

ORIGINAL

KURTIS & ASSOCIATES, P.C.

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(202) 328-4500  
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October 20, 1999

Via UPS

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



Re: Illinois Valley Cellular RSA 2-III Partnership  
FCC Form 601  
File No. 0000029666

Dear Sir/Madam:

Transmitted herewith on behalf of Illinois Valley Cellular RSA 2-III Partnership ("Illinois Valley") is a completed Ownership Disclosure Information for the Wireless Telecommunications Services Form (FCC Form 602).

An additional copy of this submission is enclosed for date-stamping and return by the Commission. Please direct any inquiries on this matter to the undersigned counsel for Illinois Valley.

Very truly yours,

A handwritten signature in cursive script that reads "Brian D. Pedati".

Brian D. Pedati, Esq.

Enclosure  
BDP/aej/jlc

10-21-99

**Applicant/Licensee Information**

1) First Name (if individual):	MI:	Last Name:	Suffix:
2) Applicant Name (if entity): Illinois Valley Cellular RSA 2-111 Partnership		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:

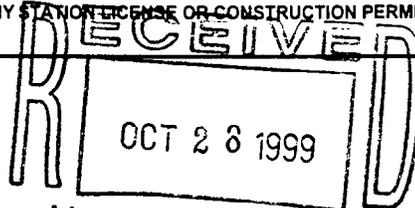
**Signature**

5) Typed or Printed Name of Party Authorized to Sign

First Name: Glenn	MI: E	Last Name: Rauh	Suffix:
Title: Chairman			
Signature: 			Date: 10-19-99

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 (18 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).



Licensing & Technical  
Analysis Branch

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): Marseilles Cellular, Inc.			3) Disclosable Interest Holder's TIN:	
4) Disclosable Interest Holders Address: 244 Lincoln Street, Marseilles, Illinois 61341				
5) Type of interest in Applicant ( D ) (refer to instructions for list) Direct Ownership		6) Disclosable Interest Holder is a(n): ( G ) (refer to instructions for list of codes): General Partner		7) Percent of Interest Held in Applicant: 6.67%
8) Disclosable Interest Holder's Type of Ownership ( G ) (refer to instructions for list): General Partnership Shares			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):				

**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:
Illinois Valley Cellular RSA 2-1 Partnership 455 Main St., Marseilles, IL 61341	B Block Cellular Licensee		6.67%
Illinois Valley Cellular RSA 2-11 Partnership 455 Main St., Marseilles, IL 61341	B Block Cellular Licensee		6.67%

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 Holder's First Name (if individual):		MI:	Last Name:		suffix:
2) Disclosable Interest Holder's Name (if entity): Marseilles Telephone Company				3) Disclosable Interest Holder's TIN:	
4) Disclosable Interest Holder's Address: 244 Lincoln Street, Marseilles, Il 61341					
5) Type of Interest in Applicant (I) (refer to Instructions for list) Indirect Ownership		6) Disclosable Interest Holder is a(n): (C ) (refer to instructions for list of codes): Corporation		7) Percent of Interest Held in Applicant 6.67%	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): (C) Common Stock; (P) Preferred Stock			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): -Marseilles Telephone Company is the parent of Marseilles Cellular, Inc., the holder of a 6.67% general partnership interest in 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:
Marseilles Cellular, Inc. 244 Lincoln St., Marseilles, IL 61341	Block B Cellular Licensee		100%

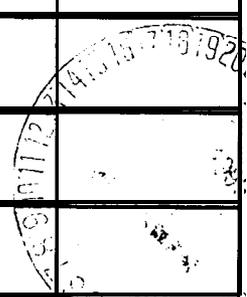
Schedule for Disclosable Interest Holders

**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 Holders Name (if entity): MTCO Corporation				3) Disclosable Interest Holders TIN:	
4) Disclosable Interest Holders Address: 244 Lincoln Street, Marseilles, IL 61341					
5) Type of Interest in Applicant (I) (refer to Instructions for list) Indirect Ownership		6) Disclosable Interest Holder is a(n): (C) (refer to instructions for list of codes). Corporation		7) Percent of Interest Held in Applicant:  6.675	
8) Disclosable Interest Holders Type of Ownership (refer to instructions for list): (C) Common Stock; (P) Preferred Stock			9) Disclosable Interest Holders 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): MTCO Corporation is a holding company of telecommunications properties and the parent of Marseilles Telephone Company. See Schedule A of Marseilles Telephone Company for its relationship 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:
Marseilles Telephone Company 244 Lincoln St., Marseilles, IL 61341	Provision of wireline local telephone service		100%



