

EXHIBIT E - DESCRIPTION OF REORGANIZATION

The instant application belatedly seeks Commission consent to a *pro forma* transfer of control of the licensee of Earth Station E010120, Panhandle Telecasting Limited Partnership (“Panhandle”). By an internal corporate reorganization effectuated February 19, 2002, Panhandle was converted from a Texas general partnership to a Texas limited partnership, and a newly created commonly owned corporate entity became Panhandle’s sole general partner (as detailed further below). The internal corporate reorganization did not effect a substantial change in the ultimate ownership or control of the licensee, and was *pro forma* in nature.

On December 21, 2001 the Commission granted an FCC Form 316 *pro forma* transfer of control consenting to this corporate reorganization with respect to the broadcast television license held by Panhandle for KFDD-TV, Amarillo, Texas, with which Earth Station E010120 is associated. See FCC file No. BTCCT-20011207AAF, a copy of which is attached hereto and incorporated by reference (Attachment 1). A copy of the FCC’s grant of the transfer of control is also attached (Attachment 2). While the Media Bureau authorized the transfer of control of the licensee with respect to the broadcast license, it appears that the need for a *pro forma* transfer of the license of Earth Station E010120 was inadvertently overlooked. Accordingly, out of an abundance of caution, the instant application seeks to update the Commission’s records in this regard.

Previously, Panhandle was a Texas general partnership consisting of two partners – KSWO Television Co., Inc. (“KSWO”), with 45% of the general partnership interest, and Lawton Cablevision, Inc. (“LCI”), with a 55% general partnership interest. Robert H. Drewry, William T. Drewry, and Susan Drewry Battaglia are brothers and sister, and together as a family group they control KSWO and LCI.

Following the corporate reorganization in 2002, Panhandle was converted to a Texas limited partnership, whose sole general partner is now LCI Television of Texas, Inc., a newly formed and wholly owned subsidiary of LCI. The officers and directors of LCI Television of Texas, Inc. are Robert T. Drewry (Vice President and Director), William T. Drewry (Vice President and Director), and Susan Drewry Battaglia (Secretary and Director). In addition, KSWO and LCI remain the sole limited partners of Panhandle. Accordingly, as the three companies – LCI Television of Texas, Inc.; KSWO; and LCI – all share common ownership, the corporate change involved was *pro forma* in nature and did not involve a substantial change in the ultimate ownership or control of the licensee. Further, as the transfer of control was a minor corporate reorganization involving all the same principals, the real parties in interest remained the same before and after the transfer.

Attachment 1



**UNITED STATES OF AMERICA
FEDERAL COMMUNICATIONS COMMISSION
WASHINGTON, D.C. 20554**

(FOR CHIEF, VIDEO DIVISION, MEDIA BUREAU)

DATE: 12/21/2001

<input type="checkbox"/> CONSENT TO ASSIGNMENT: <input checked="" type="checkbox"/> CONSENT TO TRANSFER:	FROM: LAWTON CABLEVISION, INS.
	TO: LCI TELEVISION OF TEXAS, INC.
Licensee/Permittee: PANHANDLE TELECASTING LP (for transfer only)	

<u>CLASS</u>	<u>CALL SIGN</u>	<u>FACILITY ID</u>	<u>FILE#</u>	<u>STATION LOCATION</u>	<u>AUXILIARY STATIONS</u>
DT	KFDA-TV	51466	BTCCT-20011207AAF	AMARILLO, TX	ALL CURRENTLY AUTHORIZED AUXILIARY STATIONS
CA	K26CD	51469	BTCTTA-20011207AAG	CLOVIS, NM	
CA	K24DP	51467	BTCTTA-20011207AAH	SAN JON, NM	
LD	K38KZ-D	51470	BTCTTL-20011207AAI	BOVINA, ETC., TX	
LD	K41CA-D	51472	BTCTTA-20011207AAJ	TULIA, TX	

Under authority of the Communications Act of 1934, as amended, the consent of the Federal Communications Commission is hereby granted to the transaction indicated above.

The Commission's consent to the above is based on the representations made by the applicants that the statements contained in, or made in connection with, the application are true and that the undertakings of the parties upon which this transaction is authorized will be carried out in good faith.

The actual consummation of voluntary transactions shall be completed within 90 days from the date hereof, and notice in letter form thereof shall promptly be furnished to the Commission by the seller or buyer showing the date the acts necessary to effect the transaction were completed. Upon furnishing the Commission with such written notice, this transaction will be considered completed for all purposes related to the above described station(s).

