

RECEIVED & INSPECTED
AUG 19 2002
FCC - MAILROOM

Applicant / Licensee Information

1) First Name (if individual):	MI:	Last Name:	Suffix:
2) Applicant Name (if entity): CINGULAR WIRELESS LLC		3) FCC Registration Number (FRN): 0004-9792-33	

ORIGINAL

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:
SEE EXHIBIT 1			

Signature

5) Typed or Printed Name of Party Authorized to Sign

First Name: CAROL	MI: L	Last Name: TACKER	Suffix:
Title: VICE PRESIDENT/ASSISTANT GENERAL COUNSEL & CORPORATE SECRETARY			

Signature: <i>Kelly Kurathy of Carol Tacker</i>	REC'D & INSPECTED AUG 14 2002 FCC-GBG MAILROOM	Date: 8-13-02
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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 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).

8/9/02

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): SBC COMMUNICATIONS INC.		3) FCC Registration Number(FRN): 0005-I 937-01		
4) Disclosable Interest Holder's Address: ATTENTION: WAYNE WATTS 175 EAST HOUSTON, SAN ANTONIO, TX 78205				
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: 60 (100) SEE EXHIBIT 1
8) Disclosable Interest Holder's Type of Ownership (0) (refer to instructions for list): (X) Voting () Non-Voting			9) Disclosable Interest Holder's Country of Citizenship: UNITED STATES	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): SEE EXHIBIT 2				

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):	II d) Percent of Interest Held:
SEE SBC COMMUNICATIONS INC.'S FCC FORM 602 THAT IS ON FILE WITH THE COMMISSION			

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	s u m
2) Disclosable Interest Holder's Name (if entity): BELLSOUTH CORPORATION		3) FCC Registration Number(FRN): 0004-9424-47	
4) Disclosable Interest Holder's Address: ATTENTION: CHARLES FEATHERSTUN 1155 PEACHTREE STREET, N.E., ATLANTA, GA 30309			
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: 40 (100) SEE EXHIBIT 1	
8) Disclosable Interest Holder's Type of Ownership (0) (refer to instructions for list): (X) Voting () Non-Voting		9) Disclosable Interest Holder's Country of Citizenship: UNITED STATES	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): SEE EXHIBIT 2			

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 BELLSOUTH CORPORATION'S FCC FORM 602 THAT IS ON FILE WITH THE COMMISSION			

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): CINGULAR WIRELESS CORPORATION			3) FCC Registration Number(FRN): 0005-8238-44	
4) Disclosable Interest Holder's Address: ATTENTION: CAROL TACKER 5565 GLENRIDGE CONNECTOR, SEVENTEENTH FLOOR, ATLANTA, GA 30342				
5) Type of Interest in Applicant (D, M) (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: less than 1 (100) SEE EXHIBIT 1
8) Disclosable Interest Holder's Type of Ownership (0) (refer to instructions for list): (X) Voting () Non-Voting			9) Disclosable Interest Holder's Country of Citizenship: UNITED STATES	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): SEE EXHIBIT 2				

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

I(a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary).	I(b) Principal Business:	I(c) FCC Registration Number (FRN):	I(d) Percent of Interest Held:
SEE EXHIBIT 1			

FCC Ownership Disclosure Information
for the Wireless Telecommunications Services

I. METHODOLOGY USED TO CALCULATE AND REPORT OWNERSHIP INTERESTS

The indirect ownership interests reported in parentheses in response to Item 7 of the Schedule A for each disclosable interest holder were calculated using the multiplier approach set forth in Section 1.2112(a)(5) of the Commission’s rules.¹ Although not required by the Commission’s rules, *compare* 47 C.F.R. § 1.2112(a)(6) *with* 1.2112(a)(5), the indirect ownership interests reported in parentheses for FCC-regulated businesses in response to Item 4(d) of the Main Form or Item 1 l(d) of the Schedule A (where applicable) were also calculated using the multiplier out of an abundance of caution. Interests not reported in parentheses, including direct ownership interests for which the multiplier is inapplicable, represent actual equity holdings.

