

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

South #5 RSA Limited Partnership d/b/a Brazos Cellular Communications, Ltd. ("Brazos Cellular"), by its attorneys and pursuant to 47 C.F.R. §1.925, hereby respectfully requests a limited waiver and brief extension of time to comply with 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%.¹

Brazos Cellular informed the Commission of a technology change and CDMA overlay, and was ordered by the Commission to ensure that 95% of its customer base has location-capable

¹ Revision of Commission's Rules to Ensure Compatibility with Enhanced 911 Emergency Calling Systems; E911 Phase II Compliance Deadlines for Non-Nationwide Carriers, CC Docket 94-102, *Order To Stay*, 17 FCC Rcd 14841 (2002) (*Non-Nationwide Carriers Order*).

handsets by January 31, 2007.² Brazos Cellular has exercised its best efforts to promote subscriber adoption of CDMA handsets with automatic location identification (“ALI”) features. It has achieved a systemwide penetration rate of ALI handsets over 85%, yet will not be able to achieve the 95% benchmark by January 31, 2007. Brazos Cellular has a plan to meet the 95% penetration requirement in the very near term and for the reasons set forth herein, Brazos Cellular requests a one-month extension, until February 28, 2007.

I. Background

Brazos Cellular is a Tier III CMRS carrier that operates a cellular radiotelephone service system in Texas RSA 5B2 - Hardeman. Brazos Cellular operates a nine-cell Code Division Multiple Access (“CDMA”) digital network throughout its three-county service area. The CDMA system was launched commercially with eight cell sites on February 28, 2005. Since the addition of the ninth CDMA cell site on August 31, 2005 Brazos Cellular’s entire service area has been covered by the CDMA signal.

Attached is a coverage map of the cellular system. CDMA, TDMA and analog signals operate at all nine cell site locations with virtually the same coverage area. Despite wide promotion of the new CDMA network many subscribers remain dependent upon the legacy analog and TDMA networks. In support of the need for additional time to meet its 95% penetration deadline, the following is submitted

² See, Revision of Commission's Rules to Ensure Compatibility with Enhanced 911 Emergency Calling Systems; E911 Phase II Compliance Deadlines for Tier III Carriers, CC Docket 94-102, *Order*, 20 FCC Rcd 7709, at 7740-7741 ¶83 (2005) (*Tier III Carriers Order*), wherein Brazos Cellular was granted a thirteen-month extension to the requirement that Tier III carriers achieve 95% penetration of location-capable handsets among their subscribers by December 31, 2005

II. Brazos Cellular Has a History of Compliance with the E911 Requirements

Brazos Cellular has met the handset benchmarks afforded it by the FCC in the *Tier III Carriers Order*. Brazos Cellular began selling and activating ALI-capable handsets on February 28, 2005, well ahead of the FCC appointed date of July 1, 2005. From day one all of these CDMA handsets have been location-capable models. Brazos Cellular exceeded the 25% benchmark date of July 1, 2005 by ensuring that 62% of phones newly activated on the network were ALI-capable. By August 5, 2005, 70% of digital phones newly activated on Brazos Cellular's network were ALI-capable, exceeding the obligation to assure that by September 1, 2005, 50% of handsets activated be ALI-capable. The only non-location capable handsets activated were replacements under a customer "protection plan" and a few individual special requests arising from unique circumstances. By December 31, 2005 all exceptions were ended and a full 100% of handsets activated were ALI-capable, in accordance with the FCC's directive.

Aggressive promotional efforts have added about 3.5% per month to the penetration rate of ALI-capable handsets. Attached are sample print and radio ads promoting the new CDMA network, free minutes and free location-capable CDMA phones. Brazos Cellular has offered no charge trade-ins of TDMA phones with no early termination fee of the existing TDMA contract. It has given away free ALI-capable handsets and has promoted a CDMA plan providing more minutes than the TDMA plan. When existing TDMA and analog customers have visited Brazos Cellular sales centers, representatives have promoted the benefits of CDMA and urged migration to a new CDMA handset. Many of these and other efforts have disadvantaged Brazos Cellular financially, but have been undertaken in a good faith effort to meet the FCC's handset compliance requirements.

Year-end 2006 holiday theme, limited-time special offers pushed the penetration rate of location-capable handsets to 85% as of January 15, 2007. Brazos Cellular faces a final challenge in convincing at least 10% more of its customers to switch to CDMA ALI-capable handsets. As will be explained, the company is taking extreme action at the risk of losing hundreds of customers in order to reach the goal. Brazos Cellular enjoys a low churn rate, and experiences natural customer resistance to learning and programming new features on new phones. Some customers strongly prefer to use their TDMA and 3-watt analog phones in the rural and farmland areas of Brazos Cellular's territory where the older phones are more dependable, operate in a larger range and are already programmed with favorite phone numbers and customized features. Without these higher powered phones, many callers would find themselves in remote areas where they cannot reach a 911 operator at all, resulting in jeopardized access to emergency services.

Three Public Safety Answering Points ("PSAPs") are located in Brazos Cellular's service area and all three are receiving and processing Phase I E911 data. Brazos Cellular fulfilled all of the PSAPs' requests for Phase I services in a timely manner. Optimization for delivery of Phase II data will be conducted when the PSAPs request Phase II services. No such requests have been received by Brazos Cellular to date, although some requests may have been sent to Tier I carriers. All three PSAPs are aware of Brazos Cellular's ALI handset penetration rate. None has expressed objection to the rate of progress, and all have consented to the extension requested herein. Attached are copies of written consent of the Nortex Regional Planning Commission, representing the PSAP in Young County, and of the West Central Texas Council of Governments, representing the PSAPS in Stephens County and Throckmorton County.

III. The Public Interest Will Be Served by a Limited Waiver and Extension of the Penetration Deadline

Because all marketing efforts attempted have not convinced a sufficient number of subscribers to adopt new location-capable handsets, Brazos Cellular will terminate service to TDMA customers who do not switch to CDMA by February 28, 2007. To accommodate the transition Brazos Cellular requests a brief extension of the penetration deadline until February 28, 2007. Grant of an additional limited waiver and extension of time for Brazos Cellular to comply with 47 C.F.R. §20.18(g)(1)(v) will serve the public interest. Section 106(a) of the Act requires 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.”³

Brazos Cellular’s circumstance is that customers are still using analog and TDMA handsets to place calls, including calls to 911 for basic and Phase I emergency services. Brazos Cellular desires to provide a full month’s notice to TDMA customers that their service will be discontinued unless they switch to CDMA handsets. Otherwise an abrupt termination would disadvantage customers who rely on their phones for daily business and access to emergency services. Brazos Cellular requests FCC authority to continue to provide TDMA network services for another month and to achieve the 95% benchmark by February 28, 2007.⁴

³ In December 2004 Congress enacted the Ensuring Needed Help Arrives Near Callers Employing 911 Act of 2004 (*Enhance 911 Act*). The *Enhance 911 Act* directs the Commission to grant qualified Tier III carriers’ requests for relief of the 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.”

⁴ By terminating TDMA service Brazos will meet the 95% penetration benchmark. The number of analog phone users is less than 5% of the total customer number. Brazos Cellular will send a separate letter to analog customers urging them to upgrade to CDMA handsets. However, Brazos Cellular will continue to offer analog service at least until the analog requirement sunset date of February 18, 2008.

Brazos Cellular respectfully requests review under the *Enhance 911 Act* waiver standard. The alternatives to waiver would result in consumers having “decreased access to emergency services.” Enforcement of the existing 95% deadline would result in disconnection of TDMA handset users with less notice than Brazos Cellular hopes to provide. Many of these users are located in the most isolated, rural farmland areas within Brazos Cellular’s service area. During the transition they will benefit from being able to place calls to 911 for basic and Phase I emergency services.

Generally, a waiver is appropriate when special circumstances warrant a deviation from the general rule, and such a deviation will serve the public interest.⁵ The Commission has established standards to be used when acting upon requests for a waiver of E911 deadlines and obligations.⁶ The Commission may afford relief of wireless E911 Phase II deadlines when the requesting carrier has met the Commission’s standard for waiver of the rules.⁷ Requests for waiver of E911 requirements are justified if appropriately limited, properly supported and consistent with waiver standards.⁸

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.⁹ The Commission has stated that carriers

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, ¶¶ 43-44 (2000) (*E911 Fourth Memorandum Opinion and Order*).

