

ENTRAVISION COMMUNICATIONS CORP

Form 8-K

July 02, 2009

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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM 8-K

Current Report  
Pursuant to Section 13 or 15(d)  
of The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): June 26, 2009

ENTRAVISION COMMUNICATIONS CORPORATION

(Exact name of registrant as specified in its charter)

|   |  |  |
|---|--|--|
| Delaware<br>(State or other jurisdiction<br>of incorporation) | 1-15997<br>(Commission<br>File Number) | 95-4783236<br>(IRS Employer<br>Identification No.) |
|---|--|--|

2425 Olympic Boulevard, Suite 6000 West  
Santa Monica, California 90404  
(Address of principal executive offices) (Zip Code)

(310) 447-3870  
(Registrant's telephone number, including area code)

N/A  
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 4.01 Changes in Registrant's Certifying Accountant.

On June 26, 2009, the Audit Committee of the Board of Directors (the "Audit Committee") of Entravision Communications Corporation (the "Company") (i) dismissed PricewaterhouseCoopers LLP ("PWC") as the Company's independent registered public accounting firm and (ii) engaged McGladrey & Pullen LLP ("M&P") as the Company's independent registered public accounting firm.

The reports of PWC on the consolidated financial statements of the Company as of and for the years ended December 31, 2007 and 2008 did not contain an adverse opinion or disclaimer of opinion, nor were they qualified or modified as to uncertainty, audit scope, or accounting principle.

During the years ended December 31, 2007 and 2008 and through June 26, 2009, there were no disagreements with PWC on any matter of accounting principles or practices, financial statement disclosure, or auditing scope or procedure, which disagreements, if not resolved to the satisfaction of PWC, would have caused PWC to make reference to the subject matter of the disagreement in its reports on the Company's consolidated financial statements for such years.

The Company has provided PWC with a copy of the disclosures it is making herein and has requested that PWC furnish it with a letter addressed to the Securities and Exchange Commission stating whether or not PWC agrees with the above statements. A copy of such letter is filed herewith as Exhibit 16.1.

No consultations occurred between the Company and M&P during the years ended December 31, 2007 and 2008 and through June 26, 2009, regarding either (i) the application of accounting principles to a specific completed or proposed transaction, the type of audit opinion that might be rendered on the Company's financial statements, or other written or oral information provided that was an important factor considered by the Company in reaching a decision as to an accounting, auditing, or financial reporting issue; or (ii) any matter that was either the subject of a disagreement, as that term is defined in Item 304(a)(1)(iv) of Regulation S-K and the related instructions to Item 304 of Regulation S-K, or a "reportable event," as that term is defined in Item 304(a)(1)(v) of Regulation S-K.

#### Item 9.01 Financial Statements and Exhibits

##### (c) Exhibits

16.1 Letter from PricewaterhouseCoopers LLP addressed to the Securities and Exchange Commission.

#### SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

#### ENTRAVISION COMMUNICATIONS CORPORATION

Date: July 1, 2009

By: /s/ Walter F. Ulloa  
Walter F. Ulloa  
Chairman and Chief Executive  
Officer

EXHIBIT INDEX

| Exhibit | Description of Exhibit  |
|---------|---|
| Number  |   |
| 16.1    | Letter from PricewaterhouseCoopers LLP addressed to the Securities and Exchange Commission. |