

Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554

In re:)
)
OPEN RANGE COMMUNICATIONS, INC.) File No.
)
Application for License to Construct)
and Operate Facilities for the Provision)
of Rural Broadband Radio Services in)
the 2155-2175 MHz Band)
)

APPLICATION FOR LICENSE TO CONSTRUCT AND OPERATE
FACILITIES FOR THE PROVISION OF RURAL BROADBAND RADIO SERVICES
IN THE 2155-2175 MHZ BAND

March 1, 2007

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FCC Form 601

FCC Form 602

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**APPLICATION FOR LICENSE TO CONSTRUCT AND OPERATE
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IN THE 2155-2175 MHZ BAND**

Open Range Communications, Inc. hereby applies¹ for an exclusive license to construct and operate a wireless broadband network serving rural areas of the United States. Open Range seeks to operate on 20 MHz of spectrum in the 2155-2175 MHz band in certain service areas of the United States identified in the Annexes hereto.² The proposed 20 MHz minimum spectrum allocation will allow the planned data rates, and ensure that the system has sufficient bandwidth to protect adjacent licensees as well as the current incumbents (until

¹ This application is filed pursuant to FCC Public Notice DA07-492, released January 31, 2007. Open Range recognizes that the Commission may establish additional rules for the 2155-2175 mHz band. Open Range requests a waiver of the Commission's rules to the extent necessary for the Commission to accept, process and grant its application.

² Annex A lists the 553 rural communities that Open Range will serve through its initial build out. Annex B lists the FCC-designated BTAs where those communities are located as well as additional rural areas of the United States that Open Range will serve following the initial build out. Similarly, Annex C lists the FCC-designated BEAs where the communities in Annex A are located as well as additional rural areas of the United States that Open Range will serve following the initial build out. Open Range seeks licensed service areas consistent with the market designations that the FCC ultimately selects for this frequency band. Should the FCC choose the BTA as the appropriate geographic license area for this band then Open Range seeks a license for the BTAs listed in Annex B. Should the FCC choose the BEA as appropriate license area then Open Range seeks a license for the BEAs listed in Annex C. Should the FCC select a different geographic area Open Range will amend its application to specify the appropriate FCC designated area consistent, to the greatest extent possible, with the areas depicted in Annex B and Annex C.

they relocate to other spectrum in accordance with previous Commission orders). Open Range requests that the Commission grant its license for an initial fifteen-year term. The Open Range Application consists of this Application and Annexes A (Initial Open Range Cities), B (Markets Applied For on a BTA basis - Open Range has provided listings of the markets applied for on both a BTA and BEA basis to accommodate an ultimate decision of the Commission regarding the applicable market areas for this service), C (Markets Applied for on an BEA basis), D (Open Range System Design), and E (Open Range Communications Network Diagram), FCC Form 601 and Schedule B and FCC Form 602.

I. Overview

Open Range Communications, Inc. is a Delaware corporation based in Centennial, Colorado and was founded by a group of experienced communications industry professionals. The Open Range management team has developed a business model that makes possible the provision of wireless broadband service to rural Americans, many of whom presently have no broadband service provider. The Open Range business model has a number of key elements:

- Cost - efficient WiMAX technology to cover the large areas required in rural America
- Solid, conservative, business model based on recent, direct management experience in building and operating “pre”-WiMAX networks
- Strong management team with track record of building and scaling telecommunications businesses
- Unique solution to the middle-mile network required to connect rural towns to the Internet and content aggregation points
- Exclusive focus on rural communities and regional centers. It is unlikely that the 1st and 2nd tier WiMAX operators will reach these communities for several years

- A common scaleable approach to designing and building networks in each community using a common frequency allocation and channelization plan

Within the first 5 years of operation, the Open Range network will deliver broadband service to 553 communities in 17 states, covering more than 6.2 million rural Americans. This approach will allow the company to achieve operational efficiencies by deploying networks using a common technology. In year five, the company estimates it will penetrate 18% of households and 7% of the population in its footprint.

In rural communities, broadband service is less mature or non-existent, yet demand is strong. Open Range's customer value proposition is to offer an instant, portable, dependable and low cost broadband service. Open Range will offer near ubiquitous coverage in these rural communities at competitive rates. In addition, Open Range will serve regional anchor communities, having populations between 50,000 and 150,000 people. These cities are an essential component of the rural deployment and have been included in this application because they serve as the socio-economic center for many of the targeted rural communities. The company's primary business focus is on residential customers; however, it is expected that many small businesses and home-based businesses will also find the service attractive and affordable. Open Range will provide services to government and public safety entities when the need exists in the target markets. The simplicity and convenience of the Company's service offering will make it a vital tool in the areas served and will create a communications model for rural communities.

Open Range is focused on developing systems, processes, networks and services to address the unique challenges of underserved and un-served rural markets. The company's technology platform will be capable of delivering basic Internet access services with

advanced features such as portability within the home and within Open Range communities as well as roaming capabilities planned through the common interoperable WiMAX IEEE 802.16e standard being deployed in major urban markets. Advanced services such as fully featured, flat-rate Voice over Internet Protocol (VoIP) will also be offered.

The market acceptance of Open Range's strategy has been validated by an aggregate 34.1% interest level in Open Range's proposed service offerings across its target markets, measured on a state-wide basis by Synovate, a nationally recognized U.S. market research firm. Synovate polled over 24,000 consumers and businesses across 47 states. From these data Open Range has selected the initial deployment target communities shown in Annex A. Open Range initially intends to target residential and small business markets with a unique portable broadband data offering that will serve as the foundation for the business and position the company for future products and services.

Open Range has developed a realistic, achievable plan which will provide significant economic benefit to rural Americans. Open Range strongly believes that public interest would be well served by allowing Open Range the exclusive use of the 2155-2175 band in its designated markets to support this essential rural initiative.

II. Open Range Commitments

Open Range commits to provide:

- No harmful interference to other licensees
- All necessary effort and activity required for band clearing of any and all affected links
- **Free** internet access through its network to Schools K-12 in the communities covered

- **Free** internet access to medical hospital facilities for telemedicine applications in the communities covered
- Priority one services to first responders in the event of a public safety emergency
- Interoperability for IP-based public safety applications and needs
- Significant reliance on hiring and training local employees within the designated communities and the use of local contractors for construction activities. As such Open Range will provide direct economic benefit to the communities served

These commitments include measures that will help relieve pressure on the Universal Service Fund (USF). Ease of access to broadband service at no cost will enable these institutions to re-allocate funds and resources to their core functions of education and medicine. Open Range will also pay the regulatory fee established by the FCC for this service.

III. Open Range Management

Open Range is a new company whose executives have proven track records in building new companies. The Company's management team is made up of direct company management, an outside Advisor Board, outside contractors who are subject matter experts in their various fields of expertise and a formal Board of Directors. Members of the management team, the advisors and consultants have founded or served as key contributors to the success of many of the most significant new telecom ventures in recent US history. Many have either served on significant public boards of directors or as officers with such companies as TCG, TCI, GCI, AT&T, Liberty Media, ICG, TeleTech, ADC, NextLink, Level 3, Clearwire, eSpire, Monet, MCI, BT and Global Crossing. In addition the team includes a former U.S. Congressman, former FCC Deputy Chief of the Common Carrier Bureau and a former counsel for the FCC.

A. Key Management

William S. Beans, Jr., CEO has over 19 years of senior management and Board of Directors leadership experience in major public and private communications and technology companies, including MFS, TCG, AT&T, ICG and TeleTech Holdings.

Stephen C. Liddell, COO has over 20 years of senior leadership experience at Clearwire International, Level 3 Communications, MCI and MFS. Mr. Liddell was most recently the Chief Operating Officer of Clearwire International where he was responsible for successful pre-WiMAX deployments in five European countries.

B. Industry Advisors

Jon L. Christensen, is an attorney and lobbyist with 12 years experience at the Federal government level. Mr. Christensen was a Member of Congress from 1994-1998 where he served on the Ways & Means Committee. His practice focuses on assisting clients in government relations with a specialty in wireless broadband/software applications, agriculture, and health care public policy.

Joe D. Edge, is a partner and head of the Communications Practice Team at Drinker Biddle and Reath. He has more than 33 years experience in telecommunications law and policy with the FCC, GCI and in law firm practice.

Robert Annuziata, is the founder and former Chairman and CEO of Teleport Communications Group, former President of AT&T Business Services, and former CEO of Global Crossing.

Bernard W. Schotters II, is the former EVP Finance, Treasurer and Principal Financial Officer of TCI.

Robert Atkinson, is a former Deputy Chief of the FCC Common Carrier Bureau, and former SVP of Legal, Regulatory & External Affairs of Teleport Communications Group.

George Tronsrue III, is the prior Chairman and Chief Executive Officer of Monet Mobile Networks, Inc.; President and Chief Operating Officer of XO Communications; Chief Operating Officer of e.spire Communications Group; and served in executive positions at Teleport Communications Group and MFS Communications.

IV. Open Range Objectives

The fundamental objective of the Open Range proposal is to improve the quality of life in rural America by providing an advanced, portable wireless broadband service to communities that either have no broadband service or are underserved. Open Range will:

- Provide instant, portable, dependable and low cost wireless broadband technology that will eliminate the wire to the wall.
- Implement common regional operating footprints that provide rural Americans with the same technology and capabilities as urban Americans.
- Improve the quality of life in rural America by enabling rural Americans to engage in internet-based and telecommuting businesses from their home towns.
- Rely upon the capital efficiency, wide coverage and portable nature of the proposed WiMAX solution to enable a range of uses which are not possible with the typical DSL or cable data services, including:
 - o Improvement of local education through increased access to resources and information across the community.
 - o Provision of infrastructure and services for rural healthcare and expanded telemedicine efforts.
 - o Support for Public Safety initiatives through a ubiquitous, interoperable, wireless broadband platform.
- Provide broadband services to small and home-based businesses in rural areas. The unique portability of the Open Range solution will be ideal for internet-based

businesses and also for those rural businesses best served by access from multiple locations, including farmers, insurance brokers, real estate professionals and equipment dealers.

V. Open Range Services

A. Wireless Broadband Access

The Open Range broadband network will provide an instant off-the-shelf wireless high-speed Internet solution. It will be simple to set up and use - customers will have the service operating within minutes of receiving the customer premise equipment (CPE) with no need for a telephone call or a visit by a technician. There is no software to load, no installation to schedule, and no change to the customer's computer. The fast and simple service can be accessed by simply removing the modem from the box, plugging it in and connecting it to the customer's computer. Service is available as soon as the modem registers and self-authenticates over the wireless network.

Open Range will charge \$34.95 per month, plus \$3.00 per month for CPE, for basic broadband service having a downlink speed of 1.5 Mb/s and uplink speed of 512 kb/s. This plan will include up to eight (8) e-mail accounts per subscriber.

To subscribe to the service, a customer may place an order using the Internet, by telephone or directly with an Open Range sales representative or dealer; the Open Range fulfillment center will ship CPE directly to the subscriber. The box is plugged into a standard power outlet and then easily connects to the customer's computer.

