## Before the Federal Communications Commission Washington, D.C.

In the matter of:	)
AT&T CORPORATION	)
Transferor,	) File No
and	)
AT&T COMCAST CORPORATION	)
Transferee,	)
	)
Amendment to the Application for Authority	)
Pursuant to Section 214 of the Communications	)
Act of 1934, as amended, for Transfer of Control of	)
Authorizations to Provide International Resale	)
Communications Services	)

## AMENDMENT TO APPLICATION FOR AUTHORITY TO TRANSFER CONTROL OF INTERNATIONAL SECTION 214 AUTHORIZATIONS

Pursuant to 47 C.F.R. § 63.50, AT&T Corp. and AT&T Comcast Corporation ("AT&T Comcast"), hereby amend the application currently pending before the Federal Communications Commission ("Commission" or "FCC"), filed on February 28, 2002, requesting authority to transfer to AT&T Comcast control of the Section 214 authorizations listed below. These authorizations were originally obtained by certain subsidiaries of AT&T Corp., namely the subsidiaries of Tele-Communications, Inc. ("TCI") and MediaOne Group, Inc. ("MediaOne").

<sup>&</sup>lt;sup>1</sup> Applicants are applying to transfer <u>only</u> those international Section 214 authorizations held by subsidiaries of MediaOne Group, Inc. and subsidiaries of Tele-Communications, Inc., and not to transfer any other authorizations held by AT&T Corp.

AT&T noted in the application that several of the TCI and MediaOne Group subsidiaries had originally been granted international Section 214 authority under different names. The International Bureau subsequently requested clarification with respect to changes in the entities authorized to provide international service. Through this amendment, AT&T hereby notifies the Commission of a name change and several pro forma conversions and assignments affecting the underlying international 214 authorizations. AT&T regrets that, through inadvertence, the Commission was not notified earlier of these actions.

#### 1. File No. I-T-C-97-442

The international authorization to provide global resale services associated with File No. I-T-C-97-442 was originally granted to TCI Telephony Services of California, Inc., d/b/a People Link by TCI on September 17, 1997 (see Public Notice DA 97-2016, rel. Sept. 18, 1997). Control of this authorization was subsequently transferred to AT&T Corp. as part of the merger of TCI into AT&T Corp. The transfer of control to AT&T was granted in 1999 (see File No. ITC-T/C-1998-0914-00635, granted in Public Notice DA 99-388, rel. Mar. 3, 1999). In February 2001, TCI Telephony Services of California, Inc. was converted, under state statute, from a corporation to a limited liability company ("LLC"), called AT&T Broadband Phone of California, LLC. The pro forma conversion from a corporation to an LLC involved no change in the ultimate control of the authorized entity, which remained a 100% owned subsidiary of AT&T Corp.

#### 2. File No. I-T-C-97-441

The international authorization to provide global resale services associated with File No. I-T-C-97-441 was originally granted to TCI Telephony Services of Connecticut, Inc., d/b/a

People Link by TCI on September 17, 1997 (see Public Notice DA 97-2016, rel. Sept. 18, 1997).

Control of this authorization was subsequently transferred to AT&T Corp. as part of the merger of TCI into AT&T Corp. The transfer of control to AT&T was granted in 1999 (see File No. ITC-T/C-1998-0914-00635, granted in Public Notice DA 99-388, rel. Mar. 3, 1997). In March 2001, TCI Telephony Services of Connecticut, Inc. was renamed AT&T Broadband Phone of Connecticut, Inc. This simple renaming involved no change in the control or ownership structure of the authorized entity, which remained a 100% owned subsidiary of AT&T Corp.

#### 3. File No. I-T-C-97-457

The international authorization to provide global resale services associated with File No. I-T-C-97-457 was originally granted to TCI Telephony Services of Texas, Inc., d/b/a People Link by TCI on September 19, 1997 (see Public Notice DA 97-2070, rel. Sept. 25, 1997). Control of this authorization was subsequently transferred to AT&T Corp. as part of the merger of TCI into AT&T Corp. The transfer of control to AT&T was granted in 1999 (see File No. ITC-T/C-1998-0914-00635, granted in Public Notice DA 99-388, rel. Mar. 3, 1997). In February 2001, TCI Telephony Services of Texas, Inc. was converted, under state statute, from a corporation to an LLC, called AT&T Broadband Phone of Texas, LLC. The pro forma conversion from a corporation to an LLC involved no change in the ultimate control of the authorized entity, which remained a 100% owned subsidiary of AT&T Corp.

