

ANNUAL REPORT
CELLULAR TELEPHONE & MOBILE RADIO SERVICES
TO THE
ILLINOIS COMMERCE
COMMISSION



Exact Legal Name of Respondent (Company) <i>National Cellular Communications, Inc.</i>	Year of Report December 31, 2003
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This state agency is requesting disclosure of information that is necessary to accomplish the statutory purpose as outlined in Section 5-109 of the Public Utilities Act [220 ILCS 5/5-109]. Disclosure of this information IS REQUIRED. Failure to provide any information could result in a fine of \$100 per day under Section 5-109 of the Public Utilities Act.

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GENERAL INFORMATION

I PURPOSE

This form is a regulatory support requirement (Public Utilities Act, Section 5-109). It is designed to collect financial and operational information from cellular telephone & mobile radio services subject to the jurisdiction of the Illinois Commerce Commission.

II WHO MUST SUBMIT

All cellular telephone & mobile radio services subject to the Illinois Commerce Commission.

III WHAT AND WHERE TO SUBMIT

Submit an original and one copy of this form to:

ILLINOIS COMMERCE COMMISSION
527 East Capitol Avenue
Springfield, Illinois 62701

Retain one copy of this report for your files.

IV WHEN TO SUBMIT

Submit this report form on or before March 31 for the year following the year covered by this report.

V REGISTERED AGENT

Exact name of Registered Agent in Illinois for Transfer of Stock.

Mark A. Krohse

Street or Local Address 8410 W. BrynMawr Ave., Suite 700

City Chicago State Illinois Zip 60631

Telephone (773) 399-8900
Area Code Number

ANNUAL REPORT OF CELLULAR TELEPHONE & MOBILE RADIO SERVICES

IDENTIFICATION

01 Exact Legal Name of Respondent National Cellular Communications, Inc.		03 Year or Time Covered by this Report December 31, 2003	
03 Previous Name and Date of Change (if name changed during year)			
04 Address of Principal Office at End of Year (street, city, state, zip code)		8410 W. BrynMawr, Suite 700, Chicago, IL 60631	
05 Name of Contact Person Han Li		06 Title of Contact Person Staff Accountant	
07 Address of Contact Person (street, city, state, zip)		8410 W. BrynMawr, Suite 700, Chicago, IL 60631	
08 Telephone of Contact Person. Include area code (773) 864-3137		09 This report is: (1) <input checked="" type="checkbox"/> An original (2) <input type="checkbox"/> A resubmission	10 Date of Report (month, date, year) December 31, 2003
11	Date of incorporation	28-Jun-87	
	If not Incorporated, give date of organization		
12	Under laws of what State incorporated?	Illinois	
13	If a consolidated company, name the constituent companies		
14	Date end authority for each consolidation		
18	If a reorganized company, give name of original Corporation and refer to laws under which is was organized		
18	When does your fiscal year close	December 31, 2003	
17	Where are your general books and records of accounts kept?	8410 W. BrynMawr, Chicago, IL 60631	
18	If not in the State of Illinois, give docket number of Commission authorization.		
19	Give name of officer in charge of same.	Kenneth R. Meyers	
20	What system of accounts was followed by respondent during the year	Accrual	
21	Give name of Commission Issuing the same and original Effective date of said system of accounts		
22	Furnish date respondent adopted said system of accounts	28-Jun-87	
State the classes of utility and other services furnished by respondent during the year in each state in which the respondent operated.			
Cellular Telecommunications Service			
Two copies of the published Annual Report to stockholders should accompany the filing of this report.			

Name of Respondent National Cellular Communications, Inc.	This report is: (1) <input checked="" type="checkbox"/> An original (2) <input type="checkbox"/> A resubmission	Date of Report (Mo, Day, Yr) 03/22/2004	Year of Report Dec. 31, 2003
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SECURITY HOLDERS

Give the names of the security holders of the respondent who, at the date of the latest closing of the stock book of the respondent (if within one year prior to the filing of this report), had the highest voting powers in the respondent, showing for each his address, the number of votes which he would have had a right to cast on that date had a meeting then been in order, and the classification of the number of votes to which he was entitled, with respect to securities held by him, such securities being classified as common stock, preferred stock, and other securities, stating in a footnote the names of such other securities (if any). If any such holder held in trust, give (in a footnote) the particulars of the trust. If the stock book was not closed within such year, show such security holders as of the close of the year.

