

Filing Type

1a) Current Filing Proposed Filing

1b) Is the purpose of this filing to report cellular cross-ownership holdings required pursuant to section 1.919 of the Commission's Rules? Yes No

If 'Yes', provide an exhibit with this filing that identifies the Rural Service Area market(s) involved, as well as the cellular licensee of which the filer has acquired direct or indirect ownership interest of 10% or greater.

Filer Information

| | | | |
|---|-----|---|---------|
| 2) First Name (if individual): | MI: | Last Name: | Suffix: |
| 3) Filer Name (if entity): American Messaging Services, Inc. | | 4) FCC Registration Number (FRN): 13847280 | |

5) Contact Information

| | |
|---|-----------------------------------|
| Name and Address: 275 Madison Avenue, 4th Floor New York, NY 100161101 Attn: Marc A. Gineris | Telephone Number: 212-880-3717 |
| | Fax Number: 212-208-4546 |
| | E-mail Address: |

Related FCC Regulated Businesses of Filer

| 6a) Name of all FCC-Regulated Businesses owned by Filer (use additional sheets, if necessary): | 6b) Principal Business: | 6c) FCC Registration Number (FRN): | 6d) Percent of Interest Held: |
|---|----------------------------|---------------------------------------|-------------------------------|
| Ameritech Mobile Services, Inc. | Telecommunications | 0002844280 | 100.00 |
| Ameritech St. Louis Paging Corporation | Telecommunications | 0002800225 | 100.00 |

Signature

7) Typed or Printed Name of Party Authorized to Sign

| | | | |
|------------------------------|----------|-----------------------|--------------------|
| First Name: Marc | MI: A | Last Name: Gineris | Suffix: |
| Title: President | | | |
| Signature: Marc A Gineris | | | Date: 8/10/2005 |

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

Schedule for Disclosable Interest Holders

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

| | | | |
|--|---|---|--|
| 1) Disclosable Interest Holder's First Name (if individual): | MI: | Last Name: | Suffix: |
| 2) Disclosable Interest Holder's Name (if entity): American Messaging Services, L.P. | | 3) FCC Registration Number(FRN): 0013847298 | |
| 4) Disclosable Interest Holder's Address: 275 Madison Avenue 4th Floor New York, NY 100161101 | | | |
| 5) Type of Interest in Filer () (refer to Instructions for a list of codes): Direct Ownership Interest in Filer | 6) Disclosable Interest Holder is a (n): () (refer to instructions for list of codes): Limited Partnership | | 7) Percent of Interest Held in Filer: 91.23 |
| 8) Disclosable Interest Holder's Type of Ownership () (refer to instructions for a list of codes): Common Stock: Voting | | 9) Disclosable Interest Holder's Country of Citizenship or Jurisdiction of Formation: US DE | |

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

| 10a) Name and address of all FCC-Regulated Businesses owned by the Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary) | 10b) Principle Business | 10c) FCC Registration Number (FRN) | 10d) Percent of Interest Held |
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| 10a) Name and address of all FCC-Regulated Businesses owned by the Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary) | 10b) Principle Business | 10c) FCC Registration Number (FRN) | 10d) Percent of Interest Held |
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Schedule for Disclosable Interest Holders

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

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|--|---|---|---|
| 1) Disclosable Interest Holder's First Name (if individual): | MI: | Last Name: | Suffix: |
| 2) Disclosable Interest Holder's Name (if entity): Colchester Capital, LLC | | 3) FCC Registration Number(FRN): 0013861372 | |
| 4) Disclosable Interest Holder's Address: 89 Headquarters Plaza North Suite 336 Morristown, NJ 079606834 | | | |
| 5) Type of Interest in Filer () (refer to Instructions for a list of codes). Indirect Ownership Interest in Filer | 6) Disclosable Interest Holder is a (n): () (refer to instructions for list of codes): Limited Liability Company | | 7) Percent of Interest Held in Filer: 100.00 |
| 8) Disclosable Interest Holder's Type of Ownership () (refer to instructions for a list of codes): General Partnership Shares: Managing | | 9) Disclosable Interest Holder's Country of Citizenship or Jurisdiction of Formation: US DE | |

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

| 10a) Name and address of all FCC-Regulated Businesses owned by the Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary) | 10b) Principle Business | 10c) FCC Registration Number (FRN) | 10d) Percent of Interest Held |
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Schedule for Disclosable Interest Holders

