

COPY

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Via Hand-Delivery

Magalie Roman Salas, Secretary
Federal Communications Commission
1270 Fairfield Road
Gettysburg, PA 17325-7245

May 4, 2000
RECEIVED
MAY 8 - 2000
Licensing & Technical
Analysis Branch



Re: Vodafone AirTouch Licenses LLC
FCC Ownership Disclosure Information for the Wireless
Telecommunications Services (FCC Form 602)

Dear Ms. Salas:

Pursuant to § 1.919 of the FCC's rules, Vodafone AirTouch Licenses LLC ("Filer") hereby files an FCC Ownership Disclosure Information for the Wireless Telecommunications Services (FCC Form 602). The purpose of this filing is to disclose recent, FCC-approved ownership changes in the referenced Filer.

By this filing, Filer has attempted to provide the most complete ownership information possible, using good faith and best efforts. Should additional information be requested, the enclosed Form 602 will be updated accordingly.

Please contact the undersigned should you have any questions concerning this submission.

Sincerely,

WILKINSON BARKER KNAUER, LLP

By: Kathryn A. Zachem
Kenneth D. Patrich
Brian W. Higgins

Enclosure

Applicant/Licensee Information

1) First Name (if individual):	MI:	Last Name:	Suffix:
2) Applicant Name (if entity): Vodafone AirTouch Licenses LLC		3) Applicant TIN: [REDACTED]	

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:
See Attachment A			

Signature

5) Typed or Printed Name of Party Authorized to Sign

First Name: John	MI:	Last Name: Thorne	Suffix:
Title: Duly Authorized Representative*			
Signature: 		Date: 5-3-2000	

Failure To Sign This Application May Result In Dismissal Of The Application And Forfeiture Of Any Fees Paid

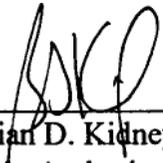
WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (US. Code, Title 47, Section 312(a)(1)). AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).

*Authorized representative signs on behalf of Bell Atlantic Corporation, Cellco Partnership, and their respective FCC-regulated businesses.

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SUPPLEMENTAL SIGNATURE PAGE

The party listed below hereby signs the instant Form 602 on behalf of Vodafone
AirTouch Plc and its FCC-regulated businesses.



Brian D. Kidney
Duly Authorized Representative

May 3, 2000

Date



ATTACHMENT A

On March 30, 2000, the FCC approved a series of applications filed by Bell Atlantic Corporation (“Bell Atlantic”) and Vodafone AirTouch Plc (“Vodafone”) to create a new, domestic wireless business that combines the cellular, PCS, and other wireless properties of both companies. The companies consummated this transaction on April 3, 2000. The companies hold their respective ownership interests in this new venture indirectly through Cellco Partnership (“Cellco”). Bell Atlantic indirectly owns 34.9% and exercises control of Cellco through a number of intermediate holding companies; Vodafone indirectly owns the remaining 65.1% of Cellco through a number of intermediate holding companies. The Applicant is a wholly-owned, direct subsidiary of Cellco.

I. OWNERSHIP OF CELLCO PARTNERSHIP¹

A. BELL ATLANTIC CORPORATION

Bell Atlantic Corporation (██████████), the indirect and controlling parent of Cellco, owns 100% each of Bell Atlantic Investments, Inc. (██████████) and NYNEX Corporation (██████████). Bell Atlantic Investments, Inc. (██████████) owns 100% of Bell Atlantic Global Wireless, Inc. (██████████), which in turn owns 100% of Bell Atlantic Cellular Holdings, L.P. (██████████) through the following intermediate holding companies: Bell Atlantic Mobile Systems, Inc. (██████████), Bell Atlantic Mobile Systems of Northern New Jersey, Inc. (██████████) and Bell Atlantic Personal Communications, Inc. (██████████). NYNEX Corporation owns 100% of NYNEX Mobile Communications Company (██████████) which in turn owns 100% of NYNEX PCS Inc. (██████████). Bell Atlantic Cellular Holdings, L.P., Bell Atlantic Personal Communications, Inc., and NYNEX PCS Inc. own 49%, 1%, and 50%, respectively, of PCSCO Partnership (██████████). Bell Atlantic Cellular Holdings, L.P. owns 15.83%, PCSCO Partnership owns 8.92% and NYNEX PCS Inc. owns 10.15% of Cellco.

