

Attachment B

Rural Cell Site Announcement

Midwest Wireless Activates Tower to Improve Coverage in Worthington

Worthington, Minn. (Aug. 28, 2006) – Midwest Wireless customers in the Worthington area are experiencing enhanced communications with the activation of an additional tower site in southern Worthington. The tower will improve wireless service coverage in downtown and southern Worthington and along Highway 59 and 60 South.

“Midwest Wireless’ mission has always been to provide access to advanced communication technology on and off the beaten path by having the most comprehensive network delivering consistently reliable service to more places,” said Dennis Miller, Midwest Wireless President & Chief Executive Officer. “We are proud that we were able to extend our coverage and improve service to more areas.”

The new tower in Worthington has Code Division Multiple Access (CDMA) technology, which Midwest Wireless rolled out to its entire network in 2003. CDMA brings with it advanced services like mobile Internet and downloadable applications like weather, sports and gaming. In order to benefit from these advanced services and enhanced coverage provided by the new tower, a CDMA phone is needed.

Realizing early on that a wireless services provider is really only as good as its network of towers, Midwest Wireless has dedicated significant resources to continually enhancing its network infrastructure. The company has earmarked more than \$34 million in their 2006 budget for network enhancements this year.

The new tower in Worthington was made possible by Midwest Wireless and the Universal Services Fund (USF), which is listed as a charge on all wireless and landline phone bills. This fund was established by the Telecommunications Act as a way to provide Americans with equal access to advanced communications services at affordable prices. Money from the fund is available to eligible carriers to use for the investment and maintenance of communication facilities in high-cost, mainly rural, areas.



Attachment C

Alltel Certification in Minnesota

BEFORE THE MINNESOTA PUBLIC UTILITIES COMMISSION

LeRoy Koppendraye	Chair
Marshall Johnson	Commissioner
Ken Nickolai	Commissioner
Thomas Pugh	Commissioner
Phyllis A. Reha	Commissioner

In the Matter of Annual Eligible
Telecommunications Carriers (ETCs) Use of
Federal Universal Service Support

MPUC Docket No. P-999/M-06-616

**ELIGIBLE TELECOMMUNICATIONS CARRIER CERTIFICATION
AND ANNUAL REPORT ON BEHALF OF
WWC HOLDING CO., INC. d/b/a ALLTEL COMMUNICATIONS**

June 1, 2006

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I. INTRODUCTION

In accordance with the standards and requirements established by the Minnesota Public Utilities Commission (“Commission”),¹ WWC Holding Co., Inc. d/b/a Alltel Communications (“Alltel”) submits this ETC Certification and Annual Report, and respectfully requests the Commission to certify its eligibility for high-cost support from the federal universal service fund for calendar year 2007. In the *Annual Certification Order*, the Commission adopted the annual reporting and certification requirements as established by the Federal Communications Commission (“FCC”) and codified at 47 C.F.R. §§ 54.202 and 54.209, with modifications to allow for a two-year service improvement plan to be filed on a wire center or service area basis.² For reference purposes, Alltel’s demonstrated compliance with the Commission’s annual reporting and certification standards will reference the FCC’s regulations.

II. BACKGROUND

Alltel is licensed by the FCC to provide commercial mobile radio services (“CMRS”) throughout certain rural and non-rural telephone areas in Minnesota. Alltel is licensed to provide CMRS in the following areas: Minnesota Rural Service Area (“RSA”) Nos. 1 (Kittson), 2 (Lake of the Woods), 7 (Chippewa), 8 (Lac qui Parle), 9 (Pipestone), 10 (LeSueur), and Minneapolis/St. Paul A2. In addition to the cellular licensed areas, Alltel holds PCS licenses to serve the Mankato-Fairmont BTA 277E and the Rochester-Austin-Albert Lea BTA 378E.

¹ *In the Matter of Possible Changes to the Commission’s Annual Certification Requirements Related to Eligible Telecommunications Carriers’ Use of the Federal Universal Service Support, Order Setting Filing Requirements and Opening Proceeding to Consider Adopting FCC Standards for Designating Eligible Telecommunications Carriers*, MPUC Docket No. P-999/CI-05-741 (July 21, 2005) (“*Annual Certification Order*”).

² *Annual Certification Order*, p. 9.

The Commission has designated Alltel as a competitive ETC in certain non-rural wire centers served by Qwest Corporation, the full study areas of several rural telephone companies, and certain individual wire centers of other rural telephone companies.³ A complete listing of the areas in which Alltel has been designated as an ETC is contained in Exhibit 1 to the Basic Universal Service Offering (“BUS”) informational tariff on file with the Commission in Docket No. P-5695/M-98-1285 (the “Designated Areas”).

III. ALLTEL SATISFIES EACH OF THE COMMISSION’S ETC APPLICATION REQUIREMENTS SET FORTH IN SECTION 54.202(a)

The Commission has adopted Section 54.202(b) of the FCC’s Rules requiring a common carrier previously designated by the Commission as an ETC to submit the information required by FCC Rule 54.202(a) no later than June 1, 2006.⁴ Alltel has previously submitted and the Commission has accepted the information required by FCC Rule 54.202(a) at the time of granting ETC status for the Designated Areas in *ETC Order IV*.⁵ No further filing or information

³ *In the Matter of Minnesota Cellular Corporation’s Petition for Designation as an Eligible Telecommunications Carrier*, Docket No. P-5695/M-98-1285, Order Granting Preliminary Approval and Requiring Further Filings (Oct. 27, 1999) (“*ETC Order I*”); *In the Matter of a Request by WWC Holding Co., Inc. for Federal ETC Status in 29 Frontier Exchanges*, Docket No. P-5696/M-01-1116, Order (Oct. 16, 2001) (“*ETC Order II*”); *In the Matter of WWC Holding Co., Inc. d/b/a CellularOne for Designation as an Eligible Telecommunications Carrier and Redefinition of Rural Telephone Company Service Area Requirement*, Docket No. P-5695/M-04-226, Order Approving Petition for ETC Designation (Aug. 9, 2004) (“*ETC Order III*”); and *In the Matter of WWC Holding Co., Inc. d/b/a CellularOne Petition for Designation as an Eligible Telecommunications Carrier and Redefinition of Rural Telephone Company Service Area Requirement*, Docket No. P-5695/M-05-1979, Order (April 7, 2006) (“*ETC Order IV*”).

⁴ *Annual Certification Order*, pp. 9-10.

⁵ Alltel’s Verified Petition in *ETC Order IV* included all the necessary information and demonstrations of eligibility based on the ETC designation standards established by the Commission in Docket No. P-999/M-05-1169.

is required for those areas. Alltel respectfully submits the following information in satisfaction of the Commission's requirements for the remainder of its Designated Areas.

A. **Alltel Commits To Provide Service Throughout Its Designated Areas To All Customers Making A Reasonable Request For Service**

Alltel commits to provide service throughout its Designated Areas to all customers making a reasonable request for service in compliance with the Commission's standards based on FCC Rule 54.202(a)(1)(i). For purposes of evaluating the provision of service upon request from a potential customer within its Designated Areas, Alltel hereby certifies that it will:

1. Provide service on a timely basis to requesting customers within its Designated Areas where its network already serves the potential customer's premises; and
2. Provide service within a reasonable period of time, if the potential customer's premises is located within Alltel's Designated Areas, but outside its existing network coverage, if service can be provided at reasonable cost by:
 - (a) Modifying or replacing the requesting customer's equipment;
 - (b) Deploying a roof-mounted antenna or other equipment;
 - (c) Adjusting the nearest cell tower;
 - (d) Adjusting network or customer facilities;
 - (e) Reselling services from another carrier's facilities to provide service; or
 - (f) Employing, leasing or constructing an additional cell site, cell extender, repeater, or other similar equipment.

If service cannot be offered at reasonable cost using one of these options, Alltel will report the unfulfilled service request to the Commission and describe how it attempted to provide service consistent with the Commission's requirement based on FCC Rule 54.209(a)(3).

B. **Alltel's Service Improvement Plan**

Alltel has developed a two-year plan that describes with specificity proposed improvements or upgrades to its network serving its Minnesota Designated Areas ("Service Improvement Plan"). Alltel's Service Improvement Plan is attached as **Trade Secret Exhibit A**.

The Service Improvement Plan includes those areas in which Alltel was designated in *ETC Order IV*, and Alltel incorporates by reference the initial Service Improvement Plan submitted in that docket. The Service Improvement Plan includes all information required by FCC Rule 54.202(a)(1)(ii) for calendar years 2006 and 2007. The projected expenditures under the Service Improvement Plan are based on an estimate of receiving approximately \$10.1 million in federal high-cost universal service support over the two-year period.⁶

Alltel's Service Improvement Plan demonstrates how signal quality, coverage or capacity will continue to improve due to Alltel's receipt of federal high-cost universal service support; the projected start date and completion date for each improvement; the estimated amount of investment for each project that is funded by high-cost support; the specific geographic areas where the improvements are expected to be made; and the estimated population that will be served as a result of the improvements. In certain portions of the Designated Areas, service improvements are not currently projected within the scope of this two-year Service Improvement Plan. As reflected in **Trade Secret Exhibit A**, Alltel is projecting certain enhancements and upgrades to its switching facilities which will provide an improvement to all areas served in the Designated Areas. Additionally, the projected capital expenditures and other operating expenses reflected in the Plan exceed the projected amount of universal service support Alltel will receive, so the Company need not provide a further demonstration of how funding will otherwise be used to further the provision of supported services in those areas. In those portions of the Designated Areas for which a specific service improvement is not identified in the Service Improvement Plan, Alltel will continue to utilize federal high-cost universal service support for the provision,

⁶ This figure is based on projections from the Universal Service Administrative Company's website found at www.universalservice.org. Actual support amounts received may vary from this projection.

maintenance, and upgrading of facilities and services for which the support is intended consistent with Section 254(e) of the Telecommunications Act of 1996 (the “Act”) and FCC Rules 54.7 and 54.202(a)(1)(ii).

