

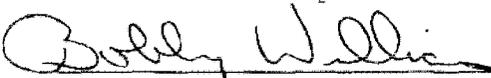
COUNTY OF WASHINGTON)
)
STATE OF ALABAMA)

AFFIDAVIT

BEFORE ME, the undersigned authority, personally appeared Bobby Williams, who being duly sworn, doth depose and says as follows:

1. I am an employee of Millry Telephone Company ("Millry").
2. On May 20, 2002 I attempted to place a call from a RCC Holdings, Inc., d/b/a Unicel ("Unicel"), cellular phone Nokia Digital 5165 in the following locations in Washington ("Wa.") County, Alabama, which is a part of Millry's local exchange service territory:
 - a. Chatom Elementary School 860 Ray Coaker Hwy Chatom, AL
 - b. Wa. County High School One School Street Chatom, AL
 - c. Wa. County Vocational School Highway 56 East Chatom, AL
 - d. Fruitdale High School Ray Coaker Hwy Fruitdale, AL
 - e. Millry High School One Wildcat Drive Millry, AL
 - f. Wa. Infirmary St. Stephens Street Chatom, AL
 - g. Wa. County Library St. Stephens Street Chatom, AL
3. I was unable to place a call from any of the locations listed in paragraphs 2. While Millry was not forwarded a copy of the map showing Unicel's intended service area in Alabama, if any of the aforementioned cities are included in that proposed service territory and if I had needed emergency services at any one of these locations, the Unicel cellular phone would not have provided me that access.
4. Millry provides toll free area calling to Chatom, AL, Millry, AL and Fruitdale, AL for customers located in its service area and E-911 services for all of its customers.

FURTHER AFFIANT SAYETH NOT.



Bobby Williams
Employee, Millry Telephone Company, Inc.

