

PARTIES TO THE APPLICATION

The proposed assignee, Alabama TV License Company, LLC, is a Delaware limited liability company. The tables below provide further information concerning the ownership of Alabama TV License Company, LLC. The numbered items below refer to column numbers in the following tables:

- (1) Name and Address
- (2) Citizenship
- (3) Positional Interest
- (4) Percentage of Votes
- (5) Percentage of Equity¹

ALABAMA TV LICENSE COMPANY, LLC (Assignee)

(1)	(2)	(3)	(4)	(5)
Alabama TV, LLC 3282 Northside Parkway Suite 275 Atlanta, GA 30327	U.S. (Delaware LLC)	Sole Member	100%	100%
Robert S. Prather, Jr. 3282 Northside Parkway Suite 275 Atlanta, GA 30327	U.S.	CEO and Manager	0%	0%
Barry Boniface Two Buckhead Plaza 3050 Peachtree Rd., NW Suite 550 Atlanta, GA 30305	U.S.	President, Secretary and Manager	0%	0%
Mark Crites Two Buckhead Plaza 3050 Peachtree Rd., NW Suite 550 Atlanta, GA 30305	U.S.	Manager	0%	0%
Mark Feidler Two Buckhead Plaza 3050 Peachtree Rd., NW Suite 550 Atlanta, GA 30305	U.S.	Manager	0%	0%
William Wagner 3282 Northside Parkway Suite 275 Atlanta, GA 30327	U.S.	CFO and Manager	0%	0%

¹ No individual or entity is attributable in the Alabama TV License Company, LLC ownership structure by virtue of the FCC's "equity/debt plus" rule. Accordingly, no information regarding each party's percentage of total assets (debt plus equity) is provided herein. In the interest of clarity, however, this exhibit provides each party's percentage of equity.

ALABAMA TV, LLC

(1)	(2)	(3)	(4)	(5)
Alabama TV Holdings, Inc. 3282 Northside Parkway Suite 275 Atlanta, GA 30327	U.S. (Delaware Corporation)	Sole Member	100%	100%
Robert S. Prather, Jr. 3282 Northside Parkway Suite 275 Atlanta, GA 30327	U.S.	CEO and Manager	0%	0%
Barry Boniface Two Buckhead Plaza 3050 Peachtree Rd., NW Suite 550 Atlanta, GA 30305	U.S.	President, Secretary and Manager	0%	0%
Mark Crites Two Buckhead Plaza 3050 Peachtree Rd., NW Suite 550 Atlanta, GA 30305	U.S.	Manager	0%	0%
Mark Feidler Two Buckhead Plaza 3050 Peachtree Rd., NW Suite 550 Atlanta, GA 30305	U.S.	Manager	0%	0%
William Wagner 3282 Northside Parkway Suite 275 Atlanta, GA 30327	U.S.	CFO and Manager	0%	0%

ALABAMA TV HOLDINGS, INC.

(1)	(2)	(3)	(4)	(5)
USA Television MidAmerica Holdings, LLC 3282 Northside Parkway Suite 275 Atlanta, GA 30327	U.S. (Delaware LLC)	Sole Shareholder	100%	100%
Robert S. Prather, Jr. 3282 Northside Parkway Suite 275 Atlanta, GA 30327	U.S.	CEO and Director	0%	0%

Barry Boniface Two Buckhead Plaza 3050 Peachtree Rd., NW Suite 550 Atlanta, GA 30305	U.S.	President, Secretary and Director	0%	0%
Mark Crites Two Buckhead Plaza 3050 Peachtree Rd., NW Suite 550 Atlanta, GA 30305	U.S.	Director	0%	0%
Mark Feidler Two Buckhead Plaza 3050 Peachtree Rd., NW Suite 550 Atlanta, GA 30305	U.S.	Director	0%	0%
William Wagner 3282 Northside Parkway Suite 275 Atlanta, GA 30327	U.S.	CFO and Director	0%	0%

USA TELEVISION MIDAMERICA HOLDINGS, LLC

(1)	(2)	(3)	(4)	(5)
MSouth Equity Partners III, L.P. Two Buckhead Plaza 3050 Peachtree Rd., NW Suite 550 Atlanta, GA 30305	U.S. (Delaware Limited Partnership)	Majority Member	86.84%	86.84%
SM Broadcast Partners MidAmerica, L.P. 509 Madison Avenue Suite 406 New York, NY 10022	U.S. (Delaware Limited Partnership)	Minority Member	13.16%	13.16%
Robert S. Prather, Jr. 3282 Northside Parkway Suite 275 Atlanta, GA 30327	U.S.	CEO and Manager	0%	0%
Barry Boniface Two Buckhead Plaza 3050 Peachtree Rd., NW Suite 550 Atlanta, GA 30305	U.S.	President, Secretary and Manager	0%	0%
Mark Crites Two Buckhead Plaza 3050 Peachtree Rd., NW Suite 550 Atlanta, GA 30305	U.S.	Manager	0%	0%

Mark Feidler Two Buckhead Plaza 3050 Peachtree Rd., NW Suite 550 Atlanta, GA 30305	U.S.	Manager	0%	0%
William Wagner 3282 Northside Parkway Suite 275 Atlanta, GA 30327	U.S.	CFO and Manager	0%	0%