⁷ Revision of Commission’s Rules to Ensure Compatibility with Enhanced 911 Emergency Calling Systems; Phase II Compliance Deadlines for Non-Nationwide Carriers, CC Docket 94-102, *Order*, 20 FCC Rcd 7709, 7709-7710 ¶1 (2005) (*Tier III Carriers Order*).

⁶ *Tier III Carriers Order*, 20 FCC Rcd 7709, 7709-7710 ¶1; *Non-Nationwide Carriers Order*, 17 FCC Rcd at 14842-14843 ¶6.

⁷ *E911 Fourth Memorandum Opinion and Order*, 15 FCC Rcd at 17458 ¶44.

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.¹⁰ As set forth herein, Brazos Cellular meets the Commission's standards. The circumstances underlying this request present a special case that justifies a further limited E911 Phase II waiver and extension.

IV. Brazos Cellular Has a Plan to Achieve 95% Penetration

This week Brazos Cellular is sending notices to TDMA handset subscribers inviting them to submit their handsets for a free replacement and other mobile service discounts. Attached are the text of the notice and a copy of the accompanying discount coupon. The notices will be followed by phone calls to each subscriber from Brazos Cellular Customer Care Specialists. Brazos Cellular is planning to discontinue TDMA network services at the end of February 2007 in order to achieve the required 95% penetration rate. Brazos Cellular has plenty of phones in stock to streamline the February TDMA trade-in process. Customers who desire a CDMA handset different from the free unit being offered may upgrade for a reasonable charge.

Brazos Cellular will maintain its policy of selling and activating only ALI-capable digital handsets. It will continue marketing campaigns to encourage adoption of new handsets. It will transition away from the TDMA technology in order to assure compliance with the *Non-Nationwide Carriers Order* and the *Tier III Carriers Order*. However, given the need for additional time for the final transition of TDMA handset users, Brazos Cellular respectfully requests an additional limited waiver and brief extension of the 95% penetration requirement.

⁸

Id

Conclusion

The foregoing reasons justify grant of a limited waiver of the Commission's Phase II E911 rules that will serve the public interest. Brazos Cellular requests a further temporary waiver and 28-day extension of time through February 28, 2007 to achieve a 95% systemwide penetration rate of location-capable handsets. The public interest benefit in this case equals or exceeds that which the Commission has found in other instances to be sufficient for waiver, and the request meets the standards of the *Enhance 911 Act*. Therefore Brazos Cellular requests that an additional limited waiver and extension of Section 20.18(g)(1)(v) of FCC Rules be granted as proposed.

Respectfully submitted,

South #5 RSA Limited Partnership
d/b/a Brazos Cellular Communications, Ltd.



David L. Nace
Pamela L. Gist

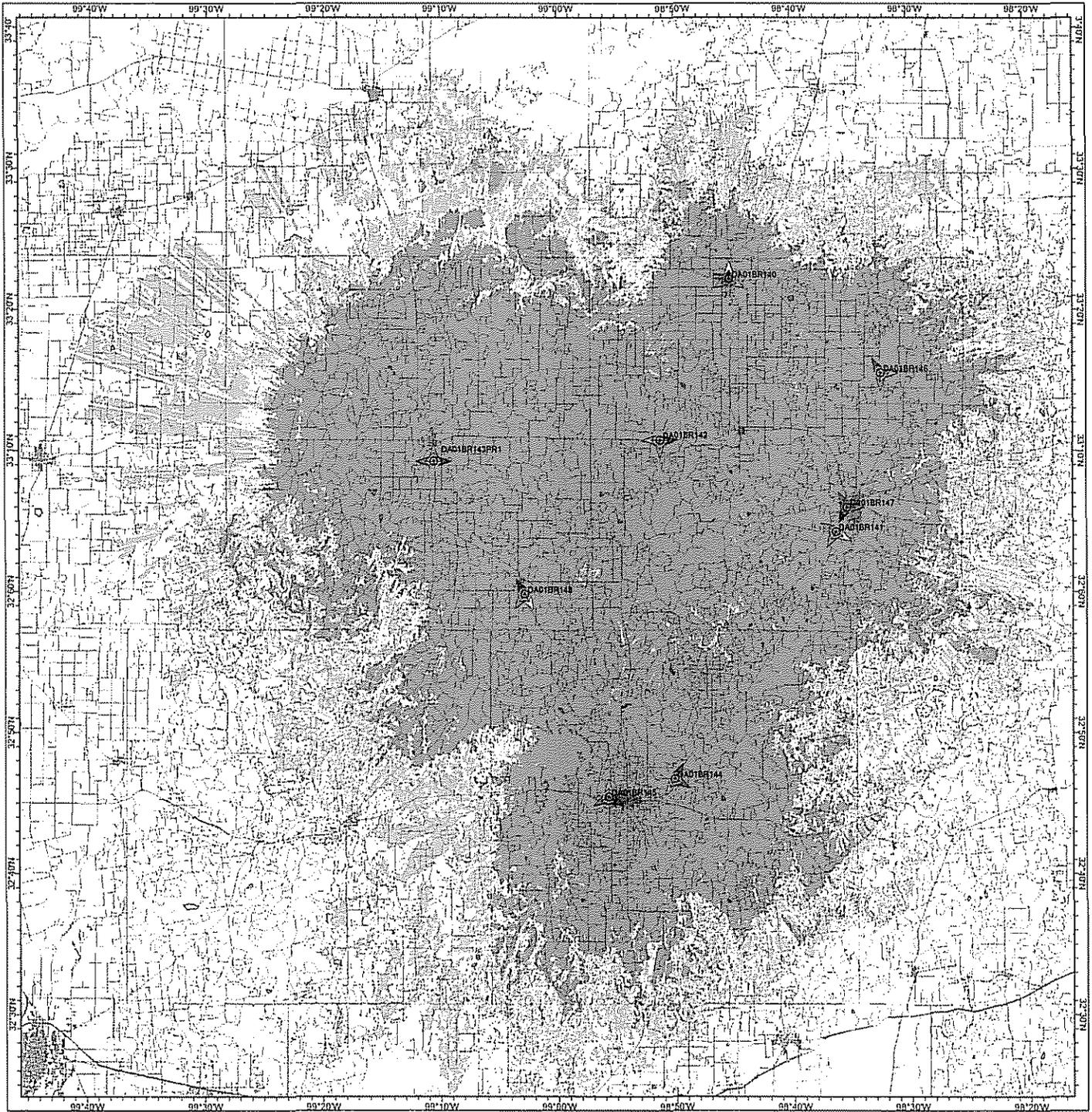
Its Attorneys

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

January 24, 2007

Brazos Cellular
Signal Coverage Map

Brazos Cellular
 RSSI Coverage Plot
 300' Throckmorton - Site1 ODT
 WPA800908CF Antenna - 02/11/05



Indiv.RSSI 300R Site1 90 deg. New Azimuth
 ■ Best signal level (dBm) >>-85
 ■ Best signal level (dBm) >>-89
 ■ Best signal level (dBm) >>-91
 ■ Best signal level (dBm) >>-92
 ■ Best signal level (dBm) >>-96

Brazos Cellular
Handset Promotional Materials
2006

4th of July Script 1

It's the Freedom Ring Sale going on now at Brazos Cellular. Save with more minutes, Larger home calling area and your FREE phone. For a limited time Brazos Cellular is Offering 500 anytime minutes with Unlimited Mobile 2 Mobile Minutes and Unlimited Night and Weekend Minutes and it's only \$49.99 per month.

With our NEW larger home calling area and free phone, independence is here. So hurry in and start celebrating today with your free phone, and the freedom-calling plan from Brazos Cellular

Brazos, Keeping You Connected!

Disclaimer Language:

Visit your local Brazos office today and we will be glad to update your phone software. Free Phone and Freedom Plan available for a limited time only. Some restrictions apply. See store for details.

4th of July Sale- Script 2

This Fourth of July Celebrate your Independence at Brazos Cellular. For a limited time Brazos is offering 500 anytime minutes with unlimited Mobile 2 Mobile Minutes and Unlimited Night and Weekend Minutes only \$49.99 per month.

