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# Exhibit C

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# **PROSPECTUS SUMMARY**

#### Community Translator Network, LLC

Community Translator Network, LLC is a limited liability company registered in Utah on January 26, 2006. Our principal executive offices are located at 520 North Main Street C318, Heber City, UT 84032. Our telephone number is (435) 634-1200. Community Translator Network referred to in this prospectus as the "Company" or in the first person using the pronouns "we" or "our" in the first person using the pronouns "we" or "our".

#### **Business**

Our principal source of revenue and profits is from the purchase, development and resale of Federal Communications Commission authorized FM Broadcast Translator Stations or the rights to construct or operate the broadcast facilities. We may operate translator stations that we develop or own for a period of time but we do not generate significant revenue or profit from station operations. See "Description of Business."

In the course of our business we acquire permits to construct FM translator broadcast facilities ("construction permits") issued by the Federal Communications Commission ("FCC") either by application directly to the FCC or by purchase from the persons to whom the FCC has previously issued the construction permits. Each construction permit specifies the general operating characteristics of a facility to be constructed, including the market area, broadcast frequency, output wattage, operating requirements and other technical matters established by the FCC to prevent interference with other broadcasters in the same market area. We then undertake to upgrade or relocate the broadcast facility in accordance with the FCC rules to improve the number of people the station signal will reach by filing technical applications ("Minor Modification" applications for construction permits and, upon completion, apply for and obtain licenses ("broadcast licenses") issued by the FCC to rebroadcast a radio signal according to the criteria established by the FCC. We also acquire previously-licensed broadcast facilities and the associated broadcast licenses that can be upgraded or relocated and resold or that have become "distressed" or are undervalued. We then undertake to upgrade or relocate the facilities and improve the station's operating signal or take other actions to increase the value of the facilities and license and resell the property. Each project we develop may be offered for sale at any time during permitting, construction, upgrade or licensing, or after commencement of operations according to a broadcast license.

We presently own two FM translator stations that are licensed and six FM translator station construction permits that require construction for a broadcast license. We have a contract for an additional three construction permits granted by the FCC on January 29, 2016 that are currently held by Powell Meredith Communications Company ("PMCC"). A petition to deny and informal objection to the assignment of five FM translator construction permits assigned to by the FCC us on March 21, 2014. PMCC filed a petition for review with the full Commission FCC in an attempt to renegotiate the October 22, 2013 contract for all eight FM translator stations. The petition was dismissed on March 31, 2016.

We have sold two FM translator stations and filed assignment applications with the FCC for transfer to third-parties. Both applications were temporarally blocked by a petition to deny filed by PMCC. However, the Commission denied the PMCC petitions and granted the assignment applications.

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On January 29, 2016, the FCC granted three (3) construction permit applications that had been delayed pending Minor Modification Applications with engineering amendments. We have asked the Court to recognize the October 22, 2013 agreement through the Plan and require PMCC to assign the three FM translator construction permits to us pursuant to its terms.

<u>Translator Station</u>	Expected <u>Proceeds</u>	Current <u>Investment</u>	Estimated Cost to be <u>Incurred</u>	Expected Completion <u>Date</u>	
K294CP 106.7MHz Facility No. 142491) Roseburg, OR	\$ 45,000	\$5,730	\$5,975	Sold 8/1/16	
K227CP 93.3MHz Facility No. 143430) Cheyenne,WY	\$25,000	\$5,730	\$3,975	Tolled CP	
K227CO 93.3MHz Facility No. 143532) Logan, UT	\$35,000	\$5,730	\$5,500	Tolled CP	
K262CM 100.3MHz Facility No. 142491) Kanosh, UT	\$ 35,000	\$30,025	\$4,975	Sold	
K237GA 95.3MHz Facility No. 157333) St. George, UT	\$ 45,000	\$31,770	\$13,230	Licensed	
K261EN 100.1MHz Facility No. 145194) Greenville, UT	\$ 30,500	\$15,025	\$15,475	Licensed	

### Recent Developments

On January 29, 2016, the FCC granted three construction permits CP status. These translators are subject of an October 22, 2013 agreement between CTN and PMCC which is considered an Executory Contract requiring PMCC to transfer the CPs to us.

