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+ NOT ADMITTED IN D.C.

August 1, 2002

COPY

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Federal Communications Commission

1270 Fairfield Road

Gettysburg, PA 17325-7245

Re: FCC Ownership Disclosure Information (Form 602)  
Poplar PCS – West Plains, LLC

Dear Sir or Madam:

On behalf of Poplar PCS – West Plains, LLC (“Poplar”), enclosed is its FCC Ownership Disclosure Information (Form 602). Poplar is filing the Form 602 as an applicant for an assignment of a PCS license.

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

Respectfully submitted,

  
Todd Slamowitz

Enclosure

AUG 02 2002

sl/12

**Applicant / Licensee Information**

1) First Name (if individual):	MI:	Last Name:	suffix:
2) Applicant Name (if entity): Poplar PCS -West Plains, LLC		3) FCC Registration Number (FRN): 0006-2051-40	

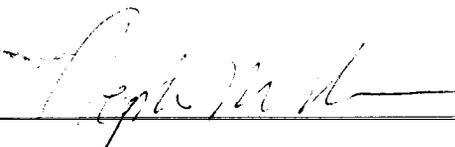
**Related FCC Regulated Businesses of Applicant I Licensee**

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: Stephen	MI: M	Last Name: Roberts	Suffix:
Title: Managing Member			

Signature: 	Date: AUG 02 2002
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Failure to Sign Thrs 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 Holder's First Name (if individual):		MI	Last Name:	Suffix:
2) Disclosable Interest Holders Name (if entity): <b>Poplar PCS, LLC</b>			3) FCC Registration Number(FRN): <b>N/A</b>	
4) Disclosable Interest Holder's Address: <b>5350 Poplar Avenue, Suite 875, Memphis, TN 38119</b>				
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 (O) (refer to instructions for list): <b>0 – Membership Interest</b>  ( ) Voting ( ) Non-Voting			9) Disclosable Interest Holder's Country of Citizenship: <b>USA</b>	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): <b>Poplar PCS, LLC owns 100% of Poplar PCS License Company, LLC, which in turn, owns 100% of the applicant.</b>				

**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:
<b>See Exhibit 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>Poplar PCS License Company, LLC</b>		3) FCC Registration Number(FRN): <b>N/A</b>	
4) Disclosable Interest Holder's Address: <b>5350 Poplar Avenue, Suite 875, Memphis, TN 38119</b>			
5) Type of Interest in Applicant ( <b>D</b> ) (refer to Instructions for list):	6) Disclosable Interest Holder is a (n): ( <b>M</b> ) (refer to instructions for list of codes):	8) Percent of Interest Held in Applicant: 100%	
8) Disclosable interest Holder's Type of Ownership (0) (refer to instructions for list): <b>0 – Membership Interest</b>  ( ) Voting ( ) Non-Voting		9) Disclosable Interest Holder's Country of Citizenship: <b>USA</b>	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): <b>Poplar PCS License Company, LLC owns 100% of the applicant.</b>			

**Related FCC Regulated Businesses of Disclosable Interest Holders (reoeat 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>See Exhibit 2</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>Cameron Communications Corporation</b>			3) FCC Registration Number(FRN): <b>0005-7820-65</b>	
4) Disclosable Interest Holder's Address: <b>153 West Dugas Road, Sulpher, LA 70663</b>				
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):		9) Percent of Interest Held in Applicant: 49.1%
8) Disclosable Interest Holder's Type of Ownership (O) (refer to instructions for list): <b>0 - Membership Interest</b>  ( ) Voting ( ) Non-Voting			9) Disclosable Interest Holder's Country of Citizenship: <b>USA</b>	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): <b>Cameron Communications Corporation owns 49.1% of Poplar PCS, LLC, which in turn, owns 100% of Poplar PCS License Company, LLC, which in turn, owns 100% of applicant.</b>				

**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:
<b>See Form 602 on File with the FCC</b>			
<b>See also Exhibit 3</b>			

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), <b>William</b>		MI: <b>L</b>	Last Name: <b>Henning</b>	Suffix:
2) Disclosable Interest Holder's Name (if entity):			3) FCC Registration Number(FRN):	
4) Disclosable Interest Holder's Address: <b>153 West Dugas Road, Sulpher, LA 70663</b>				
5) Type of Interest in Applicant (I) (refer to Instructions for list):		6) Disclosable Interest Holder is a (n): (I) (refer to instructions for list of codes):		10) Percent of Interest Held in Applicant: 14.9%
8) Disclosable Interest Holder's Type of Ownership (0) (refer to instructions for list): <b>Membership Interest</b>  ( ) Voting ( ) Non-Voting			9) Disclosable Interest Holder's Country of Citizenship: <b>USA</b>	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): <b>William L. Henning owns 30.3% of Cameron Communication Corporation, which in turn, owns 49.1% of Poplar PCS, LLC, which in turn owns 100% of Poplar PCS License Company, LLC, which in turn, owns 100% of applicant.</b>				

