## 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	Year 2 Gross Revenues	Year 3 Gross Revenues	Total Assets:
(current)			y y and a control of the control of

#### 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 Type	Date	Description	Contents
Other	102/15/02 ===	Incorporation of public interest statement	0177279125963066108113324.pdf

## ATTACHMENTS TO APPLICATION

The attachment to this application is identical to that included with the concurrently-filed lead application for this transaction, an FCC Form 603 requesting Commission consent to the transfer of control of Comcast Cable Investors, Inc., licensee of WSB400, from Comcast Corporation to AT&T Comcast Corporation (file no. 0000-7690-54). This attachment is incorporated herein by reference.

**FCC 603** FCC Wireless Telecommunications Bureau and Transfers Properties Application for Assignments of Authorization STAL COMMENSCATIONS COMMISSION

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

Submitted 02/28/2002 at 07:27AM

File Number: 0000774201

1) Application Purpose: Transfer of Control

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

File Number:

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

#### Type of Transaction

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

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

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

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

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

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

6) Are attachments being filed with this application? Yes

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

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

#### **Transaction Information**

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

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

#### Licensee/Assignor Information

10a) Taxpayer Identification Numbe	r: L00205648	10b) SGIN: 000	10c) FCC Registration Number (FRN): 0003245792	
11) First Name (if individual):	MI:	Last Name:	Suffix:	
12) Entity Name (if not an individual	): Comcast Cable	vision of Philadel	phia Area I, Inc.	
13) Attention To: Thomas R. Natha	n			
14) P.O. Box:	And / Or	15) Street Address: 1500 Market Street		
16) City: Philadelphia		17) State: <b>PA</b>	18) Zip: <b>19102</b>	
19) Telephone Number: (215)981-7	535	20) FAX:		
21) E-Mail Address:				

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

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

## Transferor Information (for transfers of control only)

23a) Taxpayer Identification Number: L00217970		23b) SGIN: 000	23c) FCC Registration Number (FRN): 0006310726	
24) First Name (if individual):	MI:	Last Name:	Suffix:	
25) Entity Name (if not an individual	): Comcast Corp	oration		
26) P.O. Box: And / Or		27) Street Address: 1500 Market Street		
28) City: Philadelphia		29) State: PA 30) Zip: 19102		
31) Telephone Number: (215)981-7535		32) FAX:		
33) E-Mail Address:		<u></u>		

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

34) First Name: Renee	MI:	Last Name: Callahan	Suffix:	
35) Company Name: Lawler, Me	etzger & Milkman, LL	.C		
36) P.O. Box:	And / Or	37) Street Address: 1909 K Street, N.W., Suite 820		
38) City: Washington		39) State: DC	40) Zip: 20006	
41) Telephone Number: (202)77	7-7700	42) FAX:		
43) E-Mail Address:		64.6 ( 6.0 At 6.		

#### Assignee/Transferee Information

44) The Assignee is a(n): Corporat	ion		
45a) Taxpayer Identification Numbe	r: <b>L00465664</b>	45b) SGIN: 000	45c) FCC Registration Number (FRN): 0006329247
46) First Name (if individual):	MI:	Last Name:	Suffix:
47) Entity Name (if other than indivi	dual): AT&T Com	cast Corporation	
48) Name of Real Party in Interest:		***************************************	49) TIN:
50) Attention To: Thomas R. Natha	n		
51) P.O. Box:	And / Or	52) Street Address: 1500 Market Street	
53) City: Philadelphia		54) State: PA	55) Zip: <b>19102</b>
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, N.W., Suite 820			
63) City: Washington		64) State: DC	65) Zip: <b>20006</b>		
66) Telephone Number: (202)777-7700		67) FAX:			
68) E-Mail Address:					

## **Alien Ownership Questions**

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

#### **Basic Qualification Questions**

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

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

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

## **Assignor/Transferor Certification Statements**

transferred until the consent of the	Federal Communications subject to streamlined no	norization will not be assigned or that on Commission has been given, or (2) the otification procedures for <i>pro forma</i> ass and Order, 13 FCC Rcd. 6293(1998).	at prior Commission consent is not	
2) The Assignor or Transferor certifincorporated by reference are mater	fies that all statements ma erial, are part of this applic	ade in this application and in the exhibitation, and are true, complete, correct,	ts, attachments, or in documents and made in good faith.	
79) Typed or Printed Name of Party	y Authorized to Sign		**************************************	
First Name: Arthur	MI: R	Last Name: Block	Suffix:	
80) Title: Senior Vice President &	General Counsel	A.A. MANAGEMENT		
Signature: Arthur R Block 81) Date: 02/28/02				

## Assignee/Transferee Certification Statements

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

#### 82) Typed or Printed Name of Party Authorized to Sign

First Name: Arthur	MI: R	Last Name: Block	Suffix:		
83) Title: Officer			W. W		
Signature: Arthur R Block		84) Date: 02/28/02	84) Date: 02/28/02		
IMPRISONMENT (U.S. Code, Title	e 18, Section 1001) AN	OR ANY ATTACHMENTS ARE PUNIS D/OR REVOCATION OF ANY STATIO R FORFEITURE (U.S. Code, Title 47,	ON LICENSE OR CONSTRUCTION		

#### Authorizations To Be Assigned or Transferred

85) Call Sign	86) Radio Service	87) Location Number	88) Path Number (Microwave only)	89) Lower or Center Frequency (MHz)	90) Upper Frequency (MHz)	91) Constructed Yes / No
WNTA467	AL	## A T T T T T T T T T T T T T T T T T T				Yes
WPOS261	AL					Yes
WPOS262	AL					Yes
WPOS263	AL					Yes
WPOS264	AL					Yes
WPOS265	AL					Yes
WPOS259	AL					Yes
WPOS260	AL					Yes