#### 4. File No. I-T-C-97-458

The international authorization to provide global resale services associated with File No. I-T-C-97-458 was originally granted to TCI Telephony Services of Illinois, Inc., d/b/a People Link by TCI on September 19, 1997 (see Public Notice DA 97-2070, rel. Sept. 25, 1997). Control of this authorization was subsequently transferred to AT&T Corp. as part of the merger of TCI into AT&T Corp. The transfer of control to AT&T was granted in 1999 (see File No. ITC-T/C-1998-0914-00635, granted in Public Notice DA 99-388, rel. Mar. 3, 1997). In February 2001, TCI Telephony Services of Illinois, Inc. was converted, under state statute, from a corporation to an LLC, called AT&T Broadband Phone of Illinois, LLC. The pro forma conversion from a corporation to an LLC involved no change in the ultimate control of the authorized entity, which remained a 100% owned subsidiary of AT&T Corp.

#### 5. File No. I-T-C-97-093

The international authorization to provide limited global resale services associated with File No. I-T-C-97-093 was originally jointly granted to Continental Telecommunications Corp. ("CTC") and MediaOne Business Services, Inc. on April 2, 1997 (see Public Notice DA 97-665, rel. Apr. 3, 1997).<sup>2</sup>

On June 23, 1997, CTC notified the FCC that it had changed the name under which it does business to MediaOne Telecommunications Corp.

On June 11, 1998, MediaOne Business Services, Inc. was merged into MediaOne of Colorado, Inc. This was a pro forma merger, however, that involved no change in the ultimate

<sup>&</sup>lt;sup>2</sup> This authorization jointly granted CTC and MediaOne Business Services, Inc. authority to provide global resale services originating outside of US West Communications, Inc. regions and terminating at all international points except Lithuania and Russia.

control of the authorized entity. Prior to the merger, MediaOne of Colorado, Inc. was already the 100% parent of MediaOne Business Services, Inc.

Control of this joint authorization was then transferred to AT&T Corp. as part the merger of MediaOne into AT&T Corp. This transfer of control was approved by the Commission on June 13, 2000 (see File No. ITC-T/C-19990707-00404, granted in Public Notice DA 00-1297, rel. June 13, 2000).

#### 6. File No. I-T-C-97-095

The international authorization to provide resold international switched telecommunications services to Lithuania and Russia<sup>3</sup> associated with File No. I-T-C-97-095 was originally jointly granted to MediaOne Telecommunications Corp. and MediaOne Business Services, Inc. on September 9, 1997 (see Order, Authorization and Certificate, ITC-97-095, DA 97-1929, rel. Sept. 9, 1997).<sup>4</sup>

On June 11, 1998, MediaOne Business Services, Inc. was merged into MediaOne of Colorado, Inc. This was a pro forma merger, however, that involved no change in the ultimate control of the authorized entity. Prior to the merger, MediaOne of Colorado, Inc. was already the 100% parent of MediaOne Business Services, Inc.

Control of this joint authorization was then transferred to AT&T Corp. as part the merger of MediaOne into AT&T Corp. This transfer of control was approved by the Commission on June 13, 2000 (see File No. ITC-T/C-19990707-00404, granted in Public Notice DA 00-1297, rel. June 13, 2000).

<sup>&</sup>lt;sup>3</sup> This authorization granted MediaOne Telecommunications Corp. and MediaOne Business Services, Inc. authority to resell international switched telecommunications services that originate outside the in-region states of US West Communications, Inc. and terminate in Lithuania and Russia.

<sup>&</sup>lt;sup>4</sup> Prior to the release of this order, CTC had previously notified the FCC that it had changed the name under which it does business to MediaOne Telecommunications Corp.

#### **CONCLUSION**

AT&T certifies that all of the information in this application is accurate. For all of the foregoing reasons, AT&T respectfully requests that the Commission amend the application filed on February 28, 2002, to reflect these clarifications.

Respectfully submitted,

AT&T Corporation

By:

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Steven C. Horvitz Danielle Frappier

Cole, Raywid & Braverman, LLP

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Bailey/De

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Fax: (202) 456-0067

Attorneys for AT&T Corporation

Dated: March 26, 2002

## AT&T MAR 2 9

# Private Pointto-Point Microwave Service **Part 101**

(LICENSEES/CALL SIGNS NOT **INCLUDED ON PART 90 APPLICATIONS)** 

FCC Wireless Telecommunications Bureau **FCC 603** Approved by OMB 3060 - 0800 Application for Assignments of Authorization See instructions for and Transfers of Control public burden estimate Submitted 03/19/2002 at 11:23AM File Number: 0000815155

