

**COPY**

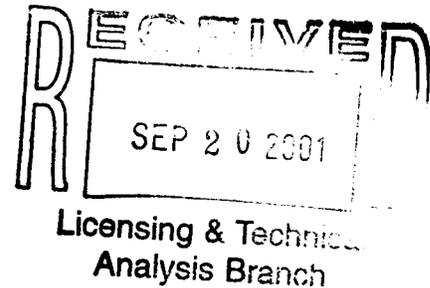
WILKINSON ) BARKER ) KNAUER ) LLP

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SUITE 700  
WASHINGTON, DC 20037  
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FAX 202.783.5851  
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September 14, 2001

**VIA HAND DELIVERY**

Magalie Roman Salas, Secretary  
Federal Communications Commission  
1270 Fairfield Road  
Gettysburg, PA 17325-7245



Re: Cingular Wireless LLC  
FCC Form 602 — Ownership Disclosure Information

Dear Ms. Salas:

Pursuant to Section 1.919(b) of the Commission's rules, and the procedures set forth in *Public Notice*, DA 99-3 14 (released Feb. 10, 1999). Cingular Wireless LLC ("Cingular"), by its attorney, hereby submits an original and one copy of an FCC Form 602 Ownership Disclosure Information for the Wireless Telecommunications Services. 47 C.F.R. § 1.919(b).

In preparing the instant Form 602, Cingular has used its best efforts and acted in good faith to provide the most complete ownership information possible. Should significant updated or additional information become available to Cingular, the enclosed Form 602 will be revised accordingly. Additional information will be provided upon request.

Should you have any questions regarding this FCC Form 602, please contact the undersigned.

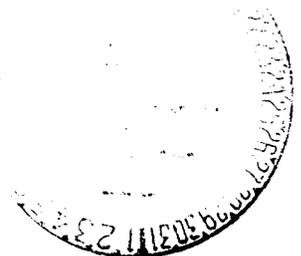
Sincerely,

WILKINSON BARKER KNAUER, LLP

A handwritten signature in black ink, appearing to read "William R. Layton".

By: William R. Layton

Enclosures



**Applicant/Licensee Information**

1) First Name (if individual):	MI:	Last Name:	suffix:
2) Applicant Name (if entity): CINGULAR WIRELESS LLC		3) Applicant TIN: 	

**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) TIN:	4d) Percent of Interest Held:
SEE EXHIBIT 1			

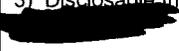
**Signature**

5) Typed or Printed Name of Party Authorized to Sign

First Name: Ben	MI:	Last Name: Almond	Suffix:
Title: Duly Authorized Employee			
Signature: 			Date: 09/13/2001
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): <b>SBC COMMUNICATIONS INC.</b>		3) Disclosable Interest Holder's TIN: 	
4) Disclosable Interest Holder's Address: <b>ATTENTION: WAYNE WATTS 175 EAST HOUSTON, SAN ANTONIO, TX 78205</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):		7) Percent of Interest Held in Applicant: <b>(SEE EXHIBIT 2)</b>
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): <b>0 — OTHER (VOTING)</b>		9) Disclosable Interest Holder's Country of Citizenship: <b>UNITED STATES</b>	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): <b>(SEE EXHIBIT 2)</b>			

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

Ila) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	Iib) Principal Business:	Iic) TIN:	Iid) Percent of Interest Held:
<b>SEE SBC COMMUNICATIONS INC.3 FCC FORM 602 WHICH IS ON FILE WITH THE COMMISSION</b>			

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)

1) Disclosable Interest Holder's First Name (if individual):	MI:	Last Name:	Suffix:
2) Disclosable Interest Holder's Name*(if entity): <b>BELLSOUTH CORPORATION</b>		3) Disclosable Interest Holder's TIN: 	
4) Disclosable Interest Holder's Address: <b>ATTENTION: CHARLES FEATHERSTUN 1155 PEACHTREE STREET, N.E., ATLANTA, GA 30309</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):		7) Percent of Interest Held in Applicant: <b>(SEE EXHIBIT 2)</b>
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): <b>0 --- OTHER (VOTING)</b>		9) Disclosable Interest Holder's Country of Citizenship: <b>UNITED STATES</b>	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): <b>(SEE EXHIBIT 2)</b>			