## 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

AL PLANTED DE LA CONTRACTOR DE LA CONTRA	The second secon			i
Year 1 Gross Revenues	Year 2 Gross Revenues	Year 3 Gross Revenues	Total Assets:	į
(current)				

#### 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)

	28 W 1 W 1 W 1 W 1 W 1 W 1 W 1 W 1 W 1 W	
	As a result of transfer of control, must the licensee now claim a larger or higher category of eligibility than was	
	originally declared?	No
21.20	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 Type	Date	Description	Contents
Other	102/15/02	Incorporation of public interest statement	0177279129410290162534070.pdf

## ATTACHMENTS TO APPLICATION

The attachment to this application is identical to that included with the concurrently-filed lead application for this transaction, an FCC Form 603 requesting Commission consent to the transfer of control of Comcast Cable Investors, Inc., licensee of WSB400, from Comcast Corporation to AT&T Comcast Corporation (file no. 0000-7690-54). This attachment is incorporated herein by reference.

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

APR - 1 2002

APR - 1 2002

File Number:
0000773242

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

 Do00773242

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

#### Type of Transaction

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

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

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

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

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

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

6) Are attachments being filed with this application? Yes

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

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

#### Transaction Information

8) How will assignment of authorization or transfer of control be accomplished? Sale or other assignment or transfer of stock

If required by applicable rule, attach as an exhibit a statement on how control is to be assigned or transferred, along with copies of any pertinent contrarts, agreements, instruments, certified copies of Court Orders, etc.

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

#### Licensee/Assignor Information

10a) Taxpayer Identification Number L00124430		10b) SGIN: <b>000</b>	10c) FCC Registration Number (FRN):0002147049
11) First Name (if individual):	MI:	Last Name:	Suffix:
12) Entity Name (if not an individual):C	omeast WCS Com	nunications, Inc.	
13) Attention To: Thomas R. Nathan			
14) P.O. Box:	And / Or		s: 1500 Market Street
16) City: Philadelphia		17) State: PA	18) Zip: 19102
19) Telephone Number: (215)9817535		20) FAX:	
21) E-Mail Address:			

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

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

## Transferor Information (for transfers of control only)

23a) Taxpayer Identification Number 1.00217970		23b) SGIN: 000	23c) FCC Registration Number (FRN):0006310726	
24) First Name (if individual):	MI:	Last Name:	Suffix:	
25) Entity Name (if not an individual)	Comcast Corporation	a .		
26) P.O. Box: And / Or		27) Street Addres	ss: 1500 Market Street	
28) City: Philadelphia 31) Telephone Number: (215)9817535		29) State: PA 30) Zip: 19102 32) FAX:		

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

34) First Name: Rence	MI:	Last Name: Callahan	Suffix:	
5) Company Name: Lawler, M	etzger & Milkman, LLC			
36) P.O. Box:	And / Or	The state of the s		
38) City: <b>Washington</b> 41) Telephone Number: (202)7757700		39) State: DC	40) Zip: <b>20006</b>	
		42) FAX:		

## Assignee/Transferee Information

Assigned ITansiered Into Inc.			
44) The Assignee is a(n): Corporation			
45a) Taxpayer Identification Number L00465664		45b) SGIN: 000	45c) FCC Registration Number (FRN):0006329247
46) First Name (if individual):			Suffix:
47) Entity Name (if other than individua	l): 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 Addres		ss:1500 Market Street
53) City: Philadelphia		54) State: PA	55) Zip. 19102
		57) FAX:	
58) E-Mail Address:			
			<del></del>

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

59) First Name: Rence	MI:	Last Name: Callaban Suffix:		
60) Company Name: Lawler, Met	zger & Milkman, LLC			
61) P.O. Box:	And / Or	62) Street Address: 1909 K Street,		
63) City: Washington		64) State: DC	65) Zip: 20006	
66) Telephone Number: (202)7777700		67) FAX:		
68) E-Mail Address:				

## Alien Ownership Questions

Anen Ownership Questions	Į,
CO) to the Assistance of Transferre a foreign government of the representative of any foleign government.	=
ZOV to the Assignee or Transferee an alien or the representative of an alien?	=
Table Assigned of Transferee a cornoration organized under the laws of any foreign government?	lo
72) Is the Assignee or Transferee a corporation of which more than one of the capital stock is owned of record or voted by aliens of their	٩c
73) Is the Assignee or Transferee directly or indirectly controlled by any other corporation of which more than case that 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.	Xn

## **Basic Qualification Questions**

Dasic Qualification Question	
14) Hee the Assignee or Transferee or any party to this applica	tion had any FCC station authorization, license or construction permit revoked or had
any emplication for an initial modification or renewal of FCC	station authorization, license, construction permit denied by the Commission? If 'YearNe
attach exhibit explaining circumstances.	
actaon Camon Carp.	time and the directly or indirectly controlling the Assignee or Transferee, or and

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.	٧o
party to this application ever been convicted of a reiony by any state of retested every directly or indirectly controlling the Assignee or Transferee guilty of 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 sunlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sunlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sunlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sunlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sunlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sunlawfully monopolize radio communication, directly or indirectly, attach exhibit explaining of radio apparatus, exclusive traffic arrangement, or any other means or unfair methods of competition? If 'Yes', attach exhibit explaining or attach are also at a sunlawfully added the control of the	ę,
circumstances.  77) Is the Assignee or Transferee, or any party directly or indirectly controlling the Assignee or Transferee currently a party in any pending matter referred to in the preceding two items? If 'Yes', attach exhibit explaining circumstances.	No.
referred to in the preceding two tierns? If Tes, accurate the preceding two tierns?	

