

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 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)
 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

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

Oak Investment Partners X, Limited Partnership
06-1601019

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

3. SEC Use Only

4. Citizenship or Place of Organization

Delaware

NUMBER OF 5. SOLE VOTING POWER

WITH

6,263,200 Shares of Common Stock

9. Aggregate Amount Beneficially Owned by Each Reporting Person

6,263,200 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

12.17%

12. Type of Reporting Person *

00-LLC

* SEE INSTRUCTIONS BEFORE FILLING OUT!

Cusip No. 33385515

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

Oak X Affiliates Fund, Limited Partnership
06-122220

2. Check the Appropriate Box if a Member of a Group *

(a)
(b)

3. SEC Use Only

4. Citizenship or Place of Organization

Delaware

NUMBER OF 5. SOLE VOTING POWER

SHARES

100,500 Shares of Common Stock

BENEFICIALLY 6. SHARED VOTING POWER

OWNED BY

Not applicable

EACH 7. SOLE DISPOSITIVE POWER

REPORTING

100,500 Shares of Common Stock

PERSON 8. SHARED DISPOSITIVE POWER

WITH

Not applicable

9. Aggregate Amount Beneficially Owned by Each Reporting Person

100,500 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

0.22%

12. Type of Reporting Person *

PN

* SEE INSTRUCTIONS BEFORE FILLING OUT!

Cusip No. 33385515

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

Oak X Affiliates, LLC
06-1630662

2. Check the Appropriate Box if a Member of a Group *

(a)
(b)

3. SEC Use Only

4. Citizenship or Place of Organization

Delaware

NUMBER OF 5. SOLE VOTING POWER

SHARES

Not applicable

BENEFICIALLY 6. SHARED VOTING POWER

OWNED BY

100,500 Shares of Common Stock

EACH

7. SOLE DISPOSITIVE POWER

REPORTING

Not applicable

PERSON

8. SHARED DISPOSITIVE POWER

WITH

100,500 Shares of Common Stock

9. Aggregate Amount Beneficially Owned by Each Reporting Person

100,500 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

0.22%

12. Type of Reporting Person *

00-LLC

* SEE INSTRUCTIONS BEFORE FILLING OUT!

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

Oak Management Corporation
06-0990851

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	5. SOLE VOTING POWER
SHARES	Not applicable
BENEFICIALLY	6. SHARED VOTING POWER
OWNED BY	6,363,700 Shares of Common Stock
EACH	7. SOLE DISPOSITIVE POWER
REPORTING	Not applicable
PERSON	8. SHARED DISPOSITIVE POWER
WITH	6,363,700 Shares of Common Stock

9. Aggregate Amount Beneficially Owned by Each Reporting Person

6,363,700 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

12.34%

12. Type of Reporting Person *

C0

* SEE INSTRUCTIONS BEFORE FILLING OUT!

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

Bandel L. Carano

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 5. SOLE VOTING POWER
SHARES
5,582 Shares of Common Stock

BENEFICIALLY 6. SHARED VOTING POWER
OWNED BY
6,363,700 Shares of Common Stock

EACH 7. SOLE DISPOSITIVE POWER
REPORTING
5,582 Shares of Common Stock

PERSON 8. SHARED DISPOSITIVE POWER
WITH
6,363,700 Shares of Common Stock

9. Aggregate Amount Beneficially Owned by Each Reporting Person
6,369,282 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
12.35%

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.)
Edward F. Glassmeyer

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 5. SOLE VOTING POWER
SHARES
Not applicable

BENEFICIALLY 6. SHARED VOTING POWER
OWNED BY
6,363,700 Shares of Common Stock

EACH 7. SOLE DISPOSITIVE POWER
REPORTING
Not applicable

PERSON 8. SHARED DISPOSITIVE POWER
WITH
6,363,700 Shares of Common Stock

9. Aggregate Amount Beneficially Owned by Each Reporting Person
6,363,700 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
12.34%

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.)
Fredric W. Harman

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 5. SOLE VOTING POWER
SHARES
Not applicable

BENEFICIALLY 6. SHARED VOTING POWER
OWNED BY
6,363,700 Shares of Common Stock

EACH 7. SOLE DISPOSITIVE POWER
REPORTING
Not applicable

PERSON 8. SHARED DISPOSITIVE POWER
WITH
6,363,700 Shares of Common Stock

9. Aggregate Amount Beneficially Owned by Each Reporting Person
6,363,700 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

12.34%

12. Type of Reporting Person *

IN

* SEE INSTRUCTIONS BEFORE FILLING OUT!

