



PUBLIC NOTICE

FEDERAL COMMUNICATIONS COMMISSION
1919 M STREET, N.W.
WASHINGTON, D.C. 20554

News media information (202) 418-0500. Recorded listing of releases and texts (202) 418-2222.

DA 96-1026
June 26, 1996

AUCTION OF BROADBAND PERSONAL COMMUNICATIONS SERVICE (D, E AND F BLOCKS)

Auction Notice and Filing Requirements for 1,479 BTA Licenses in the 2 GHz Band, Scheduled for August 26, 1996

Report No. AUC-96-11-A (Auction No. 11)

1. INTRODUCTION

Licenses to Be Auctioned: 1,479 licenses to provide Personal Communications Services ("PCS") in the 2 GHz band ("broadband PCS"). Three licenses will be offered in each of 493 Basic Trading Areas ("BTAs") in the United States,¹ each license offering service on 10 MHz of spectrum:

Frequency Block D:1865-1870 MHz paired with 1945-1950 MHz
Frequency Block E:1885-1890 MHz paired with 1965-1970 MHz
Frequency Block F:1890-1895 MHz paired with 1970-1975 MHz

A list of licenses is provided in Attachment A.

Auction Date: The auction will commence at 12:00 noon Eastern Daylight Time (EDT) on Monday, August 26, 1996. The initial schedule for bidding will be announced by public notice at least one week before the start of the auction. Unless otherwise announced, bidding will be conducted on each business

¹The BTA designations are based on material Copyrighted 1992 by Rand McNally & Company. Rights granted pursuant to a license from Rand McNally & Company (through an arrangement with the Personal Communication Industry Association) to all interested parties for use solely in connection with the licensing, building, marketing and operation of personal communications services, certain specialized mobile radio services and local multipoint distribution services.

day until bidding has stopped on all licenses.

Auction Number: This is the eleventh spectrum auction the FCC has conducted, and will be referred to as Auction No. 11.

Bidding Methodology: Simultaneous multiple round bidding. Bidding will be permitted only from remote locations, either electronically (by computer) or telephonically.

Pre-Auction Deadlines:

- Short-Form Application (FCC Form 175) . . . Monday, July 29, 1996, 5:30 p.m. EDT
- Auction Seminar Thursday, August 8, 1996
- Upfront Payments:
 - Wire Transfer Monday, August 12, 1996, 6:00 p.m. EDT
 - Cashier's Check Monday, August 12, 1996, 11:59 p.m. EDT
- Orders for Remote Bidding Software Friday, August 16, 1996, 5:30 p.m. EDT

Telephone Contacts:

- FCC Wireless Consumer Assistance Branch 800-322-1117
(Bidder Information Packages and General Auction Information)
- FCC Technical Support Hotline 202-414-1250

List of Attachments:

- Attachment A: List of Licenses Offered
- Attachment B: Instructions for Downloading and Installing the
FCC Form 175 Application Software
- Attachment C: Guidelines for Completing FCC Form 175 and Exhibits

Bidder Information Package: More complete details about this auction will be contained in a Bidder Information Package. The FCC will provide one copy free of charge. Additional copies may be ordered at a cost of \$16.00 each, including postage, payable by Visa or Master Card, or by check payable to "Federal Communications Commission" or "FCC." To place an order, please contact the FCC Wireless Consumer Assistance Branch at 800-322-1117. Prospective bidders who have already contacted the Branch since June 15, 1996, requesting Bidder Information Packages for this auction will receive a Package no later than July 12, 1996, and need not call again unless they wish to order additional copies. Bidders who do not receive their Packages should contact the Branch.

Participation: Those wishing to participate in the auction must submit a short-form application on FCC Form 175. The FCC Form 175 must be completed and filed in accordance with the Commission's rules and the instructions provided in this public notice, and **must be received at the Commission's**

Gettysburg office no later than 5:30 p.m. EDT on Monday, July 29, 1996

Applicants are strongly encouraged to file their FCC Form 175 electronically, although manual filing (via hard copy) will be permitted. Electronic filing enables applicants to receive interactive feedback while completing the application, and immediate acknowledgment that the FCC Form 175 has been submitted for filing. In addition, **only those applicants who file applications electronically will have the option of bidding either electronically or telephonically**, applicants who file their applications manually will be permitted to bid only telephonically. General filing information and detailed instructions regarding electronic filing are set forth in Attachments B and C.

Applicants whose FCC Form 175s are accepted will be required to submit an upfront payment and an FCC Remittance Advice (FCC Form 159). The upfront payment must be made in U.S. dollars by wire transfer or cashier's check. Payments submitted by **wire transfer** must be received at Mellon Bank in Pittsburgh, Pennsylvania, no later than **Monday, August 12, 1996, at 6:00 p.m. EDT**. Payments made by **cashier's check** must be received at Mellon Bank in Pittsburgh no later than **Monday, August 12, 1996, at 11:59 p.m. EDT**. **NOTE: No other form of payment will be accepted.**

Applicants should note the eligibility requirements for bidding in this auction, especially for the entrepreneurs' F block, as well as the special financial provisions offered F-block bidders. The F frequency block is designated an "entrepreneurs' block" and has an additional eligibility requirement based on the applicant's financial size, which is not applicable to the D and E blocks. These topics are summarized in Part 2 below.

Prohibition of Collusion: To ensure competitiveness of the auction process, the FCC's rules prohibit applicants for the same BTA areas from communicating with each other during the auction about bids, bidding strategies or settlements. This prohibition begins with the filing of short-form applications, and ends when winning bidders submit down payments. The only exception is where applicants enter into a bidding agreement before filing their short-form applications, and disclose the existence of the agreement in the short-form application. See 47 C.F.R. § 1.2105(c).

Relevant Authority: Prospective bidders should familiarize themselves thoroughly with the FCC's rules relating to the Personal Communications Services, contained in Title 47, Part 24 of the Code of Federal Regulations, and relating to application and auction procedures, contained in Title 47, Part 1.

Prospective bidders should also be thoroughly familiar with the procedures, terms and conditions (collectively, "Terms") contained in the *Second Report and Order* in PP Docket No. 93-253, 9 FCC Rcd 2348 (1994); *Second Memorandum Opinion and Order* in PP Docket No. 93-253, 9 FCC Rcd 7245 (1994); the *Erratum to the Second Memorandum Opinion and Order* in PP Docket No. 93-253 (Oct. 19, 1994); *Fifth Report and Order*, in PP Docket No. 93-253, 9 FCC Rcd 5532 (1994); *Fifth Memorandum Opinion and Order* in PP Docket 93-253, 10 FCC Rcd 403 (1994), *erratum*, 60 Fed. Reg. 5333 (Jan. 27, 1995); and the *Report and Order* in WT Docket No. 96-59, FCC 96-278 (released June 24, 1996) (*DEF Report and Order*) (collectively referred to as "the Relevant Orders").

The Terms contained in the FCC's rules, the Relevant Orders, this public notice, and in the Bidder Information Package are not negotiable. Prospective bidders should review these auction documents thoroughly prior to the auction to make certain that they understand all of the provisions and are willing to be bound by all of the Terms before participating in the auction.

Potential bidders should also be aware that petitions for reconsideration of the FCC's actions in the *DEF Report and Order* may be filed, and that those of the Terms adopted therein are therefore subject to change upon reconsideration or appeal.

The Commission may amend or supplement the information contained in this public notice and in the Bidder Information Package at any time. The FCC will issue public notices to convey new or supplemental information to bidders. It is the responsibility of all prospective bidders to remain current with all FCC rules and with all public notices pertaining to this auction. Copies of FCC documents, including public notices, may be obtained for a fee by calling the Commission's copy contractor, International Transcription Service, Inc., at 202-857-3800. Additionally, many documents can be retrieved from the FCC Internet node via anonymous ftp@ftp.fcc.gov or the FCC World Wide Web site at <http://www.fcc.gov>.

Bidder Alerts:

All applicants must certify under penalty of perjury on their FCC Form 175 applications that they are legally, technically, financially and otherwise qualified to hold a license. Prospective bidders are reminded that submission of a false certification to the Commission is a serious matter that may result in severe penalties, including monetary forfeitures, license revocations, exclusion from participation in future auctions, and/or criminal prosecution.

As is the case with many business investment opportunities, some unscrupulous entrepreneurs may attempt to use the PCS auctions to deceive and defraud unsuspecting investors. Common warning signals of fraud include the following:

- ☞ The first contact is a "cold call" from a telemarketer, or is made in response to an inquiry prompted by a radio or television infomercial.
- ☞ The offering materials used to invest in the venture appear to be targeted at IRA funds, for example by including all documents and papers needed for the transfer of funds maintained in IRA accounts.
- ☞ The amount of the minimum investment is less than \$25,000.
- ☞ The sales representative makes verbal representations that (a) the IRS, FTC, SEC, FCC, or other government agency has approved the investment; (b) the investment is not subject to state or federal securities laws; or (c) the investment will yield unrealistically high short-term profits. In addition, the offering materials often include copies of actual FCC releases, or quotes from FCC personnel, giving the appearance of FCC knowledge or approval of the solicitation.

The Commission does not approve any individual investment proposal, nor does it provide a warranty with respect to any license being auctioned. Potential applicants and investors are reminded that winning a broadband PCS license in this auction is not a guarantee of success in the marketplace.

Information about deceptive telemarketing investment schemes is available from the Federal Trade Commission (FTC) at 202-326-2222 and from the Securities and Exchange Commission (SEC) at 202-942-7040. Complaints about specific deceptive telemarketing investment schemes should be directed to the FTC, the SEC, or the National Fraud Information Center at 800-876-7060. Consumers who have concerns about specific PCS investment proposals may also call the FCC Wireless Consumer Assistance Branch at 800-322-1117.

2. BIDDER ELIGIBILITY AND SMALL BUSINESS PROVISIONS

A. General Eligibility Criteria

As described in Part 1 above, this auction offers three 10 MHz blocks of broadband PCS spectrum in each of 493 BTA and BTA-like areas. 47 C.F.R. §§ 24.12 and 24.404 set out eligibility requirements for all three spectrum blocks. (NOTE: The F block has an additional eligibility requirement based on the applicant's financial size, which is not applicable to the D and E blocks; this F-block requirement is summarized in Part 2.B below.)

Prospective bidders should note a recent change in the FCC's rules relaxing certain restrictions on the ownership of conventional cellular and PCS spectrum in the same geographic area. See paras. 86-132 of the *DEF Report and Order*. However, 47 C.F.R. § 20.6 still limits to 45 MHz the total Commercial Mobile Radio Service spectrum (*i.e.*, broadband PCS, cellular and Specialized Mobile Radio services) in which a party may have an attributable interest in any geographic area at any point in time.

Bidders that qualify as rural telephone companies (rural telcos) under 47 C.F.R. § 24.720(e) will be permitted to acquire partitioned licenses by either: (a) forming bidding consortia and then partitioning the license among consortia participants, or (b) acquiring a partitioned license through private negotiations or agreements. See 47 C.F.R. §§ 24.714 and 24.720(e).

B. Eligibility to Bid on F-Block Licenses

(1) Definition of entrepreneur

To bid on an F-block license, an applicant must qualify as an **entrepreneur**. For this purpose, 47 C.F.R. § 24.709(a) defines an entrepreneur as an applicant that, including its affiliates, its owners, and its owners' affiliates, has:

- gross revenues of less than \$125 million in each of the last two years, and
- total assets of less than \$500 million at the time the FCC Form 175 application is filed.

(2) Determination of revenues and assets

The general rule is that the gross revenues and total assets of the applicant, its affiliates, its owners and its owners' affiliates are considered for purposes of determining whether the applicant meets our financial caps. Under 47 C.F.R. § 24.720(l), an individual or entity is an **affiliate** of an applicant or of a person holding an attributable interest in an applicant when the individual or entity:

- has the power to directly or indirectly control the applicant; or

- is directly or indirectly controlled by the applicant; or
- is directly or indirectly controlled by the applicant's attributable investors or *vice versa*; or
- has an "identity of interest" with the applicant.

However, 47 C.F.R. §§ 24.709 and 74.720 provide several exceptions to this general rule:

(a) If an applicant is a **consortium of small businesses**, the gross revenues and total assets of each small business are analyzed separately, rather than being aggregated, for purposes of determining financial eligibility.

(b) Where the applicant is a **publicly-traded corporation with widely dispersed voting power**, the gross revenues and total assets of investors in the applicant, and their affiliates, are not considered for purposes of determining whether the applicant meets the financial caps.

(c) We do not consider **Indian tribes or Alaska Regional or Village Corporations** organized pursuant to the Alaska Native Claims Settlement Act, 25 U.S.C. §§ 2701 *et seq.*, to be affiliates of an applicant that is owned and controlled by such tribes, corporations or entities. However, gross revenues derived from gaming activities are included in determining financial eligibility unless the applicant shows that there are significant legal constraints on its ability to access these revenues.

(d) We do not consider the gross revenues and assets of investors (together with their affiliates) that hold nonattributable equity interests in the applicant if the applicant has identified a **control group** that:

- owns at least 50.1 percent of the applicant's voting stock (if a corporation), or all of the applicant's general partnership interests (if a partnership); and
- is itself controlled by qualifying investors (*i.e.*, small or entrepreneurial entities) that hold at least 50.1 percent of the voting stock and all general partnership interests within the control group; and
- conforms to one of the following two equity structures--

(1) **25 percent equity option:** The members of the control group must hold at least 25 percent of the applicant's total equity. Of this, at least 15 percent must be held by qualifying investors, and the remainder may be held by qualifying investors and/or by certain noncontrolling investors identified in our rules. That portion of the applicant's equity outside the control group may be held by other noncontrolling investors, but no investor in the applicant can hold more than 25 percent of the equity and remain nonattributable. (A variation of this equity structure, available to any applicant whose sole control group member is a preexisting entity under our rules, allows qualifying investors in the control group to hold at least 10 percent of the applicant's equity and certain noncontrolling investors to hold the remainder of the control group equity.)

(2) **50.1 percent equity test:** The members of the control group must hold at least 50.1 percent of the applicant's total equity. Of this, at least 30 percent must be held by qualifying investors, and the remainder may be held by qualifying investors and/or by certain noncontrolling investors identified in our rules. That portion of the applicant's equity outside the control group may be held by other noncontrolling investors who are considered nonattributable. (A variation of this equity structure, available to any applicant whose sole control group member is a preexisting entity under our rules, allows qualifying investors in the control group to hold at least 20 percent of the applicant's equity and certain noncontrolling investors to hold the remainder of the control group equity.)

