

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



Exact Legal Name of Respondent (Company) USCOC of Rockford, Inc.	Year of Report December 31, 2001
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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.

**ILLINOIS COMMERCE COMMISSION**

December 31, 2001

To: Illinois Designated Agents of
Public Utilities

ACTION REQUIRED

Each public utility in the State is required to file an annual report with the Illinois Commerce Commission within three months after the close of the current year. Your company's annual report for the calendar year 2001 is required to be filed with this Commission, in duplicate, no later than **April 1, 2002**.

After completing the form, return the original and one copy to the Chief Clerk and keep one copy for your records. **You are no longer required to file a separate report for each authority that you have been granted. Only one report per utility is required. This is a change from past procedure. The form must be signed and notarized with original signatures and a notary seal or it will not be accepted.** Please note: This annual report form is being sent to the in-state designated agent on our records. No report forms will be sent to your out of state agent. They will only receive a copy of this letter. If you are unsure regarding your in-state designated agent, you can find this information on our website at www.icc.state.il.us under DOC/Reports, UCDB.

If you have any questions regarding the content of the forms, please contact Commission Staff member Theresa Ebrey at (217)785-1045.

Please forward the enclosed form and checklist to your appropriate staff for handling. The checklist is being provided for assistance in avoiding common errors that can cause an annual report to be returned.

Sincerely,

A handwritten signature in cursive script that reads "Donna M. Caton".

Donna M. Caton
Chief Clerk

Encs.

Copy of letter only (no report) to
Out-of-State agent, where applicable

CHECK LIST

Please double-check your annual report before mailing. The following list contains common errors that can cause an annual report to be returned:

- ✓ **Wrong Name:**
MUST be filed in the exact name as it appears on your certificate. REFER TO MAILING LABEL OR DESIGNATED AGENT FORM ENCLOSED. Your report will be returned if the name is not exact.
- ✓ **No signature:**
An original signature is required on the notarized copy.
- ✓ **Signature Not Notarized:**
Check notary seal and signature (if applicable).
- ✓ **Number of Copies:**
You must file one original and one copy. Keep a third copy for your records.
- ✓ **Late Filing:**
THERE IS NO PROVISION FOR LATE FILING. THIS DATE IS SET BY STATUTE AND IS SUBJECT TO A PENALTY.
- ✓ **Dual Authority:**
YOU ARE NO LONGER REQUIRED TO FILE A SEPARATE REPORT FOR EACH AUTHORITY THAT YOU HAVE BEEN GRANTED.
- ✓ **Proprietary Treatment:**
If you have authority to file proprietarily, you must include a copy of the Order. If you do not have authority to file proprietarily, you must petition the Commission for approval *prior* to the filing deadline. If not, your annual report will be a public document.

THANK YOU FOR CHECKING THIS LIST BEFORE MAILING YOUR REPORT.

YOUR CERTIFICATE TO OPERATE IN ILLINOIS
WILL BE CANCELLED
FOR FAILURE TO FILE THIS REPORT

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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 of 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. Bryn Mawr Ave., Suite 700

City Chicago State IL Zip 60631

Telephone (773) 399-8900
Area Code Number

ANNUAL REPORT OF CELLULAR TELEPHONE & MOBILE RADIO SERVICES

IDENTIFICATION

01 Exact Legal Name of Respondent USCOC of Rockford, Inc. Inc.	02 Year or Time Covered by this Report December 31, 2001
---------------------------------------------------------------------------	-------------------------------------------------------------

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. Bryn Mawr, Ste 700 Chicago, IL 60631

05 Name of Contact Person Yelena Belogorlov	08 Title of Contact Person Staff Accountant
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07 Address of Contact Person (street, city, state, zip code) 8410 W. Bryn Mawr, Ste 700 Chicago, IL 60631

