

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

**Transferor Information (for transfers of control only)**

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

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

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

**Assignee/Transferee Information**

44) The Assignee is a(n): <b>Corporation</b>		
45a) Taxpayer Identification Number: <b>270000798</b>	45b) SGIN: <b>000</b>	45c) FCC Registration Number (FRN): <b>0006329247</b>
46) First Name (if individual):	MI:	Last Name: Suffix:
47) Entity Name (if other than individual): <b>AT&amp;T COMCAST CORPORATION</b>		
48) Name of Real Party in Interest:		49) TIN:
50) Attention To: <b>THOMAS R. NATHAN</b>		
51) P.O. Box:	And / Or	52) Street Address: <b>1500 MARKET STREET</b>
53) City: <b>PHILADELPHIA</b>	54) State: <b>PA</b>	55) Zip: <b>19102</b>
56) Telephone Number: <b>(215)981-7535</b>	57) FAX:	
58) E-Mail Address:		

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

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

**Alien Ownership Questions**



- 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 accrued 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	
<b>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).</b>			

**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
WNEY770	AL					Yes
WNEW767	AL					Yes

<b>FCC Form 603 Schedule A</b>	<b>Schedule for Assignments of Authorization and Transfers of Control in Auctioned Services</b>	Approved by OMB 3060 - 0800 See instructions for public burden estimate
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**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:
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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	02/19/02	DESCRIPTION OF TRANSACTION/PUBLIC INTEREST STATEMENT	<a href="#">0177282539220873076775353.pdf</a>

READ INSTRUCTIONS CAREFULLY  
BEFORE PROCEEDING

FEDERAL COMMUNICATIONS COMMISSION  
REMITTANCE ADVICE

Approved by OMB  
3060-0589  
Page No 1 of 1

(1) LOCKBOX # 358994

SPECIAL USE

FCC USE ONLY

*RECEIVED* MAR 06 2002

SECTION A - PAYER INFORMATION

(2) PAYER NAME (if paying by credit card, enter name exactly as it appears on your card)  
**Cole, Raywid & Braverman, L.L.**

(3) TOTAL AMOUNT PAID (U.S. Dollars and cents)  
**\$100.00**

(4) STREET ADDRESS LINE NO. 1  
**1919 Pennsylvania Ave., N.W.**

(5) STREET ADDRESS LINE NO. 2  
**Suite 200**

(6) CITY  
**Washington**

(7) STATE  
**DC**

(8) ZIP CODE  
**20006**

(9) DAYTIME TELEPHONE NUMBER (include area code)  
**202 - 6599750**

(10) COUNTRY CODE (if not in U.S.A.)  
**US**

FCC REGISTRATION NUMBER (FRN) AND TAX IDENTIFICATION NUMBER (TIN) REQUIRED

(11) PAYER (FRN)  
**0003 78 7942**

(12) PAYER (TIN)  
**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  
**PHILADELPHIA**

(17) STATE  
**PA**

(18) ZIP CODE  
**19102**

(19) DAYTIME TELEPHONE NUMBER (include area code)  
**(215) 981-7535**

(20) COUNTRY CODE (if not in U.S.A.)

FCC REGISTRATION NUMBER (FRN) AND TAX IDENTIFICATION NUMBER (TIN) REQUIRED

(21) APPLICANT (FRN)  
**0006 32 9247**

(22) APPLICANT (TIN)  
**0270000798**

COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET

(23A) CALL SIGN/OTHER ID  
**WNEW767**

(24A) PAYMENT TYPE CODE  
**PATM**

(25A) QUANTITY  
**1**

(26A) FEE DUE FOR (PTC)  
**\$50.00**

(27A) TOTAL FEE  
**\$50.00**

FCC USE ONLY

(28A) FCC CODE 1

(29A) FCC CODE 2

**0000776161**

(23B) CALL SIGN/OTHER ID  
**WNEY770**

(24B) PAYMENT TYPE CODE  
**PATM**

(25B) QUANTITY  
**1**

(26B) FEE DUE FOR (PTC)  
**\$50.00**

(27B) TOTAL FEE  
**\$50.00**

FCC USE ONLY

(28B) FCC CODE 1

(29B) FCC CODE 2

**0000776161**

SECTION D - CERTIFICATION

(30) CERTIFICATION STATEMENT

I, \_\_\_\_\_, certify under penalty of perjury that the foregoing and supporting information is true and correct to the best of my knowledge, information and belief.

SIGNATURE *[Signature]*

DATE *3/4/02*

SECTION E - CREDIT CARD PAYMENT INFORMATION

(31)  MASTERCARD

MASTERCARD/VISA ACCOUNT NUMBER:

EXPIRATION DATE:

VISA

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

SIGNATURE \_\_\_\_\_

DATE \_\_\_\_\_

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

VENDOR

FEDERAL COMMUNICATIONS

CHECK NO. 74521

OUR REF. NO.	YOUR INV. NO.	INVOICE DATE	INVOICE AMOUNT	AMOUNT PAID	DISCOUNT TAKEN
40378	030102	03/01/2002	100.00	100.00	0.00

**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.  
74521

CHECK DATE  
03/01/2002

VENDOR NO.  
FCC

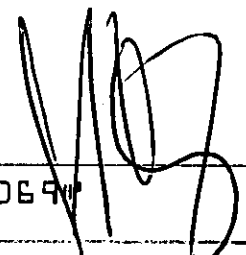
PAY

One hundred and NO/100

CHECK AMOUNT  
100.00

TO THE  
ORDER  
OF

FEDERAL COMMUNICATIONS  
COMMISSION



⑈074521⑈ ⑆05400⑆204⑆ 002086050069⑈

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

74521

**74521**

40378      030102      03/01/2002      100.00      100.00      0.00

Security Features Included. Details on back.

<b>FCC 603</b>	<b>FCC Wireless Telecommunications Bureau Application for Assignments of Authorization and Transfers of Control</b>	Approved by OMB 3060 - 0800 See instructions for public burden estimate  Submitted 02/28/2002 at 12:00AM  File Number: <b>0000790640</b>
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1) Application Purpose: <b>Transfer of Control</b>	
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 <i>pro forma</i> assignment of authorization or transfer of control? <b>No</b>
3b) If the answer to Item 3a is 'Yes', is this a notification of a <i>pro forma</i> 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. <b>No</b>
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? <b>Yes</b>
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? <b>Yes</b>
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? <b>Yes</b>

**Transaction Information**

8) How will assignment of authorization or transfer of control be accomplished? <b>Sale or other assignment or transfer of stock</b> 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: <b>Voluntary</b>

