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September 19, 2001



By Federal Express

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

Re: Valor Telecommunications Enterprises II, LLC
FCC Form 602
FCC Ownership Disclosure Information for the
Wireless Telecommunications Service

Dear Sir or Madam:

Transmitted herewith for filing is a completed FCC Form 602 for Valor Telecommunications Enterprises II, LLC. Please date-stamp the enclosed copy of this Form 602 and return it in the enclosed self-addressed, postage-prepaid envelope.

Please do not hesitate to contact me if there are any questions.

Sincerely,

A handwritten signature in cursive script that reads "Charles W. Logan".

Charles W. Logan



FCC 602
Main Form

FCC Ownership Disclosure Information for the
Wireless Telecommunications Services

Approved by OMB
3060 - 0796
See instructions for
public burden estimate

Applicant/Licensee Information

1) First Name (if individual):	MI:	Last Name:	Suffix:
2) Applicant Name (if entity):		3) Applicant TIN:	
Valor Telecommunications Enterprises II, LLC		[REDACTED]	

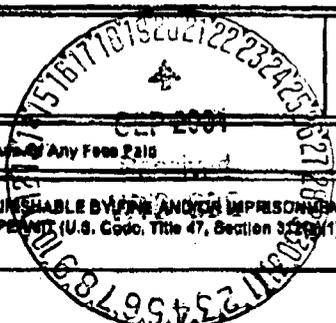
Related FCC Regulated Businesses of Applicant/Licensee

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:

Signature

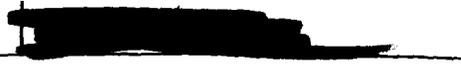
5) Typed or Printed Name of Party Authorized to Sign

First Name:	MI:	Last Name:	Suffix:
William	M.	Ojile	Jr.
Title: General Counsel			
Signature: <i>W M Ojile Jr</i>			Date: 9/17/01
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 1221(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)

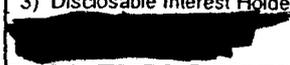
1) Disclosable Interest Holder's First Name (if individual): Anne	MI: K.	Last Name: Bingaman	Suffix:
2) Disclosable Interest Holder's Name (if entity):		3) Disclosable Interest Holder's TIN: 	
4) Disclosable Interest Holder's Address: 201 E. John Carpenter Freeway, #200, Irving, TX 75062			
5) Type of Interest in Applicant (<input type="radio"/>) (refer to Instructions for list)	6) Disclosable Interest Holder is a(n): (<input type="radio"/>) (refer to instructions for list of codes):	7) Percent of Interest Held in Applicant: 0.5343x	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): 0		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):			

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:

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): Kenneth		Last Name: Cola		Suffix:
2) Disclosable Interest Holder's Name (if entity):			3) Disclosable Interest Holder's TIN: 	
4) Disclosable Interest Holder's Address: 201 E. John Carpenter Freeway, #200, Irving, TX 75062				
5) Type of Interest in Applicant (O) (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: 0%
6) Disclosable Interest Holder's Type of Ownership (refer to instructions for list):			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):				

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:

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): John	MI: A.	Last Name: Butler	Suffix
2) Disclosable Interest Holder's Name (if entity):		3) Disclosable Interest Holder's TIN: 	
4) Disclosable Interest Holder's Address: 201 E. John Carpenter Freeway, #200, Irving, TX 75062			
5) Type of Interest in Applicant (0) (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: 0%	
8) Disclosable interest Holder's Type of Ownership (refer to instructions for list):		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):			

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:

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 Holders First Name (if individual):	MI:	Last Name:	Suffix:
2) Disclosable Interest Holder's Name (if entity): Valor Telecommunications Southwest II, LLC		3) Disclosable Interest Holder's TIN: 	
4) Disclosable Interest Holders Address: 201 E. John Carpenter Freeway, #200, Irving, TX 75069			
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 (refer to instructions for list): 0		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): 100% owner of Applicant; sole member and manager			

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:

Schedule for Disclosable Interest Holders

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

1) Disclosable Interest Holder First Name (if individual):		MI	Last Name:		Suffix
2) Disclosable Interest Holder's Name (if entity): Valor Telecommunications, LLC				3) Disclosable Interest Holder's TIN: 	
4) Disclosable interest Holder's Address: 201 E. John Carpenter Freeway, #200, Irving, TX 75069					
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 (refer to instructions for list): 0			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): Valor Telecommunications, LLC is the sole member, manager and 100% owner of Valor Telecommunications Southwest II, LLC					

