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

Transferor Information (for transfers of control only)

23a) Taxpayer Identification Numb	er:	23b) SGIN:	23c) FCC Registration Number (FRN): 0003470556	
24) First Name (if individual): MI:		Last Name:	Suffix;	
25) Entity Name (if not an individu	al): AT&T COI	RP.		
26) P.O. Box:	And / Or	r 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:	The state of the s	
33) E-Mail Address:		EINGUREITAUN BELIEU. A.J.A. B.A.		

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, N.W., SUITE 200						
38) City: WASHINGTON		39) State: DC	40) Zip: 20006			
41) Telephone Number: (202)659-9750		42) FAX:				
43) E-Mail Address:						

Assignee/Transferee Information

45a) Taxpayer Identification Numbe	r: 270000798	45b) SGIN: 000	45c) FCC Registration Number (FRN): 0006329247
46) First Name (if individual):	MI:	Last Name:	Suffix:
47) Entity Name (if other than indivi	dual): AT&T CON	CAST CORPORAT	TON
48) Name of Real Party in Interest:	ALLANDANA NA ALIMPINA ALIMA DEL 112 ANDRES MINISTERNA ALIA		49) TIN:
50) Attention To: THOMAS R. NATI	HAN	A. Chi. A. Chi. att. Att. Att. Att. Att. Att. Att. Att	
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	62) Street Address: 1909 K STREE	T, NW, SUITE 820	
63) City: WASHINGTON		64) State: DC	65) Zip: 20006	
66) Telephone Number: (202)77	7-7700	67) FAX:		
68) E-Mail Address:				

Alien Ownership Questions

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

Basic Qualification Questions

74) Has the Assignee or Transferee or any party to this application had any FCC station authorization, license or construction permit revoked or had any application for an initial, modification or renewal of FCC station authorization, license, construction permit denied by the Commission? If 'Yes', attach exhibit explaining circumstances.	No
75) Has the Assignee or Transferee or any party to this application, or any party directly or indirectly controlling the Assignee or Transferee, or any party to this application ever been convicted of a felony by any state or federal court? If 'Yes', attach exhibit explaining circumstances.	No
76) Has any court finally adjudged the Assignee or Transferee, or any party directly or indirectly controlling the Assignee or Transferee guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement, or any other means or unfair methods of competition? If 'Yes', attach exhibit explaining circumstances.	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 is	-ederal Communicat subject to streamline	authorization will not be assigned or that ions Commission has been given, or (2) to do notification procedures for pro forma as and Order, 13 FCC Rcd. 6293(1998).	that prior Commission consent is not	
The Assignor or Transferor certifi- incorporated by reference are mater	es that all statement ial, are part of this a	s made in this application and in the exhit pplication, and are true, complete, correct	bits, attachments, or in documents	
79) Typed or Printed Name of Party				
First Name: RICK	MI: D	Last Name: BAILEY	Suffix:	
80) Title: VICE PRESIDENT				
Signature: RICK D BAILEY		81) Date: 02/28/02		

Assignee/Transferee Certification Statements

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

82) Typed or Printed Name of Party Authorized to Sign

First Name: ARTHUR	MI: R	Last Name: BLOCK	Suffix:				
83) Title: OFFICER							
Signature: ARTHUR R BLOCK		84) Date: 02/28/02					
WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).							

Authorizations To Be Assigned or Transferred

85) Call Sign	86) Radio Service	87) Location Number	88) Path Number (Microwave only) Requency (MHz)	90) Upper Frequency (MHz)	91) Constructed Yes / No
WNEY770	AL.				Yes
WNEW767	AL				Yes

FCC Form 603 Schedule A

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

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

Assignments of Authorization

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

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

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

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

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

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

3) Certification Statements

For Assignees Claiming Eligibility as an Entrepreneur Under the General Rule

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

For Assignees Claiming Eligibility as a Publicly Traded Corporation

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

For Assignees Claiming Eligibility Using a Control Group Structure

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

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

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

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

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

For Assignees Claiming Eligibility as a Rural Telephone Company

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

Transfers of Control

4) Licensee Eligibility (for transfers of control only)

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

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

Certification Statement for Transferees

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

Attachment List

Attachment Type	Date	Description	Contents
Other	02/19/02	DESCRIPTION OF TRANSACTION/PUBLIC INTEREST STATEMENT	0177282539220873076775353.pdf