#### Financial Summary

As of December 31, 2016, we had an accumulated deficit of \$56,123.00, a working capital deficit of \$10,780. Our lack of operating revenue and working capital makes us dependent upon the sale of assets to provide funds to continue operating.

The following summary of financial information does not contain all the financial information that may be important:

#### **Balance Sheet**

Total Assets Total Liabilities Total Equity (Deficit) December 31, 2016 \$ 36,975.00 \$88,623.00 \$ (51,648.00)

#### Statements of Income

	For the Nine Months Ended
	October 31, 2016
Total Revenue	\$ 32,500.00
Total Expenses	\$88,623.00
Income (Loss) From Operations	\$(56,123.00)
Total Equity (Deficit)	\$ (56,123.00)

#### **LEGAL PROCEEDINGS**

We are a co-plaintiff with E. Morgan Skinner, Jr. in Utah Fifth District Court, Case No.140500250 filed against Powell Meredith Communications Company and Amy Meredith for breach of contract with us.

We filed US Bankruptcy Chapter 11, Case No. 15-31245 on December 1, 2015, to preserve three construction permit applications ready for grant by the FCC that were subject to dismissal on December 3, 2016.

#### DIRECTORS, EXECUTIVE OFFICERS, PROMOTERS AND CONTROL PERSONS

Our board of directors elects our executive officers annually. A majority vote of the directors who are in office is required to fill vacancies. Each director is elected annually for the term of three years, and until his successor is elected and qualified, or until his earlier resignation, death, or removal. Our directors and executive officers are as follows:

Name	Age	Position	Held Since
Lavon Randall	73	President/ Director	4/23/2006
Lorna A. Skinner	75	Secretary/Director	8/21/2009
John Christian Barlow	44	General	3/15/2014
Ryan M Skinner	38	Counsel/Director	10/15/2015
		Director	
Jeffrey B. Bate	52	Director	6/25/2006

Lavon Randall, age 73, has served as our President and a Director since our inception on September 23, 1997. From January 1, 1964 to June 16, 1996, he was the President of Randall Farms, Inc., which owned and operated a 2,000-acre irrigated farm growing potatoes and alfalfa. Mr. Randall has also served in numerous civic and church leadership capacities including eight years as a member of the Enterprise City Council, Enterprise, Utah, President of the Enterprise Little League, a member of the

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Washington County School Foundation of the Washington County School District, and a member of the Southern Utah Advisory Board of Zion First National Bank. Mr. Randall attended the LDS Business College in Salt Lake City before becoming the Managing Partner of the Randall Farms, Inc.

**Lorna A. Skinner**, age 75, has served as our Secretary and a Director since August 2009. Mrs. Skinner is a retired paralegal, former federal employee and RC Wiley, Murray officer manager.

**John Christian Barlow**, age 44, has served as a Director and General Counsel since March of 2014. Mr. Barlow specializes in Construction Law, FCC and SEC Compliance. Mr. Barlow has a Master's Degree in Business and City Administration from Loyola University Chicago, and a Juris Doctorate from Willamette University in Salem Oregon. In 2009 Mr. Barlow received his license to practice law in the Utah State Courts; Utah Supreme Court; Utah Federal District Court, and in 2010 the 10th Circuit Court of Appeals and the Federal Tax Court. Mr. Barlow put himself through school working residential and commercial construction.

