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ORIGINAL

January 11, 2002

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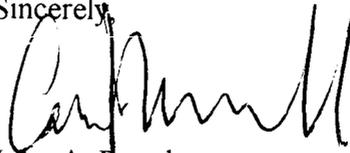
**Re: Revised FCC Form 602 Ownership Report
Airwave Wireless, L. L. C.**

Dear FCC Staff

On behalf of Airwave Wireless, L.L.C. ("An-wave") and its seven (7) members, we hereby submit an original FCC Form 602 ownership report. Airwave is the licensee of broadband PCS Stations WPOJ826 and WPOJ827 and is the successor in interest to VMN Consortium. Airwave is filing this revised Form 602 to report the *pro forma* restructuring of one of its members, Santel Communications Cooperative, Inc. f/k/a Sanborn Telephone Cooperative, Inc. as well as changes to other members' affiliated companies.

Please contact the undersigned counsel if you have any questions.

Sincerely,



John A. Prendergast
D. Cary Mitchell
Counsel to Airwave Wireless, L.L.C.



Att.

RECEIVED

JAN 1 a 2002

FCC MAIL ROOM

Applicant / Licensee Information

1) First Name (if individual):	MI:	Last Name:	Suffix:
2) Applicant Name (if entity): Airwave Wireless, L.L.C.		3) FCC Registration Number (FRN): 0006-0355-I 3	

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) FCC Registration Number (FRN):	4d) Percent of Interest Held:

Signature

5) Typed or Printed Name of Party Authorized to Sign

First Name: Mark	MI:	Last Name: Benton	Suffix:
Title: I President of consortium member Midstate Communications. Inc.			

Signature: 	Date: 1/10/02
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JAN 08 02 02 12 30 PM '02

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).

1/23/2 BSS

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): Venture Communications, Inc.			3) FCC Registration Number(FRN): 0005-6232-44	
4) Disclosable Interest Holder's Address: 218 Commercial Street, Highmore, SD 57345				
5) Type of Interest in Applicant (D) (refer to Instructions for list): Direct Ownership		6) Disclosable Interest Holder is a (n): (C) (refer to instructions for list of codes): Corporation		7) Percent of Interest Held in Applicant: Member of Consortium
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): Other – Consortium Member			8) Disclosable Interest Holder's Country of Citizenship: United States (South Dakota Corporation)	
9) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Venture Communications, Inc. is a member of the seven-member Airwave Wireless consortium.				

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):	11 b) Principal Business:.	11c) FCC Registration Number (FRN):	11d) Percent of Interest Held:
Airwave Wireless, LLC P.O. Box 48 12 East First Street, Kimball, SD 57X5-0048	Provision of wireless telecom services.	0006-0355-I 3	Consortium Member

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): Sully Buttes Telephone Cooperative, inc.			3) FCC Registration Number(FRN): 0003-7844-77	
4) Disclosable Interest Holder's Address: 218 Commercial Street, Highmore, SD 57345				
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		10) Percent of Interest Held in Applicant: 100% of Consortium Member
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): Common Stock			11) Disclosable Interest Holder's Country of Citizenship: United States (South Dakota Corporation)	
12) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Sully Buttes Telephone Cooperative is 100% parent of consortium member Venture Communications, Inc.				

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) FCC Registration Number (FRN):	11d) Percent of Interest Held:
Venture Communications, Inc. 218 Commercial Street Highmore, SD 57345	Provision of local exchange telephone services.	0005-6232-44	100%
Venture Wireless, Inc. 218 Commercial Street Highmore, SD 57345	Provision of wireless telecom services.	0002-4282-33	100%
Airwave Wireless, LLC P.O. Box 48 12 East First Street, Kimball, SD 573550048	Provision of wireless telecom services.	0006-0355-1 3	100% owner of consortium member

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): Randy		MI: W.	Last Name: Houdek	Suffix
2) Disclosable Interest Holder's Name (if entity):			3) FCC Registration Number(FRN): 0006-0362-71	
4) Disclosable Interest Holder's Address: c/o Sully Buttes Telephone Cooperative, Inc., 218 Commercial Street, Highmore, SD 57345				
5) Type of Interest in Applicant (O, K) (refer to Instructions for list): Officer, Key Management		6) Disclosable Interest Holder is a (n): (I) (refer to instructions for list of codes): Individual		13) Percent of Interest Held in Applicant: 0 %
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): Other			14) Disclosable Interest Holder's Country of Citizenship: United States	
15) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Randy Houdek is General Manager of consortium member Venture Communications, Inc. and its 100% parent company, Sully Buttes Telephone Cooperative, Inc.				

