

**INTERCONNECTION AGREEMENT  
UNDER SECTIONS 251 AND 252  
OF THE  
TELECOMMUNICATIONS ACT OF 1996**

This Interconnection Agreement (“the Agreement”), is being entered into by and between Upper Peninsula Telephone Company (“Upper Peninsula”), and New-Cell, Inc. d/b/a Cellcom (“Cellcom”) and its affiliated companies, (each a “Party” and, collectively, the “Parties”), pursuant to Sections 251 and 252 of the Telecommunications Act of 1996 (“the Act”).

**RECITALS**

WHEREAS, pursuant to Section 252(i) of the Act, Cellcom has requested to adopt in its entirety the provisions, terms and conditions set forth in the Interconnection Agreement by and between Upper Peninsula and American Cellular Company, for the State of Michigan, which was approved by the Michigan Public Service Commission (“Commission”) under Section 252(e) of the Act on December 20, 2001 in docket number U-13147, including any Commission approved amendments to such Agreement (the “Separate Agreement”), which is incorporated herein by reference; and

WHEREAS, Upper Peninsula is making such provisions, terms and conditions from the Separate Agreement available to Cellcom only because of and, to the extent required by, Section 252(i) of the Act under this agreement; and

NOW, THEREFORE, in consideration of the mutual provisions contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Cellcom and Upper Peninsula hereby agree as follows:

**1.0 Incorporation of Recitals and Separate Agreement by Reference**

- 1.1 The foregoing Recitals are hereby incorporated into and made part of this Agreement.
- 1.2 Except as expressly stated herein, the provisions, terms and conditions adopted by Cellcom from the Separate Agreement (including any and all applicable Appendices, Schedules, Exhibits, Attachments and Commission approved Amendments thereto) are incorporated herein by this reference and form an integral part of this Agreement.

**2.0 Modifications to Separate Agreement**

- 2.1 In Section 1, the reference to “American Cellular Corporation and its affiliates (‘ACC’) with offices at 13439 North Broadway, Oklahoma 73114-2257” is hereby replaced by “New Cell, Inc. d/b/a Cellcom

(‘Cellcom’) and affiliates with offices at 450 Security Blvd., P.O. Box 19079, Green Bay, WI 54307-9079.”

- 2.2 References in the Separate Agreement to “ACC” shall for the purposes of this Agreement be deemed to refer to Cellcom.
- 2.3 References in the Separate Agreement to the “Effective Date,” the date of effectiveness thereof and like provisions shall for the purposes of this Agreement be deemed to refer to the date which is ten (ten) days following the Commission approval of the Agreement or, absent Commission approval, the date the Agreement is deemed approved under Section 252(e)(4) of the Act.
- 2.4 The Notice Section (16.10) in the Separate Agreement is hereby revised to reflect that Notices should be sent to Cellcom under this Agreement at the following address:

New-Cell, Inc.  
Attn: Jim Lienau  
P.O. Box 19079  
450 Security Blvd.  
Green Bay, WI 54307-9079  
Telephone: (920) 617-7101  
Facsimile: (920) 617-7329  
Email: [Jim.lienau@cellcom.com](mailto:Jim.lienau@cellcom.com)

- 2.5 In Attachment B, the heading and list of ACC’s NPA/NXX’s in Michigan are hereby replaced with the following heading and list of NPA/NXX’s in Michigan and New-Cell, Inc. Affiliate List:

**List of New-Cell, Inc. d/b/a Cellcom NPA/NXX’s in Michigan**

NPA/NXX	OCN	COMPANY	RATE CENTER	SWITCH
906-271	6692	NEW CELL, INC. DBA CELLCOM	IRON MT	IRMTMIAICM0
906-314	6692	NEW CELL, INC. DBA CELLCOM	ESCANABA	IRMTMIAICM0
906-923	6692	NEW CELL, INC. DBA CELLCOM	IRON MT	IRMTMIAICM0
906-927	6692	NEW CELL, INC. DBA CELLCOM	MENOMINEE	IRMTMIAICM0
906-929	6692	NEW CELL, INC. DBA CELLCOM	IRON MT	GNBYWIEMCM2
906-938	6692	NEW CELL, INC. DBA CELLCOM	IRON MT	IRMTMIAICM0

## NEW-CELL, INC. AFFILIATE LIST

### New-Cell, Inc

KDM Cell, Inc.

NET-LEC, Inc.

NetNet, Inc.

Iowa RSA#3, LLC

Iowa RSA#12, LLC

New-Call, LLC

Brown County MSA Cellular Limited Partnership

Nsighttel Wireless, LLC

Wisconsin RSA#4 Limited Partnership

Wisconsin RSA#10 Limited Partnership

Wausau Cellular Telephone Company, Limited Partnership

Wisconsin RSA #4 General Partners, Inc

IN WITNESS WHEREOF, the Parties hereto have caused the Agreement to be executed as of this      day of      , 2005.

New-Cell, Inc. d/b/a Cellcom

Upper Peninsula Telephone  
Company

By: 

James W. Lienau  
Vice President of Corporate  
Technical Services  
450 Security Blvd.  
P.O. Box 19079  
Green Bay, WI 54307-9079

By: 

Calvin Matthews  
Vice President & General Manager  
397 U.S. 41 N.  
P.O. Box 86  
Carney, MI 49812-0086

Dated: 7/11/05

Dated: July 27, 2005