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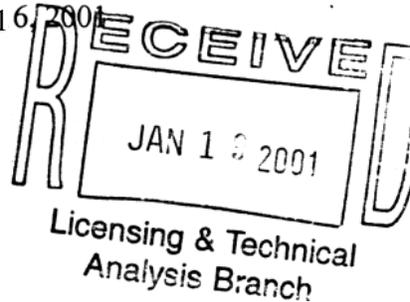
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(202) 828-9476

WRITER'S DIRECT FAX

January 16, 2001



Federal Communications Commission  
1270 Fairfield Road  
Gettysburg, Pennsylvania 17325

Re: **FCC FORM 602 FOR ASSOCIATION WITH FORM 603 APPLICATIONS  
FOR CONSENT TO PRO-FORMA ASSIGNMENT OF LICENSES**

FCC File Nos. 0000304939  
0000304941  
0000304943  
0000304944

Assignee: **RCC Minnesota, Inc.**



Dear Sir or Madam:

Transmitted herewith on behalf of RCC Minnesota, Inc. ("Assignee") is Assignee's FCC Ownership Disclosure Information (FCC Form 602) for association with applications to be filed electronically on FCC Forms 603 for consent to assignment of licenses which are identified in the above-referenced applications.

Should any questions arise relating to this submission, please communicate with this office.

Very truly yours,

A handwritten signature in cursive script that reads "B. Lynn F. Ratnavale".

B. Lynn F. Ratnavale

c: Gladys Nelson (Via FAX)

FCC 602  
Main Form

FCC Ownership Disclosure Information for the  
Wireless Telecommunications Services

Approved by OMB  
3080-0709  
See instructions for  
public burden estimates

Applicant/Licensee Information

1) First Name (if individual):	MI:	Last Name:	Suffix:
2) Applicant Name (if entity) RCC Minnesota, Inc.		3) Applicant TIN:	

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:

Signature

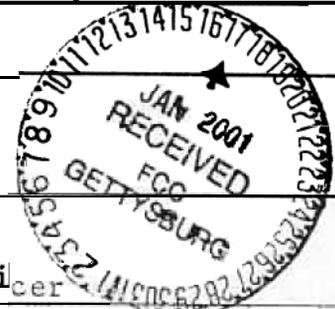
5) Typed or Printed Name of Party Authorized to Sign

First Name: Ann	MI: K	Last Name: Newhall	Suffix:
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Title

Executive Vice President & Chief Operating Officer

Signature: <i>Ann K. Newhall</i>	Date: 1-12-00
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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).

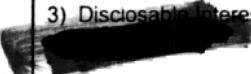
FCC 602  
Schedule A

FCC Ownership Disclosure Information for the  
Wireless Telecommunications Services

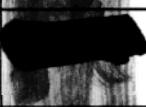
Approved by OMB  
3060 -0799  
See instructions for  
public burden estimate

Schedule for Disclosable Interest Holders

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

1) Disclosable Interest Holder's First Name (if individual):	MI:	Last Name:	Suffix:
2) Disclosable Interest Holder's Name (if entity): <b>Rural Cellular Corporation</b>		3) Disclosable Interest Holder's TIN: 	
4) Disclosable Interest Holder's Address: <b>P.O. Box 2000, 3905 Dakota Street SW, Alexandria, MN 56308</b>			
5) Type of Interest in Applicant ( D ) (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: <b>100</b>
6) Disclosable Interest Holder Type of Ownership (refer to instructions for list): C		9) Disclosable Interest Holder's Country of Citizenship: <b>Minnesota</b>	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): <b>N/A</b>			

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:
RCC Minnesota, Inc. 3905 Dakota St. SW, Box 2000. Alexandria, MN 56308	Telecommunications		100
RCC Paging, Inc. 3905 Dakota St. SW, Box 2000, Alexandria, MN 56308	Telecommunications		100
Wireless Alliance, L.L.C. 3905 Dakota St. SW, Box 2000, Alexandria, MN 56308	Telecommunications		70
RCC Network, Inc. 3905 Dakota St. SW, Box 2000, Alexandria, MN 56308	Telecommunications		100
RCC Atlantic Long Distance, Inc. 1100 Mountain View Dr., Colchester, VT 05446	Telecommunications		100
RCC Atlantic, Inc. 1100 Mountain View Dr., Colchester, VT 05446	Telecommunications		100
RCC Holdings, Inc. 3905 Dakota St. SW, Box 2000, Alexandria, MN 56308	Telecommunications		100
TLA Spectrum, L.L.C. 3905 Dakota St. SW, Box 2000, Alexandria, MN 56308	Telecommunications		100

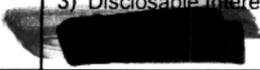
FCC 602  
Schedule A

FCC Ownership Disclosure Information for the  
Wireless Telecommunications Services

