

## DESCRIPTION OF TRANSACTION AND PUBLIC INTEREST STATEMENT

United States Cellular Corporation, and its wholly owned subsidiary, USCOC Nebraska/Kansas, LLC (collectively, “USCC”) and Nex-Tech Wireless, L.L.C. (“NTW,” and together with USCC, the “Applicants”) seek Federal Communications Commission (“Commission”) consent to the proposed assignment of the 700 MHz Lower Band license listed below in Schedule A (the “License”) from USCC to NTW.

The proposed transaction involves only the assignment of spectrum. It does not include the transfer of customers or any network assets or facilities. There are no related international Section 214 or other wireless authorizations involved in the proposed transaction, and there is no customer transition issues related to this application. The proposed transaction will provide NTW with additional spectrum capacity, which will help it meet the demands of its customers for broadband wireless services in the counties covered by the License.

The proposed transaction will have no adverse competitive effects. As shown in **Exhibit 2**, upon closing NTW will hold at most 127 MHz in any of the counties associated with the License, which is well below the applicable overall spectrum screen. In addition, NTW will not exceed the Commission’s below 1 GHz spectrum screen, since it will hold at most 44 MHz of below 1 GHz spectrum in any of the counties associated with the License. **Exhibit 3** depicts the current licensed providers in each of the counties associated with the License. As shown in Exhibit 3, multiple providers currently operate in the counties and will continue to do so after closing. As a result, consumers will continue to have a variety of choices among providers that offer service within the counties.

NTW’s financial, technical, and legal qualifications to hold and control FCC licenses are matters of public record. Moreover, the proposed spectrum assignment will fully comply with the Commission’s rules and will not require any rule waivers. For these reasons, the proposed transaction will serve the public interest, and the Applicants request prompt Commission approval.

Schedule A

<b>Call Sign</b>	<b>Radio Service</b>	<b>Market</b>	<b>Frequencies</b>
WQJQ763	WY – 700 MHz Lower Band	CMA435 – KS 8 - Ellsworth	704-710 MHz; 734-740 MHz