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

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TO THE ORDER OF

FEDERAL COMMUNICATIONS

COMMISSION

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FCC 603	FCC Wireless Telecommunications Bureau Application for Assignments of Authorization and Transfers of Control	Approved by OMB 3060 - 0800 See instructions for public burden estimate
		Submitted 02/28/2002 at 12:00AM
		File Number: 0000790640

(1) Appli	ication	Purpose:	Transfe	r 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

17a) Does the transaction that is the subject of this application also involve transfer or assignment of other wireless licenses held by the assignor/transferor or affiliates of the assignor/transferor(e.g., parents, subsidiaries, or commonly controlled entities) that are not included on this form and for which Commission approval is required? Yes

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

Transaction Information

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

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

Licensee/Assignor Information

10a) Taxpayer Identification Number	r: 042787448	10b) SGIN: 001	10c) FCC Registration Number (FRN): 0004898862
11) First Name (if individual):	MI:	Last Name:	Suffix:
12) Entity Name (if not an individual)	: SPORTSCHAN	NEL NEW ENGLA	ND, LP
13) Attention To: DAVID WOODMAN	١		
14) P.O. Box:	And / Or	15) Street Addre	ss: 10 TOWER OFFICE PARK
16) City: WOBURN		17) State: MA	18) Zip: 01801
19) Telephone Number: (781)933-93	800	20) FAX:	
21) E-Mail Address:			a ti di Managara a managara

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

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

Transferor Information (for transfers of control only)

23a) Taxpayer Identification Number	:	23b) SGIN:	23c) FCC Registration Number (FRN): 0003470556
24) First Name (if individual):	MI:	Last Name:	Suffix:
25) Entity Name (if not an individual):	AT&T COR	RP.	
26) P.O. Box:	And / Or	27) Street Addr	ess: 32 AVENUE OF THE AMERICAS
28) City: NEW YORK		29) State: NY	30) Zip: 10013
31) Telephone Number: (212)387-40	00	32) FAX:	
33) E-Mail Address:			

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

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

Assignee/Transferee Information

44) The Assignee is a(n):			
45a) Taxpayer Identification Number	er: 270000798	45b) SGIN: 000	45c) FCC Registration Number (FRN): 0006329247
46) First Name (if individual):	MI:	Last Name:	Suffix:
47) Entity Name (if other than indivi	dual):		
48) Name of Real Party in Interest:	. 1		49) TIN:
50) Attention To:	And to see the second s		
51) P.O. Box:	And / Or	52) Street Addres	SS:
53) City:		54) State:	55) Zip:
56) Telephone Number:		57) FAX:	
58) E-Mail Address:			

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

59) First Name:	MI:	Last Name:	Suffix:
60) Company Name:			
61) P.O. Box:	And / Or	62) Street Address:	
63) City:		64) State:	65) Zip:
66) Telephone Number:	, , , , , , , , , , , , , , , , , , ,	67) FAX:	
68) E-Mail Address:		, ,	

Alien Ownership Questions

Suffix:

 70) Is the Assignee or Transferee an alien or the representative of an alien? 71) Is the Assignee or Transferee a corporation organized under the laws of any foreign government? 72) Is the Assignee or Transferee a corporation of which more than one-fifth of the capital stock is owned of record or voaliens or their representatives or by a foreign government or representative thereof or by any corporation organized und of a foreign country? 73) Is the Assignee or Transferee directly or indirectly controlled by any other corporation of which more than one-fourth capital stock is owned of record or voted by aliens, their representatives, or by a foreign government or representative than y corporation organized under the laws of a foreign country? If "Yes", attach exhibit explaining nature and extent of alie ownership or control. Basic Qualification Questions 74) Has the Assignee or Transferee or any party to this application had any FCC station authorization, license or construction p denied by the Commission? If "Yes", attach exhibit explaining circumstances. 75) Has the Assignee or Transferee or any party to this application, or any party directly or indirectly controlling the Assig Transferee, or any party to this application ever been convicted of a felony by any state or federal court? If "Yes", attach exhibits attach at the converse of the party of the converse of the party /li>	of the ereof, or by n or foreign
72) Is the Assignee or Transferee a corporation of which more than one-fifth of the capital stock is owned of record or volumes or their representatives or by a foreign government or representative thereof or by any corporation organized und of a foreign country? 73) Is the Assignee or Transferee directly or indirectly controlled by any other corporation of which more than one-fourth capital stock is owned of record or voted by aliens, their representatives, or by a foreign government or representative the any corporation organized under the laws of a foreign country? If 'Yes', attach exhibit explaining nature and extent of alie ownership or control. 8 Basic Qualification Questions 74) Has the Assignee or Transferee or any party to this application had any FCC station authorization, license or construction processed or had any application for an initial, modification or renewal of FCC station authorization, license, construction processed or the Commission? If 'Yes', attach exhibit explaining circumstances.	of the ereof, or by n or foreign
of a foreign country? 73) Is the Assignee or Transferee directly or indirectly controlled by any other corporation of which more than one-fourth capital stock is owned of record or voted by aliens, their representatives, or by a foreign government or representative than or corporation organized under the laws of a foreign country? If 'Yes', attach exhibit explaining nature and extent of alie ownership or control. 8 Basic Qualification Questions 74) Has the Assignee or Transferee or any party to this application had any FCC station authorization, license or construction provided or had any application for an initial, modification or renewal of FCC station authorization, license, construction provided by the Commission? If 'Yes', attach exhibit explaining circumstances.	of the ereof, or by n or foreign
Capital stock is owned of record or voted by aliens, their representatives, or by a foreign government or representative the any corporation organized under the laws of a foreign country? If "Yes", attach exhibit explaining nature and extent of alie ownership or control. Basic Qualification Questions 74) Has the Assignee or Transferee or any party to this application had any FCC station authorization, license or construction by the Commission? If "Yes", attach exhibit explaining circumstances. 75) Has the Assignee or Transferee or any party to this application, or any party directly or indirectly controlling the Assignee.	ereof, or by n or foreign
74) Has the Assignee or Transferee or any party to this application had any FCC station authorization, license or construction or renewal of FCC station authorization, license, construction p denied by the Commission? If 'Yes', attach exhibit explaining circumstances. 75) Has the Assignee or Transferee or any party to this application, or any party directly or indirectly controlling the Assignee.	ction permit
revoked or had any application for an initial, modification or renewal of FCC station authorization, license, construction p denied by the Commission? If 'Yes', attach exhibit explaining circumstances. 75) Has the Assignee or Transferee or any party to this application, or any party directly or indirectly controlling the Assignee.	ction permit ermit
75) Has the Assignee or Transferee or any party to this application, or any party directly or indirectly controlling the Assignment of a following the Assignment of the Assig	
explaining circumstances.	nee or xhibit
76) Has any court finally adjudged the Assignee or Transferee, or any party directly or indirectly controlling the Assignee Transferee guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly or indirectly or indirectly of through control of manufacture or sale of radio apparatus, exclusive traffic arrangement, or any other means or unfair me competition? If 'Yes', attach exhibit explaining circumstances.	actly
77) Is the Assignee or Transferee, or any party directly or indirectly controlling the Assignee or Transferee currently a par pending matter referred to in the preceding two items? If 'Yes', attach exhibit explaining circumstances.	y in any
78) Race, Ethnicity, Gender of Assignee/Transferee (Optional)	
Race: American Indian or Alaska Asian: Black or African-American: Native Hawaiian or Other Pacific Islander:	White:
Ethnicity: Hispanic or Latino: Not Hispanic or Latino:	
Gender: Female: Male:	

Last Name:

81) Date:

Assignee/Transferee Certification Statements

First Name:

80) Title: Signature: MI:

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

82) Typed or Printed Name of Party Authorized to Sign

First Name:	MI:	Last Name:	Suffix:
83) Title:			
Signature:		84) Date:	
	Section 1001)	AND/OR REVOCATION OF A	ARE PUNISHABLE BY FINE AND/OR ANY STATION LICENSE OR CONSTRUCTION de, Title 47, Section 503).

Authorizations To Be Assigned or Transferred

85) Call Sign	86) Radio Service	87) Location Number	88) Path Number 89) Lower or Center (Microwave only) Frequency (MHz)	90) Upper Frequency (MHz)	91) Constructed Yes / No
WNES356	AL				Yes
WNES357	AL				Yes

FCC Form 603 Schedule A

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

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

Assignments of Authorization

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

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

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

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

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

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

3) Certification Statements

For Assignees Claiming Eligibility as an Entrepreneur Under the General Rule

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

For Assignees Claiming Eligibility as a Publicly Traded Corporation

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

For Assignees Claiming Eligibility Using a Control Group Structure

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

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

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

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

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

For Assignees Claiming Eligibility as a Rural Telephone Company

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

Transfers of Control

4) Licensee Eligibility (for transfers of control only)

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

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

Certification Statement for Transferees

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

Attachment List

Attachment Type	Date	Description	Contents
Other	02/28/02	DESCRIPTION OF TRANSACTION/PUBLIC INTEREST STATEMENT	Not Available

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

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FEDERAL COMMUNICATIONS

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

BANK OF AMERICA

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CHECK DATE

VENDOR NO.

