

**RECEIVED**  
OCT 15 2001

**Applicant/Licensee Information**

1) First Name (if individual):	MI:	Last Name:	Suffix:
2) Applicant Name (if entity): Telephone and Data System's, Inc.		3) Applicant TIN: FRN [REDACTED]	

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FEDERAL COMMUNICATIONS COMMISSION  
OFFICE OF THE SECRETARY

**Licensing & Technical**

**Related FCC Regulated Businesses of Applicant/Licensee Analysis Branch**

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:
See Exhibit 2	Telecommunications		

**Signature**

5) Typed or Printed Name of Party Authorized to Sign

First Name: Rudolph	MI: E.	Last Name: Hornacek	Suffix:
Title: Vice President			
Signature: <i>Rudolph E. Hornacek</i>			Date:

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 16, 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).



**Question No. 10a**  
**Five Percent or Greater Shareholders**  
**of Telephone and Data Systems, Inc.**

The following information is current as of February 28, 2001 except as otherwise noted.

All individuals listed are U.S. citizens unless otherwise specified.

**Series A Common Shares**

There are 6,875,567 Series A Common Shares of Telephone and Data Systems, Inc.

- (“TDS”) outstanding. This stock has ten votes per share and has the voting power to elect 75% less one of the TDS Board of Directors and thus controls TDS. A voting trust, formed to facilitate long-standing relationships among the trust’s certificate holders, became effective on June 30, 1989, and beneficially owns 6,355,215 Series A Common Shares (92.4% of class). Trustees of the voting class include the following: (i) LeRoy T. Carlson, Jr., c/o Telephone and Data Systems, Inc., 30 North LaSalle, Suite 4000, Chicago, Illinois 60602, President, Chief Executive Office and Director of TDS and the son of LeRoy T. Carlson, founder and Chairman of TDS; (ii) Walter C.D. Carlson, c/o Sidley & Austin, Bank One Plaza, 2 South Dearborn, Chicago, Illinois 60603, a Director of TDS, a practicing attorney with the law firm of Sidley & Austin in Chicago and a son of LeRoy T. Carlson; (iii) Letitia G. Carlson, c/o Telephone and Data Systems, Inc., 30 North LaSalle, Suite 4000, Chicago, Illinois 60602, a Director of TDS, a physician and a daughter of LeRoy T. Carlson; and (iv) Prudence E. Carlson, c/o Telephone and Data Systems, Inc., 30 North LaSalle, Suite 4000, Chicago, Illinois 60602, an independent writer and art critic and daughter of LeRoy T. Carlson. Under the terms of the voting trust, the trustees

hold and vote the Series A Common Shares held in the trust. If the voting trust were terminated, Margaret D. Carlson (wife of LeRoy T. Carlson), LeRoy T. Carlson, Jr., Walter C.D. Carlson, Letitia G.C. Carlson, Prudence E. Carlson, and Donald C. Nebergall, c/o Telephone and Data Systems, Inc., 30 North LaSalle, Suite 4000, Chicago, Illinois 60602, as trustee under certain trusts for the benefit of the children of LeRoy T. Carlson, would each be deemed to own beneficially more than 5% of the outstanding Series A Common Shares. Margaret D. Carlson, c/o Telephone and Data Systems, Inc., 30 North LaSalle, Suite 4000, Chicago, Illinois 60602, beneficially owns an aggregate of 635,800 Series A Common Shares (9.2% of class) in such voting trust and has sole voting power with respect to 52,009 Series A Common Shares outside of the voting trust. LeRoy T. Carlson Jr. beneficially owns 1,035,940 Series A Common Shares (15.1% of class) which are held in the voting trust and 12,046 Series A Common Shares outside of the voting trust. Walter CD. Carlson beneficially owns 1,071,005 Series A Common Shares (15.6% of class) in the voting trust and 838 Series A Common Shares outside of the voting trust. Letitia G. Carlson beneficially owns 1,061,307 Series A Common Shares (15.4% of class) which are held in the voting trust and 905 Series A Common Shares outside of the voting trust. Prudence E. Carlson beneficially owns 1,001,729 Series A Common Shares (14.6% of class) in the voting trust, and has sole voting power with respect to 194, 718 Series A Common Shares (2.8% of class) outside of the voting trust. Collectively the trusts of which Mr. Nebergall is trustee, beneficially own 648,481 Series A Common Shares (9.4% of class) which are held in the voting trust. In addition, 273 Series A Common Shares held in the voting trust for the benefit of Mr. Nebergall and Mr. Nebergall has sole voting power with respect to 1,003 Series A Common Shares held outside of the voting trust.