Cusip No. 33385515

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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 5. SOLE VOTING POWER

SHARES

Not applicable

BENEFICIALLY 6. SHARED VOTING POWER

OWNED BY

6,363,700 Shares of Common Stock

EACH 7. SOLE DISPOSITIVE POWER

REPORTING

Not applicable

PERSON 8. SHARED DISPOSITIVE POWER

WITH

6,363,700 Shares of Common Stock

9. Aggregate Amount Beneficially Owned by Each Reporting Person

6,363,700 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

12.34%

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.)

David B. Walrod

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 5. SOLE VOTING POWER

SHARES

Not applicable

BENEFICIALLY 6. SHARED VOTING POWER

OWNED BY

6,363,700 Shares of Common Stock

EACH

7. SOLE DISPOSITIVE POWER

REPORTING

Not applicable

PERSON

8. SHARED DISPOSITIVE POWER

WITH

6,363,700 Shares of Common Stock

9. Aggregate Amount Beneficially Owned by Each
 Reporting Person

6,363,700 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

12.34%

12. Type of Reporting Person *

IN

* SEE INSTRUCTIONS BEFORE FILLING OUT!

Schedule 13G
 Amendment No. ___*
 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 X, Limited Partnership
Oak Associates X, LLC
Oak X Affiliates Fund, Limited Partnership
Oak X Affiliates, LLC
Oak Management Corporation
Bandel L. Carano
Edward F. Glassmeyer
Fredric W. Harman
Ann H. Lamont
David B. Walrod

ITEM 2(b) ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE,
RESIDENCE:

c/o Oak Management Corporation
One Gorham Island
Westport, CT 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

ITEM 2(e) CUSIP NUMBER: 33385515

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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 45,198,077 shares outstanding as of August 2, 2001, as reported in the Issuer's Quarterly Report on Form 10-Q for the fiscal quarter ended June 30, 2001, plus shares issuable upon conversion or exercise of options to acquire common stock as described in the following paragraph.

On October 10, 2001, Oak Investment Partners X, Limited Partnership ("Oak Investment X"), and Oak X Affiliates Fund, Limited Partnership ("Oak Affiliates X"), entered into a Preferred Stock Purchase Agreement with the Issuer, pursuant to which Oak Investment X purchased 62,632 shares of Series A Preferred Stock, par value \$0.001 per share, of the Issuer ("Series A Preferred Stock") for a purchase price of \$34,447,600, and Oak Affiliates X purchased 1,005 shares of Series A Preferred Stock for a purchase price of \$552,750. Each share of Series A Preferred Stock is initially convertible into 100 shares of common stock, subject to adjustment.

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

Not applicable

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: November 9, 2001

Entities:

- Oak Investment Partners X, Limited Partnership
- Oak Associates X, LLC
- Oak X Affiliates Fund, Limited Partnership
- Oak X 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
- Edward F. Glassmeyer
- Fredric W. Harman
- Ann H. Lamont
- David B. Walrod

By: /s/ Edward F. Glassmeyer

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

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EXHIBIT A

AGREEMENT OF REPORTING PERSONS

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: November 9, 2001

Entities:

Oak Investment Partners X, Limited Partnership
Oak Associates X, LLC
Oak X Affiliates Fund, Limited Partnership
Oak X 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
Edward F. Glassmeyer
Fredric W. Harman
Ann H. Lamont
David B. Walrod

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 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: November 9, 2001

Oak Management Corporation

By: /s/ Edward F. Glassmeyer

Name: Edward F. Glassmeyer
Title: President

Oak Investment Partners X, Limited Partnership
By: Oak Associates X, LLC, its general 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 Partnership
By: Oak X Affiliates, LLC

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

/s/ Bandel L. Carano

Bandel L. Carano

/s/ Edward F. Glassmeyer

Edward F. Glassmeyer

/s/ Fredric W. Harman

Fredric W. Harman

/s/ Ann H. Lamont

Ann H. Lamont

/s/ David B. Walrod

David B. Walrod