

LAW OFFICES  
**BLOOSTON, MORDKOFKY, JACKSON & DICKENS**

2120 L STREET, N.W.  
WASHINGTON, D.C. 20037

HAROLD MORDKOFKY  
BENJAMIN H. DICKENS, JR.  
JOHN A. PRENDERGAST  
GERARD J. DUFFY  
ANDREW BROWN  
RICHARD D. **RUBINO**  
D. CARY MITCHELL  
MICHAEL B. ADAMS, JR.  
LAURA A. OTIS

**(202) 659-0830**  
FACSIMILE: **(202) 828-5568**

September 14, 1999

ARTHUR BLOOSTON  
1914 - 1999

ROBERT M. JACKSON  
OF COUNSEL

PERRY W. WOOFER  
LEGISLATIVE CONSULTANT

EUGENE MALISZEWSKYJ  
DIRECTOR OF ENGINEERING  
PRIVATE RADIO

SEAN A. AUSTIN  
DIRECTOR OF ENGINEERING  
COMMERCIAL RADIO

WRITER'S DIRECT DIAL NO.

**(202) 828-5515**

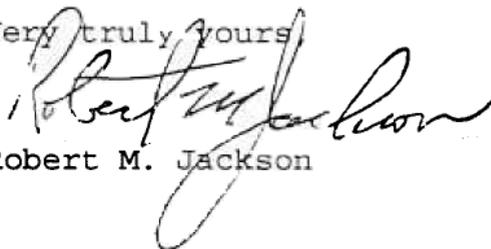
Federal Communications Commission  
1270 Fairfield Road  
Gettysburg, Pennsylvania 17325-7245

Dear FCC Staff:

On behalf of Badlands Cellular of North Dakota Limited Partnership, we are transmitting herewith its FCC Form 602 ownership disclosure report.

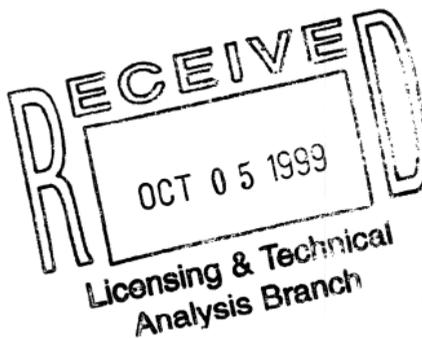
Please refer any inquiries or correspondence in connection with this matter to our offices.

Very truly yours



Robert M. Jackson

Attachment  
cc(w/att): Joy Robertson



**Applicant/Licensee Information**

1) First Name (if individual).	MI:	Last Name:	Suffix:
2) Applicant Name (if entity): Badlands Cellular of North Dakota Limited Partnership		3) Applicant TIN: [REDACTED]	

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

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

**Signature**

5) Typed or Printed Name of Party Authorized to Sign

First Name: Thomas	MI: D	Last Name: Flaherty	Suffix:
Title: Officer, General Partner			
Signature: ✓ <i>Thomas D Flaherty</i>			Date: ✓ 09/13/1999

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).

Schedule for Disclosable Interest Holders

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

1) <b>Disclosable</b> Interest Holder's First Name (if Individual):	MI:	Last <b>Name</b>	suffix
2) <b>Disclosable</b> Interest Holder's <b>Name (if entity)</b> : Badlands Cellular, Inc.		3) <b>Disclosable</b> Interest Holder's TIN: [REDACTED]	
4) <b>Disclosable</b> Interest Holder's Address: P.O. Box 535, Turtle Lake, ND 58575-0535			
5) Type of <b>Interest</b> in Applicant ( <b>D</b> ) (refer to Instructions for list)	6) <b>Disclosable</b> interest Holder is a(n): ( <b>C</b> ) (refer to <b>instructions</b> for list of codes):	7) Percent of Interest Held in Applicant: 50.997%	
6) <b>Disclosable</b> Interest Holder's Type of <b>Ownership</b> (refer to instructions for list): G, L		9) <b>Disclosable</b> Interest Holder's Country of <b>Citizenship</b> : USA	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of <b>ownership from indirect owner to the applicant</b> ): Badlands Cellular, Inc. has a 48.87% interest as general partner, and a 2.127% interest as limited partner, in Badlands Cellular of North Dakota Limited Partnership.			