B. VODAFONE AIRTOUCH PLC

Vodafone AirTouch Plc (TIN: ██████████) owns 100% of Vodafone International Operations Limited, a U.K. corporation. Vodafone International Operations Limited owns 100%

¹Bell Atlantic and Vodafone are widely-held, publicly-traded corporations that are primarily engaged in the provision of telecommunications services to the public. Unless noted otherwise, all entities listed herein are organized under the laws of the United States. No foreign corporation listed herein holds any direct ownership interests in any common carrier radio licenses. In addition, no foreign corporation listed herein, unless noted otherwise, holds a U.S. Taxpayer Identification Number (“TIN”) or an equivalent identification number assigned by the Wireless Telecommunications Bureau for electronic application filing purposes.

of Vodafone International Holdings Limited and Vodafone Worldwide Holdings Limited, both U.K. corporations. Vodafone International Holdings Limited and Vodafone Worldwide Holdings Limited own, respectively, 74% and 26% of Taskonly Limited, a U.K. corporation. Taskonly Limited owns 100% of Vodaphone Limited and Vodata Limited, both U.K. corporations. Vodaphone Limited and Vodata Limited own, respectively, 10% and 90% of Vodafone Luxembourg S.a.r.l ("Lux 1"), a Luxembourg corporation. Lux 1 owns 100% of Vodafone Luxembourg 2 S.a.r.l ("Lux 2"), a Luxembourg corporation. Lux 2 owns 100% of Vodafone Luxembourg 3 S.a.r.l. ("Lux 3"), a Luxembourg corporation. The three Luxembourg entities own Vodafone US Partners ([REDACTED]), a Delaware general partnership, as follows: Lux 1 (10%), Lux 2 (89.99%) and Lux 3 (.0089%). Vodafone US Partners is the 100% direct owner of AirTouch Communications, Inc. ([REDACTED]) which in turn is the 100% owner of AirTouch Paging ([REDACTED]), JV Partnerco ([REDACTED]) and AirTouch PCS Holding, Inc. ([REDACTED]). AirTouch Communications, Inc. and AirTouch PCS Holding, Inc. own 49% and 51%, respectively, of PCS Nucleus, L.P. ([REDACTED]). Vodafone AirTouch Plc holds its indirect, 65.1% interest in Cellco through AirTouch Paging, JV Partnerco, LLC, and PCS Nucleus, L.P.

II. FCC-REGULATED BUSINESSES

A. BELL A&ANTIC CORPORATION (ABOVE CELLCO PARTNERSHIP)*

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:
Bell Atlantic-Delaware, Inc. 901 Tatnall Street Wilmington, DE 19801	Operating Telephone Company	[REDACTED]	100
Bell Atlantic-Maryland, Inc. 1 East Pratt Street Baltimore, MD 21202	Operating Telephone Company	[REDACTED]	100
Bell Atlantic-New Jersey, Inc. 540 Broad Street Newark, NJ 07101	Operating Telephone Company	[REDACTED]	100
Bell Atlantic-Pennsylvania, Inc. 1717 Arch Street Philadelphia, PA 19103	Operating Telephone Company	[REDACTED]	100

²Unless noted otherwise in the preceding section, none of the entities listed below hold direct or indirect ownership interests in Cellco Partnership.

