

Worcester Telephone Company Filed 10/30/2000

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FCC 602  
Main Form

FCC Ownership Disclosure Information for the  
Wireless Telecommunications Services

Approved by OMB  
3060 - 0799  
See instructions for  
public burden estimate

ORIGINAL

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Applicant/Licensee Information

1) First Name (if individual):	M:	Last Name	suffix:
2) Applicant Name (if entity): WORCESTER TELEPHONE COMPANY			

Related FCC Regulated Businesses of Applicant/Licensee

4a) Name and address of all FCC Regulated Businesses owned by Applicant/Licensee (use additional sheets, if necessary):	4b) Principal Business:	4c) TIN:	4d) Percent of Interest Held:
N/A	RECEIVED OCT 31 2000 Licensing & Technical Analysis Branch		

Signature

5) Typed or Printed Name of Party Authorized to Sign

FirstName: Carol	M: L	Last Name Tacker	suffix:
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Title: Vice President-General Counsel & Secretary

Signature: Kellye Abernathy for	Date: 10-27-00
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Failure To Sign This Application May Result In Dismissal Of The Application And Forfeiture Of Any Fees Paid

WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 16, 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).

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Schedule for Disclosable Interest Holders

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holders First Name (if individual):		MI:	Last Name:		suffix:
2) Disclosable Interest Holders Name (if entity): SBC COMMUNICATIONS INC.				Disclosable Interest Holders TIN:	
4) Disclosable Interest Holders Address: ATTN: Wayne Watts, 175 East Houston, San Antonio, Texas 78205					
5) Type of Interest in Applicant ( I ) (refer to Instructions for list)		6) Disclosable Interest Holder is a(n): ( C ) (refer to instructions for list of codes):		7) Percent of Interest Held in Applicant: Approx. 63.76	
8) Disclosable interest Holder's Type of Ownership (refer to instructions for list): O-OTHER (VOTING)			9) Disclosable Interest Holders Country of Citizenship: UNITED STATES		
10) Relationship Description (if the discloseable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): The General Partner in Worcester Telephone Company, Southwestern Bell Mobile Systems, LLC, is wholly owned by SBC Wireless, LLC. See Exhibit 1.					

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:
See Exhibit 2			

FCC Ownership Disclosure Information for the  
Wireless Telecommunications Services

Schedule for Disclosable Interest Holders

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holders First Name (if individual):	MI:	Last Name:	suffix:
4) Disclosable Interest Holders Name (if entity): <b>BellSouth Corporation</b>		5) Disclosable Interest Holders TIN:	
4) Disclosable Interest Holders Address: <b>Attn: Charles Featherstun, 1155 Peachtree Street, N.E., Atlanta, GA 30309</b>			
5) Type of Interest in Applicant ( I ) (refer to Instructions for list)	6) Disclosable Interest Holder is a(n): ( C ) (refer to instructions for list of codes):		8) Percent of Interest Held in Applicant: Approx. 36.24
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): O-OTHER (VOTING)		9) Disclosable Interest Holders Country of Citizenship: United States	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): See Exhibit 1.			

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:
See Exhibit 2.			

SBC Wireless, LLC is wholly owned by Alloy LLC. Alloy LLC is approximately 60% owned by SBC Alloy Holdings, Inc. and approximately 40% owned by three wholly owned subsidiaries of **BellSouth** Corporation (“**BellSouth**”), **BellSouth** Cellular Corp.; **BellSouth** Mobile Data, Inc.; and **RAM** Broadcasting Corporation. In addition, a de **minimis** share of Alloy LLC is held by Alloy Management Corp.

SBC Alloy Holdings, Inc. is jointly owned by nine wholly owned subsidiaries of SBC Communications Inc. (“**SBC**”), Southern New England Telecommunications Corporation (“**SNET**”); The **Woodbury Telephone** Company (“**Woodbury**”); Pacific Telesis Group (“**PTG**”); New Southwestern Bell Mobile Systems, Inc. (“**New SBMS**”); New SBC Wireless, Inc. (“**New SBCW**”); AWACS, Inc.; Associated Communications Corporation (“**Associated**”); Radiofone Holdings, Inc. (“**Radiofone**”); and Ameritech Corporation (“**Ameritech**”). SBC directly, owns SNET, PTG, New SBCW, and Ameritech. SNET directly owns Woodbury. New SBCW owns 80% and PTG owns 20% of New SBMS. New SBCW also owns Associated and Radiofone in addition to Delaware Valley Cellular Corporation, which directly owns AWACS, Inc.

**BellSouth** directly owns RAM Broadcasting Corporation and **BellSouth** Enterprises, Inc., which directly owns (1) **BellSouth** Mobile Systems, Inc., which directly owns **BellSouth** Cellular Corp., and (2) **BellSouth** Mobile Data, Inc.

SBC Alloy Holdings, Inc. and **BellSouth** equally own and control Alloy Management Corp., which – in addition to the de **minimis** ownership interest in Alloy LLC described above – controls Alloy LLC. Therefore, although the economic interests in Alloy LLC are divided approximately 60/40 between SBC subsidiaries and **BellSouth** subsidiaries, control is equally shared.

For further information, reference the FCC Forms 602 for Alloy LLC, SBC, and **BellSouth** on file with the Commission.

Reference the FCC Forms 602 for SBC Communications Inc. and **BellSouth** Corporation on file with the Commission.