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1914 - 1999

September 28, 1999

*LIMITED TO PRACTICE BEFORE
FEDERAL AGENCIES AND COURTS

WRITER'S DIRECT DIAL NO.
(202) 828-5515

Federal Communications Commission
1270 Fairfield Road
Gettysburg, Pennsylvania 17325-7215



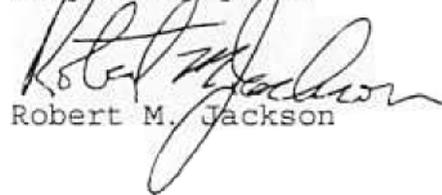
Re: Two Buttes Cellular of Colorado Limited Partnership

Dear FCC Staff:

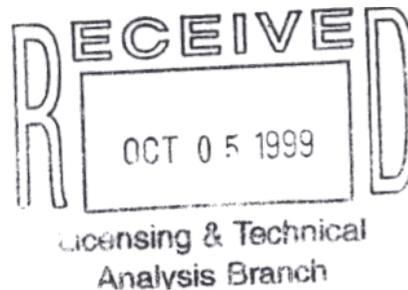
On behalf of Two Buttes Cellular of Colorado Limited Partnership, we are transmitting herewith its FCC Form 602 ownership disclosure report.

Please refer any inquiries or correspondence in connection with this matter to our offices.

Very truly yours


Robert M. Jackson

Attachment
cc(w/att): Joy Robertson



Applicant/Licensee Information

1) First Name (if individual)	MI:	Last Name	suffix
2) Applicant Name (if entity): Two Buttes Cellular of Colorado Limited Partnership		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:
Two Buttes Cellular of Colorado Limited Partnership 8350 East Crescent Parkway, #400 Englewood, CO 80111	Cellular service provider in the CO 8 RSA	See Above	100%

Signature

5) Typed or Printed Name of Party Authorized to Sign

First Name: Thomas	MI: D	Last Name: Flaherty	suffix:
Title: Officer, General Partner			
Signature: 		Date: 09/27/1999	
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 (U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).			



Schedule for Disclosable Interest Holders

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

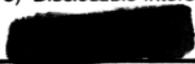
1) Disclosable Interest Holders First Name (if individual):	MI:	Last Name:	suffix
2) Disclosable Interest Holders Name (if entity): Cellular, Inc. Network Corporation		3) Disclosable Interest Holder's TIN 	
4) Disclosable Interest Holder's Address: 8350 East Crescent Parkway, Suite 400, Englewood, CO 80111			
5) Type of Interest in Applicant (D) (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: 51%	
8) Disclosable Interest Holders Type of Ownership (refer to instructions for list): G		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): Cellular Inc. Network Corporation has a 51% interest as general partner in Two Buttes Cellular of Colorado Limited Partnership.			

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

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:
Cellular Inc. Network Corporation	Cellular Service	See Above	100%

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 Holder's Name (if entity): CommNet Cellular Inc.				3) Disclosable Interest Holder's TIN: 	
4) Disclosable Interest Holder's Address 8350 East Crescent Parkway, Suite 400, Englewood, CO 80111					
5) Type of Interest in Applicant () (refer to instructions for list) D, I		6) Disclosable Interest Holder is a(n): (C) (refer to instructions for list of codes).		7) Percent of Interest Held in Applicant 100%	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list) C, G, L			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): CommNet Cellular Inc. owns 100% of Cellular Inc. Network Corporation; and has a 48% interest as general partner, and a 1% interest as limited partner, in Two Buttes Cellular of Colorado Limited Partnership.					

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:
CommNet Cellular Inc.	Cellular service through partnership interests		DNA
	and wholly-owned subsidiaries.		

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
2) Disclosable Interest Holder's Name (if entity): BCP CommNet , L.P.			3) Disclosable Interest Holder's TIN 	
4) Disclosable Interest Holder's Address 345 Park Avenue. New York, NY 10041				
5) Type of Interest in Applicant (I) (refer to Instructions for list)	6) Disclosable Interest Holder is a(n): (L) (refer to instructions for list of codes):		7) Percent of Interest Held in Applicant 86.18%	
6) Disclosable Interest Holders Type of Ownership (refer to instructions for list): C - voting			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) BCP CommNet , L.P. owns an 86.18% stock ownership interest in CommNet Cellular Inc.				

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:
			

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 Holder's Name (if entity): Blackstone CCI Capital Partners L.P.		3) Disclosable Interest Holder's TIN [REDACTED]	
4) Disclosable Interest Holder's Address 345 Park Avenue, New York, NY 10041			
5) Type of Interest in Applicant (I) (refer to Instructions for list)	6) Disclosable Interest Holder is a(n): (L) (refer to instructions for list of codes).	7) Percent of Interest Held in Applicant DNA	
8) Disclosable Interest Holders Type of Ownership (refer to instructions for list) C - voting; G; L		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) Blackstone CCI Capital Partners L.P. is the sole general partner in BCP CommNet, L.P.			

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

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 Holder's Name (if entity): Blackstone Management Associates II LLC			3) Disclosable Interest Holder's TIN : [REDACTED]	
4) Disclosable Interest Holder's Address : 345 Park Avenue, New York, NY 10041				
5) Type of Interest in Applicant (I) (refer to instructions for list)		6) Disclosable Interest Holder is a(n): (M) (refer to instructions for list of codes):		7) Percent of Interest Held in Applicant DNA
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list) C, G, 0 (LLC Membership Interest)			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) Blackstone Management Associates II LLC is the sole general Partner in Blackstone CCI Capital Partners L.P.				

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