

00-31406195

(Official Form 1) (9/97)

FORM B1		United States Bankruptcy Court District of Delaware		Voluntary Petition	
Name of Debtor (if individual, enter Last, First, Middle): PageNet, Inc.			Name of Joint Debtor (Spouse) (Last, First, Middle):		
All Other Names used by the Debtor in the last 6 years (include married, maiden, and trade names): See attached list of other names used by the Debtor and affiliated entities incorporated herein by reference.			All Other Names used by the Debtor in the last 6 years (include married, maiden, and trade names):		
Soc. Sec./Tax I.D. No. (if more than one, state all): 62-156-0954			Soc. Sec./Tax I.D. No. (if more than one, state all):		
Street Address of Debtor (No. & Street, City State & Zip Code): 3322 West End Avenue, Suite 201 Nashville, Tennessee 37203-1071			Street Address of Debtor (No. & Street, City State & Zip Code):		
County of Residence or of the Principal Place of Business: Davidson County			County of Residence or of the Principal Place of Business:		
Mailing Address of Debtor (if different from street address): c/o Paging Network, Inc. 14911 Quorum Drive Dallas, Texas 75240-7599			Mailing Address of Debtor (if different from street address):		
Location of Principal Assets of Business Debtor (if different from street address above): SAME					

Information Regarding the Debtor (Check the Applicable Boxes)

Venue (Check any applicable box)

- Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for longer part of such 180 days than in any other District.
- There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.

Type of Debtor (Check all boxes that apply) <input type="checkbox"/> Individual(s) <input type="checkbox"/> Railroad <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Stockbroker <input type="checkbox"/> Partnership <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Other _____		Chapter or Section of Bankruptcy Code Under Which the Petition is Filed (Check one box) <input type="checkbox"/> Chapter 7 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 9 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Sec. 304 - Case ancillary to foreign proceeding	
Nature of Debts (Check one box) <input type="checkbox"/> Consumer Non-Business <input checked="" type="checkbox"/> Business		Filing Fee (Check one box) <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (Applicable to individuals or Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments Rule 1006(b). See Official Form No. 3.	
Chapter 11 Small Business (Check all boxes that apply) <input type="checkbox"/> Debtor is a small business as defined in 11 U.S.C. § 101 <input type="checkbox"/> Debtor is and elects to be considered a small business under 11 U.S.C. § 112(e) (Optional)			

Statistical/Administrative Information (Estimates only)

- Debtor estimates that funds will be available for distribution to unsecured creditors.
- Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds for distribution to unsecured creditors.

Estimated Number of Creditors*	1-15	16-49	50-99	100-199	200-999	1000-over
	<input type="checkbox"/>	<input checked="" type="checkbox"/>				

* Consolidated for Paging Network, Inc. and its subsidiaries

Estimated Assets*	\$0 to \$50,000	\$50,001 to \$100,000	\$100,001 to \$500,000	\$500,001 to \$1 million	\$1,000,001 to \$10 million	\$10,000,001 to \$50 million	\$50,000,001 to \$100 million	More than \$100 million
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>				

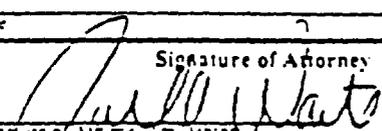
* Consolidated for Paging Network, Inc. and its subsidiaries

Estimated Debts*	\$0 to \$50,000	\$50,001 to \$100,000	\$100,001 to \$500,000	\$500,001 to \$1 million	\$1,000,001 to \$10 million	\$10,000,001 to \$50 million	\$50,000,001 to \$100 million	More than \$100 million
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>				

* Consolidated for Paging Network, Inc. and its subsidiaries

THIS SPACE IS FOR COURT USE ONLY
 U.S. BANKRUPTCY COURT
 DISTRICT OF DELAWARE
 JUL 24 2 11 PM '98

(Official Form 1) (9/97)

Voluntary Petition <i>(This page must be completed and filed in every case)</i>		Name of Debtor(s): PageNet, Inc.	FORM B1, Page 2
Prior Bankruptcy Case Filed Within Last 6 Years (If more than one, attach additional sheet)			
Location Where Filed: <u>N/A</u>	Case Number: <u>N/A</u>	Date Filed: <u>N/A</u>	
Pending Bankruptcy Case Filed by any Spouse, Partner or Affiliate of this Debtor (If more than one, attach additional sheet)			
Name of Debtor: See attached list of affiliated entities incorporated herein by reference.	Case Number: <u>As Filed.</u>	Date Filed: <u>Same</u>	
District: <u>Same</u>	Relationship: <u>Parent/Director or Indirect Subsidiary</u>	Judge:	
Signatures			
Signature(s) of Debtor(s) (Individual/Joint) I declare under penalty of perjury that the information provided in this petition is true and correct. (If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7) I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7. I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.		Signature of Debtor (Corporation/Partnership) I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor. The debtor requests in accordance with the chapter of title 11, United States Code, specified in this petition.	
<input checked="" type="checkbox"/> _____ Signature of Debtor	<input checked="" type="checkbox"/>  Signature of Authorized Individual		
<input checked="" type="checkbox"/> _____ Signature of Joint Debtor	<u>Julian B. Castelli</u> Printed Name of Authorized Individual		
Telephone Number (if not represented by attorney) _____ Date _____	<u>Vice President</u> Title of Authorized Individual <u>7/24/05</u> Date		
<input checked="" type="checkbox"/>  Signature of Attorney <u>James L. Patton, Jr.</u> Printed Name of Attorney for Debtor(s) <u>Young Conway Stargatt & Taylor, LLP</u> Firm Name <u>1100 N. Market Street, Wilmington Trust Center</u> Address <u>Wilmington, DE 19801</u> <u>302-571-6600</u> Telephone Number <u>7/24/05</u> Date		Signature of Non-Attorney Petition Preparer I certify that I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110, that I prepared this document for compensation, and that I have provided the debtor with a copy of this document.	
Printed Name of Bankruptcy Petition Preparer: _____ Social Security Number: _____ Address: _____ Names and Social Security numbers of all other individuals who prepared or assisted in preparing this document: _____		<input type="checkbox"/> _____ Signature of Bankruptcy Petition Preparer	
Exhibit A (To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11) <input type="checkbox"/> Exhibit A is attached and made a part of this petition.		If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.	
Exhibit B (To be completed if debtor is an individual whose debts are primarily consumer debts) I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that (he or she) may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter.		<input checked="" type="checkbox"/> _____ Signature of Bankruptcy Petition Preparer	
<input checked="" type="checkbox"/> _____ Signature of Attorney for Debtor(s)		Date _____ A bankruptcy petition preparer's failure to comply with the provisions of title and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both 11 U.S.C. §110, 18 U.S.C. §156.	