(e) The value of C-block licenses are not included as assets for purposes of qualifying as F-block bidders. (However, the value of other licenses—such as Specialized Mobile Radio, narrowband PCS, broadband PCS A and B blocks, and cellular—are included in asset calculations.)

NOTE: The FCC's rules contain an additional exception which in some cases permits C-block applicants to exclude the revenues and assets of affiliates that would independently qualify as entrepreneurs. The Commission recently concluded that this exception would not be available for the F block. See *DEF Report and Order* at paras. 28-36. C-block applicants that wish to apply for F-block licenses should ensure that they qualify under one of the tests applicable to F-block licenses, as described above, and do not rely on this inapplicable C-block exception.

(3) Entrepreneurs' block license limit

No applicant may be deemed the winning bidder of more than 98 of the total licenses available for PCS broadband frequency blocks C and F. See 47 C.F.R. § 24.710, and Part 4.B(4) below.

(4) Application showing

Applicants should note that they will be required to file supporting documentation to establish that they satisfy the eligibility requirements for this auction, and are subject to audits to confirm their eligibility. See 47 C.F.R. § 24.709(c) and (d).

(5) Holding period

To deter shams and fronts, and to prevent abuse of the special financial provisions described below, F-block licenses may not be voluntarily transferred or assigned within the first five years except to entities that qualify as an entrepreneur. See 47 C.F.R. § 24.839(d).

C. F-Block Financial Provisions

(1) General

Qualifying F-block applicants are eligible for two special financial provisions: bidding credits and installment payments.

(2) Bidding credits

The size of an F-block bidding credit depends on the annual gross revenues of the bidder and its affiliates, as averaged over the preceding three calendar years:

- A bidder with gross annual revenues of not more than \$15 million receives a 25-percent discount on its winning bids for F-block licenses, and
- A bidder with gross annual revenues of not more than \$40 million receives a 15-percent discount.

The definitions required for calculating gross annual revenues are set out in 47 C.F.R. § 24.720(b), (f) and (l). These bidding credits are not cumulative.

(3) Installment payments

Upon issuance of their F-block BTA licenses, winning bidders may elect to pay the balance of their net winning bids (actual bids less the applicable bidding credits) in quarterly installments over ten years. See 47 C.F.R. § 24.716. The installment plans differ depending on the licensee's gross revenues in each of the two preceding years (calculated based on 47 C.F.R. §§ 24.709(a)(2), 24.709(b) and 24.720(f)):

- For licensees with annual revenues of not more than \$40 million—
 - Interest is based on the rate for ten-year U.S. Treasury obligations at the time the BTA license is issued;
 - Interest-only payments may be made for the first two years after the license is issued; and
 - Payments must amortize principal and interest over the next eight years.
- For licensees with annual revenues between \$40 and \$75 million—
 - Interest is based on the rate for ten-year U.S. Treasury obligations at the time the BTA license is issued, plus 2.50 percent;
 - Interest-only payments may be made for the first year after the license is issued, and
 - Payments must amortize principal and interest over the next nine years.
- For licensees with annual revenues of more than \$75 million—

- Interest is based on the rate for ten-year U.S. Treasury obligation at the time the BTA license is issued, plus 3.50 percent; and
- Payments must amortize principal and interest over ten years.

(4) Unjust enrichment

F-block winning bidders should note that unjust enrichment provisions apply to winning bidders that use bidding credits or installment financing and subsequently assign or transfer control of their BTA licenses to an entity not qualifying for the special financial provisions. See 47 C.F.R. §§ 24.716(d) and 24.717(d).

3. PRE-AUCTION PROCEDURES

A. Short-Form Application (FCC Form 175)– Due Monday, July 29, 1996

In order to be eligible to bid in this auction, applicants must first submit an FCC Form 175 application to the Commission. **This application must be received at the Commission's Gettysburg office by 5:30 p.m. EDT on Monday, July 29, 1996. Late applications will not be accepted.**

There is no application fee required when filing a FCC Form 175. However, to be eligible to bid, an applicant will have to submit an upfront payment. See Part 3.C below.

(1) Filing options

Auction applicants are strongly encouraged to file their applications electronically, in order to take advantage of the greater efficiencies and convenience of electronic filing, bidding and access to bidding data. For example, electronic filing enables the applicant to: (a) receive interactive feedback while completing the application, and (b) receive immediate acknowledgment that the FCC Form 175 has been submitted for filing. In addition, only those applicants that file electronically will have the option of bidding electronically. However, manual filing (via hard copy) is also permitted. **Please note that manual filers will not be permitted to bid electronically.** The following is a brief description of each filing method.

(a) Electronic filing

Applicants wishing to file electronically may generally do so on a 24-hour basis beginning at about the same time as release of the Bidder Information Package. All the information required to file FCC Form 175 electronically (*i.e.*, software, help files and configuration samples) will be available over both the Internet and the FCC's Bulletin Board System ("BBS"). Information about electronic filing is included in Attachment B.

(b) Manual filing

Auction applicants will be permitted to file their FCC Form 175 applications in hard copy, with microfiche or 3.5-inch diskette attachments if applicable. **Manual filers must verify that they are using FCC Form 175 marked "October 1995" in the lower right corner. Earlier versions of the form will**

not be accepted for filing. Copies of FCC Forms 175 and 175-S will be included in the Bidder Information Package, or can be obtained by calling 202-418-FORM.

Manual applications may be submitted by hand delivery (including private "overnight" courier), or by U.S. mail (certified mail with return receipt recommended). They must be addressed to:

FCC Form 175 Filing, Auction No. 11
Federal Communications Commission
Office of Operations
1270 Fairfield Road
Gettysburg, PA 17325-7245

NOTE: Manual applications delivered to any other location will not be accepted.

(2) Completion of FCC Form 175

Applicants should carefully review 47 C.F.R. §§ 1.2105, 24.705, 24.709(c)(1), 24.806, 24.813 and 24.820, and must complete all items on FCC Form 175 (and 175-S, if applicable). As a convenience to applicants, guidelines for completing FCC Form 175 and exhibits are included in Attachment C.

(3) Records maintenance

Applicants for F-block licenses must maintain at their principal place of business an updated file of the ownership, revenue and asset information used to establish their eligibility as entrepreneurs and as small businesses. Winning bidders must maintain such files for the term of the F-block license. Applicants that do not win F-block licenses must maintain these files until grant of the F-block licenses they applied for, or one year from the filing of their FCC Form 175 application, whichever is earlier. See 47 C.F.R. § 24.709(c)(3).

B. Application Processing and Minor Corrections

After the deadline for filing FCC Form 175 applications has passed, the FCC will process all timely applications to determine which are acceptable for filing. It will then issue a public notice listing those applications accepted for filing (including FCC account numbers and the licenses applied for), those rejected, those which have minor defects that may be corrected, and announcing the deadline for filing corrected applications.

As described more fully in our rules, **after the July 29, 1996 short-form filing deadline applicants may make only minor corrections to their FCC Form 175 applications. Applicants will not be permitted to make major modifications to their applications** (e.g., change their license selections, change the certifying official, change control of the applicant, or sign the application). See 47 C.F.R. §§ 24.820 and 24.822.

C. Upfront Payments – Due Monday, August 12, 1996

In order to be eligible to bid in the auction, applicants must submit an upfront payment accompanied by an FCC Remittance Advice (FCC Form 159). All upfront payments must be received at Mellon Bank in Pittsburgh, Pennsylvania, by Monday, August 12, 1996, at the time specified below (which varies based on method of payment).

Please note that:

- **All payments must be made in U.S. dollars.**
- **All payments must be made by wire transfer (preferred method) or cashier's check, and payable to the "Federal Communications Commission" or "FCC." No personal checks, credit card payments, or other form of payment will be accepted.**
- **Upfront payments for Auction 11 go to a different lockbox number from the one used in previous FCC auctions, and different from the lockbox number to be used for post-auction payments.**
- **Failure to deliver the upfront payment by the deadline specified below will result in dismissal of the application and disqualification from participation in the auction.**

(1) Wire transfers

The FCC strongly encourages applicants to make their upfront payments by wire transfer, which experience has shown provides the greatest reliability and efficiency. Wire transfer payments must be received by **6:00 p.m. EDT on Monday, August 12, 1996**. To avoid untimely payments, applicants should discuss arrangements (including bank closing schedules) with their banker several days before they plan to make the wire transfer, and allow sufficient time for the transfer to be initiated and completed before the deadline. Applicants will need the following information:

ABA Routing Number: 043000261
Receiving Bank: Mellon Pittsburgh
BNF: FCC/AC--9116878
OBI Field: (Skip one space between each information item)
"AUCTIONPAY"
FCC ACCOUNT NO. (same as FCC Form 159, Block 1)
PAYMENT TYPE CODE (same as FCC Form 159, Block 14A: "AWDU")
FCC CODE (same as FCC Form 159, Block 17A: "11")
PAYOR NAME (same as FCC Form 159, Block 3)
LOCKBOX NO. 358400

Applicants making upfront payments by wire transfer must fax a completed FCC Form 159 to Mellon Bank at 412-236-5702 at least one hour before placing the order for the wire transfer (but on the same business day). On the cover sheet of the fax, write "Wire Transfer - Auction Payment for Auction Event #11."

(2) Cashier's checks

Cashier's checks must be drawn on financial institutions whose deposits are insured by the Federal Deposit Insurance Corporation, and must be received by **11:59 p.m. EDT on Monday, August 12, 1996**. Each bidder should submit a single check and FCC Form 159 covering its entire upfront payment. But if payments for more than one bidder are sent together, each bidder's check and the associated FCC Form 159 must be in a separate inside envelope.

For delivery by U.S. Postal Service, send cashier's check(s) and accompanying FCC Form 159(s) to:

Mellon Bank
Attn: Upfront Auction Payments
P.O. Box 358400
Pittsburgh, PA 15251-8400

For delivery in person or by courier or messenger service, send cashier's check(s) and accompanying FCC Form 159(s) to:

Mellon Bank
Attn: Wholesale Lockbox Shift Supervisor
27th Floor (153-2713)
3 Mellon Bank Center
525 William Penn Way
Pittsburgh, PA 15259-0001
(NOTE: Please indicate on the inside envelope "Lockbox No. 358400.")

(3) FCC Form 159

Each upfront payment must be accompanied by a completed FCC Remittance Advice (FCC Form 159). Proper completion of FCC Form 159 is critical to ensuring correct credit of upfront payments. Instructions for completing FCC Form 159 will be contained in the Bidder Information Package.

(4) Amount of upfront payment

The amount of the upfront payment required to bid on a particular license in Auction No. 11 is \$0.06 per MHz-pop. The upfront payment associated with each license offered is listed in Attachment A. However, upfront payments are not attributed to specific licenses, but instead will be translated to bidding units to define the bidder's maximum bidding eligibility.

Thus, an applicant does not have to make an upfront payment to cover all licenses applied for. Rather, the total upfront payment defines the maximum amount of MHz-pops the applicant will be permitted to bid on (including standing high bids) in any single round of bidding. At a minimum, an applicant's total upfront payment must be enough to establish eligibility to bid on at least one of the licenses applied for on FCC Form 175, or else the applicant will not be eligible to participate in the auction.

In calculating the upfront payment amount, an applicant should determine the maximum number of MHz-pops it may wish to bid on in any single round, and submit an upfront payment covering that number of MHz-pops. In this auction, all of the licenses are for 10 MHz of spectrum. Thus, if an applicant wants to be eligible to bid in any single bidding round on licenses in BTAs with a maximum total population of 750,000 persons, the applicant must submit an upfront payment of \$450,000 (750,000 x 10 MHz x \$0.06 = \$450,000).

NOTE: An applicant may, on its FCC Form 175, apply for every license being offered, but its actual bidding in any round will be limited by the MHz-pops reflected in its upfront payment. As explained in Parts 4.A(2) and 4.A(4) below bidders will be required to remain active in each round of the auction on a specified percentage of the MHz-pops reflected in their upfront payments in order to retain their current eligibility.

(5) Refunds

Because experience with prior auctions has shown that in most cases wire transfers provide quicker and more efficient refunds than paper checks, the FCC currently intends to use wire transfers for all Auction 11 refunds. To avoid delays in processing refunds, applicants should include wire transfer instructions with any refund requests they file; they may also provide this information in advance by faxing it to the FCC Billings and Collections Branch, ATTN: Regina Dorsey or William Koch, at 202-418-2843. (Applicants should also note that implementation of the Debt Collection Improvement Act of 1996 requires the FCC to obtain a Taxpayer Identification Number before it can disburse refunds.)

D. Auction Registration

No later than five business days before the auction, the FCC will issue a public notice announcing all qualified bidders for the auction. Qualified bidders are those applicants whose FCC Form 175 applications have been accepted for filing and who have timely submitted upfront payments sufficient to make them eligible to bid on at least one of the licenses applied for.

All qualified bidders are automatically registered for the auction. Registration materials will be distributed prior to the auction by two separate overnight mailings, each containing part of the confidential identification codes required to place bids, sent only to the contact person and applicant address listed in FCC Form 175.

Applicants who do not receive both registration mailings will not be able to submit bids. Any qualified applicant who has not received both mailings three business days after release of the qualified bidders public notice should therefore contact the FCC Auctions Division at 202-418-0660. Each applicant is responsible for ensuring that all registration material has been received.

E. Remote Electronic Bidding Software

Qualified bidders who file or amend FCC Form 175 electronically may purchase remote electronic bidding software for \$175.00, including shipping and handling. (Auction software is tailored to a specific auction, so software from prior auctions will not work for Auction 11.) Information about this software

and an order form will be included in the Bidder Information Package. Bidders who order remote bidding software by the August 16 deadline will receive it with their registration mailings.

F. Auction Seminar and Mock Auction

All applicants whose FCC Form 175s have been accepted for filing will be eligible to attend an Auction Workshop Seminar in Washington, D.C., on August 8, 1996. This seminar will provide applicants with detailed instructions regarding the auction rules and procedures. Due to the number of applicants expected for this auction and space limitations at the seminar site, registration will be limited to two persons per applicant, first-come first-served. A seminar registration form will be included in the Bidder Information Package.

