

ATTACHMENT 1

Sean Simpson

From: Sean Simpson
Sent: Monday, March 26, 2007 9:48 AM
To: 'Margo Northrup'; Sean Simpson
Cc: Stephen B Rowell; Ron Williams; Darla Rogers
Subject: RE: Alltel Discovery Requests

Alltel is available at 4:00 cst - same call in number.

Please let me know if that time works for you.

Sean Simpson
Counsel for Alltel Communications, Inc.
2000 Technology Drive
Mankato, Minnesota 56001
507-385-2455 (Direct)
507-327-2455 (Mobile)
507-385-2200 (Fax)

-----Original Message-----

From: Margo Northrup [mailto:M.Northrup@riterlaw.com]
Sent: Monday, March 26, 2007 8:40 AM
To: Sean Simpson
Cc: Stephen B Rowell; Ron Williams; Darla Rogers
Subject: RE: Alltel Discovery Requests

Something came up this morning that I can't get out of. Would you all be available anytime between 3:00 and 5:00 PM CST today? I apologize for the short notice.

Margo

-----Original Message-----

From: Sean Simpson [mailto:Sean.Simpson@alltel.com]
Sent: Monday, March 26, 2007 7:10 AM
To: Margo Northrup; Sean Simpson
Cc: Stephen B Rowell; Ron Williams; Darla Rogers
Subject: RE: Alltel Discovery Requests
Importance: High

Margo: I don't see a number to call-in at 10:00 - we can use my bridge.

1-800-227-7082
Passcode: 7609850#

Let me know if you have other arrangements you would like to use.

Sean R. Simpson
Counsel for Alltel Communications, inc.
2000 Technology Drive
Mankato, Minnesota 56001
507-385-2455 (Direct)
507-327-2455 (Mobile)
507-385-2200 (Fax)

-----Original Message-----

From: Margo Northrup [mailto:M.Northrup@riterlaw.com]
Sent: Wednesday, March 21, 2007 6:06 PM
To: Sean Simpson
Cc: Stephen B Rowell; Ron Williams; Darla Rogers
Subject: RE: Alltel Discovery Requests

Let's discuss on Monday at 10:00 AM, CST, with a goal of completing the procedural schedule. My primary concern is that we get the procedural schedule and stipulation to extend deadlines to OHE as soon as possible.

We collectively represented to her that we would have this done a few days after the last hearing.

We look forward to discussing this with you on Monday.

Thank you,

Margo D. Northrup
Riter, Rogers, Wattier and Brown LLP

-----Original Message-----

From: Sean Simpson [mailto:Sean.Simpson@alltel.com]
Sent: Wednesday, March 21, 2007 4:48 PM
To: Margo Northrup
Cc: stephen.b.rowell@alltel.com; ron.williams@alltel.com
Subject: RE: Alltel Discovery Requests

We should talk monday before going to judge, as we need to understand the schedule changes and discovery issues. Please propose a time that works.

-----Original Message-----

From: "Margo Northrup" <M.Northrup@riterlaw.com>
To: "Sean Simpson" <Sean.Simpson@alltel.com>; "Talbot J. Wiczorek" <tjw@gpagnlaw.com>; "Darla Rogers" <dprogers@riterlaw.com>
Cc: "Stephen B Rowell" <Stephen.B.Rowell@alltel.com>; "Ron Williams" <Ron.Williams@alltel.com>
Sent: 3/21/2007 5:29 PM
Subject: RE: Alltel Discovery Requests

I have confirmed that those hearings date will work. I have also talked to Kara at the PUC and she is available for those dates. Are we ready to check with OHE?

Thanks
Margo D. Northrup
Riter, Rogers, Wattier and Brown LLP

-----Original Message-----

From: Margo Northrup
Sent: Tuesday, March 20, 2007 3:16 PM
To: 'Sean Simpson'; Talbot J. Wiczorek; Darla Rogers
Cc: Stephen B Rowell; Ron Williams
Subject: RE: Alltel Discovery Requests

Sean,

We have reviewed the proposed procedural schedule. It appears that the proposed hearing dates will work for us. I will have final confirmation tomorrow. I believe we should confirm those with OHE and PUC staff attorney and get this on everyone's schedule right away.