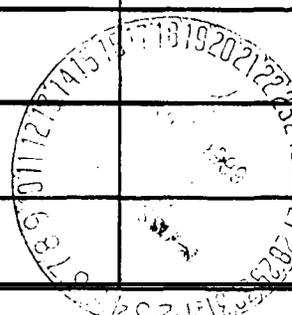
Schedule for Disclosable Interest Holders

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

1) Disclosable Interest Holder's First Name (if individual): Glenn	MI: E	Last Name: Rauh	suffix:
2) Disclosable Interest Holder's Name (if entity):		3) Disclosable Interest Holder's TIN:	
4) Disclosable Interest Holder's Address:			
5) Type of Interest in Applicant (I) (refer to Instructions for list) Indirect Ownership	6) Disclosable interest Holder is a(n): (I) (refer to instructions for list of codes). Individual	7) Percent of Interest Held in Applicant.	
6) Disclosable Interest Holder's Type of Ownership (refer to instructions for list). (C) Common Stock; (P) Preferred Stock		9) Disclosable Interest Holders 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): Glenn E. Rauh holds a 12.4931 interest in MTCO Corporation, a telecommunications holding company which is the parent of Marseilles Telephone Company. See Schedule A of Marseilles Telephone Company for explanation of its relationship 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.
MTCO Corporation 244 Lincoln St., Marseilles, IL 61341	Holding company of telecommunications properties.		12.493%



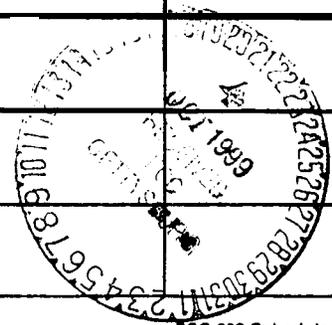
Schedule for Disclosable Interest Holders

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

1) Disclosable Interest Holders First Name (if individual): Allen	MI. J	Last Name: Rauh	Suffix:
2) Disclosable Interest Holders Name (if entity):		3) Disclosable Interest Holders TIN:	
4) Disclosable Interest Holders Address:			
5) Type of Interest in Applicant ( I ) (refer to Instructions for list) Indirect Ownership	6) Disclosable Interest Holder is a(n): ( I ) (refer to instructions for list of codes): Individual		7) Percent of Interest Held in Applicant:
6) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): (C) Common Stock; (P) Preferred Stock		9) Disclosable Interest Holders 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): Allen J. Rauh holds a 14.145% interest in MTCO Corporation. See Schedule A of Glenn E. Rauh for explanation of MTCO Corporation and its relationship to the applicant.			

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

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.
MTCO Corporation 244 Lincoln St., Marseilles, IL 61341	Telecommunications Holding Company		14.145%



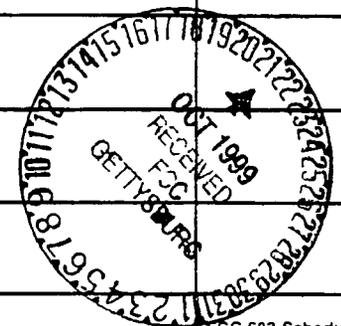
Schedule for Disclosable Interest Holders

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

1) Disclosable Interest Holders First Name (if individual): Sharon	MI: K	Last Name: Rauh	Suffix:
2) Disclosable Interest Holders Name (if entity):		3) Disclosable Interest Holders TIN:	
4) Disclosable Interest Holders Address			
5) Type of Interest in Applicant (I) (refer to Instructions for list) Indirect Ownership	6) Disclosable Interest Holder is a(n): (I) (refer to instructions for list of codes), Individual		7) Percent of Interest Held in Applicant:
6) Disclosable Interest Holders Type of Ownership (refer to Instructions for list): (C) Common Stock; (P) Preferred Stock		9) Disclosable Interest Holder's Country of Citizenship: USA	
40) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Sharon K. Rauh holds a 11.3578 interest in MTCO Corporation. See Schedule A of Glenn Rauh for explanation of MTCO Corporation and its relationship 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:	II d) Percent of Interest Held:
MTCO Corporation 244 Lincoln St., Marseilles, IL 61341	Telecommunications Holding Company		11.357%



