

Applicant/Licensee Information

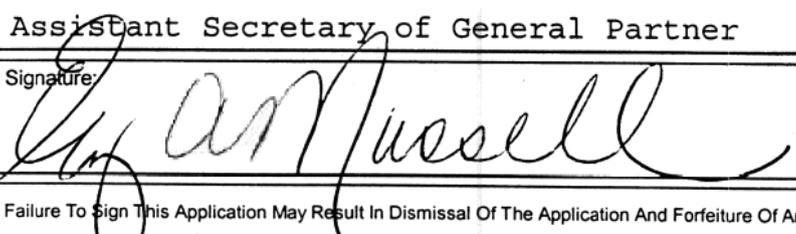
1) First Name (if individual):	MI:	Last Name:	Suffix:
2) Applicant Name (if entity):		3) Applicant TIN:	
Orlando SMSA Limited Partnership			

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 Attachment 1			

Signature

5) Typed or Printed Name of Party **Authorized** to Sign

First Name:	MI:	Last Name:	suffix:
Elizabeth		Mussell	
Title:			
Assistant Secretary of General Partner			
Signature:		Date:	
		2-25-00	
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 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).

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): BellSouth Mobility Inc			3) Disclosable Interest Holder's TIN: 	
4) Disclosable Interest Holder's Address: 1100 Peachtree Street, N.E., Suite 809, Atlanta, GA 30309				
5) Type of Interest in Applicant () (refer to instructions for list) I		6) Disclosable Interest Holder is a(n): () (refer to instructions for list of codes): C		7) Percent of Interest Held in Applicant: 85.87%
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): G/L			9) Disclosable Interest Holder's Country of Citizenship: U.S.A.	
113) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): See Attachment 1				

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 1			

FCC Ownership Disclosure Information for the Wireless Telecommunications Services

As reflected in the attached FCC Form 602, Orlando SMSA Limited Partnership (“Applicant”) is a limited partnership comprised of Orlando CGSA, Inc. (“OCGSA”), which holds a 30.67% general partnership interest and a 49.61% limited partnership interest, and Westel Richmond, Inc. (“WRI”), which holds a 19.72% limited partnership interest. OCGSA is a wholly-owned subsidiary of **BellSouth** Mobility Inc (“**BMI**”). WRI is a wholly-owned subsidiary of American Cellular Communications Corporation (“**ACCC**”). ACCC is owned 71.6332% by **BellSouth** Cellular Corp. (“**BSCC**”) and 28.3668% by BMI, which is a wholly-owned subsidiary of 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**”).

WRI is a Virginia corporation. ACCC and BMSI are Delaware corporations; and OCGSA, BMI, BSCC and BSE are Georgia corporations. All are 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 — OCGSA, WRI, ACCC, 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.

As of February 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 Ho/ding, 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% L P)
 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%)
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-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 General 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 Holdings, L. L. C. (1 %)
Lafayette MSA Limited Partnership (30% GP/21% LP)
Louisiana Cellular Holdings, L. L.C. (99%)
Louisiana RSA No. 8 Limited Partnership (40% GP/10% LP)
Louisiana RSA No. 7 Cellular General 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)
Tennessee1 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)
BellSouth Wireless, inc.

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

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