With our NEW larger home calling area and free phone, independence is here. So hurry in and start celebrating today with your free phone, and the freedom-calling plan from Brazos Cellular.

Brazos, Keeping You Connected!

Disclaimer Language:

Visit your local Brazos office today and we will be glad to update your phone software. Free Phone and Freedom Plan available for a limited time only. Some restrictions apply. See store for details

4th of July Script 2

November & December 06 Brazos Cellular

First Spot

It's Christmas time, again and you know what that means. Shoppin.

Saving money ...and finding the right gift ...it's tricky.

Free phones at Brazos Cellular make spending less.... easy.

Calling plans that include free mobile to mobile minutes and free night and weekend

Minutes, make Brazos Cellular the right gift

Family get to-gathers, they're expected, long-distance charges are not, with Brazos,
they're free.

So, shop with Brazos Cellular and start saving. They're gonna keep you connected and
that's important.

Disclaimer language:

Some restrictions apply. See store for details.

Second Spot

It's the holiday season and you know what that means!

Gift giving is expected, ...shopping at some mall is not.

Free phones.. at Brazos Cellular make spending less,.. easy.

Calling plans that include free mobile to mobile minutes and free night and weekend

Minutes... make Brazos Cellular the right gift.

Add up to three family members and share the minutes.

So, start talking and saving with Brazos Cellular. They're gonna keep you connected
and that's important.

Billie

This holiday season stay connected to your loved ones with

Extended night and weekends minutes from Brazos Cellular.

You get two extra hours of unlimited calling for all your holiday celebrations.

Nationwide free long distance is included in every Brazos Calling plan.

Don't forget you can add up to three family members and share your minutes.

So this holiday season get talking with Brazos Cellular their gonna keep you connected and that's important.

Some restrictions apply. See store for details.

Freedom Ring Sale No. 1

It's the Let Freedom Ring Sale Going On Now at Brazos Cellular.
All new activations or upgrades to CDMA service will receive a free LG 3200 flip phone.

Enjoy total freedom with our new larger home calling area and more minutes. The Freedom ring plan from Brazos includes 500 anytime minutes, with UNLIMITED Mobile-to-Mobile Minutes and UNLIMITED Night and Weekend Minutes and it is only 49.99/mo.

Larger Home Calling Area, Free Phone and More Minutes... Now, that is Freedom.
Brazos Cellular, Keeping You Connected!

Hurry! The Freedom Ring Plan and Free Phone won't last long. offer ends 7-14-06.

Disclaimer Language:

Free phone and Freedom plan available for a limited time only. Visit your local Brazos store today and we will be glad to update your phones software. Some restrictions apply. See store for details

Think Freedom

This Fourth of July Think Total Freedom, with Brazos Cellular NEW LARGER home calling area and Freedom Calling plan. The Brazos Freedom Plan includes 500 anytime minutes, unlimited mobile-to-mobile minutes plus unlimited night and weekend minutes.

Now think Freedom and FREE. All new activations receive a FREE LG3200 Flip Phone
Larger Home Calling Area. Free Phone. More Minutes. Now, that's Freedom.
Brazos Cellular, Keeping You Connected!

Hurry! The Freedom Ring Plan and Free Phone offer ends 7-14-06.
Brazos, Keeping You Connected!

Disclaimer Language:

Free phone and Freedom plan available for a limited time only. Visit your local Brazos store today and we will be glad to update your phones software. Some restrictions apply. See store for details

Freedom Ring 2

Let freedom ring with more minutes, a free phone and larger home calling area from Brazos Cellular.

The Freedom Plan from Brazos includes 500 anytime minutes, Unlimited Mobile 2 Mobile Minutes and, Unlimited Night & Weekend Minutes, and it is only \$49.99 per month.

Experience total freedom with Brazos Cellulars new larger home calling area and free phone.

Larger Home Calling Area, Free Phone, and More Minutes. Now, that is Freedom. Brazos Cellular, Keeping You Connected!

Disclaimer Language:

Free phone and Freedom plan available for a limited time only. Visit your local Brazos store today and we will be glad to update your phones software. Some restrictions apply. See store for details

Larger Home Calling Area & More Minutes-vocals for TV spot

What's New At Brazos Cellular?

Our MUCH LARGER Home Calling Area!

Brazos Cellular offers you Nationwide Coverage on a digital wireless network with competitive plans to meet your needs, whether family or business.

(copy of new coverage area in background) Images of Kaylah and Neal family

Brazos Cellular's newest calling plan includes 500 anytime minutes, With Unlimited mobile-to-mobile minutes, & unlimited night & weekend minutes.

Call or come by today! We have a plan that is right for you.

Please visit your local Brazos Store and we'll be glad to update your phone software.

Brazos Valentine Script

Would you like to do something nice for yourself this Valentine's Day?
Why not go to Brazos Cellular for Savings that will capture your heart.

During the month of February all new activations receive \$30.00 off any phone. With Free Mobile to Mobile, Free Night and Weekend Minutes. Plus Nationwide long distance Brazos Cellular has a plan that will fit your busy lifestyle.

Better hurry though, this special won't last long. This heart day do a little something for your heart and your pocketbook.

Brazos Cellular, We are Keeping You Connected!

Some upgrades may qualify for \$30.00 off any phone offer. Some restrictions may apply. Call Store for details.

Gifts that say something

Free phones from Brazos



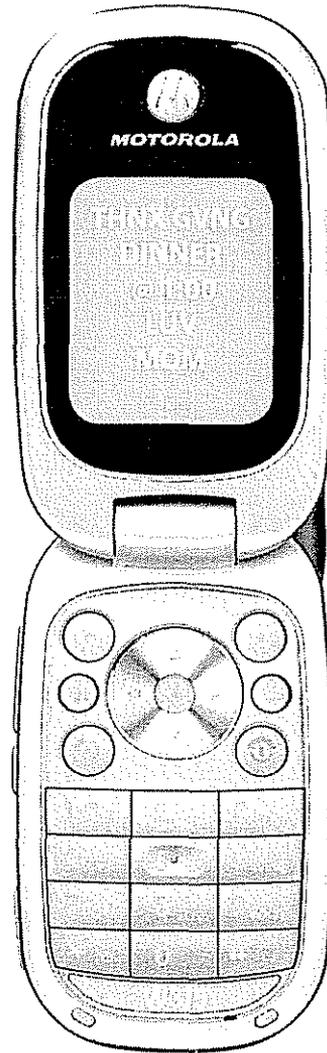
Special
Offer!

Great
Value

Holiday Plan

500 Anytime Minutes
Unlimited Mobile to Mobile Minutes
Unlimited Night & Weekend Minutes
Free Nationwide Long Distance
Only \$49.99/mo

Add up to three family members
and share your minutes.



Hurry! This offer ends December 31, 2006
Free Motorola W315 or LG4270 Flip Phone while supplies last

 **BRAZOS**
CELLULAR

Brazos Cellular	Brazos Cellular	King Appliance	Pendleton Services	Brazos Cellular
104 N Ave E	606 W. Walker	1428 Hwy 180E	701 S Breckenridge	1313 Hwy 16 S
Olney, Tx	Breckenridge, Tx	Breckenridge, Tx	Breckenridge, Tx	Graham, Tx
940-564-3531	254-559-8899	254-559-5242	254-559-3631	940-550-8000

*Free phone and Holiday Plan offer ends December 31, 2006 and is available for new activations and upgrades from TDMA to CDMA service. Brazos reserves the right to change or withdraw any price plan or phone offer without notice for what it deems business necessity.

www.brazoscellular.com

Gifts that say something

Free phones from Brazos



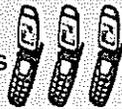
Special Offer!