**Ryan M. Skinner**, age 38, has served as a Director since October of 2015. Mr. Skinner began his business career as an apprentice electrician with Beard Electric rapidly progressing to become a trusted, skilled and business profession under the guidance of the company owner, Rick Beard. When Mr. Beard died, Mr. Skinner organized his own company in April 2005; RMS Electric and began providing electrical services to local financial institutions, businesses, real estate developers and select general contractors in southern Utah. His company has earned a reputation for quality workmanship, business integrity and excellent customer service that has made RMS Electric one of the most reliable and successful electrical service providers in southern Utah. Mr. Skinner attended Dixie Applied Technology where he earned his electrical apprenticeship and journeyman certifications.

**Jeffrey B. Bate**, age 52, joined the company's board on May 25, 2005. In April 1988, Mr. Bate began his career with Southwestern Bell Mobile Systems in Dallas, Texas where he became Assistant Manager of Property and Equipment Accounting for Southwestern Bell. From April 1994 to September 1995, Mr. Bate was a Financial Analyst for Con-Way Southern Express / Consolidated Freight, Inc. of Fort Worth, Texas. From September 1995 to February 1999, Mr. Bate was a manager responsible for the financial processing and reporting related to all properties owned and leased by American Stores Company, Inc. From February 1999 to November 2000, he was a Controller in charge of commercial equipment for First Security Corporation. In February 2001, Mr. Bate was recruited by Precision Assembly, Inc., an electronics contract manufacturer where he became CFO in January 2005. He attended Brigham Young University, earning a Bachelors of Art Degree in International Relations in 1987 and continued his education at the University of Dallas where he received his MBA in Corporate Finance in 1992.

#### Family Relationships

Mr. Bate is the son of Mrs. Skinner and Mr. Skinner is Ms. Skinner's step-son. Except for these relationships, there are no family relationships among our officers or directors.

### **DESCRIPTION OF BUSINESS**

Our principal source of revenue and profits is from the purchase, development and resale of AM and FM radio broadcast facilities or the rights to construct or operate radio broadcast facilities. Some of the radio stations we sell are developed by us by applying for and receiving construction permits and broadcast licenses directly from the Federal Communications Commission (the "FCC").

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#### Construction Permits for FM Stations

The right to construct a new FM translator station is granted according to an auction process managed by the FCC. The most recent FM translator auction (FM Translator Auction 83) was held in March 2003 which overwhelmed the FCC by the number of applications received (8,376). Applications that did not have technical conflicts with other competing applications were invited to file Minor Modification Applications for non-conflicting applications that were granted by the FCC.

In 2013, over ten years later, the FCC adopted procedures by which applications were granted that required applicants to file Minor Modification Applications eliminating technical conflicts with other applicants. *Only those applicants who filed the original "Expression of Interest" applications could participate*. After the amended applications for the original short-form was received and technical conflicts remained, applicants were granted a 60-day period in which to resolve the technical conflicts by (a) amending the Minor Modification Application, or (b) entering into a settlement agreement with other competing applicants for a sole surviving application. Agreements and the surviving technical application required FCC approval.

#### Construction Requirements

Construction of a translator station involves selection and installation of broadcasting equipment meeting the requirements of the construction permit, and the procurement of a suitable transmitter and antenna. The cost of constructing new facilities or upgrading existing facilities varies according to the power of the translator station, the cost of securing tower space for the construction of the permit.

Usually the most critical element of FM translator station construction is the location and procurement of a suitable transmitter-tower site, or the lease of space on an existing multi-transmitter tower, for an antenna. FM translator station tower sites are usually located at the highest point possible for which there is good line-of-sight to the community of license. Transmitter-tower sites require easy access for building and maintenance and utility services such as electricity, phone and internet service.

#### Annual Fees

The FCC assesses an annual Regulatory Fee for each construction permit and broadcast license. The fees are required to be paid each year on or before October 1 for translators rebroadcasting a commercial station. We have two translator licenses and six construction permits. The annual regulatory fee in 2016 for each FM translator authorization was \$455.00.

