

# ALSTON & BIRD LLP

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Washington, DC 20004-2601

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Christine McLaughlin

cmclaughlin@alston.com

February 22, 2001

VIA: UNITED PARCEL SERVICE

Terry L. Fishel, Deputy Chief  
Licensing & Technical Analysis Branch  
Commercial Wireless Division  
Wireless Telecommunications Bureau  
Federal Communications Commission  
1270 Fairfield Road  
Gettysburg, PA 17325



**Re: Metrocall, Inc.; FCC Form 602**

Dear Mr. Fishel:

Transmitted herewith, on behalf of Metrocall, Inc. ("Metrocall"), enclosed please find its current FCC Form 602. The subject Form is being submitted in connection with an FCC Form 603 application for transfer of control in connection with Metrocall's acquisition of certain paging currently held by Radiofone, Inc. That transfer of control application is being filed via the ULS on February 22, 2001.

As required by Section 1.919(b) of the Commission's Rules, this Form 602 is being submitted "at the time of" the filing of the concurrently-filed transfer of control application. At the advice of the Commission's staff, a copy of the Form 602 has *not* been uploaded with the transfer of control application. Metrocall therefore respectfully requests that the Commission associate the subject Form 602 with its internal files for the subject transfer of control application. If the Commission so requests, Metrocall will gladly amend that application to upload a redacted copy of the subject Form 602, with Taxpayer Identification Number information removed.

We have also enclosed an additional copy of the first page of the FCC Form 602; please have that extra copy date-stamped and returned to us in the enclosed self-addressed, stamped envelope.

One Atlantic Center  
1201 west Peachtree street  
Atlanta, GA 30309-3424  
404-881-7000  
Fax: 404-881-7777

Bank of America Plaza  
101 South Tryon Street, Suite 4000  
Charlotte, NC 28280-4000  
704-444-1000  
Fax 704-444-1111

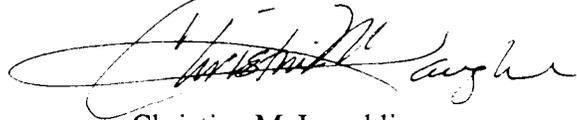
90 Park Avenue  
New York, NY 10016  
212-210-9400  
Fax: 212-21 C-9444

3605 Glenwood Avenue  
suite 310  
Raleigh, NC 27612-4957  
919-420-2200  
Fax: 919-420-2260

Terry L. Fishel, Deputy Chief  
February 22, 2001  
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Thank you very much for your attention to this matter. If you have any questions or require additional information concerning this matter, kindly contact the undersigned at (202) 756-3377.

Sincerely,

A handwritten signature in black ink, appearing to read "Christine McLaughlin", written in a cursive style.

Christine McLaughlin

CM:cm

Enclosure

cc: Sharon Weigle, Esq. (w/ enclos., via Facsimile and First Class Mail)  
Ms. Elizabeth Williams (w/ enclos., via Facsimile and First Class Mail)  
Glenn Rabin, Esq. (w/ enclos., via First Class Mail)

WDC01/72852v1

**Applicant/Licensee Information**

1) First Name (if individual):	MI:	Last Name:	Suffix:
2) Applicant Name (if entity): <b>Metrocall, Inc.</b>		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:
Metrocall USA, Inc., 6677 Richmond Hwy., Alexandria, VA 22306	Paging & Messaging		100%

Signature

5) Typed or Printed Name of Party Authorized to Sign

First Name: <b>Stan</b>	MI:	Last Name: <b>Sech</b>	Suffix: <b>Mr.</b>
Title: <b>Senior Vice President, Business Development &amp; Integration</b>			Date: <b>2/19/01</b>
Signature: <i>Stan Sech</i>			
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): AT&T Wireless, Inc.			Holder's TIN:
4) Disclosable Interest Holder's Address: RTC1, 7277 164 <sup>th</sup> Ave., N.E., Redmond, WA 98052			
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: 14.85%
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): AT&T Wireless, Inc. owns approximately 14.85% of the stock of applicant Metrocall, Inc., which owns 100% of the stock of FCC licensee Metrocall USA, Inc.			

**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:
Metrocall USA, Inc.	Paging and Messaging		14.85%
Please incorporate by reference the FCC Form 602 filed concurrently with AT&T Wireless			
Services of Hawaii, Inc.'s application for assignment of licenses from USCOC of Hawaii e No.			
3, Inc. (File No. 0000078676). Inquiries concerning AT&T Wireless Services, Inc.'s			
ownership should be directed to that company's contact representative, as listed			
at Items 59-68 of File No. 0000078676.			