08 Telephone of Contact Person, include area code	09 This Report is (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	10 Date of Report (month, day, year) 03/21/02
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11	Date of Incorporation	June 26, 1987
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	If not incorporated, give date of organization	
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12	Under laws of what State incorporated?	Illinois
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13	If a consolidated company, name the constituent companies	
----	-----------------------------------------------------------	--

14	Date end authority for each consolidation	
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18	If a reorganized company, give name of original Corporation and refer to laws under which it was organized.	
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18	When does your fiscal year close?	December 31
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17	Where are general books and records of accounts kept?	8410 W. Bryn Mawr Ave. Chicago, IL 60631
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18	If not in the State of Illinois, give docket number of Commission authorization.	
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19	Give name of officer in charge of same.	Kenneth Meyers
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20	What system of accounts was followed by respondent during the year?	Accrual
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21	Give name of Commission Issuing the same and original Effective date of said system of accounts.	
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22	Furnish date respondent adopted said system of accounts.	June 26, 1987
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State the classes of utility and other services furnished by respondent during the year in each state in which the respondent operated.

Two copies of the published Annual Report to stockholders should accompany the filing of this Report.

ILLINOIS COMMERCE COMMISSION
CELLULAR TELEPHONE SERVICES
ANNUAL REPORT

GENERAL INSTRUCTIONS

1. This form of annual report is to be completed in triplicate: the original and one copy of this report form, properly completed and verified, is to be filed with the ILLINOIS COMMERCE COMMISSION, 527 East Capitol Avenue, P.O. Box 19280, Springfield, Illinois 62794-9280, on or before March 31 of the year following the year for which the report is made. One copy of such report is to be retained by respondent.
2. This form of annual report shall apply to those telephone utilities that provide communication service by utilizing cellular radio technology and originating or terminating on the utilities cellular communication system. This includes direct dialed mobile-to-land, land-to-mobile, and mobile-to-mobile calling.
3. Cellular systems are composed of three system elements: a mobile telephone switching office, cell sites (*radio equipment*), and landline telephone facilities.
4. This form of annual report is prepared in conformity with the applicable Uniform System of Accounts and all of the accounting terminology used herein is in accordance with the said Uniform System of Accounts.
5. Instructions should be carefully observed and each question shall be answered fully and accurately, whether or not answered in a prior annual report. Where the word "None" truly and completely states the fact, it should be used in a particular inquiry. Where dates are called for, the month and the day, as well as the year, shall be stated. Customary abbreviations may be used in stating dates.
6. If a schedule does not apply to respondent, state "Not applicable".
7. All data is to be typed on the form. Entries of an opposite character (*such as decreases reported in a column providing for both increases and decreases*) should be enclosed in parentheses.
8. Where it is requested that Commission authority be supplied and such authority refers to Illinois Commerce Commission authority, use docket number, where appropriate.
9. The annual report should in all particulars be complete in itself. Reference to reports of previous years or to other reports shall not be made in lieu of required entries.
10. Where schedules call for comparisons of figures of a previous year, the figures reported must be based upon those shown in the annual report of the previous year, or an appropriate explanation given as to why the different figures were used.
11. If it is necessary or desirable to insert additional statements for the purpose of further explanation of accounts or schedules, they should be made on durable paper conforming to this form. Inserts are to be securely bound in the report and are to bear the titles of the schedules and reference form page numbers to which they pertain.
12. The information required with respect to any statement shall be furnished as a minimum requirement to which shall be added such further material information as is necessary to make the required statements in the light of the circumstances under which they are made, not be misleading.
13. Cents are to be omitted in all schedules except in averages and extracted figures where cents are important.
14. The word "respondent"; wherever used in this report, means the person, corporation, licensee, agency, authority, or other legal entity or instrumentality in whose behalf the report is made.
15. If respondent operates in more than one state, certain supplemental schedules showing operations for Illinois only must be furnished. A statement of the basis of allocating plant, reserves, revenues and expenses between states must also be furnished.

