

**SCHEDULE 14**  
**VERIFICATION**

Page TwentyOne

Before Signing Please Check to See That All Schedules Have Been Completed.  
(See General Instruction No. 4)

I, the undersigned:

**M. S. Gunning**  
**Assistant Treasurer of AirTouch Communications**  
(Officer, Partner or Owner)

of **AirTouch Corporation, the parent company**  
of **AirTouch Cellular, General Partner**  
of **Sacramento-Valley Limited Partnership**  
(Name of Utility)

under penalty of perjury do declare that this report has been prepared by me, or under my direction, from the books, papers and records of the respondent; that I have carefully examined the same, and declare the same to be a complete and correct statement of the business and affairs of the above-named respondent and the operations of its property for the period from and including January 1, 1994, to, and including, December 31, 1994.

Signed:   
Title: Assistant Treasurer of AirTouch Communications  
Date: 3/30/95



March 31, 1995

Mr. Douglas Long, Chief Accountant  
Accounting and Auditing Branch, Room 3251  
California Public Utilities Commission  
505 Van Ness Avenue  
San Francisco, CA 94102

Re: Compliance with the Commission's Annual Reporting Requirements  
for Cellular Carriers

Dear Mr. Long:

Attached are the original plus two copies of the annual financial reports for  
the Modoc RSA Limited Partnership (U-3032-C).

If there are any questions concerning these reports, members of the  
Commission staff should contact me at (415) 658-5166 or Richard Nelson at  
(415) 658-2059.

Very truly yours,

A handwritten signature in cursive script that reads "Kim Mahoney".

Kim Mahoney  
Manager - Regulatory

Enclosure

cc: Richard C. Nelson

U. # 3032C

CELLULAR COMMUNICATIONS LICENSEES  
(WHOLESALE AND RETAIL OPERATIONS)

**ANNUAL REPORT  
OF  
THE**

**Modoc RSA Limited Partnership**

Exact Legal Name of Reporting Licensee

(If name was changed during the year, show also the previous name and date of change.)

**2150 River Plaza Drive  
Suite 400  
Sacramento, California 95833**  
(Address of Licensee)

**TO THE  
PUBLIC UTILITIES COMMISSION  
STATE OF CALIFORNIA  
FOR THE YEAR ENDED  
DECEMBER 31, 1994**

Name, title, address and telephone number (including area code), of the person to be contacted concerning this report:

**Mr. Richard C. Nelson  
Director - Regulatory  
Ninth Floor  
One California Street  
San Francisco, CA 94111  
(415) 658-2059**

Annual Report of the Modoc RSA Limited Partnership For the Year Ended December 31, 1994

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Lead page

Schedules which are not applicable to the licensee shall be indicated in Column (d) by inserting the symbol "N" opposite each such schedule.

Line No.	Schedule No.	Title of Schedule	Page No.	(d)
	(a)	(b)	(c)	
<b><u>GENERAL INFORMATION</u></b>				
1		General Instructions	1	
2	1	General Information	2, 3	
3	2	Directors or Proprietors	4	
4	3	Principal Officers	5	
5	4	Voting Powers and Controls	6	N
6	5	Significant Changes During the Year	7	N
<b><u>FINANCIAL AND ACCOUNTING DATA</u></b>				
7	6	Instructions to Comparative Balance Sheet	8	
8	6	Comparative Balance Sheet	9, 10	
9	7	Instructions for Income and Retained Earnings or Proprietary Capital Statements	11	
10	7	Income Statements	12	
11	7A	Estimated Tax Accrual	13	
12	8	Retained Earnings & Partnership Capital Statements	14	
13	8a	Reconciliation of Partners' Capital	15	
14	9	Analysis of Operating Expenses	16	
15	10	Analysis of Cellular Communications Plant Account	17	
16	11	Analysis of Deferred Charges and Credits	18	N
17	12	Long-Term Debt (Account 225)	19	N
18	13	Capital Stock and Dividends	20	N
<b><u>MISCELLANEOUS</u></b>				
19	14	Verifications	21	

**GENERAL INSTRUCTIONS**

Page One

- 1 The word licensee in the following inquiries means the corporation, company, association, partnership, or person in whose behalf the report is made.
- 2 One completed copy of this report (two copies if three received) must be filed NOT LATER THAN MARCH 31, following the year covered by the report, with:

