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November 11, 1997

VIA OVERNIGHT MAIL

Ms. Blanca Bayo
Florida Public Service Commission
Division of Records and Reporting
2540 Shumard Oak Boulevard
Tallahassee, Florida 32399-0850

Re: *Amendment to Pending Applications*

1. *Application for Transfer of Alternative Local Telecommunications Certificate No. 4804 from Microwave Services, Inc. to Teligent, L.L.C.; Docket No. 971253-TX*
2. *Application for Transfer of Alternative Access Vendor Services Certificate No. 4707 from Microwave Services, Inc. to Teligent, L.L.C.; Docket No. 971254-TA*
3. *Application for Transfer of Interexchange Telecommunications Certificate No. 4850 from Microwave Services, Inc. to Teligent, L.L.C.; Docket No. 971254-TI*

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Dear Ms. Bayo:

On September 26, 1997, Teligent, L.L.C. and Microwave Services, Inc. ("MSI") filed with the Commission the above-captioned applications ("Applications"). Since filing the Applications, Teligent, L.L.C. has undertaken a business reorganization, whereby it will convert from a limited liability company to a corporation. Accordingly, Teligent, L.L.C. hereby requests that the above-referenced dockets be amended to reflect a change in name from Teligent, L.L.C. to Teligent, Inc. ("Teligent"). Attached hereto as Exhibit A is a copy of Teligent's registration as a Florida Foreign Corporation; a certified copy will be provided upon request.

Related to its change in business form, Teligent anticipates an initial public offering ("IPO") of stock and debt within the next few weeks, expected to result in approximately 10% of Teligent's shares being publicly-held. After completion of the IPO and related transactions, majority interest in Teligent will continue to be held by the current principal owners, MSI and its respective owner. The

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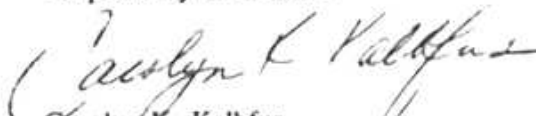
Ms. Blanca Bayo
November 11, 1997
Page 2

Associated Group, Inc. ("AGI"), as well as the Singh family, owners of Digital Services Corporation ("DSC") and Telcom-DTS. Indeed, *AGI, through MSI will at all times retain and exercise de facto control over Teligent, L.L.C./Teligent, as well as the right to elect a majority of the board of directors.* Just prior to the IPO, DSC's ownership interest will be transferred to its affiliate Telcom-DTS, which is also indirectly controlled by the Singh family.

Teligent's financial resources to fulfill its responsibilities as a provider of alternative local exchange (ALEC), interexchange (IXC), and alternative access vendor (AAV) services are significantly enhanced as a result of these transactions. For example, one transaction associated with the conversion from a limited liability company to a corporation involves a \$100 million investment by Nippon Telegraph and Telephone Corporation ("NTT") through a private sale to NTT of Teligent shares prior to the IPO. Further, DSC and MSI's parent corporation, AGI, have made an additional \$60 million investment in the company. Attached hereto as Exhibit B is a press release announcing both the NTT and parent company investments. Attached as Exhibit C, for further clarification, are charts that depict the ownership interests in Teligent, L.L.C. and Teligent, both prior to and after the transactions described herein.

It is my understanding that this amendment will result in only a two week delay of the staff recommendation, which was originally scheduled to be made on November 6, 1997, and that the scheduled Commission hearing date for these Applications is now December 2, 1997. Should any questions arise regarding this filing, please do not hesitate to contact the undersigned counsel directly.

Respectfully Submitted,


Carolyn K. Kalbfus
Counsel to Teligent, L.L.C., Microwave
Services, Inc., and Digital Services
Corporation

cc: Tom Williams
Florida Public Service Commission
Terri B. Natoli, Esq.
Teligent

SPECIFIC MODIFICATIONS TO PENDING APPLICATIONS

INTEREXCHANGE APPLICATION

Application for Transfer of Interexchange Telecommunications Certificate No. 4850 from Microwave Services, Inc. to Teligent, L.L.C.; Docket No. 971256-TI

Question 9

- (a) Attached hereto is proof of Teligent, Inc.'s ("Teligent") registration with the Florida Secretary of State.
- (b) Teligent does not intend to use a fictitious name.
- (c)
 - (1) None of Teligent's officers, directors, or any of its ten largest stockholders has previously been adjudged bankrupt, mentally incompetent, or found guilty of any felony or of any crime.
 - (2) As evidenced by the management biographies attached to Teligent's original Applications, a number of Teligent's officers and directors have previously been affiliated with other Florida certificated entities. Those companies are still in existence and the change in employment has been to accept a position with Teligent.