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

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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 11:53AM
		File Number: 0000777213

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

Type of Transaction

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

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

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

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

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

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

6) Are attachments being filed with this application? Yes

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

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

Transaction Information

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

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

Licensee/Assignor Information

10a) Taxpayer Identification Num	ber:	10b) SGIN:	10c) FCC Registration Number (FRN): 0004996054
11) First Name (if individual):	MI:	Last Name:	Suffix:
12) Entity Name (if not an individual	ial): TCI ILLIN	DIS HOLDINGS, L	
13) Attention To: STEPHEN FLE			
14) P.O. Box: 5630	And / Or	15) Street Addre	ess:
16) City: DENVER		17) State: CO	18) Zip: 80217
19) Telephone Number: (720)267	-2700	20) FAX:	
21) E-Mail Address:			

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

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

Transferor Information (for transfers of control only)

23a) Taxpayer Identification Num	ber:	23b) SGIN:	23c) FCC Registration Number (FRN): 0003470556
24) First Name (if individual):	MI:	Last Name:	Suffix:
25) Entity Name (if not an individu	al): AT&T COF	₹P.	
26) P.O. Box:	And / Or	27) Street Addr	ess: 32 AVENUE OF THE AMERICAS
28) City: NEW YORK	· · · · · · · · · · · · · · · · · · ·	29) State: NY	30) Zip: 10013
31) Telephone Number: (212)387	4000	32) FAX:	The second secon
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 PENNSY	LVANIA AVENUE, NW., SUITE 200
38) City: WASHINGTON		39) State: DC	40) Zip: 20006
41) Telephone Number: (202)	659-9750	42) FAX:	
43) E-Mail Address:			

Assignee/Transferee Information

45a) Taxpayer Identification Number: 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: 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	MAN, LLC	VVIS. WILLIAM ST. A.
61) P.O. Box:	And / Or	62) Street Address: 1909 K STREE	T, NW., SUITE 820
63) City: WASHINGTON		64) State: DC	65) Zip: 20006
66) Telephone Number: (202)77	7-7700	67) FAX:	
68) E-Mail Address:			
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.	ì
77) Is the Assignee or Transferee, or any party directly or indirectly controlling the Assignee or Transferee currently a party in any pending matter referred to in the preceding two items? If 'Yes', attach exhibit explaining circumstances.	No

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

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

Assignor/Transferor Certification Statements

required because the transaction	e Federal Communicat is subject to streamline	authorization will not be assigned or that ions Commission has been given, or (2) and notification procedures for pro forma at and Order, 13 FCC Rcd. 6293(1998).	that prior Commission consent is not	
The Assignor or Transferor cer incorporated by reference are ma	tifies that all statement terial, are part of this a	s made in this application and in the exhi- oplication, and are true, complete, correc	bits, attachments, or in documents	
79) Typed or Printed Name of Pa				
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	THE STREET STREE					
Signature: ARTHUR R BLOCK		84) Date: 02/28/02				
WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 503).						

Authorizations To Be Assigned or Transferred

85) Call Sign	86) Radio Service	87) Location Number	89) Lower or Center Frequency (MHz)	90) Upper Frequency (MHz)	91) Constructed Yes / No
WNER273	AL	A.M.		·	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	0177284316297636929054362.pdf

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23B) CALL SI	GN/OTHER ID			(24B) PAYMEN	VT TY	PE CODE	(25B) QU	ANTITY			
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26B) FEE DUE	E FOR (PTC)		(27B) TOTAL FEE			FCC USE	ONLY		-		
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TO THE ORDER OF

FEDERAL COMMUNICATIONS

COMMISSION

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FCC 603	FCC Wireless Telecommunications Bureau Application for Assignments of Authorization and Transfers of Control	Approved by OMB 3060 - 0800 See instructions for public burden estimate
		Submitted 02/28/2002 at 01:51PM
		File Number: 0000788221

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: 841439257	10b) SGIN: 000	10c) FCC Registration Number (FRN): 0004253753
11) First Name (if individual): MI:		Last Name:	Suffix:
12) Entity Name (if not an individua): TCI TECHNOLO	DGY MANAGEMEN	IT, LLC
13) Attention To:			
14) P.O. Box:	And / Or	15) Street Address: 4100 DRY CREEK RD	
16) City: LITTLETON		17) State: CO	18) Zip: 80122
19) Telephone Number: (303)486-3694		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:			ļ