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

78) <b>Ra</b>	ce, Ethnicity, Gender of Ass	ignee/ I i misioi o	Black or African-American: Native Hawaiian or Other Pacific Islander White:
Race:	American Indian or Alaska Native	Asian:	Black or African-American   Native Hawaii air of Guiet Latter
	Hispanic or Latino:	Not Hispanic or Latino	
Gender:		Male:	
000000			

## Assignor/Transferor Certification Statements

The Assignor or Transferor certifies either (I consent of the Federal Communications Communication subject to streamlined notification procedures for the control of t	) that the authorization vission has been given, or or pro formessignments	will not be assigned or that control of the li (2) that prior Commission consent is not rand transfers by telecommunications carrie	cense will not be transferred until the equired because the transaction is ers. Seldemorandum Opinion and
Order, 13 FCC Red. 6293(1998).  2) The Assignor or Transferor certifies that all reference are material, are part of this application.	total made in this	application and in the exhibits, attachments	, or in documents incorporated by
79) Typed or Printed Name of Party Authorize	d to Sign		
First Name: ARTHUR	MI: R	Last Name: BLOCK	Suffix:
80) Title: OFFICER			
Signature: ARTHUR R BLOCK		81) Date: 03/28/02	

## Assignee/Transferee Certification Statements

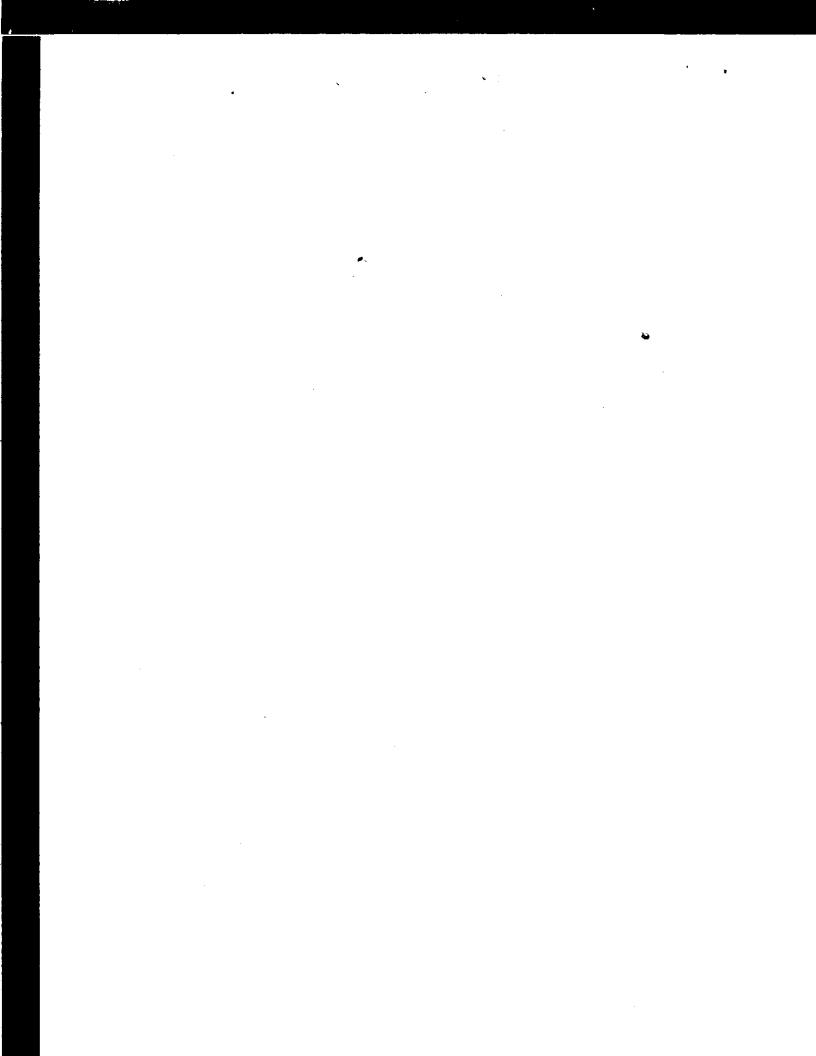
- 1) The Assignee or Transferee certifies either (1) that the authorization will not be assigned or that control of the license will not be transferred until the consent of the Federal Communications Commission has been given, or (2) that prior Commission consent is not required because the transaction is subject to streamlined notification procedures for pro formassignments and transfers by telecommunications carrier 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 pov 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
- 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
- \*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
- 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 d by, or any right accured by, or any suit or proceeding had or commenced against the Assignor or Transferor prior to this assignment.
- 5) The Assignee or Transferee certifies that all statements made in this application and in the exhibits, attachments, or in documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.
- 6) The Assignee or Transferee certifies that neither it nor any other party to the application is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1998, 21 U.S.C§ 862, because of a conviction for possession or distribution of a controlled substance. See Section 1.2002(b) of the rules, 47 CFR §1.2002(b), for the definition of "party to the application" as used in this certification.
- 7) The applicant certifies that it either (1) has an updated Form 602 on file with the Commission, (2) is filing an updated Form 602 simultaneously with this application, or (3) is not required to file Form 602 under the Commission's Rules.