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:
Houston MTA, L.P. 6 Campus Circle Westlake, TX 76262	Telecommunications	[REDACTED]	50
New England Telephone & Telegraph Company 185 Franklin Street Boston, MA 02110	Operating Telephone Company	[REDACTED]	100
New York Telephone Company 1095 Avenue of the Americas New York, NY 10036	Operating Telephone Company	[REDACTED]	100
NYNEX Long Distance Company 1166 Avenue of the Americas New York, NY 10018	Long Distance	[REDACTED]	100
PCSCO Partnership 1717 Arch Street Philadelphia, PA 19103	Telecommunications	[REDACTED]	100
Richmond 20 MHz LLC 6 Campus Circle Westlake, TX 76262	Telecommunications	[REDACTED]	50
Telecom Corporation of New Zealand Limited ³ 13-27 Manners Street P.O. Box 570 Wellington, New Zealand	Telecommunications	N/A	24.95
Telesector Resources Group, Inc. 1095 Avenue of the Americas New York, NY 10036	Telecommunications	[REDACTED]	100

³This company, which holds no FCC common carrier licenses, is organized under the laws of New Zealand.

B. VODAFONE AIRTOUCH PLC (ABOVE CELLCO PARTNERSHIP)⁴

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:
Bay Area Cellular Telephone Company 651 Gateway Blvd., Suite 1500 South San Francisco, CA 94080	Telecommunications	[REDACTED]	47
Cagal Cellular Communications, Inc. 651 Gateway Blvd., Suite 1500 South San Francisco, CA 94080	Telecommunications	[REDACTED]	40.2
Chicago 10 MHz LLC 6 Campus Circle Westlake, TX 76262	Telecommunications	[REDACTED]	50
Chicago 20 MHz LLC 6 Campus Circle Westlake, TX 76262	Telecommunications	[REDACTED]	50
Globalstar USA, Inc. One California Street San Francisco, CA 94111	Telecommunications	[REDACTED]	100
Houston 10 MHz LLC 6 Campus Circle Westlake, TX 76262	Telecommunications	[REDACTED]	50
Houston MTA, L.P. 6 Campus Circle Westlake TX 76262	Telecommunications	[REDACTED]	50
Mannesman Telecommunications USA, Inc. 450 Park Avenue, 24th Floor New York, NY 10022	Telecommunications	N/A	≤49.5
Napa Cellular Telephone Company 651 Gateway Blvd., Suite 1500 South San Francisco, CA 94080	Telecommunications	[REDACTED]	49.9
Richmond 20 MHz LLC 6 Campus Circle Westlake, TX 76262	Telecommunications	[REDACTED]	50

⁴Unless noted otherwise in the preceding section, none of the entities listed below hold direct or indirect ownership interests in Cellco Partnership.

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:	II d) Percent of Interest Held:
Salinas Cellular Telephone Company 65 1 Gateway Blvd., Suite 1500 South San Francisco, CA 94080	Telecommunications	[REDACTED]	42.9
Vodafone AirTouch Satellite Services, Inc. 1340 Treat Blvd., Suite 500 Walnut Creek, CA	Telecommunications	[REDACTED]	100

C. CELLCO PARTNERSHIP

4a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	4b) Principal Business:	4c) TIN:	4d) Percent of Interest Held:
Allentown SMSA Limited Partnership 180 Washington Valley Road Bedminster, NJ 0792 1	Telecommunications	[REDACTED]	53.1
Anderson Cellular Telephone Company 180 Washington Valley Road Bedminster, NJ 0792 1	Telecommunications	[REDACTED]	97
Athens Cellular, Inc. 4 15 1 Ashford-Dunwoody Road Atlanta, GA	Telecommunications	[REDACTED]	86.6
Badlands Cellular of North Dakota Limited Partnership 8350 East Crescent Parkway, Suite 400 Englewood, CO 80111	Telecommunications	[REDACTED]	49.0
Bell Atlantic Mobile of Asheville, Inc. 180 Washington Valley Road Bedminster, NJ 0792 1	Telecommunications	[REDACTED]	100
Bell Atlantic Mobile of Rochester, L.P. 180 Washington Valley Road Bedminster, NJ 0792 1	Telecommunications	[REDACTED]	85
Binghampton MSA Limited Partnership 180 Washington Valley Road Bedminster, NJ 0792 1	Telecommunications	[REDACTED]	100
Bismarck MSA Limited Partnership 8350 East Crescent Parkway, Suite 400 Englewood, CO 80111	Telecommunications	[REDACTED]	51.0