The Schedule you proposed did not consider the additional Intervenors, so I have added references to them. Also, since Alltel did not answer many of the Interrogatories we submitted, it is likely that we will also file a Motion to Compel. I have pushed the dates back a little since we only recently received your responses and made the dates for this reciprocal. Also, I have moved the date for the Pre-filed Direct Testimony until after additional materials are turned over if so ordered by the OHE. Although I did not include anything in this schedule in reference to a second round of interrogatories, we would like to discuss the possibility with you. We have also looked at some of the other dates and provide a counterproposal as follows:

April 6	Venture Response to Alltel Motion to Dismiss
April 13	Motion to Compel by Alltel and Venture;
Reply to	Motion to Dismiss
April 23	Response to Motion to Compel

1st week of May Compel	Hearing on Motion to Dismiss and Motion to
May 15 Compel	Materials due if so ordered as a Motion to
June 1	Pre-filed Direct Testimony Due
June 22 Intervenors	Pre-filed Direct and Rebuttal Testimony due by
July 13	Venture Pre-filed Reply Testimony due
July 27 (if	Intervenors Pre-filed Surebutal Testimony due allowed by Hearing Examiner)
August 6-8 parties	Hearing, depending upon availability of

As for your specific inquiries into the interrogatory responses, it is our intent to supplement Interrogatory 6 and 9. As stated in the Objection to 9, we do not have the 2006 minute of use data readily accessible yet. As for the other interrogatories, we are not convinced that they are relevant to the Suspension and Modification proceeding. I suggest that we schedule a call for next Monday to discuss. Hopefully you can provide us with some additional clarification. If we are unable to resolve our differences, we can then file our Motions to Compel by April 13, 2007. This allows plenty of time for briefing and for the OHE to make a decision.

I am also working on a briefing schedule for after the hearing. I will forward that on assuming the hearing will be on August 6-8th. I believe these dates should also be included in a Procedural Schedule.

Thank you for taking the time to come up with the schedule. I hope the changes will make this workable for everyone involved.

Margo D. Northrup
Riter, Rogers, Wattier and Brown LLP

-----Original Message-----

From: Sean Simpson [mailto:Sean.Simpson@alltel.com]
Sent: Monday, March 19, 2007 4:29 PM
To: Sean Simpson; Margo Northrup; Talbot J. Wiczorek; Darla Rogers
Cc: Stephen B Rowell; Ron Williams
Subject: RE: Alltel Discovery Requests

Darla/Margo:

Please see for the proposed dates with a hearing date in early August 2007. Additionally, I think it makes sense to schedule a call to discuss the propsoed schedule, outstanding discovery as well as your follow-up settlement questions. Alltel is available to talk on Wednesday. Please let me know your availability for a discussion so we can get back to the Hearing Examiner with a proposed schedule.

Here are new dates an ultimate haring in early august.

March 30	Venture Response to Alltel Motion to Dismiss and Pre-filed Direct testimony Due
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March 30	Motion to Compel Due
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507-385-2455 (Direct)

507-327-2455 (Mobile)

507-385-2200 (Fax)

From: Sean Simpson
Sent: Tuesday, March 13, 2007 8:34 AM
To: 'Margo Northrup'; Talbot J. Wieczorek
Cc: Sean Simpson; Stephen B Rowell; Ron Williams
Subject: RE: Alltel Discovery Requests

Thanks Margo.