1) Application Purpose: Transfer of Control 2a) If this request is for an Amendment or Withdrawal, enter the File Number of the pending application File Number: currently on file with the FCC. 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	er: L00037917	10b) SGIN: 000	10c) FCC Registration Number (FRN): 0001607639
11) First Name (if individual):	MI:	Last Name:	Suffix:
12) Entity Name (if not an individual	): WESTMARC DI	EVELOPMENT JOI	NT VENTURE
13) Attention To: STEPHEN FLESS	NER		
14) P.O. Box: <b>5630</b>	And / Or	15) Street Address:	
16) City: DENVER		17) State: CO	18) Zip: <b>80217</b>
19) Telephone Number: (720)267-2700		20) FAX:	The state of the s
21) E-Mail Address:			

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

	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: L00438063		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 CORP.		
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:		1	

#### 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 & BRAVERMAN, LLP				
36) P.O. Box: And / Or 37) Street Address: 1919 PENNSYLVANIA AVENUE, NW., SUITE 200				
38) City: WASHINGTON		39) State: DC	40) Zip: <b>20006</b>	
41) Telephone Number: (202)	659-9750	42) FAX:		
43) E-Mail Address:				

#### Assignee/Transferee Information

44) The Assignee is a(n): Corporati	ion		
45a) Taxpayer Identification Numbe	r: 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 individ	dual): AT&T COM	CAST CORPORATE	ON
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)981-7	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	d / Or 62) Street Address: 1909 K STREET, NW., SUITE 820	
63) City: WASHINGTON		64) State: DC	65) Zip: <b>20006</b>
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.	
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)

Hare.	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**

ederal Communicat subject to streamline	ions Commission has been given, or (2) t ed notification procedures for <i>pro forma</i> as	that prior Commission consent is not		
es that all statements	s made in this application and in the exhit pplication, and are true, complete, correct	oits, attachments, or in documents t, and made in good faith.		
Authorized to Sign		<u> </u>		
MI: D	Last Name: BAILEY	Suffix:		
Signature: RICK D BAILEY 81) Date: 03/19/02				
	ederal Communicati subject to streamline emorandum Opinion es that all statements ial, are part of this ap Authorized to Sign	MI: D Last Name: BAILEY		

#### 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			A
Signature: ARTHUR R BLOCK		84) Date: 03/19/02	
WILLFUL FALSE STATEMENTS MADE			
IMPRISONMENT (U.S. Code, Title 18, S PERMIT (U.S. Code, Title 47, Section 3	ection 1001) AND/OR	REVOCATION OF ANY STATION L	ICENSE OR CONSTRUC

#### 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
KNBC721	AL				Yes
WPEX811	AL				Yes
WPAC946	AL				Yes
KKJ752	AL				Yes
WPKN856	AL				Yes
KGY635	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

(current) Year 2 Gross Revenues Year 3 Gross Revenues Total Assets:			Year 2 Gross Revenues	Year 3 Gross Revenues	Total Assets:
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#### 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	03/19/02	DESCRIPTION OF TRANSACTION/PUBLIC INTEREST STATEMTENT	0177362364448065695380873.pdf

## Remittance ID:213484 Authorization Number:182269 -- Successful Authorization --FILE COPY ONLY!! --

CAREFULLY BEFORE	REMITTANCE AD		APPROVED BY OME 3060-058
PROCEEDING	PAGE NO 1 OF 2	VICE	SPECIAL USE
(1) LOCKDON HARBOOA			FCC USE ONLY
(1) LOCKBOX #358994			
	SECTION A - Payer In		
(2) PAYER NAME (if paying by cre Cole, Raywid & Braverman	edit card, enter name exactly as it appears on your can, L.L.	ard)	(3) TOTAL AMOUNT PAID (dollars and cents \$300.00
(4) STREET ADDRESS LINE NO.			
1919 Pennsylvania Ave., N.	.w.		
(5) STREET ADDRESS LINE NO.	2		•
Suite 200			
(6) CITY		(7) ST	ATE (8) ZIP CODE
Washington		DC	20006
(9) DAYTIME TELEPHONE NUM	BER (INCLUDING AREA CODE)	(10) COUNTRY C	ODE (IF NOT IN U.S.A.)
202 - 6599750		us	,
FCC REG	ISTRATION NUMBER (FRN) AND TAX IDEN	TIFICATION NUMB	BER (TIN) REQUIRED
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0003787942	05208	820071	
	ER NAME AND THE APPLICANT NAME AR MORE THAN ONE APPLICANT, USE CONT		
(13) APPLICANT NAME			
AT&T COMCAST CORPO	ORATION		
(14) STREET ADDRESS LINE NO.	. 1		
1500 MARKET STREET			
(15) STREET ADDRESS LINE NO.	. 2		
(16) CITY		(17) STA	
PHILADELPHIA		PA	19102
(19) DAYTIME TELEPHONE NUM ( <b>215) 981-7535</b>	ABER (INCLUDING AREA CODE)	(20) COUNTRY CO	DDE (IF NOT IN U.S.A.)
	ISTRATION NUMBER (FRN) AND TAX IDEN	TIFICATION NUMB	ER (TIN) REQUIRED
(21) APPLICANT (FRN)		PLICANT (TIN)	
0006329247	02700	00798	
Marie Marie American Communication Communica	TION C FOR EACH SERVICE, IF MORE BOX		SE CONTINUATION SHEET
(23A) FCC Call Sign/Other ID	(24A) Payment Type Code		L) Quantity
KGY635 (26A) Fee Due for (PTC)			1
(20A) Fee Due for (FTC)  \$50.00	(27A) Total Fee \$50.00		1. 16 (1.0 <del>1.0 1.0 1.0 1.0 1.0 1.0 1.0 1.0 1.0 1.0 </del>
(28A) FCC CODE 1	(29A) FCC CC		
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(23B) FCC Call Sign/Other ID	(CAD) D	TYPO I	
KKJ752	(24B) Payment Type Code( PATM		Quantity .
26B) Fee Due for (PTC)	(27B) Total Fee		
\$50.00	\$50.00		