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) FCC Registration Number (FRN):	11d) Percent of Interest Held:
Sully Buttes Telephone Cooperative, Inc. 218 Commercial Street Highmore, SD 57345	Provision of local exchange telephone services.	0003-7844-77	0%
Venture Communications, Inc. 218 Commercial Street Highmore, SD 57345	Provision of local exchange telephone services.	0005-6232-44	0 %
Venture Wireless, Inc. 218 Commercial Street Highmore, SD 57345	Provision of wireless telecom services.	0002-4282-33	0 %
Airwave Wireless, LLC P.O. Box 48 12 East First Street, Kimball, SD 57355-0048	Provision of wireless telecom services.	0006-0355-13	0 %

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): Midstate Communications, inc.			3) FCC Registration Number(FRN): 0002-4305-36	
4) Disclosable Interest Holder's Address: 120 East First Street, Kimball, SD 57355				
5) Type of Interest in Applicant (D) (refer to Instructions for list): Direct Ownership		6) Disclosable Interest Holder is a (n): (C) (refer to instructions for list of codes): Corporation		16) Percent of Interest Held in Applicant. Member of Consortium
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): Other – Consortium Member			17) Disclosable Interest Holder's Country of Citizenship: United States (South Dakota Membership Corporation)	
18) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from Indirect owner to the applicant): Midstate Communications, Inc. is a member of the seven-member Airwave Wireless consortium.				

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) FCC Registration Number (FRN):	11d) Percent of Interest Held:
Midstate Wireless, Inc. P.O. Box 48 12 East First Street, Kimball, SD 573558048	Provision of wireless telecom services.	0006-0365-37	100 %
Airwave Wireless, LLC P.O. Box 48 12 East First Street, Kimball, SD 57355-0048	Provision of wireless telecom services.	0006-0355-I 3	Consortium Member

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): Mark		MI: D.	Last Name: Benton	Suffix
2) Disclosable Interest Holder's Name (if entity):			3) FCC Registration Number(FRN): 0006-0380-12	
4) Disclosable Interest Holder's Address: c/o Midstate Communications, Inc., 120 East First Street, Kimball, SD 57355				
5) Type of Interest in Applicant (O, K) (refer to Instructions for list): Officer, Key Management		6) Disclosable Interest Holder is a (n): (I) (refer to instructions for list of codes): Individual		19) Percent of Interest Held in Applicant: 0 %
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): Other			20) Disclosable Interest Holder's Country of Citizenship: United States	
21) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Mark Benton is General Manager of consortium member Midstate Communications, Inc.				

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) FCC Registration Number (FRN):	11d) Percent of Interest Held:
Midstate Communications, Inc. P.O. Box 48 12 East First Street, Kimball, SD 573550048	Provision of local exchange telephone services.	0002-4305-36	0 %
Midstate Wireless, Inc. P.O. Box 48 12 East First Street, Kimball, SD 57355-0048	Provision of wireless telecom services.	0006-0365-37	0 %
Airwave Wireless, LLC P.O. Box 48 12 East First Street, Kimball, SD 57355-0048	Provision of wireless telecom services.	0006-0355-13	0 %

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): Northern Valley Wireless, inc.			3) FCC Registration Number(FRN): 0006-0381-29	
4) Disclosable Interest Holder's Address: 235 East First Ave., P.O. Box 320, Groton, SD 57445				
5) Type of Interest in Applicant (D) (refer to Instructions for list): Direct Ownership		6) Disclosable Interest Holder is a (n): (C) (refer to instructions for list of codes): Corporation		22) Percent of Interest Held in Applicant. Member of Consortium
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): Other - Consortium Member			23) Disclosable Interest Holder's Country of Citizenship: United States (South Dakota Corporation)	
24) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Northern Valley Wireless, Inc. is a member of the seven-member Airwave Wireless consortium.				

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) FCC Registration Number (FRN):	II d) Percent of Interest Held:
Airwave Wireless, LLC P.O. Box 48 12 East First Street, Kimball, SD 57355-0048	Provision of wireless telecom services.	0006-0355-I 3	Consortium Member

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): Northern Valley Communications, L.L.C.			3) FCC Registration Number(FRN): 0006-0384-00	
4) Disclosable Interest Holder's Address: 235 East First Ave., P.O. Box 320, Groton, SD 57445				
5) Type of Interest in Applicant (I) (refer to Instructions for list): Indirect Ownership		6) Disclosable Interest Holder is a (n): (M) (refer to instructions for list of codes): Limited Liability Company		25) Percent of Interest Held in Applicant: 100% of Consortium Member
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): Common Stock			26) Disclosable Interest Holder's Country of Citizenship: United States (South Dakota LLC)	
27) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Northern Valley Communications, L.L.C. owns 100% of the stock of consortium member Northern Valley Wireless, Inc.				