C. Alltel Has Adequately Prepared For Emergency Operations

Alltel provides the following information demonstrating its ability to remain functional in emergency situations consistent with the Commission’s standards based on FCC Rule 54.202(a)(2). As previously demonstrated in *ETC Order IV*, the Alltel network is designed to be able to remain functional in emergency situations.⁷ Alltel has reasonable amounts of back-up power to provide functionality without an external power source, and has implemented industry practices to reroute traffic around damaged facilities and manage traffic spikes resulting from emergency situations.

Alltel has deployed fixed and portable back-up power generators at various locations throughout its network that can be deployed in emergency situations. These back-up power generators are capable of keeping a cell site up and running until power is restored to the cell site, a portable generator is moved to the site, system changes are made to reroute traffic or a cell on wheels (“COW”) is deployed. Alltel tests its back-up power generators regularly to ensure functionality. Alltel is also capable of rerouting traffic around damaged or out-of-service facilities by changing call routing translations as needed. Alltel is also able to deploy COWs as temporary cell sites when existing facilities are damaged or out-of-service for longer periods of time. Further, by changing call routing translations or deploying COWs, Alltel is able to manage traffic spikes throughout its network. As a long-term solution for managing increased traffic

⁷ *ETC Order IV*, p. 11.

levels and traffic spikes, Alltel may increase capacity at its cell sites, switches and transport facilities.

D. **Alltel Will Satisfy Applicable Consumer Protection And Service Quality Standards Within Its Designated Areas, Including Compliance With The CTIA Consumer Code**

Alltel will satisfy applicable consumer protection and service quality standards within its Designated Areas. For purposes of this requirement, the applicable consumer protection and service quality standards established by the Commission relate to the approved provisions in Alltel's customer service agreement for the BUS offering and the CTIA – The Wireless Association's Consumer Code for Wireless Service ("Consumer Code"). There are no other consumer protection or service quality standards applicable to Alltel. Set forth below is a demonstration of Alltel's ability to comply with the applicable standards.

Alltel offers the BUS offering throughout its Minnesota Designated Areas pursuant to a Commission-approved customer service agreement. The BUS service agreement contains certain service quality and consumer protection provisions previously established and approved by the Commission. The consumer protection and service quality provisions set forth in the BUS service agreement generally relate to call quality and customer service issues. Some of the more specific provisions contained in the BUS service agreement include prevention of service interruptions, a benchmark for completion of attempted calls, customer care personnel and Commission jurisdiction over customer complaints. Alltel makes available to all subscribers of the BUS offering in the Designated Areas the same consumer protection and service quality provisions of the BUS service agreement.

Further, as set forth in FCC Rule 54.202(a)(3), a commitment by a wireless carrier to comply with the Consumer Code satisfies this requirement.⁸ Alltel became a voluntary signatory to the Consumer Code in September, 2003. Since adopting the Consumer Code, Alltel has implemented the policies and practices required of signatories throughout its Designated Areas, including disclosures of rates, terms of service and maps of service areas, a trial period for new service, ready access to customer service, policies for customer privacy and prompt responses to consumer inquiries and complaints from government agencies. Furthermore, Alltel provides periodic training materials to customer service representatives and internally monitors and updates its intranet site toward maintaining compliance with the Consumer Code. Finally, Alltel provides subscribers with benefits that are not mandated by the Consumer Code or other regulation in that it monitors its network for dropped calls and does not bill such dropped calls to customers.

E. Alltel Offers A Local Usage Plan Comparable To The Service Offerings Of The Incumbent LECs Serving Alltel's Designated Areas

Alltel offers a local usage plan comparable to the service offerings of the incumbent LECs serving its Designated Areas consistent with the Commission's requirement incorporating FCC Rule 54.202(a)(4). The requirement to offer at least one service offering that contains an amount of local usage comparable to the local usage offered by the incumbent LEC does not mandate unlimited local calling. When comparing Alltel's service offerings to one offered by an incumbent LEC, it is appropriate to consider that Alltel offers local calling plans that may

⁸ FCC Rule 54.202(a)(3) states that a wireless ETC applicant's commitment to comply with the Consumer Code satisfies the requirement to meet applicable consumer protection and service quality standards. While the Commission did not fully adopt this FCC standard as an ETC designation requirement in MPUC Docket No. P-999/CI-05-1169, FCC Rule 54.202(a)(3) was adopted by the Commission without modification in the *Annual Certification Order*.

