

EX PARTE OR LATE FILED

Wiley, Rein & Fielding

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(202) 719-7534

October 5, 2000

RECEIVED  
OCT 5 2000  
FEDERAL COMMUNICATIONS COMMISSION  
OFFICE OF THE SECRETARY

**BY HAND**

Ms. Magalie Roman Salas, Secretary  
Federal Communications Commission  
445 12th Street, SW; Room TW-B204F  
Washington, D.C. 20554

Re: Notification of Ex Parte Contact in WT Docket No. 00-130

Dear Ms. Roman Salas:

This letter notifies the Commission of an *ex parte* contact in WT Docket No. 00-130. On October 5, 2000, we filed an FCC Form 603 amending the pending application of Black Label Wireless, Inc. ("Black Label") and Indus, Inc. ("Indus") to substitute Wisconsin Acquisition Corp. for Black Label. A copy of this filing is attached for inclusion in WT Docket No. 00-130.

Should any questions arise concerning this notification, please do not hesitate to contact the undersigned at (202) 719-7534

Sincerely,

*Nicole M. McGinnis*  
Nicole M. McGinnis

Enclosure: FCC Form 603

No. of Copies rec'd 014  
List A B C D E  
\_\_\_\_\_

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

RECEIVED

OCT 5 2000

Approved by OMB  
3000 - 0000  
See instructions for  
public burden estimate

1) Application Purpose (Select only one) (AM)

AA - Assignment of Authorization TC - Transfer of Control	AM - Amendment WD - Withdrawal	NT - Required Notification (for Consumer Assignment or Transfer) EX - Request for Extension of Time (to Consumer Assignment or Transfer)
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: 0000117340
2b) File numbers of related pending applications currently on file with the FCC: 0000123402 (Lead Application)		

Type of Transaction

3a) Is this a <i>pro forma</i> assignment of authorization or transfer of control?	( N ) Yes No
3b) If the answer to item 3a is 'yes', is this a notification of a <i>pro forma</i> transaction being filed under the Commission's forbearance procedures for telecommunications licenses?	( ) Yes No
4) For assignments of authorization only, is this a partition and/or disaggregation?	( ) Yes No
5) Does this filing request a waiver of the Commission's rules?	( Y ) Yes No
6) Are attachments being filed with this application?	( Y ) Yes No
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?	( N ) Yes No
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?	( N ) Yes No

Transaction Information

8) How will the assignment of authorization or transfer of control be accomplished? Select One: ( S )

Sale or other assignment or transfer of stock       Court Order

Other (voting trust agreement, management contract, etc.): \_\_\_\_\_

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: ( V ) Voluntary Involuntary

Licensee/Assignor Information

10a) Taxpayer Identification Number: L00000120		10b) SSN:	
11) First Name (if individual):	MI:	Last Name:	Suffix:
12) Entity Name (if not an individual): Indus, Inc.			
13) Attention To: Terry O'Reilly			
14) P.O. Box:	And /Or	15) Street Address: 633 East Mason Street	
16) City: Milwaukee	17) State: WI	18) Zip: 53202	
19) Telephone Number: (414)283-0080		20) FAX: (414)283-0090	
21) E-Mail Address: Loreilly@Industar.com			

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

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

Transferor Information (for transfers of control only)

23a) Taxpayer Identification Number:			23b) SGIN		
24) First Name (if individual):		MI:	Last Name:		Suffix:
25) Entity Name (if other than individual):					
26) P.O. Box:		And /Or	27) Street Address:		
28) City:			29) State:		30) Zip:
31) Telephone Number:			32) FAX:		
33) E-Mail Address:					

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

34) First Name:		MI:	Last Name:		Suffix:
35) Company Name:					
36) P.O. Box:		And /Or	37) Street Address:		
38) City:			39) State:		40) Zip:
41) Telephone Number:			42) FAX:		
43) E-Mail Address:					

Assignee/Transferee Information

44) Assignee is a(n): ( C )					
<input type="checkbox"/> Individual Corporation	<input type="checkbox"/> Unincorporated Association	<input type="checkbox"/> Trust	<input type="checkbox"/> Government Entity Consortium	<input type="checkbox"/> Joint Venture	<input type="checkbox"/> Limited Liability Corporation Partnership
45a) Taxpayer Identification Number:			45b) SGIN		
46) First Name (if individual):		MI:	Last Name:		Suffix:
47) Entity Name (if other than individual): <b>Wisconsin Acquisition Corp</b>					
48) Name of Real Party in Interest:			49) TIN		
50) Attention To: <b>Thomas Sullivan</b>					

51) P.O. Box:	And /Or	52) Street Address: 1010 N. Glebe Road, Suite 800
53) City: Arlington	54) State: VA	55) Zip: 22201
56) Telephone Number: (703) 236-1100	57) FAX: (703) 236-1101	
58) E-Mail Address:		

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

59) First Name: Eric	M: W.	Last Name: DeSilva	Suffix:
60) Company Name: Wiley, Rein & Fielding			
61) P.O. Box:	And /Or	62) Street Address: 1776 K Street, NW	
63) City: Washington	64) State: DC	65) Zip: 20006	
66) Telephone Number: (202) 719-3182	67) FAX: (202) 719-4969		
68) E-Mail Address: cdsilva@wrf.com			