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

11a) Name and address of all FCC Regulated Businesses owned by <b>Disclosable</b> Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest <b>Held</b> :
Badlands Cellular, Inc.	Ownership interest in ND 4 RSA cellular system	See Above	100%

Schedule for Disclosable Interest Holders

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

1) Disclosable Interest Holder's First Name (if individual):		MI:	Last Name:		suffix:
2) Disclosable interest Holder's Name (if entity): West River Telecommunications Cooperative				3) Disclosable Interest Holder's TIN: [REDACTED]	
4) Disclosable interest Holder's Address: 101 West Main, P.O. Box 467, Hazen, ND 58545					
5) Type of Interest in Applicant ( I ) (refer to Instructions for list)		6) Disclosable Interest Holder is a(n): ( C ) (refer to Instructions for list of codes):		7) Percent of Interest Held in Applicant: 39.58% of 50.997%	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): C			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): West River Telecommunications cooperative has a-39.5.8% interest in Badlands Cellular, Inc. which, in turn, has a 50.997% ownership interest in Badlands Cellular of North Dakota Limited Partnership					

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

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:
West River Telecommunications Cooperative	local Exchange Carrier	See Above	100%

FCC Ownership Disclosure Information for the  
Wireless Telecommunications Services

Schedule for Disclosable Interest Holders

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

1) <b>Disclosable</b> Interest Holder's First Name (if Individual).		MI:	Last Name:		Suffix:
2) <b>Disclosable</b> Interest Holder's Name (if entity): <b>Midstate Telephone Company</b>				3) Disclosable Interest Holder's TIN: 	
4) Disclosable Interest Holder's Address: 120 East First Street, P.O. Box 48, Kimball, SD 57355					
5) Type of Interest in Applicant ( I ) (refer to Instructions for list)		6) <b>Disclosable</b> Interest Holder is a(n): ( C ) (refer to instructions for list of codes):		7) Percent of Interest Held in Applicant: 31.25% of 50.997%	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): C			9) <b>Disclosable</b> 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): Xidstate Telephone Company has a 31.25 stock ownership interest in Badlands Cellular, Inc. which, in turn, has a 50.997% interest in Badlands Cellular of North Dakota Limited Partnership.					

**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 <b>Disclosable</b> Interest Holder listed in #3 (use <b>additional</b> sheets, if necessary):	IIb) Principal Business:	Ic) TIN:	IId) Percent of Interest Held:
Midstate Telephone Company	Local Exchange Carrier	See Above	100%

FCC Ownership Disclosure Information for the  
Wireless Telecommunications Services

Schedule for Disclosable Interest Holders

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

1) Disclosable Interest Holder's First Name (if individual):		MI	Last Name:		Suffix
2) Disclosable Interest Holder's Name (if entity): Consolidated Telephone Cooperative:				3) Disclosable Interest Holder's TIN: 	
4) Disclosable Interest Holder's Address: 507 South Main, P.O. Box 1077, Dickinson, ND 58601					
5) Type of interest in Applicant ( I ) (refer to Instructions for list)		6) Disclosable Interest Holder is a(n): ( C ) (refer to instructions for list of codes):		7) Percent of Interest Held in Applicant: 23.958% Of 50.997%	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): C			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): Consolidated Telephone Cooperative has a 23.958% stock ownership interest in Badlands Cellular, Inc. which, in turn, has a 50.997% interest in Badlands Cellular of North Dakota Limited Partnership.					