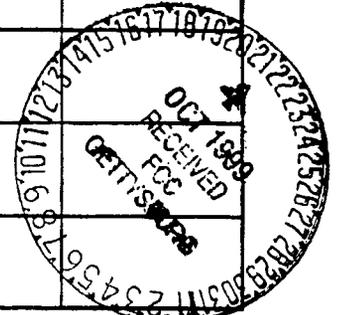
Schedule for Disclosable Interest Holders

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

1) Disclosable Interest Holder's First Name (if Individual): Kathleen		MI.	Last Name: Rauh		suffix:
2) Disclosable Interest Holder's Name (if entity):				3) Disclosable Interest Holders TIN:	
4) Disclosable Interest Holders Address:					
5) Type of Interest in Applicant ( I ) (refer to Instructions for list) Indirect Ownership		6) Disclosable Interest Holder is a(n): ( I ) (refer to instructions for list of codes): Individual		7) Percent of Interest Held in Applicant:	
8) Disclosable interest Holder's Type of Ownership (refer to instructions for list): (C) Common Stock; (P) Preferred Stock			9) Disclosable Interest Holders 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). -Kathleen Rauh holds a 13.284% interest in MTCO Corporation. See Schedule A of Glenn Rauh for explanation of MTCO Corporation and its relationship 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:
MTCO Corporation 244 Lincoln St., Marseilles, IL 61341	Telecommunications Holding Company		13.284%



FCC Ownership Disclosure Information for the  
Wireless Telecommunications Services

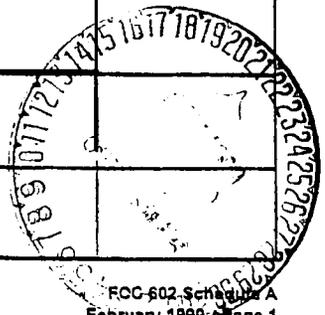
Schedule for Disclosable interest Holders

**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 Holders Name (if entity): C-R Cellular, Inc.		3) Disclosable Interest Holders TIN:	
4) Disclosable Interest Holder's Address: 106 North 6th Street, Cornell, Illinois 61319			
5) Type of Interest in Applicant ( D ) (refer to Instructions for list) Direct Ownership	6) Disclosable Interest Holder is a(n): ( G ) (refer to instructions for list of codes). General Partner	7) Percent of Interest Held in Applicant: 6.67%	
6) Disclosable Interest Holders Type of Ownership (refer to Instructions for list): (G) General Partnership Shares		g) Disclosable Interest Holders 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):			

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

I(a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary).	I(b) Principal Business:	I(c) TIN:	I(d) Percent of Interest Held:
Illinois Valley Cellular RSA 2-I Partnership 455 Main Street, Marseilles, IL 61341	Block B Cellular Licensee		6.67%
Illinois Valley Cellular RSA 2-11 Partnership 455 Main Street, Marseilles, IL 61341	Block B Cellular Licensee		6.67%



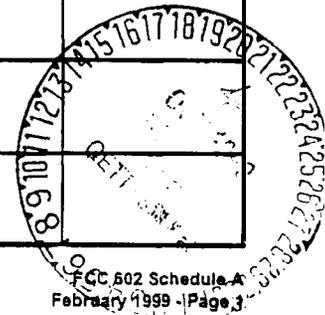
Schedule for Disclosable Interest Holders

**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): Frontier Communications Inc.			3) Disclosable Interest Holders TIN:	
4) Disclosable Interest Holder's Address: 180 South Clinton Avenue, Rochester, NY 14646				
5) Type of Interest in Applicant ( I ) (refer to Instructions for list) Indirect Ownership		6) Disclosable Interest Holder is a(n): ( C ) (refer to instructions for list of codes): Corporation		7) Percent of Interest Held in Applicant: 6.67%
6) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): (C) Common Stock; (P) Preferred Stock			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): Frontier Communications is the parent of Frontier Communications of DePue Inc., the holder of a 6.67% general partnership interest in 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.
Frontier Communications of DePue Inc. 4th and Lake Street, DuPue, IL 61322	Provision of wireline local exchange telephone service		100%