(28B) FCC CODE 1	(29B) FCC CODI	E 2		
		0000815	155	
			APPROVED	BY OME
REMITTANCE ADVICE (Continuation Sheet)				3060-05
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(13) APPLICANT NAME				
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1500 MARKET STREET				
(15) STREET ADDRESS LINE NO. 2		**************************************	<u></u>	h
(16) CITY				·
PHILADELPHIA		(17) STATE <b>PA</b>	(18) ZIP CODE 19102	
(19) DAYTIME TELEPHONE NUMBER (INCI	LUDING AREA CODE)	(20) COUNTRY CODE (IF N		
(215) 981-7535		**************************************	,	
FCC REGISTRATIO	N NUMBER (FRN) AND TAX IDENTIF		REQUIRED	
(21) APPLICANT (FRN) <b>0006329247</b>	(22) APPLI( <b>0270000</b> 7	CANT (TIN)		
	R EACH SERVICE, IF MORE BOXES		FINITION SHEET	
(23A) FCC Call Sign/Other ID	(24A) Payment Type Code(P1			
KNBC721	PATM		1	
(26A) Fee Due for (PTC) <b>\$50.00</b>	(27A) Total Fee <b>\$50.00</b>			
(28A) FCC CODE 1	(29A) FCC CODE	2		February 1
		00008151	55	
(23B) FCC Call Sign/Other ID	(24B) Payment Type Code(P1	(25B) O		
WPAC946	PATM	TC) (25B) Quantity	y 1	
(26B) Fee Due for (PTC)	(27B) Total Fee	FCC Use Only		
\$50.00	\$50.00		Table - Paris -	3.8
(28B) FCC CODE 1	(29B) FCC CODE	00008151	55	
	3	0000131		
(23C) FCC Call Sign/Other ID	(24C) Payment Type Code(PT	(25C) Quantity	_	
<b>WPEX811</b> (26C) Fee Due for (PTC)	(27C) Total Fee	regine (in)	1	THE LANGE
\$50.00	\$50.00			
(28C) FCC CODE 1	(29C) FCC CODE :			Andrews - Land St. (Co.)
		00008151	55	
23D) FCC Call Sign/Other ID	(24D) Payment Type Code(PT	(25D) Quantity		
WPKN856	PATM		1	
26D) Fee Due for (PTC) <b>\$50.00</b>	(27D) Total Fee			
28D) FCC CODE 1	\$50.00 (29D) FCC CODE 2	2		
*	25D) I CC CODE 2	000081515	55	
23E) FCC Call Sign/Other ID				
	(24E) Payment Type Code(PTC)	(25E) Quantity		
26E) Fee Due for (PTC)	(27E) Total Fee			
28E) FCC CODE 1	(305) 500 0055 3			
,	(29E) FCC CODE 2	,		

(23F) FCC Call Sign/Other ID	(24F) Payment Type Code(PTC)	(25F) Quantity
(26F) Fee Due for (PTC)	(27F) Total Fee	
(28F) FCC CODE 1	(29F) FCC CODE 2	

FCC FORM 159-C February 2000(REVISED)