If such list of holders does not embrace all who hold one-percent or more of the voting power of the respondent. Extend such list in an attached statement to include all such holders.

Line No.	Name of Security Holder (a)	Address of Security Holder (b)	No. of Votes to Which Security Holder Was Entitled (c)	Number of Votes, Classified with Respect to Securities on Which Based			
				Common (d)	Stocks		Other Securities With Voting Power (g)
					(e)	(f)	
1	USCOC	8410 W. BrynMawr	200	200	N/A	N/A	N/A
2							
3							
4							
5							
6							
7							
8							
9							
10							
11							
12							
13							
14							
15							
16							
17							
18							
19							
20							
21							
22							
23							
24							
25							
26	Date of last meeting of stockholders for election of directors						
27	Total number of stockholders at close of year						
	Has each share of stock one vote?		Yes	If otherwise, explain voting rights.			
28	Has any issue of securities contingent voting rights? If so, explain character of such rights.			NO			
29	Has any issue of securities special privileges in the election of directors?			If so, explain character of such privileges.		NO	
30	Did any other corporation, or corporations, control the respondent as close of year? If a control was so held, state:			NO			
	(a) The form of control whether sole or joint						
	(b) The name of the controlling corporation or corporations						
	(c) The manner in which control was established						
	(d) The extent of control						
	(e) Whether control was direct or indirect						
	(f) The name of the intermediary through which control, if indirect, was established						
31	Corporation controlled by respondent						

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COMPARATIVE BALANCE SHEET (ASSETS AND OTHER DEBITS)

Line No.	Title of Account (a)	Balance at Beginning of Year (b)	Balance at End of Year (c)	Net Change During Yr. Increase (Decrease) (d)
1	UTILITY PLANT			
2	Cellular Communications Plant In Service (122)	29,170,104	33,480,686	4,310,582
3	Cellular Communications Plant Under Construction (123)	1,781,590	1,034,789	(746,802)
4	TOTAL Utility Plant (enter total of lines 2 & 3)	30,951,694	34,515,475	3,563,781
5	Less: Accum. Deprec. of Cellular Communications Plant (126)	7,774,753	11,170,040	3,395,287
6	Net Utility Plant (enter total of line 4 less 5)	23,176,941	23,345,435	168,494
7	Cellular Communications Plant Acquisition Adjustment (125)	-		
8	Less: Accum. Amortization Cellular Plant Acquisition Adjust. (127)	-		
9	Net Acquisition Adjustment (line 7 less 8)	-		
10	Cellular Communication Properties Hold for Future Use (124)			
11	TOTAL Investment In Cellular Communications Plant (enter total of lines 6,9, and 10)	23,176,941	23,345,435	168,494
12	OTHER PROPERTY AND INVESTMENTS			
13	Other Long- term Assets - Cellular Communications Operations (120.1)			
14	Other Long- term Assets - Non-cellular (120.2)			
15	Other Long- term Assets - Common to Cellular & Non-cellular Operations (120.3)	8,825,158	8,825,158	
16	Other Long- term Assets - TOTAL (120) (lines 13 - 15)	8,825,158	8,825,158	
17				
18	Investments - Affiliated Companies (121.1)			
19	Investments - Non-affiliated Companies (1 21.2)			
20	Investments - TOTAL (121) (lines 18 and 19)			
21				
22	Property and Other Assets of Non-cellular Operations (1 30)			
23	Less: Accum. Deprec. of Property & Other Assets of Non-Cellular Operations (1 31)			
24	Net Property & Other Assets of Non-cellular Operations (lines 22 less 23)	-		
25				
26				
27				
28	Total Other Property & Investments (lines 16, 20 & 24 thru 27)	8,825,158	8,825,158	
29				
30				
31	CURRENT AND ACCRUED ASSETS			
32	Cash (100)	(83,671)	160,417	244,088
33	Accounts Receivable -Customers (001.1)	3,435,900	3,168,387	(267,513)
34	Accounts Receivable -Affiliated Companies (101.2)	(568,946)	585,717	1,154,664
35	Accounts Receivable - TOTAL (101) (lines 33 -34)	2,866,954	3,754,105	887,151
36	Less: Allowance for Uncollectible Accts.-Customer (102.1)	100,260	115,539	15,279
37	Less: Allowance for Uncollectible Accts. - Other (102.2)			
38	Less: Allowance for Uncollectible Accts. - TOTAL (102)	100,260	115,539	15,279
39	Net Accounts Receivable (line 35 less 36 - 38)	2,766,694	3,638,566	871,872
40	Notes Receivable - Non-affiliated Companies (104.1)			
41	Notes Receivable -Affiliated Companies (104.2)			
42	Notes Receivable - TOTAL (104) (lines 40 and 41)			
43	Prepaid Insurance (105.1)			
44	Prepaid Rent (105.2)			
45	Prepaid Taxes (105.3)			
46	Other Prepayments (105.4)	51,233	47,413	(3,820)
47	Prepayments - TOTAL (105) (lines 43 - 46)	51,233	47,413	(3,820)
48	Materials and Supplies - Cellular Communications Operations (106.1)			
49	Materials and Supplies - Non-cellular Operations (106.2)			
50	Materials and Supplies - Common to Cellular & Non-cellular Operations 106.3)	278,020	313,294	35,274
51	Materials and Supplies - TOTAL (106) (lines 48 - 50)	278,020	313,294	35,274