Transferor Information (for transfers of control only)

23a) Taxpayer Identification Number:		23c) FCC Registration Number (FRN): 0003470556
24) First Name (if individual): MI:		Suffix:
ial): AT&T CO	₹P.	
26) P.O. Box: And / Or		ess: 32 AVENUE OF THE AMERICAS
28) City: NEW YORK		30) Zip: 10013
31) Telephone Number: (212)387-4000		
	MI: ual): AT&T COP And / Or	MI: Last Name: Jual): AT&T CORP. And / Or [27) Street Addrescored [29] State: NY

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

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

Assignee/Transferee Information

45a) Taxpayer Identification Number	r: 270000798	45b) SGIN: 000	45c) FCC Registration Number (FRN): 0006329247
46) First Name (if individual):	MI:	Last Name:	Suffix:
47) Entity Name (if other than indivi	dual): AT&T COM	CAST CORPORAT	ION
48) Name of Real Party in Interest:			49) TIN:
50) Attention To: THOMAS R. NATI	HAN		The state of the s
51) P.O. Box:	51) P.O. Box: And / Or 52) Street Ad		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)

EOVERNAL BENEE			
59) First Name: RENEE	MI:	Last Name: CALLAHAN	Suffix:
60) Company Name: LAWLER	, METZGER & MILKN	AN, LLC	
61) P.O. Box: And / Or		62) Street Address: 1909 K STREE	T, NW., SUITE 820
63) City: WASHINGTON 66) Telephone Number: (202)777-7700		64) State: DC	65) Zip: 20006
		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

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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

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2) The Assignor or Transferor certifincorporated by reference are mate	ies that all statement rial, are part of this a	s made in this application and in the exhil pplication, and are true, complete, correct	oits, attachments, or in documents
79) Typed or Printed Name of Party			, ora neco a good latti
First Name: RICK	MI: D	Last Name: BAILEY	Suffix:
80) Title: VICE PRESIDENT	The same of the sa		7
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	THE STATE OF THE S		and the second s
Signature: ARTHUR R BLOCK		84) Date: 02/28/02	
WILLFUL FALSE STATEMENTS MADE O IMPRISONMENT (U.S. Code, Title 18, See PERMIT (U.S. Code, Title 47, Section 312	ction 1001) AND/OR I	REVOCATION OF ANY STATION LIC	CENSE OR CONSTRUCTION

Authorizations To Be Assigned or Transferred

85) Call Sign	86) Radio Service	87) Location Number	88) Path Number (Microwave only)	90) Upper Frequency (MHz)	91) Constructed Yes / No
WPQY480	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

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.

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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

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

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

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	02/27/02	DESCRIPTION OF TRANSACTION/PUBLIC INTEREST STATEMENT	0177308219137067760785927.pdf

READ INSTR BEFORE PRO		REFULLY			<u> </u>					Approved by OMB
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				REMITTAN						Page No 1 of 1
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(5) STREET A								<u> </u>		
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(6) CITY Washingto	n							(7) STATE	(8) ZIP CO	
(9) DAYTIME	TELEPHONE	NUMBER (inc	clude area code)	(10) COUN	TRY COD	E (if not in L	J.S.A.)	<u> </u>	<u> </u>	20006
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(215) 981-7	535									
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28A) FCC COD	E 1	<u>" </u>	(29A) FCC	CODE 2			7*			
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23B) CALL SIG	N/OTHER ID			(24B) PAY	YMENT TY	PE CODE	(25B) QU	ANTITY		
VD) PER DATE		·								•
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COLE, RAYWID & BRAVERMAN, L.L.P.

VENDOR

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

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

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

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

Submitted 02/28/2002
at 02:00PM

File Number:
0000788210

Application Purpose: Transfer of Control

 Amendment or Withdrawal, enter the File Number of the pending application currently on file with the FCC.

