SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549

SCHEDULE 13G RULE 13d-102

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULES 13d-1(b)(c), AND (d) AND AMENDMENTS THERETO FILED PURSUANT TO RULE 13d-2(b) (AMENDMENT NO. 1)(1)

			, ,		
		Wireless	Facilities, I	nc.	
		(Name	of Issuer)		
	C	ommon Stock, Par	Value \$0.001	per share	
		(Title of Cl	ass of Securi	ties)	
		33	385515		
		(CUS	IP Number)		
		Decem	ber 31, 2001		
(Dat	e of	Event which Req	uires Filing	of this Statement)	
Check the a		•	signate the r	rule pursuant to which	
_ Rule 13d-1 (k _ Rule 13d-1 (c X Rule 13d-1 (c	2)				
person's initial	fili for a	ng on this form ny subsequent am	with respect endment conta	ed out for a reporting to the subject class of ining information which	
to be "filed" for 1934 ("Act") or obut shall be subj.	the other ect	purpose of Sect wise subject to to all other pro	ion 18 of the the liabiliti visions of th	cover page shall not be Securities Exchange Act es of that section of the Act (however, see the	ct of the Act e
Cusip No. 3338551	.5		13G 	Page 2 of 21	pages
1 NAME OF REPOR		PERSON ENTIFICATION NO.	OF ABOVE PER	SON	
Oak Investmer 06-1522124	nt Pa	rtners VIII, Lim	ited Partners	hip	
2 CHECK THE APP		IATE BOX IF A ME.		UP*	(a) _ (b) X
3 SEC USE ONLY					
4 CITIZENSHIP C	R PL	ACE OF ORGANIZAT	ION		
Delaware					
	5	SOLE VOTING PO			
		0 Shares of Co			
NUMBER OF	 6	SHARED VOTING			
SHARES BENEFICIALLY		Not applicable			
OWNED BY					

7 SOLE DISPOSITIVE POWER

O Shares of Common Stock

EACH REPORTING

PERSON

SHARED DISPOSITIVE POWER Not applicable ______ _____ AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON O Shares of Common Stock 10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* 1_1 11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 0.0% 12 TYPE OF REPORTING PERSON* PN SEE INSTRUCTIONS BEFORE FILLING OUT! Cusip No. 33385515 13G Page 3 of 21 pages NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Oak Associates VIII, LLC 06-1523705 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) | | (b) |X| _____ SEC USE ONLY CITIZENSHIP OR PLACE OF ORGANIZATION Delaware SOLE VOTING POWER Not applicable _____ NUMBER OF 6 SHARED VOTING POWER SHARES BENEFICIALLY O Shares of Common Stock OWNED BY EACH SOLE DISPOSITIVE POWER REPORTING PERSON Not applicable WITH _____ SHARED DISPOSITIVE POWER O Shares of Common Stock AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON O Shares of Common Stock 10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* 11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 0.0% 12 TYPE OF REPORTING PERSON* OO-LLC

WITH

SEE INSTRUCTIONS BEFORE FILLING OUT!

1	NAME OF REPO S.S. OR I.R.		G PERSON DENTIFICATION NO. OF ABOVE PERSON			
	Oak VIII Aff 06-1528836	ilia	tes Fund, Limited Partnership			
 2	CHECK THE AP	PROPI	RIATE BOX IF A MEMBER OF A GROUP*			_ X
 3						
 4	CITIZENSHIP	OR P	LACE OF ORGANIZATION			
	Delaware					
		5	SOLE VOTING POWER			
			0 Shares of Common Stock			
N	NUMBER OF		SHARED VOTING POWER			
BE	SHARES ENEFICIALLY		Not applicable			
_	OWNED BY EACH	7				
F	REPORTING PERSON		0 Shares of Common Stock			
	WITH	8	SHARED DISPOSITIVE POWER			
			Not applicable			
 9	AGGREGATE AM	OUNT	BENEFICIALLY OWNED BY EACH REPORTING	PERSON		
	0 Shares of	Commo	on Stock			
10	CHECK BOX IF	THE	AGGREGATE AMOUNT IN ROW (9) EXCLUDES (CERTAIN SHARES		 _
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	0.0%					
 12	TYPE OF REPO	RTIN	G PERSON*			
	PN					
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Cus	sip No. 333855		13G	Page 5 of 21	page	es
1	NAME OF REPO S.S. OR I.R.		G PERSON DENTIFICATION NO. OF ABOVE PERSON			
	Oak VIII Aff 06-1531129	ilia				
2			RIATE BOX IF A MEMBER OF A GROUP*		(b)	<u>_</u>
3	SEC USE ONLY					
 4			LACE OF ORGANIZATION			
		 5	SOLE VOTING POWER			
			Not applicable			
N	NUMBER OF	 6	SHARED VOTING POWER			
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PERSON WITH		Not applicable	
***************************************	8	SHARED DISPOSITIVE POWER	
		0 Shares of Common Stock	
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0 Shares of	Commo	n Stock	
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OO-LLC			
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ip No. 33385	515		e 6 of 21 pages
NAME OF REP	ORTING	PERSON	
S.S. OR I.R	.S. ID	ENTIFICATION NO. OF ABOVE PERSON	
Oak Managem 06-0990851	ent Co	rporation	
CHECK THE A	PPROPR	IATE BOX IF A MEMBER OF A GROUP*	
CHECK THE A		IATE BOX IF A MEMBER OF A GROUP*	(a) _ (b) X
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SEE INSTRUCTIONS BEFORE FILLING OUT!