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COMPARATIVE BALANCE SHEET (ASSETS AND OTHER DEBITS)

Line No.	Title of Account (a)	Balance at Beginning of Year (b)	Balance at End of Year (c)	Net Change During Yr. Increase (Decrease) (d)
52	Interest and Dividends Receivable (107)	2,559	2,559	-
53	Other Current Assets - Cellular Communications Operations (108.1)	90,386	92,949	2,563
54	Other Current Assets - Non-cellular Operations (108.2)	-	-	-
55	Other Current Assets - Common to Cellular & Non-cellular Operations (108.3)	47,854	69,743	21,889
56	Other Current Assets - TOTAL (108) (lines 53-55)	138,240	162,693	24,452
57	Accum Deferred Federal Income Taxes - Current - Cellular Com. Oper. (109.1)	46,171	17,485	(28,686)
58	Accum Deferred State Income Taxes - Current - Cellular Com. Oper. (109.2)	10,388	3,934	(6,454)
59	Accum Deferred Fed. Income Taxes - Current - Non-cellular Com. Oper. (109.3)	-	-	-
60	Accum Deferred State Income Taxes - Current - Non-cellular Com. Oper. (109.4)	-	-	-
61	TOTAL Deferred Debits (109) (lines 57-60)	56,559	21,419	(35,140)
62		-	-	-
63	Total Current & Accrued Assets (enter total of lines 32,39,42,47,51,52,56,61 and 62)	3,209,633	4,346,359	1,136,727
64	DEFERRED DEBITS	-	-	-
65	Deferred Debits (110)	72,970	120,190	47,221
66	Unamortized Debt Expense	-	-	-
67	Intangible Assets	-	-	-
68	Accum Deferred Fed. Income Taxes - Non-current - Cellular Com. Oper. (113.1)	331,122	968,108	636,986
69	Accum Deferred State Income Taxes - Non-current - Cellular Com. Oper. (113.2)	29,166	99,714	70,548
70	Accum Deferred Fed. Income Taxes - Non-current - Cellular Com. Oper. (113.3)	-	-	-
71	Accum Deferred State Income Taxes - Non-current - Non-cellular Com. Oper. (113.4)	-	-	-
72	Accum. Deferred Income Taxes - Non-current-TOTAL (113) (lines 68 thru 71)	360,288	1,067,821	707,533
73		-	-	-
74		-	-	-
75	TOTAL Deferred Debits (enter total of lines 65 thru 67 and 72 thru 74)	433,258	1,188,012	754,754
76	TOTAL Assets & Other Debits (enter total of lines 11,28,63 and 75)	35,644,989	37,704,964	2,059,975