**CALIFORNIA PUBLIC UTILITIES COMMISSION  
AUDITING AND COMPLIANCE BRANCH  
ROOM 3251  
505 VAN NESS AVENUE  
SAN FRANCISCO, CALIFORNIA 94102-3298**

- 3 Failure to file this report on time will subject a public utility to the penalties and sanctions provided by the Public Utilities Code.
- 4 The Oath, on the last page, must be signed by an officer, partner or owner, not by a public accountant.
- 5 The report must be prepared in ink or by the use of a typewriter.
- 6 Every schedule must be filled in, and every question answered. LEAVE NO SCHEDULE BLANK. Insert the words "none" or "Not applicable (n/a)" when appropriate.
- 7 Certain balance sheet and income statement accounts refer to supplemental schedules. The totals of the details in the latter must agree with the balances of the accounts to which they refer.
- 8 Some schedules provide for a "balance at beginning of year". The amount shown should agree with the "balance at end of year" as shown in the report for the previous year. If there is a difference it should be explained by a footnote.
- 9 Items of a reverse or contrary character shall be enclosed in parenthesis.
- 10 Throughout the report, money items shall be shown in units of dollars.
- 11 When there is insufficient space in a schedule to permit a complete statement of the requested information, insert sheets should be prepared and identified by the number of the schedule to which it refers. Be certain that the inserts are securely attached to the report.
- 12 This report must cover a calendar year, from January 1 through December 31. Fiscal year reports will not be accepted.

**SCHEDULE 1**  
**GENERAL INFORMATION**

Page Two

- 1 Name and title of officer having custody of the general books of account and address of the office where such books are kept.

**M. S. Gyani**  
**Vice President, Finance and Treasurer**  
**Ninth Floor**  
**2999 Oak Road**  
**Walnut Creek, California 94596**

- 2 Type of organization of the licensee (corporation, partnership, proprietor, etc.)  
**Partnership**

- 3 General description of territory served by the licensee.  
**Modoc, Lassen, and Plumas Counties**

- 4 Date when cellular communications operations were begun.  
**October, 1990.**

- 5 If incorporated specify:
- |   |                        |
|---|------------------------|
| (a) Date of filing articles of incorporation with Secretary of State: | <b>Not Applicable.</b> |
| (b) State in which incorporated:                                      | <b>Not Applicable.</b> |
| (c) Commission decision Number granting Operating Authority:          | <b>#D-80-09-050</b>    |
| Date:   | <b>09-12-90</b>        |

- 6 List all affiliated companies and their relationship to the licensee. If licensee is a partnership, provide this information for each partner. Use a separate page, if needed.

State whether the affiliate is a: **(See Attached Schedule 1.6.)**

- (a) regulated public utility  
(b) publicly held corporation

**SCHEDULE 1.6**  
**GENERAL INFORMATION**

Page Three

**AirTouch Cellular -**

AirTouch Cellular is subsidiary of AirTouch Communications of California which is a subsidiary of AirTouch Communications, Inc., a publicly owned corporation. AirTouch Cellular is affiliated with AirTouch Paging a regulated utility, and unregulated companies such as, AirTouch International, AirTouch Satellite Services, Inc., and AirTouch Services, all of which are subsidiaries of AirTouch Communications, Inc.

**Cal-Ore Cellular, Inc. -**

Cal-Ore Cellular, Inc. is a wholly-owned subsidiary of California-Oregon Telecommunications Co., a privately-held corporation based in California.

**Citizens Cellular Telephone Company of Modoc -**

Citizens Cellular Telephone Company of Modoc is an indirect subsidiary of Citizens Utilities Company (Stamford Connecticut), which was merged with Century Communications Corp., a New Jersey corporation on August 30, 1991. Citizens Utilities Company, Stamford, Connecticut has the following wholly-owned subsidiaries in California, AAlert Paging of Sacramento, AAlert Paging of San Diego and AAlert Paging of San Francisco, Citizens Utilities Company of California, Larkfield Water Company, Jackson Water Works, and Francis Land and Water Company.

**ALLTEL Mobile Communications, Inc. -**

ALLTEL Mobile Communications, Inc. is a wholly-owned subsidiary of ALLTEL corporation, a publicly-held company based in Ohio. ALLTEL Corporation is a diversified corporation with paging, cellular, publishing, and local exchange operations.

**SCHEDULE 2**  
**DIRECTORS, PROPRIETORS, PARTNERS**

Line No. Name of director or proprietor (for partnerships identify each partner, identify which are general or limited partners, and show each partner's percent of interest in the licenses.)