Attachment 2

Federal Communications Commission Washington, D.C. 20554 <p style="text-align: center;">FCC 316</p>	Approved by OMB 3060-0009 (June 2010) FOR FCC USE ONLY
<p>APPLICATION FOR CONSENT TO ASSIGN BROADCAST STATION CONSTRUCTION PERMIT OR LICENSE OR TO TRANSFER CONTROL OF ENTITY HOLDING BROADCAST STATION CONSTRUCTION PERMIT OR LICENSE</p> <p>Read INSTRUCTIONS Before Filling Out Form</p>	FOR COMMISSION USE ONLY FILE NO. BTCCT - 20011207AAF

Section I - General Information

1.	Legal Name of the Licensee/Permittee PANHANDLE TELECASTING CO.		
	Mailing Address P.O. BOX 10		
	City AMARILLO	State or Country (if foreign address) TX	Zip Code 79105 -
	Telephone Number (include area code) 8063831010	E-Mail Address (if available)	
	FCC Registration Number: 0001662899	Call Sign KFDA-TV	Facility ID Number 51466
2.	Contact Representative (if other than licensee/permittee) DAVID D. OXENFORD		Firm or Company Name SHAW PITTMAN LLP
	Mailing Address 2300 N ST. NW		
	City WASHINGTON	State or Country (if foreign address) DC	ZIP Code 20037 -
	Telephone Number (include area code) 2026638000	E-Mail Address (if available) DAVID.OXENFORD@SHAWPITTMAN.COM	
3.	If this application has been submitted without a fee, indicate reason for fee exemption (see 47 C.F.R. Section 1.1114): <input type="radio"/> Governmental Entity <input type="radio"/> Noncommercial Educational Licensee/Permittee <input type="radio"/> Other <input checked="" type="radio"/> N/A (Fee Required)		
4.	a. <input checked="" type="radio"/> Voluntary Assignment or Transfer of Control <input type="radio"/> Involuntary Assignment or Transfer of Control <input type="radio"/> Amendment to pending application File number of pending application: - If an amendment, submit as an exhibit a listing, by Section and Question Number, of the portions of the pending application that are being revised.		
			[Exhibit 1]

	b. Applicant certifies that the use of FCC Form 316 is appropriate for this transaction.	<input checked="" type="radio"/> Yes <input type="radio"/> No See Explanation in [Exhibit 2]
5.	Were any of the authorizations that are the subject of this application obtained through the Commission's competitive bidding procedures (see 47 C.F.R. Sections 1.2111(a) and 73.5000)? If yes, list pertinent authorizations in an Exhibit.	<input type="radio"/> Yes <input type="radio"/> No [Exhibit 3]

NOTE: In addition to the information called for in this section, an explanatory exhibit providing full particulars must be submitted for each question for which a "No" response is provided.

Section II - Assignor/Transferor

1.	Certification. Assignor/Transferor certifies that it has answered each question in this application based on its review of the application instructions and worksheets. Assignor/Transferor further certifies that where it has made an affirmative certification below, this certification constitutes its representation that the application satisfies each of the pertinent standards and criteria set forth in the application instructions and worksheets.	<input checked="" type="radio"/> Yes <input type="radio"/> No						
2.	Application for (check one):	<input type="radio"/> Consent to Assign Construction Permit <input type="radio"/> Consent to Transfer Control of Permittee						
		<input type="radio"/> Consent to Assign License <input checked="" type="radio"/> Consent to Transfer Control of Licensee						
		<input type="radio"/> Amendment to pending application						
3.	Legal Name of the Assignor/Transferor LAWTON CABLEVISION, INS. Mailing Address P.O. BOX 708-A <hr/> <table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 25%;">City LAWTON</td> <td style="width: 45%;">State or Country (if foreign address) OK</td> <td style="width: 30%;">Zip Code 73502 -</td> </tr> <tr> <td colspan="2">Telephone Number (include area code) 4053557000</td> <td>E-Mail Address (if available)</td> </tr> </table>		City LAWTON	State or Country (if foreign address) OK	Zip Code 73502 -	Telephone Number (include area code) 4053557000		E-Mail Address (if available)
City LAWTON	State or Country (if foreign address) OK	Zip Code 73502 -						
Telephone Number (include area code) 4053557000		E-Mail Address (if available)						
4.	Contact Representative (if other than Assignor/Transferor) DAVID D. OXENFORD Mailing Address 2300 N STREET, NW <hr/> <table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 25%;">City WASHINGTON</td> <td style="width: 45%;">State or Country (if foreign address) DC</td> <td style="width: 30%;">Zip Code 20037 -</td> </tr> <tr> <td colspan="2">Telephone Number (include area code) 2026638422</td> <td>E-Mail Address (if available) DAVID.OXENFORD@SHAWPITTMAN.COM</td> </tr> </table>		City WASHINGTON	State or Country (if foreign address) DC	Zip Code 20037 -	Telephone Number (include area code) 2026638422		E-Mail Address (if available) DAVID.OXENFORD@SHAWPITTMAN.COM
City WASHINGTON	State or Country (if foreign address) DC	Zip Code 20037 -						
Telephone Number (include area code) 2026638422		E-Mail Address (if available) DAVID.OXENFORD@SHAWPITTMAN.COM						
	If more than one Transferor, submit the information requested in Questions 3 and 4 for each transferor. [Exhibit 4]							
5.	Authorizations to be Assigned/Transferred. List the authorized stations and construction permits to be							

