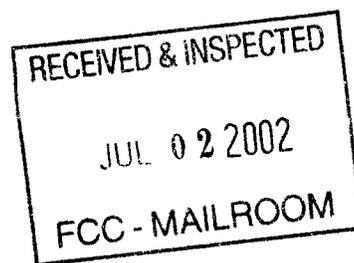


Smart City Information Services, LLC
P.O. Box 22555
3100 Bonnet Creek Road
Lake Buena Vista, Florida 32830



June 26, 2002

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

**Re: FCC Form 602
Smart City Information Services, LLC**

Dear Sir or Madam:

Enclosed, on behalf of Smart City Information Services, LLC, is an original signature version of its FCC Form 602 *FCC Ownership Disclosure Information for the Wireless Telecommunications Services*. 47 C.F.R. §§ 1.919(c), 1.948(c) (2002).

If you have any questions concerning this matter, please contact the undersigned at the address specified above.

Sincerely,

/s/

Martin A. Rubin

Rcvd 6/27/2

7/3/2

RECEIVED & INSPECTED
JUL 02 2002
FCC - MAIL ROOM

Applicant / Licensee Information

1) First Name (if individual):	MI:	Last Name:	Suffix:
2) Applicant Name (if entity): Smart City Information Services, LLC		3) FCC Registration Number (FRN): 0006-9439-63	

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:

Signature

5) Typed or Printed Name of Party Authorized to Sign

First Name: Martin	MI: A.	Last Name: Rubin	suffix:
Title: President			

Signature: • ** See attached signature page • **	Date:
---	-------

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 663).

Applicant / Licensee Information

1) First Name (if individual):	MI:	Last Name:	Suffix:
2) Applicant Name (if entity):		3) FCC Registration Number (FRN):	

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:

Signature

5) Typed or Printed Name of Party Authorized to Sign

First Name.	MI:	Last Name.	Suffix
Title:			

Signature: <i>Martin A. Rubin</i>	Date: JUN 27 2002
--------------------------------------	----------------------

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

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): Smart City Finance, LLC		3) FCC Registration Number(FRN):	
4) Disclosable Interest Holder's Address: 28 West Grand Avenue, Montvale, NJ 07645			
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: 100%	
8) Disclosable Interest Holder's Type of Ownership (S) (refer to instructions for list): <input checked="" type="checkbox"/> Voting <input type="checkbox"/> Non-Voting		9) Disclosable Interest Holder's Country of Citizenship: U.S.A.	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): 4			

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:
Smart City Telecommunications LLC P.O. Box 22555 Lake Buena Vista, FL 32830	Local exchange carrier		100%
Smart City Solutions LLC P.O. Box 22555 Lake Buena Vista, FL 32830	Competitive local exchange carrier		100%
Smart City Information Services LLC P.O. Box 22555 Lake Buena Vista, FL 32830	Wireless services		100%

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): Smart City Holdings, LLC		3) FCC Registration Number(FRN):	
4) Disclosable Interest Holder's Address: 28 West Grand Avenue, Montvale, NJ 07645			
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 (S) (refer to instructions for list): <input checked="" type="checkbox"/> Voting <input type="checkbox"/> Non-Voting		9) Disclosable Interest Holder's Country of Citizenship: U.S.A.	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Interest Holder owns 100% of the LLC units of Smart City Finance, LLC. which owns 100% of the Applicant's LLC units			

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:
Smart City Finance LLC P.O. Box 22555 Lake Buena Vista, FL 32830	Holds interests in telecommunications companies		100%
Smart City Networks LP 3720 Howard Hughes Parkway Las Vegas, NV 89130	Competitive local exchange carrier		100%

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): US Convention Corp.			3) FCC Registration Number(FRN):	
4) Disclosable Interest Holder's Address: 28 West Grand Avenue, Montvale, NJ 07645				
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: 46.49%
8) Disclosable interest Holder's Type of Ownership (S) (refer to instructions for list): <input checked="" type="checkbox"/> Voting <input type="checkbox"/> Non-Voting			9) Disclosable Interest Holder's Country of Citizenship: U.S.A.	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Interest Holder owns 46.49% of the LLC units of Smart City Holdings, LLC, which in turn owns 100% of the LLC units of Smart City Finance, LLC, which owns 100% of the Applicant's LLC units.				

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:
Smart City Holdings LLC 28 West Grand Avenue Montvale, NJ 07646	Holds interests in telecommunications companies		46.49%

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): Conyention Communications Corp.			3) FCC Registration Number(FRN):	
4) Disclosable Interest Holder's Address: 28 West Grand Avenue, Montvale, NJ 07645				
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: 14.37%
8) Disclosable Interest Holder's Type of Ownership (S) (refer to instructions for list): <input checked="" type="checkbox"/> Voting <input type="checkbox"/> Non-Voting			9) Disclosable Interest Holder's Country of Citizenship: U.S.A.	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Interest Holder owns 14.37% of the LLC units of Smart City Holdings, LLC, which in turn owns 100% of the LLC units of Smart City Finance, LLC, which owns 100% of the Applicant's LLC units.				

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:
Smart City Holdings 28 West Grand Avenue Montvale, NJ 07645	Holds interests in telecommunications companies		14.37%

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): Brookmoor Partners, Inc.			3) FCC Registration Number(FRN):	
4) Disclosable Interest Holder's Address: 28 West Grand Avenue, Montvale, NJ 07645				
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: 3.82%
8) Disclosable Interest Holder's Type of Ownership (S) (refer to instructions for list): <input checked="" type="checkbox"/> Voting <input type="checkbox"/> Non-Voting			9) Disclosable Interest Holder's Country of Citizenship: U.S.A.	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Interest Holder owns 3.82% of the LLC units of Smart City Holdings, LLC, which in turn owns 100% of the LLC units of Smart City Finance, LLC, which owns 100% of the Applicant's LLC units.				

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)		MI.	Last Name:	Suffix
2) Disclosable Interest Holder's Name (if entity): Greg Enterprises, Inc.			3) FCC Registration Number(FRN):	
4) Disclosable Interest Holder's Address: 2213 Scarlet Rose Drive, Las Vegas, NV 89134				
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: 1.22%
8) Disclosable Interest Holder's Type of Ownership (S) (refer to instructions for list): <input checked="" type="checkbox"/> Voting <input type="checkbox"/> Non-Voting			9) Disclosable Interest Holder's Country of Citizenship: U.S.A.	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Interest Holder owns 1.22% of the LLC units of Smart City Holdings, LLC, which in turn owns 100% of the LLC units of Smart City Finance, LLC. which owns 100% of the Applicant's LLC units.				

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 | disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual)		MI: -	Last Name:	Suffix:
2) Disclosable Interest Holder's Name (if entity): The Northfield Trust			3) FCC Registration Number(FRN):	
4) Disclosable Interest Holder's Address: do Lampf, Lipkind Prupis 8 Petigrew, 80 Main Street, West Orange, NJ 07062				
5) Type of Interest in Applicant (I) (refer to Instructions for list):		6) Disclosable Interest Holder is a (n): (0) (refer to instructions for list of codes):		7) Percent of Interest Held in Applicant: 15.96%
8) Disclosable Interest Holder's Type of Ownership (S) (refer to instructions for list): <input checked="" type="checkbox"/> Voting <input type="checkbox"/> Non-Voting			9) Disclosable Interest Holder's Country of Citizenship: U.S.A.	
10) Relationship Description (if the discloseable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Interest Holder owns 15.96% of the LLC units of Smart City Holdings, LLC, which in turn owns 100% of the LLC units of Smart City Finance, LLC, which owns 100% of the Applicant's LLC units.				

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:
Smart City Holdings LLC 28 West Grand Avenue Montvale, NJ 07645	Holds interests in telecommunications companies		15.96%

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 (ii entity): Stephen E. Myers Jr. Northfield Trust		3) FCC Registration Number(FRN):	
4) Disclosable Interest Holder's Address: c/o Lampf, Lipkind Prupis & Petigrew, 60 Main Street, West Orange, NJ 07052			
5) Type of Interest in Applicant (I) (refer to Instructions for list):	6) Disclosable Interest Holder is a (n): (0) (refer to instructions for list of codes):	7) Percent of Interest Held in Applicant: 0.84%	
8) Disclosable Interest Holder's Type of Ownership (S) (refer to instructions for list): <input checked="" type="checkbox"/> Voting <input type="checkbox"/> Non-Voting		9) Disclosable Interest Holder's Country of Citizenship: U.S.A.	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Interest Holder owns 0.84% of the LLC units of Smart City Holdings, LLC, which in turn owns 100% of the LLC units of Smart City Finance. LLC, which owns 100% of the Applicant's LLC units.			

