

DESCRIPTION OF TRANSACTION

The purpose of this application is to request Commission consent to the *pro forma* assignment of the licenses listed on the application. As part of an entity rationalization project, Charter Communications, Inc. (“Charter”) is simplifying its existing entity structure and consolidating its portfolio of Spectrum Networks local news and regional sports networks. As such, FCC licenses currently held by various Charter operating subsidiaries will be assigned to Spectrum NLP, LLC. The license assignments requested to accomplish this entity rationalization are entirely *pro forma* in nature, as Charter is currently the ultimate controlling entity of the existing Licensees and will remain the ultimate controlling entity of Spectrum NLP, LLC after the restructuring occurs. (The attached diagram identifies current Charter Operating Entities/Licensees and the Spectrum NLP, LLC entity within the Charter organization.)

The proposed transaction is in the public interest, as it will enable Charter to continue providing cable and other services under a simplified entity structure.

