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January 28, 2000

**VIA HAND DELIVERY**

Magalie Roman Salas, Secretary  
Federal Communications Commission  
1270 Fairfield Road  
Gettysburg, PA 173257245

Re: Louisiana Cellular Holdings, L.L.C.  
FCC Form 602 — Ownership Disclosure Information

Dear Ms. Salas:

Pursuant to Section 1.919(b)(4) of the Commission's rules, and the procedures set forth in *Public Notice*, DA 99- 100 1 (May 25, 1999), and *Public Notice*, DA 99-3 14 (Feb. 10, 1999), Louisiana Cellular Holdings, L.L.C. ("Applicant") hereby submits an original and one copy of an FCC Form 602 Ownership Disclosure Information for the Wireless Telecommunications Services. This information is submitted in connection with an FCC Form 603 application being tiled contemporaneously via the Commission's Universal Licensing System ("ULS") notifying the Commission of the *pro forma* assignment of various wireless licenses from Louisiana CGSA, Inc. to Applicant.

In preparing the instant Form 602, Applicant 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 Applicant, the enclosed Form 602 will be revised accordingly. Additional information will be provided upon request.

Should you have any questions regarding this application, please contact the undersigned.

Sincerely,

WILKINSON BARKER KNAUER, LLP



By: F. Thomas Moran  
Craig E. Gilmore

Enclosure

**Applicant/Licensee Information**

1) First Name (if individual):	MI:	Last Name:	suffix:
2) Applicant Name (if entity): <b>Louisiana Cellular Holdings, L. L. C.</b>			

**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:
<b>See Attachment 1</b>			

**Signature**

5) Typed or Printed Name of Party Authorized to Sign

First Name: <b>C. Claiborne</b>	MI:	Last Name: <b>Barksdale</b>	Suffix:
Title: <b>Assistant Secretary</b>			
Signature: 			Date: <b>Jan. 25, 2000</b>

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 693).

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 Holders Name (if entity): <b>BSCC of Louisiana, Inc.</b>		3) [	N:
4) Disclosable Interest Holder's Address: <b>1100 Peachtree Street, NE, Atlanta, GA 30309</b>			
5) Type of Interest in Applicant (D ) (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>1%</b>
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): <b>0 - Voting membership interest in LLC</b>		9) Disclosable Interest Holder's Country of Citizenship: <b>U. S. A.</b>	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): <b>N/A</b>			

**Related FCC Regulated Businesses of Disclosable Interest Holders (repeat #breach 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:
<b>See Attachment 1</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>Louisiana CGSA, Inc.</b>				TIN:
4) Disclosable Interest Holder's Address: <b>1100 Peachtree Street, NE, Atlanta, GA 30309</b>				
5) Type of Interest in Applicant ( <b>D</b> ) (refer to Instructions for list)		6) Disclosable Interest Holder is a(n): ( <b>C</b> ) (refer to instructions for list of codes):		7) Percent of Interest Held in Applicant:  <b>99%</b>
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): <b>0 - Voting membership interest in LLC</b>			9) Disclosable Interest Holder's Country of Citizenship:  <b>U. S. A.</b>	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant):  <b>N/A</b>				

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:
<b>See Attachment 1</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 Holders Name (if entity): <b>BellSouth Mobility Inc</b>			or's TIN:
4) Disclosable Interest Holder's Address: <b>1100 Peachtree Street, NE, 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>100%</b>	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): <b>0 - Voting membership interest in LLC</b>		9) Disclosable Interest Holder's Country of Citizenship: <b>U. S. A.</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 Attachment 1</b>			

**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:
<b>See Attachment 1</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 Cellular Corp.</b>		r's TIN:	
4) Disclosable Interest Holder's Address: <b>1100 Peachtree Street, NE, 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>100%</b>	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): <b>0 - Voting membership interest in LLC</b>		9) Disclosable Interest Holder's Country of Citizenship: <b>U. S. A.</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 Attachment 1</b>			