#### Transfers or Assignments of FM Translator Permits and Licenses

The Communications Act prohibits the assignment of construction permits and broadcast licenses or a change in control of the owner of a construction permit or broadcast license without the prior approval of the FCC. In determining whether to grant approval, the FCC considers a number of factors pertaining to the current owner and the proposed new owner, including:

- o the "character" of the proposed new owner and those persons that have significant or "attributable" interests in the new owner; and
- o compliance with the Communications Act's limitations on alien ownership, as well as compliance with other FCC regulations and policies.

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The new owner of a construction permit or broadcast license must apply to the FCC for approval. If the application involves a "substantial change" in ownership or control, the application must be placed on public notice for not less than 30 days during which time interested persons, including listeners, advertisers and competitors, may file petitions to deny or other objections against the application. Informal objections to assignment and transfer of control applications may be filed at any time up until the FCC acts on the application. Once the FCC staff grants an application, interested persons may ask the FCC to reconsider its grant or the FCC may reconsider its grant on its own motion for 40 days. If the application does not involve a "substantial change" in ownership or control, it is a "pro forma" application. The "pro forma" application is nevertheless subject to having informal objections filed against it. When passing on an assignment or transfer application, the FCC is prohibited from considering whether the public interest might be served by an assignment or transfer of the broadcast license to any person other than the person specified in the application.

# Transactions and Current Holdings

We have participated in the following transactions:

• On March 21, 2014 we acquired FM translators K227CP, Cheyenne, WY (Facility No. 143430); K227CO, Logan, UT, (Facility No. 143532); K262CM, Needles, CA (Facility No. 142745); K294CP, Roseburg, OR (Facility No. 142743); K283CB, Ruidoso, NM (Facility No. 142745).

• On March 27, 2014 we purchased FM translator K286CH, Twin Falls, ID (Facility No.151707).

• On September 15, 2014 we sold the FM translator station K286CH, Twin Falls, ID for \$32,500.

• On October 1, 2014 we bought FM translator K237GA, St. George, UT (Facility 157333; K256CG, Greenville, UT (Facility No. 145194) and K282BL, Kanosh, UT (Facility No. 145467).

• On June 11, 2015 we entered into a contract to sell FM translator station K262CM, Needles, CA to Rubin Broadcasting, Inc. for \$15,575 that was consummated on May 25, 2016 following the FCC denial of the PMCC/Meredith petition to deny on April 7, 2016.

• On September 10, 2015, we entered into a contract to sell translator station K283CB, Ruidoso, NM to Adriana Aguirre (World Broadcasting & Television, LLC) for \$21,500 that was consummated on June 27, 2016 following the FCC denial of the PMCC/Meredith petition to deny on June 7, 2016.

We currently hold the following FM translator stations authorizations either as construction permits or broadcast licenses:

- K227CP, Cheyenne, WY (Facility No. 143430)
- K227CO, Logan, UT, (Facility No. 143532)
- K294CP, Roseburg, OR (Facility No. 142743)
- K237GA, St. George, UT (Facility 157333)
- K256CG, Greenville, UT (Facility No. 145194)
- K282BL, Kanosh, UT (Facility No. 145467)

We currently hold a broadcast license for and are engaged in construction upgraded facilities for the following FM translator stations:

- K256CG, Greenville, UT (Facility No. 145194)
- K237GA, St. George, UT (Facility 157333)
- K282BL, Kanosh, UT (Facility No. 145467)

# Pending Transactions

We signed an Asset Purchase Agreement dated October 22, 2013 for the purchase of eight FM translators for \$20,000, five of which were transferred to us on March 21, 2013 by the FCC. The three remaining construction permit applications were granted Permit status on January 29, 2016. They include: K221GE, Wickenburg, AZ (Facility No. 143311); K287BP, South Padre Island, TX (Facility No. 142717) and W270CS, Gulfport, MS Facility No. 142760) for which an Assignment Application is required to be filed with the FCC for its approval. A petition to deny, an informal objection and petition for reconsideration were filed by Powell Meredith Communications Company ("PMCC") and/or Amy Meredith. Each was either dismissed or denied by the FCC. A motion for turnover of the remaining three (3) translators is being filed in the Chapter 11 bankruptcy case (15-31245) for the three (3) remaining CPs granted CP status in January 2016.

