

Categories of Services for 214 Applications
(Streamline/Non-streamline)

- ASSIGNMENT OF LICENSE
- GLOBAL FACILITIES-BASED SERVICE
- GLOBAL FACILITIES-BASED/GLOBAL RESALE SERVICE
- GLOBAL RESALE SERVICE
- INDIVIDUAL FACILITIES-BASED SERVICE
- INTERCONNECTED PRIVATE LINE RESALE SERVICE
- LIMITED GLOBAL FACILITIES-BASED SERVICE/LIMITED GLOBAL RESALE SERVICE
- LIMITED GLOBAL FACILITIES-BASED SERVICE
- LIMITED GLOBAL RESALE SERVICE
- INMARSAT AND MOBILE SATELLITE SERVICE
- SWITCHED RESALE SERVICE
- TRANSFER OF CONTROL
- SUBMARINE CABLE LANDING LICENSE
- INTERNATIONAL SPECIAL PROJECT

Description of Application: _____

LUKAS, NACE, GUTIERREZ & SACHS

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February 24, 1999

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⁺ NOT ADMITTED IN D.C.
⁺ ADMITTED ONLY IN VIRGINIA

George S. Li, Deputy Division Chief
Telecommunications Division
International Bureau
Federal Communications Commission
Washington, D.C. 20554

Dear Mr. Li:

On behalf of Midwest Wireless Communications, L.L.C. and its wholly-owned subsidiary Switch 2000, L.L.C., there is submitted herewith an Application for Section 214 certification for operation as international resale carriers. It is requested that the application be processed under the streamlined procedures set forth in Section 63.12 of the Commission's rules.

The applicants request authority to resell international telecommunications services of all unaffiliated authorized carriers to provide international telecommunications services between the United States and all international points served by those carriers.

Attached to the original application is a check in the amount of \$780.00, made payable to the Federal Communications Commission, in payment of the required filing fee.

Should any questions arise with regard to this matter, please communicate directly with this office.

Very truly yours,


David L. Nace

Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D. C. 20554

In the Matter of

**MIDWEST WIRELESS
COMMUNICATIONS, L.L.C.**

File No. I-T-C- _____

and

SWITCH 2000, L.L.C.

Application of Affiliated Companies for authority)
pursuant to Section 214 of the Communications)
Act of 1934, as amended, for global authority to)
operate as international resale carriers)

APPLICATION

Midwest Wireless Communications, L.L.C. ("Midwest") and its wholly-owned subsidiary Switch 2000, L.L.C. ("Switch" or jointly "Applicants"), hereby apply for authority pursuant to Section 214 of the Communications Act, as amended, 47 U.S.C. § 214, and Section 63.18 of the Commission's Rules, 47 C.F.R. § 63.18, to provide resold international telecommunications services between the United States and various international points.

Applicants hereby request global authority pursuant to Section 63.18(e)(2) of the FCC's Rules, 47 C.F.R. § 63.18(e)(2), to resell international switched services of all unaffiliated authorized carriers to provide international switched services between the United States and all international points served by those carriers. Applicants' application for authority pursuant to Section 214 is eligible for streamlined processing.^{1/}

^{1/} See *Streamlining the International 214 Authorization Process and Tariff Requirements*, IB (continued...)

Applicants are not affiliated, either directly or indirectly, as that term is defined by Part 63 of the Commission's Rules and the Commission's recent revisions of Part 63, with any international facilities-based carrier whose international services Applicants will resell. Applicants have no foreign ownership and no officer of either Midwest or Switch is an employee, agent, or representative of a foreign telecommunications entity. Applicants are also not affiliated with any foreign carrier providing service in the various international points on the routes that Applicants wish to serve. Accordingly, this application for international switched resale authority is eligible for streamlined processing.^{2/}

Grant of this application is in the public interest since grant of Applicants' request for resale authority to provide international services will directly further the Commission's policies of bringing increased competition to the U.S. international telecommunications services market.

