

WRITER'S DIRECT ACCESS

Wayne V. Black
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June 14, 2002

VIA FEDERAL EXPRESS

Federal Communications Commission
1270 Fairfield Road
Gettysburg, Pennsylvania 173257245

Re: Phillips Communications Inc.
FCC Form 602

Dear Sir/Madam:

Transmitted herewith, on behalf of Phillips Communications, Inc. ("Phillips"), is an FCC Ownership Disclosure Information (FCC Form 602) report that is provided pursuant to section 1.948(c) of the Commission's Rules and Regulations. This report, which reflects revisions to Phillips' previously filed Form 602, is being filed in anticipation of the proposed merger of Phillips' parent company, Phillips Petroleum Company with Conoco Inc.

We trust that the Commission will find this report to be completely satisfactory for the purpose intended. Should there be any questions concerning the report, the Commission is asked to communicate directly with the undersigned.

Very truly yours,

A handwritten signature in cursive script that reads "Wayne V. Black".

Wayne V. Black

Enclosures



6/26/2

Applicant / Licensee Information

1) First Name (if individual):	MI:	Last Name:	Suffix:
2) Applicant Name (if entity): Phillips Communications, inc.		3) FCC Registration Number (FRN): 0001-6988-93	

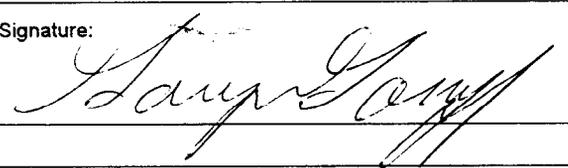
Related FCC Regulated Businesses of Applicant | Licensee

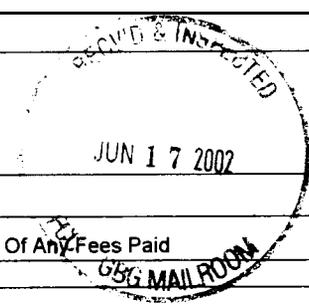
4a) Name and address of all FCC Regulated Businesses owned by Applicant/ Licenses (use additional sheets, if necessary):	4b) Principal Business:	4c) FCC Registration Number (FRN):	4d) Percent of Interest Held
None			

Signature

5) Typed or Printed Name of Party Authorized to Sign

First Name: Gary	MI: N	Last Name: Gompf	suffix:
Title: Vice President			

Signature: 	Date: 6/13/02
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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).

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): ConocoPhillips		3) FCC Registration Number (FRN): 0007-1069-90	
4) Disclosable Interest Holder's Address: 600 North Dairy Ashford Road, Houston, Texas 77079			
5) Type of Interest in Applicant () (refer to Instructions for list): D	6) Disclosable Interest Holder is a (n): () (refer to instructions for list of codes): C	7) Percent of Interest Held in Applicant: 100%	
8) Disclosable Interest Holder's Type of Ownership () (refer to instructions for list): C -- <input checked="" type="checkbox"/> Voting <input type="checkbox"/> Non-Voting		9) Disclosable Interest Holder's 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): ConocoPhillips owns its interest through Phillips Petroleum International Investment Company (an intervening subsidiary of ConocoPhillips). Phillips Communications, Inc. (Applicant) has no direct interest.			

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

II a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in Ham 1 or 2 (use additional sheets, if necessary):	II b) Principal Business:	II c) FCC Registration Number (FRN):	II d) Percent of Interest Held:
Dixie Pipeline Company	Pipeline	0004-2074-03	24.06%
Phillips Pipeline Company	Pipeline	0001-7021-17	100%
Chisholm Pipeline Company	Pipeline	0001-6121-34	50%
Duke Energy Field Services, LLC	Natural gas gathering, Processing & distribution	0001-6095-69	30.3%
Chevron Phillips Chemical Company LP	Chemicals/Plastics Production & Distribution	0004-5496-55	50%
Alyeska Pipeline Service Company	Pipeline	0003-7997-49	23.71%
Phillips Communications	FCC License Holder	0001-6988-93	100%
(Continued on next sheet)			

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

II a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in Rem 1 or 2 (use additional sheets, if necessary):	II b) Principal Business:	II c) FCC Registration Number (FRN):	II d) Percent of Interest Held:
Atlantic Energy, Inc.	Propane Terminal/ Marketing	0002-0592-10	50%
Douglas Oil Company of California	Integrated Oil Company	0003-6003-92	100%
GCRL Energy Ltd.	Oil & Gas Exploration and Production	0007-2378-94	100%
Jupiter Sulphur LLC	Oil & Gas Exploration and Production	0005-072244	60%
Penreco, Inc.	Petroleum and specialty chemical production and marketing	0005-8331-99	50%