### **TDS Common Shares**

There were 51,808,138 Common Shares of TDS outstanding as of February 28, 2001 based on the most recent Schedules 13D or 13G filings made with the Securities and Exchange Commission. Gabelli Funds, Inc., One Corporate Center, Rye, New York 10580, held 6,343,525 Common Shares (12.2% of class) for the benefit of investors representing 5.3% voting interests in TDS. Franklin Mutual Advisers, Inc., 5 1 John F. Kennedy Parkway, Short Hills, New Jersey 07078, held 4,170,575 Common Shares (8.0% of class) for the benefit of investors.

### **Preferred Stock**

There were 78,275 shares of Preferred Stock of TDS outstanding as of February 28, 2001. Bennet Miller, Lafayette, Indiana, 47095, owns 30,000 shares (38.3% of class) of the Preferred Shares of TDS. Adelene M. Lewis, London, Kentucky 40741 owns 12,000 (15.3% of class) of the Preferred Shares of TDS. Marlene Click, Dayton, Ohio 45458, owns 11,417 (14.5% of class) of the Preferred Shares of TDS. Edward A. Mattingly, Kentucky 40744 owns 7,000 (8.9% of class) of the Preferred Shares of TDS. E.L. Davenport, Apple Valley, California 92307 owns 5,804 shares (7.4% of the class) of the Preferred Shares of TDS.

TELEPHONE AND DATA SYSTEMS, INC.  
 EXHIBIT 2 FCC FORM 602, QUESTIONS 4a-4d  
 CURRENT AT OCTOBER 1, 2001

FCC REGULATED BUSINESSES 4a	% INTEREST HELD 4d
-----	-----
AMELIA TELEPHONE CORPORATION	100.00
ARCADIA TELEPHONE COMPANY	100.00
ARIZONA TELEPHONE COMPANY	100.00
ARVIG TELEPHONE COMPANY	100.00
ASOTIN TELEPHONE COMPANY	100.00
BADGER TELECOM, INC.	100.00
BANGOR CELLULAR TELEPHONE, L.P.	91.88
BLUE RIDGE TELEPHONE COMPANY	100.00
BRIDGE WATER TELEPHONE COMPANY	100.00
BROWNSVILLE CELLULAR TELEPHONE COMPANY, INC	18.65
BUTLER TELEPHONE COMPANY, INC.	100.00
CALHOUN CITY TELEPHONE COMPANY, INC.	100.00
CALIFORNIA RURAL SERVICE AREA #1, INC.	100.00
CAMDEN TELEPHONE & TELEGRAPH COMPANY, INC.	100.00
CEDAR RAPIDS CELLULAR TELEPHONE, L.P.	96.43
CENTRAL FLORIDA CELLULAR TELEPHONE COMPANY, INC.	100.00
CENTRAL STATE TELEPHONE COMPANY	100.00
CHARLOTTESVILLE CELLULAR PARTNERSHIP	95.37
<b>CHATHAM</b> TELEPHONE COMPANY	100.00
CHORUS COMMUNICATIONS GROUP, LTD.*	100.00
CHORUS NETWORKS, INC. DBA MID-PLAINS COMMUNICATIONS SYSTEMS	100.00
CHORUS NETWORKS, INC. F/K/A MID-PLAINS COMMUNICATIONS SYSTEMS, INC.	100.00
CLEVELAND COUNTY TELEPHONE COMPANY, INC.	100.00
COMMUNICATION CORPORATION OF MICHIGAN	100.00
COMMUNICATIONS CORPORATION OF INDIANA	100.00
CONCORD TELEPHONE EXCHANGE, INC.	100.00
CONTINENTAL TELEPHONE COMPANY	100.00

