

**BEFORE THE WASHINGTON UTILITIES
AND TRANSPORTATION COMMISSION**

In the Matter of the Petition of
RCC MINNESOTA, INC., d/b/a Unicel
For Designation as an Eligible
Telecommunications Carrier

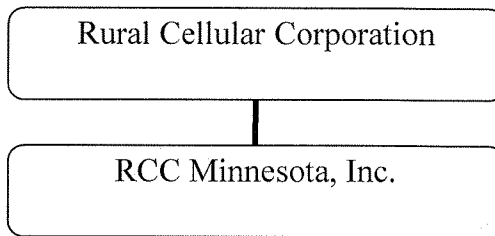
DECLARATION OF MARK R. SMITH

DOCKET NO. UT-023033

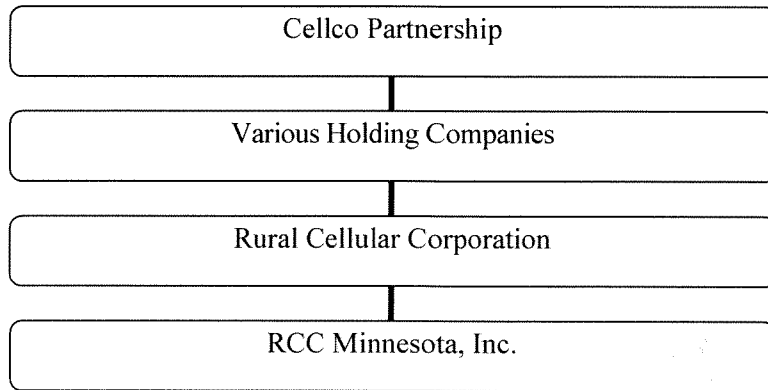
Mark R. Smith, states and declares as follows:

1. I am the Assistant Secretary for RCC Minnesota, Inc. In response to a request from the Washington Utilities and Transportation Commission (Commission), I'm attesting to the truth and accuracy of the information set forth in this declaration.

2. Cellco Partnership d/b/a Verizon Wireless (VZW) acquired the stock of Rural Cellular Corporation (RCC) on August 7, 2008. Before the transaction, Rural Cellular Corporation was the parent company of RCC Minnesota, Inc. The ownership structure was as follows:



Following the transaction, RCC Minnesota, Inc. remains a separate legal entity and a direct subsidiary of Rural Cellular Corporation. The ownership structure of RCC Minnesota, Inc. now is as follows:



3. As a condition to approving the VZW/RCC transaction, the Federal Communications Commission (FCC) and the United States Department of Justice, Antitrust Division, (DOJ) required VZW and RCC to divest certain operating assets including RCC's operations and customers in Washington Rural Service Areas 2 and 3 (the "Divestiture Assets"). VZW was permitted to retain ownership of Washington Rural Service Area 8, which continues to be held in the name of RCC Minnesota, Inc.

4. On December 3, 2007, VZW entered into an agreement with AT&T Mobility LLC to exchange the Divestiture Assets for some former Dobson Communications Corporation properties and licenses in Kentucky Rural Service Areas 6 and 8 and additional wireless spectrum in a number of areas. The FCC approved the transfer of the Divestiture Assets to DC Newco Parent, LLC, a subsidiary of AT&T Mobility, on December 17, 2008.¹

5. On December 22, 2008, VZW and AT&T Mobility closed the exchange transaction and transferred ownership of the Divested Assets to AT&T Mobility.

I declare under penalty of perjury under the laws for the State of Georgia that the foregoing is true and correct.

¹ http://www.fcc.gov/Daily_Releases/Daily_Business/2008/db1217/DOC-287391A1.pdf

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Mark R. Smith
Assistant Secretary, RCC Minnesota, Inc.

BEFORE THE WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

CERTIFICATE OF SERVICE

I hereby certify that I have placed in the United States mail, first-class postage prepaid, a copy of the foregoing DECLARATION OF MARK R. SMITH which was sent to the following:

Asotin Telephone Company
TDS Telecom
Regulatory Officer
P.O. Box 1566
Oregon City, OR 97045

CenturyTel of Washington, Inc.
Manager State Government Relations
8102 Skansie Avenue
Gig Harbor, WA 98332

Inland Telephone Company
Treasurer/Controller
P.O. Box 171
Roslyn, WA 98941

Pend Oreille Telephone Company, Inc.
Chris Dennison, Controller
704 West Madison Avenue
Glenns Ferry, ID 83623

Pioneer Telephone Company
General Manager
P.O. Box 207
Lacrosse, WA 99143

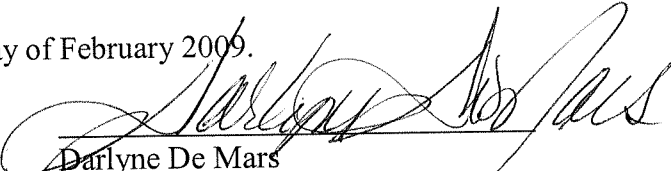
Qwest Corporation
Director-Regulatory
1600 - 7th Avenue, Room 3206
Seattle, WA 98191

St. John
Co-operative Telephone and Telegraph
Company
Manager
P.O. Box 268
St. John, WA 99171

Verizon Northwest Inc.
David Valdez
Vice President of Public Policy and External
Affairs
1800 41st Street
Everett, WA 98201

Richard A. Finnigan
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2112 Black Lake Boulevard SW
Olympia, WA 98512
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t 360.956.7001
f 360.753.6862

Dated at Seattle, Washington this 18th day of February 2009.


Darlyne De Mars
Secretary to Judith A. Endejan