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COMPARATIVE BALANCE SHEET (LIABILITIES AND OTHER CREDITS)

Line No.	Title of Account (a)	Balance at Beginning of Year (b)	Balance at End of Year (c)
1	PROPRIETARY CAPITAL		
2	Common Stock Issued (230)		
3	Preferred Stock Issued (231)		
4	Other Paid-in Capital (232)	8,825,158	8,825,158
5	Retained Earnings (233)		
6	Proprietary Capital - Proprietorship and Partnership (234)	15,518,039	15,934,580
7	Less: Proprietary Drawings		
8			
9			
10	TOTAL Proprietary Capital (enter total of lines 2 thru 9)	24,343,197	24,759,738
11	LONG-TERM DEBT		
12	Obligations on Capital Leases (221)		
13	Advances from Affiliated Companies (223)		
14	Unamortized Premium and Discount on Long-term Debt (224)		
15	Other		
16			
17	TOTAL Long-term Debt (enter total of lines 12 thru 16)		
18	CURRENT AND ACCRUED LIABILITIES		
19	Notes Payable - Non-affiliated Companies (200.1)		
20	Notes Payable - Affiliated Companies (200.2)	4,574,065	3,213,586
21	Notes Payable - TOTAL (200) (lines 19-20)	4,574,065	3,213,586
22	Accounts Payable - Non-affiliated Companies (201.1)	1,859,652	1,047,245
23	Accounts Payable - Affiliated Companies (201.2)	1,195,393	1,372,412
24	Accounts Payable - TOTAL (202) (lines 22-23)	3,055,045	2,419,657
25	Accrued Liabilities - Non-affiliated Companies (203.1)	59,235	148,601
26	Accrued Liabilities - Affiliated Companies (203.2)	2,432	8,498
27	Accrued Liabilities - TOTAL (203) (lines 25-26)	61,667	157,099
28	Advanced Billing & Payments (203)	828,100	1,146,465
29	Taxes Accrued (204)	(1,103,109)	307,466
30	Interest Accrued (205)	17,644	14,360
31	Other Current Liabilities - Cellular Communications Operations (206.1)	179,046	104,542
32	Other Current Liabilities - Non-cellular Operations (206.2)		
33	Other Current Liabilities - Common to Cellular & Non-cellular Operations (206.3)		555,467
34	Other Current Liabilities - TOTAL (lines 31-33)	179,046	660,009
35	Current Maturities of Long-term Debt (207)		
36	Accumulated Deferred Federal Income Taxes - Current - Cellular Com. Operations (211.1)		
37	Accumulated Deferred State Income Taxes - Current - Cellular Com. Operations (211.2)		
38	Accumulated Deferred Fed. Income Taxes - Current - Non-cellular Operations (211.3)		
39	Accumulated Deferred State Income Taxes - Current - Non-cellular Operations (211.4)		
40	Accumulated Deferred Income Taxes - Current - TOTAL (211) (lines 36-39)		
41	Customer Deposits (214)	219,267	371,654
42			
43			
44			
45	TOTAL Current & Accrued Liabilities (enter total of lines 21,24,27,28 thru 30, 34,35,40 thru 44)	7,831,726	8,290,296

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COMPARATIVE BALANCE SHEET (LIABILITIES AND OTHER CREDITS)				

Line No.	Title of Account (a)	Balance at Beginning of Year (b)	Balance at End of Year (c)
46	DEFERRED CREDITS		
47	Other Deferred Credits (216)	73,778	120,190
48	Unamortized Deferred Federal Investment Tax Credits - Cellular Com. Operations (219.1)	2,969,968	3,956,361
49	Unamortized Deferred State Investment Tax Credits - Cellular Com. Operations (219.2)	426,321	578,380
50	Unamortized Deferred Federal Investment Tax Credits - Non-cellular Operations (219.3)		
51	Unamortized Deferred State Investment Tax Credits - Non-cellular Operations (219.4)		
52	Unamortized Deferred Investment Tax Credits - TOTAL (219) (lines 48-51)	3,396,289	4,534,741
53	Accum. Deferred Federal Income Tax Credits - Non-current - Cellular Com. Operations (220.1)		
54	Accum. Deferred State Income Tax Credits - Non-current - Cellular Com. Operations (220.2)		
55	Accum. Deferred Federal Income Taxes - Non-current - Non-cellular Com. Operations (220.3)		
56	Accum. Deferred State Income Taxes - Non-current - Non-cellular Com. Operations (220.4)		
57	Accum. Deferred Income Taxes - Non-current - TOTAL (lines 53-56)		
58			
59			
60	TOTAL Deferred Credits (enter total of lines 47, 52, and 57 thru 59)	3,470,067	4,654,931
61	TOTAL Liabilities and Other Credits (enter total of lines 10, 17, 45 and 60)	35,644,989	37,704,965