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) FCC Registration Number (FRN):	11d) Percent of Interest Held:
Northern Valley Wireless, Inc. P.O. Box 320 235 East First Ave., Groton, SD 57445	Provision of wireless telecom services.	0006-0381-29	100% direct
Airwave Wireless, LLC P.O. Box 48 12 East First Street, Kimball, SD 573554048	Provision of wireless telecom services.	0006-0355-1 3	Indirect 100% owner of Consortium Member

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): James Valley Communications, Inc.			3) FCC Registration Number(FRN). 0006-0453-22	
4) Disclosable interest Holder's Address: 235 East First Ave., P.O. Box 260, Groton, SD 57445				
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		28) Percent of Interest Held in Applicant: 100% of Consortium Member
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): Common Stock			29) Disclosable Interest Holder's Country of Citizenship: United States (South Dakota LLC)	
30) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): James Valley Communications, Inc. owns 100% of the membership interests of Northern Valley Communications, L.L.C., which owns 100% of the stock of consortium member Northern Valley Wireless, Inc.				

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) FCC Registration Number (FRN):	11d) Percent of Interest Held:
Northern Valley Communications, L.L.C. P.O. Box 320 235 East First Ave., Groton. SD 57445	Provision of internet access services.	0006-0384-00	100% direct
Northern Valley Wireless, Inc. P.O. Box 320 235 East First Ave., Groton, SD 57445	Provision of wireless telecom services.	0006-0381-29	100% indirect
Airwave Wireless, LLC P.O. Box 48 12 East First Street, Kimball, SD 57355-0048	Provision of wireless telecom services.	0006-0355-1 3	Indirect 100% owner of Consortium Member

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): James Valley Cooperative Telephone Company			3) FCC Registration Number(FRN): 0005-0972-17	
4) Disclosable Interest Holder's Address: 235 East First Ave., P.O. Box 320, Groton, SD 57445				
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		31) Percent of Interest Held in Applicant: 100% of Consortium Member
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): Common Stock			32) Disclosable Interest Holder's Country of Citizenship: United States (South Dakota Corporation)	
33) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): James Valley Cooperative owns 100% of the stock of James Valley Communications, Inc. which owns 100% of the membership interests of Northern Valley Communications, L.L.C., which owns 100% of the stock of consortium member Northern Valley Wireless, Inc.				

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 Bkiness:	11c) FCC Registration Number (FRN):	11d) Percent of Interest Held:
James Valley Communications, Inc. P.O. Box 260 235 East First Ave., Groton, SD 57445	Holding company for Northern Valley LLC interests.	0006-0453-22	100% direct
Northern Valley Communications, L.L.C. P.O. Box 320 235 East First Ave., Groton, SD 57445	Provision of internet access services.	0006-0384-00	100% indirect
Northern Valley Wireless, Inc. P.O. Box 320 235 East First Ave., Groton, SD 57445	Provision of wireless telecom services.	0006-0381-29	100% indirect
Airwave Wireless, LLC P.O. Box 48 12 East First Street, Kimball, SD 57355-0048	Provision of wireless telecom services.	0006-0355-I 3	indirect 100% owner of Consortium Member

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): Doug		MI:	Last Name: Eidahl	Suffix
2) Disclosable Interest Holder's Name (if entity).			3) FCC Registration Number(FRN). 0006-0453-71	
4) Disclosable Interest Holder's Address: c/o James Valley Cooperative Telephone Company, 235 East First Ave., P.O. Box 260, Groton, SD 57445				
5) Type of Interest in Applicant (O, K) (refer to Instructions for list): Officer, Key Management		6) Disclosable Interest Holder is a (n): (I) (refer to instructions for list of codes): Individual		34) Percent of Interest Held in Applicant: 0 %
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): Other			35) Disclosable Interest Holder's Country of Citizenship: United States	
36) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Doug Eidahl is President of consortium member Northern Valley Wireless, Inc., and General Manager of its 100% indirect owner, James Valley Cooperative Telephone Company, Inc.				