I will forward potential dates later today - with an ultimate date for hearing in mid-August

Sean R. Simpson
Counsel for Alltel Communications, Inc.
2000 Technology Drive
Mankato, Minnesota 56001
507-385-2455 (Direct)
507-327-2455 (Mobile)
507-385-2200 (Fax)

From: Margo Northrup [mailto:M.Northrup@riterlaw.com]
Sent: Tuesday, March 13, 2007 8:30 AM
To: Talbot J. Wieczorek
Cc: Sean Simpson
Subject: RE: Alltel Discovery Requests

I hand delivered this to her. I think her inbox is full again. Have we had any luck with identifying some possible hearing dates?

Margo D. Northrup

From: Talbot J. Wieczorek [mailto:tjw@gpgnlaw.com]
Sent: Monday, March 12, 2007 4:20 PM
To: Margo Northrup
Cc: Sean Simpson
Subject: FW: Alltel Discovery Requests

Margo:

I am getting emails bounced back from Darla because her mail box is full. Please make sure she received this email from Sean. Thank you.

Talbot J. Wieczorek

-----Original Message-----

From: Sean Simpson [mailto:Sean.Simpson@alltel.com]
Sent: Monday, March 12, 2007 4:13 PM
To: dprogers@riterlaw.com
Cc: Stephen B Rowell; Ron Williams; Talbot J. Wieczorek
Subject: Alltel Discovery Requests

Darla, in follow-up to our conversation earlier today I have outlined below what I believe to be the outstanding discovery issues to-date.

In seeking suspension/modification relief under 46 USC 251(f)(2), Venture has the burden of demonstrating a significant economic impact and/or an undue economic burden. According to its Petition, Venture will experience, among other things, an increase in the cost of transport as well as a loss of toll revenue if it is required to adhere to the current reciprocal compensation and dialing parity requirements. In order to properly review, analyze, confirm or rebut Venture's allegations, Alltel must be provided certain usage and cost information sought through its Interrogatories and Requests for Production of Documents. Specifically, Alltel seeks a response to the following:

Interrogatory No. 2 - Lines in Use Data

* Such information is relevant to Venture's cost of transport and assumed increase in local calling.

Interrogatory No. 3

* Such information is relevant to Venture's claimed increase in transport costs

Interrogatory No. 4

* Such information is relevant to Venture's claimed increase in transport costs

Interrogatory No. 6

* Information gathered and submitted for expert review and analysis is relevant and discoverable

Interrogatory Nos. 9-11

* The demand data requested is relevant to the claims of economic harms, specifically costs of transport and usage trends

Interrogatory No. 15

* The affiliate information is relevant to determining costs allocation and claimed economic harm

Interrogatory No. 31

* Venture failed to detail the basis for denial as required by the request - such information related to the cost of Venture's basic services is relevant given Venture's claim of impact on consumers or basic offering

Request for Production Nos. 24-26, 32.

* Such basic financial and/or cost study information is relevant in light of the claimed economic harm. Alltel must be allowed to examine the current financial condition of Venture in order to assess the impact as alleged by Venture.

The information requested above is relevant in light of the harmful economic impact claimed by Venture. Alltel must be allowed to review, confirm or rebut the allegations claimed by Venture. Moreover, any claim of confidentiality as a reason for non-disclosure is inappropriate given the existence of a confidentiality agreement among the parties - if for some reason you feel an amendment is appropriate to secure additional protections with respect to release of such information, Alltel is open to discussing such an Amendment.

I thank you for your renewed examination of these requests. However, given the depth of the issues involved Alltel seeks resolution of these outstanding discovery issues by Thursday March 15, 2006 before proceeding with its Motion to Compel.

Sean R. Simpson

Counsel for Alltel Communications, Inc.

2000 Technology Drive

Mankato, Minnesota 56001

507-385-2455 (Direct)

507-327-2455 (Mobile)

507-385-2200 (Fax)

Sean Simpson

From: Sean Simpson
Sent: Monday, April 09, 2007 8:59 AM
To: 'Margo Northrup'
Subject: Discovery

Margo:

Can you provide an update on the outstanding discovery issues. My understanding was that you had committed to providing information by the end of last week. Please provide an update as soon as possible.