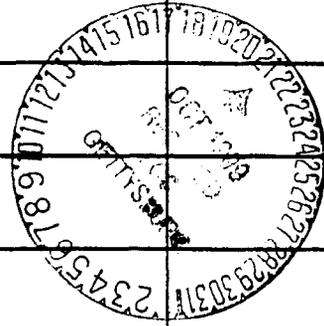
Schedule for Disclosable Interest Holders

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 Holders Name (if-entity): Frontier Communications of DePue Inc.		3) Disclosable Interest Holder's TIN:	
4) Disclosable Interest Holders Address, 4th and Lake Street, DePue, Illinois 61322			
5) Type of Interest in Applicant ( D ) (refer to Instructions for list) Direct Ownership	6) Disclosable Interest Holder is a(n): ( G ) (refer to instructions for list of codes): General Partner	7) Percent of Interest Held in Applicant: 6.67%	
6) Disclosable interest Holder's Type of Ownership (refer to Instructions for list): (G) General Partnership Shares		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):			

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:
Illinois Valley Cellular RSA 2-I Partnership 455 Main Street, Marseilles, IL 61341	Block B Cellular Licensee		6.67%
Illinois Valley Cellular PSA 2-11 Partnership 455 Main Street, Marseilles, IL 61341	Block B Cellular Licensee		6.67%



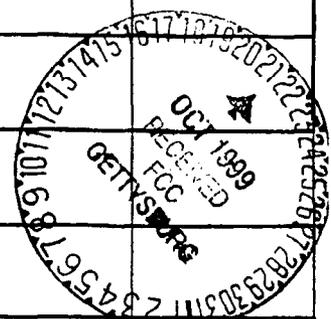
Schedule for Disclosable Interest Holders

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

1) Disclosable Interest Holder's First Name (ii individual).		MI:	Last Name.	suffix:
2) Disclosable Interest Holders Name (a entity): Gemcell, Inc.			3) Disclosable Interest Holders TIN:	
4) Disclosable Interest Holder's Address: 48 West First Street, P.O. Box 257, El Paso, Illinois 61738				
5) Type of Interest in Applicant ( D ) (refer to Instructions for list) Direct Ownership		6) Disclosable Interest Holder is a(n): ( G ) (refer to instructions for list of codes): General Partner		7) Percent of Interest Held in Applicant: 6.67%
8) Disclosable Interest Holders Type of Ownership (refer to Instructions for list): (G) General Partnership Shares			9) Disclosable Interest Holders 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):				

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:
Illinois Valley Cellular RSA 2-I Partnership 455 Main Street, Marseilles, IL 61341	B Block Cellular Licensee		6.67%
Illinois Valley Cellular RSA 2-11 Partnership 455 Main Street, Marseilles, IL 61341	B Block Cellular Licensee		6.67%



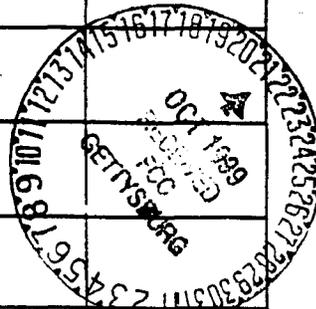
Schedule for Disclosable Interest Holders

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): Gridley Cellular, Inc.			3) Disclosable Interest Holders TIN:	
4) Disclosable Interest Holder's Address: 108 E. Third Street, P.O. Box 129, Gridley, IL 61744				
5) Type of Interest in Applicant ( D ) (refer to instructions for list) Direct Ownership	6) Disclosable Interest Holder is a(n): ( G ) (refer to instructions for list of codes): General Partner		7) Percent of Interest Held in Applicant: 6.67%	
8) Disclosable interest Holder's Type of Ownership (refer to instructions for list): (G) General Partnership Shares			9) Disclosable Interest Holders 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):				

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:
Illinois Valley Cellular HSA 2-I Partnership 455 Main Street, Marseilles, IL 61341	Block B Cellular Licensee		6.67%
Illinois Valley Cellular RSA 2-II Partnership 455 Main Street, Marseilles, IL 61341	Block B Cellular Licensee		6.67%