**Licensee/Assignor Information**

10a) Taxpayer Identification Number: <b>042787448</b>	10b) SGIN: <b>001</b>	10c) FCC Registration Number (FRN): <b>0004898862</b>
11) First Name (if individual):	MI:	Last Name:
12) Entity Name (if not an individual): <b>SPORTSCHANNEL NEW ENGLAND, LP</b>		
13) Attention To: <b>DAVID WOODMAN</b>		
14) P.O. Box:	And / Or	15) Street Address: <b>10 TOWER OFFICE PARK</b>
16) City: <b>WOBURN</b>	17) State: <b>MA</b>	18) Zip: <b>01801</b>
19) Telephone Number: <b>(781)933-9300</b>	20) FAX:	
21) E-Mail Address:		

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



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

**Transferor Information (for transfers of control only)**

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

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

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

**Assignee/Transferee Information**

44) The Assignee is a(n):			
45a) Taxpayer Identification Number: <b>270000798</b>	45b) SGIN: <b>000</b>	45c) FCC Registration Number (FRN): <b>0006329247</b>	
46) First Name (if individual):	MI:	Last Name:	Suffix:
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50) Attention To:			
51) P.O. Box:	And / Or	52) Street Address:	
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**

69) Is the Assignee or Transferee a foreign government or the representative of any foreign government?

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 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?

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.

**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.

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.

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.

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

<b>Race:</b>	American Indian or Alaska Native:	Asian:	Black or African-American:	Native Hawaiian or Other Pacific Islander:	White:
<b>Ethnicity:</b>	Hispanic or Latino:	Not Hispanic or Latino:			
<b>Gender:</b>	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:	MI:	Last Name:	Suffix:
-------------	-----	------------	---------

80) Title:

Signature: \_\_\_\_\_ 81) Date: \_\_\_\_\_

**Assignee/Transferee Certification Statements**

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83) Title:

Signature:	84) Date:
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WNES357	AL					Yes

<b>FCC Form 603 Schedule A</b>	<b>Schedule for Assignments of Authorization and Transfers of Control in Auctioned Services</b>	Approved by OMB 3060 - 0800 See instructions for public burden estimate
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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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**Attachment List**

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

READ INSTRUCTIONS CAREFULLY  
BEFORE PROCEEDING

FEDERAL COMMUNICATIONS COMMISSION  
REMITTANCE ADVICE

Approved by OMB  
3060-0589  
Page No 1 of 1

(1) LOCKBOX # 358994

MAR 06 2002

SPECIAL USE

FCC USE ONLY

SECTION A - PAYER INFORMATION

(2) PAYER NAME (if paying by credit card, enter name exactly as it appears on your card)

**Cole, Raywid & Braverman, L.L.**

(3) TOTAL AMOUNT PAID (U.S. Dollars and cents)

**\$100.00**

(4) STREET ADDRESS LINE NO. 1

**1919 Pennsylvania Ave., N.W.**

(5) STREET ADDRESS LINE NO. 2

**Suite 200**

(6) CITY

**Washington**

(7) STATE

**DC**

(8) ZIP CODE

**20006**

(9) DAYTIME TELEPHONE NUMBER (include area code)

**202 - 6599750**

(10) COUNTRY CODE (if not in U.S.A.)

**US**

FCC REGISTRATION NUMBER (FRN) AND TAX IDENTIFICATION NUMBER (TIN) REQUIRED

(11) PAYER (FRN)

**0003 78 7942**

(12) PAYER (TIN)

**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

**PHILADELPHIA**

(17) STATE

**PA**

(18) ZIP CODE

**19102**

(19) DAYTIME TELEPHONE NUMBER (include area code)

**(215) 981-7535**

(20) COUNTRY CODE (if not in U.S.A.)

FCC REGISTRATION NUMBER (FRN) AND TAX IDENTIFICATION NUMBER (TIN) REQUIRED

(21) APPLICANT (FRN)

**0006 32 9247**

(22) APPLICANT (TIN)

**0270000798**

COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET

(23A) CALL SIGN/OTHER ID

**WNES356**

(24A) PAYMENT TYPE CODE

**PATM**

(25A) QUANTITY

**1**

(26A) FEE DUE FOR (PTC)

**\$50.00**

(27A) TOTAL FEE

**\$50.00**

FCC USE ONLY

(28A) FCC CODE 1

(29A) FCC CODE 2

**0000790640**

(23B) CALL SIGN/OTHER ID

**WNES357**

(24B) PAYMENT TYPE CODE

**PATM**

(25B) QUANTITY

**1**

(26B) FEE DUE FOR (PTC)

**\$50.00**

(27B) TOTAL FEE

**\$50.00**

FCC USE ONLY

(28B) FCC CODE 1

(29B) FCC CODE 2

**0000790640**

SECTION D - CERTIFICATION

(30) CERTIFICATION STATEMENT

I, \_\_\_\_\_, certify under penalty of perjury that the foregoing and supporting information is true and correct to the best of my knowledge, information and belief. SIGNATURE Olivia Hill DATE 3/4/02

SECTION E - CREDIT CARD PAYMENT INFORMATION

(31)

MASTERCARD/VISA ACCOUNT NUMBER:

EXPIRATION DATE:

MASTERCARD

VISA

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

SIGNATURE Olivia Hill

DATE \_\_\_\_\_

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

VENDOR

FEDERAL COMMUNICATIONS

CHECK NO. 74525

OUR REF. NO.	YOUR INV. NO.	INVOICE DATE	INVOICE AMOUNT	AMOUNT PAID	DISCOUNT TAKEN
40382	030102	03/01/2002	100.00	100.00	0.00

**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.  
74525

CHECK DATE  
03/01/2002

VENDOR NO.  
FCC

**PAY**

One hundred and NO/100

CHECK AMOUNT  
100.00

TO THE  
ORDER  
OF

FEDERAL COMMUNICATIONS  
COMMISSION

⑈074525⑈ ⑆054001204⑆ 002086050069⑈

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

74525

**74525**

40382

030102

03/01/2002

100.00

100.00

0.00

<b>FCC 603</b>	<b>FCC Wireless Telecommunications Bureau Application for Assignments of Authorization and Transfers of Control</b>	Approved by OMB 3060 - 0800 See instructions for public burden estimate  Submitted 02/28/2002 at 11:53AM  File Number: <b>0000777213</b>
----------------	---	---

1) Application Purpose: <b>Transfer of Control</b>	
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 <i>pro forma</i> assignment of authorization or transfer of control? <b>No</b>
3b) If the answer to Item 3a is 'Yes', is this a notification of a <i>pro forma</i> 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. <b>No</b>
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? <b>Yes</b>
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? <b>Yes</b>
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? <b>Yes</b>

**Transaction Information**

8) How will assignment of authorization or transfer of control be accomplished? <b>Sale or other assignment or transfer of stock</b> 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: <b>Voluntary</b>