contain fewer minutes of use but larger local calling areas, which is comparable to a LEC plan with more minutes of use but a smaller local calling area.⁹

All Minnesota incumbent LECs are required under Minn. R. 7811/7812.0600 to offer a service plan that includes unlimited local usage within an exchange area. A listing of Alltel's rate plans currently available in the Designated Areas is attached as **Exhibit B**. Alltel provides rate plans that include substantial local calling areas with varying levels of local usage, including plans with unlimited local usage that provide an outstanding consumer value. Alltel includes local usage in each rate plan and Alltel offers local calling areas that are substantially larger than those offered by the incumbent LECs. Customers therefore have the opportunity to select a rate plan that best meets their needs. Consistent with the Commission's requirements in the Alltel ETC designation dockets, Alltel offers a rate plan with unlimited local usage within the Designated Areas through its BUS offering. Each Alltel rate plan includes, at a minimum, all of the supported services required by FCC Rule 54.101(a)(1)-(9) comparable to the service offerings of the incumbent LECs. Consistent with FCC Rule 54.202(a)(4), the amount of local usage available in Alltel's generally available rate plans is comparable to that offered by the incumbent LECs in the Designated Areas.

F. **Alltel Acknowledges The FCC May Require It To Provide Equal Access In A Designated Area In The Event That No Other ETC In the Service Area Is Providing Equal Access**

Consistent with the Commission's requirement incorporating FCC Rule 54.202(a)(5), Alltel hereby acknowledges that the FCC, pursuant to 47 U.S.C. § 332(c)(8), may require it to

⁹ *Federal-State Joint Board on Universal Service*, CC Docket No. 96-45, Report and Order, FCC 05-46, ¶ 33 (rel. March 17, 2005) ("*March 17 Order*").

provide equal access to long distance carriers in the event that no other ETC is providing equal access within one of its Designated Areas.

IV. ALLTEL'S ANNUAL REPORT IN ACCORDANCE WITH SECTION 54.209(a)

The *Annual Certification Order* also adopted FCC Rule 54.209(a) requiring a common carrier previously designated by the Commission as an ETC to annually report certain additional information no later than June 1 of each calendar year.¹⁰ Alltel respectfully submits the following information in satisfaction of the Commission's annual reporting requirement.

A. Progress Report on its Service Improvement Plan

In the *Annual Certification Order*, the Commission adopted FCC Rule 54.209(a)(1) requiring an ETC to file a progress report on its Service Improvement Plan. As noted above, Alltel has previously submitted a Service Improvement Plan for the areas in which it has been designated as an ETC in *ETC Order IV*. Alltel did not receive ETC designation in Docket No. P-5695/M-05-1979 until April 7, 2006, or less than two months ago. As a result, Alltel has incorporated its Service Improvement Plan in Docket No. P-5695/M-05-1979 into the attached **Trade Secret Exhibit A**.

The Service Improvement Plan covers the time period from January 1, 2006 through December 31, 2007. The information within **Trade Secret Exhibit A, Appendix A-1** provides a summary of improvements or upgrades made by the Company through May 30, 2006, and thus reflects Alltel's progress on the Service Improvement Plan through that date.

In addition, when adopting the new annual reporting rules, the Commission required a carrier that had not previously filed a Service Improvement Plan to include a description of improvements or upgrades it has made since the date of its initial designation or its last annual

¹⁰ *Annual Certification Order*, pp. 9-10.

certification, whichever is later.¹¹ Information regarding the amount of federal universal service support received by Alltel in 2005, service improvements completed and unaudited financial information regarding Alltel's capital expenditures and operating expenses for the period between August 1, 2005 and December 31, 2005 is contained in **Trade Secret Exhibit C**.

B. Network Outages In Minnesota Designated Areas

The Commission has adopted FCC Rule 54.209(a)(2), which requires an ETC to annually report network outages within its Designated Areas. FCC Rule 54.209(a)(2) specifically requires:

detailed information on any outage, as that term is defined in 47 C.F.R. § 4.5, of at least 30 minutes in duration for each service area in which an eligible telecommunications carrier is designated for any facilities it owns, operates, leases, or otherwise utilizes that potentially affect (a) at least ten percent of the end users served in a designated service area; or (b) a 911 special facility, as defined in 47 C.F.R. § 4.5(e). Specifically, the eligible telecommunications carrier's annual report must include information detailing: (a) the date and time of onset of the outage; (b) a brief description of the outage and its resolution; (c) the particular services affected; (d) the geographic areas affected by the outage; (e) steps taken to prevent a similar situation in the future; and (f) the number of customers affected.