Sean R. Simpson
Counsel for Alltel Communications, Inc.
2000 Technology Drive
Mankato, Minnesota 56001
507-385-2455 (Direct)
507-327-2455 (Mobile)
507-385-2200 (Fax)

Sean Simpson

From: Sean Simpson
Sent: Thursday, April 05, 2007 10:16 AM
To: 'Margo Northrup'
Cc: Ron Williams
Subject: RE: Clarification on Settlement

Here are the comments as previously relayed. Let me know when you want to discuss. We are wasting week after week on this matter.

Recip Comp Rate: Since this will be factor billing, it doesn't really matter that the traffic is or is not routed via an IXC in the land-to-mobile direction.

Recip Comp Factor: This is designed to be Alltel's option only (though we would agree to fixed factor percentages as per our offer)

InterMTA Factor: Applied to mobile-to-land only.

InterMTA Rate: Alltel would prefer to name a rate (e.g., \$.04 rather than deal with inter/intra tariffs). Venture is the one demanding intra/inter accounting be embedded in the agreement.

POIs: We are flexible on the two locations. Since POI would be within Venture serving area, no facility charges would apply (i.e., no mileage, channel term, etc.). Facilities would be direct trunked transport at DS1 level. I don't have all exact POI locations but if POIs were Gettysburg and Sisseton they would be at our cell sites.

Effective Date / Term: initial term should be from January 1, 2005 through December 31, 2008.

Please let me know which discovery requests you will be responding to this week and what information you are still objecting to the disclosure of. My last email on the subject identified which requests were at issue.

Thank you

Sean R. Simpson
Counsel for Alltel Communications, Inc.
2000 Technology Drive
Mankato, Minnesota 56001
507-385-2455 (Direct)
507-327-2455 (Mobile)
507-385-2200 (Fax)

From: Margo Northrup [mailto:M.Northrup@riterlaw.com]
Sent: Wednesday, April 04, 2007 4:36 PM
To: Sean Simpson; Ron Williams
Cc: Darla Rogers
Subject: Clarification on Settlement

Sean,

It was my understanding that you were going to get us responses in writing to the questions we previously had regarding the settlement proposal. I am just checking on the status of those written responses.

Also, we are working on updating the data requests as agreed. As I have stated before, the 2006 data you requested is not readily available. It is my intent to send you the data that we do have and update

4/12/2007

Sean Simpson

From: Sean Simpson
Sent: Monday, April 09, 2007 9:26 AM
To: 'Margo Northrup'; Sean Simpson
Cc: Darla Rogers
Subject: RE: Discovery

Thanks Margo -- I apologize, I was unaware of your status. Don't worry about it. I will follow-up with Darla. Hope all is well.

Sean R. Simpson
Counsel for Alltel Communications, Inc.
2000 Technology Drive
Mankato, Minnesota 56001
507-385-2455 (Direct)
507-327-2455 (Mobile)
507-385-2200 (Fax)

From: Margo Northrup [mailto:M.Northrup@riterlaw.com]
Sent: Monday, April 09, 2007 9:18 AM
To: Sean Simpson
Cc: Darla Rogers
Subject: RE: Discovery

Sean,

I was put on bed rest last week due to some pregnancy complications. It is my understanding that Darla has the information we plan to supplement and will get those to you first thing this week. I will follow-up with her.

Thanks
Margo D. Northrup

From: Sean Simpson [mailto:Sean.Simpson@alltel.com]
Sent: Mon 4/9/2007 8:58 AM
To: Margo Northrup
Subject: Discovery

Margo:

Can you provide an update on the outstanding discovery issues. My understanding was that you had committed to providing information by the end of last week. Please provide an update as soon as possible.

