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December 2, 1999

Via Federal Exuress

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

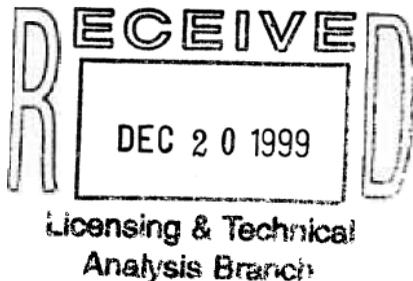
Re: McCaw Communications of St. Joseph, Inc.
Updated FCC Ownership Disclosure Information for the Wireless
Telecommunications Services (FCC Form 602)

Dear Ms. **Salas**:

Pursuant to § 1.919 of the FCC's rules, McCaw **Communications** of St. Joseph, Inc. ("Filer") hereby files an updated FCC Ownership Disclosure Information for the Wireless Telecommunications Services (FCC Form 602). This FCC Form 602 updates a Form 602 filed for McCaw Communications of St. Joseph, Inc. on October 26, 1999.

By this filing, Filer has attempted to provide the most complete ownership information possible, using good faith and best efforts. Should additional information be requested, the enclosed Form 602 will be updated accordingly.

Please contact the undersigned should you have any questions concerning this submission.



Sincerely,

WILKINSON BARKER KNAUER, LLP

A handwritten signature in black ink, appearing to read "Kathryn Zachem".

By: Kathryn Zachem
Lui sa Lancetti
Brian Higgins



Enclosure

Applicant/Licensee Information

1) First Name (if individual):	MI:	Last Name:	Suffix:
2) Applicant Name (if entity):		3) Applicant TIN:	
McCaw Communications of St. Joseph, Inc.		[REDACTED]	

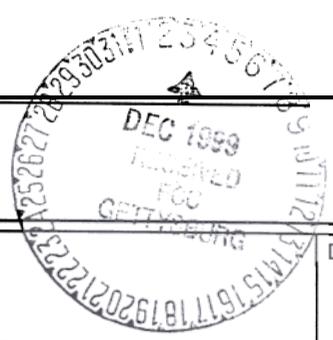
Related FCC Regulated Businesses of Applicant/Licensee

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:
St. Joseph CellTelCo One California Street, SF, CA	Telecommunication [REDACTED]	[REDACTED]	87

Signature

5) Typed or Printed Name of Party Authorized to Sign

First Name:	MI:	Last Name:	Suffix:
Brian	D	Kidney	
Title:			
Duly Authorized Representative			
Signature: 			Date:
			12/2/99



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).

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): AirTouch CMT Holding III, LLC			3) Disclosable Interest Holder's TIN: 	
4) Disclosable Interest Holder's Address: One California Street, San Francisco, CA 94111				
5) Type of Interest in Applicant () (refer to Instructions for list)	6) Disclosable Interest Holder is a(n): () (refer to instructions for list of codes)		7) Percent of Interest Held In Applicant:	
I	M		100	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list):			9) Disclosable Interest Holder's Country of Ownership:	
L			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): (See Attachment A)				

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:

* **AirTouch** CMT Holding III, LLC is treated as a division of **AirTouch** Communications, Inc., and the two companies share the same TIN for federal reporting purposes.

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FCC Ownership Disclosure Information for the
Wireless Telecommunication Services

AH6

Approved by OMB
3060-0799
See instructions for
public burden estimate

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):		M I	Last Name	suffix:
2) Disclosable Interest Holders Name (if entity): Vodafone AirTouch Plc			3) Disclosable Interest Holder's TIN: 	
4) Disclosable Interest Holders Address: The Courtyard, 2-4 London Road, Newbury , Berkshire RG14 1JX United Kingdom				
5) Type of Interest in Applicant () (refer to Instructions for list)	6) Disclosable Interest Holder is a(n): () (refer to instructions for list of codes):		7) Percent of Interest Held in Applicant:	
I	C		100	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list):			9) Disclosable interest Holder's Country of Citizenship:	
C			United Kingdom	
*10) Relationship Description (if the discoseable interest hdder is an indirect owner, list path of ownership from indirect owner to the applicant): (See Attachment A)				

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:	IIc) TIN:	II d) Percent of Interest Held:
(See Attachment A)			

*Vodafone **AirTouch Plc** is chartered in the United Kingdom and does not have an IRS TIN. an identification number assigned by the WTB to be used in place of a TIN.

