

FCC 490

FEDERAL COMMUNICATIONS COMMISSION

Approved by OMB  
3060-0319  
Est. Avg. Burden Hours  
Per Response: 3 Hrs.

FCC Use Only  
(File Number)

**Application for Assignment of Authorization  
or Consent to Transfer of Control of Licensee**

Commercial Mobile Radio Services  
Rural Radiotelephone Service

FCC Use Only

**FILING FEE**

(a) Fee Type Code	(b) Fee Multiple	(c) Fee Due for Fee Type Code in (a)	(d) Total Amount Due	FCC Use Only
See Associated FCC Form 159			\$	

**ASSIGNOR OR TRANSFEROR**

T1. Name of Assignor or Transferor <b>Existing Shareholders of Arch Communications Group, Inc.</b>		T2. Voice Telephone Number (508) 870-6700	
T3. Assumed Name Used for Doing Business (if any)		T4. Fax Telephone Number (508) 898-1953	
T5. Mailing Street Address or P.O. Box 1800 West Park Drive, Suite 250			
T6. City Westborough		T7. State MA	T8. Zip Code 01581
T9. Name of Contact Representative (if other than Assignor or Transferor) Kathryn Zachem, Esq.		T10. Voice Telephone Number (202) 783-4141	
T11. Firm or Company Name Wilkinson, Barker, Knauer & Quinn, LLP		T12. Fax Telephone Number (202) 783-5851	
T13. Mailing Street Address or P.O. Box 2300 N Street, N.W., Suite 700			
T14. City Washington		T15. State DC	T16. Zip Code 20037

**TYPE OF TRANSACTION**

T17. This application requests ( T )	<u>Assignment of authorization</u>	<u>Consent to Transfer of Control of Licensee</u>
T18. How will assignment or transfer of control be accomplished? ( O* )	<u>Sale or other transfer or assignment of stock</u> * See Section II.C	<u>Other</u>
T19. This assignment of authorization or transfer of control of licensee is ( V )	<u>Voluntary</u>	<u>Involuntary</u>
T20. Will this be a <u>pro forma</u> assignment or transfer of control? ( N )	<u>Yes</u>	<u>No</u>
T21. Is local or state authorization required for this assignment or transfer of control? ( ** )	<u>Yes</u>	<u>No</u>

\*\* Applicant will obtain all requisite state/local approvals



## ASSIGNMENT OF STOCK

Stock	Number of Shares	Classification
Shares to be transferred	T27. See Section II.C	T28. See Section II.C
Shares issued and outstanding	T29. See Section II.C	T30. See Section II.C
Shares authorized	T31. See Section II.C	T32. See Section II.C

## ASSIGNEE OR TRANSFEREE

T33. Name of Assignee or Transferee See also FCC Form 430 at Section VII.D New Shareholders of Arch Communications Group, Inc.		T34. Voice Telephone Number (508) 898-0962	
T35. Assumed Name Used for Doing Business (if any) 1800 West Park Drive, Suite 250		T36. Fax Telephone Number (508) 898-1953	
T37. Mailing Street Address or P.O. Box			
T38. City Westborough		T39. State MA	T40. Zip Code 01581

## NEW LICENSEE INFORMATION

T41. Legal Name of Licensee Arch Southeast Communications, Inc.		T42. Voice Telephone Number (508) 870-6700	
T43. Assumed Name Used for Doing Business (if any)		T44. Fax Telephone Number (508) 870-2760	
T45. Mailing Street Address or P.O. Box 1800 West Park Drive, Suite 250			
T46. City Westborough		T47. State MA	T48. Zip Code 01581
T49. Taxpayer Identification Number 62-1298311		T50. Internet or e-mail address	

## ALIEN OWNERSHIP

T51. Is the assignee or transferee a foreign government or the representative of any foreign government?	( N )	<u>Yes</u>	<u>No</u>
T52. Is the assignee or transferee an alien or the representative of an alien?	( N )	<u>Yes</u>	<u>No</u>
T53. Is the assignee or transferee a corporation organized under the laws of any foreign government?	( N )	<u>Yes</u>	<u>No</u>
T54. Is the assignee or transferee a corporation of which any officer or director is an alien or 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 )	<u>Yes</u>	<u>No</u>
T55. Is the assignee or transferee a corporation directly or indirectly controlled by any other corporation of which any officer or more than one-fourth of the directors are aliens, or 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? <small>• If "yes", attach exhibit explaining nature and extent of alien or foreign ownership or control.</small>	( N )	<u>Yes</u>	<u>No</u>

## BASIC QUALIFICATIONS

T56. Has the assignor or transferor, 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?	( N )	Yes	No
See Section II.B			
T57. Has the assignor or transferor, assignee or transferee, or any party to this application, or any party directly or indirectly controlling the assignor or transferor, assignee or transferee, or any party to this application ever been convicted of a felony by any state or federal court?	( N )	Yes	No
T58. Has any court finally adjudged the assignor or transferor, assignee or transferee, or any party to this application, or any person directly or indirectly controlling the assignor or transferor, assignee or transferee, or any party to this application, 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?	( N )	Yes	No
T59. Is the assignor or transferor, assignee or transferee, or any party to this application, or any person directly or indirectly controlling the assignor or transferor, assignee or transferee, or any party to this application, currently a party in any pending matter referred to in the preceding two items?	( N )	Yes	No

## ASSIGNOR OR TRANSFEROR CERTIFICATION

The ASSIGNOR or TRANSFEROR represents that the authorization will not be assigned or that control of the licensee will not be transferred unless and until the consent of the Federal Communications Commission has been given; that all exhibits attached or referenced herein are a material part hereof and are incorporated herein as if set out in full in this application; that neither the assignor or transferor is subject to a denial of Federal benefits that includes FCC benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. Section 862, because of a conviction for possession or distribution of a controlled substance and that all statements made in this application are true, complete and correct to the best of his or her knowledge and belief.

T60. Typed Name of Person Signing Paul H. Kuzia	T61. Title Executive Vice President, Technology and Regulatory Affairs
T62. Signature 	T63. Date AUG 26 1998

## ASSIGNEE OR TRANSFeree CERTIFICATION

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. The assignee or transferee certifies that grant of this assignment or transfer of control would not cause the assignee or transferee to be in violation of the spectrum aggregation limit in 47 CFR Part 20. The assignee or transferee agrees to assume all obligations and abide by all conditions imposed upon 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 or transfer of control. Neither the assignee or transferee is subject to a denial of Federal benefits that includes FCC benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. Section 862, because of a conviction for possession or distribution of a controlled substance. The undersigned, individually and for the assignee or transferee, hereby certifies that the statements made herein are true, complete and correct to the best of his or her knowledge and belief, and are made in good faith.

