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)

Wireless Facilities, Inc.

(NAME OF ISSUER)

Common Stock Par Value $0.001

(TITLE OF CLASS OF SECURITIES)

33385515

(CUSIP NUMBER)

(DATE OF EVENT WHICH REQUIRES FILING OF THIS STATEMENT)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

/ / Rule 13d-1(b)

/ / Rule 13d-1(c)

/x/ Rule 13d-1(d)

(1) The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 33385515 13G Page 2 of 23 pages

(1) Names of Reporting Persons.
I.R.S. Identification Nos. of above persons (entities only).

Oak Investment Partners VIII, Limited Partnership
06-1522124

(2) Check the Appropriate Box if a Member of a Group*
(a) / /
(b) /x/

(3) SEC Use Only

(4) Citizenship or Place of Organization

Delaware

Number of Shares (5) Sole Voting Power
Beneficially Owned by Each Reporting Person With:

<table>
<thead>
<tr>
<th>Description</th>
<th>Shares of Common Stock</th>
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<tbody>
<tr>
<td>(6) Shared Voting Power</td>
<td>Not applicable</td>
</tr>
<tr>
<td>(7) Sole Dispositive Power</td>
<td>6,366,557 Shares</td>
</tr>
<tr>
<td>(8) Shared Dispositive Power</td>
<td>Not applicable</td>
</tr>
</tbody>
</table>

(9) Aggregate Amount Beneficially Owned by Each Reporting Person

6,366,557 Shares of Common Stock

(10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares

/ /

(11) Percent of Class Represented by Amount in Row 9

16.06%

(12) Type of Reporting Person

PN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

Cusip No. 33385515

(1) Names of Reporting Persons.
I.R.S. Identification Nos. of above persons (entities only).

Oak Investment Partners VIII, Limited Partnership
06-1523705

(2) Check the Appropriate Box if a Member of a Group

(a) / /
(b) /x/

(3) SEC Use Only

(4) Citizenship or Place of Organization

Delaware

Number of Shares Beneficially Owned by Each Reporting Person With:

<table>
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<tr>
<th>Description</th>
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<tbody>
<tr>
<td>(5) Sole Voting Power</td>
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<td>6,366,557 Shares</td>
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(9) Aggregate Amount Beneficially Owned by Each Reporting Person

6,366,557 Shares of Common Stock

(10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares

/ /

(11) Percent of Class Represented by Amount in Row 9

16.06%

(12) Type of Reporting Person

OO-LLC
(1) Names of Reporting Persons.
   I.R.S. Identification Nos. of above persons (entities only).
   Oak Investment Partners VIII, Limited Partnership
   06-1528836

(2) Check the Appropriate Box if a Member of a Group*
   (a) / / 
   (b) /x/ 

(3) SEC Use Only

(4) Citizenship or Place of Organization
   Delaware

(5) Sole Voting Power
   Beneficially Owned by Each Reporting Person with: 
   123,307 Shares of Common Stock

(6) Shared Voting Power
   Not applicable

(7) Sole Dispositive Power
   123,307 Shares of Common Stock

(8) Shared Dispositive Power
   Not applicable

(9) Aggregate Amount Beneficially Owned by Each Reporting Person
   123,307 Shares of Common Stock

(10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares * / / 

(11) Percent of Class Represented by Amount in Row 9
   0.31%

(12) Type of Reporting Person*
   PN

*SEE INSTRUCTIONS BEFORE FILLING OUT!
(4) Citizenship or Place of Organization

Delaware

(5) Sole Voting Power

Not applicable

(6) Shared Voting Power

123,307 Shares of Common Stock

(7) Sole Dispositive Power

Not applicable

(8) Shared Dispositive Power

123,307 Shares of Common Stock

(9) Aggregate Amount Beneficially Owned by Each Reporting Person

123,307 Shares of Common Stock

(10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares* / /

(11) Percent of Class Represented by Amount in Row 9

0.31%

(12) Type of Reporting Person*

OO-LLC

*SEE INSTRUCTIONS BEFORE FILLING OUT!
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<td>10</td>
<td>Check if the Aggregate Amount in Row (9) Excludes Certain Shares*</td>
<td>/ /</td>
</tr>
<tr>
<td>11</td>
<td>Percent of Class Represented by Amount in Row 9</td>
<td>16.37%</td>
</tr>
<tr>
<td>12</td>
<td>Type of Reporting Person*</td>
<td>CO</td>
</tr>
</tbody>
</table>

