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September 28, 1999

ARTHUR BLOOSTON
1914 - 1999

LIMITED TO PRACTICE BEFORE
FEDERAL AGENCIES AND COURTS

WRITER'S DIRECT DIAL NO.
(202) 828-5515

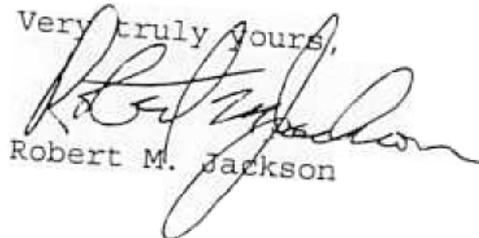
Federal Communications Commission
1270 Fairfield Road
Gettysburg, Pennsylvania 17325-7245

Re: South Dakota 7 - Sully Limited Partnership

Dear FCC Staff:

On behalf of South Dakota 7 - Sully Limited Partnership, we are transmitting herewith its FCC Form 602 ownership disclosure report.

Please refer any inquiries or correspondence in connection with this matter to our offices.

Very truly yours,

Robert M. Jackson

Attachment
cc(w/att): Joy Robertson



RECEIVED
OCT 05 1999

Licensing & Technical
Analysis Branch

Applicant/Licensee Information

1) First Name (if individual):	MI	Last Name:	Suffix:
2) Applicant Name (if entity): South Dakota 7 - Sully Limited Partnership		3) Applicant TIN: [REDACTED]	

Related FCC Regulated Businesses of Applicant/Licensee

4a) Name and address of all FCC Regulated Businesses owned by Applicant/Licensee (use additional sheets, if necessary):	4b) Principal Business:	4c) TIN:	4d) Percent of Interest Held:
South Dakota 7 - Sully Limited Partnership 8350 East Crescent Parkway, #400 Englewood, CO 80111	Cellular service provider in the South Dakota 7 RSA	[REDACTED]	100%

Signature

5) Typed or Printed Name of Party Authorized to Sign

First Name: James	MI: C	Last Name: Everson	Suffix:
Title: Officer, General Partner			
Signature: 			Date: 09/27/99



Failure To Sign This Application May Result In Dismissal Of The Application And Forfeiture Of Any Fees Paid

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).

FCC Ownership Disclosure Information for the
Wireless Telecommunications Services

Schedule for Disc losable Interest Holders

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

1) Disclosable Interest Holders First Name (if individual):		MI:	Last Name:	Suffix:
2) Disclosable Interest Holder's Name (if entity):			3) Disclosable Interest Holder's TIN:	
Missouri Valley Cellular of South Dakota Limited Partnership			[REDACTED]	
4) Disclosable Interest Holder's Address:				
8350 East Crescent Parkway, Suite 400, Englewood, CO 80111				
5) Type of Interest in Applicant (D) (refer to Instructions for list)		6) Disclosable Interest Holder is a(n): (L) (refer to instrudions for list of codes):		7) Percent of Interest Held in Applicant:
				63.629%
6) Disclosable Interest Holder's Type of Ownership (refer to Instructions for list):			9) Disclosable Interest Holder's Country of Citizenship:	
G, L			USA	
10) Relationship Description (if the discloseable interest holder is an indirect owner, list path of ownership from Indirect owner to the applicant):				
Missouri Valley Cellular of South Dakota Limited Partnership has a 51.145% interes as general partner, and a 12.484% interest as limited partner, in South Dakota 7 - Sully Limited Partnership.				

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

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:
Missouri Valley Cellular of South Dakota Limited Partnership	Onwership interest in the SD 7 RSA cellular system	See Above	100%

Schedule for Disclosable Interest Holders

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

1) Disclosable Interest Holders First Name (if individual):	MI:	Last Name:	Suffix:
2) Disclosable Interest Holder's Name (if entity): Missouri Valley Cellular, Inc.		3) Disclosable Interest Holder's TIN: 	
4) Disclosable Interest Holder's Address: 8350 East Crescent Parkway, Suite 400, Englewood, CO 80111			
5) Type of Interest in Applicant (I) (refer to instructions for list)	6) Disclosable Interest Holder is a(n): (C) (refer to instructions for list of codes):	7) Percent of Interest Held in Applicant: 51% of 63.629%	
8) Disclosable Interest Holders Type of Ownership (refer to instructions for list): G		9) Disclosable Interest Holder's Country of Citizenship: USA	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Missouri Valley Cellular, Inc. has a 51% interest as general partner in Missouri Valley Cellular of South Dakota Limited Partnership.			