## 82) Typed or Printed Name of Party Authorized to Sign

82) Typed of Filmted Name of 10-5	70- x	Last Name: BLOCK	Suffix:
First Name: ARTHUR	MI: R	Last Hame, Block	
83) Title: OFFICER		84) Date: 03/28/02	
Signature: ARTHUR R BLOCK WILLFUL FALSE STATEMENTS MADE ON THIS I	SODIA OD ANV	THE PROPERTY OF THE PROPERTY O	E BY FINE AND/OR
WILLFUL FALSE STATEMENTS MADE ON THIS I IMPRISONMENT (U.S. Code, Title 18, Section 1001) A PERMIT (U.S. Code, Title 47, Section 312(a)(1)), AND/	AND/OR REVO	CATION OF ANY STATION LICENS IRE (I.S. Code, Title 47, Section 503).	SE OR CONSTRUCTION
PERMIT (U.S. Code, Title 47, Section 312(a)(1)), AND	UK FUKFEIT		

## Authorizations To Be Assigned or Transferred

Authorizations 10 Be Assig	neu or Transferre			OO) Harry Emmanou	91) Constructed
85) Call Sign 86) Radio Service	87) Location Number	88) Path Number (Microwave only)	89) Lower or Center Frequency (MHz)	90) Upper Frequency (MHz)	Yes / No



KNLB290 AL	Yes I
KNLB289 AL	Yes

## 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 I Gross Revenues (current)	Year 2 Gross Revenues	Year 3 Gross Revenues	Total Accets:
	<u> </u>	110100000000000000000000000000000000000	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.

Assignce certifies that the applicant's sole control group member is a prexisting 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 prexisting 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?

No

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

#### Certification Statement for Transferces

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

Attachment Type	Date	Description	Contents
Other	02/15/02	Incorporation of Public Interest Statement	0177277486701347300375705.pdf

**FCC 603** 

FCC Wireless Telecommunications Bureau n for Assignments of and Transfer Control **Application for Assignments of Authorization** 

PEDERAL COMMUNICATIONS COMMISSION

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

Submitted 02/28/2002 at 08:21AM

File Number: 0000770948

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

File Number:

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

#### Type of Transaction

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

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

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

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

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

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

6) Are attachments being filed with this application? Yes

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

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

#### Transaction Information

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

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

#### Licensee/Assignor Information

10a) Taxpayer Identification Number	r: L00124337	10b) SGIN: 000	10c) FCC Registration Number (FRN): 0003018629
11) First Name (if individual):	MI:	Last Name:	Suffix:
12) Entity Name (if not an individual)	: Comcast SCH	Holdings, Inc.	
13) Attention To: Thomas R. Nathai	n		
14) P.O. Box:	And / Or	15) Street Addre	ss: 1500 Market Street
16) City: Philadelphia		17) State: PA	18) Zip: 19102
19) Telephone Number: (215)981-7	535	20) FAX:	
21) E-Mail Address:			

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

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

## Transferor Information (for transfers of control only)

23a) Taxpayer Identification Numbe	r: L00217970	23b) SGIN: 000	23c) FCC Registration Number (FRN): 0006310726	
24) First Name (if individual):	MI:	Last Name:	Suffix:	
25) Entity Name (if not an individual	: Comcast Corp	oration		
26) P.O. Box:	And / Or	27) Street Address: 1500 Market Street		
28) City: Philadelphia		29) State: PA	(30) Zip: <b>19102</b>	
31) Telephone Number: (215)981-7	535	32) FAX:		
33) E-Mail Address:	A			

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

34) First Name: Renee	MI:	Last Name: Callahan	Suffix:	
35) Company Name: Lawler, Met	zger & Milkman			
36) P.O. Box:	And / Or	37) Street Address: 1909 K. Street, Suite 820		
38) City: Washington		39) State: DC	40) Zip: 20006	
41) Telephone Number: (202)777-7700		42) FAX:		
43) E-Mail Address:			TOTAL AND	

## Assignee/Transferee Information

44) The Assignee is a(n): Corporat	ion		
45a) Taxpayer Identification Numbe	r: L00465664	45b) SGIN: 000	45c) FCC Registration Number (FRN): 0006329247
46) First Name (if individual):	MI:	Last Name:	Suffix:
47) Entity Name (if other than indivi	dual): AT&T Come	cast Corporation	THE REPORT OF THE PROPERTY OF
48) Name of Real Party in Interest:			49) TIN:
50) Attention To: Thomas R. Natha	ın	VALUE AND	NOT STANDARD AND A ST
51) P.O. Box:	And / Or	52) Street Addres	ss: 1500 Market Street
53) City: Philadelphia		54) State: PA	55) Zip: 19102
56) Telephone Number: (215)981-7535		57) FAX:	
58) E-Mail Address:			A SURVIVIOR AND MARKET PROPERTY MARKET IN THE PROPERTY OF THE

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

59) First Name: Renee	MI:	Last Name: Callahan	Suffix:	
60) Company Name: Lawler, M	etzger & Milkman		No. No. 1988 - No. 1988	
61) P.O. Box:	And / Or	62) Street Address: 1909 K Street, NW, Suite 820		
63) City: WashIngton		64) State: DC	65) Zip: <b>20006</b>	
66) Telephone Number: (202)777-7700		67) FAX:		

## **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**

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

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

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

## Assignor/Transferor Certification Statements

transferred until the consent of the required because the transaction	e Federal Communications is subject to streamlined no	norization will not be assigned or that on Commission has been given, or (2) the otification procedures for proforma ass of Order, 13 FCC Rcd. 6293(1998).	at prior Commission consent is not
2) The Assignor or Transferor cer incorporated by reference are ma	rifies that all statements ma terial, are part of this applic	ade in this application and in the exhibitation, and are true, complete, correct,	ts, attachments, or in documents and made in good faith.
79) Typed or Printed Name of Par	ty Authorized to Sign		A A VINNE AND A VINNE AND
First Name: Arthur	MI: R	Last Name: Block	Suffix:
80) Title: Senior Vice President	& General Counsel		
Signature: Arthur R Block		81) Date: 02/28/02	

## Assignee/Transferee Certification Statements

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

#### 82) Typed or Printed Name of Party Authorized to Sign

First Name: Arthur	MI: R	Last Name: Block	Suffix:	
83) Title: Officer				
Signature: Arthur R Block		84) Date: 02/28/02		
WILLFUL FALSE STATEMENTS MADE ON THIS IMPRISONMENT (U.S. Code, Title 18, Section 1 PERMIT (U.S. Code, Title 47, Section 312(a)(1))	001) AND/OR I	REVOCATION OF ANY STATION L	ICENSE OR CONSTRUCTION	

