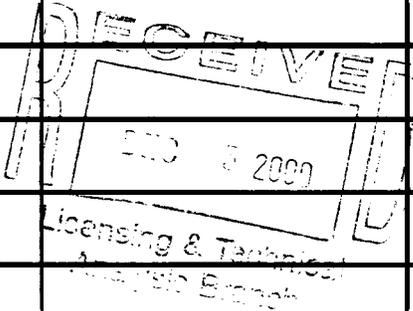


Applicant/Licensee Information

1) First Name (if individual):	MI	Last Name:	suffix
2) Applicant Name (if entity): OpTel, Inc. DIP		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			

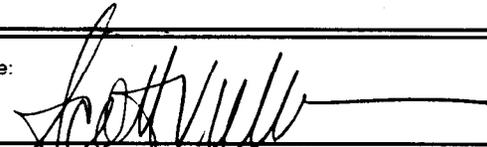


Signature

5) Typed or Printed Name of Party Authorized to Sign

First Name: Scott	MI: V	Last Name: Williams	Suffix:
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Title:
Vice President, General Counsel & Assistant Secretary

Signature: 	Date: 11/28/00
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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): Andre Chagnon Trust		3) Disclosable Interest Holder's TIN: [REDACTED]	
4) Disclosable Interest Holder's Address: Montreal, Quebec			
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: 70.12%	
6) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): C		9) Disclosable Interest Holder's Country of Citizenship: Canada	
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:
OpTel, Inc. 1111 W. Mockingbird Lane Suite 1000 Dallas, TX 75247	PSO Cable	[REDACTED]	70.12%

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): Interactive Cable Systems, Inc			3) Disclosable Interest Holder's TIN:	
4) Disclosable Interest Holder's Address: 1901 Glenville Drive Suite 800, Richardson, Texas 75081				
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: 10.75%
6) Disclosable interest Holder's Type of Ownership (refer to instructions for list): C			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:
Interactive Cable Systems	Cable TV Operator	[REDACTED]	100%

Related FCC Regulated Businesses of Applicant / Licensee

4a) Name and address of all FCC Businesses Owned by Applicant/Licensee	4b) Principal Business	4c) TIN	4d) Percent of Interest Held:
Bay Area Cable Television, Inc DIP 1111 W. Mockingbird Lane Suite 1000 Dallas, TX 75247	Franchise Cable TV	 	100%
OpTel (Illinois) , L.P. DIP 1111 W. Mockingbird Lane Suite 1000 Dallas, Tx 75247	Franchise Cable TV	 	100%
OpTel(Arizona) Telecom, Inc DIP 1111 W. Mockingbird Lane Suite 1000 Dallas, TX 75247	Telecommunications	 	100%
OpTel(California) Telecom, Inc DIP 1111 W. Mockingbird Lane Suite 1000 Dallas, Tx 75247	Telecommunications	 	100%
OpTel(Colorado) Telecom, Inc DIP 1111 W. Mockingbird Lane Suite 1000 Dallas, Tx 75247	Telecommunications	 	100%
OpTel(Florida) Telecom, Inc DIP 1111 W. Mockingbird Lane Suite 1000 Dallas, Tx 75247	Telecommunications	 	100%
OpTel(Illinois) Telecom, Inc DIP 1111 w. Mockingbird Lane suite 1090 Dallas, Tx 75247	Telecommunications	 	100%
OpTel(Texas) Telecom, Inc DIE 1111 W. Mockingbird Lane Suite 1000 Dallas, TX 75247	Telecommunications	 	100%
Phonoscope Entertainment, Inc. DIP 1111 W. Mockingbird Lane Suite 1000 Dallas, TX 75247	Franchise Cable TV	 	100%
Phonoscope Village Cable Inc. DIP 1111 w. Mockingbird Lane suite 100 Dallas, TX 75247	Franchise Cable TV	 	100%

OpTel, Inc. DIP
FCC 602
Main Form
Exhibit #1
Page 2 of 2

Richey Pacific Cable Partner V, L.P. DIP 1111 W. Mockingbird Lane Suite 1000 Dallas, TX 75247	Franchise Cable TV	[REDACTED]	100%
Sunshine Television Entertainment, Inc. DIP 1111 W. Mockingbird Lane Suite 1000 Dallas, Tx 75247	Cable TV	[REDACTED]	100%
Transmission Holdings, Inc. DIP 1111 W. Mockingbird Lane Suite 1000 Dallas, Tx 75247	Telecommunications	[REDACTED]	100%
TVMAX Telecommunications, Inc. DIP 1111 W. Mockingbird Lane suite 1000 Dallas, Tx 75247	Cable TV PSO	[REDACTED]	100%
TVMAX Communications(Texas), Inc. DIP 1111 W. Mockingbird Lane Suite 1000 Dallas, Tx 75247	Franchise Cable TV	[REDACTED]	100%