Great Value

Holiday Plan

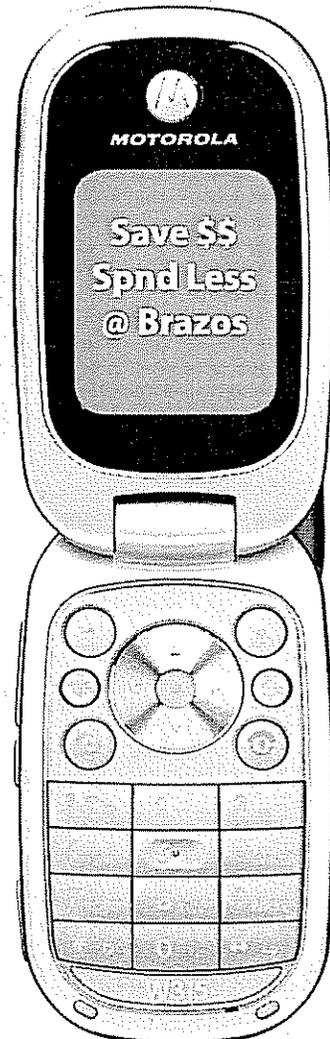
500 Anytime Minutes
Unlimited Mobile to Mobile Minutes
Unlimited Night & Weekend Minutes
Free Nationwide Long Distance
Only \$49.99/mo

Add up to three family members and share your minutes.



Hurry! This offer ends December 31, 2006

Free Motorola W315 or LG4270 Flip Phone while supplies last



Brazos Cellular	Brazos Cellular	King Appliance	Pendleton Services	Brazos Cellular
104 N. Ave E	606 W. Walker	1428 Hwy 180E	701 S Breckenridge	1313 Hwy 16 S
Olney, Tx	Breckenridge, Tx	Breckenridge, Tx	Breckenridge, Tx	Graham, Tx
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www.brazoscellular.com

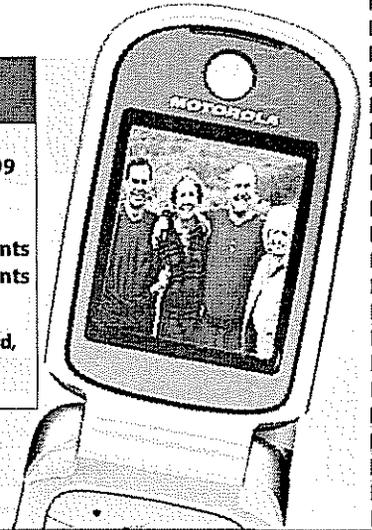
Special Offer & Plan For You

FREE ACTIVATION!

NEW! **Just Talk
Calling Plan**

Monthly Price \$17.99
 Anytime Minutes 100
 Nationwide Long Distance FREE
 Add'l Minute Rate 45 cents
 Roaming Rate 35 cents

Included Features: Basic Voice Mail,
 Caller ID, 3-Way Calling, Call Forward,
 Call Waiting, Detailed Billing



Upgrade your service to our newer CDMA technology and we'll waive the activation fee!

Redeem this coupon at any Brazos Cellular store or authorized dealer location and start saving. Hurry! Free activation offer ends 11/15/06.

Thanks for being our valued Brazos Cellular customer. We're excited to bring you this special offer so that you can stay better connected with your friends and family through our new CDMA technology.

To take advantage of this upgrade offer, please bring the coupon in to any of our Brazos Cellular offices or dealers in Graham, Breckenridge or Olney by 11/15/06. We will be happy to show you our rate plans, new coverage map and the latest phones.

We appreciate your business, so call us anytime to change your calling plans, ask a question, or let us know how we can serve you better.



Take Advantage Of This Upgrade Offer, Today!

CDMA NATIONWIDE CALLING PLANS

Activation Fee	Monthly Rate	Anytime Minutes	Mobile 2 Mobile Minutes	Night/Weekend Minutes	Nationwide Long Distance
FREE	\$29.99	200	500	500	FREE
FREE	\$39.99	300	1,000	1,000	FREE
FREE	\$49.99	500	1,500	1,500	FREE
FREE	\$69.99	800	Unlimited	Unlimited	FREE
FREE	\$89.99	1,200	Unlimited	Unlimited	FREE
FREE	\$149.99	2,000	Unlimited	Unlimited	FREE

Share Your Minutes Add up to **3 More Phones** for only **\$14⁹⁹** per line per month.

Included Features: Basic Voice Mail, Caller ID, 3-Way Calling, Call Forward, Call Waiting, Detailed Billing.

Brazos Stores

Brazos Cellular
 606 W. Walker St.
 Breckenridge, Tx
 254-559-8899

Brazos Cellular
 1313 Hwy. 16 S
 Graham, Tx
 940-550-8000

Brazos Cellular
 104 N. Ave E
 Olney, Tx
 940-564-3531

1-800-322-7430

Authorized Dealer Locations:

King Appliance
 1428 Hwy 180 E
 Breckenridge, Tx
 254-559-5242

Pandleton Services
 701 S. Breckenridge
 Breckenridge, Tx
 254-559-3631

www.brazoscellular.com

Hurry! Free Activation Offer ends 11/15/06. New 24 month service agreement required. Other restrictions may apply.

Free activation offer is available for upgrades to our newer CDMA technology. Brazos reserves the right to change or withdraw any price plan or promotional offer without notice for what it deems business necessity. Some restrictions apply. See store for details.

Special Offer For You

FREE ACTIVATION!



Upgrade your service to our newer CDMA technology and we'll waive the activation fee!

Redeem this coupon at any Brazos Cellular store or authorized dealer location and start saving. Hurry! Free activation offer ends 11/15/06.

Thanks for being our valued Brazos Cellular customer. We're excited to bring you this special offer so that you can stay better connected with your friends and family through our new CDMA technology.

To take advantage of this upgrade offer, please bring the coupon in to any of our Brazos Cellular offices or dealers in Graham, Breckenridge or Olney by 11/15/06. We will be happy to show you our rate plans, new coverage map and the latest phones.

We appreciate your business, so call us anytime to change your calling plans, ask a question, or let us know how we can serve you better.



Take Advantage Of This Upgrade Offer, Today!

CDMA NATIONWIDE CALLING PLANS

Activation Fee	Monthly Rate	Anytime Minutes	Mobile 2 Mobile Minutes	Night/Weekend Minutes	Nationwide Long Distance
FREE	\$29.99	200	500	500	FREE
FREE	\$39.99	300	1,000	1,000	FREE
FREE	\$49.99	500	1,500	1,500	FREE
FREE	\$69.99	800	Unlimited	Unlimited	FREE
FREE	\$89.99	1,200	Unlimited	Unlimited	FREE
FREE	\$149.99	2,000	Unlimited	Unlimited	FREE

Share Your Minutes Add up to **3 More Phones** for only **\$14⁹⁹** per line per month.

Included Features: Basic Voice Mail, Caller ID, 3-Way Calling, Call Forward, Call Waiting, Detailed Billing

Hurry! Free Activation Offer ends 11/15/06. New 24 month service agreement required. Other restrictions may apply.

Free activation offer is available for upgrades to our newer CDMA technology. Brazos reserves the right to change or withdraw any price plan or promotional offer without notice for what it deems business necessity. Some restrictions apply. See store for details.

Brazos Stores

Brazos Cellular
606 W. Walker St.
Breckenridge, Tx
254-559-8899

Brazos Cellular
1313 Hwy. 16 S
Graham, Tx
940-550-8000

Brazos Cellular
104 N. Ave E
Olney, Tx
940-564-3531

1-800-322-7430

Authorized Dealer Locations:

King Appliance
1428 Hwy 180 E
Breckenridge, Tx
254-559-5242

Pendleton Services
701 S. Breckenridge
Breckenridge, Tx
254-559-3631

www.brazoscellular.com

It's the

Free Phone SALE

going on now at Brazos!

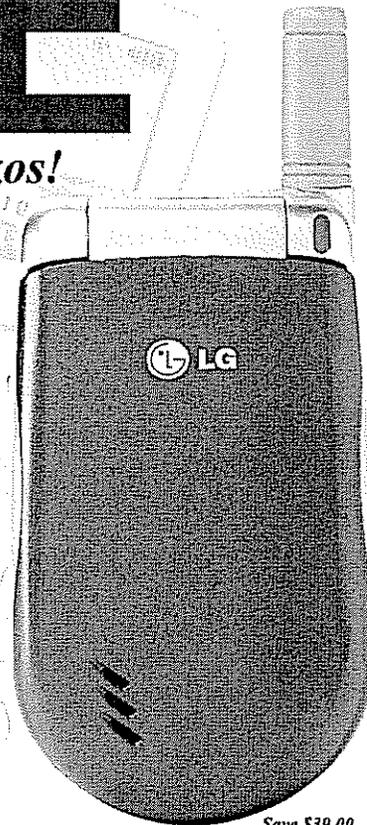


Get your
***FREE LG 3200**
flip phone
with new
activation.