Vodafone **AirTouch** Plc is the ultimate, indirect, controlling corporate parent of **McCaw** Communications of St. Joseph, Inc. Vodafone **AirTouch** Plc directly owns 100% of Vodafone International Operations Limited, which directly owns 100% of Vodafone Worldwide Holdings Limited, which in turn directly owns 26% of **AirTouch** Communications, Inc. Vodafone **AirTouch** Plc directly owns the remaining 74% interest in **AirTouch** Communications, Inc. Thus, through direct and indirect ownership, **AirTouch** Communications, Inc. is a 100% wholly-owned subsidiary of Vodafone **AirTouch** Plc. **AirTouch** Communications, Inc., in turn, owns 100% of **AirTouch** CMT Holding III, LLC, which owns 100% of **McCaw** Communications of St. Joseph, Inc.

Vodafone **AirTouch** Plc is the ultimate, indirect, controlling corporate parent, through various intermediate subsidiaries, of the following FCC-regulated businesses:

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:
AirTouch Cellular, Inc. One California Street, San Francisco, CA	Telecommunications	[REDACTED]	100
AirTouch Cellular of Georgia 4 15 1 Ashford-Dunwoody Road, Atlanta, GA	Telecommunications	[REDACTED]	100
AirTouch Cellular of Kansas 10895 Lowell, Overland Park, KS	Telecommunications	[REDACTED]	100
AirTouch Communications, Inc. One California Street, San Francisco, CA	Telecommunications	[REDACTED]	100
AirTouch Paging 1222 1 Merit Drive, Suite 800, Dallas, TX	Telecommunications	[REDACTED]	100
AirTouch Paging of Kentucky, Inc. 12221 Merit Drive, Suite 800, Dallas, TX	Telecommunications	[REDACTED]	100
AirTouch Paging of Texas 1222 1 Merit Drive, Suite 800, Dallas, TX	Telecommunications	[REDACTED]	100
AirTouch Paging of Virginia 1222 1 Merit Drive, Suite 800, Dallas, TX	Telecommunications	[REDACTED]	100
Athens Cellular, Inc. 4 15 1 Ashford-Dunwoody Road, Atlanta, GA	Telecommunications	[REDACTED]	86.6
Bay Area Cellular Telephone Company 651 Gateway Blvd., Suite 1500, S. San Francisco, CA	Telecommunications	[REDACTED]	47

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ATTACHMENT A
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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:
Boise City MSA Limited Partnership 3350 161st Avenue, SE, Bellevue, WA	Telecommunications	[REDACTED]	100
Cagal Cellular Communications Corp. 651 Gateway Blvd., Suite 1500, S. San Francisco, CA	Telecommunications	[REDACTED]	40.18
Cal-One Cellular Limited Partnership P.O. Box 157, Etna, CA	Telecommunications	[REDACTED]	5.6
360 Communications Company of Nevada One Allied Drive, Little Rock, AR	Telecommunications	[REDACTED]	27.8
CMT Partners 10895 Lowell, Overland Park, KS	Telecommunications	[REDACTED]	50
Coconino, Arizona RSA Limited Partnership 3350 161st Avenue, SE, Bellevue, WA	Telecommunications	[REDACTED]	100
Colorado RSA No. 3 Limited Partnership 3350 161st Avenue, SE, Bellevue, WA	Telecommunications	[REDACTED]	100
Dallas MTA, L.P. 6 Campus Circle, Westlake, TX	Telecommunications	[REDACTED]	40
Des Moines MSA General Partnership 3350 161st Avenue, SE, Bellevue, WA	Telecommunications	[REDACTED]	76
Duluth MSA Limited Partnership 3350 161st Avenue, SE, Bellevue, WA	Telecommunications	[REDACTED]	83.66
Fresno MSA Limited Partnership 107 Elm Street, 5th Floor, Stamford, CT	Telecommunications	[REDACTED]	1.1
Globalstar Limited Partnership 3200 Zanker Road, San Jose, CA	Telecommunications	[REDACTED]	5.16
Globalstar USA, Inc. One California Street, San Francisco, CA	Telecommunications	[REDACTED]	100
Grays Harbor - Mason Limited Partnership 3350 161st Avenue, SE, Bellevue, WA	Telecommunications	[REDACTED]	37.5
Great Salt Flats Partnership 3350 161st Avenue, SE, Bellevue, WA	Telecommunications	[REDACTED]	49
GTE Mobilnet of Santa Barbara L.P. 107 Elm Street, 5th Floor, Stamford, CT	Telecommunications	[REDACTED]	10