#### Authorizations To Be Assigned or Transferred

85) Call Sign	86) Radio Service	88) Path Number (Microwave only)		Frequency (SHz)	91) Constructed Yes / No
WNWK279	AL				Yes

#### 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	Year 2 Gross Revenues	Year 3 Gross Revenues	Total Assets:
(current)		l	

#### 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 No 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 Type	Date	Description	Contents
Other	107/13/07 :	Incorporation of Public Interest Statement	0177273022817692133970110.pdf

## ATTACHMENTS TO APPLICATION

The attachment to this application is identical to that included with the concurrently-filed lead application for this transaction, an FCC Form 603 requesting Commission consent to the transfer of control of Comcast Cable Investors, Inc., licensee of WSB400, from Comcast Corporation to AT&T Comcast Corporation (file no. 0000-7690-54). This attachment is incorporated herein by reference.

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

#### **Type of Transaction**

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

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

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

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

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

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

6) Are attachments being filed with this application? Yes

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

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

#### Transaction Information

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

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

#### Licensee/Assignor Information

10a) Taxpayer Identification Number: L00402233		10b) SGIN: <b>000</b>	10c) FCC Registration Number (FRN): 0005172804	
11) First Name (if individual): MI:		Last Name:	Suffix:	
12) Entity Name (if not an individual	): Outdoor Life N	etwork		
13) Attention To: Thomas R. Natha	n			
14) P.O. Box:	And / Or	15) Street Address: 1500 Market Street		
16) City: Philadelphia		17) State: PA		
19) Telephone Number: (215)981-7	535	20) FAX:		
21) E-Mail Address:				

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

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

## Transferor Information (for transfers of control only)

23a) Taxpayer Identification Number: L00217970		23b) SGIN: 000	23c) FCC Registration Number (FRN): 0006310726	
24) First Name (if individual): MI:		Last Name:	Suffix:	
25) Entity Name (if not an individual	): Comcast Corp	oration		
26) P.O. Box:	And / Or	27) Street Address: 1500 Market Street		
28) City: Philadelphia		29) State: PA	30) Zip: 19102	
31) Telephone Number: (215)981-7535		32) FAX:		
33) E-Mail Address:				

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

34) First Name: Renee	Mi:	Last Name: Callahan	Suffix:	
35) Company Name: Lawler, Me	etzger & Milkman			
36) P.O. Box:	And / Or	37) Street Address: 1909 K Street, NW, Suite 820		
38) City: Washington		39) State: DC	40) Zip: 20006	
41) Telephone Number: (202)77	7-7700	42) FAX:		
43) E-Mail Address:			THE A STATE OF THE PARTY OF THE	

#### Assignee/Transferee Information

44) The Assignee is a(п): Corporat	ion		
45a) Taxpayer Identification Number	er: L00465664	45b) SGIN: 000	45c) FCC Registration Number (FRN): 0006329247
46) First Name (if individual):	MI:	Last Name:	Suffix:
47) Entity Name (if other than indivi	dual): AT&T Com	cast Corporation	VVA 1-444-04-04-04-04-04-04-04-04-04-04-04-04
48) Name of Real Party in Interest:			49) TIN:
50) Attention To: Thomas R. Natha	an		
51) P.O. Box:	And / Or	52) Street Addre	ss: 1500 Market Street
53) City: Philadelphia		54) State: PA	55) Zip: 19102
56) Telephone Number: <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: Renee	MI:	Last Name: Callahan	Suffix:		
60) Company Name: Lawler, Metzger & Milkman					
61) P.O. Box:	And / Or	62) Street Address: 1909 K Street, NW, Suite 820			
63) City: Washington		64) State: DC	65) Zip: <b>20006</b>		
66) Telephone Number: (202)77	7-7700	67) FAX:			
68) E-Mail Address:					

## **Alien Ownership Questions**

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

#### **Basic Qualification Questions**

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

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

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

## **Assignor/Transferor Certification Statements**

transferred until the consent of the I	Federal Communications subject to streamlined no	norization will not be assigned or that confidence or that confidence or (2) the confidence or confi	at prior Commission consent is not	
The Assignor or Transferor certifincorporated by reference are mate	ies that all statements ma rial, are part of this applic	ide in this application and in the exhibit ation, and are true, complete, correct,	ts, attachments, or in documents and made in good faith.	
79) Typed or Printed Name of Party	Authorized to Sign		NANCO NECESSARIA DE LA CONTRA DEL CONTRA DE LA CONTRA DEL CONTRA DE LA CONTRA DE LA CONTRA DE LA CONTRA DE LA CONTRA DEL CONTRA DE LA CONTRA DEL CONTRA DE LA CONTRA DEL CONTRA DE LA CONTRA DE LA CONTRA DE LA CONTRA DEL	
First Name: Arthur	MI: R	Last Name: Block	Suffix:	
80) Title: Senior Vice President &	General Counsel		ALL CONTROL OF THE ARM AND THE STATE OF THE	
Signature: Arthur R Block 81) Date: 02/28/02				

## **Assignee/Transferee Certification Statements**

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

### 82) Typed or Printed Name of Party Authorized to Sign

First Name: Arthur	MI: R	Last Name: Block	Suffix:	
83) Title: Officer				
Signature: Arthur R Block		84) Date: 02/28/02		
WILLFUL FALSE STATEMENTS MADE ON IMPRISONMENT (U.S. Code, Title 18, Section PERMIT (U.S. Code, Title 47, Section 312(a)	on 1001) AND/0	OR REVOCATION OF ANY STATIO	N LICENSE OR CONSTRUCTION	

