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FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

March 7, 2001

PETER M. CONNOLLY
202-862-5989

Internet Address:
pconnoll@hklaw.com

VIA CAPITAL FILING SPECIALISTS

Federal Communications Commission
International Bureau – Telecommunications
P.O. Box 358115
Pittsburgh, PA 15251-5115

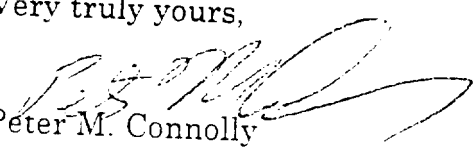
Re: Application to Transfer International
Global Resale Authority

Dear Ms Salas:

Herewith transmitted, on behalf of Chorus Communications, Ltd., the transferor, and Telephone and Data Systems, Inc., the transferee, is an application, filed pursuant to Section 63.18 (e)(3) of the FCC's Rules, to transfer control of the international global resale authority held by Chorus's subsidiary, Pioneer Communications, Inc. Also transmitted is the required fee form and filing fee.

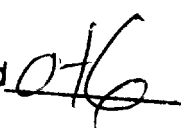
In the event there are questions pertaining to the transferee's portion of the application, please contact the undersigned. In the event there are questions about the transferor's portion, please contact Arthur Bresnahan, Skadden, Arps, Slate, Meagher & Flom, 333 West Wacker Drive, Chicago, Illinois, 60606-1285, (312-407-0700).

Very truly yours,


Peter M. Connolly

cc: (w/encl.): Arthur Bresnahan, Esq.

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Magalie Roman Salas

March 7, 2001

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cc (w/encl.): William Dever, Esq. (FCC)
Elizabeth Nightingale (FCC)
John Branscome, Esq. (FCC)

**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554**

In the Matter of)
Pioneer Communications, Inc.)
Application for Transfer of Control) File No. _____
)
)
)

APPLICATION FOR TRANSFER OF CONTROL

Chorus Communications Group, Ltd. ("Chorus" or "Transferor") and its wholly owned subsidiary Pioneer Communications, Inc. ("Pioneer") and Telephone and Data Systems, Inc. ("Transferee" or "TDS"), pursuant to Section 214 of the Communications Act of 1934, as amended, 47 U.S.C. § 214 (the "Act"), and Section 63.18(e)(3) of the Commission's Rules, 47 C.F.R. § 63.18(e)(3), hereby seek authority to transfer control of the international global resale Section 214 authority held by Pioneer, File No. ITC-90-145. The subject transfer of control is part of a larger transaction by which Singer Acquisition Corp. ("Singer"), a wholly owned subsidiary of TDS, will merge with and into Chorus, leaving Chorus a wholly owned subsidiary of TDS. The consideration for the merger will be the payment of cash by TDS to Chorus's shareholders in exchange for their shares in Chorus. Thus, Pioneer as a subsidiary of Chorus, will also be a wholly owned indirect subsidiary of TDS. In support hereof, and in accordance with the specific provisions of Section 63.18, the parties respectfully submit the following information:

(a)

Name and Address of Pioneer:

Pioneer Communications, Inc.
140 North Monroe Street
Lancaster, WI 53813
Telephone: (608) 831-1000

Name and Address of Transferor:

Chorus Communications Group, Ltd.
8501 Excelsior Drive
Madison, WI 53717
Telephone: (608) 826-4200

Name and Address of Transferee:

Telephone and Data Systems, Inc.
30 North LaSalle Street, Suite 400
Chicago, IL 60602
Telephone: (312) 630-1900

(b) Transferor is a corporation organized under the laws of the State of Wisconsin. Transferee is a Delaware corporation.

(c) All correspondence on behalf of the Transferor should be sent to:

Grant Spellmeyer
Pioneer Communications, Inc.
140 N. Monroe Street
Lancaster, WI 53813

Telephone: (608) 826-4440

with a copy to:

Warren G. Lavey
Skadden, Arps, Slate, Meagher & Flom (Illinois)
333 W. Wacker Drive
Chicago, IL 60606
Telephone: (312) 407-0700

All correspondence on behalf of the Transferee should be sent to:

Byron A. Wertz
Vice President

Telephone and Data Systems, Inc.
7900 International Drive, Suite 200
Minneapolis, MN 55425
Telephone: (952) 876-4038

with a copy to:

Peter M. Connolly
Holland & Knight LLP
2099 Pennsylvania Avenue, N.W.
Suite 100
Washington, DC 20006
Telephone: (202) 955-3000

- (d) Statement of previously received Section 214 authority

Dickeyville Telephone Corporation, then a wholly owned subsidiary of Pioneer, was originally granted authority under Section 214 of the Act in FCC File No. ITC-90-145. Although the Commission's records (and Pioneer's files) are not clear, it appears that pursuant to a pro forma transfer of control (FCC File No. ITC-T/C-19961220-00002) Pioneer currently holds this Section 214 authority. On May 29, 1997, Pioneer merged with and into Chorus; however, the parties inadvertently closed the transaction without having filed applications seeking the Commission's approval of the resulting transfer of control. In light of the International and Enforcement Bureaus' January 30, 2001 public notice, DA 01-188,¹ the parties request that the FCC treat its approval of this application as also resolving the apparent prior failures and uncertainties and that no further action is required for the change of control over Pioneer's Section 214 authorization for Pioneer's merger with a subsidiary of Chorus.