II. FCC-REGULATED BUSINESSES

1. Cingular Wireless LLC (“Applicant”)

4a) Name and address of all FCC Regulated Businesses owned by Applicant/Licensee	4b) Principal Business	4c) FCC Registration Number (FRN): ^a	4d) Percent of Interest Held: ^b
ABILENE SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	0001-6506-47	71 (100)
ACADIANA CELLULAR GENERAL PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	0001-8378-14	35 (100)
ALABAMA CELLULAR SERVICE, LLC 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	0004-2065-95	100 (100)
AMARILLO SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	000 1-6506-2 1	71 (100)

¹ 47 C.F.R. § 1.2112(a)(5). Specifically, indirect interests in the applicant were determined by successive multiplication of the ownership percentage for each link in the vertical ownership chain, except that if the ownership percentage for an interest in any link in the chain exceeds 50 percent or represents actual control, then it was treated and reported as if it were a 100 percent interest. *Id.* Although the term “actual control” is typically synonymous with *de facto* control, *see, e.g., FCBA Petition for Forbearance*, 13 F.C.C.R. 6295, 6297 (1998) (“*De facto* control is defined as actual control of the licensee . . .”), Applicant has treated the term as encompassing all forms of control in an abundance of caution.

4a) Name and address of all FCC Regulated Businesses owned by Applicant/Licensee	4b) Principal Business	4c) FCC Registration Number (FRN): ^a	4d) Percent of Interest Held: ^b
AMERICAN CELLULAR NETWORK COMPANY, LLC 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	0004-2498-27	100 (100)
AMERITECH MOBILE COMMUNICATIONS, LLC 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	0004-2498-0 1	100 (100)
AMERITECH WIRELESS COMMUNICATIONS, LLC 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	0004-2497-93	100 (100)
BELLSOUTH MOBILITY LLC 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	0004-2066-45	100
BELLSOUTH PERSONAL COMMUNICATIONS, LLC 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	0004-2059-77	100 (100)
BLOOMINGTON CELLULAR TELEPHONE COMPANY 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	0001-5733-28	94 (100)
CCPR OF THE VIRGIN ISLANDS, INC. 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	0004-4990-34	47 (100)
CCPR PAGING, INC. 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	0003-4767-44	47 (100)
CCPR SERVICES, INC. 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	0003-4737-09	47 (100)
CCPR TELECOMMUNICATIONS, INC. 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of Switched Local Exchange and Exchange Access services	0006-96 1 0-49	47 (100)
CHAMPAIGN CELLTELCO 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	0004-1605-37	98 (100)
CHATTANOOGA MSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	0001-8427-23	85 (100)
CINCINNATI SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	0004- 1608-42	53 (100)

4a) Name and address of all FCC Regulated Businesses owned by Applicant/Licensee	4b) Principal Business	4c) FCC Registration Number (FRN): ^a	4d) Percent of Interest Held: ^b
CINGULAR INTERACTIVE L.P. 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	0003-2932-48	100 ^c
CINGULAR WIRELESS SPECTRUM SUB B LLC 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	0005-0664-02	100 (100)
CORPUS CHRISTI SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	0001-6585-17	100 (100)
DALLAS SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	0001-6543-91	100 (100)
DECATUR RSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	0004-5884-55	80 (100)
DETROIT SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	0002-8462-77	95 (100)
EASTERN MISSOURI CELLULAR LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	0001-6584-91	98 (100)
FLORIDA CELLULAR SERVICE, LLC 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	0004-2066-37	100 (100)
FLORIDA RSA NO. 2B (INDIAN RIVER) LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	0001-8375-66	72 (100)
GALVESTON CELLULAR TELEPHONE COMPANY 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	0003-7657-24	87 (100)
GEORGIA RSA NO. 1 LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	0001-8375-25	74 (100)
GEORGIA RSA NO. 2 LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	0001-8377-15	61 (100)
GEORGIA RSA NO. 3 LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	0001-8369-98	75 (100)