### **Authorizations To Be Assigned or Transferred**

85) Call Sign	86) Radio		88) Path Number 89) Lower or Center		91) Constructed Yes / No
oo, can oigin	Service	Number	(Microwave only) Frequency (MHz)	(MHz)	Tes/No
WPTR291	AL				Yes

## 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	Year 2 Gross Revenues	Year 3 Gross Revenues	Total Assets:
(current)	L.,		

#### 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?	No
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 Type	Date	Description	Contents
Other	02/26/02	Incorporation of Public Interest Statement	0177303136838518391472535.pdf

## ATTACHMENTS TO APPLICATION

The attachment to this application is identical to that included with the concurrently-filed lead application for this transaction, an FCC Form 603 requesting Commission consent to the transfer of control of Comcast Cable Investors, Inc., licensee of WSB400, from Comcast Corporation to AT&T Comcast Corporation (file no. 0000-7690-54). This attachment is incorporated herein by reference.

**FCC 603** 

# FCC Wireless Telecommunications Bureau Application for Assignments of Authorization and Transpared Control

APR -1 2002

PERENAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

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

Submitted 02/28/2002 at 08:37AM

File Number: **0000777254** 

<ol> <li>Application Purp</li> </ol>	ose: Transfer	of Contro
--------------------------------------	---------------	-----------

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

File Number:

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

#### Type of Transaction

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

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

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

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

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

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

6) Are attachments being filed with this application? Yes

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

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

#### Transaction Information

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

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

#### Licensee/Assignor Information

10a) Taxpayer Identification Numbe	r: <b>L00013816</b>	10b) SGIN: 000	10c) FCC Registration Number (FRN): 0003253721
1) First Name (if individual): MI:		Last Name:	Suffix:
12) Entity Name (if not an individual	): QVC Inc.		.,,
13) Attention To: Thomas R. Natha	n		
14) P.O. Box:	And / Or	15) Street Address: 1500 Market Street	
16) City: <b>Philadelphia</b>		17) State: PA	18) Zip: 19102
19) Telephone Number: <b>(215)981-7</b>	535	20) FAX:	
21) E-Mail Address:			

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

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

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

23a) Taxpayer Identification Number: L00217970		23b) SGIN: 000	23c) FCC Registration Number (FRN): 0006310726	
24) First Name (if individual):	MI:	Last Name:	Suffix:	
25) Entity Name (if not an individual	): Comcast Corp	oration		
26) P.O. Box:	And / Or	27) Street Address: 1500 Market Street		
28) City: Philadelphia		29) State: PA 30) Zip: 19102		
31) Telephone Number: (215)981-7535		32) FAX:		
33) E-Mail Address:				

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

34) First Name: Renee	MI:	Last Name: Callahan	Suffix:
35) Company Name: Lawler, Me	etzger & Milkman, LL	C	
36) P.O. Box:	And / Or	37) Street Address: 1909 K Street, NW, Suite 820	
38) City: <b>Washington</b>		39) State: DC	40) Zip: 20006
41) Telephone Number: (202)77	7-7700	42) FAX:	

## Assignee/Transferee Information

44) The Assignee is a(n): Corporat	ion		
45a) Taxpayer Identification Numbe	r: <b>L00465664</b>	45b) SGIN: 000	45c) FCC Registration Number (FRN): 0006329247
46) First Name (if individual):	MI:	Last Name:	Suffix:
47) Entity Name (if other than indivi	dual): AT&T Come	cast Corporation	
48) Name of Real Party in Interest:			49) TIN:
50) Attention To: Thomas R. Natha	n		A CONTRACTOR OF THE PROPERTY O
51) P.O. Box:	And / Or	52) Street Addre	ess: 1500 Market Street
53) City: Philadelphia		54) State: PA	55) Zip: <b>19102</b>
56) Telephone Number: (215)981-7	535	57) FAX:	
58) E-Mail Address:			

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

59) First Name: Renee	MI:	Last Name: Callahan	Suffix:
60) Company Name: Lawler, Me	etzger & Milkman, LL	C	
61) P.O. Box:	And / Or	62) Street Address: 1909 K Stre	et, NW, Suite 820
63) City: Washington		64) State: DC	65) Zip: 20006
66) Telephone Number: (202)77	7-7700	67) FAX:	
68) E-Mail Address:			

## **Alien Ownership Questions**

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

#### **Basic Qualification Questions**

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

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

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

## **Assignor/Transferor Certification Statements**

, , , <del>, , , , , , , , , , , , , , , </del>			
transferred until the consent of the	Federal Communications is subject to streamlined no	norization will not be assigned or that on Commission has been given, or (2) the otification procedures for <i>pro forma</i> asset of Order, 13 FCC Rcd. 6293(1998).	at prior Commission consent is not
The Assignor or Transferor cert incorporated by reference are material.	ifies that all statements ma erial, are part of this applic	ade in this application and in the exhibication, and are true, complete, correct,	ts, attachments, or in documents and made in good faith.
79) Typed or Printed Name of Par	ty Authorized to Sign		20. Annual
First Name: Arthur	MI: R	Last Name: Block	Suffix:
80) Title: Senior Vice President 8	& General Counsel		194 ACCIDIANA
Signature: Arthur R Block		81) Date: 02/28/02	

## Assignee/Transferee Certification Statements

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

#### 82) Typed or Printed Name of Party Authorized to Sign

First Name: Arthur	MI: R	Last Name: Block	Suffix:	
83) Title: Officer		Commence of the commence of th		
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 89) Lower or Center 90) Upper Frequency (Microwave only) Frequency (MHz) (MHz)	91) Constructed Yes / No
WPGE485	AL			Yes
WPGE504	AL			Yes
BLP01221	AL			Yes
WNXC314	AL	:		Yes
WPOZ521	AL			Yes
WPPW767	AL			Yes
BLP01502	AL	:		Yes
WPQH942	AL			Yes
WPGS935	AL	:		Yes
WPPS619	AL	•		Yes
WNCX314	AL	<b>:</b>		Yes
WPOB999	AL	<b>^</b>		Yes
WPOC209	AL	<u>:</u>		Yes
WPTB573	AL	<b>.</b> !		Yes

