

UNITED STATES CELLULAR CORPORATION
LICENSE COSTS

18-Jun-90

NEW ORLEANS

AMOUNT

1990

Legal Fees - Account 1306000 January A/P distribution - Smithwick & ...	3,399.70
Legal Fees - Account 1306000 February A/P distribution - Smithwick & ...	17,570.15
Legal Fees - Account 1306000 February A/P distribution - Koteen & Naftalin	4,643.63
License Costs - Account 1306000 February A/P distribution - Richard BIBY - License Acquisistion Costs	1,273.70
License Costs - Account 1306000 March A/P distribution - TDSANZ Bank Charges	7,000.00
Legal Fees - Account 1306000 March A/P distribution - Smithwick & ...	2,219.38
Legal Fees - Account 1306000 April A/P distribution - Smithwick & ...	10,716.92
Legal Fees - Account 1306000 April A/P distribution - Sidley & Austin	795.16
Legal Fees - Account 1306000 April A/P distribution - Koteen & Naftalin	2,712.94
Legal Fees - Account 1306000 May A/P distribution - Smithwick & ...	754.36
TOTAL AS OF MAY 31, 1990	----- 51,085.94 =====

USCC01393

UNITED STATES CELLULAR CORPORATION

18-Jun-90

LICENSE COSTS

NEW ORLEANS

AMOUNT

1989

License Costs - La Star Cellular (Account 1306000 February 1989 A/P distribution)	1,027.95
Legal Fees (Account 1306000 February A/P distribution) Koteen & Naftalin	625.00
License Costs - La Star Cellular (Account 1306000 March 1989 A/P distribution)	386.79
License Costs - Line of Credit Commitment Fee (Account 1306000 A/P March 1989 A/P distribution) TDS-ANZO	7,000.00
Legal Fees - Account 1306000 April A/P - Lic Costs - Smithwick &	774.70
Legal Fees - Account 1306000 May A/P - Lic Costs - Smithwick	1,207.50
Legal Fees - Account 1306000 June A/P - Lic Costs - Smithwick &	16,480.55
Legal Fees - Koteen & Naftalin - Account 1306000 July A/P	10,543.75
Legal Fees - Pope Ballard - Account 1306000 July A/P	2,500.45
Legal Fees - Smithwick & - Account 1306000 July A/P	9,986.30
Legal Fees - Smithwick & - Account 1306000 August A/P	8,080.10
Legal Fees - Pope Ballard - Account 1306000 September A/P	1,741.43
Legal Fees - La Star Appeal - Account 1306000 October A/P - Smithwick & ...	787.50
Legal Fees - La Star Appeal - Account 1306000 November A/P - Smithwick & ...	3,276.86
Legal Fees - La Star Appeal - Account 1306000 November A/P - Koteen & Naftalin	1,384.63
License Costs - ANZ Commit Fee - Account 1306000 December A/P TDS ANZ Bank	9,000.00

USCC01394

UNITED STATES CELLULAR CORPORATION
LICENSE COSTS

18-Jun-90

NEW ORLEANS

AMOUNT

Legal Fees - La Star Appeal - Account 1306000 December A/P -
Smithwick & ...

26,104.19

TOTAL 1989

100,907.70
=====

UNITED STATES CELLULAR CORPORATION 18-Jun-90
LICENSE COSTS

NEW ORLEANS AMOUNT

1988

Legal Fees - La Star appeal (included in account 1306000 February accounts payable)	1,389.95
Legal Fees - La Star appeal (included in account 1306000 March accounts payable)	14,921.37
Engineering Costs (included in account 1306000 January accounts payable)	621.62
Legal Fees (included in account 1306000 February accounts payable)	3,897.73
License Costs (included in account 1306000 February accounts payable)	12,896.23
Real Estate Agents Fee (included in account 1306000 March accounts payable)	400.00
Legal Fees for La Star application (included in account 1306000 March accounts payable)	355.25
Options for La Star filing (included in account 1306000 February accounts payable)	4,603.50
Options for La Star filing (included in account 1306000 March accounts payable)	397.50
Legal fees - La Star appeal (included in account 1306000 April accounts payable)	6,666.62
License costs - La Star (included in account 1306000 April accounts payable)	304.11
Legal Fees - Pope, Ballard (included in account 1306000 May accounts payable)	1,592.00
Legal fees - La Star appeal (included in account 1306000 May accounts payable)	5,810.35
Legal fees - La Star appeal (included in account 1306000 June accounts payable)	2,515.70

