

ORIGINAL

46

FCC 602
Main Form

FCC Ownership Disclosure Information for the
Wireless Telecommunications Services

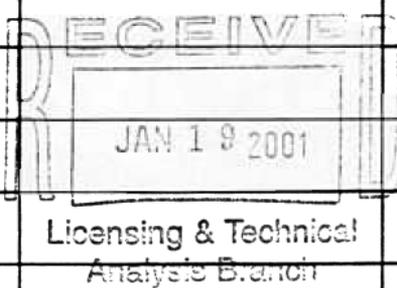
Approved by OMB
3060 - 0799
see instructions for
public burden estimate

Applicant/Licensee Information

| | | | |
|---|-----|-------------------|---------|
| 1) First Name (if individual): | MI: | Last Name: | Suffix: |
| 2) Applicant Name (if entity): WWI License Holding, Inc. | | 3) Applicant TIN: | |

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: |
|--|----------------------------|-------------|----------------------------------|
| None | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |



Signature

5) Typed or Printed Name of Party Authorized to Sign

| | | | |
|---|----------|---------------------|------------------|
| First Name Joseph | MI. M | Last Name Sandri | suffix Jr. |
| Title: Vice President and Regulatory Counsel | | | |
| Signature | | | Date: 1/11/01 |

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).

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 Fin: Name (if individual) | MI | Last Name | suffix |
| 2) Disclosable Interest Holders Name (if entity): Winstar Wireless, Inc. | | Disclosable Interest Holder's TIN: | |
| 4) Disclosable Interest Holders Address: 1577 Spring Hill Road, 6th Floor, Vienna, VA 22183 | | | |
| 5) Type of Interest in Applicant (D) | 6) Disclosable Interest Holder is a(n): (C) | | 7) Percent of Interest Held in Applicant: 100% |
| 6) Disclosable Interest Holders Type of Ownership (refer to instructions for list): C | | 9) Disclosable Interest Holder's Country of Citizenship: USA | |
| 10) Relationship Description (if the disclosable Interest holder is an indirect owner, list path of ownership from Indirect owner to the applicant): | | | |

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 1 | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |

| Name/Address | Principal Business | TIN | % of Interest Held |
|---|--------------------|------------|--------------------|
| Winstar Wireless of Delaware, LLC 1577 Spring Hill Rd., 6 th Floor Vienna, VA 22183 | Local CLEC Service | [REDACTED] | 100% |
| Winstar Wireless of Georgia, LLC 1577 Spring Hill Rd., 6 th Floor Vienna, VA 22183 | Local CLEC Service | [REDACTED] | 100% |
| Winstar Wireless of Indiana, LLC 1577 Spring Hill Rd., 6 th Floor Vienna, VA 22183 | Local CLEC Service | [REDACTED] | 100% |
| Winstar Wireless of New Jersey, LLC 1577 Spring Hill Rd., 6 th Floor Vienna, VA 22183 | Local CLEC Service | [REDACTED] | 100% |
| Winstar Wireless of New York, LLC 1577 Spring Hill Rd., 6 th Floor Vienna, VA 22183 | Local CLEC Service | [REDACTED] | 100% |
| Winstar Wireless of Pennsylvania, LLC 1577 Spring Hill Rd., 6 th Floor Vienna, VA 22183 | Local CLEC Service | [REDACTED] | 100% |
| Winstar Wireless of Virginia, LLC 1577 Spring Hill Rd., 6 th Floor Vienna, VA 22183 | Local CLEC Service | [REDACTED] | 100% |
| Winstar Wireless of West Virginia, LLC 1577 Spring Hill Rd., 6 th Floor Vienna, VA 22183 | Local CLEC Service | [REDACTED] | 100% |

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 Holder's First Name (if individual): | MI: | Last Name: | suffix |
| 2) Disclosable Interest Holders Name (if entity): Winstar Communications, Inc. | | 3) Disclosable Interest Holders TIN | |
| 4) Disclosable Interest Holders Address 685 Third Avenue, 31st Floor, New York, NY 10017 | | | |
| 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 100% | |
| 6) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): C | | 9) Disclosable Interest Holder's Country of Citizenship USA | |
| 10) Relationship Description (if the disclosable Interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Winstar Communications, Inc. owns 100% of Winstar Wireless, Inc. which owns 100% of WWI License Holding, Inc. | | | |