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STATEMENT OF INCOME FOR THE YEAR

Line No.	Account (a)	TOTAL	
		Current Year (b)	Previous Year (c)
1	UTILITY OPERATING INCOME		
2	Operating Revenues:		
3	Retail Customer Revenues	21,422,894	18,598,872
4	Wholesale Customer Revenues		
5	Roamer Customer Revenues	4,674,105	5,617,152
6	Commission Revenues		
7	Other Operating Revenues	910,484	618,874
8			
9			
10	TOTAL Operating Revenues (lines 3-9)	27,007,483	24,834,899
11			
12	Operating Expenses:		
13	Cellular Communications System Maintenance Expense (610)		
14	Depreciation Expense (613)	3,603,539	2,584,792
15	Amortization Expense (615)		
16	Amortization of Cellular Com. Plant Acquisition Adjustment (616)		
17	Real Estate Acquisition Changes		
18	Telecommunications - Direct Operating Expense	5,211,455	4,246,308
19	Customer Accounts & Service Expense (621)	2,005,896	1,809,332
20	Bad Debt Expense (623)	516,843	470,113
21	Sales Promotion & Advertising Expense (625)	5,339,709	3,928,823
22	General and Administrative Expense (627)	6,606,171	5,097,296
23	Damages and Claims Expense (631)		
24	Pensions and Benefits Expense (633)		
25	Rental Expense (635)		
26	Motor Vehicle Expense (637)		
27	Taxes Other Than Income Taxes (639)	643,036	55,716
28	Gain or Loss on Retirement or Sale of Cellular Com. Plant (641)		
29	Operating Expense Charged to Construction (643)		
30	Income Taxes - Federal		
31	Income Taxes - Other		
32	Provision for Deferred Income Taxes		
33	Investment Tax Credit Adjustment		
34	Payroll		
35	Cost of Goods Sold	1,723,925	1,345,272
36			
37			
38	TOTAL Utility Operating Expenses (enter total of lines 13 thru 37)	25,650,575	19,537,652
39	Utility Operating Income (enter total of line 10 less 38)	1,356,908	5,297,247
40			
41			
42	OTHER INCOME AND DEDUCTIONS		
43	Other Income (Net of Cost of Goods Sold)	(197,613)	394,528
44	Non-cellular Revenue		
45	Other Non-operating Income		
46			
47			
48	TOTAL Other Income (enter total of lines 43 thru 47)	(197,613)	394,528

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STATEMENT OF INCOME FOR THE YEAR

Line No.	Account (a)	TOTAL	
		Current Year (b)	Previous Year (c)
49	Other Income Deductions:		
50	Loss on Disposition of Property		
51	Misc. Amortization		
52	Misc. Income Deductions		
53	TOTAL Other Income Deductions (total of lines 50 thru 52)	-	-
54	Taxes Applicable to Other Income and Deductions:		
55	Taxes Other Than Income Taxes		
56	Income Taxes - Federal		
57	Income Taxes - Other		
58	Provision for Deferred Income Taxes		
59	Provision for Deferred Income Taxes - Cr.		
60	Investment Tax Credit Adjustment - Net		
61	Investment Tax Credits		
62	TOTAL Taxes on Other Income & Deductions (total lines 55 thru 61)		
63	Net Other Income & Deductions (enter line 48 less (53+62))	(197,613)	394,528
64	INTEREST CHARGES		
65	Interest on Long-term Debt		
66	Amort. of Debt Disc. and Expense		
67	Amort. of Loss on Reacquired Debt		
68	Amort. of Premium on Debt-Credit		
69	Interest on Debt to Assoc. Companies	133,139	80,365
70	Other Interest Expense	81,062	54,340
71	Allowance for Borrowed Funds Used During Construction-Cradft		
72	Net Interest Charges (enter total of lines 65 thru 71)	214,201	134,705
73	Income before Extraordinary Items (total of lines 39, 63, and 72)	945,094	5,557,070
74	EXTRAORDINARY ITEMS		
75	Extraordinary Income		-
76	Extraordinary Deductions		
77	Net Extraordinary Items (enter total of line 75 less line 76)		-
78	Income Taxes - Federal and Other	462,103	1,979,148
79	Extraordinary Items after Taxes (enter total of line 77 less line 78)	462,103	1,979,148
80	Net Income (enter total of lines 73 and 79)	482,990	3,577,922