This information, for the time period August 1, 2005 through December 31, 2005,¹² is contained within **Trade Secret Exhibit D**. Alltel has compiled and reported information for all outages, as defined in 47 C.F.R. § 4.5, of at least 30 minutes in duration occurring within its Minnesota

¹¹ *Annual Certification Order*, p. 9 (MPUC adopts FCC reporting requirements as set forth in the *March 17 Order*, ¶ 68 n. 191.

¹² Neither the Commission's *Annual Certification Order* nor FCC Rule 54.209(a)(2) establishes the time period to be covered by an outage report filing. Alltel has adopted August 1 through December 31 as an appropriate time period for the initial report since such information should not be required prior to the Commission's adoption of the requirement on July 21, 2005. Prior to the Commission's establishment of the ETC outage reporting requirement, Alltel did track and report outages based on the FCC's Part 4 regulations. However, FCC Rule 54.209(a)(2) established different reporting thresholds and substantive content requirements as compared to the Part 4 rules. Future outage reports will be based on a January 1 through December 31 period.

Designated Areas. Such information includes, but is not limited to, any outage that may potentially affect at least ten percent (10%) of its customers served in a service area. Similarly, the information relating to the number of customers affected by an outage is estimated based on the number of customers with a billing address in the wire center as of June 30, 2005. The exact number of customers affected would be dependent upon the number of call attempts during the service disruption, which is not capable of being ascertained.

C. Unfulfilled Requests For Service

The Commission has adopted FCC Rule 54.209(a)(3), which requires an ETC to annually report the number of requests for service from potential customers within the ETC's designated service areas that were unfulfilled during the past year. The filing must also detail how the ETC attempted to provide service to those potential customers as set forth in FCC Rule 54.202(a)(1)(i). The required information concerning Alltel's unfulfilled requests for service within its Designated Areas from August 1, 2005 through December 31, 2005¹³ is contained in **Exhibit E**.

D. Complaints Per 1,000 Handsets Or Lines

The Commission has adopted FCC Rule 54.209(a)(4), which requires an ETC to make an annual report of the number of complaints per 1,000 handsets or lines. The number of complaints per 1,000 handsets for its Designated Areas which Alltel has received from the Commission, FCC, Minnesota Attorney General, the Better Business Bureau or similar third

¹³ Neither the Commission's *Annual Certification Order* nor FCC Rule 54.209(a)(3) establishes the time period to be covered by a report of unfulfilled requests for service. Alltel has adopted August 1 through December 31 as an appropriate time period for the initial report. Future unfulfilled requests for service will be reported based on a January 1 through December 31 period. See footnote 12, *supra*.

party consumer agency between August 1, 2005 and December 31, 2005¹⁴ is 0.5204. The percentage of complaints is calculated based on the number of subscribers in the Designated Areas as of December 31, 2005.

E. Certification Regarding Applicable Service Quality Standards And Consumer Protection Rules

The Commission has adopted FCC Rule 54.209(a)(5), which requires an ETC to certify that it is complying with applicable service quality standards and consumer protection rules. Alltel's compliance with the terms and conditions of the BUS service agreement and the CTIA Consumer Code satisfies this requirement. As noted above, Alltel provides consumer protection and service quality standards in the BUS customer service agreement, and Alltel is a compliant signatory to the CTIA Code. *See supra* Section III(D). Alltel certifies that it is in compliance with these consumer protection and service quality standards.

F. Certification Regarding Its Provision Of A Comparable Local Usage Plan

The Commission has adopted FCC Rule 54.209(a)(7), which requires an ETC to certify that it is offering a local usage plan comparable to the incumbent LEC in the relevant service areas. As noted above, Alltel makes available the BUS offering, a comparable local usage plan, as well as other comparable service offerings in its Designated Areas. *See supra* Section III(E). Alltel certifies that it is offering at least one comparable local usage plan as required by Section 54.209(a)(7).

¹⁴ Future complaints will be reported based on a January 1 through December 31 period. *See* footnote 12 *supra*.

G. Certification Regarding Equal Access

Alltel certifies that the FCC, pursuant to 47 U.S.C. § 332(c)(8), may require it to provide equal access to long distance carriers within one of its Designated Areas in the event that no other ETC is providing equal access.

H. Lifeline Verification Procedures And Annual Survey

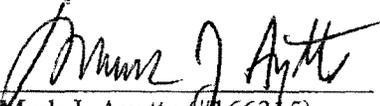
In accordance with the requirements adopted by the Commission in Docket Nos. P-999/CI-04-305 and P-999/CI-05-334, Alltel has adopted procedures to corroborate income documentation for any Lifeline customer seeking to qualify based on income-eligibility and to verify the continued eligibility of a statistically valid random sample of its Lifeline customers in the State. Attached as **Exhibit F** is a copy of Alltel's report of its verification of the eligibility of Lifeline subscribers.

V. CONCLUSION

Based on the foregoing information, WWC Holding Co., Inc. d/b/a Alltel Communications respectfully requests the Commission to certify to the FCC and USAC its eligibility to receive federal universal service support for calendar year 2007 in accordance with 47 C.F.R. §§ 54.313 and 54.414.

BRIGGS AND MORGAN, P.A.

June 1, 2006

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BEFORE THE MINNESOTA PUBLIC UTILITIES COMMISSION

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In the Matter of Annual Eligible
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Federal Universal Service Support

MPUC Docket No. P-999/M-06-616

CERTIFICATION

The undersigned, Gene DeJordy, does hereby certify as follows:

1. I serve as Vice-President of Regulatory Affairs for Alltel Communications, Inc. and each of its affiliates and subsidiaries, including WWC Holding Co., Inc.
2. This certification is submitted in support of Alltel's ETC Certification and Annual Report in MPUC Docket No. P-999/M-06-616.
3. I have reviewed the ETC Certification and Annual Report and the facts stated therein, of which I have personal knowledge, are true and correct to the best of my present knowledge, information and belief.


Gene DeJordy

Subscribed and sworn to before me
this 31st day of May, 2006.


Notary Public



SUMMARY OF EXHIBITS

Trade Secret Exhibit A – Service Improvement Plan for the State of Minnesota

Exhibit B – Alltel Service Plans in Minnesota

Trade Secret Exhibit C – 2005 Universal Service Support and Expenditures

Trade Secret Exhibit D – Outage Report for August 1, 2005 – December 31, 2005

Exhibit E – Unfulfilled Requests for Service for August 1, 2005 – December 31, 2005

Exhibit F – Lifeline Verification Report

EXHIBIT A

**SERVICE IMPROVEMENT PLAN
FOR THE
STATE OF MINNESOTA**

See attachment

STATEMENT JUSTIFYING DATA AS TRADE SECRET

Pursuant to Minn. Stat. § 13.37 and the Minnesota Public Utilities Commission's "Revised Procedures for Handling Trade Secret and Privileged Data" (Sept. 1, 1999), Alltel provides the following statement justifying the TRADE SECRET designation of information noted above. The information set forth in Appendices A-1, A-2, A-3, A-4, A-5 and A-6 qualifies as Trade Secret under Minn. Stat. § 13.37, subd. 1(b) because it contains specific financial information and information relating to the location of Alltel's projected network improvements in Minnesota. Such information has independent economic value, is not generally known to, and not readily ascertainable by, competitors which could obtain economic value from the disclosure of this information. Alltel maintains this information as confidential and trade secret. Alltel further requests that it be treated as nonpublic, trade secret data.

Questions regarding this matter may be directed to Mark J. Ayotte, Attorney for Alltel, at (612) 977-8400.

PUBLIC DOCUMENT – TRADE SECRET DATA REDACTED

EXHIBIT A

**SERVICE IMPROVEMENT PLAN FOR THE STATE OF MINNESOTA
ON BEHALF OF WWC HOLDING CO., INC. d/b/a ALLTEL COMMUNICATIONS**

I. INTRODUCTION

WWC Holding Co., Inc. d/b/a Alltel Communications (“Alltel” or “the Company”) submits the following Service Improvement Plan and progress report pursuant to the standards established by the Minnesota Public Utilities Commission (“Commission”).¹ The Commission’s standards require a service quality improvement plan based on Sections 54.202(a)(1)(ii) and 54.209(a)(1) of the Federal Communications Commission’s (“FCC”) universal service rules, with modifications for a two-year plan and the filing of information on a service area basis.² Alltel has been designated by the Commission as a competitive eligible telecommunications carrier (“ETC”) for certain service areas within the State of Minnesota (the “Designated Areas”).³

¹ *In the Matter of Possible Changes to the Commission’s Annual Certification Requirements Related to Eligible Telecommunications Carriers’ Use of the Federal Universal Service Support, Order Setting Filing Requirements and Opening Proceeding to Consider Adopting FCC Standards for Designating Eligible Telecommunications Carriers*, MPUC Docket No. P-999/CI-05-741 (July 21, 2005) (“*Annual Certification Order*”).

² *Annual Certification Order*, p. 9; *In the Matter of a Commission Investigation to Consider Adopting the FCC’s Standards for Designating Eligible Telecommunications Carriers*, Order Adopting FCC Requirements, MPUC Docket No. P-999/CI-05-1169 (Oct. 31, 2005) (“*ETC Designation Order*”).

