

LUKAS, NACE, GUTIERREZ & SACHS

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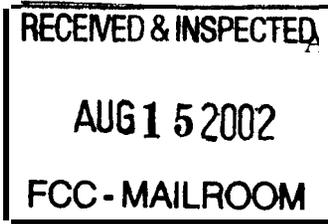
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August 8, 2002

COPY

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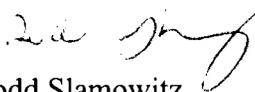
Re: FCC Ownership Disclosure Information (Form 602)
Southwest Wireless, LLC

Dear Sir or Madam:

On behalf of Southwest Wireless, LLC ("Southwest"), enclosed is its FCC Ownership Disclosure Information (Form 602). Southwest is filing the Form 602 as an applicant for a transfer of control.

If you have any questions with respect to this matter, please contact the undersigned.

Respectfully submitted,


Todd Slamowitz

Enclosure



8/29/2

Applicant / Licensee information

1) First Name (if individual):	MI:	Last Name:	suffix:
2) Applicant Name (if entity): Southwest Wireless, LLC		3) FCC Registration Number (FRN): 0004-6436-56	

Related FCC Regulated Businesses of Applicant I Licensee

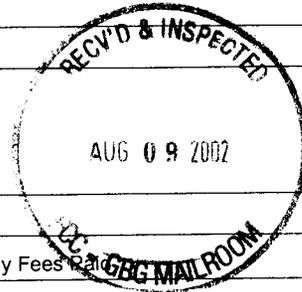
4a) Name and address of all FCC Regulated Businesses owned by Applicant/ Licensee (use additional sheets, if necessary)	4b) Principal Business:	4c) FCC Registration Number (FRN):	4d) Percent of Interest Held:

Signature

5) Typed or Printed Name of Party Authorized to Sign

First Name Darla	MI:	Last Name. Pomeroy	Suffix:
Title: Vice President & Secretary			

Signature: <i>Darla Pomeroy</i>	Date: <i>8/5/02</i>
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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 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

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

1) Disclosable Interest Holder's First Name (if individual):	MI	Last Name:	Suffix:
2) Disclosable Interest Holder's Name (if entity): Cascade Wireless, LLC		3) FCC Registration Number(FRN): 0005755905	
4) Disclosable Interest Holder's Address: 11400 SE 6th, Suite 100, Bellevue, WA 98004			
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: 100%	
8) Disclosable Interest Holder's Type of Ownership (0) – Membership Interest (refer to instructions for list): <input checked="" type="checkbox"/> (X) Voting <input checked="" type="checkbox"/> (X) Non-Voting		8) Disdosable Interest Holders Country of Citizenship: USA	
9) Relationship Description (if the disdoseable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Cascade Wireless, LLC owns 100 percent of Applicant.			

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 Item 1 or 2 (use additional sheets, if necessary).	IIb) Principal Business:	IIc) FCC Registration Number (FRN):	IId) Percent of Interest Held:
See Exhibit I.			

Schedule for Disdosable Interest Holders

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

4) Disclosable Interest Holder's First Name (if individual) Darla	MI	Last Name Pomeroy	suffix:
2) Disclosable interest Holders Name (if entity):		5) FCC Registration Number(FRN): NA	
4) Disclosable Interest Holder's Address: 1519 Barley Mill Road, Wilmington, DE 19807			
5) Type of Interest in Applicant (1) (refer to Instructions for list):	6) Disclosable Interest Holder is a (n): (1) (refer to instructions for list of codes):	10) Percent of Interest Held in Applicant: 50% (Voting)*	
8) Disclosable Interest Holder's Type of Ownership (0) -- Membership Interest (refer to instructions for list): (X) Voting () Non-Voting		11) Disclosable Interest Holders Country of Citizenship: USA	
12) Relationship Description (if the discloseable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Ms. Pomeroy will have a 50 percent voting interest in Cascade Wireless, LLC, which in turn, owns 100 percent of Applicant. *			

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

Ila) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in item 1 or 2 (use additional sheets, if necessary)	Ilb) Principal Business:	Ilc) FCC Registration Number (FRN):	Ild) Percent of Interest Held:
Cascade Wireless, LLC 1700-10900 NE, 4 th Bellevue, WA 98004	Telecommunications	0005755905	50% (Voting)
Lewis and Clark Communications, LLC P.O. Box 645, Medina, WA 98039	Telecommunications	0004521944	25.05% (Economic) 25.05% (Voting) **
Skagit Wireless, LLC 1519 Barley Mill Road, Wilmington, DE 19807	Telecommunications	0006538011	47.5% (Economic) 50% (Voting)
Ms. Pomeroy will also have an indirect 50% voting interest in all entities listed in Exhibit 1.			

* Until FCC approval of Applicant's pending request for transfer of control, Mr. Wayne M. Perry will continue to indirectly hold 60% of the voting interest of Applicant by virtue of his interest in Cascade Wireless, LLC. Hence, Ms. Pomeroy's voting interest will not become effective until FCC approval and consummation of the transfer of control of Cascade Wireless, LLC and the Applicant.

** Until FCC approval of Lewis and Clark's pending request for transfer of control, Mr. Wayne M. Perry will continue to hold 45.1% of the voting interest. Hence, Ms. Pomeroy's voting interest will not become effective until FCC approval and consummation of the transfer of control.