assigned/transferred. Provide the Facility Identification Number and the Call Sign, or the Facility Identification Number and the File Number of the Construction Permit, and the location, for each station to be assigned/transferred. Include main stations, FM and/or TV translator stations, LPTV stations, FM and/or TV booster stations.

[Enter Station Information]

List the authorized stations and construction permits to be assigned/transferred. Provide the Facility Identification Number and the Call Sign, or the Facility Identification Number and the File Number of the Construction Permit, and the location, for each station to be assigned/transferred. Include main stations, FM and/or TV translator stations, LPTV stations,, FM and/or TV booster stations.

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
51466	KFDA-TV	-	AMARILLO	TX

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
51469	K26CD	-	CLOVIS	NM

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
51467	K24DP	-	SAN JON	NM

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
51470	K63CA	-	BOVINA	TX

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
51472	K41CA	-	KRESS	TX

<p>6. Agreements for Sale/Transfer of Station.</p> <p>a. If the transaction is voluntary, Assignor/Transferor certifies that:</p> <ul style="list-style-type: none"> i. it has placed in licensee's/permittee's public inspection file(s) and submitted as an exhibit to this item copies of all agreements for the assignment/transfer of the station(s); ii. these documents embody the complete and final understanding between assignor/transferor and assignee/transferee; and iii. these agreements comply fully with the Commission's rules and policies. <p>b. If the transaction is involuntary, the Assignor/Transferor certifies that court orders or other authorizing documents have been issued and that it has placed in the licensee's/permittee's public inspection file(s) and submitted to the Commission copies of such court orders or other authorizing documents.</p> <p>Exhibit Required</p>	<p><input checked="" type="radio"/> Yes <input type="radio"/> No <input type="radio"/> N/A</p> <p>[Exhibit 5]</p> <p><input type="radio"/> Yes <input type="radio"/> No <input checked="" type="radio"/> N/A</p> <p>[Exhibit 6]</p>
<p>7.</p>	

<p>Character Issues. Assignor/Transferor certifies that neither licensee/permittee nor any party to the application has or has had any interest in, or connection with:</p> <p>a. any broadcast application in any proceeding where character issues were left unresolved or were resolved adversely against the applicant or any party to the application; or</p> <p>b. any pending broadcast application in which character issues have been raised.</p>	<p><input checked="" type="radio"/> Yes <input type="radio"/> No</p> <p>See Explanation in [Exhibit 7]</p>
<p>8. Adverse Findings. Assignor/Transferor certifies that, with respect to the assignor/transferor and each party to the application, no adverse finding has been made, nor has an adverse final action been taken by any court or administrative body in a civil or criminal proceeding brought under the provisions of any law related to any of the following: any felony; mass media-related antitrust or unfair competition; fraudulent statements to another governmental unit; or discrimination.</p>	<p><input checked="" type="radio"/> Yes <input type="radio"/> No</p> <p>See Explanation in [Exhibit 8]</p>
<p>9. Auction Authorization. Assignor/transferor certifies that more than five years have passed since the issuance of the construction permit for the station being assigned, where that permit was acquired in an auction through the use of a bidding credit or other special measure.</p>	<p><input type="radio"/> Yes <input type="radio"/> No</p> <p><input type="radio"/> N/A</p> <p>See Explanation in [Exhibit 9]</p>
<p>10. Anti-Drug Abuse Act Certification. Assignor/Transferor certifies that neither licensee/permittee nor any party to the application is subject to denial of federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. Section 862.</p>	<p><input checked="" type="radio"/> Yes <input type="radio"/> No</p>

I certify that the statements in this application are true, complete, and correct to the best of my knowledge and belief, and are made in good faith. I acknowledge that all certifications and attached Exhibits are considered material representations.