00-3142 (GMS)

FORM B1	United States Bankruptcy Court District of Delaware	Voluntary Petition
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Name of Debtor (if individual, enter Last, First, Middle): Paging Network of America, Inc.	Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 6 years (include married, maiden, and trade names): See attached list of other names used by the Debtor and affiliated entities incorporated herein by reference.	All Other Names used by the Debtor in the last 6 years (include married, maiden, and trade names):
Soc. Sec. Tax I.D. No. (if more than one, state all): 75-259-0299	Soc. Sec./Tax I.D. No. (if more than one, state all):
Street Address of Debtor (No. & Street, City State & Zip Code): c/o Paging Network, Inc. 14911 Quorum Drive Dallas, Texas 75240-7599	Street Address of Debtor (No. & Street, City State & Zip Code):
County of Residence or of the Principal Place of Business: Dallas County	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): c/o Paging Network, Inc. 14911 Quorum Drive Dallas, Texas 75240-7599	Mailing Address of Debtor (if different from street address):
Location of Principal Assets of Business Debtor (if different from street address above): Same	

Information Regarding the Debtor (Check the Applicable Boxes)

Venue (Check any applicable box)

- Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for longer part of such 180 days than in any other District.
- There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.

<p>Type of Debtor (Check all boxes that apply)</p> <input type="checkbox"/> Individual(s) <input type="checkbox"/> Railroad <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Stockbroker <input type="checkbox"/> Partnership <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Other _____	<p>Chapter or Section of Bankruptcy Code Under Which the Petition is Filed (Check one box)</p> <input type="checkbox"/> Chapter 7 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 9 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Sec. 304 - Case ancillary to foreign proceeding
<p>Nature of Debts (Check one box)</p> <input type="checkbox"/> Consumer Non-Business <input checked="" type="checkbox"/> Business	<p>Filing Fee (Check one box)</p> <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (Applicable to individuals only. Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments Rule 1006(b). See Official Form No. 3.)
<p>Chapter 11 Small Business (Check all boxes that apply)</p> <input type="checkbox"/> Debtor is a small business as defined in 11 U.S.C. § 101 <input type="checkbox"/> Debtor is and elects to be considered a small business under 11 U.S.C. § 112(e) (Optional)	

<p>Statistical Administrative Information (Estimates only)</p> <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds for distribution to unsecured creditors.	<p><small>THIS SPACE IS FOR COURT USE ONLY</small></p>
<p>Estimated Number of Creditors* 1-15 16-49 50-99 100-199 200-999 1000-over</p> <p style="text-align: center;"><input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input checked="" type="checkbox"/></p> <p>* Consolidated for Paging Network, Inc. and its subsidiaries</p>	
<p>Estimated Assets* \$0 to \$50,000 \$50,001 to \$100,000 \$100,001 to \$500,000 \$500,001 to \$1 million \$1,000,001 to \$10 million \$10,000,001 to \$50 million \$50,000,001 to \$100 million More than \$100 million</p> <p style="text-align: center;"><input type="checkbox"/> <input checked="" type="checkbox"/></p> <p>* Consolidated for Paging Network, Inc. and its subsidiaries.</p>	
<p>Estimated Debts* \$0 to \$50,000 \$50,001 to \$100,000 \$100,001 to \$500,000 \$500,001 to \$1 million \$1,000,001 to \$10 million \$10,000,001 to \$50 million \$50,000,001 to \$100 million More than \$100 million</p> <p style="text-align: center;"><input type="checkbox"/> <input checked="" type="checkbox"/></p> <p>* Consolidated for Paging Network, Inc. and its subsidiaries.</p>	

Voluntary Petition <i>(This page must be completed and filed in every case)</i>	Name of Debtor(s): Paging Network of America, Inc.
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Prior Bankruptcy Case Filed Within Last 6 Years (If more than one, attach additional sheet)		
Location Where Filed: N/A	Case Number: N/A	Date Filed: N/A

Pending Bankruptcy Case Filed by any Spouse, Partner or Affiliate of this Debtor (If more than one, attach additional sheet)		
Name of Debtor: See attached list of affiliated entities incorporated herein by reference.	Case Number: As Filed.	Date Filed: Same

District: Same	Relationship: Parent/Director or Indirect Subsidiary	Judge:
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Signatures

Signature(s) of Debtor(s) (Individual/Joint)

I declare under penalty of perjury that the information provided in this petition is true and correct.
 (If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7) I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.
 I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X _____
Signature of Debtor

X _____
Signature of Joint Debtor

Telephone Number (if not represented by attorney)

Date

Signature of Debtor (Corporation/Partnership)

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

The debtor requests in accordance with the chapter of title 11, United States Code, specified in this petition.

X 
Signature of Authorized Individual

Julian B. Castelli
Printed Name of Authorized Individual

Vice President
Title of Authorized Individual

7/24/00
Date

Signature of Attorney

X _____
Signature of Attorney for Debtors

James L. Patton, Jr.
Printed Name of Attorney for Debtors

Joel A. Waite
Printed Name of Attorney for Debtors

Young Conway Starrett & Taylor, LLP
Firm Name

1100 N. Market Street, Wilmington Trust Center
Address

Wilmington, DE 19801

302-571-6600
Telephone Number

7/24/00
Date

Signature of Non-Attorney Petition Preparer

I certify that I am a bankruptcy petition preparer as defined in 11 U.S.C. §110, that I prepared this document for compensation, and that I have provided the debtor with a copy of this document.

Printed Name of Bankruptcy Petition Preparer

Social Security Number

Address

Names and Social Security numbers of all other individuals who prepared or assisted in preparing this document:

Exhibit A

(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11)

Exhibit A is attached and made a part of this petition

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

Exhibit B

(To be completed if debtor is an individual whose debts are primarily consumer debts) I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter.

X _____
Signature of Attorney for Debtors

Date

X _____
Signature of Bankruptcy Petition Preparer

Date

A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both 11 U.S.C. §110, 18 U.S.C. §156

FORM B1		United States Bankruptcy Court District of Delaware		Voluntary Petition
Name of Debtor (if individual, enter Last, First, Middle): Paging Network of Colorado, Inc.		Name of Joint Debtor (Spouse) (Last, First, Middle):		
All Other Names used by the Debtor in the last 6 years (include married, maiden, and trade names): See attached list of other names used by the Debtor and affiliated entities incorporated herein by reference.		All Other Names used by the Debtor in the last 6 years (include married, maiden, and trade names):		
Soc. Sec./Tax I.D. No. (if more than one, state all): 84-120-8036		Soc. Sec./Tax I.D. No. (if more than one, state all):		
Street Address of Debtor (No. & Street, City State & Zip Code): 6300 South Syracuse, Suite 550 Englewood, CO 80111		Street Address of Debtor (No. & Street, City State & Zip Code):		
County of Residence or of the Principal Place of Business: Arapahoe County		County of Residence or of the Principal Place of Business:		
Mailing Address of Debtor (if different from street address): c/o Paging Network, Inc. 14911 Quorum Drive Dallas, Texas 75240-7599		Mailing Address of Debtor (if different from street address):		
Location of Principal Assets of Business Debtor (if different from street address above): Same				

Information Regarding the Debtor (Check the Applicable Boxes)

Venue (Check any applicable box)

- Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for longer part of such 180 days than in any other District.
- There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.

Type of Debtor (Check all boxes that apply) <input type="checkbox"/> Individual(s) <input type="checkbox"/> Railroad <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Stockbroker <input type="checkbox"/> Partnership <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Other _____		Chapter or Section of Bankruptcy Code Under Which the Petition is Filed (Check one box) <input type="checkbox"/> Chapter 7 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 9 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Sec. 304 - Case ancillary to foreign proceeding	
Nature of Debts (Check one box) <input type="checkbox"/> Consumer Non-Business <input checked="" type="checkbox"/> Business		Filing Fee (Check one box) <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (Applicable to individuals only. Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form No. 3.	
Chapter 11 Small Business (Check all boxes that apply) <input type="checkbox"/> Debtor is a small business as defined in 11 U.S.C. § 101 <input type="checkbox"/> Debtor is and elects to be considered a small business under 11 U.S.C. § 112(e) (Optional)			

Statistical/Administrative Information (Estimates only)

- Debtor estimates that funds will be available for distribution to unsecured creditors.
- Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds for distribution to unsecured creditors.