**Licensee/Assignor Information**

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

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



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

**Transferor Information (for transfers of control only)**

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

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

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

**Assignee/Transferee Information**

44) The Assignee is a(n): <b>Corporation</b>		
45a) Taxpayer Identification Number: <b>270000798</b>	45b) SGIN: <b>000</b>	45c) FCC Registration Number (FRN): <b>0006329247</b>
46) First Name (if individual):	MI:	Last Name: Suffix:
47) Entity Name (if other than individual): <b>AT&amp;T COMCAST CORPORATION</b>		
48) Name of Real Party in Interest:	49) TIN:	
50) Attention To: <b>THOMAS R. NATHAN</b>		
51) P.O. Box:	And / Or	52) Street Address: <b>1500 MARKET STREET</b>
53) City: <b>PHILADELPHIA</b>	54) State: <b>PA</b>	55) Zip: <b>19102</b>
56) Telephone Number: <b>(215)981-7535</b>	57) FAX:	
58) E-Mail Address:		

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

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

**Alien Ownership Questions**

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

**Basic Qualification Questions**

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

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

<b>Race:</b>	American Indian or Alaska Native:	Asian:	Black or African-American:	Native Hawaiian or Other Pacific Islander:	White:
<b>Ethnicity:</b>	Hispanic or Latino:	Not Hispanic or Latino:			
<b>Gender:</b>	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 <i>pro forma</i> assignments and transfers by telecommunications carriers. See <i>Memorandum Opinion and Order</i> , 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: <b>RICK</b> MI: <b>D</b> Last Name: <b>BAILEY</b> Suffix:
80) Title: <b>VICE PRESIDENT</b>
Signature: <b>RICK D BAILEY</b> 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 accrued 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: <b>ARTHUR</b>	MI: <b>R</b>	Last Name: <b>BLOCK</b>	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)	89) Lower or Center Frequency (MHz)	90) Upper Frequency (MHz)	91) Constructed Yes / No
<b>WNER273</b>	<b>AL</b>					<b>Yes</b>

<b>FCC Form 603 Schedule A</b>	<b>Schedule for Assignments of Authorization and Transfers of Control in Auctioned Services</b>	Approved by OMB 3060 - 0800 See instructions for public burden estimate
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**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**

<b>Attachment Type</b>	<b>Date</b>	<b>Description</b>	<b>Contents</b>
Other	02/19/02	DESCRIPTION OF TRANSACTION/PUBLIC INTEREST STATEMENT	<u>0177284316297636929054362.pdf</u>

READ INSTRUCTIONS CAREFULLY  
BEFORE PROCEEDING

FEDERAL COMMUNICATIONS COMMISSION  
REMITTANCE ADVICE

Approved by OMB  
3060-0589  
Page No 1 of 1

(1) LOCKBOX # 358994

FCC/MILLER MAR 06 2002

SPECIAL USE

FCC USE ONLY

SECTION A - PAYER INFORMATION

(2) PAYER NAME (if paying by credit card, enter name exactly as it appears on your card)

**Cole, Raywid & Braverman, L.L.**

(3) TOTAL AMOUNT PAID (U.S. Dollars and cents)

**\$50.00**

(4) STREET ADDRESS LINE NO. 1

**1919 Pennsylvania Ave., N.W.**

(5) STREET ADDRESS LINE NO. 2

**Suite 200**

(6) CITY

**Washington**

(7) STATE

**DC**

(8) ZIP CODE

**20006**

(9) DAYTIME TELEPHONE NUMBER (include area code)

**202 - 6599750**

(10) COUNTRY CODE (if not in U.S.A.)

**US**

FCC REGISTRATION NUMBER (FRN) AND TAX IDENTIFICATION NUMBER (TIN) REQUIRED

(11) PAYER (FRN)

**0003 78 7942**

(12) PAYER (TIN)

**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

**PHILADELPHIA**

(17) STATE

**PA**

(18) ZIP CODE

**19102**

(19) DAYTIME TELEPHONE NUMBER (include area code)

**(215) 981-7535**

(20) COUNTRY CODE (if not in U.S.A.)

FCC REGISTRATION NUMBER (FRN) AND TAX IDENTIFICATION NUMBER (TIN) REQUIRED

(21) APPLICANT (FRN)

**0006 32 9247**

(22) APPLICANT (TIN)

**0270000798**

COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET

(23A) CALL SIGN/OTHER ID

**WNER273**

(24A) PAYMENT TYPE CODE

**PATM**

(25A) QUANTITY

**1**

(26A) FEE DUE FOR (PTC)

**\$50.00**

(27A) TOTAL FEE

**\$50.00**

FCC USE ONLY

(28A) FCC CODE 1

(29A) FCC CODE 2

**0000777213**

(23B) CALL SIGN/OTHER ID

(24B) PAYMENT TYPE CODE

(25B) QUANTITY

(26B) FEE DUE FOR (PTC)

(27B) TOTAL FEE

FCC USE ONLY

(28B) FCC CODE 1

(29B) FCC CODE 2

SECTION D - CERTIFICATION

(30) CERTIFICATION STATEMENT

I, \_\_\_\_\_, certify under penalty of perjury that the foregoing and supporting information is true and correct to the best of my knowledge, information and belief. SIGNATURE [Signature] DATE 3/4/02

SECTION E - CREDIT CARD PAYMENT INFORMATION

(31)

MASTERCARD/VISA ACCOUNT NUMBER:

EXPIRATION  
DATE:

MASTERCARD

VISA

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

SIGNATURE \_\_\_\_\_

DATE \_\_\_\_\_

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

VENDOR

FEDERAL COMMUNICATIONS

CHECK NO. 74489

OUR REF. NO.	YOUR INV. NO.	INVOICE DATE	INVOICE AMOUNT	AMOUNT PAID	DISCOUNT TAKEN
40346	0301020	03/01/2002	50.00	50.00	0.00

**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.  
 74489

CHECK DATE  
 03/01/2002

VENDOR NO.  
 FCC

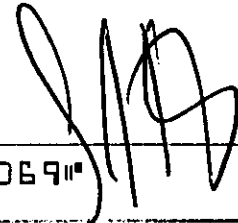
**PAY**

Fifty and NO/100

CHECK AMOUNT  
 50.00

TO THE  
 ORDER  
 OF

FEDERAL COMMUNICATIONS  
 COMMISSION



⑈074489⑈ ⑆05400⑆204⑆ 002086050069⑈

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

74489

**74489**

40346

0301020

03/01/2002

50.00

50.00

0.00

<b>FCC 603</b>	<b>FCC Wireless Telecommunications Bureau Application for Assignments of Authorization and Transfers of Control</b>	Approved by OMB 3060 - 0800 See instructions for public burden estimate  Submitted 02/28/2002 at 01:51PM  File Number: <b>0000788221</b>
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<b>1) Application Purpose: Transfer of Control</b>	
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 <i>pro forma</i> assignment of authorization or transfer of control? <b>No</b>
3b) If the answer to Item 3a is 'Yes', is this a notification of a <i>pro forma</i> 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. <b>No</b>
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? <b>Yes</b>
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? <b>Yes</b>
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? <b>Yes</b>

