Attachment Type	Date	Description	Contents
Other	02/19/02	DESCRIPTION OF TRANSACTION/PUBLIC INTEREST STATEMENT	0177283672452380498090190.pdf

READ INSTRUCTIONS CAREFULLY Approved by OMB **BEFORE PROCEEDING** 3060-0589 FEDERAL COMMUNICATIONS COMMISSION Page No 1 of 2 REMITTANCE ADVICE FCC/mallan SPECIAL USE (1) LOCKBOX # 358994 MAR 0 6 2002 FCC USE ONLY **SECTION A - PAYER INFORMATION** (2) PAYER NAME (if paying by credit card, enter name exactly as it appears on your card) (3) TOTAL AMOUNT PAID (U.S. Dollars and cents Cole, Raywid & Braverman, L.L. \$200.00 (4) STREET ADDRESS LINE NO. 1 1919 Pennsylvania Ave., N.W. (5) STREET ADDRESS LINE NO. 2 Suite 200 (6) CITY (7) STATE (8) ZIP CODE Washington DC 20006 (9) DAYTIME TELEPHONE NUMBER (include area code) (10) COUNTRY CODE (if not in U.S.A.) 202 - 6599750 US FCC REGISTRATION NUMBER (FRN) AND TAX IDENTIFICATION NUMBER (TIN) REQUIRED (11) PAYER (FRN) (12) PAYER (TIN) 0003 78 7942 0520820071 IF PAYER NAME AND THE APPLICANT NAME ARE DIFFERENT, COMPLETE SECTION B IF MORE THAN ONE APPLICANT, USE CONTINUATION SHEETS (FORM 159-C) (13) APPLICANT NAME AT&T COMCAST CORPORATION (14) STREET ADDRESS LINE NO. 1 1500 MARKET STREET (15) STREET ADDRESS LINE NO. 2 (17) STATE (16) CITY (18) ZIP CODE **PHILADELPHIA** PA 19102 (19) DAYTIME TELEPHONE NUMBER (include area code) (20) COUNTRY CODE (if not in U.S.A.) (215) 387-4000 FCC REGISTRATION NUMBER (FRN) AND TAX IDENTIFICATION NUMBER (TIN) REQUIRED (21) APPLICANT (FRN) (22) APPLICANT (TIN) 0006 32 9247 0270000798 COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET (23A) CALL SIGN/OTHER ID (24A) PAYMENT TYPE CODE (25A) QUANTITY **WQF969 PATM** (26A) FEE DUE FOR (PTC) (27A) TOTAL FEE FCC USE ONLY \$50.00 \$50.00 (28A) FCC CODE I (29A) FCC CODE 2 0000790497 (23B) CALL SIGN/OTHER ID (24B) PAYMENT TYPE CODE (25B) QUANTITY **WNGQ309 PATM** (26B) FEE DUE FOR (PTC) (27B) TOTAL FEE FCC USE ONLY \$50.00 (28B) FCC CODE 1 (29B) FCC CODE 2 0000790497 SECTION D - CERTIFICATION (30) CERTIFICATION STATEMENT no foregoing and supporting information is true and correct to certify under the best of my knowledge, information and belief. **SIGNATURE** DATE SECTION E - CREDIT CARD PAYMENT INFORMATION MASTERCARD/VISA ACCOUNT NUMBER: (31)**EXPIRATION** DATE: MASTERCARD

I hereby authorize the FCC to charge my VISA or MASTERCARD for the service(s)/authorization herein described.

VISA

SIGNATURE

DATE

REMITTANCE ADVICE (Continuation Sheet)

FEDERAL COMMUNICATIONS COMMISSION

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COLE, RAYWID & BRAVERMAN, L.L.P.

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TO THE ORDER OF

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FEDERAL COMMUNICATIONS COLE, RAYWID & BRAVERMAN, L.L.P.

COMMISSION

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FCC 603	FCC Wireless Telecommunications Bureau Application for Assignments of Authorization and Transfers of Control	Approved by OMB 3060 - 0800 See instructions for public burden estimate
		Submitted 02/28/2002 at 12:00AM
		File Number: 0000790497

1) Application Purpose: Transfer of Control	
2a) If this request is for an Amendment or Withdrawal, enter the File Number of the pending application currently on file with the FCC.	File Number:
2b) File numbers of related pending applications currently on file with the FCC:	· · · · · · · · · · · · · · · · · · ·

Type of Transaction

3a) Is this a pro forma assignment of authorization or transfer of control? No

3b) If the answer to Item 3a is 'Yes', is this a notification of a pro forma transaction being filed under the Commission's forbearance procedures for telecommunications licenses?

4) For assignment of authorization only, is this a partition and/or disaggregation?

5a) Does this filing request a waiver of the Commission rules?

If 'Yes', attach an exhibit providing the rule numbers and explaining circumstances. No

5b) If a feeable waiver request is attached, multiply the number of stations (call signs) times the number of rule sections and enter the result.

6) Are attachments being filed with this application? Yes

7a) Does the transaction that is the subject of this application also involve transfer or assignment of other wireless licenses held by the assignor/transferor or affiliates of the assignor/transferor(e.g., parents, subsidiaries, or commonly controlled entities) that are not included on this form and for which Commission approval is required? **Yes**

7b) Does the transaction that is the subject of this application also involve transfer or assignment of non-wireless licenses that are not included on this form and for which Commission approval is required? **Yes**

Transaction Information

8) How will assignment of authorization or transfer of control be accomplished? Sale or other assignment or transfer of stock If required by applicable rule, attach as an exhibit a statement on how control is to be assigned or transferred, along with copies of any pertinent contracts, agreements, instruments, certified copies of Court Orders, etc.

9) The assignment of authorization or transfer of control of license is: Voluntary

Licensee/Assignor Information

10a) Taxpayer Identification Number	r: 841025348	10b) SGIN: 000	10c) FCC Registration Number (FRN): 0001609981
11) First Name (if individual):	MI:	Last Name:	Suffix:
12) Entity Name (if not an individual): TCI CABLEVIS	ION OF TEXAS, INC) .
13) Attention To: STEPHEN FLESS	NER		
14) P.O. Box: 5630	And / Or	15) Street Addres	SS:
16) City: DENVER		17) State: CO	18) Zip: 80217
19) Telephone Number: (720)267-2	700	20) FAX:	
21) E-Mail Address:		Transfer delication of the second	

22) Race, Ethnicity, Gender of Assignor/Licensee (Optional)

Race:	American Indian or Alaska Native:	Asian:	Black or African-American:	Native Hawaiian or Other Pacific Islander:	White:
Ethnicity:	Hispanic or Latino:	Not Hispanic or Latino:			•
Gender:	Female:	Male:			

Transferor Information (for transfers of control only)

23a) Taxpayer Identification Num	ber:	23b) SGIN:	23c) FCC Registration Number (FRN): 0003470556
24) First Name (if individual):	MI:	Last Name:	Suffix:
25) Entity Name (if not an individu	al): AT&T COF	₹P.	
26) P.O. Box:	And / Or	27) Street Addr	ess: 32 AVENUE OF THE AMERICAS
28) City: NEW YORK		29) State: NY	30) Zip: 10013
31) Telephone Number: (212)387	-4000	32) FAX:	
33) E-Mail Address:			

Name of Transferor Contact Representative (if other than Transferor) (for transfers of control only)

34) First Name: STEVEN	MI:	Last Name: HORVITZ	Suffix:
35) Company Name: COLE, I	RAYWID & BRAY	VERMAN, LLP	
36) P.O. Box:	And / Or	37) Street Address: 1919 PENNSY	LVANIA AVENUE, NW., SUITE 200
38) City: WASHINGTON		39) State: DC	40) Zip: 20006
41) Telephone Number: (202)	659-9750	42) FAX:	
43) E-Mail Address:			

Assignee/Transferee Information

45a) Taxpayer Identification Number	r: 270000798	45b) SGIN: 000	45c) FCC Registration Number (FRN): 0006329247
46) First Name (if individual):	MI:	Last Name:	Suffix:
47) Entity Name (if other than indivi	dual): AT&T CON	CAST CORPORAT	TON
48) Name of Real Party in Interest:		The second secon	49) TIN:
50) Attention To: THOMAS R. NATI	IAN		14 - 14 - 14 - 14 - 14 - 14 - 14 - 14 -
51) P.O. Box:	And / Or	52) Street Addre	ss: 1500 MARKET STREET
53) City: PHILADELPHIA	*·**·	54) State: PA	55) Zip: 19102
56) Telephone Number: (215)387-4	000	57) FAX:	
58) E-Mail Address:			

Name of Assignee/Transferee Contact Representative (if other than Assignee/Transferee)

59) First Name: RENEE	MI:	Last Name: CALLAHAN	Suffix:
60) Company Name: LAWLER,	METZGER & MILKN	MAN, LLC	
61) P.O. Box:	And / Or	62) Street Address: 1909 K STREE	T, NW., SUITE 820
63) City: WASHINGTON		64) State: DC	65) Zip: 20006
66) Telephone Number: (202)77	7-7700	67) FAX:	
68) E-Mail Address:			

Alien Ownership Questions

69) Is the Assignee or Transferee a foreign government or the representative of any foreign government?	No
70) Is the Assignee or Transferee an alien or the representative of an alien?	No
71) Is the Assignee or Transferee a corporation organized under the laws of any foreign government?	No
72) Is the Assignee or Transferee a corporation of which more than one-fifth of the capital stock is owned of record or voted by aliens or their representatives or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country?	No
73) Is the Assignee or Transferee directly or indirectly controlled by any other corporation of which more than one-fourth of the capital stock is owned of record or voted by aliens, their representatives, or by a foreign government or representative thereof, or by any corporation organized under the laws of a foreign country? If 'Yes', attach exhibit explaining nature and extent of alien or foreign ownership or control.	No