UNITED STATES CELLULAR CORPORATION	18-Jun-90
LICENSE COSTS	
NEW ORLEANS	AMOUNT
-----	-----
Legal fees - La Star appeal (included in account 1306000 July Accounts Payable) Arthur Belendi	2,607.00
Legal fees - La Star appeal (included in account 1306000 July Accounts Payable) Koteen and Naftalin	14,070.00
Legal fees - La Star appeal (included in account 1306000 August Accounts Payable) Arthur Belendi	615.00
Legal fees - La Star appeal (included in account 1306000 August Accounts Payable) Richard Biby	918.00
Legal fees - La Star appeal (included in account 1306000 August Accounts Payable) Koteen and Naftalin	3,683.00
Legal fees - Purchase wireline interest (included in account 1306000 August Accounts Payable) Koteen and Naftalin	145.00
Legal fees - La Star appeal (included in account 1306000 September Accounts Payable) Smithwick & ...	3,091.00
License Costs - Renew Option for 2 years (September Account 1306000 Accounts Payable) Century 21	20,004.00
License Costs - Cell Site Commission (September Account 1306000 Accounts Payable)	1,400.00
License Costs - La Star Appeal (October Account 1306000 Accounts Payable) Smithwick &	1,417.41
License Costs - La Star Appeal (October Account 1306000 Accounts Payable) Richard Biby	139.10
License Costs - La Star Appeal (November Account 1306000 Accounts Payable) Smithwick &	1,237.94
License Costs - La Star Appeal (November Account 1306000 Accounts Payable) Richard Biby	716.49
License Costs - Commitment Fees (December Account 1306000 Accounts Payable) TDS	9,000.00
TOTAL 1988	----- 115,415.87 =====

UNITED STATES CELLULAR CORPORATION 18-Jun-90
 LICENSE COSTS

NEW ORLEANS	AMOUNT
-----	-----
1987	

Legal Fees-Account 1306000 October Accounts Payable	5,396.00
Legal Fees-Account 1306000 October Accounts Payable Pope, Ballard	1,726.00
License Costs-Account 1306000 October J1071	300,000.00
License Costs-Account 1306000 October Account Payable	1,240.00
License Costs-Account 1306000 October Account Payable Options on sites	1,298.00
Engineering Costs-Account 1306000 October Account Payable	(553.00)
Legal Fees-Account 1306000 November Accounts Payable	9,960.00
License Costs-Account 1306000 November Account Payable Cell sites	2,280.00
Legal Fees-Account 1306000 December Accounts Payable Koteen & Naftalin Third Quarter Fees	3,422.00
Legal Fees-La Star Appeal (Account 1306000 December Accounts Payable-Arthur, Belendi)	4,607.00
Legal Fees-La Star Appeal (Account 1306000 December Accounts Payable)	1,549.00
Engineering Costs-La Star Appeal (Account 1306000 December Accounts Payable-Richard Biby)	7,908.00
Engineering Costs-Account 1306000 December Accounts Payable Moffet, Larson	110.00
Legal Fees-La Star Appeal (Account 1306000 September Accounts Payable) Arthur Belendi	2,159.73
Engineering Costs (Account 1306000 September Accounts Payable) Richard Biby	3,162.50
License Costs (Account 1306000 September Accounts Payable) Century 21 - Option -Cell sites - Tammany City	205.00

UNITED STATES CELLULAR CORPORATION
LICENSE COSTS

18-Jun-90

NEW ORLEANS

AMOUNT

Unknown 1987 amount

1,278.00

Allocated Costs

2,396.00

TOTAL 1987

348,144.23
=====

USCC01399

Date 03/08/91
Time 11:29 am

Smithwick & Belendiuk, P.C.
LA STAR BREAKDOWN - FEBRUARY, 1990

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Date	Activity	Description	Time used