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:	930510587	10b) SGIN: 000	10c) FCC Registration Number (FRN): 0001560812
11) First Name (if individual):	MI:	Last Name:	Suffix:
12) Entity Name (if not an individual):	BILLINGS TEL	E-COMMUNICATIO	NS. INC.
13) Attention To: STEPHEN FLESSN			
14) P.O. Box: 5630	And / Or	15) Street Addre	SS:
16) City: DENVER		17) State: CO	18) Zip: <b>80217</b>
19) Telephone Number: (720)267-270	0	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	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 CO	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)981-7535		32) FAX:	
33) E-Mail Address:		-	

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

34) First Name: RENEE	MI:	Last Name: CALLAHAN		Suffix:
35) Company Name: LAWLER,	METZGER & MILK	IAN, LLC		
36) P.O. Box:	And / Or	37) Street Address: 1909 K STR	EET, NW., S	UITE 820
38) City: <b>WASHINGTON</b>		39) State: DC		40) Zip: 20006
41) Telephone Number: (202)77	7-7700	42) FAX:		
43) E-Mail Address:	· · · · · · · · · · · · · · · · · · ·			

#### Assignee/Transferee Information

44) The Assignee is a(n): Corporat			
45a) Taxpayer Identification Number	er: <b>270000798</b>	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 Addre	ss: 1500 MARKET STREET
53) City: PHILADELPHIA		54) State: PA	55) Zip: <b>19102</b>
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 & MILKMAN, LLP				
61) P.O. Box:	And / Or	62) Street Address: 1909 K STREE	T, NW., SUITE 820	
63) City: WASHINGTON		64) State: DC	65) Zip: <b>20006</b>	
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
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 is	Federal Communicat s subject to streamline	authorization will not be assigned or that ions Commission has been given, or (2) the notification procedures for pro forma as and Order, 13 FCC Rcd. 6293(1998).	nat prior Commission consent is not
<ol><li>The Assignor or Transferor certi incorporated by reference are mate</li></ol>	fies that all statement erial, are part of this a	s made in this application and in the exhib oplication, and are true, complete, correct	its, attachments, or in documents, and made in good faith.
79) Typed or Printed Name of Part	Note that the second se		
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 IMPRISONMENT (U.S. Code, Title 18, PERMIT (U.S. Code, Title 47, Section 2	Section 1001) AND/OR F	REVOCATION OF ANY STATION LIC	ENSE OR CONSTRUCTION

#### 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
WPAT302	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	02/19/02	DESCRIPTION OF TRANSACTION/PUBLIC INTEREST STATEMENT	0177283460154467072670660.pdf

BEFORE PROCE	TIONS CAP	CEPULLI					
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				COMMUNICATIONS		ON	3060-0589
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(5) STREET ADI						<del></del>	
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Washington	1					DC	20006
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PHILADELP						PA	19102
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(215) 981-75					· · · · · · · · · · · · · · · · · · ·		
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#### COLE, RAYWID & BRAVERMAN, L.L.P.

**VENDOR** 

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TO THE ORDER

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 10:56AM
		File Number: 0000776856

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	er: <b>830300111</b>	10b) SGIN: 000	10c) FCC Registration Number (FRN): 0001623396
11) First Name (if individual):	MI:	Last Name:	Suffix:
12) Entity Name (if not an individua	I): COMMUNITY C	ABLE TELEVISIO	N
13) Attention To: STEPHEN FLESS	SNER		
14) P.O. Box: <b>5630</b>	And / Or	15) Street Addre	ss:
16) City: DENVER		17) State: CO	18) Zip: <b>80217</b>
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 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	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, NW., SUITE 200			LVANIA AVENUE, NW., SUITE 200
38) City: WASHINGTON		39) State: DC	40) Zip: <b>20006</b>
41) Telephone Number: (202)659-9750		42) FAX:	
43) E-Mail Address:			

#### Assignee/Transferee Information

45a) Taxpayer Identification Numbe	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 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 & MILK	MAN, 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:	7			

#### 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 untawfully 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

1) The Assignor or Transferor certifies either (1) that the authorization will not be assigned or that control of the licer transferred until the consent of the Federal Communications Commission has been given, or (2) that prior Commiss required because the transaction is subject to streamlined notification procedures for pro forma assignments and tratelecommunications carriers. See Memorandum Opinion and Order, 13 FCC Rcd. 6293(1998).	sion consent is not
2) The Assignor or Transferor certifies that all statements made in this application and in the exhibits, attachments, incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good	or in documents od faith.
79) Typed or Printed Name of Party Authorized to Sign	TO THE PROPERTY AND ADDRESS OF THE PARTY OF

First Name: RICK	MI: D	Last Name: BAILEY	Suffix:
80) Title: VICE PRESIDENT		V	
Signature: RICK D BAILEY		81) Date: <b>02/28/02</b>	