T64. The assignee or transferee is a (an) ( C ) Individual <u>Unincorporated Association</u> Partnership      Corporation			
T65. Typed Name of Person Signing Paul H. Kuzia	T66. Title Executive Vice President, Technology and Regulatory Affairs		
T67. Signature 	T68. Date AUG 26 1998		

**WILLFUL FALSE STATEMENTS MADE ON THIS FORM 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).**

**ARCH SOUTHEAST COMMUNICATIONS, INC.**

In response to Items T22 - T26, Arch Southeast Communications, Inc. submits that it holds authorizations (or has authorizations pending) for call signs listed below in the Rural Radiotelephone Service (CR). These authorizations were obtained through the voluntary assignment of authorization (VA), voluntary transfer of control (VT), or uncontested applications (UA).

<i>CALL SIGN</i>	<i>RADIO SERVICE</i>	<i>CODE</i>	<i>PART</i>
KLU50	Rural Radiotelephone Service	CR	22
KNK1839	Rural Radiotelephone Service	CR	22
WPF28	Rural Radiotelephone Service	CR	22

**FCC 312**  
Main Form

**FEDERAL COMMUNICATIONS COMMISSION**

**APPLICATION FOR SATELLITE SPACE AND EARTH STATION AUTHORIZATIONS**

Approved by OMB  
3060-0678

Est. Avg. Burden Hours  
Per Response: 10 Hrs.

**FCC Use Only**  
File Number:  
Call Sign:

**PAYOR AND FILING FEE INFORMATION**

a. Payor Name Wilkinson, Barker, Knauer & Quinn, LLP		b. Daytime Telephone Number (202) 783-4141	
c. Mailing Street Address or P.O. Box 2300 N Street, N.W., Suite 700		d. FCC Account Number 0521264167	
e. City Washington	f. State DC	g. Zip Code 20037	h. Country Code (if not U.S.A.)
i. Payment Type Code CNX	j. Quantity 1	k. Fee Due for Payment Type Code in (i) \$365.00	l. Total Amount Paid \$365.00
<b>FCC Use Only</b>			

**APPLICANT INFORMATION**

1. Legal Name of Applicant Existing Shareholders of Arch Communications Group, Inc. See Sections II.C and VII.D		2. Voice Telephone Number (508) 870-6700	
3. Other Name Used for Doing Business (if any)		4. Fax Telephone Number (508) 898-1953	
5. Mailing Street Address or P.O. Box 1800 West Park Drive, Suite 250 ATTENTION: Paul H. Kuzia		6. City Westborough	
		7. State / Country (if not U.S.A.) MA	8. Zip Code 01581
9. Name of Contact Representative (If other than applicant) Kathryn Zachem, Esq.		10. Voice Telephone Number (202) 783-4141	
11. Firm or Company Name Wilkinson, Barker, Knauer & Quinn, LLP		12. Fax Telephone Number (202) 783-5851	
13. Mailing Street Address or P.O. Box 2300 N Street, N.W., Suite 700 ATTENTION:		14. City Washington	
		15. State / Country (if not U.S.A.) DC	16. Zip Code 20037

**CLASSIFICATION OF FILING**

17. Place an "X" in the box next to the classification that applies to this filing for both questions a. and b. Mark only one box for 17a and only one box for 17b.			
<input checked="" type="checkbox"/> a1. Earth Station	<input type="checkbox"/> b1. Application for License of New Station	<input type="checkbox"/> b4. Modification of License or Registration	<input type="checkbox"/> b7. Notification of Minor Modification
<input type="checkbox"/> a2. Space Station	<input type="checkbox"/> b2. Application for Registration of New Domestic Receive-Only Station	<input type="checkbox"/> b5. Assignment of License or Registration	<input type="checkbox"/> b8. Other (Please Specify): _____
	<input type="checkbox"/> b3. Amendment to a Pending Application	<input checked="" type="checkbox"/> b6. Transfer of Control of License or Registration	
18. If this filing is in reference to an existing station, enter: Call sign of station:  E930077		19. If this filing is an amendment to a pending application enter: (a) Date pending application was filed: _____ (b) File number of pending application: _____	

### TYPE OF SERVICE

20. NATURE OF SERVICE: This filing is for an authorization to provide or use the following type(s) of service(s): Place an "X" in the box(es) next to all that apply.

- a. Fixed Satellite     b. Mobile Satellite     c. Radiodetermination Satellite     d. Earth Exploration Satellite     e. Other  
(please specify) \_\_\_\_\_

21. STATUS: Place an "X" in the box next to the applicable status. Mark only one box.

- a. Common Carrier     b. Non-Common Carrier

22. If earth station applicant, place an "X" in the box(es) next to all that apply.

- a. Using U.S. licensed satellites     b. Using Non-U.S. licensed satellites

23. If applicant is providing INTERNATIONAL COMMON CARRIER service, see instructions regarding Sec. 214 filings. Mark only one box. Are these facilities:

- a. Connected to the Public Switched Network     b. Not connected to the Public Switched Network

24. FREQUENCY BAND(S): Place an "X" in the box(es) next to all applicable frequency band(s).

- a. C-Band (4/6 GHz)  
 b. Ku-Band (12/14 GHz)     c. Other (Please specify) \_\_\_\_\_

### TYPE OF STATION

25. CLASS OF STATION: Place an "X" in the box next to the class of station that applies. Mark only one box.

- a. Fixed Earth Station     b. Temporary-Fixed Earth Station     c. 12/14 GHz VSAT Network     d. Mobile Earth Station     e. Space Station     f. Other  
If space station applicant, go to Question 27.    Specify \_\_\_\_\_

26. TYPE OF EARTH STATION FACILITY Mark only one box.

- a. Transmit/Receive     b. Transmit-Only     c. Receive-Only

### PURPOSE OF MODIFICATION OR AMENDMENT

27. The purpose of this proposed modification or amendment is to: Place an "X" in the box(es) next to all that apply.

- a -- authorization to add new emission designator and related service
- b -- authorization to change emission designator and related service
- c -- authorization to increase EIRP and EIRP density
- d -- authorization to replace antenna
- e -- authorization to add antenna
- f -- authorization to relocate fixed station
- g -- authorization to change assigned frequency(ies)
- h -- authorization to add Points of Communication (satellites & countries)
- i -- authorization to change Points of Communication (satellites & countries)
- j -- authorization for facilities for which environmental assessment and radiation hazard reporting is required
- k -- Other (Please specify) \_\_\_\_\_

### ENVIRONMENTAL POLICY

28. Would a Commission grant of any proposal in this application or amendment have a significant environmental impact as defined by 47 CFR 1.1307?