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

I I a ) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	I I b ) Principal Business:	I I c ) TIN:	I I d ) Percent of Interest Held:
SEE BELLSOUTH CORPORATION'S FCC FORM 602 WHICH 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)

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) Disclosable Interest Holder's TIN: 	
4) Disclosable Interest Holder's Address: ATTENTION: CAROL TACKER 5565 GLENRIDGE CONNECTOR, TWELFTH 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: <b>(SEE EXHIBIT 2)</b>
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): <b>0 — OTHER (VOTING)</b>		9) Disclosable Interest Holder's Country of Citizenship: <b>UNITED STATES</b>	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to 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 #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:

4a) Name and address of all FCC Regulated Businesses owned by Applicant/Licensee:	4b) Principal Business	4c) TIN:	4d) Percent of Interest Held:
ABILENE SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	[REDACTED]	71.00
ACADIANA CELLULAR GENERAL PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	[REDACTED]	35.00
ALABAMA CELLULAR SERVICE, LLC 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	[REDACTED]	100.00
AMARILLO SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	[REDACTED]	71.00
AMCELL OF ATLANTIC CITY, LLC 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	[REDACTED]	100.00
AMERICAN CELLULAR COMMUNICATIONS LLC 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	[REDACTED]	100.00
AMERICAN CELLULAR NETWORK COMPANY, LLC 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	[REDACTED]	100.00
AMERITECH MOBILE COMMUNICATIONS, LLC 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	[REDACTED]	100.00
AMERITECH WIRELESS COMMUNICATIONS, LLC 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	[REDACTED]	100.00
ANNISTON-WESTEL COMPANY, LLC 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	[REDACTED]	100.00
ATLANTA-ATHENS MSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	[REDACTED]	100.00
AURORA/ELGIN CELLULAR TELEPHONE, LLC 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	[REDACTED]	100.00
BCTC OF TEXAS, LLC 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	[REDACTED]	100.00
BELLSOUTH CAROLINAS PCS, L.L.C. 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	[REDACTED]	100.00
BELLSOUTH MOBILITY LLC 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	[REDACTED]	100.00
BELLSOUTH PERSONAL COMMUNICATIONS, LLC 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	[REDACTED]	100.00

4a) Name and address of all FCC Regulated Businesses owned by Applicant/Licensee	4b) Principal Business	4c) TIN:	4d) Percent of Interest Held:
BLOOMINGTON CELLULAR-TELEPHONE COMPANY 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	[REDACTED]	94.21
CCPR OF THE VIRGIN ISLANDS. INC. 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	[REDACTED]	50.00
CCPR PAGING, INC. 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	[REDACTED]	50.00
CCPR SERVICES, INC. 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	[REDACTED]	50.00
CELL SOUTH OF NEW JERSEY, LLC 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	[REDACTED]	100.00
CHAMPAIGN CELLTELCO 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	[REDACTED]	98.32
CHATTANOOGA MSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	[REDACTED]	85.23
CINCINNATI SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	[REDACTED]	53.03
CINGULAR INTERACTIVE L.P. 10 Woodbridge Center Drive Woodbridge, NJ 07095	Provision of CMRS services	[REDACTED]	100.00
CORPUS CHRISTI SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	[REDACTED]	100.00
DALLAS SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	[REDACTED]	99.50
DECATUR CELLULAR TELEPHONE COMPANY, LLC 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	[REDACTED]	100.00
DECATUR RSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	[REDACTED]	80.00
DELAWARE VALLEY PCS COMMUNICATIONS, LLC 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	[REDACTED]	100.00
DETROIT SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	[REDACTED]	95.42

