

DESCRIPTION OF TRANSACTION

Receive-only earth station E190148 is registered to St. Joseph TV License Company, LLC. This application seeks the Commission's consent to the transfer of control of St. Joseph TV License Company, LLC and, consequently, the registration for receive-only earth station E190148 from USA Television MidAmerica Holdings, LLC ("USA Television") to Heartland Media, LLC ("Heartland") and is part of a larger transaction involving television station KQTV(TV), St. Joseph, Missouri (See FCC File No. BTCCDT-20200625AAF). The E190148 facility is used in conjunction with the operations of KQTV(TV).

USA Television is the 100% sole shareholder of St. Joseph TV Holdings, Inc. (Holdings"). Holdings is the sole member of St. Joseph TV, LLC, which in turn is the sole member of St. Joseph TV License Company, LLC, the licensee of KQTV(TV), St. Joseph, Missouri. Pursuant to a Stock Purchase Agreement, which was filed with the KQTV(TV) transfer of control application (See File No. BTCCDT-20200625AAF), USA Television intends to sell 100% of its shares in Holdings to Heartland.