³ *In the Matter of Minnesota Cellular Corporation’s Petition for Designation as an Eligible Telecommunications Carrier*, Docket No. P-5695/M-98-1285, Order Granting Preliminary Approval and Requiring Further Filings (Oct. 27, 1999) (“*ETC Order I*”); *In the Matter of a Request by WWC Holding Co., Inc. for Federal ETC Status in 29 Frontier Exchanges*, Docket No. P-5696/M-01-1116, Order (Oct. 16, 2001) (“*ETC Order II*”); *In the Matter of WWC Holding Co., Inc. d/b/a CellularOne for Designation as an Eligible Telecommunications Carrier and Redefinition of Rural Telephone Company Service Area Requirement*, Docket No. P-5695/M-04-226, Order Approving Petition for ETC Designation (Aug. 9, 2004) (“*ETC Order III*”); and *In the Matter of WWC Holding Co., Inc. d/b/a CellularOne Petition for Designation as an Eligible Telecommunications Carrier and Redefinition of Rural Telephone Company Service Area Requirement*, Docket No. P-5695/M-05-1979, Order (April 7, 2006) (“*ETC Order IV*”).

As modified by the Commission in the *ETC Designation Order*, FCC Rule 54.202(a)(1)(ii) requires the submission of a Service Improvement Plan setting forth projected uses of high-cost universal service support for improvements or upgrades to the carrier's network on either a wire center-by-wire center basis or service area basis. FCC Rule 54.202(a)(1)(ii) further requires an applicant to describe how signal quality, coverage or capacity will improve due to the receipt of high-cost universal service support.

As set forth in the *Annual Certification Order*, a common carrier previously designated by the Commission as an ETC must submit the information required by Section 54.202(a) no later than June 1, 2006. In compliance with FCC Rules 54.202(a)(1)(ii), the Service Improvement Plan set forth below describes Alltel's projected use of federal high-cost universal service support for the period January 1, 2006 through December 31, 2007 for the provision, maintenance and upgrading of facilities and services for which the support is intended in the Designated Areas.

II. PROJECTED HIGH-COST SUPPORT

Pursuant to Section 254(e) of the Telecommunications Act of 1996 (the "Act"), a carrier eligible to receive federal high-cost universal service support shall use such support "only for the provision, maintenance, and upgrading of facilities and services for which the support is intended." Consistent with Section 254(e) and FCC Rules 54.7, 54.313 and 54.314, Alltel hereby certifies that all federal high-cost universal service support received will be used only for the provision, maintenance, and upgrading of facilities and services for which the support is intended.

Based on the most recent per-line support projections of the Universal Service Administrative Company ("USAC"), Alltel currently estimates that it will receive approximately \$5 million in 2006 and approximately \$5 million in 2007 of federal high-cost universal service

support for the provision of universal service within the Designated Areas in the State of Minnesota. The total projected amount of high-cost support used to develop the Service Improvement Plan is \$10.1 million. The actual amount of high-cost universal service support received by the Company for either year may vary from this estimate as universal service support levels and subscribership change over time. If the projected amount of support is not received, Alltel reserves the right to modify its Service Improvement Plan accordingly.

III. SERVICE IMPROVEMENTS

Alltel has identified certain facility construction and service quality or capacity projects that are intended to expand coverage and improve service quality within its Designated Areas in the State of Minnesota. Attached as **Trade Secret Appendix A-1** is a spreadsheet describing the types of facilities or improvements, locations, estimated population covered,⁴ projected budget and estimated deployment schedule for each of the projected improvements. Alltel will use federal high-cost universal service support to assist it in completing these improvements for purposes of expanding and improving its services in the Designated Areas.

The selection of these facility construction projects and service improvements is based on Alltel's evaluation of numerous factors, including current consumer demand, competitive forces, available capital, projected high-cost support and others. It is also based on the Company's evaluation of where current network facilities could be improved to provide better service and where current and projected consumer demand may require increased capacity. As these factors change, Alltel will reevaluate and modify its projected service improvements accordingly. The

⁴ Alltel has estimated the population covered based on data contained in MapInfo™ mapping software. For upgrades and improvements allocated to a particular facility location, Alltel has identified the estimated population of the wire center where the facility is physically located.

order in which these facilities and improvements are deployed has not been finally determined and will be revised over time.

IV. OPERATING EXPENSES

Since Alltel first began providing service in the State of Minnesota, the Company has developed a robust network throughout its licensed service areas and currently provides service to a substantial number of subscribers within its Designated Areas. Attached as **Trade Secret Appendix A-2** is a brief description of the types and locations of facilities the Company currently operates that serve the State of Minnesota.

Alltel's projected service coverage, quality and capacity improvements set forth in the Service Improvement Plan represent a substantial capital investment in new facilities and services based on the projected receipt of federal high-cost universal service support. Pursuant to Section 254(e) of the Act, the Company will utilize the federal high-cost universal service support it receives to operate, maintain and upgrade these network facilities and services consistent with the universal service objective of providing quality telecommunications services in rural and high-cost areas and to low-income subscribers. Included in **Trade Secret Appendix A-1** is a description of the projected operational costs associated with the provision of service and maintenance of facilities within the Company's Designated Areas in Minnesota.