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:	1 Ic) FCC Registration Number (FRN):	II d) 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)	MI	Last Name	Suffix:
2) Disclosable Interest Holder's Name (if entity): Avalon Equity Fund, L.P.		3) FCC Registration Number(FRN):	
4) Disclosable Interest Holder's Address: 800 Third Avenue, Suite 3100, New York, NY 10022			
5) Type of Interest in Applicant (I) (refer to Instructions for list):	6) Disclosable Interest Holder is a (n): (L) (refer to instructions for list of codes):	7) Percent of Interest Held in Applicant: 9.61%	
8) Disclosable Interest Holders Type of Ownership (S) (refer to instructions for list): <input checked="" type="checkbox"/> Voting <input type="checkbox"/> Non-Voting		9) Disclosable Interest Holder's Country of Citizenship: U.S.A.	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Interest Holder owns 9.61% of the LLC units of Smart City Holdings, LLC, which in turn owns 100% of the LLC units of Smart City Finance, LLC, which owns 100% of the Applicants LLC units.			

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:
ICE Cable Holdings, LLC 800 Third Avenue New York, NY 10022	Cable television		49.0%
US Cable of Paramus-Hillsdale, LLC 28 W. Grand Avenue Montvale, NJ 07646	Cable television		28.83%
Uvision, LLC 128 N. Bridge Street Sheridan, OR 97378	Cable television		42.5%
Williamette Broadband, LLC 191 SE 2nd Avenue, PO Box 860 Canby, OR 97013	Cable television		35.14%

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): Mader Corp.			3) FCC Registration Number(FRN):	
4) Disclosable Interest Holder's Address: 207 Commodore Drive, Jupiter, FL 33477				
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: 1.20%
8) Disclosable Interest Holder's Type of Ownership (S) (refer to instructions for list): <input checked="" type="checkbox"/> Voting <input type="checkbox"/> Non-Voting			9) Disclosable Interest Holder's Country of Citizenship: U.S.A.	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Interest Holder owns 1.20% of the LLC units of Smart City Holdings, LLC, which in turn owns 100% of the LLC units of Smart City Finance, LLC, which owns 100% of the Applicants LLC units.				

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)		Mi	Last Name.		Suffix
2) Disclosable Interest Holder's Name (if entity): Mader-02 Corp.			3) FCC Registration Number(FRN):		
4) Disclosable Interest Holder's Address: do Mellon Bank, 1735 Market Street, Philadelphia, PA 19103					
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: 1.20%	
8) Disclosable Interest Holders Type of Ownership (S) (refer to instructions for list): <input checked="" type="checkbox"/> Voting <input type="checkbox"/> Non-Voting			9) Disclosable Interest Holder's Country of Citizenship: U.S.A.		
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Interest Holder owns 1.20% of the LLC units of Smart City Holdings, LLC, which in turn owns 100% of the LLC units of Smart City Finance, LLC, which owns 100% of the Applicants LLC units.					

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)		MI	Last Name.		Suffix
2) Disclosable Interest Holder's Name (if entity): Cogiston Capital Corp.			3) FCC Registration Number(FRN):		
4) Disclosable Interest Holder's Address: c/o Spire Capital, 10 Town Square, Suite 200, Chatham, NJ 07928					
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: 0.60%	
8) Disclosable Interest Holder's Type of Ownership (S) (refer to instructions for list): <input checked="" type="checkbox"/> Voting <input type="checkbox"/> Non-Voting			9) Disclosable Interest Holder's Country of Citizenship: U.S.A.		
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Interest Holder owns 0.60% of the LLC units of Smart City Holdings, LLC, which in turn owns 100% of the LLC units of Smart City Finance, LLC, which owns 100% of the Applicants LLC units.					