#### 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	juni 1	Last Name. BLOCK	Jounix.
1 /			
Signature: ARTHUR R BLOCK		84) Date: <b>02/28/02</b>	
WILLFUL FALSE STATEMENTS MADE OF IMPRISONMENT (U.S. Code, Title 18, Se	ction 1001) AND/OR	REVOCATION OF ANY STATION LIC	CENSE OR CONSTRUCTION
PERMIT (U.S. Code, Title 47, Section 312	2(a)(1)), AND/OR FOR	FEITURE (U.S. Code, Title 47, Secti	ion 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
WPJE701	AL				Yes
WPJA237	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:	
			Lance of the second	

#### 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	0177283541805704832287408.pdf

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## CCLE, RAYWID & BRAVERMAN, L.L.P.

**VENDOR** 

FEDERAL COMMUNICATIONS

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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 11:32AM
		File Number: <b>0000773538</b>

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:	, , , , , , , , , , , , , , , , , , ,

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a) Is this a pro forma assignment of authorization or transfer of control? No
b) If the answer to Item 3a is 'Yes', is this a notification of a pro forma transaction being filed under the Commission's forbearance rocedures for telecommunications licenses?
For assignment of authorization only, is this a partition and/or disaggregation?
a) Does this filing request a waiver of the Commission rules?  'Yes', attach an exhibit providing the rule numbers and explaining circumstances. No
b) If a feeable waiver request is attached, multiply the number of stations (call signs) times the number of rule actions and enter the result.
Are attachments being filed with this application? Yes
a) Does the transaction that is the subject of this application also involve transfer or assignment of other wireless licenses held by e assignor/transferor or affiliates of the assignor/transferor(e.g., parents, subsidiaries, or commonly controlled entities) that are no cluded on this form and for which Commission approval is required? Yes
o) Does the transaction that is the subject of this application also involve transfer or assignment of non-wireless licenses that are n cluded on this form and for which Commission approval is required? <b>Yes</b>

#### **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: <b>841242269</b>	10b) SGIN: 000	10c) FCC Registration Number (FRN): 0004253928		
11) First Name (if individual):	MI:	Last Name:	Suffix:		
12) Entity Name (if not an individua	i): MEDIAONE OF	COLORADO, INC.			
13) Attention To: STEPHEN FLESS					
14) P.O. Box: 5630	And / Or	15) Street Address:			
16) City: DENVER		17) State: CO	18) Zip: <b>80217</b>		
19) Telephone Number: (720)267-2	700	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:			
Gender:	Female:	Male:			
					1

## 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	Jal): AT&T COF	RP.	
26) P.O. Box: And / Or 27) Street Add			ess: 32 AVENUE OF THE AMERICAS
000 000		29) State: NY	30) Zip: 10013
31) Telephone Number: (212)387-4000 32) FAX:		32) FAX:	
33) E-Mail Address:			

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

34) First Name: STEVE	MI:	Last Name: HORVITZ	Suffix: ESQ	
35) Company Name: COLE,	RAYWID & BRA	VERMAN, LLP	journa. <b>Lou</b>	
36) P.O. Box:	And / Or	37) Street Address: 1919 PENNSY	LVANIA AVENUE, N.W, SUITE 200	0
38) City: WASHINGTON		39) State: DC	40) Zip: 20006	
41) Telephone Number: (202	)659-9750	42) FAX:		
43) E-Mail Address:				
		THE PROPERTY OF THE PROPERTY O		

#### 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 CON	ICAST CORPORAT	TION
48) Name of Real Party in Interest:	Allenda, Ave.	49) TIN:	
50) Attention To: THOMAS R. NATH	łAN		
51) P.O. Box: And / Or 52) Street Address: 1500 MARKET STREET		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:			

## 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 & MILK	MAN, LLC	
61) P.O. Box:	And / Or	62) Street Address: 1909 K STREE	T, N.W., SUITE 820
63) City: WASHINGTON		64) State: DC	65) Zip: 20006
66) Telephone Number: (202)777-7000		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
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 t required because the transactio	he Federal Communicat n is subject to streamline	authorization will not be assigned or that ions Commission has been given, or (2) ted notification procedures for pro forma an 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, correc	
79) Typed or Printed Name of P	arty Authorized to Sign		
First Name: RICK	MI: D	Last Name: BAILEY	Suffix:
80) Title: VICE PRESIDENT	WWW. Printer Add Co. A		
Signature: RICK D BAILEY	<u> </u>	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 OF IMPRISONMENT (U.S. Code, Title 18, Sepermit (U.S. Code, Title 47, Section 312)	ction 1001) AND/OR	REVOCATION OF ANY STATION LIC	ENSE OR CONSTRUCTION

#### 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
WNES554	AL				Yes
WNER967	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	02/15/02	DESCRIPTION OF TRANSACTION/PUBLIC INTEREST STATEMENT	0177278386240363135712976.pdf

READ INSTRUCTIONS CAREFULLY BEFORE PROCEEDING Approved by OMB FEDERAL COMMUNICATIONS COMMISSION 3060-0589 Page No 1 of 1 REMITTANCE ADVICE SPECIAL USE (1) LOCKBOX # 358994 FULL WILLLAN 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. (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 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) OUANTITY WNER967 **PATM** (26A) FEE DUE FOR (PTC) (27A) TOTAL FEE FCC USE ONLY \$50.00 \$50.00 (28A) FCC CODE I (29A) FCC CODE 2 0000773538 (23B) CALL SIGN/OTHER ID (24B) PAYMENT TYPE CODE (25B) QUANTITY WNES554 **PATM** 26B) FEE DUE FOR (PTC) (27B) TOTAL FEE FCC USE ONLY \$50.00 \$50.00 (28B) FCC CODE 1 (29B) FCC CODE 2 0000773538 **SECTION D - CERTIFICATION** (30) CERTIFICATION STATEMENT certify under penalty of perjuly that the foregoing and supporting information is true and correct to NATURE DATE 34402 the best of my knowledge, information and belief. **SIGNATURE** 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

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

**VENDOR** 

FEDERAL COMMUNICATIONS

CHECK NO.

74522

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.

CHECK DATE

VENDOR NO.

Details on back.

Security Features Included. ED

74522

03/01/2002

**FCC** 

PAY

One hundred and NO/100

**CHECK AMOUNT** 

100.00

TO THE ORDER

**FEDERAL COMMUNICATIONS** 

COMMISSION

#074522# #054001204#

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

74522

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03/01/2002

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

and Transfers of Control

### Type of Transaction

FCC 603

- 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: <b>050461912</b>	10b) SGIN: 000	10c) FCC Registration Number (FRN): 0003594512
11) First Name (if individual):	MI:	Last Name:	Suffix:
12) Entity Name (if not an individual	): MEDIAONE OF	LAKEWOOD, INC.	•
13) Attention To: STEPHEN FLESS	NER		
14) P.O. Box: <b>5630</b>	And / Or	15) Street Addre	ess:
16) City: DENVER		17) State: CO	18) Zip: <b>80217</b>
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:	<del></del>		•
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	ial): AT&T COF	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	AYWID & BRA	VERMAN, LLP	
36) P.O. Box:	And / Or	37) Street Address: 1919 PENNSY	LVANIA AVENUE, N.W., SUITE 200
38) City: WASHINGTON		39) State: DC	40) Zip: 20006
41) Telephone Number: (202)	659-9750	42) FAX:	4.
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	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: <b>19102</b>
56) Telephone Number: (215)981-7	535	57) FAX:	**************************************
58) E-Mail Address:		-	in the second of

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

MI:	Last Name: CALLAHAN	Suffix:	
METZGER & MILKN	IAN, LLC		
And / Or	62) Street Address: 1909 K STREET, NW, SUITE 820		
	64) State: DC	65) Zip: <b>20006</b>	
7-7700	67) FAX:		
	METZGER & MILKN And / Or	METZGER & MILKMAN, LLC And / Or 62) Street Address: 1909 K STREE 64) State: DC	

## 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:	Hispanic or Latino:	Not Hispanic or Latino:			
Gender:	Female:	Male:			

## **Assignor/Transferor Certification Statements**

required because the transaction	the Federal Communicat in is subject to streamline	authorization will not be assigned or that ions Commission has been given, or (2) and notification procedures for <i>pro forma</i> and and Order, 13 FCC Rcd. 6293(1998).	that prior Commission consent is not
The Assignor or Transferor of incorporated by reference are market.	ertifies that all statement naterial, 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 t, and made in good faith.
79) Typed or Printed Name of P			
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

p	-	•	
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, 5 PERMIT (U.S. Code, Title 47, Section 3	Section 1001) AND/OR (	REVOCATION OF ANY STATION LIC	ENSE OF 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
WNEE392	AL			,	, , ,	Yes
WNEE393	AL					Yes
WNEE394	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

ļ	Year 1 Gross Revenues (current)	Year 2 Gross Revenues	Year 3 Gross Revenues	Total Assets:
		•	at a contract of the contract	