**Related FCC Regulated Businesses of Disclosable Interest Holders (repeat #or 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:
<b>See Attachment 1</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 Mobile Systems, Inc.</b>				Owner's TIN:
4) Disclosable Interest Holder's Address: <b>1100 Peachtree Street, NE, 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>100%</b>
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): <b>0 - Voting membership interest in LLC</b>			9) Disclosable Interest Holder's Country of Citizenship: <b>U. S. A.</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 Attachment 1</b>				

**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:
<b>See Attachment 1</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 Holders Name (if entity): <b>BellSouth Enterprises, Inc.</b>			; TIN:	
4) Disclosable Interest Holder's Address: <b>1100 Peachtree Street, NE, 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>100%</b>
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): <b>0 - Voting membership interest in LLC</b>			9) Disclosable Interest Holders Country of Citizenship: <b>U. S. A.</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 Attachment 1</b>				

**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:
<b>See Attachment 1</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>				s TIN:
4) Disclosable Interest Holder's Address: <b>1155 Peachtree Street, NE, 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>100%</b>
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): <b>0 - Voting membership interest in LLC</b>			9) Disclosable Interest Holder's Country of Citizenship: <b>U. S. A.</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 Attachment 1</b>				

**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:
<b>See Attachment 1</b>			

**.FCC Ownership Disclosure Information for the  
Wireless Telecommunications Services**

Louisiana Cellular Holdings, L.L.C. (“Applicant”) is owned 99% by Louisiana CGSA, Inc. (“LCGSA”) and 1% by BSCC of Louisiana, Inc. (“BLI”), which is a wholly-owned subsidiary of LCGSA. LCGSA is a wholly-owned subsidiary of BellSouth Mobility Inc (“BMI”), which is a wholly-owned subsidiary of BellSouth Cellular Corp. (“BSCC”). BSCC is a wholly-owned subsidiary of BellSouth Mobile Systems, Inc. (“BMSI”), which is a wholly-owned subsidiary of BellSouth Enterprises, Inc. (“BSE”). BSE, in turn, is a wholly-owned subsidiary of BellSouth Corporation (“BSC”).

Applicant is a Delaware limited liability corporation, and BLI and BMSI are Delaware corporations, headquartered at 1100 Peachtree Street, N.E., Atlanta, Georgia 30309. LCGSA, BMI, BSCC, and BSE are Georgia corporations also headquartered at 1100 Peachtree Street, N.E., Atlanta, Georgia 30309. BSC is a Georgia corporation headquartered at 1155 Peachtree Street, N.E., Atlanta, Georgia 30309.

BSC is a publicly traded company. No person or entity is known to own more than five percent or more of its outstanding stock. BSC is a holding company providing telecommunications services, systems and products primarily through two wholly-owned subsidiaries, BellSouth Telecommunications, Inc. (“BST”) and BSE.

BST, a Georgia corporation, primarily provides tariffed public landline telephone service within localities in the states of Alabama, Florida, Georgia, Kentucky, Louisiana, Mississippi, North Carolina, South Carolina and Tennessee.

BSE is the holding company for BSC’s investments in companies generally engaging in telecommunications activities other than public landline telephone services, including commercial and private mobile radio services, and advertising and publishing services. Such services include cellular, rural radio, point-to-point microwave, broadband personal communications, and private land mobile radio services. BSC subsidiaries also provide wireline and wireless cable services, data services, and long distance services in accordance with the Telecommunications Act of 1996.

The following lists FCC regulated businesses of Applicant and its disclosable interest holders — BLI, LCGSA, BMI, BSCC, BMSI, BSE, and BSC -beginning with BSC, Applicant’s ultimate corporate parent and the real party in interest. Entities which hold FCC licenses are indicated in bold italics; other entities are listed to make clear the relationship between Applicant and its disclosable interest holders. TINs are listed for these entities, as appropriate. Unless otherwise indicated, each entity is owned 100% by its parent company.

Additional information will be provided upon request.