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

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| 1) Disclosable Interest Holder's First Name (if individual): George | MI: S | Last Name: Rich | Suffix: |
| 2) Disclosable Interest Holder's Name (if entity): | | 3) FCC Registration Number(FRN): 0013860382 | |
| 4) Disclosable Interest Holder's Address: 904 South Broadway Baltimore, MD 21231 | | | |
| 5) Type of Interest in Filer () (refer to Instructions for a list of codes): Indirect Ownership Interest in Filer | 6) Disclosable Interest Holder is a (n): () (refer to instructions for list of codes): | | 7) Percent of Interest Held in Filer: 17.42 |
| 8) Disclosable Interest Holder's Type of Ownership () (refer to instructions for a list of codes): Limited Partnership Shares: Insulated | | 9) Disclosable Interest Holder's Country of Citizenship or Jurisdiction of Formation: US | |

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

| 10a) Name and address of all FCC-Regulated Businesses owned by the Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary) | 10b) Principle Business | 10c) FCC Registration Number (FRN) | 10d) Percent of Interest Held |
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Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

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|---|--|---|---|--|
| 1) Disclosable Interest Holder's First Name (if individual): | | MI: | Last Name: | Suffix: |
| 2) Disclosable Interest Holder's Name (if entity): Granite Point Capital, L.P. | | | 3) FCC Registration Number(FRN): 0013860416 | |
| 4) Disclosable Interest Holder's Address: 222 Berkeley Street, Fl. 19 Boston, MA 02116 | | | | |
| 5) Type of Interest in Filer () (refer to Instructions for a list of codes): Indirect Ownership Interest in Filer | | 6) Disclosable Interest Holder is a (n): () (refer to instructions for list of codes): Limited Partnership | | 7) Percent of Interest Held in Filer: 11.80 |
| 8) Disclosable Interest Holder's Type of Ownership () (refer to instructions for a list of codes): Limited Partnership Shares: Insulated | | | 9) Disclosable Interest Holder's Country of Citizenship or Jurisdiction of Formation: US DE | |

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

| 10a) Name and address of all FCC-Regulated Businesses owned by the Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary) | 10b) Principle Business | 10c) FCC Registration Number (FRN) | 10d) Percent of Interest Held |
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Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

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|---|--|---|---|--|
| 1) Disclosable Interest Holder's First Name (if individual): | | MI: | Last Name: | Suffix: |
| 2) Disclosable Interest Holder's Name (if entity): GRI Fund, L.P. | | | 3) FCC Registration Number(FRN): 0013860440 | |
| 4) Disclosable Interest Holder's Address: 904 South Broadway Baltimore, MD 21231 | | | | |
| 5) Type of Interest in Filer () (refer to Instructions for a list of codes): Indirect Ownership Interest in Filer | | 6) Disclosable Interest Holder is a (n): () (refer to instructions for list of codes): Limited Partnership | | 7) Percent of Interest Held in Filer: 17.42 |
| 8) Disclosable Interest Holder's Type of Ownership () (refer to instructions for a list of codes): Limited Partnership Shares: Insulated | | | 9) Disclosable Interest Holder's Country of Citizenship or Jurisdiction of Formation: US DE | |

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

| 10a) Name and address of all FCC-Regulated Businesses owned by the Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary) | 10b) Principle Business | 10c) FCC Registration Number (FRN) | 10d) Percent of Interest Held |
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Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

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|--|--|---|---|---|
| 1) Disclosable Interest Holder's First Name (if individual): | | MI: | Last Name: | Suffix: |
| 2) Disclosable Interest Holder's Name (if entity): Incyte Capital Partners, LLC | | | 3) FCC Registration Number(FRN): 0013870084 | |
| 4) Disclosable Interest Holder's Address: 275 Madison Avenue 4th Floor New York, NY 100161101 | | | | |
| 5) Type of Interest in Filer () (refer to Instructions for a list of codes). Indirect Ownership Interest in Filer | | 6) Disclosable Interest Holder is a (n): () (refer to instructions for list of codes): Limited Liability Company | | 7) Percent of Interest Held in Filer: 100.00 |
| 8) Disclosable Interest Holder's Type of Ownership () (refer to instructions for a list of codes): General Partnership Shares: Managing | | | 9) Disclosable Interest Holder's Country of Citizenship or Jurisdiction of Formation: US DE | |