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1 NAME OF REPO S.S. OR I.R.		: ATION NO. OF ABOVE PERSON		
Bandel L. Ca	rano			
2 CHECK THE AP	PROPRIATE BC	X IF A MEMBER OF A GROUP*		(a) _ (b) X
3 SEC USE ONLY	:			
4 CITIZENSHIP	OR PLACE OF	ORGANIZATION		
United State	:s			
	5 SOLE	VOTING POWER		
	Not a	pplicable		
NUMBER OF				
SHARES BENEFICIALLY	0 Sha	res of Common Stock		
OWNED BY EACH	7 SOLE	DISPOSITIVE POWER		
REPORTING PERSON	Not a	pplicable		
WITH				
	0 Sha	res of Common Stock		
 9 AGGREGATE AM	OUNT BENEFIC	TIALLY OWNED BY EACH REPOR	TING PERSON	
			TING TERROON	
U Snares of 	Common Stock	: 		
10 CHECK BOX IF	THE AGGREGA	TE AMOUNT IN ROW (9) EXCL	UDES CERTAIN SHARES	; *
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11 PERCENT OF C	LASS REPRESE	ENTED BY AMOUNT IN ROW (9)		
0.0%				
 12 TYPE OF REPO	RTING PERSON	*		
IN				
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Cusip No. 333855		13G 	Page 8 of 21	pages
1 NAME OF REPO S.S. OR I.R.		TATION NO. OF ABOVE PERSON		
Gerald R. Ga	llagher			
2 CHECK THE AP	PROPRIATE BO	X IF A MEMBER OF A GROUP*		(a) _
3 SEC USE ONLY	•			(b) X
4 CITIZENSHIP				
United State	OR PLACE OF			
United State	OR PLACE OF			
United State	OR PLACE OF	ORGANIZATION VOTING POWER		
	OR PLACE OF S S Not a	ORGANIZATION VOTING POWER pplicable		

SHARES

BENEFICIALLY	0 Shares of Common Stock	
OWNED BY EACH	7 SOLE DISPOSITIVE POWER	
REPORTING PERSON	Not applicable	
WITH	8 SHARED DISPOSITIVE POWER	
	0 Shares of Common Stock	
9 AGGREGATE AM	MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
0 Shares of	Common Stock	
10 CHECK BOX IF	F THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARE	\S*
		1_1
11 PERCENT OF C	CLASS REPRESENTED BY AMOUNT IN ROW (9)	
0.0%		
12 TYPE OF REPO	PRTING PERSON*	
IN		
	SEE INSTRUCTIONS BEFORE FILLING OUT!	
Cusip No. 333855	515 13G Page 9 of 2	1 pages
	ORTING PERSON S. IDENTIFICATION NO. OF ABOVE PERSON	
Edward F. Gl	.assmeyer 	
2 CHECK THE AP	PPROPRIATE BOX IF A MEMBER OF A GROUP*	(a)
		(b) X
3 SEC USE ONLY	7	
	OR PLACE OF ORGANIZATION	
United State	25	
	5 SOLE VOTING POWER	
	Not applicable	
NUMBER OF SHARES	6 SHARED VOTING POWER	
BENEFICIALLY	0 Shares of Common Stock	
OWNED BY EACH	7 SOLE DISPOSITIVE POWER	
REPORTING PERSON	Not applicable	
WITH	8 SHARED DISPOSITIVE POWER	
	0 Shares of Common Stock	
9 AGGREGATE AM	MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
0 Shares of	Common Stock	
10 CHECK BOX IF	F THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARE	S*
		1_1
11 PERCENT OF C	CLASS REPRESENTED BY AMOUNT IN ROW (9)	
0.0%		
	DRTING PERSON*	
	VITING EDVOON	
IN		

Cusip No. 333855	515	13G	Page 10 of 21 pages
1 NAME OF REPO		PERSON ENTIFICATION NO. OF ABOVE PERSON	
Fredric W. F	Harman		
		IATE BOX IF A MEMBER OF A GROUP*	(a) _ (b) X
3 SEC USE ONLY			
4 CITIZENSHIP	OR PL	ACE OF ORGANIZATION	
United State	es		
	5	SOLE VOTING POWER	
		Not applicable	
NUMBER OF	6	SHARED VOTING POWER	
SHARES BENEFICIALLY		0 Shares of Common Stock	
OWNED BY EACH	7	SOLE DISPOSITIVE POWER	
REPORTING PERSON		Not applicable	
WITH	8	SHARED DISPOSITIVE POWER	
		0 Shares of Common Stock	
9 AGGREGATE AN	 ת∩ווות ו	BENEFICIALLY OWNED BY EACH REPORTING	DERSON
			I HIOON
0 Shares of	Commoi	n Stock 	
10 CHECK BOX II	THE A	AGGREGATE AMOUNT IN ROW (9) EXCLUDES	CERTAIN SHARES*
			_
11 PERCENT OF C	CLASS 1	REPRESENTED BY AMOUNT IN ROW (9)	
0.0%			
12 TYPE OF REPO	ORTING	PERSON*	
IN			
	 S1	EE INSTRUCTIONS BEFORE FILLING OUT!	
Cusip No. 333855	515	13G	Page 11 of 21 pages
1 NAME OF REPO		PERSON ENTIFICATION NO. OF ABOVE PERSON	
Ann H. Lamor	nt 		
2 CHECK THE AR	PPROPR	IATE BOX IF A MEMBER OF A GROUP*	(a) _ (b) X
3 SEC USE ONLY			
4 CITIZENSHIP	OR PL	ACE OF ORGANIZATION	
United State	es		
	5	SOLE VOTING POWER	
		Not applicable	
NUMBER OF	6	SHARED VOTING POWER	

SHARES BENEFICIALLY O Shares of Common Stock OWNED BY ------7 SOLE DISPOSITIVE POWER EACH REPORTING PERSON Not applicable WITH -----SHARED DISPOSITIVE POWER O Shares of Common Stock AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 0 Shares of Common Stock ______ 10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* 11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 0.0% 12 TYPE OF REPORTING PERSON* ΤN SEE INSTRUCTIONS BEFORE FILLING OUT! Cusip No. 33385515 13G Page 12 of 21 pages Schedule 13G Amendment No. 1 * Common Stock Par Value \$0.001 CUSIP No. 33385515 ITEM 1(a) NAME OF ISSUER: Wireless Facilities, Inc. ITEM 1(b) ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES: 9805 Scranton Road, Suite 100 San Diego, California 92121 ITEM 2(a) NAME OF PERSON FILING: Oak Investment Partners VIII, Limited Partnership Oak Associates VIII, LLC Oak VIII Affiliates Fund, Limited Partnership Oak VIII Affiliates, LLC Oak Management Corporation Bandel L. Carano Gerald R. Gallagher Edward F. Glassmeyer Fredric W. Harman Ann H. Lamont ITEM 2(b) ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE: c/o Oak Management Corporation One Gorham Island Westport, Connecticut 06880 ITEM 2(c) CITIZENSHIP: Please refer to Item 4 on each cover sheet for each filing person. ITEM 2(d) TITLE OF CLASS OF SECURITIES: Common stock, par value \$0.001 per share ITEM 2(e) CUSIP NUMBER: 33385515 ITEM 3 Not applicable ITEM 4 OWNERSHIP.