The following information is provided in response to the provisions of Section 63.18 of the Commission's Rules:

- (a) The Applicants' names are Midwest Wireless Communications, L.L.C. and Switch 2000, L.L.C. The address and phone number of the Applicants are 12 Civic Center Plaza, Suite 2165, Mankato, Minnesota 56001, (507) 345-2440.
- (b) Midwest is organized as a limited liability company under the laws of Delaware. Switch is organized as a limited liability company under the laws of Minnesota.
- (c) Any correspondence concerning this application should be addressed to:

^{1/} (. . . continued)

Docket No. 95-118, FCC 96-79 (released March 13, 1996) (adopting streamlined 35-day processing procedures for certain international resale applications) ("*Streamlining Order*"; 47 C.F.R. § 63.12 (1996)).

^{2/} See *Streamlining Order*; 47 C.F.R. § 63.12 (1996).

Midwest Wireless Communications, L.L.C.
Switch 2000, L.L.C.
12 Civic Center Plaza, Suite 2165
Mankato, Minnesota 56001
(507) 345-2440
Attn: Dennis Miller, President

with a copy to:

David L. Nace, Esquire
Lukas, Nace, Gutierrez & Sachs, Chartered
1111 Nineteenth St., N.W., Suite 1200
Washington, D.C. 20036
(202) 857-3500

(d) Upon grant of this application, Applicants will become authorized non-dominant resellers with global authority, subject to Section 214 of the Communications Act of 1934, as amended, and the Commission's Rules. Applicants lack the market power that would allow either entity to control prices to the detriment of market competition.

(e) Applicants request Section 214 authority to operate as resale carriers pursuant to the terms and conditions of Section 63.18(e)(2), for which Applicants have not previously sought authorization. Authorization is requested to resell leased facilities between the switching facilities of Applicants in Minnesota and those points where service is provided by the companies whose service will be resold.

(f) At this time, Applicants do not seek authority to provide services referenced under paragraph (e)(3) of Section 63.18 of the Commission's Rules.

(g) At this time, Applicants do not seek international facilities-based authority pursuant to Section 63.18(g).

(h) Applicants certify that neither entity is affiliated with any foreign carrier (as that term is defined in Part 63 of the Commission's Rules) or with any U.S. carriers whose facilities-based services they propose to resell.

Midwest has 31 beneficial owners. The only beneficial owner with ten percent or more interest in Midwest is as follows:

<u>Beneficial Owner</u>	<u>Percentage Interest</u>
Wholly-Owned Indirect Affiliates of Telephone & Data Systems, Inc. c/o Telephone & Data Systems, Inc. 30 North LaSalle Street Suite 4000 Chicago, Illinois 60602	13.27%

Telephone & Data Systems, Inc. ("TDS") is the controlling company of companies which own a combined 13.27 percent interest in Applicant. TDS is a corporation organized under the laws of Iowa whose stock is publicly traded. Ownership of TDS is a matter of record with the Commission. Midwest owns all of the interests of the other Applicant, Switch 2000, L.L.C.

Applicants further certify that neither entity has an affiliation with a foreign carrier. Further, neither of Applicants has agreed to accept any concessions directly or indirectly from any foreign carrier or administration with respect to traffic or revenue flow between the United States and various international points under the authority granted under Section 214 of the Communications Act of 1934, as amended, and the Commission's Rules, and neither has agreed to enter into such agreements in the future.

(I) As required by Section 63.18(I) of the Commission's Rules, 47 C.F.R. § 63.18(I), Applicants certify that neither entity has agreed to accept nor shall they accept in the future any special concessions, as defined by the Commission's Rules, directly or indirectly from any foreign

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carrier or administration with respect to traffic or revenue flows between the U.S. and any foreign country which Applicants may be authorized to serve.

(j) Applicants hereby certify, pursuant to Section 1.2002 of the Commission's Rules that neither entity nor any other party to this application is subject to denial of federal benefits that include FCC benefits pursuant to the Anti-Drug Abuse Act of 1988, 21 U.S.C. §3301.

(k) This application qualifies for streamlined processing pursuant to Section 63.12 of the Commission's rules because none of the provisions of Section 63.12(c) are applicable to either of Applicants or their proposed resale of international services.


In view of the foregoing, Midwest and Switch submit that the public interest, convenience and necessity would be furthered by grant of this Section 214 application.

Respectfully submitted,

MIDWEST WIRELESS COMMUNICATIONS, L.L.C.

and

SWITCH 2000, L.L.C.