A mock auction using free demonstration software will also be conducted. Details will be announced by public notice and at the auction seminar.

4. AUCTION EVENT

A. Auction Structure

(1) Simultaneous multiple round auction

The D-, E- and F-block broadband PCS BTA licenses will be awarded through a single simultaneous multiple round auction. (However, the FCC reserves the right to conduct two separate simultaneous multiple round auctions—one for the D- and E-block licenses and one for the F-block licenses—concurrently if such an approach is operationally necessary or otherwise serves the public interest. We would announce such a change by public notice.) Unless otherwise announced, bids will be accepted on all licenses in each round of the auction.

(2) Activity rule

As explained in Part 3.C(4) above, an applicant's upfront payment determines its maximum bidding eligibility in any single round of bidding.

In order to ensure that the auction closes within a reasonable period of time, an activity rule requires bidders to bid actively, rather than waiting until the end of the auction before participating. A bidder that does not satisfy the activity rule either loses bidding eligibility or uses an activity rule waiver, as explained in Part 4.A(3) below.

A bidder is considered "active" on a license in the current round if it either is the high bidder at the end of the previous round's bid withdrawal period, or submits an acceptable bid (see Part 4.B(2) below) in the current round. A bidder's activity level in a round is the sum of the bidding units associated with licenses on which the bidder is active. The minimum required activity level is expressed as a percentage of the bidder's maximum bidding eligibility and increases as the auction progresses, as described in Part 4.A(4) below.

(3) Activity rule waivers

Each bidder will be provided five activity rule waivers that may be used in any round during the course of the auction. Use of an activity rule waiver preserves the bidder's current bidding eligibility despite current activity below the required minimum level. An activity rule waiver applies to an entire round of bidding and not to a particular license.

The FCC auction system assumes that bidders with insufficient activity would prefer to use an activity rule waiver (if available) rather than lose bidding eligibility. Therefore, unless overridden or the bidder has no activity rule waivers remaining, the system will automatically apply a waiver in any round where a bidder's activity level is below the minimum required.

If a bidder with insufficient activity prefers to reduce its bidding eligibility rather than use an activity rule waiver, it must affirmatively override the automatic waiver mechanism during the bid submission period. In this case, the bidder's eligibility is permanently reduced as described in Part 4.A(4) below, and it will not be permitted to later regain its lost bidding eligibility.

Finally, a bidder may proactively use an activity rule waiver in a way that is not necessarily related to the bidder's activity level. If a bidder submits a **proactive** waiver during a bid submission period in which no bids are submitted, **the auction will remain open.** (Note that an **automatic** waiver invoked in a round in which there are no new valid bids will not keep the auction open.) Thus in the later rounds of the auction, if a bidder does not intend to bid but wants to ensure that the auction does not close, it should enter a proactive waiver in place of a bid.

(4) Auction stages

The auction is composed of three stages, defined by an increasing activity rule:

Stage One: In each round of the first stage of the auction, a bidder that wishes to maintain its current eligibility is required to be active on licenses encompassing at least 60 percent of its current bidding eligibility. Failure to maintain the requisite activity level will result in a reduction in the bidder's bidding eligibility in the next round of bidding (unless an activity rule waiver is used). During Stage One, reduced eligibility for the next round will be calculated by multiplying the current round activity by five-thirds ($5/3$).

Stage Two: In each round of the second stage, a bidder that wishes to maintain its current eligibility is required to be active on 80 percent of its current bidding eligibility. During Stage Two, reduced eligibility for the next round will be calculated by multiplying the current round activity by five-fourths ($5/4$).

Stage Three: In each round of the third stage, a bidder that wishes to maintain its current eligibility is required to be active on 98 percent of its current bidding eligibility. In this final stage, reduced eligibility for the next round will be calculated by multiplying the current round activity by fifty-fortyninths ($50/49$).

CAUTION: Since activity requirements increase in each auction stage, bidders must carefully check their current activity during the bid submission period of the first round following a stage transition. This is especially true for bidders who have standing high bids and do not plan to submit any new bids. In past auctions, some bidders have inadvertently lost bidding eligibility or

used an activity rule waiver because they did not reverify their activity status at stage transitions. Bidders may check their activity against the required minimum activity level either by using the remote bidding software's bid submission module or by calling a telephone bid assistant.

(5) Stage transition: The auction will start in Stage One. Under our general guidelines it will advance to the next stage (*i.e.*, from Stage One to Stage Two, then from Stage Two to Stage Three) when, in each of three consecutive rounds of bidding, the high bid has increased on ten percent or less of the spectrum being auctioned (as measured in MHz-pops). However, the FCC retains the discretion to speed up this auction by announcing, at any time, that the next stage will begin in the next bidding round.

(6) Auction stopping rules

Barring extraordinary circumstances, bidding will remain open on all licenses until bidding stops on every license. Thus the auction will close for all licenses when one round passes in which no bidder submits a new acceptable bid on any license or applies a proactive waiver.

The FCC retains the discretion, however, to keep an auction open even if no new acceptable bids and no proactive waivers are submitted. If this occurs, the effect will be the same as if a bidder had submitted a proactive waiver. Thus, the activity rule will apply as usual, and a bidder with insufficient activity will either lose bidding eligibility or use an activity rule waiver (if it has any left).

Further, the FCC may also declare that the auction will end after a specified number of additional rounds. If the FCC invokes this special stopping rule, it will accept bids in the final round(s) only for licenses on which the high bid increased in at least one of the preceding three rounds. The FCC does not intend to exercise this option except in extreme circumstances, such as where the auction is proceeding very slowly, there is minimal overall bidding activity, and it appears unlikely that the auction will close within a reasonable period of time. Before exercising this option, however, it likely would first attempt to increase the pace of the auction by moving the auction into the next stage (where bidders would be required to maintain a higher level of bidding activity), increasing the number of bidding rounds per day, and/or increasing the amount of the minimum bid increments for those limited number of licenses (and close substitutes) where there is still a high level of bidding activity.

(7) Delay, suspension or cancellation of auction

By public notice or by announcement during the auction, the FCC may delay, suspend or cancel the auction in the event of natural disaster, technical obstacle, evidence of an auction security breach, unlawful bidding activity, administrative necessity, or for any other reason that affects the fair and competitive conduct of competitive bidding. In such cases, the FCC may, in its sole discretion, resume the auction starting from the beginning of the current or some previous round, or cancel the auction in its entirety. Network interruption may cause the FCC to delay or suspend the auction.

B. Bidding Procedures

(1) Round structure

Generally there will be one bidding round per day during the early portion of the auction. Each bidding round contains the following performance and review periods:

- Bid submission period
- Bid submission round results
- Bid withdrawal period
- Bid withdrawal round results

The initial bidding schedule will be announced by public notice at least one week before the start of the auction, and will be included in the registration mailings. The FCC has discretion to change the bidding schedule in order to foster an auction pace that reasonably balances speed with bidders' need to study round results and adjust their bidding strategies. We may therefore increase or decrease the amount of time for the performance and review periods, or the number of rounds per day, depending upon the bidding activity level and other factors.

(2) Minimum acceptable bids

There will be no minimum opening bid and no minimum bid increment for a license until the license has received an initial bid.

Once there is a standing high bid on a license, the minimum bid that will be accepted is computed as: the high bid amount plus a minimum bid increment, the total then rounded to the nearest hundred dollars if it is less than ten thousand dollars, or to the nearest thousand dollars if it is equal to or greater than ten thousand dollars. Unless otherwise announced, the minimum bid increment will be the higher of two figures (determined as described below), one a percentage of the standing high bid and the other an absolute number based on the MHz-Pops associated with each license.

Minimum bid increments will generally be based on the stage of the auction and the number of new bids received on a license, under the guidelines shown in the table below. The appropriate column to use is determined as follows:

- If there was at least one new bid on a license in the most recent completed round, use Column B or Column C depending on the number in that round.
- If there were no new bids on a license in the most recent completed round, look to the previous round. Use Column A, B or Column C depending on the number of new bids placed in that round.

In counting new bids to determine the minimum bid increment for F-block licenses, we will consider each BTA license separately. For the D- and E-block licenses, we will aggregate the number of new bids for the D- and E-block licenses for the same BTA. For example, if one bid was placed on market B250 block D and two bids were placed on market B250 block E, the minimum bid increment for both licenses would be based on three bids, and use Column C.

	Column A: No New Bids	Column B: 1-2 New Bids	Column C: 3+ New Bids
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Stage 1	% Increment: Absolute Increment:	10% \$0.01 /MHz-Pop	10% \$0.02 /MHz-Pop	15% \$0.02 /MHz-Pop
Stage 2	% Increment: Absolute Increment:	5% \$0.01 /MHz-Pop	10% \$0.01 /MHz-Pop	15% \$0.01 /MHz-Pop
Stage 3	% Increment: Absolute Increment:	5% \$0.01 /MHz-Pop	10% \$0.01 /MHz-Pop	15% \$0.01 /MHz-Pop

The Commission retains the discretion to vary the minimum bid increments in each round of the auction for individual licenses or groups of licenses by announcement prior to each round.

(3) High bids

Each bid will be date- and time-stamped when it is entered into the computer system. In the event of tie bids, the Commission will identify the high bidder on the basis of the order in which bids are received by the Commission, starting with the earliest bid.

(4) Bid submission

Each bidder may submit bids only once in each round for as many licenses as it is eligible. Eligibility in the first round of the auction is determined by (a) the licenses applied for on FCC Form 175 and (b) the upfront payment amount deposited. The bid submission screens have been tailored for each bidder to include only those licenses the bidder applied for on its FCC Form 175. F-block bidders should note that 47 C.F.R. § 24.710 bars the holding of more than 98 entrepreneur block broadband PCS licenses, but does not prohibit bidding activity that may exceed the limit.

Bidders who file FCC Form 175 electronically (or amend electronically by the minor correction deadline) and purchase remote electronic bidding software may place their bids and withdrawals either electronically or telephonically, as they wish or their circumstances warrant. Each electronic bidder will be required to login to the FCC auction system during the bid submission period using its FCC account number and bidder identification number, and confidential security codes provided in the registration materials. Bidders can download and print bid confirmations after they submit their bids electronically.

To place a bid telephonically, a bidder must call the FCC Bidding Line during the bid submission period. This telephone number will be provided only to qualified bidders in their registration materials. The bid operator will request the bidder's FCC account number, bidder identification number, confidential security codes, and the name of the authorized bidder. The FCC will fax a hard copy bid confirmation to those who bid by telephone.

(5) Bid withdrawal

A high bidder that wants to withdraw one or more of its standing high bids during the course of the auction may do so during any bid withdrawal period, subject to the bid withdrawal payment specified in 47 C.F.R. § 24.704(a)(1) and (3). The procedure for withdrawing a high bid and receiving a withdrawal confirmation is essentially the same as the bid submission procedure just described. To prevent a bidder from strategically delaying the close of the auction, the FCC retains the discretion to limit the number of times that a bidder may re-bid on a license from which it has withdrawn a high bid.

If a high bid is withdrawn, the license will be offered in the next round at the second highest bid price, which may be less than or equal to (in the case of tie bids) the amount of the withdrawn bid, without any increment. The FCC will serve as a "place holder" on the license until a new acceptable bid is submitted on that license.

(6) Round results

Upon the conclusion of each bid submission period, the FCC will compile reports of all bids placed, current high bids, and bidder eligibility status (bidding eligibility and activity rule waivers), and post the reports for public access. The process of compilation and verification is not instantaneous, but the reports will be available before the start of the bid withdrawal period.

Following each bid withdrawal period, the FCC will compile additional reports reflecting any high bids withdrawn, post-withdrawal high bids, and minimum accepted bids for the next bid submission period. Again, bidders should allow some time for compilation and verification.

Reports reflecting bidders' identities and bidder identification numbers will be available before and during the auction. Thus, bidders will know in advance of the auction the identities of the bidders against whom they are bidding.

(7) Auction announcements

The FCC will use auction announcements to announce such items as schedule changes and stage transitions. All FCC auction announcements will be available on the FCC remote electronic bidding system and through the Internet and the FCC Bulletin Board System.

(8) Other matters

As noted in Part 3.B above, after the short-form filing deadline applicants may make only minor changes to their FCC Form 175 applications. However, permissible changes include deletion and addition of authorized bidders (to a maximum of three) and revision of exhibits. Electronic filers should make these changes on-line, and submit a letter to Kathleen O'Brien Ham, Chief, Auctions Division (with a carbon copy to Mark Bollinger), briefly summarizing the changes. Manual filers must send a hard-copy amendment to the address given in Part 3.A(1)(b) above, plus fax a copy to 202-418-2082. Questions about other changes should be directed to the FCC Auctions Division at 202-418-0660.

Lost confidential security codes can be replaced only in person at the FCC Auction Headquarters, located at 2 Massachusetts Avenue, N.E., Washington D.C. If replacements are necessary, either the certifying official or an authorized bidding representative (as designated on the FCC Form 175) may obtain them by presenting two forms of identification, one of which must include a photograph.

5. POST-AUCTION PROCEDURES

A. Down Payments and Withdrawn Bid Payments

After bidding has ended, the FCC will issue a public notice declaring the auction closed, identifying the winning bids and bidders for each license, and listing withdrawn bid payments due.

Within five business days after release of this auction closing notice, each winning bidder must submit sufficient funds (in addition to its upfront payment) to bring the total amount of money on deposit with the government to either 20 percent (in the case of D- and E-block licenses) or 10 percent (F-block) of its net winning bids (actual bids less any applicable bidding credits). See 47 C.F.R. § 24.706(b). In addition, by the same deadline all bidders must pay any withdrawn bid amounts due under 47 C.F.R. § 24.704(a), as discussed in Part 4.B(5) above. (Upfront payments are applied first to satisfy any outstanding bid withdrawal payments before being applied toward down payments.)

B. Long-Form Application (FCC Form 600)

Within ten business days after release of the auction closing notice, winning bidders must submit a properly completed FCC Form 600 application and required exhibits for **each** broadband PCS license won through the auction. Winning F-block bidders must include an exhibit demonstrating that they are eligible entrepreneurs, and winning bidders qualifying as small or very small businesses must include an exhibit demonstrating their eligibility for the small business incentives. (Winning rural telco bidders that are partitioning their BTA service areas should note the special filing requirements in 47 C.F.R. § 24.714.) A copy of FCC Form 600 will be included in the Bidder Information Package. See 47 C.F.R. §§ 1.2107(c) and (d), 24.707, and 24.709(c)(2).