If YES, submit the statement as required by Sections 1.1308 and 1.1311 of the Commission's rules, 47 C.F.R. §§ 1.1308 and 1.1311, as Exhibit A to this application.

YES     NO

A Radiation Hazard Study must accompany all applications as Exhibit B for new transmitting facilities, major modifications, or major amendments. Refer to OET Bulletin 65.

### ALIEN OWNERSHIP

29. Is the applicant a foreign government or the representative of any foreign government?	<input type="checkbox"/> YES	<input checked="" type="checkbox"/> NO
30. Is the applicant an alien or the representative of an alien?	<input type="checkbox"/> YES	<input checked="" type="checkbox"/> NO
31. Is the applicant a corporation organized under the laws of any foreign government?	<input type="checkbox"/> YES	<input checked="" type="checkbox"/> NO
32. Is the applicant 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?	<input type="checkbox"/> YES	<input checked="" type="checkbox"/> NO
33. Is the applicant a corporation 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?	<input type="checkbox"/> YES	<input checked="" type="checkbox"/> NO
34. If any answer to questions 29, 30, 31, 32 and/or 33 is Yes, attach as Exhibit C an identification of the aliens or foreign entities, their nationality, their relationship to the applicant, and the percentage of stock they own or vote.		

### BASIC QUALIFICATIONS

35. Does the applicant request any waivers or exemptions from any of the Commission's Rules? See Section II.F. If Yes, attach as Exhibit D, copies of the requests for waivers or exceptions with supporting documents.	<input checked="" type="checkbox"/> YES	<input type="checkbox"/> NO
36. Has the applicant or any party to this application had any FCC station authorization or license revoked or had any application for an initial, modification or renewal of FCC station authorization, license, or construction permit denied by the Commission? If Yes, attach as Exhibit E, an explanation of the circumstances.	<input type="checkbox"/> YES	<input checked="" type="checkbox"/> NO See Section II.B
37. Has the applicant, or any party to this application, or any party directly or indirectly controlling the applicant ever been convicted of a felony by any state or federal court?	<input type="checkbox"/> YES	<input checked="" type="checkbox"/> NO
38. Has any court finally adjudged the applicant, or any person directly or indirectly controlling the applicant, 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?	<input type="checkbox"/> YES	<input checked="" type="checkbox"/> NO
39. Is the applicant, or any person directly or indirectly controlling the applicant, currently a party in any pending matter referred to in the proceeding two items?	<input type="checkbox"/> YES	<input checked="" type="checkbox"/> NO
40. By checking Yes, the undersigned certifies, that neither the applicant nor any other party to the application is subject to a denial of Federal benefits that includes FCC benefits pursuant to Section 5301 of the Anti-Drug Act of 1988, 21 U.S.C. Section 862, because of a conviction for possession or distribution of a controlled substance. See 47 CFR 1.2002(b) for the meaning of "party to the application" for these purposes.	<input checked="" type="checkbox"/> YES	<input type="checkbox"/> NO

41. Description. (Summarize the nature of the application and the services to be provided).	
See Section II.C	

### CERTIFICATION

The Applicant 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. The applicant certifies that grant of this application would not cause the applicant to be in violation of the spectrum aggregation limit in 47 CFR Part 20. All statements made in exhibits are a material part hereof and are incorporated herein as if set out in full in this application. The undersigned, individually and for the applicant, hereby certifies that all statements made in this application and in all attached exhibits are true, complete and correct to the best of his or her knowledge and belief, and are made in good faith.

42. Applicant is a (an): (Place an "X" in the box next to applicable response.)

- a. Individual     b. Unincorporated Association     c. Partnership     d. Corporation     e. Governmental Entity     f. Other  
(Please specify) \_\_\_\_\_

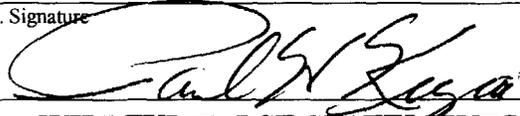
43. Typed Name of Person Signing

Paul H. Kuzia

44. Title of Person Signing

Executive Vice President,  
Technology and Regulatory Affairs

45. Signature



46. Date

AUG 26 1998

**WILLFUL FALSE STATEMENTS MADE ON THIS FORM ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001), AND/OR REVOCATION OF ANY STATION AUTHORIZATION (U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).**

**FEDERAL COMMUNICATIONS COMMISSION**

**FCC 312 - Schedule A**

(Place an "X" in one of the blocks below)

- |  |   |
|--|---|
| <input checked="" type="checkbox"/> <b>CONSENT TO TRANSFER OF CONTROL</b>                        | <input type="checkbox"/> <b>CONSENT TO ASSIGNMENT OF LICENSE</b>                        |
| <input type="checkbox"/> <b>NOTIFICATION OF TRANSFER OF CONTROL OF RECEIVE ONLY REGISTRATION</b> | <input type="checkbox"/> <b>NOTIFICATION OF ASSIGNMENT OF RECEIVE ONLY REGISTRATION</b> |

FCC Use Only

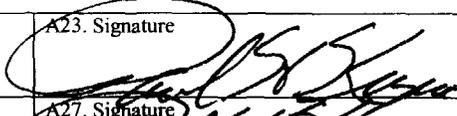
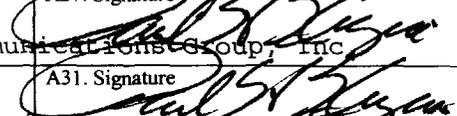
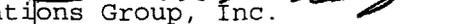
A1. Name of Licensee or Registrant Westlink Licensee Corporation		A2. Voice Telephone Number (508) 870-6700	
A3. Mailing Street Address or P.O. Box 1800 West Park Drive, Suite 250 ATTENTION: Paul H. Kuzia		A4. Fax Telephone Number (508) 898-1953	
A5. City Westborough	A6. State / Country (if not U.S.A.) MA	A7. Zip Code 01581	
A8. List Call Sign(s) of station(s) being assigned or transferred E930077			A9. No. of station(s) listed 1
A10. Name of Transferor/Assignor (if different than licensee or registrant) Existing Shareholders of Arch Communications Group, Inc.		A15. Name of Transferee/Assignee New Shareholders of Arch Communications Group, Inc.	
A11. Mailing Street Address or P.O. Box 1800 West Park Drive, Suite 250		A16. Mailing Street Address or P.O. Box 1800 West Park Drive, Suite 250	
A12. City Westborough	A13. State/Country MA	A14. Zip Code 01581	A17. City Westborough
		A18. State/Country MA	A19. Zip Code 01581
A20. If these facilities are licensed, is the transferee/assignee directly or indirectly controlled by any other entity? If Yes, attach as Exhibit F, a statement (including organizational diagrams where appropriate) which fully and completely identifies the nature and extent of control including: (1) the name, address, citizenship, and primary business of the controlling entity and any intermediate subsidiaries or parties; and (2) the names, addresses, citizenship, and the percentages of voting and equity stock of those stockholders holding 10 percent or more of the controlling corporation's voting stock.			<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO  See Section VII.D
A21. If these facilities are licensed, attach as Exhibit G, a complete statement setting forth the facts which show how the assignment or transfer will serve the public interest. *			