The Reporting Persons no longer hold any common stock or options to

acquire common stock in the Issuer based on shares held in the names of Oak Investment Partners VIII, Limited Partnership and Oak VIII Affiliates Fund, Limited Partnership. Oak Management Corporation, Bandel L. Carano, Edward F. Glassmeyer, Fredric W. Harman and Ann H. Lamont shall continue to report with respect to beneficial ownership of the common stock of the Issuer on filings made together with Oak Investment

Cusip No. 33385515

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Partners X, Limited Partnership, Oak Associates X, LLC, Oak X Affiliates Fund, Limited Partnership, Oak X Affiliates, LLC and David B. Walrod.

Please see Items 5, 6, 7, 8, 9 and 11 for each cover sheet for each filing entity.

ITEM 5 OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following: [X]

ITEM 6 OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON.

Not applicable

ITEM 7 IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY.

Not applicable

ITEM 8 IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP.

Not applicable

ITEM 9 NOTICE OF DISSOLUTION OF GROUP.

Not applicable

ITEM 10 CERTIFICATIONS.

Not applicable

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After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

SIGNATURE:

Dated: February 14, 2002

Entities:

Oak Investment Partners VIII, Limited Partnership

Oak Associates VIII, LLC

Oak VIII Affiliates Fund, Limited Partnership

Oak VIII Affiliates, LLC

Oak Management Corporation

By: /s/ Edward F. Glassmeyer

Edward F. Glassmeyer, as General Partner or Managing Member or as Attorney-in-fact for the above-listed entities

Individuals:

Ann H. Lamont

Bandel L. Carano Gerald R. Gallagher Edward F. Glassmeyer Fredric W. Harman By: /s/ Edward F. Glassmeyer

Edward F. Glassmeyer,

Individually and as

Edward F. Glassmeyer,
Individually and as
Attorney-in-fact for the
above-listed individuals

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INDEX TO EXHIBITS

		Page
EXHIBIT A	Agreement of Reporting Persons	16
EXHIBIT B	Power of Attorney	17

AGREEMENT OF REPORTING PERSONS

Each of the undersigned hereby agrees that Amendment No. 1 to Schedule 13G filed on the date hereof with respect to the shares of Common Stock of Wireless Facilities, Inc. has been filed on behalf of the undersigned.

SIGNATURE:

Dated: February 14, 2002

Entities:

Oak Investment Partners VIII, Limited Partnership

Oak Associates VIII, LLC

Oak VIII Affiliates Fund, Limited Partnership

Oak VIII Affiliates, LLC

Oak Management Corporation

By: /s/ Edward F. Glassmeyer

Edward F. Glassmeyer, as

General Partner or Managing Member or as Attorney-in-fact for the above-listed entities

Individuals:

Bandel L. Carano Gerald R. Gallagher Edward F. Glassmeyer Fredric W. Harman Ann H. Lamont

> By: /s/ Edward F. Glassmeyer

> > Edward F. Glassmeyer, Individually and as Attorney-in-fact for the above-listed individuals

POWER OF ATTORNEY

The undersigned hereby make, constitute and appoint each of EDWARD F. GLASSMEYER and ANN H. LAMONT, acting jointly or individually, with full power of substitution, the true and lawful attorney-in-fact for the undersigned, in the undersigned's name, place and stead and on the undersigned's behalf, to complete, execute and file with the United States Securities and Exchange Commission (the "Commission"), a statement on Schedule 13G with respect to the securities of any or all of the following entities:

AIRSPAN NETWORKS INC., a Washington corporation;
AVENUE A, INC., a Washington corporation;
AVICI SYSTEMS INC., a Delaware corporation;
ESPERION THERAPEUTICS, INC., a Delaware corporation;
INTERNAP NETWORK SERVICES CORPORATION, a Delaware corporation;
MOBIUS MANAGEMENT SYSTEMS, INC., a Delaware corporation;
ODYSSEY HEALTHCARE, INC., a Delaware corporation;
ORAPHARMA, INC., a Delaware Corporation;
PRIMUS KNOWLEDGE SOLUTIONS, INC., a Washington corporation;
THE STREET.COM, INC., a Delaware corporation;
VICINITY CORPORATION, a Delaware corporation; and
WIRELESS FACILITIES, INC., a Delaware corporation;

and any and all amendments thereto pursuant to Section 13(d) of the Securities Exchange Act of 1934, as amended, and the rules and regulations promulgated thereunder, and any other forms, certificates, documents or instruments (including a Joint Filing Agreement) that the attorneys-in-fact (or either of them) deems necessary or appropriate in order to enable the undersigned to comply with the requirements of said Section 13(d) and said rules and regulations.