**ILLINOIS COMMERCE COMMISSION
CELLULAR TELEPHONE & MOBILE RADIO SERVICES
ANNUAL REPORT**

EXCERPTS FROM THE LAW

(The Public Utilities Act, Section S - 109)

REPORTS BY PUBLIC UTILITIES -FAILURE TO REPORT-. FALSE REPORT-PENALTY. Each public utility in the state shall each year furnish to the Commission, in such form as the Commission shall require, annual reports as to all the items mentioned in the preceding sections of this article, and in addition such other items, whether of a nature similar to those therein enumerated or otherwise, as the Commission may prescribe. Such annual reports shall contain all the required information for the period to twelve months ending on the thirtieth day of June in each year, or ending on the thirty-first day of December in each year, as the Commission may by order prescribe for each class of public utilities, and shall be filed with the Commission at its office in Springfield within three months after the close of the year for which the report is made. The Commission shall have authority to require any public utility to file monthly reports of earnings and expenses of such utility, and to file other periodical or special, or both periodical and special reports concerning any matter about which the Commission is authorized by law to keep itself informed. All reports shall be under oath.

When any report is erroneous or defective or appears to the Commission to be erroneous or defective, the Commission may notify the public utility to amend such report within thirty days, and before or after the termination of such period the Commission may examine the officers, agents, or employees, and books, records, accounts, vouchers, plant, equipment and property of such public utility, and correct such items in the report as upon such examination the Commission may find defective or erroneous.

All reports made to the Commission by any public utility and the contents thereof shall be open to public inspection, unless otherwise ordered by the Commission. Such reports shall be preserved in the office of the Commission.

Any public utility which fails to make and file any report called for by the Commission within the time specified; or to make specific answer to any question propounded by the Commission within thirty days from the time it is lawfully required to do so or within such further time, not to exceed ninety days, as may in its discretion be allowed by the Commission, shall forfeit up to \$100 for each and every day it may so be in default if the utility collects less than \$100,000 annually in gross revenue; and if the utility collects \$100,000 or more annually in gross revenue, it shall forfeit \$100 per day for each and every day it is in default.

Any person who willfully makes any false return or report to the Commission, or to any member, officer or employee thereof, and any person who aids or abets such person shall be guilty of a Class A misdemeanor.

Name of Respondent USCOC of Rockford, Inc.	This report is: (1) <input checked="" type="checkbox"/> An original (2) <input type="checkbox"/> A resubmission	Date of Report (Mo., Day, Yr) 03/21/02	Year of Report Dec. 31, 2001
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DIRECTORS

Line No.	Name of Director (a)	Office Address	Term Expires		
			Month	Day	Year
1	LeRoy T. Carlson, Jr.	8410 W. Bryn Mawr Ave.			
2	John Rooney	8410 W. Bryn Mawr Ave.			
3					
4					
5					
6					
7					

OFFICERS

Line No.	Title of General Officer (a)	Name and office address of person holding office at close of year (b)
8	President	John E. Rooney - 8410 W. Bryn Mawr, Chicago, IL 60631
9	Secretary	Kevin Gallagher - 8410 W. Bryn Mawr, Chicago, IL 60631
10	Treasurer	Kenneth R. Meyers - 8410 W. Bryn Mawr, Chicago, IL 60631
11	Assistant Secretary	Mark A. Krohse - 8410 W. Bryn Mawr, Chicago, IL 60631
12		

AFFILIATED INTERESTS

Give a list as of the close of the year of the corporations, and others defined as "affiliated interests" in Section 7-101, subparagraphs (a) to (h) of the Illinois Public Utility Act, inclusive, of law as amended. Attention is directed to the last paragraph of Section 7-101, concerning certain interests not considered affiliated, which need not be listed.

Insert in Col. (c) the particular sub-paragraph letter of paragraph 2, Section 7-101 that properly indicates the nature of the affiliation with respondent of the interest named in Co. (a).