4a) Name and address of all FCC Regulated Businesses owned by Applicant/Licensee	4 b) Principal Business	4c) FCC Registration Number (FRN):"	4d) 1 Percent of Interest Held: ^b
GTE MOBILNET OF AUSTIN LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	0003-5786-63	64 (100)
GTE MOBILNET OF TEXAS RSA #11 LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	0003-2940-48	64 (100)
GTE MOBILNET OF TEXAS RSA #16 LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	0003-2940-06	81 (100)
HOUMA-THIBODAUX CELLULAR PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	0004-5479-3 1	99 (100)
HOUSTON CELLULAR TELEPHONE COMPANY, L.P. 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	0001-8429-21	100 (100)
HUNTSVILLE MSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	0001-8407-19	100 (100)
JACKSONVILLE MSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	000 1-8427-07	86 (100)
KANKAKEE CELLULAR L.L.C. 5 13 1 Meadowlark Lane Protage, MI 49024	Provision of CMRS services	0001-6488-49	10 (10)
KANSAS CITY SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	0001-6584-83	81 (100)
KENTUCKY CGSA, LLC 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	0004-2066-29	100 (100)
LAFAYETTE MSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	0001-6825-09	51 (100)
LOUISIANA CGSA, LLC 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	0007-3396-74	100 (100)
LOUISIANA RSA NO. 7 CELLULAR GENERAL PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	0001-8377-98	67 (100)

4a) Name and address of all FCC Regulated Businesses owned by Applicant/Licensee	4 b) Principal Business	4c) FCC Registration Number (FRN):”	4d) Percent of Interest Held: ^b
LOUISIANA RSA NO. 8 LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provisidn of CMRS services	0001-8378-30	50 (100)
LUBBOCK SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	0001-6507-87	71 (100)
MADISON SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	0002-8420-60	65 (100)
MCALLEN-EDINBURG-MISSION SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	0001-6584-67	78 (100)
MCTA 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	0004-2449-50	100 (100)
MIDLAND-ODESSA SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	0001-6507-61	71 (100)
MILWAUKEE SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	3002-8462-93	79 (100)
MISSOURI RSA 8 LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	0001-6584-42	60 (100)
MISSOURI RSA 9B 1 LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	0001-6584-26	50 (100)
MISSOURI RSA 11112 LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	0001-6584-18	50 (100)
NEW YORK HOLDINGS, LLC 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	0004-2497-28	100 (100)
NORTHEAST MISSISSIPPI CELLULAR, LLC 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	1004-2060-66	100 (100)
NORTHEASTERN GEORGIA RSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	1001-8371-52	35 (100)

4a) Name and address of all FCC Regulated Businesses owned by Applicant/Licensee	4 b) Principal Business	4c) FCC Registration Number (FRN):”	4d) Percent of Interest Held: ^b
OKLAHOMA CITY SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	0001-6583-92	62 (100)
OKLAHOMA RSA 3 LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	0001-6583-76	74 (100)
OKLAHOMA RSA 9 LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	0001-6583-68	60 (100)
ORLANDO SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	0001-8430-36	100 (100)
PACIFIC BELL WIRELESS NORTHWEST, LLC 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	0004-543 1-61	100 (100)
PACIFIC TELESIS MOBILE SERVICES, LLC 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	0004-2497-02	100 (100)
ST. JOSEPH SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	0001-6583-50	51 (100)
SALMON PCS LLC Two Wisconsin Circle, Suite 850 Chevy Chase, MD 208 15	Applicant for CMRS licenses	0005-0956-66	79
SAN ANTONIO SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	0001-6532-03	100 (100)
SAN JUAN CELLULAR TELEPHONE COMPANY 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	0003-5780-69	47 (100)
SBC WIRELESS LLC 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	0004-9766-27	100
SOUTHWESTERN BELL MOBILE SYSTEMS, LLC 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	0004-2496-60	100 (100)
SOUTHWESTERN BELL WIRELESS, LLC 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	0004-2496-52	100 (100)
TEXAS RSA 6 LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	0001-6659-91	50 (100)