4a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	4b) Principal Business:	4c) TIN:	4d) Percent of Interest Held:
Blue Ridge Cellular Telephone Company 180 Washington Valley Road Bedminster, NJ 07921	Telecommunications	[REDACTED]	100
Boise City MSA Limited Partnership 3350 161st Avenue, SE Bellevue, WA 98008	Telecommunications	[REDACTED]	100
Cal-One Cellular Limited Partnership P.O. Box 157 Etna, CA	Telecommunications	[REDACTED]	5.6
Cellular Inc. Network Corporation 8350 East Crescent Parkway, Suite 400 Englewood, CO 80111	Telecommunications	[REDACTED]	100
Coconino, Arizona RSA Limited Partnership 3350 161st Avenue, SE Bellevue, WA 98008	Telecommunications	[REDACTED]	100
Colorado 4 - Park Limited Partnership 8350 East Crescent Parkway, Suite 400 Englewood, CO 80111	Telecommunications	[REDACTED]	61.75
Colorado 7 - Saguache Limited Partnership 8350 East Crescent Parkway, Suite 400 Englewood, CO 80111	Telecommunications	[REDACTED]	69.4
Colorado RSA No. 3 Limited Partnership 3350 161 st Avenue, SE Bellevue, WA 98008	Telecommunications	[REDACTED]	100
CommNet Cellular, Inc. 8350 East Crescent Parkway, Suite 400 Englewood, CO 80111	Telecommunications	[REDACTED]	100
CommNet Cellular License Holding LLC 8350 East Crescent Parkway, Suite 400 Englewood, CO 80111	Telecommunications	[REDACTED]	100
Dallas MTA, L.P. 6 Campus Circle Westlake, TX 76262	Telecommunications	[REDACTED]	100
Des Moines MSA General Partnership 3350 161st Avenue, SE Bellevue, WA 98008	Telecommunications	[REDACTED]	76
Dubuque MSA Limited Partnership 180 Washington Valley Road Bedminster, NJ 07921	Telecommunications	[REDACTED]	100

4a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	4b) Principal Business:	4c) TIN:	4d) Percent of Interest Held:
Duluth MSA Limited Partnership 3350 161st Avenue, SE Bellevue, WA 98008	Telecommunications	[REDACTED]	83.66
Duluth MSA Limited Partnership One California Street San Francisco, CA 94 111	Telecommunications	[REDACTED]	16.34
Eastern South Dakota Cellular of South Dakota Limited Partnership 8350 East Crescent Parkway, Suite 400 Englewood, CO 80111	Telecommunications	[REDACTED]	100
Gold Creek Cellular of Montana Limited Partnership 8350 East Crescent Parkway, Suite 400 Englewood, CO 80111	Telecommunications	[REDACTED]	100
Grays Harbor - Mason Limited Partnership 3350 161st Avenue, SE Bellevue, WA 98008	Telecommunications	[REDACTED]	37.5
Great Salt Flats Partnership 3350 161st Avenue, SE Bellevue, WA 98008	Telecommunications	[REDACTED]	49
GTE Mobilnet of Terre Haute Limited Partnership 245 Perimeter Center Parkway Atlanta, GA 30346	Telecommunications	[REDACTED]	16.67
GTE Mobilnet of Santa Barbara L.P. 107 Elm Street, 5th Floor Stamford, CT	Telecommunications	[REDACTED]	10
Hamilton Cellular Telephone Company 26935 Northwestern Hwy Southfield, MI	Telecommunications	[REDACTED]	99.6
Idaho 6 - Clark Limited Partnership 8350 East Crescent Parkway, Suite 400 Englewood, CO 80111	Telecommunications	[REDACTED]	100
Idaho RSA 3 Limited Partnership 3350 161st Avenue, SE Bellevue, WA 98008	Telecommunications	[REDACTED]	33.33
Idaho RSA 3 Limited Partnership 3350 161st Avenue, SE Bellevue, WA 98008	Telecommunications	[REDACTED]	66.66
Idaho RSA No. 2 Limited Partnership 3350 161st Avenue, SE Bellevue, WA 98008	Telecommunications	[REDACTED]	50