Line No.	Name of Affiliated Interest (a)	Address (b)	Nature of Affiliation (c)
13			
14			
15			
16			
17			

Name of Respondent USCOC of Rockford, Inc.	This report is: (1) <input type="checkbox"/> An original (2) <input type="checkbox"/> A resubmission	Date of Report (Mo, Day, Yr) 03/21/02	Year of Report Dec. 31, 2001
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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 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			Other Securities With Voting Power (g)
				Stocks			
				Common (d)	Preferred (e)		
1		8410 W. Bryn Mawr					
2							
3							
4							
5							
8							
7							
8							
9							
10							
11							
12							
13							
14							
15							
16							
17							
18							
19							
20							
21							
22							
23							
24							
25							
28	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? No If so, explain character of such privileges						
30	Did any other corporation, or corporations, control the respondent at close of year? If control was so held, state:						
	(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 b respondent						

Name of Respondent USCOC of Rockford, Inc.	This report is: (1) <input checked="" type="checkbox"/> An original (2) <input type="checkbox"/> A resubmission	Date of Report (Mo, Day, Yr) 03/21/02	Year of Report Dec. 31, 2001
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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)	11,530,102	16,506,568	4,976,466
3	Cellular Communications Plant Under Construction (123)	420,701	775,611	354,910
4	TOTAL Utility Plant (enter total of lines 2 & 3)	11,950,803	17,282,179	5,331,376
5	Less: Accum. Deprec. of Cellular Communications Plant (128)	3,190,364	4,456,145	1,265,781
5	Net Utility Plant (enter total of line 4 less 5)	8,760,439	12,826,034	4,065,595
7	Cellular Communications Plant Acquisition Adjustment (125)	-0-	8,825,158	8,825,158
8	Less: Accum. Amortization Cellular Plant Acquisition Adjust. (127)	-0-	-0-	-0-
9	Net Acquisition Adjustment (line 7 less 8)	-0-	8,825,158	8,825,158
10	Cellular Communication Properties Held for Future Use (124)			
11	TOTAL Investment in Cellular Communications Plant (enter total Wines 6,9, and 10)	8,760,439	21,651,192	12,890,753
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)			
18	Other Long- term Assets - TOTAL (120) (lines 13-15)			
17				
18	Investments - Affiliated Companies (121.1)			
19	Investments - Non-affiliated Companies (121.2)			
20	Investments-TOTAL (121) (lines 18 and 19)			
21				
22	Property and Other Assets of Non-cellular Operations (130)			
23	Less: Accum. Deprec. of Property & Other Assets of Non-Cellular Operations (131)			
24	Net Property & Other Assets of Non-cellular Operations (lines 22 less 23)			
25				
28				
27				
28	Total Other Property & Investments (lines 18, 20 & 24 thru 27)			
29				
30				
31	CURRENT AND ACCRUED ASSETS			
32	Cash (100)	46,241	154,313	108,072
33	Accounts Receivable - Customers (101.1)	3,362,998	3,115,972	(247,026)
34	Accounts Receivable - Affiliated Companies (101.2)	127,756	1,206,722	1,078,966
35	Accounts Receivable-TOTAL (101) (lines 33-34)	3,490,754	4,322,694	831,940
38	Less: Allowance for Uncollectible Accts. - Customer (102.1)	95,967	106,982	11,015
37	Less: Allowance for Uncollectible Accts. - Other (102.2)			
38	Less: Allowance for Uncollectible Accts. -TOTAL (102)			
39	Net Accounts Receivable (line 38 less 38-38)	3,394,787	4,215,712	820,925
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)			
48	Other Prepayments (105.4)	48,164	79,856	31,692
47	Prepayments - TOTAL (105) (lines 43 - 48)	48,164	79,856	31,692
48	Materials and Supplies - Cellular Communications Operations (108.1)			
49	Materials and Supplies - Non-cellular Operations (108.2)			
50	Materials and Supplies - Common to Cellular & Non-cellular Operations 108.3)	521,217	220,190	301,027
51	Materials and Supplies -TOTAL (108) (lines 48- &0)	521,217	220,190	301,027

Name of Respondent USCOC of Rockford, Inc.	This report is: (1) <input checked="" type="checkbox"/> An original (2) <input type="checkbox"/> A resubmission	Date of Report (Mo, Day, Yr) 03/21/02	Year of Report Dec. 31, 2001
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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	-0-
53	Other Current Assets - Cellular Communications Operations (108.1)			
54	Other Current Assets - Non-cellular Operations (108.2)			
55	Other Current Assets - Common to Cellular & Non-cellular Operations (106.3)	37,496	125,092	87,596
56	Other Current Assets - TOTAL (108) (lines 83-85)	37,496	125,092	87,596
57	Accum. Deferred Federal Income Taxes - Current - Cellular Com. Oper. (109.1)			
58	Accum. Deferred State Income Taxes - Current - Cellular Com. Oper. (109.2)			
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)			
81	TOTAL Deferred Debits (109) (lines 87- 60)			
62				
63	Total Current & Accrued Assets (enter total of lines 32,39,42,47,81,52,55, 61 and 62)	4,050,466	4,797,722	747,256
64	DEFERRED DEBITS			
65	Deferred Debits (110)	14,169	17,147	2,978
66	Unamortized Debt Expense			
67	Intangible Assets			
68	Accum. Deferred Fed. Income Taxes - Non-current-Cellular Com. Oper. (113.1)			
69	Accum. Deferred State Income Taxes - Non-current-Cellular Com. Oper. (113.2)			
70	Accum. Deferred Fed. Income Taxes - Non-current-Non-Cellular Com. Oper. (113.3)			
71	Accum. Deferred State Income Taxes - Non-current-Non-Cellular Oper. (113.4)			
72	Accum. Deferred Income Taxes - Non-current-TOTAL (113) (lines 68 thru 71)			
73				
74	-			
75	TOTAL Deferred Debits (enter total of lines 68 thru 67 and 72 thru 74)	14,169	17,147	2,978
76	TOTAL Assets & Other Debits (enter total of lines 11, 28, 63 and 78)	12,825,072	26,466,064	13,640,992

Name of Respondent N. USCOC of Rockford, Inc.	This report is: (1) <input checked="" type="checkbox"/> An original (2) <input type="checkbox"/> A resubmission	Date of Report (Mo, Day, Yr) 03/21/02	Year of Report Dec. 31, 2001
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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)		
5	Retained Earnings (233)		
6	Proprietary Capital - Proprietorship and Partnership (234)	7,855,552	20,765,274
7	Less: Proprietary Drawings		
8			
10	TOTAL Proprietary Capital (enter total of lines 2 thru 9)	7,855,552	20,765,274
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			
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)	-0-	595,000
21	Notes Payable - TOTAL (200) (lines 19 20)	-0-	595,000
22	Accounts Payable - Non-affiliated Companies (201.1)	1,339,976	982,862
23	Accounts Payable - Affiliated Companies (201.2)	1,270,340	905,735
24	Accounts Payable - TOTAL (201) (lines 22-23)	2,610,316	1,888,597
25	Accrued Liabilities - Nonaffiliated Companies (202.1)	74,369	41,880
26	Accrued Liabilities - Affiliated Companies (202.2)		3,772
27	Accrued Liabilities - TOTAL (202) (lines 26-213)	74,369	45,652
28	Advanced Billing & Payments (203)	695,872	715,702
29	Taxes Accrued (204)	527,838	730,204
30	Interest Accrued (205)	275	2,480
31	Other Current Liabilities - Cellular Communications Operations (206.1)	244,690	206,239
32	Other Current Liabilities - Non-cellular Operations (206-2)		
33	Other Current Liabilities - Common to Cellular & Non-cellular Operations (206.3)		
34	Other Current Liabilities - TOTAL (lines 31-33)		
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 Federal 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)	57,425	53,276
42			
43			
44			
45	TOTAL Current & Accrued Liabilities (enter total of lines 21, 24, 27, 28 thru 30, 34, 35, 40 thru 44)	4,210,785	4,237,150

