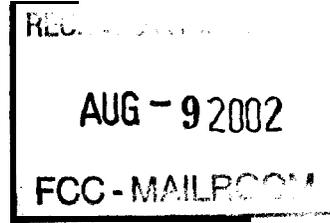


PaulHastings

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(202) 508-9562  
christinecrowe@paulhastings.com

August 5, 2002

27001.81431

VIA MESSENGER

Wireless Telecommunications Bureau  
Federal Communications Commission  
1270 Fairfield Road  
Gettysburg, PA 17325-7245

Re: FCC Ownership Disclosure Information  
Devon Burlington D LLC

Dear Sir or Madame:

On behalf of Devon Burlington D LLC ("Devon Burlington"), we are transmitting herewith, in duplicate, FCC Ownership Disclosure Information for the Wireless Telecommunications Services (FCC Form 602) for Devon Burlington in compliance with Section 1.2112(a) of the Commission's Rules and in conjunction with the filing of an application for pro forma assignment of license from Devon Mobile Communications, L.P. to Devon Burlington. As we have been advised by FCC staff that the Form 602 is not yet currently available for filing via the ULS, we are submitting this form manually.

Enclosed is a copy of this form for the Commission's files, together with an additional copy marked "File Copy." Please stamp the enclosed copy of this letter marked "File Copy" to indicate receipt of this filing by the Commission and return the stamped copy to our messenger.

Should there be any questions in connection with this filing, kindly refer them to the undersigned.

Very truly yours,

Christine M. Crowe  
for PAUL, HASTINGS, JANOFSKY & WALKER LLP

REC'D & INSPECTED

AUG 05 2002

FCC-GBG MAILROOM

CMC/TMA

WDC/221754.1

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): <b>Devon Burlington D LLC</b>		3) FCC Registration Number (FRN): <b>0007-4838-94</b>	

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) FCC Registration Number (FRN):	4d) Percent of Interest Held:
None			

Signature

5) Typed or Printed Name of Party Authorized to Sign

First Name: <b>Lisa-Gaye</b>	MI:	Last Name: <b>Shearing Mead</b>	Suffix:
Title: <b>President of Managing Partner of Sole Member</b>			

REC'D & INSPECTED

Signature: <i>Lisa-Gaye Shearing Mead</i>	Date: <b>AUG 05 2002</b>
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FCC-GBG MAILROOM

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)(q)) 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 Holder's First Name (if individual):		MI:	Cast Name:	Suffix:
2) Disclosable Interest Holder's Name (if entity):  <b>Devon Mbbile Communications, L.P.</b>			3) FCC Registration Number(FRN):  <b>0003-1748-85</b>	
4) Disclosable Interest Holder's Address:  <b>One North Main Street, Coudersport, PA 16915</b>				
5) Type of Interest in Applicant ( <input type="radio"/> ) (refer to Instructions for list):		6) Disclosable Interest Holder is a (n): ( <input checked="" type="radio"/> ) (refer to instructions for list of codes):		7) Percent of Interest Held in Applicant:  <b>100</b>
8) Disclosable Interest Holder's Type of Ownership ( <input type="radio"/> ) (refer to instructions for list):  ( <input checked="" type="radio"/> ) Voting ( ) Non-Voting			9) Disclosable interest Holder's Country of Citizenship:  <b>U. S. A.</b>	
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 Item 1 or 2 (use additional sheets, if necessary):	11b) Principal Business:	11c) FCC Registration Number (FRN):	11d) Percent of Interest Held:
<b>Devon Bangor D LLC</b>	<b>CMRS</b>	<b>0007-4837-38</b>	<b>100</b>
<b>Devon Lewiston D LLC</b>	<b>CMRS</b>	<b>0007-4837-95</b>	<b>100</b>
<b>Devon Rutland D LLC</b>	<b>CMRS</b>	<b>0007-4838-37</b>	<b>100</b>
Devon <b>Charlottesville D LLC</b>	<b>CMRS</b>	<b>0007-4838-52</b>	<b>100</b>
Devon <b>Burlington D LLC</b>	<b>CMRS</b>	<b>0007-4838-94</b>	<b>100</b>
<b>Devon Roanoke E LLC</b>	<b>CMRS</b>	<b>0007-4839-10</b>	<b>100</b>

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 Holder's Name (if entity): <b>Devon G. P., Inc.</b>		3) FCC Registration Number(FRN): <b>0007-4405-48</b>		
4) Disclosable Interest Holder's Address: <b>One North Main Street, Coudersport, PA 16915</b>				
5) Type of Interest in Applicant ( <input checked="" type="checkbox"/> ) (refer to Instructions for list):	6) Disclosable Interest Holder is a (n): ( <input checked="" type="checkbox"/> ) (refer to instructions for list of codes):		7) Percent of Interest Held in Applicant:  <b>50.1</b>	
8) Disclosable interest Holder's Type of Ownership ( <input checked="" type="checkbox"/> ) (refer to instructions for list):  <input checked="" type="checkbox"/> Voting <input type="checkbox"/> Non-Voting		9) Disclosable Interest Holder's Country of Citizenship:  <b>U. S. A.</b>		
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): <b>Devon G. P., Inc. is the General Partner of, and holds a 50.1% equity interest in, Devon Mobile Communications, L. P., the sole member of the Applicant.</b>				

