

**FCC FORM 602 EXHIBIT A: DIRECT AND INDIRECT OWNERSHIP  
BLUEGRASS WIRELESS LLC  
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**Part 1: General Information**

Bluegrass Wireless LLC (“Filer”) is a limited liability company organized under the laws of Kentucky. Filer’s business address is P.O. Box 5012, 2902 Ring Road, Elizabethtown, Kentucky 42701. Filer’s responsible officer for this application is Ronald R. Smith, Authorized Representative. Mr. Smith is a United States citizen. Filer’s principal business is the marketing of wireless telecommunications services.

**Part 2: Direct Ownership**

Filer is owned by the following general partnerships, each of which is organized in Kentucky:

| <u>Name and Address</u>   | <u>% Interest in Filer</u> |
|---|----------------------------|
| Kentucky RSA #3 Cellular General Partnership<br>P.O. Box 5012<br>Elizabethtown, Kentucky 42702-5012 | 44%                        |
| Kentucky RSA 4 Cellular General Partnership<br>P.O. Box 5012<br>Elizabethtown, Kentucky 42702-5012  | 34%                        |
| Cumberland Cellular Partnership<br>P.O. Box 5012<br>Elizabethtown, Kentucky 42702-5012              | 22%                        |

**Part 3: Indirect Ownership**

(1) Kentucky RSA #3 Cellular General Partnership is a Kentucky general partnership owned by the following entities:

| <u>General Partner</u>   | <u>Percentage Interest</u> |
|--|----------------------------|
| Cellular Division of<br>Logan Telephone Cooperative, Incorporated *<br>10725 Bowling Green Road, P.O. Box 97<br>Auburn, Kentucky 42206 | 25%                        |
| Brandenburg Cellular Corporation **<br>200 Telco Drive   | 25%                        |



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200 Telco Drive  
Brandenburg, Kentucky 40108

|  |     |
|--|-----|
| South Central Rural Telephone<br>Cooperative Corporation, Inc. **<br>1399 Happy Valley Road, P.O. Box 159<br>Glasgow, Kentucky 42141 | 50% |
|--|-----|

\* Please see Part 3, Section (1) of this exhibit.

\*\* cooperative corporation organized in Kentucky and owned by its subscriber members, with no subscriber owning as much as a one percent interest in the company. David R. Davis serves as the cooperative's General Manager and is listed as a Disclosable Interest Holder in Filer in a Schedule A of Form 602.

(3) Cumberland Cellular Partnership is a general partnership owned by the following entities:

| <u>General Partner</u>  | <u>Interest</u> |
|---|-----------------|
| Cellular Division of<br>Logan Telephone Cooperative, Incorporated *<br>10725 Bowling Green Road, P. O. Box 97<br>Auburn, Kentucky 42206 | 12.5%           |
| Brandenburg Cellular Corporation **<br>200 Telco Drive<br>Brandenburg, Kentucky 40108   | 12.5%           |
| Cumberland Cellular, Inc. ***<br>2150 Main Street, P.O. Box 80<br>Jamestown, Kentucky 42629   | 62.5%           |
| South Central Rural Telephone<br>Cooperative Corporation, Inc. ****<br>1399 Happy Valley Road, P.O. Box 159<br>Glasgow, Kentucky 42141  | 12.5%           |

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\* wholly-owned subsidiary of Logan Telephone Cooperative Corporation, Incorporated, which is a cooperative corporation organized in Kentucky and owned by its subscriber members, with no subscriber owning as much as a one percent interest in the company. Greg Hale serves as the cooperative's General Manager and is listed as a Disclosable Interest Holder in Filer in a Schedule A of Form 602.

\*\* Please see Part 3, Section (1) of this exhibit.

\*\*\* wholly-owned subsidiary of Diversified Holding Corporation, which is a wholly-owned subsidiary of Duo County Telephone Cooperative Corporation, Inc., a cooperative corporation owned by its subscriber members in which no subscriber owns as much as a one percent interest. Thomas E. Preston serves as the cooperative's Executive Vice President and Chief Executive Officer and is listed as a Disclosable Interest Holder in Filer in a Schedule A of Form 602. Each company is organized under the laws of Kentucky.

\*\*\*\* cooperative corporation organized in Kentucky and owned by its subscriber members, with no subscriber owning as much as a one percent interest in the company. David R. Davis serves as the cooperative's General Manager and is listed as a Disclosable Interest Holder in Filer in a Schedule A of Form 602.

**Part 4: Other Disclosable Interest and Entities<sup>1</sup>**

As indicated, Filer is engaged in the provision of wireless telecommunications services. Filer's affiliate, Bluegrass Telecom, L.L.C. is engaged in the resale of long distance telephone services. Bluegrass Telecom, LLC is owned by 20.0025% by Brandenburg Communications Corp.; 20.0025% by Cellular Division of Logan Telephone Cooperative, Incorporated; 20.0025% by Cumberland Cellular, Inc.; 20.0025% by North Central Telephone Communications, Inc.; and 19.99% by South Central Rural Telephone Cooperative.

Filer's affiliate, Bluegrass Network LLC holds licenses in the common carrier point-to-point microwave radio services. Bluegrass Network, LLC is owned 20% each by Brandenburg Communications Corp., Cellular Division of Logan Telephone Cooperative, Incorporated, Duo County Telephone Cooperative Corp., North Central Telephone Communications, Inc. and South Central Rural Telephone Cooperative.

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<sup>1</sup> In the time since Filer submitted FCC Form 175 for Auction #73, there have been no changes in the FCC regulated businesses in which Disclosable Interest Holders ("DIHs") have an interest. In the process of review of FCC Form 602 of Filer, counsel determined that some FCC regulated businesses were not listed in the Schedule A of various DIHs even though those FCC regulated businesses were identified in Exhibit A to Form 602. Likewise, DIHs are added to the attached version of Form 602 to identify the General Manager or Chief Executive Officer for each of four rural telephone cooperatives that hold indirect ownership interests in Filer.

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Filer's affiliate, Bluegrass Cellular, Inc. holds radio station authorizations. The stock of Bluegrass Cellular, Inc. is owned by the same partnerships, in the same percentages, as the member interests in Filer are owned.

The members of Filer each hold licenses for the provision of wireless telecommunications services.

Certain indirect owners of Filer or their affiliates are engaged in the following activities which are regulated by the Federal Communications Commission:

The principal business of each of Filer's owners (or the controlling companies of Filer's owners) is the provision of local exchange service in the state of Kentucky. In addition, the following affiliates of owners of Filer are engaged in the following FCC-regulated activities:

Cable television service is provided by the following companies:

South Central Telcom LLC, an affiliate of South Central Rural Telephone Company

Brandenburg Telecom LLC, an affiliate of Brandenburg Telephone Company

Cumberland Cellular Inc., an affiliate of Duo County Telephone Cooperative Corporation, Inc.

North Central Communications, an affiliate of North Central Telephone Cooperative, Inc.