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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)	758,735	1,463,637
48	Unamortized Deferred Federal Investment Tax Credits - Cellular Com. Operations (219.1)		
49	Unamortized Deferred State Investment tax Credits -Cellular Com:-Operations (219.2)		
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)		
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 Operations (220.3)		
56	Accum. Deferred State Income Taxes - Non-current - Non-cellular 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)	758,735	1,463,637
61	TOTAL Liabilities and Other Credits (enter total of lines 10, 17, 45 and 60)	12,825,072	26,466,061

Name of Respondent USCOC of Rockford, Inc.	This report is: (1) <input checked="" type="checkbox"/> An original (2) <input type="checkbox"/> A resubmission	Date of Report (Mo, Day, Yr) 03/21/02	Year of Report Dec. 31, 2001
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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	17,894,878	16,257,599
4	Wholesale Customer Revenues		
5	Roamer Customer Revenues	6,727,449	7,012,474
6	Commission Revenues		
7	Other Operating Revenues	976,430	1,387,965
8			
10	TOTAL Operating Revenues (lines 3-9)	25,598,757	24,658,038
11			
12	Operating Expenses:		
13	Cellular Communications System Maintenance Expense (610)		
14	Depreciation Expense (613)	1,629,011	1,246,873
15	Amortization Expense (615)		
16	Amortization of Cellular Com. Plant Acquisition Adjustment (616)		
17	Real Estate Acquisition Changes		
18	Telecommunications - Direct Operating Expense	3,547,067	3,196,481
19	Customer Accounts & Service Expense (621)	1,968,606	1,074,366
20	Bad Debt Expense (623)	384,498	317,313
21	Sales Promotion & Advertising Expense (625)	5,200,433	4,102,302
22	General and Administrative Expense (627)	4,927,730	4,470,608
23	Damages and Claims Expense (831)		
24	Pensions and Benefits Expense (633)		
25	Rental Expense (635)		
26	Motor Vehicle Expense (637)		
27	Taxes Other Than Income Taxes (839)		
28	Gain or Loss on Retirement or Sale of Cellular from. 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	Cost of Goods Sold	1,748,715	2,213,703
35			
36			
37			
38	TOTAL Utility Operating Expenses (enter total of lines 13 thru 37)	17,406,060	16,621,646
39	Utility Operating Income (enter total of line 10 less 38)	8,192,697	8,036,392
40			
41			
42	OTHER INCOME AND DEDUCTIONS		
43	Other Income	43,401	27,398
44	Non-cellular Revenue		
45	Other Non-operating Income		
46			
47			
48	TOTAL Other Income (enter total of lines 43 thru 47)	43,401	27,398

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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		
58	Income Taxes - Federal		
57	Income Taxes - Other		
58	Provision for Deferred Income Taxes		
59	Provision for Deferred Income Taxes - Cr.		
80	Investment Tax Credit Adjustment - Net		
81	Investment Tax Credits		
82	TOTAL Taxes on Other Income & Deductions (total lines 55 thru 61)		
83	Net-Other Income-&-Deductions-(enter, line 48 less-(53,+62))	43,401	27,398
84	INTEREST CHARGES		
85	Interest on Long-term Debt		
88	Amort. of Debt Disc. and Expense		
67	Amort. of Loss on Reacquired Debt		
88	Amort. of Premium on Debt-Credit		
89	Interest on Debt to Assoc. Companies	3,922	275
70	Other Interest Expense	12,333	1,860
71	Allowance for Borrowed Funds Used During Construction-Credit		
72	Net Interest Charges (enter total of lines 65 thru 71)		
73	Income before Extraordinary Items (total of lines 38, 63, and 72)	8,219,843	8,061,655
74	EXTRAORDINARY ITEMS		
75	Extraordinary Income		
78	Extraordinary Deductions		
77	Net Extraordinary Items (enter total of line 78 less line 76)		
78	Income Taxes - Federal and Other	4,135,279	3,011,167
79	Extraordinary Items after Taxes (enter total of line 77 less line 76)	4,135,279	3,011,167
80	Net Income (enter total of lines 73 and 79)	4,084,564	5,050,488