<p>Typed or Printed Name of Person Signing ROBERT H. DREWRY</p>	<p>Typed or Printed Title of Person Signing VICE PRESIDENT</p>
<p>Signature</p>	<p>Date 12/03/2001</p>

WILLFUL FALSE STATEMENTS ON THIS FORM ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. CODE, TITLE 18, SECTION 1001), AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. CODE, TITLE 47, SECTION 312(a)(1)), AND/OR FORFEITURE (U.S. CODE, TITLE 47, SECTION 503).

NOTE: In addition to the information called for in this section, an explanatory exhibit providing full particulars must be submitted for each question for which a "No" response is provided.

Section III - Assignee/Transferee

<p>1. Certification. Assignee/Transferee certifies that it has answered each question in this application based on its review of the application instructions and worksheets. Assignee/Transferee further certifies that where it has made an affirmative certification below, this certification constitutes its representation that the application satisfies each of the pertinent standards and criteria set forth in the application instructions and worksheets.</p>	<p><input checked="" type="radio"/> Yes <input type="radio"/> No</p>
<p>2. Legal Name of the Assignee/Transferee LCI TELEVISION OF TEXAS, INC.</p>	

Mailing Address 7900 BROADWAY		
City AMARILLO	State or Country (if foreign address) TX	Zip Code 79105 -
Telephone Number (include area code) 8063831010		E-Mail Address (if available)
3. Contact Representative (if other than Assignee/Transferee) Firm or Company Name DAVID D. OXENFORD SHAW PITTMAN LLP		
Mailing Address 2300 N STREET, NW		
City WASHINGTON	State or Country (if foreign address) DC	Zip Code 20037 -
Telephone Number (include area code) 2026638000		E-Mail Address (if available) DAVID.OXENFORD@SHAWPITTMAN.COM
If more than one Transferee, submit the information requested in Questions 2 and 3 for each transferee. [Exhibit 10]		
4. Agreements for Sale/Transfer of Station. Assignee/Transferee certifies that: a. the written agreements in the licensee/permittee's public inspection file embody the complete and final agreement for the sale or transfer of the station(s); and b. these agreements comply fully with the Commission's rules and policies.		<input checked="" type="radio"/> Yes <input type="radio"/> No [Exhibit 11]
5. Changes in interests as a result of assignment/transfer. a. [Enter Changes in Interests Information] _____ _____ or [Exhibit 12]		
b. Applicant certifies that equity interests not set forth above are non-attributable.		<input checked="" type="radio"/> Yes <input type="radio"/> No <input type="radio"/> N/A [Exhibit 13]
6. Other Authorizations. List call signs, locations, and facility identifiers of all other broadcast stations in which assignee/transferee or any party to the application has an attributable interest.		<input type="checkbox"/> N/A [Exhibit 14]
7. Acquisition of Control. List the file number and date of grant of FCC Form 301, 314, or 315 application by which the Commission approved the qualifications of the individual or entity with a pre-existing interest in the licensee/permittee that is now acquiring control of the licensee/permittee as a result of the grant of this application.		<input checked="" type="checkbox"/> N/A [Exhibit 15]
8. Character Issues. Assignee/Transferee certifies that neither assignee/transferee nor any party to the application has or has had any interest in, or connection with: a. any broadcast application in any proceeding where character issues were left unresolved or were resolved adversely against the applicant or any party to the application; or b. any pending broadcast application in which character issues have been raised.		<input checked="" type="radio"/> Yes <input type="radio"/> No See Explanation in [Exhibit 16]
9. Adverse Findings. Assignee/Transferee certifies that, with respect to the assignee/transferee and each party to the application, no adverse finding has been		<input checked="" type="radio"/> Yes <input type="radio"/> No

made, nor has an adverse final action been taken by any court or administrative body in a civil or criminal proceeding brought under the provisions of any law related to any of the following: any felony; mass media-related antitrust or unfair competition; fraudulent statements to another governmental unit; or discrimination.	See Explanation in [Exhibit 17]
10. Alien Ownership and Control. Assignee/Transferee certifies that it complies with the provisions of Section 310 of the Communications Act of 1934, as amended, relating to interests of aliens and foreign governments.	<input checked="" type="radio"/> Yes <input type="radio"/> No See Explanation in [Exhibit 18]
11. Auction Authorization. Assignee/transferee certifies that where less than five years have passed since the issuance of the construction permit and the permit had been acquired in an auction through the use of a bidding credit or other special measure, it would qualify for such credit or other special measure.	<input type="radio"/> Yes <input type="radio"/> No <input type="radio"/> N/A See Explanation in [Exhibit 19]
12. Anti-Drug Abuse Act Certification. Assignee/transferee certifies that neither licensee/permittee nor any party to the application is subject to denial of federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. Section 862.	<input checked="" type="radio"/> Yes <input type="radio"/> No