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 Item 1 or 2 (use additional sheets, if necessary):	11b) Principal Business:	11c) FCC Registration Number (FRN):	11d) Percent of interest Held:
<b>Devon Mobile Communications, L. P.</b>	<b>CMRS</b>	<b>0003-1748-85</b>	<b>50.1</b>

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 Holder's Name (if entity): <b>Adelphia Communications Corporation, as Debtor-in-Possession</b>			3) FCC Registration Number(FRN): <b>0004-4405-66</b>	
4) Disclosable Interest Holder's Address: <b>One North Main Street, Coudersport, PA 16915</b>				
5) Type of Interest in Applicant ( <input checked="" type="checkbox"/> ) (refer to Instructions for list):		6) Disclosable Interest Holder is a (n): ( <input checked="" type="checkbox"/> ) (refer to instructions for list of codes):		7) Percent of Interest Held in Applicant: <b>49.9</b>
6) Disclosable Interest Holder's Type of Ownership ( <input type="checkbox"/> ) (refer to instructions for list):  ( ) Voting ( <input checked="" type="checkbox"/> ) Non-Voting			9) Disclosable Interest Holder's Country of Citizenship:  <b>U. S. A.</b>	
10) Relationship Description (if the disclosable Interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): <b>Adelphia Communications Corporation is the Limited Partner of, and holds a 49.9% equity interest in, Devon Mobile Communications, L.P., the sole member of the Applicant</b>				

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

11a) Name and address at all FCC Regulated Businesses owned by Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary):	11b) Principal Business:	11c) FCC Registration Number (FRN):	11d) Percent of Interest Held:
<b>Devon Mobile Communications, L.P.</b>	<b>CMRS</b>	<b>0003-1748-85</b>	<b>49.9</b>
<b>See also Exhibit 1 to Form 602 filed July 20, 2001</b>			
<b>with respect to Devon Mobile Communications, L.P.</b>			

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):  <b>- Lisa-Gaye</b>	MI:  	Last Name:  <b>Shearing Mead</b>	Suffix:  
2) Disclosable Interest Holder's Name (if entity):  		3) FCC Registration Number(FRN):  <b>0007- 4405- 71</b>	

4) Disclosable Interest Holder's Address.

**3198 Riverside Drive, Wellsville, NY 14895**

5) Type of Interest in Applicant ( <input type="checkbox"/> ) (refer to Instructions for list):	6) Disclosable Interest Holder is a (n): ( <input type="checkbox"/> ) (refer to instructions for list of codes):	7) Percent of Interest Held in Applicant:  <b>50.1</b>
8) Disclosable Interest Holder's Type of Ownership ( <input type="checkbox"/> ) (refer to instructions for list):  ( <input checked="" type="checkbox"/> ) Voting ( ) Non-Voting	9) Disclosable Interest Holder's Country of Citizenship:  <b>U. S. A.</b>	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): <b>Lisa-Gaye Shearing Mead owns 100% of Devon, G.P., Inc., which holds a 50.1% General Partnership and Managing Partner interest in Devon Mobile Communications, L.P., the sole member of the Applicant.</b>		

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 Item 1 or 2 (use additional sheets, if necessary):	11b) Principal Business:	11c) FCC Registration Number (FRN):	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 Holder's First Name (if individual): <p style="text-align: center;">John</p>		MI: <p style="text-align: center;">J.</p>	Last Name: <p style="text-align: center;">Rigas</p>	Suffix:
2) Disclosable Interest Holder's Name (if entity):			3) FCC Registration Number(FRN): <p style="text-align: center;">0007-4721-52</p>	
4) Disclosable Interest Holder's Address: <p style="text-align: center;"><b>One North Main Street, Coudersport, PA 16915</b></p>				
5) Type of interest in Applicant ( <input type="checkbox"/> ) (refer to Instructions for list):		6) Disclosable interest Holder is a (n): ( <input type="checkbox"/> ) (refer to instructions for list of codes):		7) Percent of Interest Held in Applicant: <p style="text-align: center;">11.976</p>
8) Disclosable Interest Holder's Type of Ownership ( <input checked="" type="checkbox"/> ) (refer to instructions for list):  <input type="checkbox"/> Voting <input checked="" type="checkbox"/> Non-Voting			9) Disclosable Interest Holder's Country of Citizenship: <p style="text-align: center;">U.S.A.</p>	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from Indirect owner to the applicant): <p style="text-align: center;"><b>John J. Rigas holds, on his behalf and not on behalf of others, a 24% interest in Adelpnia Communications Corporation, which holds a 49.9% Limited Partner interest in the Applicant</b></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 Item 1 or 2 (use additional sheets, if necessary):	11b) Principal Business:	11c) FCC Registration Number (FRN):	11d) Percent of Interest Held:
<b>Adelpnia Cable Corporation One North Main Street Coudersport, PA 16915</b>	<b>Communications</b>	<b>None (entity does not have TIN)</b>	<b>11.22</b>