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): Gridley Telephone Company			3) Disclosable Interest Holders TIN:	
1) Disclosable Interest Holders Address: 108 E. Third Street, P.O. Box 129, Gridley, IL 61744				
5) Type of Interest in Applicant (I) (refer to Instructions for list) Indirect Ownership	6) Disclosable Interest Holder is a(n): (C) (refer to instructions for list of codes), Corporation		7) Percent of Interest Held in Applicant:	
8) Disclosable Interest Holder's Type of Ownership (refer to Instructions for list): (C) Common Stock; (P) Preferred Stock			9) Disclosable Interest Holders 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): Gridley Telephone Company is the parent of Gridley Cellular, Inc., the holder of a 6.67% general partnership interest in 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:	II d) Percent of Interest Held:
Gridley Cellular, Inc. 108 E. Third Street; P.O. Box 129 Gridley, IL 61744	Block B Cellular Licensee		100%

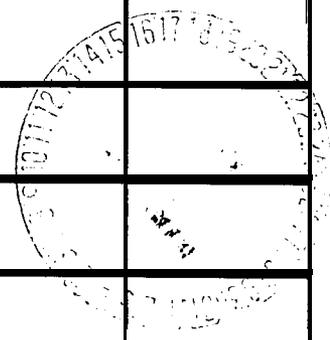
Schedule for Disclosable Interest Holders

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

1) Disclosable Interest Holder's First Name (if individual): Eric		MI:	Last Name: Kaufman		suffix:
2) Disclosable Interest Holder's Name (if entity):				3) Disclosable Interest Holder's TIN:	
4) Disclosable Interest Holder's Address: 114 E. 6th Street, Gridley, Illinois 61744					
5) Type of Interest in Applicant (I) (refer to Instructions for list) Indirect Ownership		6) Disclosable Interest Holder is a(n): (I) (refer to Instructions for list of codes): Individual		7) Percent of Interest Held in Applicant:	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): (C) Common Stock; (P) Preferred Stock			g) 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): Eric Kaufman holds a 66% interest in Gridley Telephone Company. See Schedule A of Gridley Telephone Company for its relationship 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:
Gridley Telephone Company 108 E. Third Street; P.O. Box 129 Gridley, IL 61744	Provision of wireline local telephone exchange service		66%



FCC Ownership Disclosure Information for the  
Wireless Telecommunications Services

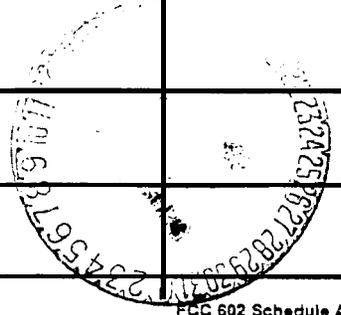
Schedule for Disclosable Interest Holders

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 Holders Name (if entity): McNabb Cellular, Inc.			3) Disclosable Interest Holders TIN:	
4) Disclosable Interest Holder's Address: 314 W. Main Street, P.O. Box 158, McNabb, Illinois 61335				
5) Type of Interest in Applicant ( D ) (refer to Instructions for list) Direct Ownership		6) Disclosable Interest Holder is a(n). ( G ) (refer to instructions for list of codes). General Partner		7) Percent of Interest Held in Applicant: <b>6.67%</b>
6) Disclosable Interest Holders Type of Ownership (refer to instructions for list): (G) General Partnership Shares			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):				

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:
Illinois Valley Cellular RSA 2-I Partnership 455 Main Street, Marseilles, IL 61341	Block B Cellular Licensee		6.67%
Illinois Valley Cellular RSA 2-II Partnership 4.55 Main Street, Marseilles, IL 61341	Block B Cellular Licensee		6.67%



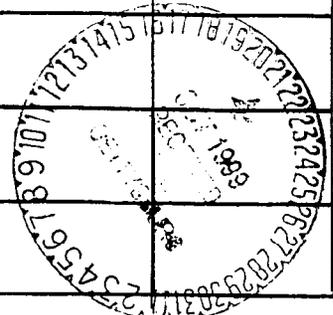
Schedule for Disclosable Interest Holders

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 Name (if entity): McNabb Telephone Company		3) Disclosable Interest Holder's TIN:	
4) Disclosable Interest Holders Address: 314 W. Main Street, P.O. Box 158, McNabb, Illinois 61355			
5) Type of Interest in Applicant (I) (refer to Instructions for list) Indirect Ownership	6) Disclosable Interest Holder is a(n): (C) (refer to instructions for list of code-s): Corporation	7) Percent of Interest Held in Applicant. 6.678	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): (C) Common Stock; (P) Preferred Stock		9) Disclosable Interest Holders 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): McNabb Telephone Company is the parent of McNabb Cellular, Inc., the holder of a 6.61% general partnership interest in 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:
McNabb Cellular, Inc. 314 W. Main Street; P.O. Box 158 McNabb, Illinois 61355	Block B Cellular Licensee		100%