Approved by OMB  
3060 -0799  
See instructions for  
public burden estimate

Schedule for Disclosable Interest Holders

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

1) Disclosable Interest Holder's First Name (if individual):	MI:	Last Name:	suffix:
2) Disclosable Interest Holder's Name (if entity): <b>Rural Cellular Corporation</b>		3) Disclosable Interest Holder's TIN: 	
4) Disclosable Interest Holder's Address: <b>P.O. Box 2000, 3905 Dakota Street SW, Alexandria, MN 56308</b>			
5) Type of Interest in Applicant ( <b>D</b> ) (refer to Instructions for list)	6) Disclosable Interest Holder is a(n): ( <b>C</b> ) (refer to instructions for list of codes):	7) Percent of Interest Held in Applicant: <b>100</b>	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): <b>C</b>		9) Disclosable Interest Holder's Country of Citizenship: <b>Minnesota</b>	
10) Relationship Description (if the disclosable interest holder is an <b>indirect</b> owner, <b>list</b> path of ownership from indirect owner to the <b>applicant</b> ): <b>N/A</b>			

**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:
SRCL Holding Company, Inc. Main St., P.O. Box 48, Bar Mills, ME 04004	Telecommunications		100
Communications Design, Inc. Main St., P.O. box 48, Bar Mills, ME 04004	Telecommunications		100
New Hampshire Wireless, L.L.C. 13 Central St., P.O. Box 577, Farmington, NH 03835	Telecommunications		100
Saco River Telegraph & Telephone Company Main St., P.O. Box 48, Bar Mills, ME 04004	Telecommunications		100
Saco River Communications Corporation Main St., P.O. Box 48, Bar Mills, ME 04004	Telecommunications		100

Schedule for Disclosable Interest Holders

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

1) Disclosable Interest Holder's First Name (if individual):	MI:	Last Name:	suffix:
2) Disclosable Interest Holder's Name (if entity): <b>Telephone and Data Systems, Inc.</b>		3) Disclosable Interest Holder's TIN: <b>On File with the FCC</b>	
4) Disclosable Interest Holder's Address: <b>30 North LaSalle Street Suite 4000, Chicago, IL 60602</b>			
5) Type of Interest in Applicant ( I ) (refer to Instructions far list)	6) Disclosable Interest Holder is a(n): ( C ) (refer to instructions for list of codes):	7) Percent of Interest Held in Applicant: <b>See Attached</b>	
6) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): C		9) Disclosable Interest Holder's Country of Citizenship: <b>United States</b>	
10) Relationship Description (if the discloseable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant):			

**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:
<b>On File with FCC</b>			

Schedule for Disclosable Interest Holders

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

1) Disclosable Interest Holder's First Name (if individual):	MI:	Last Name:	suffix:
2) Disclosable Interest Holder's Name (if entity): <b>Arvig Enterprises, Inc.</b>		3) Disclosable Interest Holder's TIN: _____	
4) Disclosable Interest Holder's Address: <b>150 2<sup>nd</sup> Avenue SW, Perham, Minnesota 56573</b>			
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: <b>15.6 % of Class B Common Stock</b>
6) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): C		9) Disclosable Interest Holder's Country of Citizenship: <b>United States</b>	

10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant):  
**Arvig Enterprises, Inc. ("Arvig") owns 100% of East Otter Tail Telephone Company and 100% of Twin Valley Ulen which collectively hold 15.6% of Applicant's Class B Common Stock. Through these subsidiaries Arvig collectively holds 11.3 % of Applicant's Class B Common Stock.**

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)			
IIa) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	IIb) Principal Business:	IIc) TIN:	IId) Percent of Interest Held:
<b>East Otter Tail Telephone Company 150 2<sup>nd</sup> Avenue SW, Perham, MN 56573</b>	<b>Telecommunications</b>	_____	<b>100%</b>
<b>Twin Valley Ulen 150 2<sup>nd</sup> Avenue SW, Perham, MN 56573</b>	<b>Telecommunications</b>	_____	<b>100%</b>

**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): Consolidated Telephone Company		3) Disclosable Interest Holders TIN: _____	
4) Disclosable Interest Holder's Address: 1102 Madison Street, Brainerd, MN 56401			
5) Type of Interest in Applicant ( <b>D</b> ) (refer to <b>instructions</b> for list)	6) Disclosable Interest Holder is a(n): ( <b>C</b> ) (refer to <b>instructions</b> for list of codes):	7) Percent of Interest Held in Applicant: <b>11 .0 % of Class B Common Stock</b>	
6) Disclosable Interest Holders Type of Ownership (refer to instructions for list): <b>C</b>		9) Disclosable Interest Holders Country of Citizenship: <b>United States</b>	
10) Relationship <b>Description</b> (if the <b>discloseable</b> interest holder is an indirect owner, list path of ownership from indirect owner to the applicant):			