 File Number:

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

Last Name: Y VENTURES, I	
15) Stroot Adde	The state of the s
15) Street Add	4400 F BBV OBERT
13) Sueet Audi	ress: 4100 E. DRY CREEK
17) State: CO	18) Zip: 80122
20) FAX:	
	The second secon
1	

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

CRACO.	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 Numbe	r: 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.		To the state of th	
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)387-4	000	32) FAX:		
33) E-Mail Address:				

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

34) First Name: STEVEN	irst Name: STEVEN MI: Last Name: HO		Suffix:
35) Company Name: COLE, F	RAYWID & BRAY	VERMAN, LLP	The state of the s
36) P.O. Box:	And / Or	37) Street Address: 1919 PENNSYL	VANIA AVENUE, NW., SUITE 200
38) City: WASHINGTON		39) State: DC	40) Zip: 20006
41) Telephone Number: (202)	659-9750	42) FAX:	
43) E-Mail Address:		The second secon	and A printed and the first transfer of the

Assignee/Transferee Information

44) The Assignee is a(n): Corporat	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 indivi	dual): AT&T COM	CAST CORPORAT	TION	
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	ess: 1500 MARKET STREET	
53) City: PHILADELPHIA		54) State: PA	55) Zip: 19102	
56) Telephone Number: (215)981-7	535	57) FAX:		
58) E-Mail Address:				

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

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

Alien Ownership Questions

Basic Qualification Questions

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

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

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

Assignor/Transferor Certification Statements

transferred until the consent of the required because the transaction	e Federal Communicat is subject to streamline	authorization will not be assigned or that tions Commission has been given, or (2) the ed notification procedures for proforma as the and Order, 13 FCC Rcd. 6293(1998).	hat prior Commission consent is not	
2) The Assignor or Transferor cer incorporated by reference are ma	tifies that all statement terial, are part of this a	s made in this application and in the exhit pplication, and are true, complete, correct	oits, attachments, or in documents	
79) Typed or Printed Name of Par				
First Name: RICK	MI: D	Last Name: BAILEY	Suffix:	
80) Title: VICE PRESIDENT		A Brownian Communication of the Communication of th		
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.
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First Name: ARTHUR	MI: R	Last Name: BLOCK	Suffix:
83) Title: OFFICER			
Signature: ARTHUR R BLOCK		84) Date: 02/28/02	
WILLFUL FALSE STATEMENTS MADE ON THI IMPRISONMENT (U.S. Code, Title 18, Section ' PERMIT (U.S. Code, Title 47, Section 312(a)(1)	1001) AND/OR	REVOCATION OF ANY STATION LICE	NSE OR CONSTRUCTIO

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
WPNC289	AL					Yes
WPNC290	AL					Yes
WPNC291	AL					Yes
WPOM680	AL					Yes

FCC Form 603 Schedule A

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

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

Assignments of Authorization

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

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

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1			Control of the contro	The state of the s	١

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Other	02/27/02	DESCRIPTION OF TRANSACTION/PUBLIC INTEREST STATEMENT	0177308191566982239356042.pdf

READ INSTR	RUCTIONS CAR	REFULLY					-		
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FEDERAL COMMUNICATIONS COMMISSION

	-	_	
SPECIAL USE			
FCC USE ONLY			

	USE T	HIS SECTION	ONLY FOR EACH	ADDITONA	L APPLI	CANT	
(13) APPLICANT NAME	SE	CTION BB - AD	DITIONAL APPLI	CANT INFO	DRMATIC	N	
AT&T COMCAST COR		<u> </u>					
(14) STREET ADDRESS LINE 1500 MARKET STREE	NO. 1 T						
(15) STREET ADDRESS LINE	NO. 2						
(16) CITY PHILADELPHIA						(17) STATE PA	(18) ZIP CODE 19102
(19) DAYTIME TELEPHONE N 2159817535	IUMBER (inclu	de area code)	(20) COUNTRY CO	DE (if not in U	J.S.A.)		13102
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(21) APPLICANT (FRN)	329247		(22) APPLICANT (TI 0270000798	N)			
IF MORE BOXES A	RE NEEDED	, USE ADDITIO	NAL FCC 159-C C	ONTINUAT	ION SHE	ETS TO	LIST EACH SERVICE
		SECTION	CC - PAYMENT IN	FORMATI	ON		
(23A) CALL SIGN/OTHER ID WPNC291			(24A) PAYMENT PATM	TYPE CODE	(25A) QUA 1	NTITY	
(26A) FEE DUE FOR (PTC)	\$50.00 (²	7A) TOTAL FEE	\$50.0	FCC USI	ONLY		
(28A) FCC CODE 1	-	(29A) FCC C	ODE 2				000078821
(23B) CALL SIGN/OTHER ID WPOM680			(24B) PAYMENT	TYPE CODE	(25B) QU	ANTITY	
(26B) FEE DUE FOR (PTC)	\$50.00	7B) TOTAL FEE		FCC USE	ONLY		
(28B) FCC CODE I	450.00	(29B) FCC C	\$50.0 DDE 2	<u>" </u>			
(23C) CALL SIGN/OTHER ID							0000788210
23C) CALL SIGN/OTHER ID			(24C) PAYMENT	TYPE CODE	(25C) QUA	ANTITY	
26C) FEE DUE FOR (PTC)	(27	(C) TOTAL FEE		FCC USE	ONLY		
28C) FCC CODE 1		(29C) FCC CC	DDE 2	<u> </u>			
23D) CALL SIGN/OTHER ID			(24D) PAYMENT T	TYPE CODE	(25D) QUA	NTITY	
26D) FEE DUE FOR (PTC)	(27	D) TOTAL FEE		FCC USE	ONLY		
28D) FCC CODE I		(200) FGG GG	DE A				
TOO, TOE CODE I		(29D) FCC CC	DDE 2				
23E) CALL SIGN/OTHER ID		·	(24E) PAYMENT T	YPE CODE	(25E) QUA	NTITY	
26E) FEE DUE FOR (PTC)	(27)	E) TOTAL FEE		FCC USE	ONLY		
28E) FCC CODE I		(29E) FCC CO	DE 2				
3F) CALL SIGN/OTHER ID			(24F) PAYMENT TY	/PE CODE	(25F) QUAN	NTITY	
6F) FEE DUE FOR (PTC)	(27F) TOTAL FEE	.	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.