**Transaction Information**

8) How will assignment of authorization or transfer of control be accomplished? <b>Sale or other assignment or transfer of stock</b> 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: <b>Voluntary</b>

**Licensee/Assignor Information**

10a) Taxpayer Identification Number: <b>841439257</b>	10b) SGIN: <b>000</b>	10c) FCC Registration Number (FRN): <b>0004253753</b>
11) First Name (if individual):	MI:	Last Name:
12) Entity Name (if not an individual): <b>TCI TECHNOLOGY MANAGEMENT, LLC</b>		
13) Attention To:		
14) P.O. Box:	And / Or	15) Street Address: <b>4100 DRY CREEK RD</b>
16) City: <b>LITTLETON</b>	17) State: <b>CO</b>	18) Zip: <b>80122</b>
19) Telephone Number: <b>(303)486-3694</b>	20) FAX:	
21) E-Mail Address:		

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



<b>Race:</b>	American Indian or Alaska Native:	Asian:	Black or African-American:	Native Hawaiian or Other Pacific Islander:	White:
<b>Ethnicity:</b>	Hispanic or Latino:	Not Hispanic or Latino:			
<b>Gender:</b>	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 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:					

**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: 20006			
41) Telephone Number: (202)659-9750	42) FAX:				
43) E-Mail Address:					

**Assignee/Transferee Information**

44) The Assignee is a(n): Corporation					
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 individual): AT&T COMCAST CORPORATION					
48) Name of Real Party in Interest:				49) TIN:	
50) Attention To: THOMAS R. NATHAN					
51) P.O. Box:	And / Or	52) Street Address: 1500 MARKET STREET			
53) City: PHILADELPHIA	54) State: PA	55) Zip: 19102			
56) Telephone Number: (215)981-7535	57) FAX:				
58) E-Mail Address:					

**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, 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:					

**Alien Ownership Questions**

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

**Basic Qualification Questions**

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

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

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

**Assignor/Transferor Certification Statements**

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

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

79) Typed or Printed Name of Party Authorized to Sign

First Name: RICK	MI: D	Last Name: BAILEY	Suffix:
------------------	-------	-------------------	---------

80) Title: VICE PRESIDENT

Signature: RICK D BAILEY	81) Date: 02/28/02
--------------------------	--------------------

**Assignee/Transferee Certification Statements**

- 1) The Assignee or Transferee certifies either (1) that the authorization will not be assigned or that control of the license will not be transferred until the consent of the Federal Communications Commission has been given, or (2) that prior Commission consent is not required because the transaction is subject to streamlined notification procedures for *pro forma* assignments and transfers by telecommunications carriers See *Memorandum Opinion and Order*, 13 FCC Rcd. 6293 (1998).
- 2) The Assignee or Transferee waives any claim to the use of any particular frequency or of the electromagnetic spectrum as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise, and requests an authorization in accordance with this application.
- 3) The Assignee or Transferee certifies that grant of this application would not cause the Assignee or Transferee to be in violation of any pertinent cross-ownership, attribution, or spectrum cap rule.\*  
\*If the applicant has sought a waiver of any such rule in connection with this application, it may make this certification subject to the outcome of the waiver request.
- 4) The Assignee or Transferee agrees to assume all obligations and abide by all conditions imposed on the Assignor or Transferor under the subject authorization(s), unless the Federal Communications Commission pursuant to a request made herein otherwise allows, except for liability for any act done by, or any right accrued 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: <b>ARTHUR</b>	MI: <b>R</b>	Last Name: <b>BLOCK</b>	Suffix:
83) Title: <b>OFFICER</b>			
Signature: <b>ARTHUR R BLOCK</b>		84) Date: <b>02/28/02</b>	
<b>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).</b>			

**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
<b>WPQY480</b>	<b>AL</b>					<b>Yes</b>

**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**

<b>Attachment Type</b>	<b>Date</b>	<b>Description</b>	<b>Contents</b>
Other	02/27/02	DESCRIPTION OF TRANSACTION/PUBLIC INTEREST STATEMENT	<u>0177308219137067760785927.pdf</u>

READ INSTRUCTIONS CAREFULLY  
BEFORE PROCEEDING

FEDERAL COMMUNICATIONS COMMISSION  
REMITTANCE ADVICE

Approved by OMB  
3060-0589  
Page No 1 of 1

(1) LOCKBOX # 358994

FCC/MILLER MAR 06 2002

SPECIAL USE

FCC USE ONLY

SECTION A - PAYER INFORMATION

(2) PAYER NAME (if paying by credit card, enter name exactly as it appears on your card)

**Cole, Raywid & Braverman, L.L.**

(3) TOTAL AMOUNT PAID (U.S. Dollars and cents)

**\$50.00**

(4) STREET ADDRESS LINE NO. 1

**1919 Pennsylvania Ave., N.W.**

(5) STREET ADDRESS LINE NO. 2

**Suite 200**

(6) CITY

**Washington**

(7) STATE

**DC**

(8) ZIP CODE

**20006**

(9) DAYTIME TELEPHONE NUMBER (include area code)

**202 - 6599750**

(10) COUNTRY CODE (if not in U.S.A.)

**US**

FCC REGISTRATION NUMBER (FRN) AND TAX IDENTIFICATION NUMBER (TIN) REQUIRED

(11) PAYER (FRN)

**0003 78 7942**

(12) PAYER (TIN)

**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

**PHILADELPHIA**

(17) STATE

**PA**

(18) ZIP CODE

**19102**

(19) DAYTIME TELEPHONE NUMBER (include area code)

**(215) 981-7535**

(20) COUNTRY CODE (if not in U.S.A.)

FCC REGISTRATION NUMBER (FRN) AND TAX IDENTIFICATION NUMBER (TIN) REQUIRED

(21) APPLICANT (FRN)

**0006 32 9247**

(22) APPLICANT (TIN)

**0270000798**

COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET

(23A) CALL SIGN/OTHER ID

**WPQY480**

(24A) PAYMENT TYPE CODE

**PATM**

(25A) QUANTITY

**1**

(26A) FEE DUE FOR (PTC)

**\$50.00**

(27A) TOTAL FEE

**\$50.00**

FCC USE ONLY

(28A) FCC CODE 1

(29A) FCC CODE 2

**0000788221**

(23B) CALL SIGN/OTHER ID

(24B) PAYMENT TYPE CODE

(25B) QUANTITY

(26B) FEE DUE FOR (PTC)

(27B) TOTAL FEE

FCC USE ONLY

(28B) FCC CODE 1

(29B) FCC CODE 2

SECTION D - CERTIFICATION

(30) CERTIFICATION STATEMENT

I, C. Miller Hill, certify under penalty of perjury that the foregoing and supporting information is true and correct to the best of my knowledge, information and belief. SIGNATURE C. Miller Hill DATE 3/4/02

SECTION E - CREDIT CARD PAYMENT INFORMATION

(31)

MASTERCARD/VISA ACCOUNT NUMBER:

EXPIRATION DATE:

MASTERCARD

VISA

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

SIGNATURE \_\_\_\_\_

DATE \_\_\_\_\_

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

VENDOR

FEDERAL COMMUNICATIONS

CHECK NO.