**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:

Schedule for Disclosable Interest Holders

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

1) Disclosable Interest Holder's First Name (if individual):		MI:	Last Name:	suffix:
2) Disclosable Interest Holder's Name (if entity): J & W Seligman & Co., Inc.			3) Disclosable Interest Holders TIN: _____	
4) Disclosable Interest Holders Address: 100 Park Avenue, New York, NY 100 17				
5) Type of Interest in Applicant ( D ) (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: <b>10.5 % of Class A Common Stock</b>
8) Disclosable Interest Holders Type of Ownership (refer to instructions for list): C			9) Disclosable Interest Holder's Country of Citizenship: <b>United States</b>	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant):				

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

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

Schedule for Disclosable Interest Holders

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

1) Disclosable Interest Holder's First Name (if individual):	MI	Last Name.	suffix.
2) Disclosable Interest Holder's Name (if entity): <b>Madison Dearborn Capital Partners III, L.P.</b>		3) Disclosable Interest Holder's TIN: _____	
4) Disclosable Interest Holder's Address: <b>Three First National Plaza, Suite 1300, Chicago, IL 60670</b>			
5) Type of Interest in Applicant ( <b>D</b> ) (refer to Instructions for list)	6) <b>Disclosable</b> Interest Holder is <b>a(n): ( C )</b> (refer to instructions for list of codes):		7) Percent of Interest Held in Applicant: <b>50 % of Class M Common Stock</b>
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): <b>C</b>		9) Disclosable Interest Holder's Country of Citizenship: <b>United States</b>	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant):			

<b>Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)</b>			
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:



Schedule for Disclosable Interest Holders

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

1) Disclosable Interest Holder's First Name (if individual):		MI:	Last Name.	suffix:
2) Disclosable Interest Holder's Name (if entity): Toronto Dominion Investments, Inc.			3) Disclosable Interest Holder's TIN: _____	
4) Disclosable Interest Holder's Address: 909 Fannin, Suite 1700, Houston, TX 77010				
5) Type of Interest in Applicant ( <b>D</b> ) (refer to Instructions for list)		6) Disclosable Interest Holder is a(n): ( <b>C</b> ) (refer to instructions for list of codes):		7) Percent of Interest Held in Applicant: <b>16.7 % of Class M Common Stock</b>
6) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): <b>C</b>			9) Disclosable Interest Holder's Country of Citizenship: <b>United States</b>	
10) Relationship Description (if the disclosable Interest holder is an indirect owner, list path of <b>ownership</b> from <b>indirect</b> owner to the applicant):				

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)			
IIa) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	IIb) Principal Business:	IIc) TIN:	IId) Percent of Interest Held.

Schedule for Disclosable Interest Holders

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

1) Disclosable Interest Holder's First Name (if individual):	M:	Last Name:	suffix:
2) Disclosable Interest Holder's Name (if entity): <b>Paul Bunyan Rural Telephone Cooperative</b>		3) Disclosable Interest Holder's TIN: _____	
4) Disclosable Interest Holder's Address: <b>1831 Anne Street N.W., Bemidji, MN 56601</b>			
5) Type of Interest in Applicant ( <b>D</b> ) (refer to Instructions for list)	6) Disclosable Interest Holder is a(n): ( <b>C</b> ) (refer to instructions for list of codes):	7) Percent of Interest Held in Applicant: <b>10.9 % of Class B Common Stock</b>	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): <b>C</b>		9) Disclosable Interest Holder's Country of Citizenship: <b>United States</b>	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant):			

**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:

Schedule for Disclosable Interest Holders

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

1) Disclosable Interest Holder's First Name (if Individual):	MI:	Last Name:	suffix:
2) Disclosable Interest Holder's Name (if entity): <b>Melrose Telcom, Inc.</b>		3) Disclosable Interest Holder's TIN. _____	
4) Disclosable Interest Holder's Address: 320 East Main Street, <b>Melrose</b> , MN 56352			
5) Type of Interest in Applicant ( <b>D</b> ) (refer to Instructions for list)	6) Disclosable Interest Holder is a(n): ( <b>C</b> ) (refer to instructions for list of codes):	7) Percent of Interest Held in Applicant: <b>10.2 % of Class B Common Stock</b>	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): <b>C</b>		9) Disclosable Interest Holder's Country of <b>Citizenship</b> : <b>United States</b>	
10) Relationship Description (if the disclosable interest holder is an <b>indirect</b> owner, list path of ownership from indirect owner to the applicant):			

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

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