Basic Qualification Questions

74) Has the Assignee or Transferee or any party to this application had any FCC station authorization, license or construction permit revoked or had any application for an initial, modification or renewal of FCC station authorization, license, construction permit denied by the Commission? If 'Yes', attach exhibit explaining circumstances.	No
75) Has the Assignee or Transferee or any party to this application, or any party directly or indirectly controlling the Assignee or Transferee, or any party to this application ever been convicted of a felony by any state or federal court? If 'Yes', attach exhibit explaining circumstances.	No
76) Has any court finally adjudged the Assignee or Transferee, or any party directly or indirectly controlling the Assignee or Transferee guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement, or any other means or unfair methods of competition? If 'Yes', attach exhibit explaining circumstances.	No
77) Is the Assignee or Transferee, or any party directly or indirectly controlling the Assignee or Transferee currently a party in any pending matter referred to in the preceding two items? If 'Yes', attach exhibit explaining circumstances.	No

78) Race, Ethnicity, Gender of Assignee/Transferee (Optional)

Race:	American Indian or Alaska Native:	Asian:	Black or African-American:	Native Hawaiian or Other Pacific Islander:	White:
Ethnicity:	Hispanic or Latino:	Not Hispanic or Latino:			,
Gender:	Female:	Male:			

Assignor/Transferor Certification Statements

required because the transactelecommunications carriers	of the Federal Communication is subject to streamling. See Memorandum Opinion.	ations Commission has been giv ned notification procedures for <i>p</i> on and Order, 13 FCC Rcd. 6293	
incorporated by reference an	e material, are part of this	application, and are true, comple	in the exhibits, attachments, or in documents etc, correct, and made in good faith.
79) Typed or Printed Name of	of Party Authorized to Sign		The state of the s
First Name:	MI:	Last Name:	Suffix:
80) Title:			T The state of the
Signature:	Addition to the second	81) Date:	

Assignee/Transferee Certification Statements

- 1) The Assignee or Transferee certifies either (1) that the authorization will not be assigned or that control of the license will not be transferred until the consent of the Federal Communications Commission has been given, or (2) that prior Commission consent is not required because the transaction is subject to streamlined notification procedures for pro forma assignments and transfers by telecommunications carriers See Memorandum Opinion and Order, 13 FCC Rcd. 6293 (1998).
- 2) The Assignee or Transferee waives any claim to the use of any particular frequency or of the electromagnetic spectrum as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise, and requests an authorization in accordance with this application.
- 3) The Assignee or Transferee certifies that grant of this application would not cause the Assignee or Transferee to be in violation of any pertinent cross-ownership, attribution, or spectrum cap rule.*
- *If the applicant has sought a waiver of any such rule in connection with this application, it may make this certification subject to the outcome of the waiver request.
- 4) The Assignee or Transferee agrees to assume all obligations and abide by all conditions imposed on the Assignor or Transferor under the subject authorization(s), unless the Federal Communications Commission pursuant to a request made herein otherwise allows, except for liability for any act done by, or any right accured by, or any suit or proceeding had or commenced against the Assignor or Transferor prior to this assignment.
- 5) The Assignee or Transferee certifies that all statements made in this application and in the exhibits, attachments, or in documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.
- 6) The Assignee or Transferee certifies that neither it nor any other party to the application is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1998, 21 U.S.C § 862, because of a conviction for possession or distribution of a controlled substance. See Section 1.2002(b) of the rules, 47 CFR § 1.2002(b), for the definition of "party to the application" as used in this certification.
- 7) The applicant certifies that it either (1) has an updated Form 602 on file with the Commission, (2) is filing an updated Form 602 simultaneously with this application, or (3) is not required to file Form 602 under the Commission's Rules.

82) Typed or Printed Name of Party Authorized to Sign

First Name:	MI:	Last Name:	Suffix:
83) Title:	The state of the s		
Signature:	V. 1.00. 4	84) Date:	
IMPRISONMENT (U.S. Co.	de, Title 18, Section 1001)	RM OR ANY ATTACHMENTS AF AND/OR REVOCATION OF ANY D/OR FORFEITURE (U.S. Code,	RE PUNISHABLE BY FINE AND/OR Y STATION LICENSE OR CONSTRUCTION Title 47, Section 503).

Authorizations To Be Assigned or Transferred

85) Call Sign	86) Radio Service	87) Location Number	88) Path Number 89) Lower or Center (Microwave only) Frequency (MHz)	90) Upper Frequency (MHz)	91) Constructed Yes / No
WPFB856	AL				Yes
WQF969	AL				Yes
WNGQ309	AL				Yes
WNQF969	AL				Yes

FCC Form 603 Schedule A

Schedule for Assignments of Authorization and Transfers of Control in Auctioned Services

Approved by OMB 3060 - 0800 See instructions for public burden estimate

Assignments of Authorization

1) Assignee Eligibility for Installment Payments (for assignments of authorization only)

Is the Assignee claiming the same category or a smaller category of eligibility for installment payments as the Assignor (as determined by the applicable rules governing the licenses issued to the Assignor)?

If 'Yes', is the Assignee applying for installment payments?

2) Gross Revenues and Total Assets Information (if required) (for assignments of authorization only)

Refer to applicable auction rules for method to determine required gross revenues and total assets information

	Year 1 Gross Revenues (current)	Year 2 Gross Revenues	Year 3 Gross Revenues	Total Assets:			

3) Certification Statements

For Assignees Claiming Eligibility as an Entrepreneur Under the General Rule

Assignee certifies that they are eligible to obtain the licenses for which they apply.

For Assignees Claiming Eligibility as a Publicly Traded Corporation

Assignee certifies that they are eligible to obtain the licenses for which they apply and that they comply with the definition of a Publicly Traded Corporation, as set out in the applicable FCC rules.

For Assignees Claiming Eligibility Using a Control Group Structure

Assignee certifies that they are eligible to obtain the licenses for which they apply.

Assignee certifies that the applicant's sole control group member is a pre-existing entity, if applicable.

For Assignees Claiming Eligibility as a Very Small Business, Very Small Business Consortium, Small Business, or as a Small Business Consortium

Assignee certifies that they are eligible to obtain the licenses for which they apply.

Assignee certifies that the applicant's sole control group member is a pre-existing entity, if applicable.

For Assignees Claiming Eligibility as a Rural Telephone Company

Assignee certifies that they meet the definition of a Rural Telephone Company as set out in the applicable FCC rules, and must disclose all parties to agreement(s) to partition licenses won in this auction. See applicable FCC rules.

Transfers of Control

4) Licensee Eligibility (for transfers of control only)

As a result of transfer of control, must the licensee now claim a larger or higher category of eligibility than was originally declared?

If 'Yes', the new category of eligibility of the licensee is:

Certification Statement for Transferees

Transferee certifies that the answers provided in Item 4 are true and correct.

Attachment List

Attachment Type	Date	Description	Contents
Other	02/28/02	DESCRIPTION OF TRANSACTION/PUBLIC INTEREST STATEMENT	0177312663126999853159642.pdf

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SECTION D - CERTIFICATION

SECTION E - CREDIT CARD PAYMENT INFORMATION

I hereby authorize the FCC to charge my VISA or MASTERCARD for the service(s)/authorization herein described.

certify under

SIGNATURE

MASTERCARD/VISA ACCOUNT NUMBER:

(30) CERTIFICATION STATEMENT

MASTERCARD

VISA

(31)

the best of my knowledge, information and belief.

SIGNATURE

DATE

phalty of perjyry hat his foregoing and supporting information is true and correct to

DATE

EXPIRATION DATE:

REMITTANCE ADVICE (Continuation Sheet)

FEDERAL COMMUNICATIONS COMMISSION

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COLE, RAYWID & BRAVERMAN, L.L.P.

VENDOR

FEDERAL COMMUNICATIONS

CHECK NO.

74536

OUR REF. NO.	YOUR INV. NO.	INVOICE DATE	INVOICE AMOUNT	AMOUNT PAID	DISCOUNT TAKEN
40393	030102	03/01/2002	200.00	200.00	0.00
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COLE, RAYWID & BRAVERMAN, L.L.P.

1919 PENNSYLVANIA AVE. N.W. WASHINGTON, DC 20006-3458 BANK OF AMERICA 02992 DC 15-120-540 74536

CHECK DATE

VENDOR NO.

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03/01/2002

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PAY

Two hundred and NO/100

CHECK AMOUNT

200.00

TO THE ORDER OF

FEDERAL COMMUNICATIONS

COLE, RAYWID & BRAVERMAN, L.L.P.

COMMISSION

#074536# #054001204# 002086050069#

74536

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40393

030102

03/01/2002

200.00

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FCC Wireless Telecommunications Bureau
Application for Assignments of Authorization
and Transfers of Control

Approved by OMB
3060 - 0800
See instructions for
public burden estimate

Submitted 03/08/2002
at 06:31PM

File Number:
0000776803

1) Application Purpose: Amendment	- A/-
2a) If this request is for an Amendment or Withdrawal, enter the File Number of the pending application currently on file with the FCC.	File Number: 0000776803
2b) File numbers of related pending applications currently on file with the FCC:	

Type of Transaction

a) Is this a pro forma assignment of authorization or transfer of control? No	<u>-</u>
o) If the answer to Item 3a is 'Yes', is this a notification of a pro forma transaction being filed under the Commission's for occurrence for telecommunications licenses?	bearance
For assignment of authorization only, is this a partition and/or disaggregation?	<u> </u>
Does this filing request a waiver of the Commission rules? Yes', attach an exhibit providing the rule numbers and explaining circumstances. No	
) If a feeable waiver request is attached, multiply the number of stations (call signs) times the number of rule ctions and enter the result.	4
Are attachments being filed with this application? Yes	
) Does the transaction that is the subject of this application also involve transfer or assignment of other wireless licenses assignor/transferor or affiliates of the assignor/transferor(e.g., parents, subsidiaries, or commonly controlled entities) the cluded on this form and for which Commission approval is required? Yes	s held by nat are not
) Does the transaction that is the subject of this application also involve transfer or assignment of non-wireless licenses studed on this form and for which Commission approval is required? Yes	that are no

Transaction Information

8) How will assignment of authorization or transfer of control be accomplished? Sale or other assignment or transfer of stock If required by applicable rule, attach as an exhibit a statement on how control is to be assigned or transferred, along with copies of any pertinent contracts, agreements, instruments, certified copies of Court Orders, etc.