74510

OUR REF. NO.	YOUR INV. NO.	INVOICE DATE	INVOICE AMOUNT	AMOUNT PAID	DISCOUNT TAKEN
40367	030102	03/01/2002	50.00	50.00	0.00

**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.  
74510

CHECK DATE  
03/01/2002

VENDOR NO.  
FCC

**PAY**

Fifty and NO/100

CHECK AMOUNT  
50.00

TO THE  
ORDER  
OF

FEDERAL COMMUNICATIONS  
COMMISSION

⑈074510⑈ ⑆054001204⑆ 002086050069⑈

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

74510

74510

40367

030102

03/01/2002

50.00

50.00

0.00

<b>FCC 603</b>	<b>FCC Wireless Telecommunications Bureau Application for Assignments of Authorization and Transfers of Control</b>	Approved by OMB 3060 - 0800 See instructions for public burden estimate  Submitted 02/28/2002 at 02:00PM  File Number: <b>0000788210</b>
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1) Application Purpose: <b>Transfer of Control</b>	
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 <i>pro forma</i> assignment of authorization or transfer of control? <b>No</b>
3b) If the answer to Item 3a is 'Yes', is this a notification of a <i>pro forma</i> 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. <b>No</b>
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? <b>Yes</b>
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? <b>Yes</b>
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? <b>Yes</b>

**Transaction Information**

8) How will assignment of authorization or transfer of control be accomplished? <b>Sale or other assignment or transfer of stock</b> 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: <b>Voluntary</b>

**Licensee/Assignor Information**

10a) Taxpayer Identification Number: <b>L00230822</b>	10b) SGIN:	10c) FCC Registration Number (FRN): <b>0006556658</b>
11) First Name (if individual):	MI:	Last Name: Suffix:
12) Entity Name (if not an individual): <b>TCI TECHNOLOGY VENTURES, INC.</b>		
13) Attention To: <b>JOHN HELLYER</b>		
14) P.O. Box:	And / Or	15) Street Address: <b>4100 E. DRY CREEK</b>
16) City: <b>LITTLETON</b>	17) State: <b>CO</b>	18) Zip: <b>80122</b>
19) Telephone Number: <b>(303)798-1700</b>	20) FAX:	
21) E-Mail Address:		

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



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

**Transferor Information (for transfers of control only)**

23a) Taxpayer Identification Number: <b>L00438063</b>	23b) SGIN:	23c) FCC Registration Number (FRN): <b>0003470556</b>
24) First Name (if individual):	MI:	Last Name:
25) Entity Name (if not an individual): <b>AT&amp;T CORP.</b>		
26) P.O. Box:	And / Or	27) Street Address: <b>32 AVENUE OF THE AMERICAS</b>
28) City: <b>NEW YORK</b>	29) State: <b>NY</b>	30) Zip: <b>10013</b>
31) Telephone Number: <b>(212)387-4000</b>	32) FAX:	
33) E-Mail Address:		

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

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

**Assignee/Transferee Information**

44) The Assignee is a(n): <b>Corporation</b>		
45a) Taxpayer Identification Number: <b>L00465664</b>	45b) SGIN: <b>000</b>	45c) FCC Registration Number (FRN): <b>0006329247</b>
46) First Name (if individual):	MI:	Last Name:
47) Entity Name (if other than individual): <b>AT&amp;T COMCAST CORPORATION</b>		
48) Name of Real Party in Interest:	49) TIN:	
50) Attention To: <b>THOMAS R. NATHAN</b>		
51) P.O. Box:	And / Or	52) Street Address: <b>1500 MARKET STREET</b>
53) City: <b>PHILADELPHIA</b>	54) State: <b>PA</b>	55) Zip: <b>19102</b>
56) Telephone Number: <b>(215)981-7535</b>	57) FAX:	
58) E-Mail Address:		

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

59) First Name: <b>RENEE</b>	MI:	Last Name: <b>CALLAHAN</b>	Suffix:
60) Company Name: <b>LAWLER, METZGER &amp; MILKMAN, LLC</b>			
61) P.O. Box:	And / Or	62) Street Address: <b>1909 K STREET, NW., SUITE 820</b>	
63) City: <b>WASHINGTON</b>	64) State: <b>DC</b>	65) Zip: <b>20006</b>	
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2) The Assignor or Transferor certifies that all statements made in this application and in the exhibits, attachments, or in documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.			
79) Typed or Printed Name of Party Authorized to Sign			
First Name: RICK	Mi: D	Last Name: BAILEY	Suffix:
80) Title: VICE PRESIDENT			
Signature: RICK D BAILEY		81) Date: 02/28/02	

**Assignee/Transferee Certification Statements**

- 1) The Assignee or Transferee certifies either (1) that the authorization will not be assigned or that control of the license will not be transferred until the consent of the Federal Communications Commission has been given, or (2) that prior Commission consent is not required because the transaction is subject to streamlined notification procedures for *pro forma* assignments and transfers by telecommunications carriers See *Memorandum Opinion and Order*, 13 FCC Rcd. 6293 (1998).
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- 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 accrued 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: <b>ARTHUR</b>	MI: <b>R</b>	Last Name: <b>BLOCK</b>	Suffix:
83) Title: <b>OFFICER</b>			
Signature: <b>ARTHUR R BLOCK</b>		84) Date: <b>02/28/02</b>	
<b>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).</b>			

**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
<b>WPNC289</b>	<b>AL</b>					<b>Yes</b>
<b>WPNC290</b>	<b>AL</b>					<b>Yes</b>
<b>WPNC291</b>	<b>AL</b>					<b>Yes</b>
<b>WPOM680</b>	<b>AL</b>					<b>Yes</b>

<b>FCC Form 603 Schedule A</b>	<b>Schedule for Assignments of Authorization and Transfers of Control in Auctioned Services</b>	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**

<b>Attachment Type</b>	<b>Date</b>	<b>Description</b>	<b>Contents</b>
Other	02/27/02	DESCRIPTION OF TRANSACTION/PUBLIC INTEREST STATEMENT	<a href="#">0177308191566982239356042.pdf</a>