Estimated Number of Creditors*	1-15	16-49	50-99	100-199	200-999	1000-over
	<input type="checkbox"/>	<input checked="" type="checkbox"/>				

* Consolidated for Paging Network, Inc. and its subsidiaries.

Estimated Assets*	\$0 to \$50,000	\$50,001 to \$100,000	\$100,001 to \$500,000	\$500,001 to \$1 million	\$1,000,001 to \$10 million	\$10,000,001 to \$50 million	\$50,000,001 to \$100 million	More than \$100 million
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>				

* Consolidated for Paging Network, Inc. and its subsidiaries.

Estimated Debts*	\$0 to \$50,000	\$50,001 to \$100,000	\$100,001 to \$500,000	\$500,001 to \$1 million	\$1,000,001 to \$10 million	\$10,000,001 to \$50 million	\$50,000,001 to \$100 million	More than \$100 million
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>				

* Consolidated for Paging Network, Inc. and its subsidiaries.

THIS CASE IS FOR COURT USE ONLY
 U.S. BANKRUPTCY COURT
 DISTRICT OF DELAWARE
 JUL 21 2 21 PM '00

Voluntary Petition <i>(This page must be completed and filed in every case)</i>		Name of Debtor(s): Paging Network of Colorado, Inc.	FORM B1, Page 2
Prior Bankruptcy Case Filed Within Last 6 Years (If more than one, attach additional sheet)			
Location Where Filed: N/A	Case Number: N/A	Date Filed: N/A	
Pending Bankruptcy Case Filed by any Spouse, Partner or Affiliate of this Debtor (If more than one, attach additional sheet)			
Name of Debtor: See attached list of affiliated entities incorporated herein by reference.	Case Number: As Filed.	Date Filed: Same	
District: Same	Relationship: Parent/Director or Indirect Subsidiary	Judge:	

Signatures

Signature(s) of Debtor(s) (Individual/Joint)
I declare under penalty of perjury that the information provided in this petition is true and correct.
[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.
I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X _____
Signature of Debtor

X _____
Signature of Joint Debtor

Telephone Number (if not represented by attorney.)

Date

Signature of Debtor (Corporation/Partnership)
I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.
The debtor requests in accordance with the chapter of title 11, United States Code, specified in this petition.

X 
Signature of Authorized Individual

Julian B. Castelli
Printed Name of Authorized Individual

Vice President
Title of Authorized Individual

7/24/00
Date

Signature of Attorney

X _____
Signature of Attorney for Debtor(s)

James L. Patton, Jr.
Joel A. Waite
Printed Name of Attorney for Debtor(s)

Young Conway Stargatt & Taylor, LLP
Firm Name

1100 N. Market Street, Wilmington Trust Center
Address

Wilmington, DE 19801

302-571-6600
Telephone Number

7/24/00
Date

Signature of Non-Attorney Petition Preparer

I certify that I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110, that I prepared this document for compensation, and that I have provided the debtor with a copy of this document.

Printed Name of Bankruptcy Petition Preparer

Social Security Number

Address

Names and Social Security numbers of all other individuals who prepared or assisted in preparing this document:

Exhibit A
(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11)

Exhibit A is attached and made a part of this petition.

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

Exhibit B
(To be completed if debtor is an individual whose debts are primarily consumer debts) I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that (he or she) may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter.

X _____
Signature of Attorney for Debtor(s)

Date

X _____
Signature of Bankruptcy Petition Preparer

Date

A bankruptcy petition preparer's failure to comply with the provisions of title and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both 11 U.S.C. § 110; 18 U.S.C. § 156

00-3144 (GMS)

(Official Form 1) (9/97)

FORM B1 United States Bankruptcy Court District of Delaware		Voluntary Petition
Name of Debtor (if individual, enter Last, First, Middle): Paging Network of Michigan, Inc.		Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 6 years (include married, maiden, and trade names): See attached list of other names used by the Debtor and affiliated entities incorporated herein by reference.		All Other Names used by the Debtor in the last 6 years (include married, maiden, and trade names):
Soc. Sec./Tax I.D. No. (if more than one, state all): 75-190-5024		Soc. Sec./Tax I.D. No. (if more than one, state all):
Street Address of Debtor (No. & Street, City State & Zip Code): 33533 West 12 Mile Road, #300 Farmington Hills, Michigan 48331		Street Address of Debtor (No. & Street, City State & Zip Code):
County of Residence or of the Principal Place of Business: Oakland County		County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): c/o Paging Network, Inc. 14911 Quorum Drive Dallas, Texas 75240-7599		Mailing Address of Debtor (if different from street address):
Location of Principal Assets of Business Debtor (if different from street address above): SAME		
Information Regarding the Debtor (Check the Applicable Boxes)		
Venue (Check any applicable box) <input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for longer part of such 180 days than in any other District. <input checked="" type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District		
Type of Debtor (Check all boxes that apply) <input type="checkbox"/> Individual(s) <input type="checkbox"/> Railroad <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Stockbroker <input type="checkbox"/> Partnership <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Other _____		Chapter or Section of Bankruptcy Code Under Which the Petition is Filed (Check one box) <input type="checkbox"/> Chapter 7 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 9 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Sec. 304 - Case ancillary to foreign proceeding
Nature of Debts (Check one box) <input type="checkbox"/> Consumer Non-Business <input checked="" type="checkbox"/> Business		Filing Fee (Check one box) <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (Applicable to individuals only) Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments Rule 1006(b). See Official Form No. 3
Chapter 11 Small Business (Check all boxes that apply) <input type="checkbox"/> Debtor is a small business as defined in 11 U.S.C. § 101 <input type="checkbox"/> Debtor is and elects to be considered a small business under 11 U.S.C. § 112(e) (Optional)		
Statistical Administrative Information (Estimates only) <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds for distribution to unsecured creditors.		THIS SPACE IS FOR COURT USE ONLY U.S. DISTRICT COURT FOR THE DISTRICT OF DELAWARE Jul 21 2 22 PM '03
Estimated Number of Creditors* 1-15 16-49 50-99 100-199 200-999 1000-over <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input checked="" type="checkbox"/>		
* Consolidated for Paging Network, Inc. and its subsidiaries.		
Estimated Assets* \$0 to \$50,000 \$50,001 to \$100,000 \$100,001 to \$500,000 \$500,001 to \$1 million \$1,000,001 to \$10 million \$10,000,001 to \$50 million \$50,000,001 to \$100 million More than \$100 million <input type="checkbox"/> <input checked="" type="checkbox"/>		
* Consolidated for Paging Network, Inc. and its subsidiaries.		
Estimated Debts* \$0 to \$50,000 \$50,001 to \$100,000 \$100,001 to \$500,000 \$500,001 to \$1 million \$1,000,001 to \$10 million \$10,000,001 to \$50 million \$50,000,001 to \$100 million More than \$100 million <input type="checkbox"/> <input checked="" type="checkbox"/>		
* Consolidated for Paging Network, Inc. and its subsidiaries.		