**Alien Ownership Questions**

69) Is the Assignee or Transferee a foreign government or the representative of any foreign government?	( N ) Yes No
70) Is the Assignee or Transferee an alien or the representative of an alien?	( N ) Yes No
71) Is the Assignee or Transferee a corporation organized under the laws of any foreign government?	( N ) Yes 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?	( N ) Yes 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.	( N ) Yes 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.	( N ) Yes 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.	( N ) Yes 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.	( N ) Yes 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.	( N ) Yes No

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

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

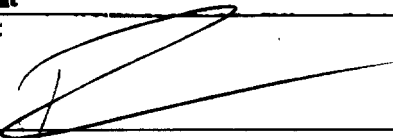
**Assignor/Transferor Certification Statements**

1) The Assignor or Transferor certifies either (1) that the authorization will not be assigned or that control of the license will not be transferred until the consent of the Federal Communications Commission has been given, or (2) that prior Commission consent is not required because the transaction is subject to streamlined notification procedures for pro forma assignments and transfers by telecommunications carriers. See Memorandum Opinion and Order, 13 FCC Red. 6283 (1998).			
2) The Assignor or Transferor certifies that all statements made in this application and in the exhibits, attachments, or documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.			
<b>79) Typed or Printed Name of Party Authorized to Sign</b>			
<b>First Name:</b>	<b>MI:</b>	<b>Last Name:</b>	<b>Suffix:</b>
Terry		O'Reilly	
<b>80) Title:</b>			
Executive VP, Chief Operating Officer			
<b>Signature:</b>			<b>81) Date:</b>
			9/26/00

**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 Red. 6283 (1998).
2) The Assignee or Transferee waives any claim to the use of any particular frequency or of the electromagnetic spectrum as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise, and requests an authorization in accordance with this application.
3) The Assignee or Transferee certifies that grant of this application would not cause the Assignee or Transferee to be in violation of any pertinent cross-ownership, attribution, or spectrum cap rule. * If the applicant has sought a waiver of any such rule in connection with this application, it may make this certification subject to the outcome of the waiver request.
4) The Assignee or Transferee agrees to assume all obligations and abide by all conditions imposed on the Assignor or Transferor under the subject authorization(s), unless the Federal Communications Commission pursuant to a request made herein otherwise allows, except for liability for any act done by, or any right accrued by, or any suit or proceeding had or commenced against the Assignor or Transferor prior to this assignment.
5) The Assignee or Transferee certifies that all statements made in this application and in the exhibits, attachments, or 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 1988, 21 U.S.C. § 882, 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.

62) Typed or Printed Name of Party Authorized to Sign

First Name: <b>Thomas</b>	MI: <b>IL</b>	Last Name: <b>Sullivan</b>	Suffix:
63) Title: <b>President</b>			
Signature: 			64) Date:
<b>WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 603).</b>			



**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)?	( <input checked="" type="checkbox"/> ) <b>Yes</b> <input type="checkbox"/> <b>No</b>
If 'Yes', is the Assignee applying for installment payments?	( <input checked="" type="checkbox"/> ) <b>Yes</b> <input type="checkbox"/> <b>No</b>

**2) Gross Revenues and Total Assets Information (if required) (for assignments of authorization only)**  
Refer to applicable auction rules for method to determine required gross revenues and total assets information

Year 1 Gross Revenues (current)	Year 2 Gross Revenues	Year 3 Gross Revenues	Total Assets:
94,769,000.00	2,034,431.00	0.00	495,776,440.00

**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) License Eligibility (for transfers of control)**

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



## AMENDMENT TO PENDING APPLICATION

This filing amends the pending application of Black Label Wireless, Inc. ("Black Label") and Indus, Inc. ("Indus") to substitute Wisconsin Acquisition Corp. ("WAC") a different, commonly owned entity for Black Label. The original application specified that Black Label would be merged with Indus, with Black Label as the surviving entity. At the time of the proposed merger, Black Label was to be a wholly-owned subsidiary of TeleCorp Holding Corp. II, L.L.C. ("THC-II"). With the passage of time, however, Black Label has assumed certain financial obligations that would significantly complicate the proposed merger with Indus. Accordingly, the applicants have created a new entity, WAC, to serve as the merger vehicle.

In all material respects, the proposed transaction as amended is identical to the transaction proposed in the original application. As with the prior application, under the proposed transaction, WAC will merge with Indus with WAC as the surviving entity. At the time of the merger, WAC will also be a wholly-owned subsidiary of THC-II. Because the substitution of a new assignee that is wholly-identical in ownership is merely a pro forma modification, this amendment should properly be considered a minor amendment that does not trigger further public notice obligations.

A new FCC Form 602 for WAC is being filed concurrently herewith. In addition, because the parties understand that the ULS system will treat the change of assignee as a newly filed application rather than as the contemplated minor amendment, the parties have filed a paper application and are requesting a waiver of the electronic filing rule. In addition, because the parties do not wish to delay action on the applications based on the circumstances surrounding the substitution of WAC for Black Label, the parties have filed as expeditiously as possible. In so doing, the parties have utilized facsimile signatures and, accordingly, seek a waiver of the original signature rule to allow them ten business days to forward the originals to the Wireless Telecommunications Bureau. As a final matter, while WAC has been formed, the Internal Revenue Service has not yet assigned an Employee Identification Number ("EIN") to WAC. Upon receipt of the EIN, WAC will forward the number to the Wireless Telecommunications Bureau directly as WAC's TIN.