READ INSTRUCTIONS CAREFULLY BEFORE PROCEEDING  
  
(1) LOCKBOX # 358994

FEDERAL COMMUNICATIONS COMMISSION  
REMITTANCE ADVICE

Approved by OMB  
3060-0589  
Page No 1 of 2

*Fuller*  
MAR 06 2002

SPECIAL USE  
FCC USE ONLY

SECTION A - PAYER INFORMATION

(2) PAYER NAME (if paying by credit card, enter name exactly as it appears on your card)  
**Cole, Raywid & Braverman, L.L.**

(3) TOTAL AMOUNT PAID (U.S. Dollars and cents)  
**\$200.00**

(4) STREET ADDRESS LINE NO. 1  
**1919 Pennsylvania Ave., N.W.**

(5) STREET ADDRESS LINE NO. 2  
**Suite 200**

(6) CITY  
**Washington**

(7) STATE  
**DC**

(8) ZIP CODE  
**20006**

(9) DAYTIME TELEPHONE NUMBER (include area code)  
**202 - 6599750**

(10) COUNTRY CODE (if not in U.S.A.)  
**US**

FCC REGISTRATION NUMBER (FRN) AND TAX IDENTIFICATION NUMBER (TIN) REQUIRED

(11) PAYER (FRN)  
**0003 78 7942**

(12) PAYER (TIN)  
**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  
**PHILADELPHIA**

(17) STATE  
**PA**

(18) ZIP CODE  
**19102**

(19) DAYTIME TELEPHONE NUMBER (include area code)  
**(215) 981-7535**

(20) COUNTRY CODE (if not in U.S.A.)

FCC REGISTRATION NUMBER (FRN) AND TAX IDENTIFICATION NUMBER (TIN) REQUIRED

(21) APPLICANT (FRN)  
**0006 32 9247**

(22) APPLICANT (TIN)  
**0270000798**

COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET

(23A) CALL SIGN/OTHER ID  
**WPNC289**

(24A) PAYMENT TYPE CODE  
**PATM**

(25A) QUANTITY  
**1**

(26A) FEE DUE FOR (PTC) **\$50.00**

(27A) TOTAL FEE **\$50.00**

FCC USE ONLY

(28A) FCC CODE 1

(29A) FCC CODE 2  
**0000788210**

(23B) CALL SIGN/OTHER ID  
**WPNC290**

(24B) PAYMENT TYPE CODE  
**PATM**

(25B) QUANTITY  
**1**

(26B) FEE DUE FOR (PTC) **\$50.00**

(27B) TOTAL FEE

FCC USE ONLY

(28B) FCC CODE 1

(29B) FCC CODE 2  
**0000788210**

SECTION D - CERTIFICATION

(30) CERTIFICATION STATEMENT  
I, \_\_\_\_\_, certify under penalty of perjury that the foregoing and supporting information is true and correct to the best of my knowledge, information and belief.  
SIGNATURE *William H. Hill* DATE **3/4/02**

SECTION E - CREDIT CARD PAYMENT INFORMATION

(31)  MASTERCARD  VISA

MASTERCARD/VISA ACCOUNT NUMBER: \_\_\_\_\_

EXPIRATION DATE: \_\_\_\_\_

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

SIGNATURE \_\_\_\_\_ DATE \_\_\_\_\_

SPECIAL USE
FCC USE ONLY

**USE THIS SECTION ONLY FOR EACH ADDITIONAL APPLICANT**

**SECTION BB - ADDITIONAL APPLICANT INFORMATION**

(13) APPLICANT NAME  
**AT&T COMCAST CORPORATION**

(14) STREET ADDRESS LINE NO. 1  
**1500 MARKET STREET**

(15) STREET ADDRESS LINE NO. 2

(16) CITY  
**PHILADELPHIA**

(17) STATE  
**PA**

(18) ZIP CODE  
**19102**

(19) DAYTIME TELEPHONE NUMBER (include area code)  
**2159817535**

(20) COUNTRY CODE (if not in U.S.A.)

**FCC REGISTRATION NUMBER (FRN) AND TAX IDENTIFICATION NUMBER (TIN) REQUIRED**

(21) APPLICANT (FRN)  
**0006329247**

(22) APPLICANT (TIN)  
**0270000798**

**IF MORE BOXES ARE NEEDED, USE ADDITIONAL FCC 159-C CONTINUATION SHEETS TO LIST EACH SERVICE**

**SECTION CC - PAYMENT INFORMATION**

(23A) CALL SIGN/OTHER ID  
**WPNC291**

(24A) PAYMENT TYPE CODE  
**PATM**

(25A) QUANTITY  
**1**

(26A) FEE DUE FOR (PTC)  
**\$50.00**

(27A) TOTAL FEE  
**\$50.00**

FCC USE ONLY

(28A) FCC CODE 1

(29A) FCC CODE 2

**0000788210**

(23B) CALL SIGN/OTHER ID  
**WPOM680**

(24B) PAYMENT TYPE CODE  
**PATM**

(25B) QUANTITY  
**1**

(26B) FEE DUE FOR (PTC)  
**\$50.00**

(27B) TOTAL FEE  
**\$50.00**

FCC USE ONLY

(28B) FCC CODE 1

(29B) FCC CODE 2

**0000788210**

(23C) CALL SIGN/OTHER ID

(24C) PAYMENT TYPE CODE

(25C) QUANTITY

(26C) FEE DUE FOR (PTC)

(27C) TOTAL FEE

FCC USE ONLY

(28C) FCC CODE 1

(29C) FCC CODE 2

(23D) CALL SIGN/OTHER ID

(24D) PAYMENT TYPE CODE

(25D) QUANTITY

(26D) FEE DUE FOR (PTC)

(27D) TOTAL FEE

FCC USE ONLY

(28D) FCC CODE 1

(29D) FCC CODE 2

(23E) CALL SIGN/OTHER ID

(24E) PAYMENT TYPE CODE

(25E) QUANTITY

(26E) FEE DUE FOR (PTC)

(27E) TOTAL FEE

FCC USE ONLY

(28E) FCC CODE 1

(29E) FCC CODE 2

(23F) CALL SIGN/OTHER ID

(24F) PAYMENT TYPE CODE

(25F) QUANTITY

(26F) FEE DUE FOR (PTC)

(27F) TOTAL FEE

FCC USE ONLY

(28F) FCC CODE 1

(29F) FCC CODE 2

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

VENDOR

FEDERAL COMMUNICATIONS

CHECK NO. 74541

OUR REF. NO.	YOUR INV. NO.	INVOICE DATE	INVOICE AMOUNT	AMOUNT PAID	DISCOUNT TAKEN
40398	030102	03/01/2002	200.00	200.00	0.00

**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.  
74541

CHECK DATE  
03/01/2002

VENDOR NO.  
FCC

**PAY**

Two hundred and NO/100

CHECK AMOUNT  
200.00

**TO THE  
ORDER  
OF**

FEDERAL COMMUNICATIONS  
COMMISSION

⑈07454⑈ ⑆05400⑆204⑆ 002086050069⑈

Security Features Included. Details on back.