(Official Form 1) (9/97)

Voluntary Petition <i>(This page must be completed and filed in every case)</i>	Name of Debtor(s): Paging Network of Michigan, Inc.	FORM B1, Page 2
Prior Bankruptcy Case Filed Within Last 6 Years (If more than one, attach additional sheet)		
Location Where Filed: <u>N/A</u>	Case Number: <u>N/A</u>	Date Filed: <u>N/A</u>
Pending Bankruptcy Case Filed by any Spouse, Partner or Affiliate of this Debtor (If more than one, attach additional sheet)		
Name of Debtor: <u>See attached list of affiliated entities incorporated herein by reference.</u>	Case Number: <u>As Filed.</u>	Date Filed: <u>Same</u>
District: <u>Same</u>	Relationship: <u>Parent/Director or Indirect Subsidiary</u>	Judge:
Signatures		
Signature(s) of Debtor(s) (Individual/Joins) I declare under penalty of perjury that the information provided in this petition is true and correct. [If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7. I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.	Signature of Debtor (Corporation/Partnership) I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor. The debtor requests in accordance with the chapter of title 11, United States Code, specified in this petition.	
<input checked="" type="checkbox"/> _____ Signature of Debtor	 Signature of Authorized Individual	
<input checked="" type="checkbox"/> _____ Signature of Joint Debtor	<u>Julian B. Castelli</u> Printed Name of Authorized Individual	
Telephone Number (if not represented by attorney) _____	<u>Vice President</u> Title of Authorized Individual	
Date _____	<u>7/24/00</u> Date	
<input checked="" type="checkbox"/> _____ Signature of Attorney <u>James L. Patton, Jr.</u> Printed Name of Attorney for Debtor(s) <u>Young Conaway Stargatt & Taylor, LLP</u> Firm Name <u>1100 N. Market Street, Wilmington Trust Center</u> Address <u>Wilmington, DE 19801</u> <u>302-571-6600</u> Telephone Number <u>7/24/00</u> Date	Signature of Non-Attorney Petition Preparer I certify that I am a bankruptcy petition preparer as defined in 11 U.S.C. § 1103, that I prepared this document for compensation, and that I have provided the debtor with a copy of this document.	
_____ Printed Name of Bankruptcy Petition Preparer	_____ Social Security Number	
_____ Address	_____ Names and Social Security numbers of all other individuals who prepared or assisted in preparing this document.	
Exhibit A (To be completed if debtor is required to file periodic reports (e.g., forms 10K and 100) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11) <input type="checkbox"/> Exhibit A is attached and made a part of this petition		
Exhibit B (To be completed if debtor is an individual whose debts are primarily consumer debts). The attorney for the petitioner named in the foregoing petition, declares that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter.		
<input checked="" type="checkbox"/> _____ Signature of Attorney for Debtor(s)	<input checked="" type="checkbox"/> _____ Signature of Bankruptcy Petition Preparer	
Date _____	_____ Date	
A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both 11 U.S.C. § 110, 15 U.S.C. § 146		

00-3176(674)

FORM B1		United States Bankruptcy Court District of Delaware		Voluntary Petition	
Name of Debtor (if individual, enter Last, First, Middle): Paging Network of San Francisco, Inc.			Name of Joint Debtor (Spouse) (Last, First, Middle):		
All Other Names used by the Debtor in the last 6 years (include married, maiden, and trade names): See attached list of other names used by the Debtor and affiliated entities incorporated herein by reference.			All Other Names used by the Debtor in the last 6 years (include married, maiden, and trade names):		
Soc. Sec./Tax I.D. No. (if more than one, state all): 04-275-6281			Soc. Sec./Tax I.D. No. (if more than one, state all):		
Street Address of Debtor (No. & Street, City State & Zip Code): 1820 Gateway Drive, Building 3, Suite 200 San Mateo, California 94404			Street Address of Debtor (No. & Street, City State & Zip Code):		
County of Residence or of the Principal Place of Business: San Mateo County			County of Residence or of the Principal Place of Business:		
Mailing Address of Debtor (if different from street address): c/o Paging Network, Inc. 14911 Quorum Drive Dallas, Texas 75240			Mailing Address of Debtor (if different from street address):		
Location of Principal Assets of Business Debtor (if different from street address above): SAME					
Information Regarding the Debtor (Check the Applicable Boxes)					
Venue (Check any applicable box) <input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for longer part of such 180 days than in any other District. <input checked="" type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.					
Type of Debtor (Check all boxes that apply) <input type="checkbox"/> Individual(s) <input type="checkbox"/> Railroad <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Stockbroker <input type="checkbox"/> Partnership <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Other _____			Chapter or Section of Bankruptcy Code Under Which the Petition is Filed (Check one box) <input type="checkbox"/> Chapter 7 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 9 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Sec. 304 - Case ancillary to foreign proceeding		
Nature of Debts (Check one box) <input type="checkbox"/> Consumer Non-Business <input checked="" type="checkbox"/> Business			Filing Fee (Check one box) <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (Applicable to individuals only) Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments Rule 1006(b). See Official Form No. 3.		
Chapter 11 Small Business (Check all boxes that apply) <input type="checkbox"/> Debtor is a small business as defined in 11 U.S.C. § 101 <input type="checkbox"/> Debtor is and elects to be considered a small business under 11 U.S.C. § 1122(e) (Optional)					
Statistical Administrative Information (Estimates only) <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds for distribution to unsecured creditors.					THIS SPACE IS FOR COURT USE ONLY U.S. Bankruptcy Court District of Delaware JUL 21 2 20 11 PM '09
Estimated Number of Creditors* 1-15 16-49 50-99 100-199 200-999 1000-over <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input checked="" type="checkbox"/>					
* Consolidated for Paging Network, Inc. and its subsidiaries.					
Estimated Assets* \$0 to \$50,000 \$50,001 to \$100,000 \$100,001 to \$500,000 \$500,001 to \$1 million \$1,000,001 to \$10 million \$10,000,001 to \$50 million \$50,000,001 to \$100 million More than \$100 million <input type="checkbox"/> <input checked="" type="checkbox"/>					
* Consolidated for Paging Network, Inc. and its subsidiaries.					
Estimated Debts* \$0 to \$50,000 \$50,001 to \$100,000 \$100,001 to \$500,000 \$500,001 to \$1 million \$1,000,001 to \$10 million \$10,000,001 to \$50 million \$50,000,001 to \$100 million More than \$100 million <input type="checkbox"/> <input checked="" type="checkbox"/>					
* Consolidated for Paging Network, Inc. and its subsidiaries.					