9) The assignment of authorization or transfer of control of license is: Voluntary

Licensee/Assignor Information

10a) Taxpayer Identification Number: 59:	2479115	10b) SGIN: 000	10c) FCC Registration Number (FRN): 0001806439
11) First Name (if individual):	MI:	Last Name:	Suffix:
12) Entity Name (if not an individual): TC	CABLEVIS	ION PASCO COUNT	TY
13) Attention To: STEPHEN FLESSNER			
14) P.O. Box: 5630	A North Control of the Control of th		S:
16) City: DENVER		17) State: CO	18) Zip: 80217
19) Telephone Number: (720)267-2700		20) FAX:	
21) E-Mail Address:			The state of the s

22) Race, Ethnicity, Gender of Assignor/Licensee (Optional)

Race:	American Indian or Alaska Native:	Asian:	Black or African-American:	Native Hawaiian or Other Pacific Islander:	White:
Ethnicity:	Hispanic or Latino:	Not Hispanic or Latino:		The first parties of the control waters of the control of the second complete can be a second	of home a common or comment
Gender:	Female:	Male:			

Transferor Information (for transfers of control only)

23a) Taxpayer Identification Number:		23b) SGIN:	23c) FCC Registration Number (FRN): 0003470556
24) First Name (if individual):	First Name (if individual): MI:		Suffix:
25) Entity Name (if not an individu	ial): AT&T COI	₹P.	
26) P.O. Box:	And / Or	27) Street Address: 32 AVENUE OF THE AMERICAS	
28) City: NEW YORK		29) State: NY	30) Zip: 10013
31) Telephone Number: (212)387-4000		32) FAX:	A STATE OF THE PROPERTY AND ASSESSMENT OF THE PROPERTY OF THE
33) E-Mail Address:			

Name of Transferor Contact Representative (if other than Transferor) (for transfers of control only)

MI:	Last Name: HORVITZ	Suffix:	
AYWID & BRA	VERMAN, LLP		
36) P.O. Box: And / Or 37) Street Address: 1919 PENNSYLVANIA AVENUE, N.W., SUITE 200			
	39) State: DC	40) Zip: 20006	
659-9750	42) FAX:		
	And / Or	And / Or 37) Street Address: 1919 PENNSY 39) State: DC	

Assignee/Transferee Information

44) The Assignee is a(n): Corpora	tlon		
45a) Taxpayer Identification Number	11 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	45b) SGIN: 000	45c) FCC Registration Number (FRN): 0006329247
46) First Name (if individual):	MI:	Last Name:	Suffix:
47) Entity Name (if other than indivi	dual): AT&T COM	CAST CORPORAT	ION
48) Name of Real Party in Interest:			49) TIN:
50) Attention To: THOMAS R. NAT	HAN		
51) P.O. Box:	And / Or	52) Street Addre	ss: 1500 MARKET STREET
53) City: PHILADELPHIA		54) State: PA	55) Zip: 19102
56) Telephone Number: (215)981-7	535	57) FAX:	A A A A A A A A A A A A A A A A A A A
58) E-Mail Address:			

Name of Assignee/Transferee Contact Representative (if other than Assignee/Transferee)

59) First Name: RENEE	MI:	Last Name: CALLAHAN	Suffix:
60) Company Name: LAWLER, (METZGER & MILKN	IAN, LLC	
61) P.O. Box: And / Or 62) Street Address: 1909 K STREET, NW, SUITE 820			ET, NW, SUITE 820
63) City: WASHINGTON		64) State: DC	65) Zip: 20006
66) Telephone Number: (202)77	7-7700	67) FAX:	
68) E-Mail Address:			

Alien Ownership Questions

69) Is the Assignee or Transferee a foreign government or the representative of any foreign government?	No
70) Is the Assignee or Transferee an alien or the representative of an alien?	No
71) Is the Assignee or Transferee a corporation organized under the laws of any foreign government?	No
72) Is the Assignee or Transferee a corporation of which more than one-fifth of the capital stock is owned of record or voted by aliens or their representatives or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country?	No
73) Is the Assignee or Transferee directly or indirectly controlled by any other corporation of which more than one-fourth of the capital stock is owned of record or voted by aliens, their representatives, or by a foreign government or representative thereof, or by any corporation organized under the laws of a foreign country? If 'Yes', attach exhibit explaining nature and extent of alien or foreign ownership or control.	No

Basic Qualification Questions

74) Has the Assignee or Transferee or any party to this application had any FCC station authorization, license or construction permit revoked or had any application for an initial, modification or renewal of FCC station authorization, license, construction permit denied by the Commission? If 'Yes', attach exhibit explaining circumstances.	No
75) Has the Assignee or Transferee or any party to this application, or any party directly or indirectly controlling the Assignee or Transferee, or any party to this application ever been convicted of a felony by any state or federal court? If 'Yes', attach exhibit explaining circumstances.	No
76) Has any court finally adjudged the Assignee or Transferee, or any party directly or indirectly controlling the Assignee or Transferee guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement, or any other means or unfair methods of competition? If 'Yes', attach exhibit explaining circumstances.	1 :
77) Is the Assignee or Transferee, or any party directly or indirectly controlling the Assignee or Transferee currently a party in any pending matter referred to in the preceding two items? If 'Yes', attach exhibit explaining circumstances.	No

78) Race, Ethnicity, Gender of Assignee/Transferee (Optional)

Race:	American Indian or Alaska Native:	Asian:	Pacific Islander:	White:
Ethnicity:	Hispanic or Latino:	Not Hispanic or Latino:		,
Gender:	Female:	Male:		

Assignor/Transferor Certification Statements

ransferred until the consent of the required because the transaction	e Federal Communicat is subject to streamline	authorization will not be assigned or that ions Commission has been given, or (2) and notification procedures for pro forma at and Order, 13 FCC Rcd. 6293(1998).	that prior Commission consent is not
The Assignor or Transferor cer incorporated by reference are ma	tifies that all statement terial, are part of this a	s made in this application and in the exhi oplication, and are true, complete, correc	bits, attachments, or in documents
79) Typed or Printed Name of Par			
First Name: RICK	MI: D	Last Name: BAILEY	Suffix:
80) Title: VICE PRESIDENT			· · · · · · · · · · · · · · · · · · ·
Signature: RICK D BAILEY		81) Date: 03/08/02	

Assignee/Transferee Certification Statements

- 1) The Assignee or Transferee certifies either (1) that the authorization will not be assigned or that control of the license will not be transferred until the consent of the Federal Communications Commission has been given, or (2) that prior Commission consent is not required because the transaction is subject to streamlined notification procedures for pro forma assignments and transfers by telecommunications carriers See Memorandum Opinion and Order, 13 FCC Rcd. 6293 (1998).
- 2) The Assignee or Transferee waives any claim to the use of any particular frequency or of the electromagnetic spectrum as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise, and requests an authorization in accordance with this application.
- 3) The Assignee or Transferee certifies that grant of this application would not cause the Assignee or Transferee to be in violation of
- any pertinent cross-ownership, attribution, or spectrum cap rule.*
 *If the applicant has sought a waiver of any such rule in connection with this application, it may make this certification subject to the outcome of the waiver request.
- 4) The Assignee or Transferee agrees to assume all obligations and abide by all conditions imposed on the Assignor or Transferor under the subject authorization(s), unless the Federal Communications Commission pursuant to a request made herein otherwise allows, except for liability for any act done by, or any right accured by, or any suit or proceeding had or commenced against the Assignor or Transferor prior to this assignment.
- 5) The Assignee or Transferee certifies that all statements made in this application and in the exhibits, attachments, or in documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.
- 6) The Assignee or Transferee certifies that neither it nor any other party to the application is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1998, 21 U.S.C § 862, because of a conviction for possession or distribution of a controlled substance. See Section 1.2002(b) of the rules, 47 CFR § 1.2002(b), for the definition of "party to the application" as used in this certification.
- 7) The applicant certifies that it either (1) has an updated Form 602 on file with the Commission, (2) is filing an updated Form 602 simultaneously with this application, or (3) is not required to file Form 602 under the Commission's Rules.

82) Typed or Printed Name of Party Authorized to Sign

First Name: ARTHUR	MI: R	Last Name: BLOCK	Suffix:
83) Title: OFFICER			1,
Signature: ARTHUR R BLOCK		84) Date: 03/08/02	
WILLFUL FALSE STATEMENTS MADE (IMPRISONMENT (U.S. Code, Title 18, Se PERMIT (U.S. Code, Title 47, Section 31	ction 1001) AND/OR	REVOCATION OF ANY STATION I.I.	ENSE OR CONSTRUCTION

Authorizations To Be Assigned or Transferred

85) Call Sign	86) Radio Service	87) Location Number	88) Path Number (Microwave only) 89) Lower or Center Frequency (MHz)	90) Upper Frequency (MHz)	91) Constructed Yes / No
WQZ709	AL		•		Yes
					<u>' </u>

FCC Form 603 Schedule A

Schedule for Assignments of Authorization and Transfers of Control in Auctioned Services

Approved by OMB 3060 - 0800 See instructions for public burden estimate

Assignments of Authorization

1) Assignee Eligibility for Installment Payments (for assignments of authorization only)

is the Assignee claiming the same category or a smaller category of eligibility for installment payments as the Assignor (as determined by the applicable rules governing the licenses issued to the Assignor)?

If 'Yes', is the Assignee applying for installment payments?

2) Gross Revenues and Total Assets Information (if required) (for assignments of authorization only)

Refer to applicable auction rules for method to determine required gross revenues and total assets information

		The second secon	
Year 1 Gross Revenues (current)	Year 2 Gross Revenues	Year 3 Gross Revenues	Total Assets:
The second secon	· · · · · · · · · · · · · · · · · · ·		

3) Certification Statements

For Assignees Claiming Eligibility as an Entrepreneur Under the General Rule

Assignee certifies that they are eligible to obtain the licenses for which they apply.

For Assignees Claiming Eligibility as a Publicly Traded Corporation

Assignee certifies that they are eligible to obtain the licenses for which they apply and that they comply with the definition of a Publicly Traded Corporation, as set out in the applicable FCC rules.