B. Voice over Internet Protocol (VoIP)

Open Range will provide VoIP services. From a customer perspective, the Open Range Internet Phone Service will work in much the same way as a wire-line telephone service; however the VoIP service routes customers' calls over the Open Range wireless

access and IP network, rather than over traditional telephone lines. Using VoIP, Open Range is also able to provide significantly more features than are available with standard telephone service. Customers will retain their phone number and be charged a flat fee for all local and domestic long distance calls. The service will work with the customer's existing, standard home telephone; the only additional equipment required will be an Open Range Internet phone adapter, a small device, which will be leased at the time the VoIP service is ordered.

Customers will pay a flat rate of \$24.99 per month (plus \$2 per month for additional CPE) for their Open Range VoIP Service. Open Range VoIP service customers will receive a local phone number, 911 dialing capability with many other calling features — such as unlimited local and domestic long distance calling, competitive international calling rates, call forwarding, advanced call forwarding, caller ID and voice mail.

When signing up for VoIP service, customers will lease a small Internet phone adapter box which will attach to their internet access CPE. This device will be shipped from the Open Range fulfillment center directly to the customer. When installed and E911 availability is validated, customers will activate their account online at the Open Range web site and begin making calls.

VI. Open Range Network Design

Details of the Open Range system design and a network diagram are set forth in Annexes D and E, respectively. The proposed system is composed of three networks: the Access Network, Distribution Network, and Backbone Network.

A. Access Network

It is for this part of the network that Open Range is applying to the FCC for use of the 2155-2175 frequencies to serve initially the communities depicted in Annex A. Open Range will deploy WiMAX (Worldwide Interoperability for Microwave Access) technology based on the Institute of Electrical and Electronics Engineers (IEEE) mobile WiMAX 802.16-2005 standard (commonly referred to as 802.16e). WiMAX 802.16e ensures compatibility and interoperability between broadband wireless access equipment. Key features of the WiMAX technology to be utilized include orthogonal frequency division multiple access (OFDMA) and multiple input multiple output (MIMO). The key benefits of utilizing WiMAX technology include large coverage area for low capital costs, high data rates, low installation and operation costs, portability/mobility, interoperability, quality of service, scalability, and security.

Open Range will avoid harmful interference and will comply with all applicable FCC emission requirements. Two types of services operate in the 2155-2175 MHz band – Broadband Radio Service (“BRS”) and Fixed Microwave Service (“FS”). BRS operations currently exist in the 2150-2160/62 MHz band and FS operations currently exist in the 2110-2150 MHz and 2160-2200 MHz bands. Due to their current locations, some BRS and FS operations may potentially be subject to either co-channel interference or out-of-band interference. Services in the bands adjacent to Open Range’s proposed location include future AWS operations in the 2110-2155 MHz band and the 2175-2180 MHz band. This Open Range proposal includes the pledge and commitment: i) to employ state of the art technology and other means for avoiding harmful interference to licensees and ii) to move operations out of the 2155-2175 MHz band using the procedures adopted by the FCC.

B. Distribution Network

Distribution (or backhaul) is the biggest operational cost challenge facing wireless service providers – i.e., Wireless Internet Service Providers (WISPs) and mobile operators. This “middle-mile” infrastructure – whether comprising leased lines or point-to-point microwave – is very expensive to maintain and difficult to scale. By some accounts, the cost of leased lines contributes as much as 30 percent of some mobile operators’ operating expenses. The Open Range distribution network is a unique solution, owned and operated by Open Range to provide highly reliable connections between geographic clusters of local markets and the Backbone Network.

C. Backbone Network

The Backbone Network transports traffic between the Backhaul Network and gateways at the point of interconnection to the Internet. Portions of the Backbone Network will be high-capacity fiber-based transport leased from various national network providers.

VII. Open Range Build-Out Schedule and Business Model

Initially there will be a pre-deployment phase during which the minimum processes and systems will be implemented in order to achieve market launch of an initial cluster of markets by month 9. Thereafter, the build sequence will use the same engineering rules, equipment, processes and organizational design. This approach enables execution of the business model with fully scaleable, repeatable processes. As noted above, the scale of the planned business will allow Open Range to build and operate a number of critical centralized systems and functions which will support the national deployment. Yearly market launch objectives have been validated in the business model by means of a resource schedule which

optimizes the use of defined resources and productivity rates with the planned build sequence.

The following table provides a high level summary of the Open Range business model.

	Year 1	Year 2	Year 3	Year 4	Year 5
Revenue (\$million)	0.3	23.6	86.5	154.9	223.5
EBITDA (\$million)	(22.2)	(40.4)	5.9	43.1	80.1
Net Income (\$million)	(31.5)	(60.3)	(23.2)	(0.2)	33.2
Capital Expenditure (\$m)	86.1	50.8	66.5	74.2	39.3
City Count	5	188	246	440	553
Population (millions)	0.3	3.4	3.8	5.3	6.2
Households (millions)	0.1	1.3	1.4	2	2.3
Year End subscriber count (thousands)	3	88	200	322	428
Household Penetration (data subs)	2.1%	6.9%	14.1%	16.2%	18.3%
Household Penetration (VoIPsubs)	0.2%	1.5%	3.2%	3.7%	4.1%

The initial build out to the communities listed in Annex A will require \$420 million. Open Range will finance the initial build out through issuance of \$140 million in Series A Preferred Stock and a \$284 million loan. Upon the completion of each of these steps, Open Range will be fully funded through profitability to implement its wireless broadband strategy. Open Range is currently raising private equity and loan financing for the project and is able to demonstrate a high level of confidence in its ability to raise the required funds. The business is projected to generate cash from year 4 onwards at which time Open Range expects to accelerate deployment beyond the initial cities identified in Annex A to additional rural communities and regional centers within its licensed service area.

VIII. Grant of the Open Range Application will serve the Public Interest, Convenience and Necessity

The Open Range network will bridge the digital divide between urban and rural areas of the United States. Today rural areas do not enjoy the same broadband services that are taken for granted in urban areas. Even in rural communities that have a broadband provider there are often limitations on the geographical area in which service is available and there are quality of service limitations as well. The Open Range network will bring instant, portable, dependable and low cost broadband services to these communities for the first time. The availability of Open Range services will stimulate economic growth in rural areas and bring those areas within the modern information economy. The personnel providing the construction, operating, sales, marketing and customer care functions required to operate and manage the network will be hired and trained within the rural communities Open Range serves; this will have a substantial direct and indirect economic impact on these rural communities. The services provided to rural educational institutions and health care facilities will reduce financial pressure on the FCC's Universal Service funding mechanisms and will free the resources of these institutions to be used in carrying out their central purposes. No better use of this spectrum could be made in rural communities and Open Range respectfully urges the Commission to grant its application under the terms and conditions set forth herein.

ANNEX A

Initial Cities the Open Range Communications Inc. network will cover in the first five years.

Open Range City	State	BTA	BEA
ALEXANDER CITY	AL	44	39
ALEXANDRIA CDP	AL	17	78
ANDALUSIA	AL	305	36
ATHENS	AL	198	74
BAY MINETTE	AL	302	80
BEAVERTON TOWN	AL	94	75
BOAZ	AL	198	74
BREWTON	AL	302	80
CALERA	AL	44	78
CHICKASAW	AL	302	80
CLANTON	AL	44	78
CREOLA TOWN	AL	302	80
DAPHNE	AL	302	80
DEMOPOLIS	AL	450	77
FAIRFIELD	AL	44	78
FAIRHOPE	AL	302	80
FOLEY	AL	302	80
FORKLAND TOWN	AL	450	77
FORT RUCKER	AL	115	36
GADSDEN	AL	158	74
GLENCOE	AL	158	74
GULF SHORES	AL	302	80
HAMILTON	AL	44	78
HARTSELLE	AL	108	74
JACKSON	AL	302	80
JACKSONS' GAP TOWN	AL	44	39
JASPER	AL	44	78
LANETT	AL	334	40
MIDFIELD	AL	44	78
MONROEVILLE	AL	302	80
MOODY	AL	44	78
NEW SITE TOWN	AL	44	39
NORTHPORT	AL	450	78
OZARK	AL	115	36
RIVERSIDE TOWN	AL	44	78
ROANOKE	AL	17	40
RUSSELLVILLE	AL	146	74
SAKS	AL	17	78
SANFORD TOWN	AL	305	36
SATSUMA	AL	302	80
SHEFFIELD	AL	146	74
SOUTHSIDE	AL	158	74
SPANISH FORT	AL	302	80
STEELE TOWN	AL	44	78
SYLVAN SPRINGS TOWN	AL	44	78
TALLADEGA	AL	44	78
TILLMANS CORNER	AL	302	80

Open Range City	State	BTA	BEA
TUSCUMBIA	AL	146	74
VALLEY	AL	334	40
WETUMPKA	AL	305	79
ADONA TOWN	AR	257	90
ARKADELPHIA	AR	257	90
BATESVILLE	AR	257	90
BENTONVILLE	AR	140	92
BLYTHEVILLE	AR	49	95
BRYANT	AR	257	90
BUCKNER CITY	AR	443	88
CABOT	AR	257	90
CALDWELL TOWN	AR	290	73
COLT CITY	AR	290	73
DE QUEEN	AR	443	127
DUMAS	AR	348	90
EAST END	AR	257	90
EMMET CITY	AR	257	90
EVERTON TOWN	AR	182	90
FAYETTEVILLE	AR	140	92
GREENWOOD	AR	153	91
HARRISON	AR	182	90
HEBER SPRINGS	AR	257	90
HOPE	AR	443	90
HOT SPRINGS VILLAGE	AR	193	90
HOUSTON TOWN	AR	257	90
HUMNOKE CITY	AR	257	90
LOWELL	AR	140	92
MAGNOLIA	AR	125	88
MARION	AR	290	73
MENIFEE TOWN	AR	257	90
MONTICELLO	AR	348	90
MORRILTON	AR	257	90
MOUNTAIN PINE CITY	AR	193	90
OZAN CITY	AR	443	90
PLUMERVILLE CITY	AR	257	90
REED TOWN	AR	348	90
ROGERS	AR	140	92
RUDY TOWN	AR	153	91
SPRINGDALE	AR	140	92
STUTTGART	AR	257	90
TILLAR CITY	AR	348	90
TULL TOWN	AR	257	90
ULM TOWN	AR	257	90
VAN BUREN	AR	153	91
WINCHESTER CITY	AR	348	90
WYNNE	AR	290	73
ADELANTO	CA	262	160
ALTA SIERRA	CA	389	164
AVENAL	CA	458	162
BEALE AFB	CA	485	164
BERMUDA DUNES	CA	262	160
BIG BEAR CITY	CA	262	160

Open Range City	State	BTA	BEA
CABAZON CDP	CA	262	160
CALIFORNIA CITY	CA	28	160
CALIPATRIA	CA	124	160
CANYON LAKE	CA	262	160
CASTROVILLE	CA	397	163
CHERRY VALLEY	CA	262	160
COALINGA	CA	157	162
CORNING	CA	371	165
DINUBA	CA	458	162
DURHAM	CA	79	164
EAST HEMET	CA	262	160
FILLMORE	CA	262	160
FIREBAUGH	CA	157	162
FORTUNA	CA	134	163
GALT	CA	389	164
GOLDEN HILLS	CA	28	160
GONZALES	CA	397	163
GRANITE BAY	CA	389	164
GREENFIELD	CA	397	163
HEBER CDP	CA	124	160
HOLTVILLE	CA	124	160
IMPERIAL	CA	124	160
IONE	CA	389	164
KETTLEMAN CITY CDP	CA	458	162
KING CITY	CA	397	163
LAKE ARROWHEAD	CA	262	160
LAMONT	CA	28	160
LATHROP	CA	434	163
LIVE OAK	CA	485	164
LIVINGSTON	CA	291	163
MARYSVILLE	CA	485	164
MCKINLEYVILLE	CA	134	163
MENTONE	CA	262	160
MILLVILLE CDP	CA	371	165
MIRA MONTE	CA	262	160
NEWMAN	CA	303	163
OLIVEHURST	CA	485	164
ORLAND	CA	79	164
OROSI	CA	458	162
PACIFIC GROVE	CA	397	163
PALM DESERT	CA	262	160
PALO CEDRO CDP	CA	371	165
PATTERSON	CA	303	163
PHOENIX LAKE-CEDAR RIDGE	CA	303	163
PRUNEDALE	CA	397	163
RED BLUFF	CA	371	165
RIO DEL MAR	CA	404	163
RIPON	CA	434	163
RIVERBANK	CA	303	163
ROSAMOND	CA	28	160
RUNNING SPRINGS	CA	262	160
SALIDA	CA	303	163

Open Range City	State	BTA	BEA
SEELEY CDP	CA	124	160
SELMA	CA	157	162
SHAFTER	CA	28	160
SHASTA LAKE	CA	371	165
SOLEDAD	CA	397	163
STANFORD	CA	404	163
SUSANVILLE	CA	389	151
TAFT	CA	28	160
THERMALITO	CA	79	164
THOUSAND PALMS	CA	262	160
TRUCKEE	CA	389	164
TUPMAN CDP	CA	28	160
TWENTYNINE PALMS	CA	262	160
WATERFORD	CA	303	163
WATSONVILLE	CA	404	163
WESTMORLAND CITY	CA	124	160
WINTERS	CA	389	164
WINTON	CA	291	163
BERTHOUD	CO	172	141
EATON	CO	172	141
ERIE	CO	172	141
EVANS	CO	172	141
FORT COLLINS	CO	149	141
FORT LUPTON	CO	172	141
FREDERICK	CO	172	141
GREELEY	CO	172	141
JOHNSTOWN	CO	172	141
KERSEY TOWN	CO	172	141
LAPORTE	CO	149	141
LONGMONT	CO	110	141
LOVELAND	CO	149	141
MEAD	CO	172	141
MILLIKEN	CO	172	141
PIERCE TOWN	CO	172	141
PLATTEVILLE	CO	172	141
WINDSOR	CO	172	141
BEAR	DE	346	12
BROOKSIDE	DE	346	12
CLAYMONT	DE	346	12
EDGEMOOR	DE	346	12
ELSMERE	DE	346	12
GLASGOW	DE	346	12
HOCKESSIN	DE	346	12
MILFORD	DE	116	12
NORTH STAR	DE	346	12
WILMINGTON	DE	346	12
WILMINGTON MANOR	DE	346	12
LAKE LORRAINE	FL	154	81
OCEAN CITY	FL	154	81
PENSACOLA	FL	343	81
VALPARAISO	FL	154	81
DEMOREST CITY	GA	160	40

Open Range City	State	BTA	BEA
EATONTON	GA	271	38
FAIRVIEW	GA	76	43
FORT BENNING SOUTH	GA	92	39
HARRISON TOWN	GA	271	38
MILLEDGEVILLE	GA	271	38
OCONEE CITY	GA	271	38
PERRY	GA	271	38
RICHMOND HILL	GA	410	28
SANDERSVILLE	GA	271	38
SAVANNAH	GA	410	28
TOCCOA	GA	16	40
VIDALIA	GA	410	38
WILMINGTON ISLAND	GA	410	28
ANDALUSIA VILLAGE	IL	105	102
ARLINGTON VILLAGE	IL	243	64
BINGHAM VILLAGE	IL	109	68
BONFIELD VILLAGE	IL	225	64
BOURBONNAIS	IL	225	64
BRADLEY	IL	225	64
BUTLER VILLAGE	IL	426	97
CARLINVILLE	IL	394	96
CHATHAM	IL	426	97
CLINTON	IL	46	64
COLONA	IL	105	102
DANA VILLAGE	IL	243	64
DE WITT VILLAGE	IL	46	64
EFFINGHAM	IL	109	68
FAIRFIELD	IL	308	69
GENESEO	IL	105	102
GOLDEN GATE VILLAGE	IL	308	69
GREENVILLE	IL	394	96
HARVEL VILLAGE	IL	426	97
HOOPESTON	IL	103	68
JOHNSONVILLE VILLAGE	IL	308	69
KEENES VILLAGE	IL	308	69
KEWANEE	IL	105	102
LEE VILLAGE	IL	78	64
LITCHFIELD	IL	426	97
MACOMB	IL	344	101
MANTENO	IL	225	64
MILAN	IL	105	102
MOLINE	IL	105	102
MONTICELLO	IL	71	68
PANA	IL	426	97
PARIS	IL	442	68
PRINCETON	IL	243	64
RANTOUL	IL	71	68
ROBINSON	IL	442	69
ROCHELLE	IL	380	64
ROCKTON	IL	380	64
SCIOTA VILLAGE	IL	344	101
SPRING VALLEY	IL	243	64

Open Range City	State	BTA	BEA
SPRINGERTON VILLAGE	IL	135	69
STREATOR	IL	243	64
TROY GROVE VILLAGE	IL	243	64
VANDALIA	IL	109	68
VERNON VILLAGE	IL	308	96
WAGGONER VILLAGE	IL	426	97
WALSHVILLE VILLAGE	IL	426	97
WAPELLA VILLAGE	IL	46	64
WHEELER VILLAGE	IL	109	68
BLUFFTON	IN	155	66
CEDAR LAKE	IN	78	64
CLINTON	IN	442	67
COLUMBIA CITY	IN	155	66
DECATUR	IN	155	66
DUNLAP	IN	126	65
ELLETTSVILLE	IN	47	67
FOWLERTON TOWN	IN	280	66
GARRETT	IN	155	66
GENTRYVILLE TOWN	IN	135	69
GRANDVIEW TOWN	IN	135	69
HARTFORD CITY	IN	309	66
HUNTINGBURG	IN	135	69
KENDALLVILLE	IN	155	66
LAKE STATION	IN	78	64
LINTON	IN	47	67
MECCA TOWN	IN	442	67
NAPPANEE	IN	126	65
NEW HAVEN	IN	155	66
NEWBERRY TOWN	IN	47	67
PORTLAND	IN	309	66
SALEM	IN	263	70
SARATOGA TOWN	IN	309	67
SCOTTSBURG	IN	263	70
SELLERSBURG	IN	263	70
SOUTH HAVEN	IN	78	64
ST. JOHN	IN	78	64
SWITZ CITY TOWN	IN	47	67
TELL CITY	IN	135	69
TERRE HAUTE	IN	442	67
TROY TOWN	IN	135	69
WHITING	IN	78	64
WINCHESTER	IN	309	67
BEE VILLAGE	NE	256	119
ELKHORN	NE	332	118
MCCOOK	NE	270	120
NEBRASKA CITY	NE	332	119
NORTH PLATTE	NE	325	121
PLATTSMOUTH	NE	332	118
SEWARD	NE	256	119
SOUTH SIOUX CITY	NE	421	117
WASHINGTON VILLAGE	NE	332	118
WAYNE	NE	323	118

Open Range City	State	BTA	BEA
ABSECON	NJ	25	12
ATLANTIC CITY	NJ	25	12
BELMAR	NJ	321	10
BRIGANTINE	NJ	25	12
BUDD LAKE	NJ	321	10
CRESSKILL	NJ	321	10
FAIRVIEW	NJ	321	10
FANWOOD	NJ	321	10
HAMMONTON	NJ	25	12
HIGHLAND LAKE	NJ	321	10
HIGHLANDS	NJ	321	10
HOPATCONG	NJ	321	10
LAKE MOHAWK	NJ	321	10
LINCROFT	NJ	321	10
LINWOOD	NJ	25	12
LITTLE SILVER	NJ	321	10
LONG BRANCH	NJ	321	10
MANASQUAN	NJ	321	10
MARGATE CITY	NJ	25	12
MENDHAM	NJ	321	10
MYSTIC ISLAND	NJ	321	10
NORTHFIELD	NJ	25	12
OCEAN CITY	NJ	25	12
OCEANPORT	NJ	321	10
PEAPACK AND GLADSTONE BOROUGH	NJ	321	10
PHILLIPSBURG	NJ	10	10
PLEASANTVILLE	NJ	25	12
POINT PLEASANT	NJ	321	10
POINT PLEASANT BEACH	NJ	321	10
RUMSON	NJ	321	10
SOMERS POINT	NJ	25	12
SPRING LAKE HEIGHTS	NJ	321	10
VILLAS	NJ	25	12
WANAQUE	NJ	321	10
WASHINGTON	NJ	10	10
WEST LONG BRANCH	NJ	321	10
YARDVILLE-GROVEVILLE	NJ	346	10
BOULDER CITY	NV	245	153
CARSON CITY	NV	372	151
DAYTON	NV	372	151
ENTERPRISE	NV	245	153
FERNLEY	NV	372	151
GARDNERVILLE RANCHOS	NV	372	151
INCLINE VILLAGE-CRYSTAL BAY	NV	372	151
LAUGHLIN	NV	245	153
LEMMON VALLEY-GOLDEN VALLEY	NV	372	151
MESQUITE	NV	245	153
AURORA VILLAGE	NY	438	6
CORNING	NY	127	7
EAST ROCHESTER	NY	379	7

