

February 17, 2006

Peter M. Connolly
202 862 5989
peter.connolly@hklaw.com

ELECTRONIC FILING

Ms. Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th Street, SW
Room TW-A325
Washington, DC 20554

Re: Applications of Midwest Holdings, L.L.C. and ALLTEL Communications, Inc. For
Consent for Transfer of Control of Licenses and Authorizations
WT Docket No. 05-339, DA 05-3169

Dear Ms. Dortch:

Pursuant to the Protective Order released in the above-captioned proceeding on February 6, 2006, United States Cellular Corporation, through counsel, files the attached Acknowledgements of Confidentiality, copies of which are also being delivered to Outside Counsel of Record for Midwest Holdings, Inc. and ALLTEL Communications Inc. in accordance with paragraph 7 of the Protective Order.¹

In accordance with Section 1.1206 of the Commission's rules, this letter and attachments are filed with your office for inclusion in the public record of the above referenced proceeding. If you have any questions regarding this filing, please contact the under signed.

Sincerely,



Peter M. Connolly
Counsel for United States Cellular Corporation

Enclosure

cc: Erin McGrath
Frank Krogh
Carl Northrop

3596843_v1

¹ *Midwest Holdings, L.L.C. and ALLTEL Communications, Inc. For Consent for Transfer of Control of Licenses and Authorizations*, Order Adopting Protective Order, WT Docket No. 05-339, DA 05-3169, App. A (Feb. 6, 2006) ("Protective Order").

Acknowledgement of Confidentiality

WT Docket No. 05-339

I hereby acknowledge that I have received and read a copy of the foregoing Protective Order in the above-captioned proceeding, and I understand it. I agree that I am bound by the Protective Order and that I shall not disclose or use Stamped Confidential Documents or Confidential Information except as allowed by the Protective Order. I acknowledge that a violation of the Protective Order is a violation of an order of the Federal Communications Commission.

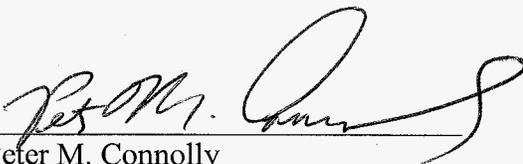
Without limiting the foregoing, to the extent that I have any employment, affiliation or role with any person or entity other than a conventional private law firm (such as, but not limited to, a lobbying or public interest organization), I acknowledge specifically that my access to any information obtained as a result of the Protective Order is due solely to my capacity as Counsel or consultant to a party or other person described in paragraph 4 of the foregoing Protective Order and that I will not use such information in any other capacity nor will I disclose such information except as specifically provided in the Protective Order.

I hereby certify that I am not involved in "competitive decision-making" as that term is used in the definition of In-House Counsel in paragraph 1 of the Protective Order.

I acknowledge that it is my obligation to ensure that: (1) Stamped Confidential Documents and Confidential Information are used only as provided in the Protective Order; and (2) Stamped Confidential Documents are not duplicated except as specifically permitted by the terms of paragraph 9 of the Protective Order, and I certify that I have verified that there are in place procedures, at my firm or office, to prevent unauthorized disclosure of Stamped Confidential Documents or Confidential Information.

Capitalized terms used herein and not otherwise defined shall have the meanings ascribed to them in the Order or Protective Order.

Executed at Washington, DC this 17th day of February, 2006.


Peter M. Connolly
Holland & Knight LLP
2099 Pennsylvania Avenue, NW, Ste. 100
Washington, DC 20006
202-862-5989

APPENDIX B

Acknowledgment of Confidentiality

WT Docket No. 05-339

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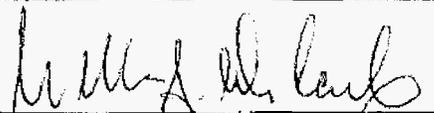
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Executed at Chicago, Illinois this 17 day of February, 2006



[Name] William S. DeCarlo
[Position] Partner, Sidley Austin LLP and
General Counsel, Telephone and Data Systems, Inc.
[Address] One South Dearborn St., Chicago, IL 60603
[Telephone] (312) 853-6094

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Executed at 11:35 am this 17th day of February, 2006.



[Name] Mark D. Schneider
[Position] Sidley Austin LLP
[Address] 1501 K Street NW.
[Telephone] Washington, DC 20005
(202) 736-8058

Federal Communications Commission

DA 06-288

APPENDIX B

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Executed at Washington, DC this 17 day of February, 2006.

Jennifer Patel
[Name] Jennifer Patel
[Position] Attorney
[Address] Sidley Austin LLP
[Telephone] 1501 K St NW
Washington, DC 20005
(202) 736-8000

Federal Communications Commission

DA 06-288

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Executed at 11 a.m. this 17 day of February, 2006

Alexey Tsymbone Jendayi

[Name] Alexey Tsymbone Jendayi
[Position] associate
[Address] 1501 K St NW, Washington, D.C. 20005
[Telephone] 202 736 8105

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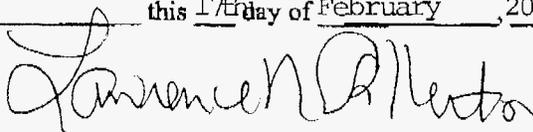
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Executed at 11 AM this 17th day of February, 2006.



[Name] Lawrence R. Fullerton, Sidley Austin LLP
[Position] Counsel
[Address] 1501 K Street, NW, Washington, DC 20005
[Telephone] (202) 736-8809

Federal Communications Commission

DA 06-288

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Executed at Washington, DC this 17th day of February, 2006

Andrew Jaskow
Andrew Jaskow

[Name]
[Position]
[Address]
[Telephone]

Senior Vice President
NERA
1255 23rd St. NW
Washington, DC 20037
202-466-3510