Name (a)	Office Address (including Street and No.) (b)	Term Began (c)	Term Expires (d)
1	AirTouch Cellular		
2	General Partner - 25%	2999 Oak Road, 7th Floor	N/A
3		Walnut Creek, CA. 94596	
4			
5	ALLTEL Mobile Communications		
6	Limited Partner - 25%	P.O. Box 2177	N/A
7		Little Rock, AK 77203	
8			
9	Citizens Cellular Telephone Company of Modoc		
10	Limited Partner - 25%	50 Locust Avenue	N/A
11		New Canaan, CT. 06840	
12			
13	Cal-Ore Cellular, Inc.		
14	Limited Partner - 25%	P.O. Box 847	N/A
15		Dorris, CA. 96023-0847	
16			
17			
18			
19			

**SCHEDULE 3**  
**PRINCIPAL OFFICERS**

Page Five

**of**  
**AirTouch Cellular, General Partner of the Modoc RSA Limited Partnership**

(For Corporations, show the data requested; for other forms of business organizations,  
show names of individuals holding comparable positions.)

<b>Title of office</b>	<b>Name of person holding office</b>	<b>Address</b>
<b>(a)</b>	<b>(b)</b>	<b>(c)</b>
<b>1 President and Chief Executive Officer</b>	<b>C. L. Cox</b>	<b>2999 Oak Road, 10th Floor Walnut Creek, CA 94596</b>
<b>2 Executive Vice President</b>	<b>B. R. Jones</b>	<b>3 Park Plaza Irvine, CA 92714</b>
<b>3 Secretary</b>	<b>M. G. Gill</b>	<b>One California San Francisco, CA 94111</b>
<b>4 Treasurer and Chief Financial Officer</b>	<b>M. S. Gyani</b>	<b>2999 Oak Road, 9th Floor Walnut Creek, CA 94596</b>
<b>5 Assistant Treasurer</b>	<b>M. S. Gunning</b>	<b>2999 Oak Road, 9th Floor Walnut Creek, CA 94596</b>

**SCHEDULE 4**  
**VOTING POWERS AND CONTROLS**

1 Name each of the stockholders at the end of the year who held five percent or more of the voting capital stock of the licensee.

2 State the total number of stockholders at the end of the year holding:  
(a) common stock \_\_\_-0-\_\_\_ and (b) preferred stock \_\_\_-0-\_\_\_.

Line No.	Name (a)	Address (b)	Number of shares held	
			Common (c)	Preferred (d)
1				
2				
3				
4				
5				
6				
7				
8				
9				
10				

Not Applicable.

**SCHEDULE 5**  
**SIGNIFICANT CHANGES DURING THE YEAR**

Page Seven

**Give Particulars of:**

- 1** Issuances of capital stock or long-term debt (including dates, amounts, regulatory authorizations and proceeds.)

**None.**

- 2** Changes in franchise rights.

**None.**

- 3** Significant changes in plant.

Added six new cell sites to the system to improve coverage and service to customers.

- 4** Changes in ownership or control.

**None.**

- 5** Other significant changes. Include rate changes.

The Partnership introduced price reductions in the form of an additional rate plan which included multi-number discounts and reduced prices through rate banding. The Partnership also reduced Government Plan prices and implemented an additional price reduction through rate banding.

**INSTRUCTIONS TO SCHEDULE 6**  
**COMPARATIVE BALANCE SHEET**

Page Eight

1 List the accounts representing assets and liabilities of the licensee. Licensees who, in addition to providing licensed cellular communications service, are engaged in other operations, shall combine assets and liabilities related to other operations on line numbers 11, 17 and 25, page 7, and with the numbers 11 and 16 on page 8. The accounts so combined shall be restricted to those specifically mentioned on these lines. If other accounts contain material amounts which can be determined without allocation or analysis for other than licensed cellular operations, the licensee shall show the following information for each such account:

- a. Account number and title.
- b. Amount directly related to other than licensed cellular operations.