Free phone offer available
to customers upgrading
TDMA service to CDMA.

Call
1.800.322.7430
Today!



Save \$39.00
LG 3200 flip phone



Brazos Cellular 104 N. Ave E Olney, Tx 940-564-3531	Brazos Cellular 606 W. Walker St. Breckenridge, Tx 254-559-8899	King Appliance 1428 Hwy 180E Breckenridge, Tx 254-559-5242	Pendleton Services 701 S. Breckenridge Breckenridge, Tx 254-559-3631	Brazos Cellular 1313 Hwy. 16S Graham, Tx 940-550-8000
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www.brazoscellular.com



Let Freedom Ring Sale

SAVE!
with more
minutes

500

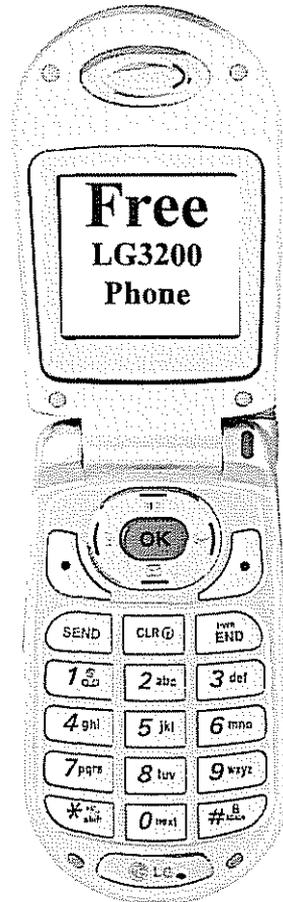
Anytime Minutes

Unlimited

Mobile to Mobile Minutes
Night & Weekend Minutes

Now only \$49.99/mo

Hurry! Let Freedom Ring Plan Offer Expires 7-16-06



Please visit your local Brazos store and we'll be glad to update your phone software.

Brazos Cellular
104 N. Ave E
Olney, Tx 76374
940-564-3531

Brazos Cellular
606 W. Walker
Breckenridge, Texas
254-559-8899

King Appliance
1427 Hwy 180E
Breckenridge, Texas
254-559-5242

Pendleton Services
701 S. Breckenridge
Breckenridge, Texas
254-559-3631

Brazos Cellular
1313 Hwy. 16 S
Graham, Texas
940-550-8000

Freedom Plan and Free Phone: Offer ends July 14, 2006 and is available for new activations and upgrades from TDMA to CDMA service. Freedom Plan is a one-time offer and is available for the length of service agreement. Up to three family members may be added to the Freedom Ring Plan during this thirty-day promotion period only. Brazos reserves the right to change or withdraw any price plan without notice for what it deems business necessity. Unlimited Night and Weekend Minutes: Night and Weekend Minutes are valid Monday thru Friday 9:00 pm to 7:00 am and all day Saturday and Sunday. Unlimited Night and Weekend Minutes and Unlimited Mobile to Mobile Minutes are not deducted from plan minutes. Brazos Cellular Map: Please review your Nationwide Coverage Map with a Brazos customer service representative. Areas in dark blue approximate your home coverage. Home and Roaming may represent licensed areas by carriers rather than actual coverage. Landscape, weather conditions, plants, structures, wireless handsets, and other variables can affect all coverage areas. Network access and coverage are not guaranteed.

w w w . b r a z o s c e l l u l a r . c o m

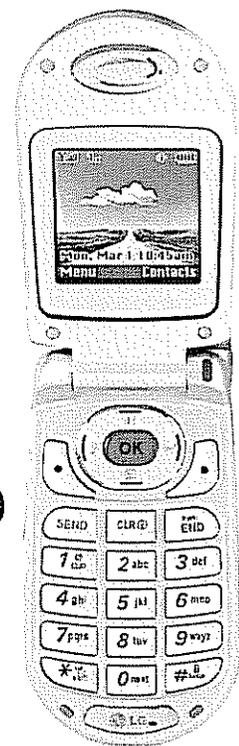
BRAZOS CELLULAR'S SPRING SALE

FREE LG 3200 Phone

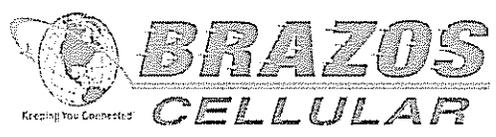
Brazos Cellular National Calling Plans

- > Free Mobile 2 Mobile Minutes
- > Free Night & Weekend Minutes
- > Plans Start as low as \$29.99/month
- > Add Up To Three Family Members & Share Your Minutes

*Start Your Night & Weekends Earlier
With Brazos Cellular's Extended
Night & Weekend Minutes.*



**Call
1-800-322-7430
Today!**



Brazos Cellular 104 N. Ave E Olney, Texas 940-564-3531	Brazos Cellular 606 W. Walker Breckenridge, Texas 254-559-8899	King Appliance 1427 Hwy 180E Breckenridge, Texas 254-559-5242	Pendleton Services 701 S. Breckenridge Breckenridge, Texas 254-559-3631	Brazos Cellular 1313 Hwy. 16 S Graham, Texas 940-550-8000
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Brazos Cellular reserves the right to change or withdraw any price plan without notice for what it deems business necessity. Free phone offer available on new activations or upgrades to CDMA service. Two year service agreement required. Night & Weekend Minutes valid Monday thru Friday 9:00 pm to 7:00 am and all day Saturday and Sunday. For an additional \$7.00 per month, start your night and weekend minutes at 7:00 pm rather than 9:00 pm. Share Your Minutes requires a two year service agreement and monthly access fee of \$14.99 per family member. Some restrictions apply. See store for details.

w w w . b r a z o s c e l l u l a r . c o m

Savings that will
capture your heart

Upgrade Your
**Old Phone
And Receive

* New
Activations Receive

\$30⁰⁰ OFF
any phone



Plus calling plans as low
as \$29.99 per month!

All plans include:

- Free Mobile 2 Mobile Minutes
- Free Night & Weekend Minutes
- Free Nationwide Long Distance

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254-559-3631

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Olney, TX
940-564-3531

Brazos Cellular
1313 Hwy. 16 S
Graham, TX
940-550-8000

*\$30.00 off any phone offer requires new 24-month service agreement with Brazos Cellular. **\$30.00 off any phone upgrade requires a new 24-month service agreement with Brazos Cellular when upgrading from a TDMA wireless phone to a new CDMA wireless phone. \$30.00 off offer available through February 28th, 2006. All 24-month service agreements with early termination of \$175.00. Brazos Cellular reserves the right to change or withdraw any price plan without notice for what it determines business necessary. Some restrictions apply. See Brazos Cellular stores for details.

Brazos Cellular
Handset Promotional Materials
2005

Christmas 05 Second Radio Script---Free Phone Campaign

Brazos Cellular Communications

Featured Product: Free Kyocera Flip Phone

Company Slogan: Brazos Keeping You Connected

Jennifer: This Christmas I'm spending less and giving more.

Ginger: With today's prices how are you doing that?

Jennifer: Well, I went to Brazos Cellular, to sign my husband up for new service and I got this great flip phone...free.

Ginger: Yeh, right free after rebates. (What do you mean free) alternate line.

Jennifer: No, the savings at Brazos Cellular are instant. Now through Christmas, when you sign up for new service with Brazos Cellular you get a Free Kyocera flip phone. See I'm already using mine.

Ginger: Nice phone. But what about your minutes?

Jennifer: All of Brazos Cellular's new plans include mobile 2 mobile, night & weekend minutes and free nationwide long distance.

Ginger: Can you share your minutes?

Jennifer: Yes, you can add up to three family members and share the minutes.

Ginger: See ya!

Jennifer: Hey, where are you going?

Ginger: I'm headed to Brazos Cellular to spend less and give more.

Jennifer: Ending tag: This Christmas Spend less and give more with the best plans, great features and now Free phones at Brazos Cellular.

Billie: Some restrictions apply. See store for details.

Father's Day Radio Script --- Brazos Cellular

Celebrate Father's Day...with a FREE phone from Brazos Cellular.

