

RECEIVED & INSPECTED
JUN 11 2002
FCC - MAILROOM

Applicant / Licensee Information

1) First Name (if individual):	MI:	Last Name:	Suffix:
2) Applicant Name (if entity): Metrocall USA, Inc., Debtor-in-Possession		3) FCC Registration Number (FRN): 0002051357	

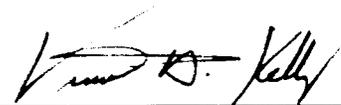
Related FCC Regulated Businesses of Applicant | Licensee

4a) Name and address of all FCC Regulated Businesses owned by Applicant/Licensee (use additional sheets, if necessary)	4b) Principal Business:	4c) FCC Registration Number (FRN):	4d) Percent of Interest Held:
Metrocall USA, Inc., Debtor-in-Possession, 6677 Richmond Highway, Alexandria, VA 22306	Wireless Messaging	0002051357	100%

Signature

5) Typed or Printed Name of Party Authorized to Sign

First Name: Vincent	MI: D.	Last Name: Kelly	suffix:
Title: C.O.O.			

Signature: 	Date: June 03, 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).

5/13/02

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): Metrocall, Inc.		3) FCC Registration Number(FRN): 0003737210	
4) Disclosable Interest Holder's Address: 6677 Richmond Highway, Alexandria, VA 22306			
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: 100%	
8) Disclosable Interest Holder's Type of Ownership (C) (refer to instructions for list): <input checked="" type="checkbox"/> Voting <input type="checkbox"/> Non-Voting		9) Disclosable Interest Holder's Country of Citizenship: USA (Delaware Corporation)	
10) Relationship Description (if the disclosable Interest holder is an Indirect owner, list path of ownership from indirect owner to the applicant). Metrocall, Inc. is licensee Metrocall USA, Inc.'s 100% 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 Item 1 or 2 (use additional sheets, if necessary)	IIb) Principal Business:	1 c) FCC Registration Number (FRN):	II d) Percent of Interest Held:
Metrocall USA, Inc. , Debtor-in-Possession, 6677 Richmond Highway, Alexandria, VA 22306	Wireless Messaging	0002051357	100%

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): Global Card Holdings, Inc.			3) FCC Registration Number(FRN):	
4) Disclosable Interest Holder's Address: 7979 East Tufts Avenue., Suite 201, Denver, CO 80237				
5) Type of Interest in Applicant (I) (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: 14.7%
8) Disclosable Interest Holder's Type of Ownership (C) (refer to Instructions for list): <input checked="" type="checkbox"/> Voting <input type="checkbox"/> Non-Voting			9) Disclosable Interest Holder's Country of Citizenship: USA (Delaware Corporation)	
10) Relationship Description (if the disclosable Interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Global Card Holdings, Inc. holds a 14.7 direct ownership interest in Metrocall USA, Inc.'s parent company, Metrocall, 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 Item 1 or 2 (use additional sheets, if necessary)	IIb) Principal Business,	IIc) FCC Registration Number (FRN):	IId) Percent of Interest Held:
Metrocall USA, Inc. , Debtor-in-Possession, 6677 Richmond Highway, Alexandria, VA 22306	Wireless Messaging	0002051357	14.7% (indirect)

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
William	L.	Collins	III
2) Disclosable Interest Holder's Name (if entity):		3) FCC Registration Number (FRN):	
4) Disclosable Interest Holder's Address:			
6677 Richmond Highway, Alexandria, VA 22306			
5) Type of Interest in Applicant (I, F, O, R) (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:	
		1.2%	
8) Disclosable Interest Holder's Type of Ownership (C) (refer to instructions for list):		9) Disclosable Interest Holder's Country of Citizenship:	
<input checked="" type="checkbox"/> Voting <input type="checkbox"/> Non-Voting		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. Collins is President, C.E.O. and Chairman of the Board of Directors of Metrocall USA, Inc. and its parent company, Metrocall , Inc			