Account - LA STAR-617			

02/04/91	PREPARE DOC.	PREPARE DRAFT OF FINDINGS	3.00
02/05/91	PREPARE DOC.	PREPARE DRAFT OF FINDINGS	2.00
02/07/91	PREPARE DOC.	PREPARE DRAFT OF FINDINGS	1.50
02/08/91	PREPARE DOC.	PREPARE DRAFT OF FINDINGS	1.00
02/13/91	PREPARE DOC.	PREPARE DRAFT OF FINDINGS	5.00
02/14/91	PREPARE DOC.	PREPARE DRAFT OF FINDINGS	8.00
02/15/91	PREPARE DOC.	PREPARE DRAFT OF FINDINGS	8.00
02/16/91	PREPARE DOC.	REVIEW COMMENTS OF INTEREST FINDINGS	6.00
02/18/91	PREPARE DOC.	PREPARE DRAFT OF ENGINEERING FINDINGS	6.00
02/19/91	PREPARE DOC.	PREPARE DRAFT OF ENGINEERING FINDINGS	9.00
02/20/91	PREPARE DOC.	CONFERENCE WITH D. MILLER RE: FINDINGS	8.00
02/21/91	PREPARE DOC.	PREPARE DRAFT OF FINDINGS	4.00
02/22/91	RESEARCH	PREPARE DRAFT OF FINDINGS	8.00
02/26/91	PREPARE DOC.	TRAVEL TO NEW YORK RE: RESEARCH	8.00
02/27/91	PREHEARING CONF	PREPARE DRAFT OF FINDINGS	8.00
02/28/91	PREPARE DOC.	ATTEND PREHEARING CONFERENCE	0.25
02/01/91	PREPARE DOC.	PREPARE DRAFT OF FINDINGS	8.00
02/04/91	TELECON	PREPARE DRAFT OF FINDINGS	3.00
02/05/91	PREPARE DOC.	TELEPHONE CONFERENCE WITH M. PEABODY RE: FINDINGS	0.25
02/05/91	PREPARE DOC.	PREPARE DRAFT OF FINDINGS	3.75
02/05/91	PREPARE DOC.	TELEPHONE CONFERENCE WITH D. MILLER	
02/05/91	PREPARE DOC.	TELEPHONE CONFERENCE WITH DR. ANDERSON	
02/06/91	RESEARCH	RESEARCH RE: FINDINGS	2.00
02/07/91	RESEARCH	RESEARCH RE: FINDINGS	2.00
02/19/91	PREPARE DOC.	PREPARE DRAFT OF FINDINGS	7.00
02/20/91	PREPARE DOC.	PREPARE DRAFT OF FINDINGS	6.00
02/21/91	PREPARE DOC.	ATTEND CONFERENCE RE: FINDINGS	
02/21/91	PREPARE DOC.	PREPARE DRAFT OF FINDINGS	6.00
02/22/91	PREPARE DOC.	PREPARE DRAFT OF FINDINGS	2.00
02/23/91	PREPARE DOC.	PREPARE DRAFT OF FINDINGS	2.00
02/25/91	TELECON	TELEPHONE CONFERENCE WITH A. NAFTALIN AND D. MILLER RE;	0.25
02/26/91	CONFERENCE	THRESHOLD TESTIMONY	
02/26/91	CONFERENCE	CONFERENCES WITH A. NAFTALIN AND D. MILLER RE: THRESHOLD	2.75
02/27/91	RESEARCH	REVIEW NELSON EXHIBIT	
02/27/91	RESEARCH	CONFERENCE RE: COMPARATIVE ISSUE	
02/27/91	RESEARCH	THRESHOLD RESEARCH	0.50

