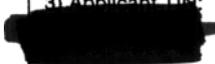


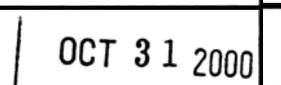
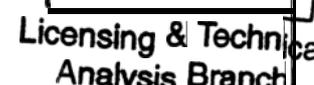
FCC Ownership Disclosure Information for the  
Wireless Telecommunications Services

UNCLASSIFIED

**Applicant/Licensee Information**

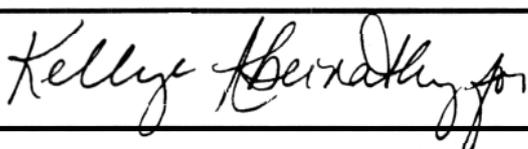
1) First Name (if individual):	MI:	Last Name:	Suffix:
2) Applicant Name (if entity): CHAMPAIGN CELLTELCO		3) Applicant TIN: 	

**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:
N/A			
			
			

**Signature**

5) Typed or Printed Name of Party Authorized to Sign

First Name: Carol	MI: L	Last Name: Tacker	Suffix:
Title: Vice President-General Counsel & Secretary			
Signature: 			Date: 10-27-00
<b>Failure To Sign This Application May Result In Dismissal Of The Application And Forfeiture Of Any Fees Paid</b>			

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).

10-30-00

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):	MI:	Last Name:	Suffix:
2) Disclosable Interest Holder's Name (if entity) SBC COMMUNICATIONS INC.		3) Disclosable Interest Holders TIN 	
4) Disclosable Interest Holder's Address: <b>ATTN: Wayne Watts, 175 East</b> Houston, San Antonio, Texas 78205			
5) Type of Interest in Applicant (refer to Instructions for list)	6) Disclosable Interest Holder is a(n): <b>( C )</b> (refer to instructions for list of codes):		7) Percent of Interest Held in Applicant Approx. 58.99
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): 0 – OTHER (Voting)		9) Disclosable Interest Holders Country of Citizenship: <b>UNITED STATES</b>	
10) <b>Relationship Description (if the discloseable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant):</b> The General Partner in Champaign <b>CellTelCo</b> , Southwestern Bell Mobile <b>Systems</b> , LLC. is wholly owned by SBC Wireless, LLC. <b>See Exhibit 1.</b>			

**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:
See Exhibit 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)

1) Disclosable Interest Holders First Name (if individual):	MI:	Last Name:	Suffix
4) Disclosable Interest Holders Name (if entity): <b>BellSouth Corporation</b>		5) Disclosable Interest Holders TIN 	
4) Disclosable Interest Holders Address: <b>ATTN: CHARLES FEATHERSTUN, 1155 Peachtree Street, N.E., Atlanta, GA 30309</b>			
5) Type of Interest in Applicant (refer to <b>Instructions</b> for list)	6) Disclosable <b>Interest</b> Holder is a(n): <b>( C )</b> (refer to instructions for list of codes):		7) Percent of interest Held in Applicant Approx. 39.33
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): 0 – OTHER (VOTING)		9) Disclosable Interest Holders Country of Citizenship: United States	

10) Relationship **Description** (if the disclosable interest holder is an indirect owner, list path of ownership from **indirect** owner to the applicant): SEE EXHIBIT 1.

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

<b>11a)</b> Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	<b>11b)</b> Principal Business:	11c) TIN:	11d) Percent of Interest Held:
SEE EXHIBIT 2.			

SBC Wireless, LLC is wholly owned by Alloy LLC. Alloy LLC is approximately 60% owned by SBC Alloy Holdings, Inc. and approximately 40% owned by three wholly owned subsidiaries of **BellSouth** Corporation ("**BellSouth**"), **BellSouth** Cellular Corp.; **BellSouth** Mobile Data, Inc.; and RAM Broadcasting Corporation. In addition, a de **minimis** share of Alloy LLC is held by Alloy Management Corp.

SBC Alloy Holdings, Inc. is jointly owned by nine wholly owned subsidiaries of SBC Communications Inc. ("**SBC**"), Southern New England Telecommunications Corporation ("**SNET**"); The **Woodbury** Telephone Company ("Woodbury"); Pacific Telesis Group ("**PTG**"); New Southwestern Bell Mobile Systems, Inc. ("New **SBMS**"); New SBC Wireless, Inc. ("New **SBCW**"); AWACS, Inc.; Associated Communications Corporation ("**Associated**"); Radiofone Holdings, Inc. ("**Radiofone**"); and Ameritech Corporation ("**Ameritech**"). SBC directly owns **SNET**, **PTG**, New **SBCW**, and Ameritech. **SNET** directly owns Woodbury. New **SBCW** owns 80% and **PTG** owns 20% of New **SBMS**. New **SBCW** also owns Associated and Radiofone in addition to Delaware Valley Cellular Corporation, which directly owns AWACS, Inc.

**BellSouth** directly owns **RAM** Broadcasting Corporation and **BellSouth** Enterprises, Inc., which directly owns (1) **BellSouth** Mobile Systems, Inc., which directly owns **BellSouth** Cellular Corp., and (2) **BellSouth** Mobile Data, Inc.

SBC Alloy Holdings, Inc. and **BellSouth** equally own and control Alloy Management Corp., which – in addition to the de **minimis** ownership interest in Alloy LLC described above – controls Alloy LLC. Therefore, although the economic interests in Alloy LLC are divided approximately 60/40 between SBC subsidiaries and **BellSouth** subsidiaries, control is equally shared.

For further information, reference the FCC Forms 602 for Alloy LLC, SBC, and **BellSouth** on file with the Commission.

Reference the FCC **Forms** 602 for SBC Communications Inc. and **BellSouth** Corporation on file with the Commission.