Sean R. Simpson
Counsel for Alltel Communications, Inc.
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Mankato, Minnesota 56001
507-385-2455 (Direct)
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507-385-2200 (Fax)

4/12/2007

Sean Simpson

From: Sean Simpson
Sent: Tuesday, March 20, 2007 9:21 AM
To: Margo Northrup; Sean Simpson; Stephen B Rowell; Ron Williams
Cc: Darla Rogers
Subject: RE: Alltel Discovery Requests

Thanks Margo - I will check with the Alltel team on Friday/Monday availability for a call. However, I do need a response on my discovery inquiry of last week. At the least it was my understanding you were gathering expert submissions for disclosure. However, I need a response on the remainder of the issues today, otherwise I am forced to file a motion to compel as we need to start moving this case towards resolution.

Thanks

From: Margo Northrup [mailto:M.Northrup@riterlaw.com]
Sent: Mon 3/19/2007 5:55 PM
To: Sean Simpson
Cc: Darla Rogers
Subject: RE: Alltel Discovery Requests

Sean,

Thank you for getting these proposed dates to us. I will check on our availability for those dates. As for a conference call, Darla and I are both out on Wednesday and Thursday of this week. Darla will have some limited availability on Friday. Our best bet is probably next Monday. Would Alltel be available at that time? We could possibly find some time on Friday as well.

Thanks
Margo D. Northrup
Riter, Rogers, Wattier and Brown LLP

-----Original Message-----

From: Sean Simpson [mailto:Sean.Simpson@alltel.com]
Sent: Monday, March 19, 2007 4:29 PM
To: Sean Simpson; Margo Northrup; Talbot J. Wiczorek; Darla Rogers
Cc: Stephen B Rowell; Ron Williams
Subject: RE: Alltel Discovery Requests

Darla/Margo:

Please see for the proposed dates with a hearing date in early August 2007. Additionally, I think it makes sense to schedule a call to discuss the proposed schedule, outstanding discovery as well as your follow-up settlement questions. Alltel is available to talk on Wednesday. Please let me know your availability for a discussion so we can get back to the Hearing Examiner with a proposed schedule.

Here are new dates an ultimate hearing in early August.

March 30 Venture Response to Alltel Motion to Dismiss

4/12/2007

and Pre-filed Direct testimony Due

March 30 Motion to Compel Due

April 6 Venture Response to Motion to Compel

April 13 Alltel Reply to Motion to Dismiss

April 20
to Compel Hearing on Motion to Dismiss and Motion
to Compel

March 27 Materials due if so ordered as a Motion to
Compel

June 22 Alltel Pre-filed direct and rebuttal
testimony due

July 13 Venture Pre-filed Reply testimony due

Aug 3 Alltel Pre-filed surebuttal testimony due
(if allow by Hearing Examiner)

Aug 6-8 Hearing, depending upon availability of
parties

Thanks

Sean Simpson

From: Sean Simpson
Sent: Fri 3/16/2007 9:21 AM
To: 'Margo Northrup'; 'Talbot J. Wiczorek'; 'dprogers@riterlaw.com'
Cc: Stephen B Rowell; Ron Williams
Subject: RE: Alltel Discovery Requests

Darla/Margo:

4/12/2007

Do you have any response or further information on the discovery issues outlined below? Thanks, and I look forward to hearing from you.

Sean R.Simpson

Counsel for Alltel Communications, Inc.

2000 Technology Drive

Mankato, Minnesota 56001

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From: Sean Simpson
Sent: Tuesday, March 13, 2007 8:34 AM
To: 'Margo Northrup'; Talbot J. Wiczorek
Cc: Sean Simpson; Stephen B Rowell; Ron Williams
Subject: RE: Alltel Discovery Requests

Thanks Margo.

I will forward potential dates later today - with an ultimate date for hearing in mid-August

Sean R.Simpson

Counsel for Alltel Communications, Inc.

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Sent: Tuesday, March 13, 2007 8:30 AM
To: Talbot J. Wiczorek
Cc: Sean Simpson
Subject: RE: Alltel Discovery Requests

4/12/2007

I hand delivered this to her. I think her inbox is full again. Have we had any luck with identifying some possible hearing dates?