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FCC REGULATED BUSINESSES 4a	% INTEREST HELD 4d
DAVENPORT CELLULAR TELEPHONE COMPANY	97.37
DELTA COUNTY TELE-COMM, INC.	100.00
DUBUQUE CELLULAR TELEPHONE, L.P.	95.51
EAU CLAIRE CELLULAR TELEPHONE LIMITED PARTNERSHIP	44.50
FARMERS CELLULAR TELEPHONE COMPANY, INC.	49.00
FARMERS TELEPHONE COMPANY	100.00
FLORIDA RSA #8, INC.	100.00
GEORGIA RSA #11, INC.	100.00
GEORGIA RSA #12 PARTNERSHIP	59.33
GRANTLAND TELECOM, INC.	100.00
GREEN BAY CELLTELCO	100.00
HAPPY VALLEY TELEPHONE COMPANY	100.00
HARDY CELLULAR TELEPHONE COMPANY	100.00
HARTLAND & ST. ALBANS TELEPHONE COMPANY	100.00
HBM, INC.	100.00
HOME TELEPHONE COMPANY [IN]	100.00
HOME TELEPHONE COMPANY [OR]	100.00
ILLINOIS RSA #3, INC.	100.00
INDIANA RSA NO. 4 LIMITED PARTNERSHIP	42.86*
INDIANA RSA NO. 5 LIMITED PARTNERSHIP	66.67
IOWA 13, INC.	100.00
IOWA RSA NO. 12 LIMITED PARTNERSHIP	24.50
IOWA RSA NO. 9 LIMITED PARTNERSHIP	16.67
ISLAND TELEPHONE COMPANY	94.71
JACKSONVILLE CELLULAR TELEPHONE COMPANY	97.54
JOPLIN CELLULAR TELEPHONE COMPANY L.P.	100.00
KANSAS #15 LIMITED PARTNERSHIP	100.00
KEARSARGE TELEPHONE COMPANY	100.00

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KENOSHA CELLULAR TELEPHONE, L.P.	99.32
LACROSSE CELLULAR TELEPHONE COMPANY, INC.	95.11
LEWISTON CELLTELCO PARTNERSHIP	83.63
LUDLOW TELEPHONE COMPANY	100.00
MADISON CELLULAR TELEPHONE COMPANY	93.07
MAINE RSA #1, INC.	100.00
MAINE RSA #4, INC.	100.00
MANCHESTER-NASHUA CELLULAR TELEPHONE, L.P.	94.10
MCALEN CELLULAR TELEPHONE COMPANY, INC.	26.20
MCDANIEL CELLULAR TELEPHONE COMPANY	100.00
MCDANIEL TELEPHONE COMPANY, INC.	100.00
MEDFORD PAGING, INC.	100.00
MID-PLAINS TELEPHONE, INC.	100.00
MID-STATE TELEPHONE COMPANY	100.00
MID-STATE TELEPHONE COMPANY*	100.00
MIDWAY TELEPHONE COMPANY	100.00
MIDWEST WIRELESS COMMUNICATIONS, L.L.C.	14.76
MINFORD CELLULAR TELEPHONE COMPANY	49.00
MISSOURI #15 RURAL CELLULAR, INC.	100.00
MISSOURI RSA 11, INC.	100.00
NELSON-BALL GROUND TELEPHONE COMPANY	100.00
NEW LONDON TELEPHONE COMPANY	100.00
NEW YORK RSA 2 CELLULAR PARTNERSHIP	57.2
NH #1 RURAL CELLULAR, INC.	100.00
NORTH CAROLINA RSA #4, INC.	100.00
NORTH CAROLINA RSA #9, INC.	100.00
NORTH CAROLINA RSA 1 PARTNERSHIP	50.00
NORTH CAROLINA RSA NO. 6, INC.	100.00