Date 03/08/91
Time 11:29 am

Smithwick & Belendiuk, P.C.
LA STAR BREAKDOWN - FEBRUARY, 1990

Page 2

Date	Activity	Description	Time used

Account - LA STAR-617			

02/28/91	PREPARE DOC.	PREPARE DRAFT OF FINDINGS	2.00
02/01/91	RESEARCH	EXAMINATION OF LA STAR PARTIES	8.00
		RESEARCH RE: TRANSFER OF CONTROL	
02/02/91	RESEARCH	EXAMINATION OF LA STAR PARTIES	3.50
02/04/91	RESEARCH	EXAMINATION OF LA STAR PARTIES	8.00
02/05/91	RESEARCH	EXAMINATION OF LA STAR PARTIES	6.00
		TELEPHONE CONFERENCE WITH H. LAFONT	
02/06/91	PREPARE DOC.	PREPARE DRAFT OF FINDINGS	8.50
		REVIEW	
02/07/91	PREPARE DOC.	PREPARE DRAFT OF FINDINGS	8.00
02/08/91	PREPARE DOC.	PREPARE DRAFT OF FINDINGS	7.25
02/11/91	PREPARE DOC.	PREPARE DRAFT OF FINDINGS	9.50
02/12/91	PREPARE DOC.	PREPARE DRAFT OF FINDINGS	8.25
02/13/91	PREPARE DOC.	PREPARE DRAFT OF FINDINGS	8.00
02/14/91	PREPARE DOC.	PREPARE DRAFT OF FINDINGS -	9.25
		THRESHOLD ISSUE	
02/15/91	PREPARE DOC.	PREPARE DRAFT OF FINDINGS -	7.00
		THRESHOLD ISSUE	
02/18/91	PREPARE DOC.	PREPARE DRAFT OF FINDINGS -	7.00
		THRESHOLD ISSUE	
02/19/91	PREPARE DOC.	PREPARE DRAFT OF FINDINGS -	8.25
		THRESHOLD ISSUE	
02/20/91	PREPARE DOC.	PREPARE DRAFT OF FINDINGS -	8.25
		THRESHOLD ISSUE	
		CONFERENCE WITH D. MILLER	
02/21/91	PREPARE DOC.	PREPARE DRAFT OF FINDINGS -	7.25
		THRESHOLD ISSUE	
02/22/91	PREPARE DOC.	PREPARE DRAFT OF FINDINGS -	8.25
		THRESHOLD ISSUE	
02/23/91	PREPARE DOC.	PREPARE DRAFT OF FINDINGS -	2.25
		THRESHOLD ISSUE	
02/25/91	PREPARE DOC.	PREPARE DRAFT OF FINDINGS -	8.25
		THRESHOLD ISSUE	
02/13/91	RESEARCH	RESEARCH AT FCC	2.00
02/14/91	RESEARCH	RESEARCH AT FCC	3.75
02/15/91	RESEARCH	RESEARCH AT FCC	4.00
02/19/91	RESEARCH	RESEARCH AT FCC	4.00
02/20/91	RESEARCH	RESEARCH AT FCC	2.00
02/26/91	RESEARCH	RESEARCH	2.00
02/28/91	RESEARCH	RESEARCH AT FCC ARCHIVES	1.75
02/06/91	RESEARCH	RESEARCH FOR CRITERIA FOR STUDIES	0.25
02/26/91	PREPARE DOC.	PREPARE DRAFT OF FINDINGS	9.00
		TELEPHONE CONFERENCE WITH D. MILLER AND A. NAFTALIN	

USCC00035

Date 03/08/91
Time 11:29 am

Smithwick & Belendiuk, P.C.
LA STAR BREAKDOWN - FEBRUARY, 1990

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Date	Activity	Description	Time used