I certify that the statements in this application are true, complete, and correct to the best of my knowledge and belief, and are made in good faith. I acknowledge that all certifications and attached Exhibits are considered material representations. I hereby waive any claim to the use of any particular frequency as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise, and request an authorization in accordance with this application. (See Section 304 of the Communications Act of 1934, as amended.)

Typed or Printed Name of Person Signing ROBERT H. DREWRY	Typed or Printed Title of Person Signing VICE PRESIDENT
Signature	Date 12/03/2001

WILLFUL FALSE STATEMENTS ON THIS FORM ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. CODE, TITLE 18, SECTION 1001), AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. CODE, TITLE 47, SECTION 312(a)(1)), AND/OR FORFEITURE (U.S. CODE, TITLE 47, SECTION 503).

Exhibits

Exhibit 4

Description: TRANSFERORS

SEE EXHIBIT 10.

Attachment 4

Exhibit 5

Description: AGREEMENTS

SEE EXHIBIT 10.

Attachment 5

Exhibit 11

Description: AGREEMENTS

SEE EXHIBIT 10.

Attachment 11

Exhibit 12

Description: EXPLANATION OF TRANSACTION

PLEASE SEE ATTACHED.

Attachment 12

Description
<u>Description of Reorganization</u>

Exhibit 14

Description: OTHER AUTHORIZATIONS

SEE EXHIBIT 10.

Attachment 14

I. DESCRIPTION OF REORGANIZATION

The instant application seeks Commission consent to the *pro forma* transfer of control of Panhandle Telecasting Co. ("Panhandle"), licensee of television station KFDA-TV, Amarillo, Texas, and low power television stations K26CD, Clovis, New Mexico, K24DP, San Jon, New Mexico, K63CA, Bovina, Texas, and K 41CA Kress, Texas. As part of an internal corporate reorganization Panhandle will be converted from a general partnership to a limited partnership, and a newly-created, commonly-owned corporate entity will become Panhandle's sole general partner. In addition, Panhandle's current general partners will become limited partners in the converted Panhandle partnership. As the contemplated *pro forma* transfer of control is an internal corporate reorganization that does not effect a substantial change in the beneficial ownership of the licensee, the transfer is properly the subject of an FCC Form 316 short form.

Currently, Panhandle is a general partnership consisting of two partners -- KSWO Television Co. ("KSWO"), with 45% of the general partnership interest, and Lawton Cablevision Inc. ("LCP"), with 55% of the general partnership interest in Panhandle. By the instant transfer of control, LCI seeks to transfer a 1% general partnership interest to a newly-formed, wholly-owned subsidiary corporation named LCI Television of Texas, Inc. ("LCI-Texas"). The officers and directors of LCI-Texas will be as follows:

Robert T. Drewry, Vice President and Director
William T. Drewry, Vice President and Director
Susan Drewry Battaglia, Secretary and Director

Pursuant to the proposed reorganization, Panhandle Telecasting Co. will be converted from a Texas general partnership to a Texas limited partnership ("Panhandle LP"). As a result

of this conversion, LCI-Texas's 1% general partnership interest in Panhandle will be converted to a 1% general partnership interest in Panhandle LP, and the general partnership interests of by LCI and KSWO will be converted to limited partnership interests in Panhandle LP. Thus, upon consummation of the proposed transaction, Panhandle LP will be a Texas limited partnership consisting of a sole general partner, LCI Television of Texas, Inc., and two limited partners, KSWO Television Co. and Lawton Cablevision, Inc.

II. OTHER BROADCAST INTERESTS

Robert H. Drewry, William T. Drewry, and Susan Drewry Battaglia are brothers and sister. Together as a family group they control KSWO and LCI, the general partners of Panhandle Telecasting Co. The parties control KSWO through their ownership of a majority of KSWO's voting stock as tenants-in-common, and control LCI through their positions as tenants in common and as co-trustees of various family trusts. In turn, KSWO controls KSWO Television of Texas, Inc., ("KSWO-Texas"), which is the general partner of and controls Centex Television Limited Partnership ("Centex"). The other broadcast interests held by these entities are detailed below.