ALTERNATIVE LOCAL EXCHANGE APPLICATION

Application for Transfer of Alternative Local Telecommunications Certificate No. 4804 from Microwave Services, Inc. to Teligent, L.L.C.; Docket No. 971253-TX

Question 5

Attached hereto is proof of Teligent, Inc.'s ("Teligent") registration with the Florida Secretary of State.

Corporate Charter Number: F97000005876

ALTERNATIVE ACCESS VENDOR APPLICATION

Application for Transfer of Alternative Access Vendor Services Certificate No. 4707 from Microwave Services, Inc. to Teligent, L.L.C.; Docket No. 971254-TA

Question 8

- (a) Attached hereto is proof of Teligent, Inc.'s ("Teligent") registration with the Florida Secretary of State.
- (b) Teligent does not intend to use a fictitious name.
- (c)
 - (1) None of Teligent's officers, directors, or any of its ten largest stockholders has previously been adjudged bankrupt, mentally incompetent, or found guilty of any felony or of any crime.
 - (2) As evidenced by the management biographies attached to Teligent's original Applications, a number of Teligent's officers and directors have previously been affiliated with other Florida certificated entities. Those companies are still in existence and the change in employment has been to accept a position with Teligent.

EXHIBIT A: Teligent, Inc's Registration as a Florida Foreign Corporation



FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

November 6, 1997

CT CORPORATION SYSTEM

Qualification documents for TELIGENT, INC. were filed on November 6, 1997 and assigned document number F8780005876. Please refer to this number whenever corresponding with this office.

Your corporation is now qualified and authorized to transact business in Florida as of the file date.

The certification you requested is enclosed.

A corporation annual report will be due this office between January 1 and May 1 of the year following the calendar year of the file date. A Federal Employer Identification (FEI) number will be required before this report can be filed. If you do not already have an FEI number, please apply NOW with the Internal Revenue by calling 1-800-829-3876 and requesting form SS-4.

Please be aware if the corporate address changes, it is the responsibility of the corporation to notify this office.

Should you have any questions regarding this matter, please telephone (850) 487-8091, the Foreign Qualification/Tax Lien Section.

Jennifer Sindt
Document Examiner
Division of Corporations

Letter number: 787A00053737

State of Florida



Department of State

I certify the attached is a true and correct copy of the application by TELIGENT, INC., a Delaware corporation, authorized to transact business within the State of Florida on November 6, 1997 as shown by the records of this office.

The document number of this corporation is F97000005876.

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capitol, this the
Sixth day of November, 1997



CR2EO22 (2-95)

Handwritten signature of Sandra B. Northam in cursive.

Sandra B. Northam
Secretary of State

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE
STATE OF FLORIDA:

1. Teligent, Inc.

(Name of corporation. MUST include the word "INCORPORATED", "COMPANY", "CORPORATION", or words of abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Delaware

(State or country under the law of which it is incorporated)

3. Applied for
(F-E Number, if applicable)

4. September 26, 1997

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. will occur upon filing of application

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.156, F.S.))

7. 8065 Leesburg Pike, Suite 400, Vienna, VA 22182

(Current mailing address)

8. To provide wireless telecommunications products and services

(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: C T Corporation System

Office Address: c/o C T Corporation System, 1200 South Pine
Island Road

Plantation, Florida, 33324

(Zip Code)

10. Registered agent acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

C T Corporation System

Mary Alice Rogers
(Registered agent's signature) (Officer)

MARY ALICE ROGERS
Special Assistant Secretary

(Type Name and Title of Officer)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: see attached list of directors

Address: _____

Vice Chairman: see attached list of directors

Address: _____

Director: see attached list of directors

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: see attached list of officers

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

67-100-5-0115
CORPORATION

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. _____

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. _____

Scott G. Bruce, Secretary
(Typed or printed name and capacity of person signing application)

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STATE OF FLORIDA

Teligent, Inc.

