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January 30, 2006

Marlene H. Dortch
Secretary
Federal Communications Commission
445 Twelfth Street, SW
Washington, DC 20554

RE: Request For Confidential Treatment
(W.T. Docket 05-339)

Dear Ms. Dortch:

On behalf of United States Cellular Corporation ("USCC"), and pursuant to Section 0.459 of the FCC's Rules, this will request confidential treatment for the attached reports, which consist of market share estimates, prepared by [redacted], an independent market research firm, for the cellular and PCS carriers serving Minnesota Rural Service Areas 7, 8, 9, 10, and 11.

The reports are submitted in connection with a January 30, 2006 USCC petition to deny the applications of Midwest Wireless Holdings, LLC ("Midwest") and ALLTEL Communications, Inc. ("ALLTEL") seeking FCC consent to transfer control of the licensee subsidiaries of Midwest to ALLTEL. The reports are the source for the chart on page 14 of USCC's petition, and otherwise support USCC's demonstration in its petition that the proposed transfer of control would be anti-competitive, as it would give the combined entity too large a share of the wireless market in those RSAs and possibly in other affected wireless service areas.

The information has been provided to USCC by [redacted] on a confidential basis. [redacted] supplies market share data clients for a fee and its business would obviously be harmed if the reports were made publicly available. USCC would not object, however, if the information were shared with other parties to this proceeding in accordance with the "protective

order" procedures set forth in the relevant FCC order¹ and referred to in the public notice governing the procedural aspects of this proceeding.²

USCC does not ordinarily disclose the type of information attached hereto. However, in this instance it believes that the FCC and the public interest would be served by its making the actual [redacted] reports available to the FCC and to the parties to this proceeding. The market share data included in the [redacted] reports is most relevant to the FCC's consideration of the proposed transfers of control, in which the FCC must consider the transfers' impact on competition in the relevant markets. Making the actual [redacted] reports available to the FCC and the parties to this proceeding will allow the source of the market share data to be known and evaluated.

USCC submits that the appropriate course of action, one which will best preserve the interests of all concerned, would be to grant this request for confidential treatment, and permit access to all parties under the protective order procedure. If, however, the FCC denies this request for confidential treatment, we would ask that the attached reports not be returned to USCC, but rather be placed in the public docket of this proceeding, since the data cited in the attached reports is referred to in the above-referenced USCC petition to deny.

In the event there are questions concerning this matter, please communicate with the undersigned.

Very truly yours,

Peter M. Connolly



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¹ See In the Matter of Examination of Current Policy Concerning The Treatment of Confidential Information Submitted to the Commission, Report and Order, 13 FCC Rcd 24816 (1998).

² See Public Notice, "Midwest Holdings, L.L.C. And ALLTEL Communications, Inc. Seek FCC Consent To Transfer Control of Licenses and Authorizations," WT Docket No. 05-339, DA 05-3169, released December 30, 2005.