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)		MI	Last Name:		Suffix
2) Disclosable Interest Holders Name (if entity): Manhattan Group Funding			3) FCC Registration Number(FRN):		
4) Disclosable Interest Holders Address: P.O. Box 2142, Rancho Santa Fe, CA 92067					
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: 1.08%	
8) Disclosable Interest Holder's Type of Ownership (S) (refer to instructions for list): <input checked="" type="checkbox"/> Voting <input type="checkbox"/> Non-Voting			9) Disclosable Interest Holder's Country of Citizenship: U.S.A.		
10) Relationship Description (if the discloseable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Interest Holder owns 1.08% of the LLC units of Smart City Holdings, LLC, which in turn owns 100% of the LLC units of Smart City Finance, LLC, which owns 100% of the Applicant's LLC units.					

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)		MI	Last Name.	suffix
2) Disclosable Interest Holder's Name (if entity): Hoffmaster Investment, LLC			3) FCC Registration Number(FRN):	
4) Disclosable Interest Holder's Address: c/o Obermayer Asset Management, 616 E. Hyman, Suite 161, Aspen, CO 81611				
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: 0.60%
8) Disclosable Interest Holder's Type of Ownership (S) (refer to instructions for list): <input checked="" type="checkbox"/> Voting <input type="checkbox"/> Non-Voting			9) Disclosable Interest Holder's Country of Citizenship: U.S.A.	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Interest Holder owns 0.60% of the LLC units of Smart Cii Holdings, LLC, which in turn owns 100% of the LLC units of Smart Cii Finance, LLC, which owns 100% of the Applicant's LLC units.				

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)		MI:	Last Name	suffix
2) Disclosable Interest Holders Name (if entity): Cluny Road Rental, L.P.			3) FCC Registration Number(FRN):	
4) Disclosable Interest Holder's Address: 190 Spyglass Lane, Jupiter, FL 33477				
5) Type of Interest in Applicant (I) (refer to Instructions for list):		6) Disclosable Interest Holder is a (n): (L) (refer to instructions for list of codes):		7) Percent of Interest Held in Applicant: 1.20%
8) Disclosable Interest Holder's Type of Ownership (S) (refer to instructions for list): <input checked="" type="checkbox"/> Voting <input type="checkbox"/> Non-Voting			9) Disclosable Interest Holders Country of Citizenship: U.S.A.	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Interest Holder owns 1.20% of the LLC units of Smart City Holdings, LLC, which in turn owns 100% of the LLC units of Smart City Finance, LLC, which owns 100% of the Applicants LLC units.				

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):	MI	Last Name.	Suffix
2) Disclosable Interest Holder's Name (if entity): Quick & Reilly		3) FCC Registration Number(FRN):	
4) Disclosable Interest Holder's Address: 30 Sutton Place, Apt 8B, New York, NY 10022			
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: 1.20%	
8) Disclosable Interest Holder's Type of Ownership (S) (refer to instructions for list): <input checked="" type="checkbox"/> Voting <input type="checkbox"/> Non-Voting		9) Disclosable Interest Holder's Country of Citizenship: U.S.A.	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Interest Holder owns 1.20% of the LLC units of Smart City Holdings, LLC, which in turn owns 100% of the LLC units of Smart City Finance, LLC, which owns 100% of the Applicants LLC units.			

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):		MI	Last Name.	Suffix:
2) Disclosable Interest Holder's Name (if entity): AMA Consulting, LLC			3) FCC Registration Number(FRN):	
4) Disclosable Interest Holder's Address: 727 Galloping Hill Road, Franklin Lakes, NJ 07417				
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: 0.60%
8) Disclosable Interest Holder's Type of Ownership (S) (refer to instructions for list): <input checked="" type="checkbox"/> Voting <input type="checkbox"/> Non-Voting			9) Disclosable Interest Holder's Country of Citizenship: U.S.A.	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Interest Holder owns 0.60% of the LLC units of Smart City Holdings, LLC, which in turn owns 100% of the LLC units of Smart City Finance, LLC, which owns 100% of the Applicants LLC units.				

