

**Exhibits E & F**  
**FCC Form 312**

The instant application seeks FCC consent to the *pro forma* transfer of control of Roberts Broadcasting Company (“RBC”), licensee of Earth Station E040380, which is used with WRBU(TV), East St. Louis, Illinois (“East St. Louis Station”), and a wholly-owned subsidiary of St. Louis/Denver LLC (“Parent Company”), which will occur when one of the two existing owners of Parent Company, each with a 50% voting (negative controlling) interest, withdraws and the other becomes the 100% owner of RBC and its East St. Louis Station.

As reflected in the attached Annex A “Before” diagram, Parent Company is a joint venture owned by Transferor Telefutura Television Group, Inc. (“Telefutura”)<sup>1</sup> and Transferee Roberts Brothers Broadcasting, L.L.C. (“Roberts Bros.”).<sup>2</sup> Each of Roberts Bros. and Telefutura holds a 50% voting (negative controlling) interest in Parent Company. Parent Company has two separate, wholly-owned licensee subsidiaries:<sup>3</sup> RBC, licensee of the East St. Louis Station; and Spanish Television of Denver, Inc. (“Spanish TV Denver”), licensee of KTFD-DT, Boulder, Colorado (“Boulder Station”).<sup>4</sup> Pursuant to the parties agreement to

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<sup>1</sup> Telefutura is a wholly-owned subsidiary of Univision Communications Inc.

<sup>2</sup> Roberts Bros. is owned by Steven C. Roberts and Michael V. Roberts (who are brothers), each with a 50% voting interest.

<sup>3</sup> Another separate, wholly-owned subsidiary, Roberts Tower Company, LLC, does not hold any FCC authorizations.

<sup>4</sup> The FCC approved the transfer of control of the respective licensees of the Boulder Station and the East St. Louis Station to Parent Company and its two 50% voting owners, Telefutura and Roberts Bros, pursuant to two FCC Form 315 long-form applications. *See* BTCCT-20021112ACL and BTCCT-20021112ACH. The applications reported that Parent Company would be managed by a management committee, half of the members to be designated by Telefutura and half to be designated by Roberts Bros. The applications further reported that Telefutura would appoint all the directors of Spanish TV Denver, the licensee of the Boulder (continued...)

dissolve Parent Company, Roberts Bros. would obtain a direct 100% interest in RBC and its East St. Louis Station (the transaction subject to an FCC Form 316) and Telefutura would obtain a direct 100% interest in Spanish TV Denver and its Boulder Station (a transaction subject to a companion FCC Form 316).

As reflected in the Annex B “After” diagram, on consummation of the transaction, RBC would become a wholly-owned subsidiary of Robert Bros.

The station that is subject of this application will be used in the same manner and for the same purposes following the pro forma transfer of control as it was before the transfer of control. Accordingly, the public interest would be served by prompt consent to this application.

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Station, and that Roberts Bros. would appoint all the directors of RBC, the licensee of the East St. Louis Station. Although there are minor differences in the economic interests held by the two owners, the voting interests are split 50/50.



## ANNEX B “After”