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TO THE ORDER OF

FEDERAL COMMUNICATIONS

COMMISSION

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

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FCC 603

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

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

Submitted 02/28/2002
at 01:24PM

File Number:
0000777341

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

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: 840832663	10b) SGIN: 000	10c) FCC Registration Number (FRN): 0001612183
11) First Name (if individual):	MI:	Last Name:	Suffix:
12) Entity Name (if not an individua	I): UNITED CABL	E TELEVISION OF	ALAMEDA, INC.
13) Attention To: STEPHEN FLESS			
14) P.O. Box: 5630	And / Or	15) Street Addres	38:
16) City: DENVER		17) State: CO	18) Zip: 80217
19) Telephone Number: (720)267- 2	700	20) FAX:	
21) E-Mail Address:			

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

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

Transferor Information (for transfers of control only)

23a) Taxpayer Identification Number	:	23b) SGIN:	23c) FCC Registration Number (FRN): 0003470556	
24) First Name (if individual):	MI:	Last Name:	Suffix:	
25) Entity Name (if not an individual)	AT&T CO	RP.		
26) P.O. Box:	And / Or	27) Street Address: 32 AVENUE OF THE AMERICAS		
28) City: NEW YORK		29) State: NY	30) Zip: 10013	
31) Telephone Number: (212)387-40	00	32) FAX:	the state of the s	
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 PENNSYL	VANIA AVENUE, N.W., SUITE 200
38) City: WASHINGTON		39) State: DC	(40) Zip: 20006
41) Telephone Number: (202)	659-9750	42) FAX:	
43) E-Mail Address:			

Assignee/Transferee Information

45a) Taypayar Idanifiantin Nov.			
45a) Taxpayer Identification Number	er: 270000 798	45b) SGIN: 000	45c) FCC Registration Number (FRN): 0006329247
46) First Name (if individual):	MI:	Last Name:	Suffix:
47) Entity Name (if other than indivi	dual): AT&T COM	CAST CORPORAT	ION
48) Name of Real Party in Interest:			49) TIN:
50) Attention To: THOMAS R. NAT	HAN		
51) P.O. Box:	And / Or	52) Street Addre	ss: 1500 MARKET STREET
53) City: PHILADELPHIA		54) State: PA	55) Zip: 19102
56) Telephone Number: (215)981-7	535	57) FAX:	
58) E-Mail Address:			

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

MI:	Last Name: CALLAHAN	Suffix:		
ZGER & MILKN	IAN, LLC			
And / Or	62) Street Address: 1909 K STREE	T, NW, SUITE 820		
	64) State: DC	65) Zip: 20006		
00	67) FAX:			
		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
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)

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

Assignor/Transferor Certification Statements

1) The Assignor or Transferor certifies either (1) that the authorization will not be assigned or that control of the license will not be transferred until the consent of the Federal Communications Commission has been given, or (2) that prior Commission consent is not required because the transaction is subject to streamlined notification procedures for pro forma assignments and transfers by telecommunications carriers. See Memorandum Opinion and Order, 13 FCC Rcd. 6293(1998).