**SCHEDULE 6**

Page Nine

**COMPARATIVE BALANCE SHEET - ASSETS**

Line No.	Account No.	Balance at beginning	Balance at end	Increase or (decrease)	
		<b>Assets and Other Debits:</b>			
		<b>Current Assets</b>			
1	100	Cash	0	0	
2	101.1&.3	Accounts Receivable	53,371	105,708	52,336
3	102.1&.2	Allowance for Uncollectables	(450)	(1,972)	(1,522)
4	103	Income Taxes Receivable	0	0	0
5	104.1&.2	Notes Receivable - Total	0	0	0
6	105	Prepayments - Total	0	1,674	1,674
7	106.1&.3	Materials and Supplies	0	1,243	1,243
8	107	Interest & Dividends Receivable	0	0	0
9	108.1&.3	Other Current Assets	1,047	0	(1,047)
10	109.1&.2	Accumulated Deferred Income Taxes - Current			
11		Cellular Communications Operations	0	0	0
12		Current Assets - Non-Cellular Operations			
	13	(101.2, 106.2, 108.2, 109.3 & .4)	0	0	0
12		<b>Total Current Assets</b>	<b>53,968</b>	<b>106,653</b>	<b>52,684</b>
		<b>Deferred Charges</b>			
13	110	Deferred Charges (Schedule 11)	0	0	0
14	111	Unamortized Debt Expense	0	0	0
15	112	Intangible Assets	0	0	0
16	113.1&.2	Accumulated Deferred Income Taxes - Non Current			
		Cellular Communications Operations	0	0	0
17		Deferred Charges - Non-Cellular Operations			
		(Include Accounts 113.3 & .4)	0	0	0
18		<b>Total Deferred Charges</b>	<b>0</b>	<b>0</b>	<b>0</b>
		<b>Cellular Investments and Other Long Term Assets</b>			
19	120.1&.3	Other Long-Term Assets	0	0	0
20	121.1&.2	Investments - Total	0	0	0
21		<b>Total Cellular Investments and Other Long-Term Assets</b>	<b>0</b>	<b>0</b>	<b>0</b>
		<b>Cellular Communications Plant</b>			
22	122, 123, 124 & 125	Total Gross Cellular Communications Plant (Schedule 10)	425,255	1,387,670	962,415
23	126 & 127	Accumulated Depreciation & Amortization of Cellular Communications Plant	(123,869)	(200,235)	(76,366)
		<b>Total Net Cellular Communications Plant</b>	<b>301,386</b>	<b>1,187,436</b>	<b>886,049</b>
24		Communications Plant	301,386	1,187,436	886,049
25		<b>Long-Term Assets - Non-Cellular Operations</b>			
		(Accounts 120.2, 121.2, 130 & 131)	0	0	0
26		<b>Total Long-Term Assets</b>	<b>301,386</b>	<b>1,187,436</b>	<b>886,049</b>
27		<b>Total Assets and Other Debits</b>	<b>355,354</b>	<b>1,294,088</b>	<b>938,734</b>



**INSTRUCTIONS TO SCHEDULE 7**  
**INCOME AND RETAINED EARNINGS OR PROPRIETARY CAPITAL STATEMENTS**

Page Eleven

- 1 Show the requested information regarding transactions during the year.
  
- 2 For those extraordinary items reflected on this Schedule, please provide the following information for each item:
  - a. Nature of extraordinary item
  - b. Amount of extraordinary item before considering the related income tax effects
  - c. Amount of the income tax effect related to the extraordinary item
  
- 3 For those prior period adjustments reflected on this Schedule, please provide the following information for each adjustment:
  - a. Nature of the prior period adjustment
  - b. The effect on net income and the period to which the adjustment related
  - c. Amount of the prior period adjustment before considering the related income tax effects
  - d. Amount of the income tax effects related to the prior period adjustment
  
- 4 For those amounts of miscellaneous debits and credits reflected in the Retained Earnings and Proprietary Capital Statements in this Schedule, please provide the following information:
  - a. Description of each transaction included in these amounts
  - b. The amount of each above described transaction before considering the related income tax effects
  - c. Amount of the income tax effects related to each above described transaction

**SCHEDULE 7**  
**INCOME STATEMENT**

Page Twelve

(Wholesale Cellular, Retail Cellular, and Non-Cellular Operations)

Line No.	Account No.		<u>Current Year</u>
<b>WHOLESALE CELLULAR COMMUNICATIONS OPERATING INCOME</b>			
1	400	Operating Revenues - Wholesale	577,509
2	401	Operating Expenses - Wholesale (Schedule 9)	479,369
3		Operating Income Before Income Taxes - Wholesale	98,140
4	402	Operating Income Taxes - Wholesale	0
5	403	Operating Income Taxes Deferred - Wholesale	0
6	405	Investment Tax Credits - Wholesale	0
7		Net Operating Income - Wholesale	<u>98,140</u>
<b>RETAIL CELLULAR COMMUNICATIONS OPERATING INCOME</b>			
8		Operating Revenues - Retail	696,140
9		Operating Expenses - Retail (Schedule 9)	808,331
10		Operating Income Before Income Taxes - Retail	(112,191)
11		Operating Income Taxes - Retail	0
12		Operating Income Taxes Deferred - Retail	0
13		Investment Tax Credits - Retail	0
14		Net Operating Income - Retail	<u>(112,191)</u>
<b>INCOME FROM NON-CELLULAR OPERATIONS</b>			
15	450	Income - Non-Cellular Operations	28,360
16	454	Income Deductions - Non-Cellular Operations	42,556
17		Non-Cellular Operating Income	<u>(14,196)</u>
18	456	Interest Expense	(6,699)
19		Total Net Income (Before Extraordinary Items)	(21,548)
20	458	Extraordinary Items (Net of tax effect)	0
21		Total Net Income (After Extraordinary Items)	<u>(21,548)</u>

**SCHEDULE 7A**  
**ESTIMATED TAX ACCRUAL**

Page Thirteen

**1992**  
**(Pro Forma)**

**INCOME STATEMENT INFORMATION**

Income (Loss) Before Taxes	(21,548)
State Tax Provision (Benefit)	2,004
Federal Tax Provision (Benefit)	6,884
Net Income (Loss) After Taxes	<u>(12,660)</u>

**BALANCE SHEET INFORMATION**

	<u>State</u>	<u>Federal</u>
Current Taxes Payable (Receivable)	(1,818)	(6,705)
Deferred Taxes		
Depreciation	(74)	(229)
State Income Tax Deduction	0	186
Other	(112)	(136)
Total Tax Provision (Benefit)	<u>(2,004)</u>	<u>(6,884)</u>

**SCHEDULE 8**

Page Fourteen

**RETAINED EARNINGS AND PARTNERSHIP CAPITAL STATEMENTS**

Line No.	Account No.		Current Year
<b>RETAINED EARNINGS STATEMENT</b>			
1	233	Retained Earnings (at beginning of year)	(275,083)
2		Net Income (or loss) for the year	(21,548)
3		Prior Period Adjustment (s)	
4		Miscellaneous Credits	
5		Total Credits	(296,631)
6		Dividends Declared	
7		Prior Period Adjustment (s)	
8		Miscellaneous Debits	
9		Total Debits	0
10		Retained Earnings - (at end of year)	(296,631)
<b>PARTNERSHIP CAPITAL STATEMENT **</b>			
11	234	Partnership Capital - (at beginning of year)	298,556
12		Net Income (or loss) for the year	(21,548)
13		Prior Period Adjustment (s)	
14		Partnership Capital Contributions	231,000
15		Miscellaneous Credits	
16		Total Credits	209,452
17	234.1	Partners' Drawings	11,000
18		Prior Period Adjustment (s)	
19		Miscellaneous Debits	
20		Total Debits	11,000
21	234	Total Partnership Capital - (at end of year)	497,008

\*\* This statement also should be used by sole proprietors.

**SCHEDULE 8A**  
**RECONCILIATION OF PARTNERS' CAPITAL ACCOUNTS**

Line No	Name of Partner	<u>Alltel</u>	<u>Cal-Ore</u>	<u>Centennial</u>	<u>PacTel</u>	<u>Total</u>
2	<b>Percentage of Ownership Capital:</b>					
3	Beginning of Year	25.000%	25.000%	25.000%	25.000%	100.000%
4	End of Year	25.000%	25.000%	25.000%	25.000%	100.000%
5	<b>Partner's Capital:</b>					
6	Balance Beginning of Yr.	74,639	74,639	74,639	74,639	298,556
7	<b>Credits:</b>					
8	Net Income	(5,387)	(5,387)	(5,387)	(5,387)	(21,548)
9	Capital Contributions					
	During Year	57,750	57,750	57,750	57,750	231,000
10	Other Credits					
11	<b>Total Credits</b>	52,363	52,363	52,363	52,363	209,452
12	<b>Debits:</b>					
13	Net Losses	0	0	0	0	0
14	Withdrawals During Yr.	2,750	2,750	2,750	2,750	11,000
15	Other Debits					0
16	<b>Total Debits</b>	2,750	2,750	2,750	2,750	11,000
17	<b>Balance End of Year</b>	<b>124,252</b>	<b>124,252</b>	<b>124,252</b>	<b>124,252</b>	<b>497,008</b>

**SCHEDULE 9**  
**ANALYSIS OF OPERATING EXPENSES**

Page Sixteen

For those expense accounts where subaccounts are not maintained for Retail Operations, the method of allocations shall be explained in footnotes to this Schedule.

