

NOTICE OF PRO FORMA TRANSACTION AND PUBLIC INTEREST STATEMENT

This filing is to notify the Commission of the *pro forma* transfer of control of receive-only earth station E900627 (the “Station”), licensed to Televiscentro of Puerto Rico, LLC (“Televiscentro”), from Hemisphere Media Group, Inc. to HMTV, LLC (the “Transfer”). The Transfer was consummated on July 30, 2013

The Station has been controlled by the same individuals both before and after the *pro forma* Transfer. Organizational charts depicting the prior and current ownership structures of Televiscentro are included in this notice.

Televiscentro’s sole member is InterMedia Español, Inc., a direct subsidiary of WAPA Holdings, LLC. The sole member of WAPA Holdings, LLC is Hemisphere Media Holdings, LLC. Prior to the Transfer, Hemisphere Media Holdings, LLC’s sole member was Hemisphere Media Group, Inc.

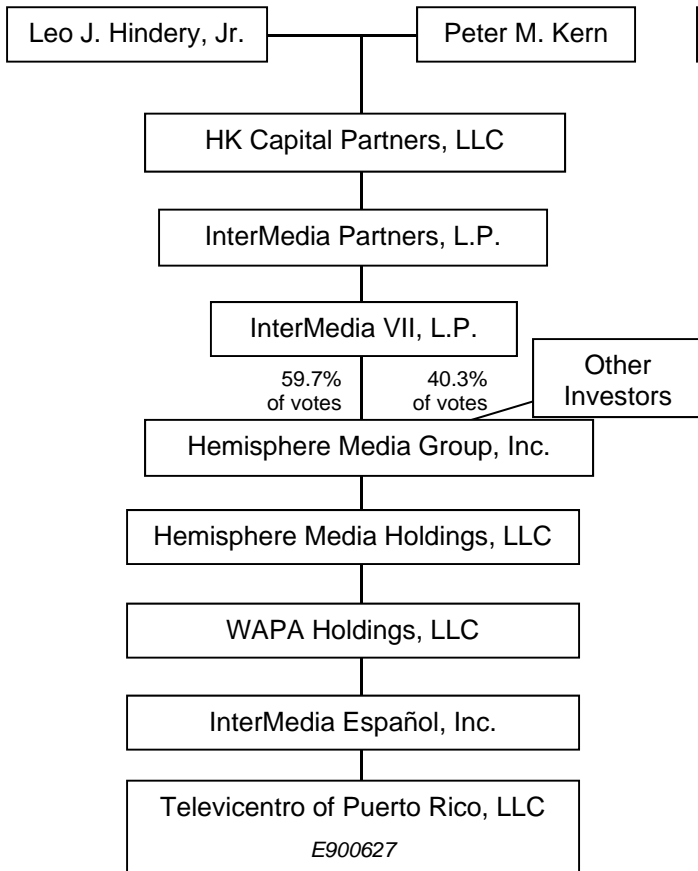
The Transfer occurred when Hemisphere Media Group, Inc. transferred its membership interest in Hemisphere Media Holdings, LLC to HMTV, LLC. Subsequent to that transfer, HMTV, LLC’s sole member is Hemisphere Media Group, Inc.

Both before and after the Transfer, Hemisphere Media Group, Inc. has been controlled by InterMedia VII, L.P. That entity is controlled by its sole general partner, InterMedia Partners, L.P., which is controlled by its sole general partner, HK Capital Partners, LLC. HK Capital Partners, LLC is controlled by its two members, Leo J. Hindery, Jr. and Peter M. Kern. The LLC agreement for HK Capital Partners, LLC provides that Mr. Hindery and Mr. Kern must unanimously approve the decisions of HK Capital Partners, LLC, giving them each an effective 50 percent “voting” interest in that entity.

Both before and after the consummation of the Transfer described in this notice, Mr. Hindery and Mr. Kern have controlled the Station through their control of InterMedia VII, L.P.

The Station is used in connection with the production and distribution of free, over-the-air programming on broadcast stations WAPA-TV, WNJX-TV, and WTIN-TV, which serves the public interest.

Prior Ownership Structure



Current Ownership Structure

