

Submitted: 06/20/2007 at 14:44:02

File Number: 0003040113

FCC 603  
Main FormFCC Wireless Telecommunications Bureau  
Application for Assignments of Authorization  
And Transfers of ControlApproved by OMB  
3060 - 0800  
See instructions for  
public burden estimate

## General Information

1) Application Purpose (Select only one) ( AM )	
AA - Assignment of Authorization TC - Transfer of Control	AM - Amendment WD - Withdrawal
NT - Required Notification (For Consummation of an Assignment or Transfer) EX - Request for Extension of Time (To Consummate an Assignment or Transfer)	
2) If this application is for an Amendment (AM) or Withdrawal (WD), enter the File Number of the pending or consented to application currently on file with the FCC.	File Number: 0003040113
3a) Is this application for Assignment of Authorization or Transfer of Control part of a series of applications involving other wireless license(s) held by the licensee, affiliates of the licensee (e.g., parents, subsidiaries, or commonly-controlled entities), or third parties that are not included on this application and for which Commission approval or notification is required?	( Y ) <u>Yes</u> <u>No</u>
3b) If the answer to 3a is 'Y', provide the File Number of the lead application.	File Number: 0003040113
3c) Does this application for Assignment of Authorization or Transfer of Control involve the assignment or transfer of non-wireless licenses/authorizations for which Commission approval or notification is required?	( Y ) <u>Yes</u> <u>No</u>
4) Are attachments being filed with this application?	( Y ) <u>Yes</u> <u>No</u>

## Fees and Waivers

5a) Is the applicant exempt from FCC application fees? If 'Y', attach an exhibit justifying how the applicant is exempt from FCC application fees.	( N ) <u>Yes</u> <u>No</u>
5b) Is a waiver/deferral of the FCC application fees being requested and the application fees are not being submitted in conjunction with this application? If 'Y', attach a date-stamped copy of the request for waiver/deferral of the FCC application fees.	( N ) <u>Yes</u> <u>No</u>
6a) Does this application include a request for waiver of the Commission's rules (other than a request for application fee waivers)? If 'Y', attach an exhibit specifying the rule section(s) for which a waiver is being requested and including a justification for the waiver request.	( N ) <u>Yes</u> <u>No</u>
6b) If 6a is 'Y', enter the number of rule sections involved.	Number of Rule Sections: _____

## Additional Transaction Information

7) Has this application for Assignment of Authorization or Transfer of Control already occurred?	( N ) <u>Yes</u> <u>No</u>
8a) The Assignment of Authorization or Transfer of Control is:	( X ) Voluntary ( ) Involuntary
8b) If 8a is 'Involuntary', provide the date that the event occurred:	(MM/DD/YYYY) ____/____/____
9a) Is this application a <i>pro forma</i> Assignment of Authorization or Transfer of Control?	( N ) <u>Yes</u> <u>No</u>
9b) If 9a is 'Y', is this a post notification that is being filed under the Commission's forbearance procedures pursuant to Section 1.948(c)(1) of the Commission's Rules?	( ) <u>Yes</u> <u>No</u>
9c) If 9b is 'Y', provide the consummation date of the Assignment of Authorization or Transfer of Control.	(MM/DD/YYYY) ____/____/____
10a) Does this application involve the partitioning and/or disaggregation of geographic-area licenses? If 'Y', complete Schedule B and, if applicable, Schedule C.	( ) <u>Yes</u> <u>No</u>
10b) If 10a is 'N', does this application involve the partial assignment of site-based licenses?	( ) <u>Yes</u> <u>No</u>

11) How will/has the Assignment of Authorization or Transfer of Control be/been accomplished? Select One: ( T )

Sale or other assignment of assets

Court order

Reorganization or liquidation

Transfer of stock or other ownership interests

Other (voting trust agreement, management contract, etc.): \_\_\_\_\_

**Designated Entity Information** (If 12a, 12b or 12c is 'Y', Schedule A is required to be completed.)

12a) Does this application for Assignment of Authorization or Transfer of Control involve any licenses that were originally awarded with bidding credits within the last five years?	( N ) <u>Y</u> es <u>N</u> o
12b) Does this application for Assignment of Authorization or Transfer of Control involve any licenses that were originally subject to the Commission's installment payment plan?	( Y ) <u>Y</u> es <u>N</u> o
12c) Does this application for Assignment of Authorization or Transfer of Control involve any licenses that were originally granted pursuant to closed bidding within the last five years?	( N ) <u>Y</u> es <u>N</u> o

**Competition-Related Information**

13) Does this application for Assignment of Authorization or Transfer of Control involve a license(s) that may be used for interconnected mobile voice and/or data services that would, if assigned or transferred, create a geographic overlap with another license(s) in which the Assignee/Transferee already holds direct or indirect interests (of 10 percent or more), either as a licensee or spectrum lessee/sublessee, and that also could be used to provide interconnected mobile voice and/or data services?	( Y ) <u>Y</u> es <u>N</u> o
14a) Does the Assignee/Transferee hold direct or indirect interests (of 10 percent or more) in any entity that already has access to 10 MHz or more spectrum in the Cellular Radiotelephone, broadband PCS, or Specialized Mobile Radio (SMR) services through license(s), lease(s), or sublease(s) in the same geographic area?	( N ) <u>Y</u> es <u>N</u> o
14b) Would/does this application for Assignment of Authorization or Transfer of Control reduce the number of entities providing service (using spectrum in any of the three services listed in item 14a) in the affected market(s)?	( N ) <u>Y</u> es <u>N</u> o

**Broadband Radio Service and Educational Broadband Service Information**

15a) Will the requested facilities be used to provide multichannel video programming?	( ) <u>Y</u> es <u>N</u> o
15b) If 15a is 'Y', does the Assignee/Transferee operate, control or have 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 area of the requested facilities?  If 'Y', provide an exhibit explaining how the Assignee/Transferee complies with Section 27.1202 of the Commission's Rules or justifying a waiver of that rule. If a waiver of the Commission's Rule(s) is being requested, 6a must be answered 'Y'.	( ) <u>Y</u> es <u>N</u> o
16) Does the Assignee/Transferee comply with the programming requirements contained in Section 27.1203 of the Commission's Rules?  If 'N', provide an exhibit explaining how the Assignee/Transferee complies with Section 27.1203 of the Commission's Rules or justifying a waiver of that rule. If a waiver of the Commission's Rule(s) is being requested, 6a must be answered 'Y'.	( ) <u>Y</u> es <u>N</u> o

**Assignor/Licensee Information**

17) Assignor/Licensee is a(n): (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: _____			
18) FCC Registration Number (FRN):0001720101			
19) First Name (if individual):	MI:	Last Name:	Suffix:
20) Legal Entity Name (if not an individual): ALLTEL Communications, Inc.			
21) Attention To: Wireless Regulatory Supervisor			
22) P.O. Box:	<b>And /Or</b>	23) Street Address: One Allied Drive, B2F02-A	
24) City: Little Rock	25) State: AR	26) Zip Code:72202	
27) Telephone Number: (501)905-8555		28) Fax Number: (501)905-6193	
29) E-Mail Address:			

**30) Demographics of Assignor/Licensee (Optional):**

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

**Assignor/Licensee Contact Representative**

31) First Name:	MI:	Last Name:	Suffix:
32) Company Name: ALLTEL Communications, Inc.			
33) Attention To: Wireless Regulatory Supervisor			
34) P.O. Box:	<b>And /Or</b>	35) Street Address: One Allied Drive, B2F02-A	
36) City: Little Rock	37) State: AR	38) Zip Code: 72202	
39) Telephone Number: (501)905-8555		40) Fax Number: (501)905-6193	
41) E-Mail Address:			

**Transferor Information** (for Transfers of Control only)

42) Transferor is a(n): (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: _____			
43) FCC Registration Number (FRN): 0002942159			
44) First Name (if individual):	MI:	Last Name:	Suffix:
45) Legal Entity Name (if not an individual): ALLTEL Corporation			
46) Attention To: Wireless Regulatory Supervisor			
47) P.O. Box:	And /Or	48) Street Address: One Allied Drive	
49) City: Little Rock		50) State: AR	51) Zip Code: 72202
52) Telephone Number: (501)905-8555		53) Fax Number: (501)905-6193	
54) E-Mail Address:			

**55) Demographics of Transferor (Optional):**

<b>Race:</b> <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	<b>Ethnicity:</b> <input type="checkbox"/> Hispanic or Latino <input type="checkbox"/> Not Hispanic or Latino	<b>Gender:</b> <input type="checkbox"/> Male <input type="checkbox"/> Female
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**Transferor Contact Representative**

56) First Name: Cheryl	MI: A	Last Name: Tritt	Suffix:
57) Company Name: Morrison & Foerster LLP			
58) Attention To:			
59) P.O. Box:	And /Or	60) Street Address: 2000 Pennsylvania Ave., NW, Suite 5500	
61) City: Washington		62) State: DC	63) Zip Code: 20006
64) Telephone Number: (202)887-1510		65) Fax Number: (202)887-0763	
66) E-Mail Address:			

**Assignee/Transferee Information**

67) Assignee/Transferee is a(n): (Select One)			
<input type="checkbox"/> Individual	<input type="checkbox"/> Unincorporated Association	<input type="checkbox"/> Trust	<input type="checkbox"/> Government Entity
<input type="checkbox"/> Corporation	<input checked="" 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: _____			
68) FCC Registration Number (FRN): 0016511974			
69) First Name (if individual):	MI:	Last Name:	Suffix:
70) Legal Entity Name (if not an individual): Atlantis Holdings LLC			
71) Attention To: Clive D. Bode, Esq.			
72) Real Party in Interest FCC Registration Number (FRN): 0016511974			
73) Name of Real Party in Interest: Atlantis Holdings LLC			
74) P.O. Box:	<b>And /Or</b>	75) Street Address: 301 Commerce Street, Suite 3300	
76) City: Fort Worth	77) State: TX	78) Zip Code: 76102	
79) Telephone Number: (817)871-4000	80) Fax Number:		
81) E-Mail Address: cbode@tpg.com			

**82) Demographics of Assignee/Transferee (Optional):**

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

**Assignee/Transferee Contact Representative (if other than Assignee/Transferee)**

83) First Name: Kathleen	MI: Q	Last Name: Abernathy	Suffix:
84) Company Name: Akin Gump Strauss Hauer & Feld LLP			
85) Attention To:			
86) P.O. Box:	<b>And /Or</b>	87) Street Address: 1333 New Hampshire Ave., NW	
88) City: Washington	89) State: DC	90) Zip Code: 20036	
91) Telephone Number: (202)887-4125	92) Fax Number: (202)887-4288		
93) E-Mail Address: kabernathy@akingump.com			

**Ownership Disclosure Information**

94a) Is the Assignee/Transferee required to file FCC Form 602, Ownership Disclosure Information for the Wireless Telecommunications Services?	( <input checked="" type="radio"/> ) <b>Yes</b> <input type="radio"/> <b>No</b>
94b) If 94a is 'Y', provide the File Number of the FCC Form 602 that is required to be submitted in conjunction with this application or already on file with the FCC.	File Number: <u>0003079005</u>

**Alien Ownership Information**

95) Is the Assignee/Transferee a foreign government or the representative of any foreign government?	( <input type="radio"/> ) <b>Yes</b> <input checked="" type="radio"/> <b>No</b>
96) Is the Assignee/Transferee an alien or the representative of an alien?	( <input type="radio"/> ) <b>Yes</b> <input checked="" type="radio"/> <b>No</b>
97) Is the Assignee/Transferee a corporation organized under the laws of any foreign government?	( <input type="radio"/> ) <b>Yes</b> <input checked="" type="radio"/> <b>No</b>
98) Is the Assignee/Transferee a corporation of which more than one-fifth of the capital stock is owned of record or voted by aliens or their representatives or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country?	( <input type="radio"/> ) <b>Yes</b> <input checked="" type="radio"/> <b>No</b>
99a) Is the Assignee/Transferee directly or indirectly controlled by any other corporation of which more than one-fourth of the capital stock is owned of record or voted by aliens, their representatives, or by a foreign government or representative thereof, or by any corporation organized under the laws of a foreign country?	( <input type="radio"/> ) <b>Yes</b> <input checked="" type="radio"/> <b>No</b>
99b) If 99a is 'Y', has the Assignee/Transferee 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 application?  If 99b is 'N', attach a date-stamped copy of a request for a foreign ownership ruling pursuant to Section 310(b)(4) of the Communications Act.	( <input type="radio"/> ) <b>Yes</b> <input checked="" type="radio"/> <b>No</b>

**Basic Qualification Information**

100) Has the Assignee/Transferee or any party to this application had any FCC station authorization, license or construction permit revoked or had any application for an initial, modification or renewal of FCC station authorization, license, or construction permit denied by the Commission?	( <input type="radio"/> ) <b>Yes</b> <input checked="" type="radio"/> <b>No</b>
101) Has the Assignee/Transferee or any party to this application, or any party directly or indirectly controlling the Assignee/Transferee ever been convicted of a felony by any state or federal court?	( <input type="radio"/> ) <b>Yes</b> <input checked="" type="radio"/> <b>No</b>
102) Has any court finally adjudged the Assignee/Transferee, or any party directly or indirectly controlling the Assignee/Transferee guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement, or any other means or unfair methods of competition?	( <input type="radio"/> ) <b>Yes</b> <input checked="" type="radio"/> <b>No</b>

**Assignor/Transferor Certification Statements**

- 1) The Assignor/Transferor certifies either that (1) the authorization will not be assigned or that control of the license(s) will not be transferred until the consent of the Federal Communications Commission has been given, or (2) prior Commission consent is not required because the transaction is subject to streamlined notification procedures for *pro forma* assignments and transfers by telecommunications carriers. See Section 1.948(c) (1) of the Commission's Rules.
- 2) The Assignor/Transferor 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.
- 3) The Assignor/Transferor 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.

**Typed or Printed Name of Party Authorized to Sign**

103) First Name: Glenn	MI: S	Last Name: Rabin	Suffix:
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104) Title: VP - Federal Communications Counsel
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Signature: Glenn S Rabin	105) Date: 06/20/2007
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**FAILURE TO SIGN THIS APPLICATION MAY RESULT IN DISMISSAL OF THE APPLICATION AND FORFEITURE OF ANY FEES PAID.  
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).**

### Assignee/Transferee Certification Statements

1)	The Assignee/Transferee certifies either that (1) the authorization(s) will not be assigned or that control of the license(s) will not be transferred until the consent of the Federal Communications Commission has been given, or (2) prior Commission consent is not required because the transaction is subject to streamlined notification procedures for <i>pro forma</i> assignments and transfers by telecommunications carriers. See Section 1.948(c)(1) of the Commission's Rules.
2)	The Assignee/Transferee waives any claim to the use of any particular frequency or of the electromagnetic spectrum as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise, and requests an authorization in accordance with this application.
3)	The Assignee/Transferee certifies that grant of this application would not cause the Assignee or Transferee to be in violation of any pertinent cross-ownership or attribution rules.* *If the Assignee/Transferee 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.
4)	The Assignee/Transferee agrees to assume all obligations and abide by all conditions imposed on the Assignor/Transferor under the subject authorization(s), unless the Federal Communications Commission pursuant to a request made herein otherwise allows, except for liability for any act done by, or any right accrued by, or any suit or proceeding had or commenced against the Assignor/Transferor prior to this assignment/transfer.
5)	The Assignee/Transferee 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.
6)	The Assignee/Transferee certifies that neither it nor any other party to the application is subject to a denial of Federal benefits pursuant to Section 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. See Section 1.2002(b) of the Commission's Rules for the definition of "party to the application" as used in this certification.
7)	The Assignee/Transferee 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.

### Typed or Printed Name of Party Authorized to Sign

106) First Name: Clive	MI: D	Last Name: Bode	Suffix: Esq
107) Title: Vice President			
Signature: Clive D Bode Esq			108) Date: 06/20/2007
<b>FAILURE TO SIGN THIS APPLICATION MAY RESULT IN DISMISSAL OF THE APPLICATION AND FORFEITURE OF ANY FEES PAID.</b>			
<b>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).</b>			



**Authorizations To Be Assigned or Transferred**

108) Call Sign	109) Radio Service Code	110) Location Number	111) Path Number (Microwave only)	112) Frequency Number	113) Lower or Center Frequency (MHz)	114) Upper Frequency (MHz)	115) Constructed Yes / No
KNKA257	CL - Cellular						Y
KNKA275	CL - Cellular						Y
KNKA276	CL - Cellular						Y
KNKA278	CL - Cellular						Y
KNKA283	CL - Cellular						Y
KNKA293	CL - Cellular						Y
KNKA330	CL - Cellular						Y
KNKA387	CL - Cellular						Y
KNKA393	CL - Cellular						Y
KNKA398	CL - Cellular						Y
KNKA407	CL - Cellular						Y
KNKA415	CL - Cellular						Y
KNKA429	CL - Cellular						Y
KNKA432	CL - Cellular						Y
KNKA433	CL - Cellular						Y
KNKA436	CL - Cellular						Y
KNKA489	CL - Cellular						Y
KNKA505	CL - Cellular						Y

108) Call Sign	109) Radio Service Code	110) Location Number	111) Path Number (Microwave only)	112) Frequency Number	113) Lower or Center Frequency (MHz)	114) Upper Frequency (MHz)	115) Constructed Yes / No
KNKA514	CL - Cellular						Y
KNKA524	CL - Cellular						Y
KNKA537	CL - Cellular						Y
KNKA543	CL - Cellular						Y
KNKA548	CL - Cellular						Y
KNKA565	CL - Cellular						Y
KNKA581	CL - Cellular						Y
KNKA599	CL - Cellular						Y
KNKA613	CL - Cellular						Y
KNKA614	CL - Cellular						Y
KNKA634	CL - Cellular						Y
KNKA643	CL - Cellular						Y
KNKA682	CL - Cellular						Y
KNKA690	CL - Cellular						Y
KNKA711	CL - Cellular						Y
KNKA729	CL - Cellular						Y
KNKA752	CL - Cellular						Y
KNKA794	CL - Cellular						Y
KNKB937	CD - Paging and Radiotelephone						Y

108) Call Sign	109) Radio Service Code	110) Location Number	111) Path Number (Microwave only)	112) Frequency Number	113) Lower or Center Frequency (MHz)	114) Upper Frequency (MHz)	115) Constructed Yes / No
KNKB946	CD - Paging and Radiotelephone						Y
KNKC504	CD - Paging and Radiotelephone						Y
KNKC776	CD - Paging and Radiotelephone						Y
KNKD950	CD - Paging and Radiotelephone						Y
KNKD953	CD - Paging and Radiotelephone						Y
KNKL562	CD - Paging and Radiotelephone						Y
KNKL576	CD - Paging and Radiotelephone						Y
KNKL577	CD - Paging and Radiotelephone						Y
KNKL580	CD - Paging and Radiotelephone						Y
KNKL627	CD - Paging and Radiotelephone						Y
KNKL628	CD - Paging and Radiotelephone						Y
KNKL629	CD - Paging and Radiotelephone						Y
KNKL630	CD - Paging and Radiotelephone						Y
KNKL632	CD - Paging and Radiotelephone						Y
KNKN245	CL - Cellular						Y
KNKN251	CL - Cellular						Y
KNKN390	CL - Cellular						Y
KNKN405	CL - Cellular						Y
KNKN415	CL - Cellular						Y

108) Call Sign	109) Radio Service Code	110) Location Number	111) Path Number (Microwave only)	112) Frequency Number	113) Lower or Center Frequency (MHz)	114) Upper Frequency (MHz)	115) Constructed Yes / No
KNKN434	CL - Cellular						Y
KNKN493	CL - Cellular						Y
KNKN495	CL - Cellular						Y
KNKN501	CL - Cellular						Y
KNKN535	CL - Cellular						Y
KNKN542	CL - Cellular						Y
KNKN543	CL - Cellular						Y
KNKN584	CL - Cellular						Y
KNKN585	CL - Cellular						Y
KNKN587	CL - Cellular						Y
KNKN590	CL - Cellular						Y
KNKN591	CL - Cellular						Y
KNKN602	CL - Cellular						Y
KNKN609	CL - Cellular						Y
KNKN617	CL - Cellular						Y
KNKN639	CL - Cellular						Y
KNKN641	CL - Cellular						Y
KNKN643	CL - Cellular						Y
KNKN645	CL - Cellular						Y

108) Call Sign	109) Radio Service Code	110) Location Number	111) Path Number (Microwave only)	112) Frequency Number	113) Lower or Center Frequency (MHz)	114) Upper Frequency (MHz)	115) Constructed Yes / No
KNKN650	CL - Cellular						Y
KNKN681	CL - Cellular						Y
KNKN686	CL - Cellular						Y
KNKN687	CL - Cellular						Y
KNKN690	CL - Cellular						Y
KNKN702	CL - Cellular						Y
KNKN725	CL - Cellular						Y
KNKN736	CL - Cellular						Y
KNKN752	CL - Cellular						Y
KNKN758	CL - Cellular						Y
KNKN767	CL - Cellular						Y
KNKN770	CL - Cellular						Y
KNKN772	CL - Cellular						Y
KNKN789	CL - Cellular						Y
KNKN797	CL - Cellular						Y
KNKN799	CL - Cellular						Y
KNKN801	CL - Cellular						Y
KNKN811	CL - Cellular						Y
KNKN813	CL - Cellular						Y

108) Call Sign	109) Radio Service Code	110) Location Number	111) Path Number (Microwave only)	112) Frequency Number	113) Lower or Center Frequency (MHz)	114) Upper Frequency (MHz)	115) Constructed Yes / No
KNKN815	CL - Cellular						Y
KNKN868	CL - Cellular						Y
KNKN872	CL - Cellular						Y
KNKN877	CL - Cellular						Y
KNKN883	CL - Cellular						Y
KNKN884	CL - Cellular						Y
KNKN913	CL - Cellular						Y
KNKN927	CL - Cellular						Y
KNKN929	CL - Cellular						Y
KNKN931	CL - Cellular						Y
KNKN932	CL - Cellular						Y
KNKN933	CL - Cellular						Y
KNKN934	CL - Cellular						Y
KNKN944	CL - Cellular						Y
KNKN951	CL - Cellular						Y
KNKN952	CL - Cellular						Y
KNKN954	CL - Cellular						Y
KNKN962	CL - Cellular						Y
KNKN967	CL - Cellular						Y

108) Call Sign	109) Radio Service Code	110) Location Number	111) Path Number (Microwave only)	112) Frequency Number	113) Lower or Center Frequency (MHz)	114) Upper Frequency (MHz)	115) Constructed Yes / No
KNKN969	CL - Cellular						Y
KNKN976	CL - Cellular						Y
KNKN977	CL - Cellular						Y
KNKN979	CL - Cellular						Y
KNKN982	CL - Cellular						Y
KNKN987	CL - Cellular						Y
KNKN988	CL - Cellular						Y
KNKN989	CL - Cellular						Y
KNKN991	CL - Cellular						Y
KNKN992	CL - Cellular						Y
KNKO316	CD - Paging and Radiotelephone						Y
KNKP793	CD - Paging and Radiotelephone						Y
KNKQ264	CL - Cellular						Y
KNKQ265	CL - Cellular						Y
KNKQ270	CL - Cellular						Y
KNKQ291	CL - Cellular						Y
KNKQ292	CL - Cellular						Y
KNKQ294	CL - Cellular						Y
KNKQ296	CL - Cellular						Y

108) Call Sign	109) Radio Service Code	110) Location Number	111) Path Number (Microwave only)	112) Frequency Number	113) Lower or Center Frequency (MHz)	114) Upper Frequency (MHz)	115) Constructed Yes / No
KNKQ297	CL - Cellular						Y
KNKQ310	CL - Cellular						Y
KNKQ329	CL - Cellular						Y
KNKQ330	CL - Cellular						Y
KNKQ355	CL - Cellular						Y
KNKQ366	CL - Cellular						Y
KNKQ416	CL - Cellular						Y
KNKR220	CL - Cellular						Y
KNLF883	CW - PCS Broadband						Y
KNLF884	CW - PCS Broadband						Y
KNLG203	CW - PCS Broadband						Y
KNLG210	CW - PCS Broadband						Y
KNLG283	CW - PCS Broadband						Y
KNLG287	CW - PCS Broadband						Y
KNLG289	CW - PCS Broadband						Y
KNLG290	CW - PCS Broadband						Y
KNLG291	CW - PCS Broadband						Y
KNLG292	CW - PCS Broadband						Y
KNLG295	CW - PCS Broadband						Y



108) Call Sign	109) Radio Service Code	110) Location Number	111) Path Number (Microwave only)	112) Frequency Number	113) Lower or Center Frequency (MHz)	114) Upper Frequency (MHz)	115) Constructed Yes / No
KNLG296	CW - PCS Broadband						Y
KNLG298	CW - PCS Broadband						Y
KNLG299	CW - PCS Broadband						Y
KNLG300	CW - PCS Broadband						Y
KNLG302	CW - PCS Broadband						Y
KNLG303	CW - PCS Broadband						Y
KNLG307	CW - PCS Broadband						Y
KNLG308	CW - PCS Broadband						Y
KNLG309	CW - PCS Broadband						Y
KNLG310	CW - PCS Broadband						Y
KNLG311	CW - PCS Broadband						Y
KNLG312	CW - PCS Broadband						Y
KNLG313	CW - PCS Broadband						Y
KNLG314	CW - PCS Broadband						Y
KNLG316	CW - PCS Broadband						Y
KNLG317	CW - PCS Broadband						Y
KNLG319	CW - PCS Broadband						Y
KNLG323	CW - PCS Broadband						Y
KNLG328	CW - PCS Broadband						Y

108) Call Sign	109) Radio Service Code	110) Location Number	111) Path Number (Microwave only)	112) Frequency Number	113) Lower or Center Frequency (MHz)	114) Upper Frequency (MHz)	115) Constructed Yes / No
KNLG330	CW - PCS Broadband						Y
KNLG332	CW - PCS Broadband						Y
KNLG333	CW - PCS Broadband						Y
KNLG335	CW - PCS Broadband						Y
KNLG337	CW - PCS Broadband						Y
KNLG338	CW - PCS Broadband						Y
KNLG339	CW - PCS Broadband						Y
KNLG342	CW - PCS Broadband						Y
KNLG344	CW - PCS Broadband						Y
KNLG346	CW - PCS Broadband						Y
KNLG347	CW - PCS Broadband						Y
KNLG348	CW - PCS Broadband						Y
KNLG351	CW - PCS Broadband						Y
KNLG352	CW - PCS Broadband						Y
KNLH421	CW - PCS Broadband						Y
KNLH422	CW - PCS Broadband						Y
WHA620	CF - Common Carrier Fixed Point to Point Microwave						Y
WHA621	CF - Common Carrier Fixed Point to Point Microwave						Y
WHA626	CF - Common Carrier Fixed Point to Point Microwave						Y

108) Call Sign	109) Radio Service Code	110) Location Number	111) Path Number (Microwave only)	112) Frequency Number	113) Lower or Center Frequency (MHz)	114) Upper Frequency (MHz)	115) Constructed Yes / No
WHB507	CF - Common Carrier Fixed Point to Point Microwave						Y
WHB534	CF - Common Carrier Fixed Point to Point Microwave						Y
WHB535	CF - Common Carrier Fixed Point to Point Microwave						Y
WHB567	CF - Common Carrier Fixed Point to Point Microwave						Y
WHB571	CF - Common Carrier Fixed Point to Point Microwave						Y
WHB575	CF - Common Carrier Fixed Point to Point Microwave						Y
WHB578	CF - Common Carrier Fixed Point to Point Microwave						Y
WHB596	CF - Common Carrier Fixed Point to Point Microwave						Y
WHC901	CF - Common Carrier Fixed Point to Point Microwave						Y
WHC903	CF - Common Carrier Fixed Point to Point Microwave						Y
WHC904	CF - Common Carrier Fixed Point to Point Microwave						Y
WHC959	CF - Common Carrier Fixed Point to Point Microwave						Y
WHC960	CF - Common Carrier Fixed Point to Point Microwave						Y
WHD205	CF - Common Carrier Fixed Point to Point Microwave						Y
WHD206	CF - Common Carrier Fixed Point to Point Microwave						Y
WHF572	CF - Common Carrier Fixed Point to Point Microwave						Y
WLA822	CF - Common Carrier Fixed Point to Point Microwave						Y
WLB835	CF - Common Carrier Fixed Point to Point Microwave						Y
WLB836	CF - Common Carrier Fixed Point to Point Microwave						Y

108) Call Sign	109) Radio Service Code	110) Location Number	111) Path Number (Microwave only)	112) Frequency Number	113) Lower or Center Frequency (MHz)	114) Upper Frequency (MHz)	115) Constructed Yes / No
WLB837	CF - Common Carrier Fixed Point to Point Microwave						Y
WLB838	CF - Common Carrier Fixed Point to Point Microwave						Y
WLB839	CF - Common Carrier Fixed Point to Point Microwave						Y
WLB840	CF - Common Carrier Fixed Point to Point Microwave						Y
WLC268	CF - Common Carrier Fixed Point to Point Microwave						Y
WLC271	CF - Common Carrier Fixed Point to Point Microwave						Y
WLC272	CF - Common Carrier Fixed Point to Point Microwave						Y
WLC273	CF - Common Carrier Fixed Point to Point Microwave						Y
WLC471	CF - Common Carrier Fixed Point to Point Microwave						Y
WLC472	CF - Common Carrier Fixed Point to Point Microwave						Y
WLC473	CF - Common Carrier Fixed Point to Point Microwave						Y
WLC474	CF - Common Carrier Fixed Point to Point Microwave						Y
WLC681	CF - Common Carrier Fixed Point to Point Microwave						Y
WLC685	CF - Common Carrier Fixed Point to Point Microwave						Y
WLK720	CF - Common Carrier Fixed Point to Point Microwave						Y
WLK722	CF - Common Carrier Fixed Point to Point Microwave						Y
WLK870	CF - Common Carrier Fixed Point to Point Microwave						Y
WLK871	CF - Common Carrier Fixed Point to Point Microwave						Y
WLK872	CF - Common Carrier Fixed Point to Point Microwave						Y

108) Call Sign	109) Radio Service Code	110) Location Number	111) Path Number (Microwave only)	112) Frequency Number	113) Lower or Center Frequency (MHz)	114) Upper Frequency (MHz)	115) Constructed Yes / No
WLK873	CF - Common Carrier Fixed Point to Point Microwave						Y
WLK876	CF - Common Carrier Fixed Point to Point Microwave						Y
WLK950	CF - Common Carrier Fixed Point to Point Microwave						Y
WLK965	CF - Common Carrier Fixed Point to Point Microwave						Y
WLK966	CF - Common Carrier Fixed Point to Point Microwave						Y
WLL278	CF - Common Carrier Fixed Point to Point Microwave						Y
WLL279	CF - Common Carrier Fixed Point to Point Microwave						Y
WLL280	CF - Common Carrier Fixed Point to Point Microwave						Y
WLL281	CF - Common Carrier Fixed Point to Point Microwave						Y
WLL282	CF - Common Carrier Fixed Point to Point Microwave						Y
WLL308	CF - Common Carrier Fixed Point to Point Microwave						Y
WLL309	CF - Common Carrier Fixed Point to Point Microwave						Y
WLL445	CF - Common Carrier Fixed Point to Point Microwave						Y
WLL446	CF - Common Carrier Fixed Point to Point Microwave						Y
WLM368	CF - Common Carrier Fixed Point to Point Microwave						Y
WLM370	CF - Common Carrier Fixed Point to Point Microwave						Y
WLM371	CF - Common Carrier Fixed Point to Point Microwave						Y
WLM372	CF - Common Carrier Fixed Point to Point Microwave						Y
WLM624	CF - Common Carrier Fixed Point to Point Microwave						Y

108) Call Sign	109) Radio Service Code	110) Location Number	111) Path Number (Microwave only)	112) Frequency Number	113) Lower or Center Frequency (MHz)	114) Upper Frequency (MHz)	115) Constructed Yes / No
WLM775	CF - Common Carrier Fixed Point to Point Microwave						Y
WLM810	CF - Common Carrier Fixed Point to Point Microwave						Y
WLM811	CF - Common Carrier Fixed Point to Point Microwave						Y
WLN348	CF - Common Carrier Fixed Point to Point Microwave						Y
WLN349	CF - Common Carrier Fixed Point to Point Microwave						Y
WLN351	CF - Common Carrier Fixed Point to Point Microwave						Y
WLN515	CF - Common Carrier Fixed Point to Point Microwave						Y
WLN518	CF - Common Carrier Fixed Point to Point Microwave						Y
WLN519	CF - Common Carrier Fixed Point to Point Microwave						Y
WLN596	CF - Common Carrier Fixed Point to Point Microwave						Y
WLN597	CF - Common Carrier Fixed Point to Point Microwave						Y
WLN598	CF - Common Carrier Fixed Point to Point Microwave						Y
WLN627	CF - Common Carrier Fixed Point to Point Microwave						Y
WLN684	CF - Common Carrier Fixed Point to Point Microwave						Y
WLN685	CF - Common Carrier Fixed Point to Point Microwave						Y
WLN686	CF - Common Carrier Fixed Point to Point Microwave						Y
WLN946	CF - Common Carrier Fixed Point to Point Microwave						Y
WLR213	CF - Common Carrier Fixed Point to Point Microwave						Y
WLR235	CF - Common Carrier Fixed Point to Point Microwave						Y