4a) Name and address of all FCC Regulated Businesses owned by Applicant/Licensee	4b) Principal Business	4c) TIN:	4d) Percent of Interest Held:
EASTERN MISSOURI CELLULAR LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	[REDACTED]	98.00
FLORIDA CELLULAR SERVICE, LLC 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	[REDACTED]	100.00
FLORIDA RSA NO. 2B (INDIAN RIVER) LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	[REDACTED]	71.50
GALVESTON CELLULAR TELEPHONE COMPANY 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	[REDACTED]	100.00
GEORGIA RSA NO. 1 LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	[REDACTED]	74.46
GEORGIA RSA NO. 2 LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	[REDACTED]	61.23
GEORGIA RSA NO. 3 LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	[REDACTED]	75.00
GTE MOBILNET OF AUSTIN LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	[REDACTED]	64.18
GTE MOBILNET OF TEXAS RSA #11 LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	[REDACTED]	64.00
GTE MOBILNET OF TEXAS RSA # 16 LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	[REDACTED]	80.8
HOUMA-THIBODAUX CELLULAR PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	[REDACTED]	99.01
HOUSTON CELLULAR TELEPHONE COMPANY, L . P . 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	[REDACTED]	100.00
HUNTSVILLE MSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	[REDACTED]	100.00
INDIANA 8, L.L.C. 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	[REDACTED]	100.00

4a) Name and address of all FCC Regulated Businesses owned by Applicant/Licensee	4b) Principal Business	4c) TIN:	4d) Percent of Interest Held:
INDIANA CELLULAR LLC - 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	[REDACTED]	100.00
JACKSONVILLE MSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	[REDACTED]	85.76
JOLIET CELLULAR TELEPHONE, LLC 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	[REDACTED]	100.00
KANKAKEE CELLULAR L.L.C. 5131 Meadowlark Lane Protage, MI 49024	Provision of CMRS services	[REDACTED]	10.07
KANSAS CITY SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	[REDACTED]	81.00
KENTUCKY CGSA, LLC 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	[REDACTED]	100.00
LAFAYETTE MSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	[REDACTED]	51.00
LOUISIANA CELLULAR HOLDINGS, L.L.C. 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	[REDACTED]	100.00
LOUISIANA RSA NO. 7 CELLULAR GENERAL PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	[REDACTED]	66.70
LOUISIANA RSA NO. 8 LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	[REDACTED]	50.00
LUBBOCK SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	[REDACTED]	71.00
MADISON SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	[REDACTED]	64.68
MCALLEN-EDINBURG-MISSION SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	[REDACTED]	77.50
MCTA 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	[REDACTED]	100.00
MEMPHIS SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	[REDACTED]	100.00

4a) Name and address of all FCC Regulated Businesses owned by Applicant/Licensee	4b) Principal Business	4c) TIN:	4d) Percent of Interest Held:
MIDLAND-ODESSA SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	[REDACTED]	71.00
MILWAUKEE SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	[REDACTED]	79.08
MISSOURI RSA 8 LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	[REDACTED]	60.00
MISSOURI RSA 9B 1 LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	[REDACTED]	50.40
MISSOURI RSA 11112 LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	[REDACTED]	50.00
M-T CELLULAR, LLC 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	[REDACTED]	100.00
NEW YORK HOLDINGS, LLC 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	[REDACTED]	100.00
NORTHEAST MISSISSIPPI CELLULAR, LLC 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	[REDACTED]	100.00
NORTHEASTERN GEORGIA RSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	[REDACTED]	35.00
OKLAHOMA CITY SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	[REDACTED]	62.00
OKLAHOMA RSA 3 LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	[REDACTED]	74.00
OKLAHOMA RSA 9 LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	[REDACTED]	60.00
ORLANDO CGSA, LLC 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	[REDACTED]	100.00
ORLANDO SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	[REDACTED]	100.00
PACIFIC BELL WIRELESS, LLC 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	[REDACTED]	100.00
PACIFIC BELL WIRELESS NORTHWEST, LLC 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	[REDACTED]	100.00

4a) Name and address of all FCC Regulated Businesses owned by Applicant/Licensee:	4b) Principal Business	4c) TIN:	4d) Percent of Interest Held:
PACIFIC TELESIS MOBILE SERVICES, LLC 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	[REDACTED]	100.00
ST. JOSEPH SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	[REDACTED]	51.00
SALMON PCS LLC Two Wisconsin Circle, Suite 850 Chevy Chase, MD 20815	Applicant for CMRS licenses	[REDACTED]	85.00
SAN ANTONIO SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	[REDACTED]	100.00
SAN JUAN CELLULAR TELEPHONE COMPANY 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	[REDACTED]	50.00
SBC WIRELESS LLC <sup>1</sup> 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	[REDACTED]	100.00
SBMS CELLULAR TELECOMMUNICATIONS BLOOMINGTON LLC 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	[REDACTED]	100.00
SBMS CELLULAR TELECOMMUNICATIONS SPRINGFIELD, LLC 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	[REDACTED]	100.00
SNET MOBILITY, LLC 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	[REDACTED]	100.00
SOUTHWESTERN BELL MOBILE SYSTEMS, LLC 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	[REDACTED]	100.00
SOUTHWESTERN BELL WIRELESS, LLC 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	[REDACTED]	100.00
TENNESSEE RSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	[REDACTED]	100.00
TEXAS RSA 6 LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	[REDACTED]	49.50
TEXAS RSA 7B1 LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	[REDACTED]	50.00
TEXAS RSA 9B1 LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	[REDACTED]	35.62
TEXAS RSA 9B4 LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	[REDACTED]	84.62