For Assignees Claiming Eligibility Using a Control Group Structure

Assignee certifies that they are eligible to obtain the licenses for which they apply.

Assignee certifies that the applicant's sole control group member is a pre-existing entity, if applicable.

For Assignees Claiming Eligibility as a Very Small Business, Very Small Business Consortium, Small Business, or as a Small Business Consortium

Assignee certifies that they are eligible to obtain the licenses for which they apply.

Assignee certifies that the applicant's sole control group member is a pre-existing entity, if applicable.

For Assignees Claiming Eligibility as a Rural Telephone Company

Assignee certifies that they meet the definition of a Rural Telephone Company as set out in the applicable FCC rules, and must disclose all parties to agreement(s) to partition licenses won in this auction. See applicable FCC rules.

Transfers of Control

4) Licensee Eligibility (for transfers of control only)

As a result of transfer of control, must the licensee now claim a larger or higher category of eligibility than was originally declared?

If 'Yes', the new category of eligibility of the licensee is:

Certification Statement for Transferees

Transferee certifies that the answers provided in Item 4 are true and correct.

Attachment List

Attachment Type	Date	Description	Contents		
Other	02/19/02	DESCRIPTION OF TRANSACTION/PUBLIC INTEREST STATEMENT	0177283474562009931936373.pdf		

READ INSTRUCTIONS CAREFULLY Approved by OMB BEFORE PROCEEDING FEDERAL COMMUNICATIONS COMMISSION 3060-0589 FCREMITTAINCE AMARIOES 2002 Page No 1 of 1 SPECIAL USE LOCKBOX # 358994 FCC USE ONLY SECTION A - PAYER INFORMATION (2) PAYER NAME (if paying by credit card, enter name exactly as it appears on your card) (3) TOTAL AMOUNT PAID (U.S. Dollars and cents) Cole, Raywid & Braverman, L.L. \$50.00 (4) STREET ADDRESS LINE NO. 1 1919 Pennsylvania Ave., N.W. (5) STREET ADDRESS LINE NO. 2 Suite 200 (6) CITY (7) STATE (8) ZIP CODE Washington DC 20006 (9) DAYTIME TELEPHONE NUMBER (include area code) (10) COUNTRY CODE (if not in U.S.A.) 202 - 6599750 US FCC REGISTRATION NUMBER (FRN) AND TAX IDENTIFICATION NUMBER (TIN) REQUIRED (11) PAYER (FRN) (12) PAYER (TIN) 0003 78 7942 0520820071 IF PAYER NAME AND THE APPLICANT NAME ARE DIFFERENT, COMPLETE SECTION B IF MORE THAN ONE APPLICANT, USE CONTINUATION SHEETS (FORM 159-C) (13) APPLICANT NAME AT&T COMCAST CORPORATION (14) STREET ADDRESS LINE NO. 1 1500 MARKET STREET (15) STREET ADDRESS LINE NO. 2 (16) CITY (17) STATE (18) ZIP CODE **PHILADELPHIA** PA 19102 (19) DAYTIME TELEPHONE NUMBER (include area code) (20) COUNTRY CODE (if not in U.S.A.) (215) 981-7535 FCC REGISTRATION NUMBER (FRN) AND TAX IDENTIFICATION NUMBER (TIN) REQUIRED (21) APPLICANT (FRN) 22) APPLICANT (TIN) 0006 32 9247 0270000798 COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET (23A) CALL SIGN/OTHER ID (24A) PAYMENT TYPE CODE (25A) QUANTITY **WQZ790** PATM (26A) FEE DUE FOR (PTC) (27A) TOTAL FEE FCC USE ONLY \$50.00 \$50.00 (28A) FCC CODE I (29A) FCC CODE 2 0000776803 (23B) CALL SIGN/OTHER ID (24B) PAYMENT TYPE CODE (25B) OUANTITY (26B) FEE DUE FOR (PTC) (27B) TOTAL FEE FCC USE ONLY (28B) FCC CODE I (29B) FCC CODE 2 SECTION D - CERTIFICATION (30) CERTIFICATION STATEMENT ally of perjury that the foregoing and supporting information is true and correct to the best of my knowledge, information and belief. SIGNATURE DATE SECTION E - CREDIT CARD PAYMENT INFORMATION MASTERCARD/VISA ACCOUNT NUMBER: (31)**EXPIRATION** DATE: MASTERCARD I hereby authorize the FCC to charge my VISA or MASTERCARD for the service(s)/authorization herein described.

VISA

SIGNATURE

DATE

VENDOR

FEDERAL COMMUNICATIONS

CHECK NO.

74492

OUR REF. NO.	YOUR INV. NO.	INVOICE DATE	INVOICE AMOUNT	AMOUNT PAID	DISCOUNT TAKEN
40349	030102	03/01/2002	50.00	50.00	0.00
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COLE, RAYWID & BRAVERMAN, L.L.P.

1919 PENNSYLVANIA AVE. N.W. WASHINGTON, DC 20006-3458

94 BANK OF AMERICA 02992 DC 15-120-540 74492

CHECK DATE

VENDOR NO.

03/01/2002 FCC

PAY

Fifty and NO/100

CHECK AMOUNT

50.00

TO THE ORDER OF

FEDERAL COMMUNICATIONS

COMMISSION

#O74492# 1:054001204# 002086050069#

COLE, RAYWID & BRAVERMAN, L.L.P.

74492

74492

40349

030102

03/01/2002

50.00

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0.00

FCC 603	FCC Wireless Telecommunications Bureau Application for Assignments of Authorization and Transfers of Control	Approved by OMB 3060 - 0800 See instructions for public burden estimate
		Submitted 02/28/2002 at 11:30AM
		File Number: 0000776654

1) Application Purpose: Transfer of Control	<u> </u>
2a) If this request is for an Amendment or Withdrawal, enter the File Number of the pending application currently on file with the FCC.	File Number:
2b) File numbers of related pending applications currently on file with the FCC:	

Type of Transaction

3a) Is this a pro forma assignment of authorization or transfer of control? No	
3b) If the answer to Item 3a is 'Yes', is this a notification of a pro forma transaction being filed under the Commprocedures for telecommunications licenses?	ssion's forbearance
4) For assignment of authorization only, is this a partition and/or disaggregation?	
5a) Does this filing request a waiver of the Commission rules? If 'Yes', attach an exhibit providing the rule numbers and explaining circumstances. No	
5b) If a feeable waiver request is attached, multiply the number of stations (call signs) times the number of rule sections and enter the result.	
6) Are attachments being filed with this application? Yes	
7a) Does the transaction that is the subject of this application also involve transfer or assignment of other wirele the assignor/transferor or affiliates of the assignor/transferor(e.g., parents, subsidiaries, or commonly controlled included on this form and for which Commission approval is required? Yes	ess licenses held by entities) that are not
7b) Does the transaction that is the subject of this application also involve transfer or assignment of non-wireles included on this form and for which Commission approval is required? Yes	s licenses that are no

Transaction Information

8) How will assignment of authorization or transfer of control be accomplished? Sale or other assignment or transfer of stock if required by applicable rule, attach as an exhibit a statement on how control is to be assigned or transferred, along with copies of any pertinent contracts, agreements, instruments, certified copies of Court Orders, etc.

9) The assignment of authorization or transfer of control of license is: Voluntary

Licensee/Assignor Information

10a) Taxpayer Identification Nun	nber: 930496503	10b) SGIN: 000	10c) FCC Registration Number (FRN): 0001561307
11) First Name (if individual): MI:		Last Name:	Suffix:
12) Entity Name (if not an individ	ual): TCI CABLEVIS	ION OF OREGON.	INC.
13) Attention To: STEPHEN FLE			
14) P.O. Box: 5630	And / Or	15) Street Address:	
16) City: DENVER		17) State: CO	18) Zip: 80217
19) Telephone Number: (720)267-2700		20) FAX:	
21) E-Mail Address:			

22) Race, Ethnicity, Gender of Assignor/Licensee (Optional)

Race:	American Indian or Alaska Native:	Asian:	Black or African-American:	Native Hawaiian or Other Pacific Islander:	White:
Ethnicity:	Hispanic or Latino:	Not Hispanic or Latino:		,	·
Gender:	Female:	Male:			

Transferor Information (for transfers of control only)

ber:	23b) SGIN:	23c) FCC Registration Number (FRN): 0003470556
MI:	Last Name:	Suffix:
al): AT&T COF	₹P.	
And / Or	27) Street Addre	ess: 32 AVENUE OF THE AMERICAS
	29) State: NY	30) Zip: 10013
-4000	32) FAX:	
,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,		
	MI: eal): AT&T COF And / Or	MI: Last Name: ral): AT&T CORP. And / Or 27) Street Addresses 29) State: NY

Name of Transferor Contact Representative (if other than Transferor) (for transfers of control only)

34) First Name: STEVEN	MI:	Last Name: HORVITZ	Suffix:
35) Company Name: COLE,	RAYWID & BRAY	/ERMAN, LLP	
36) P.O. Box: And / Or 37) Street Address: 1919 PENSYLVANIA AVENUE, N.W., SUITE 20			
38) City: WASHINGTON		39) State: DC	40) Zip: 20006
41) Telephone Number: (202)659-9750	42) FAX:	
43) E-Mail Address:			

Assignee/Transferee Information

45a) Taxpayer Identification Numbe	r: 270000 798	45b) SGIN: 000	45c) FCC Registration Number (FRN): 0006329247
46) First Name (if individual):	MI:	Last Name:	Suffix:
47) Entity Name (if other than individ	dual): AT&T COM	CAST CORPORAT	ION
48) Name of Real Party in Interest:	W.A.P. V.		49) TIN:
50) Attention To: THOMAS R. NATI	· AN		
51) P.O. Box: And / Or 52) Street Addres		ess: 1500 MARKET STREET	
53) City: PHILADELPHIA		54) State: PA	55) Zip: 19102
56) Telephone Number: (215)981-7535		57) FAX:	
58) E-Mail Address:	A A		

Name of Assignee/Transferee Contact Representative (if other than Assignee/Transferee)