By: 
Dennis Miller

Title: President

Date: 2/23/99

LUKAS, NACE, GUTIERREZ & SACHS, CHARTERED
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FRANKLIN NATIONAL BANK OF WASHINGTON, D.C.
WASHINGTON, D.C. 20006
15-154/540

26936

CHECK NO.	CHECK DATE	VENDOR NO.
026936	02/24/99	FCC

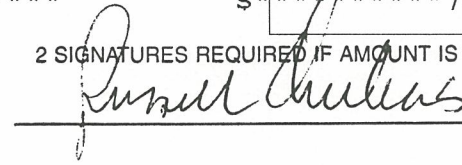
CHECK AMOUNT
\$*****780.00

SEVEN HUNDRED EIGHTY AND 00/100 DOLLARS*****

2 SIGNATURES REQUIRED IF AMOUNT IS OVER \$2,500.00

PAY
TO THE
ORDER OF

F. C. C.



AUTHORIZED SIGNATURE

MP

⑈026936⑈ ⑆054001547⑆ 10081485⑈ 12

CERTIFICATE OF SERVICE

I, Loren B. Costantino, a secretary in the law offices of Lukas, Nace, Gutierrez & Sachs, Chartered, do hereby certify that I have on this 24th day of February, 1999, sent by first class United States mail, copies of the foregoing APPLICATION FOR SECTION 214 CERTIFICATION to the following:

Governor Jesse Ventura
State of Minnesota
75 Constitution Avenue, Room 130
State Capitol
St. Paul, Minnesota 55155

Secretary of Defense
Attention: Special Assistant for
Telecommunications
Pentagon
Washington, D.C. 20301

Secretary Madeleine Albright
Department of State
2201 C Street, N.W., 7th Floor
Washington, D.C. 20520

George S. Li, Deputy Chief-Operations*
Telecommunications Division
International Bureau
Federal Communications Commission
2000 M Street, N.W., Room 800
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Loren B. Costantino

* Hand Delivery

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J. JUSTIN MCCLURE
MARILYN SUCHECKI MENSE
PAMELA GAARY HOUHAN
B. LYNN F. RATNAWALE
ELIZABETH H. CRONISE
SAMUEL F. CULLARI

March 9, 1999

* NOT ADMITTED IN D.C.

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George S. Li, Deputy Division Chief
Telecommunications Division
International Bureau
Federal Communications Commission
Washington, D.C. 20554

Attn. Frances G. Eisenstein

Dear Mr. Li:

On behalf of Midwest Wireless Communications, L.L.C. ("Midwest") and its wholly-owned subsidiary Switch 2000, L.L.C., there is submitted herewith additional information as a supplement to the recently filed Application for Section 214 certification for operation as international resale carriers.

Attached is ownership information for Telephone and Data Systems, Inc. which, through subsidiaries, holds a 13.27% interest in Midwest. No other entity holds as much as a 10% ownership interest in Midwest.

Should any questions arise with regard to this matter, please communicate directly with this office.

Very truly yours,


David L. Nace

Telephone and Data Systems, Inc.
FCC Form 430
Exhibit VI

Question No. 10a
Five Percent or Greater Shareholders
of Telephone and Data Systems, Inc.

The following information is current as of March 31, 1998 except as otherwise noted. All individuals listed are U.S. citizens unless otherwise specified.

Series A Common Shares

There are 6,936,277 Series A Common Shares of Telephone and Data Systems, Inc. ("TDS"), outstanding. This stock has ten votes per share and has the voting power to elect 75% of the TDS Board of Directors and thus controls TDS. A voting trust, formed to facilitate long-standing relationships among the trust's certificate holders, became effective on October 20, 1989, and beneficially owns 6,337,187 Series A Common Shares (91.4% of class). Trustees of the voting trust include the following, each of whom is a United States citizen: (i) LeRoy T. Carlson, Jr., 1260 North Astor Street, Chicago, Illinois, 60610, President, Chief Executive Officer and Director of TDS and the son of LeRoy T. Carlson, founder and Chairman of TDS; (ii) Donald C. Nebergall, 2919 Applewood Place, N.E., Cedar Rapids, Iowa, 52402, a consultant and director of TDS; (iii) Walter C.D. Carlson, 1041 Judson Avenue, Evanston, Illinois 60202, a Director of TDS, a practicing attorney with the law firm of Sidley & Austin in Chicago and a son of LeRoy T. Carlson; (iv) Letitia G. Carlson, 7604 Fairfax Road, Bethesda, Maryland 20814, a physician and a daughter of LeRoy T. Carlson; and (v) Melanie J. Heald, 7410 Longmeadow Road, Madison, Wisconsin, 53717, a homemaker. Under the terms of the voting trust, the trustees hold and vote the Series A Common Shares held in the trust. If the voting trust were terminated, LeRoy T. Carlson, Jr., Walter C.D.