We signed an Asset Purchase Agreement dated June 11, 2015 with Rubin Broadcasting, Inc. for the sale of FM translator K262CM, Needles, CA (Facility No. 142745) for \$15,475. The closing of this transaction is subject to approval of the FCC and was initially blocked by a petition to deny filed by PMCC on August 19, 2015. Our response was filed on September 10, 2015. The FCC dismissed the petition by PMCC and granted the assignment application to Rubin Broadcasting.

We signed an Asset Purchase Agreement dated September 10, 2015 with Adriana Aguirre for the sale of FM translator K283CB, Ruidoso, NM (Facility No. 142745) for \$21,500. The closing of this transaction is subject to approval of the FCC and is blocked by a petition to deny filed by Powell Meredith Communications Company on September 22, 2015. Our response was filed on October 23, 2015.

We signed an Asset Purchase Agreement dated October 28, 2016 with Cherry Creek St. George IV, LLC for the sale of FM translator K299BU, Kanosh, UT (Facility No. 145467) for \$35,000. The closing of this transaction is subject to approval of the FCC.

# Acquisition and Sale of Broadcast Assets

We are primarily engaged in the purchase, development and sale of FM Translator stations. Although we may periodically operate these facilities pending sale we do not generate significant revenue from station operations and substantially all of our revenue arises from the sale of assets from time to time.

Each transaction in which we are engaged is unique. In many cases, only nominal refurbishment of station equipment and facilities may be required. In other cases, substantial acquisition of equipment may be necessary, the negotiation of contracts with a multi-user transmitter tower site owner may be required, or we may undertake to relocate the translator station to a new

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location. Where we acquire a construction permit, either through purchase or application to the FCC, we undertake to construct the permit, acquire all station equipment required of the broadcast authorization and apply for a broadcast license.

# **Competition**

We operate in a highly competitive industry. We compete with large corporations that are engaged in both the development of FM translator stations and in operation of broadcast facilities. Many of these competitors have greater financial resources and name recognition than we do. Competition is based primarily on the scope of the FM translator station licenses or construction permits that involved signal coverage, price and financial terms. We believe that our flexibility and ability to make purchase and sale decisions quickly, and our focus on smaller broadcast markets are significant advantages. In addition, the reputation and successful history of executive officers as buyers of distressed and underdeveloped properties makes it possible for us to negotiate the acquisition of FM translator construction permits and licenses before their availability becomes generally known.

# Technological Change

The radio broadcasting industry is also subject to technological change, evolving industry standards and the emergence of new media technologies. Several new media technologies have been or are being developed, including the following:

- HD broadcast transmission by primary AM and FM radio stations makes the use of FM translators attractive for rebroadcasting a primary stations' programming.
- O On June 29, 2009, the FCC adopted a rule change that allows AM radio stations to be rebroadcast on FM translator stations.
- O On December 23, 2015, the FCC adopted an AM Revitalization plan in which AM licensees are permitted to relocate FM translators up to 250-miles away into the AM station market to rebroadcast programming. The second window for AM licensees of Class A & B stations opened on July 29, 2016 and closed October 31, 2016.

#### Environmental

As the owner, lessee, or operator of FM translator stations, we are subject to various federal, state, and local environmental laws and regulations. We are subject to RF ("radio frequency") radiation regulations near AM, FM and TV broadcast antennas. In order to comply with these regulations, we perform routine maintenance on, and quarterly measurements of radiation near, our antennas. Historically, compliance with these laws and regulations has not had a material adverse effect on our business.

#### Employees

We currently have no full-time employees. We employ independent contractors for technical, legal and marketing required in the purchase, development, upgrade and sale of our FM translator licenses and permits.