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

I1a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary)-	I1b) Principal Business:	I1c) FCC Registration Number (FRN):	I1d) Percent of Interest Held:
<b>See Cameron Communication Corporation's 602 on File with the FCC</b>			
<b>See also Exhibit 4</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). Lena	MI B	Last Name. Henning	Suffix:
2) Disclosable Interest Holder's Name (if entity): -		3) FCC Registration Number(FRN):	
4) Disclosable Interest Holder's Address: <b>153 West Dugas Road, Sulpher, LA 70663</b>			
5) Type of Interest in Applicant (I) (refer to Instructions for list):	6) Disclosable Interest Holder is a (n): (I) (refer to instructions for list of codes):	11) Percent of Interest Held in Applicant: 14.9%	
8) Disclosable Interest Holder's Type of Ownership (O) (refer to instructions for list): <b>Membership Interest</b>  ( ) Voting ( ) Non-Voting	9) Disclosable Interest Holder's Country of Citizenship: <b>USA</b>		
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): <b>Lena B. Henning owns 30.3 of Cameron Communication Corporation, which in turn, owns 49.1% of Poplar PCS, LLC, which in turn, owns 100% of Poplar PCS License Company, LLC, which in turn, owns 100% of applicant.</b>			

**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:
<b>See Cameron Communication Corporation's 602 on File with the FCC</b>			
<b>See also Exhibit 5</b>			

**Exhibit 1**  
**Related FCC Regulated Businesses of Disclosable Interest Holders**  
**Poplar PCS, LLC**

<b>Name &amp; Address of FCC Regulated Business owned by Applicant/Licensee</b>	<b>Principal Business</b>	<b>FRN</b>	<b>Percent of Interest Held</b>
Poplar PCS – Central, LLC	Telecommunications	0005-4226-1 3	* 100%
Poplar PCS – Arkansas, LLC	Telecommunications	0004-5647-79	*100%
Poplar PCS - Dodge City, LLC	Telecommunications	0006-1441-66	*100%
Poplar PCS – Fayetteville, LLC	Telecommunications	0006-2040-85	*100%
Poplar PCS - Ft. Smith, LLC	Telecommunications	0006-2041-01	*100%
Poplar PCS - Garden City, LLC	Telecommunications	0006-2041-19	*100%
Poplar PCS - Great Bend, LLC	Telecommunications	0006-2041-68	* 100%
Poplar PCS – Harrison, LLC	Telecommunications	0006-2046-06	*100%
Poplar PCS – Hays, LLC	Telecommunications	0006-2049-37	*100%
Poplar PCS - Hot Springs, LLC	Telecommunications	0006-2049-94	*100%
Poplar PCS – Jonesboro, LLC	Telecommunications	0006-2050-58	* 100%
Poplar PCS – Russellville, LLC	Telecommunications	0006-205 1-16	*100%
Poplar PCS - West Plains, LLC	Telecommunications	0006-2051-40	*100%
Poplar PCS – Coffeyville, LLC	Telecommunications	0006-3180-75	*100%
Poplar PCS – Hutchinson, LLC	Telecommunications	0006-3181-25	*100%
Poplar PCS – Salina, LLC	Telecommunications	0006-3183-98	*100%
Poplar PCS – Bartlesville, LLC	Telecommunications	0006-3180-67	*100%
Poplar PCS – Pueblo, LLC	Telecommunications	0006-3183-56	*100%
Poplar PCS – Emporia, LLC	Telecommunications	0006-3 180-91	*100%
Poplar PCS – Manhattan, LLC	Telecommunications	0006-3 182-24	*100%
Poplar PCS – Topeka, LLC	Telecommunications	0006-3184-55	*100%
Poplar PCS – Wichita, LLC	Telecommunications	0006-3185-05	*100%

\* Indirect Interest

**Exhibit 2**  
**Related FCC Regulated Businesses of Disclosable Interest Holders**  
**Poplar PCS License Company, LLC**