Voluntary Petition <i>(This page must be completed and filed in every case)</i>	Name of Debtor(s): Paging Network of San Francisco, Inc.
FORM B1, Page 1	
Prior Bankruptcy Case Filed Within Last 6 Years (If more than one, attach additional sheet)	
Location Where Filed: <u>N/A</u>	Case Number: <u>N/A</u>
Date Filed: <u>N/A</u>	
Pending Bankruptcy Case Filed by any Spouse, Partner or Affiliate of this Debtor (If more than one, attach additional sheet)	
Name of Debtor: <u>See attached list of affiliated entities incorporated herein by reference.</u>	Case Number: <u>As Filed.</u>
Date Filed: <u>Same</u>	
District: <u>Same</u>	Relationship: <u>Parent/Director or Indirect Subsidiary</u>
Judge:	
Signatures	
<p style="text-align: center;">Signature(s) of Debtor(s) (Individual/Joint)</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct [If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7. I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p><input checked="" type="checkbox"/> _____ Signature of Debtor</p> <p><input checked="" type="checkbox"/> _____ Signature of Joint Debtor</p> <p>Telephone Number (if not represented by attorney): _____</p> <p>Date: _____</p>	<p style="text-align: center;">Signature of Debtor (Corporation/Partnership)</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.</p> <p>The debtor requests in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p><input checked="" type="checkbox"/> _____ Signature of Authorized Individual</p> <p><u>Julian B. Castelli</u> Printed Name of Authorized Individual</p> <p><u>Vice President</u> Title of Authorized Individual</p> <p><u>7/24/00</u> Date</p>
<p style="text-align: center;">Signature of Attorney</p> <p><input checked="" type="checkbox"/> _____ Signature of Attorney for Debtor(s)</p> <p><u>James L. Patton, Jr.</u> <u>Joel A. Waite</u> Printed Name of Attorney for Debtor(s)</p> <p><u>Young Conaway Stargatt & Taylor LLP</u> Firm Name</p> <p><u>1100 N. Market Street, Wilmington Trust Center</u> Address</p> <p><u>Wilmington, DE 19801</u></p> <p><u>302-571-6600</u> Telephone Number</p> <p><u>7/24/00</u> Date</p>	<p style="text-align: center;">Signature of Non-Attorney Petition Preparer</p> <p>I certify that I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110, that I prepared this document for compensation, and that I have provided the debtor with a copy of this document.</p> <p>Printed Name of Bankruptcy Petition Preparer: _____</p> <p>Social Security Number: _____</p> <p>Address: _____</p> <p>Names and Social Security numbers of all other individuals who prepared or assisted in preparing this document: _____</p>
<p style="text-align: center;">Exhibit A</p> <p>(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11)</p> <p><input type="checkbox"/> Exhibit A is attached and made a part of this petition.</p>	<p>If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.</p>
<p style="text-align: center;">Exhibit B</p> <p>(To be completed if debtor is an individual whose debts are primarily consumer debts) I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter.</p> <p><input checked="" type="checkbox"/> _____ Signature of Attorney for Debtor(s)</p> <p>Date: _____</p>	<p><input checked="" type="checkbox"/> _____ Signature of Bankruptcy Petition Preparer</p> <p>Date: _____</p> <p>A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both 11 U.S.C. § 110, 181, 546.</p>

CERTIFICATE OF SERVICE

I, Courtenay P. Adams, hereby certify that a true copy of the foregoing **Petition for Waiver of Regulatory Fees** was served this 14th day of September, 2000, via hand delivery, to the following:

Magalie Roman Salas, Secretary
Federal Communications Commission
12th Street Lobby, TWA-325
Portals II
445 Twelfth Street, S.W.
Washington, D.C. 20554

William F. Caton, Deputy Secretary
Federal Communications Commission
445 12th Street, S.W.
Washington, DC 20554

Andrew S. Fishel, Managing Director
Office of Managing Director
Federal Communications Commission
445 12th Street, S.W., Room 1-C144
Washington, DC 20554

Mary Beth Richards
Deputy Managing Director
Office of Managing Director
Federal Communications Commission
445 12th Street, S.W.
Washington, DC 20554

Lauren Kravetz, Attorney Advisor
Wireless Telecommunications Bureau
Federal Communications Commission
445 12th Street, S.W., Room 4-A163
Washington, DC 20554

Roger Noel, Branch Chief
Licensing and Technical Analysis Branch
Commercial Wireless Division
Wireless Telecommunications Bureau
Federal Communications Commission
445 12th Street, S.W., Room 4-B115
Washington, DC 20554

Michael P. Samsock, Attorney Advisor
Commercial Wireless Division
Wireless Telecommunications Bureau
Federal Communications Commission
445 12th Street, S.W.
Washington, DC 20554

Via Federal Express

Terry Fishel
Technical Analysis Branch
Commercial Wireless Division
Federal Communications Commission
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Gettysburg, PA 17325

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Commercial Wireless Division
Federal Communications Commission
445 12th Street, S.W., Room 4-B145
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Regina Dorsey, Chief
Credit Debt Management Center
Federal Communications Commission
445 12th Street, S.W., Room 3-C254
Washington, DC 20554

Claudette Pride
Billings and Collections
Credit Debt Management Center
Federal Communications Commission
445 12th Street, S.W., Room 3-C254
Washington, DC 20554

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Wireless Telecommunications Bureau
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Jeanette Spriggs, Industry Analyst
Satellite Engineering Branch
International Bureau
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Federal Communications Commission
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Satellite Policy Branch
Federal Communications Commission
445 12th Street, S.W.
Washington, DC 20554

ITS
Federal Communications Commission
445 12th Street, S.W., Room CY-B402
Washington, DC 20554



Courtenay P. Adams

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Richards, Mary 09/14/00
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KELLEY DRYE & WARREN LLP

A PARTNERSHIP INCLUDING PROFESSIONAL ASSOCIATIONS

1200 19th Street, N.W., Suite 500

Washington, DC 20036

TO

Mary Beth Richards
Deputy Managing Director
Office of Managing Director
Federal Communications Commission
445 12th Street, S.W.
Washington, DC 20554

Due 10/24/00
C.A.#

Federal Communications Commission
Office of Managing Director

To:

- Chairman
- Commissioner
- Inspector General
- General Counsel
- Chief, OET
- Chief, Plans and Policy
- Chief, Adm. Law Judge
- Chief, MMB
- Chief, CSB
- Chief, CCB
- Chief, WTB
- Chief, CIB
- Chief, International Bureau
- Director, OLIA
- Director, Public Affairs
- Director, OCBO
- Chief, Workplace Diversity
- A/V Management Officer
- Managing Director
- Deputy Managing Director - MBR
- Deputy Managing Director - RL
- Staff Assistant to Managing Director
- Assistant for Management
- Assoc. MD - PERM
- Assoc. MD - HRM
- Assoc. MD - AO
- Assoc. MD - FO
- Security Operations Staff
- Director, ITC
- The Secretary
- Other

- Appropriate Action
- Recommendation/Comment
- Review
- Signature
- Reply for _____
- Coordination
- Briefing Paper
- Written Response
- Verbal Response
- Other: _____
- Information
- As Requested
- Distribution
- See Me

CONTROLLED ASSIGNMENT: New Confirm Due Date

Remarks

Send to Tom Fidler for 30 days

SEP 20 3 53 PM '00
ASSOC. MGR. DIR.
FEDERAL COMMUNICATIONS

From: _____

MANAGING DIRECTOR

SEP 26 2000
Date: _____

MD-230A
March 99

**Before the
Federal Communications Commission
Washington, D.C. 20554**

In the Matter of)	
Teletouch Licenses, Inc.)	Fee Control Nos.
Fee Payment for Notification of Permissive)	000000BCB-97-054
Modification to Relocate the 152.57 MHz Base)	9611088130542002
Station of Paging and Radiotelephone Service)	
Station KNKD849 at Denton, Texas)	

MEMORANDUM OPINION AND ORDER

Adopted: July 24, 2001

Released: July 27, 2001

By the Commission:

1. This memorandum opinion and order denies an application for review filed by Teletouch Licenses, Inc. (TLI) of a letter ruling by the Acting Associate Managing Director for Operations (Managing Director).¹ That decision denied TLI's petition for reconsideration of a determination by the Billings and Collections Branch (Branch) that the \$45.00 fee payment associated with TLI's FCC Form 489 notification to the Commission of the relocation of base station KNKD849 was deficient by \$235.00. We find that TLI's FCC Form 489 notification was subject to a \$280.00 filing fee and that the payment was deficient by \$235.00. We direct TLI to remit the balance of the fee payment owed in the amount of \$235.00 within 30 days of this order.

Background

2. On November 7, 1996, TLI filed FCC Form 489 notifying the Commission that TLI had relocated the 152.57 MHz base station KNKD849 (a Paging and Radiotelephone Service station) to Denton, Texas (Form 489 notification). On December 17, 1996, the Branch determined that the \$45.00 fee payment associated with TLI's Form 489 notification was deficient by \$235.00 and the Branch assessed TLI the balance owed. In its petition for reconsideration of the Branch's action, TLI asserted that the relocation of its base station constituted a minor modification subject to a \$45.00 filing fee under section 8 of the Communications Act of 1934, as amended (the Act), 47 U.S.C. §158. In denying TLI's petition, the Managing Director determined that TLI's relocation of base station KNKD849 constituted a major modification subject to a \$280.00 filing fee under section 8 of the Act and section 1.1102(50)(b) of the Commission's rules, 47 C.F.R. §1.1102(50)(b).² TLI filed an application for review of that decision.

Discussion

3. We find that TLI's Form 489 notification is subject to a \$280.00 fee as a "Fill-in Transmitter" filing under section 8(g) of the Act, 47 U.S.C. §158(g), and section 1.1102(50)(c) of the

¹ See Letter from Thomas M. Holleran, Acting Associate Managing Director for Operations, to Harold Mordkofsky, Esq. and Richard D. Rubino, Esq. (dated Mar. 27, 1998) (*Mar. 27 Letter Decision*).

² *Mar. 27 Letter Decision*.

rules, 47 C.F.R. §1.1102(50)(c).³ Section 8 specifies separate fees for applications and other filings in, *inter alia*, the Domestic Public Land Mobile Stations services, including separate fees for fill-in transmitters, major modifications, and minor modifications.⁴ The filing fees for fill-in transmitters, major modifications, and minor modifications for 1996 (the period at issue here) were \$280.00, \$280.00, and \$45.00, respectively, under Section 1.1102 of the Commission's rules.⁵

4. The applications and other filings subject to filing fees under section 8 are not defined in section 8 of the Act or in the Commission's rules implementing section 8 (*see* 47 C.F.R. Part 1, Subpart G). In 1990, however, the Common Carrier Bureau issued a Public Notice clarifying the term "fill-in transmitters" in the Domestic Public Land Mobile Service for purposes of section 8 of the Act and our implementing rules. In relevant part, the *Fill-in Transmitter Public Notice* stated that:

applicants proposing . . . to relocate an existing transmitter . . . such that the new contour is totally within the presently authorized service contour [as is the case here involving TLI's relocation of base station KNKD849], must pay [the fee established by the Commission for fill-in transmitters] (effective May 21, 1990).⁶

On April 24, 1996, the Wireless Telecommunications Bureau issued a *Memorandum Opinion and Order* reiterating that applicants proposing to relocate a base station (where the new contour is within the old contour) are required to pay the filing fee established for fill-in transmitters in the Commission's rules. TLI filed Form 489 on November 7, 1996 to notify the Commission that TLI had relocated base station KNKD849 and that the relocated transmission is wholly within the authorized service contour. We

³ We agree with TLI that the Managing Director's decision that the relocation of TLI's station constituted a major modification subject to a \$280.00 filing fee under section 1.1102(50)(b) was based on the erroneous premise that the relocated station was a fixed (as opposed to a base) station. Although the basis of the Managing Director's decision was in error, we find, as reflected above, that TLI is required to pay the \$280.00 fee established for fill-in transmitters.

⁴ *See* 47 U.S.C. §158(g), Schedule of Application Fees (Common Carrier Services, 2. Domestic Public Land Mobile Stations, c. Fill In Transmitters (per transmitter), b. Major Modifications (per transmitter), and c. Minor Modification (per transmitter)).

⁵ *See* 47 C.F.R. §§1.1102(50)(c) (Fill in Transmitters), 1.1102(50)(b) (Major Modification), 1.1102(50)(h) (Minor Modifications); *see also* 47 U.S.C. §158(f) ("[t]he Commission shall assess and collect application fees at such rates as the Commission shall establish or at such modified rates as it shall establish pursuant to the provisions of subsection (b)"). This memorandum opinion and order refers to the rule sections in effect at the time TLI filed its Form 489 notification.

⁶ *See Public Notice, Common Carrier Public Mobile Services Information, Clarification of Fees for Fill-in Transmitters*, Mimeo No. 3242 (dated May 18, 1990) (*Fill-in Transmitter Public Notice*) (noting that the term "fill-in transmitter" is defined in the legislative history underlying section 8 as a "transmitter operating within a presently authorized service contour such that the reliable service area does not exceed the already authorized service contour" (*quoting* Public Law No. 101-239, 103 Stat. 2106 (1989), H.R. Rept. No. 386, 101 Cong., 1st Sess. 20-28, 433-435 (1989), 135 Cong. Rec. H9333, H9613 (daily ed. Nov. 21, 1989)) (*Conference Report*)).

⁷ *See State of New Hampshire, Memorandum Opinion and Order*, 11 FCC Rcd 5258, n.25 (WTB 1996) (*New Hampshire MO&O*) ("Commission policy requires an applicant that files a minor amendment to relocate a base station site, where the new contour is completely within the old contour, to pay a fee equivalent to a major amendment." (*citing Fill-in Transmitter Public Notice*)).

therefore find that, consistent with the *Fill-in Transmitter Public Notice* and the *New Hampshire MO&O*, TLI was required to pay the \$280.00 filing fee established for fill-in transmitters pursuant to section 8 of the Act and section 1.1102(50)(c) of the rules.

5. We disagree with TLI's assertion that the classification of fill-in transmitters as set forth in the *Fill-in Transmitter Public Notice* required public notice and comment under section 553 of the Administrative Procedure Act (APA), 5 U.S.C. §553, and that the definition is inconsistent with section 8 of the Act. Section 553(b)(3)(A) of the APA permits agencies to dispense with the usual notice and comment procedures in rulemakings if the rules are "interpretative rules."⁸ Interpretative rules are agency statements of general effect in which the agency announces an interpretation of a statute or of another rule.⁹ Interpretative rules thus serve an advisory function by explaining the meaning given to a particular word or phrase in a statute or rule that an agency administers.¹⁰ The definition of the term fill-in transmitter in the *Fill-in Transmitter Public Notice* clarified the meaning of the term under section 8 of the Act, and did not create any new rights or duties or otherwise change existing rights and duties. We therefore find that the clarification of the term fill-in transmitter under the statute is an interpretative rule excepted from the notice and comment requirements under the APA. Moreover, this interpretation was reiterated in the Bureau's decision in the *New Hampshire MO&O*. We further find that, in the absence of a specific statutory definition in section 8, the *Fill-in Transmitter Public Notice* provided a reasonable clarification of the term fill-in transmitter and is consistent with the legislative history and congressional intent underlying the statutory fee schedule in section 8 of the Act.¹¹ In this regard, we note that TLI does not assert that it lacked actual notice of the clarification of the term fill-in transmitter as set forth in the public notice at the time that TLI filed its Form 489 notification.

