

Applicant / Licensee Information

1) First Name (if individual):	MI:	Last Name:	Suffix:
2) Applicant Name (if entity): ATLANTA-ATHENS MSA LIMITED PARTNERSHIP		3) FCC Registration Number (FRN): 0001-8430-77	

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:
N/A			

Signature

5) Typed or Printed Name of Party Authorized to Sign

First Name: KELLYE	MI: E	Last Name: ABERNATHY	suffix:
Title: ASSISTANT VICE PRESIDENT-REGULATORY			

Signature: 	REC'D & INSPECTED JUL 30 2002	Date:
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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)(1) AND/ OR FORFEITURE (U.S. Code, Title 47, Section 503).

8/5/2

AUG 02 2002

Schedule for Disclosable Interest Holders

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): GEORGIA CELLULAR LLC		3) FCC Registration Number(FRN): 0007-4351-26	
4) Disclosable Interest Holder's Address. Attn: CAROL TACKER 5565 GLENRIDGE CONNECTOR, SEVENTEENTH FLOOR, ATLANTA, GA 30342			
5) Type of Interest in Applicant (D) (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: 49	
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):	IId) Percent of Interest Held:
SEE CINGULAR WIRELESS LLC'S FORM 602 THAT IS ON FILE WITH THE COMMISSION			

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)

21) Disclosable Interest Holder's First Name (if individual):	MI:	Last Name	Suffix
22) Disclosable Interest Holder's Name (if entity): BELL SOUTH MOBILITY LLC		23) FCC Registration Number(FRN): 0004-2066-45	
24) Disclosable Interest Holder's Address: ATTN: CAROL TACKER 5565 GLENRIDGE CONNECTOR, SEVENTEENTH FLOOR, ATLANTA, GA 30342			
5) Type of Interest in Applicant (D) (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: 51	
8) Disclosable Interest Holder's Type of Ownership (0) (refer to instructions for list): <input checked="" type="checkbox"/> Voting <input type="checkbox"/> 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 EXHIBIT 1			

Schedule for Disclosable Interest Holders

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

5) Disclosable Interest Holder's First Name (If individual)	MI	Last Name	Suffix
6) Disclosable Interest Holder's Name (if entity): CINGULAR WIRELESS LLC		7) FCC Registration Number(FRN): 0004-9792-33	
8) Disclosable Interest Holders Address: Attn: CAROL TACKER 5565 GLENRIDGE CONNECTOR, SEVENTEENTH FLOOR, ATLANTA, GA 30342			
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(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 CINGULAR WIRELESS LLC's FCC FORM 602 THAT IS ON FILE WITH THE COMMISSION			

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)

17) Disclosable Interest Holder's First Name (if individual)	MI:	Last Name	suffix
18)- Disclosable Interest Holder's Name (if entity): CINGULAR WIRELESS CORPORATION		19) FCC Registration Number(FRN): 0005-8238-44	
20) Disclosable Interest Holder's Address: ATTN: CAROL TACKER 5565 GLENRIDGE CONNECTOR, SEVENTEENTH FLOOR, ATLANTA, GA 30342			
5) Type of Interest in Applicant (I, 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)

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 FCC FORM 602 THAT IS ON FILE WITH THE COMMISSION FOR CINGULAR WIRELESS, LLC.			

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)

13) Disclosable Interest Holder's First Name (if individual):	MI.	Last Name	Suffix
14) Disclosable Interest Holder's Name (if entity): BELLSOUTH CORPORATION		15) FCC Registration Number(FRN): 0004-9424-47	
16) Disclosable Interest Holder's Address. ATTN: 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 (O) (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)

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

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)

9) Disclosable Interest Holder's First Name (if individual):	MI	Last Name	Suffix
10) Disclosable Interest Holder's Name (if entity): SBC COMMUNICATIONS INC		11) FCC Registration Number(FRN): 0005-I 937-01	
12) Disclosable Interest Holder's Address: ATTN: 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): <input checked="" type="checkbox"/> Voting <input type="checkbox"/> 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 SBC COMMUNICATIONS INC'S FCC FORM 602 THAT IS ON FILE WITH THE COMMISSION			

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 of applicant’s disclosable interest holders were calculated using the multiplier approach set forth in Section 1.2112(a)(5) of the Commission’s rules.] 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. BellSouth Mobility LLC

4a) Name and address of all FCC Regulated Businesses owned by Applicant/Licensee	4b) Principal Business	4c) FCC Registration Number (FRN): ²	4d) Percent of Interest Held: ³
ACADIANA CELLULAR GENERAL PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	0001-8378-14	35
ALABAMA CELLULAR SERVICE, LLC 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	0004-2065-95	100
ANNISTON-WESTEL COMPANY, LLC 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	0004-2054-72	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.

