

LUKAS, NACE, GUTIERREZ & SACHS

CHARTERED
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(202) 857-3500

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TODD SLAMOWITZ
DAVID M. BRIGLIA
ALLISON M. JONES
STEVEN M. CHERNOFF

* NOT ADMITTED IN D.C.

March 29, 2002

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WRITER'S DIRECT DIAL
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Via Federal Express

Kentucky Public Service Commission
Attn: Tom Dorman, Executive Director
211 Sower Boulevard
Frankfort, KY 40602-0615

65052990
INACTIVE

Re: Notice of Intention to Do Business
Northstar Technology, LLC

Dear Mr. Dorman:

On behalf of Northstar Technology, LLC ("Northstar") and pursuant to Administrative Case Nos. 359 and 370, adopted by the Kentucky Public Service Commission on August 8, 2000, Northstar hereby provides the following information:

1. Name & Address:

Northstar Technology, LLC
1895 Highway 461
Somerset, KY 42503
Tel: (606) 274-8121
Fax: (606) 274-4262

04201800 (0420)
Active

2. Articles of Organization: See enclosed articles of organization.


3. Responsible Person for Customer Complaints and Regulatory Issues:

Carlos Carpenter, President
Alan Oswald, Chief Financial Officer (CFO)
1895 Highway 461
Somerset, KY 42503
Tel: (606) 274-8121
Fax: (606) 274-4262

Also enclosed is a copy of the Certificate of Authorization for Northstar issued by the Kentucky Secretary of State and copies of the FCC License Authorizations to provide personal communications service (PCS) in the Corbin, Middlesboro-Harlan, and Somerset, KY Basic Trading Areas (BTAs). Please note that the FCC License Authorizations have not be updated at this time to reflect Northstar as the licensee (Northstar recently acquired these licenses from Third Kentucky Cellular Corporation).

If you have any questions with respect to this matter, please contact me directly at (202) 828-8434.

Sincerely,


Todd Slamowitz

Enclosures



**John Y. Brown III
Secretary of State**

Certificate of Existence

I, John Y. Brown III, Secretary of State of the Commonwealth of Kentucky, do hereby certify that according to the records in the Office of the Secretary of State,

NORTHSTAR TECHNOLOGY, LLC

is a limited liability company duly organized and existing under KRS Chapter 275, whose date of organization is February 26, 2001.

I further certify that all fees and penalties owed to the Secretary of State have been paid; that articles of dissolution have not been filed; and that the most recent annual report required by KRS 275.190 has been delivered to the Secretary of State.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal at Frankfort, Kentucky, this 26th day of March, 2002.

JOHN Y. BROWN III
Secretary of State
Commonwealth of Kentucky

Tmorgan/0511289

051,289,06

**ARTICLES OF ORGANIZATION
OF
NORTHSTAR TECHNOLOGY, LLC**

John Y. Brown
Secretary of State
Received and
02/26/2001
Fee Payment
\$10.00

The undersigned, desiring to form a limited liability company, under and pursuant to Chapter 20, Sections 275 of the Kentucky Revised Statutes, do hereby certify as follows:

FIRST:

The name of said limited liability company shall be **NORTHSTAR TECHNOLOGY, LLC** (the "Company"). The limited liability company shall have one member. The limited liability company shall be managed by the member.

SECOND:

The Company shall have a perpetual existence unless the Members elect to terminate the Company.

THIRD:

Copies of the operating agreement and bylaws of the Company may be requested, in writing, mailed to 943 Appleblossom Drive, Villa Hills, Kenton County, Kentucky 41017.

FOURTH:

The requested agent for service of process shall be R. Frederick Keith, 943 Appleblossom Drive, Villa Hills, Kenton County, Kentucky 41017.

FIFTH:

The initial principal office shall be 943 Appleblossom Drive, Villa Hills, Kenton County, Kentucky.

IN WITNESS WHEREOF, the undersigned has hereunto subscribed his name this 21st day of February, 2001.

R. Frederick Keith
R. FREDERICK KEITH

APPOINTMENT OF AGENT

The undersigned, being the sole member of NORTHSTAR TECHNOLOGY, LLC, hereby appoints R. FREDERICK KEITH to be the agent upon whom any process, notice or demand required or permitted by statute to be served upon this limited liability company may be served. The complete address of the agent is: 943 Appleblossom Drive, Villa Hills, Kenton County, Kentucky 41017.

Fred Keith
R. FREDERICK KEITH

ACCEPTANCE OF APPOINTMENT

The undersigned herein named as the statutory agent for NORTHSTAR TECHNOLOGY, LLC, hereby acknowledges and accepts the appointment of agent for said limited liability company.

Fred Keith
R. FREDERICK KEITH, Statutory Agent



United States of America
Federal Communications Commission

RADIO STATION AUTHORIZATION

Commercial Mobile Radio Services
Personal Communications Service - Broadband

THIRD KENTUCKY CELLULAR CORPORATION
447 SPRINGHILL DRIVE
LEXINGTON, KY 40503 1233

Call Sign: **KNLF370**
Market: **B098**
CORBIN, KY
Channel Block: **C**
File Number: **00052-CW-L-96**

The licensee hereof is authorized, for the period indicated, to construct and operate radio transmitting facilities in accordance with the terms and conditions hereinafter described. This authorization is subject to the provisions of the Communications Act of 1934, as amended, subsequent Acts of Congress, international treaties and agreements to which the United States is a signatory, and all pertinent rules and regulations of the Federal Communications Commission, contained in the Title 47 of the U.S. Code of Federal Regulations.