As of January 1, 2000

BellSouth Corporation  
BellSouth International Network Holdings, Inc.  
**Be//South International ACCESS, Inc.**  
**Global Leasing Company**  
**Be//South Telecommunications, Inc.**  
BellSouth Value Added Services Holdings, Inc.  
**Be//South Long Distance, Inc.**  
**Be//South Wireless Cable, Inc.**  
Madison Merger Subsidiary, Inc.  
**Huntsville MSA Limited Partnership (25% LP)**  
RAM Broadcasting Corporation  
RAM Communications Group, Inc.  
**Be//South Wireless Data L.P. (.57% GP)**  
RAM/BSE Communications L.P. (50% GP)  
**Be//South Wireless Data L.P. (93.82% LP)**  
**South Florida Television Inc.**  
**Wireless Cable of Atlanta, Inc.**  
**Vidcomm, Inc.**  
BellSouth Enterprises, Inc.  
**Be//South International, Inc.**  
BellSouth Mobile Data, Inc.  
RAM/BSE Communications L.P. (49% GP; 1% LP)  
**Be//South Wireless Data L.P. (93.82% LP)**  
BellSouth Mobile Systems, Inc.  
**Be//South Cellular Corp.**  
**American Cellular Communications Corporation (71.6332%)**  
**Anniston-Westel Company, Inc.**  
**Atlanta-Athens MSA Limited Partnership (40% GP/10.9% LP)**  
Bakersfield Holdings, Inc.  
**BCTC of Texas, Inc.**  
**Indiana 8, L.L.C.**  
BSCC of Houston, Inc.  
**A B Cellular Holding, L. L. C. (8.992%)**  
**Houston Cellular Telephone Company, L.P. (99% LP)**  
Galveston Cellular Partnership (87.3462% GP)  
**Galveston Cellular Telephone Company**  
Houston Cellular Holding Company (Tex), LLC  
**Houston Cellular Telephone Company, L.P. (1% GP)**  
Wireless Telecommunications Investment Company LLC  
Gary Cellular Corporation  
**Gary Cellular Telephone Company (33.30% GP)**  
Georgia Cellular Corporation  
**Atlanta-Athens MSA Limited Partnership (49% LP)**  
Georgia Cellular Holdings, Inc.  
**Atlanta-Athens MSA Limited Partnership (. 1% LP)**  
**Indiana Cellular Corporation**  
Jackson Holdings, Inc.  
Jackson Acquisitions Corp. (94%)  
Jackson Cellular Corporation  
**MCTA (50.1% GP)**  
Los Angeles RCCs, Inc. (85%)

ACCC of Los Angeles, Inc. (51%)

**AB Cellular Holding, L. L. C. (35.393%)**

**Houston Cellular Telephone Company, L.P. (99% LP)**

Galveston Cellular Partnership (87.3462% GP)

**Galveston Cellular Telephone Company**

Houston Cellular Holding Company (Tex), LLC

**Houston Cellular Telephone Company, L.P. (1% GP)**

Wireless Telecommunications Investment Company LLC

**Westel-Indianapolis Company**

**Bloomington Cellular Telephone Company (94.1852% GP)**

BSCC Cellular of Indiana, L.P. (99% LP)

**Kokomo Celltelco Partnership (9.041% GP)**

**Muncie Cellular Telephone Company, Inc. (93.1005%)**

**Terre Haute Cellular Telephone Company, Inc. (92.8548%)**

Westel-Los Angeles Company

ACCC of Los Angeles, Inc. (49%)

**A B Cellular Holding, L. L. C. (35.393%)**

**Houston Cellular Telephone Company, L.P. (99% LP)**

Galveston Cellular Partnership (87.3462% GP)

**Galveston Cellular Telephone Company**

Houston Cellular Holding Company (Tex), LLC

**Houston Cellular Telephone Company, L.P. (1% GP)**

Wireless Telecommunications Investment Company LLC

**Westel-Milwaukee Company, Inc.**

BSCC Cellular of Indiana, L.P. (1% GP)

Westel Richmond, Inc.