Schedule for Disdosable Interest Holders

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

1) Discosable Interest Holder's First Name (if individual). Don	MI.	Last Name. Adams	suffix:
2) Disclosable Interest Holder's Name (if entity):		3) FCC Registration Number(FRN): NA	
4) Disclosable Interest Holders Address: PO Box 645, Medina, WA 98039			
5) Type of Interest in Applicant (I) (refer to Instructions for list):	6) Discosable Interest Holder is a (n): (I) (refer to instructions for list of codes):	7) Percent of Interest Held in Applicant: 50% (Voting)	
8) Disdosable Interest Holders Type of Ownership (0) – Membership Interest (refer to instructions for list): - (X) Voting - () Non-Voting		13) Disdosable Interest Holders Country of Citizenship: USA	
14) Relationship Description (if the disdoseable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Mr. Adams will have a 50 percent voting interest in Cascade Wireless, LLC, which in turn, owns 100 percent of Applicant. *			

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 Item 1 or 2 (use additional sheets, if necessary):	IIb) Principal Business:	IIc) FCC Registration Number (FRN):	IId) Percent of Interest Held:
Skagit Wireless, LLC 1519 Barley Mill Road, Wilmington, DE 19807	Telecommunications	0006538011	47.5% (Economic) 50% (Voting)
Lewis and Clark Communications, LLC P . O . B o x 645, M e d i n a , W A 9 8 0 3 9	Telecommunications	0004521944	25.05% (Economic) 25.05% (Voting) **
Mr. Adams will also have an indirect 50% voting interest in all entities listed in Exhibit 1.			

* Mr. Adams currently holds 40 percent of the voting interest in Applicant by virtue of his interest in Cascade Wireless, LLC, and will hold 50 percent of the voting interest in Applicant only upon FCC approval and consummation of the transfer of control of Cascade Wireless, LLC and the Applicant.

** Mr. Adams currently holds 5 percent of the voting interest in Lewis and Clark, and will hold 25.05 percent of the voting interest in Lewis and Clark only upon FCC approval and consummation of the transfer of control. of Cascade.

Schedule for Disdosable 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): AT&T Wireless Services, Inc. ("AT&T Wireless")			3) FCC Registration Number(FRN): 0004122032	
4) Disclosable Interest Holders Address: 7277 164th Avenue NE, Redmond, WA 98052				
5) Type of Interest in Applicant (1) (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: 85% (Economic)
8) Disclosable Interest Holders Type of Ownership (0) – Membership Interest (refer to instructions for list): () Voting (X) Non-Voting			8) Disclosable Interest Holder's Country of Citizenship: USA	
9) Relationship Description (if the discloseable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): AT&T Wireless owns 85 percent economic interest in 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:
See AT&T Wireless' FCC Form 602 on file for the FCC regulated entities for which AT&T Wireless' has a 10 percent or more ownership interest.			

Exhibit 1 - Related FCC Regulated Businesses – Cascade Wireless, LLC

Name & Address of FCC Regulated Business owned by Applicant/Licensee	Principal Business	FRN	Percent of Interest Held
THC of Houston, Inc. 11400 SE 6 th Street, Suite 100 Bellevue, WA 98004	Telecommunications	0002049575	100%
THC-of Melbourne, Inc. 11400 SE 6 th Street; Suite 100 Bellevue, WA 98004	Telecommunications	0002049559	100%
THC of Orlando, Inc. 11400 SE 6 th Street, Suite 100 Bellevue, WA 98004	Telecommunications	0002049518	100%
THC of San Diego, Inc. 11400 SE 6 th Street, Suite 100 Bellevue, WA 98004	Telecommunications	0004645750	100%
THC of Tampa, Inc. 11400 SE 6 th Street, Suite 100 Bellevue, WA 98004	Telecommunications	0002049534	100%
Royal Wireless, LLC 11400 SE 6 th Street, Suite 100 Bellevue, WA 98004	Telecommunications	0004884540	100%
Zuma/Lubbock, Inc. 11400 SE 6 th Street, Suite 100 Bellevue, WA 98004	Telecommunications	0003571858	100%
Zuma/Odessa, Inc. 11400 SE 6 th Street, Suite 100 Bellevue, WA 98004	Telecommunications	0003571874	100%
Indiana Acquisition, LLC 11400 SE 6 th Street, Suite 100 Bellevue, WA 98004	Telecommunications	0003571981	100%
ABC Wireless, LLC 11400 SE 6 th Street, Suite 100 Bellevue, WA 98004	Telecommunications	0002048908	100%
Arnage Wireless, LLC 11400 SE 6 th Street, Suite 100 Bellevue, WA 98004	Telecommunications	0006864722	100%
Sabre Wireless, LLC 11400 SE 6 th Street, Suite 100 Bellevue, WA 98004	Telecommunications	0004884375	*100%
Panther Wireless, LLC 11400 SE 6 th Street, Suite 100 Bellevue, WA 98004	Telecommunications	0004884391	*100%
Wireless Acquisition, LLC 11400 SE 6 th Street, Suite 100 Bellevue, WA 98004	Telecommunications	0003571833	* 100%
Lone Star Wireless, LLC 11400 SE 6 th Street, Suite 100 Bellevue, W A 98004	Telecommunications	0004643623	* 100%
Southwest Wireless, LLC 11400 SE 6 th Street, Suite 100 Bellevue, WA 98004	Telecommunications	0004643656	* 100%

• Indirect Interest