

Schedule for Disclosable Interest Holders

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual):	MI:	Last Name:	Suffix:
2) Disclosable Interest Holder's Name (if entity): America Telecom, S.A. de C.V.		3) FCC Registration Number(FRN): 0005954938	
4) Disclosable Interest Holder's Address: Insurgentes Sur 3500 Colonia Pena Pobre 14060 Mexico, D.F., Mexico			
5) Type of Interest in Filer ( ) (refer to Instructions for a list of codes): Indirect Ownership Interest in Filer	6) Disclosable Interest Holder is a (n): ( ) (refer to instructions for list of codes): Corporation	7) Percent of Interest Held in Filer: 99.99	
8) Disclosable Interest Holder's Type of Ownership ( ) (refer to instructions for a list of codes): Common Stock: Voting and Non-Voting	9) Disclosable Interest Holder's Country of Citizenship or Jurisdiction of Formation:  Mexico		

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

10a) Name and address of all FCC-Regulated Businesses owned by the Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary)	10b) Principle Business	10c) FCC Registration Number (FRN)	10d) Percent of Interest Held
PRT Larga Distancia, Inc.	Telecommunications	0007157936	65.00
Puerto Rico Telephone Company, Inc.	Telecommunications	0001731470	65.00
Tracfone Wireless, Inc.	Prepaid Wireless	0006855639	98.20

Schedule for Disclosable Interest Holders

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1) Disclosable Interest Holder's First Name (if individual): Carlos	MI:	Last Name: Slim Helu & family	Suffix:
2) Disclosable Interest Holder's Name (if entity):		3) FCC Registration Number(FRN): 0015024292	
4) Disclosable Interest Holder's Address: c/o Alejandro Cantu Jimenez, Sercotel, S.A. de C.V. Lago Alberto 366 Colonia Anahuac, Mexico 11320 D.F			
5) Type of Interest in Filer ( ) (refer to instructions for a list of codes): Indirect Ownership Interest in Filer	6) Disclosable Interest Holder is a (n): ( ) (refer to instructions for list of codes): Individual		7) Percent of Interest Held in Filer: 99.99
8) Disclosable Interest Holder's Type of Ownership ( ) (refer to instructions for a list of codes): Common Stock: Voting and Non-Voting		9) Disclosable Interest Holder's Country of Citizenship or Jurisdiction of Formation: Mexico	

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

10a) Name and address of all FCC-Regulated Businesses owned by the Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary)	10b) Principle Business	10c) FCC Registration Number (FRN)	10d) Percent of Interest Held
LATAM Telecomunicaciones, L.L.C.	Telecommunications	0009929563	100.00
PRT Larga Distancia, Inc.	Telecommunications	0007157936	65.00
Puerto Rico Telephone Company, Inc.	Telecommunications	0001731470	65.00

10a) Name and address of all FCC-Regulated Businesses owned by the Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary)	10b) Principle Business	10c) FCC Registration Number (FRN)	10d) Percent of Interest Held
Telmex Argentina, S.A.	Telecommunications	0013273727	100.00
Telmex Chile, S.A.	Telecommunications	0013273875	100.00
Telmex Colombia, S.A.	Telecommunications	0013509492	100.00
Telmex Peru, S.A.	Telecommunications	0013273909	100.00
Telmex USA, L.L.C.	Telecommunications	0004315933	100.00
Tracfone Wireless, Inc.	Prepaid Wireless	0006855639	98.20

Attachment(s):

Type	Description	Date Entered
I	<u>Description of Ownership</u>	200605
O	<u>Filer's Contact Information</u>	200605

**Attachment**

***Filer Contact Information***

For purposes of providing a U.S. contact address, the contact information provided on the Ownership Disclosure Form is that of the filer's attorney, Willkie Farr & Gallagher. The filer's direct contact information could not be entered into ULS because it will not accept foreign contact information. The filer, Sercotel, S.A. de C.V., is a Mexican company and will own an indirect 65 to 100% interest in Puerto Rico Telephone Company, Inc. ("PRT") and PRT Larga Distancia, Inc. ("PRTLTD").<sup>1</sup> The licensee will not change and is a U.S. entity.

The direct contact address for Sercotel, S.A. de C.V. is:

Logo Alberto 366  
Colonia Anáhuac  
11320 Mexico, D.F.  
Attn: Alejandro Cantú Jiménez

Phone: 011-525-52-581-4411  
E-mail: [acantu@americamovil.com](mailto:acantu@americamovil.com)

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<sup>1</sup> Upon consummation of the transaction, Sercotel will own at least 65%, and may own as much as 100%, of the issued and outstanding common stock of Telecomunicaciones de Puerto Rico, Inc. ("TELPRI"), depending on whether other TELPRI shareholders elect to participate in the transaction.

## Indirect Ownership Attachment

This Form 602 is being filed in coordination with the transfer of control of Telecomunicaciones de Puerto Rico, Inc. ("TELPRI") from Verizon Communications Inc., Transferor ("Verizon") to América Móvil, S.A. de C.V., Transferee ("América Móvil"). América Móvil will acquire its interest in TELPRI through its subsidiary, Sercotel, S.A. de C.V. ("Sercotel").<sup>1</sup>

Upon consummation of the transaction, Sercotel will own at least 65%, and may own as much as 100%, of the issued and outstanding common stock of TELPRI, depending on whether other TELPRI shareholders elect to participate in the transaction.<sup>2</sup>

Puerto Rico Telephone Company, Inc. ("PRT") and PRT Larga Distancia, Inc. ("PRTL") are the wholly-owned operating subsidiaries of TELPRI. PRT holds various FCC authorizations and licenses in support of both its wireline and wireless businesses. PRTL holds domestic and international 214 authorizations.

América Móvil directly owns 99.99% of Sercotel.

As of December 31, 2005, América Telecom held approximately 40.48% of the total capital stock of América Móvil and 64.72% of the voting shares of América Móvil.<sup>3</sup> Other Mexican and foreign investors hold the remaining 59.64% of the capital stock of América Móvil. No public investor holds more than 10% of América Móvil's capital stock. Thus, América Telecom controls América Móvil and, as a result, its interest in Sercotel is the same as América Móvil's interest in Sercotel, which is 99.99%.

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<sup>1</sup> América Móvil may elect to have Sercotel purchase the shares directly or through a wholly-owned subsidiary of Sercotel. As this change would not result in a substantive change of ownership or ultimate control of PRT, América Móvil will advise the FCC of the ownership structure it elects to use at the time it files its notice of consummation.

<sup>2</sup> Please note that on Form 602, Sercotel states that the América Móvil entities acquiring PRT will have a 65% interest in PRT and PRTL because the Form allows only one number be entered. América Móvil will advise the FCC of the ownership percentage that is held by the parties when it files its updated Form 602 to reflect the consummation.

<sup>3</sup> SBC International, Inc. ("SBCI"), a wholly-owned subsidiary of the U.S. telecommunications company AT&T Inc., holds approximately 7.91% of América Móvil's total capital stock as of December 31, 2005. This interest is held in the form of AA shares, and would normally represent approximately 24.47% of the voting shares of América Móvil. América Móvil's bylaws prohibit non-Mexican entities from holding or acquiring AA shares, except through a trust that effectively neutralizes their votes. SBCI holds its AA shares through a trust that has been approved by relevant authorities in Mexico for this purpose. SBCI also has the right to two seats on the 12-seat board of directors of América Móvil. As of December 31, 2005, 79% of the outstanding L shares of América Móvil (approximately 19.4 million) was represented by L Share ADSs, each representing the right to receive 20 L Shares, and 99.9% of the L Share ADSs was held by 13,234 holders (including The Bank of New York as Depository) with registered addresses in the United States. 24.79% of the A shares were held in the form of A shares ADSs, each representing the right to receive 20 A Shares, and 99.83% of the A shares ADSs were held by 5,234 holders with registered addresses in the United States.

As of December 31, 2005, there were approximately 3,488,158,759 outstanding A1 shares of América Telecom. As of April 30, 2005, 81% of the A1 shares of América Telecom was held by *Carlos Slim Helú and certain members of his family, all of whom are Mexican citizens.* The remaining 19% of A1 shares was held by other public investors.

Because this 81% share represents a controlling interest in América Telecom, which in turn holds controlling interest in América Móvil, Carlos Slim Helú and family members effectively hold a 99.99% interest in Sercotel under the FCC's rules.