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

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary)	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:
Missouri Valley Cellular, Inc.	Ownership interest in the SD 7 RSA cellular system	See Above	100%

FCC Ownership Disclosure Information for the
Wireless Telecommunications Services

Schedule for Disclosable Interest Holders

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

1) Disclosable Interest Holders First Name (if individual):	MI:	Last Name:	Suffix:
2) Disclosable Interest Holder's Name (if entity) Cellular, Inc. Network Corporation		3) Disclosable Interest Holder's TIN 	
4) Disclosable Interest Holder's Address: 8350 East Crescent Parkway, Suite 400, Englewood, CO 80111			
5) Type of Interest in Applicant () (refer to Instructions for list) D, I	6) Disclosable Interest Holder is a(n): (C) (refer to instructions for list of codes):		7) Percent of Interest Held in Applicant: 62.822%
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list) C, L		9) Disclosable Interest Holder's Country of Citizenship USA	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Cellular Inc. Network Corporation owns 100% of Missouri Valley Cellular, Inc.; and has a 30.371% interest as limited partner in South Dakota 7 - Sully Limited Partnership.			

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

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:
Cellular Inc. Network Corporation	Cellular Service	See Above	100%

FCC Ownership Disclosure Information for the
 Wireless Telecommunications Services

Schedule for Disclosable Interest Holders

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

1) Disclosable Interest Holders First Name (if individual)	MI:	Last Name	suffix
2) Disclosable Interest Holder's Name (if entity): CommNet Cellular Inc.		3) Disclosable Interest Holder's TIN 	
4) Disclosable Interest Holder's Address: 8350 East Crescent Parkway, Suite 400, Englewood, CO 80111			
5) Type of Interest in Applicant (I) (refer to instructions for list)	6) Disclosable Interest Holder is a(n): (C) (refer to Instructions for list of codes).	7) Percent of Interest Held in Applicant 100%	
6) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): C, G, I		9) Disclosable Interest Holder's Country of Citizenship: USA	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): CommNet Cellular Inc. owns 100% of Cellular Inc. Network Corporation; has a 48% interest as general partner, and a 1% interest as limited partner, in Missouri Valley Cellular of South Dakota Limited Partnership, thus yielding a 100% interest in the licensee.			

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

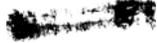
11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business	11c) TIN:	11d) Percent of Interest Held:
CommNet Cellular Inc.	Cellular service through partnership interests		DNA
	and wholly-owned subsidiaries.		

Schedule for Disclosable Interest Holders

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

1) Disclosable Interest Holders First Name (if individual):		MI:	Last Name:	Suffix
2) Disclosable Interest Holder's Name (if entity): BCP CommNet, L.P.			3) Disclosable Interest Holder's TIN: 	
4) Disclosable Interest Holder's Address 345 Park Avenue, New York, NY 10041				
5) Type of Interest in Applicant (I) (refer to instructions for list)		6) Disclosable Interest Holder is a(n): (L) (refer to instructions for list of codes):		7) Percent of Interest Held in Applicant: 86.18%
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): C - voting			9) Disclosable Interest Holder's Country of Citizenship USA	
10) Relationship Description (if the disclosable Interest holder is an indirect owner, list path of ownership from indirect owner to the applicant) BCP CommNet, L.P. owns an 86.18% stock ownership interest in CommNet Cellular Inc.				

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

Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	Principal Business:	IIC) TIN:	IId) Percent of Interest Held:
			

FCC Ownership Disclosure Information for the
Wireless Telecommunications Services

Schedule for Disclosable Interest Holders

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

1) Disclosable Interest Holders First Name (if Individual)	MI:	Last Name:	suffix
2) Disclosable Interest Holder's Name (if entity): Blackstone Management Associates II LLC		3) Disclosable Interest Holder's TIN 	
4) Disclosable Interest Holder's Address 345 Park Avenue, New York, NY 10041			
5) Type of Interest in Applicant (I) I	6) Disclosable Interest Holder is a(n): (M) (refer to instructions for list of codes):		7) percent of Interest Held in Applicant DNA
6) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): c, G, 0 (LLC Membership Interest)		9) Disclosable Interest Holder's Country of Citizenship: USA	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Blackstone Management Associates II LLC is the sole general partner in Blackstone CCI Capital Partners L.P.			

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

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary).	11b) Principal Business	11c) TIN:	11d) Percent of Interest Held