4a) Name and address of all FCC Regulated Businesses owned by Applicant/Licensee	4b) Principal Business	4c) TIN:	4d) Percent of Interest Held:
TEXAS RSA 10B1 LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	[REDACTED]	75.00
TEXAS RSA 10B3 LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	[REDACTED]	75.00
TEXAS RSA 18 LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	[REDACTED]	34.00
TEXAS RSA 19 LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	[REDACTED]	33.34
TEXAS RSA 20B1 LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	[REDACTED]	50.00
THUMB CELLULAR LIMITED PARTNERSHIP P.O. Box 650 Pigeon, MI 48755	Provision of CMRS services	[REDACTED]	23.00
TOLEDO MSA LIMITED PARTNERSHIP Regulatory Team R0401 8725 West Higgins Road Chicago, IL 60631	Provision of CMRS services	[REDACTED]	14.90
TOPEKA SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	[REDACTED]	77.00
USVI CELLULAR TELEPHONE CORPORATION 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	[REDACTED]	50.00
USVI PAGING, INC. 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Reselling telecommunications services	[REDACTED]	50.00
VINELAND CELLULAR TELEPHONE COMPANY, LLC 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	[REDACTED]	100.00
WASHINGTON/BALTIMORE CELLULAR LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	[REDACTED]	100.00
WESTEL-INDIANAPOLIS LLC 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS services	[REDACTED]	100.00
WESTEL-MILWAUKEE COMPANY, LLC 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	[REDACTED]	100.00
WICHITA SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services	[REDACTED]	60.00

4a) Name and address of all FCC Regulated Businesses owned by Applicant/Licensee	4b) Principal Business	4c) TIN:	4d) Percent of Interest Held:
WORCESTER TELEPHONE COMPANY 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services		90.60

**NOTES**

<sup>1</sup> Applications to assign radio station authorizations to this entity are pending Commission approval. Once assigned, entity will become an FCC regulated business.

<sup>2</sup> Neither Cingular Wireless LLC nor either of its controlling parties controls this entity; accordingly, they do not have its TIN. Therefore, Cingular Wireless LLC is supplying this entity's unique Licensee ID Number, which is publicly available on the Universal Licensing System. *See also In re Applications of SBC Communications Inc. and BellSouth Corporation*, WT Docket No. 00-81, *Memorandum Opinion and Order*, DA 00-2223 ¶¶ 14- 17 (rel. Sept. 29, 2000).

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;” 6.31 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 Wireless Services LLC (“SBC Wireless;” 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, 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 Services, Inc. directly owns SBC Wireless.

BellSouth holds its indirect interests in Applicant through five (5) wholly owned subsidiaries: BellSouth Cellular Corp. (“BSCC;” 36.25 percent); BellSouth Mobile Data, Inc. (“BSMD;” 0.87 percent); RAM Broadcasting Corporation (“RAM;” 0.88 percent); AB Cellular Holding, LLC (“AB Cellular;” 1.04 percent); and Wireless Telecommunications Investment Company LLC (“WTIC;” 0.96 percent). BellSouth directly owns RAM and BellSouth Enterprises, Inc. BellSouth Enterprises, Inc. directly owns BSMD and BellSouth Mobile Systems, Inc. BellSouth Mobile Systems, Inc. directly owns BSCC. BSCC directly owns Los Angeles RCCs, LLC, which directly owns ACCC of Los Angeles, Inc. ACCC of Los Angeles, Inc. 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.

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.