#### 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	02/15/02	DESCRIPTION OF TRANSACTION/PUBLIC INTEREST STATEMENT	0177278598524059881790360.pdf

## READ INSTRUCTIONS CAREFULLY

BEFORE PROCEEDING

# FEDERAL COMMUNICATIONS COMMISSION REMITTANCE ADVICE

Approved by OMB 3060-0589
Page No <u>1</u> of <u>2</u>

	RE	MITTANCE AL	OVICE		Page No 1 of 2
(1) LOCKBOX # 358994		المان المستندية المان	MAR 0 6 2002	SPECIAL USE	ANDA
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	SECTIO	N A - PAYER INFO	RMATION		
(2) PAYER NAME (if paying by credit card, e COLE, RAYWID & BRAVERMAN	nter name exactly as i	t appears on your card)		(3) TOTAL AMOUNT	PAID (U.S. Dollars and cent \$150.0
(4) STREET ADDRESS LINE NO. 1 1919 PENNSYLVANIA AVENUE.	NW., SUITE 20	00			<b>\$150.0</b>
(5) STREET ADDRESS LINE NO. 2		100		. ,	
(6) CITY WASHINGTON				(7) STATE (8) ZIP	
(9) DAYTIME TELEPHONE NUMBER (incl. (202) 659-9750	ıde area code)	(10) COUNTRY COD	E (if not in U.S.A.)	<u> </u>	20006
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IF MORE TH	AN ONE APPLIC	ANT, USE CONTIN	UATION SHEETS (F	CETE SECTION FORM 159-C)	(B
(13) APPLICANT NAME AT&T COMCAST CORPORATION					
(14) STREET ADDRESS LINE NO. 1 1500 MARKET STREET		4.///		•	
(15) STREET ADDRESS LINE NO. 2					
(16) CITY PHILADELPHIA				17) STATE (18) ZII	P CODE 19102
(19) DAYTIME TELEPHONE NUMBER (incl. (215) 981-7535	ude area code)	(20) COUNTRY CODE	(if not in U.S.A.)		10102
FCC REGISTRATION	NUMBER (FRN	) AND TAX IDENT	IFICATION NUMBE	R (TIN) REQUI	RED
21) APPLICANT (FRN) 0006329247		(22) APPLICANT (TIN) <b>0270000798</b>			
COMPLETE SECTION C FO	R EACH SERVIC	E, IF MORE BOXE			ION SHEET
23A) CALL SIGN/OTHER ID WNEE392		(24A) PAYMENT T	YPE CODE (25A) QUA	ANTITY	
26A) FEE DUE FOR (PTC) \$50.00	27A) TOTAL FEE	\$50.00	FCC USE ONLY		
28A) FCC CODE 1	(29A) FCC CC				0000774040
23B) CALL SIGN/OTHER ID		(24B) PAYMENT T	YPE CODE (25B) QUA	NTITY	0000774012
WNEE393		PATM	1		
26B) FEE DUE FOR (PTC) \$50.00	27B) TOTAL FEE		FCC USE ONLY		
28B) FCC CODE 1	(29B) FCC CO	DE 2	<del></del>		0000774042
		ION D - CERTIFICA	ATION _		0000774012
30) CERTIFICATION STATEMENT		~			
he best of my knowledge, information and belie	f. SIGNATU		rythat the foregoing and s	Supporting informat DATE 3/	ion is true and correct to
SE	CTION E - CRED	OIT CARD PAYME	T INFORMATION		
	ISA ACCOUNT NU				EXPIRATION
MASTERCARD					DATE:
VISA I hereby authorize the FCC	to charge my VISA	or MASTERCARD	for the service(s)/autho	rization herein de	scribed.
SIGNATURE	· · · · · · · · · · · · · · · · · · ·		DATE		
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## FEDERAL COMMUNICATIONS COMMISSION

SPECIAL USE	
FCC USE ONLY	

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

**VENDOR** 

FEDERAL COMMUNICATIONS

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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

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TO THE ORDER

**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 12:18PM
		File Number: 0000776161

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 Numb	er: <b>730943473</b>	10b) SGIN: 000	10c) FCC Registration Number (FRN): 0001695410	
11) First Name (if individual):	MI:	Last Name:	Suffix:	
12) Entity Name (if not an individua	i): SAN LEANDRO	CABLE TELEVISION	ON, INC.	
13) Attention To: STEPHEN FLES:				
14) P.O. Box: 5630	And / Or	15) Street Address:		
16) City: DENVER		17) State: CO	18) Zip: <b>80217</b>	
19) Telephone Number: (720)267-2700		20) FAX:	1 7 1	
21) E-Mail Address:				

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