*SEE INSTRUCTIONS BEFORE FILLING OUT!
(2) Check the Appropriate Box if a Member of a Group*
   (a) / /  
   (b) /x/ 

(3) SEC Use Only

(4) Citizenship or Place of Organization

United States

Number of Shares Beneficially Owned by Each Reporting Person With:

(5) Sole Voting Power
   Not applicable

(6) Shared Voting Power
   6,489,864 Shares of Common Stock

(7) Sole Dispositive Power
   Not applicable

(8) Shared Dispositive Power
   6,489,864 Shares of Common Stock

(9) Aggregate Amount Beneficially Owned by Each Reporting Person
   6,489,864 Shares of Common Stock

(10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares* / / 

(11) Percent of Class Represented by Amount in Row 9
   16.37%

(12) Type of Reporting Person*

IN

*SEE INSTRUCTIONS BEFORE FILLING OUT!
(9) Aggregate Amount Beneficially Owned by Each Reporting Person

6,489,864 Shares of Common Stock

(10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares* / /

(11) Percent of Class Represented by Amount in Row 9

16.37%

(12) Type of Reporting Person*

IN

*SEE INSTRUCTIONS BEFORE FILLING OUT!
(1) Names of Reporting Persons.
   I.R.S. Identification Nos. of above persons (entities only).

   Ann H. Lamont

(2) Check the Appropriate Box if a Member
   of a Group*
   (a) / /  
   (b) /\  

(3) SEC Use Only

(4) Citizenship or Place of Organization

   United States

   Number of Shares  (5) Sole Voting Power
   Beneficially Owned by 
   Each Reporting Person With:  Not applicable

   (6) Shared Voting Power
       6,489,864 Shares of Common Stock

   (7) Sole Dispositive Power
       Not applicable

   (8) Shared Dispositive Power
       6,489,864 Shares of Common Stock

(9) Aggregate Amount Beneficially Owned by Each Reporting Person

   6,489,864 Shares of Common Stock

(10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares* / /  

(11) Percent of Class Represented by Amount in Row 9

   16.37%

(12) Type of Reporting Person*

   IN  

*SEE INSTRUCTIONS BEFORE FILLING OUT!
(7) Sole Dispositive Power
Not applicable

(8) Shared Dispositive Power
6,489,864 Shares of Common Stock

(9) Aggregate Amount Beneficially Owned by Each Reporting Person
6,489,864 Shares of Common Stock

(10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares*
/

(11) Percent of Class Represented by Amount in Row 9
16.37%

(12) Type of Reporting Person*
IN

*SEE INSTRUCTIONS BEFORE FILLING OUT!
ITEM 3  Not Applicable.

ITEM 4  OWNERSHIP.

The approximate percentages of shares of Common Stock reported as beneficially owned by the Reporting Entities is based upon 39,642,510 shares outstanding as of November 30, 1999, as reported in the Issuer's Quarterly Report on Form 10-Q for the fiscal quarter ended September 30, 1999, plus shares issuable upon conversion or exercise of options to acquire common stock as described in the following two sentences. Amounts shown as beneficially owned include currently exercisable options to purchase 19,620 shares of common stock and 380 shares of common stock which may be deemed to be held by Ann H. Lamont on behalf of Oak Investment Partners VIII, Limited Partnership and Oak VIII Affiliates Fund, Limited Partnership, respectively.