Name of Respondent USCOC of Rockford, Inc.	This report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A resubmission	Date of Report (Mo, Day, Yr) 03/21/02	Year of Report Dec. 31, 2001
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STATEMENT OF CASH FLOWS

Line No.	Description of Item (a)	Amount (b)	Lines: 1,13,14, 20, 31 and 32-35 Only (c)
	Increase/(Decrease) In Cash and Cash Equivalents	108,072	
	Cash Flows from Operating Activities:		
1	Net Income	-	4,084,564
	Adjustments to Reconcile Net Income to not Cash Provided by Operation Activities:		
2	Depreciation and Amortization	1,629,011	
3	Provision for Losses for Accounts Receivable		
4	Deferred Income Taxes - Not	567,759	
5	Unamortized ITC- Not		
6	Allowance for Funds Used During Construction		
7	Not Change In Operation Receivables	(818,766)	
8	Not Change in Materials, Supplies and Inventories	301,027	
9	Net Change in Operating Payables and Accrued Liabilities	(501,631)	
10	Net Change in Other Assets and Deferred Charges	(186,291)	
11	Net Change in Other Liabilities and Deferred Credits	134,165	
12	Other (explained) Other Noncash Income	(4,867)	
13	Total Adjustments		1,120,407
14	Not Cash Provided by (tied In) Operating Activities.		5,204,971
	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)	(5,689,741)	
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)	(8,827,317)	
20	Not Cash Provided by (Used In) Investing Activities Total		(14,517,058)
	Cash Inflows Outflows from Financing Activities.		
21	Not Increase/Decrease in Short-Term Debt with Original Maturities of Three Months or Less	595,000	
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	2,623,632	
28	Repurchase of Treasury Shares		
29	Dividends Paid	6,201,526	
30	Other Financing Activities (explained)		
31	Net Cash Provided by Financing Activities Total		9,420,159
32	Effect of Exchange Rate Changes on Cash		
33	Not Increase/ Decrease In Cash and Cash Equivalents		108,072
34	Cash and Cash Equivalents at Beginning of Period		46,241
35	Cash and Cash Equivalents at End of Period		154,313

NOTES:

Name of Respondent USCOC of Rockford, Inc.	This report is: (1) <input checked="" type="checkbox"/> An original (2) <input type="checkbox"/> A resubmission	Date of Report (Mo, Day, Yr) 03/21/02	Year of Report Dec. 31, 2001
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RECONCILIATION OF GROSS REVENUE TAX

This schedule is to reconcile the amounts shown in the accompanying Annual Report with the amounts shown on the Amended/Annual Gross Revenue Tax Return:

(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	18,871,308	
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)	384,498	
7	c. Other Deductions (if amounts are included in 1-a. above)		
8	Account Description	Account No.	
9	Roamer Revenue	6,727,449	
10			
11			
12			
13			
14			
15	Taxable Illinois Gross Revenue from Annual Report (lines 1-2 thru 14)	25,214,259	
16	Taxable Illinois Gross Revenue from Amended/Annual Gross Revenue Tax Return	25,214,259	
17	DIFFERENCE (line 15 minus line 16)	-0-	

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 affiant)

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

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, 2001, to and including December 31, 2001.

Mark A. Krohse
 (Signature of Affiant)

Subscribed and sworn to before me, a Notary
 In and for the State and County above named, this 29th day of March, 2002
 My Commission expires 4/25/04

Sandra Genovaldi
 (Signature of officer authorized to administer oath)