Directors

- Mylca P. Berkman
200 Gateway Towers, Pittsburgh, PA 15222
- David J. Berkman
3 Bala Plaza East, Suite 502, Bala Cynwyd, PA 19004
- William H. Berkman
650 Madison Avenue, 25th Floor, New York, NY 10022
- Alex J. Mandl
8065 Leesburg Pike, Suite 400, Vienna, VA 22182
- Dr. Rajendra Singh
211 North Union Street, Suite 300, Alexandria, VA 22314

Officers

- Alex J. Mandl – Chairman and Chief Executive Officer
8065 Leesburg Pike, Suite 400, Vienna, VA 22182
- Kirby G. Pickle, Jr. – President and Chief Operating Officer
8065 Leesburg Pike, Suite 400, Vienna, VA 22182
- Laurence E. Harris – Senior Vice President and General Counsel
8065 Leesburg Pike, Suite 400, Vienna, VA 22182
- Abraham L. Morris – Senior Vice President, Chief Financial Officer and Treasurer
8065 Leesburg Pike, Suite 400, Vienna, VA 22182
- Steve F. Boll – Senior Vice President for Human Resources
8065 Leesburg Pike, Suite 400, Vienna, VA 22182
- Kelth W. Kaczmarck – Senior Vice President for Engineering and Operations
8065 Leesburg Pike, Suite 400, Vienna, VA 22182
- Richard J. Hanna – Senior Vice President for Sales and Marketing
8065 Leesburg Pike, Suite 400, Vienna, VA 22182
- David S. Turcisky – Vice President, Law and Regulatory
8065 Leesburg Pike, Suite 400, Vienna, VA 22182
- Philip C. McKinney – Vice President for Information Technology
8065 Leesburg Pike, Suite 400, Vienna, VA 22182
- Cindy Tallent – Vice President and Controller
8065 Leesburg Pike, Suite 400, Vienna, VA 22182
- Scott G. Bruce – Secretary
3 Bala Plaza East, Suite 502, Bala Cynwyd, PA 19004

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EXHIBIT B: September 30, 1997 Press Release



Contacts:

FOR IMMEDIATE RELEASE

Teligent, L.L.C.
Robert W. Stewart
703-299-4400

The Associated Group, Inc.
Scott G. Bruce
610-660-4910

Teligent Announces \$100 Million Strategic Investment by NTT

**Teligent's founders will
contribute an additional \$60 million**

ALEXANDRIA, VA., Sept. 30, 1997 – Teligent today announced that Nippon Telegraph and Telephone Corp. will make a \$100 million strategic investment in the company.

"NTT's decision to invest \$100 million in Teligent strengthens our effort to increase competition in local telephone markets," said Teligent Chairman and Chief Executive Officer Alex J. Mandl. "By offering high quality, high capacity, facilities-based communications services to small and medium-sized businesses in the United States, Teligent will help fulfill the promise of the Telecommunications Act of 1996."

Teligent also announced that its corporate parents – The Associated Group, Inc. (NASDAQ: AGRPA, AGRPB) and Digital Services Corporation – will make an additional \$60 million combined contribution to the company. Digital Services Corporation is an affiliate of Telecom Ventures, L.L.C.

"These investments, totaling \$160 million, will hasten our efforts to bring the benefits of our digital microwave networks – simplicity, service and savings – to customers looking for affordable broadband services," Mandl said.

The NTT investment is subject to customary closing conditions.

In exchange for its investment, NTT will receive a 12.5 percent equity interest in the company, calculated immediately prior to an initial public stock offering and excluding management equity incentives. In addition, NTT will appoint a member to Teligent's board of directors. The Associated Group also will name a new director, bringing total board membership to seven. The number of directors may further increase following a public stock offering.

-MORE-

TWO-TWO-TWO

Teligent anticipates that it soon will file registration statements for initial public offerings of stock and debt with the Securities and Exchange Commission. These offerings each will be made only by means of a prospectus.