4a) Name and address of all FCC Regulated Businesses owned by Applicant/Licensee	4 b) Principal Business	4c) FCC Registration Number (FRN):"	4d) Percent of Interest Held: ^b
TEXAS RSA 7B 1 LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	0001-6660-07	50 (100)
TEXAS RSA 9B 1 LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	000 1-6660-23	36 (100)
TEXAS RSA 9B4 LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	000 1-6660-3 1	85 (100)
TEXAS RSA 1 OB 1 LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	000 1-6660-98	75 (100)
TEXAS RSA 1 OB3 LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	0001-8372-36	75 (100)
TEXAS RSA 18 LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	000 1-6660-72	34 (100)
TEXAS RSA 19 LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	000 1-6660-56	33 (100)
TEXAS RSA 20B 1 LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	0001-6650-58	50 (100)
THUMB CELLULAR LIMITED PARTNERSHIP ^d P.O. Box 650 Pigeon, MI 48755	Provision of CMRS services	0002-75 18-8 1	23 (23)
TOLEDO MSA LIMITED PARTNERSHIP Regulatory Team R040 1 8725 West Higgins Road Chicago, IL 6063 1	Provision of CMRS services	0002-53 12-59	15 (15)
TOPEKA SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	0001-6586-32	77 (100)
USVI CELLULAR TELEPHONE CORPORATION 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	0004-5560-98	47 (100)
USVI PAGING, INC. 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Reselling Telecommunicat- ions services	0005-8240-57	47 (100)
VOICESTREAM PUERTO RICO SUBSIDIARY 2, LLC 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	0005-9007-74	47 (100)

4a) Name and address of all FCC Regulated Businesses owned by Applicant/Licensee	4 b) Principal Business	4c) FCC Registration Number (FRN): ^a	4d) Percent of Interest Held: ^b
WASHINGTON/BALTIMORE CELLULAR LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	0001-6607-78	100 (100)
WESTEL-INDIANAPOLIS LLC 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	0004-2058-86	100 (100)
WESTEL-MILWAUKEE COMPANY, LLC 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	0004-2058-94	100 (100)
WICHITA SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	0001-6586-57	60 (100)
WORCESTER TELEPHONE COMPANY 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	0003-6136-92	91 (100)

NOTES

^a Some of these entities have multiple FRNs. Applicant is supplying only one FRN per entity but will submit the rest upon request.

^b All percentages listed are rounded to nearest one percent.

^c Interest is held both directly and indirectly.

^d The existence of the interest in Thumb Cellular Limited Partnership is the subject of a pending dispute. *See also In re Applications of SBC Communications Inc. and BellSouth Corporation*, WT Docket No. 00-81, *Memorandum Opinion and Order*, 15 F.C.C.R. 25459, 25465-66 (WTB/IB 2000).

2. Cingular Wireless Corporation (“CWC”)

The FCC-regulated businesses that CWC holds a 10 percent or greater ownership interest in and the ownership percentages held based on the multiplier approach contained in Section 1.2 112(a)(5) are the same as those listed for Applicant in Section 11.1 (see response to Items 4(a)-(c) and percentages listed in parentheses in response to Item 4(d)). For the businesses in which Applicant only holds a direct interest, i.e., BellSouth Mobility LLC, Salmon PCS LLC, and SBC Wireless LLC, CWC’s indirect interest calculated using the multiplier is 100 percent. The actual equity interests held in all FCC-regulated businesses by CWC are equal to Cingular’s actual equity interests held in the businesses listed in Section 11.1 (see response to Item 4(d)) times CWC’s less than one percent interest held in Cingular.