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:
Valor Telecommunications Enterprises, LLC	Holding company for telecommunications operations		100%
Valor Telecommunications of New Mexico, LLC	Incumbent local exchange carrier in New Mexico		100%
Valor Telecommunications of Oklahoma, LLC	Incumbent local exchange carrier in Oklahoma		100%
Valor Telecommunications of Texas, L.P.	Incumbent local exchange carrier in Texas		100%
Valor Telecommunications LD, LLC	Long Distance telecommunications provider		100%

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): SCE Sharing Partnership				3) Disclosable Interest Holder's TIN: 	
4) Disclosable Interest Holder's Address: c/o WCAS Management Corporation, 320 Park Ave., Suite 2500, 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: 28.7%	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): 0			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): SCE Sharing Partnership holds a 28.7% cumulative membership interest in Valor Telecommunications, LLC					

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:

Schedule for Disclosable Interest Holders

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

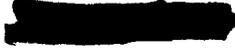
1) Disclosable Interest Holder's First Name (if individual):		MI.	Last Name:	Suffix:
2) Disclosable Interest Holder's Name (if entity): WCAS IX Associates, LLC			3) Disclosable Interest Holder's TIN: 	
4) Disclosable Interest Holder's Address: C/O WCAS Management Corporation, 320 Park Avenue, Suite 2500, New York, NY 10022				
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:
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): G			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): WCAS IX Associates, LLC is the general partner of SCE Sharing Partnership				

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:

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): WCAS VIII Associates, LLC (General Partner)		3) Disclosable interest Holder's TIN: 	
4) Disclosable Interest Holder's Address: c/o WCAS Management Corporation, 320 Park Avenue, Suite 2500, New York, NY 10022			
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:
8) Disclosable Interest Holder's Type of Ownership (refer to instruction or list): G		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): WCAS VIII Associates, LLC is the general partner of SCD Sharing Partnership			

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:

Schedule for Disclosable Interest Holders

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

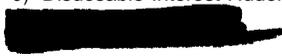
1) Disclosable Interest Holder's First Name (if individual)		MI:	Last Name.	Suffix
2) Disclosable Interest Holder's Name (if entity): Vestar Capital Partners, IV, L.P.			3) Disclosable Interest Holder's TIN: 	
4) Disclosable Interest Holder's Address: 245 Park Avenue, 41st Floor, New York, NY 10167				
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: 18.5%
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): 0			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): Vestar Capital Partners, IV, L.P. holds a 18.5% cumulative membership interest in Valor Telecommunications, LLC				

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:

Schedule for Disclosable Interest Holders

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

1) Disclosable Interest Holders First Name (if individual)-		MI:	Last Name:	Suffix:
2) Disclosable Interest Holder's Name (if entity): Vestar Associates Corporation IV			3) Disclosable Interest Holder's TIN: 	
4) Disclosable Interest Holder's Address: 245 Park Avenue, 41st Floor, New York, NY 10167				
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:
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): G			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): General partnerrand manager of Vestar Capital Partners IV, LP				

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:

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): Citicorp Venture Capital Ltd.			3) Disclosable Interest Holder's TIN: 	
4) Disclosable Interest Holder's Address: 399 Park Avenue, New York, NY 10043				
5) Type of Interest in Applicant (I) (refer to Instructions for list)		6) Disclosable Interest Holder is a(n): (O) (refer to instructions for list of codes).		7) Percent of Interest Held in Applicant: 12.4%
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): 0			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): Citicorp Venture Capital Ltd. holds a 12.4% cumulative membership interest in Valor Telecommunications, LLC				

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:
Huntsville Television Holdings Corporation	broadcasting		55%

Schedule for Disclosable Interest Holders

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

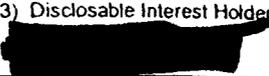
1) Disclosable Interest Holder's First Name (if individual):		MI:	Last Name:	Suffix:
2) Disclosable Interest Holder's Name (if entity): Citibank, NA			3) Disclosable Interest Holder's TIN: 	
4) Disclosable Interest Holder's Address: 399 Park Avenue, New York, NY 10043				
5) Type of Interest in Applicant (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: 12.4%	
6) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): 0			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): Citibank, N.A. owns 100% of Citicorp Venture Capital, Ltd., which holds an interest in applicant (see previous page).				

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:

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): Citigroup Inc.			3) Disclosable Interest Holder's TIN: 	
4) Disclosable Interest Holder's Address: 399 Park Avenue, New York, NY 10043				
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: 12.4%	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): 0			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): Citigroup Inc. owns 100% of Citibank, N.A., which owns 100% of Citicorp Venture Capital, Ltd., which holds an interest in applicant (see previous pages).				

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: