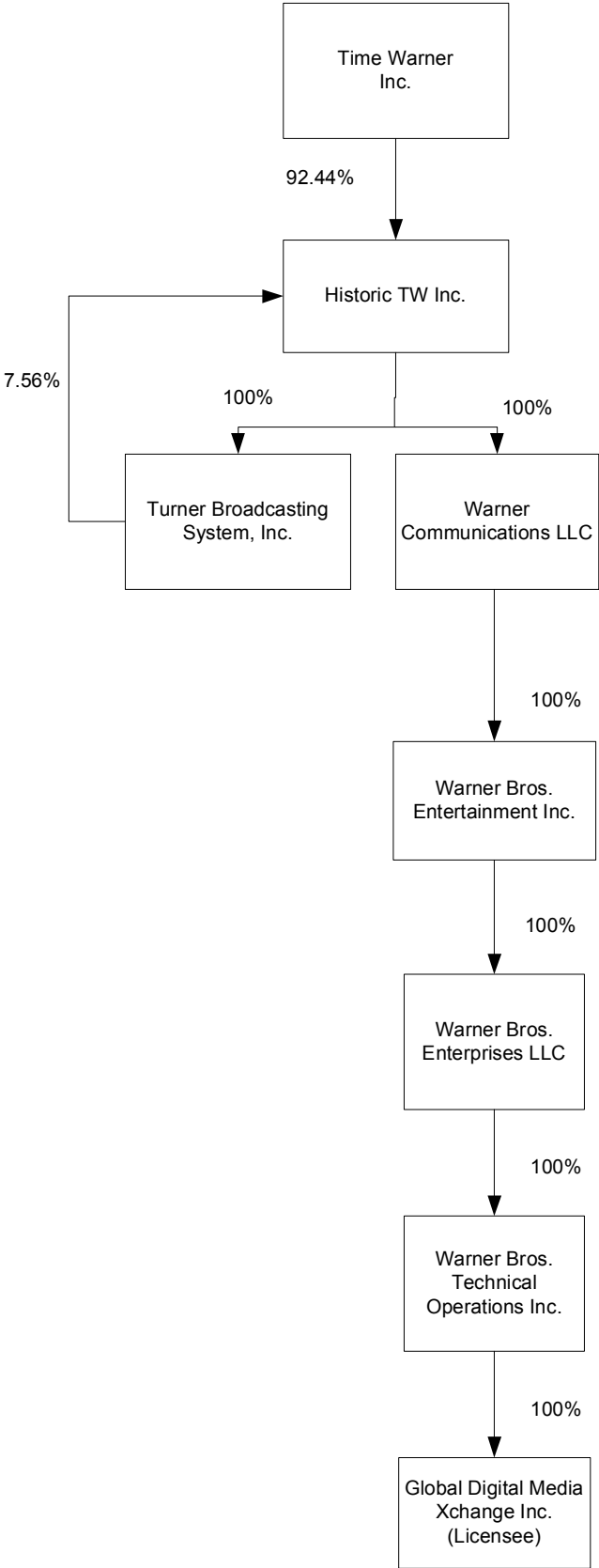
Warner Communications LLC
Address: One Time Warner Center, New York, NY 10019
Citizenship: U.S.
Primary Business: Holding Company

Historic TW Inc.
Address: One Time Warner Center, New York, NY 10019
Citizenship: U.S.
Primary Business: Holding Company

Time Warner Inc.
Address: One Time Warner Center, New York, NY 10019
Citizenship: U.S.
Primary Business: Media

No entity or individual owns ten percent or more of the equity of Time Warner Inc.

Pre-Transaction Structure



Post-Transaction Structure