108) Call Sign	109) Radio Service Code	110) Location Number	111) Path Number (Microwave only)	112) Frequency Number	113) Lower or Center Frequency (MHz)	114) Upper Frequency (MHz)	115) Constructed Yes / No
WLR236	CF - Common Carrier Fixed Point to Point Microwave						Y
WLR243	CF - Common Carrier Fixed Point to Point Microwave						Y
WLR244	CF - Common Carrier Fixed Point to Point Microwave						Y
WLR280	CF - Common Carrier Fixed Point to Point Microwave						Y
WLR281	CF - Common Carrier Fixed Point to Point Microwave						Y
WLR282	CF - Common Carrier Fixed Point to Point Microwave						Y
WLR283	CF - Common Carrier Fixed Point to Point Microwave						Y
WLR284	CF - Common Carrier Fixed Point to Point Microwave						Y
WLR314	CF - Common Carrier Fixed Point to Point Microwave						Y
WLR315	CF - Common Carrier Fixed Point to Point Microwave						Y
WLR316	CF - Common Carrier Fixed Point to Point Microwave						Y
WLR317	CF - Common Carrier Fixed Point to Point Microwave						Y
WLS514	CF - Common Carrier Fixed Point to Point Microwave						Y
WLS515	CF - Common Carrier Fixed Point to Point Microwave						Y
WLS516	CF - Common Carrier Fixed Point to Point Microwave						Y
WLS523	CF - Common Carrier Fixed Point to Point Microwave						Y
WLS571	CF - Common Carrier Fixed Point to Point Microwave						Y
WLS612	CF - Common Carrier Fixed Point to Point Microwave						Y
WLS709	CF - Common Carrier Fixed Point to Point Microwave						Y

108) Call Sign	109) Radio Service Code	110) Location Number	111) Path Number (Microwave only)	112) Frequency Number	113) Lower or Center Frequency (MHz)	114) Upper Frequency (MHz)	115) Constructed Yes / No
WLS762	CF - Common Carrier Fixed Point to Point Microwave						Y
WLS815	CF - Common Carrier Fixed Point to Point Microwave						Y
WLT377	CF - Common Carrier Fixed Point to Point Microwave						Y
WLT378	CF - Common Carrier Fixed Point to Point Microwave						Y
WLT441	CF - Common Carrier Fixed Point to Point Microwave						Y
WLT522	CF - Common Carrier Fixed Point to Point Microwave						Y
WLT523	CF - Common Carrier Fixed Point to Point Microwave						Y
WLT693	CF - Common Carrier Fixed Point to Point Microwave						Y
WLT694	CF - Common Carrier Fixed Point to Point Microwave						Y
WLT801	CF - Common Carrier Fixed Point to Point Microwave						Y
WLT802	CF - Common Carrier Fixed Point to Point Microwave						Y
WLT803	CF - Common Carrier Fixed Point to Point Microwave						Y
WLT804	CF - Common Carrier Fixed Point to Point Microwave						Y
WLT915	CF - Common Carrier Fixed Point to Point Microwave						Y
WLT951	CF - Common Carrier Fixed Point to Point Microwave						Y
WLU640	CF - Common Carrier Fixed Point to Point Microwave						Y
WLU641	CF - Common Carrier Fixed Point to Point Microwave						Y
WLU642	CF - Common Carrier Fixed Point to Point Microwave						Y
WLU643	CF - Common Carrier Fixed Point to Point Microwave						Y



108) Call Sign	109) Radio Service Code	110) Location Number	111) Path Number (Microwave only)	112) Frequency Number	113) Lower or Center Frequency (MHz)	114) Upper Frequency (MHz)	115) Constructed Yes / No
WLU644	CF - Common Carrier Fixed Point to Point Microwave						Y
WLU645	CF - Common Carrier Fixed Point to Point Microwave						Y
WLU646	CF - Common Carrier Fixed Point to Point Microwave						Y
WLU693	CF - Common Carrier Fixed Point to Point Microwave						Y
WLU701	CF - Common Carrier Fixed Point to Point Microwave						Y
WLU707	CF - Common Carrier Fixed Point to Point Microwave						Y
WLU857	CF - Common Carrier Fixed Point to Point Microwave						Y
WLU858	CF - Common Carrier Fixed Point to Point Microwave						Y
WLU860	CF - Common Carrier Fixed Point to Point Microwave						Y
WLU861	CF - Common Carrier Fixed Point to Point Microwave						Y
WLU908	CF - Common Carrier Fixed Point to Point Microwave						Y
WLU910	CF - Common Carrier Fixed Point to Point Microwave						Y
WLU937	CF - Common Carrier Fixed Point to Point Microwave						Y
WLV298	CF - Common Carrier Fixed Point to Point Microwave						Y
WLV349	CF - Common Carrier Fixed Point to Point Microwave						Y
WLV353	CF - Common Carrier Fixed Point to Point Microwave						Y
WLV415	CF - Common Carrier Fixed Point to Point Microwave						Y
WLV455	CF - Common Carrier Fixed Point to Point Microwave						Y
WLV499	CF - Common Carrier Fixed Point to Point Microwave						Y

108) Call Sign	109) Radio Service Code	110) Location Number	111) Path Number (Microwave only)	112) Frequency Number	113) Lower or Center Frequency (MHz)	114) Upper Frequency (MHz)	115) Constructed Yes / No
WLV527	CF - Common Carrier Fixed Point to Point Microwave						Y
WLV531	CF - Common Carrier Fixed Point to Point Microwave						Y
WLV577	CF - Common Carrier Fixed Point to Point Microwave						Y
WLV630	CF - Common Carrier Fixed Point to Point Microwave						Y
WLV725	CF - Common Carrier Fixed Point to Point Microwave						Y
WLV726	CF - Common Carrier Fixed Point to Point Microwave						Y
WLV746	CF - Common Carrier Fixed Point to Point Microwave						Y
WLV756	CF - Common Carrier Fixed Point to Point Microwave						Y
WLV765	CF - Common Carrier Fixed Point to Point Microwave						Y
WLV766	CF - Common Carrier Fixed Point to Point Microwave						Y
WLV776	CF - Common Carrier Fixed Point to Point Microwave						Y
WLV827	CF - Common Carrier Fixed Point to Point Microwave						Y
WLV828	CF - Common Carrier Fixed Point to Point Microwave						Y
WLV876	CF - Common Carrier Fixed Point to Point Microwave						Y
WLV878	CF - Common Carrier Fixed Point to Point Microwave						Y
WLW301	CF - Common Carrier Fixed Point to Point Microwave						Y
WLW341	CF - Common Carrier Fixed Point to Point Microwave						Y
WLW342	CF - Common Carrier Fixed Point to Point Microwave						Y
WLW344	CF - Common Carrier Fixed Point to Point Microwave						Y

108) Call Sign	109) Radio Service Code	110) Location Number	111) Path Number (Microwave only)	112) Frequency Number	113) Lower or Center Frequency (MHz)	114) Upper Frequency (MHz)	115) Constructed Yes / No
WLW345	CF - Common Carrier Fixed Point to Point Microwave						Y
WLW346	CF - Common Carrier Fixed Point to Point Microwave						Y
WLW347	CF - Common Carrier Fixed Point to Point Microwave						Y
WLW348	CF - Common Carrier Fixed Point to Point Microwave						Y
WLW349	CF - Common Carrier Fixed Point to Point Microwave						Y
WLW350	CF - Common Carrier Fixed Point to Point Microwave						Y
WLW351	CF - Common Carrier Fixed Point to Point Microwave						Y
WLW394	CF - Common Carrier Fixed Point to Point Microwave						Y
WLW395	CF - Common Carrier Fixed Point to Point Microwave						Y
WLW433	CF - Common Carrier Fixed Point to Point Microwave						Y
WLW497	CF - Common Carrier Fixed Point to Point Microwave						Y
WLW498	CF - Common Carrier Fixed Point to Point Microwave						Y
WLW499	CF - Common Carrier Fixed Point to Point Microwave						Y
WLW500	CF - Common Carrier Fixed Point to Point Microwave						Y
WLW514	CF - Common Carrier Fixed Point to Point Microwave						Y
WLW515	CF - Common Carrier Fixed Point to Point Microwave						Y
WLW583	CF - Common Carrier Fixed Point to Point Microwave						Y
WLW584	CF - Common Carrier Fixed Point to Point Microwave						Y
WLW686	CF - Common Carrier Fixed Point to Point Microwave						Y

108) Call Sign	109) Radio Service Code	110) Location Number	111) Path Number (Microwave only)	112) Frequency Number	113) Lower or Center Frequency (MHz)	114) Upper Frequency (MHz)	115) Constructed Yes / No
WLW689	CF - Common Carrier Fixed Point to Point Microwave						Y
WLW708	CF - Common Carrier Fixed Point to Point Microwave						Y
WLW711	CF - Common Carrier Fixed Point to Point Microwave						Y
WMG769	CF - Common Carrier Fixed Point to Point Microwave						Y
WMG770	CF - Common Carrier Fixed Point to Point Microwave						Y
WMG775	CF - Common Carrier Fixed Point to Point Microwave						Y
WMG818	CF - Common Carrier Fixed Point to Point Microwave						Y
WMG819	CF - Common Carrier Fixed Point to Point Microwave						Y
WMG820	CF - Common Carrier Fixed Point to Point Microwave						Y
WMG863	CF - Common Carrier Fixed Point to Point Microwave						Y
WMG873	CF - Common Carrier Fixed Point to Point Microwave						Y
WMG874	CF - Common Carrier Fixed Point to Point Microwave						Y
WMI769	CF - Common Carrier Fixed Point to Point Microwave						Y
WMJ212	CF - Common Carrier Fixed Point to Point Microwave						Y
WMJ213	CF - Common Carrier Fixed Point to Point Microwave						Y
WMJ214	CF - Common Carrier Fixed Point to Point Microwave						Y
WMJ217	CF - Common Carrier Fixed Point to Point Microwave						Y
WMJ234	CF - Common Carrier Fixed Point to Point Microwave						Y
WMJ235	CF - Common Carrier Fixed Point to Point Microwave						Y

108) Call Sign	109) Radio Service Code	110) Location Number	111) Path Number (Microwave only)	112) Frequency Number	113) Lower or Center Frequency (MHz)	114) Upper Frequency (MHz)	115) Constructed Yes / No
WMJ253	CF - Common Carrier Fixed Point to Point Microwave						Y
WMJ260	CF - Common Carrier Fixed Point to Point Microwave						Y
WMJ261	CF - Common Carrier Fixed Point to Point Microwave						Y
WMJ272	CF - Common Carrier Fixed Point to Point Microwave						Y
WMJ347	CF - Common Carrier Fixed Point to Point Microwave						Y
WMJ348	CF - Common Carrier Fixed Point to Point Microwave						Y
WMJ373	CF - Common Carrier Fixed Point to Point Microwave						Y
WMJ423	CF - Common Carrier Fixed Point to Point Microwave						Y
WMJ424	CF - Common Carrier Fixed Point to Point Microwave						Y
WMJ445	CF - Common Carrier Fixed Point to Point Microwave						Y
WMJ446	CF - Common Carrier Fixed Point to Point Microwave						Y
WMJ472	CF - Common Carrier Fixed Point to Point Microwave						Y
WMJ489	CF - Common Carrier Fixed Point to Point Microwave						Y
WMJ490	CF - Common Carrier Fixed Point to Point Microwave						Y
WMJ491	CF - Common Carrier Fixed Point to Point Microwave						Y
WMJ651	CF - Common Carrier Fixed Point to Point Microwave						Y
WMJ652	CF - Common Carrier Fixed Point to Point Microwave						Y
WMJ655	CF - Common Carrier Fixed Point to Point Microwave						Y
WMJ699	CF - Common Carrier Fixed Point to Point Microwave						Y

108) Call Sign	109) Radio Service Code	110) Location Number	111) Path Number (Microwave only)	112) Frequency Number	113) Lower or Center Frequency (MHz)	114) Upper Frequency (MHz)	115) Constructed Yes / No
WMJ700	CF - Common Carrier Fixed Point to Point Microwave						Y
WMJ749	CF - Common Carrier Fixed Point to Point Microwave						Y
WMJ854	CF - Common Carrier Fixed Point to Point Microwave						Y
WMJ857	CF - Common Carrier Fixed Point to Point Microwave						Y
WMJ883	CF - Common Carrier Fixed Point to Point Microwave						Y
WMJ886	CF - Common Carrier Fixed Point to Point Microwave						Y
WMJ891	CF - Common Carrier Fixed Point to Point Microwave						Y
WMJ931	CF - Common Carrier Fixed Point to Point Microwave						Y
WMJ934	CF - Common Carrier Fixed Point to Point Microwave						Y
WMJ938	CF - Common Carrier Fixed Point to Point Microwave						Y
WMJ939	CF - Common Carrier Fixed Point to Point Microwave						Y
WMJ942	CF - Common Carrier Fixed Point to Point Microwave						Y
WMJ943	CF - Common Carrier Fixed Point to Point Microwave						Y
WMJ944	CF - Common Carrier Fixed Point to Point Microwave						Y
WMJ946	CF - Common Carrier Fixed Point to Point Microwave						Y
WMJ948	CF - Common Carrier Fixed Point to Point Microwave						Y
WMJ949	CF - Common Carrier Fixed Point to Point Microwave						Y
WMJ950	CF - Common Carrier Fixed Point to Point Microwave						Y
WMJ952	CF - Common Carrier Fixed Point to Point Microwave						Y

108) Call Sign	109) Radio Service Code	110) Location Number	111) Path Number (Microwave only)	112) Frequency Number	113) Lower or Center Frequency (MHz)	114) Upper Frequency (MHz)	115) Constructed Yes / No
WMJ956	CF - Common Carrier Fixed Point to Point Microwave						Y
WMJ967	CF - Common Carrier Fixed Point to Point Microwave						Y
WMJ970	CF - Common Carrier Fixed Point to Point Microwave						Y
WMK274	CF - Common Carrier Fixed Point to Point Microwave						Y
WMK275	CF - Common Carrier Fixed Point to Point Microwave						Y
WMK276	CF - Common Carrier Fixed Point to Point Microwave						Y
WMK662	CF - Common Carrier Fixed Point to Point Microwave						Y
WMK663	CF - Common Carrier Fixed Point to Point Microwave						Y
WMK664	CF - Common Carrier Fixed Point to Point Microwave						Y
WMK730	CF - Common Carrier Fixed Point to Point Microwave						Y
WMK731	CF - Common Carrier Fixed Point to Point Microwave						Y
WMK733	CF - Common Carrier Fixed Point to Point Microwave						Y
WMK734	CF - Common Carrier Fixed Point to Point Microwave						Y
WMK856	CF - Common Carrier Fixed Point to Point Microwave						Y
WMK857	CF - Common Carrier Fixed Point to Point Microwave						Y
WMK859	CF - Common Carrier Fixed Point to Point Microwave						Y
WMK995	CF - Common Carrier Fixed Point to Point Microwave						Y
WMK996	CF - Common Carrier Fixed Point to Point Microwave						Y
WML236	CF - Common Carrier Fixed Point to Point Microwave						Y

108) Call Sign	109) Radio Service Code	110) Location Number	111) Path Number (Microwave only)	112) Frequency Number	113) Lower or Center Frequency (MHz)	114) Upper Frequency (MHz)	115) Constructed Yes / No
WML239	CF - Common Carrier Fixed Point to Point Microwave						Y
WML240	CF - Common Carrier Fixed Point to Point Microwave						Y
WML243	CF - Common Carrier Fixed Point to Point Microwave						Y
WML244	CF - Common Carrier Fixed Point to Point Microwave						Y
WML245	CF - Common Carrier Fixed Point to Point Microwave						Y
WML495	CF - Common Carrier Fixed Point to Point Microwave						Y
WML496	CF - Common Carrier Fixed Point to Point Microwave						Y
WML497	CF - Common Carrier Fixed Point to Point Microwave						Y
WML543	CF - Common Carrier Fixed Point to Point Microwave						Y
WML807	CF - Common Carrier Fixed Point to Point Microwave						Y
WML829	CF - Common Carrier Fixed Point to Point Microwave						Y
WML838	CF - Common Carrier Fixed Point to Point Microwave						Y
WML839	CF - Common Carrier Fixed Point to Point Microwave						Y
WML912	CF - Common Carrier Fixed Point to Point Microwave						Y
WML916	CF - Common Carrier Fixed Point to Point Microwave						Y
WML917	CF - Common Carrier Fixed Point to Point Microwave						Y
WML952	CF - Common Carrier Fixed Point to Point Microwave						Y
WMM363	CF - Common Carrier Fixed Point to Point Microwave						Y
WMM364	CF - Common Carrier Fixed Point to Point Microwave						Y