<b>Name &amp; Address of FCC Regulated Business owned by Applicant/Licensee</b>	<b>Principal Business</b>	<b>FRN</b>	<b>Percent of Interest Held</b>
Poplar PCS – Central, LLC	Telecommunications	0005-4226-13	100%
Poplar PCS – Arkansas, LLC	Telecommunicatrons	0004-5647-79	100%
Poplar PCS - Dodge City, LLC	Telecommunications	0006-1441-66	100%
Poplar PCS – Fayetteville, LLC	Telecommunications	0006-2040-85	100%
Poplar PCS - Ft. Smith, LLC	Telecommunications	0006-2041-01	100%
P Poplar PCS - Garden City, LLC	Telecommunicatrons	0006-2041-19	100%
Poplar PCS - Great Bend, LLC	Telecommunicatrons	0006-2041-68	100%
Poplar PCS – Harrison, LLC	Telecommunications	0006-2046-06	100%
Poplar PCS – Hays, LLC	Telecommunications	0006-2049-37	100%
Poplar PCS - Hot Springs, LLC	Telecommunications	0006-2049-94	100%
Poplar PCS – Jonesboro, LLC	Telecommunications	0006-2050-58	100%
Poplar PCS – Russellville, LLC	Telecommunications	0006-2051-16	100%
Poplar PCS - West Plains, LLC	Telecommunications	0006-2051-40	100%
Poplar PCS – Coffeyville, LLC	Telecommunications	0006-3180-75	100%
Poplar PCS – Hutchinson, LLC	Telecommunications	0006-3181-25	100%
Poplar PCS – Salina, LLC	Telecommunications	0006-3183-98	100%
Poplar PCS – Bartlesville, LLC	Telecommunications	0006-3180-67	100%
Poplar PCS – Pueblo, LLC	Telecommunications	0006-3183-56	100%
Poplar PCS – Emooria, LLC	Telecommunications	0006-3180-91	100%
Poplar PCS – Manhattan, LLC	Telecommunications	0006-3182-24	100%
Poplar PCS – Topeka, LLC	Telecommunications	0006-3184-55	100%
Poplar PCS – Wichita, LLC	Telecommunications	0006-3185-05	100%

**Exhibit 3**  
**Related FCC Regulated Businesses of Disclosable Interest Holders**  
**Cameron Communications Corporation**

<b>Name &amp; Address of FCC Regulated Business owned by Applicant/Licensee</b>	<b>Principal Business</b>	<b>FRN</b>	<b>Percent of Interest Held</b>
Poplar PCS – Central, LLC	Telecommunications	0005-4226-13	*49.1%
Poplar PCS – Arkansas, LLC	Telecommunications	0004-5647-79	*49.1%
Poplar PCS - Dodge City, LLC	Telecommunications	0006-1441-66	*49.1%
Poplar PCS – Fayetteville, LLC	Telecommunications	0006-2040-85	*49.1%
Poplar PCS - Ft. Smith, LLC	Telecommunications	0006-2041-01	*49.1%
Poplar PCS - Garden City, LLC	Telecommunications	0006-2041-19	*49.1%
Poplar PCS - Great Bend, LLC	Telecommunications	0006-2041-68	*49.1%
Poplar PCS – Harrison, LLC	Telecommunications	0006-2046-06	*49.1%
Poplar PCS – Hays, LLC	Telecommunications	0006-2049-37	*49.1%
Poplar PCS - Hot Springs, LLC	Telecommunications	0006-2049-94	*49.1%
Poplar PCS – Jonesboro, LLC	Telecommunications	0006-2050-58	*49.1%
Poplar PCS – Russellville, LLC	Telecommunications	0006-2051-16	*49.1%
Poplar PCS - West Plains, LLC	Telecommunications	0006-2051-40	*49.1%
Poplar PCS – Coffeyville, LLC	Telecommunications	0006-3180-75	*49.1%
Poplar PCS – Hutchinson, LLC	Telecommunications	0006-3181-25	*49.1%
Poplar PCS – Salina, LLC	Telecommunications	0006-3183-98	*49.1%
Poplar PCS – Bartlesville, LLC	Telecommunications	0006-3180-67	*49.1%
Poplar PCS – Pueblo, LLC	Telecommunications	0006-3183-56	*49.1%
Poplar PCS – Emporia, LLC	Telecommunications	0006-3180-91	*49.1%
Poplar PCS – Manhattan, LLC	Telecommunications	0006-3182-24	*49.1%
Poplar PCS – Topeka, LLC	Telecommunications	0006-3184-55	*49.1%
Poplar PCS – Wichita, LLC	Telecommunications	0006-3185-05	*49.1%

