

**APPLICATION SEEKING FCC APPROVAL OF TRANSFER OF CONTROL OF
INLAND CELLULAR TELEPHONE COMPANY**

Answer To Question 10 – Sections 63.18(c)-(d)

The address and telephone number for the Applicants:

Transferor: Inland Cellular Telephone Company

Gregory A. Maras
Secretary
103 S. Second Street
P.O. Box 688
Roslyn, WA 98941
509-649-2500
gmaras@inlandnet.com

Transferee: Nathan R. Weis

103 S. Second Street
P.O. Box 688
Roslyn, WA 98941
509-649-2500
nathan@inlandnet.com

With a copy to:

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Transferee Nathan R. Weis has not previously been a controlling owner of any entity holding an international Section 214 authorization. Transferee, however, currently has non-controlling interests in two entities that each holds an international Section 214 authorization for Global Resale Authority under Section 63.18(e) of the FCC's rules: ICTC (IBFS File No. ITC-20000731-00443); and Inland Long Distance Company (ITC-214-20000320-00142).

Answer To Question 11 – Section 63.18(h)

Following consummation of the proposed transaction, the persons or entities with ten percent or more of the equity of ICTC will be as follows:

Nathan R. Weis

103 S. Second Street

P.O. Box 688

Roslyn, WA 98941

509-649-2500

Citizenship: U.S.

Principal business: Director and operator of wireless carrier Inland Cellular

Direct ownership interest: 69%

Weis Children Trust

c/o 103 S. Second Street

P.O. Box 688

Roslyn, WA 98941

509-649-2500

Citizenship: U.S.

Principal business: Investments

Direct ownership interest: 31%

The trustee of the Weis Children Trust is Rodney Jovanovich. As he is thus deemed to hold an interest in ICTC by virtue of his Trustee position, the following information is provided:

Rodney Jovanovich

P.O. Box 374

Ronald, WA 98940

509-649-2659

Citizenship: U.S.

Principal business: Real Estate Broker

Ownership interest: 31%

The beneficiaries of the Weis Children Trust are the two minor children of Nathan R. Weis: Lydia Weis and Dylan Weis. As they are thus deemed to hold an interest in ICTC by virtue of their beneficiary status, the following information is provided:

Lydia Weis and Dylan Weis

103 S. Second Street

P.O. Box 688

Roslyn, WA 98941

509-649-2500

Citizenship: U.S.
Principal business: None
Indirect ownership interest: 31%

Neither Nathan R. Weis, the Weis Children Trust, nor the beneficiaries and trustee of the Weis Children Trust has an interlocking directorate with a foreign carrier.

Answer To Question 13 – Description of Transfer of Control and Public Interest

Inland Cellular Telephone Company (“ICTC”), a Washington corporation, is the holder of an international Section 214 authorization under IBFS File No. ITC-20000731-00443. The existing shareholders of ICTC have entered into a Stock Purchase Agreement pursuant to which ICTC will buy back the shares held by all stockholders other than by Nathan R. Weis (“Weis”) and the Weis Children Trust (which holds shares of ICTC for the benefit of Weis’ children). Following receipt of all necessary regulatory approvals and satisfaction of other contractual conditions, ICTC will repurchase those shares, and the only shares of ICTC that will remain issued and outstanding will be held by Nathan R. Weis (69%) and the Weis Children Trust (31%). As a result of this transaction, Nathan R. Weis for the first time will have a controlling interest in ICTC.

ICTC is the parent corporation of Inland Cellular LLC, a U.S. limited liability company (“ICL”), which does business as Inland Cellular. ICL is a small wireless provider providing quality local cellular service since 1990 in the states of Washington and Idaho. From the beginning, its goal has been to provide customers with the friendliest, most complete customer service in the area while providing local cellular service that is second to none.

Transferee Nathan R. Weis has had a non-controlling interest in ICTC for 25 years and has been actively involved in the growth and operation of the cellular business. He is thus well qualified to acquire a controlling interest in ICTC and its international Section 214 authorization.

Answer To Question 20 – Section 63.12

The Applicants request, and are eligible for, streamlined processing of the Application. Neither the Section 214 holder ICTC nor Transferee Nathan R. Weis is affiliated with a foreign carrier; nor is there an affiliation with a dominant U.S. carrier whose international switched or private line services will be resold. *See* Sections 63.12(c) and 63.18(p) of the FCC’s rules.

Conclusion

For the reasons stated above, Applicants respectfully submit that the public interest, convenience, and necessity would be furthered by a grant of this Application for the above-described transaction. Applicants respectfully request streamlined processing to permit the Applicants to complete the transaction as soon as possible.