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) FCC Registration Number (FRN):	11d) Percent of Interest Held:
James Valley Cooperative Telephone Co. P.O. Box 260 235 East First Ave., Groton, SD 57445	Provision of local exchange telephone services.	0005-0972-17	0 %
James Valley Communications, Inc. P.O. Box 260 235 East First Ave., Groton, SD 57445	Holding company for Northern Valley LLC interests.	0006-0453-22	0 %
Northern Valley Communications, L.L.C. P.O. Box 320 235 East First Ave.. Groton. SD 67445	Provision of internet access services.	0006-0384-00	0 %
Northern Valley Wireless, Inc. P.O. Box 320 235 East First Ave., Groton, SD 57445	Provision of wireless telecom services.	0006-0381-29	0 %
Airwave Wireless, LLC P.O. Box 48 12 East First Street, Kimball, SD 57355-0048	Provision of wireless telecom services.	0006-0355-13	0 %

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): Valley Cable & Satellite Communications, Inc.			3) FCC Registration Number(FRN): 0005-6226-75	
4) Disclosable Interest Holder's Address: 102 South Main Street, Herreid, SD 57632				
5) Type of Interest in Applicant (D) (refer to Instructions for list): Direct Ownership		6) Disclosable Interest Holder is a (n): (C) (refer to Instructions for list of codes): Corporation		37) Percent of Interest Held in Applicant: Member of Consortium
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): Other – Consortium Member			38) Disclosable Interest Holder's Country of Citizenship: United States (South Dakota Corporation)	
39) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Valley Cable & Satellite Communications, Inc. is a member of the seven-member Airwave Wireless consortium.				

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) FCC Registration Number (FRN):	11d) Percent of Interest Held:
Airwave Wireless, LLC P.O. Box 48 12 East First Street, Kimball, SD 57355-0048	Provision of wireless telecom services.	0006-0355-1 3	Consortium Member

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): Valley Telecommunications Cooperative Assn.			3) FCC Registration Number(FRN) 0002-4305-I 0	
4) Disclosable Interest Holder's Address: 102 South Main Street, Herreid, SD 57632				
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		40) Percent of Interest Held in Applicant: 100% of Consortium Member
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): Common Stock			41) Disclosable Interest Holder's Country of Citizenship: United States (South Dakota Corporation)	
42) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Valley Telecommunications Cooperative Association owns 100% of the stock of consortium member Valley Cable & Satellite Communications, Inc.				

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

11 a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary).	11 b) Principal Business:	11 c) FCC Registration Number (FRN):	11 d) Percent of Interest Held:
Valley Cable & Satellite Communications, Inc. 102 South Main Street, Herreid, SD 57632	CAN and long-distance telephone services	0005-6226-75	100% direct
Airwave Wireless, LLC P.O. Box 48 12 East First Street, Kimball, SD 57355-0048	Provision of wireless telecom services.	0006-0355-I 3	Indirect 100% owner of Consortium Member

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): Dianna		MI: J.	Last Name: Quaschnick	Suffix --
2) Disclosable Interest Holder's Name (if entity):			3) FCC Registration Number(FRN): 0006-0597-37	
4) Disclosable Interest Holder's Address: c/o Valley Telecommunications Cooperative Association, 102 South Main Street, Herreid, SD 57632				
5) Type of Interest in Applicant (O, K) (refer to Instructions for list): Officer, Key Management		6) Disclosable Interest Holder is a (n): (I) (refer to instructions for list of codes): Individual		43) Percent of Interest Held in Applicant: 0 %
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): Other			44) Disclosable Interest Holder's Country of Citizenship: United States	
45) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Dianna Quaschnick is General Manager of Valley Cable & Satellite Communications, Inc. and its 100% indirect owner, Valley Telecommunications Cooperative Association.				

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) FCC Registration Number (FRN):	11d) Percent of Interest Held:
Valley Telecommunications Cooperative Assn. 102 South Main Street, Herreid, SD 57632	Provision of local exchange telephone services.	0002-4305-I 0	0 %
Valley Cable & Satellite Communications, Inc. 102 South Main Street, Herreid, SD 57632	CATV and long-distance telephone services	0005-6226-75	0 %
Airwave Wireless, LLC P.O. Box 48 12 East First Street, Kimball, SD 573560048	Provision of wireless telecom services.	0006-0355-I 3	0 %

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): Santel Communications Cooperative, Inc.			3) FCC Registration Number(FRN): 0003-7588-77	
4) Disclosable Interest Holder's Address: 308 S. Dumont Ave., Woonsocket, SD 57385				
5) Type of Interest in Applicant (D) (refer to instructions for list): Direct Ownership		6) Disclosable Interest Holder is a (n): (C) (refer to instructions for list of codes): Corporation		46) Percent of Interest Held in Applicant: Member of Consortium
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): Other – Consortium Member			47) Disclosable Interest Holder's Country of Citizenship: United States (South Dakota Corporation)	
48) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Santel Communications Cooperative, Inc. is a member of the seven-member Airwave Wireless consortium.				

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) FCC Registration Number (FRN):	11d) Percent of Interest Held:
Airwave Wireless, LLC P.O. Box 48 12 East First Street, Kimball, SD 57355-0048	Provision of wireless telecom services.	0006-0355-I 3	Consortium Member

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): Eugene		MI:	Last Name Kroell	Suffix
2) Disclosable Interest Holder's Name (if entity): -			3) FCC Registration Number(FRN): 0006-0675-99	
4) Disclosable Interest Holder's Address: c/o Santel Communications Cooperative, Inc., 308 S. Dumont Ave., Woonsocket, SD 57385				
5) Type of Interest in Applicant (O, K) (refer to Instructions for list): Officer, Key Management		6) Disclosable Interest Holder is a (n): (I) (refer to instructions for list of codes) Individual		49) Percent of Interest Held in Applicant 0 %
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): Other			50) Disclosable Interest Holder's Country of Citizenship: United States	
51) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Gene Kroell is General Manager of consortium member Santel Communications Cooperative, Inc.				

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) FCC Registration Number (FRN):	11d) Percent of Interest Held:
Santel Communications Cooperative, Inc. 308 S. Dumont Ave. Woonsocket SD 57385	Provider of local exchange telephone, CATV, satellite and wireless cable TV services	0003-7588-77	0 %
Airwave Wireless, LLC P.O. Box 48 12 East First Street, Kimball, SD 57355-0048	Provision of wireless telecom services.	0006-0355-1 3	0 %

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): Hanson Communications, Inc.			3) FCC Registration Number(FRN). 0003-7666-56	
4) Disclosable Interest Holder's Address: 330 S. Nebraska Street, Salem, SD 57058				
5) Type of Interest in Applicant (D) (refer to Instructions for list): Direct Ownership		6) Disclosable Interest Holder is a (n): (C) (refer to instructions for list of codes): Corporation		52) Percent of Interest Held in Applicant: Member of Consortium
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): Other – Consortium Member			53) Disclosable Interest Holder's Country of Citizenship: United States (South Dakota Corporation)	
54) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Hanson Communications, Inc. is a member of the seven-member Airwave Wireless consortium.				

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) FCC Registration Number (FRN):	11d) Percent of Interest Held:
Airwave Wireless, LLC P.O. Box 48 12 East First Street, Kimball, SD 573554048	Provision of wireless telecom services.	0006-0355-13	Consortium Member

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): McCook Telephone Cooperative Company			3) FCC Registration Number(FRN): 0002-4309-I 6	
4) Disclosable Interest Holder's Address: 330 S. Nebraska Street, Salem, SD 57058				
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		55) Percent of Interest Held in Applicant. 100% of Consortium Member
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): Common Stock			56) Disclosable Interest Holder's Country of Citizenship: United States (South Dakota Corporation)	
57) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): McCook Telephone Cooperative Company owns 100% of the stock of consortium member Hanson Communications, Inc.				

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:	Ic) FCC Registration Number (FRN):	II d) Percent of Interest Held:
Hanson Communications, Inc. 330 S. Nebraska Street, Salem, SD 57058	Provision of local exchange telephone, CATV and Internet access services.	0003-7666-56	100% direct
Airwave Wireless, LLC P.O. Box 48 12 East First Street, Kimball, SD 57355-0048	Provision of wireless telecom services.	0006-0355-13	Indirect 100% owner of Consortium Member

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). Bryan		MI	Last Name: Roth	Suffix
2) Disclosable Interest Holder's Name (if entity):			3) FCC Registration Number(FRN): 0006-0656-68	
4) Disclosable Interest Holder's Address: c/o McCook Telephone Cooperative Company, 330 S. Nebraska Street, Salem, SD 57058				
5) Type of Interest in Applicant (O, K) (refer to Instructions for list): Officer, Key Management		6) Disclosable Interest Holder is a (n): (I) (refer to instructions for list of codes): Individual		58) Percent of Interest Held in Applicant: 0 %
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): Other			59) Disclosable Interest Holder's Country of Citizenship: United States	
60) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Bryan Roth is General Manager of consortium member Hanson Communications, Inc. and its 100% parent company, McCook Telephone Cooperative Company.				

