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

 1) The Assignor or Transferor 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 Assignor or Transferor 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

79) Typed or Printed Name	of Party 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	Acceptable of the Commission of Proposition Commission (Commission Commission	A STATE OF THE STA	W 14 4 W SHIRM I HISTORIAN AND AND AND AND AND AND AND AND AND A		
Signature: ARTHUR R BLOCK		84) Date: 02/28/02			
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).					

Authorizations To Be Assigned or Transferred

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	Not Available

READ INSTRUCTIONS CAREFULLY Approved by OMB BEFORE PROCEEDING FEDERAL COMMUNICATIONS COMMISSION 3060-0589 Page No 1 of 6 REMITTANCE ADVICE SPECIAL USE LOCKBOX # 358994 Purple LL MAR U 5 730Z 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. \$1,635.00 (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 DÇ 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 **KKB500** CAD (26A) FEE DUE FOR (PTC) (27A) TOTAL FEE FCC USE ONLY \$50.00 \$50.00 (28A) FCC CODE I (29A) FCC CODE 2 0000790558 23B) CALL SIGN/OTHER ID (24B) PAYMENT TYPE CODE (25B) QUANTITY **KQZ709** CAD (26B) FEE DUE FOR (PTC) (27B) TOTAL FEE FCC USE ONLY \$50.00 \$50.00 (28B) FCC CODE 1 (29B) FCC CODE 2 0000790558 **SECTION D - CERTIFICATION** (30) CERTIFICATION STATEMENT certify under penalty of perjumpthanting foregoing and supporting information is true and correct to the best of my knowledge, information and belief. SIGNATURE SECTION E - CREDIT CARD PAYMENT INFORMATION

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

(31)

MASTERCARD

SIGNATURE

VISA

MASTERCARD/VISA ACCOUNT NUMBER:

DATE

EXPIRATION DATE:

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(23B) CALL SIGN/OTHER ID KUC890				(24B) PAYMENT T	YPE CODE	(25B) QUANTITY	
(26B) FEE DUE FOR (PTC)	\$50.00	(27B) TOTAL FEE		\$50.00	FCC USI	ONLY	
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(23B) CALL SIGN/OTHER ID KNKO275					(24B) PAYMENT TY	PE CODE	(25B)	QUANTITY	(
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23F) CALL SIGN/OTHER ID KUG950				١,	24F) PAYMENT TYI PATM	PE CODE	(25F) Q	UANTITY				
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(23D) CALL SIGN/OTHER ID KNBL377					D) PAYMENT T	YPE CODE	(25D) QUANTITY		
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23E) CALL SIGN/OTHER ID KNDP213	, , , ,	<u></u>			E) PAYMENT TY ATM	PE CODE	(25E) QUANTITY		
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23F) CALL SIGN/OTHER ID KNIF918	<u> </u>				F) PAYMENT TY ATM	PE CODE	(25F) QUANTITY 1		
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(23A) CALL SIGN/OTHER ID WNFC397		· · · · · · · · · · · · · · · · · · ·	(24A) PAYMENT T	YPE CODE	(25A) QUANTITY	
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(23B) CALL SIGN/OTHER ID WNFX473			(24B) PAYMENT TY	YPE CODE	(25B) QUANTITY	
(26B) FEE DUE FOR (PTC)	\$50.00	(27B) TOTAL FEE		FCC USE	ONLY	
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(23C) CALL SIGN/OTHER ID WNMP751	- w	- · · · - · · · · · · · · · · · · · · ·	(24C) PAYMENT TY	PE CODE	(25C) QUANTITY 1	
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COLE, RAYWID & BRAVERMAN, L.L.P.

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TO THE ORDER OF

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

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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 12:15PM
		File Number: 0000776148

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

- 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	er: 042845001	10b) SGIN: 999	10c) FCC Registration Number (FRN): 0003614047		
11) First Name (if individual):	MI:	Last Name:	Suffix:		
12) Entity Name (if not an individual): MEDIAONE OF	WESTERN NEW E	NGLAND, INC.		
13) Attention To: STEPHEN FLESS	NER		A The Art of the Art o		
14) P.O. Box: 5630	And / Or	15) Street Addre	SS:		
16) City: DENVER		17) State: CO	18) Zip: 80217		
19) Telephone Number: (720)267-2	700	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)

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 COF	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:	
33) E-Mail Address:			

