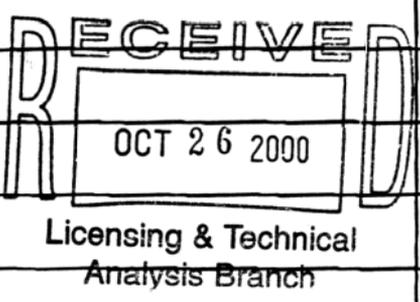


Applicant/Licensee information

1) First Name (if individual):	MI:	Last Name:	Suffix:
2) Applicant Name (if entity):		3) Applicant TIN:	
HLD CELLULAR CORPORATION		[REDACTED]	

Related FCC Regulated Businesses of Applicant/Licensee

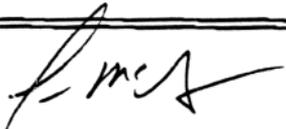
4a) Name and address of all FCC Regulated Businesses owned by Applicant/Licensee (use additional sheets, if necessary):	4b) Principal Business:	4c) TIN:	4d) Percent of Interest Held:
			

Signature

5) Typed or Printed Name of Party Authorized to Sign

First Name: Tim	MI:	Last Name: McGaw	Suffix:
--------------------	-----	---------------------	---------

Title: Vice President

Signature:  Date: 10-19-00

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 503).

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
James		Douglas, Jr.	
2) Disclosable Interest Holders Name (if entity):		3) Disclosable Interest Holder's TIN	
		[REDACTED]	
4) Disclosable Interest Holders Address			
600 El Camino Del Mar San Francisco, CA 94121			
5) Type of Interest in Applicant (D) (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
	-		47.59%
8) Disclosable Interest Holder Type of Ownership (refer to instructions for list):		9) Disclosable Interest Holder's Country of Citizenship:	
Common stock/ voting		United States	
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:
Easterbrooke Cellular Corporation 4040 Civic Center Drive, Ste. 530 San Rafael, CA 94903	Cellular Radio Service Provider	[REDACTED]	51.11%
Verso LMDS, LLC 2601 Mariposa St., #100 San Francisco, CA 94110	LMDS Provider	[REDACTED]	16.33%
BroadBand One North, Inc 4040 Civic Center Drive, Ste. 530 San Rafael, CA 94903	LMDS Provider	[REDACTED]	33.33%
BroadBand One of the Southeast, Inc. 4040 Civic Center Drive, Ste. 530 San Rafael, CA 94903	LMDS Provider	[REDACTED]	33.33%
BroadBand One of California, Inc. 4040 Civic center Drive, Ste. 530 San Rafael. CA 94903	LMDS Provider	[REDACTED]	33.33%
BroadBand One of the Midwest, Inc. 4040 Civic Center Drive, Ste. 530 San Rafael, CA 94903	LMDS Provider	[REDACTED]	33.33%

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) Jean	MI:	Last Name Douglas	Suffix .as
2) Disclosable Interest Holder's Name (if entity):			3) Disclosable Interest Holder's TIN:
4) Disclosable Interest Holders Address: 600 El Camino Del Mar San Francisco, CA 94121			
5) Type of Interest in Applicant (D) (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: 20.19%
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): Common / 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): 			

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): James		MI:	Last Name: Douglas, III		suffix:
2) Disclosable Interest Holders Name (if entity):				3) Disclosable Interest Holder's TIN: 	
4) Disclosable Interest Holders Address 465 Marin Drive Burlingame, CA 94010					
5) Type of Interest in Applicant (D) (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: - - 22.12%	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): Common Stock /voting			9) Disclosable Interest Holders Country of Citizenship: United States		
10) Relationship Descnptrn (if the discloseable 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)

IIa) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	IIb) Principal Business:	11c) TIN:	II d) Percent of Interest Held: