

ALL STATE LEGAL 800 222-0910 EDR11 RECYCLED



ALL-STATE FISCAL 800 222-0510 EDS11 RECYCLED



Figure 10: TLCP Pre-Merger Licensed Footprint

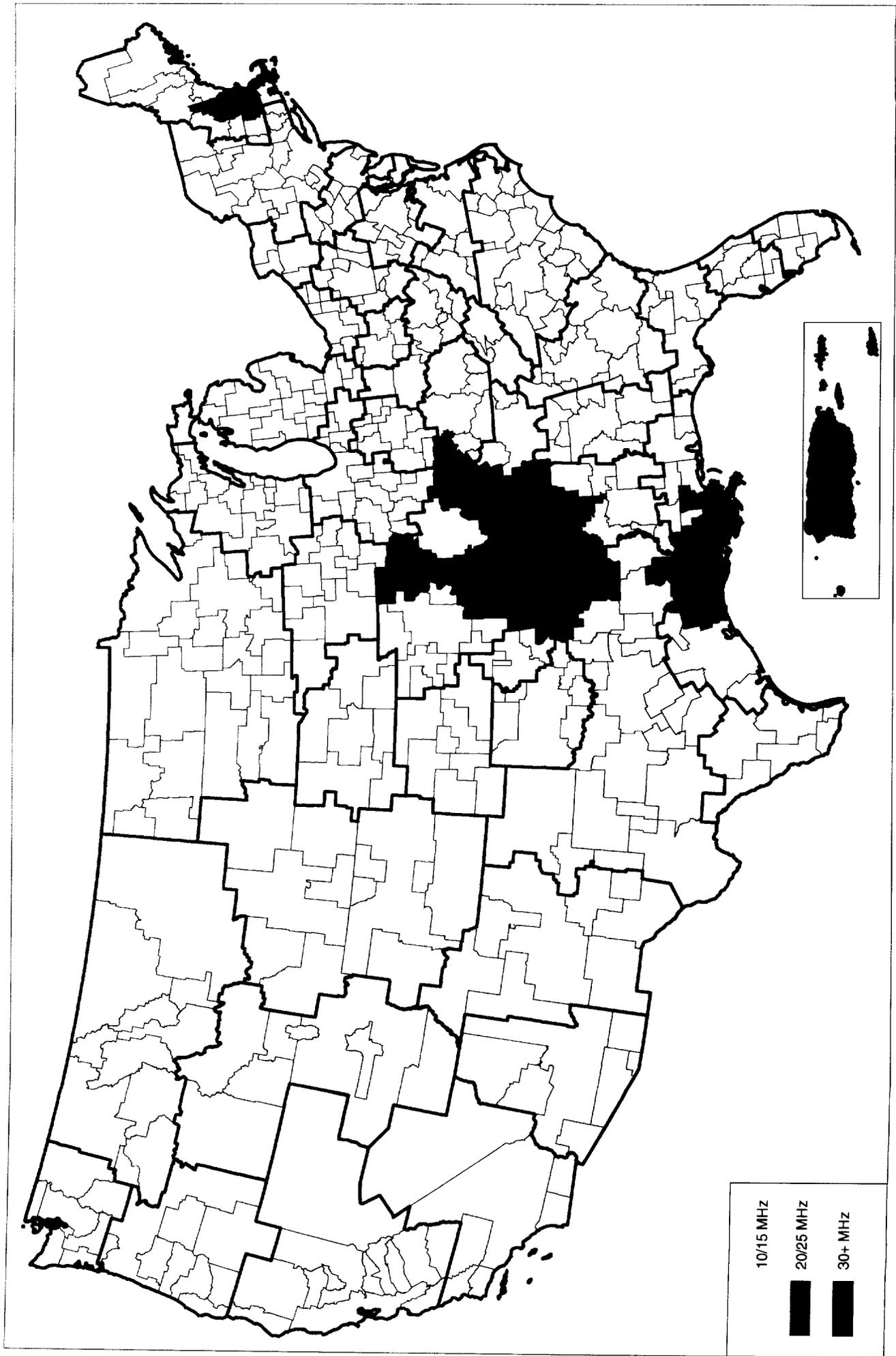


Figure 11: TTEL Pre-Merger Licensed Footprint

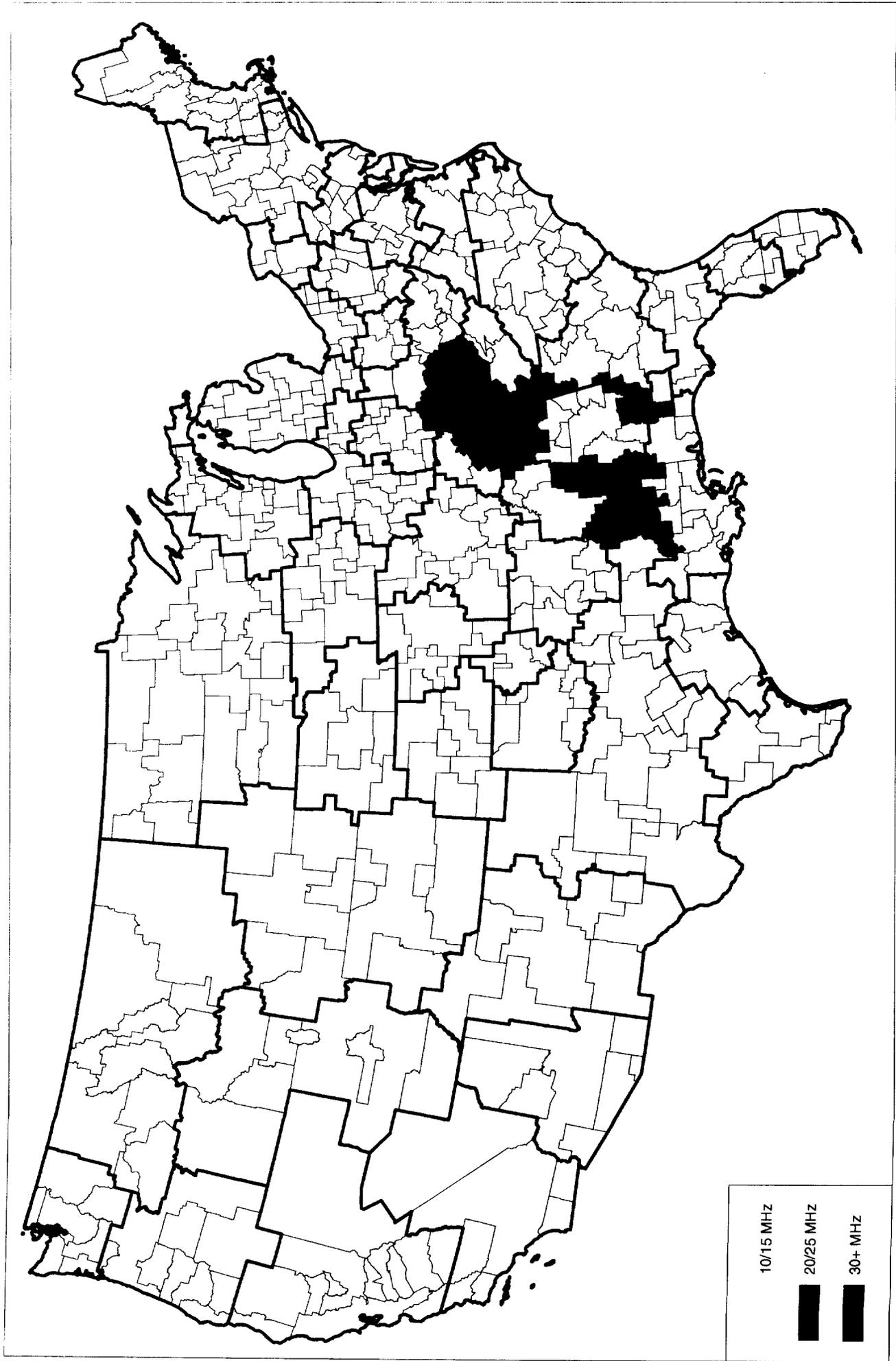


Figure 12: TLCP Post-Merger Licensed Footprint

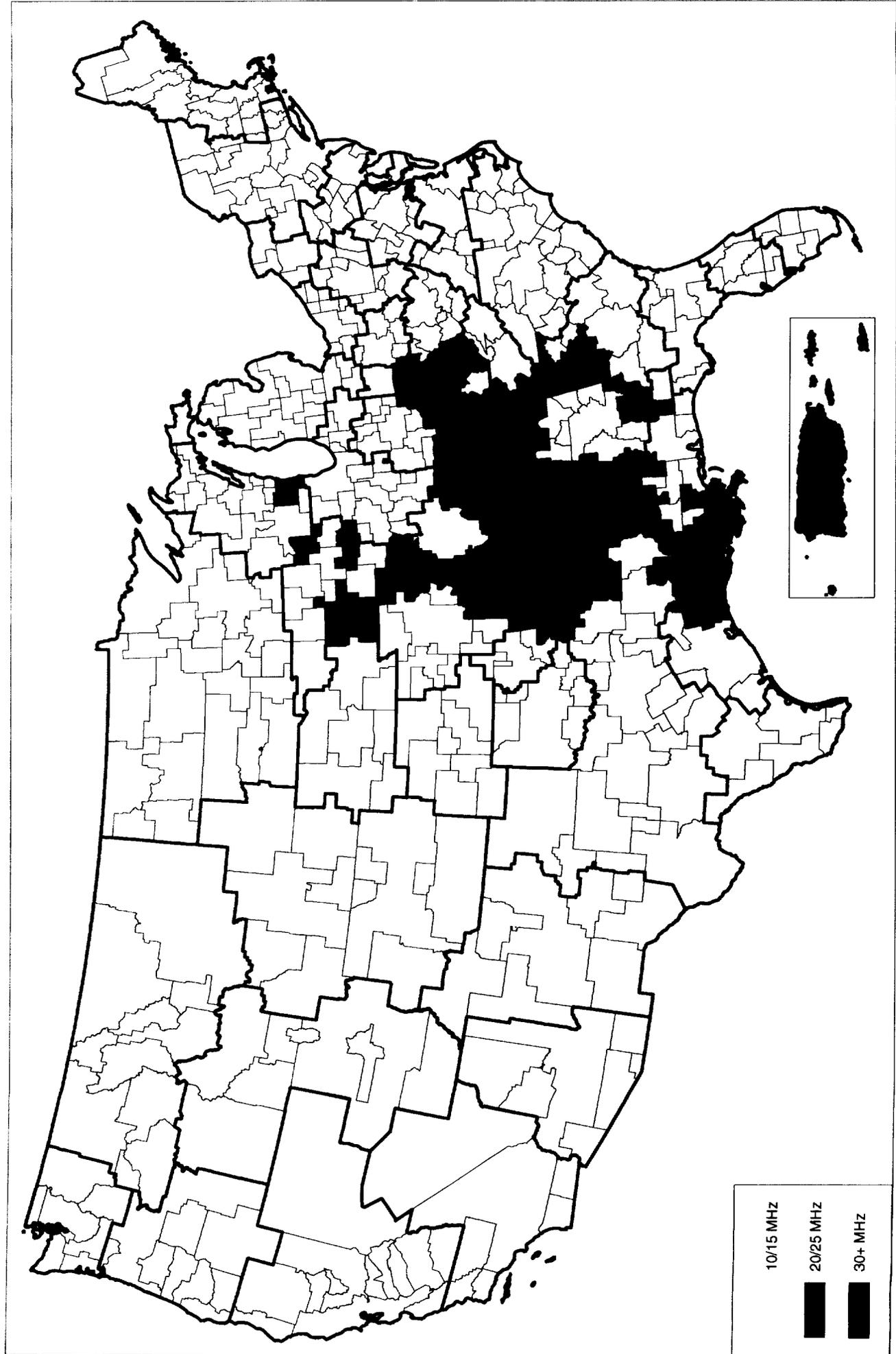
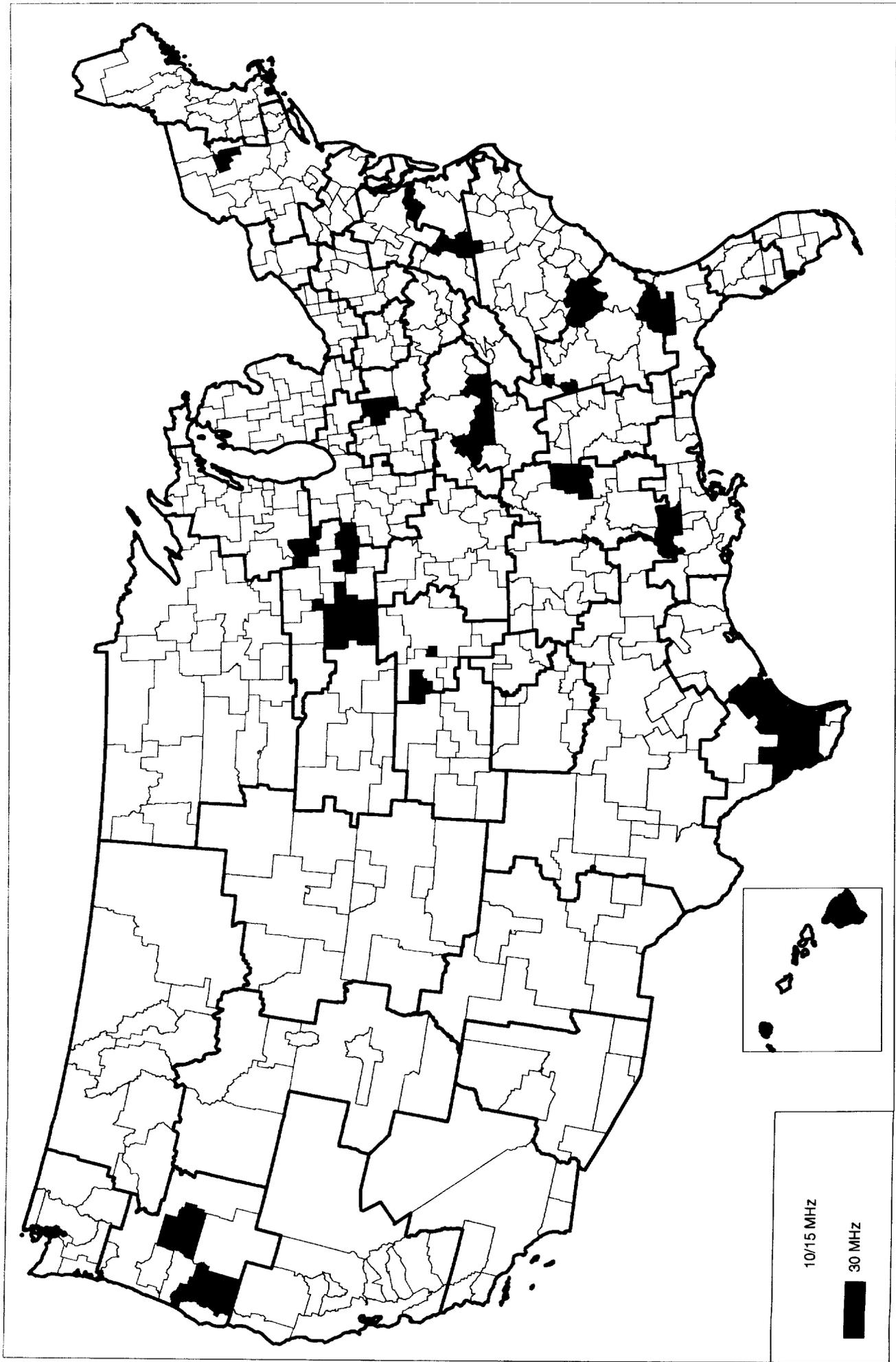


Figure 13: ABC Licensed Footprint





FCC Ownership Disclosure Information for the
Wireless Telecommunications Services

Applicant/Licensee Information

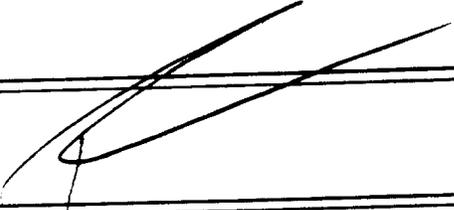
1) First Name (if individual):	MI:	Last Name:	Suffix:
2) Applicant Name (if entity): TeleCorp PCS, Inc.		3) Applicant TIN:	

Related FCC Regulated Businesses of Applicant/Licensee

4a) Name and address of all FCC Regulated Businesses owned by Applicant/Licensee (use additional sheets, if necessary):	4b) Principal Business:	4c) TIN:	4d) Percent of Interest Held:
TeleCorp Wireless, Inc.	PCS Holding Co.		100
TeleCorp PCS, L.L.C.	PCS Holding Co.		100
TeleCorp of Puerto Rico, Inc.	PCS Provider		100
TeleCorp Holding Corp. II, L.L.C.	PCS Applicant		100
Black Label Wireless, Inc.	PCS Applicant		100
TeleCorp LMDS, Inc.	LMDS Provider		100
Tritel, Inc.	PCS Holding Co.		100

Signature

5) Typed or Printed Name of Party Authorized to Sign

First Name:	MI:	Last Name:	Suffix:
Thomas		Sullivan	
Title:			
President			
Signature:		Date:	
		6-21-00	

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).

FCC Ownership Disclosure Information for the
Wireless Telecommunications Services

Applicant/Licensee Information

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Related FCC Regulated Businesses of Applicant/Licensee

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Tritel A/B Holding Corp., Inc.	PCS Holding Co.		100
Tritel C/F Holding Corp., Inc.	PCS Holding Co.		100
AirCom PCS, Inc.	PCS Provider		100
DigiCall, Inc.	PCS Provider		100
DigiCom, Inc.	PCS Provider		100
QuinCom, Inc.	PCS Provider		100
Tritel Licensee--Florida, Inc.	PCS Applicant		100
Tritel Licensee--Georgia, Inc.	PCS Applicant		100

Signature

5) Typed or Printed Name of Party Authorized to Sign

First Name:	MI:	Last Name:	Suffix:
Thomas		Sullivan	
Title:			
President			
Signature:			Date:

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FCC Ownership Disclosure Information for the
Wireless Telecommunications Services

Applicant/Licensee Information

1) First Name (if individual):	MI:	Last Name:	Suffix:
2) Applicant Name (if entity): TeleCorp PCS, Inc.		3) Applicant TIN:	

Related FCC Regulated Businesses of Applicant/Licensee

4a) Name and address of all FCC Regulated Businesses owned by Applicant/Licensee (use additional sheets, if necessary):	4b) Principal Business:	4c) TIN:	4d) Percent of Interest Held:
Global PCS, Inc.	PCS Provider		100
DigiNet PCS, Inc.	PCS Provider		100
ClearWave, Inc.	PCS Provider		100
ClearCall, Inc.	PCS Provider		100
NexCom, Inc.	PCS Provider		100
Zephyr Wireless, Inc.	39 GHz Applicant		100
TeleCorp Communications, Inc.	Microwave Backhaul Provider		100

Signature

5) Typed or Printed Name of Party Authorized to Sign

First Name:	MI:	Last Name:	Suffix:
Thomas		Sullivan	
Title:			
President			
Signature:		Date:	

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Form 602 Exhibit 1
FCC Licensed Interests of Gerald Vento

Mr. Vento holds or has applied to hold interests in a number of FCC licensed entities. Because the equity and voting interests of Mr. Vento in such entities changes over time, to avoid having to update every FCC Form 602 for every licensed interest of Mr. Vento with each minor change in otherwise unrelated entities, Mr. Vento's equity and voting interests are disclosed in the FCC Form 602 for each specific referenced entity. Some of these entities, such as TeleCorp PCS, Inc., are holding companies that also have FCC licensed subsidiaries that are shown in their FCC Form 602. The entities in which Mr. Vento maintains an interest, has applied to hold an interest, or will shortly apply to hold an interest include:

Licensee	Principal Business	TIN
TeleCorp PCS, Inc.	PCS	
THC of Tampa, Inc.	PCS	
THC of Orlando, Inc.	PCS	
THC of Orlando LMDS, Inc.	LMDS	
THC of Houston, Inc.	PCS	
THC of Melbourne, Inc.	PCS	
THC of San Diego, Inc.	PCS	
TeleCorp WCS, Inc.	WCS	
ABC Wireless, L.L.C.	PCS	
Indiana Acquisition, L.L.C.	PCS	
Wireless Acquisition, L.L.C.	PCS	
Royal Wireless, L.L.C.	PCS	
Arnage Wireless, L.L.C.	PCS	
Panther Wireless, L.L.C.	PCS	
Sabre Wireless, L.L.C.	PCS	
Lone Star Wireless, L.L.C.	PCS	
Southwest Wireless, L.L.C.	PCS	
Atlantis Bidding Corp.	39 GHz	

FCC Form 602 Exhibit 2
FCC Licensed Interests of Thomas Sullivan

Mr. Sullivan holds or has applied to hold interests in a number of FCC licensed entities. Because the equity and voting interests of Mr. Sullivan in such entities changes over time, to avoid having to update every FCC Form 602 for every licensed interest of Mr. Sullivan with each minor change in otherwise unrelated entities, Mr. Sullivan's equity and voting interests are disclosed in the FCC Form 602 for each specific referenced entity. Some of these entities, such as TeleCorp PCS, Inc., are holding companies that also have FCC licensed subsidiaries that are shown in their FCC Form 602. The entities in which Mr. Sullivan maintains an interest, has applied to hold an interest, or will shortly apply to hold an interest include:

Licensee	Principal Business	TIN
TeleCorp PCS, Inc.	PCS	
THC of Tampa, Inc.	PCS	
THC of Orlando, Inc.	PCS	
THC of Orlando LMDS, Inc.	LMDS	
THC of Houston, Inc.	PCS	
THC of Melbourne, Inc.	PCS	
THC of San Diego, Inc.	PCS	
TeleCorp WCS, Inc.	WCS	
ABC Wireless, L.L.C.	PCS	
Indiana Acquisition, L.L.C.	PCS	
Wireless Acquisition, L.L.C.	PCS	
Royal Wireless, L.L.C.	PCS	
Arnage Wireless, L.L.C.	PCS	
Panther Wireless, L.L.C.	PCS	
Sabre Wireless, L.L.C.	PCS	
Lone Star Wireless, L.L.C.	PCS	
Southwest Wireless, L.L.C.	PCS	
Atlantis Bidding Corp.	39 GHz	

FCC Ownership Disclosure Information for the
Wireless Telecommunications Services

Applicant/Licensee Information

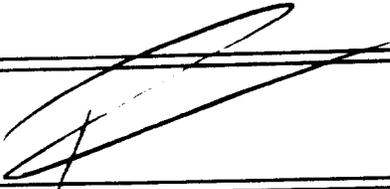
1) First Name (if individual):	MI:	Last Name:	Suffix:
2) Applicant Name (if entity):		3) Applicant TIN:	
Black Label Wireless, Inc.			

Related FCC Regulated Businesses of Applicant/Licensee

4a) Name and address of all FCC Regulated Businesses owned by Applicant/Licensee (use additional sheets, if necessary):	4b) Principal Business:	4c) TIN:	4d) Percent of Interest Held:
None.			

Signature

5) Typed or Printed Name of Party Authorized to Sign

First Name:	MI:	Last Name:	Suffix:
Thomas		Sullivan	
Title:			
President			
Signature:		Date:	
		6-21-00	

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FCC Ownership Disclosure Information for the
Wireless Telecommunications Services

Schedule for Disclosable Interest Holders

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

1) Disclosable Interest Holder's First Name (if individual):		MI:	Last Name:	Suffix:
2) Disclosable Interest Holder's Name (if entity): CB Capital Investors, L.P.			3) Disclosable Interest Holder's TIN:	
4) Disclosable Interest Holder's Address: 380 Madison Avenue, 12th Floor; New York, New York 10017; Attn: Michael Hannon				
5) Type of Interest in Applicant () (refer to instructions for list) I	6) Disclosable Interest Holder is a(n): () (refer to instructions for list of codes): L		7) Percent of Interest Held in Applicant: 20.3%	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): S			9) Disclosable Interest Holder's Country of Citizenship: USA	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): CB Capital Investors, L.P.'s interest is held indirectly through TeleCorp PCS, Inc.				

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

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:
TeleCorp PCS, Inc. (see also TeleCorp PCS, Inc. disclosures)	PCS holding company.		15.16%
Entercom Communications Corp.	Broadcasting		Unavailable
Mediacom LLC	CATV		Unavailable
Triton Communications, L.L.C.	Cellular Telephony		32.2%
Triton PCS, Inc.	PCS company		19.8%

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THC of Orlando LMDS, Inc.	LMDS	
THC of Houston, Inc.	PCS	
THC of Melbourne, Inc.	PCS	
THC of San Diego, Inc.	PCS	
TeleCorp WCS, Inc.	WCS	
ABC Wireless, L.L.C.	PCS	
Indiana Acquisition, L.L.C.	PCS	
Wireless Acquisition, L.L.C.	PCS	
Royal Wireless, L.L.C.	PCS	
Amage Wireless, L.L.C.	PCS	
Panther Wireless, L.L.C.	PCS	
Sabre Wireless, L.L.C.	PCS	
Lone Star Wireless, L.L.C.	PCS	
Southwest Wireless, L.L.C.	PCS	
Atlantis Bidding Corp.	39 GHz	

FCC Form 602 Exhibit 2
FCC Licensed Interests of Thomas Sullivan

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Sabre Wireless, L.L.C.	PCS	
Lone Star Wireless, L.L.C.	PCS	
Southwest Wireless, L.L.C.	PCS	
Atlantis Bidding Corp.	39 GHz	

FCC Ownership Disclosure Information for the
Wireless Telecommunications Services

Approved by OMB
3060 - 0799
See instructions for
public burden estimate

Applicant/Licensee Information

1) First Name (if individual):	MI:	Last Name:	Suffix:
2) Applicant Name (if entity): TeleCorp Holding Corp. II, L.L.C.		3) Applicant TIN:	

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Zephyr Wireless, L.L.C.	39 GHz Applicant		100
Black Label Wireless, Inc.	PCS Applicant		100

Signature

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Title:			
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Wireless Acquisition, L.L.C.	PCS	
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Atlantis Bidding Corp.	39 GHz	

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THC of Melbourne, Inc.	PCS	
THC of San Diego, Inc.	PCS	
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ABC Wireless, L.L.C.	PCS	
Indiana Acquisition, L.L.C.	PCS	
Wireless Acquisition, L.L.C.	PCS	
Royal Wireless, L.L.C.	PCS	
Arnage Wireless, L.L.C.	PCS	
Panther Wireless, L.L.C.	PCS	
Sabre Wireless, L.L.C.	PCS	
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