**CERTIFICATION**

\*See Section IV

1. The undersigned, individually and for licensee, certifies that all attached exhibits pertinent to Schedule A and all statements made in Schedule A of this application are true, complete and correct to the best of his/her knowledge and belief. The undersigned also certifies that any contracts or other instruments submitted herewith are complete and constitute the full agreement.

2. The undersigned represents that stock will not be delivered and that control will not be transferred until the Commission's consent has been received, but that transfer of control or assignment of license will be completed within 60 days of Commission consent. The undersigned also acknowledges that the Commission must be notified by letter within 30 days of consummation.

A22. Printed Name of Licensee (Must agree with A1) Westlink Licensee Corporation	A23. Signature 	A24. Title (Office Held by Person Signing) Executive Vice President, Technology and Regulatory Affairs	A25. Date AUG 26 1998
A26. Printed Name of License Transferor/Assignor (If different than licensee. Must agree with A10) Existing Shareholders of Arch Communications Group, Inc.	A27. Signature 	A28. Title (Office Held by Person Signing) Executive Vice President, Technology and Regulatory Affairs	A29. Date AUG 26 1998
A30. Printed Name of License Transferee/Assignee (Must agree with A15) New Shareholders of Arch Communications Group, Inc.	A31. Signature 	A32. Title (Office Held by Person Signing) Executive Vice President, Technology and Regulatory Affairs	A33. Date AUG 26 1998

**WESTLINK LICENSEE CORPORATION**

<i>CALL SIGN</i>	<i>RADIO SERVICE</i>	<i>CODE</i>	<i>PART</i>
E930077 <sup>1</sup>	Earth Station	N/A	25

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<sup>1</sup> On August 3, 1998, an application was filed with the Commission seeking consent to the transfer of control of this station from the shareholders of Westlink Licensee Corporation to the shareholders of Arch Communications Group, Inc. (File No. 1437-DSE-TC-98). See Public Notice, Report No. DS-1872 (August 19, 1998).

**FCC 312**  
**Main Form**

**FEDERAL COMMUNICATIONS COMMISSION**

**APPLICATION FOR SATELLITE SPACE AND EARTH STATION AUTHORIZATIONS**

Approved by OMB  
3060-0678

Est. Avg. Burden Hours  
Per Response: 10 Hrs.

FCC Use Only  
File Number:  
Call Sign:

**PAYOR AND FILING FEE INFORMATION**

a. Payor Name Wilkinson, Barker, Knauer & Quinn, LLP				b. Daytime Telephone Number (202) 783-4141	
c. Mailing Street Address or P.O. Box 2300 N Street, N.W., Suite 700				d. FCC Account Number 0521264167	
e. City Washington		f. State DC	g. Zip Code 20037		h. Country Code (if not U.S.A.)
i. Payment Type Code CNX	j. Quantity 1	k. Fee Due for Payment Type Code in (i) \$365.00	l. Total Amount Paid \$365.00	FCC Use Only	

**APPLICANT INFORMATION**

1. Legal Name of Applicant Existing Shareholders of Arch Communications Group, Inc. See Sections II.C and VII.D			2. Voice Telephone Number (508) 870-6700		
3. Other Name Used for Doing Business (if any)			4. Fax Telephone Number (508) 898-1953		
5. Mailing Street Address or P.O. Box 1800 West Park Drive, Suite 250 ATTENTION: Paul H. Kuzia			6. City Westborough		8. Zip Code 01581
			7. State / Country (if not U.S.A.) MA		
9. Name of Contact Representative (If other than applicant) Kathryn Zachem, Esq.			10. Voice Telephone Number (202) 783-4141		
11. Firm or Company Name Wilkinson, Barker, Knauer & Quinn, LLP			12. Fax Telephone Number (202) 783-5851		
13. Mailing Street Address or P.O. Box 2300 N Street, N.W., Suite 700 ATTENTION:			14. City Washington		16. Zip Code 20037
			15. State / Country (if not U.S.A.) DC		

**CLASSIFICATION OF FILING**

17. Place an "X" in the box next to the classification that applies to this filing for both questions a. and b. Mark only one box for 17a and only one box for 17b.					
<input checked="" type="checkbox"/> a1. Earth Station	<input type="checkbox"/> b1. Application for License of New Station	<input type="checkbox"/> b4. Modification of License or Registration			
<input type="checkbox"/> a2. Space Station	<input type="checkbox"/> b2. Application for Registration of New Domestic Receive-Only Station	<input type="checkbox"/> b5. Assignment of License or Registration	<input type="checkbox"/> b7. Notification of Minor Modification		
	<input type="checkbox"/> b3. Amendment to a Pending Application	<input checked="" type="checkbox"/> b6. Transfer of Control of License or Registration	<input type="checkbox"/> b8. Other (Please Specify):		
18. If this filing is in reference to an existing station, enter: Call sign of station:  E940347			19. If this filing is an amendment to a pending application enter: (a) Date pending application was filed:  (b) File number of pending application:		

### TYPE OF SERVICE

20. NATURE OF SERVICE: This filing is for an authorization to provide or use the following type(s) of service(s): Place an "X" in the box(es) next to all that apply.

a. Fixed Satellite     b. Mobile Satellite     c. Radiodetermination Satellite     d. Earth Exploration Satellite     e. Other  
(please specify) \_\_\_\_\_

21. STATUS: Place an "X" in the box next to the applicable status. Mark only one box.

a. Common Carrier     b. Non-Common Carrier

22. If earth station applicant, place an "X" in the box(es) next to all that apply.

a. Using U.S. licensed satellites     b. Using Non-U.S. licensed satellites

23. If applicant is providing INTERNATIONAL COMMON CARRIER service, see instructions regarding Sec. 214 filings. Mark only one box. Are these facilities:

a. Connected to the Public Switched Network     b. Not connected to the Public Switched Network

24. FREQUENCY BAND(S): Place an "X" in the box(es) next to all applicable frequency band(s).

a. C-Band (4/6 GHz)     b. Ku-Band (12/14 GHz)     c. Other (Please specify) \_\_\_\_\_

### TYPE OF STATION

25. CLASS OF STATION: Place an "X" in the box next to the class of station that applies. Mark only one box.

a. Fixed Earth Station     b. Temporary-Fixed Earth Station     c. 12/14 GHz VSAT Network     d. Mobile Earth Station     e. Space Station     f. Other  
Specify \_\_\_\_\_

If space station applicant, go to Question 27.