Account - LA STAR-617			

02/27/91	PREPARE DOC.	PREPARE DRAFT OF FINDINGS	8.00
02/27/91	PREPARE DOC.	TELEPHONE CONFERENCE RE: MAXCELL	7.25
		DEMAND RESEARCH RE: NEED	
		PREPARE DRAFT OF FINDINGS	
02/01/91	DOC. PRODUCTION	RESEARCH CASES	0.25
02/04/91	DOC. PRODUCTION	PHOTOCOPY, BIND AND DELIVER	4.50
		TRANSCRIPTS	
02/05/91	DOC. PRODUCTION	TRANSCRIPTS, EXHIBITS, CASES	2.00
02/05/91	DOC. PRODUCTION	TRANSCRIPTS FOR R. BIBY	1.25
		RESEARCH ARTICLE	
02/06/91	DOC. PRODUCTION	RESEARCH CASES	0.25
02/07/91	DOC. PRODUCTION	TRANSCRIPTS	1.75
02/13/91	DELIVERY		0.50
02/19/91	DOC. PRODUCTION		0.25
02/20/91	DOC. PRODUCTION	TRANSCRIPTS	0.75
02/14/91	RESEARCH	RESEARCH - 1983 CELLULAR	3.50
		APPLICATIONS, MERGER AGREEMENTS FOR	
		MARKETS - BATON ROUGE;	
		RALEIGH-DURHAM; FLINT, MI	
02/13/91	RESEARCH	RESEARCH - CELLULAR APPLICATIONS	2.50
02/20/91	DOC. PRODUCTION	HEARING TRANSCRIPTS	1.50
02/21/91	DOC. PRODUCTION	HEARING TRANSCRIPTS	0.75
02/01/91	DOC. PRODUCTION	TRANSCRIPTS	1.00
02/28/91	MISCELLANEOUS		11.00
02/22/91	\$ADVANCE	TAXI FARE	0.00
02/22/91	\$BINDING		0.00
02/21/91	\$ADVANCE	COPIES AT LAW LIBRARY	0.00
02/28/91	\$FED. EXPRESS		0.00
02/28/91	\$COURIER		0.00
02/04/91	\$ADVANCE	COPY OF TRANSCRIPT	0.00
02/14/91	\$ADVANCE	COPIES AT FCC	0.00
02/28/91	\$FACSIMILE		0.00
02/28/91	\$LONG DIST. CALL		0.00
02/28/91	\$PHOTOCOPIES		0.00

Subtotal for LA STAR-617

341.75

Date 03/08/91
Time 11:29 am

Smithwick & Belendiuk, P.C.
LA STAR BREAKDOWN - FEBRUARY, 1990

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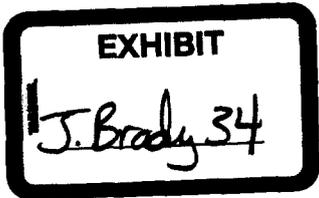
Date	Activity	Description	Time used

Account - LA STAR-617			

Grand total

341.75 Hours

$\$46,050 \div 341.75 \text{ hours} = \134.75 per hour



RICHARD L. BIBY
 COMMUNICATIONS ENGINEERING SERVICES, P. C.
 6105-G ARLINGTON BLVD
 FALLS CHURCH, VA 22044
 (703) 534-7880
 TELEFAX (703) 534-7884

John A. Brady, Jr.
 Lafourche Telephone Co.
 P. O. Box 188
 Larose, LA 70373-9998

CLIENT NUMBER: 00249
 STATEMENT DATE: 11/30/90

PROJECT	DATE	BILL NO	AMOUNT	PAYMENTS	BALANCE
001 LaStar Cellular Hearing	11/02/90	01464	16,308.56	16,308.56	.00
	11/30/90	01487	11,067.33	.00	11,067.33
		PROJECT TOTAL:			11,067.33
		TOTAL BALANCE DUE:			11,067.33

51% ⇒ SSI ⇒ \$5,644.34
 49% ⇒ USC ⇒ \$5,422.99
11,067.33

OK - SMC

CURRENT	OVER 30	OVER 60	OVER 90	BALANCE DUE
11,067.33	.00	.00	.00	11,067.33

RICHARD L. BIBY
COMMUNICATIONS ENGINEERING SERVICES, P. C.
6105-G ARLINGTON BLVD
FALLS CHURCH, VA 22044
(703) 534-7880
TELEFAX (703) 534-7884

John A. Brady, Jr.
Lafourche Telephone Co.
P. O. Box 188
Larose, LA 70575-9998

BILL DATE: 11/30/90
BILL NO: 01487

PROJECT: LaStar Cellular Hearing

FOR PROFESSIONAL SERVICES RENDERED:

