



DLA Piper LLP (US)
500 Eighth Street, NW
Washington, DC 20004
www.dlapiper.com

Nancy Victory
nancy.victory@dlapiper.com
T 202.799.4216
F 202.799.5616

October 25, 2017

Ms. Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th Street, S.W.
Washington, DC 20554

Re: Illinois Valley Cellular RSA 2-II Partnership, IBFS File No. ITC-214-
20010507-00292

Dear Ms. Dortch:

This letter notifies the Federal Communications Commission (“FCC”) of an internal corporate restructuring involving indirect wholly owned subsidiaries of Verizon Communications Inc. (“Verizon”) that was completed on September 30, 2017 and that affects the above-captioned licensee and FCC authorization. Out of an abundance of caution, Verizon is filing this letter to notify the Commission of this *pro forma* transfer to the extent it affects its 40 percent non-managing general partner interest in Illinois Valley Cellular RSA 2-II Partnership (the “Partnership”). Verizon previously transferred its voting rights associated with this general partnership interest to a voting trust.¹

The restructuring eliminated or relocated several companies in the Verizon ownership chain, resulting in the transfer of control or assignment of certain FCC licensees, authorizations and spectrum leases within Verizon. The following steps took place virtually simultaneously on September 30, 2017:

Distribution and Contribution of GTE Wireless of the Midwest Incorporated

- GTE Wireless LLC distributed the stock of GTE Wireless of the Midwest Incorporated (“GTE Midwest”), through a series of Verizon-controlled entities, to Verizon.
- Verizon contributed the stock of GTE Midwest to Verizon Americas Finance 1 Inc. (“Verizon Finance”).
- Verizon Finance contributed the stock of GTE Midwest to Verizon Americas Inc. (“Verizon Americas”).

¹ See ULS File No. 0003728249.



Ms. Marlene H. Dortch
October 25, 2017
Page Two

Liquidation of Cellular Inc. Network Corporation and Distribution of CommNet Cellular Inc.

- Cellular Inc. Network Corporation (“CINC”) liquidated into CommNet Cellular Inc.
- Cellco Partnership (“Cellco”) distributed the stock of CommNet Cellular Inc. (“CommNet”) to Verizon Americas in partial redemption of Verizon America’s interest in Cellco.

Contribution of Cellco Interest

- Verizon Americas contributed a 10% general partner interest in Cellco to GTE Midwest (Verizon Americas retained approximately a 36% general partner interest in Cellco).

More information on this restructuring can be found at ULS File No. 0007966578.

Please contact the undersigned with any questions.

Sincerely,

DLA Piper LLP (US)

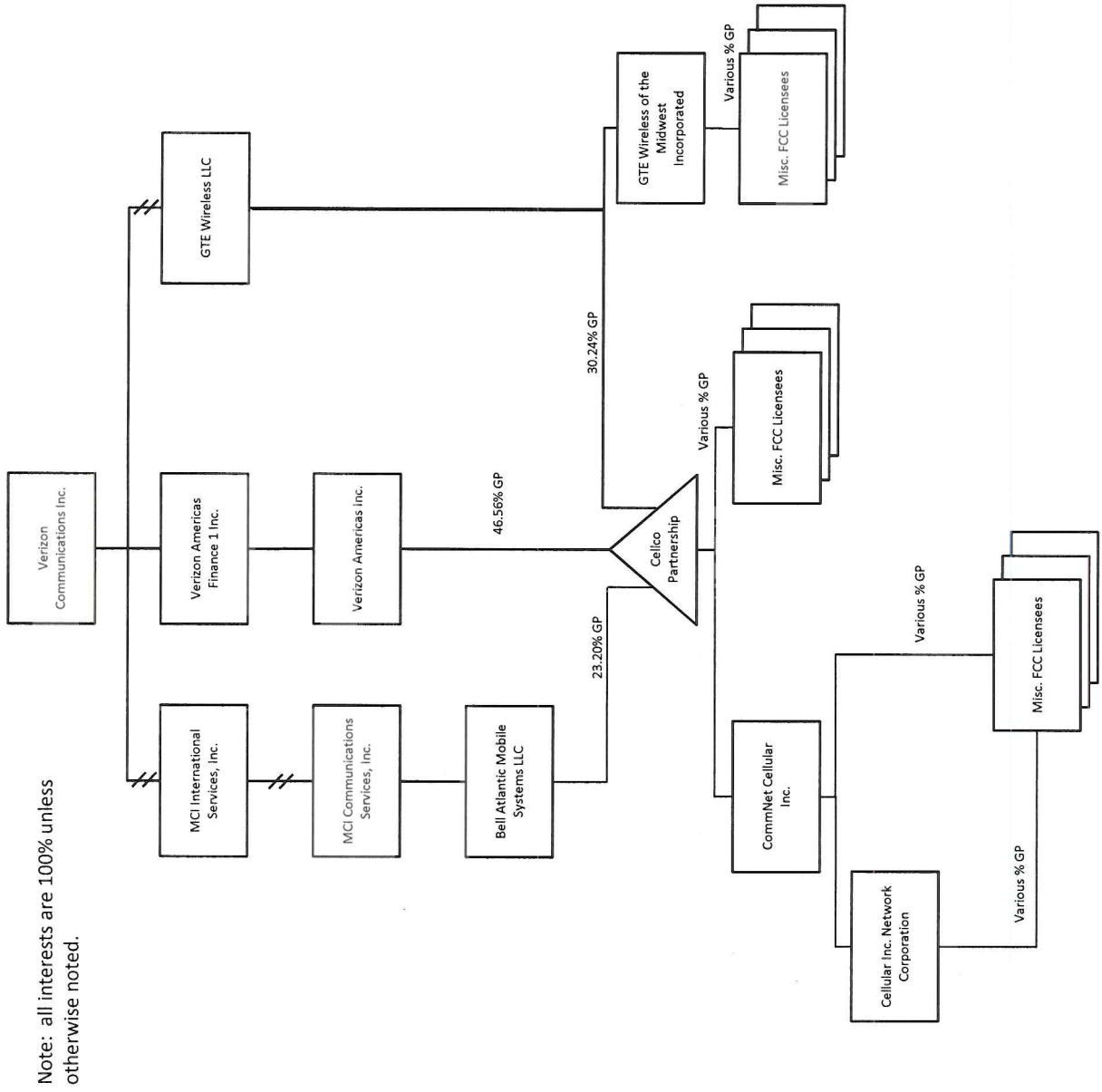
/s/ Nancy J. Victory

Nancy J. Victory
Partner

cc: David Krech

Attachment

Pre-Restructuring Ownership and Structure (simplified)



Note: all interests are 100% unless otherwise noted.