26. TYPE OF EARTH STATION FACILITY Mark only one box.

a. Transmit/Receive     b. Transmit-Only     c. Receive-Only

### PURPOSE OF MODIFICATION OR AMENDMENT

27. The purpose of this proposed modification or amendment is to: Place an "X" in the box(es) next to all that apply.

a - authorization to add new emission designator and related service  
 b - authorization to change emission designator and related service  
 c - authorization to increase EIRP and EIRP density  
 d - authorization to replace antenna  
 e - authorization to add antenna  
 f - authorization to relocate fixed station  
 g - authorization to change assigned frequency(ies)  
 h - authorization to add Points of Communication (satellites & countries)  
 i - authorization to change Points of Communication (satellites & countries)  
 j - authorization for facilities for which environmental assessment and radiation hazard reporting is required  
 k - Other (Please specify) \_\_\_\_\_

### ENVIRONMENTAL POLICY

28. Would a Commission grant of any proposal in this application or amendment have a significant environmental impact as defined by 47 CFR 1.1307?  
If YES, submit the statement as required by Sections 1.1308 and 1.1311 of the Commission's rules, 47 C.F.R. §§ 1.1308 and 1.1311, as Exhibit A to this application.

YES     NO

A Radiation Hazard Study must accompany all applications as Exhibit B for new transmitting facilities, major modifications, or major amendments. Refer to OET Bulletin 65.

### ALIEN OWNERSHIP

29. Is the applicant a foreign government or the representative of any foreign government?	<input type="checkbox"/> YES	<input checked="" type="checkbox"/> NO
30. Is the applicant an alien or the representative of an alien?	<input type="checkbox"/> YES	<input checked="" type="checkbox"/> NO
31. Is the applicant a corporation organized under the laws of any foreign government?	<input type="checkbox"/> YES	<input checked="" type="checkbox"/> NO
32. Is the applicant 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?	<input type="checkbox"/> YES	<input checked="" type="checkbox"/> NO
33. Is the applicant a corporation 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?	<input type="checkbox"/> YES	<input checked="" type="checkbox"/> NO
34. If any answer to questions 29, 30, 31, 32 and/or 33 is Yes, attach as Exhibit C an identification of the aliens or foreign entities, their nationality, their relationship to the applicant, and the percentage of stock they own or vote.		

### BASIC QUALIFICATIONS

35. Does the applicant request any waivers or exemptions from any of the Commission's Rules? See Section II.F. If Yes, attach as Exhibit D, copies of the requests for waivers or exceptions with supporting documents.	<input checked="" type="checkbox"/> YES	<input type="checkbox"/> NO
36. Has the applicant or any party to this application had any FCC station authorization or license revoked or had any application for an initial, modification or renewal of FCC station authorization, license, or construction permit denied by the Commission? If Yes, attach as Exhibit E, an explanation of the circumstances.	<input type="checkbox"/> YES	<input checked="" type="checkbox"/> NO See Section II.B
37. Has the applicant, or any party to this application, or any party directly or indirectly controlling the applicant ever been convicted of a felony by any state or federal court?	<input type="checkbox"/> YES	<input checked="" type="checkbox"/> NO
38. Has any court finally adjudged the applicant, or any person directly or indirectly controlling the applicant, 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?	<input type="checkbox"/> YES	<input checked="" type="checkbox"/> NO
39. Is the applicant, or any person directly or indirectly controlling the applicant, currently a party in any pending matter referred to in the proceeding two items?	<input type="checkbox"/> YES	<input checked="" type="checkbox"/> NO
40. By checking Yes, the undersigned certifies, that neither the applicant nor any other party to the application is subject to a denial of Federal benefits that includes FCC benefits pursuant to Section 5301 of the Anti-Drug Act of 1988, 21 U.S.C. Section 862, because of a conviction for possession or distribution of a controlled substance. See 47 CFR 1.2002(b) for the meaning of "party to the application" for these purposes.	<input checked="" type="checkbox"/> YES	<input type="checkbox"/> NO

41. Description. (Summarize the nature of the application and the services to be provided).  See Section II.C
---

**CERTIFICATION**

The Applicant 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. The applicant certifies that grant of this application would not cause the applicant to be in violation of the spectrum aggregation limit in 47 CFR Part 20. All statements made in exhibits are a material part hereof and are incorporated herein as if set out in full in this application. The undersigned, individually and for the applicant, hereby certifies that all statements made in this application and in all attached exhibits are true, complete and correct to the best of his or her knowledge and belief, and are made in good faith.

42. Applicant is a (an): (Place an "X" in the box next to applicable response.)

- a. Individual     b. Unincorporated Association     c. Partnership     d. Corporation     e. Governmental Entity     f. Other  
(Please specify) \_\_\_\_\_

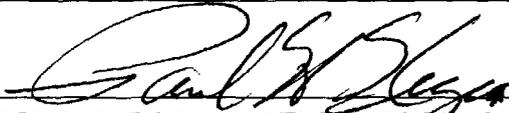
43. Typed Name of Person Signing

Paul H. Kuzia

44. Title of Person Signing

Executive Vice President  
Technology and Regulatory Affairs

45. Signature



46. Date

AUG 26 1998

**WILLFUL FALSE STATEMENTS MADE ON THIS FORM ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001), AND/OR REVOCATION OF ANY STATION AUTHORIZATION (U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).**

FEDERAL COMMUNICATIONS COMMISSION

FCC 312 - Schedule A

(Place an "X" in one of the blocks below)

FCC Use Only

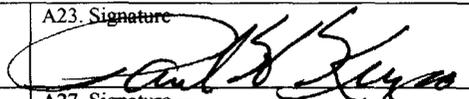
- CONSENT TO TRANSFER OF CONTROL       CONSENT TO ASSIGNMENT OF LICENSE  
 NOTIFICATION OF TRANSFER OF CONTROL OF RECEIVE ONLY REGISTRATION       NOTIFICATION OF ASSIGNMENT OF RECEIVE ONLY REGISTRATION