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): William	MI: L.	Last Name: Collins	Suffix: III
4) Disclosable Interest Holder's Name (if entity):			Holder's TIN:
4) Disclosable Interest Holder's Address: 6677 Richmond Highway, Alexandria, VA 22306			
5) Type of Interest in Applicant ( O, R, D ) (refer to Instructions for list)	6) Disclosable Interest Holder is a(n): ( 1 ) (refer to instructions for list of codes):	8) Percent of Interest Held in Applicant: 1.2%	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): C		9) Disclosable Interest Holder's Country of Ciizenship: U.S.A.	
10) Relationship Description (if the discloseable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Mr. Collins is President, C.E.O., and a member of the Board of Directors of applicant Metrocall, Inc. and its license-holding subsidiary, Metrocall USA, Inc. Mr. Collins also holds a minority ownership interest in Metrocall, Inc., licensee Metrocall USA, Inc.'s parent company.			

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:
Metrocall USA, Inc.	Paging and Messaging		1.2%

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)

2) Disclosable Interest Holder's First Name (if individual): Steven	MI: D.	Last Name: Jacoby	Suffix:
6) Disclosable Interest Holder's Name (if entity):			Holder's TIN:
4) Disclosable Interest Holder's Address: 6677 Richmond Highway, Alexandria, VA 22306			
5) Type of Interest in Applicant ( O, R, D ) (refer to Instructions for list)	6) Disclosable Interest Holder is a(n): ( I ) (refer to instructions for list of codes):		9) Percent of Interest Held in Applicant: Less than 1%
8) 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): Mr. Jacoby is Executive V.P. and Chief Operating Officer of applicant Metrocall, Inc. and its license-holding subsidiary, Metrocall USA, Inc., and holds a minority ownership interest in Metrocall, Inc., licensee Metrocall USA, Inc.'s parent company.			

**Related FCC Regulated Businesses of Disclosable Interest Holders** (repeat for each interest holder identified)

Ila) 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:	Iid) Percent of Interest Held:
Metrocall USA, Inc.	Paging and Messaging		Less than 1%

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)

3) Disclosable Interest Holder's First Name (if individual): Vincent	MI: D.	Last Name: Kelly	Suffix:
8) Disclosable Interest Holder's Name (if entity):			Holder's TIN:
4) Disclosable Interest Holders Address: 6677 Richmond Highway, Alexandria, VA 22306			
5) Type of Interest in Applicant ( O, R, D ) (refer to Instructions for list)	6) Disclosable Interest Holder is a(n): ( I ) (refer to instructions for list of codes):		10) Percent of Interest Held in Applicant: Less than 1%
8) 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): Mr. Kelly is Executive Vice President, Chief Financial Officer, and Treasurer of applicant Metrocall, Inc. and its license-holding subsidiary, Metrocall USA, Inc., and holds a minority ownership interest in Metrocall, Inc., licensee Metrocall USA, Inc.'s parent company.			

**Related FCC Regulated Businesses of Disclosable Interest Holders** (repeat for each interest holder identified)

Ila) 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:	Iid) Percent of Interest Held:
Metrocall USA, Inc.	Paging and Messaging		Less than 1%

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)

4) Disclosable Interest Holder's First Name (if individual): Francis	MI: A.	Last Name: Martin	Suffix: III
10) Disclosable Interest Holder's Name (if entity):			der's TIN:
4) Disclosable Interest Holder's Address: 6677 Richmond Highway, Alexandria, VA 22306			
5) Type of Interest in Applicant ( R, D ) (refer to Instructions for list)	6) Disclosable Interest Holder is a(n): ( I ) (refer to instructions for list of codes):	11) Percent of Interest Held in Applicant: Less than 1%	
8) 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): Mr. Martin is a member of the Board of Directors of applicant Metrocall, Inc. and its license-holding subsidiary, Metrocall USA, Inc., and holds a minority ownership interest in Metrocall, Inc., licensee Metrocall USA, Inc.'s parent company.			

**Related FCC Regulated Businesses of Disclosable Interest Holders** (repeat for each interest holder identified)

Ila) 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:	Iid) Percent of Interest Held:
Metrocall USA, Inc.	Paging and Messaging		Less than 1%

Schedule for Disclosable Interest Holders

**Disclosable Interest Holder Information** (complete as many as required to describe all disclosable interest holders)

5) Disclosable Interest Holder's First Name (if individual): Ronald	MI: V.	Last Name: Apprahamian	Suffix:
12) Disclosable Interest Holder's Name (if entity):			t Holder's TIN:
4) Disclosable Interest Holder's Address: 6677 Richmond Highway, Alexandria, VA 22306			
5) Type of Interest in Applicant ( R, D ) (refer to Instructions for list)	6) Disclosable Interest Holder is a(n): ( I ) (refer to instructions for list of codes):	12) Percent of Interest Held in Applicant: Less than 1%	
8) 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): Mr. Apprahamian is a member of the Board of Directors of applicant Metrocall, Inc. and its license-holding subsidiary, Metrocall USA, Inc., and holds a minority ownership interest in Metrocall, Inc., licensee Metrocall USA, Inc.'s parent company.			

**Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)**

I la) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	II b) Principal Business:	II c) TIN:	II d) Percent of Interest Held:
Metrocall USA, Inc.	Paging and Messaging		Less than 1%

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)

6) <b>Disclosable</b> Interest Holder's First Name (if individual): Michael	MI:	Last Name: Greene	Suffix:
14) <b>Disclosable</b> Interest Holder's Name (if entity):			Holder's TIN:
4) Disclosable Interest Holder's Address: 6677 Richmond Highway, Alexandria, VA 22306			
5) Type of Interest in Applicant ( R, D ) (refer to Instructions for list)	6) Disclosable Interest Holder is a(n): ( I ) (refer to instructions for list of codes):		13) Percent of Interest Held in Applicant: Less than 1%
8) <b>Disclosable</b> Interest Holders 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 <b>disclosable</b> interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Mr. Greene is a member of the Board of Directors of applicant Metrocall, Inc. and its license-holding subsidiary, Metrocall USA, Inc., and holds a minority ownership interest in Metrocall, Inc., licensee Metrocall USA, Inc.'s parent company.			

**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 <b>Disclosable</b> Interest Holder listed in #3 (use additional sheets, if necessary):	IIb) Principal Business:	IIc) TIN:	IId) Percent of Interest Held:
Metrocall USA, Inc.	Paging and Messaging		Less than 1%

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)

7) Disclosable Interest Holder's First Name (if individual): Max	MI: D.	Last Name: Hopper	Suffix:
16) Disclosable Interest Holder's Name (if entity):			er's TIN:
4) Disclosable Interest Holder's Address: 6677 Richmond Highway, Alexandria, VA 22306			
5) Type of Interest in Applicant ( R, D ) (refer to Instructions for list)	6) Disclosable Interest Holder is a(n): ( I ) (refer to instructions for list of codes):	14) Percent of Interest Held in Applicant: Less than 1%	
8) 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): Mr. Hopper is a member of the Board of Directors of applicant Metrocall, inc. and its license-holding subsidiary, Metrocall USA, Inc., and holds a minority ownership interest in Metrocall, Inc., licensee Metrocall USA, Inc.'s parent company.			

**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:	I c) TIN:	II d) Percent of Interest Held:
Metrocall USA, Inc.	Paging and Messaging		Less than 1%

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)

8) Disclosable Interest Holder's First Name (if individual): Edward	MI: E.	Last Name: Jungerman	Suffix:
18) Disclosable Interest Holder's Name (if entity):			Holder's TIN:
4) Disclosable Interest Holder's Address: 6677 Richmond Highway, Alexandria, VA 22306			
5) Type of Interest in Applicant ( R, D ) (refer to Instructions for list)	6) Disclosable Interest Holder is a(n): ( I ) (refer to instructions for list of codes):	15) Percent of Interest Held in Applicant: Less than 1%	
8) 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): Mr. Jungerman is a member of the Board of Directors of applicant Metrocall, Inc. and its license-holding subsidiary, Metrocall USA, Inc., and holds a <b>minority</b> ownership interest in Metrocall, Inc., parent company of licensee Metrocall USA, Inc.			

**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:
Metrocall USA, Inc.	Paging and Messaging		Less than 1%

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)

9) Disclosable Interest Holder's First Name (if individual): Jackie	MI: R.	Last Name: Kimzey	Suffix.
20) Disclosable Interest Holder's Name (if entity):			folder's TIN:
4) Disclosable Interest Holder's Address: 6677 Richmond Highway, Alexandria, VA 22306			
5) Type of Interest in Applicant ( R, D ) (refer to Instructions for list)	6) Disclosable Interest Holder is a(n): ( I ) (refer to instructions for list of codes):		16) Percent of Interest Held in Applicant: Less than 1%
8) 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): Mr. Kimzey is a member of the Board of Directors of applicant Metrocall, Inc. and its license-holding subsidiary, Metrocall USA, Inc., and holds a minority ownership interest in Metrocall, Inc., parent company of licensee Metrocall USA, Inc.			

**Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)**

Ila) 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:	Iid) Percent of Interest Held:
Metrocall USA, Inc.	Paging and Messaging		Less than 1%

Schedule for Disclosable Interest Holders

**Disclosable Interest Holder Information** (complete as many as required to describe all disclosable interest holders)

10) Disclosable Interest Holder's First Name (if individual): Royce	MI: R.	Last Name: Yudkoff	Suffix:
22) Disclosable Interest Holder's Name (if entity):			der's TIN:
4) Disclosable Interest Holder's Address: 6677 Richmond Highway, Alexandria, VA 22306			
5) Type of Interest in Applicant ( R, D ) (refer to Instructions for list)	6) Disclosable Interest Holder is a(n): ( I ) (refer to instructions for list of codes):		17) Percent of Interest Held in Applicant: Less than 1%
8) 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): Mr. Yudkoff is a member of the Board of Directors of applicant Metrocall, Inc. and its license-holding subsidiary, Metrocall USA, Inc., and holds a minority ownership interest in Metrocall, Inc., parent company of licensee Metrocall USA, Inc.			

**Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)**

Ila) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	I Ib) Principal Business:	I Ic) TIN:	I Id) Percent of Interest Held:
Metrocall USA, Inc.	Paging and Messaging		Less than 1%

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): George		M: P	Last Name: Stamas	Suffix:
2) Disclosable Interest Holder's Name (if entity):				der's TIN:
4) Disclosable Interest Holder's Address: 6677 Richmond Highway, Alexandria, VA 22306				
5) Type of Interest in Applicant ( R, I ) (refer to Instructions for list)		6) Disclosable Interest Holder is a(n): ( I ) (refer to instructions for list of codes):		7) Percent of Interest Held in Applicant: 8.7%
8) Disclosable Interest Holders 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): Mr. Stamas is a member of the Board of Directors of applicant Metrocall, Inc. and its license-holding subsidiary, Metrocall USA, Inc. and votes, but does not own, an 8.7% minority interest in Metrocall, Inc., which is held by Aether Systems, LLC.				

**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:
Metrocall USA, Inc.	Paging and Messaging		8.7%

FCC Ownership Disclosure Information for the  
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Schedule for Disclosable Interest Holders

**Disclosable Interest Holder Information** (complete as many as required to describe all disclosable interest holders)

11) Disclosable Interest Holder's First Name (if individual): Harold	MI: S	Last Name: Wills	Suffix:
25) Disclosable Interest Holder's Name (if entity):			er's TIN:
4) Disclosable Interest Holder's Address: 6677 Richmond Highway, Alexandria, VA 22306			
5) Type of Interest in Applicant ( R, I ) (refer to Instructions for list)	6) Disclosable Interest Holder is a(n): ( 1 ) (refer to instructions for list of codes):		18) Percent of Interest Held in Applicant: 8.8%
8) 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 discloseable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Mr. Wills is a member of the Board of Directors of applicant Metrocall, Inc. and its license-holding subsidiary, Metrocall USA, Inc., and votes, but does not own, an 8.8% minority interest in Metrocall, Inc., which is held by PSI Net, Inc.			

**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:
Metrocall USA, Inc.	Paging and Messaging		8.8%

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)

12) Disclosable Interest Holder's First Name (if individual): Michael	MI:	Last Name: Levitt	Suffix:
27) Disclosable Interest Holder's Name (if entity):			older's TIN:
4) Disclosable Interest Holder's Address: 6677 Richmond Highway, Alexandria, VA 22306			
5) Type of Interest in Applicant ( R, I ) (refer to Instructions for list)	6) Disclosable Interest Holder is a(n): ( I ) (refer to instructions for list of codes):		19) Percent of Interest Held in Applicant: 8.8%
8) Disclosable Interest Holders 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): Mr. Levitt is a member of the Board of Directors of applicant Metrocall, Inc. and its license-holding subsidiary, Metrocall USA, Inc., and votes, but does not own, an 8.8% minority interest in Metrocall, Inc., which is held by Hicks, Muse, Tate and Furst.			

**Related FCC Regulated Businesses of Disclosable Interest Holders** (repeat for each interest holder identified)

Ila) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	Ilb) Principal Business:	Ilc) TIN:	Ild) Percent of Interest Held:
Metrocall USA, Inc.	Paging and Messaging		8.8%