The FCC Form 600 may be filed electronically. Alternatively, a hard copy plus required microfiche or 3.5" diskette copies must be sent to:

FCC Form 600 Filing, Auction No. 11
Federal Communications Commission
Office of Operations
1270 Fairfield Road
Gettysburg, PA 17325-7245

C. Application Processing and Grant; Final Payments and Installment Payments

Once a high bidder has submitted its down payment and filed an acceptable FCC Form 600 application, the FCC will release a public notice announcing acceptance of the long-form application. Release of this public notice opens a 30-day period during which interested parties must file any petition to deny raising objections against the winning bidder receiving a license.

After the FCC reviews an applicant's FCC Form 600 and any petitions to deny, it will determine whether there are any reasons why the license should not be granted. If there are none it will grant the license, conditioned on timely payments for the license; otherwise it will take appropriate action.

Within five days after license grant:

- Winning bidders for D- and E-block licenses must pay the 80-percent balance of their winning bids, and
- Winning F-block bidders must bring the total amount on deposit with the FCC up to 20 percent of their net winning bids. They may execute a promissory note for the balance and

pay it off in quarterly installments over ten years, under the terms described in Part 2.C(3) above.

D. Default and Disqualification

Any high bidder that defaults or is disqualified after the close of the auction (*i.e.*, fails to remit the required down payment within the prescribed period of time, fails to submit a timely long-form application, fails to make full payment, or is otherwise disqualified) will be subject to the penalties described in 47 C.F.R. § 24.704(a)(2). In such event the FCC may in its sole discretion re-auction the license to existing or new applicants, or offer it to the other highest bidders (in descending order) at their final bids. See 47 C.F.R. §§ 1.2109(b) and (c), and 24.704(a)(2). In addition, if a default or disqualification involves gross misconduct, misrepresentation or bad faith by an applicant, the FCC may declare the applicant and its principals ineligible to bid in future auctions, and may take any other action that it deems necessary, including institution of proceedings to revoke any existing licenses held by the applicant. See 47 C.F.R. § 1.2107(d).

E. Construction Requirement

Licensees in the D, E and F broadband PCS blocks must provide service to at least 25 percent of the population in their BTA area (based on 1990 or 2000 Census data, at the licensee's option), or make a showing of substantial service, within five years of being licensed. Failure to meet this requirement will result in forfeiture of the license, and the licensee will be ineligible to regain it. See 47 C.F.R. § 24.203(b) and (c).

- FCC -

SUMMARY OF LICENSES TO BE AUCTIONED				
	BLOCKS	D/E/F		
Market No.	Basic Trading Area	License No.*	Population**	Upfront Payment***
	M001 - New York			
B321	New York, NY	CWB321D/E/F	18,050,615	\$10,830,369.00
B184	Hartford, CT	CWB184D/E/F	1,123,678	\$674,206.80
B007	Albany-Schenectady, NY	CWB007D/E/F	1,028,615	\$617,169.00
B318	New Haven-Waterbury-Meriden, CT	CWB318D/E/F	978,311	\$586,986.60
B438	Syracuse, NY	CWB438D/E/F	791,140	\$474,684.00
B010	Allentown-Bethlehem-Easton, PA	CWB010D/E/F	686,688	\$412,012.80
B412	Scranton-Wilkes Barre-Hazleton, PA	CWB412D/E/F	678,410	\$407,046.00
B361	Poughkeepsie-Kingston, NY	CWB361D/E/F	424,766	\$254,859.60
B063	Burlington, VT	CWB063D/E/F	369,128	\$221,476.80
B319	New London-Norwich, CT	CWB319D/E/F	357,482	\$214,489.20
B043	Binghamton, NY	CWB043D/E/F	356,645	\$213,987.00
B453	Utica-Rome, NY	CWB453D/E/F	316,633	\$189,979.80
B127	Elmira-Corning-Hornell, NY	CWB127D/E/F	315,038	\$189,022.80
B463	Watertown, NY	CWB463D/E/F	296,253	\$177,751.80
B352	Plattsburgh, NY	CWB352D/E/F	123,121	\$73,872.60
B164	Glens Falls, NY	CWB164D/E/F	118,539	\$71,123.40
B333	Oneonta, NY	CWB333D/E/F	107,742	\$64,645.20
B388	Rutland-Bennington, VT	CWB388D/E/F	97,987	\$58,792.20
B435	Stroudsburg, PA	CWB435D/E/F	95,709	\$57,425.40
B208	Ithaca, NY	CWB208D/E/F	94,097	\$56,458.20
	M002 - Los Angeles-San Diego			
B262	Los Angeles, CA	CWB262D/E/F	14,549,810	\$8,729,886.00
B402	San Diego, CA	CWB402D/E/F	2,498,016	\$1,498,809.60
B245	Las Vegas, NV	CWB245D/E/F	857,856	\$514,713.60
B028	Bakersfield, CA	CWB028D/E/F	543,477	\$326,086.20
B406	Santa Barbara-Santa Maria, CA	CWB406D/E/F	369,608	\$221,764.80
B405	San Luis Obispo, CA	CWB405D/E/F	217,162	\$130,297.20
B124	El Centro-Calexico, CA	CWB124D/E/F	109,303	\$65,581.80
	M003 - Chicago			
B078	Chicago, IL	CWB078D/E/F	8,182,076	\$4,909,245.60
B155	Ft. Wayne, IN	CWB155D/E/F	646,736	\$388,041.60
B344	Peoria, IL	CWB344D/E/F	455,643	\$273,385.80
B380	Rockford, IL	CWB380D/E/F	412,120	\$247,272.00
B424	South Bend-Mishawaka, IN	CWB424D/E/F	330,821	\$198,492.60
B426	Springfield, IL	CWB426D/E/F	254,696	\$152,817.60
B109	Decatur-Effingham, IL	CWB109D/E/F	247,608	\$148,564.80
B126	Elkhart, IN	CWB126D/E/F	235,152	\$141,091.20
B071	Champaign-Urbana, IL	CWB071D/E/F	222,312	\$133,387.20
B046	Bloomington, IL	CWB046D/E/F	215,795	\$129,477.00
B039	Benton Harbor, MI	CWB039D/E/F	161,378	\$96,826.80
B243	La Salle-Peru-Ottawa-Streator, IL	CWB243D/E/F	148,331	\$88,998.60
B225	Kankakee, IL	CWB225D/E/F	127,042	\$76,225.20
B103	Danville, IL	CWB103D/E/F	114,241	\$68,544.60
B294	Michigan City-La Porte, IN	CWB294D/E/F	107,066	\$64,239.60
B161	Galesburg, IL	CWB161D/E/F	75,574	\$45,344.40
B213	Jacksonville, IL	CWB213D/E/F	70,795	\$42,477.00
B286	Mattoon, IL	CWB286D/E/F	62,314	\$37,388.40
	M004 - San Francisco-Oakland-San Jose			
B404	San Francisco-Oakland-San Jose, CA	CWB404D/E/F	6,420,984	\$3,852,590.40
B389	Sacramento, CA	CWB389D/E/F	1,656,581	\$993,948.60
B157	Fresno, CA	CWB157D/E/F	755,580	\$453,348.00
B434	Stockton, CA	CWB434D/E/F	512,626	\$307,575.60
B372	Reno, NV	CWB372D/E/F	439,279	\$263,567.40
B303	Modesto, CA	CWB303D/E/F	418,978	\$251,386.80

SUMMARY OF LICENSES TO BE AUCTIONED				
	BLOCKS	D/E/F		
Market No.	Basic Trading Area	License No.*	Population**	Upfront Payment***
B458	Visalia-Porterville-Hanford, CA	CWB458D/E/F	413,390	\$248,034.00
B397	Salinas-Monterey, CA	CWB397D/E/F	355,660	\$213,396.00
B371	Redding, CA	CWB371D/E/F	253,255	\$151,953.00
B079	Chico-Oroville, CA	CWB079D/E/F	206,918	\$124,150.80
B291	Merced, CA	CWB291D/E/F	192,705	\$115,623.00
B134	Eureka, CA	CWB134D/E/F	142,578	\$85,546.80
B485	Yuba City-Marysville, CA	CWB485D/E/F	122,643	\$73,585.80
	M005 - Detroit			
B112	Detroit, MI	CWB112D/E/F	4,705,164	\$2,823,098.40
B169	Grand Rapids, MI	CWB169D/E/F	916,060	\$549,636.00
B444	Toledo, OH	CWB444D/E/F	782,184	\$469,310.40
B390	Saginaw-Bay City, MI	CWB390D/E/F	615,364	\$369,218.40
B145	Flint, MI	CWB145D/E/F	500,229	\$300,137.40
B241	Lansing, MI	CWB241D/E/F	489,698	\$293,818.80
B223	Kalamazoo, MI	CWB223D/E/F	352,384	\$211,430.40
B255	Lima, OH	CWB255D/E/F	249,734	\$149,840.40
B033	Battle Creek, MI	CWB033D/E/F	227,541	\$136,524.60
B310	Muskegon, MI	CWB310D/E/F	206,974	\$124,184.40
B446	Traverse City, MI	CWB446D/E/F	204,600	\$122,760.00
B209	Jackson, MI	CWB209D/E/F	193,187	\$115,912.20
B143	Findlay-Tiffin, OH	CWB143D/E/F	147,523	\$88,513.80
B307	Mt. Pleasant, MI	CWB307D/E/F	118,558	\$71,134.80
B005	Adrian, MI	CWB005D/E/F	91,476	\$54,885.60
B345	Petoskey, MI	CWB345D/E/F	85,863	\$51,517.80
B011	Alpena, MI	CWB011D/E/F	63,429	\$38,057.40
B409	Sault Ste. Marie, MI	CWB409D/E/F	51,041	\$30,624.60
	M006 - Charlotte-Greensboro-Greenville-Raleigh			
B074	Charlotte-Gastonia, NC	CWB074D/E/F	1,671,037	\$1,002,622.20
B174	Greensboro-Winston-Salem-High Point, NC	CWB174D/E/F	1,241,349	\$744,809.40
B368	Raleigh-Durham, NC	CWB368D/E/F	1,089,423	\$653,653.80
B177	Greenville-Spartanburg, SC	CWB177D/E/F	788,212	\$472,927.20
B072	Charleston, SC	CWB072D/E/F	624,369	\$374,621.40
B141	Fayetteville-Lumberton, NC	CWB141D/E/F	571,328	\$342,796.80
B091	Columbia, SC	CWB091D/E/F	568,754	\$341,252.40
B020	Asheville-Hendersonville, NC	CWB020D/E/F	510,055	\$306,033.00
B016	Anderson, SC	CWB016D/E/F	305,120	\$183,072.00
B189	Hickory-Lenoir-Morganton, NC	CWB189D/E/F	292,409	\$175,445.40
B478	Wilmington, NC	CWB478D/E/F	249,711	\$149,826.60
B147	Florence, SC	CWB147D/E/F	239,208	\$143,524.80
B176	Greenville-Washington, NC	CWB176D/E/F	218,937	\$131,362.20
B165	Goldsboro-Kinston, NC	CWB165D/E/F	217,319	\$130,391.40
B382	Rocky Mount-Wilson, NC	CWB382D/E/F	199,296	\$119,577.60
B316	New Bern, NC	CWB316D/E/F	154,955	\$92,973.00
B214	Jacksonville, NC	CWB214D/E/F	149,838	\$89,902.80
B436	Sumter, SC	CWB436D/E/F	149,524	\$89,714.40
B312	Myrtle Beach, SC	CWB312D/E/F	144,053	\$86,431.80
B335	Orangeburg, SC	CWB335D/E/F	114,458	\$68,674.80
B062	Burlington, NC	CWB062D/E/F	108,213	\$64,927.80
B377	Roanoke Rapids, NC	CWB377D/E/F	76,314	\$45,788.40
B178	Greenwood, SC	CWB178D/E/F	68,435	\$41,061.00
	M007 - Dallas-Ft. Worth			
B101	Dallas-Ft. Worth, TX	CWB101D/E/F	4,329,924	\$2,597,954.40
B027	Austin, TX	CWB027D/E/F	899,361	\$539,616.60
B419	Shreveport, LA	CWB419D/E/F	583,266	\$349,959.60
B264	Lubbock, TX	CWB264D/E/F	392,901	\$235,740.60
B013	Amarillo, TX	CWB013D/E/F	380,341	\$228,204.60

SUMMARY OF LICENSES TO BE AUCTIONED				
	BLOCKS	D/E/F		
Market No.	Basic Trading Area	License No.*	Population**	Upfront Payment***
B304	Monroe, LA	CWB304D/E/F	324,397	\$194,638.20
B260	Longview-Marshall, TX	CWB260D/E/F	292,659	\$175,595.40
B441	Temple-Killeen, TX	CWB441D/E/F	291,768	\$175,060.80
B459	Waco, TX	CWB459D/E/F	270,052	\$162,031.20
B452	Tyler, TX	CWB452D/E/F	269,762	\$161,857.20
B443	Texarkana, TX/AR	CWB443D/E/F	255,983	\$153,589.80
B003	Abilene, TX	CWB003D/E/F	253,174	\$151,904.40
B327	Odessa, TX	CWB327D/E/F	213,420	\$128,052.00
B473	Wichita Falls, TX	CWB473D/E/F	209,339	\$125,603.40
B400	San Angelo, TX	CWB400D/E/F	155,845	\$93,507.00
B418	Sherman-Denison, TX	CWB418D/E/F	151,914	\$91,148.40
B296	Midland, TX	CWB296D/E/F	111,567	\$66,940.20
B341	Paris, TX	CWB341D/E/F	89,422	\$53,653.20
B087	Clovis, NM	CWB087D/E/F	71,024	\$42,614.40
B057	Brownwood, TX	CWB057D/E/F	57,684	\$34,610.40
B191	Hobbs, NM	CWB191D/E/F	55,765	\$33,459.00
B040	Big Spring, TX	CWB040D/E/F	34,589	\$20,753.40
M008 - Boston-Providence				
B051	Boston, MA	CWB051D/E/F	4,133,895	\$2,480,337.00
B364	Providence-Pawtucket, RI-New Bedford-Fall River	CWB364D/E/F	1,509,789	\$905,873.40
B480	Worcester-Fitchburg-Leominster, MA	CWB480D/E/F	709,705	\$425,823.00
B427	Springfield-Holyoke, MA	CWB427D/E/F	672,970	\$403,782.00
B274	Manchester-Nashua-Concord, NH	CWB274D/E/F	540,704	\$324,422.40
B357	Portland-Brunswick, ME	CWB357D/E/F	471,614	\$282,968.40
B030	Bangor, ME	CWB030D/E/F	316,838	\$190,102.80
B251	Lewiston-Auburn, ME	CWB251D/E/F	221,697	\$133,018.20
B201	Hyannis, MA	CWB201D/E/F	204,256	\$122,553.60
B249	Lebanon-Clairemont, NH	CWB249D/E/F	167,576	\$100,545.60
B465	Waterville-Augusta, ME	CWB465D/E/F	165,671	\$99,402.60
B351	Pittsfield, MA	CWB351D/E/F	139,352	\$83,611.20
B227	Keene, NH	CWB227D/E/F	111,709	\$67,025.40
B363	Presque Isle, ME	CWB363D/E/F	86,936	\$52,161.60
M009 - Philadelphia				
B346	Philadelphia, PA-Wilmington, DE-Trenton, NJ	CWB346D/E/F	5,899,345	\$3,539,607.00
B181	Harrisburg, PA	CWB181D/E/F	654,808	\$392,884.80
B240	Lancaster, PA	CWB240D/E/F	422,822	\$253,693.20
B483	York-Hanover, PA	CWB483D/E/F	417,848	\$250,708.80
B370	Reading, PA	CWB370D/E/F	336,523	\$201,913.80
B025	Atlantic City, NJ	CWB025D/E/F	319,416	\$191,649.60
B116	Dover, DE	CWB116D/E/F	251,257	\$150,754.20
B437	Sunbury-Shamokin, PA	CWB437D/E/F	187,362	\$112,417.20
B475	Williamsport, PA	CWB475D/E/F	161,996	\$97,197.60
B360	Pottsville, PA	CWB360D/E/F	152,585	\$91,551.00
B429	State College, PA	CWB429D/E/F	123,786	\$74,271.60
M010 - Washington-Baltimore				
B461	Washington, DC	CWB461D/E/F	4,118,628	\$2,471,176.80
B029	Baltimore, MD	CWB029D/E/F	2,430,563	\$1,458,337.80
B179	Hagerstown, MD-Chambersburg, PA-Martinsburg	CWB179D/E/F	327,693	\$196,615.80
B075	Charlottesville, VA	CWB075D/E/F	190,128	\$114,076.80
B398	Salisbury, MD	CWB398D/E/F	163,043	\$97,825.80
B100	Cumberland, MD	CWB100D/E/F	156,707	\$94,024.20
B479	Winchester, VA	CWB479D/E/F	137,549	\$82,529.40
B183	Harrisonburg, VA	CWB183D/E/F	128,910	\$77,346.00
B156	Fredericksburg, VA	CWB156D/E/F	124,654	\$74,792.40
M011 - Atlanta				

SUMMARY OF LICENSES TO BE AUCTIONED				
	BLOCKS	D/E/F		
Market No.	Basic Trading Area	License No.*	Population**	Upfront Payment***
B024	Atlanta, GA	CWB024D/E/F	3,197,171	\$1,918,302.60
B410	Savannah, GA	CWB410D/E/F	630,180	\$378,108.00
B271	Macon-Warner Robins, GA	CWB271D/E/F	589,208	\$353,524.80
B026	Augusta, GA	CWB026D/E/F	521,822	\$313,093.20
B076	Chattanooga, TN	CWB076D/E/F	510,860	\$306,516.00
B092	Columbus, GA	CWB092D/E/F	342,333	\$205,399.80
B006	Albany-Tifton, GA	CWB006D/E/F	324,899	\$194,939.40
B160	Gainesville, GA	CWB160D/E/F	170,365	\$102,219.00
B022	Athens, GA	CWB022D/E/F	166,030	\$99,618.00
B334	Opelika-Auburn, AL	CWB334D/E/F	124,022	\$74,413.20
B384	Rome, GA	CWB384D/E/F	115,066	\$69,039.60
B102	Dalton, GA	CWB102D/E/F	98,609	\$59,165.40
B085	Cleveland, TN	CWB085D/E/F	87,355	\$52,413.00
B237	La Grange, GA	CWB237D/E/F	64,164	\$38,498.40
	M012 - Minneapolis-St. Paul			
B298	Minneapolis-St. Paul, MN	CWB298D/E/F	2,840,561	\$1,704,336.60
B119	Duluth, MN	CWB119D/E/F	400,771	\$240,462.60
B138	Fargo, ND	CWB138D/E/F	298,015	\$178,809.00
B277	Mankato-Fairmont, MN	CWB277D/E/F	245,144	\$147,086.40
B391	St. Cloud, MN	CWB391D/E/F	243,888	\$146,332.80
B378	Rochester-Austin-Albert Lea, MN	CWB378D/E/F	233,167	\$139,900.20
B166	Grand Forks, ND	CWB166D/E/F	213,932	\$128,359.20
B422	Sioux Falls, SD	CWB422D/E/F	207,716	\$124,629.60
B123	Eau Claire, WI	CWB123D/E/F	180,559	\$108,335.40
B477	Willmar-Marshall, MN	CWB477D/E/F	123,749	\$74,249.40
B045	Bismarck, ND	CWB045D/E/F	123,682	\$74,209.20
B299	Minot, ND	CWB299D/E/F	122,687	\$73,612.20
B142	Fergus Falls, MN	CWB142D/E/F	120,167	\$72,100.20
B481	Worthington, MN	CWB481D/E/F	96,602	\$57,961.20
B001	Aberdeen, SD	CWB001D/E/F	88,891	\$53,334.60
B301	Mitchell, SD	CWB301D/E/F	84,095	\$50,457.00
B054	Brainerd, MN	CWB054D/E/F	78,465	\$47,079.00
B464	Watertown, SD	CWB464D/E/F	74,555	\$44,733.00
B037	Bemidji, MN	CWB037D/E/F	57,632	\$34,579.20
B199	Huron, SD	CWB199D/E/F	53,189	\$31,913.40
B113	Dickinson, ND	CWB113D/E/F	38,001	\$22,800.60
B207	Ironwood, MI	CWB207D/E/F	33,059	\$19,835.40
B476	Williston, ND	CWB476D/E/F	27,512	\$16,507.20
	M013 - Tampa-St. Petersburg-Orlando			
B440	Tampa-St. Petersburg-Clearwater, FL	CWB440D/E/F	2,249,405	\$1,349,643.00
B336	Orlando, FL	CWB336D/E/F	1,256,429	\$753,857.40
B408	Sarasota-Bradenton, FL	CWB408D/E/F	513,348	\$308,008.80
B239	Lakeland-Winter Haven, FL	CWB239D/E/F	405,382	\$243,229.20
B107	Daytona Beach, FL	CWB107D/E/F	399,413	\$239,647.80
B289	Melbourne-Titusville, FL	CWB289D/E/F	398,978	\$239,386.80
B326	Ocala, FL	CWB326D/E/F	194,833	\$116,899.80
	M014 - Houston			
B196	Houston, TX	CWB196D/E/F	4,054,253	\$2,432,551.80
B034	Beaumont-Port Arthur, TX	CWB034D/E/F	432,129	\$259,277.40
B238	Lake Charles, LA	CWB238D/E/F	259,425	\$155,655.00
B059	Bryan-College Station, TX	CWB059D/E/F	150,998	\$90,598.80
B456	Victoria, TX	CWB456D/E/F	149,963	\$89,977.80
B265	Lufkin-Nacogdoches, TX	CWB265D/E/F	144,081	\$86,448.60
	M015 - Miami- Ft. Lauderdale			
B293	Miami-Ft. Lauderdale, FL	CWB293D/E/F	3,270,606	\$1,962,363.60

SUMMARY OF LICENSES TO BE AUCTIONED				
	BLOCKS	D/E/F		
Market No.	Basic Trading Area	License No.*	Population**	Upfront Payment***
B469	West Palm Beach-Boca Raton, FL	CWB469D/E/F	893,145	\$535,887.00
B151	Ft. Myers, FL	CWB151D/E/F	479,452	\$287,671.20
B152	Ft. Pierce-Vero Beach-Stuart, FL	CWB152D/E/F	341,279	\$204,767.40
B313	Naples, FL	CWB313D/E/F	152,099	\$91,259.40
M016 - Cleveland				
B084	Cleveland-Akron, OH	CWB084D/E/F	2,894,133	\$1,736,479.80
B065	Canton-New Philadelphia, OH	CWB065D/E/F	513,623	\$308,173.80
B484	Youngstown-Warren, OH	CWB484D/E/F	492,619	\$295,571.40
B131	Erie, PA	CWB131D/E/F	275,572	\$165,343.20
B278	Mansfield, OH	CWB278D/E/F	221,514	\$132,908.40
B403	Sandusky, OH	CWB403D/E/F	133,019	\$79,811.40
B416	Sharon, PA	CWB416D/E/F	121,003	\$72,601.80
B122	East Liverpool-Salem, OH	CWB122D/E/F	108,276	\$64,965.60
B021	Ashtabula, OH	CWB021D/E/F	99,821	\$59,892.60
B287	Meadville, PA	CWB287D/E/F	86,169	\$51,701.40
M017 - New Orleans-Baton Rouge				
B320	New Orleans, LA	CWB320D/E/F	1,367,169	\$820,301.40
B032	Baton Rouge, LA	CWB032D/E/F	623,657	\$374,194.20
B302	Mobile, AL	CWB302D/E/F	594,397	\$356,638.20
B236	Lafayette-New Iberia, LA	CWB236D/E/F	496,579	\$297,947.40
B343	Pensacola, FL	CWB343D/E/F	344,406	\$206,643.60
B042	Biloxi-Gulfport-Pascagoula, MS	CWB042D/E/F	339,791	\$203,874.60
B009	Alexandria, LA	CWB009D/E/F	280,133	\$168,079.80
B195	Houma-Thibodaux, LA	CWB195D/E/F	263,681	\$158,208.60
B154	Ft. Walton Beach, FL	CWB154D/E/F	171,536	\$102,921.60
B186	Hattiesburg, MS	CWB186D/E/F	161,894	\$97,136.40
B269	McComb-Brookhaven, MS	CWB269D/E/F	107,298	\$64,378.80
B180	Hammond, LA	CWB180D/E/F	95,583	\$57,349.80
B246	Laurel, MS	CWB246D/E/F	79,145	\$47,487.00
M018 - Cincinnati-Dayton				
B081	Cincinnati, OH	CWB081D/E/F	1,990,451	\$1,194,270.60
B106	Dayton-Springfield, OH	CWB106D/E/F	1,207,689	\$724,613.40
B073	Charleston, WV	CWB073D/E/F	481,387	\$288,832.20
B197	Huntington, WV-Ashland, KY	CWB197D/E/F	363,936	\$218,361.60
B474	Williamson, WV-Pikeville, KY	CWB474D/E/F	185,682	\$111,409.20
B048	Bluefield, WV	CWB048D/E/F	184,020	\$110,412.00
B035	Beckley, WV	CWB035D/E/F	167,112	\$100,267.20
B359	Portsmouth, OH	CWB359D/E/F	93,356	\$56,013.60
B259	Logan, WV	CWB259D/E/F	43,032	\$25,819.20
M019 - St. Louis				
B394	St. Louis, MO	CWB394D/E/F	2,742,114	\$1,645,268.40
B428	Springfield, MO	CWB428D/E/F	532,880	\$319,728.00
B067	Carbondale-Marion, IL	CWB067D/E/F	209,497	\$125,698.20
B090	Columbia, MO	CWB090D/E/F	190,536	\$114,321.60
B066	Cape Girardeau-Sikeston, MO	CWB066D/E/F	181,795	\$109,077.00
B367	Quincy, IL-Hannibal, MO	CWB367D/E/F	177,213	\$106,327.80
B355	Poplar Bluff, MO	CWB355D/E/F	148,240	\$88,944.00
B217	Jefferson City, MO	CWB217D/E/F	141,404	\$84,842.40
B308	Mt. Vernon-Centralia, IL	CWB308D/E/F	119,286	\$71,571.60
B383	Rolla, MO	CWB383D/E/F	98,233	\$58,939.80
B470	West Plains, MO	CWB470D/E/F	67,165	\$40,299.00
B230	Kirksville, MO	CWB230D/E/F	55,563	\$33,337.80
M020 - Milwaukee				
B297	Milwaukee, WI	CWB297D/E/F	1,751,525	\$1,050,915.00

SUMMARY OF LICENSES TO BE AUCTIONED				
	BLOCKS	D/E/F		
Market No.	Basic Trading Area	License No.*	Population**	Upfront Payment***
B272	Madison, WI	CWB272D/E/F	593,145	\$355,887.00
B018	Appleton-Oshkosh, WI	CWB018D/E/F	399,261	\$239,556.60
B173	Green Bay, WI	CWB173D/E/F	310,435	\$186,261.00
B234	La Crosse, WI-Winona, MN	CWB234D/E/F	295,769	\$177,461.40
B466	Wausau-Rhineland, WI	CWB466D/E/F	220,060	\$132,036.00
B216	Janesville-Beloit, WI	CWB216D/E/F	214,510	\$128,706.00
B432	Stevens Point-Marshfield-Wisconsin Rapids, WI	CWB432D/E/F	201,240	\$120,744.00
B417	Sheboygan, WI	CWB417D/E/F	103,877	\$62,326.20
B148	Fond du Lac, WI	CWB148D/E/F	90,083	\$54,049.80
B276	Manitowoc, WI	CWB276D/E/F	80,421	\$48,252.60
B282	Marquette, MI	CWB282D/E/F	79,859	\$47,915.40
B279	Marinette, WI-Menominee, MI	CWB279D/E/F	65,468	\$39,280.80
B132	Escanaba, MI	CWB132D/E/F	46,082	\$27,649.20
B194	Houghton, MI	CWB194D/E/F	45,101	\$27,060.60
B206	Iron Mountain, MI	CWB206D/E/F	44,596	\$26,757.60
	M021 - Pittsburgh			
B350	Pittsburgh, PA	CWB350D/E/F	2,507,839	\$1,504,703.40
B218	Johnstown, PA	CWB218D/E/F	241,247	\$144,748.20
B012	Altoona, PA	CWB012D/E/F	222,625	\$133,575.00
B471	Wheeling, WV	CWB471D/E/F	219,937	\$131,962.20
B082	Clarksburg-Elkins, WV	CWB082D/E/F	190,498	\$114,298.80
B431	Steubenville, OH-Weirton, WV	CWB431D/E/F	142,523	\$85,513.80
B117	Du Bois-Clearfield, PA	CWB117D/E/F	124,180	\$74,508.00
B328	Oil City-Franklin, PA	CWB328D/E/F	105,882	\$63,529.20
B306	Morgantown, WV	CWB306D/E/F	104,546	\$62,727.60
B317	New Castle, PA	CWB317D/E/F	96,246	\$57,747.60
B203	Indiana, PA	CWB203D/E/F	89,994	\$53,996.40
B137	Fairmont, WV	CWB137D/E/F	57,249	\$34,349.40
	M022 - Denver			
B110	Denver, CO	CWB110D/E/F	2,073,952	\$1,244,371.20
B089	Colorado Springs, CO	CWB089D/E/F	409,482	\$245,689.20
B366	Pueblo, CO	CWB366D/E/F	266,001	\$159,600.60
B168	Grand Junction, CO	CWB168D/E/F	187,062	\$112,237.20
B149	Ft. Collins-Loveland, CO	CWB149D/E/F	186,136	\$111,681.60
B369	Rapid City, SD	CWB369D/E/F	181,278	\$108,766.80
B069	Casper-Gillette, WY	CWB069D/E/F	135,172	\$81,103.20
B172	Greeley, CO	CWB172D/E/F	131,821	\$79,092.60
B077	Cheyenne, WY	CWB077D/E/F	103,939	\$62,363.40
B411	Scottsbluff, NE	CWB411D/E/F	101,954	\$61,172.40
B381	Rock Springs, WY	CWB381D/E/F	56,981	\$34,188.60
B375	Riverton, WY	CWB375D/E/F	46,859	\$28,115.40
	M023 - Richmond-Norfolk			
B324	Norfolk-Virginia Beach-Newport News-Hampton,	CWB324D/E/F	1,635,296	\$981,177.60
B374	Richmond-Petersburg, VA	CWB374D/E/F	1,090,869	\$654,521.40
B376	Roanoke, VA	CWB376D/E/F	609,215	\$365,529.00
B104	Danville, VA	CWB104D/E/F	165,434	\$99,260.40
B266	Lynchburg, VA	CWB266D/E/F	154,497	\$92,698.20
B430	Staunton-Waynesboro, VA	CWB430D/E/F	100,322	\$60,193.20
B284	Martinsville, VA	CWB284D/E/F	90,577	\$54,346.20
	M024 - Seattle (Excluding Alaska)			
B413	Seattle-Tacoma, WA	CWB413D/E/F	2,708,949	\$1,625,369.40
B331	Olympia-Centralia, WA	CWB331D/E/F	258,937	\$155,362.20
B482	Yakima, WA	CWB482D/E/F	215,548	\$129,328.80
B055	Bremerton, WA	CWB055D/E/F	189,731	\$113,838.60
B468	Wenatchee, WA	CWB468D/E/F	166,563	\$99,937.80

SUMMARY OF LICENSES TO BE AUCTIONED				
	BLOCKS	D/E/F		
Market No.	Basic Trading Area	License No.*	Population**	Upfront Payment***
B036	Bellingham, WA	CWB036D/E/F	127,780	\$76,668.00
B002	Aberdeen, WA	CWB002D/E/F	83,057	\$49,834.20
B356	Port Angeles, WA	CWB356D/E/F	76,610	\$45,966.00
M025 - Puerto Rico-U.S. Virgin Islands				
B488	San Juan, PR	CWB488D/E/F	2,170,246	\$1,302,147.60
B489	Mayaguez-Aguadilla-Ponce, PR	CWB489D/E/F	1,351,600	\$810,960.00
B491	US Virgin Islands	CWB491D/E/F	102,000	\$61,200.00
M026 - Louisville-Lexington-Evansville				
B263	Louisville, KY	CWB263D/E/F	1,352,955	\$811,773.00
B252	Lexington, KY	CWB252D/E/F	816,101	\$489,660.60
B135	Evansville, IN	CWB135D/E/F	504,859	\$302,915.40
B052	Bowling Green-Glasgow, KY	CWB052D/E/F	222,748	\$133,648.80
B339	Paducah-Murray-Mayfield, KY	CWB339D/E/F	217,082	\$130,249.20
B338	Owensboro, KY	CWB338D/E/F	157,104	\$94,262.40
B098	Corbin, KY	CWB098D/E/F	128,186	\$76,911.60
B423	Somerset, KY	CWB423D/E/F	111,487	\$66,892.20
B273	Madisonville, KY	CWB273D/E/F	46,126	\$27,675.60
M027 - Phoenix				
B347	Phoenix, AZ	CWB347D/E/F	2,404,760	\$1,442,856.00
B447	Tucson, AZ	CWB447D/E/F	666,880	\$400,128.00
B362	Prescott, AZ	CWB362D/E/F	107,714	\$64,628.40
B486	Yuma, AZ	CWB486D/E/F	106,895	\$64,137.00
B420	Sierra Vista-Douglas, AZ	CWB420D/E/F	97,624	\$58,574.40
B144	Flagstaff, AZ	CWB144D/E/F	96,591	\$57,954.60
B322	Nogales, AZ	CWB322D/E/F	29,676	\$17,805.60
M028 - Memphis-Jackson				
B290	Memphis, TN	CWB290D/E/F	1,396,390	\$837,834.00
B210	Jackson, MS	CWB210D/E/F	615,521	\$369,312.60
B449	Tupelo-Corinth, MS	CWB449D/E/F	291,701	\$175,020.60
B211	Jackson, TN	CWB211D/E/F	255,379	\$153,227.40
B175	Greenville-Greenwood, MS	CWB175D/E/F	213,943	\$128,365.80
B292	Meridian, MS	CWB292D/E/F	200,024	\$120,014.40
B094	Columbus-Starkville, MS	CWB094D/E/F	166,415	\$99,849.00
B120	Dyersburg-Union City, TN	CWB120D/E/F	113,943	\$68,365.80
B049	Blytheville, AR	CWB049D/E/F	79,446	\$47,667.60
B315	Natchez, MS	CWB315D/E/F	73,214	\$43,928.40
B455	Vicksburg, MS	CWB455D/E/F	59,250	\$35,550.00
M029 - Birmingham				
B044	Birmingham, AL	CWB044D/E/F	1,200,336	\$720,201.60
B305	Montgomery, AL	CWB305D/E/F	440,745	\$264,447.00
B198	Huntsville, AL	CWB198D/E/F	439,832	\$263,899.20
B450	Tuscaloosa, AL	CWB450D/E/F	237,918	\$142,750.80
B115	Dothan-Enterprise, AL	CWB115D/E/F	210,225	\$126,135.00
B158	Gadsden, AL	CWB158D/E/F	174,034	\$104,420.40
B146	Florence, AL	CWB146D/E/F	173,076	\$103,845.60
B017	Anniston, AL	CWB017D/E/F	161,897	\$97,138.20
B108	Decatur, AL	CWB108D/E/F	131,556	\$78,933.60
B415	Selma, AL	CWB415D/E/F	74,457	\$44,674.20
M030 - Portland				
B358	Portland, OR	CWB358D/E/F	1,690,930	\$1,014,558.00
B395	Salem-Albany-Corvallis, OR	CWB395D/E/F	440,062	\$264,037.20
B133	Eugene-Springfield, OR	CWB133D/E/F	282,912	\$169,747.20
B288	Medford-Grants Pass, OR	CWB288D/E/F	209,038	\$125,422.80

SUMMARY OF LICENSES TO BE AUCTIONED				
	BLOCKS	D/E/F		
Market No.	Basic Trading Area	License No.*	Population**	Upfront Payment***
B038	Bend, OR	CWB038D/E/F	102,745	\$61,647.00
B385	Roseburg, OR	CWB385D/E/F	94,649	\$56,789.40
B261	Longview, WA	CWB261D/E/F	85,446	\$51,267.60
B097	Coos Bay-North Bend, OR	CWB097D/E/F	79,600	\$47,760.00
B231	Klamath Falls, OR	CWB231D/E/F	74,566	\$44,739.60
	M031 - Indianapolis			
B204	Indianapolis, IN	CWB204D/E/F	1,321,911	\$793,146.60
B235	Lafayette, IN	CWB235D/E/F	247,523	\$148,513.80
B442	Terre Haute, IN	CWB442D/E/F	236,968	\$142,180.80
B047	Bloomington-Bedford, IN	CWB047D/E/F	217,914	\$130,748.40
B233	Kokomo-Logansport, IN	CWB233D/E/F	184,899	\$110,939.40
B309	Muncie, IN	CWB309D/E/F	182,386	\$109,431.60
B015	Anderson, IN	CWB015D/E/F	178,808	\$107,284.80
B093	Columbus, IN	CWB093D/E/F	139,128	\$83,476.80
B280	Marion, IN	CWB280D/E/F	109,238	\$65,542.80
B373	Richmond, IN	CWB373D/E/F	104,942	\$62,965.20
B457	Vincennes-Washington, IN	CWB457D/E/F	93,758	\$56,254.80
	M032 - Des Moines-Quad Cities			
B111	Des Moines, IA	CWB111D/E/F	728,830	\$437,298.00
B105	Davenport, IA-Moline, IL	CWB105D/E/F	419,650	\$251,790.00
B421	Sioux City, IA	CWB421D/E/F	328,919	\$197,351.40
B462	Waterloo-Cedar Falls, IA	CWB462D/E/F	261,009	\$156,605.40
B070	Cedar Rapids, IA	CWB070D/E/F	260,686	\$156,411.60
B118	Dubuque, IA	CWB118D/E/F	176,542	\$105,925.20
B086	Clinton, IA-Sterling, IL	CWB086D/E/F	147,981	\$88,788.60
B061	Burlington, IA	CWB061D/E/F	137,543	\$82,525.80
B150	Ft. Dodge, IA	CWB150D/E/F	131,731	\$79,038.60
B337	Ottumwa, IA	CWB337D/E/F	122,988	\$73,792.80
B285	Mason City, IA	CWB285D/E/F	118,834	\$71,300.40
B205	Iowa City, IA	CWB205D/E/F	115,731	\$69,438.60
B283	Marshalltown, IA	CWB283D/E/F	55,695	\$33,417.00
	M033 - San Antonio			
B401	San Antonio, TX	CWB401D/E/F	1,530,954	\$918,572.40
B099	Corpus Christi, TX	CWB099D/E/F	499,988	\$299,992.80
B268	McAllen, TX	CWB268D/E/F	424,063	\$254,437.80
B056	Brownsville-Harlingen, TX	CWB056D/E/F	277,825	\$166,695.00
B242	Laredo, TX	CWB242D/E/F	152,881	\$91,728.60
B121	Eagle Pass-Del Rio, TX	CWB121D/E/F	100,813	\$60,487.80
	M034 - Kansas City			
B226	Kansas City, MO	CWB226D/E/F	1,839,569	\$1,103,741.40
B445	Topeka, KS	CWB445D/E/F	245,679	\$147,407.40
B220	Joplin, MO-Miami, OK	CWB220D/E/F	215,095	\$129,057.00
B393	St. Joseph, MO	CWB393D/E/F	191,489	\$114,893.40
B275	Manhattan-Junction City, KS	CWB275D/E/F	122,878	\$73,726.80
B349	Pittsburg-Parsons, KS	CWB349D/E/F	90,934	\$54,560.40
B247	Lawrence, KS	CWB247D/E/F	81,798	\$49,078.80
B414	Sedalia, MO	CWB414D/E/F	79,705	\$47,823.00
B129	Emporia, KS	CWB129D/E/F	46,157	\$27,694.20
	M035 - Buffalo-Rochester			
B060	Buffalo-Niagara Falls, NY	CWB060D/E/F	1,231,795	\$739,077.00
B379	Rochester, NY	CWB379D/E/F	1,118,963	\$671,377.80
B330	Olean, NY-Bradford, PA	CWB330D/E/F	239,343	\$143,605.80
B215	Jamestown-Dunkirk, NY-Warren, PA	CWB215D/E/F	186,945	\$112,167.00

SUMMARY OF LICENSES TO BE AUCTIONED				
	BLOCKS	D/E/F		
Market No.	Basic Trading Area	License No.*	Population**	Upfront Payment***
	M036 - Salt Lake City			
B399	Salt Lake City-Ogden, UT	CWB399D/E/F	1,308,035	\$784,821.00
B050	Boise-Nampa, ID	CWB050D/E/F	416,503	\$249,901.80
B365	Provo-Orem, UT	CWB365D/E/F	269,407	\$161,644.20
B202	Idaho Falls, ID	CWB202D/E/F	190,267	\$114,160.20
B451	Twin Falls, ID	CWB451D/E/F	136,831	\$82,098.60
B353	Pocatello, ID	CWB353D/E/F	89,651	\$53,790.60
B392	St. George, UT	CWB392D/E/F	83,263	\$49,957.80
B258	Logan, UT	CWB258D/E/F	79,415	\$47,649.00
	M037 - Jacksonville			
B212	Jacksonville, FL	CWB212D/E/F	1,114,847	\$668,908.20
B439	Tallahassee, FL	CWB439D/E/F	418,963	\$251,377.80
B159	Gainesville, FL	CWB159D/E/F	260,538	\$156,322.80
B340	Panama City, FL	CWB340D/E/F	171,195	\$102,717.00
B454	Valdosta, GA	CWB454D/E/F	139,226	\$83,535.60
B467	Waycross, GA	CWB467D/E/F	99,034	\$59,420.40
B058	Brunswick, GA	CWB058D/E/F	71,130	\$42,678.00
	M038 - Columbus			
B095	Columbus, OH	CWB095D/E/F	1,477,891	\$886,734.60
B342	Parkersburg, WV-Marietta, OH	CWB342D/E/F	180,025	\$108,015.00
B487	Zanesville-Cambridge, OH	CWB487D/E/F	178,179	\$106,907.40
B023	Athens, OH	CWB023D/E/F	123,864	\$74,318.40
B080	Chillicothe, OH	CWB080D/E/F	93,579	\$56,147.40
B281	Marion, OH	CWB281D/E/F	92,023	\$55,213.80
	M039 - El Paso-Albuquerque			
B008	Albuquerque, NM	CWB008D/E/F	688,612	\$413,167.20
B128	El Paso, TX	CWB128D/E/F	649,860	\$389,916.00
B244	Las Cruces, NM	CWB244D/E/F	197,166	\$118,299.60
B407	Santa Fe, NM	CWB407D/E/F	174,526	\$104,715.60
B139	Farmington, NM-Durango, CO	CWB139D/E/F	162,776	\$97,665.60
B162	Gallup, NM	CWB162D/E/F	122,277	\$73,366.20
B386	Roswell, NM	CWB386D/E/F	70,068	\$42,040.80
B068	Carlsbad, NM	CWB068D/E/F	48,605	\$29,163.00
	M040 - Little Rock			
B257	Little Rock, AR	CWB257D/E/F	852,026	\$511,215.60
B153	Ft. Smith, AR	CWB153D/E/F	282,187	\$169,312.20
B140	Fayetteville-Springdale-Rogers, AR	CWB140D/E/F	222,526	\$133,515.60
B219	Jonesboro-Paragould, AR	CWB219D/E/F	159,439	\$95,663.40
B348	Pine Bluff, AR	CWB348D/E/F	152,918	\$91,750.80
B193	Hot Springs, AR	CWB193D/E/F	117,439	\$70,463.40
B125	El Dorado-Magnolia-Camden, AR	CWB125D/E/F	108,810	\$65,286.00
B387	Russellville, AR	CWB387D/E/F	81,863	\$49,117.80
B182	Harrison, AR	CWB182D/E/F	74,459	\$44,675.40
	M041 - Oklahoma City			
B329	Oklahoma City, OK	CWB329D/E/F	1,305,472	\$783,283.20
B248	Lawton-Duncan, OK	CWB248D/E/F	177,830	\$106,698.00
B130	Enid, OK	CWB130D/E/F	85,998	\$51,598.80
B019	Ardmore, OK	CWB019D/E/F	83,979	\$50,387.40
B433	Stillwater, OK	CWB433D/E/F	72,552	\$43,531.20
B004	Ada, OK	CWB004D/E/F	52,677	\$31,606.20
B267	McAlester, OK	CWB267D/E/F	50,914	\$30,548.40
B354	Ponca City, OK	CWB354D/E/F	48,056	\$28,833.60

SUMMARY OF LICENSES TO BE AUCTIONED				
	BLOCKS	D/E/F		
Market No.	Basic Trading Area	License No.*	Population**	Upfront Payment***
	M042 - Spokane-Billings			
B425	Spokane, WA	CWB425D/E/F	612,862	\$367,717.20
B041	Billings, MT	CWB041D/E/F	290,242	\$174,145.20
B171	Great Falls, MT	CWB171D/E/F	161,038	\$96,622.80
B460	Walla Walla, WA-Pendleton, OR	CWB460D/E/F	151,563	\$90,937.80
B228	Kennewick-Pasco-Richland, WA	CWB228D/E/F	150,033	\$90,019.80
B300	Missoula, MT	CWB300D/E/F	139,270	\$83,562.00
B250	Lewiston-Moscow, ID	CWB250D/E/F	110,028	\$66,016.80
B064	Butte, MT	CWB064D/E/F	65,252	\$39,151.20
B053	Bozeman, MT	CWB053D/E/F	65,077	\$39,046.20
B224	Kalispell, MT	CWB224D/E/F	59,218	\$35,530.80
B188	Helena, MT	CWB188D/E/F	58,752	\$35,251.20
	M043 - Nashville			
B314	Nashville, TN	CWB314D/E/F	1,429,309	\$857,585.40
B083	Clarksville, TN-Hopkinsville, KY	CWB083D/E/F	220,469	\$132,281.40
B096	Cookeville, TN	CWB096D/E/F	117,613	\$70,567.80
	M044 - Knoxville			
B232	Knoxville, TN	CWB232D/E/F	948,055	\$568,833.00
B229	Kingsport-Johnson City, TN-Bristol, VA/TN	CWB229D/E/F	652,639	\$391,583.40
B295	Middlesboro-Harlan, KY	CWB295D/E/F	121,217	\$72,730.20
	M045 - Omaha			
B332	Omaha, NE	CWB332D/E/F	905,991	\$543,594.60
B256	Lincoln, NE	CWB256D/E/F	309,515	\$185,709.00
B167	Grand Island-Kearney, NE	CWB167D/E/F	141,541	\$84,924.60
B323	Norfolk, NE	CWB323D/E/F	112,526	\$67,515.60
B325	North Platte, NE	CWB325D/E/F	80,249	\$48,149.40
B185	Hastings, NE	CWB185D/E/F	72,833	\$43,699.80
B270	McCook, NE	CWB270D/E/F	36,618	\$21,970.80
	M046 - Wichita			
B472	Wichita, KS	CWB472D/E/F	597,494	\$358,496.40
B396	Salina, KS	CWB396D/E/F	143,408	\$86,044.80
B200	Hutchinson, KS	CWB200D/E/F	125,094	\$75,056.40
B163	Garden City, KS	CWB163D/E/F	65,059	\$39,035.40
B187	Hays, KS	CWB187D/E/F	60,926	\$36,555.60
B253	Liberal, KS	CWB253D/E/F	53,960	\$32,376.00
B170	Great Bend, KS	CWB170D/E/F	40,779	\$24,467.40
B114	Dodge City, KS	CWB114D/E/F	37,454	\$22,472.40
	M047 - Honolulu			
B192	Honolulu, HI	CWB192D/E/F	836,231	\$501,738.60
B190	Hilo, HI	CWB190D/E/F	120,317	\$72,190.20
B222	Kahului-Wailuku-Lahaina, HI	CWB222D/E/F	100,504	\$60,302.40
B254	Lihue, HI	CWB254D/E/F	51,177	\$30,706.20
	M048 - Tulsa			
B448	Tulsa, OK	CWB448D/E/F	836,559	\$501,935.40
B311	Muskogee, OK	CWB311D/E/F	148,267	\$88,960.20
B088	Coffeyville, KS	CWB088D/E/F	63,504	\$38,102.40
B031	Bartlesville, OK	CWB031D/E/F	48,066	\$28,839.60
	M049 - Alaska			
B014	Anchorage, AK	CWB014D/E/F	388,943	\$233,365.80
B136	Fairbanks, AK	CWB136D/E/F	92,111	\$55,266.60
B221	Juneau-Ketchikan, AK	CWB221D/E/F	68,989	\$41,393.40

SUMMARY OF LICENSES TO BE AUCTIONED					
		BLOCKS	D/E/F		
Market No.	Basic Trading Area	License No.*	Population**	Upfront Payment***	
M050 - Guam-Northern Mariana Islands					
B490	Guam	CWB490D/E/F	133,000	\$79,800.00	
B493	Northern Mariana Islands	CWB493D/E/F	43,000	\$25,800.00	
M051 - American Samoa					
B492	American Samoa	CWB492D/E/F	47,000	\$28,200.00	
Totals			252,556,719	\$151,534,031.40	
Notes:					
* When identifying an individual license, only one frequency block suffix may be used (eg "D" or "E" or "F").					
This license number must be used on the FCC Form 159 in FCC Code 2 block when making down payments, final payments, or installment payments.					
Do not specify individual licenses on the FCC Form 159 accompanying an upfront payment.					
** All population figures are 4/1/90 U.S. Census, U.S. Department of Commerce, Bureau of the Census					
*** Upfront Payment = Population x Block Size in MHz x \$.060					
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LIST OF LICENSES OFFERED

The following table lists the 493 Basic Trading Areas ("BTAs") and BTA-like areas for which the FCC issues PCS licenses. This auction offers a total of 1,479 licenses, three in each BTA: 10 MHz of spectrum in the D block, 10 MHz in the E block, and 10 MHz in the entrepreneurs' F block.

For each BTA, the table lists the market number, the market name, the license number, the population, and the upfront payment (which corresponds to the number of bidding units required to bid on one license in that BTA).

- A complete license number is in the form CW plus the BTA designation plus the letter designation of the frequency block. For example, the license number for the F-block license in the New York BTA will be CWB321F. The license number must be used in item 18 of FCC Form 159 (FCC Code 2) when making post-auction payments. Do not specify individual licenses on FCC Form 159 when making upfront payments.
- All population figures are from the 1990 U.S. Census, U.S. Department of Commerce, Bureau of the Census.
- The right column of the table shows the upfront payment (and number of bidding units) required to bid on one license in that BTA. This figure is calculated by multiplying the BTA population, times 10 Mhz per license, times six cents. Please note that bidding units are used in the auction to determine bidding eligibility and activity. They are completely unrelated to the dollar amount of actual bids placed.

INSTRUCTIONS FOR DOWNLOADING AND INSTALLING THE FCC FORM 175 APPLICATION SOFTWARE

The FCC offers free software for filing FCC Form 175 electronically and for viewing FCC Form 175 applications on-line. Use of the software requires the following hardware and software:

Hardware Requirements

- ✓ CPU: Intel 80486 or above
- ✓ RAM: 8 MB RAM (more recommended if you intend to open multiple applications)
- ✓ Hard Disk: 11 MB available disk space
- ✓ Modem: v.32bis 14.4kbps Hayes compatible
- ✓ Monitor: VGA or above
- ✓ Mouse or other pointing device

To create backup installation disks for the FCC Form 175 Application, you will need the following:

- ✓ 1.44 MB 3.5" floppy drive
- ✓ Three blank MS-DOS® formatted 1.44 MB floppy disks

Software Requirements

- ✓ FCC Form 175 application software (available through the Internet and the FCC Bulletin Board System)
- ✓ Microsoft Windows 3.1 or Microsoft Windows for Workgroups v3.11 in an enhanced mode

NOTE: The FCC Form 175 application software has not been tested in a Macintosh, OS/2, or Windows95 environment. Therefore, the FCC will not support operating systems other than Microsoft Windows 3.1 or Microsoft Windows for Workgroups v3.11 in an enhanced mode. This includes any other emulated Windows environment.

Access to Application Software

Applicants who wish to file their FCC applications electronically or who wish to view other applicants' applications must first download the software from either the Internet or the FCC Bulletin Board System (File Name: **F175V7.EXE**).

Internet Access

In order to download the compressed file from the Internet, you will need to have access to the Internet and an ftp client software as follows:

☞ **World Wide Web:** ftp://ftp.fcc.gov

☞ **Gopher:** gopher.ftp.fcc.gov or use any gopher to get to "all the gophers in the world" then 'U.S.' then 'DC' then 'FCC'.

Once you connect to the FCC ftp server via WWW or Gopher, select the following directory and download the following file:

Directory: /pub/Auctions/PCS/Broadband/BTA/Auction_11/Programs
File: **F175V7.EXE**

☞ **FTP:** The following instructions are for the command line version of ftp.


1. Connect to the FCC ftp server by typing: ftp ftp.fcc.gov
2. At the user name prompt, type: anonymous **[Enter]**
3. At the password prompt, type your Internet e-mail address **[Enter]**
4. To allow the file to be downloaded type: binary **[Enter]**
5. Change your current directory to the Programs directory by typing:
cd /pub/Auctions/PCS/Broadband/BTA/Auction_11/Programs **[Enter]**
6. Use the get command to download the file from the FCC ftp server by typing:
get f175v7.exe **[Enter]**
7. If you wish to exit, type: bye **[Enter]**

Dial-In Access to the FCC Auction Bulletin Board System (BBS)

The FCC Auction Bulletin Board System provides dial-in access for the FCC Form 175 application software. In order to access the FCC Auction BBS, use a communications package that can handle at least xmodem protocol (*e.g.*, pcAnyWhere, Telix, Procomm) to dial in to (202) 682-5851. Use the settings of 8 data bits, no parity and 1 stop bit (8,N,1).

☞ **New users must start with steps 1-5. Otherwise go to step 6 in the ANSI Protocol Instructions section or the Non-ANSI Protocol Instructions section (whichever is applicable):**

1. Type New and press **[Enter]**. If the word ANSI is blinking, type Y for yes. If the word ANSI is not blinking, type N for No
2. Type in your first and last name and press **[Enter]**. This will be your login name
3. Type in Y and press **[Enter]** when asked to verify your login name
4. Type in what you want your password to be and press **[Enter]**
5. Retype the password for verification and press **[Enter]**

 **ANSI Protocol Instructions (once the account is generated):**

6. Type B for Broadband PCS Auction Files and press **[Enter]**
7. Type B for Basic Trading Areas and press **[Enter]**
8. Type C for Auction 11 and press **[Enter]**
9. Type P for Broadband PCS Auction Programs and press **[Enter]**
10. Type C for Current Library and press **[Enter]**
11. Move the cursor to the file named **F175V7.EXE** and type **[Control]-D** (hold the Ctrl key down and press the D key) for Download and press **[Enter]**
12. Type the letter representing the transfer protocol desired and press **[Enter]**. How the file is downloaded and where it gets downloaded depends on the transfer protocol package used.
13. The FCC Auction BBS will begin transferring the file. You may need to give your terminal emulation software a command to receive the file; please consult your terminal emulation software manual for instructions concerning how to do so.
14. Type X to return to the Programs menu, then type X again. Type X to Exit and press **[Enter]** and continue to do so until asked if you want to Exit the BBS. Press Y for Yes when asked to verify that you want to exit.

 **Non-ANSI Protocol Instructions (once the account is generated):**

6. Type B for Broadband PCS Auction Files and press **[Enter]**
7. Type B for Basic Trading Areas and press **[Enter]**
8. Type C for Auction 11 and press **[Enter]**
9. Type P for Broadband PCS Auction Programs and press **[Enter]**

10. Type C for Current Library and press **[Enter]**
11. Type the letter next to the file named **F175V7.EXE** and press **[Enter]**
12. Type D for Download now and press **[Enter]**
13. Type the letter representing the transfer protocol desired and press **[Enter]**. How the file is downloaded and where it gets downloaded depends on the transfer protocol package used.
14. The FCC Auction BBS will begin transferring the file. You may need to give your terminal emulation software a command to receive the file; please consult your terminal emulation software manual for instructions concerning how to do so.
15. Type X, then type X to Exit and press **[Enter]** and continue to do so until asked if you want to Exit the BBS. Press Y for Yes when asked to verify that you want to exit.

Extracting the FCC Form 175 Application

The FCC Form 175 application available through the Internet and the FCC Auction BBS will be in a self-extracting compressed file format. To extract the software, start File Manager in the Main Program group, open the file folder where you downloaded the executable, and double-click on **F175V7.EXE**. A message will appear listing the default directory to which the software will extract. If this directory does not exist, it will be created automatically. Press Unzip to begin extracting the software.

When the extraction is complete, a message will appear listing the number of files that were unzipped. Press OK to start the FCC Form 175 application setup program.

Installing the FCC Form 175 Application

After you extract the software, the FCC Form 175 application setup program will run automatically. If you choose not to install the FCC Form 175 application, you can run the setup program later by starting File Manager, opening the file folder to which you extracted the software, and double-clicking on **SETUP.EXE**.

When the setup program begins, a screen will appear listing the default directory to which the software will install. Press the Install button, then press OK to install to the specified directory. If the directory does not exist, the setup program will create it automatically.

When the installation is complete, a message will appear asking you to restart Windows so that the changes made by the installation may take effect. Press Restart to restart Windows, or press Stay Here to prevent the restart. Do not use the FCC Form 175 application until you restart Windows.

Uninstalling the FCC Form 175 Application

To uninstall the FCC Form 175 application, double-click on the Uninstall icon. When the Uninstaller window appears, press Start. Press Yes when asked to confirm whether you want to remove the software from your system. The installed files will be removed from your PC. If a message appears asking you whether to delete the installation directory and all its subdirectories, press Yes. When the uninstall is complete, press Quit to exit.

Please note that the Uninstall feature will **not** remove the files from the directory to which you extracted the software.

Creating Backup Installation Disks for the FCC Form 175 Application

To create backup installation disks for the FCC Form 175 application, go to File Manager, open the file folder to which you extracted the software, double-click on **backup.bat**, and follow the instructions on the screen.

Running the FCC Form 175 Application

When the installation process is complete, you will have a new Program Manager group called FCC Form 175 Application v7.0 with the following icons: Configure PPP, Submit FCC Form 175, Review FCC Form 175, Suggestion Box, Readme File, and Uninstall.

You must verify/modify the parameters in the Configure PPP program prior to establishing a PPP connection. Please consult the readme.txt file included with the software for information regarding Configure PPP.

Double-click on an icon to start the respective system.

NOTE: The PPP dialer that is incorporated into the FCC Form 175 application will establish a point-to-point connection from your PC to the FCC Wide Area Network. THIS POINT-TO-POINT CONNECTION IS NOT ROUTED THROUGH THE INTERNET. If your Windows is in a networked environment, you should check with your local network administrator for any potential conflicts with the PPP (Point-to-Point Protocol) dialer. This usually includes any TCP/IP installed network protocol.

Help

Detailed instructions for using all FCC remote electronic auction system software can be found in the README file associated with the software and in the context-sensitive HELP function associated with each software system.

For technical assistance in downloading, extracting, installing or using the FCC Form 175 application, contact the FCC Technical Support Hotline at (202)414-1250. The FCC Technical Support Hotline will be generally available Monday through Friday, from 9 a.m. to 6 p.m. ET.

GUIDELINES FOR COMPLETING FCC FORM 175 AND EXHIBITS

A. FCC Form 175

Because of the significance of the Form 175 application to the auction, bidders should especially note the following:

Paper form version: Manual filers must use the October 1995 editions of FCC Forms 175 and 175-S. Earlier versions will not be accepted.

Items 2-5: Give a street address (not a Post Office box number) for the applicant, suitable for mail or private parcel delivery. The FCC will send all registration materials and other written communications to the applicant at this address.

Item 6: The D-, E- and F-block broadband PCS auction will be the eleventh auction conducted by the FCC. For "Auction No." in item 6 of FCC Form 175, enter "11."

Item 7: Applicants must create a ten-digit FCC Account Number, which the Commission will use to identify and track applicants:

- A bidder that has a taxpayer identification number (TIN) must create this FCC account number by using its TIN, plus the prefix of "0" (*i.e.*, 0123456789). A TIN is either the Employer Identification Number (EIN) in the case of a business, or the Social Security Account Number (SSAN) in the case of an individual.
- If—and only if—an applicant does not have a taxpayer identification number, the applicant should use its ten-digit area code and telephone number (*i.e.*, 2025551234) on an interim basis. However, the FCC must have a TIN before it will be able to issue a license or refund upfront payments.

Each applicant must include its FCC Account Number when submitting amendments, additional information or other correspondence or inquiries regarding its application, and must include this same number on each FCC Form 159 (FCC Remittance Advice) accompanying required auction deposits or payments.

Item 8: Applicants must indicate their legal classification. Limited liability companies should check the "Partnership" box.

Items 9 and 10: Applicants must indicate their eligibility to participate in this auction and their small business status if applicable. (Applicants are also requested to indicate their status as a rural telephone company, minority-owned business or women-owned business as well, so the FCC can monitor its performance in promoting economic opportunities for these designated entities.)

- Small businesses F-block applicants should enter the applicable bidding credit in Item 10: either 15 or 25 percent.
- F-block applicants should indicate the installment payment plan they qualify for by entering C (for businesses under the \$40 million definition), B (\$40-75 million) or A (over \$75 million) in Item 10. See Part 2.C(3) of the body of this public notice.

All applicants should pay particular attention to the provisions of 47 C.F.R. §§ 24.709 and 24.720. In accordance with 47 C.F.R. § 24.709(d), the FCC will conduct random audits to ensure that applicants meet the eligibility requirements.

Item 11: For each license on which they seek bidding eligibility, applicants must identify the market number (for example, B435) in the Market No. column, and the frequency block or blocks in the Frequency Block/Channel No. set of columns. The market number for each BTA is listed in Attachment A; frequency blocks are D, E and F. Applicants that wish to bid on all BTAs in a given frequency block or blocks should check the "ALL" box in the Market No. column and list the frequency block or blocks desired in the Frequency Block/Channel No. columns. Since FCC Form 175 provides space to list only five markets, applicants should use one or more FCC Form 175-S to list any additional markets applied for.

Applicants should apply for all licenses they want to be eligible to bid on in the auction, since there is no opportunity to change this list once the short-form filing deadline passes. The FCC auction system will not accept bids on licenses an applicant has not applied for on its FCC Form 175.

Item 12: Applicants must list the name(s) of the person(s) (no more than three) authorized to represent them at the auction. Only those individuals listed on the FCC Form 175 will be authorized to place or withdraw bids for the applicant during the auction.

Certifications: Applicants should carefully read the list of certifications on the FCC Form 175. These certifications help to ensure a fair and competitive auction and require, among other things, disclosure to the Commission of certain information on applicant ownership and agreements or arrangements concerning the auction. Submission of an FCC Form 175 application constitutes a representation by the certifying official that he or she is an authorized representative of the applicant, has read the form's instructions and certifications, and that the contents of the application and its attachments are true and correct. Submission of a false certification to the Commission may result in penalties, including monetary forfeitures, license forfeitures, and ineligibility to participate in future auctions, and/or criminal prosecution.

Contact person: If the Commission wishes to communicate with the applicant by telephone or fax, those communications will be directed to the contact person identified on the FCC Form 175. A space is provided for both a telephone number and a fax number.

Signature: Manually filed FCC Form 175s must bear an original signature. Absence of an original signature will result in dismissal of the application and disqualification from participating in the auction. (Applicants filing electronically should type the name of the certifying official in the signature block.)

Microfiche or Diskette Copies: Under 47 C.F.R. § 24.806(e) microfiche copies must be submitted with any manually filed FCC Form 175 and 175-S that exceeds five pages in length. For this auction, the FCC will accept, in lieu of microfiche copies, a 3.5-inch diskette which contains **ASCII text (.TXT)** files of all exhibit documentation attached to the FCC Form 175. (Applicants that use a word processing program to prepare these files must be sure to save the files in the ASCII format before submitting the diskette, and verify that the ASCII files contain all exhibit information.)

Completeness: Applicants must submit all information required by FCC Form 175 and by applicable rules, including a certifying signature on manual filings. **Failure to submit required information will result in dismissal of the application and inability to participate in the auction.**

Continuing Accuracy: Each applicant is responsible for the continuing accuracy and completeness of information furnished in the FCC Form 175 and its exhibits. See 47 C.F.R. § 1.65. It is the staff's position that ten business days is a reasonable period of time in which applicants must amend their FCC Form 175s. Applicants are reminded that Certification 6 on FCC Form 175 includes consent to be audited. See 47 C.F.R. § 24.709((d)(2).

B. Exhibits and Attachments

In addition to FCC Form 175 itself, applicants must submit additional information required by the FCC's rules. Although we do not require a particular organization or format for this information, we have developed the following guidelines that will facilitate the processing of short-form applications. We encourage applicants filing both electronically and manually to submit this information using the following format.

Exhibit A—Applicant Identity and Ownership Information 47 C.F.R. §§ 1.2105(a)(2) and 24.813 require each applicant to fully disclose the real party or parties in interest in an exhibit to its FCC Form 175 application. Specifically, each applicant must report:

(i) The name, address and citizenship of any person holding five percent or more of each class of stock, warrants, or options or debt securities, together with the amount and percentage held, and the name, address, citizenship and principal place of business of any person on whose account, if other than the holder, such interest is held. If any of these persons are related by blood or marriage, include such relationship in the statement.

(ii) In the case of partnerships, the name, address and citizenship of each partner, and the share or interest participation in the partnership. This information must be provided for all partners, regardless of their respective ownership interests in the partnership.

(iii) A list of the applicant's subsidiaries and affiliates (if any) that hold or are applicants for CMRS or PMRS licenses.

—Subsidiary means any business five percent or more of whose stock, warrants, options or debt securities are owned by the applicant or an officer, director, stockholder or key management personnel of the applicant. This list must include a

description of each subsidiary's principal business and a description of each subsidiary's relationship to the applicant.

–Affiliate means any business which holds a five percent or more interest in the applicant, or any business in which a five percent or more interest is held by another company which holds a five percent interest in the applicant (*e.g.*, Company A owns 5% of Company B and 5% of Company C; Companies B and C are affiliates).

Exhibit B–Agreements with Other Parties/Joint Bidding Arrangements Applicants must attach an exhibit identifying all parties with whom they have entered into any agreements, arrangements or understandings which relate in any way to the licenses being auctioned, including any relating to the post-auction market structure. See 47 C.F.R. §§ 1.2105(a)(2)(viii) and 24.714(b).

Be aware that Certification 4 on FCC Form 175 represents that the applicant will not enter into any explicit or implicit agreements or understandings of any kind with parties not identified in the application regarding bid amounts, bidding strategies or the particular licenses the applicant will or will not bid on. See C.F.R. § 1.2105(a)(2)(ix). To prevent collusion, the FCC's rules generally prohibit communications concerning bids, bidding strategies or settlements among applicants for the same license areas during the course of the auction. See 47 C.F.R. § 1.2105(c).

Exhibit C–Status as an Eligible F-Block Applicant Applicants applying to bid on any F-block licenses must attach an exhibit demonstrating eligibility as an entrepreneur under 47 C.F.R. §§ 24.709 and 24.720. The information in this exhibit should demonstrate that the applicant is eligible to bid on F-block licenses, either because it satisfies the general rule set out in 47 C.F.R. § 24.709(a) or because it satisfies an exception described in 47 C.F.R. § 24.709(b).

- For an applicant claiming eligibility as an entrepreneur under the general rule, include:
 - A certified statement that the applicant is eligible to bid on and obtain F-block licenses.
 - The identity of each affiliate of the applicant, if not disclosed in Exhibit A.
 - The gross revenues for the two preceding years and the total assets of the applicant (including affiliates), computed as prescribed by 47 C.F.R. § 24.709.
- For an applicant claiming eligibility as a publicly traded corporation with widely dispersed voting power, include:
 - A certified statement that the applicant is eligible to bid on and obtain F-block licenses, and that the applicant complies with the definition in 47 C.F.R. § 24.720(m) of a publicly traded corporation with widely dispersed voting power.
 - The identity of each affiliate of the applicant, if not disclosed in Exhibit A.
 - The gross revenues for the two preceding years and the total assets of the applicant (including affiliates), computed as prescribed by 47 C.F.R. § 24.709.
- For an applicant claiming eligibility using a control group structure, include:
 - A certified statement that the applicant is eligible to bid on and obtain F-block licenses.

- The identity and citizenship of each member of the applicant's control group, and the percentage and type of interest held by each.
 - The status of each control group member that is an institutional investor, an existing investor, and/or a member of the applicant's management.
 - The identity of each affiliate of the applicant, and each affiliate of the individuals and entities identified in this exhibit (if not disclosed in Exhibit A).
 - A certification that the applicant's sole control group member is a preexisting entity, if applicable.
 - The gross revenues for the two preceding years and the total assets of the applicant (including affiliates), computed as prescribed by 47 C.F.R. § 24.709.
- For an applicant claiming eligibility as a small business consortium, include the information described above for each member of the consortium.

Exhibit D—Information Required of Designated Entities Applicants claiming status as a small business or rural telephone company must attach an exhibit regarding this status.

- Small business applicants must state the gross revenues for the preceding three years for the applicant (including affiliates), as prescribed by 47 C.F.R. § 24.720(b), (f) and (l).
- Rural telephone company applicants must certify that they meet the definition set out in 47 C.F.R. § 24.720(e), and must disclose all parties to agreement(s) to partition licenses won in this auction. See 47 C.F.R. § 24.714(b)(1).

Exhibit E—Miscellaneous Information Applicants wishing to submit additional information should include it in Exhibit E.

Applicants are reminded that all information required in applications to participate in spectrum auctions is necessary to determine the applicants' qualifications, and as such will be available for public inspection. Required proprietary information may be redacted, or confidentiality may be requested, following the procedures set out in 47 C.F.R. § 0.459. Any such requests must be submitted manually, even if the applicant chooses to file electronically, in which case the applicant must indicate in Exhibit E that it has filed a confidentiality request. Because the required information bears on applicants' qualifications, the FCC envisions that confidentiality requests will not be routinely granted.

Waivers: Applicants requesting waiver of any rules must submit a statement of reasons sufficient to justify the waiver sought. See 47 C.F.R. § 24.819.

Cross-References To ensure that the FCC considers all information submitted, manual filers must list the number of Forms 175-S and the number of supplemental exhibits at the end of Item 11 on FCC Form 175.