FEES:			TIME	AMOUNT
11/05/90	RLB	Review of NOCGSA filings in hearing	3.50	437.50
11/05/90	MBP	Research re rebuttal	1.50	45.00
11/06/90	MBP	Research re review NOCGSA rebuttal and direct motion to strike	9.00	210.00
			<i>90⁰⁰/hr</i>	
11/07/90	RLB	Conference with Attorney re: coverage maps	.75	93.75
11/07/90	MBP	Research re review NOCGSA for motion to strike	2.50	225.00
11/08/90	MBP	Research re review NOCGSA for motion to strike	8.00	720.00
11/09/90	RLB	Conference with Alan Naftalan and Art Belenduk	1.50	187.50
11/09/90	MBP	Research re NOCGSA material for motions to strike	7.50	675.00
11/09/90	MAW	Prepare exhibit case exhibit	3.00	120.00
11/12/90	RLB	Conference with Art Belenduk regarding Court testimony	1.25	156.25

11/12/90	MBP	Research re NOCGSA material	4.25	382.50
11/12/90	MAW	Prepare exhibit for hearing	2.00	60.00
11/12/90	RLB	Preparation of hearing testimony	1.25	156.25
11/13/90	RLB	Conference with Art Belendiuk	.75	93.75
11/13/90	MBP	Review of NOCGSA material	1.50	135.00
11/14/90	MBP	Preparation of reformed exhibits	4.50	405.00
11/15/90	MAW	Prepare exhibit for hearing	1.50	60.00
11/15/90	MBP	Preparation of LaStar reform and review NOCGSA	6.00	540.00
11/16/90	RLB	Conference with seven attorneys regarding hearing	2.50	312.50
11/16/90	MAW	Prepare exhibit for hearing	1.50	60.00
11/16/90	MBP	Preparation of reformed material	6.00	540.00
11/19/90	RLB	Testify at FCC hearing	7.50	937.50
11/19/90	MBP	Research re material for hearing	1.50	135.00
11/20/90	MBP	Review of case material	2.50	225.00
11/20/90	RLB	Research re NOCGSA coverage	4.50	562.50

11/21/90	MBP	Research re material prepared previously	1.50	135.00
11/26/90	RLB	Conference with Art Belendiuk	1.00	125.00
11/26/90	MBP	Review of material in NOCGSA	.50	45.00
11/27/90	MBP	Research re material on NOCGSA	.25	22.50
11/27/90	RLB	Research re TIREM program	5.50	687.50
11/28/90	RLB	Research re TIREM program	3.00	375.00
11/29/90	DMS	Preparation of copy IEEE report	.50	20.00
11/29/90	RLB	Research re TIREM program	5.00	625.00
TOTAL FEES:			102.50	10,130.00

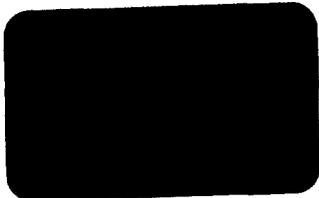
EXPENSES:

11/05/90	GEN	Copying maps		27.46
11/12/90	GEN	Copying maps		133.45
11/20/90	GEN	Copying maps		433.82
11/30/90	GEN	Travel - Commercial		42.04
11/30/90	GEN	Telephone		30.86
11/30/90	GEN	Reproduction costs		69.15
11/30/90	GEN	Postage/Federal express		13.00

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11/30/90	GEN	Telecopier messages	46.50
11/30/90	GEN	Courier Service	141.00
		TOTAL EXPENSES:	----- 937.30
		TOTAL BILL:	----- 102.50 11.067.30 -----

Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554



In re Application of)
)
La Star Cellular Telephone Company)
)
For A construction Permit For)
Facilities Operating on Block B)
in the Domestic Public Cellular)
Radio Telecommunications Service)
in the New Orleans MSA)
)
and)
)
New Orleans CGSA, Inc.)
)
To Amend its Construction Permit)
for Facilities Operating on Block)
B in the Domestic Public Cellular)
Radio Telecommunications Service,)
Call Sign KNKA224 in the New)
Orleans MSA)