59) First Name: RENEE	MI:	Last Name: CALLAHAN	Suffix:			
60) Company Name: LAWLER	, METZGER & MILKN	IAN, LLC				
61) P.O. Box:	And / Or	62) Street Address: 1909 K STREET, NW, SUITE 820				
63) City: WASHINGTON		64) State: DC	65) Zip: 20006			
66) Telephone Number: (202)7	77-7700	67) FAX:				
68) E-Mail Address:						

Alien Ownership Questions

69) Is the Assignee or Transferee a foreign government or the representative of any foreign government?	No
70) Is the Assignee or Transferee an alien or the representative of an alien?	No
71) Is the Assignee or Transferee a corporation organized under the laws of any foreign government?	No
72) Is the Assignee or Transferee a corporation of which more than one-fifth of the capital stock is owned of record or voted by aliens or their representatives or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country?	No
73) Is the Assignee or Transferee directly or indirectly controlled by any other corporation of which more than one-fourth of the capital stock is owned of record or voted by aliens, their representatives, or by a foreign government or representative thereof, or by any corporation organized under the laws of a foreign country? If 'Yes', attach exhibit explaining nature and extent of alien or foreign ownership or control.	No

Basic Qualification Questions

74) Has the Assignee or Transferee or any party to this application had any FCC station authorization, license or construction permit revoked or had any application for an initial, modification or renewal of FCC station authorization, license, construction permit denied by the Commission? If 'Yes', attach exhibit explaining circumstances.	No
75) Has the Assignee or Transferee or any party to this application, or any party directly or indirectly controlling the Assignee or Transferee, or any party to this application ever been convicted of a felony by any state or federal court? If 'Yes', attach exhibit explaining circumstances.	No
76) Has any court finally adjudged the Assignee or Transferee, or any party directly or indirectly controlling the Assignee or Transferee guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement, or any other means or unfair methods of competition? If 'Yes', attach exhibit explaining circumstances.	
77) Is the Assignee or Transferee, or any party directly or indirectly controlling the Assignee or Transferee currently a party in any pending matter referred to in the preceding two items? If 'Yes', attach exhibit explaining circumstances.	No

78) Race, Ethnicity, Gender of Assignee/Transferee (Optional)

Race:	American Indian or Alaska Native:	Asian:	Black or African-American:	Native Hawaiian or Other Pacific Islander:	White:
Ethnicity:	Hispanic or Latino:	Not Hispanic or Latino:			,
Gender:	Female:	Male:			

Assignor/Transferor Certification Statements

required because the transaction	e Federal Communicat is subject to streamline	authorization will not be assigned or that ions Commission has been given, or (2) to do notification procedures for pro forma a pand Order, 13 FCC Rcd. 6293(1998).	that prior Commission consent is not		
The Assignor or Transferor cer incorporated by reference are ma	tifies that all statement terial, are part of this a	s made in this application and in the exhil pplication, and are true, complete, correc	bits, attachments, or in documents		
79) Typed or Printed Name of Par					
First Name: RICK	MI: D	Last Name: BAILEY	Suffix:		
80) Title: VICE PRESIDENT	The state of the s		<u> </u>		
Signature: RICK D BAILEY		81) Date: 02/28/02			

Assignee/Transferee Certification Statements

- 1) The Assignee or Transferee certifies either (1) that the authorization will not be assigned or that control of the license will not be transferred until the consent of the Federal Communications Commission has been given, or (2) that prior Commission consent is not required because the transaction is subject to streamlined notification procedures for *pro forma* assignments and transfers by telecommunications carriers See Memorandum Opinion and Order, 13 FCC Rcd. 6293 (1998).
- 2) The Assignee or Transferee waives any claim to the use of any particular frequency or of the electromagnetic spectrum as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise, and requests an authorization in accordance with this application.
- 3) The Assignee or Transferee certifies that grant of this application would not cause the Assignee or Transferee to be in violation of any pertinent cross-ownership, attribution, or spectrum cap rule.*
- *If the applicant has sought a waiver of any such rule in connection with this application, it may make this certification subject to the outcome of the waiver request.
- 4) The Assignee or Transferee agrees to assume all obligations and abide by all conditions imposed on the Assignor or Transferor under the subject authorization(s), unless the Federal Communications Commission pursuant to a request made herein otherwise allows, except for liability for any act done by, or any right accured by, or any suit or proceeding had or commenced against the Assignor or Transferor prior to this assignment.
- 5) The Assignee or Transferee certifies that all statements made in this application and in the exhibits, attachments, or in documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.
- 6) The Assignee or Transferee certifies that neither it nor any other party to the application is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1998, 21 U.S.C § 862, because of a conviction for possession or distribution of a controlled substance. See Section 1.2002(b) of the rules, 47 CFR § 1.2002(b), for the definition of "party to the application" as used in this certification.
- 7) The applicant certifies that it either (1) has an updated Form 602 on file with the Commission, (2) is filing an updated Form 602 simultaneously with this application, or (3) is not required to file Form 602 under the Commission's Rules.

82) Typed or Printed Name of Party Authorized to Sign

First Name: ARTHUR	MI: R	Last Name: BLOCK	Suffix:
83) Title: OFFICER			
Signature: ARTHUR R BLOCK		84) Date: 02/28/02	77-11.
WILLFUL FALSE STATEMENTS MADE (IMPRISONMENT (U.S. Code, Title 18, Se PERMIT (U.S. Code, Title 47, Section 31	ction 1001) AND/OR	REVOCATION OF ANY STATION I IO	ENCE OF CONSTRUCTION

Authorizations To Be Assigned or Transferred

85) Call Sign	86) Radio Service	87) Location Number	88) Path Number 89) Lower or Center 90) Upper Frequency (Microwave only) Frequency (MHz) (MHz)	91) Constructed Yes / No
KLP512	AL	mada su		Yes
KLP513	AL			Yes
WNJX913	AL	- ALAM		Yes
				res

FCC Form 603 Schedule A

Schedule for Assignments of Authorization and Transfers of Control in Auctioned Services

Approved by OMB 3060 - 0800 See instructions for public burden estimate

Assignments of Authorization

Assignee Eligibility for Installment Payments (for assignments of authorization only)

Is the Assignee claiming the same category or a smaller category of eligibility for installment payments as the Assignor (as determined by the applicable rules governing the licenses issued to the Assignor)?

If 'Yes', is the Assignee applying for installment payments?

2) Gross Revenues and Total Assets Information (if required) (for assignments of authorization only)

Refer to applicable auction rules for method to determine required gross revenues and total assets information

Year 1 Gross Revenues (current)	Year 2 Gross Revenues	Year 3 Gross Revenues	Total Assets:
		•	·

3) Certification Statements

For Assignees Claiming Eligibility as an Entrepreneur Under the General Rule

Assignee certifies that they are eligible to obtain the licenses for which they apply.

For Assignees Claiming Eligibility as a Publicly Traded Corporation

Assignee certifies that they are eligible to obtain the licenses for which they apply and that they comply with the definition of a Publicly Traded Corporation, as set out in the applicable FCC rules.

For Assignees Claiming Eligibility Using a Control Group Structure

Assignee certifies that they are eligible to obtain the licenses for which they apply.

Assignee certifies that the applicant's sole control group member is a pre-existing entity, if applicable.

For Assignees Claiming Eligibility as a Very Small Business, Very Small Business Consortium, Small Business, or as a Small Business Consortium

Assignee certifies that they are eligible to obtain the licenses for which they apply.

Assignee certifies that the applicant's sole control group member is a pre-existing entity, if applicable.

For Assignees Claiming Eligibility as a Rural Telephone Company

Assignee certifies that they meet the definition of a Rural Telephone Company as set out in the applicable FCC rules, and must disclose all parties to agreement(s) to partition licenses won in this auction. See applicable FCC rules.

Transfers of Control

4) Licensee Eligibility (for transfers of control only)

As a result of transfer of control, must the licensee now claim a larger or higher category of eligibility than was originally declared?

If 'Yes', the new category of eligibility of the licensee is:

Certification Statement for Transferees

Transferee certifies that the answers provided in Item 4 are true and correct.

Attachment List

Attachment Type	Date	Description	Contents
Other	02/19/02	DESCRIPTION OF TRANSACTION/PUBLIC INTEREST STATEMENT	0177283382017917664299061.pdf

FEAD INSTR		CAREFULLY									Approved by OME
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		Ave., N.W.									
(5) STREET A Suite 200	DDRESS L	INE NO. 2									
(6) CITY									(7) STATE	(8) ZIP	CODE
Washingto									DC	(0, 2	20006
		NE NUMBER (inc	lude area code)	· [(10) COUNTRY CO	DE	(if not in U.	.S.A.)			*****
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(215) 981-7		· · · · · · · · · · · · · · · · · · ·				•		ŕ			
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FEDERAL COMMUNICATIONS COMMISSION

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(15) STREET ADDRESS LINE NO. 2											
(16) CITY PHILADELPHIA								(17) STATE	1 (10)	ODE 19102	
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COLE, RAYWID & BRAVERMAN, L.L.P.

1919 PENNSYLVANIA AVE. N.W. WASHINGTON, DC 20006-3458

BANK OF AMERICA 02992 DC 15-120-540

CHECK NO. 74532

CHECK DATE

VENDOR NO.

Details on back

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03/01/2002

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PAY

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TO THE ORDER OF

FEDERAL COMMUNICATIONS

COMMISSION

"O74532" (O54001204) O02086050069%

COLE, RAYWID & BRAVERMAN, L.L.P.

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FCC Wireless Telecommunications Bureau
Application for Assignments of Authorization and Transfers of Control

Approved by OMB 3060 - 0800 See instructions for public burden estimate

Submitted 02/28/2002 at 11:26AM

File Number: 0000776483

1) Application Purpose: Transfer of Control

2a) If this request is for an Amendment or Withdrawal, enter the File Number of the pending application currently on file with the FCC.

File Number:

2b) File numbers of related pending applications currently on file with the FCC:

Type of Transaction

3a) Is this a pro forma assignment of authorization or transfer of control? No

3b) If the answer to Item 3a is 'Yes', is this a notification of a pro forma transaction being filed under the Commission's forbearance procedures for telecommunications licenses?

4) For assignment of authorization only, is this a partition and/or disaggregation?

5a) Does this filing request a waiver of the Commission rules?

If 'Yes', attach an exhibit providing the rule numbers and explaining circumstances. No

5b) If a feeable waiver request is attached, multiply the number of stations (call signs) times the number of rule sections and enter the result.

6) Are attachments being filed with this application? Yes

7a) Does the transaction that is the subject of this application also involve transfer or assignment of other wireless licenses held by the assignor/transferor or affiliates of the assignor/transferor(e.g., parents, subsidiaries, or commonly controlled entities) that are not included on this form and for which Commission approval is required? **Yes**

7b) Does the transaction that is the subject of this application also involve transfer or assignment of non-wireless licenses that are not included on this form and for which Commission approval is required? **Yes**

Transaction Information

8) How will assignment of authorization or transfer of control be accomplished? Sale or other assignment or transfer of stock If required by applicable rule, attach as an exhibit a statement on how control is to be assigned or transferred, along with copies of any pertinent contracts, agreements, instruments, certified copies of Court Orders, etc.

9) The assignment of authorization or transfer of control of license is: Voluntary

Licensee/Assignor Information

10a) Taxpayer Identification Numbe	r: 841025346	10b) SGIN: 000	10c) FCC Registration Number (FRN): 0001610021	
11) First Name (if individual): MI:		Last Name:	Suffix:	
12) Entity Name (if not an individual): TCI CABLEVIS	ION OF MONTANA	, INC.	
13) Attention To: STEPHEN FLESS	NER			
14) P.O. Box: 5630	And / Or	Or 15) Street Address:		
16) City: DENVER		17) State: CO	18) Zip: 80217	
19) Telephone Number: (720)267-2700		20) FAX:	A STATE OF THE STA	
21) E-Mail Address:				

22) Race, Ethnicity, Gender of Assignor/Licensee (Optional)

Race:	American Indian or Alaska Native:	Asian:	Black or African-American:	Native Hawaiian or Other Pacific Islander:	White:
Ethnicity:	Hispanic or Latino:	Not Hispanic or Latino:		,	
Gender:	Female:	Male:			

Transferor Information (for transfers of control only)

23a) Taxpayer Identification Numb	er:	23b) SGIN:	23c) FCC Registration Number (FRN): 0003470556
24) First Name (if individual): MI:		Last Name:	Suffix:
25) Entity Name (if not an individua	al): AT&T CO	₹P.	
26) P.O. Box:	And / Or	27) Street Addr	ess: 32 AVENUE OF THE AMERICAS
28) City: NEW YORK		29) State: NY	30) Zip: 10013
31) Telephone Number: (212)387-	4000	32) FAX:	
33) E-Mail Address:		·	

Name of Transferor Contact Representative (if other than Transferor) (for transfers of control only)

1		
(MI:	Last Name: HORVITZ	Suffix:
RAYWID & BRA	VERMAN, LLP	<u> </u>
And / Or	37) Street Address: 1919 PENNSY	LVANIA AVENUE, N.W., SUITE 200
	39) State: DC	40) Zip: 20006
659-9750	42) FAX:	
	And / Or	RAYWID & BRAVERMAN, LLP And / Or 37) Street Address: 1919 PENNSY 39) State: DC

Assignee/Transferee Information

44) The Assignee is a(n): Corporat	tion		
45a) Taxpayer Identification Number	er: 270000798	45b) SGIN: 000	45c) FCC Registration Number (FRN): 0006329247
46) First Name (if individual):	MI:	Last Name:	Suffix:
47) Entity Name (if other than indivi	dual): AT&T COM	CAST CORPORAT	ION
48) Name of Real Party in Interest:			49) TIN:
50) Attention To: THOMAS R. NATI	HAN		
51) P.O. Box:	And / Or	52) Street Address: 1500 MARKET STREET	
53) City: PHILADELPHIA		54) State: PA	55) Zip: 19102
56) Telephone Number: (215)981-7	535	57) FAX:	
58) E-Mail Address:			

Name of Assignee/Transferee Contact Representative (if other than Assignee/Transferee)

59) First Name: RENEE	MI:	Last Name: CALLAHAN	Suffix:
60) Company Name: LAWLER	METZGER & MILKN	IAN, LLC	
61) P.O. Box:	And / Or	62) Street Address: 1909 K STREE	T, NW, SUITE 820
63) City: WASHINGTON		64) State: DC	65) Zip: 20006
66) Telephone Number: (202)7	77-7700	67) FAX:	
68) E-Mail Address:			

Alien Ownership Questions

69) Is the Assignee or Transferee a foreign government or the representative of any foreign government?	No
70) Is the Assignee or Transferee an alien or the representative of an alien?	No
71) Is the Assignee or Transferee a corporation organized under the laws of any foreign government?	No
72) Is the Assignee or Transferee a corporation of which more than one-fifth of the capital stock is owned of record or voted by aliens or their representatives or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country?	No
73) Is the Assignee or Transferee directly or indirectly controlled by any other corporation of which more than one-fourth of the capital stock is owned of record or voted by aliens, their representatives, or by a foreign government or representative thereof, or by any corporation organized under the laws of a foreign country? If 'Yes', attach exhibit explaining nature and extent of alien or foreign ownership or control.	No

Basic Qualification Questions

74) Has the Assignee or Transferee or any party to this application had any FCC station authorization, license or construction permit revoked or had any application for an initial, modification or renewal of FCC station authorization, license, construction permit denied by the Commission? If 'Yes', attach exhibit explaining circumstances.	No
75) Has the Assignee or Transferee or any party to this application, or any party directly or indirectly controlling the Assignee or Transferee, or any party to this application ever been convicted of a felony by any state or federal court? If 'Yes', attach exhibit explaining circumstances.	No
76) Has any court finally adjudged the Assignee or Transferee, or any party directly or indirectly controlling the Assignee or Transferee guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement, or any other means or unfair methods of competition? If 'Yes', attach exhibit explaining circumstances.	1
77) Is the Assignee or Transferee, or any party directly or indirectly controlling the Assignee or Transferee currently a party in any pending matter referred to in the preceding two items? If 'Yes', attach exhibit explaining circumstances.	No

78) Race, Ethnicity, Gender of Assignee/Transferee (Optional)

Race:	American Indian or Alaska Native:	Asian:	Black or African-American:	Native Hawaiian or Other Pacific Islander:	White:
Ethnicity:	inisuanic di Lalino	Not Hispanic or Latino:		•	
Gender:	Female:	Male:			

Assignor/Transferor Certification Statements

required because the transaction is	Federal Communicat s subject to streamline	authorization will not be assigned or that ions Commission has been given, or (2) and notification procedures for pro forma and an and Order, 13 FCC Rcd. 6293(1998).	that prior Commission assessed in and
 The Assignor or Transferor certi incorporated by reference are mate 	fies that all statement erial, are part of this a	s made in this application and in the exhi pplication, and are true, complete, correc	bits, attachments, or in documents
79) Typed or Printed Name of Part	y Authorized to Sign		
First Name: RICK	MI: D	Last Name: BAILEY	Suffix;
80) Title: VICE PRESIDENT			
Signature: RICK D BAILEY		81) Date: 02/28/02	T

Assignee/Transferee Certification Statements

- 1) The Assignee or Transferee certifies either (1) that the authorization will not be assigned or that control of the license will not be transferred until the consent of the Federal Communications Commission has been given, or (2) that prior Commission consent is not required because the transaction is subject to streamlined notification procedures for pro forma assignments and transfers by telecommunications carriers See Memorandum Opinion and Order, 13 FCC Rcd. 6293 (1998).
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- 7) The applicant certifies that it either (1) has an updated Form 602 on file with the Commission, (2) is filing an updated Form 602 simultaneously with this application, or (3) is not required to file Form 602 under the Commission's Rules.

82) Typed or Printed Name of Party Authorized to Sign

First Name: ARTHUR	MI: R	Last Name: BLOCK	Suffix:
83) Title: OFFICER			
Signature: ARTHUR R BLOCK		84) Date: 02/28/02	
WILLFUL FALSE STATEMENTS MADE	ON THIS FORM OR A	NY ATTACHMENTS ARE DINISHAR	LE RY FINE AND/OR
IMPRISONMENT (U.S. Code, Title 18,	Section 1001) AND/OR	REVOCATION OF ANY STATION LIC	ENSE OF CONSTRUCTION
PERMIT (U.S. Code, Title 47, Section 3	312(a)(1)), AND/OR FOR	REITURE (U.S. Code, Title 47, Section	on 503)

Authorizations To Be Assigned or Transferred

85) Call Sign	86) Radio Service	87) Location Number	88) Path Number (Microwave only)	89) Lower or Center Frequency (MHz)	90) Upper Frequency (MHz)	91) Constructed Yes / No
KTT663	AL		,,	,, (,	, (1411.12)	Yes
KTR437	AL					,
WYY564	AL					Yes
KTH235	AL					Yes
						Yes
KCZ293	AL					Yes
WPNP820	AL					Yes
KNGQ260	AL					Yes
WNSA871	AL					
WSW831	AL				j Į	Yes
WPAG639	AL]	Yes
						Yes
WNMM782	AL				ſ	Yes
KXD627	AL				Ĺ	Yes

FCC Form 603 Schedule A

Schedule for Assignments of Authorization and Transfers of Control in Auctioned Services

Approved by OMB 3060 - 0800 See instructions for public burden estimate

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If 'Yes', is the Assignee applying for installment payments?

2) Gross Revenues and Total Assets Information (if required) (for assignments of authorization only)

Refer to applicable auction rules for method to determine required gross revenues and total assets information

-	Year 1 Gross Revenues (current)	Year 2 Gross Revenues	Year 3 Gross Revenues	Total Assets:			

3) Certification Statements

For Assignees Claiming Eligibility as an Entrepreneur Under the General Rule

Assignee certifies that they are eligible to obtain the licenses for which they apply.

For Assignees Claiming Eligibility as a Publicly Traded Corporation

Assignee certifies that they are eligible to obtain the licenses for which they apply and that they comply with the definition of a Publicly Traded Corporation, as set out in the applicable FCC rules.