4a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	4b) Principal Business:	4c) TIN:	4d) Percent of Interest Held:
Idaho RSA No. 2 Limited Partnership 3350 161st Avenue, SE Bellevue, WA 98008	Telecommunications	[REDACTED]	50
Idaho RSA No. 1 Limited Partnership 3350 161st Avenue, SE Bellevue, WA 98008	Telecommunications	[REDACTED]	75
Illinois SMSA Limited Partnership 2000 W. Ameritech Center Drive, #3G39D Hoffman Estates, IL 98008	Telecommunications	[REDACTED]	12.65
Iowa 8 - Monona Limited Partnership B350 East Crescent Parkway, Suite 400 Englewood, CO 80111	Telecommunications	[REDACTED]	44.92
Iowa RSA 5 Limited Partnership One GTE Place Alpharetta, GA 30004-85 11	Telecommunications	[REDACTED]	78.57
Iowa RSA No. 4 Limited Partnership 245 Perimeter Center Parkway Atlanta , GA 30346	Telecommunications	[REDACTED]	10.11
Iowa RSA No. 2 Limited Partnership 3350 161st Avenue, SE Bellevue, WA 98008	Telecommunications	[REDACTED]	49.5
Las Cruces Cellular Telephone Company 1133 North Scottsdale Road Scottsdale , AZ 85254	Telecommunications	[REDACTED]	76.3
Los Angeles SMSA Limited Partnership One California Street San Francisco, CA 94 111	Telecommunications	[REDACTED]	82.3
Metroplex Telephone Company P.O. Box 97061 Redmond, WA	Telecommunications	[REDACTED]	17
Missouri RSA 9B 1 Limited Partnership 17330 Preston Road, Suite 100A Dallas, TX 75252	Telecommunications	N/A	14.7
Missouri RSA 9B 1 Limited Partnership 17330 Preston Road Suite 1 OOA Dallas, TX 75252	Telecommunications	N/A	N/A
Modoc RSA Limited Partnership 2 150 River Plaza Drive Sacramento, CA 95833	Telecommunications	[REDACTED]	25

4a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	4b) Principal Business:	4c) TIN:	4d) Percent of Interest Held:
Mohave Cellular Limited Partnership P.O. Box 3801 Stamford, CT	Telecommunications	[REDACTED]	33.33
Muskegon Cellular Partnership 26935 Northwestern Hwy Southfield, MI	Telecommunications	[REDACTED]	79.41
Nationwide 929.8875 LLC 1222 1 Merit Drive, Suite 800 Dallas, TX	Telecommunications	[REDACTED]	50
New Hampshire RSA 2 Partnership 180 Washington Valley Road Bedminster, NJ 07921	Telecommunications	[REDACTED]	100
New Mexico RSA No. 5 Limited Partnership One GTE Place Alpharetta, GA 30004-8511	Telecommunications	[REDACTED]	16.33
New Mexico RSA 3 Limited Partnership 245 Perimeter Center Parkway Atlanta, GA 30346	Telecommunications	[REDACTED]	12.25
New York RSA 2 Cellular Partnership 180 Washington Valley Road Bedminster, NJ 07921	Telecommunications	[REDACTED]	42
New York RSA No. 3 Cellular Partnership 180 Washington Valley Road Bedminster, NJ 07921	Telecommunications	[REDACTED]	100
New York SMSA Limited Partnership 180 Washington Valley Road Bedminster, NJ 07921	Telecommunications	[REDACTED]	90
NewPar 26935 Northwestern Highway Southfield, MI	Telecommunications	[REDACTED]	100
North Central RSA 2 of North Dakota Limited Partnership 8350 East Crescent Parkway, Suite 400 Englewood, CO 80111	Telecommunications	[REDACTED]	65.06
North Dakota 5 - Kidder Limited Partnership 8350 East Crescent Parkway, Suite 400 Englewood, CO 80111	Telecommunications	[REDACTED]	61.75
North Dakota RSA No. 3 Limited Partnership One California Street San Francisco, CA 94111	Telecommunications	[REDACTED]	41.45

