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RECEIVED
FEB 12 2001
Licensing & Technical
February 8, 2001 Branch

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. 47 C.F.R. § 1.919.

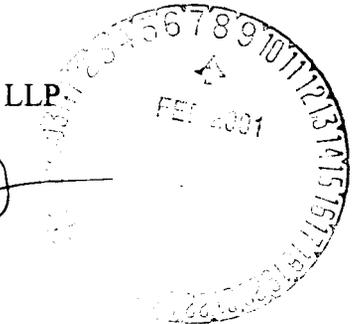
In preparing the instant Form 602, BellSouth has used its best efforts and acted in good faith to provide the most complete ownership information possible. Should significant updated or additional information become available to BellSouth, the enclosed Form 602 will be revised accordingly. Additional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



Enclosures

2-8-01

Applicant/Licensee Information

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

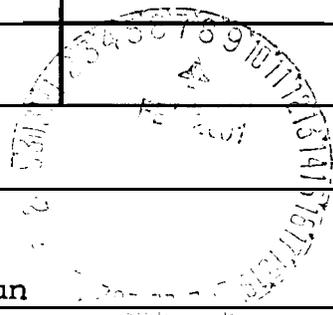
Related FCC Regulated Businesses of Applicant/Licensee

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 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: <i>Charles P. Featherstun</i>			Date: 2-7-01



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.

Attached is a list of BSC’s FCC regulated businesses. TINs are listed for these entities, as appropriate. Additional information will be provided upon request.

BellSouth Corporation
BellSouth Enterprises, Inc.
BellSouth International, Inc.
BellSouth Mobile Data, Inc.
BellSouth Wireless Data Services LLC
Cingular Wireless LLC (.86999999956500%)¹
BellSouth Mobile Systems, Inc.
BellSouth Cellular Corp.
BellSouth Cellular Services LLC
BSCC of Houston, LLC
AB Cellular Holding, LLC (19.942%)
Cingular Wireless LLC (1.0403534640000%)¹
Wireless Telecommunications Investment Company LLC
Cingular Wireless LLC (.9596465260000%)¹
BSCC of Houston Holdings, Inc.
AB Cellular Holding, LLC (.317%)
Cingular Wireless LLC (1.0403534640000%)¹
Wireless Telecommunications Investment Company LLC
Cingular Wireless LLC (36.2499999687500%)¹
Los Angeles RCCs, LLC
ACCC of Los Angeles, LLC (51%)
AB Cellular Holding, LLC (79.741%)
Cingular Wireless LLC (1.0403534640000%)¹
Wireless Telecommunications Investment Company LLC
Cingular Wireless LLC (.9596465260000%)¹
Westel-Los Angeles LLC
ACCC of Los Angeles, LLC (49%)
AB Cellular Holding, LLC (79.741%)
Cingular Wireless LLC (1.0403534640000%)¹
Wireless Telecommunications Investment Company LLC
Cingular Wireless LLC (.9596465260000%)¹
BellSouth International Network Holdings, Inc.
BellSouth International ACCESS, Inc.
Global Leasing Company
BellSouth Telecommunications, Inc.
BellSouth Value Added Services Holdings, Inc.

¹For a list of affiliates for Cingular Wireless LLC, please see pages 2-8 of this chart.

BellSouth Long Distance, Inc.
BellSouth Wireless Cable, Inc.
Digital Installations, LLC
Cingular Management Corp. (50%)
Cingular Wireless LLC (less than 1%)¹
South Florida Television Inc.
RAM Broadcasting Corporation
Cingular Wireless LLC (.8799999956000%)¹