Description of Ownership

SBC Communications Inc. (“SBC”), through various wholly owned subsidiaries, indirectly holds approximately 60 percent of the Applicant’s LLC Units. BellSouth Corporation (“BellSouth”), through various wholly-owned subsidiaries, indirectly holds approximately 40 percent of the Applicant’s LLC Units. Cingular Wireless Corporation, which is owned and controlled equally by SBC and BellSouth, directly holds less than one percent of the Applicant’s LLC Units.

SBC holds its indirect interests in the Applicant through SBC Alloy Holdings, Inc. SBC Alloy Holdings, Inc. is jointly owned by ten (10) wholly owned subsidiaries of SBC: New Southwestern Bell Mobile Systems, Inc. (“New SBMS;” 62.01 percent); Ameritech Corporation (“Ameritech;” 11.04 percent); AWACS, Inc. (9.15 percent); Southern New England Telecommunications Corporation (“SNET;” 6.3 1 percent); Associated Communications Corporation (“Associated;” 4.53 percent); New SBC Wireless, Inc. (“New SBCW;” 3.45 percent); Pacific Telesis Group (“PTG;” 2.72 percent); SBC Services, Inc. (“SBC Services;” 0.47 percent); Radiofone Holdings, Inc. (“Radiofone;” 0.29 percent); and SBC Management Services, L.P. (“SBC Management;” 0.03 percent). SBC directly owns SNET, PTG, New SBCW, SBC Management Services Holdings, Inc. (“SBC MSH”), SBC Services, Inc. and Ameritech. New SBCW owns 80 percent and PTG owns 20 percent of New SBMS. New SBCW also owns Associated and Radiofone in addition to Delaware Valley Cellular Corporation, which directly owns AWACS, Inc. SBC MSH directly holds a 99 percent limited partnership interest in SBC Management and holds 100 percent of SBC-MSI, LLC, which directly holds a 1 percent general partnership interest in SBC Management.

BellSouth holds its indirect interests in Applicant through BLS Cingular Holdings, LLC (“BLS”). The members of BLS are: BellSouth Mobile Data, Inc. (“BSMD;” 92.80 percent); AB Cellular Holding, LLC (“AB Cellular;” 2.60 percent); Wireless Telecommunications Investment Company LLC (“WTIC;” 2.40 percent); and RAM Broadcasting Corporation (“RAM;” 2.20 percent). BellSouth directly owns BellSouth Enterprises, Inc. (“BSE”) and RAM. BSE directly owns BellSouth Mobile Systems, Inc., which directly owns BSMD. BSMD directly owns Los Angeles RCCs, LLC (“LA RCC”). LA RCC directly owns ACCC of Los Angeles, Inc., which directly owns BSCC of Houston, LLC, WTIC, and 61.054 percent of AB Cellular. BSCC of Houston, LLC directly owns BSCC of Houston Holdings, Inc. and 37.024 percent of AB Cellular. BSCC of Houston Holdings, Inc. directly owns 1.922 percent of AB Cellular.’

¹ In accordance with the guidance of the Wireless Telecommunications Bureau, a separate Schedule A has not been completed for the disclosable interest holders that are intermediate wholly owned subsidiaries of Applicant’s parents. *Public Notice*, “Wireless Telecommunications Bureau Answers Frequently Asked Questions Concerning Reporting of Ownership Information on FCC Form 602,” 14 F.C.C.R. 826 1, 8264-65 (WTB 1999).

SBC and BellSouth equally own and control Cingular Wireless Corporation, which – in addition to the *de minimis* ownership interest in the Applicant described above – controls the Applicant. Therefore, although the economic interests in the Applicant are divided approximately 60/40 between SBC subsidiaries and BellSouth subsidiaries, control is equally shared.