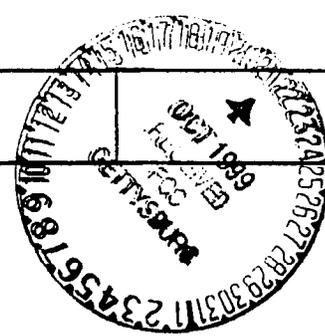
Schedule for Disclosable Interest Holders

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): MJD Communications, -Inc.			3) Disclosable Interest Holders TIN:	
4) Disclosable Interest Holder's Address: 521 E. Morshead Street, Charlotte, North Carolina 28202				
5) Type of Interest in Applicant (I) (refer to Instructions for list) Indirect Ownership		6) Disclosable Interest Holder is a(n). (C) (refer to Instructions for list of codes): Corporation		7) Percent of Interest Held in Applicant: 13.34%
6) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): (C) Common Stock; (P) Preferred Stock			9) Disclosable Interest Holders 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): MJD Communications, Inc. holds an indirect 6.67% general partner interest in the licensee through its wholly-owned subsidiary, MJD Ventures, Inc., which is the 100% owner of C-R Communications, Inc., which is the 100% owner of (SEE BELOW)				

Disclosable 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.
C-R Telephone Company 106 N. 6th Street Cornell, Illinois 61319	Provision of wireline local telephone exchange service		100%
El Paso Telephone Company 48 W. First Street; P.O. Box 257 El Paso, Illinois 61738	Provision of wireline local telephone exchange service		100%
10. Continues) C-R Telephone Company, which is the 100% owner of C-R Cellular,, Inc., which is the owner of the 6.67% general partner interest in the licensee.			
MJD Communications, Inc. also holds an additional indirect 6.67% general partner interest in-the- licensee through its wholly-owned subsidiary, MJD Services Corp., which is the 100% owner of Ravenswood Communications, Inc., which is the 100% owner of The El Paso Telephone Company, which is the 100% owner of Gemcell, Inc., which is the owner of the 6.67% general partner interest in the licensee.			



FCC Ownership Disclosure Information for the  
Wireless Telecommunications Services

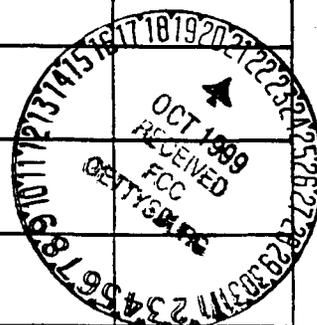
Schedule for Disclosable interest Holders

**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 Holders Name (if entity): Tonica Cellular, Inc.			3) Disclosable Interest Holders TIN:	
4) Disclosable interest Holders Address: 208 Allen Street, P.O. Box 158, Tonica, Illinois '61370				
5) Type of Interest in Applicant ( D ) (refer to Instructions for list) Direct Ownership	6) Disclosable Interest Holder is a(n): ( G ) (refer to instructions for list of codes). General Partner		7) Percent of Interest Held in Applicant: 6.67%	
6) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): (G) General Partnership Shares			9) Disclosable Interest Holders 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):				

**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:	II d) Percent of Interest Held:
Illinois Valley Cellular RSA 2 - I Partnership 455 Main Street, Marseilles, IL 61341	Block B Cellular Licensee		6.67%
Illinois Valley Cellular RSA 2-11 Partnership 455 Main Street, Marseilles, IL 61341	Block B Cellular Licensee		6.67%