Cingular Wireless LLC

Cingular Wireless LLC
BellSouth Cellular National Marketing, LLC
BellSouth Mobility LLC
Acadiana Cellular General Partnership (RSA's No. 5 & 6) (35% GP)
Alabama Cellular Service, LLC
Huntsville MSA Limited Partnership (48.75% GP/1.25% LP)
American Cellular Communications LLC
Anniston-Westel Company, LLC
Atlanta-Athens MSA Limited Partnership (40% GP/10.9% LP)
Bakersfield Holdings, LLC
BCTC of Texas, LLC
Indiana 8, L.L.C.
Georgia Cellular LLC
Atlanta-Athens MSA Limited Partnership (49% LP)
Georgia Cellular Holdings, LLC
Atlanta-Athens MSA Limited Partnership (.1% LP)
Indiana Cellular LLC
Jackson Holdings, LLC
Jackson Acquisitions LLC (94%)
Jackson Cellular LLC
MCTA (50.1% GP)
Westel-Indianapolis LLC
Bloomington Cellular Telephone Company (94.214224% GP)
BSCC Cellular of Indiana, L.P. (99% LP)
Kokomo Celltelco Partnership (9.041% GP)
Westel-Milwaukee Company, LLC
BSCC Cellular of Indiana, L.P. (1% GP)

Westel Richmond, LLC
Orlando SMSA Limited Partnership (19.72% LP)
Memphis SMSA Limited Partnership (25% LP)
Tennessee RSA Limited Partnership (25% LP)
BellSouth Mobility Communications, LLC
B-Side Carriers L.P. (13.263% LP)
BellSouth Wireless LLC
Cellmetry LLC (40%)
Cellular Radio of Chattanooga (25%)
Chattanooga MSA Limited Partnership (29.54% LP)
Century Cellnet of North Louisiana Cellular Limited Partnership (9% LP)
Chattanooga CGSA, LLC
Chattanooga MSA Limited Partnership (40% GP/15.31% LP)
Decatur RSA Limited Partnership (40% GP/40% LP)
Florida Cellular Service, LLC
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 LLC (6%)
Jackson Cellular LLC
MCTA (50.1% GP)
Kentucky CGSA, LLC
Louisiana CGSA, LLC
BSCC of Louisiana, LLC
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, LLC
Memphis SMSA Limited Partnership (40% GP/35% LP)
Tennessee RSA Limited Partnership (40% GP/35% LP)
M-T Cellular, LLC
Northeastern Georgia RSA Limited Partnership (1% GP/34% LP)

² Neither Cingular Wireless LLC nor either of its controlling parties controls this entity; accordingly, they do not have its TIN. Therefore, the unique Licensee ID Number, which is publicly available on the Universal Licensing System for entities holding certain wireless authorizations, has been supplied instead.

Northeast Mississippi Cellular, LLC
Orlando CGSA, LLC

Orlando CGSA Holdings, Inc.

Orlando SMSA Limited Partnership (.2% LP)

Memphis SMSA Limited Partnership (25% LP)

Tennessee RSA Limited Partnership (25% LP)

Orlando SMSA Limited Partnership (30.67% GP/49.41% LP)

Memphis SMSA Limited Partnership (25% LP)

Tennessee RSA Limited Partnership (25% LP)

South Carolina Cellular Service, LLC

ALLETEL 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)

BellSouth Personal Communications, LLC

BellSouth Carolinas PCS, L.L.C.

Houston Cellular Holding Company (Tex), LLC

Houston Cellular Telephone Company, L.P. (1% GP)

Galveston Cellular Partnership (87.3462% GP)

Galveston Cellular Telephone Company

Houston Cellular Telephone Company, L.P. (99% LP)

Galveston Cellular Partnership (87.3462% GP)

Galveston Cellular Telephone Company

Huntsville Cellular Telephone LLC

Huntsville MSA Limited Partnership (50% LP)

SBC Wireless LLC

@Track Communications, Inc. (6.1%)

American Cellular Network Company, LLC

Amcell of Atlantic City, LLC

Aurora/Elgin Cellular Telephone, LLC

AWACS Purchasing Company LLC

Cell South of New Jersey, LLC

C-SW Cellular Partnership (50% GP)

Delaware Valley PCS Communications, LLC

Joliet Cellular Telephone, LLC

Kankakee Cellular L.L.C. (10.07%)

Vineland Cellular Telephone Company, LLC

Ameritech Mobile Communications, LLC

Ameritech Wireless Communications, LLC

Cellular Mobile Systems of Michigan RSA No. 7 Limited Partnership (1% LP)
Century Cellnet of Michigan RSA No. 6 Cellular Limited Partnership (1% LP)
Century Cellnet of Saginaw MSA Limited Partnership (1% LP)
Century Cellnet of Southern Michigan Cellular Limited Partnership (1% LP)
Cincinnati SMSA Limited Partnership (53.03% GP)
Detroit SMSA Limited Partnership (95.42% GP)
Madison SMSA Limited Partnership (64.68% GP)
Michigan RSA #9 Limited Partnership (1% LP)
Milwaukee SMSA Limited Partnership (79.08% GP)
Thumb Cellular Limited Partnership (23.00% LP)
Toledo MSA Limited Partnership (14.9% LP)
Youngstown-Warren MSA LP (2.1% LP)
GTE Mobilnet of Austin, LLC
GTE Mobilnet of Austin Limited Partnership (40% GP)
Houma-Thibodaux Cellular Partnership (99.01% GP)
New York Holdings LLC
Cellular Retail Corporation
Pine Bluff Cellular, Inc. (1.23%)
Pacific Bell Wireless Northwest, LLC
Pacific Telesis Mobile Services LLC
SNET Cellular LLC
SNET Mobility, LLC
Southwestern Bell Mobile Systems, LLC
Cellular One Group (50% GP)
Champaign CellTelCo (98.32% GP)
C-SW Cellular Partnership (50% GP)
Decatur Cellular Telephone Company, LLC
Pacific Bell Wireless, LLC
SBMS Cellular Telecommunications Bloomington, LLC
SBMS Cellular Telecommunications Springfield, LLC
Southwestern Bell Wireless, LLC
Abilene SMSA Limited Partnership (1% GP)
Amarillo SMSA Limited Partnership (1% GP)
Corpus Christi SMSA Limited Partnership (2% GP)

³ Neither Cingular Wireless LLC nor either of its controlling parties controls this entity; accordingly, they do not have its TIN. Therefore, the unique Licensee ID Number, which is publicly available on the Universal Licensing System for entities holding certain wireless authorizations, has been supplied instead. See also *In re Applications of SBC Communications Inc. and BellSouth Corporation*, WT Docket No. 0081, Memorandum Opinion and Order, DA 00-2223 ¶¶ 14-17 (rel. Sept. 29, 2000).

Dallas SMSA Limited Partnership (1% GP)
Eastern Missouri Cellular Limited Partnership (98% GP)
GTE Mobilnet of Texas RSA #11 Limited Partnership (20% GP)
GTE Mobilnet of Texas RSA #16 Limited Partnership (20% GP)
Kansas City SMSA Limited Partnership (40% GP/41% LP)
Lubbock SMSA Limited Partnership (1% GP)
McAllen-Edinburg-Mission SMSA Limited Partnership (77.5% GP)
Midland-Odessa SMSA Limited Partnership (1% GP)
Missouri 9B1 Limited Partnership (10% GP/40.4% LP)
Missouri RSA 11/12 Limited Partnership (30% GP/20% LP)
Missouri RSA 8 Limited Partnership (20% GP/40% LP)
Oklahoma City SMSA Limited Partnership (40% GP/22% LP)
Oklahoma RSA 3 Limited Partnership (40% GP/34% LP)
Oklahoma RSA 9 Limited Partnership (10% GP/50% LP)
San Antonio SMSA Limited Partnership (1% GP)
St. Joseph SMSA Limited Partnership (31% GP/20% LP)
SWBW B-Band Development LLC
Abilene SMSA Limited Partnership (70% LP)
Amarillo SMSA Limited Partnership (70% LP)
Caprock Cellular Limited Partnership (1% LP)
Cellular Network Partnership, Limited Partnership (0.18% LP)
Corpus Christi SMSA Limited Partnership (98% LP)
Dallas SMSA Limited Partnership (98.5% LP)
GTE Mobilnet of Austin Limited Partnership (24.18% LP)
GTE Mobilnet of Texas RSA #11 Limited Partnership (44% LP)
GTE Mobilnet of Texas RSA #16 Limited Partnership (51.2% LP)
Lubbock SMSA Limited Partnership (70% LP)
Midland-Odessa SMSA Limited Partnership (70% LP)
Missouri 1 — Atchison RSA Limited Partnership (1% LP)⁴
Oklahoma RSA 5 Limited Partnership (1% LP)
Oklahoma RSA 7 Limited Partnership (1% LP)
San Antonio SMSA Limited Partnership (99% LP)
South #5 RSA Limited Partnership (1% LP)
Texas RSA 1 Limited Partnership (1% LP)
Texas RSA 10B1 Limited Partnership (74% LP)
Texas RSA 10B3 Limited Partnership (50% LP)