Chorus and Pioneer (and other Chorus subsidiaries) also possess blanket Section 214 authorizations, pursuant to Section 63.01 of the Commission's Rules, to provide domestic switched, private line, data, television and business services to all interstate points through the resale of existing facilities of authorized U.S. common carriers. An application for the transfer of control over that authority is simultaneously being filed with the Commission.

Transferee is engaged in the business of acquiring and operating, as a holding company, telephone and other companies primarily in the communications

¹ DA 01-188 announced a 90-day period in which the International and Enforcement Bureaus do not expect to initiate enforcement actions against entities filing late applications for authorizations for transfers of or changes of control over 214 authorizations

industry. Multiple subsidiary companies held by TDS currently hold Section 214 authority.

- (e) Pioneer will continue to provide global resale services, operating as a resale carrier pursuant to the terms and conditions of Section 63.18(e)(2) of the Commission's rules. Transferee certifies that it will comply with the terms and conditions contained in 47 C.F.R. §§63.21 and 63.23.
- (f) n/a
- (g) n/a
- (h) Transferee ownership: Please refer to the attached FCC Form 602 Ownership Disclosure filed with the Commission for TDS on October 20, 2000.
- (i) Transferee certifies that it is not itself a foreign carrier and is not affiliated with a foreign carrier.
- (j) n/a See Section (i) above
- (k) n/a See Section (i) above
- (l) n/a See Section (i) above
- (m) n/a See Section (i) above
- (n) Transferee certifies that it has not agreed to accept special concessions directly or indirectly from any foreign carrier or administration with respect to traffic or revenue flows between the U.S. and any foreign country which the applicant may serve under the authority granted under this part and will not enter into such agreements in the future.
- (o) Transferee certifies that, to the best of its knowledge, information and belief, neither Transferee nor any party to this application is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 853a.
- (p) n/a

Wherefore, the parties to this application respectfully submit that the present and future public convenience and necessity will be served by the grant of this transfer of control application. The parties certify that the statements contained in the foregoing document are true, correct and complete to the best of their knowledge, information and belief. Accordingly, the parties respectfully request that the Commission grant this application.

Respectfully submitted,

Pioneer Communications, Inc.

By: 

Name: Grant B. Spallholz

Title: V.P. + Secretary (officer)

Date: 2/2/01

Chorus Communications Group, Ltd.

By: 

Name: Grant B. Spallholz

Title: V.P. + Secretary (officer)

Date: 2/2/01

Telephone and Data Systems, Inc.

By: _____

Name: _____

Title: _____ (officer)

Date: _____

Wherefore, the parties to this application respectfully submit that the present and future public convenience and necessity will be served by the grant of this transfer of control application. The parties certify that the statements contained in the foregoing document are true, correct and complete to the best of their knowledge, information and belief. Accordingly, the parties respectfully request that the Commission grant this application.

Respectfully submitted,

Pioneer Communications, Inc.

By: _____

Name: _____

Title: _____ (officer)

Date: _____

Chorus Communications Group, Ltd.

By: _____

Name: _____

Title: _____ (officer)

Date: _____

Telephone and Data Systems, Inc.

By: *Rudolph E. Horvacek*

Name: *RUDOLPH E. HORVACEK*

Title: *V.P. - ENGINEERING* (officer)

Date: March 5, 2001

CERTIFICATE OF SERVICE

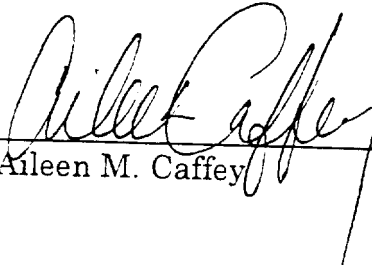
I, Aileen M. Caffey, a secretary in the offices of Holland & Knight, hereby certify that I have, on this 7th day of March, sent a copy of the foregoing application for transfer of control to the following:

Governor Scott McCallum
State of Wisconsin
115 East State Capitol
Madison, WI 53702

Secretary of State
Attention: Special Assistant for Telecommunications
U.S. Department of State
2201 C Street, N.W.
Washington, DC 20520

Secretary of Defense
Attention: Special Assistant for Telecommunications
Pentagon
Washington, DC 20301

Governor Jesse Ventura
State of Minnesota
130 State Capital
75 Constitution Avenue
Saint Paul, MN 55155


Aileen M. Caffey