6. Contrary to TLI's assertion,¹² the fact that TLI's base station relocation constituted a minor modification under sections 22.123 and 22.163 for purposes of the Part 22 rules¹³ does not mean

⁸ See 5 U.S.C. §553(b)(3)(A); see also 47 C.F.R. §1.412(b).

⁹ *Yale Broadcasting Co. v. FCC*, 478 F.2d 594, 599 (D.C. Cir. 1973).

¹⁰ See *American Hospital Ass'n v. Bowen*, 834 F.2d 1037, 1046 (D.C. Cir. 1987) ("The function of §553's first exemption, that for "interpretive rules," is to allow agencies to explain ambiguous terms in legislative enactments without having to undertake cumbersome proceedings."); see also *Gibson Wine Co. v. Snyder*, 194 F.2d 329, 331 (D.C. Cir. 1952), ("regulations,' 'substantive rules,' or 'legislative rules' are those which create law, usually implementary to an existing law; whereas interpretive rules are statements as to what administrative officer thinks the statute or regulation means") (interpretative rules "do not have the full force and effect of a substantive rule but [are] in the form of an explanation of particular terms"); *Orengo Caraballo v. Reich*, 11 F.3d 186, 195 (D.C. Cir. 1993 ("an interpretive statement simply indicates an agency's reading of a statute or a rule. It does not intend to create new rights or duties"); *American Mining Congress*, 995 F.2d 1106, 1112 (D.C. Cir. 1993 (an interpretative statement may "suppl[y] crisper and more detailed lines than the authority being interpreted" without losing its exemption from notice and comment requirements under section 553).

¹¹ See *Conference Report*, 135 Cong. Rec. H9333, H9613 (defining the term fill-in transmitter) (see *supra* fn. 5).

¹² TLI Application for Review at 5.

¹³ The Part 22 rules govern the licensing of domestic common carrier radio stations and their use in the Public Mobile Services. TLI's relocation of base station KNKD849 constitutes a minor modification under 47 C.F.R. §§22.123 and 22.163 and, as such, does not require prior Commission approval, unlike modifications classified as "major" under 47 C.F.R. §22.123 which do require prior Commission approval. See 47 C.F.R. §22.123(e) (setting forth the criteria for classifying filings in the Paging and Radiotelephone Service as major or minor); see also 47 (continued....)

that the relocation of base station KNKD849 is subject to the \$45.00 filing fee for minor modifications under section 1.1102(50)(h) of the rules governing filing fees. The separate statutory filing fee for fill-in applications is not dependent on whether the application constitutes a major amendment or a minor amendment. As discussed above, we have specifically stated that "within contour" relocations of existing base stations are subject to the filing fee established by the Commission for fill-in transmitters pursuant to section 8 of the Act. We have also stated that, although licensees file minor modifications for such relocations of base stations, they must pay a filing fee equivalent to a major amendment (i.e., the \$480.00 fee for fill-in transmitters).¹⁴ The fact that the relocation of base station KNKD849 constitutes a minor modification for purposes of the Part 22 rules is therefore not relevant under the circumstances to determining the applicable filing fee under section 8 of the Act and section 1.1102 of the rules.

7. Also contrary to TLI's assertion, the fact that the Commission has not amended its application fee rules to specify that minor modifications that do not require prior Commission approval (such as TLI's Form 489 notification) are subject to a \$280.00 filing fee is not indicative that it would be allowable to accept a \$45.00 minor modification filing fee for "within contour" base station relocations. We stated in the *Fill-in Transmitter Public Notice* and reiterated in *New Hampshire MO&O* that such relocations constituted fill-in transmitters for purposes of the determining filing fees under section 8 of the Act and our implementing rules. Amendment of our rules was and is therefore unnecessary to specify that such relocations are subject to a \$280.00 filing fee.

8. ACCORDINGLY, IT IS ORDERED that the application for review filed on April 27, 1998 by Teletouch Licenses, Inc. IS DENIED.

9. IT IS FURTHER ORDERED that Teletouch Licenses, Inc. IS DIRECTED to remit the balance of the fee payment owed in the amount of \$235.00, and to file a completed FCC Form 159 ("Remittance Advice") within 30 days of the release of this memorandum opinion and order.

FEDERAL COMMUNICATIONS COMMISSION

Magalie Roman Salas
Secretary

(Continued from previous page) _____

C.F.R. §22.163 ("[m]odifications to a station are minor if an application filed solely for the purpose of obtaining authorization for such modifications would not be classified as major in accordance with 47 C.F.R. §22.123").

¹⁴ See *State of New Hampshire MO&O* at n.25 (as quoted *supra*); see also *Public Notice Clarifying Fill-in Transmitter Fees* (the filing fee for a fill-in transmitter (as the term includes the relocation of an existing, within contour transmitter) is equal to the filing fee for a major amendment).

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Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 50554

APR 27 1998

In the Matter of)	
)	
TELETOUCH LICENSES, INC.)	Fee Control Nos.
)	000000BCB-97-054
)	9611088130542002
Fee Payment for Notification of)	
Permissive Modification to Relocate)	
the 152.57 MHz Base Station of)	
Paging and Radiotelephone Service)	
Station KNKD849 at Denton, Texas)	

Federal Communications Commission
Office of Secretary

To: The Commission

APPLICATION FOR REVIEW

Teletouch Licenses, Inc. (TLI), by its attorneys, and pursuant to Section 1.115 of the Commission's Rules, hereby seeks Commission review of the action taken by the Acting Managing Director for Operations (Managing Director), by letter dated March 27, 1998, denying TLI's January 13, 1997 Petition for Reconsideration (Petition) of the Fee Section's action taken December 17, 1996, in which it issued a Bill for Collection (BFC) to TLI in the amount of \$235.00, for payment of an additional filing fee in connection with TLI's Form 489 notification of minor modification to the captioned station (Notification).

As demonstrated below, the Managing Director's action is based upon an erroneous premise, namely, that the station involved in the captioned notification is a "fixed" station, when in fact, it is a "base" station. Thus, the Managing Director has failed to distinguish the Commission's regulations affecting these two separate and distinct classes of stations. In doing so, the Managing Director's action conflicts with statute,

regulation, case precedent, and established Commission policy. Accordingly, it is respectfully submitted that TLI's Petition for Reconsideration should be granted on review. In support thereof, the following is shown:

I. Statement of Facts.

On November 7, 1996, TLI filed the Notification advising the Commission of a minor (and thereby permissive, i.e., capable of being accomplished without Commission authority) relocation of the 152.57 MHz base transmitter of Paging and Radiotelephone Service (PRS) station KNKD849 to a nearby site at Denton, Texas. The permissive relocation was made pursuant to Rule Section 22.163, which governs minor modifications in the PRS. On December 17, 1996, the Fee Section of the FCC issued a BFC in the amount of \$235.00, pursuant to the Commercial Wireless Division's indication that the appropriate filing fee for a Form 489 notification of a permissive relocation of a base station is \$280.00, rather than \$45.00. TLI requested reconsideration of the Fee Section's action on January 13, 1997. By letter dated March 27, 1998, the Managing Director denied TLI's Petition, under the mistaken premise that the relocated facility was a fixed transmitter, rather than a base transmitter. Thus, the Managing Director erroneously concluded that "the Commission had revised Rule Section 22.123(e)(5), to specify that requests to relocate existing fixed transmitter stations are considered 'major' modifications."

II. Factors Warranting Review.

The Managing Director's March 27, 1998 decision warrants Commission review for the following reason:

- (A) The Managing Director's action is in conflict with statute, regulation, case precedent, and established Commission policy.

III. Issues Presented.

- a. Whether the Managing Director erred by treating a base transmitter, authorized under Part 22 of the Commission's Rules, as a fixed transmitter, in determining that TLI's relocation was a major modification and thereby required a \$280.00 filing fee (and prior Commission approval).

IV. Base Transmitters Authorized Under Part 22 of the Commission's Rules are Not Fixed Transmitters.

Rule Section 22.99 defines base transmitters and fixed transmitters, as follows:

Base transmitter. A stationary transmitter that provides radio telecommunications service to mobile and/or fixed receivers, including those associated with mobile stations.

Fixed transmitter. A stationary transmitter that communicates with other stationary transmitters.

The similarity between base transmitters and fixed transmitters ends with the fact that both types of transmitters are "stationary." Beyond that, base transmitters are different from fixed transmitters. Base transmitters communicate with both mobile receivers (e.g., paging receivers and mobile two-way

telephones) and/or fixed receivers (e.g., rural subscriber stations). Fixed transmitters, on the other hand, communicate only with other stationary transmitters (base or fixed). In failing to distinguish between base transmitters and fixed transmitters, the Managing Director erroneously concluded that the relocation of the captioned 152.57 MHz base transmitter was a major action, pursuant to Rule Section 22.123(e) (5),¹ and thus subject to a \$280.00 filing fee.

V. A Permissive Relocation of a Base Transmitter is a Minor Modification

TLI's Form 489 notified the Commission of a minor (and thereby permissive, i.e., capable of being accomplished without Commission authority) relocation of the 152.57 MHz base transmitter of Paging and Radiotelephone Service station KNKD849 to a nearby site at Denton, Texas. The permissive relocation of this base transmitter was made pursuant to Rule Section 22.163, which governs minor modifications in the Paging and Radiotelephone Service. Specifically, Rule Section 22.163, entitled Minor modification to existing stations, provides, in pertinent part:

(a) Classification as minor. The modifications must be minor. Modifications to a station are minor if an application filed solely for the purpose of obtaining

¹ Rule Section 22.123(e) (5) provides in pertinent part, as follows:

(e) Paging and Radiotelephone Service. In the Paging and Radiotelephone Service, filings are major if they:

(5) Request an authorization that would relocate an existing fixed transmitter.

authorization would not be classified as major in accordance with 22.123.

The referred-to Rule Section 22.123, entitled Classification of filings as major or minor, provides, in pertinent part:

- (e) Paging and Radiotelephone Service. In the Paging and Radiotelephone Service, filings are major if they:
- (1) Request an authorization that would establish for the filer a new service area or fixed transmission path on a requested channel;
 - (2) Request an authorization that would extend the service area of an existing station to include area not served by the station(s) authorized to the filer on a requested channel; [or]
 - (3) Request an authorization that would extend the interfering contours of an existing station beyond the composite interfering contours of the station(s) authorized to the filer on a requested channel.

In that TLI demonstrated in the referenced Form 489 notification that the relocation of the 152.57 MHz base transmitter was not major, as defined by Rule Section 22.123(e), it follows from Rule Section 22.163(a), that the relocation must be classified as minor. There are no other choices of classification under the Commission's Rules.²

Rule Section 1.1105(2), entitled Schedule of charges for applications and other filings in the common carrier services, provides in pertinent part:

² Query, if a minor relocation, i.e., within the authorized contours, is not a minor modification within the contemplation of the fee rules, what is?

<u>Action</u>	<u>Fee Amount</u>
New or Additional Facility	280.00
Fill in Transmitters	280.00
Minor Modification	45.00

This fee schedule is derived from and is consistent with Section 8 of the Communications Act of 1934, as amended (the Act). The Commission is not free to change the fee schedule without an act of Congress.³

In connection with recent returns of similar Form 489 notifications, the senior staff of the Commission's Narrowband Branch, stated, relying upon a Public Notice issued May 18, 1990, that the appropriate filing fee for minor modifications involving the relocation of a transmitter is \$280.00 per transmitter. TLI does not dispute that the May 18, 1990 Public Notice states that "applications proposing either to relocate an existing transmitter or add a new transmitter such that the new contour is totally within the presently authorized service contour, must pay [\$280.00] per transmitter as established by Section [1.1102]⁴ of

³ TLI does not dispute the Managing Director's assertion that the Commission is free to change the classification of modifications from minor to major. Such reclassification would require, however, notice and comment rulemaking, something the Commission has not undertaken.

⁴ By Order dated August 7, 1996, 11 FCC Rcd 10231 (1996), the Commission reorganized its filing fee rules to relocate certain provisions of Rule Section 1.1105, which addressed filing fees for certain wireless telecommunications services (e.g., Paging and Radiotelephone Service, Rural Radiotelephone Service, etc.), to Rule Section 1.1102, which governs the filing fees for the wireless telecommunications services.

the Rules." However, the Public Notice is inconsistent with and clearly contrary to Section 8 of the Act and Rule Section 1.1102.

As discussed above, Section 8 of the Act and Rule Section 1.1102 clearly distinguish filing fees between minor modifications (which includes the permissive relocation of an existing base transmitter under Rule Section 22.163) and the establishment of a fill-in transmitter (which is governed by Rule Section 22.165). That the Commission elected not to amend former Rule Section 1.1105 in 1994 or 1996, Order, 9 FCC Rcd. 7005 (1994) and Order, 11 FCC Rcd. 10231, to assess a filing fee in the amount of \$280.00 for permissive relocations, is clearly indicative that the Commission intended only to assess a filing fee in the amount of \$45.00 per transmitter for minor modifications involving the permissive relocation of existing transmitters. Such conclusion is clearly consistent with the plain language of Section 8 of the Act.⁵

It is axiomatic that the Commission has no jurisdiction to modify an act of Congress. To the extent that the Commission's authority to impose filing fees is derived solely from an act of Congress, i.e., Section 8 of the Act, the Commission's fee rules and interpretations of the fee rules must be consistent with the

⁵ Assuming arguendo that the Commission has the authority to amend Rule Section 1.1102 to impose a \$280.00 filing fee for minor modifications involving permissive relocations (which it clearly does not), Section 8(b)(1) of the Act requires 90 days advance notice to Congress. Since the Commission did not previously propose this amendment in its bi-annual revision of its fees, the required notice to Congress has not been given; and therefore, the attempt to impose a \$280.00 filing fee for minor modifications is unquestionably a nullity.