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

#### 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	and the same of th
originally declared?	No
If 'Yes', the new category of eligibility of the licensee is:	3. 12 1103 12-1040 0.00

#### **Certification Statement for Transferees**

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

Attachment TypeDateDescriptionContentsOther02/19/02Incorporation of Public<br/>Interest Statement0177284363837876262364551.pdf

#### ATTACHMENTS TO APPLICATION

The attachment to this application is identical to that included with the concurrently-filed lead application for this transaction, an FCC Form 603 requesting Commission consent to the transfer of control of Comcast Cable Investors, Inc., licensee of WSB400, from Comcast Corporation to AT&T Comcast Corporation (file no. 0000-7690-54). This attachment is incorporated herein by reference.

**FCC 603** 

# Application for Assignments of Authorization and Transfers

APR -1 2002

PEDERAL COMMUNICATIONS COMMUSSION
OFFICE OF THE SECRETARY

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

Submitted 02/28/2002 at 09:18AM

File Number: **0000773529** 

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

File Number:

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

#### Type of Transaction

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

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

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

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

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

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

6) Are attachments being filed with this application? Yes

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

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

#### Transaction Information

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

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

#### Licensee/Assignor Information

10a) Taxpayer Identification Numbe	r: <b>L00225393</b>	10b) SGIN: 000	10c) FCC Registration Number (FRN): 0001622067	
11) First Name (if individual):	MI:	Last Name:	Suffix:	
12) Entity Name (if not an individual	): Comcast Cable	evision of New Mex	ico, Inc.	
13) Attention To: Thomas R. Natha	n			
14) P.O. Box:	And / Or	15) Street Address: 1500 Market Street		
16) City: Philadelphia		17) State: PA	[18] Zip: <b>19102</b>	
19) Telephone Number: (215)981-7	535	20) FAX:		
21) E-Mail Address:				

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

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

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

23a) Taxpayer Identification Number: L00217970		23b) SGIN: 000	23c) FCC Registration Number (FRN): 0006310726	
24) First Name (if individual):	MI:	Last Name:	Suffix:	
25) Entity Name (if not an individual	): Comcast Corp	oration		
26) P.O. Box:	And / Or	27) Street Address: 1500 Market Street		
28) City: Philadelphia		29) State: <b>PA</b>	30) Zip: 19102	
31) Telephone Number: (215)981-7535		32) FAX:		
33) E-Mail Address:				

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

34) First Name: Renee	MI:	Last Name: Callahan	Suffix:	
35) Company Name: Lawler, M	etzger & Milkman, LL	C		
36) P.O. Box:	And / Or	37) Street Address: 1909 K Street, N.W., Suite 820		
38) City: Washington		39) State: DC	40) Zip: <b>20006</b>	
41) Telephone Number: (202)7	77-7700	42) FAX:		
43) E-Mail Address:	22			

#### Assignee/Transferee Information

44) The Assignee is a(n): Corporat	ion		
45a) Taxpayer Identification Numbe	r: <b>L00465664</b>	45b) SGIN: 000	45c) FCC Registration Number (FRN): 0006329247
46) First Name (if individual):	MI:	Last Name:	Suffix:
47) Entity Name (if other than individ	dual): AT&T Com	cast Corporation	AATT - VALENDER AATTE GERAM WAS ALLEGED AND ALLEGED AN
48) Name of Real Party in Interest:		V/124024.2340401.5 VV.511 13.4 VV.44444	49) TIN:
50) Attention To: Thomas R. Natha	n		1/4 A 1 7 8 9 9 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1
51) P.O. Box:	And / Or	52) Street Addre	ss: 1500 Market Street
53) City: Philadelphia		54) State: PA	55) Zip: 19102
56) Telephone Number: <b>(215)981-7</b>	535	57) FAX:	
58) E-Mail Address:			

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

59) First Name: Renee	Mt:	Last Name: Callahan	Suffix:	
60) Company Name: Lawler,	Metzger & Milkman, LL	C		
61) P.O. Box: And / Or		62) Street Address: 1909 K Street, N.W., Suite 820		
63) City: <b>Washington</b>		64) State: DC	65) Zip: <b>20006</b>	
66) Telephone Number: (202)	777-7700	67) FAX:		
68) E-Mail Address:				

#### **Alien Ownership Questions**

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

#### **Basic Qualification Questions**

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

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

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

#### **Assignor/Transferor Certification Statements**

<ol> <li>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).</li> </ol>						
2) The Assignor or Transferor certi incorporated by reference are mater	fies that all statements ma crial, are part of this applic	ade in this application and in the exhibi ation, and are true, complete, correct,	ts, attachments, or in documents and made in good faith.			
79) Typed or Printed Name of Part	y Authorized to Sign					
First Name: Arthur	MI: R	Last Name: Block	Suffix:			
80) Title: Senior Vice President &	General Counsel		VOX.22 CO 1 A CONTRACTOR AND			
Signature: Arthur R Block	4 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	81) Date: 02/28/02				

#### **Assignee/Transferee Certification Statements**

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

#### 82) Typed or Printed Name of Party Authorized to Sign

First Name: Arthur	MI: R	Last Name: Block	Suffix:	
83) Title: Officer		2		
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	88) Path Number 89) Lower or Cent (Microwave only) Frequency (MHz	91) Constructed Yes / No
WNBJ616	AL		Yes
WNBJ617	AL		Yes
WNYH320	AL		Yes

FCC Form 603 Schedule A

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

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

#### Assignments of Authorization

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

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

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

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

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

Year 1 Gross Revenues	Year 2 Gross Revenues	Year 3 Gross Revenues	Total Assets:
(current)			<b>,</b>

#### 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.

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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 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
7 . 41	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>	Date	Description	Contents
Other	102/15/02	Incorporation of public interest statement	0177278216054662376279049.pdf

#### ATTACHMENTS TO APPLICATION

The attachment to this application is identical to that included with the concurrently-filed lead application for this transaction, an FCC Form 603 requesting Commission consent to the transfer of control of Comcast Cable Investors, Inc., licensee of WSB400, from Comcast Corporation to AT&T Comcast Corporation (file no. 0000-7690-54). This attachment is incorporated herein by reference.