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

11 a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11 b) Principal Business:	11 c) FCC Registration Number (FRN):	11 d) Percent of Interest Held:
McCook Cooperative Telephone Company 330 S. Nebraska Street, Salem, SD 57058	Provision of local exchange telephone services.	0002-4309-1 6	0 %
Hanson Communications, Inc. 330 S. Nebraska Street, Salem, SD 57058	Provision of local exchange telephone, CATV and Internet access services.	0003-7666-56	0 %
Airwave Wireless, LLC P.O. Box 48 12 East First Street, Kimball, SD 57355-0048	Provision of wireless telecom services.	0006-0355-1 3	0 %

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). Interstate Satellite Services, Inc.			3) FCC Registration Number(FRN): 0006-0658-74	
4) Disclosable Interest Holder's Address: 312 West Fourth Street, P.O. Box 920 Clear Lake, SD 57226				
5) Type of Interest in Applicant (D) (refer to instructions for list): Direct Ownership		6) Disclosable Interest Holder is a (n): (C) (refer to instructions for list of codes): Corporation		61) Percent of Interest Held in Applicant: Member of Consortium
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): Other – Consortium Member			62) Disclosable Interest Holder's Country of Citizenship: United States (South Dakota Corporation)	
63) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Interstate Satellite Services, Inc. is a member of the seven-member Air-wave Wireless consortium.				

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) FCC Registration Number (FRN):	11d) Percent of Interest Held:
Airwave Wireless, LLC P.O. Box 48 12 East First Street, Kimball, SD 573550048	Provision of wireless telecom services.	0006-0355-I 3	Consortium Member

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): Interstate Telecommunications Cooperative, Inc.			3) FCC Registration Number(FRN). 0003-7415-50	
4) Disclosable Interest Holder's Address: 312 West Fourth Street, P.O. Box 920. Clear Lake, SD 57226				
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		64) Percent of Interest Held in Applicant 100% of Consortium Member
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): Common Stock			65) Disclosable Interest Holder's Country of Citizenshpt. United States (South Dakota Corporation)	
*66) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Interstate Telecommunications Cooperative, Inc. owns 100% of the stock of consortium member Interstate Satellite Services, Inc.				

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) FCC Registration Number (FRN):	11d) Percent of Interest Held:
Interstate Satellite Services. Inc. P.O. Box 920 312 Fourth Street West, Clear Lake, SD 57226	Former Drovider of DBS services and holder of non-controlling interest in cellular telephone provider	0006-0658-74	100% direct
Airwave Wireless, LLC P.O. Box 48 12 East First Street, Kimball, SD 57355-0048	Provision of wireless telecom services.	0006-0355-I 3	Indirect 100% owner of Consortium Member

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): Dean		MI: E.	Last Name: Anderson	Suffix
2) Disclosable Interest Holder's Name (if entity):			3) FCC Registration Number(FRN). 0006-0669-30	
4) Disclosable Interest Holder's Address: c/o Interstate Telecommunications Cooperative, inc., 312 Fourth Street West, P.O. Box 920, Clear Lake, SD 57226				
5) Type of Interest in Applicant (O, K) (refer to Instructions for list): Officer, Key Management		6) Disclosable Interest Holder is a (n): (I) (refer to instructions for list of codes): Individual		67) Percent of Interest Held in Applicant 0 %
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): Other			68) Disclosable Interest Holder's Country of Citizenship: United States	
69) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Dean Anderson is General Manager of Interstate Telecommunications Cooperative, Inc. and consortium member Interstate Satellite Services, Inc.				

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) FCC Registration Number (FRN):	11d) Percent of Interest Held:
Interstate Telecommunications Cooperative, Inc. P.O. Box 920 312 Fourth Street West, Clear Lake, SD 57226	Provision of local exchange telephone, long distance and Internet access services	0003-7415-50	0 %
Interstate Satellite Services, Inc. P.O. Box 920 312 Fourth Street West, Clear Lake, SD 57226	Former provider of DBS services and holder of non-controlling interest in cellular telephone provider	0006-0658-74	0 %
Airwave Wireless, LLC P.O. Box 46 12 East First Street, Kimball, SD 57355-0048	Provision of wireless telecom services.	0006-0355-13	0 %