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December 26, 2001

ARTHUR BLOOSTON
1914 - 1999

WRITER'S CONTACT INFORMATION

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Federal Communications Commission
1270 Fairfield Road
Gettysburg, Pennsylvania 17325-7245

**Re: AAA Mid-Atlantic, Inc.
Ownership Disclosure for the Wireless Telecommunications Services**

Dear FCC Staff

On behalf of AAA Mid-Atlantic, Inc., we are submitting herewith its Form 602 Ownership Disclosure for the Wireless Telecommunications Services.

Please direct any questions or correspondence regarding this filing to our offices



Sincerely,

A handwritten signature in cursive script, appearing to read 'John A. Prendergast'.

John A. Prendergast

Attachment

Applicant / Licensee Information

1) First Name (if individual):	MI:	Last Name:	suffix:
2) Applicant Name (if entity): AAA MID-ATLANTIC, INC.		3) FCC Registration Number (FRN): 0003-2694-79	

Related FCC Regulated Businesses of Applicant / Licensee

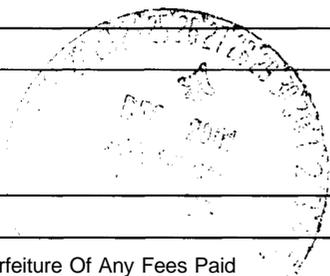
4a) Name and address of all FCC Regulated Businesses owned by Applicant/Licensee (use additional sheets, if necessary):	4b) Principal Business:	4c) FCC Registration Number (FRN):	4d) Percent of Interest Held:
NONE			

Signature

5) Typed or Printed Name of Party Authorized to Sign

First Name: ARTHUR	MI:	Last Name: LEMKE	Suffix:
Title: MANAGING DIRECTOR, ERS DELIVERY			

Signature: 	Date: 12/21/01
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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).

1/2/2 BSA

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): 4L	MI	Last Name DE WALLE	Suffix
2) Disclosable Interest Holder's Name (if entity):		3) FCC Registration Number(FRN): 0005-9343-51	
4) Disclosable Interest Holder's Address: 2040 MARKET STREET, PHILADELPHIA, PA 19103			
5) Type of Interest in Applicant () (refer to Instructions for list): K, R, O	6) Disclosable Interest Holder is a (n): () (refer to instructions for list of codes): I	7) Percent of Interest Held in Applicant: 0	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): 0		9) Disclosable Interest Holder's Country of Citizenship: USA	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Interest holder is President and CEO of 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) FCC Registration Number (FRN):	11d) Percent of Interest Held:
NONE			

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): DONALD	Mi.	Last Name GAGNON	Suffix
2) Disclosable Interest Holder's Name (if entity):		3) FCC Registration Number(FRN): 0005934500	
4) Disclosable Interest Holder's Address: 2040 MARKET STREET, PHILADELPHIA, PA 19103			
5) Type of Interest in Applicant () (refer to Instructions for list): K,R,O	6) Disclosable Interest Holder is a (n): () (refer to instructions for list of codes): I	7) Percent of Interest Held in Applicant: 0	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): O	8) Disclosable Interest Holder's Country of Citizenship: USA		
9) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Interest holder is Executive Vice President and Chief Operating Officer of 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) FCC Registration-Number (FRN):	11d) Percent of Interest Held:
NONE			