Honor your dad this fathers day with a free phone from Brazos Cellular.
Keeping home connected to loved ones is easy with Free mobile 2 mobile minutes and free night and weekend minutes. Add up to three family members and share those minutes. With plans starting as low as \$29.99 per month, keeping dad connected is easy.

Find the best plan, great features and now the coolest phones at Brazos Cellular.

Brazos Cellular...We are keeping you Connected!

Some restrictions apply. See store for details.

Week of June 27th through June 30th. Would like to have a radio spot that talks about our live remote that will take place on Thursday, June 30th from 11:00 to 2:00

Pre-4th Kick Off Party

Going on at Brazos Cellular

June 30th from 11:00 – 2:00

Sign up with Brazos and Get your Free Kyocera SoHo Flip Phone !

And Free Lunch!

Celebrate your independence with great plans that start as low as \$29.99 per month

Free mobile 2 mobile minutes

Free Night and Weekend Minutes

Always Free long distance.

The best plans, great features and now the coolest phones at Brazos Cellular!

Some restrictions apply. See store for details.

Free Phone Radio Spot – May 2005

Phones rings: Faint talking in the back ground, then hangs up.

Ginger: That's a cute flip phone. Where did you get it?

Jennifer: Thanks, I got it FREE at Brazos Cellular.

Ginger: What you mean FREE?

Jennifer: Well I went in to sign up for new service, and Brazos has this great Flip phone FREE when you sign up.

Ginger: Yeh, well what kind of minutes do you have?

Jennifer: My minutes are great! Unlimited night and weekend minutes and Unlimited mobile 2 mobile minutes. I even added my husband and we share the minutes.

Ginger: What about long distance and your monthly fee?

Jennifer: Long distance is Free and their plans start at \$39.99

Ginger: Gotta Go!

Jennifer: Where are you going? I'm headed to Brazos Cellular to get my Free phone!

Get Talking with your FREE phone and keep talking with more minutes from Brazos Cellular.

Disclaimer language: some restrictions apply, see store for details.

Brazos Cellular, Keeping You Connected!

Script No. 2

Jennifer: Get talking with your free phone from Brazos Cellular

Ginger: and KEEP TALKING with

Both: Unlimited Mobile 2 Mobile Minutes

Jennifer: Unlimited Night & Weekend Minutes

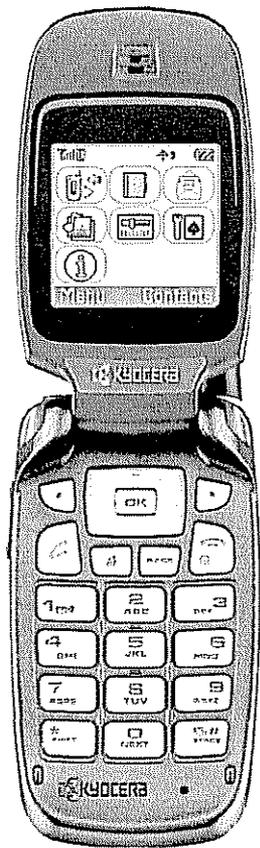
Ginger: don't forget FREE Nationwide Long Distance

Jennifer: Add up to three family members and share your minutes.

Ginger: or Start your night and weekends @ 7:00 instead of 9:00.

Find the best plan, great features and now the coolest camera phones available at Brazos Cellular.

Brazos Cellular Keeping You Connected!



Spend Less. Give More.

With a FREE Flip Phone!

Brazos has new calling plans
as low as \$29.99 per month.

Call
1.800.322.7430
Today!



All New CDMA Rate Plans Offer Free Mobile 2 Mobile Minutes & Free Night & Weekend Minutes!



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King Appliance
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Breckenridge, TX
254-559-5242

Pendleton Services
701 S. Breckenridge
Breckenridge, TX
254-559-3631

Brazos Cellular
104 N. Ave E
Olney, TX
940-564-3531

Brazos Cellular
1313 Hwy. 16 S
Graham, TX
940-550-8000

**Best Customer
Service Around!**

Free phone offer available on all new CDMA activations only. Brazos Cellular reserves the right to change or withdraw any price plan without notice for what it deems business necessity. Some restrictions apply. See store for details.

Stay in touch this holiday season...



**All New CDMA Rate
Plans Offer Free Mobile 2
Mobile Minutes and Free
Night & Weekend Minutes**



...with your FREE phone*

*Add up to three family members
and share your minutes!*



Brazos Cellular 104 N. Ave E Olney, Tx 940-564-3531	Brazos Cellular 606 W Walker Breckenridge, Tx 254-559-8899	Pendleton Services 701 S Breckenridge Breckenridge, Tx 254-559-3631	King Appliance 1428 Hwy 180E Breckenridge, Tx 254-559-5242	Brazos Cellular 1313 Hwy. 16 S Graham, Tx 940-550-8000
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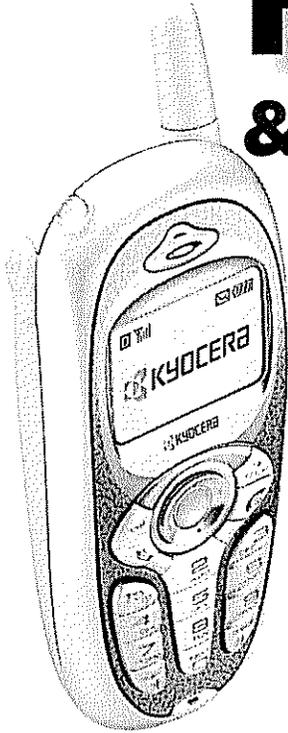
BRAZOS CELLULAR

Free phone offer available on all new CDMA activations only. Unlimited Mobile 2 Mobile and Unlimited Night and weekend minutes available on CDMA plans \$69.99 and higher. Brazos Cellular reserves the right to change or withdraw any price plan without notice for what it deems business necessity. Some restrictions apply. See store for details. Free phone offer ends December 31, 2005.

Free Phones & Calling Plans as low as

\$29.99

per month



Ask about our **New Calling Plans** that work for you!

- All New Plans Include
- **Mobile 2 Mobile Minutes**
 - **Night & Weekend Minutes**
 - **Free Nationwide Long Distance**

**Add up to three family members
and share your minutes!**



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**Great
Dad
Deals!**

**New Rate Plans
& FREE Phones**

- FREE Mobile 2 Mobile Minutes**
- FREE Night & Weekend Minutes**
- FREE Nationwide Long Distance**

*Add up to three family members
and share your minutes!*

Free phone available on new activations only. Contract term 24 months. Early termination fee \$175.00. Certain restrictions apply. See store for details. Brazos Cellular reserves the right to change or withdraw any price plan without notice for what it determines business necessity. Night and weekend minutes valid Monday thru Friday 9:00 pm to 7:00 am.

*Call
1.800.322.7430
Today!*

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**BRAZOS
CELLULAR**



FREE PHONES for Graduates!

Celebrate Graduation with your FREE phone from Brazos Cellular!

Plans
as low as
\$29.99
per month!

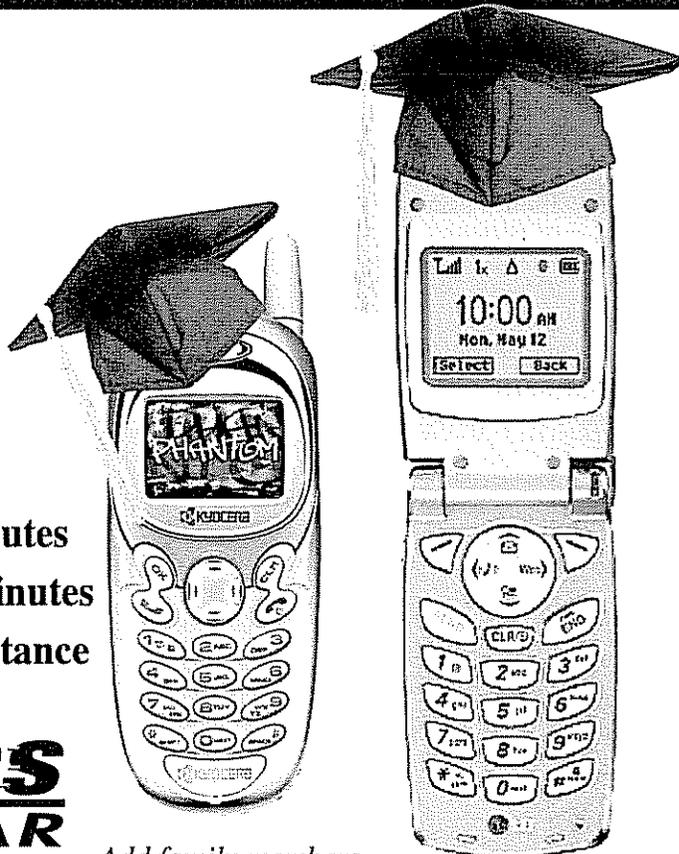
Ask About Our:

FREE Mobile 2 Mobile Minutes
FREE Night & Weekend Minutes
FREE Nationwide Long Distance



Keeping You Connected!