4a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	4b) Principal Business:	4c) TIN:	4d) Percent of Interest Held:
North Dakota RSA No. 3 Limited Partnership 3350 161st Avenue, SE Bellevue, WA 98008	Telecommunications	[REDACTED]	15.41
Northern New Mexico Limited Partnership 8350 East Crescent Parkway, Suite 400 Englewood, CO 80111	Telecommunications	[REDACTED]	58.36
Northwest Dakota Cellular of North Dakota Limited Partnership 8350 East Crescent Parkway, Suite 400 Englewood, CO 80111	Telecommunications	[REDACTED]	53.36
NYNEX Mobile Limited Partnership 1 180 Washington Valley Road Bedminster, NJ 0792 1	Telecommunications	[REDACTED]	100
NYNEX Mobile Limited Partnership 2 180 Washington Valley Road Bedminster, NJ 0792 1	Telecommunications	[REDACTED]	100
NYNEX Mobile of New York L.P. 180 Washington Valley Road Bedminster, NJ 0792 1	Telecommunications	[REDACTED]	100
Olympia Cellular Limited Partnership 3350 161st Avenue, SE Bellevue, WA 98008	Telecommunications	[REDACTED]	76.42
Omaha Cellular Telephone Company 3350 161st Avenue, SE Bellevue, WA 98008	Telecommunications	[REDACTED]	93.75
Orange County-Poughkeepsie MSA Limited Partnership 180 Washington Valley Road Bedminster, NJ 0792 1	Telecommunications	[REDACTED]	85
Oxnard/Ventura/Simi Limited Partnership P.O. Box 19707 Irvine, CA	Telecommunications	[REDACTED]	82.3
Pennsylvania No. 3 Sector 2 Limited Partnership 180 Washington Valley Road Bedminster, NJ 0792 1	Telecommunications	[REDACTED]	38.5
Pennsylvania No. 4 Sector 2 Limited Partnership 180 Washington Valley Road Bedminster, NJ 0792 1	Telecommunications	[REDACTED]	50

4a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	4b) Principal Business:	4c) TIN:	4d) Percent of Interest Held:
Pennsylvania RSA No. 6(II) Limited Partnership 180 Washington Valley Road Bedminster, NJ 07921	Telecommunications	[REDACTED]	51.1
Pittsburgh SMSA Limited Partnership 180 Washington Valley Road Bedminster, NJ 07921	Telecommunications	[REDACTED]	92.8
Pittsfield Cellular Telephone Company 180 Washington Valley Road Bedminster, NJ 07921	Telecommunications	[REDACTED]	70.9
Platte River Cellular of Colorado Limited Partnership 8350 East Crescent Parkway, Suite 400 Englewood, CO 80111	Telecommunications	[REDACTED]	61.75
Portland Cellular Partnership 180 Washington Valley Road Bedminster, NJ 07921	Telecommunications	[REDACTED]	66.7
PrimeCo Personal Communications, L.P. 6 Campus Circle Westlake, TX 76262	Telecommunications	[REDACTED]	100
Pueblo MSA Limited Partnership 8350 East Crescent Parkway, Suite 400, Englewood, CO 80111	Telecommunications	[REDACTED]	73.99
Redding MSA Limited Partnership 2 150 River Plaza Drive Sacramento, CA 95833	Telecommunications	[REDACTED]	48.45
RSA 7 Limited Partnership 3350 161st Avenue, SE Bellevue, WA 98008	Telecommunications	[REDACTED]	14.14
Sacramento Valley Limited Partnership 2150 River Plaza Drive Sacramento, CA 95833	Telecommunications	[REDACTED]	49.9
Salinas Cellular Telephone Company 651 Gateway Blvd., Suite 1500 S. San Francisco, CA	Telecommunications	[REDACTED]	42.96
San Antonio MTA, L.P. 6 Campus Circle Westlake, TX 76262	Telecommunications	[REDACTED]	100