⁴ The relevant records concerning Cingular Wireless LLC's interest in this entity, which may contain TIN information, are temporarily inaccessible. Once the records become accessible again, an amendment will be filed if the records contain TIN information.

- Texas RSA 15B2 Limited Partnership (1% LP)
- Texas RSA 18 Limited Partnership (33% LP)
- Texas RSA 19 Limited Partnership (32.34% LP)
- Texas RSA 20B1 Limited Partnership (49% LP)
- Texas RSA 20B2 Limited Partnership (2% LP)
- Texas RSA 3 Limited Partnership (1% LP)
- Texas RSA 3-B2 Limited Partnership (1% LP)
- Texas RSA 6 Limited Partnership (48.5% LP)
- Texas RSA 7B1 Limited Partnership (49% LP)
- Texas RSA 7B5 Limited Partnership (1% LP)
- Texas RSA 8 East Limited Partnership (1% LP)
- Texas RSA 8 South Limited Partnership (1% LP)
- Texas RSA 8 West Limited Partnership (1% LP)
- Texas RSA 9B1 Limited Partnership (34.62% LP)
- Texas RSA 9B2 Limited Partnership (1% LP)
- Texas RSA 9B4 Limited Partnership (83.62% LP)
- Texas RSA No. 2 Limited Partnership (1% LP)
- Texas RSA 10B1 Limited Partnership (1% GP)
- Texas RSA 10B3 Limited Partnership (25% GP)
- Texas RSA 18 Limited Partnership (1% GP)
- Texas RSA 19 Limited Partnership (1% GP)
- Texas RSA 20B1 Limited Partnership (1% GP)
- Texas RSA 6 Limited Partnership (1% GP)
- Texas RSA 7B1 Limited Partnership (1% GP)
- Texas RSA 9B1 Limited Partnership (1% GP)
- Texas RSA 9B4 Limited Partnership (1% GP)
- Topeka SMSA Limited Partnership (40% GP/37% LP)
- Wichita SMSA Limited Partnership (40% GP/20% LP)
- Washington/Baltimore Celltelco Holdco, LLC (99%)
- Washington/Baltimore Cellular Limited Partnership (1% GP)
- Washington/Baltimore Cellular Limited Partnership (86.16% LP)
- Worcester Telephone Company (90.6% GP)
- Southwestern Bell Mobile Systems Long Distance, LLC
- RAM Communications Group, LLC
- Cingular Interactive L.P. (.41% GP)**
- RAM/BSE Communications L.P. (50% GP)
- Cingular Interactive L.P. (95.55% LP)**
- RAM/BSE Communications L.P. (49% GP; 1% LP)
- Cingular Interactive L.P. (95.55% LP)**

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

** ***Bold Italics*** indicates an entity which holds an FCC authorization.