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

| 10a) Name and address of all FCC-Regulated Businesses owned by the Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary) | 10b) Principle Business | 10c) FCC Registration Number (FRN) | 10d) Percent of Interest Held |
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Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

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|---|--|--|---|
| 1) Disclosable Interest Holder's First Name (if individual): Marc | MI: A | Last Name: Gineris | Suffix: |
| 2) Disclosable Interest Holder's Name (if entity): | | 3) FCC Registration Number(FRN): 0013860457 | |
| 4) Disclosable Interest Holder's Address: 275 Madison Avenue, 4th Floor New York, NY 100161101 | | | |
| 5) Type of Interest in Filer () (refer to Instructions for a list of codes): Indirect Ownership Interest in Filer | 6) Disclosable Interest Holder is a (n): () (refer to instructions for list of codes): | | 7) Percent of Interest Held in Filer: 100.00 |
| 8) Disclosable Interest Holder's Type of Ownership () (refer to instructions for a list of codes): Membership Shares | 9) Disclosable Interest Holder's Country of Citizenship or Jurisdiction of Formation: US | | |

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

| 10a) Name and address of all FCC-Regulated Businesses owned by the Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary) | 10b) Principle Business | 10c) FCC Registration Number (FRN) | 10d) Percent of Interest Held |
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|---|--|--|---|
| 1) Disclosable Interest Holder's First Name (if individual): Thomas | MI: J | Last Name: Hopkins | Suffix: |
| 2) Disclosable Interest Holder's Name (if entity): | | 3) FCC Registration Number(FRN): 0013860473 | |
| 4) Disclosable Interest Holder's Address: 89 Headquarters Plaza North Suite 336 Morristown, NJ 079606834 | | | |
| 5) Type of Interest in Filer () (refer to Instructions for a list of codes): Indirect Ownership Interest in Filer | 6) Disclosable Interest Holder is a (n): () (refer to instructions for list of codes): | | 7) Percent of Interest Held in Filer: 100.00 |
| 8) Disclosable Interest Holder's Type of Ownership () (refer to instructions for a list of codes): Membership Shares | 9) Disclosable Interest Holder's Country of Citizenship or Jurisdiction of Formation: US | | |

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

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|---|--|---|---|--|
| 1) Disclosable Interest Holder's First Name (if individual): | | MI: | Last Name: | Suffix: |
| 2) Disclosable Interest Holder's Name (if entity): Valley Forge Fund IV, L.P. | | | 3) FCC Registration Number(FRN): 0013860523 | |
| 4) Disclosable Interest Holder's Address: 1030 Old Valley Forge Rd. King of Prussia, PA 194064352 | | | | |
| 5) Type of Interest in Filer () (refer to Instructions for a list of codes): Indirect Ownership Interest in Filer | | 6) Disclosable Interest Holder is a (n): () (refer to instructions for list of codes): Limited Partnership | | 7) Percent of Interest Held in Filer: 10.45 |
| 8) Disclosable Interest Holder's Type of Ownership () (refer to instructions for a list of codes): Limited Partnership Shares: Insulated | | | 9) Disclosable Interest Holder's Country of Citizenship or Jurisdiction of Formation: US DE | |

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

| 10a) Name and address of all FCC-Regulated Businesses owned by the Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary) | 10b) Principle Business | 10c) FCC Registration Number (FRN) | 10d) Percent of Interest Held |
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Reserved

Attachment(s):

| Type | Description | Date Entered |
|------|--------------------|--------------|
| I | Indirect Ownership | Aug 10, 2005 |
| I | Indirect Ownership | Aug 10, 2005 |
| I | Indirect Ownership | Aug 10, 2005 |
| I | Indirect Ownership | Aug 10, 2005 |

Indirect Ownership in Filer

American Messaging Services, Inc. (the "Filer") is majority owned and controlled by American Messaging Services, L.P. ("AMSL"). The following individuals or entities hold either controlling interests, or equity interests of 10% or more, in AMSL: Colchester Capital, LLC; Incyte Capital Partners, LLC, George S. Rich; Granite Point Capital, L.P.; GRI Fund, L.P.; and Valley Forge Fund, IV, L.P. The two controlling general partners of AMSL – Colchester Capital, LLC and Incyte Capital Partners, LLC – are wholly-owned and controlled, respectively, by Thomas J. Hopkins and Marc A. Gineris.