For Assignees Claiming Eligibility Using a Control Group Structure

Assignee certifies that they are eligible to obtain the licenses for which they apply.

Assignee certifies that the applicant's sole control group member is a pre-existing entity, if applicable.

For Assignees Claiming Eligibility as a Very Small Business, Very Small Business Consortium, Small Business, or as a Small Business Consortium

Assignee certifies that they are eligible to obtain the licenses for which they apply.

Assignee certifies that the applicant's sole control group member is a pre-existing entity, if applicable.

For Assignees Claiming Eligibility as a Rural Telephone Company

Assignee certifies that they meet the definition of a Rural Telephone Company as set out in the applicable FCC rules, and must disclose all parties to agreement(s) to partition licenses won in this auction. See applicable FCC rules.

Transfers of Control

4) Licensee Eligibility (for transfers of control only)

As a result of transfer of control, must the licensee now claim a larger or higher category of eligibility than was originally declared?

If 'Yes', the new category of eligibility of the licensee is:

Certification Statement for Transferees

Transferee certifies that the answers provided in Item 4 are true and correct.

Attachment List

Attachment Type	Date	Description	Contents
Other	02/19/02	DESCRIPTION OF TRANSACTION/PUBLIC INTEREST STATEMENT	0177283154002756177962155.pdf

READ INSTRUCTIONS CAREFULLY BEFORE PROCEEDING

FEDERAL COMMUNICATIONS COMMISSION REMITTANCE ADVICE

Approved by OMB 3060-0589 No <u>1</u> of <u>3</u>

(1) LOCKBOX # 358994

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FEDERAL COMMUNICATIONS COMMISSION

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FEDERAL COMMUNICATIONS COMMISSION

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COLE, RAYWID & BRAVERMAN, L.L.P.

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03/06/2002 FCC

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CHECK AMOUNT

600.00

TO THE ORDER OF

FEDERAL COMMUNICATIONS COMMISSION

#*O74562#* #:O54001204#: 002086050069#

Security Features Included. ED Details on back.

FCC 603	FCC Wireless Telecommunications Bureau Application for Assignments of Authorization and Transfers of Control	Approved by OMB 3060 - 0800 See instructions for public burden estimate
		Submitted 02/28/2002 at 11:20AM
		File Number: 0000776452

1) Application Purpose: Transfer of Control

2a) If this request is for an Amendment or Withdrawal, enter the File Number of the pending application currently on file with the FCC.

File Number:

2b) File numbers of related pending applications currently on file with the FCC:

Type of Transaction

3a) Is this a pro forma assignment of authorization or transfer of control? No

3b) If the answer to Item 3a is 'Yes', is this a notification of a *pro forma* transaction being filed under the Commission's forbearance procedures for telecommunications licenses?

4) For assignment of authorization only, is this a partition and/or disaggregation?

5a) Does this filing request a waiver of the Commission rules?

If 'Yes', attach an exhibit providing the rule numbers and explaining circumstances. No

5b) If a feeable waiver request is attached, multiply the number of stations (call signs) times the number of rule sections and enter the result.

6) Are attachments being filed with this application? Yes

7a) Does the transaction that is the subject of this application also involve transfer or assignment of other wireless licenses held by the assignor/transferor or affiliates of the assignor/transferor(e.g., parents, subsidiaries, or commonly controlled entities) that are not included on this form and for which Commission approval is required? **Yes**

7b) Does the transaction that is the subject of this application also involve transfer or assignment of non-wireless licenses that are not included on this form and for which Commission approval is required? Yes

Transaction Information

8) How will assignment of authorization or transfer of control be accomplished? Sale or other assignment or transfer of stock If required by applicable rule, attach as an exhibit a statement on how control is to be assigned or transferred, along with copies of any pertinent contracts, agreements, instruments, certified copies of Court Orders, etc.

9) The assignment of authorization or transfer of control of license is: Voluntary

Licensee/Assignor Information

10a) Taxpayer Identification Number	r: 841036388	10b) SGIN: 000	10c) FCC Registration Number (FRN): 0001609825		
11) First Name (if individual):	MI:	Last Name:	Suffix:		
12) Entity Name (if not an individual)	: TCI CABLEVIS	ION OF MISSOURI	, INC.		
13) Attention To: STEPHEN FLESS	NER				
14) P.O. Box: 5630	And / Or	15) Street Address:			
16) City: DENVER		17) State: CO	18) Zip: 80217		
19) Telephone Number: (720)267-27	700	20) FAX:			
21) E-Mail Address:	_		107,000		

22) Race, Ethnicity, Gender of Assignor/Licensee (Optional)

Race:	American Indian or Alaska Native:	Asian:	Black or African-American:	Native Hawaiian or Other Pacific Islander:	Vhite:
Ethnicity:	Hispanic or Latino:	Not Hispanic or Latino:		,	
Gender:	Female:	Male:			

Transferor Information (for transfers of control only)

23a) Taxpayer Identification Number:		23b) SGIN:	23c) FCC Registration Number (FRN): 0003470556
24) First Name (if individual):	MI:	Last Name:	Suffix:
25) Entity Name (if not an individual):	AT&T COR	RP.	
26) P.O. Box:	And / Or	27) Street Addr	ess: 32 AVENUE OF THE AMERICAS
28) City: NEW YORK		29) State: NY	30) Zip: 10013
31) Telephone Number: (212)387-4000		32) FAX:	A STATE OF THE PROPERTY OF THE
33) E-Mail Address:			

Name of Transferor Contact Representative (if other than Transferor) (for transfers of control only)

34) First Name: STEVEN	MI:	Last Name: HORVITZ	Suffix:			
35) Company Name: COLE, R	AYWID & BRA	VERMAN, LLP				
36) P.O. Box:	And / Or	37) Street Address: 1919 PENNSYLVANIA AVENUE, N.W., SUITE 200				
38) City: WASHINGTON		39) State: DC	40) Zip: 20006			
41) Telephone Number: (202)	659-9750	42) FAX:				
43) E-Mail Address:						

Assignee/Transferee Information

44) The Assignee is a(n): Corporat	tion			
45a) Taxpayer Identification Number	er: 270000798	45b) SGIN: 000	45c) FCC Registration Number (FRN): 0006329247	
46) First Name (if individual): MI:		Last Name:	Suffix:	
47) Entity Name (if other than indivi	dual): AT&T COM	CAST CORPORAT	TON	
48) Name of Real Party in Interest:			49) TIN:	
50) Attention To: THOMAS R. NATI	HAN			
51) P.O. Box:	And / Or	r 52) Street Address: 1500 MARKET STREET		
53) City: PHILADELPHIA		54) State: PA	55) Zip: 19102	
56) Telephone Number: (215)981-7	535	57) FAX:		
58) E-Mail Address:				

Name of Assignee/Transferee Contact Representative (if other than Assignee/Transferee)

59) First Name: RENEE MI:		Last Name: CALLAHAN	Suffix:		
60) Company Name: LAWLER,	METZGER & MILKN	IAN, LLC			
61) P.O. Box: And / Or		62) Street Address: 1909 K STREET, NW, SUITE 820			
63) City: WASHINGTON		64) State: DC 65) Zip: 20006			
66) Telephone Number: (202)77	7-7700	67) FAX:			
68) E-Mail Address:		· · · · · · · · · · · · · · · · · · ·			

Alien Ownership Questions

69) Is the Assignee or Transferee a foreign government or the representative of any foreign government?	No
70) Is the Assignee or Transferee an alien or the representative of an alien?	No
71) Is the Assignee or Transferee a corporation organized under the laws of any foreign government?	No
72) Is the Assignee or Transferee a corporation of which more than one-fifth of the capital stock is owned of record or voted by aliens or their representatives or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country?	No
73) Is the Assignee or Transferee directly or indirectly controlled by any other corporation of which more than one-fourth of the capital stock is owned of record or voted by aliens, their representatives, or by a foreign government or representative thereof, or by any corporation organized under the laws of a foreign country? If 'Yes', attach exhibit explaining nature and extent of alien or foreign ownership or control.	No

Basic Qualification Questions

74) Has the Assignee or Transferee or any party to this application had any FCC station authorization, license or construction permit revoked or had any application for an initial, modification or renewal of FCC station authorization, license, construction permit denied by the Commission? If 'Yes', attach exhibit explaining circumstances.	No
75) Has the Assignee or Transferee or any party to this application, or any party directly or indirectly controlling the Assignee or Transferee, or any party to this application ever been convicted of a felony by any state or federal court? If 'Yes', attach exhibit explaining circumstances.	No
76) Has any court finally adjudged the Assignee or Transferee, or any party directly or indirectly controlling the Assignee or Transferee guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement, or any other means or unfair methods of competition? If 'Yes', attach exhibit explaining circumstances.	No
77) Is the Assignee or Transferee, or any party directly or indirectly controlling the Assignee or Transferee currently a party in any pending matter referred to in the preceding two items? If 'Yes', attach exhibit explaining circumstances.	No

78) Race, Ethnicity, Gender of Assignee/Transferee (Optional)

Race:	American Indian or Alaska Native:	Asian:	Black or African-American:	Native Hawaiian or Other Pacific Islander:	White:
Ethnicity:	Hispanic or Latino:	Not Hispanic or Latino:			
Gender:	Female:	Male:			

Assignor/Transferor Certification Statements

,				
transferred until the consent of th required because the transaction	e Federal Communicat is subject to streamline	authorization will not be assigned or that ions Commission has been given, or (2) and notification procedures for pro forma and an and Order, 13 FCC Rcd. 6293(1998).	that prior Commission consent is not	
		s made in this application and in the exhi pplication, and are true, complete, correc		
79) Typed or Printed Name of Pa	rty Authorized to Sign			
First Name: RICK	MI: D	Last Name: BAILEY	Suffix:	
80) Title: VICE PRESIDENT				
Signature: RICK D BAILEY	**************************************	81) Date: 02/28/02		

Assignee/Transferee Certification Statements

- 1) The Assignee or Transferee certifies either (1) that the authorization will not be assigned or that control of the license will not be transferred until the consent of the Federal Communications Commission has been given, or (2) that prior Commission consent is not required because the transaction is subject to streamlined notification procedures for pro forma assignments and transfers by telecommunications carriers See Memorandum Opinion and Order, 13 FCC Rcd. 6293 (1998).
- 2) The Assignee or Transferee waives any claim to the use of any particular frequency or of the electromagnetic spectrum as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise, and requests an authorization in accordance with this application.
- 3) The Assignee or Transferee certifies that grant of this application would not cause the Assignee or Transferee to be in violation of any pertinent cross-ownership, attribution, or spectrum cap rule.*
- *If the applicant has sought a waiver of any such rule in connection with this application, it may make this certification subject to the outcome of the waiver request.
- 4) The Assignee or Transferee agrees to assume all obligations and abide by all conditions imposed on the Assignor or Transferor under the subject authorization(s), unless the Federal Communications Commission pursuant to a request made herein otherwise allows, except for liability for any act done by, or any right accured by, or any suit or proceeding had or commenced against the Assignor or Transferor prior to this assignment.
- 5) The Assignee or Transferee certifies that all statements made in this application and in the exhibits, attachments, or in documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.
- 6) The Assignee or Transferee certifies that neither it nor any other party to the application is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1998, 21 U.S.C § 862, because of a conviction for possession or distribution of a controlled substance. See Section 1.2002(b) of the rules, 47 CFR § 1.2002(b), for the definition of "party to the application" as used in this certification.
- 7) The applicant certifies that it either (1) has an updated Form 602 on file with the Commission, (2) is filing an updated Form 602 simultaneously with this application, or (3) is not required to file Form 602 under the Commission's Rules.