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FCC REGULATED BUSINESSES 4a	% INTEREST HELD 4d
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OHIO RSA 2 LIMITED PARTNERSHIP	10.84
OHIO RSA 5 LIMITED PARTNERSHIP	10.40
OHIO STATE CELLULAR PHONE COMPANY, INC.	100.00
OKLAHOMA CITY SMSA LIMITED PARTNERSHIP	14.60
OREGON RSA NO. 2 LIMITED PARTNERSHIP	65.29
OREGON RSA NO. 3 LIMITED PARTNERSHIP	76.39
PEACE VALLEY CELLULAR TELEPHONE COMPANY	100.00
PENNSYLVANIA RSA NO. 5 GENERAL PARTNERSHIP	49.00
PEOPLES TELEPHONE COMPANY, INC.	100.00
PIONEER COMMUNICATIONS, INC.	100.00
POTLATCH TELEPHONE COMPANY	100.00
QUINCY TELEPHONE COMPANY	100.00
RACINE CELLULAR TELEPHONE COMPANY	92.15
SALEM TELEPHONE COMPANY, INC.	100.00
SIHIAWASSEE TELEPHONE COMPANY	100.00
SOMERSET TELEPHONE COMPANY	100.00
SOUTHEAST MISSISSIPPI TELEPHONE COMPANY, INC.	100.00
SOUTHEAST TELEPHONE COMPANY	100.00
SOUTHWESTERN TELEPHONE COMPANY', INC.	100.00
SR WIRELESS, LLC	30.00
ST. LAWRENCE SEAWAY RSA CELLULAR PARTNERSHIP	60.00
ST. STEPHEN TELEPHONE COMPANY	100.00
TDS LONG DISTANCE CORPORATION	100.00
TDS METROCOM, INC.	100.00
TELLICO TELEPHONE COMPANY	100.00
TENNESSEE RSA #4 SUB 2, INC.	100.00
TENNESSEE RSA NO. 3 LIMITED PARTNERSHIP	16.67
TENNESSEE TELEPHONE COMPANY	100.00

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FCC REGULATED BUSINESSES 4a	% INTEREST HELD 4d
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TEXAHOMA CELLULAR LIMITED PARTNERSHIP	70.45
TEXAS #20 RURAL CELLULAR, INC.	100.00
TEXAS RSA 6 LIMITED PARTNERSHIP	13.50
THE ISLAND TELEPHONE COMPANY	100.00
TIPTON TELEPHONE COMPANY. INC.	100.00
TOWNSHIP TELEPHONE COMPANY, INC.	100.00
TRI-CITIES PAGING, INC.	100.00
TRI-COUNTY TELEPHONE COMPANY, INC.	100.00
TROY TELEPHONE COMPANY	100.00
U S LINK, INC.	100.00
UNITED STATES CELLULAR CORPORATION	80.99
UNITED STATES CELLULAR OPERATING COMPANY	80.99
	100.00
UNITED STATES CELLULAR OPERATING COMPANY - DES MOINES	100.00
UNITED STATES CELLULAR OPERATING COMPANY OF COLUMBIA	100.00
UNITED STATES CELLULAR OPERATING COMPANY OF MEDFORD	100.00
UNITED STATES CELLULAR OPERATING COMPANY OF YAKIMA*	68.46
UNITED STATES CELLULAR TELEPHONE COMPANY (GREATER KNOXVILLE), L.P.	96.03
UNITED STATES CELLULAR TELEPHONE OF GREATER TULSA, L.L.C.	55.06
USCOC OF CORPUS CHRISTI, INC.	100.00
USCOC OF CUMBERLAND, INC.	100.00
USCOC OF GREATER IOWA, INC.	100.00
USCOC OF GREATER WISCONSIN, L.P.	100.00
USCOC OF HAWAII 3, INC.	100.00
USCOC OF IDAHO RSA #5, INC.	100.00