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

| IIa) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary): | IIb) Principal Business: | IIc) TIN: | IId) 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 Holder's First Name (if individual): | MI: | Last Name: | suffix: |
| 2) Disclosable Interest Holders Name (if entity): Janus Capital Corporation | | 3) Disclosable Interest Holders TIN See Exhibit 3 | |
| 4) Disclosable Interest Holders Address. See Exhibit 3 | | | |
| 5) Type of interest in Applicant () (refer to instructions for list) See Exhibit 3 | 6) Disclosable Interest Holder is a(n): () (refer to instructions for list of codes): See Exhibit 3 | 7) Percent of Interest Held in Applicant: See Exhibit 3 | |
| 6) Disclosable Interest Holders Type of Ownership (refer to instructions for list). See Exhibit 3 | | 9) Disclosable Interest Holder's Country of Citizenship: See Exhibit 3 | |
| 10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant) See Exhibit 3 | | | |

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 X3 (use additional sheets, if necessary) | 11b) Principal Business | 11c) TIN: | 11d) Percent of Interest Held |
|--|----------------------------|--------------|----------------------------------|
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |

WWI License Holding, Inc.
FCC Form 602
Exhibit 3
January 12, 2001

Janus Capital Corporation may be considered a beneficial owner of **Winstar** Communications, Inc. due to the fact that it advises several investment companies that cumulatively hold 12.4% of the Common Stock of **Winstar** Communications, Inc. As stated in a January 11, 2000 SEC Schedule 13G filing of Janus Capital Corporation:

Janus Capital Corporation is a registered investment adviser which furnishes investment advice to several investment companies registered under Section 8 of the Investment Company Act of 1940 and individual and institutional clients (collectively referred to herein as "Managed Portfolios"). As a result of its role as investment adviser or sub-adviser to the Managed Portfolios, Janus Capital may be deemed to be the beneficial owner of the shares of **Winstar** Common Stock held by such Managed Portfolios. However, Janus Capital does not have the right to receive any dividends from, or the proceeds from the sale of, the securities held in the Managed Portfolios and disclaims any ownership associated with such rights. Mr. Bailey owns approximately 12.2% of Janus Capital. In addition to being a stockholder of Janus Capital, Mr. Bailey serves as President and Chairman of the Board of Janus Capital and is filing this joint statement with Janus Capital as a result of such stock ownership and positions which may be deemed to enable him to exercise control over Janus Capital. Mr. Bailey does not own of record any shares of **Winstar** Common Stock and he has not engaged in any transaction in **Winstar** Common Stock. However, as a result of his position, Mr. Bailey may be deemed to have the power to exercise or to direct the exercise of such voting and/or dispositive power that Janus Capital may have with respect to **Winstar** Common Stock held by the Managed Portfolios. All shares reported herein have been acquired by the Managed Portfolios. and Mr. Bailey specifically disclaims beneficial ownership over any shares of **Winstar** Common Stock that he or Janus Capital may be deemed to beneficially own. Furthermore, Mr. Bailey does not have the right to receive any dividends from, or the proceeds from the sale of, the securities held in the Managed Portfolios and disclaims any ownership associated with such rights.

To clarify, SEC regulations require Janus Capital Corporation to disclose that it may be a beneficial owner of **Winstar** Communications, Inc. because the different Managed Portfolios that it advises collectively hold 12.4% of the Common Stock of **Winstar** Communications, Inc. It is noted that Janus Capital Corporation does not own any Common Stock of **Winstar** Communications, Inc. and in fact it specifically disclaims any ownership associated with these rights. To the best of our knowledge, none of the individual Managed Portfolios holds 10% or more Common Stock of **Winstar** Communications, Inc.

Out of an abundance of caution, the contact information for Janus Capital Corporation and Mr Bailey is set forth below:

Janus Capital Corporation
100 Fillmore Street
Denver, Colorado 80206-4923
Citizenship: Colorado (USA)

Thomas H. Bailey
100 Fillmore Street
Denver, Colorado 80206-4923
Citizenship: USA