MSOUTH EQUITY PARTNERS III, L.P.²

(1)	(2)	(3)	(4)	(5)
MSouth Equity Partners III GP, LLC Two Buckhead Plaza 3050 Peachtree Rd., NW Suite 550 Atlanta, GA 30305	U.S. (Delaware LLC)	General Partner	100%	0%
MSouth CIP III, LLC Two Buckhead Plaza 3050 Peachtree Rd., NW Suite 550 Atlanta, GA 30305	U.S. (Delaware LLC)	Limited Partner	0%	3%

MSOUTH EQUITY PARTNERS III GP, LLC

(1)	(2)	(3)	(4)	(5)
Michael Long Two Buckhead Plaza 3050 Peachtree Rd., NW Suite 550 Atlanta, GA 30305	U.S.	Manager	16.6%	20.41%
Bart McLean Two Buckhead Plaza 3050 Peachtree Rd., NW Suite 550 Atlanta, GA 30305	U.S.	Manager	16.6%	15.31%
Barry Boniface Two Buckhead Plaza 3050 Peachtree Rd., NW Suite 550 Atlanta, GA 30305	U.S.	Manager	16.6%	20.41

² The interests held by the unnamed limited partners of MSouth Equity Partners III, L.P. are insulated in accordance with 47 C.F.R. Section 73.3555, Note 2(f) and FCC precedent. The organizational documents of MSouth Equity Partners III, L.P. provide, as permitted by Delaware law, that the limited partners shall not have any material involvement, directly or indirectly, in the management or operation of the media-related activities of the partnership, and such limited partners have not and will not in fact have any such involvement.

Peter Pettit Two Buckhead Plaza 3050 Peachtree Rd., NW Suite 550 Atlanta, GA 30305	U.S.	Manager	16.6%	15.31%
The L.L. Feidler GST Trust dated 11/19/2009 (Mark Feidler, Trustee) Two Buckhead Plaza 3050 Peachtree Rd., NW Suite 550 Atlanta, GA 30305	U.S.	Manager	16.6%	15.31%
Charles Stubbs Two Buckhead Plaza 3050 Peachtree Rd., NW Suite 550 Atlanta, GA 30305	U.S.	Manager	16.6%	12.25%
Wanda Morgan Two Buckhead Plaza 3050 Peachtree Rd., NW Suite 550 Atlanta, GA 30305	U.S.	Member	0%	1%

MSOUTH CIP III, LLC

(1)	(2)	(3)	(4)	(5)
Michael Long Two Buckhead Plaza 3050 Peachtree Rd., NW Suite 550 Atlanta, GA 30305	U.S.	Manager	16.6%	20.41%
Bart McLean Two Buckhead Plaza 3050 Peachtree Rd., NW Suite 550 Atlanta, GA 30305	U.S.	Manager	16.6%	15.31%
Barry Boniface Two Buckhead Plaza 3050 Peachtree Rd., NW Suite 550 Atlanta, GA 30305	U.S.	Manager	16.6%	20.41
Peter Pettit Two Buckhead Plaza 3050 Peachtree Rd., NW Suite 550 Atlanta, GA 30305	U.S.	Manager	16.6%	15.31%

The L.L. Feidler GST Trust dated 11/19/2009 (Mark Feidler, Trustee) Two Buckhead Plaza 3050 Peachtree Rd., NW Suite 550 Atlanta, GA 30305	U.S.	Manager	16.6%	15.31%
Charles Stubbs Two Buckhead Plaza 3050 Peachtree Rd., NW Suite 550 Atlanta, GA 30305	U.S.	Manager	16.6%	12.25%
Wanda Morgan Two Buckhead Plaza 3050 Peachtree Rd., NW Suite 550 Atlanta, GA 30305	U.S.	Member	0%	1%

SM BROADCAST PARTNERS MIDAMERICA, L.P.³

(1)	(2)	(3)	(4)	(5)
SM Investors Broadcast GP, LLC 509 Madison Ave. Suite 406 New York, NY 10022	U.S. (Delaware LLC)	General Partner	100%	1%

SM INVESTORS BROADCAST GP, LLC

(1)	(2)	(3)	(4)	(5)
S. Muoio & Co. LLC 509 Madison Ave. Suite 406 New York, NY 10022	U.S. (Delaware LLC)	Sole Managing Member	100%	100%

³ The interests held by the limited partners of SM Broadcast Partners MidAmerica, L.P. are insulated in accordance with 47 C.F.R. Section 73.3555, Note 2(f) and FCC precedent. The organizational documents of SM Broadcast Partners MidAmerica, L.P provide, as permitted by Delaware law, that the limited partners shall not have any material involvement, directly or indirectly, in the management or operation of the media-related activities of the partnership, and such limited partners have not and will not in fact have any such involvement.

S. MUOIO & CO. LLC⁴

(1)	(2)	(3)	(4)	(5)
Salvatore Muoio 509 Madison Ave. Suite 406 New York, NY 10022	U.S.	Sole Managing Member	100%	73.8%

⁴ The interests of all other members of S. Muoio & Co. LLC are insulated in accordance with 47 C.F.R. Section 73.3555, Note 2(f) and FCC precedent. The organizational documents of S. Muoio & Co. LLC provide, as permitted by Delaware law, that the limited partners shall not have any material involvement, directly or indirectly, in the management or operation of the media-related activities of the partnership, and such limited partners have not and will not in fact have any such involvement.