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

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:
Consolidated Telephone Cooperative	Local Exchange Carrier	See Above	100%

FCC Ownership Disclosure Information for the  
Wireless Telecommunications Services

Schedule for Disclosable Interest Holders

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

1) <b>Disclosable</b> Interest Holders <b>First Name</b> (if individual);	MI	Last Name:	Suffix
2) Disclosable Interest Holder's Name (if <b>entity</b> ): CommNet Cellular Inc.		3) <b>Disclosable</b> Interest Holder's TIN: [REDACTED]	
4) <b>Disclosable</b> Interest Holder's Address: 8350 East Crescent Parkway, Suite 400, Englewood, CO 80111			
5) <b>Type</b> of Interest in Applicant ( <b>D</b> ) (refer to Instructions for list)	6) <b>Disclosable</b> Interest Holder is a(n): ( <b>C</b> ) (refer to instructions for list of codes):		7) Percent of Interest Held in Applicant: 49.003%
8) Disclosable Interest Holders Type of Ownership (refer to instructions for list): G, L		9) Disclosable Interest Holder's Country of <b>Citizenship</b> : USA	
10) <b>Relationship Description</b> (if the <b>discloseable</b> Interest holder is <b>an indirect owner</b> , list path of ownership from indirect owner to the applicant): CommNet Cellular Inc. has a 46.960% interest as general partner, and a 2.043% interest as limited partner, in Badlands Cellular of North Dakota Limited Partnership.			

**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 <b>Business</b>	IIc) TIN:	IId) Percent of Interest Held:
CommNet Cellular Inc.	Cellular service through partnership <del>interests and wholly-</del> owned subsidiaries.	See Above	

**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</b> Interest Holder's First Name (if Individual):	<b>MI:</b>	Last Name:	<b>Suffix:</b>
2) <b>Disclosable</b> Interest Holder's Name (if entity): BCP CommNet, L.P.		3) Disclosable Interest Holder's TIN. 	
4) <b>Disclosable</b> Interest Holder's Address: 345 Park Avenue, New York, NY 10041			
5) Type of Interest in Applicant ( I ) (refer to Instructions for list)	6) <b>Disclosable</b> Interest Holder is a(n): ( L ) (refer to instructions for list of codes):	7) Percent of Interest Held in Applicant: 86.18% of 46.960%	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): C - voting		9) Disclosable Interest Holder's Country of Citizenship: USA	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): BCP CommNet L.P. owns an 86.18% stock ownership interest in CommNet Cellular Inc.			

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

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:

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</b> Interest Holder's First Name (if individual).	MI:	Last <b>Name</b> .	suffix:
2) Disclosable Interest Holders <b>Name</b> (if <b>entity</b> ): Blackstone <b>CCI</b> Capital Partners L.P.		3) <b>Disclosable</b> Interest <b>Holder's</b> <b>TIN</b> : - -	
4) Disclosable Interest Holder's Address: 345 Park Avenue, New York, NY 10041			
5) Type of Interest in Applicant ( <b>I</b> ) (refer to Instructions for list)	6) <b>Disclosable</b> Interest Holder is a(n): ( <b>L</b> ) (refer to <b>instructions</b> for list of codes):		7) Percent of Interest Held in Applicant: 86.18% of 46.960%
8) <b>Disclosable</b> Interest <b>Holder's</b> Type of Ownership (refer to instructions for list): C - voting; G; L		9) Disclosable Interest Holders Country of <b>Citizenship</b> : USA	
10) <b>Relationship</b> Description (if the <b>discloseable</b> interest holder is an indirect owner, list path of <b>ownership</b> from <b>indirect</b> owner to the <b>applicant</b> ): Blackstone <b>CCI</b> Capital Partners L.P. is the sole general partner in BCP <b>CommNet</b> L.P.			

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

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

FCC Ownership Disclosure Information for the  
Wireless Telecommunications Services  
Schedule for Disclosable Interest Holders

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

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

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

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: