

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

In the Matter of)	
)	
Revision of the Commissions' Rules to Ensure Compatibility with Enhanced 911 Emergency Calling Systems)	CC Docket No. 94-102
)	
Phase II Compliance Deadlines for Non-Nationwide CMRS Carriers)	
)	

To: Wireless Telecommunications Bureau

**REQUEST FOR LIMITED WAIVER AND EXTENSION
OF THE HANDSET PENETRATION DEADLINE
OF THE COMMISSION'S PHASE II E911 RULES**

California RSA No. 3 Limited Partnership d/b/a Golden State Cellular ("Golden State"), by its attorneys and pursuant to 47 C.F.R. §1.925, hereby respectfully requests a limited waiver and extension of Section 20.18(g)(1)(v) of the Commission's rules regarding Phase II of Enhanced 911 ("E911") services, 47 C.F.R. §20.18(g)(1)(v), which requires Tier III carriers who employ a handset-based Phase II solution to achieve a location-capable handset penetration rate among subscribers of at least 95% by December 31, 2005.¹

As set forth below, circumstances exist wherein achieving the 95% subscriber penetration requirement by the deadline is unlikely, despite Golden State's best efforts at promoting to subscribers handsets with automatic location identification ("ALI") features. For the reasons shown herein, Golden State requests an eighteen-month extension of the penetration requirement, until June 30, 2007.

¹ Revision of Commission's Rules to Ensure Compatibility with Enhanced 911 Emergency Calling System, CC Docket 94-102, Order To Stay (released July 26, 2002).

I. Background

Golden State is a Cellular Radiotelephone Services licensee operating in Cellular Market Area 338 - California Rural Service Area 3B – Alpine (“CA RSA 3”). Golden State is a qualified Tier III carrier, serving fewer than 500,000 subscribers as of December 31, 2001. Golden State has implemented a handset-based location technology for the delivery of E911 services over Golden State’s newly implemented Code Division Multiple Access (“CDMA”) digital network. A total of five Public Safety Answering Points (“PSAPs”) are located within Golden State’s cellular service area. They are organized by County Sheriff Offices in Alpine, Mariposa, Tuolumne, Amador and Calaveras Counties.

Golden State has selected TCS as its E911 services and ALI database provider, and work has begun to assure that Golden State’s Phase II enabling features will be functional, according to testing to be certified by TCS. However, no PSAP has yet submitted to Golden State a request for delivery of Phase II data services. The PSAPs remain in the process of becoming capable of receiving and processing ALI data.

II. Golden State Has Demonstrated Good Faith in Complying with the E911 Requirements

Golden State has complied with all of the E911 requirements promulgated by the FCC, and has exceeded E911 implementation benchmarks. Golden State began selling and activating location-capable handsets on July 28, 2003, well before the September 1, 2003, date by which Tier III carriers were required to do so. Likewise, Golden State exceeded by one month the Commission’s November 30, 2003, deadline for 25% of handset activations to be of ALI-capable phones, and exceeded by one month the May 31, 2004, deadline for 50% of handset activations to be of ALI-capable phones.

Presently, 100% of all new digital handsets activated on Golden State's system are location capable, and have been since more than a month before the appointed date of November 30, 2004. Nevertheless, Golden State foresees a challenge in assuring that penetration of location capable handsets among Golden State's subscribers will reach ninety-five percent no later than December 31, 2005.

Now that Golden State's CDMA conversion is well underway, subscribers are gradually adopting personal equipment upgrades. Golden State has engaged in targeted activities to encourage subscribers to convert from analog handsets to handsets that are compatible with the CDMA system and the Phase II data delivery system. Promotional campaigns began in late 2004 to market new handsets, all of which were ALI-capable. Additional campaigns have been conducted throughout this summer to encourage subscribers to acquire the ALI-capable handsets. The campaigns offer existing subscribers new handsets with the signing of a two-year contract. Samples of Golden State's advertisements and promotional announcements are included herewith.

Golden State maintains a dialogue with the PSAPs in its service area and with the Statewide Wireless E911 Coordinator. Safety officials are aware of the ongoing transition of Golden State's subscriber base, and that handset conversion will proceed over a period of time. The PSAPs have expressed no objection or concern with the penetration schedule, as they continue their own efforts to become Phase II capable. In light of the slower pace of conversion of subscribers in purchasing new location-capable handsets, Golden State requests specific relief from the penetration deadline of December 31, 2005.

III. The Public Interest Would be Served by Waiver of the Penetration Deadline

Grant of a limited waiver to Golden State of 47 C.F.R. §20.18(g)(1)(v) would serve the public interest. An extension through June 30, 2007, of the penetration deadline is warranted given the unique facts and circumstances of Golden State's position. As set forth in Section 106(a) of the Act, the Commission is to grant a waiver to Tier III carriers "if strict enforcement of the 95% subscriber penetration requirements would result in consumers having decreased access to emergency services."² Indeed, Golden State's subscribers would be denied access to Phase II E911 services if Golden State is required to deactivate existing service for the reason that to continue at a less than 95% penetration would constitute a violation of FCC Rules.

Without a waiver, Golden State would be in the position of having to convert to a network-based solution in order to avoid handset-based liability, even while the PSAPs in Golden State's area continue efforts to become ready to utilize Phase II data and issue requests for service. In the alternative, Golden State could try to force digital handsets upon analog customers, but those customers would have no service in some areas of Golden State's market – and would be unable to place a 911 call for basic emergency services. Another alternative would be for Golden State to deactivate its analog system altogether, but that would take away cellular coverage in the most rural and remote areas of Golden State's service area. All of these alternatives to waiver would result in consumers having "decreased access to emergency services" in rural and remote areas of CA RSA 3.

² In December 2004, Congress enacted the Ensuring Needed Help Arrives Near Callers Employing 911 Act of 2004 (*Enhance 911 Act*). The *Enhance 911 Act* directed the Commission to grant qualified Tier III carriers' requests for relief of the December 31, 2005 ninety-five percent penetration deadline for location-capable handsets, as set forth in Section 20.18(g)(1)(v) of the Commission's Rules, if "strict enforcement of the requirements of that section would result in consumers having decreased access to emergency services."

As demonstrated on the attached map, many analog cells are essential throughout CA RSA 3. The western portion is heavily reliant upon analog service while planned CDMA cells are not yet constructed. The terrain covered by Golden State's analog service is rugged and sparsely populated. It includes portions of Yosemite National Park and the Sierra Nevada Mountain Range.

Enforcement of the 95% deadline could have the unintended consequence of forcing Golden State to switch Phase II solutions, make its customers unhappy with handsets not of their choosing, or shut down its analog network and deprive subscribers of basic 911 service. For these reasons, Golden State is entitled to request review under the FCC's general waiver standard.

A waiver is appropriate whenever special circumstances warrant a deviation from the general rule, and such a deviation will serve the public interest.³ The Commission has established standards to be used when acting upon requests for a waiver of E911 deadlines and obligations.⁴ The Commission has held that it will grant waiver requests that are specific, focused, and limited in scope, with a clear path to full compliance.⁵ Further, the Commission has stated that carriers should undertake concrete steps necessary to come as close as possible to full compliance and should document their efforts aimed at compliance in support of any waiver request.⁶ As set forth below,

³ 47 C.F.R. § 1.3; *Northeast Cellular Telephone Co. v. FCC*, 897 F.2d 1164, 1166 (D. C. Cir. 1990) (citing *WAIT Radio v. FCC*, 418 F.2d 1153, 1159 (D. C. Cir. 1969)).

⁴ *Revision of the Commission's Rules to Ensure Compatibility with Enhanced 911 Emergency Calling Systems*, CC Docket No. 94-102, Fourth Memorandum Opinion and Order, 15 FCC Rcd 17442, 17457-58, paras. 43-44 (2000) (*E911 Fourth Memorandum Opinion and Order*).

⁵ *E911 Fourth Memorandum Opinion and Order*, 15 FCC Rcd at 17458, para. 44.

⁶ *Id.*

Golden State meets the Commission's standards in that the circumstances underlying this request, in sum, present a special case that justifies a limited E911 Phase II waiver and extension.

IV. Golden State Has a Plan for Compliance with the 95% Penetration Benchmark

At present, 100% of digital handsets that are newly activated on Golden State's system are ALI-capable, even though the local PSAPs are not yet Phase II capable. At the end of January 2005, 49% of the total activated handsets on Golden State's system were ALI-capable. By the end of August 2005, the penetration of ALI-capable handsets had risen to 61%. Thus the penetration rate has been increasing by about 1.7% per month, as demonstrated on the attached chart.

Golden State anticipates that about 68% of its subscribers will have ALI-capable handsets by December 31, 2005, and about 88% by December 31, 2006. Nonetheless, conversion of the last 7% of handsets is expected to be a slow process due to the various factors described herein. Progress is being made, but at current conversion rates, 95% penetration cannot be expected to be reached until June 30, 2007.

Golden State believes it will be able to meet the 95% subscriber penetration requirement by June 30, 2007, in part because customers will become aware that the Commission's analog cellular service requirement sunsets on February 18, 2008. That event will likely provide an incentive for some analog customers to upgrade their handsets, particularly those who desire to roam into markets where analog signal will be no longer available. On the other hand, many diehard analog handset users will refuse to convert until Golden State is able to build out its CDMA network to provide the same coverage area and signal strength digitally as it now provides via analog. Subscribers who reside or travel in the most rural parts of the cellular service area will be the last to switch to ALI-

capable handsets. In service to those customers, and because of the wilderness nature of much of CA RSA 3, Golden State will likely offer analog services well into the future.

In keeping with FCC rules and policy, Golden State will vigorously maintain its policy of selling and activating only ALI-capable digital handsets. It will continue to conduct marketing campaigns to encourage consumer adoption of new handsets. Golden State will also continue to aggressively expand its CDMA network facilities and provide Phase II E911 services and other coordination services to the local PSAPs when they are ready. However, given the rural character of Golden State's market, and the reliance by local subscribers upon analog phones and service, it is necessary for Golden State to respectfully request grant of a waiver of the 95% penetration requirement.

Conclusion

Based on the foregoing reasons, grant of a limited waiver of the Commission's Phase II E911 rules will serve the public interest. Accordingly, Golden State requests a temporary waiver and extension of time, through June 30, 2007, to achieve a location-capable handset penetration rate among subscribers of at least 95%. The public interest benefit in this case equals or exceeds that which the Commission has found in other instances to be sufficient for waiver. Therefore Golden State requests that a limited waiver and extension of Section 20.18(g)(1)(v) of FCC Rules be granted as proposed.

Respectfully submitted,

**California RSA No. 3 Limited Partnership
d/b/a Golden State Cellular**

A handwritten signature in black ink, appearing to read "Pamela L. Gist", is written over a horizontal line.

David L. Nace
Pamela L. Gist

Its Attorneys

Lukas, Nace, Gutierrez & Sachs, Chartered
1650 Tysons Boulevard, Suite 1500
McLean, Virginia 22102
(703) 584-8678

September 6, 2005

Attachment 1

ALI-Capable Handset Penetration Levels

E911 ALI Handset Percentages Among Golden State Cellular Subscribers

2005

Month	total activations	total ALI phones	total percentage of ALI phones
January	17383	8505	49%
February	17298	8810	51%
March	17315	9184	53%
April	17331	*	*
May	17764	9207	52%
June	17444	9389	54%
July	17464	9547	55%
August	17561	10711	61%
September			63%
October			64%
November			66%
December			68%

* numbers unavailable due to billing conversion

Projected Penetration Levels

2006

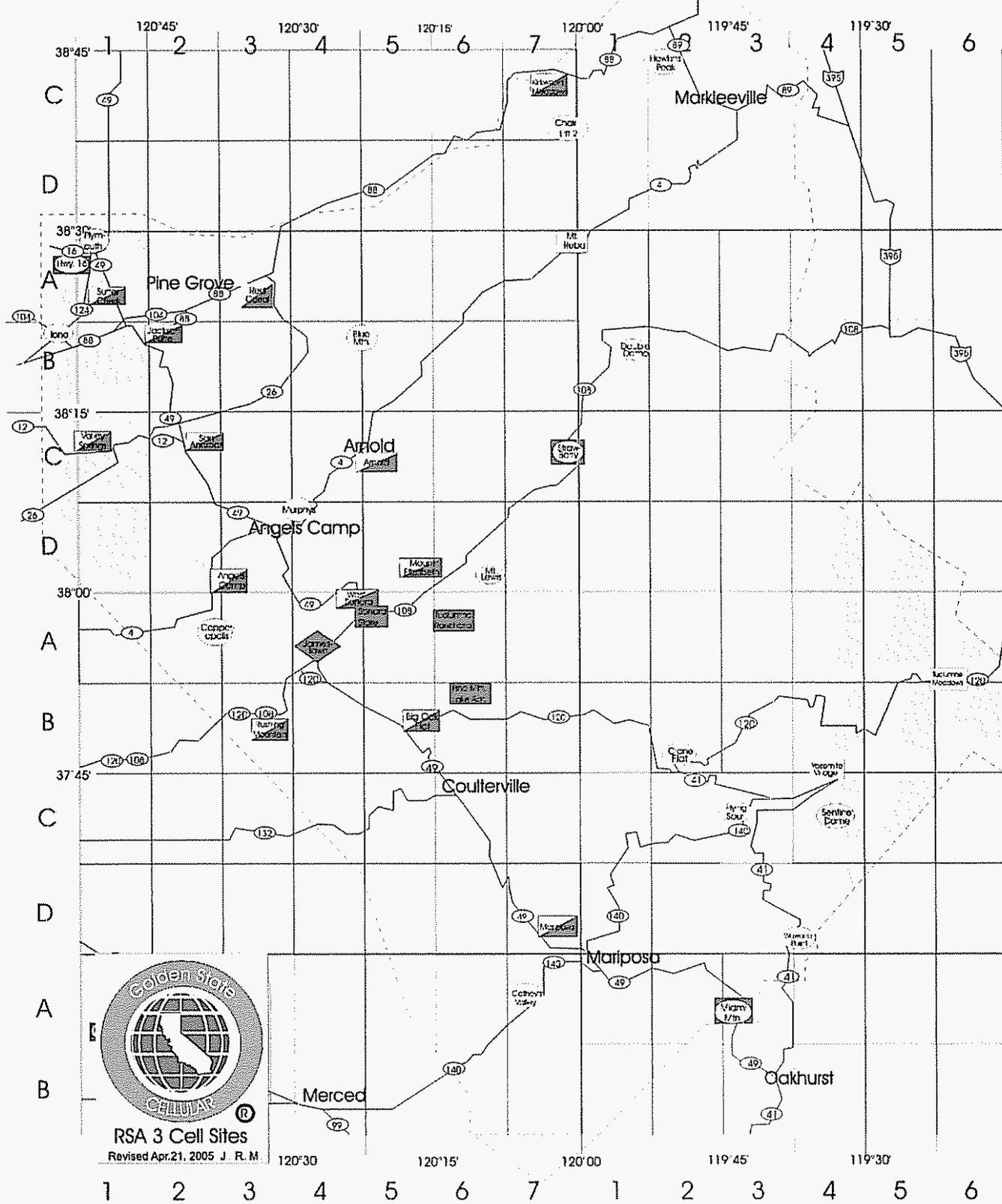
December 88%

2007

June 95%

Attachment 2

Map of Analog and Digital Cell Sites



See DeLORME Northern California Atlas & Gazetteer Pages 87, 88, 89, 90, 97, 98, 99, 100, 108, 109, 110, 111, 119, and 120 for detail on location. Letters and Numbers on margins match DeLORME grid.

-  Analog Only Cell Site
-  Digital Only Cell Site
-  Analog and Digital Cell Site

CONFIDENTIAL and PROPRIETARY

-  Enhancer Site
-  Enhancer and Digital Cell Site
-  MTX Switch and BSC
-  State Highway
-  U.S. Highway
-  Latitude or Longitude

Attachment 3

Map of CDMA Coverage Area

Attachment 4

Samples of Marketing for ALI-Capable Handsets

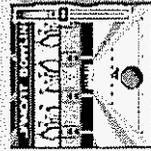
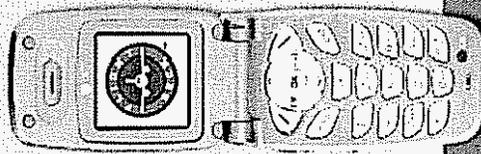
Experience a new way to personalize your phone.

With a BREW-enabled phone, you have the power to do more.

- Instant messaging • Email • Smart navigation • Late-breaking info •
- Office applications synched up to go mobile • Photo sharing and video •

And, yes, games.

Rich, rewarding, interactive, multiplayer games. Tons of them. And more. Since when did mobile phones get so intense? Since BREW.



Downloading applications is fast and easy.

For additional information, call 800-453-8255 or visit goldenstatecellular.com

Store Locations

Salt Lake City
 Salt Lake City
 1001 Main Street
 207-532-8844

Jackson
 Jackson Creek Center
 572-J Highway 49
 207-222-5066

Angels Camp
 Angels Camp Center
 210 State Ave
 207-726-0157

Mariposa
 Mariposa Center
 5100 Highway 40, Suite D
 207-727-2355

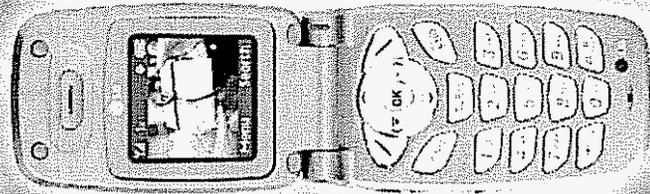


Experience the best.

2004 Holiday Gift-Giving Guide.

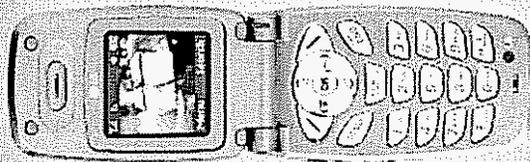
Get Two FREE Phones!

See inside for more details.



Golden State has the best deals to brighten your holiday.

**Buy one LG 4400
for \$39.00**



and get 2 FREE!
(Activation required)

**Add a phone
only
\$4.95
per/mo*
(No contract)**

**Add
5000 minutes
for just
\$5.00
per/mo**

*Some Limited Activation required for each phone activated. \$35.00 service activation fee will be waived upon activation of 2 or more lines at time of purchase. CA taxes are calculated on an arbitrary retail price of the phone. Promotional monthly service fee of \$12.95 per month is subject to monthly term of purchase and will be added at \$25.00 per month of non-payment towards purchase. O.A.C. While supplies last.

Vern Gerda, on Golden State Cellular:

"I can always count on Golden State Cellular whenever and wherever I need to use my phone; they keep me connected on the back forty and in the city."

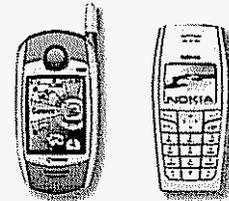




FRIENDS & FAMILY PLAN

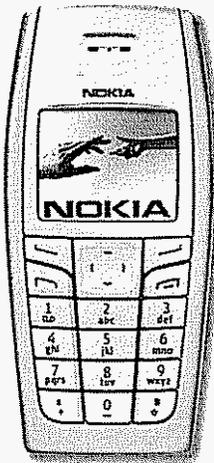
- ✓ Share 500 Nationwide Minutes
- ✓ FREE Long Distance
- ✓ FREE Mobile to Mobile
- ✓ FREE Text Messaging
- ✓ FREE Nights & Weekends

\$49.95
per month
first phone

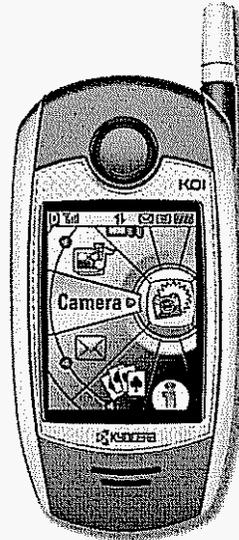


Additional phones just \$9.95 per month

gsc-97696



**Nokia
6015
Free**



**Kyocera
KOI
\$199**

- Sonora
- Angels Camp
- Valley Springs
- Jackson

800-453-8255

goldenstatecellular.com

New service activation required for each phone received. Sales tax calculated on full retail value. \$25 activation fee waived at time of sale if two or more phones are activated simultaneously. Special Phone pricing requires 2 year contract. OAC. FREE Mobile to Mobile and FREE Nights and Weekends do not apply while roaming. Ask about our NO CONTRACT pricing.

Hey, Let's Call Mom!

FRIENDS AND FAMILY PLAN

\$49.95



7AS01PSC07550

FRIENDS AND FAMILY PLAN

Friends & Family Plan - \$49.95

- 500 Anywhere/Anytime Minutes (no roaming or long distance)
- Free Long Distance
- Free Mobile to Mobile
- Free Text Messaging
- Free Nights & Weekends
- Free Activation Fee
- Additional JustRight Features are available including (112) 500 Home Minutes



Add a phone \$9.95

- Includes same features as above

Equipment

- Free Phone - Nokia 6015
 - \$199 - Kyocera KO1
- Special Phone pricing requires 2 year contract

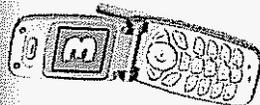
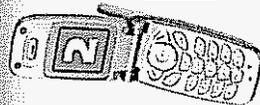
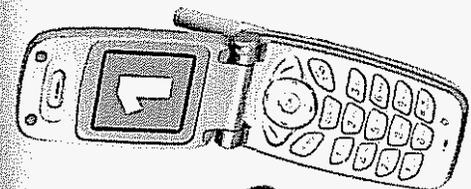


*I think I'll
call the Kids!*



**BUY ONE PHONE
GET 2 FREE WITH ACTIVATIONS!**

Purchase 1
phone for
\$39.00
No Contract



Get
2 more
Free

Additional lines share
with primary for only
\$4.95 per month each*



75561-986-9755G

BUY ONE PHONE - GET 2 FREE!

For new and existing customers.

Buy one LG4400 phone for \$39.00 and get two more free.*
Pay only \$4.95 per month for each additional shared service.

Call 1-800-453-8255 and sign up today
www.goldenstatecellular.com



The LG VX4400 is a sleek and lightweight personal communication system with added features for people on the go. It supports mobile messaging, has a color display and advanced productivity tools like a 199 contact phonebook, personal scheduler, and voice note recorder.

Basic Features

- Supports advanced wireless data
- 262K color screen
- 26 Polyphonic ringtones
- Vibrating alert
- Mobile Messaging
- Multi-language options
- External caller ID display

Organizational Features

- 199 contact phone book
- Calendar with scheduler
- Voice note recorder

Technical Specifications

- CDMA Trimode
- Talk Time: Up to 3 hours
- Standby Time: Up to 8 days
- Battery: Standard lithium ion (U-Ion)
- Dimensions: 3.46" x 1.89" x 1.07"
- Weight: 4 ounces

Retail price: \$229.00

Jackson Location

525-4 South Highway 49 Jackson Creek Plaza
(Next to Longs)
209-223-5084

Sonora Location

1061 Mono Way • Timberhills Shopping Center
(Between SaveMart and Baskin Robbins)
209-533-8844

Angels Camp Location

210 S. Main Street • Angels Camp, CA 95222
Angels Towne Center (Next to Taco Bell)
209-736-0657



75564-556-97556

*New Service Activation required per each phone received. Sales tax calculated on un-activated retail price on the phone. Promotional monthly service fee of \$4.95 per month for 6 months will revert to regular price of \$20.00 per month thereafter. O.A.C. While supplies last.

ADD-A-PHONE TODAY!  **Get an amazing deal on a new Nokia phone**

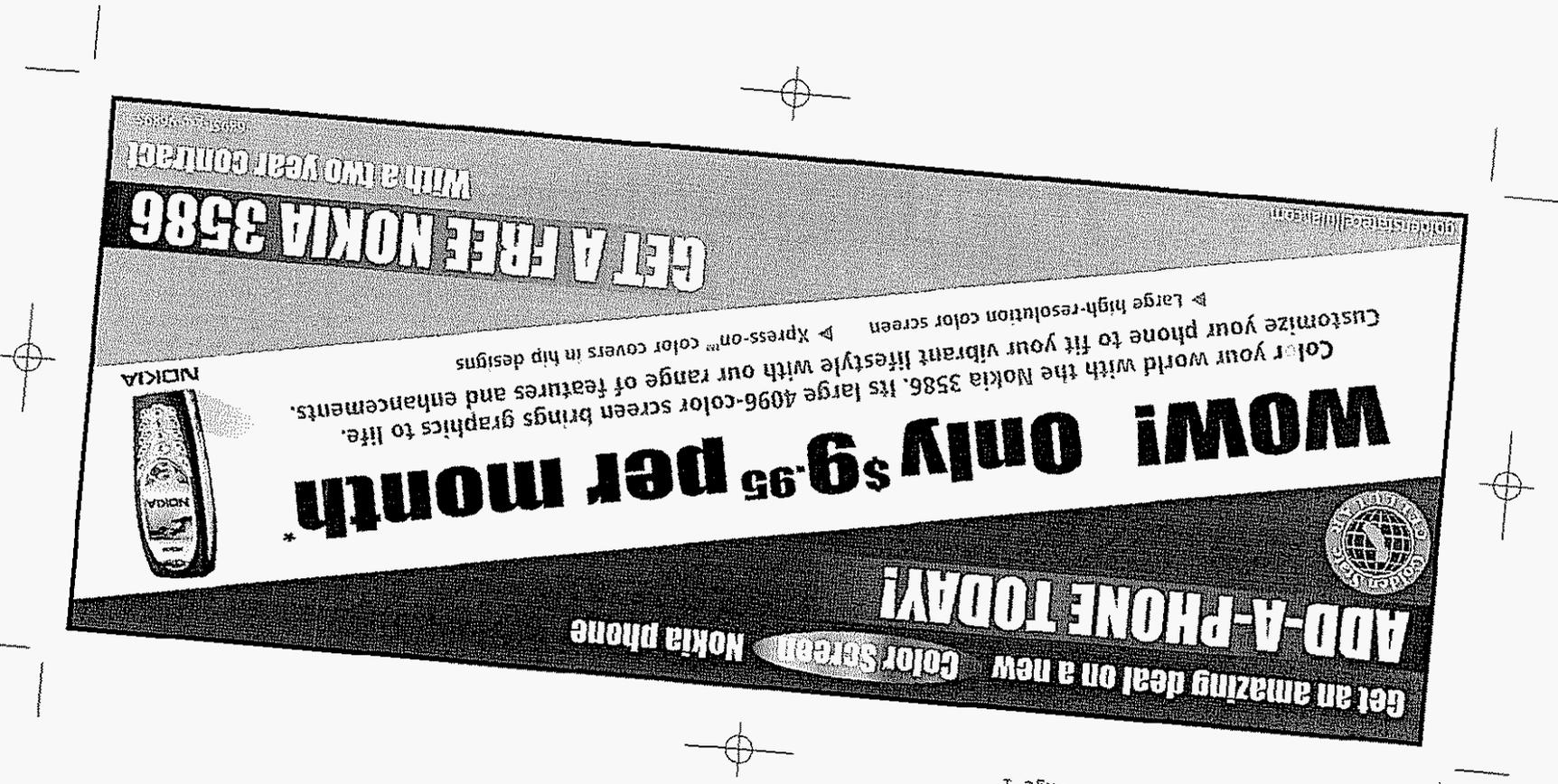
WOW! Only \$9.95 per month*

Color your world with the Nokia 3586. Its large 4096-color screen brings graphics to life. Customize your phone to fit your vibrant lifestyle with our range of features and enhancements.

- ▶ Large high-resolution color screen
- ▶ Xpress-on™ color covers in hip designs

GET A FREE NOKIA 3586 with a two year contract

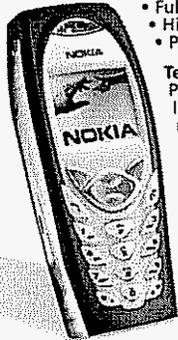
 **NOKIA**



ADD A PHONE AND RECEIVE A FREE NOKIA 3586 - Only \$9.95 Per Month*

Nokia 3586

Personalization becomes even more fun and colorful with the Nokia 3586. In fact, you'll be surprised how easily the Nokia 3586 fits into your life just as it does in your palm. Bring it home and indulge in your world of colors.



- Full Color Display
- High-resolution display in 4096 colors.
- Provides a stunning display of colors that brings graphics to life.

Text Messaging

Personalization becomes even more fun when you e-mail and message your friends. In fact, you'll be surprised how easily the Nokia 3586 fits into your life just as it does in your palm. Bring it home and indulge in your world of colors.

Organization

- Stay in touch and manage your schedule with the Phonebook that stores up to 500 contacts and the Calendar that manages up to 100 entries.

High Quality Tones

- Enjoy a vast range of musical ringing tones that utilises MIDI format to bring music to your ears.

Dimensions

- Volume: 105cc
- Weight: 116.6g
- Length: 117mm
- Width: 49mm
- Thickness: 24mm



Please contact one of our customer service representatives at 800-453-8255, or stop into your local GSC store today.

*Must purchase a two year contract to receive this special offering. \$9.95 for the first six months and then \$20 thereafter.

6895d-gsc-96895



**"Dad got me a phone...
and my 7 brothers and sisters."**

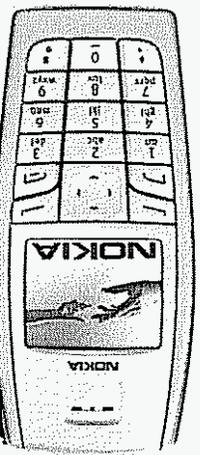
*Naomi Jones
Tuolumne City, California*

- ✓ 500 Anywhere, Anytime Minutes
- ✓ FREE Long Distance
- ✓ FREE Mobile to Mobile
- ✓ FREE Text Messaging
- ✓ FREE Nights & Weekends

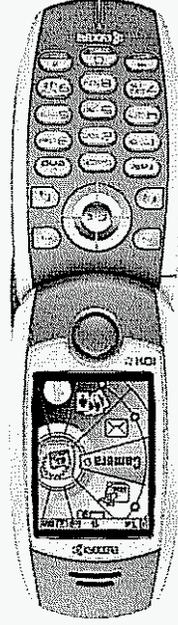
\$49.95 per month
first phone

SONORA • ANGELS CAMP • VALLEY SPRINGS • JACKSON

New service activation required for each phone received. Sales tax calculated on full retail value. \$25 activation fee waived at time of sale if two or more phones are activated simultaneously. Discounted phone pricing requires a two year service contract. OAC. FREE Mobile to Mobile and FREE Nights and Weekends do not apply while roaming. *NO CONTRACT* pricing available.



FREE



**KYOCERA
K01
\$199.95**



800-453-8255
goldenstatecellular.com

\$9.95 per month
ADD A PHONE!

LEDGER DISPATCH, 4-color ad (11.625"x6")
Beginning 3/14/05, continues until new ad issued
(c) 3/14/05
Questions: Pacific Media Group, 209-523-2971



"I've tried all the cellular companies and Golden State gives me more... and I can use my minutes anywhere in the U.S."

*Tom Mitchell
Murphys California*

FRIENDS & FAMILY

- ✓ 500 Anywhere, Anytime Minutes
- ✓ FREE Long Distance
- ✓ FREE Mobile to Mobile
- ✓ FREE Text Messaging
- ✓ FREE Nights & Weekends

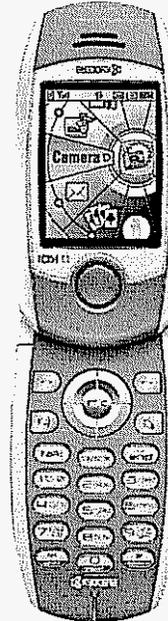
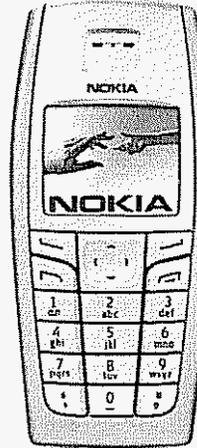
\$49.95 per month
first phone

Additional phones just \$9.95 per month

SONORA • ANGELS CAMP • VALLEY SPRINGS • JACKSON

New service activation required for each phone received. Sales tax calculated on full retail value. \$25 activation fee waived at time of sale if two or more phones are activated simultaneously. Discounted phone pricing requires a two year service contract. Ask about our NO CONTRACT pricing.

**FREE
NOKIA
6015**



**KYOCERA
KOI
ONLY
\$199.95**

800-453-8255
goldenstatecellular.com



LEDGER DISPATCH, 4-color ad (11.625"x6")
Beginning 2/01/05, continues until new ad issued
(c) 1/20/05
Questions: Pacific Media Group, 209-523-2971

ADD A PHONE
NO CONTRACT

\$4.95
per month



LG4400
BUY ONE GET TWO FREE

ANGELS CAMP • JACKSON
SONORA

1-800-453-8255
goldenstatecellular.com



New Service Activation required per each phone received. \$25.00 service activation fee will be waived upon activation of 2 or more lines at time of purchase. CA sales tax calculated on un-activated retail price of the phone. Promotional monthly service fee of \$4.95 per month expires 6 months from time of purchase and will be re-rated at \$20.00 per month of continuing service thereafter. ©A.C. While supplies last.

UNION DEMOCRAT, 1/4 page ad, runs (10"x6")
Beginning 11/26/04, continuing until a new ad replaces
(c) 11/17/04
Questions: Pacific Media Group, 209-523-2971

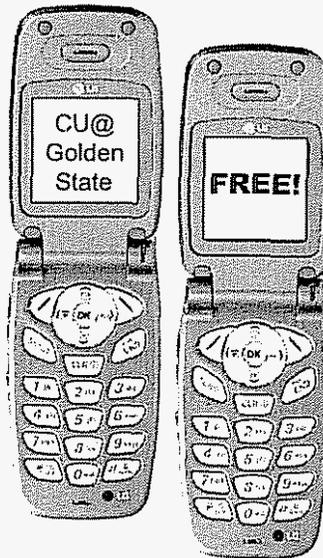
5000 FREE MINUTES & NO CONTRACT!

ONLY
\$39.95
per mo.
PLUS...

Buy an LG4400
FOR ONLY
\$39.00
and **GET ONE**
FREE!

- ✓ **FREE Long Distance**
- ✓ **FREE Text Messaging**
- ✓ **FREE Mobile-to-Mobile**
- ✓ **FREE Voice Mail**
- ✓ **FREE Caller I.D.**

Ask about our
FREE TEST DRIVE!
Try us... we know
you'll like us!



SONORA
1061 Mono Way
(Next to Save Mart)
(209) 533-8844

JACKSON
525 S. State Highway 49
(Next to Long's)
(209) 223-5084

ANGELS CAMP
210 S. Main
(Next to Taco Bell)
(209) 736-0657



The only way to communicate

1-800-453-8255
goldenstatecellular.com

Activation Required. 5000 minutes are home-only.

LEDGER DISPATCH. 1/4 page ad, (10"x5 25")
Beginning 10/01/04, continuing through 10/31/04
(c) 9/30/04
Questions: Pacific Media Group, 209-523-2971



**OUR
COVERAGE
AREA**
ANYWHERE . . . ANYTIME



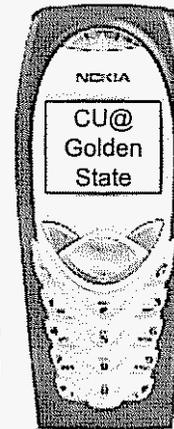
1-800-453-8255
goldenstatecellular.com

**FREE
ROAMING**

**FREE
LONG DISTANCE**

Plans Starting at \$34.95

*The only way
to communicate*



NOKIA
only \$39.95 each
limit 5 per customer
**NO CONTRACT
REQUIRED
WITH ACTIVATION**

SONORA
1061 Mono Way
(Next to Save Mart)
(209) 533-8844

JACKSON
525 S. State Highway 49
(Next to Long's)
(209) 223-5084

ANGELS CAMP
210 S. Main
(Next to Taco Bell)
(209) 736-0657

UNION DEMOCRAT, 1/4 page ad, (11.625"x5")
Beginning 7/01/04, continuing through 9/30/04
(c) 6/24/04
Questions: Pacific Media Group, 209-523-2971

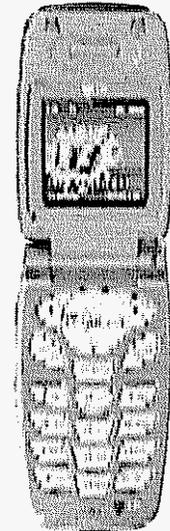
OUR COVERAGE AREA
ANYWHERE . . . ANYTIME



1-800-453-8255
goldenstatecellular.com

**FREE
ROAMING &
LONG DISTANCE**

**PLUS
NO CONTRACT**



SONORA
1061 Mono Way
(Next to Save Mart)
(209) 533-8844

JACKSON
525 S. State Highway 49
(Next to Long's)
(209) 223-5084

ANGELS CAMP
210 S. Main
(Next to Taco Bell)
(209) 736-0657

LEDGER DISPATCH, 1/4 page ad, (11.625"x5")
Beginning 5/29/04, continuing through 8/31/04
(c) 5/25/04
Questions: Pacific Media Group, 209-523-2971

GOLDEN STATE CELLULAR PROMOTION ANNOUNCEMENT

Dates Available: November 22, 2004 to December 31, 2004

5000 Minutes for \$5 on any JustRight plan
and/or
\$4.95 per month for six months on an Add-a-Phone plan

Equipment Offer: available with no contract, buy one get two free, requires a new activation per phone:

LG 4400 for \$39.00 plus tax for the first phone, second and third are free

Existing customers can get the LG 4400 at the promo price as long as each phone has either:

- *a new activation or*
- *a two year contract*

This can be a two-year extension on their current contract or a new two-year contract. You can offer them free group ring as an incentive to activate a new number.

Activation fee of \$25 is waived if two or more phones are activated at the same time.

End of year bump up:

- \$4.95 Add-a-phone per month for the first six months, after that it reverts to \$20.00
- 13 Campaign code will give the rebate of \$14.05 for six month
- \$5 5000 Home Area only Minutes (112) will need to be added if the customer wants it, campaign doesn't add this feature, do not add campaign 12 also
- NOTE: No bonus dollars are earned on this promo
- NOTE: **This promo requires a new activation. Existing customers who want the \$4.95 must activate a new number.**
- All \$4.95 activations will earn a flat rate commission of \$5 each, instead of commission points

Plan: Any JustRight plan, including Add-a-phone plans

- \$5 5000 Home Area only Minutes (112)
- free Mobile to Mobile calling in the home area
- free long distance
- free voice mail with voice mail notification
- free caller id
- free basic text messaging
- 12 Campaign code - will add features 112, 506, 614, 610, 605, 600, and 604
- NOTE: No bonus dollars are earned on this promo
- NOTE: This promo is available to existing customers, they must give up their previous promo to get this one.

SmartPay promo is the same as it has been

Pay \$90 up front or sign a one-year contract and get:

- Free Activation
- \$29.95 Monthly access or higher to qualify
- 100 Bonus home area minutes

GOLDEN STATE CELLULAR PROMOTION ANNOUNCEMENT

- \$100 discount on phone of their choice or
- \$39.95 Nokia 3586i

Disclaimer

- 5000 for \$5 is only available to JustRight and Add-a-phone plans
- Existing Golden State subscribers may add on to their account only if the account is in good standing.
- Existing Golden State subscribers may change their existing account to campaign 12, but give up anything special they had on a previous promo. Campaign 13 requires a new activation to be eligible for the special \$4.95 plan.
- Existing Golden State subscribers may upgrade their equipment on their existing account as long as they sign a new two year contract on the new equipment and are on a JustRight or Friends and Family plan or change to a JustRight or Friends and Family plan. If they currently have a contract the new contract will supercede it.
- Additional airtime \$0.39, both home and roaming.
- Equipment offer is no contract if they activate a new number, and is a buy one phone get two phone free as long as all phones activate. If the customer wants 4 phones he would pay for 2 and get 2 free, if they want 5 they pay for 2 and get 3 free.
- No bonus dollars are earned for the promo \$5 for 5000, we have included free features in the promo for campaign 12 and on campaign 13 they are getting a discount on the monthly fee
- Can not have both campaign 12 and 13 on the same phone, can have them on two phones on the same account as long as only one campaign per phone.
- \$4.95 on campaign 13 is only for six months, after six months the price reverts to \$20 per month

SmartPay Disclaimer

- Customer may choose one of the phone offerings but not combine them
- 100 home area minutes are non-expiring, they will remain on the account until used, however, they are used prior to the plan minutes being used
- Customer can only sign a one-year contract if they are using credit card replenishment
- When you activate any plan \$29.95 or higher the bonus minutes will automatically be added to the account.

To Activate in Billing

- Campaign code 12 for 5000 for \$5.
- Campaign code 13 for \$4.95 for six months

To Bill Out in P.O.S.

- To Bill Out the Equipment:
 1. Bill out the phone
 2. Give rebate for phone
 3. Sample below

➤ LG 4400 for \$39.00 plus tax

Sell out phone #1080

Phone rebate #9054 for first phone \$- 190.00

Phone rebate #9054 for second and third phone \$- 245.60

Total cost to customer for the first phone \$39.00 + \$16.60 tax = \$ 55.60

GOLDEN STATE CELLULAR PROMOTION ANNOUNCEMENT

Dates Available: October 1, 2004 to December 31, 2004

5000 Minutes for \$5 on any JustRight plan

Equipment Offer: available with no contract, buy one get one free, requires a new activation per phone:

LG 4400 for \$39.00 plus tax for the first phone, second is free

Existing customers can get the LG 4400 at the promo price as long as each phone has either:

- *a new activation or*
- *a two year contract*

This can be a two-year extension on their current contract or a new two-year contract. You can offer them free group ring as an incentive to activate a new number.

Plan: Any JustRight plan, including Add-a-phone plans

- \$5 5000 Home Area only Minutes (112)
- free Mobile to Mobile calling in the home area
- free long distance
- free voice mail with voice mail notification
- free caller id
- free basic text messaging
- 12 Campaign code - will add features 112, 506, 614, 610, 605, 600, and 604
- NOTE: No bonus dollars are earned on this promo

The advertisement lists:

- \$34.95 plan includes
- 50 anywhere minutes
- 5300 home area minutes

SmartPay promo is the same as it has been

Pay \$90 up front or sign a one-year contract and get:

- Free Activation
- \$29.95 Monthly access or higher to qualify
- 100 Bonus home area minutes
- \$100 discount on phone of their choice or
- \$39.95 Nokia 3586i

GOLDEN STATE CELLULAR PROMOTION ANNOUNCEMENT

Disclaimer

- 5000 for \$5 is only available to JustRight and Add-a-phone plans
- Existing Golden State subscribers may add on to their account only if the account is in good standing.
- Existing Golden State subscribers may upgrade their existing account to this plan but give up anything special they had on a previous promo.
- Existing Golden State subscribers may upgrade their equipment on their existing account as long as they sign a new two year contract on the new equipment and are on a JustRight or Friends and Family plan or change to a JustRight or Friends and Family plan. If they currently have a contract the new contract will supercede it.
- Additional airtime \$0.39, both home and roaming.
- Equipment offer is no contract if they activate a new number, and is a buy one phone get one phone free as long as both activate. If the customer wants 3 phones he would pay for 2 and get 1 free, if they want 4 they pay for 2 and get 2 free.
- No bonus dollars are earned for the promo \$5 for 5000, we have included free features in the promo

SmartPay Disclaimer

- Customer may choose one of the phone offerings but not combine them
- 100 home area minutes are non-expiring, they will remain on the account until used, however, they are used prior to the plan minutes being used
- Customer can only sign a one-year contract if they are using credit card replenishment
- When you activate any plan \$29.95 or higher the bonus minutes will automatically be added to the account.

To Activate in Billing

- Campaign code 12 for 5000 for \$5.

To Bill Out in P.O.S.

- To Bill Out the Equipment:
 1. Bill out the phone
 2. Give rebate for phone
 3. Sample below

➤ LG 4400 for \$39.00 plus tax

Sell out phone #1080

Phone rebate #9054 for first phone \$- 190.00

Phone rebate #9054 for second phone \$- 245.60

Total cost to customer for the first phone \$39.00 + \$16.60 tax = \$ 55.60

GOLDEN STATE CELLULAR PROMOTION ANNOUNCEMENT

Dates Available: July 1, 2004 to September 30, 2004

5000 Minutes for \$5 on any JustRight plan

Equipment Offer: available with no contract, up to 5 phones:

Nokia 3586i for \$39.95 plus tax

Existing customers can get the Nokia at the \$39.95 price if they either activate a new number or sign a two-year contract. This can be a two-year extension on their current contract or a new two-year contract. You can offer them free group ring as an incentive to activate a new number.