**FCC 603** 

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

APR - 1 2002

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

Submitted 02/28/2002 at 07:02AM

File Number: 0000774113

1) Application Purpose: Transfer of Control

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

File Number:

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

#### Type of Transaction

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

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

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

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

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

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

6) Are attachments being filed with this application? Yes

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

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

#### **Transaction Information**

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

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

#### Licensee/Assignor Information

10a) Taxpayer Identification Numbe	r: L00317333	10b) SGIN: 000	10c) FCC Registration Number (FRN): 0004531919	
11) First Name (if individual): MI:		Last Name:	Suffix:	
12) Entity Name (if not an individual	): Comcast Cable	vision of New Me	xico/Pennsylvania, Inc.	
13) Attention To: Thomas R. Natha	n			
14) P.O. Box:	And / Or	15) Street Addre	ess: 1500 Market Street	
16) City: Philadelphia		17) State: <b>PA</b>	18) Zip: 19102	
19) Telephone Number: (215)981-7535		20) FAX:		
21) E-Mail Address:				

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

Race:	American Indian or Alaska Native:	Asian:	Black or African-American:	HPacific Islander:	White:
<b>f</b> :	Hispanic or Latino:	Not Hispanic or		Commence of the commence of th	
Gender:	Female:	Male:			

## Transferor Information (for transfers of control only)

23a) Taxpayer Identification Number	r: L00217970	23b) SGIN: 000	23c) FCC Registration Number (FRN): 0006310726
24) First Name (if individual): MI:		Last Name:	Suffix:
25) Entity Name (if not an individual	): Comcast Corp	oration	AND
26) P.O. Box;	And / Or	27) Street Address: 1500 Market Street	
28) City: Philadelphia		29) State: PA 30) Zip: 19102	
31) Telephone Number: (215)981-7	535	32) FAX:	
33) E-Mail Address:	**************************************	a. 1994) 34. 14. 14. 14. 14. 14. 14. 14. 14. 14. 1	. San menerati Santaman (1823) and menerati and menerati San manager (San menerati and menerati and menerati a

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

34) First Name: Renee	MI:	Last Name: Callahan	Suffix:	
35) Company Name: Lawler, Mo	etzger & Milkman, LL	C	<u> </u>	
36) P.O. Box:	And / Or	37) Street Address: 1909 K Stree	et. N.W. Suite 820	
38) City: Washington		39) State: DC [40) Zip: 20006		
41) Telephone Number: (202)777-7700		42) FAX:		
43) E-Mail Address:	The state of the s	** Control of Albana and Albana a	The secretarial Advances (1975), and secretarial Madescapes in Advances (1974), where the 1975 is the secretarial and the 1975 is the 1975	

## Assignee/Transferee Information

SGIN: 000 Name: rporation	45c) FCC Registration Number (FRN): 0006329247   Suffix:
poration	
	A COVA 11/10 AND
	49) TIN:
	AND THE STATE OF T
treet Addres	ss: 1500 Market Street
tate: PA	55) Zip: 19102
(57) FAX:	
t	tate: PA

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

59) First Name: Renee	MI:	Last Name: Callahan	Suffix:
60) Company Name: Lawler, M	etzger & Milkman, LL	C	A SECTION OF THE PROPERTY OF T
61) P.O. Box:	And / Or	62) Street Address: 1909 K Stre	et. N.W. Suite 820
63) City: <b>Was</b> hington		64) State: DC	65) Zip: 20006
66) Telephone Number: (202)77	7-7700	67) FAX:	
68) E-Mail Address:	THE RESPONDED TO A STATE OF THE PARTY OF THE	Anna State Control of the Control of	
- Alabara - Alab		AND	

## Alien Ownership Questions

	N.
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.	JI
77) Is the Assignee or Transferee, or any party directly or indirectly controlling the Assignee or Transferee currently a party in any pending matter referred to in the preceding two items? If 'Yes', attach exhibit explaining circumstances.	No

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

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

#### **Assignor/Transferor Certification Statements**

transferred until the consent of the	Federal Communications s subject to streamlined no	norization will not be assigned or that on Commission has been given, or (2) the otification procedures for <i>pro forma</i> ass and Order, 13 FCC Rcd. 6293(1998).	at prior Commission consent is not
The Assignor or Transferor certificorporated by reference are materials.	fies that all statements ma erial, are part of this applic	ade in this application and in the exhib cation, and are true, complete, correct,	its, attachments, or in documents and made in good faith.
79) Typed or Printed Name of Part	y Authorized to Sign	,	
First Name: Arthur	MI: R	Last Name: Block	Suffix:
80) Title: Senior Vice President 8	General Counsel		
Signature: Arthur R Block		81) Date: 02/28/02	

#### Assignee/Transferee Certification Statements

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

#### 82) Typed or Printed Name of Party Authorized to Sign

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

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KGV581	AL					Yes
KTN474	AL					Yes
WZN981	AL					Yes
KLY517	AL					Yes

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

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

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