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

74541

**74541**

40398      030102      03/01/2002      200.00      200.00      0.00



<b>FCC 603</b>	<b>FCC Wireless Telecommunications Bureau Application for Assignments of Authorization and Transfers of Control</b>	Approved by OMB 3060 - 0800 See instructions for public burden estimate  Submitted 02/28/2002 at 01:24PM  File Number: <b>0000777341</b>
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1) Application Purpose: <b>Transfer of Control</b>	
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 <i>pro forma</i> assignment of authorization or transfer of control? <b>No</b>
3b) If the answer to Item 3a is 'Yes', is this a notification of a <i>pro forma</i> 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. <b>No</b>
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? <b>Yes</b>
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? <b>Yes</b>
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? <b>Yes</b>

**Transaction Information**

8) How will assignment of authorization or transfer of control be accomplished? <b>Sale or other assignment or transfer of stock</b> 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: <b>Voluntary</b>

**Licensee/Assignor Information**

10a) Taxpayer Identification Number: <b>840832663</b>	10b) SGIN: <b>000</b>	10c) FCC Registration Number (FRN): <b>0001612183</b>
11) First Name (if individual):	MI:	Last Name:
12) Entity Name (if not an individual): <b>UNITED CABLE TELEVISION OF ALAMEDA, INC.</b>		
13) Attention To: <b>STEPHEN FLESSNER</b>		
14) P.O. Box: <b>5630</b>	And / Or	15) Street Address:
16) City: <b>DENVER</b>	17) State: <b>CO</b>	18) Zip: <b>80217</b>
19) Telephone Number: <b>(720)267-2700</b>	20) FAX:	
21) E-Mail Address:		

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

<b>Race:</b>	American Indian or Alaska Native:	Asian:	Black or African-American:	Native Hawaiian or Other Pacific Islander:	White:
<b>Ethnicity:</b>	Hispanic or Latino:	Not Hispanic or Latino:			
<b>Gender:</b>	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): <b>AT&amp;T CORP.</b>			
26) P.O. Box:	And / Or	27) Street Address: <b>32 AVENUE OF THE AMERICAS</b>	
28) City: <b>NEW YORK</b>	29) State: <b>NY</b>	30) Zip: <b>10013</b>	
31) Telephone Number: <b>(212)387-4000</b>	32) FAX:		
33) E-Mail Address:			

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

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

**Assignee/Transferee Information**

44) The Assignee is a(n): <b>Corporation</b>			
45a) Taxpayer Identification Number: <b>270000798</b>	45b) SGIN: <b>000</b>	45c) FCC Registration Number (FRN): <b>0006329247</b>	
46) First Name (if individual):	MI:	Last Name:	Suffix:
47) Entity Name (if other than individual): <b>AT&amp;T COMCAST CORPORATION</b>			
48) Name of Real Party in Interest:		49) TIN:	
50) Attention To: <b>THOMAS R. NATHAN</b>			
51) P.O. Box:	And / Or	52) Street Address: <b>1500 MARKET STREET</b>	
53) City: <b>PHILADELPHIA</b>	54) State: <b>PA</b>	55) Zip: <b>19102</b>	
56) Telephone Number: <b>(215)981-7535</b>	57) FAX:		
58) E-Mail Address:			

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

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

**Alien Ownership Questions**

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

**Basic Qualification Questions**

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

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

<b>Race:</b>	American Indian or Alaska Native:	Asian:	Black or African-American:	Native Hawaiian or Other Pacific Islander:	White:
<b>Ethnicity:</b>	Hispanic or Latino:	Not Hispanic or Latino:			
<b>Gender:</b>	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 <i>pro forma</i> assignments and transfers by telecommunications carriers. See <i>Memorandum Opinion and Order</i> , 13 FCC Rcd. 6293(1998).
2) The Assignor or Transferor certifies that all statements made in this application and in the exhibits, attachments, or in documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.
79) Typed or Printed Name of Party Authorized to Sign
First Name: RICK   MI: D   Last Name: BAILEY   Suffix:
80) Title: VICE PRESIDENT
Signature: RICK D BAILEY   81) Date: 02/28/02

**Assignee/Transferee Certification Statements**

- 1) The Assignee or Transferee certifies either (1) that the authorization will not be assigned or that control of the license will not be transferred until the consent of the Federal Communications Commission has been given, or (2) that prior Commission consent is not required because the transaction is subject to streamlined notification procedures for *pro forma* assignments and transfers by telecommunications carriers See *Memorandum Opinion and Order*, 13 FCC Rcd. 6293 (1998).
- 2) The Assignee or Transferee waives any claim to the use of any particular frequency or of the electromagnetic spectrum as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise, and requests an authorization in accordance with this application.
- 3) The Assignee or Transferee certifies that grant of this application would not cause the Assignee or Transferee to be in violation of any pertinent cross-ownership, attribution, or spectrum cap rule.  
\*If the applicant has sought a waiver of any such rule in connection with this application, it may make this certification subject to the outcome of the waiver request.
- 4) The Assignee or Transferee agrees to assume all obligations and abide by all conditions imposed on the Assignor or Transferor under the subject authorization(s), unless the Federal Communications Commission pursuant to a request made herein otherwise allows, except for liability for any act done by, or any right accrued 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: <b>ARTHUR</b>	MI: <b>R</b>	Last Name: <b>BLOCK</b>	Suffix:
83) Title: <b>OFFICER</b>			
Signature: <b>ARTHUR R BLOCK</b>		84) Date: <b>02/28/02</b>	
<b>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).</b>			

**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
<b>WHK240</b>	<b>AL</b>					<b>Yes</b>
<b>WHK239</b>	<b>AL</b>					<b>Yes</b>

<b>FCC Form 603 Schedule A</b>	<b>Schedule for Assignments of Authorization and Transfers of Control in Auctioned Services</b>	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.

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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.

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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.

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

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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	<a href="#">0177284522129918964417172.pdf</a>

READ INSTRUCTIONS CAREFULLY  
BEFORE PROCEEDING

FEDERAL COMMUNICATIONS COMMISSION  
REMITTANCE ADVICE

Approved by OMB  
3060-0589  
Page No 1 of 1

(1) LOCKBOX # 358994

FCC/MBL/LL/LL

MAR 06 2002

SPECIAL USE

FCC USE ONLY

SECTION A - PAYER INFORMATION

(2) PAYER NAME (if paying by credit card, enter name exactly as it appears on your card)

**Cole, Raywid & Braverman, L.L.**

(3) TOTAL AMOUNT PAID (U.S. Dollars and cents)

**\$100.00**

(4) STREET ADDRESS LINE NO. 1

**1919 Pennsylvania Ave., N.W.**

(5) STREET ADDRESS LINE NO. 2

**Suite 200**

(6) CITY

**Washington**

(7) STATE

**DC**

(8) ZIP CODE

**20006**

(9) DAYTIME TELEPHONE NUMBER (include area code)

**202 - 6599750**

(10) COUNTRY CODE (if not in U.S.A.)