We are continuing the Friends and Family plans as regular plans (they will still be available after the promo ends) and offering 5000 Home Area Minutes on any JustRight plan (including Add-a-phone) for \$5, this is the same as the last promo except for the equipment offering.

Plan: Any JustRight plan, including Add-a-phone plans

- \$5 5000 Home Area only Minutes (102)
- 11 Campaign code - will add features 102 and 780 for the \$10 rebate on 102
- \$15 Feature bonus dollars available with feature 102

Plan: Friends and Family (code 090)

- \$49.95 Monthly Access
- Includes 500 ANYWHERE/ANYTIME minutes
- Free \$25.00 Activation Fee
- Free Long Distance (Nationwide)
- Free Mobile to Mobile calling (in home area only)
- Free Nights and Weekends (in home area only)
- Free Text Messaging (Send and Receive) (in home area only)
- Free Caller ID

Plan: Family Shared (code 091)

- \$9.95 Monthly Access
- Shared 500 ANYWHERE/ANYTIME minutes with primary phone
- Free \$25.00 Activation Fee
- Free Long Distance (Nationwide)
- Free Mobile to Mobile calling (in home area only)
- Free Nights and Weekends (in home area only)
- Free Text Messaging (Send and Receive) (in home area only)
- NOTE: Can only be added to Friends and Family phones.

SmartPay promo is the same as it has been

Pay \$90 up front or sign a one-year contract and get:

- Free Activation
- \$29.95 Monthly access or higher to qualify

GOLDEN STATE CELLULAR PROMOTION ANNOUNCEMENT

- 100 Bonus home area minutes
- \$100 discount on phone of their choice or
- \$39.95 Nokia 3586i

Disclaimer

- 5000 for \$5 is only available to JustRight and Add-a-phone plans
- Existing Golden State subscribers may add on to their account only if the account is in good standing.
- Existing Golden State subscribers may upgrade their existing account to this plan but give up anything special they had on a previous promo.
- Existing Golden State subscribers may upgrade their equipment on their existing account as long as they sign a new two year contract on the new equipment and are on a JustRight or Friends and Family plan or change to a JustRight or Friends and Family plan. If they currently have a contract the new contract will supercede it.
- Friends and Family plans (codes 090 and 091) will only share with each other.
- Additional airtime \$0.39, both home and roaming.
- Any JustRight feature, codes 200 to 218 and 225, can be added to the Friends and Family plans.
- Equipment offer is limited to 5 phones per person and there is no contract if they activate a new number.

SmartPay Disclaimer

- Customer may choose one of the phone offerings but not combine them
- 100 home area minutes are non-expiring, they will remain on the account until used, however, they are used prior to the plan minutes being used
- Customer can only sign a one-year contract if they are using credit card replenishment
- When you activate any plan \$29.95 or higher the bonus minutes will automatically be added to the account.

To Activate in Billing

- Campaign code 11 for 5000 for \$5 and none for Friends and Family plans.
- Package maintenance will automatically add the features: 614, 610, 604, 219, 907, 903, 908 when you activate either of the Friends and Family plans.
- NOTE: Mobile to Mobile and Night and Weekends airtime have been built into the Friends and Family plans
- Home area for the Friends and Family plans is 003, new activations will default to 003, if changing an existing customer from a plan that is not a JustRight plan be sure to change the home area to 003.

To Bill Out in P.O.S.

- To Bill Out the Equipment:
 1. Bill out the phone
 2. Give rebate for phone
 3. Sample below

➤ Nokia 3586i for \$39.95 plus tax

Sell out phone #1079

Phone rebate #9054 for \$-159.05

Total cost to customer \$39.95 + \$14.43 tax = \$54.38

GOLDEN STATE CELLULAR PROMOTION ANNOUNCEMENT

Dates Available: April 1, 2004 to June 30, 2004

**“Friends and Family... Anytime”
and
5000 Minutes for \$5 on any JustRight plan**

Equipment Offer available with a two year contract on Friends and Family plan, Family Shared plan, and any JustRight plan including Add-a-phone

Kyocera 1135 for free

or

Nokia 3586i for \$49.95 plus tax

We are continuing the Friends and Family plans as regular plans and offering 5000 Home Area Minutes on any JustRight plan (including Add-a-phone) for \$5

Plan: Any JustRight plan, including Add-a-phone plans

- \$5 5000 Home Area only Minutes (102)
- 11 Campaign code – will add features 102 and 780 for the \$10 rebate on 102
- \$15 Feature bonus dollars available with feature 102

Plan: Friends and Family (code 090)

- \$49.95 Monthly Access
- Includes 500 ANYWHERE/ANYTIME minutes
- Free \$25.00 Activation Fee
- Free Long Distance (Nationwide)
- Free Mobile to Mobile calling (in home area only)
- Free Nights and Weekends (in home area only)
- Free Text Messaging (Send and Receive) (in home area only)
- Free Caller ID

Plan: Family Shared (code 091)

- \$9.95 Monthly Access
- Shared 500 ANYWHERE/ANYTIME minutes with primary phone
- Free \$25.00 Activation Fee
- Free Long Distance (Nationwide)
- Free Mobile to Mobile calling (in home area only)
- Free Nights and Weekends (in home area only)
- Free Text Messaging (Send and Receive) (in home area only)
- NOTE: Can only be added to Friends and Family phones.

Disclaimer

- 5000 for \$5 is only available to JustRight and Add-a-phone plans
- Existing Golden State subscribers may add on to their account only if the account is in good standing.

GOLDEN STATE CELLULAR PROMOTION ANNOUNCEMENT

- Existing Golden State subscribers may upgrade their existing account to this plan but give up anything special they had on a previous promo.
- Existing Golden State subscribers may upgrade their equipment on their existing account as long as they don't have a contract on the current equipment and are on a JustRight plan or change to a JustRight or Friends and Family plan.
- Friends and Family plans (codes 090 and 091) will only share with each other.
- Additional airtime \$0.39, both home and roaming.
- Any JustRight feature, codes 200 to 218 and 225, can be added to the Friends and Family plans.
- No airtime features and minutes credit codes can be added to the Friends and Family and Family Shared plans.

To Activate in Billing

- Campaign code 11 for 5000 for \$5 and none for Friends and Family plans.
- Package maintenance will automatically add the features: 614, 610, 604, 219, 907, 903, 908
- NOTE: Mobile to Mobile and Night and Weekends airtime have been built into the plans
- Add ACO for the free activation
- Add appropriate Service Contract 0023 for 2 year
- Home area for the Friends and Family plans is 003, new activations will default to 003, if changing an existing customer from a plan that is not a JustRight plan be sure to change the home area to 003.

To Bill Out in P.O.S.