CC Docket No. 90-257

REPLY TO OPPOSITIONS

United States Cellular Corporation ("USCC") hereby replies to the various pleadings filed in opposition to USCC's "Petition To Delete Or Nullify The Effect of Footnote 3" by Potosi Company ("Potosi"), Louisiana CGSA, Inc. ("LCGSA"), Rochester Telephone Mobile Communications ("RTMC") and Kenneth Hardman (collectively "Commenters").¹ Commenters have not contested USCC's factual showing. Instead they have challenged the authority of the Commission to consider USCC's Petition. In addition, Potosi raises a new factual allegation concerning USCC's activities in 1987 and 1988 in connection with the application of La Star Cellular

¹ Potosi's pleading is styled an "Opposition," LCGSA's and RTMC have filed a "Motion To Strike" and "Motion For The Return of" USCC's Petition respectively and Mr. Hardman has filed a letter.

Telephone Company ("La Star"). As shown below, these arguments are unavailing and the USCC Petition should be granted.

I. The Commission Should Reject Commenters' Jurisdictional Arguments And Should Consider And Rule On USCC's Petition

Commenters have offered no substantive contest to USCC's demonstration in its Petition, based on the record in the La Star proceeding, that USCC's conduct with respect to the La Star application may not and should not be considered adversely to the licensee qualifications of USCC or any of its affiliates in any other Commission proceeding. Instead, Commenters ask the Commission to rule that it may not reach the merits of the USCC Petition because that Petition (a) is in reality a petition for reconsideration filed after the time allowed by Section 405 of the Communications Act, 47 USC § 405, and (b) is beyond the Commission's authority to consider because the Commission's 1992 decision in the La Star case has been appealed to the United States Court of Appeals for the District of Columbia Circuit by La Star and USCC, and the case is therefore within the exclusive jurisdiction of that court.

These arguments are entirely misplaced. USCC does not seek reconsideration of the Commission's decision in La Star Cellular Telephone Company, 7 FCC Rcd 3762 (1992) ("La Star"), nor does it seek any other ruling that would affect the case now on appeal. It leaves for that case the merits of the Commission's dismissal of

the La Star application on the ground that a USCC subsidiary, and not the 51 percent shareholder, was in control of La Star.

USCC seeks here a very different ruling: That the Commission's decision and the record in La Star will have no adverse weight when the Commission rules on the qualifications of USCC or its affiliates in other proceedings. The USCC Petition showed that USCC's witnesses were candid with the Commission, that USCC and its affiliates acted in the good faith belief that they were not in control of La Star, and that there are no valid grounds for applying the La Star decision or record against USCC or its affiliates in other proceedings.

It is clear that the Commission is of the view, and that the Commenters agree, that the Commission has full present authority to assess the weight if any to accord the La Star case in other proceedings. The Commission has recently issued authorizations to USCC "conditional on any action the Commission may take concerning the issues raised in [Footnote 3] of La Star," and each of the Commenters has specifically asked the Commission to apply the La Star case against USCC or affiliates of USCC in ruling on their qualifications. None of this is possible without a Commission assessment of the weight to be accorded the La Star case and record in other proceedings involving USCC or one of its affiliates. It follows, therefore, that the Commission and all of the Commenters agree that the Commission has jurisdiction now to make such an assessment. All USCC asks is that the Commission make that very assessment and rule that the adverse effect of La Star in other

X

proceedings should be zero. That is the essence of the nullification of Footnote 3 that USCC requested in its Petition.

It is of great importance to USCC and its affiliates, and also to the Commission in the administration of its cellular licensing processes, that this matter be resolved promptly, at one time and one place. As the Commission is aware, the efforts by private parties to take advantage of Footnote 3 have expanded into a number of proceedings, thereby complicating and delaying Commission action.² Until the matter is resolved by the Commission it is difficult to see how it could prevent further proliferation.

