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October 25, 2006



VIA HAND DELIVERY

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

Re: **BellSouth** Corporation
FCC Form 602 — Ownership Disclosure **Information**

Dear Ms. Salas:

Pursuant to Section 1.919 of the Commission's rules, and the procedures set forth in **Public** Notice, DA 99-3 14 (released Feb. 10, 1999), **BellSouth** Corporation ("**BellSouth**") by its attorneys, hereby submits an original and one copy of an FCC Form 602 Ownership Disclosure Information for the Wireless Telecommunications Services. Please note that the attached form contains a facsimile signature; **BellSouth** will subsequently file the original signature with the Commission.

In preparing the instant Form 602, **BellSouth** has used its best efforts and acted in good faith to provide the most complete ownership information possible. Should significant updated or additional information become available to **BellSouth**, the enclosed Form 602 will be revised accordingly. Additional information will be provided upon request.

Should you have any questions regarding this FCC Form 602, please contact the undersigned.

Sincerely,

WILKINSON BARKER KNAUER, LLP

By: Robert G. Kirk
William R. **Layton**



10-25-06

Enclosures

Applicant/Licensee Information

1) First Name (if individual):	MI:	Last Name:	Suffix:
2) Applicant Name (if entity):		3) Applicant TIN:	
BellSouth Corporation		[REDACTED]	

Related FCC Regulated Businesses of Applicant/Licensee

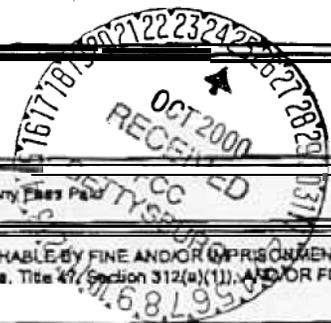
4a) Name and address of all FCC Regulated Businesses owned by Applicant/Licensee (use additional sheets, if necessary):	4b) Principal Business:	4c) TIN:	4d) Percent d Interest Held
See Attachment 1			

Signature

5) Typed or Printed Name of Party Authorized to Sign

First Name:	MI:	Last Name:	Suffix:
Charles	P.	Featherstun	
Title:			
Duly Authorized Employee			

Signature:	Date:
<i>Charles P. Featherstun</i>	10-25-00



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).

**FCC Ownership Disclosure Information for the
Wireless Telecommunications Services**

BellSouth Corporation (“BSC”) is a publicly traded Georgia company, headquartered at 1155 Peachtree Street, N.E., Atlanta, Georgia 30309. 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 **BellSouth** Enterprises, Inc. (“BSE”).

BST is a Georgia corporation headquartered at 675 W. Peachtree Street, N.E., Atlanta, GA 30375-0001. It 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 a Georgia corporation headquartered at 1155 Peachtree Street, N.E., Atlanta, Georgia 30309-3610. It 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 BSC. **TINs** are listed for these entities, as appropriate. Additional information will be provided upon request.

28
pg 5

4a) Name and address of all FCC Regulated Businesses owned by Applicant/Licensee	4b) Principal Business	4c) TIN:	4d) Percent of Interest Held:
CHAFFANOOGA MSA LIMITED PARTNERSHIP 1100 Peachtree Street, N.E. Atlanta, GA 30309	Provision of CMRS services		27.89
CINCINNATI SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services		21.21
CORPUS CHRISTI SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services		40.00
C-SW CELLULAR PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services		40.00
DALLAS SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services		39.80
DECATUR CELLULAR TELEPHONE COMPANY, LLC 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services		40.00
DECATUR RSA LIMITED PARTNERSHIP 1100 Peachtree Street, N.E. Atlanta, GA 30309	Provision of CMRS services		32.00
DELAWARE VALLEY PCS COMMUNICATIONS, LLC 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services		40.00
DETROIT SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services		38.17
EASTERN MISSOURI CELLULAR LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services		39.20
FLORIDA CELLULAR SERVICE, LLC 1100 Peachtree Street, N.E. Atlanta, GA 30309	Provision of CMRS services		40.00
FLORIDA RSA NO. 2B (INDIAN RIVER) LIMITED PARTNERSHIP 1100 Peachtree Street, N.E. Atlanta, GA 30309	Provision of CMRS services		28.60
GALVESTON CELLULAR TELEPHONE COMPANY 1001 West Loop South Houston, TX 77027	Provision of CMRS service		38.77
GARY CELLULAR TELEPHONE COMPANY 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS services		40.00
GEORGIA RSA NO. 1 LIMITED PARTNERSHIP 1100 Peachtree Street, N.E. Atlanta, GA 30309	Provision of CMRS services		29.78

NOTES

* Rounded to the nearest hundredth of a percent.

¹ BSC does not control this entity; accordingly, it does not have its TIN. Therefore, BSC is supplying this entity's unique Licensee ID Number, which is publicly available on the Universal Licensing System.

² Applications to transfer control of **these** entities to Alloy LLC, of which BSC indirectly holds almost a 40% interest, have been granted by the Commission, but the transaction is awaiting **consummation**.

³ BSC does not control this entity; accordingly, it does not have its TIN. Therefore, BSC is supplying this entity's unique Licensee ID Number, which is publicly available on the Universal Licensing System. *See also In re Applications of SBC Communications Inc. and BellSouth Corporation*, File Nos. 0000117778, *et al.*, WT Docket No. 00-81, DA 00-2223, rel. Sep. 29, 2000, at ¶¶ 14-17.