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

MI:	Last Name: HORVITZ	Suffix:
YWID & BRA	VERMAN, LLP	
And / Or	37) Street Address: 1919 PENNSYL	VANIA AVENUE, N.W., SUITE 200
	39) State: DC	40) Zip: 20006
59-9759	42) FAX:	
	AYWID & BRAY	AYWID & BRAVERMAN, LLP And / Or 37) Street Address: 1919 PENNSYL 39) State: DC

Assignee/Transferee Information

45a) Taxpayer Identification Number	v: 270000700	45h) COINI, 000	45.) 500 B
	1. 2/0000/36	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	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 Addre	ss: 1500 MARKET STREET
53) City: PHILADELPHIA		54) State: PA	55) Zip: 19102
56) Telephone Number: (215)981-7	535	57) FAX:	- Company Comp
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: LAWLE	R, 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)	777-7700	67) FAX:	
68) E-Mail Address:			

Alien Ownership Questions

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:	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 the Fed	deral Communicat bject to streamline	authorization will not be assigned or that ions Commission has been given, or (2) to do notification procedures for pro forma as and Order, 13 FCC Rcd. 6293(1998).	hat prior Commission consent is not	
 The Assignor or Transferor certifies incorporated by reference are material 	that all statements, are part of this a	s made in this application and in the exhit oplication, and are true, complete, correct	oits, attachments, or in documents , and made in good faith.	
79) Typed or Printed Name of Party Au	thorized 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 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).					

Authorizations To Be Assigned or Transferred

85) Call Sign	86) Radio Service	87) Location Number	89) Lower or Center Frequency (MHz)	90) Upper Frequency (MHz)	91) Constructed Yes / No
KWG883	AL				Yes
KNNH691	AL				Yes
WPSZ620	AL				Yes
KNFJ870	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

į	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	0177282523268863165848097.pdf

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BEFORE PROCEEDING	FFDFDAI	COLO 40 110 1 m 10 11			Approved by OMB
		COMMUNICATIONS		NC	3060-0589
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(5) STREET ADDRESS LINE NO. 2					
Suite 200					
(6) CITY		•		(7) STATE	(8) ZIP CODE
Washington	rn d a a	T::::		DC	20006
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(15) STREET ADDRESS LINE NO. 2					
(16) CITY				(17) STATE	(18) ZIP CODE
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(13) APPLICANT NAME AT&T COMCAST COR			DIT	TIONAL APPLIC	ANT INF	ORMATI	ON			
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(15) STREET ADDRESS LINE		,,, <u>,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,</u>		· · · · · · · · · · · · · · · · · · ·						
(16) CITY PHILADELPHIA				VI.2			(17) STATE	(18) Z	IP CODE	
(19) DAYTIME TELEPHONE N 2159817535	UMBER (incl	ude area code)	(2	0) COUNTRY CODE	(if not in l	J. S.A.)	PA		19102	
	ISTRATIO	NUMBER (FR	V) A	ND TAX IDENTI	FICATIO	N NIIMD	ED (TIN)	DEOU	IDED	
(21) APPLICANT (FRN)	329247		(22) APPLICANT (TIN) 270000798	Textic	NICHIB	EK (IIN)	KEQU.	IKED	
IF MORE BOXES A		D, USE ADDITIO			NTINUA	TION SHE	ETS TO	LIST F	ACH SE	RVICE
		SECTION	<u>CC</u>	- PAYMENT INF	ORMATI	ION		<u> </u>	ACH SE	KTICE
(23A) CALL SIGN/OTHER ID KNNH691				(24A) PAYMENT TY PATM	PE CODE	(25A) QU/ 1	ANTITY			
(26A) FEE DUE FOR (PTC)	\$50.00	27A) TOTAL FEE		\$50.00	FCC US	E ONLY				
(28A) FCC CODE I		(29A) FCC C	ODE	2						0000776148
(23B) CALL SIGN/OTHER ID WPSZ620	<u></u>			24B) PAYMENT TY PATM	PE CODE	(25B) QL	ANTITY	<u> </u>		
(26B) FEE DUE FOR (PTC)	\$50.00	27B) TOTAL FEE		\$50.00	FCC USI	E ONLY	****		_	·
(28B) FCC CODE 1		(29B) FCC C0	ODE			****				000776148
(23C) CALL SIGN/OTHER ID				24C) PAYMENT TY	PE CODE	(25C) QU	ANTITY			000770146
(26C) FEE DUE FOR (PTC)		27C) TOTAL FEE					,,,,		,,,,,,	
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(28C) FCC CODE 1		(29C) FCC CC	ODE	2						
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(26D) FEE DUE FOR (PTC)	(2	7D) TOTAL FEE	J		FCC USE	ONLY				
(28D) FCC CODE 1	<u></u>	(29D) FCC CC	DE	2						
23E) CALL SIGN/OTHER ID		Company of the Compan	(2	4E) PAYMENT TYP		(26E) OU			Harvy (I	
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26E) FEE DUE FOR (PTC)	(2	7E) TOTAL FEE			FCC USE	ONLY				
28E) FCC CODE 1		(29E) FCC COI	DE 2					-	***************************************	
23F) CALL SIGN/OTHER ID		\$7 4 - 3 0.25	(24	4F) PAYMENT TYP	CODE	(25F) QUA	NTITY	· c. : : : : : : : : : : : : : : : : : :		
26F) FEE DUE FOR (PTC)	(27	F) TOTAL FEE		I	CC USE	ONLY				
8F) FCC CODE 1		(29F) FCC COD	DE 2							
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COLE, RAYWID & BRAVERMAN, L.L.P.