V. ANNUAL PROGRESS REPORT

Due to changes in consumer demand, regulatory requirements, technology improvements in the wireless telecommunications industry and other factors, Alltel's Service Improvement Plan is subject to modification and amendment. In addition, the Company's proposed deployment schedule may be adjusted depending upon the amount of federal high-cost universal service support it receives and the timing of its receipt of such support. Construction of the Company's projected network facilities and completion of other upgrades is based on its estimates of

projected expenses, the per-line support available and the number of current subscribers in the Designated Areas. Should the Company's actual expenses, per-line support amount or the number of its subscribers change, it may require more time to complete the proposed service improvements.

Although Alltel's proposed Service Improvement Plan may change over time, it will continue to provide service throughout its Designated Areas to all customers upon reasonable request. Alltel will continue to respond to consumer demand and is fully committed to taking additional steps to ensure quality service. As required by the Commission's adoption of FCC Rule 54.209(a)(1), Alltel will file a progress report on its two-year Service Improvement Plan on or before June 1, 2007.

VI. PROGRESS REPORT ON SERVICE IMPROVEMENT PLAN THROUGH MAY 30, 2006

Alltel filed an initial Service Improvement Plan in Docket No. P-5695/M-05-1979. At that time, Alltel's Service Improvement Plan was limited to the specific service areas for which Alltel sought to be designated as a competitive ETC in Docket No. P-5695/M-05-1979. Alltel did not receive ETC designation in Docket No. P-5695/M-05-1979 until April 7, 2006, or less than two months ago. As a result, Alltel has incorporated its Service Improvement Plan in Docket No. P-5695/M-05-1979 into the attached **Trade Secret Appendix A-1**. Alltel has included within **Trade Secret Appendix A-1** a summary description of the status of improvements or upgrades made by the Company through May 30, 2006.

BEFORE THE MINNESOTA PUBLIC UTILITIES COMMISSION

LeRoy Koppendrayner
Marshall Johnson
Ken Nickolai
Thomas Pugh
Phyllis A. Reha

Chair
Commissioner
Commissioner
Commissioner
Commissioner

In the Matter of Annual Eligible
Telecommunications Carriers (ETCs) Use of
Federal Universal Service Support

MPUC Docket No. P-999/M-06-616

CERTIFICATION

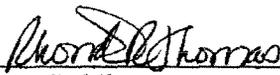
The undersigned, Gene DeJordy, does hereby certify as follows:

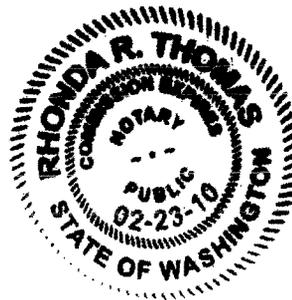
1. I serve as Vice President of Regulatory Affairs for Alltel Communications, Inc. and each of its affiliates and subsidiaries, including WWC Holding Co., Inc.
2. This certification is submitted in support of the Company's Service Improvement Plan for the State of Minnesota.
3. I have reviewed the Service Improvement Plan and the facts stated therein, of which I have personal knowledge, are true and correct to the best of my present knowledge, information and belief.


Gene DeJordy

(NOTARY SEAL)

Subscribed and sworn to before me
this 31st day of May, 2006.


Notary Public



PUBLIC DOCUMENT – TRADE SECRET DATA REDACTED

TRADE SECRET APPENDIX A-1

Projected Service Improvements

See attachment

TRADE SECRET APPENDIX A-2

Description of Types and Location of Facilities

1. Switching Facilities: Alltel's switching facilities used to provide service in the Designated Areas are as follows:

[TRADE SECRET DATA BEGINS]

[TRADE SECRET DATA ENDS]

2. Cell sites/towers: A description of Alltel's cell sites/towers serving the Designated Areas by location, including latitude and longitude, is set forth below:

[TRADE SECRET DATA BEGINS]

SITE ID	SITE NO.	TECHNOLOGY	LONGITUDE	LATITUDE
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[TRADE SECRET DATA ENDS]

3. Signal Coverage: Specific information regarding Alltel's signal coverage within the Designated Areas is attached as **Trade Secret Appendix 2-B**.

EXHIBIT B

**ALLTEL SERVICE PLANS IN MINNESOTA
ELIGIBLE FOR UNIVERSAL SERVICE SUPPORT**

In addition to the US Rate Plan 1 and US Rate Plan 2 as described in the Company's Basic Universal Service Offering informational tariff filed pursuant to the Commission's Order dated October 27, 1999 in MPUC Docket No. P-5695/M-98-1285, Alltel currently makes available additional service plans in the Designated Areas. A description of the available rate plans eligible for universal service funding is attached to this **Exhibit B**. In addition to the attached service plans, Alltel provides service offerings to customers under grandfathered or legacy service plans that are no longer available to new subscribers. Each service plan includes the supported services required by FCC Rule 54.101(a)(1)-(9). Alltel's additional service plans are subject to change.