**US**

FCC REGISTRATION NUMBER (FRN) AND TAX IDENTIFICATION NUMBER (TIN) REQUIRED

(11) PAYER (FRN)

**0003 78 7942**

(12) PAYER (TIN)

**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

**PHILADELPHIA**

(17) STATE

**PA**

(18) ZIP CODE

**19102**

(19) DAYTIME TELEPHONE NUMBER (include area code)

**(215) 981-7535**

(20) COUNTRY CODE (if not in U.S.A.)

FCC REGISTRATION NUMBER (FRN) AND TAX IDENTIFICATION NUMBER (TIN) REQUIRED

(21) APPLICANT (FRN)

**0006 32 9247**

(22) APPLICANT (TIN)

**0270000798**

COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET

(23A) CALL SIGN/OTHER ID

**WHK239**

(24A) PAYMENT TYPE CODE

**PATM**

(25A) QUANTITY

**1**

(26A) FEE DUE FOR (PTC)

**\$50.00**

(27A) TOTAL FEE

**\$50.00**

FCC USE ONLY

(28A) FCC CODE 1

(29A) FCC CODE 2

**0000777341**

(23B) CALL SIGN/OTHER ID

**WHK240**

(24B) PAYMENT TYPE CODE

**PATM**

(25B) QUANTITY

**1**

(26B) FEE DUE FOR (PTC)

**\$50.00**

(27B) TOTAL FEE

**\$50.00**

FCC USE ONLY

(28B) FCC CODE 1

(29B) FCC CODE 2

**0000777341**

SECTION D - CERTIFICATION

(30) CERTIFICATION STATEMENT

I, Olivia J. Hill, certify under penalty of perjury that the foregoing and supporting information is true and correct to the best of my knowledge, information and belief. SIGNATURE Olivia J. Hill DATE 3/4/02

SECTION E - CREDIT CARD PAYMENT INFORMATION

(31)

MASTERCARD/VISA ACCOUNT NUMBER:

EXPIRATION DATE:

MASTERCARD

VISA

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

SIGNATURE \_\_\_\_\_

DATE \_\_\_\_\_

**COLÉ, RAYWID & BRAVERMAN, L.L.P.**

VENDOR

FEDERAL COMMUNICATIONS

CHECK NO. 74526

OUR REF. NO.	YOUR INV. NO.	INVOICE DATE	INVOICE AMOUNT	AMOUNT PAID	DISCOUNT TAKEN
40383	030102	03/01/2002	100.00	100.00	0.00

**COLÉ, RAYWID & BRAVERMAN, L.L.P.**

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

**BANK OF AMERICA**  
02992 DC  
15-120-540

CHECK NO.  
74526

CHECK DATE  
03/01/2002

VENDOR NO.  
FCC

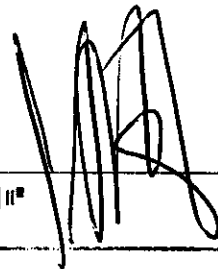
**PAY**

One hundred and NO/100

CHECK AMOUNT  
100.00

TO THE  
ORDER  
OF

FEDERAL COMMUNICATIONS  
COMMISSION



⑈074526⑈ ⑆054001204⑆ 002086050069⑈

FEDERAL COMMUNICATIONS  
**COLÉ, RAYWID & BRAVERMAN, L.L.P.**

74526

**74526**

40383      030102      03/01/2002      100.00      100.00      0.00



<b>FCC 603</b>	<b>FCC Wireless Telecommunications Bureau Application for Assignments of Authorization and Transfers of Control</b>	Approved by OMB 3060 - 0800 See instructions for public burden estimate  Submitted 02/28/2002 at 01:42PM  File Number: <b>0000777867</b>
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1) Application Purpose: <b>Transfer of Control</b>	
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 <i>pro forma</i> assignment of authorization or transfer of control? <b>No</b>
3b) If the answer to Item 3a is 'Yes', is this a notification of a <i>pro forma</i> 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. <b>No</b>
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? <b>Yes</b>
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? <b>Yes</b>
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? <b>Yes</b>

**Transaction Information**

8) How will assignment of authorization or transfer of control be accomplished? <b>Sale or other assignment or transfer of stock</b> 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: <b>Voluntary</b>

**Licensee/Assignor Information**

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

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

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

**Transferor Information (for transfers of control only)**

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

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

34) First Name: <b>STEVEN</b>	MI:	Last Name: <b>HORVITZ</b>	Suffix:		
35) Company Name: <b>COLE, RAYWID &amp; BRAVERMAN, LLP</b>					
36) P.O. Box:	And / Or	37) Street Address: <b>1919 PENNSYLVANIA AVENUE, N.W., SUITE 200</b>			
38) City: <b>WASHINGTON</b>	39) State: <b>DC</b>	40) Zip: <b>20006</b>			
41) Telephone Number: <b>(202)965-9750</b>	42) FAX:				
43) E-Mail Address:					

**Assignee/Transferee Information**

44) The Assignee is a(n): <b>Corporation</b>					
45a) Taxpayer Identification Number: <b>270000798</b>	45b) SGIN: <b>000</b>	45c) FCC Registration Number (FRN): <b>0006329247</b>			
46) First Name (if individual):	MI:	Last Name:	Suffix:		
47) Entity Name (if other than individual): <b>AT&amp;T COMCAST CORPORATION</b>					
48) Name of Real Party in Interest:			49) TIN:		
50) Attention To: <b>THOMAS R. NATHAN</b>					
51) P.O. Box:	And / Or	52) Street Address: <b>1500 MARKET STREET</b>			
53) City: <b>PHILADELPHIA</b>	54) State: <b>PA</b>	55) Zip: <b>19102</b>			
56) Telephone Number: <b>(215)981-7535</b>	57) FAX:				
58) E-Mail Address:					

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

59) First Name: <b>RENEE</b>	MI:	Last Name: <b>CALLAHAN</b>	Suffix:		
60) Company Name: <b>LAWLER, METZGER &amp; MILKMAN, LLC</b>					
61) P.O. Box:	And / Or	62) Street Address: <b>1909 PENNSYLVANIA AVENUE, NW, SUITE 820</b>			
63) City: <b>WASHINGTON</b>	64) State: <b>DC</b>	65) Zip: <b>20006</b>			
66) Telephone Number: <b>(202)777-7700</b>	67) FAX:				
68) E-Mail Address:					

**Alien Ownership Questions**