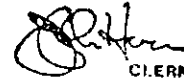


FILED

JUL 21 2005


CLERK

UNITED STATES DISTRICT COURT
DISTRICT OF SOUTH DAKOTA
CENTRAL DIVISION

VERIZON WIRELESS (VAW) LLC;
COMMNET CELLULAR LICENSE
HOLDING LLC; MISSOURI VALLEY
CELLULAR, INC.; SANBORN
CELLULAR, INC.; and EASTERN
SOUTH DAKOTA CELLULAR, INC.,
d/b/a Verizon Wireless;

Plaintiffs,

-vs-

STATE OF SOUTH DAKOTA; SOUTH
DAKOTA PUBLIC UTILITIES
COMMISSION; and BOB SAHR, GARY
HANSON, and DUSTY JOHNSON, in their
official capacities as the Commissioners
of the South Dakota Public Utilities
Commission,

Defendants,

SOUTH DAKOTA
TELECOMMUNICATIONS ASSOCIATION
and VENTURE COMMUNICATIONS
COOPERATIVE,

Intervenors.

CIV 04-3014

RECEIVED

JUL 21 2005

**SOUTH DAKOTA PUBLIC
UTILITIES COMMISSION**

AMENDED
RULE 16 SCHEDULING ORDER

Counsel for the parties held a meeting in compliance with F.R.C.P. 26(f) and submitted a report.

Now, therefore,

IT IS ORDERED:

(1) The Report of Parties' Planning Meeting, filed July 7, 2005, is approved and adopted by the Court.

(2) The parties have until August 15, 2005, to move to join additional parties and to move to amend the pleadings.

(3) All discovery will be completed by October 15, 2005.

(4) A maximum of 25 interrogatories each party to any other party will be allowed.

(5) There will be a maximum of five (5) depositions for each party.

(6) Reports from retained experts under Rule 26(a)(2) shall be due from all parties by September 1, 2005.

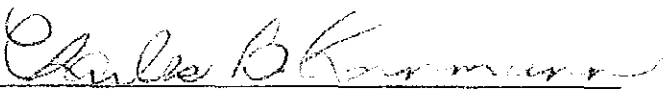
(7) Supplementations under Rule 26(e) shall be due on October 15, 2005, and the 15th of every other month thereafter.

(8) All motions, other than motions in limine, together with supporting briefs, shall be filed and served on or before November 15, 2005. Opposing parties shall file and serve answering materials and briefs by no later than twenty (20) days thereafter. Reply briefs, if desired, shall be filed and served no later than ten (10) days thereafter.

(9) A telephonic pretrial conference shall be held on Friday, January 13, 2006, at 2:00 o'clock P.M., and a trial date shall be fixed by the Court after consultation with counsel of record. Counsel shall contact the Judge's Aberdeen chambers by Friday, January 6, 2006, with the telephone number at which they will be reached for the conference.

Dated this 21st day of July, 2005.

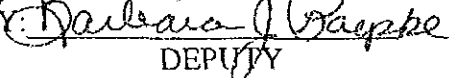
BY THE COURT:



CHARLES B. KORNMANN
United States District Judge

ATTEST:

JOSEPH HAAS, CLERK

By: 
DEPUTY

(SEAL)