Panhandle Telecasting Co. ("Panhandle"), the applicant herein, is a Texas partnership located at P.O. Box 708, Lawton, Oklahoma 73502. Panhandle is the licensee of:

KFDA-TV, Amarillo, Texas (FIN-51466)
K26CD, Clovis, New Mexico (FIN- 51469)
K24DP, San Jon, New Mexico (FIN-51467)
K63CA, Bovina and Rural Area, Texas (FIN- 51470)
K41CA, Kress, Texas (FIN-51472)

Currently, Panhandle has two partners, Lawton Cablevision, Inc. ("LCI") and KSWO Television Co., Inc. ("KSWO"). LCI is an Oklahoma corporation, located at P.O. Box 708,

Lawton, Oklahoma, 73502. LCI is the owner and operator of a cable television system serving Lawton, Oklahoma. KSWO is an Oklahoma corporation, located at P.O. Box 708, Lawton, Oklahoma, 73502. KSWO Television, Inc., is the licensee of television station KSWO-TV, Lawton, Oklahoma (FIN-35645).

LCI and KSWO are the general partners of Midessa Television Company ("Midessa"), a Texas general partnership located at P.O. Box 708, Lawton, Oklahoma, 73502. Midessa is the licensee of:

KWAB-TV, Big Spring, Texas (FIN-42008)
KWES-TV, Odessa, Texas (FIN-42007).

LCI is also the limited partner of Centex Television Limited Partnership ("Centex"), a Texas limited partnership located at P.O. Box 708, Lawton, Oklahoma, 73502. Centex is the licensee of:

KXXV(TV), Waco, Texas (FIN-9781)
KHRD-LP, Bryan, Texas (FIN-68538)

In addition, principals of Midessa Television Company also hold attributable interests in Adelante Television Limited Partnership, which is the licensee of:

K49CD, Odessa, Texas (FIN-64989)
K60EE, Odessa, Texas (FIN-64993)
K36DV, Amarillo, Texas (FIN-64969)

Officers and Directors

The names and addresses of the officers and/or directors of the newly-formed, wholly-owned subsidiary corporation LCI Television of Texas, Inc. will be as follows: Robert H. Drewry, 4427 West Gore, Lawton, Oklahoma, 73505; William T. Drewry, P.O. Box 708-A, Lawton, Oklahoma, 73502; and Susan Drewry Battaglia, 5406 Chevy Chase, Corpus Christi, Texas 78412.

The names and addresses of the officers and/or directors of LCI are as follows: Robert H. Drewry, 4427 West Gore, Lawton, Oklahoma, 73505; William T. Drewry, P.O. Box 708-A, Lawton, Oklahoma, 73502; Susan Drewry Battaglia, 5406 Chevy Chase, Corpus Christi, Texas 78412; Edith Scott, 423 Chimney Creek Dr., Lawton, Oklahoma, 73505; and James T. Warkentin, P.O. Box 2309, Lawton, Oklahoma, 73502. All officers and directors of LCI are U.S. citizens. Robert H. Drewry and William T. Drewry also are the trustees of the R.H. Drewry Trust f/b/o the Children and Grandchildren of R.H. Drewry, which owns approximately 38% of the voting stock of LCI. The City National Bank, located at 500 S.W. D Avenue, Lawton, Oklahoma, 73501, is the trustee of a number of trusts for the benefit of the children and grandchildren of R.H. Drewry. Such trusts collectively hold approximately 16.75% of the voting stock of LCI.

The officers and directors of KSWO Television Co. are as follows: Robert H. Drewry, 4427 West Gore, Lawton, Oklahoma, 73505; William T. Drewry, P.O. Box 708-A, Lawton, Oklahoma, 73502; Susan Drewry Battaglia, 5406 Chevy Chase, Corpus Christi, Texas 78412; Edith Scott, 423 Chimney Creek Dr., Lawton, Oklahoma, 73505; and James T. Warkentin, P.O. Box 2309, Lawton, Oklahoma, 73502. All officers and directors of KSWO Television are U.S. citizens. Robert H. Drewry, William T. Drewry and Susan Drewry Battaglia, in their individual capacities and as trustees of family trusts, as a family group own as tenants-in-common a majority of the voting stock (approximately 68.83%) of KSWO Television.