**Orlando SMSA Limited Partnership (19.72% LP)**

**Memphis SMSA Limited Partnership (25% LP)**

**Tennessee RSA Limited Partnership (25% LP)**

**Be//South Mobility Inc**

**Acadiana Cellular Genera/ Partnership (RSA's No. 5 & 6) (35% GP)**

**Alabama Cellular Service, Inc.**

**Huntsville MSA Limited Partnership (48.75% GP/1.25% LP)**

**American Cellular Communications Corporation (28.3668%)**

**Atlanta-Athens MSA Limited Partnership (40% GP/10.9% LP)**

Georgia Cellular Corporation

**Atlanta-Athens MSA Limited Partnership (49% LP)**

Georgia Cellular Holdings, Inc.

**Atlanta-Athens MSA Limited Partnership (. 1% LP)**

BellSouth Mobility Communications, Inc.

B-Side Carriers L.P. (13.263% LP)

B-Side L.L.C. (12.618%)

B-Side Carriers L.P. (.268% GP)

Cellular Radio of Chattanooga (25%)

**Chattanooga MSA Limited Partnership (29.54% LP)**

**Century Cellunet of North Louisiana Cellular Limited Partnership (9% LP)**

Chattanooga CGSA, Inc.

**Chattanooga MSA Limited Partnership (40% GP/15.31% LP)**

**Decatur RSA Limited Partnership (40% GP/40% LP)**

**Florida Cellular Service, Inc.**

**Jacksonville MSA Limited Partnership (40% GP/45.76% LP)**

**Florida RSA No. 2B (Indian River) Limited Partnership (40% GP/31.5% LP)**

**Georgia RSA No. 1 Limited Partnership (25% GP/49.46% LP)**

**Georgia RSA No. 2 Limited Partnership (30% GP/31.227% LP)**  
**Georgia RSA No. 3 Limited Partnership (30% GP/45% LP)**  
Jackson Acquisitions Corp. (6%)  
Jackson Cellular Corporation  
**MCTA (50.1% GP)**  
**Kentucky CGSA, Inc.**  
Louisiana CGSA, Inc.  
BSCC of Louisiana, Inc.  
**Louisiana Cellular Ho/dings, L.L.C. (1%)**  
**Lafayette MSA Limited Partnership (30% GP/21% LP)**  
**Louisiana Cellular Ho/dings, L. L. C. (99%)**  
**Louisiana RSA No. 8 Limited Partnership (40% GP/10% LP)**  
**Louisiana RSA No. 7 Cellular Genera/ Partnership (66.7% GP)**  
Memphis CGSA, Inc.  
**Memphis SMSA Limited Partnership (40% GP/35% LP)**  
**Tennessee RSA Limited Partnership (40% GP/35% LP)**  
**M-T Cellular, Inc.**  
**Northeastern Georgia RSA Limited Partnership (1% GP/34% LP)**  
**Northeast Mississippi Cellular, Inc.**  
**Orlando CGSA, Inc.**  
**Orlando SMSA Limited Partnership (30.67% GP/49.61% LP)**  
**Memphis SMSA Limited Partnership (25% LP)**  
**Tennessee RSA Limited Partnership (25% LP)**  
**South Carolina Cellular Service, Inc.**  
**ALLTEL Cellular Associates of South Carolina Limited Partnership (46.41968% LP)**  
**Chattanooga MSA Limited Partnership (15.15% LP)**  
**MCTA (49.9% GP)**  
**Pittsburgh SMSA Limited Partnership (3.6% LP)**  
**Be//South Personal Communications, Inc.**  
**Be//South Carolinas PCS, L.P. (55.7647% GP)**  
**Be//South Carolinas PCS, L.L.C.**  
Huntsville Cellular Telephone Corp., Inc.  
**Huntsville MSA Limited Partnership (25% LP)**  
**Be//South Wireless, Inc.**

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\* Unless indicated otherwise, each subsidiary is owned 100% by its parent company.

\*\* ***Bold Italics*** indicates an entity which holds a license.