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September 22, 2000

Federal Communications Commission
Experimental Radio Services
P.O. Box 358320
Pittsburgh, PA 15251-5320

c/o Wholesale Lockbox Shift Supervisor
Mellon Bank, Three Mellon Bank Center
525 William Penn Way, 27th Floor, Rm. 153-2713
Pittsburgh, PA 15259-0001

Re: *Minor Amendment Application (Form 703) for Pro Forma Transfer of Control of
BellSouth Personal Communications, Inc. to Alloy LLC*

ATTN: Office of Engineering and Technology, Experimental Licensing Branch

Dear Sir/Madam:

Enclosed please find for filing original replacement pages for a pending application (File No. 0010-EX-TU-2000) to transfer control of BellSouth Personal Communications, Inc. ("BSPC Inc.") and Station KA2XBT to Alloy LLC.

On May 4, 2000, BellSouth Corporation ("BSC") filed an application to transfer control of BSPC Inc. and Station KA2XBT to Alloy LLC. By this filing, BSC is amending that transfer of control application to reflect a Pro Forma Assignment of Station KA2XBT to BellSouth Personal Communications, LLC ("BSPC LLC"). Simultaneously, with the instant filing, BSC is filing an FCC Form 702 application requesting Commission approval of the Pro Forma Assignment of Station KA2XBT from BSPC Inc. to BSPC LLC.

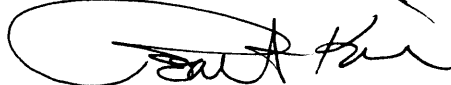
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Sir/Madam
September 22, 2000
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Any questions regarding this application may be addressed to the undersigned.

Sincerely,

WILKINSON BARKER KNAUER, LLP

A handwritten signature in black ink, appearing to read "L. Andrew Tollin", is written over the firm name.

By: L. Andrew Tollin
Robert G. Kirk

Enclosures
cc: Carl Huie