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USCOC OF ILLINOIS RSA #1, INC.	100.00
USCOC OF ILLINOIS RSA #4, INC.	100.00
LJSCOC OF IOWA RSA #1, INC.	100.00
USCOC OF IOWA RSA #16, INC.	100.00
USCOC OF MISSOURI RSA #13, INC.	100.00
USCOC OF MISSOURI RSA #5, INC.	100.00
USCOC OF NEW HAMPSHIRE RSA #2, INC.	100.00
USCOC OF NORTH CAROLINA RSA #7, INC.	100.00
USCOC OF OKLAHOMA RSA #10, INC.	100.00
USCOC OF OREGON RSA #5, INC.	100.00
USCOC OF PENNSYLVANIA RSA NO. 10-B2, INC	100.00
USCOC OF RICHLAND, INC.	100.00
USCOC OF ROCKFORD, INC.	100.00
USCOC OF SOUTH CAROLINA RSA #4, INC.	100.00
USCOC OF ST. JOSEPH, INC.	eo. 99
USCOC OF TALLAHASSEE, INC.	100.00
USCOC OF VIRGINIA RSA #2, INC.	100.00
LJSCOC OF VIRGINIA RSA #3, INC.	100.00
USCOC OF WASHINGTON-4. INC.	100.00
UTELCO. INC.	100.00
VERMONT RSA NO. 2-B2, INC.	100.00
VICTORIA CELLULAR CORPORATION	99.99
VIRGINIA RSA #4, INC.	100.00
VIRGINIA RSA #7, INC.	100.00
VIRGINIA TELEPHONE COMPANY	100.00
VOICESTREAM WIRELESS CORPORATION	16.18
WARREN TELEPHONE COMPANY	100.00
WATERLOO/CEDAR FALLS CELLTELCO	93.03

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CURRENT AT OCTOBER 1, 2001

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WEST PENOBSCOT TELEPHONE AND TELEGRAPH	100.00
WESTERN SUB-RSA LIMITED PARTNERSHIP	98.24
WILLISTON TELEPHONE COMPANY	100.00
WILMINGTON CELLULAR TELEPHONE COMPANY	98.82
WINTERHAVEN TELEPHONE COMPANY	100.00
WIRELESS ALLIANCE, L.L.C.	49.90
WOLVERINE TELEPHONE COMPANY	100.00
YAKIMA MSA LIMITED PARTNERSHIP	87.81

**Telephone and Data Systems, Inc.**

Officers and Directors

LeRoy T. Carlson  
Chairman and Director

LeRoy T. Carlson, Jr.  
President, Chief Executive Officer and  
Director

Martin L. Solomon  
Director

Donald C. Nebergall  
Director

→ George W. Off  
Director

Dr. Letitia G. Carlson  
Director

Kevin A. Mundt  
Director

Walter C.D. Carlson, Esq.  
Director

James Barr III  
Director

Herbert S. Wander, Esq.  
Director

Lester O. Johnson  
Director Emeritus

Rudolph E. Hornacek  
Director Emeritus and  
Vice President-Engineering

Sandra L. Helton  
Executive Vice President, Chief Financial  
Officer and Director

D. Michael Jack  
Vice President & Controller

Scott H. Williamson  
Senior Vice President-Acquisitions and  
Corporate Development

