

**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, DC 20554**

<u>In the Matter of</u>)	
)	
Applications of Midwest)	WT Docket No. 05-339
Wireless Holdings, L.L.C.)	
And ALLTEL Communications, Inc.)	
)	
For Consent for Transfer)	
Of Control of Licenses)	
<u>And Authorizations</u>)	

Motion for Extension of Time

United States Cellular Corporation (USCC), pursuant to Section 1.46 of the Commission's rules, respectfully requests a one week extension of time within which USCC may file its Reply to the "Joint Opposition" of Midwest Wireless Holdings, LLC ("Midwest") and ALLTEL Communications Inc. ("ALLTEL"), to USCC's Petition to Deny, which was filed with the Federal Communications Commission on February 16, 2006.¹ In support of this Motion, USCC respectfully submits the following:

1. On December 2, 2005, Midwest and ALLTEL submitted the above captioned applications. The Commission gave public notice of the filing of the applications on December 30, and oppositions were due on January 30, 2006.
2. On January 30, 2006, USCC timely petitioned the Commission to deny the above-captioned applications. Midwest and ALLTEL's responses were due on February 9, 2006.

¹ USCC's counsel did not receive the corrected and unredacted version of the Joint Opposition until after close of business on Friday, February 17, 2006.

3. On February 8, Midwest and ALLTEL submitted a request for extension of time, until February 16, 2006, to which USCC consented, to file their opposition. Pursuant to that request for extension of time, USCC's reply pleading would ordinarily have been due on Thursday, February 23, 2006.
4. The Joint Opposition filed by ALLTEL and Midwest was not filed until late in the day on February 16, however, and corrected versions of that filing were then circulated late in the day on Friday, February 17. As a result, the corrected version of the unredacted filing was not circulated among USCC's counsel until Sunday, February 19, in the middle of a three day weekend. ALLTEL and Midwest's filing also contained new factual information not previously available to USCC, which has to be reviewed. Despite diligent efforts in the interim, USCC has determined that it will require a short period of additional time to analyze Midwest's and ALLTEL's arguments and evidentiary submissions and provide an adequate response. Accordingly, USCC requests an extension of time until March 2, 2006, to submit its reply pleading. USCC hopes that it will be able to submit its reply earlier than March 2 and will endeavor to do so.
5. ALLTEL and Midwest, by counsel, have been notified of this request for extension of time and have indicated that they do not object to it. Additionally, as required by Section 1.46(c) of the Commission's rules, USCC, by undersigned counsel, has orally notified the Commission's staff of the filing of this motion for extension of time.

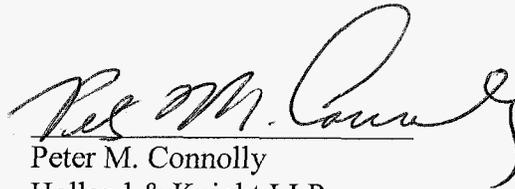
Conclusion

For foregoing reasons, USCC requests that the foregoing extension of time to file its reply pleading be granted.

Respectfully submitted,



Lawrence R. Fullerton
Sidley Austin LLP
1501 K Street, NW
Washington, DC 20005



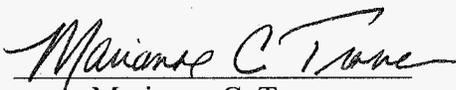
Peter M. Connolly
Holland & Knight LLP
2099 Pennsylvania Avenue, NW, Ste. 100
Washington, DC 20006

Certificate of Service

I, Marianne C. Trana, a secretary in the law firm of Holland & Knight LLP, do hereby certify that I have on this 22nd day of February, 2006, caused to be sent by first-class United States mail, postage prepaid a copy of the foregoing Motion for Extension of Time to the following.

Carl W. Northrop
Farrah Short
Paul, Hastings, Janofsky & Walker, LLP
875 15th Street, NW
Washington, DC 20005

Cheryl A. Tritt
Frank W. Krogh
Morrison & Foerster LLP
2000 Pennsylvania Avenue, NW
Washington, DC 20006


Marianne C. Trana

3604088_v1