82) Typed or Printed Name of Party Authorized to Sign

First Name: ARTHUR	MI: R	Last Name: BLOCK	Suffix:
83) Title: OFFICER			
Signature: ARTHUR R BLOCK		84) Date: 02/28/02	, , , , , , , , , , , , , , , , , , , ,
WILLFUL FALSE STATEMENTS MADE ON IMPRISONMENT (U.S. Code, Title 18, Sect PERMIT (U.S. Code, Title 47, Section 312(ion 1001) AND/OR	REVOCATION OF ANY STATION LIC	CENSE OR CONSTRUCTION

Authorizations To Be Assigned or Transferred

85) Call Sign	86) Radio Service	,	88) Path Number (Microwave only)	l '	90) Upper Frequency (MHz)	91) Constructed Yes / No
KNBC240	AL					Yes

FCC Form 603 Schedule A

Schedule for Assignments of Authorization and Transfers of Control in Auctioned Services

Approved by OMB 3060 - 0800 See instructions for public burden estimate

Assignments of Authorization

1) Assignee Eligibility for Installment Payments (for assignments of authorization only)

Is the Assignee claiming the same category or a smaller category of eligibility for installment payments as the Assignor (as determined by the applicable rules governing the licenses issued to the Assignor)?

If 'Yes', is the Assignee applying for installment payments?

2) Gross Revenues and Total Assets Information (if required) (for assignments of authorization only)

Refer to applicable auction rules for method to determine required gross revenues and total assets information

Year 1 Gross Revenues (current)	Year 2 Gross Revenues	Year 3 Gross Revenues	Total Assets:
(,	ì		

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Assignee certifies that the applicant's sole control group member is a pre-existing entity, if applicable.

For Assignees Claiming Eligibility as a Rural Telephone Company

Assignee certifies that they meet the definition of a Rural Telephone Company as set out in the applicable FCC rules, and must disclose all parties to agreement(s) to partition licenses won in this auction. See applicable FCC rules.

Transfers of Control

4) Licensee Eligibility (for transfers of control only)

As a result of transfer of control, must the licensee now claim a larger or higher category of eligibility than was originally declared?

If 'Yes', the new category of eligibility of the licensee is:

Certification Statement for Transferees

Transferee certifies that the answers provided in Item 4 are true and correct.

Attachment List

Attachment Type	Date	Description	Contents
Other	02/19/02	DESCRIPTION OF TRANSACTON/PUBLIC INTEREST STATEMENT	0177283041241154102343473.pdf

READ INSTR	UCTIONS C	AREFULLY	T						
BEFORE PRO	CEEDING								Approved by OM
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(5) STREET A		Ave., N.W.							·
Suite 200	DDKE33 LI	NE NO. 2							
(6) CITY								(7) STATE	(8) ZIP CODE
Washingto								DC	20006
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30) CERTIFICA	TION STAT	EMENT				٠,			
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COLE, RAYWID & BRAVERMAN, L.L.P.

VENDOR

FEDERAL COMMUNICATIONS

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COLE, RAYWID & BRAVERMAN, L.L.P.

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TO THE ORDER OF

FEDERAL COMMUNICATIONS

COMMISSION

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FCC 603	FCC Wireless Telecommunications Bureau Application for Assignments of Authorization and Transfers of Control	Approved by OMB 3060 - 0800 See instructions for public burden estimate
		Submitted 02/28/2002 at 11:15AM
		File Number: 0000776353

[1) Applic	cation Purpose: Transfer of Co	ntrol

2a) If this request is for an Amendment or Withdrawal, enter the File Number of the pending application currently on file with the FCC.

File Number:

2b) File numbers of related pending applications currently on file with the FCC:

Type of Transaction

- 3a) Is this a pro forma assignment of authorization or transfer of control? No
- 3b) If the answer to Item 3a is 'Yes', is this a notification of a pro forma transaction being filed under the Commission's forbearance procedures for telecommunications licenses?
- 4) For assignment of authorization only, is this a partition and/or disaggregation?
- 5a) Does this filing request a waiver of the Commission rules?
- If 'Yes', attach an exhibit providing the rule numbers and explaining circumstances. No
- 5b) If a feeable waiver request is attached, multiply the number of stations (call signs) times the number of rule sections and enter the result.
- 6) Are attachments being filed with this application? Yes
- 7a) Does the transaction that is the subject of this application also involve transfer or assignment of other wireless licenses held by the assignor/transferor or affiliates of the assignor/transferor(e.g., parents, subsidiaries, or commonly controlled entities) that are not included on this form and for which Commission approval is required? **Yes**
- 7b) Does the transaction that is the subject of this application also involve transfer or assignment of non-wireless licenses that are not included on this form and for which Commission approval is required? **Yes**

Transaction Information

8) How will assignment of authorization or transfer of control be accomplished? Sale or other assignment or transfer of stock If required by applicable rule, attach as an exhibit a statement on how control is to be assigned or transferred, along with copies of any pertinent contracts, agreements, instruments, certified copies of Court Orders, etc.

9) The assignment of authorization or transfer of control of license is: Voluntary

Licensee/Assignor Information

		······ p		
10a) Taxpayer Identification Number: L00037698		10b) SGIN: 000	10c) FCC Registration Number (FRN): 0001611086	
11) First Name (if individual):	MI:	Last Name: Suffix:		
12) Entity Name (if not an individua): TCI CABLEVIS	ION OF CALIFORN	IA, INC.	
13) Attention To: STEPHEN FLESS	NER			
14) P.O. Box: 5630	And / Or	15) Street Address:		
16) City: DENVER		17) State: CO	18) Zip: 80217	
19) Telephone Number: (720)267-2700		20) FAX:		
21) E-Mail Address:			The second secon	

22) Race, Ethnicity, Gender of Assignor/Licensee (Optional)

Race:	American Indian or Alaska Native:	Asian:	Black or African-American:	Native Hawaiian or Other Pacific Islander:	White:
Ethnicity:	Hispanic or Latino:	Not Hispanic or Latino:			
Gender:	Female:	Male:			

Transferor Information (for transfers of control only)

r. L00438063	23b) SGIN:	23c) FCC Registration Number (FRN): 0003470556	
MI:	Last Name:	Suffix:	
): AT&T CORP.		And the contract of the contra	
And / Or	27) Street Address: 32 AVENUE OF THE AMERICAS		
28) City: NEW YORK		30) Zip: 10013	
31) Telephone Number: (212)387-4000		32) FAX:	
	MI:): AT&T CORP. And / Or	MI: Last Name:): AT&T CORP. And / Or 27) Street Add 29) State: NY	

Name of Transferor Contact Representative (if other than Transferor) (for transfers of control only)

34) First Name: STEVEN	MI:	Last Name: HORVITZ	Suffix:	
35) Company Name: COLE, R	AYWID & BRA	VERMAN, LLP		
36) P.O. Box:	And / Or	37) Street Address: 1919 PENNSYLVANIA AVENUE, N.W., SUITE 200		
38) City: WASHINGTON		39) State: DC	40) Zip: 20006	
41) Telephone Number: (202)659-9750		42) FAX:		
43) E-Mail Address:	, , , , , , , , , , , , , , , , , , ,		A CALL OF THE STATE OF THE STAT	

Assignee/Transferee Information

44) The Assignee is a(n): Corporat	ion		A AMERICAN	
45a) Taxpayer Identification Number	er: L00465664	45b) SGIN: 000	45c) FCC Registration Number (FRN): 0006329247	
46) First Name (if individual):	MI:	Last Name:	Suffix:	
47) Entity Name (if other than indivi	dual): AT&T COM	CAST CORPORAT	ION	
48) Name of Real Party in Interest:			49) TIN:	
50) Attention To: THOMAS R. NATI	HAN			
51) P.O. Box:	And / Or	52) Street Address: 1500 MARKET STREET		
53) City: PHILADELPHIA		54) State: PA	55) Zip: 19102	
56) Telephone Number: (215)981-7535		57) FAX:		
58) E-Mail Address:		***************************************	A COLUMN TO THE PARTY OF THE PA	

Name of Assignee/Transferee Contact Representative (if other than Assignee/Transferee)

59) First Name: RENEE	MI:	Last Name: CALLAHAN	Suffix:	
60) Company Name: LAWLER,	METZGER & MILKN	IAN, LLC		
61) P.O. Box:	And / Or	62) Street Address: 1909 K STREET, NW, SUITE 820		
63) City: WASHINGTON		64) State: DC	65) Zip: 20006	
66) Telephone Number: (202)777-7700		67) FAX:		
68) E-Mail Address:			THE OF THE STREET PRODUCTION OF THE STREET PRO	

Alien Ownership Questions