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:

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): Martin		MI A.	Last Name: Rubin	Suffix
2) Disclosable Interest Holders Name (if entity):			3) FCC Registration Number(FRN):	
4) Disclosable Interest Holder's Address: 596 Navaho Trail Drive, Franklin Lakes, NJ 07417				
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):		7) Percent of Interest Held in Applicant: 14.37%
8) Disclosable Interest Holder's Type of Ownership (S) (refer to instructions for list): <input checked="" type="checkbox"/> Voting <input type="checkbox"/> Non-Voting			9) Disclosable Interest Holder's Country of Citizenship: U.S.A.	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Interest Holder controls Convention Communications Corp., which owns 14.37% of the LLC units of Smart City Holdings, LLC, which in turn owns 100% of the LLC units of Smart City Finance, LLC, which owns 100% of the Applicant's LLC units.				

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:
Smart City Holdings LLC 28 W. Grand Avenue Hlontvale, NJ 07645	Holds interests in telecommunications companies		14.37%
DCT Spirit LLC	Wireless telecommunications		15.0%

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): James		MI: D	Last Name: Pearson	Suffix
2) Disclosable Interest Holder's Name (if entity): -			3) FCC Registration Number(FRN):	
4) Disclosable Interest Holder's Address:				
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):		7) Percent of Interest Held in Applicant: approx. 10.8%
8) Disclosable Interest Holder's Type of Ownership (S) (refer to instructions for list): <input checked="" type="checkbox"/> Voting <input type="checkbox"/> Non-Voting			9) Disclosable Interest Holder's Country of Citizenship: U.S.A.	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Interest Holder controls Brookmoor Partners, which directly or indirectly owns or controls 3.82% of the LLC units of Smart City Holdings, LLC, which in turn owns 100% of the LLC units of Smart City Finance, LLC, which owns 100% of the Applicants LLC units. In addition, the interest Holder owns 15% of US Convention Corp which owns 46.49% of Smart City Holdings thereby giving the Interest Holder a 6.97% in Smart City Holdings LLC and 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:
US Cable of Paramus-Hillsdale LLC 28 W. Grand Avenue Montvale, NJ 07645	Cable television		6.18% Class A 11.0% Class 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) Michael		MI: C	Last Name- Anderson	/ suffix I
2) Disclosable Interest Holder's Name (if entity):			3) FCC Registration Number(FRN):	
4) Disclosable Interest Holder's Address:				
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):		7) Percent of Interest Held in Applicant: approx. 5.8%
8) Disclosable Interest Holder's Type of Ownership (S) (refer to instructions for list): <input checked="" type="checkbox"/> Voting <input type="checkbox"/> Non-Voting			9) Disclosable Interest Holder's Country of Citizenship: U.S.A.	
40) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Interest Holder controls Mader Corp., which directly or indirectly owns or controls 1.2% of the LLC units of Smart City Holdings, LLC, which in turn owns 100% of the LLC units of Smart City Finance, LLC, which owns 100% of the Applicants LLC units. In addition, the Interest Holder owns 10% of US Convention Corp which owns 46.49% of Smart City Holdings thereby giving the Interest Holder a 4.649% in Smart City Holdings LLC and the Applicant.				

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:
SUFI Network Services 28 W. Grand Avenue Montvale, NJ 07645	International telephone company		10%

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) Stephen	MI E	Last Name: Myers	Suffix Sr.
2) Disclosable Interest Holder's Name (if entity):		3) FCC Registration Number(FRN):	
4) Disclosable Interest Holder's Address:			
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 code@:	7) Percent of Interest Held in Applicant: approx. 50.86%	
8) Disclosable Interest Holder's Type of Ownership (S) (refer to instructions for list): <input checked="" type="checkbox"/> Voting <input type="checkbox"/> Non-Voting		9) Disclosable Interest Holders Country of Citizenship: U.S.A.	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Interest Holder controls The Northfield Trust, which directly or indirectly owns or controls 50.86% of the LLC units of Smart City Holdings, LLC, which in turn owns 100% of the LLC units of Smart City Finance, LLC, which owns 100% of the Applicants LLC units.			

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:
US Cable of Coastal-Texas 28 W. Grand Avenue Montvale, NJ 07645	Cable television	#	37.8%
US Cable of Paramus-Hillsdale 28 W. Grand Avenue Montvale, NJ 07645	Cable television		44.52%
Smart City Holdings LLC 28 W. Grand Avenue Montvale, NJ 07645	Holds interests in telecommunications companies		50.86%
SUFI Network Services 28 W. Grand Avenue Montvale, NJ 07646	International telephone company		82%