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STATEMENT OF CASH FLOWS

Line No.	Description of item (a)	TOTAL	
		Amount (b)	Lines: 1, 13, 14, 20, 31 and 32-35 Only (c)
	Increase/(Decrease) in Cash and Cash Equivalents	244,088	
	Cash Flows from Operating Activities:		
1	Net Income		482,990
	Adjustments to Reconcile Net Income to net Cash Provided by Operating Activities:		
2	Depreciation and Amortization	3,603,539	
3	Provision for Losses for Accounts Receivable		
4	Deferred Income Taxes - Net	484,667	
5	Unamortized ITC - Net		
6	Allowance for Funds Used During Construction		
7	Net Change in Operating Receivables	(903,944)	
8	Net Change in Materials, Supplies and Inventories	(35,274)	
9	Net Change in Operating Payables and Accrued Liabilities	1,430,905	
10	Net Change in Other Assets and Deferred Charges	338,766	
11	Net Change in Other Liabilities and Deferred Credits	(34,556)	
12	Other (explained) - Taxes Other than Income & Advance Payments		
13	Total Adjustments		4,864,103
14	Net Cash Provided by (Used In) Operating Activities:		5,347,093
	Cash Inflows/(Outflows) from Investing Activities:		
15	Construction/Acquisition of Property, Plant and Equipment (Net of Allowance for Funds Used During Construction and Capital Lease Related Acquisitions)	(3,772,033)	
16	Proceeds from Disposals of Property, Plant and Equipment		
17	Investments in and Advances to Affiliates		
18	Proceeds from Repayment of Advances		
19	Other Investing Activities (explained) - Property Plant & Equipment Purchases	29,508	
20	Net Cash Provided by (Used In) Investing Activities (Total)		(3,742,525)
	Cash Inflows (Outflows) from Financing Activities:		
21	Net Increase/Decrease in Short-Term Debt with Original Maturities of Three Months or Less	(1,360,479)	
22	Advances from Affiliates		
23	Repayment of Advances from Affiliates		
24	Proceeds from Long-term Debt		
25	Repayment of Long-term Debt		
26	Payment of Capital Lease Obligations -		
27	Proceeds from Issuing Common Stock/Equity Investment from Parent		
28	Repurchase of Treasury Shares		
29	Dividends Paid		
30	Other Financing Activities (explained) - Proceeds from Capital Lease Obligations		
31	Net Cash Provided by Financing Activities (Total)		(1,360,479)
32	Effect of Exchange Rate Changes on Cash		
33	Net increase/(Decrease) in Cash and Cash Equivalents		244,088
34	Cash and Cash Equivalents at Beginning of Period		(83,671)
35	Cash and Cash Equivalents at End of Period		160,417

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RECONCILIATION OF GROSS REVENUE TAX				
	(a)	As Shown on Annual Report (b)	Page & Line Where Amount At Left Can Be Found in the Annual Report (c)	
1	1) a. Actual Gross Operating Revenue as shown in Annual Report	22,333,378	Page 13, Line 3 + 7	
2	b. Less Interstate Revenue			
3	c. Gross Revenue Applicable to Illinois			
4	DEDUCT:			
5	2) a. Revenue from Sale to Utilities for Resale			
6	b. Uncollectible Accounts (if billing basis used)	516,843	Page 13, Line 20	
7	c. Other Deductions (if amounts are included in 1-a above)			
8	Account Description	Account No.		
9	Roamer Revenue	4,674,105	Page 13, Line 5	
10				
11				
12				
13				
14				
15	Taxable Illinois Gross Revenue From Annual Report (lines 1-2 thru 14)	26,490,640		
16	Taxable Illinois Gross Revenue From Amended/Annual Gross Revenue Tax Return	N/A		
17	DIFFERENCE (line 15 minus line 16)			

If difference calculated on line 17 is a positive amount of \$1,000.00 or more, a revised Amended/Annual Tax Return for the year plus payment of any additional tax due must be promptly remitted to the Illinois Commerce Commission. If the calculated difference is less than \$1,000.00 or a negative amount, no further action is required regarding your tax reconciliation. (The tax owed on \$1,000 at the current tax rate of .10% is \$1.00. According to the Public Utilities Act a deficiency in taxes paid of less than \$1.00 need not be paid to the Commission.)

VERIFICATION

The responsible accounting officer shall verify this report under oath.

OATH

STATE OF Illinois)
)
 COUNTY OF Cook)SS
)

Mark A. Krohse makes oath and says that he is
 (Insert here the name of the affiliant)

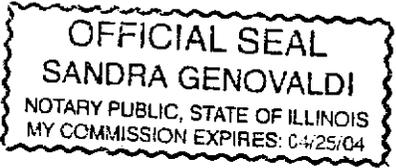
Assistant Secretary of
 (Insert here the official title of the affiliant)

National Cellular Communications, Inc. that
 (insert here the exact legal title or name of the respondent)

he has examined the foregoing report; that to the best of his knowledge, information, and belief, all statements of fact contained in the said report are true, and the said report is a correct statement of the business and affairs of the above-named respondent in respect to each and every matter set forth therein during the period from and including January 1, 2003, to and including December 31, 2003.

Mark A. Krohse
 (Signature of Affiliant)

Subscribed and sworn before me, a NOTARY
 In and for the State and County above named, this 30 day of March 2004
 My Commission expires 11/25/04
Sandra Genovaldi
 (Signature of officer authorized to administer oath)



USCOC OF ROCKFORD, LLC
(f/k/a USCOC of Rockford (Merger), LLC)

Domestic State Formation: Illinois – April 9, 2003

Foreign State Qualifications: None

FCC Market Number: 131A – Nonwireline; Rockford, IL, MSA
Rockford, IL (BTA 380) Block PCS-E

Market Interest: Licensee in all markets

Date of Operating Agreement: April 9, 2003

History: This entity was the outcome of an Illinois restructure that took place on May 1, 2003, USCOC of Rockford, Inc., an Illinois corporation merged into USCOC of Rockford (Merger), LLC with a subsequent name change to USCOC of Rockford, LLC.

Registered Agent: Corporation Service Company

FEIN: 91-1380788

Location of Certificates: Wells Fargo – Des Moines, IA

Management of LLC: Manager Managed by the Director Managers

Sole Member: United States Cellular Operating Company LLC

Director Managers: LeRoy T. Carlson, Jr. and John E. Rooney

Officer Managers:

President	John E. Rooney
Vice President	Rochelle J. Boersma
Vice President	Jay M. Ellison
Vice President	Alan D. Ferber
Vice President & Secretary	Kevin C. Gallagher
Vice President	Hichem H. Garnaoui
Vice President	Leon J. Hensen
Vice President	Conrad J. Hunter
Vice President	Michael S. Irizarry
Vice President	George W. Irving
Vice President	James R. Jenkins
Vice President	Karen C. Johnson
Vice President	Karen S. Kirwan
Vice President	Frank A. Marino
Vice President & Treasurer	Kenneth R. Meyers
Vice President	Katherine Hust Schrank
Vice President	Carolyn A. Tilden
Vice President	Thomas S. Weber

December 2003

Vice President
Assistant Secretary
Assistant Secretary & Assistant
Treasurer

Brenda S. Weyl
Stephen P. Fitzell
Mark A. Krohse

Membership Certificates:

100 Units to United States Cellular Operating Company LLC