This Power of Attorney shall remain in effect for a period of two years from the date hereof or until such earlier date as a written revocation thereof is filed with the Commission.

Dated: February 14, 2002

Cusip No. 33385515

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Oak Management Corporation

By: /s/ Edward F. Glassmeyer

Name: Edward F. Glassmeyer

Title: President

Oak Investment Partners VI, Limited Partnership By: Oak Associates VI, LLC, its general partner

By: /s/ Edward F. Glassmeyer

Name: Edward F. Glassmeyer Title: Managing Member

Oak Associates VI, LLC

By: /s/ Edward F. Glassmeyer

Name: Edward F. Glassmeyer Title: Managing Member

Oak VI Affiliates Fund, Limited Partnership By: Oak VI Affiliates, LLC

By: /s/ Edward F. Glassmeyer

Name: Edward F. Glassmeyer Title: Managing Member By: /s/ Edward F. Glassmeyer

Name: Edward F. Glassmeyer
Title: Managing Member

Cusip No. 33385515

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Oak Investment Partners VII, Limited Partnership By: Oak Associates VII, LLC, its general partner

By: /s/ Edward F. Glassmeyer

Name: Edward F. Glassmeyer

Title: Managing Member

Oak Associates VII, LLC

By: /s/ Edward F. Glassmeyer

Name: Edward F. Glassmeyer
Title: Managing Member

Oak VII Affiliates Fund, Limited Partnership By: Oak VII Affiliates, LLC

By: /s/ Edward F. Glassmeyer

Name: Edward F. Glassmeyer

Title: Managing Member

Oak VII Affiliates, LLC

By: /s/ Edward F. Glassmeyer

Name: Edward F. Glassmeyer

Title: Managing Member

Oak Investment Partners VIII, Limited Partnership By: Oak Associates VIII, LLC, its general partner

By: /s/ Edward F. Glassmeyer

Name: Edward F. Glassmeyer
Title: Managing Member

Oak Associates VIII, LLC

By: /s/ Edward F. Glassmeyer

Name: Edward F. Glassmeyer

Title: Managing Member

Cusip No. 33385515

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Oak VIII Affiliates Fund, Limited Partnership By: Oak VIII Affiliates, LLC

By: /s/ Edward F. Glassmeyer

Name: Edward F. Glassmeyer

Title: Managing Member

Oak VIII Affiliates, LLC

By: /s/ Edward F. Glassmeyer

Name: Edward F. Glassmeyer

Title: Managing Member

Oak Investment Partners X, Limited Partnership

By: Oak Associates X, LLC, its ge	neral partner	
By: /s/ Edward F. Glassmeyer		
Name: Edward F. Glassmeyer Title: Managing Member		
Oak Associates X, LLC		
By: /s/ Edward F. Glassmeyer		
Name: Edward F. Glassmeyer Title: Managing Member		
Oak X Affiliates Fund, Limited Pa By: Oak X Affiliates, LLC	rtnership	
By: /s/ Edward F. Glassmeyer		
Name: Edward F. Glassmeyer Title: Managing Member		
Oak X Affiliates, LLC		
By: /s/ Edward F. Glassmeyer		
Name: Edward F. Glassmeyer Title: Managing Member		
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Cusip No. 33385515 /s/ Bandel L. Carano		Page 21 of 21 pages
/s/ Bandel L. Carano		Page 21 of 21 pages
/s/ Bandel L. Carano Bandel L. Carano /s/ Gerald R. Gallagher	-	Page 21 of 21 pages
/s/ Bandel L. CaranoBandel L. Carano	-	Page 21 of 21 pages
/s/ Bandel L. Carano Bandel L. Carano /s/ Gerald R. Gallagher Gerald R. Gallagher /s/ Edward F. Glassmeyer	-	Page 21 of 21 pages
/s/ Bandel L. Carano Bandel L. Carano /s/ Gerald R. Gallagher Gerald R. Gallagher	-	Page 21 of 21 pages
/s/ Bandel L. Carano Bandel L. Carano /s/ Gerald R. Gallagher Gerald R. Gallagher /s/ Edward F. Glassmeyer Edward F. Glassmeyer	-	Page 21 of 21 pages
/s/ Bandel L. Carano Bandel L. Carano /s/ Gerald R. Gallagher Gerald R. Gallagher /s/ Edward F. Glassmeyer Edward F. Glassmeyer	-	Page 21 of 21 pages
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