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: [ ]

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

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, 2000

Entities:
Oak Investment Partners VIII, Limited Partnership
Oak Associates VIII, LLC
Oak VIII Affiliates Fund, Limited Partnership
Oak VIII Affiliates, LLC
Oak Management Corporation
INDEX TO EXHIBITS

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<tr>
<td>EXHIBIT B</td>
<td>Power of Attorney</td>
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</tr>
</tbody>
</table>
EXHIBIT A

Each of the undersigned hereby agrees that the 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, 2000

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
Eileen M. More

By: /s/ EDWARD F. GLASSMEYER
---------------------------
Edward F. Glassmeyer,
Individually and as
Attorney-in-fact for the
above-listed individuals
EXHIBIT B

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:

BMJ MEDICAL MANAGEMENT, INC., a Delaware;
PULSEPOINT COMMUNICATIONS, a California corporation;
DSL.NET, INC., a Delaware corporation;
GARDEN.COM, INC., a Delaware;
INKTOMI CORPORATION, a Delaware corporation;
INTERNAP NETWORK SERVICES CORPORATION, a Washington corporation;
MEDIA METRIX, INC., a Delaware corporation;
MOBIUS MANAGEMENT SYSTEMS, INC., a Delaware corporation;
P.F. CHANG'S CHINA BISTRO, INC., a Delaware;
PIVOTAL CORPORATION, a British Columbia corporation;
PRIMUS KNOWLEDGE SOLUTIONS, INC., a Washington corporation;
QUINTUS CORPORATION, a Delaware corporation;
THESTREET.COM, INC., a Delaware corporation;
VIRATA CORPORATION, a Delaware corporation;
VIROPHARMA INCORPORATED, a Delaware corporation;
WIRELESS FACILITIES, INC., a Delaware corporation; and
ZANY BRAINY, INC., a Pennsylvania 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, 2000

Oak Management Corporation

By: /s/ Edward F. Glassmeyer

Name: Edward F. Glassmeyer
Title: President

Oak Investment Partners III, A Limited Partnership

By: Oak Associates III, Limited Partnership, its general partner

By: /s/ Edward F. Glassmeyer

Name: Edward F. Glassmeyer
Title: Managing Member

Oak Associates III, Limited Partnership
By: /s/ Edward F. Glassmeyer
Name: Edward F. Glassmeyer
Title: Managing Member

Oak Investment Partners IV, Limited Partnership
By: Oak Associates IV, LLC, its general partner
By: /s/ Edward F. Glassmeyer
Name: Edward F. Glassmeyer
Title: Managing Member

Oak Associates IV, LLC

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

Oak IV Affiliates Fund, Limited Partnership
By: Oak IV Affiliates, its general partner
By: /s/ Edward F. Glassmeyer
Name: Edward F. Glassmeyer
Title: Managing Member

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

Oak Investment Partners V, Limited Partnership
By: Oak Associates V, LLC, its general partner
By: /s/ Edward F. Glassmeyer
Name: Edward F. Glassmeyer
Title: Managing Member

Oak Associates V, LLC
By: /s/ Edward F. Glassmeyer
Name: Edward F. Glassmeyer
Title: Managing Member

Oak V Affiliates Fund, Limited Partnership
By: Oak V Affiliates, its general partner
By: /s/ Edward F. Glassmeyer
Name: Edward F. Glassmeyer
Title: Managing Member

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

Oak Investment Partners VI, Limited Partnership
By: /s/ Edward F. Glassmeyer
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

Oak VI Affiliates, LLC
By: /s/ Edward F. Glassmeyer

Name: Edward F. Glassmeyer
Title: Managing Member

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, its general partner
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
Oak VII Affiliates Fund, Limited Partnership
By: Oak VII Affiliates, LLC, its general partner
By: /s/ Edward F. Glassmeyer

Name: Edward F. Glassmeyer
Title: Managing Member
Oak VII Affiliates, LLC
By: /s/ Edward F. Glassmeyer

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/s/ BANDEL L. CARANO
-------------------------------
Bandel L. Carano

/s/ GERALD R. GALLAGHER
-------------------------------
Gerald R. Gallagher

/s/ EDWARD F. GLASSMEYER
-------------------------------
Edward F. Glassmeyer

/s/ FREDRIC W. HARMAN
-------------------------------
Fredric W. Harman

/s/ ANN H. LAMONT
-------------------------------
Ann H. Lamont

/s/ EILEEN M. MORE
-------------------------------
Eileen M. More