108) Call Sign	109) Radio Service Code	110) Location Number	111) Path Number (Microwave only)	112) Frequency Number	113) Lower or Center Frequency (MHz)	114) Upper Frequency (MHz)	115) Constructed Yes / No
WMM381	CF - Common Carrier Fixed Point to Point Microwave						Y
WMM383	CF - Common Carrier Fixed Point to Point Microwave						Y
WMM397	CF - Common Carrier Fixed Point to Point Microwave						Y
WMM398	CF - Common Carrier Fixed Point to Point Microwave						Y
WMM434	CF - Common Carrier Fixed Point to Point Microwave						Y
WMM451	CF - Common Carrier Fixed Point to Point Microwave						Y
WMM487	CF - Common Carrier Fixed Point to Point Microwave						Y
WMM488	CF - Common Carrier Fixed Point to Point Microwave						Y
WMM688	CF - Common Carrier Fixed Point to Point Microwave						Y
WMM690	CF - Common Carrier Fixed Point to Point Microwave						Y
WMM873	CF - Common Carrier Fixed Point to Point Microwave						Y
WMM874	CF - Common Carrier Fixed Point to Point Microwave						Y
WMM875	CF - Common Carrier Fixed Point to Point Microwave						Y
WMM876	CF - Common Carrier Fixed Point to Point Microwave						Y
WMM877	CF - Common Carrier Fixed Point to Point Microwave						Y
WMM878	CF - Common Carrier Fixed Point to Point Microwave						Y
WMM879	CF - Common Carrier Fixed Point to Point Microwave						Y
WMM884	CF - Common Carrier Fixed Point to Point Microwave						Y
WMM928	CF - Common Carrier Fixed Point to Point Microwave						Y

108) Call Sign	109) Radio Service Code	110) Location Number	111) Path Number (Microwave only)	112) Frequency Number	113) Lower or Center Frequency (MHz)	114) Upper Frequency (MHz)	115) Constructed Yes / No
WMM975	CF - Common Carrier Fixed Point to Point Microwave						Y
WMM979	CF - Common Carrier Fixed Point to Point Microwave						Y
WMM980	CF - Common Carrier Fixed Point to Point Microwave						Y
WMN224	CF - Common Carrier Fixed Point to Point Microwave						Y
WMN225	CF - Common Carrier Fixed Point to Point Microwave						Y
WMN354	CF - Common Carrier Fixed Point to Point Microwave						Y
WMN355	CF - Common Carrier Fixed Point to Point Microwave						Y
WMN357	CF - Common Carrier Fixed Point to Point Microwave						Y
WMN407	CF - Common Carrier Fixed Point to Point Microwave						Y
WMN408	CF - Common Carrier Fixed Point to Point Microwave						Y
WMN469	CF - Common Carrier Fixed Point to Point Microwave						Y
WMN510	CF - Common Carrier Fixed Point to Point Microwave						Y
WMN575	CF - Common Carrier Fixed Point to Point Microwave						Y
WMN585	CF - Common Carrier Fixed Point to Point Microwave						Y
WMN598	CF - Common Carrier Fixed Point to Point Microwave						Y
WMN623	CF - Common Carrier Fixed Point to Point Microwave						Y
WMN757	CF - Common Carrier Fixed Point to Point Microwave						Y
WMN758	CF - Common Carrier Fixed Point to Point Microwave						Y
WMN789	CF - Common Carrier Fixed Point to Point Microwave						Y

108) Call Sign	109) Radio Service Code	110) Location Number	111) Path Number (Microwave only)	112) Frequency Number	113) Lower or Center Frequency (MHz)	114) Upper Frequency (MHz)	115) Constructed Yes / No
WMN858	CF - Common Carrier Fixed Point to Point Microwave						Y
WMN867	CF - Common Carrier Fixed Point to Point Microwave						Y
WMN871	CF - Common Carrier Fixed Point to Point Microwave						Y
WMN872	CF - Common Carrier Fixed Point to Point Microwave						Y
WMN889	CF - Common Carrier Fixed Point to Point Microwave						Y
WMN896	CF - Common Carrier Fixed Point to Point Microwave						Y
WMN897	CF - Common Carrier Fixed Point to Point Microwave						Y
WMN898	CF - Common Carrier Fixed Point to Point Microwave						Y
WMP339	CF - Common Carrier Fixed Point to Point Microwave						Y
WMQ229	CF - Common Carrier Fixed Point to Point Microwave						Y
WMQ251	CF - Common Carrier Fixed Point to Point Microwave						Y
WMQ277	CF - Common Carrier Fixed Point to Point Microwave						Y
WMQ283	CF - Common Carrier Fixed Point to Point Microwave						Y
WMQ294	CF - Common Carrier Fixed Point to Point Microwave						Y
WMQ306	CF - Common Carrier Fixed Point to Point Microwave						Y
WMQ307	CF - Common Carrier Fixed Point to Point Microwave						Y
WMQ361	CF - Common Carrier Fixed Point to Point Microwave						Y
WMQ417	CF - Common Carrier Fixed Point to Point Microwave						Y
WMQ418	CF - Common Carrier Fixed Point to Point Microwave						Y

108) Call Sign	109) Radio Service Code	110) Location Number	111) Path Number (Microwave only)	112) Frequency Number	113) Lower or Center Frequency (MHz)	114) Upper Frequency (MHz)	115) Constructed Yes / No
WMQ435	CF - Common Carrier Fixed Point to Point Microwave						Y
WMQ437	CF - Common Carrier Fixed Point to Point Microwave						Y
WMQ438	CF - Common Carrier Fixed Point to Point Microwave						Y
WMQ439	CF - Common Carrier Fixed Point to Point Microwave						Y
WMQ441	CF - Common Carrier Fixed Point to Point Microwave						Y
WMQ442	CF - Common Carrier Fixed Point to Point Microwave						Y
WMQ443	CF - Common Carrier Fixed Point to Point Microwave						Y
WMQ444	CF - Common Carrier Fixed Point to Point Microwave						Y
WMQ485	CF - Common Carrier Fixed Point to Point Microwave						Y
WMQ489	CF - Common Carrier Fixed Point to Point Microwave						Y
WMQ499	CF - Common Carrier Fixed Point to Point Microwave						Y
WMQ506	CF - Common Carrier Fixed Point to Point Microwave						Y
WMQ507	CF - Common Carrier Fixed Point to Point Microwave						Y
WMQ508	CF - Common Carrier Fixed Point to Point Microwave						Y
WMQ521	CF - Common Carrier Fixed Point to Point Microwave						Y
WMQ522	CF - Common Carrier Fixed Point to Point Microwave						Y
WMQ550	CF - Common Carrier Fixed Point to Point Microwave						Y
WMQ584	CF - Common Carrier Fixed Point to Point Microwave						Y
WMQ595	CF - Common Carrier Fixed Point to Point Microwave						Y

108) Call Sign	109) Radio Service Code	110) Location Number	111) Path Number (Microwave only)	112) Frequency Number	113) Lower or Center Frequency (MHz)	114) Upper Frequency (MHz)	115) Constructed Yes / No
WMQ643	CF - Common Carrier Fixed Point to Point Microwave						Y
WMQ664	CF - Common Carrier Fixed Point to Point Microwave						Y
WMQ665	CF - Common Carrier Fixed Point to Point Microwave						Y
WMQ689	CF - Common Carrier Fixed Point to Point Microwave						Y
WMQ692	CF - Common Carrier Fixed Point to Point Microwave						Y
WMQ693	CF - Common Carrier Fixed Point to Point Microwave						Y
WMQ766	CF - Common Carrier Fixed Point to Point Microwave						Y
WMQ835	CF - Common Carrier Fixed Point to Point Microwave						Y
WMQ865	CF - Common Carrier Fixed Point to Point Microwave						Y
WMQ973	CF - Common Carrier Fixed Point to Point Microwave						Y
WMQ974	CF - Common Carrier Fixed Point to Point Microwave						Y
WMR244	CF - Common Carrier Fixed Point to Point Microwave						Y
WMR247	CF - Common Carrier Fixed Point to Point Microwave						Y
WMR248	CF - Common Carrier Fixed Point to Point Microwave						Y
WMR389	CF - Common Carrier Fixed Point to Point Microwave						Y
WMR478	CF - Common Carrier Fixed Point to Point Microwave						Y
WMR570	CF - Common Carrier Fixed Point to Point Microwave						Y
WMR581	CF - Common Carrier Fixed Point to Point Microwave						Y
WMR701	CF - Common Carrier Fixed Point to Point Microwave						Y

108) Call Sign	109) Radio Service Code	110) Location Number	111) Path Number (Microwave only)	112) Frequency Number	113) Lower or Center Frequency (MHz)	114) Upper Frequency (MHz)	115) Constructed Yes / No
WMR781	CF - Common Carrier Fixed Point to Point Microwave						Y
WMR855	CF - Common Carrier Fixed Point to Point Microwave						Y
WMR887	CF - Common Carrier Fixed Point to Point Microwave						Y
WMR974	CF - Common Carrier Fixed Point to Point Microwave						Y
WMS210	CF - Common Carrier Fixed Point to Point Microwave						Y
WMS288	CF - Common Carrier Fixed Point to Point Microwave						Y
WMS290	CF - Common Carrier Fixed Point to Point Microwave						Y
WMS332	CF - Common Carrier Fixed Point to Point Microwave						Y
WMS333	CF - Common Carrier Fixed Point to Point Microwave						Y
WMS334	CF - Common Carrier Fixed Point to Point Microwave						Y
WMS335	CF - Common Carrier Fixed Point to Point Microwave						Y
WMS336	CF - Common Carrier Fixed Point to Point Microwave						Y
WMS346	CF - Common Carrier Fixed Point to Point Microwave						Y
WMS373	CF - Common Carrier Fixed Point to Point Microwave						Y
WMS388	CF - Common Carrier Fixed Point to Point Microwave						Y
WMS389	CF - Common Carrier Fixed Point to Point Microwave						Y
WMS479	CF - Common Carrier Fixed Point to Point Microwave						Y
WMS480	CF - Common Carrier Fixed Point to Point Microwave						Y
WMS486	CF - Common Carrier Fixed Point to Point Microwave						Y

108) Call Sign	109) Radio Service Code	110) Location Number	111) Path Number (Microwave only)	112) Frequency Number	113) Lower or Center Frequency (MHz)	114) Upper Frequency (MHz)	115) Constructed Yes / No
WMS494	CF - Common Carrier Fixed Point to Point Microwave						Y
WMS495	CF - Common Carrier Fixed Point to Point Microwave						Y
WMS496	CF - Common Carrier Fixed Point to Point Microwave						Y
WMS513	CF - Common Carrier Fixed Point to Point Microwave						Y
WMS523	CF - Common Carrier Fixed Point to Point Microwave						Y
WMS692	CF - Common Carrier Fixed Point to Point Microwave						Y
WMS702	CF - Common Carrier Fixed Point to Point Microwave						Y
WMS805	CF - Common Carrier Fixed Point to Point Microwave						Y
WMT245	CF - Common Carrier Fixed Point to Point Microwave						Y
WMT278	CF - Common Carrier Fixed Point to Point Microwave						Y
WMT284	CF - Common Carrier Fixed Point to Point Microwave						Y
WMT285	CF - Common Carrier Fixed Point to Point Microwave						Y
WMT292	CF - Common Carrier Fixed Point to Point Microwave						Y
WMT353	CF - Common Carrier Fixed Point to Point Microwave						Y
WMT381	CF - Common Carrier Fixed Point to Point Microwave						Y
WMT421	CF - Common Carrier Fixed Point to Point Microwave						Y
WMT422	CF - Common Carrier Fixed Point to Point Microwave						Y
WMT423	CF - Common Carrier Fixed Point to Point Microwave						Y
WMT437	CF - Common Carrier Fixed Point to Point Microwave						Y

108) Call Sign	109) Radio Service Code	110) Location Number	111) Path Number (Microwave only)	112) Frequency Number	113) Lower or Center Frequency (MHz)	114) Upper Frequency (MHz)	115) Constructed Yes / No
WMT439	CF - Common Carrier Fixed Point to Point Microwave						Y
WMT642	CF - Common Carrier Fixed Point to Point Microwave						Y
WMT643	CF - Common Carrier Fixed Point to Point Microwave						Y
WMT644	CF - Common Carrier Fixed Point to Point Microwave						Y
WMV900	CF - Common Carrier Fixed Point to Point Microwave						Y
WMV956	CF - Common Carrier Fixed Point to Point Microwave						Y
WMV981	CF - Common Carrier Fixed Point to Point Microwave						Y
WMW200	CF - Common Carrier Fixed Point to Point Microwave						Y
WMW209	CF - Common Carrier Fixed Point to Point Microwave						Y
WMW275	CF - Common Carrier Fixed Point to Point Microwave						Y
WMW276	CF - Common Carrier Fixed Point to Point Microwave						Y
WMW285	CF - Common Carrier Fixed Point to Point Microwave						Y
WMW603	CF - Common Carrier Fixed Point to Point Microwave						Y
WMW635	CF - Common Carrier Fixed Point to Point Microwave						Y
WMW636	CF - Common Carrier Fixed Point to Point Microwave						Y
WMW724	CF - Common Carrier Fixed Point to Point Microwave						Y
WMW728	CF - Common Carrier Fixed Point to Point Microwave						Y
WMW731	CF - Common Carrier Fixed Point to Point Microwave						Y
WMW742	CF - Common Carrier Fixed Point to Point Microwave						Y



108) Call Sign	109) Radio Service Code	110) Location Number	111) Path Number (Microwave only)	112) Frequency Number	113) Lower or Center Frequency (MHz)	114) Upper Frequency (MHz)	115) Constructed Yes / No
WMW744	CF - Common Carrier Fixed Point to Point Microwave						Y
WMW756	CF - Common Carrier Fixed Point to Point Microwave						Y
WMW874	CF - Common Carrier Fixed Point to Point Microwave						Y
WPJA574	CF - Common Carrier Fixed Point to Point Microwave						Y
WPJA738	CF - Common Carrier Fixed Point to Point Microwave						Y
WPJA803	CF - Common Carrier Fixed Point to Point Microwave						Y
WPJA816	CF - Common Carrier Fixed Point to Point Microwave						Y
WPJB982	CF - Common Carrier Fixed Point to Point Microwave						Y
WPJB992	CF - Common Carrier Fixed Point to Point Microwave						Y
WPJC669	CF - Common Carrier Fixed Point to Point Microwave						Y
WPJE614	CF - Common Carrier Fixed Point to Point Microwave						Y
WPJE785	CF - Common Carrier Fixed Point to Point Microwave						Y
WPJE824	CF - Common Carrier Fixed Point to Point Microwave						Y
WPJE836	CF - Common Carrier Fixed Point to Point Microwave						Y
WPJE843	CF - Common Carrier Fixed Point to Point Microwave						Y
WPJF578	CF - Common Carrier Fixed Point to Point Microwave						Y
WPJF579	CF - Common Carrier Fixed Point to Point Microwave						Y
WPJF599	CF - Common Carrier Fixed Point to Point Microwave						Y
WPLM505	LD - Local Multipoint Distribution Service						N

108) Call Sign	109) Radio Service Code	110) Location Number	111) Path Number (Microwave only)	112) Frequency Number	113) Lower or Center Frequency (MHz)	114) Upper Frequency (MHz)	115) Constructed Yes / No
WPLM506	LD - Local Multipoint Distribution Service						N
WPLM507	LD - Local Multipoint Distribution Service						N
WPLM508	LD - Local Multipoint Distribution Service						N
WPLM509	LD - Local Multipoint Distribution Service						N
WPLM510	LD - Local Multipoint Distribution Service						N
WPLM511	LD - Local Multipoint Distribution Service						N
WPLM512	LD - Local Multipoint Distribution Service						N
WPLM513	LD - Local Multipoint Distribution Service						N
WPLM514	LD - Local Multipoint Distribution Service						N
WPLM515	LD - Local Multipoint Distribution Service						N
WPLM516	LD - Local Multipoint Distribution Service						N
WPLM517	LD - Local Multipoint Distribution Service						N
WPLM518	LD - Local Multipoint Distribution Service						N
WPLM519	LD - Local Multipoint Distribution Service						N
WPLM520	LD - Local Multipoint Distribution Service						N
WPLM521	LD - Local Multipoint Distribution Service						N
WPLM522	LD - Local Multipoint Distribution Service						N
WPLM523	LD - Local Multipoint Distribution Service						N
WPLM524	LD - Local Multipoint Distribution Service						N

108) Call Sign	109) Radio Service Code	110) Location Number	111) Path Number (Microwave only)	112) Frequency Number	113) Lower or Center Frequency (MHz)	114) Upper Frequency (MHz)	115) Constructed Yes / No
WPLM525	LD - Local Multipoint Distribution Service						N
WPNA942	CF - Common Carrier Fixed Point to Point Microwave						Y
WPNA945	CF - Common Carrier Fixed Point to Point Microwave						Y
WPNB366	CF - Common Carrier Fixed Point to Point Microwave						Y
WPNB553	CF - Common Carrier Fixed Point to Point Microwave						Y
WPNC481	CF - Common Carrier Fixed Point to Point Microwave						Y
WPNC508	CF - Common Carrier Fixed Point to Point Microwave						Y
WPNC529	CF - Common Carrier Fixed Point to Point Microwave						Y
WPNC686	CF - Common Carrier Fixed Point to Point Microwave						Y
WPNC733	CF - Common Carrier Fixed Point to Point Microwave						Y
WPNC751	CF - Common Carrier Fixed Point to Point Microwave						Y
WPNC752	CF - Common Carrier Fixed Point to Point Microwave						Y
WPND487	CF - Common Carrier Fixed Point to Point Microwave						Y
WPND488	CF - Common Carrier Fixed Point to Point Microwave						Y
WPND616	CF - Common Carrier Fixed Point to Point Microwave						Y
WPND635	CF - Common Carrier Fixed Point to Point Microwave						Y
WPNG924	CF - Common Carrier Fixed Point to Point Microwave						Y
WPNH377	CF - Common Carrier Fixed Point to Point Microwave						Y
WPNH392	CF - Common Carrier Fixed Point to Point Microwave						Y

108) Call Sign	109) Radio Service Code	110) Location Number	111) Path Number (Microwave only)	112) Frequency Number	113) Lower or Center Frequency (MHz)	114) Upper Frequency (MHz)	115) Constructed Yes / No
WPNH393	CF - Common Carrier Fixed Point to Point Microwave						Y
WPNH407	CF - Common Carrier Fixed Point to Point Microwave						Y
WPNH760	CF - Common Carrier Fixed Point to Point Microwave						Y
WPNJ387	CF - Common Carrier Fixed Point to Point Microwave						Y
WPNJ388	CF - Common Carrier Fixed Point to Point Microwave						Y
WPNJ389	CF - Common Carrier Fixed Point to Point Microwave						Y
WPNL277	CF - Common Carrier Fixed Point to Point Microwave						Y
WPNL511	CF - Common Carrier Fixed Point to Point Microwave						Y
WPNL671	CF - Common Carrier Fixed Point to Point Microwave						Y
WPNM678	CF - Common Carrier Fixed Point to Point Microwave						Y
WPNM679	CF - Common Carrier Fixed Point to Point Microwave						Y
WPNN204	CF - Common Carrier Fixed Point to Point Microwave						Y
WPNN225	CF - Common Carrier Fixed Point to Point Microwave						Y
WPOL493	CF - Common Carrier Fixed Point to Point Microwave						Y
WPOL894	CF - Common Carrier Fixed Point to Point Microwave						Y
WPON478	CF - Common Carrier Fixed Point to Point Microwave						Y
WPOQ665	CF - Common Carrier Fixed Point to Point Microwave						Y
WPOQ666	CF - Common Carrier Fixed Point to Point Microwave						Y
WPOQ810	CF - Common Carrier Fixed Point to Point Microwave						Y

108) Call Sign	109) Radio Service Code	110) Location Number	111) Path Number (Microwave only)	112) Frequency Number	113) Lower or Center Frequency (MHz)	114) Upper Frequency (MHz)	115) Constructed Yes / No
WPOR242	CF - Common Carrier Fixed Point to Point Microwave						Y
WPOR664	CF - Common Carrier Fixed Point to Point Microwave						Y
WPOR665	CF - Common Carrier Fixed Point to Point Microwave						Y
WPOR696	CF - Common Carrier Fixed Point to Point Microwave						Y
WPOR697	CF - Common Carrier Fixed Point to Point Microwave						Y
WPOS392	CF - Common Carrier Fixed Point to Point Microwave						Y
WPOS393	CF - Common Carrier Fixed Point to Point Microwave						Y
WPOT952	CF - Common Carrier Fixed Point to Point Microwave						Y
WPQL765	CF - Common Carrier Fixed Point to Point Microwave						Y
WPQM292	CF - Common Carrier Fixed Point to Point Microwave						Y
WPQN522	CF - Common Carrier Fixed Point to Point Microwave						Y
WPQN908	CF - Common Carrier Fixed Point to Point Microwave						Y
WPQP500	CF - Common Carrier Fixed Point to Point Microwave						Y
WPQR340	CF - Common Carrier Fixed Point to Point Microwave						Y
WPRS588	CF - Common Carrier Fixed Point to Point Microwave						Y
WPSF660	CF - Common Carrier Fixed Point to Point Microwave						Y
WPTD426	CF - Common Carrier Fixed Point to Point Microwave						Y
WPTF918	CF - Common Carrier Fixed Point to Point Microwave						Y
WPTF919	CF - Common Carrier Fixed Point to Point Microwave						Y

108) Call Sign	109) Radio Service Code	110) Location Number	111) Path Number (Microwave only)	112) Frequency Number	113) Lower or Center Frequency (MHz)	114) Upper Frequency (MHz)	115) Constructed Yes / No
WPTM864	CF - Common Carrier Fixed Point to Point Microwave						Y
WPTN212	CF - Common Carrier Fixed Point to Point Microwave						Y
WPTN584	CF - Common Carrier Fixed Point to Point Microwave						Y
WPTQ860	CF - Common Carrier Fixed Point to Point Microwave						Y
WPUF986	CF - Common Carrier Fixed Point to Point Microwave						Y
WPVA651	CF - Common Carrier Fixed Point to Point Microwave						Y
WPVI694	CF - Common Carrier Fixed Point to Point Microwave						Y
WPVV651	CF - Common Carrier Fixed Point to Point Microwave						Y
WPWY697	CF - Common Carrier Fixed Point to Point Microwave						Y
WPWZ294	CF - Common Carrier Fixed Point to Point Microwave						Y
WPWZ295	CF - Common Carrier Fixed Point to Point Microwave						Y
WPXD734	CF - Common Carrier Fixed Point to Point Microwave						Y
WPXD749	CF - Common Carrier Fixed Point to Point Microwave						Y
WPXJ507	CF - Common Carrier Fixed Point to Point Microwave						Y
WPXS360	CF - Common Carrier Fixed Point to Point Microwave						Y
WPXT906	CF - Common Carrier Fixed Point to Point Microwave						Y
WPXT907	CF - Common Carrier Fixed Point to Point Microwave						Y
WPYK282	CF - Common Carrier Fixed Point to Point Microwave						Y
WPYW949	CF - Common Carrier Fixed Point to Point Microwave						Y

108) Call Sign	109) Radio Service Code	110) Location Number	111) Path Number (Microwave only)	112) Frequency Number	113) Lower or Center Frequency (MHz)	114) Upper Frequency (MHz)	115) Constructed Yes / No
WPYW950	CF - Common Carrier Fixed Point to Point Microwave						Y
WPZL344	CF - Common Carrier Fixed Point to Point Microwave						Y
WPZR591	CF - Common Carrier Fixed Point to Point Microwave						Y
WPZU230	CF - Common Carrier Fixed Point to Point Microwave						Y
WPZU231	CF - Common Carrier Fixed Point to Point Microwave						Y
WQAH922	CF - Common Carrier Fixed Point to Point Microwave						Y
WQCA519	CF - Common Carrier Fixed Point to Point Microwave						Y
WQCE927	CF - Common Carrier Fixed Point to Point Microwave						Y
WQCH667	CF - Common Carrier Fixed Point to Point Microwave						Y
WQCH682	CF - Common Carrier Fixed Point to Point Microwave						Y
WQCH688	CF - Common Carrier Fixed Point to Point Microwave						Y
WQCI280	CF - Common Carrier Fixed Point to Point Microwave						Y
WQCI661	CF - Common Carrier Fixed Point to Point Microwave						Y
WQCI672	CF - Common Carrier Fixed Point to Point Microwave						Y
WQCK806	CF - Common Carrier Fixed Point to Point Microwave						Y
WQCK807	CF - Common Carrier Fixed Point to Point Microwave						Y
WQCQ661	CF - Common Carrier Fixed Point to Point Microwave						Y
WQCV638	CF - Common Carrier Fixed Point to Point Microwave						Y
WQCV639	CF - Common Carrier Fixed Point to Point Microwave						Y

108) Call Sign	109) Radio Service Code	110) Location Number	111) Path Number (Microwave only)	112) Frequency Number	113) Lower or Center Frequency (MHz)	114) Upper Frequency (MHz)	115) Constructed Yes / No
WQCW820	CF - Common Carrier Fixed Point to Point Microwave						Y
WQCZ704	CF - Common Carrier Fixed Point to Point Microwave						Y
WQDW482	CF - Common Carrier Fixed Point to Point Microwave						Y
WQDW489	CF - Common Carrier Fixed Point to Point Microwave						Y
WQEJ788	CF - Common Carrier Fixed Point to Point Microwave						Y
WQFS923	CF - Common Carrier Fixed Point to Point Microwave						Y
WQFV209	CF - Common Carrier Fixed Point to Point Microwave						Y
WQFX945	CF - Common Carrier Fixed Point to Point Microwave						Y
WQFZ294	CF - Common Carrier Fixed Point to Point Microwave						Y
WQGF997	CF - Common Carrier Fixed Point to Point Microwave						Y
WQGV415	CF - Common Carrier Fixed Point to Point Microwave						Y



**Schedule for Licensees that Received Bidding Credits or Participate in the Installment Payment Plan, or Involving Licenses Won in Closed Bidding**

For Purposes of Schedule A, Applicant is defined as the Assignee (Assignment of Authorization) or the post-transaction Licensee (Transfers of Control)

**Bidding Credits**

<p>1) Have the full amount of bidding credits awarded with regard to each of the subject license(s) been paid as part of unjust enrichment payment(s) in previous transaction(s)?</p> <p>If the response to Item 1 is 'Yes', Item 2 is not required to be completed.</p>	<p>( ) <u>Yes</u> <b>No</b></p>
<p>2) With respect to each of the subject licenses, the Applicant:</p> <p>( ) a) qualifies for the same designated entity status as the current Licensee</p> <p>( ) b) qualifies for a different designated entity status than the current Licensee</p> <p>( ) c) does not qualify for any designated entity status</p>	

**Installment Payments**

<p>3) Have all the installment payment obligations for each of the subject licenses been paid in full?</p> <p>If the response to Item 3 is 'Yes', Item 4 is not required to be completed.</p>	<p>( Y ) <u>Yes</u> <b>No</b></p>
<p>4) With respect to each of the subject licenses, the Applicant:</p> <p>( ) a) qualifies for the same eligibility status for the installment payment plan as the current Licensee</p> <p>( ) b) qualifies for a different eligibility status for the installment payment plan than the current Licensee</p> <p>( ) c) does not qualify for the installment payment plan</p>	

**Closed Bidding Licenses**

<p>5) Have construction notifications been submitted as required by the Commission's Rules for each of the subject licenses?</p> <p>If the response to Item 5 is 'Yes', Item 6 is not required to be completed.</p>	<p>( ) <u>Yes</u> <b>No</b></p>
<p>6) With respect to each of the subject licenses, the Applicant:</p> <p>( ) a) qualifies for closed bidding</p> <p>( ) b) does not qualify for closed bidding</p>	

**7) Revenue and Asset Information for the Applicant**

**Purpose** ((Check Modify if filing an Amendment application and changing the Revenue and Asset Information from what was provided on the original filing))

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

**Gross Revenue Disclosure  
Most Recent Reportable Year**

8a) Were the Applicant and any predecessors-in-interest in existence for a full year of the relevant period? If 'No', explain why in an attachment.	( ) <u>Yes</u> <b>No</b>
If 'Yes', provide the following information.	
8b) Gross Revenues \$ _____ (Format: 99,999.99)	
8c) Year End Date: _____ (Date Format: MM/DD/YYYY)	

**One Year Prior to Most Recent Reportable Year**

9a) Were the Applicant and any predecessors-in-interest in existence for a full year of the relevant period? If 'No', explain why in an attachment.	( ) <u>Yes</u> <b>No</b>
If 'Yes', provide the following information.	
9b) Gross Revenues \$ _____ (Format: 99,999.99)	
9c) Year End Date: _____ (Date Format: MM/DD/YYYY)	

**Two Years Prior to Most Recent Reportable Year**

10a) Were the Applicant and any predecessors-in-interest in existence for a full year of the relevant period? If 'No', explain why in an attachment.	( ) <u>Yes</u> <b>No</b>
If 'Yes', provide the following information.	
10b) Gross Revenues \$ _____ (Format: 99,999.99)	
10c) Year End Date: _____ (Date Format: MM/DD/YYYY)	

**Average Gross Revenue**

11) Average Gross Revenue of Reported Years: \$ _____ (Format: 99,999.99)
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**Asset Disclosure**

12) Total Assets as of Application Filing Date: \$ _____ (Format: 99,999.99)
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**Financial Statements**

13) 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.
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**14) 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
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**15) Disclosable Interest Holder**

<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**

16a) Were the DIH and any predecessors-in-interest in existence for a full year of the relevant period? If 'No', explain why in an attachment.	( ) <u>Yes</u> <b>No</b>
If 'Yes', provide the following information.	
16b) Gross Revenues	\$ _____ (Format: 99,999.99)
16c) Year End Date:	_____ (Date Format: MM/DD/YYYY)

**One Year Prior to Most Recent Reportable Year**

17a) Were the DIH and any predecessors-in-interest in existence for a full year of the relevant period? If 'No', explain why in an attachment.	( ) <u>Yes</u> <b>No</b>
If 'Yes', provide the following information.	
17b) Gross Revenues	\$ _____ (Format: 99,999.99)
17c) Year End Date:	_____ (Date Format: MM/DD/YYYY)

**Two Years Prior to Most Recent Reportable Year**

18a) Were the DIH and any predecessors-in-interest in existence for a full year of the relevant period? If 'No', explain why in an attachment.	( ) <u>Yes</u> <b>No</b>
If 'Yes', provide the following information.	
18b) Gross Revenues	\$ _____ (Format: 99,999.99)
18c) Year End Date:	_____ (Date Format: MM/DD/YYYY)

**Average Gross Revenue**

19) Average Gross Revenue of Reported Years: \$ _____ (Format: 99,999.99)
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**Asset Disclosure**

20) Total Assets as of Application Filing Date: \$ _____ (Format: 99,999.99)
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**Financial Statements**

21) Audited or Unaudited (Check One)
<input type="checkbox"/> The DIH used audited financial statements.
<input type="checkbox"/> The DIH 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.

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

<input type="checkbox"/> Add	<input type="checkbox"/> Modify	<input type="checkbox"/> Delete
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**15) Disclosable Interest Holder**

<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**

24a) Were the Affiliate and any predecessors-in-interest in existence for a full year of the relevant period? If 'No', explain why in an attachment.	( ) <u>Yes</u> <b>No</b>
If 'Yes', provide the following information.	
24b) Gross Revenues \$ _____ (Format: 99,999.99)	
24c) Year End Date: _____ (Date Format: MM/DD/YYYY)	

**One Year Prior to Most Recent Reportable Year**

25a) Were the Affiliate and any predecessors-in-interest in existence for a full year of the relevant period? If 'No', explain why in an attachment.	( ) <u>Yes</u> <b>No</b>
If 'Yes', provide the following information.	
25b) Gross Revenues \$ _____ (Format: 99,999.99)	
25c) Year End Date: _____ (Date Format: MM/DD/YYYY)	

**Two Years Prior to Most Recent Reportable Year**

26a) Were the Affiliate and any predecessors-in-interest in existence for a full year of the relevant period? If 'No', explain why in an attachment.	( ) <u>Yes</u> <b>No</b>
If 'Yes', provide the following information.	
26b) Gross Revenues \$ _____ (Format: 99,999.99)	
26c) Year End Date: _____ (Date Format: MM/DD/YYYY)	

**Average Gross Revenue**

27) Average Gross Revenue of Reported Years: \$ _____ (Format: 99,999.99)
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**Asset Disclosure**

28) Total Assets as of Application Filing Date: \$ _____ (Format: 99,999.99)
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**Financial Statements**

29) 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.

**Closed Bidding/Designated Entity Eligibility**  
**Total Gross Revenues for Most Recent Reportable Year**

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

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

31a) Gross Revenues: \$ \_\_\_\_\_ (Format: 99,999.99)  
31b) Year End Date: \_\_\_\_\_ (Date Format: MM/DD/YYYY)

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

32a) Gross Revenues: \$ \_\_\_\_\_ (Format: 99,999.99)  
32b) Year End Date: \_\_\_\_\_ (Date Format: MM/DD/YYYY)

**Total Aggregate Average Gross Revenues for Designated Entity**

33) Aggregate Average Gross Revenue: \$ \_\_\_\_\_ (Format: 99,999.99)

**Total Aggregate Average Gross Revenues for Closed Bidding**

34) Aggregate Average Gross Revenue: \$ \_\_\_\_\_ (Format: 99,999.99)

**Total Assets Disclosure for Closed Bidding**

35) Total Assets: \$ \_\_\_\_\_ (Format: 99,999.99)

Attachment(s):

Type	Description	Date Entered
O	<a href="#">Amended Exhibit 1 - Public Interest Statement</a>	06/15/2007
O	<a href="#">Exhibit 1 - Public Interest Statement</a>	06/06/2007

**EXHIBIT 1**

**AMENDED DESCRIPTION OF THE TRANSACTION AND  
PUBLIC INTEREST STATEMENT**

This application (“Application”) is one of a series of applications<sup>1</sup> seeking Federal Communications Commission (“FCC” or “Commission”) consent to the transfer of control of Alltel Corporation (“Alltel”) and its subsidiaries, along with its interests in affiliates and other entities in which Alltel holds substantial interests, from the shareholders of Alltel to Atlantis Holdings LLC (“Atlantis”).<sup>2</sup>

The transaction outlined herein (“Transaction”) will serve the public interest. As a preliminary matter, the Transaction fully complies with all relevant provisions of the Communications Act of 1934, as amended (the “Act”), other applicable statutes, and the Commission’s rules. The proposed transferee, Atlantis, is qualified to control FCC licenses. In addition, the Transaction will yield significant benefits to consumers. The Transaction will provide Alltel with access to a stable source of capital and will prevent the company from being subject to quarter-to-quarter market fluctuations, allowing Alltel to make significant, capital-intensive, infrastructure investments that will enable the rapid deployment of advanced services to rural consumers. Alltel also will be well-positioned to expand its network through the purchase of additional spectrum, furthering wireless competition beyond the 36 states already served by Alltel. Because the Transaction does not involve the acquisition of Alltel by another wireless carrier, all of these consumer benefits will occur with no threat to competition. Rather, acquisition of Alltel by Atlantis will enable Alltel to maintain its status as an independent, pure play wireless carrier and become an even stronger fifth competitor to the four large, nationwide carriers.

For these reasons, as discussed in detail below, the Parties respectfully request that the Commission grant the Applications.

**I. Parties to the Application**

A. Alltel

Alltel, a Delaware corporation publicly traded on the New York Stock Exchange and headquartered in Little Rock, Arkansas, is a diversified wireless telecommunications company. It is the fifth largest provider of wireless services in the United States. Alltel is the direct parent and holding company of operating company Alltel Communications, Inc. (“ACI”). In turn, ACI is the direct or indirect parent company of multiple other subsidiaries. Through its subsidiaries, Alltel provides wireless voice and data communications services to more than 12 million

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<sup>1</sup> The instant Exhibit is being filed with the application seeking FCC consent to transfer control of Alltel Communications, Inc., ULS File No. 003040113 (“Lead Application”). The applications seeking FCC consent to transfer control of all other Alltel subsidiaries (collectively, the “Applications”) reference the Lead Application.

<sup>2</sup> Atlantis and the shareholders of Alltel are referred to collectively herein as the “Parties.”

customers in mid-sized cities and rural areas in 36 states throughout much of the Southeast and portions of the Northeast, Southwest, and upper Midwest United States. Alltel's wireless footprint covers more than half of the total landmass of the continental United States. Alltel also supplements its wireless service coverage area through roaming agreements with other wireless providers, expanding its coverage area to approximately 95 percent of the United States population.

Specifically, Alltel provides analog and digital wireless communications services to its customers on 850 MHz band Cellular licenses and 1900 MHz band PCS licenses using Code Division Multiple Access ("CDMA") technology.<sup>3</sup> Alltel also is deploying third generation technologies such as CDMA2000 1xRTT and EV-DO to provide enhanced wireless data services. By December 31, 2006, Alltel had expanded its 1xRTT data coverage to approximately 94 percent of its potential customers, or "POPs," and its EV-DO data coverage to approximately 56 percent of its POPs. Alltel also supports a Global System for Mobile Communications ("GSM") network.

#### B. Atlantis Holdings LLC

As further explained herein, Atlantis is a holding company that will be wholly owned by certain investment funds ultimately controlled by the principals of TPG Capital, L.P. ("TPG Capital") and The Goldman Sachs Group, Inc. ("GS"). The structure of the Atlantis ownership chain and ultimate proposed ownership structure of Alltel is discussed in Part II, below.

TPG Capital advises, and the principals of TPG Capital ultimately control, a series of private equity funds ("TPG"). Over the past 15 years, TPG has provided the resources and expertise to help strengthen and grow its portfolio companies, differentiating itself from other investors by providing innovative solutions to complex and challenging situations in various sectors. TPG has invested in numerous blue-chip companies worldwide and has been a particularly active and successful private equity investor in the technology sector.

GS has a long history of investing its capital in a variety of businesses and transactions. In 1986, GS began to establish investment partnerships to allow its clients to participate in investments alongside the firm. In 1991, GS created the Principal Investment Area ("PIA"), which manages the GS private corporate equity and mezzanine investment activities on a global basis. GS PIA funds allow GS and its clients to invest primarily in corporate equity securities through the GS Capital series of funds and in mezzanine opportunities through the GS Mezzanine Partners series of funds.

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<sup>3</sup> Alltel also holds multiple paging, local multipoint distribution service ("LMDS"), microwave, SMR, industrial business pool, 39 GHz, and 700 MHz lower band licenses as well as international Section 214 authorizations. Although Alltel spun off its wireline business in 2006 to form Windstream Corporation, Alltel retained control of Kin Network, Inc., which provides tandem switching services in the state of Kansas.



## II. Description of the Transaction and Ultimate Ownership Structure

On May 20, 2007, Alltel entered into an Agreement and Plan of Merger (“Merger Agreement”) with Atlantis and its wholly-owned subsidiary, Atlantis Merger Sub, Inc., a Delaware corporation (“Merger Sub”). Pursuant to the Merger Agreement, upon Commission approval and satisfaction of other closing conditions set forth in the Merger Agreement, Merger Sub will be merged into Alltel (“Merger”). The separate corporate existence of Merger Sub will cease, and Alltel will continue as the surviving company. As a result of the Merger, all of the currently outstanding stock of Alltel will be cancelled and the current Alltel shareholders will receive cash for their cancelled shares.<sup>4</sup> Each share of common stock of Merger Sub will be converted into one validly issued, fully paid, and nonassessable share of common stock of Alltel. After consummation of the Merger, Alltel will be a wholly-owned subsidiary of Atlantis, which will own 100% of the outstanding capital stock of the merged Alltel. The aggregate value of the Transaction, including the assumption of outstanding Alltel debt, is approximately \$27.5 billion.

Following the Merger, as depicted in Attachment 1 hereto, Atlantis will be wholly owned by certain investment funds ultimately controlled by GS and/or the principals of TPG Capital. Each of TPG Atlantis V-A, L.P., a Delaware limited partnership,<sup>5</sup> and GS Capital Partners VI Parallel, L.P., a Delaware limited partnership<sup>6</sup> (collectively, the “Managing Members”), will be a managing member of Atlantis and, as such, each will have negative control over Atlantis. The Managing Members will have responsibility for the management, operation and control of the business and affairs of Atlantis. The Managing Members will agree to cause the board of directors of Alltel (“Board”) to be composed of eight members. Each of the Managing Members will have the right to appoint three of the eight members of the Board. One member of the Board will be appointed jointly by the Managing Members. The chief executive officer of Alltel also will serve as a member of the Board. Most Board decisions will require approval by the majority

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<sup>4</sup> Each outstanding share of Alltel common stock will be converted into the right to receive \$71.50 in cash. Each outstanding share of Series C preferred stock will be converted into the right to receive \$523.22 in cash. Each outstanding share of Series D preferred stock will be converted into the right to receive \$481.37 in cash.

<sup>5</sup> The general partner of TPG Atlantis V-A, L.P. is TPG Advisors V, Inc., a Delaware corporation. The sole shareholders of TPG Advisors V, Inc. are David Bonderman and James G. Coulter, the principals of TPG Capital. See Attachment 1 hereto for a graphical depiction of the ownership of TPG Atlantis V-A, L.P.

<sup>6</sup> The general partner of GS Capital Partners VI Parallel, L.P. is GS Advisors VI, L.L.C., a Delaware limited liability company. The sole member of GS Advisors VI, L.L.C. is The Goldman Sachs Group, Inc., a publicly traded Delaware corporation. As of May 2007, the officers of The Goldman Sachs Group, Inc. are as follows: Lloyd C. Blankfein, Chairman and Chief Executive Officer; Gary D. Cohn, President and Co-Chief Operating Officer; Jon Winkelried, President and Co-Chief Operating Officer; John S. Weinberg, Vice Chairman; David A. Viniar, Executive Vice President and Chief Financial Officer; Edward C. Forst, Executive Vice President and Chief Administrative Officer; Gregory K. Palm, Executive Vice President, General Counsel and Secretary of the Corporation; Esta E. Stecher, Executive Vice President, General Counsel and Secretary of the Corporation; Kevin W. Kennedy, Executive Vice President-Human Capital Management; and Alan M. Cohen, Executive Vice President and Head of Global Compliance. As of May 2007, the directors of The Goldman Sachs Group, Inc. are as follows: Lloyd C. Blankfein; Gary D. Cohen; Jon Winkelreid; John H. Bryan; Claes Dahlback; Stephen Friedman; William W. George; Rajat K. Gupta; James A. Johnson; Lois D. Juliber; Edward M. Liddy; and Ruth J. Simmons. John F. W. Rogers serves as Secretary to the Board. See Attachment 2 hereto for a graphical depiction of the ownership of GS Capital Partners VI Parallel, L.P.

of the Board. However, certain “outside the ordinary course of business” decisions will require either unanimous approval of the Managing Members or approval by the Board including at least two of the directors appointed by each of the Managing Members. In short, TPG and GS each will have negative control over Atlantis and Alltel by virtue of each company’s negative control of the Board and each company’s role as a Managing Member.

In addition to the Managing Members, each of which will hold an equity interest in Atlantis, certain other funds (“Investing Funds”) ultimately controlled by the principals of TPG Capital and/or GS will hold passive equity interests in Atlantis.<sup>7</sup> The Investing Funds will not have any ability to control or be involved in the day-to-day business operations, activities, and decisions or to manage the day-to-day operations of Atlantis. The Investing Funds, and the ownership thereof, are depicted in Attachments 2 and 3 to this Exhibit.

The direct investors in the Managing Members and the Investing Funds are several limited partners or other passive investors (“Limited Partners”), none of which has any ability to control or be involved in the day-to-day business operations, activities, and decisions or to manage the day-to-day operations of the Investing Funds or Atlantis.<sup>8</sup> No Limited Partner of any of the Investing Funds or any of the Managing Members will hold a direct or indirect equity interest of 10% or greater in Atlantis. The equity interests of the Limited Partners are depicted in Attachments 2 and 3 to this Exhibit.

Prior to consummation of the Merger, as indicated in the note to Attachments 1-3, TPG and GS intend to syndicate certain of their respective equity investments in Atlantis to additional limited partners or co-investors (“Investors”). The Investors will hold passive equity interests in Atlantis through one or more Investing Funds as reflected on Attachments 2-3. No Investor will have any ability to control or be involved in the day-to-day business operations, activities, and decisions or to manage the day-to-day operations of the Investing Funds or Atlantis, nor will any Investor hold a direct or indirect equity interest of 10% or greater in Atlantis.

As depicted on Attachments 2 and 3 to this Exhibit, it is currently contemplated that the Investors will hold equity interests in TPG Atlantis Coinvest-B, L.P. and GS Alltel Coinvest, L.P. In addition, TPG Capital and GS may create additional Investing Funds (collectively with TPG Atlantis Coinvest-B, L.P. and GS Alltel Coinvest, L.P., the “Coinvest Funds”) to hold the passive equity interests of the Investors, which Investing Funds may hold a passive equity interest of 10% or greater in Atlantis. Any additional Coinvest Funds will be ultimately controlled by the principals of TPG Capital and/or GS as reflected on Attachments 2-3. The exact amount of equity that the Coinvest Funds will hold in Atlantis has not yet been determined. Although the total amount of equity that will be held collectively by the Coinvest Funds has not yet been

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<sup>7</sup> The Investing Funds ultimately controlled by the principals of TPG Capital are TPG FOF V-A, L.P., TPG FOF V-B, L.P., TPG Atlantis V-B, L.P., and TPG Atlantis Coinvest-B, L.P. The Investing Funds ultimately controlled by GS are GS Capital Partners VI Fund, L.P., GS Capital Partners (Alltel), L.P., GS Alltel Coinvest, L.P., and GS Capital Partners VI GmbH & Co. KG.

<sup>8</sup> As depicted in Attachments 2 and 3 hereof, certain of the Investing Funds are controlled by general partners that hold significant equity interests in the Investing Fund that they manage.

determined, this total equity amount will be within the ranges reported on Attachments 1-3. However, like the Investing Funds, the Coinvest Funds will not have any ability to control or be involved in the day-to-day business operations, activities, and decisions or to manage the day-to-day operations of Atlantis. At the time of consummation of the Merger, the applicants will report the final ownership structure of Alltel in accordance with the FCC's rules in FCC Form 602.

Attachment 1 hereto depicts the ownership of Alltel following the Merger. Attachment 2 hereto depicts the ownership structure of the Investing Funds ultimately controlled by the principals of TPG Capital. Attachment 3 hereto depicts the ownership structure of the Investing Funds ultimately controlled by The Goldman Sachs Group, Inc.

### **III. Public Interest Statement**

In considering the Applications, the Commission must determine, pursuant to Sections 214 and 310(d) of the Act, that the Transaction will serve the public interest.<sup>9</sup> As discussed below, the Transaction serves the public interest and should be approved. Specifically, Atlantis and its controlling entities are legally and financially qualified to control Alltel and the Alltel licensees. In addition, the Transaction is consistent with the Act and all applicable Commission rules, and will yield substantial public interest benefits without causing any harm to competition or the public interest.

#### **A. Framework for Public Interest Review**

Under the standards established by Sections 214 and 310(d) of the Act, the Commission will approve a transfer of control if, after weighing the potential public interest harms of the Transaction against the public interest benefits, it concludes that, on balance, doing so serves the public interest, convenience, and necessity.<sup>10</sup> In making this determination, the Commission first must determine whether a transaction complies with the relevant provisions of the Act, other applicable statutes, and the Commission's rules,<sup>11</sup> and whether the proposed transferee is qualified to hold FCC licenses under the Act, relevant statutes, and rules. The Commission also must balance any possible adverse effects on competition in relevant markets that arise from a transaction against the efficiencies and other public interest benefits that are likely to result from the proposed transfer of control.<sup>12</sup>

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<sup>9</sup> 47 U.S.C. §§ 214, 310(d). As discussed below, the Applicants have requested Commission consent to the transfer of control of three Alltel subsidiaries that also hold international Section 214 authorizations—ACI, Western Wireless LLC, and Kin Network, Inc.

<sup>10</sup> See, e.g., *Application of VoiceStream Wireless Corp., Powertel, Inc., Transferors, and Deutsche Telekom AG, Transferee, for Consent to Transfer Control of Licenses and Authorizations Pursuant to Sections 214 and 310(d) of the Communications Act and for Declaratory Ruling Pursuant to Section 310 of the Communications Act*, 16 FCC Rcd 9779, 9789 (2001) (“*VoiceStream/DT Order*”).

<sup>11</sup> See, e.g., *Comcast Corp., AT&T Corp., and AT&T Comcast Corp.*, 17 FCC Rcd 23246, 23255 (2002).

<sup>12</sup> See, e.g., *EchoStar Communications Corp., Hughes Electronics Corp., and General Motors Corp.*, 17 FCC Rcd 20559, 20576 (2002); *Applications for Consent to the Transfer of Control of Licenses and Section 214*

## B. The Transaction Will Serve the Public Interest

Commission approval of the Applications will promote the public interest by strengthening Alltel's position as a top-five competitor in the market for the provision of wireless voice and data services to consumers. Atlantis and its parent entities are not only qualified to control FCC licenses but are able to create a stable source of capital and provide Alltel with the resources necessary to ensure that it continues to flourish as an independent wireless-only provider.

### 1. The Transferees are Qualified to Control FCC Licenses

In evaluating the transferee's qualifications to control FCC licenses,<sup>13</sup> the Commission considers factors such as whether the proposed transferee holds the requisite "citizenship, financial, technical, and other qualifications" to control an FCC license.<sup>14</sup> TPG and GS have substantial investing experience in a wide variety of sectors and have been active investors in the technology industry in the United States and abroad. Both TPG and GS have proven track records of improving the performance and potential of the companies in which they invest by ensuring access to capital, providing a stable growth environment, and improving their financial position. The knowledge and experience gained from such transactions enables Atlantis to maximize Alltel's potential by improving the efficiency of Alltel's operations and providing substantial economic support for Alltel's business objectives.<sup>15</sup> TPG and GS expect to have continued access to ample capital resources and, unlike a public company in the eye of analysts and short-term traders, are able to take a long-term view with respect to the capital investments required to make the company's strategic plans successful. Accordingly, TPG and GS possess all of the necessary qualifications to control FCC licenses.

### 2. The Transaction Will Benefit Consumers

As more fully explained below, the Transaction benefits consumers because it strengthens Alltel's ability to invest in the deployment of advanced services and the expansion of its network through the purchase of additional spectrum. As a result of the Transaction, Alltel will be secure in its ability to continue to grow as a wireless-only provider, no longer subject to the short-term earnings climate that drives traditional Wall Street investments. In addition, the stable financial environment resulting from the Transaction will provide capital to improve service to existing

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*Authorizations from MediaOne Group, Inc., Transferor, to AT&T Corp., Transferee*, 15 FCC Rcd 9816, 9821 (2000).

<sup>13</sup> See 47 U.S.C. § 308. See also *Applications of AirTouch Communications, Inc., Transferor, and Vodafone Group, PLC, Transferee, for Consent to Transfer Control of Licenses and Authorizations*, 14 FCC Rcd 9430, 9432-34 (WTB 1999).

<sup>14</sup> See *Applications for Consent to the Transfer of Control of Licenses and Section 214 Authorizations from Southern New England Telecommunications Corp., Transferor, to SBC Communications, Inc., Transferee*, 13 FCC Rcd 21292, 21305 (1998).

<sup>15</sup> In addition, Scott Ford, the current chief executive officer ("CEO") of Alltel, will remain as CEO, thereby furthering the long-term stability of the company.

and new Alltel customers, especially in rural areas that currently are unserved or underserved. Alltel also will be a stronger participant in future FCC spectrum auctions and, if warranted, well-situated to acquire additional spectrum that will allow the company to offer advanced services to even more existing and potential customers and expand its current 36-state footprint.

a) The Transaction Will Improve Service to Existing and New Alltel Customers, Particularly in Unserved and Underserved Rural Areas

The resources available through Atlantis to Alltel, which will no longer be subject to Wall Street market fluctuations, will better enable Alltel to continue to make improvements throughout its 36-state network and will facilitate the expeditious deployment of advanced services. Alltel's increased ability to offer wireless broadband services will be particularly beneficial in rural areas, many of which currently are unserved or underserved. As Alltel has noted previously to the Commission, although the demand for new, high-speed advanced services has grown tremendously, deployment of such services in rural areas typically lags behind urban areas.<sup>16</sup> Alltel's acquisitions over the past decade have increased Alltel's ability to offer new services and expand its customer base.<sup>17</sup> Even with the economies of scale created from such acquisitions, however, Alltel's rural footprint creates broadband deployment challenges not faced by the nationwide wireless carriers that focus on the more geographically dense parts of the country. Because Alltel serves more rural areas than any other carrier, its capital demands are both significant today and ongoing. The Transaction would allow Alltel to invest substantially in the deployment of advanced services to its high-cost rural areas.<sup>18</sup> This will benefit the public interest by ensuring competition against nationwide carriers and facilitating initial deployment of advanced services in areas that have not been a focus of nationwide carrier deployment.

b) The Transaction Will Allow Alltel to Acquire Additional Spectrum, Thereby Furthering the Deployment of Advanced Services and Expansion of the Alltel Network

The Transaction will also facilitate Alltel's ability to acquire additional spectrum, which will benefit consumers by speeding the deployment of advanced services to Alltel's increased coverage area. As previously discussed, the deployment of broadband wireless services to rural America is a capital-intensive, long-term business strategy that requires significant resources. Wall Street's focus on short-term earnings performance is a constant strain on the ability of

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<sup>16</sup> Application for Transfer of Control of Licenses Held by Western Wireless Corp. to Widgeon Acquisition LLC, FCC File No. 0002016468, Exh. 1 at 6-7, n.9 (filed Jan. 24, 2005) ("Alltel/WWC Application").

<sup>17</sup> For example, in 1998, Alltel acquired 360 Communication, adding 2.6 million wireless customers. In 1999, Alltel acquired Alliant Communications and Liberty Cellular, adding 440,000 wireless customers. In 2000, Alltel entered into a property swap and roaming arrangement with Verizon to add a net 700,000 wireless subscribers. In 2002, Alltel acquired CenturyTel Wireless, adding 700,000 wireless subscribers. See Alltel/WWC Application, Exh. 1 at 6.

<sup>18</sup> See, e.g., *Alltel Inks \$24.7B Buyout; Analysts Note Other Targets*, TELECOMM. REP., June 1, 2007 (quoting Alltel Chief Executive Officer Scott Ford, describing TPG and GS as "long-term investors who are willing to make the investments necessary to continue to grow [Alltel's] wireless business in all of our markets").

publicly traded wireless companies to manage investor expectations. This acquisition provides a stable source of capital, from a source with a long-term business strategy, which will position Alltel to participate in future FCC spectrum auctions and, if appropriate, to acquire additional spectrum that will allow the company to offer advanced services to even more existing and potential customers.

Spectrum auctions also offer Alltel an opportunity to expand its network beyond its current 36-state footprint, furthering competition to nationwide wireless carriers. The public interest will be served by any such increase in Alltel's coverage area.<sup>19</sup> For example, an expanded Alltel network and subscriber base will increase the number of "in-network" users for all Alltel customers while decreasing Alltel's reliance on roaming arrangements and reducing costs.

### 3. The Transaction Will Not Harm Competition<sup>20</sup>

#### a) The Transaction Will Not Result in Any Consolidation in the CMRS Market

The Commission evaluates a transaction's impact on competition by considering whether the transaction "reduce[s] the availability of substitute choices (market concentration) to the point that the [acquiring] firm has a significant incentive and ability to engage in anticompetitive actions, such as raising prices or reducing output, either by itself or in coordination with other firms."<sup>21</sup> Because the Transaction does not involve the acquisition of Alltel by another commercial wireless carrier, the Transaction will not produce any further consolidation in the commercial mobile radio service ("CMRS") market. Instead, the Transaction replaces one series of owners—the current shareholders of Alltel—with another—Atlantis and the investors in its controlling entities.

In addition, neither TPG nor GS holds any attributable interest in companies that directly compete with Alltel for the provision of commercial wireless services.<sup>22</sup> As a result, the Transaction will not in any way decrease the robust competition that currently characterizes the relevant market. Moreover, because the Transaction will provide a stable source of capital for Alltel, thereby increasing the company's ability to acquire additional spectrum and deploy new services (as discussed above), approval of the Applications will in fact increase competition among the top-five U.S. wireless carriers.

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<sup>19</sup> *VoiceStream/DT Order*, 16 FCC Rcd at 9844-45 (2001).

<sup>20</sup> The U.S. Department of Justice will conduct its own review of the competitive aspects of this transaction pursuant to the Hart-Scott-Rodino Antitrust Improvements Act of 1976, 15 U.S.C. § 18(a), and the rules promulgated thereunder. Alltel and Atlantis also have submitted a Hart-Scott-Rodino notification regarding the Transaction.

<sup>21</sup> *AT&T Wireless Services, Inc. and Cingular Wireless Corp.*, 19 FCC Rcd 21552 (2004).

<sup>22</sup> Similarly, neither TPG nor GS holds any attributable interest in companies that provide wireline telephony services. Accordingly, the Transaction also will not cause any harm to intermodal competition.

b) The Transaction Will Not Adversely Affect Competition for the Provision of Any Wireless Services

As discussed above, the Transaction will not harm competition in the market for commercial wireless services because neither TPG nor GS holds a significant ownership interest in any competitor to Alltel. Although GS holds an interest in an entity that leases 700 MHz guard band spectrum for the provision of enterprise services, primarily in rural areas, this interest has no competitive effect.

GS holds an approximate 30% indirect equity interest in Arcadian Networks, Inc. (“Arcadian”), which provides IP-based broadband wireless capabilities to enterprise clients requiring secure private wireless networks to connect dispersed assets and facilities. In particular, Arcadian tailors its offerings toward critical infrastructure providers such as electric, oil, gas, and water utilities, and critical infrastructure users such as first responders. Arcadian provides its services primarily through 700 MHz guard band spectrum that it leases from Access 700, LLC (“Access 700”), the licensee (or “Guard Band Manager”<sup>23</sup>) of a number of licenses in the 700 MHz guard bands.<sup>24</sup> Arcadian currently is operating in two states, Minnesota and Wisconsin, but has leased spectrum that would allow it to provide service in all or part of 32 states. Although the spectrum leased by Arcadian overlaps Alltel’s spectrum in 21 metropolitan economic areas (“MEAs”), Access 700’s guard band spectrum in each MEA is limited to 2 to 4 MHz, and Arcadian thus holds only 2 to 4 MHz in each MEA in which it leases guard band spectrum from Access 700.

GS’s investment in Arcadian will not adversely affect wireless competition in the markets in which Alltel operates for several reasons. First, the FCC previously determined that CMRS providers’ lease of 700 MHz spectrum from the guard band managers would not be attributed toward the spectrum cap calculations previously set forth in Section 20.6 of the Commission’s rules.<sup>25</sup> Although the spectrum cap rules sunset in 2003,<sup>26</sup> the competitive analysis regarding CMRS providers’ usage of 700 MHz guard band spectrum remains dispositive.<sup>27</sup> The Commission stated in both the First and Second Report and Order on 700 MHz that since this spectrum could be complementary to services offered by CMRS providers and is not directly competitive to such services, consumers would not be harmed by allowing CMRS licensees to lease in-market spectrum from the guard band managers. Accordingly, the indirect ownership by GS of Arcadian does not create any competitive concerns.

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<sup>23</sup> “Guard Band Manager” is the term used by the FCC to refer to the class of commercial licensee that is engaged in the business of leasing the 700 MHz guard band spectrum for value to third parties on a for-profit basis.

<sup>24</sup> Arcadian holds an equity interest of approximately 27.5% in Access 700.

<sup>25</sup> 47 C.F.R. § 20.6.

<sup>26</sup> See *2000 Biennial Regulatory Review Spectrum Aggregation Limits For Commercial Mobile Radio Services*, 16 FCC Rcd 22668 (2001). The Commission now analyzes the competitive effects of transactions involving mobile telephony service providers on a case-by-case basis.

<sup>27</sup> See *Service Rules for the 746-764 and 776-794 MHz Bands, and Revisions to Part 27 of the Commission’s Rules*, 15 FCC Rcd 8634 (2000); *Service Rules for the 746-764 and 776-794 MHz Bands, and Revisions to Part 27 of the Commission’s Rules*, 15 FCC Rcd 5299 (2000).

Second, as a policy matter beyond the previously-imposed spectrum cap, the Transaction will not result in aggregation of spectrum that would create any competitive issues. The 700 MHz guard band spectrum licensed to Access 700 consists of only 2 to 4 MHz of spectrum. Arcadian's spectrum is therefore negligible when compared to the spectrum used for Alltel's operations.

Third, the companies do not compete for the same customer base and the market overlap is limited. Specifically, Arcadian's services are tailored toward monitoring and control of remote field stations and dispersed devices such as utility meters. Arcadian offers its customers PC laptop wireless communications and VoIP phone service for field vehicles and personnel, but only within the context of a customer's secure private network. In contrast, Alltel's primary business is the provision of commercial mobile voice and data services.<sup>28</sup>

Finally, GS's holding in Arcadian is held through its public side investment entities and trading desk, whereas GS's investment in Alltel will be held through PIA, GS's private equity arm. PIA is separated from the public side investment entities and trading desks by GS policies and procedures regarding the establishment of certain internal "walls." Furthermore, GS PIA has no ability to control Arcadian, and GS's public side investment entities and trading desks will have no ability to control Alltel, because the investments are held and managed in distinct and separate business units within GS.

#### **IV. Other Issues**

##### **A. Section 214 Authorizations**

The Transaction involves the transfer of control of three wholly-owned Alltel subsidiaries that hold international Section 214 authorizations. ACI and Kin Network, Inc. ("Kin Network") are each authorized to provide international global telecommunications service on a resale basis. Western Wireless LLC ("Western Wireless") is authorized to provide international global telecommunications service on a facilities and resale basis. In addition, Kin Network provides domestic switching services in Kansas. Accordingly, three 214 applications ("214 Applications") are being filed—one application to transfer control of ACI's international 214 authorization, one application to transfer control of Western Wireless' international 214 authorization, and one joint application to transfer control of Kin Network's international and domestic 214 authorizations.

As further explained in the 214 Applications, Alltel holds only a *de minimis* share of the international telecommunications market. In addition, neither TPG nor GS is affiliated with any foreign carrier with market power in its home market(s).<sup>29</sup> Furthermore, Kin Network faces significant competition from other wireline carriers with regard to the provision of switching

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<sup>28</sup> Alltel does provide enterprise solutions such as fleet tracking and remote monitoring, but these services do not constitute Alltel's primary line of business.

<sup>29</sup> As discussed in the 214 Applications, GS is affiliated with a foreign carrier that operates in several South American countries. The foreign carrier affiliate, however, is not a dominant carrier in those foreign countries, all of which are members of the World Trade Organization ("WTO").



services in Kansas and neither TPG nor GS holds an attributable interest in any wireline company operating in that state. Accordingly, Alltel will have no ability to adversely affect competition in the international telephony market or in the market for switched services in Kansas.

B. Pro Forma Transfer of Control Applications

Alltel holds a minority, non-controlling general partnership interest in one partnership and five limited partnerships (“Partnerships”), each of which holds various wireless authorizations. The Partnerships include: (1) Illinois Valley Cellular RSA 2-II Partnership; (2) RSA 1 Limited Partnership d/b/a Cellular 29 Plus; (3) Northwest Missouri Cellular Limited Partnership; (4) Pittsfield Cellular Telephone Company; (5) Wisconsin RSA No. 4 Limited Partnership; and (6) Wisconsin RSA-10 Limited Partnership. Under the relevant partnership agreements, Alltel is precluded from exercising control over each of the Partnerships, and each Partnership is controlled and managed by another carrier. The Parties are filing Form 603 applications on a *pro forma*, non-forbearance basis to seek Commission approval to transfer control of these minority, non-controlling interests. The *pro forma* treatment of the transfer of control of Alltel’s ownership interests in the Partnerships is consistent with prior transactions approved by the Commission.<sup>30</sup>

C. Additional Authorizations

In addition to seeking the Commission’s approval of the transfers of control of the FCC authorizations specified in these Applications, the Parties also request the additional authorizations described below.

While the list of call signs referenced in each Application is intended to be complete and to include all of the licenses and authorizations held by the respective licensees that are subject to the Transaction, Alltel licensees may now have on file, and may hereafter file, additional requests for authorizations for new or modified facilities which may be granted before the Commission takes action on the instant Applications. Accordingly, the parties request that any Commission approval of the Applications include authority for Atlantis to acquire control of: (1) any authorization issued to the respective licensees/transferor during the period while the Applications are pending and the period required for consummation of the Transaction; (2) any construction permits held by the respective licensees/transferor that mature into licenses after closing; and (3) any applications that are pending at the time of consummation. Such action would be consistent with Commission precedent.<sup>31</sup> Moreover, because Atlantis is acquiring

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<sup>30</sup> See, e.g., FCC Public Notice, *AT&T Wireless Services, Inc. and Cingular Wireless Corporation Seek FCC Consent to Transfer Control of Licenses and Authorizations*, WT Docket No. 04-70, DA 04-932 (rel. Apr. 2, 2004).

<sup>31</sup> See, e.g., *Applications of NYNEX Corp., Transferor, and Bell Atlantic Corp., Transferee, for Consent to Transfer Control of NYNEX Corp. and Its Subsidiaries*, 12 FCC Rcd 19985, 20097 (1997); *Applications of Craig O. McCaw, Transferor, and AT&T, Transferee, for Consent to the Transfer of Control of McCaw Cellular Communications, Inc. and its Subsidiaries*, 9 FCC Rcd 5836, 5905 n.300 (1994) (“McCaw”).

Alltel and all of its FCC authorizations, Atlantis requests that Commission approval include any facilities that inadvertently may have been omitted.

The Parties request for approval of additional after-acquired authorizations includes private Industrial/Business Pool, Conventional license WPMV864, which is subject to a pending application to assign it on a *pro forma*, non-forbearance basis from 360 Communications Company (“360 Communications”) to ACI.<sup>32</sup> Because WPMV864 is subject to a pending assignment application, it does not appear in the Commission’s Universal Licensing System (“ULS”) under ACI’s wireless licenses and is not included on the list of licenses on the FCC Form 603 Lead Application that seeks consent to transfer control of ACI to Atlantis. The Parties, however, also seek Commission consent to transfer control of WPMV864 as part of the Transaction. The Parties will amend the Form 603 Lead Application to include WPMV864 upon grant of the *pro forma* application.

Similarly, the Parties are requesting approval to transfer control of common carrier fixed point-to-point microwave license WPJD298, which is held by Alltel’s wholly-owned indirect subsidiary Alltel Communications of New Mexico, Inc. (“Alltel New Mexico”). A link for one microwave path that is associated with WPJD298, however, is subject to “termination pending” status.<sup>33</sup> The technical parameters of ULS prevent the license from being listed on the FCC Form 603 application with Alltel New Mexico’s other wireless licenses while the path is subject to termination.<sup>34</sup> Accordingly, the Parties will amend the Form 603 application relating to Alltel New Mexico to include WPJD298 once the “termination pending” status has been removed from the license.

In addition, the Parties hereby request a blanket exemption from Sections 1.927(h) and 1.933(b) of the Commission’s rules<sup>35</sup> in cases where the licensee files amendments to pending applications to reflect consummation of the Transaction. The exemption is requested so that such amendments reporting the change in ownership will not be treated as major amendments requiring a second public notice for the still-pending applications. Since any ownership changes that result with respect to any particular pending application are part of a larger transaction undertaken for a legitimate business purpose, grant of such an exemption would be consistent with Commission precedent.<sup>36</sup>

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<sup>32</sup> See ULS File No. 0003060070. As further explained in the *pro forma* application, the assignment of WPMV864 from 360 Communications to ACI is part of an internal corporate restructuring.

<sup>33</sup> See FCC Public Notice, *Wireless Telecommunications Bureau Site Based Licenses Termination Pending Public Notice*, Report No. 3195 (rel. May 30, 2007).

<sup>34</sup> The application to transfer control of Alltel New Mexico’s wireless licenses is available at ULS File No. 0003059679.

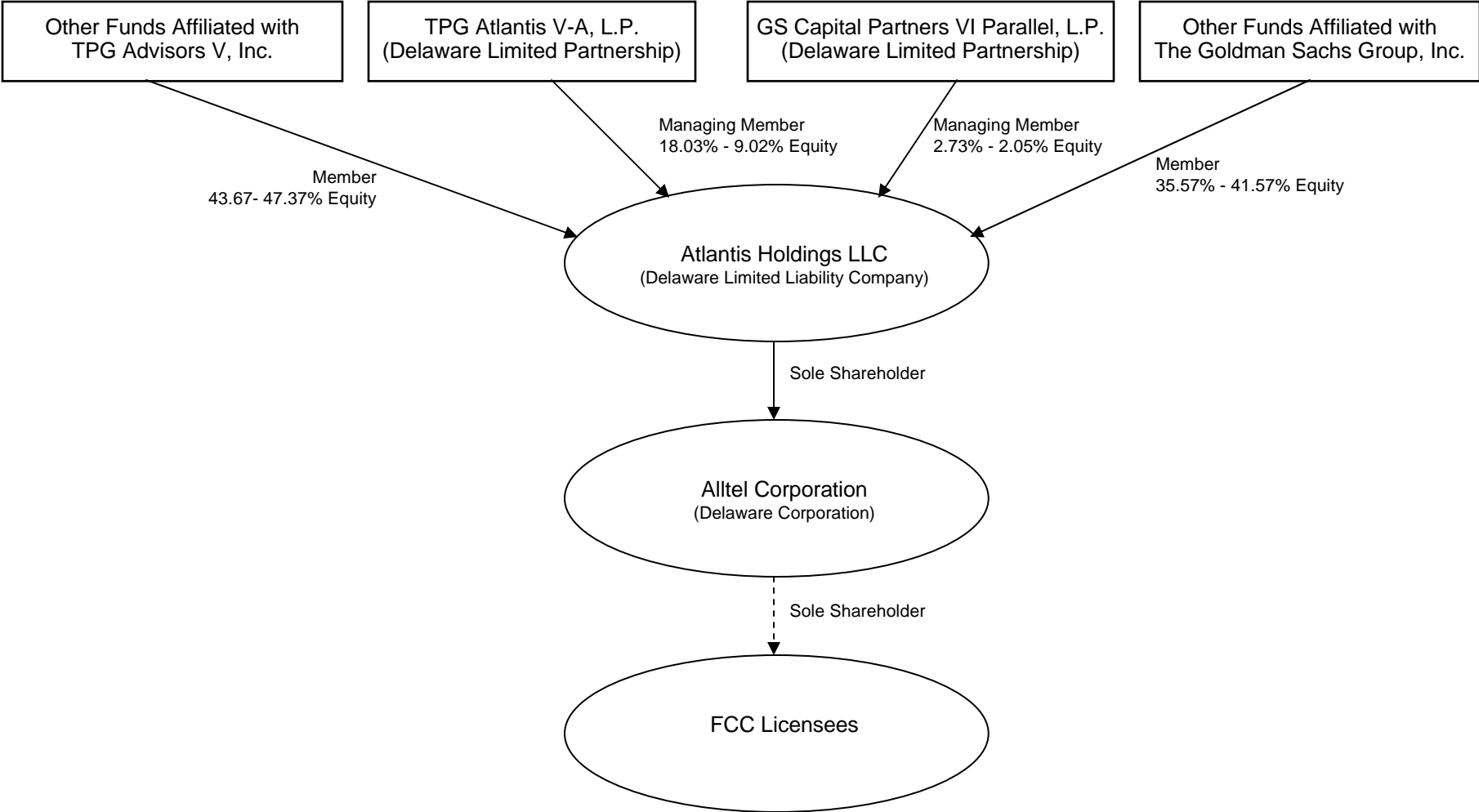
<sup>35</sup> 47 C.F.R. §§ 1.927(h), 1.933(b).

<sup>36</sup> See, e.g., *Applications of PacifiCorp Holdings, Inc., Transferor, and Century Telephone Enterprises, Inc., Transferee, for Consent to Transfer Control of Pacific Telecom, Inc., a Subsidiary of PacifiCorp Holdings, Inc.*, 13 FCC Rcd 8891, 8915; *McCaw*, 9 FCC Rcd at 5909 n.300.

## **V. Conclusion**

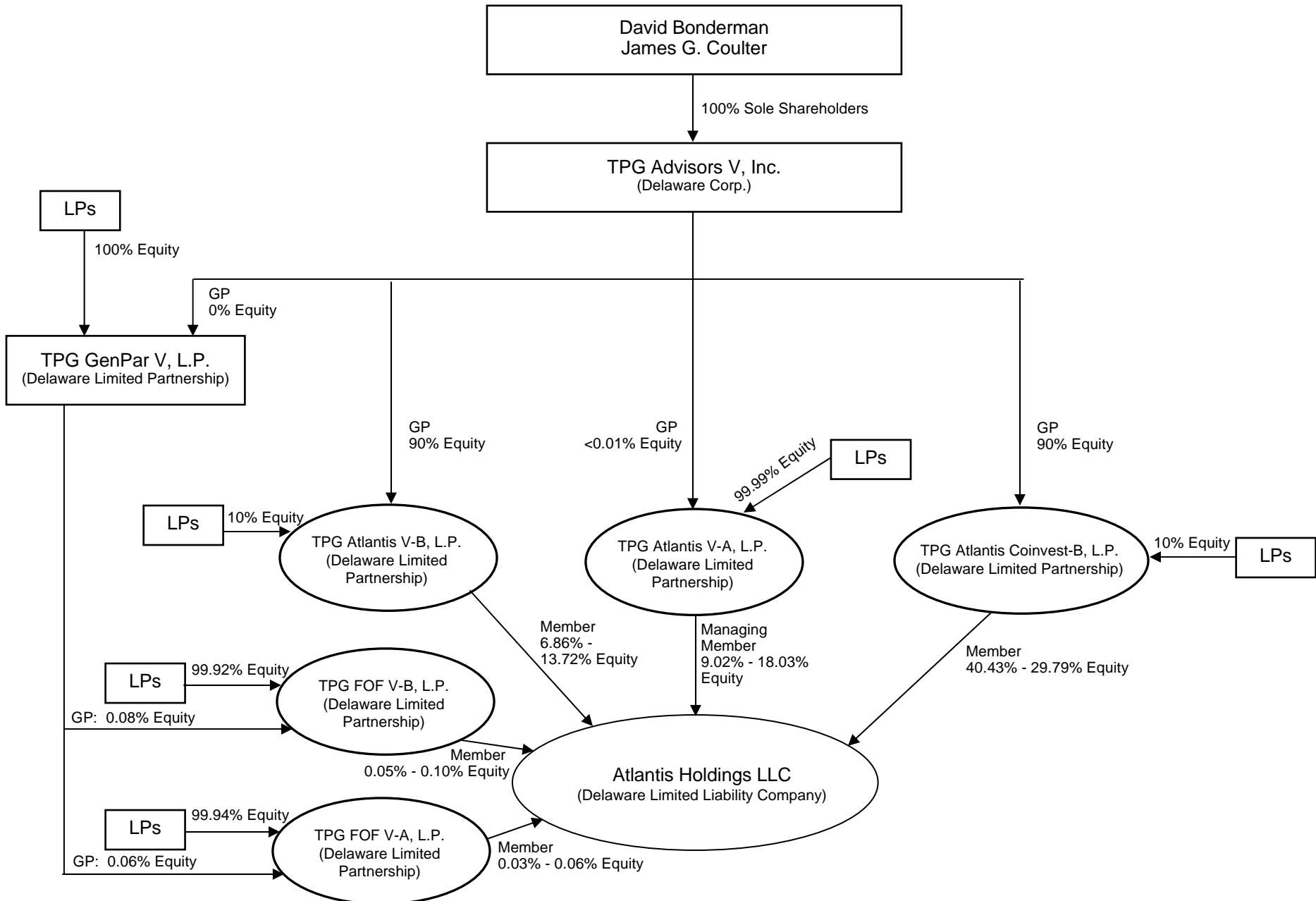
For the foregoing reasons, the subject transaction serves the public interest, convenience, and necessity. Accordingly, the Parties respectfully request that the Commission expeditiously grant the Applications.

# Attachment 1: Proposed Structure of Alltel



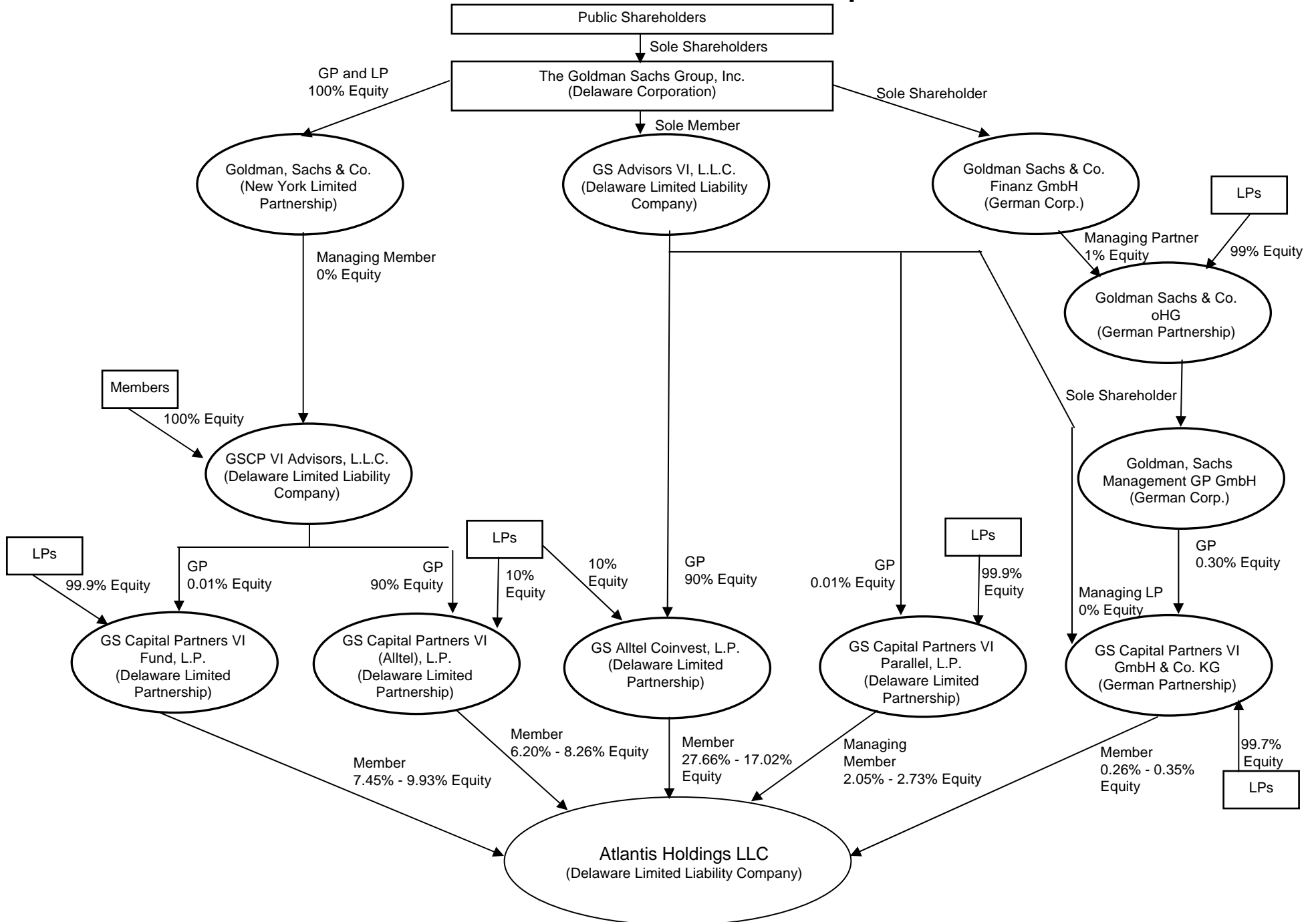
NOTE: Prior to the consummation of the Merger, TPG and GS intend to syndicate certain of the equity investments in Atlantis to the Limited Partners or other co-investors. Because it is not known exactly how much capital will be syndicated by each of TPG and GS, it is necessary to report TPG's and GS's respective equity interests in Atlantis as a range. In addition, syndication and co-investment may result in the creation of additional investment entities under the same control structure as those disclosed herein.

## Attachment 2: TPG Ownership Structure



NOTE: Prior to the consummation of the Merger, TPG and GS intend to syndicate certain of the equity investments in Atlantis to the Limited Partners or other co-investors. Because it is not known exactly how much capital will be syndicated by each of TPG and GS, it is necessary to report TPG's and GS's respective equity interests in Atlantis as a range. In addition, syndication and co-investment may result in the creation of additional investment entities under the same control structure as those disclosed herein.

# Attachment 3: Goldman Sachs Ownership Structure



NOTE: Prior to the consummation of the Merger, TPG and GS intend to syndicate certain of the equity investments in Atlantis to the Limited Partners or other co-investors. Because it is not known exactly how much capital will be syndicated by each of TPG and GS, it is necessary to report TPG's and GS's respective equity interests in Atlantis as a range. In addition, syndication and co-investment may result in the creation of additional investment entities under the same control structure as those disclosed herein.