VENDOR

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

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

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03/01/2002 **FCC**

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TO THE ORDER OF

FEDERAL COMMUNICATIONS

COMMISSION

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

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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 02/19/2002 at 12:00AM
		File Number: 0000776126

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 Numl	ber: 541053719	10b) SGIN: 000	10c) FCC Registration Number (FRN): 0002067965
11) First Name (if individual):	MI:	Last Name:	Suffix:
12) Entity Name (if not an individu	al): MEDIAONE OF	VIRGINIA, INC.	110000000000000000000000000000000000000
13) Attention To: STEPHEN FLES	SNER		
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-	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)

23a) Taxpayer Identification Number	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): 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)387-4	000	32) FAX:	
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	
And / Or	37) Street Address: 1919 PENNSYL	VANIA AVENUE, N.W., SUITE 200
	39) State: DC	40) Zip: 20006
559-9750	42) FAX:	170
	AYWID & BRA	And / Or 37) Street Address: 1919 PENNSYL 39) State: DC

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	TION
48) Name of Real Party in Interest:	The second secon		49) TIN:
50) Attention To: THOMAS R. NATI	HAN	The second secon	
51) P.O. Box:	And / Or	52) Street Addre	ess: 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)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.	
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 the 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 a pand Order, 13 FCC Rcd. 6293(1998).	that prior Commission consent is not
The Assignor or Transferor certificorporated by reference are material.	fies that all statement erial, 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 Part			
First Name: RICK	MI: D	Last Name: BAILEY	Suffix:
80) Title: VICE PRESIDENT			
Signature: RICK D BAILEY		81) Date: 02/19/02	

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: 02/19/02	
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 LIC	CENSE OR CONSTRUCTION

Authorizations To Be Assigned or Transferred

85) Call Sign	86) Radio Service	87) Location Number	88) Path Number (Microwave only)	90) Upper Frequency (MHz)	91) Constructed Yes / No
WNVU458	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:	***************************************
 	•			ĺ

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	0177282497428975894262392.pdf

READ INSTRU BEFORE PRO	UCTIONS CAR	EFULLY								Approved by OMB
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	DDRESS LINE sylvania A							<u>. </u>		
(5) STREET A Suite 200	DDRESS LINE									
(6) CITY Washington	าก							(7) STATE	(8) ZIP CC	DDE 20006
(9) DAYTIME	TELEPHONE N	NUMBER (inc	clude area code)	(10) COUNTR	Y CODF	E (if not in U.	S.A.)	1		.000
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(15) STREET A	DDRESS LINE	E NO. 2								
(16) CITY PHILADEL								(17) STATE PA	(.0, 2	ODE 9102
(19) DAYTIME (215) 981-7	535		clude area code)	(20) COUNTRY		•				
21) APPLICAN		GISTRATIO	ON NUMBER (FRN	N) AND TAX I (22) APPLICAN			NUMBE	ER (TIN)	REQUIRE	: <u>D</u>
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			OR EACH SERVIC				E DED, U S	SE CONT	TINUATIO	N SHEET
23A) CALL SIG WNVU458				(24A) PAYM PATM	4ENT TY		(25A) QU 1	JANTITY		
26A) FEE DUE \$50.00			(27A) TOTAL FEE		\$50.00	FCC USE	ONLY			
28A) FCC COL	DE 1		(29A) FCC Co	ODE 2						0000776126
23B) CALL SIG	SN/OTHER ID		:	(24B) PAYM	JENT TY	PE CODE	(25B) QU	ANTITY		
26B) FEE DUE	FOR (PTC)		(27B) TOTAL FEE			FCC USE	ONLY	<u> </u>		
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(30) CERTIFICA I.	ATION STATE	MENT	cert	ify under sensity	of pering	L. Henr the for			~ information	is true and correct to
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COLE, RÁYWID & BRAVERMAN, L.L.P.