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 (a individual):		MI:	Last Name:	suffix:
2) Disclosable Interest Holders Name (if entity): Tonica Telephone Company			3) Disclosable Interest Unit:	
4) Disclosable Interest Holder's Address: 208 Allen Street. P.O. Box 158, Tonica, Illinois 61370				
5) Type of Interest in Applicant ( I ) (refer to Instructions for list) Indirect Ownership		6) Disclosable Interest Holder is a(n): ( C ) (refer to instructions for list of codes): Corporation		7) Percent of Interest Held in Applicant: 6.67%
8) Disclosable Interest Holder's Type of Ownership (refer to Instructions for list): (C) Common Stock; (P) Preferred Stock			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): Tonica Telephone Company is the parent company of Tonica Cellular, Inc., holder of a 6.67% general partnership interest in 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:
Tonica Cellular, Inc. 208 Allen Street; P.O. Box 158 Tonica, Illinois 61370	B Block Cellular Licensee		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) <b>Disclosable Interest Holder's</b> First Name (if individual):		MI:	Last Name:		Suffix:
2) <b>Disclosable Interest Holder's</b> Name (if entity): Cencomm, Inc.				3) Disclosable Interest Holder's TIN:	
4) Disclosable Interest Holders Address: 1055 West Locust Street, Canton, Illinois 61520					
5) Type of Interest in Applicant (D) (refer to Instructions for list) Direct Ownership		6) Disclosable Interest Holder is a(n): (G) (refer to instructions for list of codes). General Partner		7) Percent of Interest Held in Applicant: 6.67%	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list). (G) General Partnership Shares			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):					

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

Ila) 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:
Illinois Valley Cellular RSA 2-1 Partnership 455 Main Street, Marseilles, IL 61341	B Block Cellular Licensee		6.67%
Illinois Valley Cellular FSA 2-11 Partnership 455 Main Street, Marseilles, IL 61341	B Block Cellular Licensee		6.67%





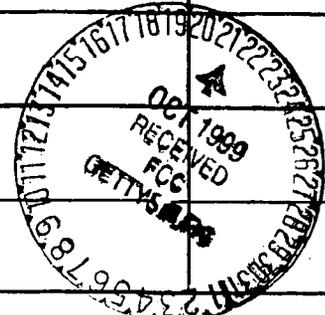
Schedule for Disclosable Interest Holders

**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 [a entity]: Leonore Cellular, Inc.			3) Disclosable interest Holder's TIN:	
4) Disclosable Interest Holder's Address: P.O. Box 228, Leonore, Illinois 61332				
5) Type of Interest in Applicant ( D ) (refer to Instructions for list)	6) Disclosable Interest Holder is a(n): ( G ) (refer to instructions for list of codes):		7) Percent of Interest Held in Applicant:	
Direct Ownership	General Partner		6.67%	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list):			9) Disclosable Interest Holder's Country of Citizenship:	
(G) General Partnership Shares			USA	
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) T I N :	11d) Percent of Interest Held:
Illinois Valley Cellular RSA 2-I Partnership 455 Main Street, Marseilles, IL 61341	B Block Cellular Licensee		6.67%
Illinois Valley Cellular RSA 2-II Partnership 455 Main Street, Marseilles, IL 61341	B Block Cellular Licensee		6.67%



FCC Ownership Disclosure Information for the  
Wireless Telecommunications Services

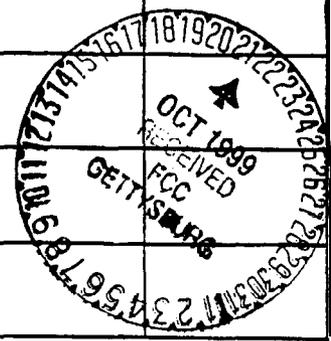
Schedule for Disclosable Interest Holders

**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 Holders Name (if entity): Leonore Mutual Telephone Company .		3) Disclosable Interest Holder's TIN:	
4) Disclosable Interest Holders Address: P.O. Box 228, Leonore, Illinois 61332			
5) Type of Interest in Applicant (I) (refer to Instructions for list) Indirect Ownership	6) Disclosable Interest Holder is a(n): (C) (refer to instructions for list of codes): Corporation	7) Percent of Interest Held in Applicant: 6.61%	
6) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): (C) Common Stock; (P) Preferred Stock		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): Leonore Mutual Telephone Company is the parent company of Leonore Cellular, Inc., holder of a 6.67% general partnership interest in 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:
Leonore Cellular, Inc. P.O. Box 228 Leonore, Illinois 61332	B Block Cellular Licensee		100%



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): GTE Wireless		3) Disclosable Interest Holder's TIN:	
4) Disclosable Interest Holder's Address: 245 Perimeter Parkway, Atlanta, Georgia 30346			
5) Type of Interest in Applicant (D) (refer to Instructions for list) Direct Ownership	6) Disclosable Interest Holder is a(n): (G) (refer to instructions for list of codes): General Partner		7) Percent of Interest Held in Applicant: 40%
6) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): (G) General Partnership Shares		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):			

**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:
See FCC Form 602 on file for GTE Wireless			