Line	Account	Description	Wholesale	Retail	Total
No.	No.		Operations	Operations	
1	610	Cellular Maintenance Expense	5,738	0	5,738
2	613, 615, 616	Depreciation and Amortization	105,186	0	105,186
3	619	Telecommunications - Direct Operating Expense	191,584	XXXXXXX	191,584
4	621, 623, 625	Customer Accounts and Sales Expense	64,348	246,800	311,148
5	617, 635, 637	Other Operating Expense	23,573	0	23,573
6	627, 631, 633, 639	General and Administrative Expense	103,351	41,934	145,285
7	641	Gain or Loss on Retirement or Sale of Cellular Plant			0
8	643	Operating Expense Charges to Construction, (Credit)	(14,408)		(14,408)
9		Charges by wholesalers for numbers and other services	XXXXXXX	519,597	519,597
10		<b>Total Operating Expenses</b>	<b><u>479,372</u></b>	<b><u>808,331</u></b>	<b><u>1,287,703</u></b>

**SCHEDULE 10**

Page Seventeen

**ANALYSIS OF CELLULAR COMMUNICATIONS PLANT ACCOUNTS**

Line No.	Account No.	Balance Beginning of Year	Additions During the Year	Retirements During the Year	Transfers and Adjustments	Balance At End of Year
1	300 Land	0	0			0
2	302 Buildings	23,483	20,858			44,341
3	304 Leasehold Improvements	2,581	0			2,581
4	305 Antennas	4,515	73,925			78,440
5	306 Power Equipment	11,188	52,888			64,076
6	307 Switching Equipment	0	0			0
7	308 Base Site Controller	0	0			0
8	309 Towers	22,983	0			22,983
9	310 Radio Channel Equipment	308,081	353,353			661,434
10	312 Transmissions	35,877	82,588			118,465
11	314 Vehicles	0	0			0
12	316 Tools and Work Equipment	0	0			0
13	318 Office Furniture, Equipment	0	0			0
14	122 Plant in Service	408,505	563,808			972,313
15	123 Plant Under Construction	15,750	398,808			414,558
16	124 Held For Future Use	0	0			0
17	155 Plant Acquisition Adjustment	0	0			0
18	<b>TOTAL</b>	<b>425,255</b>	<b>962,415</b>	<b>0</b>	<b>0</b>	<b>1,387,670</b>

**SCHEDULE 11**

Page Eighteen

**ANALYSIS OF DEFERRED CHARGES AND CREDITS**

List hereunder the major items comprising the balances at the end of the year on Line 13, Page 7 and Line 13, page 8. Show the account titles, the nature of the items, and the amount.

Deferred Charges	Amount	Other Deferred Credits	Amount
<b>Not Applicable</b>			

**SCHEDULE 12**  
**LONG-TERM DEBT (ACCOUNT 225)**

Page Nineteen

**Not Applicable**

**SCHEDULE 13**  
**CAPITAL STOCK AND DIVIDENDS**

Page Twenty

**Not Applicable**



AirTouch Communications  
One California Street, 9th Floor  
San Francisco, CA 94111

March 31, 1995

Mr. Douglas Long, Chief Accountant  
Accounting and Auditing Branch, Room 3251  
California Public Utilities Commission  
505 Van Ness Avenue  
San Francisco, CA 94102

Re: Compliance with the Commission's General Order No. 77K

Dear Mr. Long:

Attached are the original and two copies of the reports for AirTouch Cellular (U-3001-C) in compliance with General Order No. 77-K.

AirTouch Cellular is concerned about the sensitivity of the competitive financial data contained in the employee compensation report and respectfully requests that these data be accorded the protection of General Order No. 66-C.

If there are any questions concerning these reports, members of the Commission staff should contact me at (415) 658-5166 or Richard Nelson at (415) 658-2059.

Very truly yours,

A handwritten signature in cursive script that reads "Kim Mahoney".

Kim Mahoney  
Manager - Regulatory

Enclosures

cc Richard C. Nelson