Open Range City	State	BTA	BEA
FULTON	NY	438	6
GATES-NORTH GATES	NY	379	7
GLOVERSVILLE	NY	7	5
GREECE	NY	379	7
HILTON	NY	379	7
JOHNSTOWN	NY	7	5
MECHANICVILLE	NY	7	5
MILLPORT VILLAGE	NY	127	7
ONEIDA	NY	438	6
SARANAC LAKE	NY	463	4
SENECA FALLS	NY	379	7
SOUTHPORT	NY	127	7
WELLSBURG VILLAGE	NY	127	7
WEST ELMIRA	NY	127	7
WESTVALE	NY	438	6
BELLBROOK	OH	106	50
BELLEFONTAINE	OH	106	51
CAMPBELL	OH	484	55
CASSTOWN VILLAGE	OH	106	50
CLAY CENTER VILLAGE	OH	444	56
CLAYTON	OH	106	50
COALTON VILLAGE	OH	23	51
CORTLAND	OH	484	55
CRESTLINE	OH	278	55
DEERSVILLE VILLAGE	OH	471	55
DOVER	OH	65	55
EAST SPARTA VILLAGE	OH	65	55
GALION	OH	278	55
GIRARD	OH	484	55
GREENVILLE	OH	106	50
HARRISVILLE VILLAGE	OH	471	55
HEATH	OH	95	51
HOWLAND CENTER	OH	484	55
HUBBARD	OH	484	55
JACKSON	OH	23	51
KETTLERSVILLE VILLAGE	OH	106	50
KIRKERSVILLE VILLAGE	OH	95	51
MARYSVILLE	OH	95	51
MIDLAND VILLAGE	OH	81	49
MIDVALE VILLAGE	OH	65	55
MORaine	OH	106	50
MOUNT VERNON	OH	95	51
NEW CARLISLE	OH	106	50
NEW PHILADELPHIA	OH	65	55
NEWTON FALLS	OH	484	55
ORRVILLE	OH	84	55
PITTSBURG VILLAGE	OH	106	50
PORT WASHINGTON VILLAGE	OH	65	55
ROSSFORD	OH	444	56
RUSSIA VILLAGE	OH	106	50
SHELBY	OH	278	55
SHERRODSVILLE VILLAGE	OH	65	55

Open Range City	State	BTA	BEA
ST. CLAIRSVILLE	OH	471	52
ST. MARYS	OH	255	56
STEBENVILLE	OH	431	52
STRUTHERS	OH	484	55
TIPP CITY	OH	106	50
TRENTON	OH	81	49
UHRICHSVILLE	OH	65	55
VERONA VILLAGE	OH	106	50
WAUSEON	OH	444	56
WELLSTON	OH	23	51
WILMINGTON	OH	81	49
WILMOT VILLAGE	OH	65	55
YOUNGSTOWN	OH	484	55
ZANESFIELD VILLAGE	OH	106	51
ALBURTIS BOROUGH	PA	10	10
ARCHBALD	PA	412	10
BEAR LAKE BOROUGH	PA	215	54
BELLEFONTE	PA	429	9
BRODHEADSVILLE CDP	PA	435	10
BURLINGTON BOROUGH	PA	127	7
CARBONDALE	PA	412	10
CATASAUQUA	PA	10	10
CENTERVILLE BOROUGH	PA	287	54
CLARENDON BOROUGH	PA	215	54
COLUMBIA	PA	240	12
CORRY	PA	131	54
DICKSON CITY	PA	412	10
EAST STROUDSBURG	PA	435	10
EDINBORO	PA	131	54
ELIZABETHTOWN	PA	240	12
FELTON BOROUGH	PA	483	11
FREEBURG BOROUGH	PA	437	10
HUNTINGDON	PA	12	9
JULIAN CDP	PA	429	9
LANCASTER	PA	240	12
LEWISBURG	PA	437	10
LITITZ	PA	240	12
MACUNGIE BOROUGH	PA	10	10
MADISONBURG CDP	PA	429	9
MAPLETON BOROUGH	PA	12	9
MILL CREEK BOROUGH	PA	12	9
MILL VILLAGE BOROUGH	PA	131	54
MILLERSVILLE	PA	240	12
MONT ALTO BOROUGH	PA	179	13
MOUNT JOY	PA	240	12
NANTICOKE	PA	412	10
NEW BERLIN BOROUGH	PA	437	10
NORTHAMPTON	PA	10	10
NORTHWEST HARBORCREEK	PA	131	54
ORRSTOWN BOROUGH	PA	179	13
ORRTANNA CDP	PA	483	11
PALMERTON	PA	10	10

Open Range City	State	BTA	BEA
PARKVILLE	PA	483	11
PENNS CREEK CDP	PA	437	10
PLYMOUTH	PA	412	10
PROMPTON BOROUGH	PA	412	10
SAYRE	PA	127	7
SEVEN VALLEYS BOROUGH	PA	483	11
SHILOH	PA	483	11
SHIPPENSBURG	PA	181	11
SNYDERTOWN BOROUGH	PA	437	10
SPRINGBORO BOROUGH	PA	287	54
ST. MARYS	PA	330	9
TAYLOR	PA	412	10
TITUSVILLE	PA	287	54
UNIONVILLE BOROUGH	PA	429	9
VENANGO BOROUGH	PA	287	54
VINTONDALE BOROUGH	PA	218	9
WARREN	PA	215	54
WAYNESBORO	PA	179	13
WEIGELSTOWN	PA	483	11
WELLSVILLE BOROUGH	PA	483	11
WEST MIDDLETOWN BOROUGH	PA	350	53
WEST PITTSTON	PA	412	10
WESTMONT	PA	218	9
WILLOW STREET	PA	240	12
WILMORE BOROUGH	PA	218	9
BARNWELL	SC	26	27
BEREA	SC	177	41
BUFFALO CDP	SC	177	41
CAMDEN	SC	91	24
CENTERVILLE	SC	16	41
CONWAY	SC	312	25
DILLON	SC	147	25
FOREST ACRES	SC	91	24
GANTT	SC	177	41
GREENVILLE	SC	177	41
HANAHAN	SC	72	26
LAUREL BAY	SC	410	28
LITTLE RIVER	SC	312	25
LUGOFF	SC	91	24
MAULDIN	SC	177	41
MONCK'S CORNER	SC	72	26
NEWBERRY	SC	91	24
NORTH AUGUSTA	SC	26	27
NORTH MYRTLE BEACH	SC	312	25
RED BANK	SC	91	24
RED HILL	SC	312	25
SANS SOUCI	SC	177	41
SOCASSEE	SC	312	25
UNION	SC	177	41
APPLETON	WI	18	60
ARLINGTON VILLAGE	WI	272	104
ARPIN VILLAGE	WI	432	108

Open Range City	State	BTA	BEA
BARABOO	WI	272	104
BEAVER DAM	WI	297	63
BROWNSVILLE VILLAGE	WI	297	63
DANE VILLAGE	WI	272	104
DELAFIELD	WI	297	63
DELAVAN	WI	216	63
ELKHORN	WI	216	63
EMBARRASS VILLAGE	WI	18	60
FAIRWATER VILLAGE	WI	148	63

ANNEX B

BTAs Open Range Communications is requesting:

BTA	BTA Name
1	ABERDEEN, SD
2	ABERDEEN, WA
4	ADA, OK
5	ADRIAN, MI
7	ALBANY-SCHENECTADY, NY
10	ALLENTOWN-BETHLEHEM-EASTON, PA
11	ALPENA, MI
12	ALTOONA, PA
15	ANDERSON, IN
16	ANDERSON, SC
17	ANNISTON, AL
18	APPLETON-OSHKOSH, WI
19	ARDMORE, OK
21	ASHTABULA, OH
23	ATHENS, OH
25	ATLANTIC CITY, NJ
26	AUGUSTA, GA
28	BAKERSFIELD, CA
31	BARTLESVILLE, OK
33	BATTLE CREEK, MI
35	BECKLEY, WV
37	BEMIDJI, MN
38	BEND, OR
40	BIG SPRING, TX
44	BIRMINGHAM, AL
46	BLOOMINGTON, IL
47	BLOOMINGTON-BEDFORD, IN
48	BLUEFIELD, WV
49	BLYTHEVILLE, AR
52	BOWLING GREEN-GLASGOW, KY
53	BOZEMAN, MT
54	BRAINERD, MN
57	BROWNWOOD, TX
58	BRUNSWICK, GA
61	BURLINGTON, IA
62	BURLINGTON, NC
64	BUTTE, MT
65	CANTON-NEW PHILADELPHIA, OH
66	CAPE GIRARDEAU-SIKESTON, MO
67	CARBONDALE-MARION, IL
68	CARLSBAD, NM
71	CHAMPAIGN-URBANA, IL
72	CHARLESTON, SC
76	CHATTANOOGA, TN
78	CHICAGO, IL
79	CHICO-OROVILLE, CA
80	CHILlicothe, OH
81	CINCINNATI, OH

BTA	BTA Name
82	CLARKSBURG-ELKINS, WV
84	CLEVELAND-AKRON, OH
85	CLEVELAND, TN
86	CLINTON, IA-STERLING, IL
87	CLOVIS, NM
88	COFFEYVILLE, KS
91	COLUMBIA, SC
92	COLUMBUS, GA
93	COLUMBUS, IN
94	COLUMBUS-STARKVILLE, MS
95	COLUMBUS, OH
96	COOKEVILLE, TN
97	COOS BAY-NORTH BEND, OR
98	CORBIN, KY
102	DALTON, GA
103	DANVILLE, IL
105	DAVENPORT, IA-MOLINE, IL
106	DAYTON-SPRINGFIELD, OH
108	DECATUR, AL
109	DECATUR-EFFINGHAM, IL
110	DENVER, CO
113	DICKINSON, ND
114	DODGE CITY, KS
115	DOTHAN-ENTERPRISE, AL
116	DOVER, DE
117	DU BOIS-CLEARFIELD, PA
118	DUBUQUE, IA
120	DYERSBURG-UNION CITY, TN
121	EAGLE PASS-DEL RIO, TX
122	EAST LIVERPOOL-SALEM, OH
124	EL CENTRO-CALEXICO, CA
125	EL DORADO-MAGNOLIA-CAMDEN, AR
126	ELKHART, IN
127	ELMIRA-CORNING-HORNELL, NY
129	EMPORIA, KS
131	ERIE, PA
132	ESCANABA, MI
134	EUREKA, CA
135	EVANSVILLE, IN
136	FAIRBANKS, AK
137	FAIRMONT, WV
139	FARMINGTON, NM-DURANGO, CO
140	FAYETTEVILLE-SPRINGDALE-ROGERS, AR
142	FERGUS FALLS, MN
143	FINDLAY-TIFFIN, OH
146	FLORENCE, AL
147	FLORENCE, SC
148	FOND DU LAC, WI
149	FORT COLLINS-LOVELAND, CO
150	FORT DODGE, IA
153	FORT SMITH, AR
154	FORT WALTON BEACH, FL

BTA	BTA Name
155	FORT WAYNE, IN
156	FREDERICKSBURG, VA
157	FRESNO, CA
158	GADSDEN, AL
160	GAINESVILLE, GA
161	GALESBURG, IL
162	GALLUP, NM
163	GARDEN CITY, KS
167	GRAND ISLAND-KEARNEY, NE
170	GREAT BEND, KS
172	GREELEY, CO
173	GREEN BAY, WI
175	GREENVILLE-GREENWOOD, MS
177	GREENVILLE-SPARTANBURG, SC
178	GREENWOOD, SC
179	HAGERSTOWN, MD-CHAMBERSBURG, PA-MARTINSBURG, WV
180	HAMMOND, LA
181	HARRISBURG, PA
182	HARRISON, AR
183	HARRISONBURG, VA
185	HASTINGS, NE
187	HAYS, KS
188	HELENA, MT
190	HILO, HI
191	HOBBS, NM
193	HOT SPRINGS, AR
194	HOUGHTON, MI
198	HUNTSVILLE, AL
199	HURON, SD
200	HUTCHINSON, KS
202	IDAHO FALLS, ID
203	INDIANA, PA
206	IRON MOUNTAIN, MI
207	IRONWOOD, MI
208	ITHACA, NY
213	JACKSONVILLE, IL
215	JAMESTOWN, NY-WARREN, PA-DUNKIRK, NY
216	JANESVILLE-BELOIT, WI
217	JEFFERSON CITY, MO
218	JOHNSTOWN, PA
221	JUNEAU-KETCHIKAN, AK
222	KAHULUI-WAILUKU-LAHAINA, HI
224	KALISPELL, MT
225	KANKAKEE, IL
227	KEENE, NH
230	KIRKSVILLE, MO
231	KLAMATH FALLS, OR
234	LA CROSSE, WI-WINONA, MN
237	LA GRANGE, GA
240	LANCASTER, PA
243	LA SALLE-PERU-OTTAWA-STREATOR, IL
245	LAS VEGAS, NV

BTA	BTA Name
246	LAUREL, MS
249	LEBANON-CLAREMONT, NH
250	LEWISTON-MOSCOW, ID
253	LIBERAL, KS
254	LIHUE, HI
255	LIMA, OH
256	LINCOLN, NE
257	LITTLE ROCK, AR
258	LOGAN, UT
259	LOGAN, WV
261	LONGVIEW, WA
262	LOS ANGELES, CA
263	LOUISVILLE, KY
265	LUFKIN-NACOGDOCHES, TX
266	LYNCHBURG, VA
267	MCALESTER, OK
269	MCCOMB-BROOKHAVEN, MS
270	MCCOOK, NE
271	MACON-WARNER ROBINS, GA
272	MADISON, WI
273	MADISONVILLE, KY
275	MANHATTAN-JUNCTION CITY, KS
276	MANITOWOC, WI
277	MANKATO-FAIRMONT, MN
278	MANSFIELD, OH
279	MARINETTE, WI-MENOMINEE, MI
280	MARION, IN
281	MARION, OH
282	MARQUETTE, MI
283	MARSHALLTOWN, IA
284	MARTINSVILLE, VA
285	MASON CITY, IA
286	MATTOON, IL
287	MEADVILLE, PA
290	MEMPHIS, TN
291	MERCED, CA
292	MERIDIAN, MS
294	MICHIGAN CITY-LA PORTE, IN
295	MIDDLESBORO-HARLAN, KY
296	MIDLAND, TX
297	MILWAUKEE, WI
299	MINOT, ND
301	MITCHELL, SD
302	MOBILE, AL
303	MODESTO, CA
305	MONTGOMERY, AL
306	MORGANTOWN, WV
307	MOUNT PLEASANT, MI
308	MOUNT VERNON-CENTRALIA, IL
309	MUNCIE, IN
310	MUSKEGON, MI
311	MUSKOGEE, OK

BTA	BTA Name
312	MYRTLE BEACH, SC
315	NATCHEZ, MS
316	NEW BERN, NC
317	NEW CASTLE, PA
321	NEW YORK, NY
322	NOGALES, AZ
323	NORFOLK, NE
325	NORTH PLATTE, NE
328	OIL CITY-FRANKLIN, PA
330	OLEAN, NY-BRADFORD, PA
332	OMAHA, NE
333	ONEONTA, NY
334	OPELIKA-AUBURN, AL
335	ORANGEBURG, SC
337	OTTUMWA, IA
339	PADUCAH-MURRAY-MAYFIELD, KY
341	PARIS, TX
343	PENSACOLA, FL
344	PEORIA, IL
345	PETOSKEY, MI
346	PHILADELPHIA, PA-WILMINGTON, DE-TRENTON, NJ
348	PINE BLUFF, AR
349	PITTSBURG-PARSONS, KS
350	PITTSBURGH, PA
352	PLATTSBURGH, NY
354	PONCA CITY, OK
355	POPLAR BLUFF, MO
356	PORT ANGELES, WA
359	PORTSMOUTH, OH
360	POTTSVILLE, PA
362	PRESCOTT, AZ
363	PRESQUE ISLE, ME
367	QUINCY, IL-HANNIBAL, MO
371	REDDING, CA
372	RENO, NV
373	RICHMOND, IN
375	RIVERTON, WY
377	ROANOKE RAPIDS, NC
379	ROCHESTER, NY
380	ROCKFORD, IL
381	ROCK SPRINGS, WY
383	ROLLA, MO
384	ROME, GA
385	ROSEBURG, OR
386	ROSWELL, NM
387	RUSSELLVILLE, AR
388	RUTLAND-BENNINGTON, VT
389	SACRAMENTO, CA
392	ST. GEORGE, UT
394	ST. LOUIS, MO
396	SALINA, KS
397	SALINAS-MONTEREY, CA

BTA	BTA Name
398	SALISBURY, MD
403	SANDUSKY, OH
404	SAN FRANCISCO-OAKLAND-SAN JOSE, CA
409	SAULT STE. MARIE, MI
410	SAVANNAH, GA
411	SCOTTSBLUFF, NE
412	SCRANTON--WILKES-BARRE--HAZLETON, PA
414	SEDALIA, MO
415	SELMA, AL
420	SIERRA VISTA-DOUGLAS, AZ
421	SIOUX CITY, IA
423	SOMERSET, KY
426	SPRINGFIELD, IL
429	STATE COLLEGE, PA
430	STAUNTON-WAYNESBORO, VA
431	STEUBENVILLE, OH-WEIRTON, WV
432	STEVENS POINT-MARSHFIELD-WISCONSIN RAPIDS, WI
433	STILLWATER, OK
434	STOCKTON, CA
435	STROUDSBURG, PA
437	SUNBURY-SHAMOKIN, PA
438	SYRACUSE, NY
442	TERRE HAUTE, IN
443	TEXARKANA, TX-AR
444	TOLEDO, OH
446	TRAVERSE CITY, MI
449	TUPELO-CORINTH, MS
450	TUSCALOOSA, AL
451	TWIN FALLS, ID
454	VALDOSTA, GA
455	VICKSBURG, MS
457	VINCENNES-WASHINGTON, IN
458	VISALIA-PORTERVILLE-HANFORD, CA
460	WALLA WALLA, WA-PENDLETON, OR
463	WATERTOWN, NY
464	WATERTOWN, SD
465	WATERVILLE-AUGUSTA, ME
466	WAUSAU-RHINELANDER, WI
467	WAYCROSS, GA
468	WENATCHEE, WA
470	WEST PLAINS, MO
471	WHEELING, WV
474	WILLIAMSON, WV-PIKEVILLE, KY
476	WILLISTON, ND
477	WILLMAR-MARSHALL, MN
479	WINCHESTER, VA
481	WORTHINGTON, MN
483	YORK-HANOVER, PA
484	YOUNGSTOWN-WARREN, OH
485	YUBA CITY-MARYSVILLE, CA
487	ZANESVILLE-CAMBRIDGE, OH

ANNEX C

BEAs Open Range Communications is requesting:

BEA	BEA Name
4	BURLINGTON, VT-NY
5	ALBANY-SCHENECTADY-TROY, NY
6	SYRACUSE, NY-PA
7	ROCHESTER, NY-PA
9	STATE COLLEGE, PA
10	NEW YORK-NO. NEW JER.-LONG ISLAND, NY-NJ-CT-PA-MA-VT
11	HARRISBURG-LEBANON-CARLISLE, PA
12	PHILADELPHIA-WILMINGTON-ATL. CITY, PA-NJ-DE-MD
13	WASHINGTON-BALTIMORE, DC-MD-VA-WV-PA
14	SALISBURY, MD-DE-VA
16	STAUNTON, VA-WV
24	COLUMBIA, SC
25	WILMINGTON, NC-SC
26	CHARLESTON-NORTH CHARLESTON, SC
27	AUGUSTA-AIKEN, GA-SC
28	SAVANNAH, GA-SC
36	DOTHAN, AL-FL-GA
38	MACON, GA
39	COLUMBUS, GA-AL
40	ATLANTA, GA-AL-NC
41	GREENVILLE-SPARTANBURG-ANDERSON, SC-NC
43	CHATTANOOGA, TN-GA
49	CINCINNATI-HAMILTON, OH-KY-IN
50	DAYTON-SPRINGFIELD, OH
51	COLUMBUS, OH
52	WHEELING, WV-OH
53	PITTSBURGH, PA-WV
54	ERIE, PA
55	CLEVELAND-AKRON, OH-PA
56	TOLEDO, OH
58	NORTHERN MICHIGAN, MI
59	GREEN BAY, WI-MI
60	APPLETON-OSHKOSH-NEENAH, WI
61	TRAVERSE CITY, MI
63	MILWAUKEE-RACINE, WI
64	CHICAGO-GARY-KENOSHA, IL-IN-WI
65	ELKHART-GOSHEN, IN-MI
66	FORT WAYNE, IN
67	INDIANAPOLIS, IN-IL
68	CHAMPAIGN-URBANA, IL
69	EVANSVILLE-HENDERSON, IN-KY-IL
70	LOUISVILLE, KY-IN
72	PADUCAH, KY-IL
73	MEMPHIS, TN-AR-MS-KY
74	HUNTSVILLE, AL-TN
75	TUPELO, MS-AL-TN
76	GREENVILLE, MS

BEA	BEA Name
77	JACKSON, MS-AL-LA
78	BIRMINGHAM, AL
79	MONTGOMERY, AL
80	MOBILE, AL
81	PENSACOLA, FL
88	SHREVEPORT-BOSSIER CITY, LA-AR
90	LITTLE ROCK-NORTH LITTLE ROCK, AR
91	FORT SMITH, AR-OK
92	FAYETTEVILLE-SPRINGDALE-ROGERS, AR-MO-OK
95	JONESBORO, AR-MO
96	ST. LOUIS, MO-IL
97	SPRINGFIELD, IL-MO
101	PEORIA-PEKIN, IL
102	DAVENPORT-MOLINE-ROCK ISLAND, IA-IL
104	MADISON, WI-IL-IA
105	LA CROSSE, WI-MN
108	WAUSAU, WI
111	MINOT, ND
114	ABERDEEN, SD
117	SIOUX CITY, IA-NE-SD
118	OMAHA, NE-IA-MO
119	LINCOLN, NE
120	GRAND ISLAND, NE
121	NORTH PLATTE, NE-CO
126	WESTERN OKLAHOMA, OK
127	DALLAS-FORT WORTH, TX-AR-OK
136	HOBBS, NM-TX
141	DENVER-BOULDER-GREELEY, CO-KS-NE
142	SCOTTSBLUFF, NE-WY
149	TWIN FALLS, ID
151	RENO, NV-CA
153	LAS VEGAS, NV-AZ-UT
155	FARMINGTON, NM-CO
160	LOS ANGELES-RIVERSIDE-ORANGE COUNTY, CA-AZ
162	FRESNO, CA
163	SAN FRANCISCO-OAKLAND-SAN JOSE, CA
164	SACRAMENTO-YOLO, CA
165	REDDING, CA-OR
168	PENDLETON, OR-WA

ANNEX D

Open Range System Design

The Open Range network will be constructed using WiMAX technology. WiMAX will make broadband wireless access widely available without the expense of wires or the distance limitations of some last mile technologies. Open Range will deploy WiMAX technology based on the Institute of Electrical and Electronics Engineers (IEEE) mobile WiMAX 802.16-2005 standard (also referred to as 802.16e). Key features of the WiMAX technology to be utilized include orthogonal frequency division multiple access (OFDMA) and multiple input multiple output (MIMO). The key benefits of utilizing WiMAX technology include large coverage area for low capital costs, high data rates, low installation and operating costs, portability/mobility, interoperability, quality of service, scalability, and security. The Open Range Communication Network Diagram (Annex E) illustrates the arrangement of the components of the network.

In a typical cell radius deployment of 1-3 kilometers, WiMAX Forum Certified™ systems such as that proposed by Open Range can be expected to deliver capacity of up to 40 Mbps per channel for fixed and portable access applications. This bandwidth is sufficient to support thousands of subscribers and small businesses with broadband connectivity.

Propagation characteristics of WiMAX signals depend on a number of technical and geographic characteristics. These include, but are not limited to, allowable power output in the frequency band, transmission frequency, out of band emissions limits, terrain, vegetation, building density, base station power and antenna gain, CPE power and antenna gain, height of base station and CPE antennas and other factors. Each market will be subject to separate,

RF engineering analysis to determine the coverage that will be achieved, the number of base stations required to obtain that coverage, and the optimal placement of base stations.

Open Range is designing the WiMAX network to provide simple CPE installation for end users. Open Range will utilize a desktop gateway device offering plug and play capability to activate a user on the network without the need for CPE or computer configuration by the end user. Over time as this technology matures chipsets will be built directly into end user equipment thus eliminating stand alone CPE and lowering the overall cost to the subscriber. Additionally, the RF link budget is designed to provide a minimum service of 1.5 Mbps downlink speed and 512 Kbps uplink speed. The multi-step design process begins with general characterization of RF propagation parameters for a given area and ends with commissioning a site following post-deployment testing.

Open Range will deploy WiMAX base stations in a macro-cellular model. Existing cellular tower and building locations will be the predominant installation locations utilizing facilities already in place supporting the cellular industry. Base stations will be connected to a single point of presence (POP) in each market through redundant paths to increase reliability. The POP location will serve as a demarcation point for additional services offered in the local marketplace, such as cellular backhaul and T-1 services. The POP provides the point of ingress and egress to the backhaul network.

The backhaul network provides connectivity between the markets and the backbone network. Appropriate technologies and/or service providers will be chosen for the backhaul network to optimize the performance and minimize the cost of the backhaul network. The first level of aggregation will occur in the backhaul network, providing the economies of

scale required for services in rural markets. Backhaul networks will be engineered to support year 5 traffic levels without requiring a large infusion of capital or equipment replacements.

The backbone network transports traffic between the backhaul network and the network access points (IP Gateways) that interconnect to the Internet and other service providers. At these network access points, WiMAX access network gateways will handle WiMAX traffic. Additional services such as VoIP will also be provided from the network access points.

The Open Range management infrastructure will incorporate operational and business support systems (OSS/BSS) at various locations in the network. Some systems will be centralized in regional IP Gateways, while others will be centralized in the Company's full time Network Operations centers. Yet other systems will be hosted by providers to whom services such as VoIP and ISP services that have been outsourced. These systems will incorporate the functions required to operate the network, including:

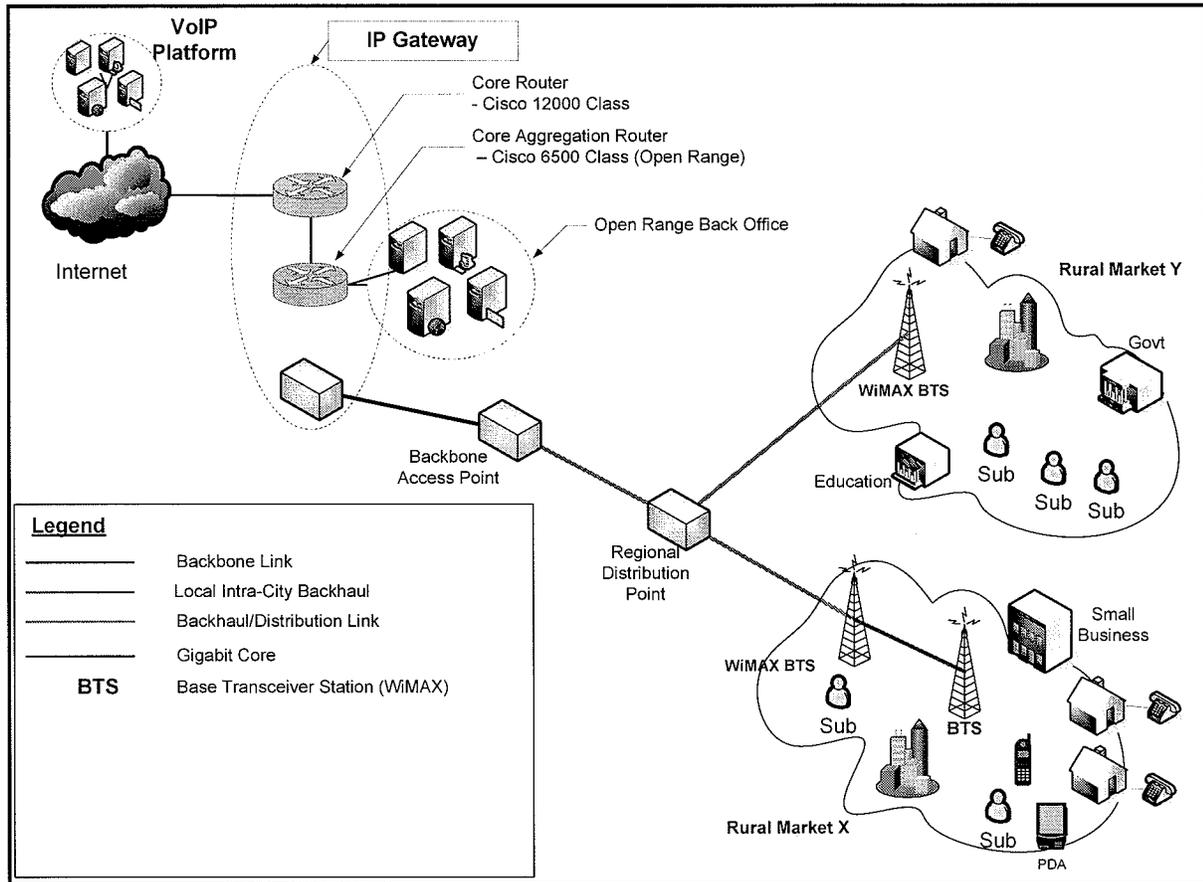
- Subscriber authentication/authorization/accounting
- Subscriber traffic management
- Billing
- Network management and operations
- Configuration management
- Customer support
- Security monitoring

Within this infrastructure, the security of the network will be maintained through authentication of individual subscribers and customer premises equipment, authorization for access to unique network resources, and active monitoring of usage of resources. Industry

standard protocols for fault and event reporting, configuration, and health monitoring of network elements will be utilized to maintain network availability and reduce the effect of any incurred outages. Interfaces to business systems supporting financial accounting, customer support, and company operations will also be provided.

ANNEX E

Open Range Communications Network Diagram



Application
of
Open Range Communications, Inc.
FCC Form 601

1) Radio Service Code: BR	1a) Existing Radio Service Code:
-------------------------------------	----------------------------------

General Information

2) (Select only one) (NE) NE - New RO - Renewal Only AU - Administrative Update NT - Required Notifications MD - Modification RM - Renewal/Modification WD - Withdrawal of Application EX - Requests for Extension of Time AM - Amendment CA - Cancellation of License DU - Duplicate License RL - Registered Location/Link	
3a) If this application is for a <u>D</u> evelopmental License, <u>D</u> emonstration License, or a <u>S</u> pecial Temporary Authorization (STA), enter the code and attach the required exhibit as described in the instructions. Otherwise enter ' <u>N</u> ' (Not Applicable).	(N) D M S N/A
3b) If this application is for Special Temporary Authority due to an emergency situation, enter 'Y'; otherwise enter 'N'. Refer to Rule 1.915 for an explanation of situations considered to be an emergency.	(N) Yes No
4) If this application is for an Amendment or Withdrawal, enter the file number of the pending application currently on file with the FCC.	File Number
5) If this application is for a Modification, Renewal Only, Renewal/Modification, Cancellation of License, Duplicate License, or Administrative Update, enter the call sign of the existing FCC license. If this is a request for Registered Location/Link, enter the FCC call sign assigned to the geographic license.	Call Sign
6) If this application is for a New, Amendment, Renewal Only, or Renewal/Modification, enter the requested authorization expiration date (this item is optional).	MM / DD
7) Is this application "major" as defined in §1.929 of the Commission's Rules when read in conjunction with the applicable radio service rules found in Parts 22 and 90 of the Commission's Rules? (NOTE: This question only applies to certain site-specific applications. See the instructions for applicability and full text of §1.929).	(N) Yes No
8) Are attachments (other than associated schedules) being filed with this application?	(Y) Yes No

Fees, Waivers, and Exemptions

9) Is the Applicant exempt from FCC application fees?	(N) Yes No
10) Is the Applicant exempt from FCC regulatory fees?	(N) Yes No
11a) Does this application include a request for a Waiver of the Commission's Rule(s)? If 'Yes', attach an exhibit providing rule number(s) and explaining circumstances.	(Y) Yes No
11b) If 11a is 'Y', enter the number of rule sections involved.	Number of at least Rule Section(s): <u>1</u>
12) Are the frequencies or parameters requested in this filing covered by grandfathered privileges, previously approved by waiver, or functionally integrated with an existing station?	(N) Yes No

Applicant Information

13) FCC Registration Number (FRN): 0015246895			
14) Applicant/Licensee Legal Entity Type: (Select One) <input type="checkbox"/> Individual <input type="checkbox"/> Unincorporated Association <input type="checkbox"/> Trust <input type="checkbox"/> Government Entity <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Limited Liability Company <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input type="checkbox"/> Limited Liability Partnership <input type="checkbox"/> Consortium <input type="checkbox"/> Other:			
15) If the Licensee name is being updated, is the update a result from the sale (or transfer of control) of the license(s) to another party and for which proper Commission approval has not been received or proper notification not provided?			() Yes No
16) First Name (if individual):	MI:	Last Name:	Suffix:
17) Legal Entity Name (if other than individual): Open Range Communications, Inc.			
18) Attention To: Stephen C. Liddell			
19) P.O. Box:	And/Or	20) Street Address: 6465 South Greenwood Plaza Blvd	
21) City: Centennial		22) State: CO	23) Zip Code: 80111
24) Telephone Number: 303-376-2105		25) FAX: 303-376-2109	
26) E-Mail Address: Steve@openrange.us			

27) Demographics (Optional):

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

Real Party in Interest

28) Name of Real Party in Interest of Applicant (if different from Applicant):	29) FCC Registration Number (FRN) of Real Party in Interest:
--	--

Contact Information (If different from the Applicant) Check here if same as Applicant.

30) First Name:	MI:	Last Name:	Suffix:
31) Company Name: Open Range Communications, Inc.			
32) Attention To: Stephen C. Liddell			
33) P.O. Box:	And /Or	34) Street Address: 6465 South Greenwood Plaza Blvd	
35) City: Centennial		36) State: CO	37) Zip Code: 80111
38) Telephone Number: 303-376-2105		39) FAX: 303-376-2109	
40) E-Mail Address: Steve@openrange.us			

Regulatory Status

41) This filing is for authorization to provide or use the following type(s) of radio service offering (enter all that apply):
 Common Carrier Non-Common Carrier Private, internal communications Broadcast Services Band Manager

Type of Radio Service

42) This filing is for authorization to provide the following type(s) of radio service (choose all that apply):
 Fixed Mobile Radiolocation Satellite (sound) Broadcast Services

43) Does the Applicant propose to provide service interconnected to the public telephone network? Yes No

Alien Ownership Questions (If any answer is 'Y', provide an attachment explaining the circumstances)

44) Is the Applicant a foreign government or the representative of any foreign government? N Yes No

45) Is the Applicant an alien or the representative of an alien? N Yes No

46) Is the Applicant a corporation organized under the laws of any foreign government? N Yes No

47) 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? N Yes No

48a) Is the Applicant 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? N Yes No

48b) If the answer to 48a is 'Y', has the Applicant received a ruling(s) under Section 310(b)(4) of the Communications Act with respect to the same radio service(s) and geographic coverage area(s) involved in this filing? Yes No

If the answer to 48b is 'Y', attach an exhibit that identifies the citation(s) of the applicable declaratory ruling(s) by DA/FCC number of the FCC Record citation, if available, release date, and any other identifying information

If the answer to 48b is 'N', attach to this filing a date-stamped copy of a request for a foreign ownership ruling pursuant to Section 310(b) (4) of the Communications Act.

Basic Qualification Questions

49) Has the Applicant 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, or construction permit denied by the Commission? N Yes No

50) 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? N Yes No

51) Has any court finally adjudged the Applicant or any party 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? N Yes No

If the answer to any of 49-51 is 'Y', attach an exhibit explaining the circumstances.

Aeronautical Advisory Station (Unicom) Certification

52) I certify that the station will be located on property of the airport to be served, and, in cases where the airport does not have a control tower, RCO, or FAA flight service station, that I have notified the owner of the airport and all aviation service organizations located at the airport within ten days prior to application.

Broadband Radio Service and Educational Broadband Service Cable Cross-Ownership

53a) Will the requested facilities be used to provide multichannel video programming service? N Yes No

53b) If the answer to question 53a is 'Y', does Applicant operate, control or have an attributable interest (as defined in Section 27.1202 of the Commission's Rules) in a cable television system whose franchise area is located within the geographic service area of the requested facilities? Yes No

Note: If the answer to question 53b is 'Y', attach an exhibit explaining how the Applicant complies with Section 27.1202 of the Commission's Rules or justifying a waiver of that rule. If a waiver of the Commission Rule(s) is being requested, Item 11a must be answered 'Y'.

Broadband Radio Service and Educational Broadband Service (Part 27)

54) (For EBS only) Does the Applicant comply with the programming requirements contained in Section 27.1203 of the Commission's Rules? Yes No

Note: If the answer to item 54 is 'N', attach an exhibit explaining how the Applicant complies with Section 27.1203 of the Commission's Rules or justifying a waiver of that rule. If a waiver of the Commission Rule(s) is being requested, Item 11a must be answered 'Y'.

55) (For BRS and EBS) Does the Applicant comply with Sections 27.50, 27.55, and 27.1221 of the Commission's Rules? Yes No

Note: If the answer to item 55 is 'N', attach an exhibit justifying a waiver of that rule(s). If a waiver of the Commission Rule(s) is being requested, Item 11a must be answered 'Y'.

General Certification Statements

- 1) 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.
- 2) The Applicant certifies that grant of this application would not cause the Applicant to be in violation of any pertinent cross-ownership or attribution rules.*
*If the Applicant has sought a waiver of any such rule in connection with this application, it may make this certification subject to the outcome of the waiver request.
- 3) The Applicant certifies that all statements made in this application and in the exhibits, attachments, or documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.
- 4) The Applicant certifies that neither the Applicant nor any other party to the application is subject to a denial of Federal benefits pursuant to §5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 862, because of a conviction for possession or distribution of a controlled substance. This certification does not apply to applications filed in services exempted under §1.2002(c) of the rules, 47 CFR § 1.2002(c). See §1.2002(b) of the rules, 47 CFR § 1.2002(b), for the definition of "party to the application" as used in this certification.
- 5) The Applicant certifies that it either (1) has current required ownership data on file with the Commission, (2) is filing updated ownership data simultaneously with this application, or (3) is not required to file ownership data under the Commission's Rules.
- 6) The Applicant certifies that the facilities, operations, and transmitters for which this authorization is hereby requested are either: (1) categorically excluded from routine environmental evaluation for RF exposure as set forth in 47 C.F.R. 1.1307(b); or, (2) have been found not to cause human exposure to levels of radiofrequency radiation in excess of the limits specified in 47 C.F.R. 1.1310 and 2.1093; or, (3) are the subject of one or more Environmental Assessments filed with the Commission.
- 7) The Applicant certifies that it has reviewed the appropriate Commission Rules defining eligibility to hold the requested license(s), and is eligible to hold the requested license(s).
- 8) The Applicant certifies that it is not in default on any payment for Commission licenses and that it is not delinquent on any non-tax debt owed to any federal agency.

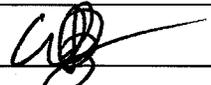
Signature

56) Typed or Printed Name of Party Authorized to Sign

First Name: <p style="text-align: center;">William</p>	MI: <p style="text-align: center;">S</p>	Last Name: <p style="text-align: center;">Beans</p>	Suffix:
---	---	--	---------

57) Title:

Chairman and CEO

Signature: 	58) Date: <p style="text-align: center;">2/28/07</p>
---	---

FAILURE TO SIGN THIS APPLICATION MAY RESULT IN DISMISSAL OF THE APPLICATION AND FORFEITURE OF ANY FEES PAID.

Upon grant of this license application, the Licensee may be subject to certain construction or coverage requirements. Failure to meet the construction or coverage requirements will result in termination of the license. Consult appropriate FCC regulations to determine the construction or coverage requirements that apply to the type of license requested in this application.

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

Schedule for Geographically Licensed Services

**FCC 601
Schedule B**

Approved by OMB
3060 - 0798
See 601 Main Form Instructions
for public burden estimate

MARKET/CHANNEL BLOCK INFORMATION

1) Market Designator	2) Market Name	3) Channel Block	4) Sub-Market Designator	5) Percentage of Bidding Credit	6) Open/Closed Bidding	7) I Am Seeking A Tribal Lands Bidding Credit In This Market
See	Application, page 1, note 2, Annex B, and Annex C	2155-2175 MHz				() Yes () No
						() Yes () No
						() Yes () No

TRIBAL LANDS INFORMATION - Complete only when attaching the required certification(s) from the tribal government(s)

8) Market Designator	9) Channel Block	10) Name of Tribal Lands	11) Area, in square kms, of tribal lands contained within designated market	12) Indicate with an "x" those tribal lands where Applicant has secured the required certification(s) from the tribal governments [attach certification(s)]	13) The amount of bidding credit as defined by FCC Rules (by Market)	14) Additional amount of bidding credit requested (attach justification)

15) Agreement Identifier: Action Requested: Add Delete
 Type of Agreement: Collusion-Based Designated Entity Other (Description of Type of Agreement) _____

Agreement Name:

Party(ies) to Agreement(s)

Action Requested: Add Delete

<input type="checkbox"/> Entity Name:	Legal Entity Name	FCC Registration Number (FRN):		
<input type="checkbox"/> Individual Name:	First	MI	Last	Suffix
FCC Registration Number (FRN):				

Action Requested: Add Delete

<input type="checkbox"/> Entity Name:	Legal Entity Name	FCC Registration Number (FRN):		
<input type="checkbox"/> Individual Name:	First	MI	Last	Suffix
FCC Registration Number (FRN):				

Action Requested: Add Delete

<input type="checkbox"/> Entity Name:	Legal Entity Name	FCC Registration Number (FRN):		
<input type="checkbox"/> Individual Name:	First	MI	Last	Suffix
FCC Registration Number (FRN):				

Designated Entity/Closed Bidding Agreement Info

16) Have you entered into any agreements which would impact your Designated Entity or closed bidding status? If 'Y', attach an exhibit.	() <u>Yes</u> <u>No</u>
---	--------------------------

17) Additional Demographic Information (Not Required)

Applicant Status:
<input type="checkbox"/> Minority Owned Business <input type="checkbox"/> Rural Telephone Company <input type="checkbox"/> Woman Owned Business

Revenue and Asset Information

18) Has any Revenue and Asset information changed for the Applicant, the Disclosable Interest Holder, or the Affiliate? If 'Y', explain why in an exhibit.	() <u>Yes</u> <u>No</u>
--	--------------------------

19) Revenue and Asset Information for the Applicant**Purpose (Check Modify and complete all changes different from previously filed FCC Form 175)**

<input type="checkbox"/> Modify

Gross Revenue Disclosure Most Recent Reportable Year

20a) Were the Applicant and any predecessors-in-interest in existence for a full year of the relevant period? If 'N', explain why in an attachment.	() <u>Yes</u> <u>No</u>
---	--------------------------

If 'Y', provide the following information.	
20b) Gross Revenues	\$ _____ (Format: 99,999.99)
20c) Year End Date:	_____ (Date Format: MM/DD/YYYY)

One Year Prior to Most Recent Reportable Year

21a) Were the Applicant and any predecessors-in-interest in existence for a full year of the relevant period? If 'N', explain why in an attachment.	() <u>Yes</u> <u>No</u>
---	--------------------------

If 'Y', provide the following information.	
21b) Gross Revenues	\$ _____ (Format: 99,999.99)
21c) Year End Date:	_____ (Date Format: MM/DD/YYYY)

Two Years Prior to Most Recent Reportable Year

22a) Were the Applicant and any predecessors-in-interest in existence for a full year of the relevant period? If 'N', explain why in an attachment.	() <u>Yes</u> <u>No</u>
---	--------------------------

If 'Y', provide the following information.	
22b) Gross Revenues	\$ _____ (Format: 99,999.99)
22c) Year End Date:	_____ (Date Format: MM/DD/YYYY)

Average Gross Revenue

23) Average Gross Revenue of Reported Years: \$ _____ (Format: 99,999.99)

Asset Disclosure

24) Total Assets as of Application Filing Deadline: \$ _____ (Format: 99,999.99)
--

Financial Statements

25) Audited or Unaudited (Check One)
<input type="checkbox"/> The Applicant used audited financial statements.
<input type="checkbox"/> The Applicant used unaudited financial statements prepared in accordance with Generally Accepted Accounting Principles (GAAP) and certified by the Applicant's chief financial officer or the equivalent.

**FCC 601
Schedule B**

26) Revenue and Asset Information for the Disclosable Interest Holder (DIH)

Purpose (Select One)

<input type="checkbox"/> Add	<input type="checkbox"/> Modify	<input type="checkbox"/> Delete
------------------------------	---------------------------------	---------------------------------

27) Disclosable Interest Holder

<input type="checkbox"/> Entity Name:				FCC Registration Number (FRN):
<input checked="" type="checkbox"/> Individual Name: First	William	Mi. S	Last	Beans
Suffix				FCC Registration Number (FRN): 0016168023

Gross Revenue Disclosure Most Recent Reportable Year

28a) Were the DIH and any predecessors-in-interest in existence for a full year of the relevant period? If 'N', explain why in an attachment.	() Yes No
---	------------

If 'Y', provide the following information.

28b) Gross Revenues	\$ _____	(Format: 99,999.99)
28c) Year End Date:	_____	(Date Format: MM/DD/YYYY)

One Year Prior to Most Recent Reportable Year

29a) Were the DIH and any predecessors-in-interest in existence for a full year of the relevant period? If 'N', explain why in an attachment.	() Yes No
---	------------

If 'Y', provide the following information.

29b) Gross Revenues	\$ _____	(Format: 99,999.99)
29c) Year End Date:	_____	(Date Format: MM/DD/YYYY)

Two Years Prior to Most Recent Reportable Year

30a) Were the DIH and any predecessors-in-interest in existence for a full year of the relevant period? If 'N', explain why in an attachment.	() Yes No
---	------------

If 'Y', provide the following information.

30b) Gross Revenues	\$ _____	(Format: 99,999.99)
30c) Year End Date:	_____	(Date Format: MM/DD/YYYY)

Average Gross Revenue

31) Average Gross Revenue of Reported Years: \$ _____	(Format: 99,999.99)
---	---------------------

Asset Disclosure

32) Total Assets as of Application Filing Deadline: \$ _____	(Format: 99,999.99)
--	---------------------

Financial Statements

33) Audited or Unaudited (Check One)	
<input type="checkbox"/>	The Disclosable Interest Holder used audited financial statements.
<input type="checkbox"/>	The Disclosable Interest Holder used unaudited financial statements prepared in accordance with Generally Accepted Accounting Principles (GAAP) and certified by the Applicant's chief financial officer or the equivalent.

**FCC 601
Schedule B**

**34) Revenue and Asset Information for the Affiliate
Purpose (Select One)**

<input type="checkbox"/> Add	<input type="checkbox"/> Modify	<input type="checkbox"/> Delete
------------------------------	---------------------------------	---------------------------------

35) Affiliate

<input type="checkbox"/> Entity Name:				FCC Registration Number (FRN):
<input type="checkbox"/> Individual Name: First	MI	Last	Suffix	FCC Registration Number (FRN):

Gross Revenue Disclosure Most Recent Reportable Year

36a) Were the Affiliate and any predecessors-in-interest in existence for a full year of the relevant period? If 'N', explain why in an attachment.	() <u>Yes</u> No
If 'Y', provide the following information.	
36b) Gross Revenues \$ _____ (Format: 99,999.99)	
36c) Year End Date: _____ (Date Format: MM/DD/YYYY)	

One Year Prior to Most Recent Reportable Year

37a) Were the Affiliate and any predecessors-in-interest in existence for a full year of the relevant period? If 'N', explain why in an attachment.	() <u>Yes</u> No
If 'Y', provide the following information.	
37b) Gross Revenues \$ _____ (Format: 99,999.99)	
37c) Year End Date: _____ (Date Format: MM/DD/YYYY)	

Two Years Prior to Most Recent Reportable Year

38a) Were the Affiliate and any predecessors-in-interest in existence for a full year of the relevant period? If 'N', explain why in an attachment.	() <u>Yes</u> No
If 'Y', provide the following information.	
38b) Gross Revenues \$ _____ (Format: 99,999.99)	
38c) Year End Date: _____ (Date Format: MM/DD/YYYY)	

Average Gross Revenue

39) Average Gross Revenue of Reported Years: \$ _____ (Format: 99,999.99)

Asset Disclosure

40) Total Assets as of Application Filing Deadline: \$ _____ (Format: 99,999.99)
--

Financial Statements

41) Audited or Unaudited (Check One)
<input type="checkbox"/> The Affiliate used audited financial statements. <input type="checkbox"/> The Affiliate used unaudited financial statements prepared in accordance with Generally Accepted Accounting Principles (GAAP) and certified by the Applicant's chief financial officer or the equivalent.

**FCC 601
Schedule B**

Closed Bidding/Designated Entity Eligibility

Total Gross Revenues for Most Recent Reportable Year

42a) Gross Revenues	\$ _____	(Format: 99,999.99)
42b) Year End Date:	_____	(Date Format: MM/DD/YYYY)

Total Gross Revenues for One Year Prior to Most Recent Reportable Year

43a) Gross Revenues:	\$ _____	(Format: 99,999.99)
43b) Year End Date:	_____	(Date Format: MM/DD/YYYY)

Total Gross Revenues for Two Years Prior to Most Recent Reportable Year

44a) Gross Revenues:	\$ _____	(Format: 99,999.99)
44b) Year End Date:	_____	(Date Format: MM/DD/YYYY)

Total Aggregate Average Gross Revenues for Designated Entity

45) Aggregate Average Gross Revenue:	\$ _____	(Format: 99,999.99)
--------------------------------------	----------	---------------------

Total Aggregate Average Gross Revenues for Closed Bidding

46) Aggregate Average Gross Revenue:	\$ _____	(Format: 99,999.99)
--------------------------------------	----------	---------------------

Total Assets Disclosure for Closed Bidding

47) Total Assets:	\$ _____	(Format: 99,999.99)
-------------------	----------	---------------------

Certifications (By signing the Main Form, the Applicant certifies that the statements listed are true, complete, correct and made in good faith)

For Applicants Claiming Eligibility as an Entrepreneur Under the General Rule

Applicant certifies that they are eligible to obtain the licenses for which they apply.

For Applicants Claiming Eligibility as a Publicly Traded Corporation

Applicant certifies that they are eligible to obtain the licenses for which they apply and that they comply with the definition of a Publicly Traded Corporation, as set out in the applicable FCC rules.

For Applicants Claiming Eligibility using a Control Group Structure

Applicant certifies that they are eligible to obtain the licenses for which they apply.

Applicant certifies that the Applicant's sole control group member is a pre-existing entity, if applicable.

For Applicants Claiming Eligibility as a Very Small Business, Very Small Business Consortium, Small Business, or as a Small Business Consortium

Applicant certifies that they are eligible to obtain the licenses for which they apply.

Applicant certifies that the Applicant's sole control group member is a pre-existing entity, if applicable.

For Applicants Claiming Eligibility as a Rural Telephone Company

Applicant certifies that they meet the definition of a Rural Telephone Company as set out in the applicable FCC rules, and must disclose all parties to agreement(s) to partition licenses won in this auction. See applicable FCC rules.

For Applicants Claiming Tribal Lands Bidding Credit

Applicant certifies that it will comply with the bidding credit buildout requirements and consult with the tribal government(s) regarding the siting of facilities and deployment of service on the tribal land(s) as set out in the applicable FCC rules.

For Auction Applicants

Applicant provided separate gross revenue information for itself, for each of Applicant's officers and directors; for each of Applicant's other controlling interests; for each of Applicant's affiliates; and for each affiliate of each of Applicant's officers, directors, and other controlling interests.

Applicant provided separate gross revenue and total asset information for itself, for each of Applicant's officers and directors; for each of Applicant's other controlling interest; for each of Applicant's affiliates; and for each affiliate of each Applicant's officers, directors, and other controlling interests.

Application

of

Open Range Communications, Inc.

FCC Form 602

(electronically filed)

Filing Type

1a) <input checked="" type="checkbox"/> Current Filing	<input type="checkbox"/> Proposed Filing
1b) Is the purpose of this filing to report cellular cross-ownership holdings required pursuant to section 1.919 of the Commission's Rules? <input type="checkbox"/> Yes <input type="checkbox"/> No	
If 'Yes', provide an exhibit with this filing that identifies the Rural Service Area market(s) involved, as well as the cellular licensee of which the filer has acquired direct or indirect ownership interest of 10% or greater.	

Filer Information

2) First Name (if individual):	MI:	Last Name:	Suffix:
3) Filer Name (if entity): Open Range Communications, Inc.		4) FCC Registration Number (FRN): 15246895	

5) Contact Information

Name and Address: Stephen C Liddell Open Range Communications, Inc. 6465 South Greenwood Plaza Blvd, Suite 820 Centennial, CO 80111	Telephone Number: 303-376-2105
	Fax Number: 303-376-2109
	E-mail Address: steve@openrange.us

Related FCC Regulated Businesses of Filer

6a) Name of all FCC-Regulated Businesses owned by Filer (use additional sheets, if necessary):	6b) Principal Business:	6c) FCC Registration Number (FRN):	6d) Percent of Interest Held:
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Signature

7) Typed or Printed Name of Party Authorized to Sign

First Name: William	MI: S	Last Name: Beans	Suffix:
Title: Chairman and CEO			
Signature: William S Beans			Date: 3/01/2007

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

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): William	MI: S	Last Name: Beans	Suffix:
2) Disclosable Interest Holder's Name (if entity):		3) FCC Registration Number(FRN): 0016168023	
4) Disclosable Interest Holder's Address: 6465 South Greenwood Plaza Blvd Suite 820 Centennial, CO 80111			
5) Type of Interest in Filer () (refer to Instructions for a list of codes): Direct 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: 50.10
8) Disclosable Interest Holder's Type of Ownership () (refer to instructions for a list of codes): Common Stock: Voting		9) Disclosable Interest Holder's Country of Citizenship or Jurisdiction of Formation: United States	

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

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