4a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	4b) Principal Business:	4c) TIN:	4d) Percent of Interest Held:
San Antonio MTA, L.P. 6 Campus Circle Westlake, TX 76262	Telecommunications	[REDACTED]	100
San Isabel Cellular of Colorado Limited Partnership 8350 East Crescent Parkway, Suite 400 Englewood, CO 80111	Telecommunications	[REDACTED]	49.0
Seattle SMSA Limited Partnership 3350 161st Avenue, SE Bellevue, WA 98008	Telecommunications	[REDACTED]	99.12
Sioux City MSA Limited Partnership 8350 East Crescent Parkway, Suite 400 Englewood, CO 80111	Telecommunications	[REDACTED]	74.50
Smoky Hill Cellular of Colorado Limited Partnership 8350 East Crescent Parkway, Suite 400 Englewood, CO 80111	Telecommunications	[REDACTED]	66.0
South Dakota 7 - Sully Limited Partnership 8350 East Crescent Parkway, Suite 400 Englewood, CO 80111	Telecommunications	[REDACTED]	100
South Dakota 8 - Kingsbury Limited Partnership 8350 East Crescent Parkway, Suite 400 Englewood, CO 80111	Telecommunications	[REDACTED]	100
Soutwestco Wireless, L.P. 1133 North Scottsdale Road Scottsdale, AZ 85254	Telecommunications	[REDACTED]	100
Spokane MSA Limited Partnership 3350 161st Avenue, SE Bellevue, WA 98008	Telecommunications	[REDACTED]	100
Springfield Cellular Telephone Company 26935 Northwestern Hwy Southfield, MI	Telecommunications	[REDACTED]	92.61
St. Joseph Celltelco 10895 Lowell Overland Park, KS 66210	Telecommunications	[REDACTED]	43.5
St. Lawrence Seaway RSA Cellular Partnership 180 Washington Valley Road Bedminster, NJ 07921	Telecommunications	[REDACTED]	40
Syracuse SMSA Limited Partnership 180 Washington Valley Road Bedminster, NJ 07921	Telecommunications	[REDACTED]	55

4a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	4b) Principal Business:	4c) TIN:	4d) Percent of Interest Held:
Two Buttes Cellular of Colorado Limited Partnership 8350 East Crescent Parkway, Suite 400 Englewood, CO 80111	Telecommunications	[REDACTED]	49
Upstate Cellular Network 180 Washington Valley Road Bedminster, NJ 07921	Telecommunications	[REDACTED]	100
Utah RSA 6 Limited Partnership 8350 East Crescent Parkway, Suite 400 Englewood, CO 80111	Telecommunications	[REDACTED]	80
Vermont RSA Limited Partnership 180 Washington Valley Road Bedminster, NJ 07921	Telecommunications	[REDACTED]	100
Vodafone AirTouch Licenses LLC One California Street San Francisco, CA	Telecommunications	[REDACTED]	100
Wasatch Utah RSA No. 2 Limited Partnership 3350 161st Avenue, SE Bellevue, WA 98008	Telecommunications	[REDACTED]	66.67
Washington DC SMSA Limited Partnership 180 Washington Valley Road Bedminster, NJ 07921	Telecommunications	[REDACTED]	64.7
Waterloo MSA Limited Partnership 180 Washington Valley Road Bedminster, NJ 07921	Telecommunications	[REDACTED]	100
Wyoming 1 - Park Limited Partnership 8350 East Crescent Parkway, Suite 400 Englewood, CO 80111	Telecommunications	[REDACTED]	66
Yuma, Arizona RSA Limited Partnership 3350 161st Avenue, SE Bellevue, WA 98008	Telecommunications	[REDACTED]	100