- To Bill Out the Equipment:
 1. Bill out the phone
 2. Give rebate for phone
 3. Sample below

➤ Kyocera 1135 for free

Sell out phone # 1009

Phone rebate #9054 for \$-138.35

➤ Nokia 3586i for \$49.95 plus tax

Sell out phone #1079

Phone rebate #9054 for \$-149.05

Total cost to customer \$49.95 + \$14.43 tax = \$64.38

GOLDEN STATE CELLULAR PROMOTION ANNOUNCEMENT

Dates Available: April 15, 2005 to June 30, 2005
5000 home area minutes or 500 Anywhere/Anytime

Equipment Offer:

New Customer

- Requires 2 year contract
- Not rate plan specific
- Equipment:
 - Free Phone- Nokia 6015 with headset
 - \$199 - Kyocera KOI with headset

Existing Customer:

- Same Equipment offer
- Two year contract
- Or, two-year extension on their current contract

Rate Plan Offer:

We are continuing the current promotion and adding a new one:

- Campaign code (tba - while we are waiting we can sell the promo by just adding the features listed below)
- \$25 Activation Fee: (waived with 2 or more phones activated)
- On Any JustRight plan 5000 home area minutes (feature 112) for \$5 plus the following free features:
 - Long Distance (feature 614)
 - Caller ID (feature 610)
 - Call Waiting (feature 609)
 - Call Forwarding (feature 608)
 - Three Way Calling (feature 607)
 - Detailed Billing (feature 618)

NOTE: Add a phone plans are eligible for the above promotion. When added to a rate plan \$44.95 or lower the add a phone will be \$20.00 (052), when added to a rate plan \$49.95 or higher it will be \$9.95 (053)

- Campaign code 15
- \$25 Activation Fee: (waived with 2 or more phones activated)
- Plan Components:
 - Primary Phone \$49.95
 - Code 013
 - 500 Anywhere/Anytime Minutes
 - Free Long Distance
 - Free Mobile to Mobile
 - Free Text Messaging
 - Free Nights & Weekends
 - Additional JustRight Features are available including (112) 5000 Home Minutes for \$5
 - Additional Phone \$9.95
 - Same Equipment Pricing
 - Campaign 15
 - Code 053 \$9.95
 - Includes same features as above
 - Can be added with any JustRight Plan \$49.95 or higher

GOLDEN STATE CELLULAR PROMOTION ANNOUNCEMENT

Disclaimer

- Existing Golden State Subscribers:
 - May add/change their account only if it is in good standing.
 - Can change to campaign 14 losing any other features/ benefits of other promotions
 - Can receive special pricing on new phones by adding a two year contract on the new equipment with qualifying plans
- All Overage on plan/feature minutes will bill at 39 cents per minute

GOLDEN STATE CELLULAR PROMOTION ANNOUNCEMENT

Dates Available: January 12, 2004 to March 31, 2004

“Friends and Family...Anytime”

Equipment Offer available with a two year contract on Friends and Family plan, Family Shared plan, and any JustRight plan

Kyocera 1135 for free

or

Nokia 3586i for \$49.95 plus tax

Plan: Friends and Family (code 090)

- \$49.95 Monthly Access
- Includes 500 ANYWHERE/ANYTIME minutes
- Free \$25.00 Activation Fee
- Free Long Distance (Nationwide)
- Free Mobile to Mobile calling (in home area only)
- Free Nights and Weekends (in home area only)
- Free Text Messaging (Send and Receive) (in home area only)
- Free Caller ID

Plan: Family Shared (code 091)

- \$9.95 Monthly Access
- Shared 500 ANYWHERE/ANYTIME minutes with primary phone
- Free \$25.00 Activation Fee
- Free Long Distance (Nationwide)
- Free Mobile to Mobile calling (in home area only)
- Free Nights and Weekends (in home area only)
- Free Text Messaging (Send and Receive) (in home area only)
- NOTE: Can only be added to Friends and Family phones.

Disclaimer

- Existing Golden State subscribers may add on to their account only if the account is in good standing.
- Existing Golden State subscribers may upgrade their existing account to this plan but give up anything special they had on a previous promo.
- Existing Golden State subscribers may upgrade their equipment on their existing account as long as they don't have a contract on the current equipment and are on a JustRight plan or change to a JustRight or Friends and Family plan.
- Friends and Family plans (codes 090 and 091) will only share with each other.
- Additional airtime \$0.39, both home and roaming.
- Any JustRight feature, codes 200 to 218 and 225, can be added to these plans.
- No airtime features and minutes credit codes can be added to the Friends and Family and Family Shared plans.

GOLDEN STATE CELLULAR PROMOTION ANNOUNCEMENT

To Activate in Billing

- Campaign code none
- Package maintenance will automatically add the features: 614, 610, 604, 219, 907, 903, 908
- NOTE: Mobile to Mobile and Night and Weekends airtime have been built into the plans
- Add ACO for the free activation
- Add appropriate Service Contract 0023 for 2 year
- Home area for the Friends and Family plans is 003, new activations will default to 003, if changing an existing customer from a plan that is not a JustRight plan be sure to change the home area to 003.

To Bill Out in P.O.S.

- To Bill Out the Equipment:
 1. Bill out the phone
 2. Give rebate for phone
 3. Sample below

➤ Kyocera 1135 for free

Sell out phone # 1009

Phone rebate #9054 for \$-138.35

➤ Nokia 3586i for \$49.95 plus tax

Sell out phone #1079

Phone rebate #9054 for \$-149.05

Total cost to customer \$49.95 + \$14.43 tax = \$64.38

GOLDEN STATE CELLULAR PROMOTION ANNOUNCEMENT

Dates Available: January 31, 2005 to March 31, 2005
500 Anywhere/Anytime

Equipment Offer:

New Customer

- Requires 2 year contract
- Not rate plan specific
- Equipment:
 - Free Phone- Nokia 6015
 - \$199 - Kyocera KOI

Existing Customer:

- Same Equipment offer
- Two year contract
- Or, two-year extension on their current contract

Rate Plan Offer:

- Campaign code 15
- \$25 Activation Fee: (waived with 2 or more phones activated)
- Plan Components:
 - Primary Phone \$49.95
 - Code 013
 - 500 Anywhere/ Anytime Minutes
 - Free Long Distance
 - Free Mobile to Mobile
 - Free Text Messaging
 - Free Nights & Weekends
 - Additional JustRight Features are available including (112) 5000 Home Minutes for \$5
 - Additional Phone \$9.95
 - Same Equipment Pricing
 - Campaign 15
 - Code 053 \$9.95
 - Includes same features as above
 - Can be added with any JustRight Plan \$49.95 or higher

P.O.S. Billing:

- Nokia-Free
 - Code #1120 - Nokia 6015 Free
 - Code #9054- rebates \$160.55 (primary or additional phone)
- Kyocera KOI - \$199.95
 - Code #1122 - Bills at \$429.00
 - Code #9054 rebates \$229.05
 - Total cost to customer \$233.20 (\$199.95 + \$33.25 tax)

Disclaimer

- Existing Golden State Subscribers:
 - May add/change their account only if it is in good standing
 - Can change to campaign 14 losing any other features/ benefits of other promotions
 - Can receive special pricing on new phones by adding a two year contract on the new equipment with qualifying plans
- All Overage on plan/feature minutes will bill at 39 cents per minute

Declaration of
Jan Opie, Product Development Manager

Golden State Cellular



17400 High School Road
Jamestown, California 95327
209 984-8700
800 453-8255
209 984-8704 Facsimile

DECLARATION

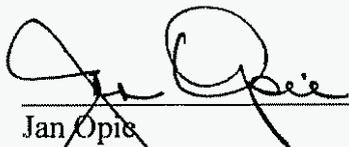
I, Jan Opie, hereby state and declare:

1. I am Product Development Manager for California RSA No. 3 Limited Partnership d/b/a Golden State Cellular, a wireless telecommunications services operator and the Petitioner herein.

2. I am familiar with the facts contained in the foregoing "Request For Limited Waiver And Extension of the Handset Penetration Deadline Of The Commission's Phase II E911 Rules" and I verify that those facts are true and correct to the best of my knowledge and belief, except that I do not and need not attest to those facts which are subject to official notice by the Commission.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on this 6th day of September, 2005.



Jan Opie
Product Development Manager