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

Ia) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary)	Ib) Principal Business:	Ic) FCC Registration Number (FRN):	IId) Percent of Interest Held:
Metrocall USA, Inc. , Debtor-in-Possession, 6677 Richmond Highway, Alexandria, VA 22306	Wireless Messaging	0002051357	1.2% (indirect)

Schedule for Disclosable Interest Holders

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

1) Disclosable Interest Holder's First Name (if individual) Vincent	MI D.	Last Name Kelly	Suffix
2) Disclosable Interest Holders Name (if entity):		3) FCC Registration Number (FRN):	
4) Disclosable Interest Holders Address: 6677 Richmond Highway, Alexandria, VA 22306			
5) Type of Interest in Applicant (I, O, F) (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. Less than 1%	
8) Disclosable Interest Holder's Type of Ownership (C) (refer to instructions for list): <input checked="" type="checkbox"/> Voting <input type="checkbox"/> Non-Voting	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 C.O.O., C.F.O., Treasurer, and Executive Vice President of Metrocall USA, Inc. and its parent company, Metrocall , 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 Item 1 or 2 (use additional sheets, if necessary)	IIb) Principal Business:	Ic) FCC Registration Number (FRN):	II d) Percent of Interest Held:
Metrocall USA, Inc., Debtor-in-Possession, 6677 Richmond Highway, Alexandria, VA 22306	Wireless Messaging	0002051357	Less than 1% (indirect)

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) Ronald _	MI V.	Last Name Aprahamian	Suffix
2) Disclosable Interest Holder's Name (if entity):		3) FCC Registration Number(FRN):	
4) Disclosable Interest Holder's Address: 6677 Richmond Highway, Alexandria, VA 22306			
5) Type of Interest in Applicant (I, R) (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: Less than 1%	
8) Disclosable Interest Holder's Type of Ownership (C) (refer to instructions for list): <input checked="" type="checkbox"/> Voting <input type="checkbox"/> Non-Voting	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. Aprahamian is a Director of Metrocall USA, Inc. and its parent company, Metrocall , 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 Item 1 or 2 (use additional sheets, if necessary)	11b) Principal Business:	11c) FCC Registration Number (FRN):	11d) Percent of Interest Held:
Metrocall USA, Inc., Debtor-in-Possession, 6677 Richmond Highway, Alexandria, VA 22306	Wireless Messaging	0002051357	Less than 1% (indirect)

Schedule for Disclosable Interest Holders

Disclosable interest Holder Information (complete as many as required to describe I disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual) Michael		MI	Last Name Greene	Suffix:
2) Disclosable Interest Holder's Name (if entity):			3) FCC Registration Number (FRN):	
4) Disclosable Interest Holder's Address: 6677 Richmond Highway, Alexandria, VA 22306				
5) Type of Interest in Applicant (I, R) (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: Less than 1% These shares are held by UBS Capital LLC. Mr. Greene votes, but does not own, these shares.
8) Disclosable Interest Holder's Type of Ownership (C) -(refer to Instructions for list): (X) Voting () Non-Voting			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. Greene is a Director of Metrocall USA, Inc. and its parent company, Metrocall , 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 Item 1 or 2 (use additional sheets, if necessary)	11b) Principal Business:	11c) FCC Registration Number (FRN):	11d) Percent of Interest Held:
Metrocall USA, Inc., Debtor-in-Possession, 6677 Richmond Highway, Alexandria, VA 22306	Wireless Messaging	0002051357	Less than 1% (indirect; see note to item 7)

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) Max	MI D.	Last Name Hopper	Suffix
2) Disclosable Interest Holder's Name (if entity):		3) FCC Registration Number (FRN):	
4) Disclosable Interest Holder's Address: 6677 Richmond Highway, Alexandria, VA 22306			
5) Type of Interest in Applicant (I, R) (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: Less than 1%	
8) Disclosable Interest Holder's Type of Ownership (C) (refer to instructions for list): (X) Voting () Non-Voting	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 Director of Metrocall USA, Inc. and its parent company, Metrocall , 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 Item 1 or 2 (use additional sheets, if necessary)	11b) Principal Business:	11c) FCC Registration Number (FRN):	11d) Percent of Interest Held:
Metrocall USA, Inc., Debtor-in-Possession, 6677 Richmond Highway, Alexandria, VA 22306	Wireless Messaging	0002051357	Less than 1% (indirect)

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
Edward		E.	Jungerman	
2) Disclosable Interest Holder's Name (if entity):			3) FCC Registration Number (FRN):	
4) Disclosable Interest Holder's Address: 6677 Richmond Highway, Alexandria, VA 22306				
5) Type of Interest in Applicant (I, R) (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: Less than 1%
8) Disclosable Interest Holder's Type of Ownership (C) (refer to instructions for list): <input checked="" type="checkbox"/> Voting <input type="checkbox"/> Non-Voting			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 Director of Metrocall USA, Inc. and its parent company, Metrocall , 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 Item 1 or 2 (use additional sheets if necessary)	11b) Principal Business:	11c) FCC Registration Number (FRN):	11d) Percent of Interest Held:
Metrocall USA, Inc., Debtor-in-Possession, 6677 Richmond Highway, Alexandria, VA 22306	Wireless Messaging	0002051357	Less than 1% (indirect)

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
Francis_	A.	Martin	III
2) Disclosable Interest Holder's Name (if entity):		3) FCC Registration Number(FRN):	
4) Disclosable Interest Holder's Address:			
6677 Richmond Highway, Alexandria, VA 22306			
5) Type of Interest in Applicant (I, R) (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:	
		Less than 1%	
8) Disclosable Interest Holder's Type of Ownership (C) _refer to instructions for list):		9) Disclosable Interest Holder's Country of Citizenship:	
<input checked="" type="checkbox"/> Voting <input type="checkbox"/> Non-Voting		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 Director of Metrocall USA, Inc. and its parent company, Metrocall, 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 Item 1 or 2 (use additional sheets, if necessary)	11b) Principal Business:	11c) FCC Registration Number (FRN):	11d) Percent of Interest Held:
Metrocall USA, Inc., Debtor-in-Possession, 6677 Richmond Highway, Alexandria, VA 22306	Wireless Messaging	0002051357	Less than 1% (indirect)

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) Harold	MI S.	Last Name Wills	Suffix:
2) Disclosable Interest Holder's Name (if entity),		3) FCC Registration Number (FRN):	
4) Disclosable Interest Holder's Address: 6677 Richmond Highway, Alexandria, VA 22306			
5) Type of Interest in Applicant (R) (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: 7.7% These shares are held by PSINet, Inc. Mr. Wills votes, but does not own, these shares.	
8) Disclosable interest Holder's Type of Ownership (C) (refer to instructions for list): (X) Voting () Non-Voting	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. Wills is a Director of Metrocall USA, Inc. and its parent company, Metrocall , Inc.			

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

Ia) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary)	Ib) Principal Business:	Ic) FCC Registration Number (FRN):	11d) Percent of Interest Held:
Metrocall USA, Inc., Debtor-in-Possession, 6677 Richmond Highway, Alexandria, VA 22306	Wireless Messaging	0002051357	7.7% (Indirect; see note to item 7.)

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) Royce	MI R.	Last Name Yudkoff	Suffix:
2) Disclosable Interest Holder's Name (if entity):		3) FCC Registration Number (FRN):	
4) Disclosable Interest Holder's Address: 6677 Richmond Highway, Alexandria, VA 22306			
5) Type of Interest in Applicant (I, R) (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: Less than 1%	
8) Disclosable Interest Holder's Type of Ownership (C) (refer to instructions for list): <input checked="" type="checkbox"/> Voting <input type="checkbox"/> Non-Voting		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 Director of Metrocall USA, Inc. and its parent company, Metrocall , 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 Item 1 or 2 (use additional sheets, if necessary)	11b) Principal Business:	11c) FCC Registration Number (FRN):	11d) Percent of Interest Held:
Metrocall USA, Inc., Debtor-in-Possession, 6677 Richmond Highway, Alexandria, VA 22306	Wireless Messaging	0002051357	Less than 1% (indirect)