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# FEDERAL REGULATION OF THE BROADCAST INDUSTRY

The following is a brief summary of some provisions of the Communications Act and of specific FCC regulations and policies. The summary is not a comprehensive listing of all of the regulations and policies affecting radio stations. For further information concerning the nature and extent of federal regulation of radio stations, you should refer to the Communications Act, FCC rules and FCC public notices and rulings.

# **Overview**

Our construction, purchase, ownership, operation, and sale of radio broadcast facilities is regulated by the Federal Communications Commission (the "FCC"), which acts under authority derived from the Communications Act of 1934, as amended. Among other things, the FCC:

- O assigns frequency bands for broadcasting;
- O determines the particular frequencies, locations, operating powers and other technical parameters of broadcasting stations;
- O issues, renews, revokes and modifies station construction permits and operating licenses;
- O determines whether to approve changes in ownership or control of station construction permits and operating licenses;
- O regulates equipment used by stations; and
- O adopts and implements regulations and policies that directly or indirectly affect the ownership, operation and employment practices of stations.

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# FINANCIAL PROJECTIONS / SIX MONTH CASH FLOW

### January through June 2017

	March	Apr	May	June	July	Aug	September	Oct	November	December
Beginning Cash balance										
Cash Inflows										
Income from sales	\$7,400.00		\$ 16,900.00		\$7,000.00		\$9,000.00		\$7,000.00	
Accounts receiveable	\$29,675.00		\$ 67,600.00		\$28,000.00		\$36,000.00		\$28,000.00	
Total Cash Inflows	\$37,075.00		\$ 84,500.00		\$35,000.00		\$45,000.00		\$35,000.00	
Cash Outflows										
Operating Activity										
Marketing	\$3,707.50		\$ 8,450.00		\$3,500.00		\$4,500.00		\$3,500.00	
Engineering	\$720.00		\$ 1,080.00		\$850.00		\$480.00		\$850.00	
FCC fees	\$750.00		\$ 950.00		\$450.00		\$650.00		\$450.00	
Legal	\$7,027.00		\$ 5,000.00		\$2,500.00		\$2,500.00		\$2,500.00	
Total Cash Outflow	\$12,204.50		\$ 15,480.00		\$7,300.00		\$8,130.00		\$7,300.00	
			-							
Cash Flow	\$24,870.50		\$ 69,020.00		\$27,700.00		\$36,870.00		\$27,700.00	
Operating Cash Balance										

#### **BANKRUPTCY EXIT STRATEGY**

The Bankruptcy Code sets forth the prerequisites for Chapter 11 plans to be confirmed.

All postpetition debts must be paid at plan confirmation unless the claimant agrees otherwise. CTN has no post petition debts except for allowed administrated expenses and U.S. Trustee payments which will be paid in accordance with the Plan provisions.

Prepetition debts will be paid on a pro rata basis to all holders of prepetition debt. Payments will be made from the proceeds of the sales of the CP's.

Contracts and leases that CTN-DIP may want to keep will have to be "assumed" at confirmation. CTN-DIP will assume its contract with PMCC and cure any default in payment to PMCC only after PMCC fully performs its part by assigning all eight of the CP's to CTN-DIP. CTN-DIP will perform on its contracts with Cherry Creek St. George IVV, LLC by transferring the Kanosh CP to the buyer. CTN-DIP has a contract with Rockwell Media Services to perform development and marketing of the eight CP's purchased from PMCC. CTN-DIP will NOT assume its contract with Rockwell Media Services.

Creditors must be placed in separate classes depending on the type of claim they hold. According to the CTN-DIP Plan of Reorganization, all creditors have been placed in their respective classes. CTN-DIP has no secured creditors. CTN-DIP has placed creditors with contracts to purchase CP's in a separate class and have proscribed favorable treatment as described in the Plan. Unsecured non priority, non insiders are placed in a separate class. Unsecured non priority non insiders whose contracts will be rejected are placed in a separate class. At least one class of creditors will vote to accept the plan.