² Some of these entities have multiple FRNs. Applicant is supplying only one FRN per entity but will submit the rest upon request.

³ All percentages listed are rounded to nearest one percent.

4a) Name and address of all FCC Regulated Businesses owned by Applicant/Licensee	4b) Principal Business	4c) FCC Registration Number (FRN): ²	4d) Percent of Interest Held: ⁴
ATLANTA-ATHENS MSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	0001-8430-77	100 ⁴
BELLSOUTH CAROLINAS PCS, L.L.C. 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	0001-8338-54	100 (100)
BELLSOUTH PERSONAL COMMUNICATIONS, LLC 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	0004-2059-77	100
BLOOMINGTON CELLULAR TELEPHONE COMPANY 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	0001-5733-28	94 (100)
CHATTANOOGA MSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	0001-8427-23	85(100) ⁴
DECATUR RSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	0004-5884-55	80
FLORIDA CELLULAR SERVICE, LLC 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	0004-2066-37	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
GEORGIA RSA NO. 1 LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	0001-8375-25	74
GEORGIA RSA NO. 2 LIMITED PARTNERSHIP 17730 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	0001-8377-15	61

⁴ Interest is held both directly and indirectly.

4a) Name and address of all FCC Regulated Businesses owned by Applicant/Licensee	4b) Principal Business	4c) FCC Registration Number (FRN): ²	4d) Percent of Interest Held: ³
GEORGIA RSA NO. 3 LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	0001-8369-98	75
HUNTSVILLE MSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	000 -8407-19	100 ⁴
INDIANA 8, L.L.C. 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	0001-8431-35	100
JACKSONVILLE MSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	0001-8427-07	86 (100)
KENTUCKY CGSA, LLC 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	0004-2066-29	100
LAFAYETTE MSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A 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
LOUISIANA RSA NO. 7 CELLULAR GENERAL PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	0001-8377-98	67
LOUISIANA RSA NO. 8 LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	0001-8378-30	50 (100)
MCTA 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	0004-2449-50	100 ⁴
NORTHEAST MISSISSIPPI CELLULAR, LLC 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	0004-2060-66	100

4a) Name and address of all FCC Regulated Businesses owned by Applicant/Licensee	4b) Principal Business	4c) FCC Registration Number (FRN): ²	4d) Percent of Interest Held:'
NORTHEASTERN GEORGIA RSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	0001-8371-52	35
ORLANDO SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	0001-8430-36	100 (100)
WESTEL-INDIANAPOLIS LLC 17330 Preston Road, Suite 1 OOA Dallas. TX 75252	Provision of CMRS services	0004-2058- 86	100
WESTEL-MILWAUKEE COMPANY, LLC 17330 Preston Road, Suite 1 OOA Dallas. TX 75252	Provision of CMRS services	0004-2058-94	100

Description of Ownership

The General and Limited Partner in Atlanta-Athens MSA Limited Partnership is BellSouth Mobility LLC. Georgia Cellular LLC, Limited Partner, is wholly owned by BellSouth Mobility LLC, which is wholly owned by Cingular Wireless LLC.

SBC, through various wholly owned subsidiaries, indirectly holds approximately 60 percent of Cingular's LLC units. BellSouth Corporation ("BellSouth"), through various wholly owned subsidiaries, indirectly holds approximately 40 percent of Cingular's LLC units. Cingular Wireless Corporation directly holds less than one percent of Cingular's LLC units. SBC and BellSouth equally own and control Cingular Wireless Corporation, which – in addition to the *de minimis* ownership interest in Cingular – controls Cingular. Therefore, although the economic interests in Cingular are divided approximately 60/40 between SBC subsidiaries and BellSouth subsidiaries, control is equally shared. For a more detailed description of the wholly owned subsidiaries of SBC and BellSouth through which Cingular's equity is held, please see the current FCC Form 602 on file for Cingular.'

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. 8261, 8264-65 (WTB 1999).