Initial Grant Date **September 17, 1996**
Five-year Build Out Date **September 17, 2001**
Expiration Date **September 17, 2006**

CONDITIONS :

Pursuant to Section 309(h) of the Communications Act of 1934, as amended, (47 U.S.C. § 309(h)), this license is subject to the following conditions: This license does not vest in the licensee any right to operate a station nor any right in the use of frequencies beyond the term thereof nor in any other manner than authorized herein. Neither this license nor the right granted thereunder shall be assigned or otherwise transferred in violation of the Communications Act of 1934, as amended (47 U.S.C. § 151, et seq.). This license is subject in terms to the right of use or control conferred by Section 706 of the Communications Act of 1934, as amended (47 U.S.C. § 606).

Conditions continued on Page 2.

WAIVERS :

No waivers associated with this authorization.

CONDITIONS:

This authorization is subject to the condition that, in the event that systems using the same frequencies as granted herein are authorized in an adjacent foreign territory (Canada/United States), future coordination of any base station transmitters within 72 km (45 miles) of the United States/Canada border shall be required to eliminate any harmful interference to operations in the adjacent foreign territory and to ensure continuance of equal access to the frequencies by both countries.

This authorization is conditioned upon the full and timely payment of all monies due pursuant to Sections 1.2110 and 24.711 of the Commission's Rules and the terms of the Commission's installment plan as set forth in the Note and Security Agreement executed by the licensee. Failure to comply with this condition will result in the automatic cancellation of this authorization.



RADIO STATION AUTHORIZATION

Commercial Mobile Radio Services

Personal Communications Service - Broadband

THIRD KENTUCKY CELLULAR CORPORATION
THIRD KENTUCKY CELLULAR CORPORATION
447 SPRINGHILL DR
LEXINGTON, KY 40503 1233

Call Sign: **KNLG232**

Market: **B098**

CORBIN, KY

Channel Block: **F**

File Number: **00160-CW-L-97**

The licensee hereof is authorized, for the period indicated, to construct and operate radio transmitting facilities in accordance with the terms and conditions hereinafter described. This authorization is subject to the provisions of the Communications Act of 1934, as amended, subsequent Acts of Congress, international treaties and agreements to which the United States is a signatory, and all pertinent rules and regulations of the Federal Communications Commission, contained in the Title 47 of the U.S. Code of Federal Regulations.

Initial Grant Date	April 28, 1997
Five-year Build Out Date	April 28, 2002
Expiration Date	April 28, 2007

CONDITIONS :

Pursuant to Section 309(h) of the Communications Act of 1934, as amended, (47 U.S.C. § 309(h)), this license is subject to the following conditions: This license does not vest in the licensee any right to operate a station nor any right in the use of frequencies beyond the term thereof nor in any other manner than authorized herein. Neither this license nor the right granted thereunder shall be assigned or otherwise transferred in violation of the Communications Act of 1934, as amended (47 U.S.C. § 151, et seq.). This license is subject in terms to the right of use or control conferred by Section 706 of the Communications Act of 1934, as amended (47 U.S.C. § 606).

Conditions continued on Page 2.

WAIVERS :

No waivers associated with this authorization.

CONDITIONS:

This authorization is subject to the condition that, in the event that systems using the same frequencies as granted herein are authorized in an adjacent foreign territory (Canada/United States), future coordination of any base station transmitters within 72 km (45 miles) of the United States/Canada border shall be required to eliminate any harmful interference to operations in the adjacent foreign territory and to ensure continuance of equal access to the frequencies by both countries.



RADIO STATION AUTHORIZATION

Commercial Mobile Radio Services

Personal Communications Service - Broadband

THIRD KENTUCKY CELLULAR CORPORATION
THIRD KENTUCKY CELLULAR CORPORATION
447 SPRINGHILL DR
LEXINGTON, KY 40503 1233

Call Sign: **KNLH637**

Market: **B295**

MIDDLESBORO-HARLAN, KY

Channel Block: **F**

File Number: **00161-CW-L-97**

The licensee hereof is authorized, for the period indicated, to construct and operate radio transmitting facilities in accordance with the terms and conditions hereinafter described. This authorization is subject to the provisions of the Communications Act of 1934, as amended, subsequent Acts of Congress, international treaties and agreements to which the United States is a signatory, and all pertinent rules and regulations of the Federal Communications Commission, contained in the Title 47 of the U.S. Code of Federal Regulations.

Initial Grant Date **April 28, 1997**

Five-year Build Out Date **April 28, 2002**

Expiration Date **April 28, 2007**

CONDITIONS :

Pursuant to Section 309(h) of the Communications Act of 1934, as amended, (47 U.S.C. § 309(h)), this license is subject to the following conditions: This license does not vest in the licensee any right to operate a station nor any right in the use of frequencies beyond the term thereof nor in any other manner than authorized herein. Neither this license nor the right granted thereunder shall be assigned or otherwise transferred in violation of the Communications Act of 1934, as amended (47 U.S.C. § 151, et seq.). This license is subject in terms to the right of use or control conferred by Section 706 of the Communications Act of 1934, as amended (47 U.S.C. § 606).

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RADIO STATION AUTHORIZATION

Commercial Mobile Radio Services
Personal Communications Service - Broadband

THIRD KENTUCKY CELLULAR CORPORATION
THIRD KENTUCKY CELLULAR CORPORATION
447 SPRINGHILL DR
LEXINGTON, KY 40503 1233

Call Sign: **KNLH638**
Market: **B423**
SOMERSET, KY
Channel Block: **F**
File Number: **00162-CW-L-97**

The licensee hereof is authorized, for the period indicated, to construct and operate radio transmitting facilities in accordance with the terms and conditions hereinafter described. This authorization is subject to the provisions of the Communications Act of 1934, as amended, subsequent Acts of Congress, international treaties and agreements to which the United States is a signatory, and all pertinent rules and regulations of the Federal Communications Commission, contained in the Title 47 of the U.S. Code of Federal Regulations.

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