BRAZOS
CELLULAR



*Add family members
and share your wireless minutes.*

Brazos Cellular	King Appliance	Pendleton Services	Brazos Cellular	Brazos Cellular
606 W. Walker	1428 Hwy. 180 E	701 S. Breckenridge	104 N. Ave E	1313 Hwy. 16 S
Breckenridge, TX	Breckenridge, TX	Breckenridge, TX	Olney, TX	Graham, TX
254-559-8899	254-559-5242	254-559-3631	940-564-3531	940-550-8000

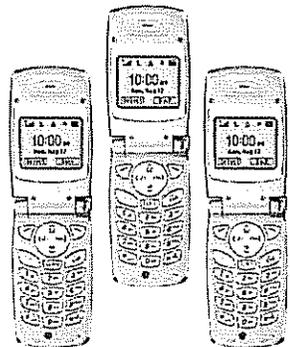
Choose either a FREE LGVX3100 flip phone or Free Kyocera Phantom phone. Free phone available on new activations only. Contract term 24 months. Early termination fee \$175.00. Certain restrictions apply. See store for details. Brazos Cellular reserves the right to change or withdraw any price plan without notice for what it determines business necessity.

www.brazoscellular.com

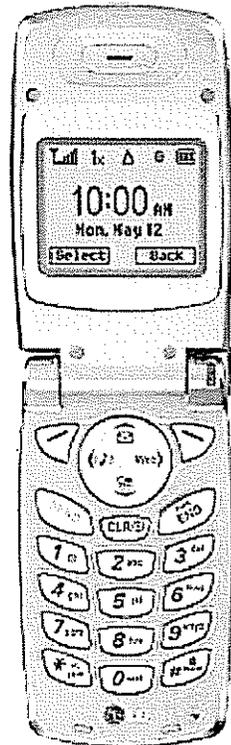
Get MOM Talking with her **FREE PHONE** and keep her talking with

- FREE** Unlimited Night & Weekend Minutes
- FREE** Unlimited Mobile to Mobile Minutes
- FREE** Nationwide Long Distance

Rate Plans
as low as
\$39.99
per month!



Add up to three family members and share your minutes.



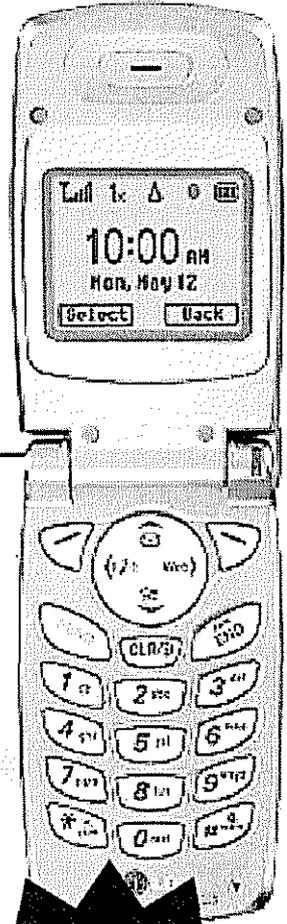
Brazos Cellular 606 W. Walker Breckenridge, TX 254-559-8899	King Appliance 1428 Hwy. 180 E Breckenridge, TX 254-559-5242	Pendleton Services 701 S. Breckenridge Breckenridge, TX 254-559-3631	Brazos Cellular 104 N. Ave E Olney, TX 940-564-3531	Brazos Cellular 1313 Hwy. 16 S Graham, TX 940-550-8000
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Night and Weekend Minutes valid Monday thru Friday 9:00 p.m. to 7:00 a.m. and all day Saturday and Sunday. Unlimited Mobile to Mobile minutes are not deducted from plan minutes. Free phone available on new activations only. Contract term 24 months. Early Termination Fee \$175.00. Certain restrictions apply. See store for details. Brazos Cellular reserves the right to change or withdraw any price plan without notice for what it determines business necessity.

w w w . b r a z o s c e l l u l a r . c o m

NEW PLANS!

START TALKING WITH NEW CDMA NATIONAL CALLING PLANS



	Start Talking	Get Talking	Keep Talking	Talk it Up	Talk On
Monthly Price	\$29.99	\$39.99	\$69.99	\$89.99	\$149.99
Included Anytime Minutes	200	300	800	1200	2000
Night & Weekend Minutes	500	1,000	Unlimited	Unlimited	Unlimited
Mobile to Mobile Minutes	500	1,000	Unlimited	Unlimited	Unlimited
Nationwide Long Distance	FREE	FREE	FREE	FREE	FREE
Additional Minute Charge	45 Cents	45 Cents	35 Cents	30 Cents	30 Cents
Roaming Charge	35 Cents	35 Cents	35 Cents	35 Cents	35 Cents

Add up to three family members and share your minutes!

Call 1-800-322-7430 today!



BRAZOS CELLULAR
Keeping You Connected!



FREE PHONES!

Get Your New Camera Phone!

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Breckenridge, TX
254-559-3631

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Olney, TX
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* Pictures captured or picture messaging may not be used for unlawful, harassing, abusive or obscene purposes, or in any way that violates the rights of another. Brazos Cellular is not responsible for content of pictures captured, sent or received by users. Brazos Cellular reserves the right to terminate service to any customer reasonably believed to be in violation of this policy. Camera download restrictions apply. Brazos Cellular reserves the right to change or withdraw any price plan without notice for what it determines business necessity. Certain restrictions apply. See store for details.

Get Talking with your **FREE PHONE**

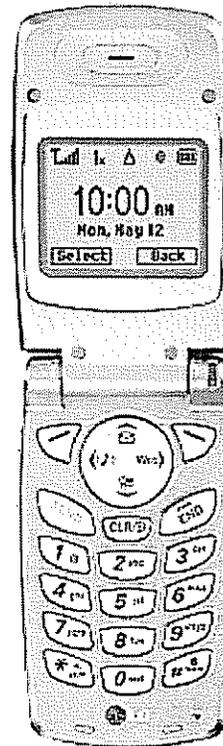
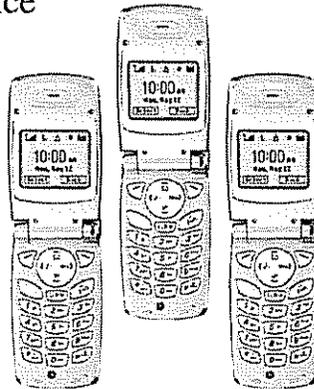
and Keep Talking with

FREE Unlimited Night & Weekend Minutes*

FREE Unlimited Mobile to Mobile Minutes*

FREE Nationwide Long Distance

Rate Plans
as low as
\$29.99
per month!



*Add up to three family members
and share your minutes.*



Keeping You Connected!

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254-559-3631

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Olney, TX
940-564-3531

Brazos Cellular
1313 Hwy. 16 S
Graham, TX
940-550-8000

Night and Weekend Minutes valid Monday thru Friday 9:00 p.m. to 7:00 a.m. and all day Saturday and Sunday. Unlimited Mobile to Mobile minutes are not deducted from plan minutes. Free phone available on new activations only. Contract term 24 months. Early Termination Fee \$175.00. Certain restrictions apply. See store for details. Brazos Cellular reserves the right to change or withdraw any price plan without notice for what it determines business necessity.