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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 74506

CHECK DATE

VENDOR NO.

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03/01/2002 FCC

PAY

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CHECK AMOUNT

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TO THE ORDER OF

FEDERAL COMMUNICATIONS

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

COMMISSION

#074506# #054001204# 002086050069#

74506

74506

40363

030102

03/01/2002

50.00

50.00

0.00

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 Num	ber:	10b) SGIN:	10c) FCC Registration Number (FRN): 0004991030	
11) First Name (if individual):	MI:	Last Name:	Suffix:	
12) Entity Name (if not an individu	ual): MEDIAON	E OF ST. PAUL, I	NC.	
13) Attention To: STEPHEN FLE	SSNER			
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)

:Kace.	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	per:	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 CO	RP.		
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:		
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, F	RAYWID & 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:	The second secon	
43) E-Mail Address:			· · · · · · · · · · · · · · · · · · ·	

Assignee/Transferee Information

44) The Assignee is a(n): Corporati	on		
45a) Taxpayer Identification Numbe	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 individ	lual): AT&T COM	CAST CORPORAT	ION
48) Name of Real Party in Interest:			49) TIN:
50) Attention To: THOMAS R. NATH	IAN		
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)981-7535		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	A	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 the required because the transaction	he Federal Communicat n is subject to streamline	authorization will not be assigned or that ions Commission has been given, or (2) to notification procedures for pro forma as a and Order, 13 FCC Rcd. 6293(1998).	that prior Commission consent is not			
		s made in this application and in the exhil pplication, and are true, complete, correct				
79) Typed or Printed Name of Pa	arty Authorized to Sign					
First Name: RICK	MI: D	Last Name: BAILEY	Suffix:			
80) Title: VICE PRESIDENT						
Signature: RICK D BAILEY 81) Date: 02/20/02						

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: 02/20/02				
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).						

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
KD30230	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)?

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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

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For Assignees Claiming Eligibility as a Publicly Traded Corporation

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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 Very Small Business, Very Small Business Consortium, Small Business, or as a Small Business Consortium

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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	02/20/02	DESCRIPTION OF TRANSACTION/PUBLIC INTEREST STATEMENT	0177285455667704921853327.pdf

READ INSTRUCTIONS CAREFULLY BEFORE PROCEEDING				-			Apr	proved by OMP
BEFORE PROCEEDING	FEDERAL COMMUNICATIONS COMMISSION			SION	Approved by OMB 3060-0589			
(I) I COVED OF HARMAN	REMITTANCE ADVICE			Page No 1				
(1) LOCKBOX # 358994	FCC/M	BLLGN	MAR 0 6 2 002		በ ን	SPECIAL USE		
		} !.				FCC	USE ONLY	., ., .,
(2) PAYER NAME (if paying by credit car	rd, enter name exactly as i	ON A - PAYE it appears on yo	R INFO	<u>)RMATION</u>	N	(3) TOTA	L AMOUNT PAID (I	to pull-
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1919 Pennsylvania Ave., N.W	•							
(5) STREET ADDRESS LINE NO. 2 Suite 200								
(6) CITY Washington						(7) STATE	107 En CODE	
(9) DAYTIME TELEPHONE NUMBER (i	include area code)	(10) COUNT	RY COD	E (if not in U	J.S.A.)	DC	2000)6
202 - 6599750 ECC DECISTRAT	TANK PARISANDE ANDS	US			•			
(11) PAYER (FRN)	TON NUMBER (FRN	(12) PAYER (IDENT.	IFICATIO	N NUMB	ER (TIN) REQUIRED	
0003 78 7942		052082007						
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(13) APPLICANT NAME	THAN ONE APPLIC	ANT, USE C	ONTIN	UATION S	HEETS (FORM 1	59-C)	
AT&T COMCAST CORPORATI (14) STREET ADDRESS LINE NO. 1	ON							
1500 MARKET STREET						•		
(15) STREET ADDRESS LINE NO. 2								
(16) CITY			<u></u>	-		(17) STATE	(18) ZIP CODE	
PHILADELPHIA (19) DAYTIME TELEPHONE NUMBER (1)	include area code)	(20) COUNTRY	CODE	CE		PA	1910	
(215) 981-7535					•			
FCC REGISTRATI 21) APPLICANT (FRN)	ION NUMBER (FRN)) AND TAX I	DENTI	FICATION	NUMBI	ER (TIN)	REQUIRED	
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23A) CALL SIGN/OTHER ID KD30230	-	(24A) PAYN	AENT TY	/PE CODE	(25A) OU.	ANTITY	1110111101101	1551
26A) FEE DUE FOR (PTC)	(27A) TOTAL FEE	1		FCC USE	ONLY	-	·	
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20A) FCC CODE [(29A) FCC CO	DE 2						0000778147
23B) CALL SIGN/OTHER ID		(24B) PAYM	IENT TY	PE CODE	(25B) OU	ANTITY	Property Company	1000710141
3/P) CEE DUE FOR (BYO)	T	<u> </u>						
26B) FEE DUE FOR (PTC)	(27B) TOTAL FEE			FCC USE	ONLY			
28B) FCC CODE 1	(29B) FCC COI	DE 2					-	
	SECTI	- CENT		3.22				
30) CERTIFICATION STATEMENT	SEC11	ON D - CER	TIFICA	TION				
he best of my knowledge, information and be	, certify	y under penalty.	of perjur	y that the fore	going and	supporting	information is true	e and correct to
to bear of my microlouge, information and be	elief, SIGNATUF	^{ce} − - U∻ℓ	WA -	prus.		DAT	E_3/4/02	 _
	SECTION E - CRED	IT CARD PA	VMEN	T INFORM	4 A TION		<u> </u>	
(31) MASTERCARE	D/VISA ACCOUNT NUM	/BER:	7	I IN OR.	IATION		EVDI	RATION
MASTERCARD							DATI	11
VISA I hereby authorize the FC	CC to charge my VISA	or MASTER(CARD fo	or the service	e/s\/authc	-ization k		
SIGNATURE							nerein described.	
					DATE			-

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

VENDOR

FEDERAL COMMUNICATIONS

CHECK NO.

74505

OUR REF. NO.	YOUR INV. NO.	INVOICE DATE	INVOICE AMOUNT	AMOUNT PAID	DISCOUNT TAKEN
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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. 74505

CHECK DATE

VENDOR NO.

Details on back

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03/01/2002 FCC

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CHECK AMOUNT

50.00

TO THE ORDER OF

FEDERAL COMMUNICATIONS

COMMISSION

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

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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 11:59AM

File Number:
0000776125

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 5to with the ECC.	. t

Type of Transaction

3a) Is this a pro form	a assignment of authorization or transfer of control? No
3b) If the answer to I	tem 3a is 'Yes', is this a notification of a <i>pro forma</i> transaction being filed under the Commission's forbearance ommunications licenses?
4) For assignment of	authorization only, is this a partition and/or disaggregation?
5a) Does this filing re	equest a waiver of the Commission rules? nibit providing the rule numbers and explaining circumstances. No
5b) If a feeable waive sections and enter th	er request is attached, multiply the number of stations (call signs) times the number of rule e result.
6) Are attachments b	eing filed with this application? Yes
uie assignor/transfer	tion that is the subject of this application also involve transfer or assignment of other wireless licenses held by or or affiliates of the assignor/transferor(e.g., parents, subsidiaries, or commonly controlled entities) that are no and for which Commission approval is required? Yes
7b) Does the transac included on this form	tion that is the subject of this application also involve transfer or assignment of non-wireless licenses that are n 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: 042961065	10b) SGIN: 000	10c) FCC Registration Number (FRN): 0003612272	
11) First Name (if individual): MI:		Last Name:	Suffix:	
12) Entity Name (if not an individual)	: MEDIAONE OF	SOUTH CENTRAL	LOS ANGELES, INC.	
13) Attention To: STEPHEN FLESSI				
14) P.O. Box: 5630 And / Or		15) Street Addre	SS:	
16) City: DENVER		17) State: CO	18) Zip: 80217	
19) Telephone Number: (720)267-27	00	20) FAX:		
21) E-Mail Address:				

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

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

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 individu	al): AT&T CO	₹₽.	
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,	RAYWID & 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:		