Telephone and Data Systems, Inc.
FCC Form 430
Exhibit VI
Page 2

Carlson, Margaret D. Carlson (wife of LeRoy T. Carlson), Prudence E. Carlson (daughter of LeRoy T. Carlson), Letitia G. Carlson (daughter of LeRoy T. Carlson) and Donald C. Nebergall, as trustee under certain trusts for the benefit of the children of LeRoy T. Carlson, would each be deemed to own beneficially more than 5% of the outstanding Series A Common Shares. Margaret D. Carlson, who resides at 2 Milburn Park Drive, Evanston, Illinois, 60201, beneficially owns an aggregate of 682,500 Series A Common Shares (9.8% of class) with sole voting power with respect to 51,975 shares and the remainder of which are held in such voting trust. LeRoy T. Carlson, Jr., beneficially owns 1,068,186 Series A Common Shares (15.4% of class) which are held in the voting trust. Walter C.D. Carlson beneficially owns 1,087,366 Series A common Shares (15.7% of class) which are held in the voting trust. Letitia G. Carlson beneficially owns 1,070,127 Series A Common Shares (15.4% of class) which are held in the voting trust. Prudence E. Carlson beneficially owns 1,195,512 Series A Common Shares (17.2% of class), with sole voting power with respect to 194,707 shares and the remainder of which are held in the voting trust. Collectively, the trusts of which Mr. Nebergall is trustee, beneficially own 641,540 Series A Common Shares (9.2% of class) which are held in the voting trust.

TDS Common Shares

There were 53,966,708 Common Shares of TDS outstanding as of March 31, 1998. Based on the most recent Schedules 13D or 13G filings made with the Securities and Exchange Commission. The Equitable Companies, Inc., 787 Seventh Avenue, New York, New York 10019, and its affiliates, which in turn are controlled by foreign investors, vote 10,988,100 Common Shares

Telephone and Data Systems, Inc.
FCC Form 430
Exhibit VI
Page 3

(20.4% of class) representing a 8.9 percent voting interest in TDS. The foreign investor equity interest of these companies in TDS is estimated to be less than approximately five percent. Franklin Mutual Advisers, Inc., 51 John F. Kennedy Parkway, Short Hills, New Jersey, 07078, held 5,279,200 Common Shares (9.8% of class) for the benefit of investors representing a 4.3% voting interest in TDS. Gabelli Funds, Inc., One Corporate Center, Rye, New York, 10580, held 2,799,405 Common Shares (5.2% of class) for the benefit of investors representing 2.3% voting interest in TDS. Gabelli Funds, Inc., One Corporate Center, Rye, New York, 10580, held 2,799,405 Common Shares (5.2% of class) for the benefit of investors representing 2.3% voting interest in TDS.

Preferred Stock

There were 291,158 shares of Preferred Stock of TDS outstanding as of March 31, 1998. Merrill, Lynch, Pierce, Fenner and Smith, Inc., Post Office Box 2658, Jersey City, New Jersey 07303, owns 63,532 (20.6% of class) of the Preferred Shares of TDS. William and Betty McDaniel, 160 Stowell Road, Salkum, Washington 98582, own 46,666 (16.0% of class) of the Preferred Shares of TDS. Bennett R. Miller, 1212 Wed Avenue, Lafayette, Indiana, 47905, owns 30,000 (10.3% of class) of the Preferred Stock of TDS. The Peterson Revocable Living Trust, Kenneth and Audrey Peterson, Trustees, 108 Avocado Lane, Weslaco, Texas 78596, owns 20,637 (7.1% of class) of the Preferred Shares of TDS.