\* Indirect Interest

**Exhibit 4**  
**Related FCC Regulated Businesses of Disclosable Interest Holders**  
**William L. Henning**

<b>Name &amp; Address of FCC Regulated Business owned by Applicant/Licensee</b>	<b>Principal Business</b>	<b>FRN</b>	<b>Percent of Interest Held</b>
Poplar PCS – Central, LLC	Telecommunications	0005-4226-I 3	* 14.9%
Poplar PCS – Arkansas, LLC	Telecommunications	0004-5647-79	*14.9%
Poplar PCS - Dodge City, LLC	Telecommunications	0006-I 44 1-66	*14.9%
Poplar PCS – Fayetteville, LLC	Telecommunications	0006-2040-85	*14.9%
Poplar PCS - Ft. Smith, LLC	Telecommunications	0006-204 1-0 1	*14.9%
Poplar PCS - Garden City, LLC	Telecommunications	0006-204 1-19	*14.9%
Poplar PCS - Great Bend, LLC	Telecommunications	0006-204 1-68	*14.9%
Poplar PCS – Harrison, LLC	Telecommunications	0006-2046-06	*14.9%
Poplar PCS – Hays, LLC	Telecommunications	0006-2049-37	*14.9%
Poplar PCS - Hot Springs, LLC	Telecommunications	0006-2049-94	*14.9%
Poplar PCS – Jonesboro, LLC	Telecommunications	0006-2050-58	*14.9%
Poplar PCS – Russellville, LLC	Telecommunications	0006-205 1-16	*14.9%
Poplar PCS - West Plains, LLC	Telecommunications	0006-205 1-40	*14.9%
Poplar PCS – Coffeyville, LLC	Telecommunications	0006-3 1 50-75	*14.9%
Poplar PCS – Hutchinson, LLC	Telecommunications	0006-3181-25	*14.9%
Poplar PCS – Salina, LLC	Telecommunications	0006-3183-98	*14.9%
Poplar PCS – Bartlesville, LLC	Telecommunications	0006-3180-67	*14.9%
Poplar PCS – Pueblo, LLC	Telecommunications	0006-3183-56	*14.9%
Poplar PCS – Emporia, LLC	Telecommunications	0006-3180-91	*14.9%
Poplar PCS – Manhattan, LLC	Telecommunications	0006-3182-24	*14.9%
Poplar PCS – Topeka, LLC	Telecommunications	0006-3184-55	*14.9%
Poplar PCS – Wichita, LLC	Telecommunications	0006-3185-05	*14.9%

\* Indirect Interest

**Exhibit 5**  
**Related FCC Regulated Businesses of Disclosable Interest Holders**  
**Lena B. Henning**

<b>Name &amp; Address of FCC Regulated Business owned by Applicant/Licensee</b>	<b>Principal Business</b>	<b>FRN</b>	<b>Percent of Interest Held</b>
Poplar PCS – Central, LLC	Telecommunications	0005-4226-I 3	*14.9%
Poplar PCS – Arkansas, LLC	Telecommunications	0004-5647-79	*14.9%
Poplar PCS - Dodge City, LLC	Telecommunications	0006-I 441-66	*14.9%
Poplar PCS – Fayetteville, LLC	Telecommunications	0006-2040-85	*14.9%
Poplar PCS - Ft. Smith, LLC	Telecommunications	0006-2041-01	* 14.9%
Poplar PCS - Garden City, LLC	Telecommunications	0006-204 1-19	*14.9%
Poplar PCS - Great Bend, LLC	Telecommunications	0006-204 1-68	*14.9%
Poplar PCS – Harrison, LLC	Telecommunications	0006-2046-06	*14.9%
Poplar PCS – Hays, LLC	Telecommunications	0006-2049-37	*14.9%
Poplar PCS - Hot Springs, LLC	Telecommunications	0006-2049-94	*14.9%
Poplar PCS – Jonesboro, LLC	Telecommunications	0006-2050-58	*14.9%
Poplar PCS – Russellville, LLC	Telecommunications	0006-205 1-16	* 14.9%
Poplar PCS - West Plains, LLC	Telecommunications	0006-205 1-40	* 14.9%
Poplar PCS – Coffeyville, LLC	Telecommunications	0006-380-75	*14.9%
Poplar PCS – Hutchinson, LLC	Telecommunications	0006-381-25	*14.9%
Poplar PCS – Salina, LLC	Telecommunications	0006-383-98	*14.9%
Poplar PCS – Bartlesville, LLC	Telecommunications	0006-380-67	*14.9%
Poplar PCS – Pueblo, LLC	Telecommunications	0006-3 183-56	*14.9%
Poplar PCS – Emooria, LLC	Telecommunications	0006-3 150-91	*14.9%
Poplar PCS – Manhattan, LLC	Telecommunications	0006-3 182-24	*14.9%
Poplar PCS – Topeka, LLC	Telecommunications	0006-3 184-55	*14.9%
Poplar PCS – Wichita, LLC	Telecommunications	0006-3 185-05	*14.9%

\* Indirect Interest