A1. Name of Licensee or Registrant Arch Paging, Inc.		A2. Voice Telephone Number (508) 870-6700	
A3. Mailing Street Address or P.O. Box 1800 West Park Drive, Suite 250 ATTENTION: Paul H. Kuzia		A4. Fax Telephone Number (508) 898-1953	
A5. City Westborough	A6. State / Country (if not U.S.A.) MA	A7. Zip Code 01581	
A8. List Call Sign(s) of station(s) being assigned or transferred E940347			A9. No. of station(s) listed 1
A10. Name of Transferor/Assignor (if different than licensee or registrant) Existing Shareholders of Arch Communications Group, Inc.		A15. Name of Transferee/Assignee New Shareholders of Arch Communications Group, Inc.	
A11. Mailing Street Address or P.O. Box 1800 West Park Drive, Suite 250		A16. Mailing Street Address or P.O. Box 1800 West Park Drive, Suite 250	
A12. City Westborough	A13. State/Country MA	A14. Zip Code 01581	A19. Zip Code 01581
A17. City Westborough		A18. State/Country MA	A19. Zip Code 01581
A20. If these facilities are licensed, is the transferee/assignee directly or indirectly controlled by any other entity? If Yes, attach as Exhibit F, a statement (including organizational diagrams where appropriate) which fully and completely identifies the nature and extent of control including: (1) the name, address, citizenship, and primary business of the controlling entity and any intermediate subsidiaries or parties; and (2) the names, addresses, citizenship, and the percentages of voting and equity stock of those stockholders holding 10 percent or more of the controlling corporation's voting stock.			<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO See Section VII.D
A21. If these facilities are licensed, attach as Exhibit G, a complete statement setting forth the facts which show how the assignment or transfer will serve the public interest.*			

CERTIFICATION

\* See Section IV

- The undersigned, individually and for licensee, certifies that all attached exhibits pertinent to Schedule A and all statements made in Schedule A of this application are true, complete and correct to the best of his/her knowledge and belief. The undersigned also certifies that any contracts or other instruments submitted herewith are complete and constitute the full agreement.
- The undersigned represents that stock will not be delivered and that control will not be transferred until the Commission's consent has been received, but that transfer of control or assignment of license will be completed within 60 days of Commission consent. The undersigned also acknowledges that the Commission must be notified by letter within 30 days of consummation.

A22. Printed Name of Licensee (Must agree with A1) Arch Paging, Inc.	A23. Signature 	A24. Title (Office Held by Person Signing) Executive Vice President, Technology and Regulatory Affairs	A25. Date AUG 26 1998
A26. Printed Name of License Transferor/Assignor (If different than licensee. Must agree with A10) Existing Shareholders of Arch Communications Group, Inc.	A27. Signature 	A28. Title (Office Held by Person Signing) Executive Vice President, Technology and Regulatory Affairs	A29. Date AUG 26 1998
A30. Printed Name of License Transferee/Assignee (Must agree with A15) New Shareholders of Arch Communications Group, Inc.	A31. Signature 	A32. Title (Office Held by Person Signing) Executive Vice President, Technology and Regulatory Affairs	A33. Date AUG 26 1998

**ARCH PAGING, INC.**

<i>CALL SIGN</i>	<i>RADIO SERVICE</i>	<i>CODE</i>	<i>PART</i>
E940347 <sup>1</sup>	Earth Station	N/A	25

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<sup>1</sup> On August 3, 1998, an application was filed with the Commission seeking consent to the assignment of this station from U.S.A. MobileComm, Inc. to Arch Paging, Inc. (File No. 1438-DSE-AL-98). See Public Notice, Report No. DS-1872 (August 19, 1998).

**FCC 490**

**FEDERAL COMMUNICATIONS COMMISSION**

Approved by OMB  
3060-0319  
Est. Avg. Burden Hours  
Per Response: 3 Hrs.

**FCC Use Only**  
(File Number)

**Application for Assignment of Authorization  
or Consent to Transfer of Control of Licensee**

Commercial Mobile Radio Services  
Rural Radiotelephone Service

FCC Use Only

**FILING FEE**

(a) Fee Type Code	(b) Fee Multiple	(c) Fee Due for Fee Type Code in (a)	(d) Total Amount Due	FCC Use Only
See Associated FCC Form 159			\$	

**ASSIGNOR OR TRANSFEROR**

T1. Name of Assignor or Transferor <b>Existing Shareholders of Arch Communications Group, Inc.</b>		T2. Voice Telephone Number (508) 870-6700	
T3. Assumed Name Used for Doing Business (if any)		T4. Fax Telephone Number (508) 898-1953	
T5. Mailing Street Address or P.O. Box 1800 West Park Drive, Suite 250			
T6. City Westborough		T7. State MA	T8. Zip Code 01581
T9. Name of Contact Representative (if other than Assignor or Transferor) Kathryn Zachem, Esq.		T10. Voice Telephone Number (202) 783-4141	
T11. Firm or Company Name Wilkinson, Barker, Knauer & Quinn, LLP		T12. Fax Telephone Number (202) 783-5851	
T13. Mailing Street Address or P.O. Box 2300 N Street, N.W., Suite 700			
T14. City Washington		T15. State DC	T16. Zip Code 20037

**TYPE OF TRANSACTION**

T17. This application requests ( T )	<u>Assignment of authorization</u>	Consent to <u>Transfer of Control of Licensee</u>
T18. How will assignment or transfer of control be accomplished? ( O* )	<u>Sale or other transfer or assignment of stock</u>	<u>Other</u>
* See Section II.C		
T19. This assignment of authorization or transfer of control of licensee is ( V )	<u>Voluntary</u>	<u>Involuntary</u>
T20. Will this be a <u>pro forma</u> assignment or transfer of control? ( N )	<u>Yes</u>	<u>No</u>
T21. Is local or state authorization required for this assignment or transfer of control? ( ** )	<u>Yes</u>	<u>No</u>
** Applicant will obtain all requisite state/local approvals		



### ASSIGNMENT OF STOCK

Stock	Number of Shares	Classification
Shares to be transferred	T27. See Section II.C	T28. See Section II.C
Shares issued and outstanding	T29. See Section II.C	T30. See Section II.C
Shares authorized	T31. See Section II.C	T32. See Section II.C

### ASSIGNEE OR TRANSFEREE

T33. Name of Assignee or Transferee See also FCC Form 430 at Section VII.D New Shareholders of Arch Communications Group, Inc.		T34. Voice Telephone Number (508) 898-0962	
T35. Assumed Name Used for Doing Business (if any) 1800 West Park Drive, Suite 250		T36. Fax Telephone Number (508) 898-1953	
T37. Mailing Street Address or P.O. Box			
T38. City Westborough		T39. State MA	T40. Zip Code 01581