Assignee/Transferee Information

45a) Taxpayer Identification Numbe	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 individ	dual): AT&T COM	CAST CORPORAT	TION
48) Name of Real Party in Interest:			49) TIN:
50) Attention To: THOMAS NATHAL	٧		
51) P.O. Box:	And / Or	52) Street Addre	ess: 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:			The second secon

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	
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68) E-Mail Address:				

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Basic Qualification Questions

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79) Typed or Printed Name of Party 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

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First Name: ARTHUR	MI: R	Last Name: BLOCK	Suffix:
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(a) Call Sign (b) Constructed (c) Call Sign (c) Call Sign (c) Constructed (c) Call Sign (c) Call Sig		WNLX546	AL			Yes
		85) Call Sign	,	,	88) Path Number (89) Lower or Center (90) Upper Frequency (91) (MHz)	

FCC Form 603 Schedule A

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

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READ INST	RUCTIONS CA	REFULLY							
BEFORE PR	ROCEEDING								Approved by O
1				COMMUNIC			SION		3060-0
1			RI	EMITTAN	CE AI	OVICE		-	Page No 1 o
(1) LOCK	BOX # 35899	4						SPEC	CIAL USE
				COC/N				FEC	LISE ONLY
			<u> </u>	FCC/N		HN M	AR U b	<u> 7002 °</u>	USE ONLY
(2) PAYER	NAME (if paying	by credit cord	enter name exactly as	ON A - PAYI	ER INFO	<u>PRMATIO</u>	N		
Cole, Ray	wid & Brav	erman, L.L	enter name exactly as	it appears on v	our card)			(3) TOTA	L AMOUNT PAID (U.S. Dollars and
(4) STREET	ADDRESS LINE	NO. 1						<u>. </u>	\$5
	insvivania A		<u> </u>						
Suite 200	ADDRESS LINE	NO. 2			-				
(6) CITY								T	
Washing								(7) STATE	(8) ZIP CODE 20006
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PHILADE								PA	19102
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COI, E, RAYWID & BRAVERMAN, L.L.P.

VENDOR

FEDERAL COMMUNICATIONS

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74503

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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 74503

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TO THE ORDER

of FEDERAL COMMUNICATIONS

COMMISSION

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

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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 11:57AM
		File Number: 0000774305

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: 341009686		10b) SGIN: 999	10c) FCC Registration Number (FRN): 0002944585	
11) First Name (if individual):	MI:	Last Name:	Suffix:	
12) Entity Name (if not an individua	I): MEDIAONE OF	OHIO, INC.		
13) Attention To: STEPHEN FLESS	NER			
14) P.O. Box: 5630	And / Or	15) Street Addre	SS:	
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)

Kaco.	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.	784.4
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, R	AYWID & BRA	VERMAN, LLP	
36) P.O. Box:	And / Or	37) Street Address: 1919 PENNSYI	LVANIA 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

45a) Taxpayer Identification Numbe	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 individ	dual): AT&T COM	CAST CORPORAT	ION
48) Name of Real Party in Interest:			49) TIN:
50) Attention To: THOMAS R. NATH	IAN		A. A
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:	
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, MILKMA	N, LLC	AND THE PROPERTY OF THE PROPER
61) P.O. Box:	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:			

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.	l
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)

Kace.	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 the required because the transaction is	e Federal Communicat is subject to streamline	authorization will not be assigned or that ions Commission has been given, or (2) the notification procedures for proforma are and Order, 13 FCC Rcd. 6293(1998).	that prior Commission consent is not
2) The Assignor or Transferor cert incorporated by reference are mat	ifies that all statement erial, are part of this a	s made in this application and in the exhit pplication, and are true, complete, correct	bits, attachments, or in documents t, and made in good faith.
79) Typed or Printed Name of Par	ty Authorized to Sign		
First Name: RICK	MI: D	Last Name: BAILEY	Suffix:
80) Title: VICE PRESIDENT	7 1 5 10 M M M M M M M M M M M M M M M M M M		
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 (IMPRISONMENT (U.S. Code, Title 18, SopeRMIT (U.S. Code, Title 47, Section 31)	ection 1001) AND/OR	REVOCATION OF ANY STATION LI	CENSE OR CONSTRUCTION

Authorizations To Be Assigned or Transferred

85) Call Sign	86) Radio Service	87) Location Number	88) Path Number 89 (Microwave only)) Lower or Center requency (MHz)	90) Upper Frequency (MHz)	91) Constructed Yes / No
WSU819	AL					Yes
WQW327	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