C. Theodore Herbert  
Vice President – Human Resources

Peter L. Sereda  
Vice President and Treasurer

Mark A. Steinkrauss  
Vice President – Corporate Relations

Gregory J. Wilkinson  
Vice President and Corporate Secretary

James W. Twesme  
Vice President – Corporate Finance

Byron A. Wertz  
Vice President-Corporate Development

Michael K. Chesney  
Vice President-Corporate Development

George L. Dienes  
Vice President-Corporate Development

J. Timothy Kleespies  
Vice President – Tax

Thomas A. Burke  
Vice President and Chief Information  
Officer

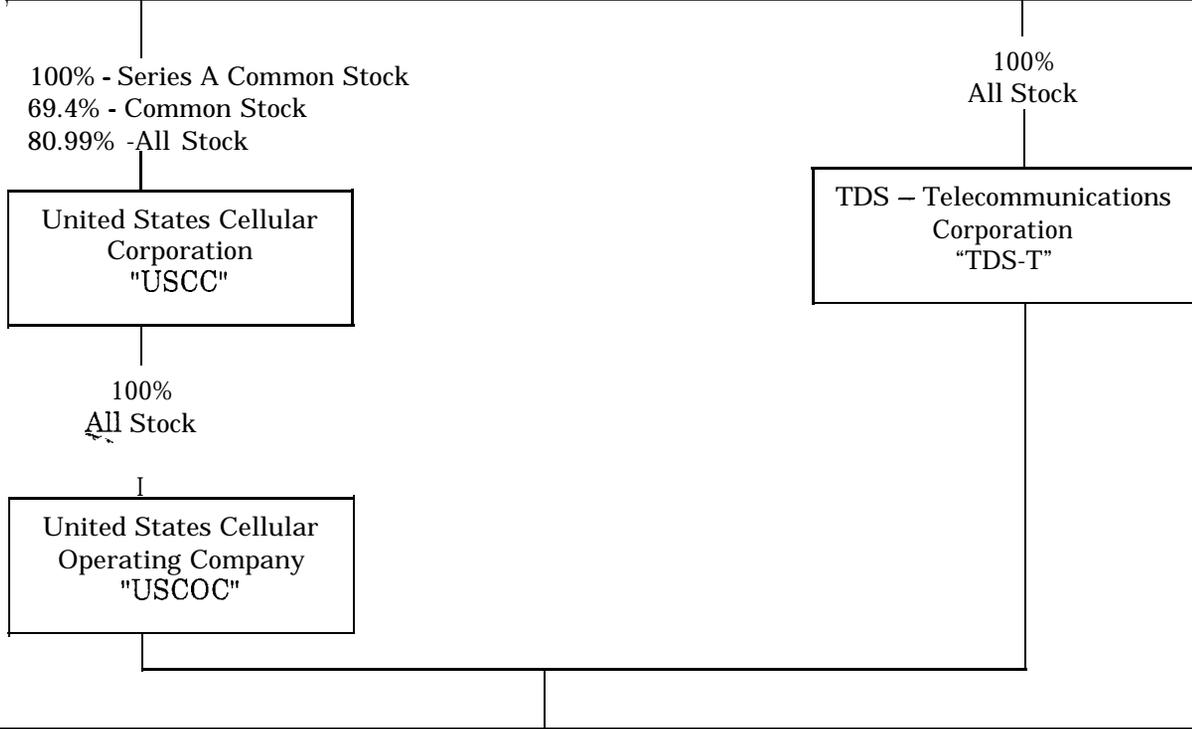
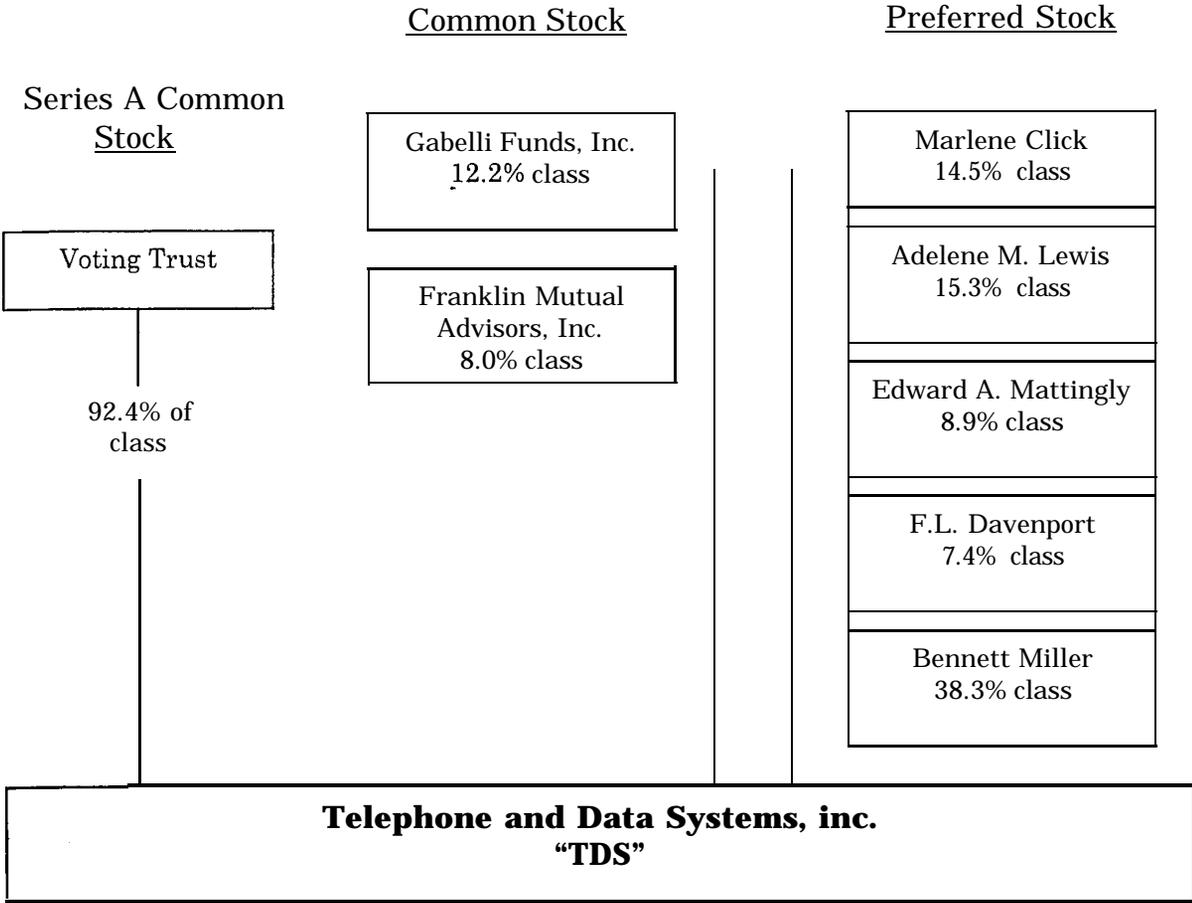
Jerry A. Gleisner  
Vice President – Corporate Systems