*Unlimited night & weekend minutes available on plans \$69⁹⁹ or higher

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Brazos Cellular

Electronic PSAP Consent to Requested Extension

Phase II FCC Date Extension.txt

From: Joe Rogers [jrogers@wctcog.org]
Sent: Friday, January 19, 2007 12:14 PM
To: ltrue@brazosnet.com
Subject: Phase II FCC Date Extension

Mr. Rue:

The West Central Texas Council of Governments' 911 Department concurs with Brazos Cellular's request to extend the deadline on the FCC requirement that 95% of Brazos Cellulars' customers receive 911 location technology capable handsets.

We agree to the February 28th, 2007 extension and further if necessary (or allowable) per FCC direction.

Currently Brazos Cellular serves two counties in the WCTCOG region - Breckenridge P.D. (Stephens County) and Throckmorton S.O. The WCTCOG also serves as the authority for those PSAPs regarding the level of wireless 911 deployment. Brazos Cellular is phase 1 compliant in both counties and has been so for at least 5 years. Both counties are also phase 2 capable, but no carrier has deployed as of this date.

The WCTCOG appreciates the service provided by Brazos Cellular to our rural citizens and will work with you in any way possible to improve the 911 delivery and level of service. Thank you and please do not hesitate to call if you need additional assistance.

Sincerely,

Joe Rogers
911 Director
West Central Texas Council of Governments
841 N. Judge Ely Blvd
Abilene, TX 79601
PH: 325.672.8544
FAX: 325.675.5214

Pamela Gist

From: Lonnie Rue [lrue@brazosnet.com]
Sent: Monday, January 22, 2007 5:07 PM
To: David Nace; Pamela Gist
Subject: FW: FCC Deadline

-----Original Message-----

From: Tommy Keesee [mailto:tkeesee@nortexrpc.org]
Sent: Monday, January 22, 2007 2:43 PM
To: lrue@brazosnet.com
Subject: FCC Deadline

Lonnie,

This email is to confirm the telephone conversation of 1/22/06 regarding your FCC deadline. I have no objection to your applying for an extension to the Jan 31 deadline for compliance of the location capable equipment and extending it to Feb 28, 2007. This should not have any detrimental effect on our operation at the Young County Sheriff's Office.

My office is responsible for the Young County PSAP operations and at this time we are not ready to receive "Phase II" wireless calls at this time. Mapped ALI is being installed at this time and Phase II will be ready towards the end of 2007

If you have any further questions, please feel free to contact me,

Tommy Keesee
Director of 9-1-1 Services
Nortex Regional Planning Commission
4309 Jacksboro Hwy. Suite 200
Wichita Falls, TX 76302
940-322-5281
tkeesee@nortexrpc.org

Brazos Cellular

Customer Notification of TMDA Termination



104 N. Avenue E
Olney Texas 76374
940-873-5100
(Olney) 940-564-3531
800-322-7430

January 22, 2007

Dear Brazos Customer:

We at Brazos Cellular value your business. Our goal is to offer a quality product at an affordable price. In this regard, over the course of the past two years, we have upgraded the Brazos network to a new CDMA technology. The vast majority of customers have transitioned their phones to this new technology. The phone you currently use is a legacy TDMA phone. With much regret, we must inform you that as of Wednesday, February 28, 2007, service to these phones will be discontinued in order that Brazos Cellular may comply with a mandate of the Federal Communications Commission. We apologize for any inconvenience this may cause.

PLEASE REMEMBER, YOUR CURRENT PHONE WILL NOT WORK AS OF WEDNESDAY, FEBRUARY 28, 2007.

Now to the good news. In an effort to continue your cell service, we are offering the enclosed coupon with added discounts. Call us or stop by your nearest Brazos Cellular location as soon as possible for more information.

Thank you again for your loyalty to Brazos. As always, Brazos Cellular is here to "keep you connected."

Sincerely,

BRAZOS CELLULAR COMMUNICATIONS, LTD

A handwritten signature in cursive script that reads "Richard Adams".

Richard Adams
General Manager

Act Now To Receive Your

FREE

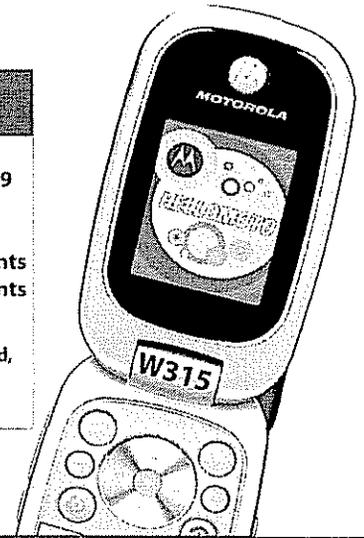
PHONE & ACTIVATION

Hurry! Limited Time Offer.

NEW! Value Plan

Monthly Price \$10.99
 Anytime Minutes 10
 Nationwide Long Distance FREE
 Add'l Minute Rate 50 cents
 Roaming Rate 35 cents

Included Features: Basic Voice Mail, Caller ID, 3-Way Calling, Call Forward, Call Waiting, Detailed Billing
 12 month service agreement required



Upgrade *today* and receive your FREE Motorola W315 Phone with reduced contract.

Redeem this coupon at any Brazos Cellular store or authorized dealer location and start saving. Hurry! Special Offer Ends 02/28/07

We appreciate your business. Thanks for being our valued Brazos Cellular customer. We are making you this special offer so that you can stay better connected with your friends and family through our new CDMA technology.

To take advantage of this upgrade offer, please bring the coupon in to any of our Brazos Cellular offices or dealers in Graham, Breckenridge or Olney by 02/28/07. We will be happy to show you our rate plans, new coverage map and the latest phones.

We would like to make your transition to our new technology as simple as possible. We apologize for any inconvenience this may cause and look forward to visiting with you about your options.

Take Advantage Of This Upgrade Offer, Today!

CDMA NATIONWIDE CALLING PLANS

Activation Fee	Monthly Rate	Anytime Minutes	Mobile 2 Mobile Minutes	Night/Weekend Minutes	Nationwide Long Distance
FREE	\$10.99	10	N/A	N/A	FREE
FREE	\$17.99	100	N/A	N/A	FREE
FREE	\$29.99	200	500	500	FREE
FREE	\$39.99	300	1,000	1,000	FREE
FREE	\$49.99	500	1,500	1,500	FREE
FREE	\$69.99	800	Unlimited	Unlimited	FREE
FREE	\$89.99	1,200	Unlimited	Unlimited	FREE
FREE	\$149.99	2,000	Unlimited	Unlimited	FREE

Share Your Minutes Add up to **3 More Phones** for only **14⁹⁹** per line per month.

Sharing of minutes available on plans \$29.99 and higher.

Included Features: Basic Voice Mail, Caller ID, 3-Way Calling, Call Forward, Call Waiting, Detailed Billing

Hurry! Upgrade Offer Ends 02/28/07. New 12 month service agreement required for the Motorola W315 phone. Purchase of any phone not included in this offer will require 24 month service agreement. Other restrictions may apply.

Special offer is available for upgrades to our newer CDMA technology. Brazos reserves the right to change or withdraw any price plan or promotional offer without notice for what it deems business necessity. Some restrictions apply. See store for details.

Brazos Stores

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 Breckenridge, Tx
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Brazos Cellular
 1313 Hwy. 16 S
 Graham, Tx
 940-550-8000

Brazos Cellular
 104 N. Ave E
 Olney, Tx
 940-564-3531

1-800-322-7430

Authorized Dealer Locations:

King Appliance
 1428 Hwy 180 E
 Breckenridge, Tx
 254-559-5242

Pendleton Services
 701 S. Breckenridge
 Breckenridge, Tx
 254-559-3631

www.brazoscellular.com

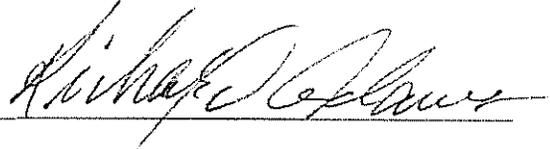
Brazos Cellular

Declaration of Richard Adams

DECLARATION

I, Richard Adams, do hereby declare under penalty of perjury the following:

1. I am the Executive Vice President and General Manager of South No. 5 RSA Limited Partnership d/b/a Brazos Cellular Communications, Ltd.
2. I am familiar with the facts contained in the foregoing "Request for Additional 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.



Richard Adams

Date: January 24, 2007