NTT's investment will come in two phases. NTT will make an initial investment of \$40 million and an additional investment of \$60 million at the time of Teligent's initial public stock offering.

NTT last year spent more than \$2.6 billion on telecommunications research and development, and has agreed to provide technical support to Teligent.

With 1996 operating revenues of \$71 billion, Tokyo-based NTT is one of the largest telecommunications companies in the world. The company has affiliates and partners throughout Europe, Asia and the Americas. NTT serves more than 60 million subscriber lines in Japan, and has more than 231,000 employees.

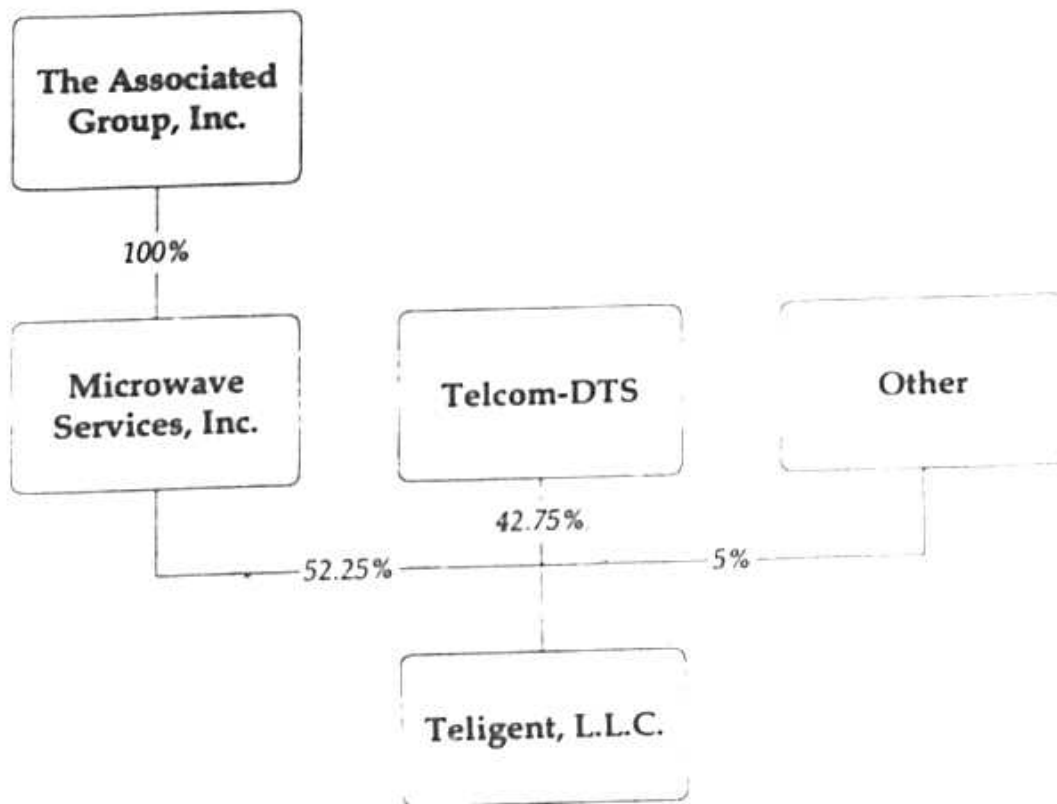
Using 24 GHz band spectrum licenses issued by the Federal Communications Commission, Teligent plans to offer high-capacity voice, data and Internet services to small and medium-sized business customers in 74 major markets in 34 states and the District of Columbia. Teligent's licensed territory reaches more than half of the country's 50 million business telephone lines and covers more than 700 cities and towns with populations of 25,000 or more.

Based in Northern Virginia, Teligent is a new local, long distance and Internet company with an innovative application of digital microwave technology designed to bring business customers the benefits of competition in telecommunications - simplicity, service and savings.



EXHIBIT C: Charts of Ownership Interests Prior to and Following the Planned Transactions

COMPANY ORGANIZATION PRIOR TO PLANNED TRANSACTIONS



COMPANY ORGANIZATION FOLLOWING PLANNED
TRANSACTIONS