Michael G. Hron, Esq.  
General Counsel & Assistant Secretary

William S. DeCarlo, Esq.  
Assistant Secretary

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WAS1 #880412 v2



All Related FCC Regulated Businesses are Owned Directly by TDS, or through its Subsidiaries, USCC, USCOC or TDS-T.

Law Offices

# HOLLAND & KNIGHT LLP

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West Palm Beach

São Paulo  
Tel Aviv  
Tokyo

October 5, 2001

PETER M. CONNOLLY  
202-862-5989

Internet Address:  
pconnoll@hklaw.com

## VIA CAPITAL FILING SPECIALISTS

Magalie Roman Salas  
Secretary  
Federal Communications Commission  
The Portals  
445 12<sup>th</sup> Street, S.W., Room A325  
Washington, D.C. 20554

Re: Telephone and Data Systems, Inc.  
Ownership Disclosure Information

Dear Ms. Salas:

Herewith transmitted are an original and one copy of Form 602 ("FCC Ownership Disclosure Information for the Wireless Telecommunications Services") filed for Telephone and Data Systems, Inc.

We have not included the Taxpayer Identification Numbers ("TINs") requested by the form for the applicant and Disclosure Interest Holders because electronic filing procedures are not yet available under the FCC's Universal Licensing System and we wish to protect the confidentiality of the TINs. TINs can be supplied for those entities upon request of the FCC. Federal Registration Numbers ("FRN") have been supplied for each entity reported within this FCC Form 602.

The information supplied with respect to Disclosable Interest Holders reflects a good faith attempt to comply with the requirements of Form 602, after consultation with FCC staff. Again, if additional information is necessary, it will be supplied.

Magalie Roman Salas  
October 5, 2001  
Page 2

In the event there are any questions concerning this matter, please communicate with this office.

Very truly yours,

A handwritten signature in black ink, appearing to read "Peter M. Connolly". The signature is fluid and cursive, with a long horizontal stroke at the end.

Peter M. Connolly

Enclosures