### NEW LICENSEE INFORMATION

T41. Legal Name of Licensee Arch Paging, Inc.		T42. Voice Telephone Number (508) 870-6700	
T43. Assumed Name Used for Doing Business (if any)		T44. Fax Telephone Number (508) 870-2760	
T45. Mailing Street Address or P.O. Box 1800 West Park Drive, Suite 250			
T46. City Westborough		T47. State MA	T48. Zip Code 01581
T49. Taxpayer Identification Number 22-3317420		T50. Internet or e-mail address	

### ALIEN OWNERSHIP

T51. Is the assignee or transferee a foreign government or the representative of any foreign government?	( N )	<u>Yes</u>	<u>No</u>
T52. Is the assignee or transferee an alien or the representative of an alien?	( N )	<u>Yes</u>	<u>No</u>
T53. Is the assignee or transferee a corporation organized under the laws of any foreign government?	( N )	<u>Yes</u>	<u>No</u>
T54. Is the assignee or transferee a corporation of which any officer or director is an alien or 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 )	<u>Yes</u>	<u>No</u>
T55. Is the assignee or transferee a corporation directly or indirectly controlled by any other corporation of which any officer or more than one-fourth of the directors are aliens, or 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? <small>* If "yes", attach exhibit explaining nature and extent of alien or foreign ownership or control.</small>	( N )	<u>Yes</u>	<u>No</u>

## BASIC QUALIFICATIONS

- |  |       |            |           |
|--|-------|------------|-----------|
| T56. Has the assignor or transferor, 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?  | ( N ) | <u>Yes</u> | <u>No</u> |
| See Section II.B   |       |            |           |
| T57. Has the assignor or transferor, assignee or transferee, or any party to this application, or any party directly or indirectly controlling the assignor or transferor, assignee or transferee, or any party to this application ever been convicted of a felony by any state or federal court?   | ( N ) | <u>Yes</u> | <u>No</u> |
| T58. Has any court finally adjudged the assignor or transferor, assignee or transferee, or any party to this application, or any person directly or indirectly controlling the assignor or transferor, assignee or transferee, or any party to this application, 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? | ( N ) | <u>Yes</u> | <u>No</u> |
| T59. Is the assignor or transferor, assignee or transferee, or any party to this application, or any person directly or indirectly controlling the assignor or transferor, assignee or transferee, or any party to this application, currently a party in any pending matter referred to in the preceding two items?   | ( N ) | <u>Yes</u> | <u>No</u> |

## ASSIGNOR OR TRANSFEROR CERTIFICATION

The **ASSIGNOR** or **TRANSFEROR** represents that the authorization will not be assigned or that control of the licensee will not be transferred unless and until the consent of the Federal Communications Commission has been given; that all exhibits attached or referenced herein are a material part hereof and are incorporated herein as if set out in full in this application; that neither the assignor or transferor is subject to a denial of Federal benefits that includes FCC benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. Section 862, because of a conviction for possession or distribution of a controlled substance and that all statements made in this application are true, complete and correct to the best of his or her knowledge and belief.

T60. Typed Name of Person Signing Paul H. Kuzia	T61. Title Executive Vice President, Technology and Regulatory Affairs
T62. Signature 	T63. Date AUG 26 1998

## ASSIGNEE OR TRANSFeree CERTIFICATION

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. The assignee or transferee certifies that grant of this assignment or transfer of control would not cause the assignee or transferee to be in violation of the spectrum aggregation limit in 47 CFR Part 20. The assignee or transferee agrees to assume all obligations and abide by all conditions imposed upon 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 or transfer of control. Neither the assignee or transferee is subject to a denial of Federal benefits that includes FCC benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. Section 862, because of a conviction for possession or distribution of a controlled substance. The undersigned, individually and for the assignee or transferee, hereby certifies that the statements made herein are true, complete and correct to the best of his or her knowledge and belief, and are made in good faith.

T64. The assignee or transferee is a (an) ( C ) Individual      Unincorporated Association      Partnership      Corporation			
T65. Typed Name of Person Signing Paul H. Kuzia	T66. Title Executive Vice President, Technology and Regulatory Affairs		
T67. Signature 	T68. Date AUG 26 1998		

**WILLFUL FALSE STATEMENTS MADE ON THIS FORM 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).**

**ARCH PAGING, INC.**

In response to Items T22 - T26, Arch Paging, Inc. submits that it holds authorizations (or has authorizations pending) for call signs listed below in the Private Carrier Paging Service (GS). These authorizations were obtained through the voluntary assignment of authorization (VA), voluntary transfer of control (VT), or uncontested applications (UA).

<i>CALL SIGN</i>	<i>RADIO SERVICE</i>	<i>CODE</i>	<i>PART</i>
KNNG389	Private Carrier Paging Service	GS	90
KNNI318	Private Carrier Paging Service	GS	90
KNNI335	Private Carrier Paging Service	GS	90
KNNI342	Private Carrier Paging Service	GS	90
KNNI349	Private Carrier Paging Service	GS	90
KNNI350	Private Carrier Paging Service	GS	90
KNNI351	Private Carrier Paging Service	GS	90
KNNK488	Private Carrier Paging Service	GS	90
KNNK490	Private Carrier Paging Service	GS	90
KNNK491	Private Carrier Paging Service	GS	90
KNNK492	Private Carrier Paging Service	GS	90
KNNK493	Private Carrier Paging Service	GS	90
KNNK641	Private Carrier Paging Service	GS	90
KNNK642	Private Carrier Paging Service	GS	90
KNNK643	Private Carrier Paging Service	GS	90
KNNL531	Private Carrier Paging Service	GS	90
KNNL534	Private Carrier Paging Service	GS	90
KNNL535	Private Carrier Paging Service	GS	90
KNNM463	Private Carrier Paging Service	GS	90
KNNM464	Private Carrier Paging Service	GS	90
KNNN347	Private Carrier Paging Service	GS	90
KNNN354	Private Carrier Paging Service	GS	90
KNNP879	Private Carrier Paging Service	GS	90
KNNQ600	Private Carrier Paging Service	GS	90
KNNQ613	Private Carrier Paging Service	GS	90
KNNQ617	Private Carrier Paging Service	GS	90
KNNR901	Private Carrier Paging Service	GS	90
WPCQ283	Private Carrier Paging Service	GS	90

FCC FORM 490  
EXHIBIT 1  
PAGE 2 OF 9

<i>CALL SIGN</i>	<i>RADIO SERVICE</i>	<i>CODE</i>	<i>PART</i>
WPCQ292	Private Carrier Paging Service	GS	90
WPDA725	Private Carrier Paging Service	GS	90
WPDA731	Private Carrier Paging Service	GS	90
WPDB237	Private Carrier Paging Service	GS	90
WPDB238	Private Carrier Paging Service	GS	90
WPDB239	Private Carrier Paging Service	GS	90
WPDB899	Private Carrier Paging Service	GS	90
WPDB900	Private Carrier Paging Service	GS	90
WPDB901	Private Carrier Paging Service	GS	90
WPDB902	Private Carrier Paging Service	GS	90
WPDB909	Private Carrier Paging Service	GS	90
WPDB910	Private Carrier Paging Service	GS	90
WPDB925	Private Carrier Paging Service	GS	90
WPDC518	Private Carrier Paging Service	GS	90
WPDD268	Private Carrier Paging Service	GS	90
WPDD269	Private Carrier Paging Service	GS	90
WPDF957	Private Carrier Paging Service	GS	90
WPDF958	Private Carrier Paging Service	GS	90
WPDF961	Private Carrier Paging Service	GS	90
WPDF962	Private Carrier Paging Service	GS	90
WPDF963	Private Carrier Paging Service	GS	90
WPDG681	Private Carrier Paging Service	GS	90
WPDG709	Private Carrier Paging Service	GS	90
WPDG710	Private Carrier Paging Service	GS	90
WPK449	Private Carrier Paging Service	GS	90
WPK590	Private Carrier Paging Service	GS	90
WPK594	Private Carrier Paging Service	GS	90
WPK602	Private Carrier Paging Service	GS	90
WPK615	Private Carrier Paging Service	GS	90
WPDQ354	Private Carrier Paging Service	GS	90
WPDR654	Private Carrier Paging Service	GS	90
WPDR680	Private Carrier Paging Service	GS	90
WPDS626	Private Carrier Paging Service	GS	90
WPDS630	Private Carrier Paging Service	GS	90
WPDU237	Private Carrier Paging Service	GS	90

FCC FORM 490  
EXHIBIT 1  
PAGE 3 OF 9

<i>CALL SIGN</i>	<i>RADIO SERVICE</i>	<i>CODE</i>	<i>PART</i>
WPDU241	Private Carrier Paging Service	GS	90
WPDU245	Private Carrier Paging Service	GS	90
WPDU549	Private Carrier Paging Service	GS	90
WPDV205	Private Carrier Paging Service	GS	90
WPDV769	Private Carrier Paging Service	GS	90
WPEA278	Private Carrier Paging Service	GS	90
WPEA279	Private Carrier Paging Service	GS	90
WPEA311	Private Carrier Paging Service	GS	90
WPF1621	Private Carrier Paging Service	GS	90
WPFK221	Private Carrier Paging Service	GS	90
WPFK318	Private Carrier Paging Service	GS	90
WPFK337	Private Carrier Paging Service	GS	90
WPFK524	Private Carrier Paging Service	GS	90
WPFM390	Private Carrier Paging Service	GS	90
WPFM394	Private Carrier Paging Service	GS	90
WPFM398	Private Carrier Paging Service	GS	90
WPFM402	Private Carrier Paging Service	GS	90
WPFM608	Private Carrier Paging Service	GS	90
WPFM612	Private Carrier Paging Service	GS	90
WPFM684	Private Carrier Paging Service	GS	90
WPFM688	Private Carrier Paging Service	GS	90
WPFM692	Private Carrier Paging Service	GS	90
WPFN265	Private Carrier Paging Service	GS	90
WPFN269	Private Carrier Paging Service	GS	90
WPFN477	Private Carrier Paging Service	GS	90
WPFN485	Private Carrier Paging Service	GS	90
WPFN489	Private Carrier Paging Service	GS	90
WPFN493	Private Carrier Paging Service	GS	90
WPFN501	Private Carrier Paging Service	GS	90
WPFN509	Private Carrier Paging Service	GS	90
WPFN513	Private Carrier Paging Service	GS	90
WPFN517	Private Carrier Paging Service	GS	90
WPFN529	Private Carrier Paging Service	GS	90
WPFN823	Private Carrier Paging Service	GS	90
WPFN839	Private Carrier Paging Service	GS	90

**FCC FORM 490**  
**EXHIBIT 1**  
**PAGE 4 OF 9**

<i>CALL SIGN</i>	<i>RADIO SERVICE</i>	<i>CODE</i>	<i>PART</i>
WPFN851	Private Carrier Paging Service	GS	90
WPFQ760	Private Carrier Paging Service	GS	90
WPGD562	Private Carrier Paging Service	GS	90
WPGD563	Private Carrier Paging Service	GS	90
WPGD564	Private Carrier Paging Service	GS	90
WPGD565	Private Carrier Paging Service	GS	90
WPGD587	Private Carrier Paging Service	GS	90
WPGD588	Private Carrier Paging Service	GS	90
WPGN609	Private Carrier Paging Service	GS	90
WPGR658	Private Carrier Paging Service	GS	90
WPGR907	Private Carrier Paging Service	GS	90
WPGR994	Private Carrier Paging Service	GS	90
WPGT369	Private Carrier Paging Service	GS	90
WPGW880	Private Carrier Paging Service	GS	90
WPGW884	Private Carrier Paging Service	GS	90
WPGW885	Private Carrier Paging Service	GS	90
WPGZ573	Private Carrier Paging Service	GS	90
WPGZ577	Private Carrier Paging Service	GS	90
WPGZ611	Private Carrier Paging Service	GS	90
WPGZ615	Private Carrier Paging Service	GS	90
WPGZ635	Private Carrier Paging Service	GS	90
WPGZ639	Private Carrier Paging Service	GS	90
WPHC516	Private Carrier Paging Service	GS	90
WPHC638	Private Carrier Paging Service	GS	90
WPHC639	Private Carrier Paging Service	GS	90
WPHC640	Private Carrier Paging Service	GS	90
WPHC641	Private Carrier Paging Service	GS	90
WPHC643	Private Carrier Paging Service	GS	90
WPHC644	Private Carrier Paging Service	GS	90
WPHC875	Private Carrier Paging Service	GS	90
WPHD754	Private Carrier Paging Service	GS	90
WPHD755	Private Carrier Paging Service	GS	90
WPHD804	Private Carrier Paging Service	GS	90
WPHD805	Private Carrier Paging Service	GS	90
WPHD806	Private Carrier Paging Service	GS	90