At the same time, it is apparent that if the Commission were to consider that while the court case is pending it has no authority to rule favorably on the USCC Petition, then by the same token it can have no authority to assess the La Star case or record against USCC or its affiliates in connection with any of the proceedings in which Footnote 3 has been invoked.

The potential adverse effect of the existence of Footnote 3 was not anticipated by USCC or, we submit, by the Commission, until substantially after the time for reconsideration of the La Star decision had passed. Indeed, until the Commission held up action on USCC's unopposed applications, called, in September 1992, for a

² See, e.g., Request For Order To Show Cause of Louisiana CGSA, Inc. in MSD 92-39, filed July 27, 1992, pp. 15-22; Petition To Deny Application of New York RSA No. 4 Limited Partnership of Contel Cellular, Inc., et al. in File No. 11021-CL-P-562-B-89, filed August 3, 1992, p. 29; Supplement To Application For Review of Century Cellunet et al. in File No. 10209-CL-P-715-B-88, filed August 18, 1992; and Second Supplement of Potosi Company in File No. MSD-91-26, filed October 4, 1992.

list of all of the licenses and applications of TDS and its subsidiaries, and began making grants only subject to the possible outcome of the Commission's decision with respect to Footnote 3 did USCC have any idea that Footnote 3 could be intended to mean more than that, as with any other decided case, La Star could be cited in other proceedings. The course that has been taken in the last several months is entirely unprecedented as far as USCC is aware and must be resolved promptly.³ While for the reasons USCC set forth above USCC submits that the Commission has full present authority to act favorably on USCC's Petition now, if the Commission is of the view that the pendency of the La Star case in the Court of Appeals bars immediate action, USCC urges the Commission to ask that the Court remand the case to the Commission or that on some other basis the Court authorize the Commission to proceed with regard to Footnote 3. USCC would of course support and would be willing to join in such a request.

USCC's Petition is an urgent request to the FCC to prevent an untenable and prejudicial interpretation of Footnote 3 from blighting other proceedings in which USCC is involved. The simple

³ We are aware of no other cellular case even remotely like this case in which disqualification in one market has spilled over into other proceedings. For examples of disqualifications which did not reach beyond the decided case, see, e.g. Beehive Cellular, Inc., 66 R.R. 2d 1211 (C.C. Bur. 1987); The Offshore Telephone Company, 63 R.R. 2d 1299 (C.C. Bur. 1987); Montgomery Independent Cellular Telephone Company, Inc., 66 R.R. 2d 215 (1989); and Indian Cellular Telephone Company/NY #4, 70 R.R. 2d 77 (1991), aff'd sub nom. Indian Cellular Telephone Company/NY #4 v. FCC (D.C. Cir.), Case No. 91-1638, Slip Opinion filed December 30, 1992.

fact is that the FCC has made no findings in La Star which are adverse to the character qualifications of USCC or any of its affiliates to be a licensee and neither the La Star decision nor the La Star record can serve as support for such findings in other proceedings. To the extent that Footnote 3 has contrary implications, it is erroneous. The FCC can certainly limit the effect of Footnote 3 to the La Star decision without disturbing the case's procedural posture.

II. H. Donald Nelson's and Arthur Belendiuk's
1987 and 1988 Telephone Conversations With
James and Wade Creekmore Lend No Support To
A Claim That USCC Was In Control of La Star

Pursuing its campaign against USCC into yet another proceeding, Potosi (Opposition, pp. 5-9) claims that "documents" it has "uncovered" support the position that a USCC subsidiary was in control of La Star. Potosi's claim is false, indeed absurd.

The telephone conversations related by Potosi corroborate, and do not refute, USCC's position in its Petition. The documents supplied by Potosi demonstrate that Arthur Belendiuk, La Star's attorney, undertook negotiations on behalf of La Star under the direction of SJI's principals. USCC, a partner of Potosi and a 49% partner in La Star, performed the trivial, forgettable action of introducing La Star's attorney to Potosi, its partner in Biloxi, leaving the key substantive discussions to others.⁴

⁴ It is not improper for a 49% general partner to introduce its 51% partner to a different partner in another market for a discussion of a substantive issue.