2) The Assignor or Transferor certifies that all statements made in this application and in the exhibits, attachments, or in documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.

79) Typed or Printed Name of Party Authorized to Sign

First Name: RICK

MI: D

Last Name: BAILEY

Suffix:

First Name: RICK MI: D Last Name: BAILEY Sumix:

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 O IMPRISONMENT (U.S. Code, Title 18, Sec PERMIT (U.S. Code, Title 47, Section 312	tion 1001) AND/OR I	REVOCATION OF ANY STATION LICE	ENSE OR CONSTRUCTION

Authorizations To Be Assigned or Transferred

85) Call Sign	86) Radio Service	87) Location Number	88) Path Number (Microwave only)	89) Lower or Center Frequency (MHz)	90) Upper Frequency (MHz)	91) Constructed Yes / No
WHK240	AL.					Yes
WHK239	AL					Yes
						<u>'</u>

FCC Form 603 Schedule A

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

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

Assignments of Authorization

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

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

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

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

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

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

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	0177284522129918964417172.pdf

		AREFULLY						Approved by OMB
BEFORE PROC	CEEDING		FEDERAL (COMMUNICATIO	NS COMMISS	ION		3060-0589
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(5) STREET AL								
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(6) CITY				2. 2.		-	7) STATE	(8) ZIP CODE
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COLÉ, RAYWID & BRAVERMAN, L.L.P.

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COLE, RAYWID & BRAVERMAN, L.L.P.
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WASHINGTON, DC 20006-3458

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TO THE ORDER OF

FEDERAL COMMUNICATIONS

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

COMMISSION

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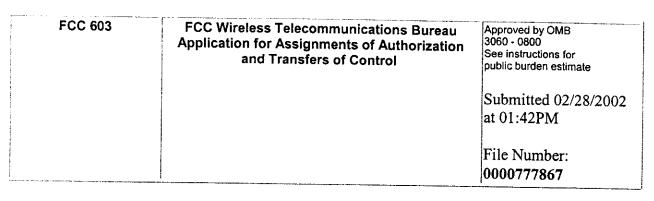
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1) Application Purpose: Transfer of Control	
2a) If this request is for an Amendment or Withdrawal, enter the File Number of the pending application currently on file with the FCC.	File Number:
2b) File numbers of related pending applications currently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

Type of Transaction

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

Transaction Information

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

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

Licensee/Assignor Information

10a) Taxpayer Identification Number:	731009591	10b) SGIN: 000	10c) FCC Registration Number (FRN): 0001709047	
11) First Name (if individual):	MI:	Last Name:	Suffix:	
12) Entity Name (if not an individual):	UNITED MICRO	OWAVE CORPORA	TION	
13) Attention To: STEPHEN FLESSNI				
14) P.O. Box: 5630	And / Or	15) Street Addre	ss:	
16) City: DENVER		17) State: CO	18) Zip: 80217	
19) Telephone Number: (720)267-2700		20) FAX:		
21) E-Mail Address:				

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

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

Transferor Information (for transfers of control only)

23a) Taxpayer Identification Number:		23c) FCC Registration Number (FRN): 0003470556	
MI:	Last Name:	Suffix:	
al): AT&T COF	₹P.		
And / Or	27) Street Address: 32 AVENUE OF THE AMERICAS		
28) City: NEW YORK		30) Zip: 10013	
31) Telephone Number: (212)387-4000		<u> </u>	
	MI: al): AT&T COP And / Or	MI: Last Name: al): AT&T CORP. And / Or 27) Street Addr 29) State: NY	

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

34) First Name: STEVEN	MI:	Last Name: HORVITZ	Suffix:
35) Company Name: COLE, F	RAYWID & 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)	965-9750	42) FAX:	
43) E-Mail Address:			

Assignee/Transferee Information

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

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

59) First Name: RENEE	MI:	Last Name: CALLAHAN	Suffix:
60) Company Name: LAWLE	R, METZGER &	MILKMAN, LLC	THE RESERVE AS A SECOND
61) P.O. Box:	And / Or	62) Street Address: 1909 PENNSYLV	ANIA AVENUE, NW, SUITE 820
63) City: WASHINGTON		64) State: DC	65) Zip: 20006
66) Telephone Number: (202)777-7700		67) FAX:	
68) E-Mail Address:			-

Alien Ownership Questions