Margo D. Northrup

From: Talbot J. Wiczorek [mailto:tjw@gpgnlaw.com]
Sent: Monday, March 12, 2007 4:20 PM
To: Margo Northrup
Cc: Sean Simpson
Subject: FW: Alltel Discovery Requests

Margo:

I am getting emails bounced back from Darla because her mail box is full. Please make sure she received this email from Sean. Thank you.

Talbot J. Wiczorek

-----Original Message-----

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Sent: Monday, March 12, 2007 4:13 PM
To: dprogers@riterlaw.com
Cc: Stephen B Rowell; Ron Williams; Talbot J. Wiczorek
Subject: Alltel Discovery Requests

Darla, in follow-up to our conversation earlier today I have outlined below what I believe to be the outstanding discovery issues to-date.

In seeking suspension/modification relief under 46 USC 251(f)(2), Venture has the burden of demonstrating a significant economic impact and/or an undue economic burden. According to its Petition, Venture will experience, among other things, an increase in the cost of transport as well as a loss of toll revenue if it is required to adhere to the current reciprocal compensation and dialing parity requirements. In order to properly review, analyze, confirm or rebut Venture's allegations, Alltel must be provided certain usage and cost information sought through its Interrogatories and Requests for Production of Documents. Specifically, Alltel seeks a response to the following:

Interrogatory No. 2 - Lines in Use Data

* Such information is relevant to Venture's cost of transport and assumed increase in local calling.

4/12/2007

Interrogatory No. 3

* Such information is relevant to Venture's claimed increase in transport costs

Interrogatory No. 4

* Such information is relevant to Venture's claimed increase in transport costs

Interrogatory No. 6

* Information gathered and submitted for expert review and analysis is relevant and discoverable

Interrogatory Nos. 9-11

* The demand data requested is relevant to the claims of economic harms, specifically costs of transport and usage trends

Interrogatory No. 15

* The affiliate information is relevant to determining costs allocation and claimed economic harm

Interrogatory No. 31

* Venture failed to detail the basis for denial as required by the request - such information related to the cost of Venture's basic services is relevant given Venture's claim of impact on consumers or basic offering

Request for Production Nos. 24-26, 32.

* Such basic financial and/or cost study information is relevant in light of the claimed economic harm. Alltel must be allowed to examine the current financial condition of Venture in order to assess the impact as alleged by Venture.

The information requested above is relevant in light of the harmful economic impact claimed by Venture. Alltel must be allowed to review, confirm or rebut the allegations claimed by Venture. Moreover, any claim of confidentiality as a reason for non-disclosure is inappropriate given the existence of a confidentiality agreement among the parties - if for some reason you feel an amendment is appropriate to secure additional protections with respect to release of such information, Alltel is open to discussing such an Amendment.

I thank you for your renewed examination of these requests. However, given the depth of the issues involved Alltel seeks resolution of these outstanding discovery issues by Thursday March 15, 2006 before proceeding with its Motion to Compel.

Sean R.Simpson

4/12/2007

Counsel for Alltel Communications, Inc.

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Mankato, Minnesota 56001

507-385-2455 (Direct)

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Sean Simpson

From: Sean Simpson
Sent: Friday, March 16, 2007 9:21 AM
To: 'Margo Northrup'; 'Talbot J. Wiczorek'; 'dprogers@riterlaw.com'
Cc: Stephen B Rowell; Ron Williams
Subject: RE: Alltel Discovery Requests

Darla/Margo:

Do you have any response or further information on the discovery issues outlined below? Thanks, and I look forward to hearing from you.

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From: Sean Simpson
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To: 'Margo Northrup'; Talbot J. Wiczorek
Cc: Sean Simpson; Stephen B Rowell; Ron Williams
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Thanks Margo.

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From: Margo Northrup [mailto:M.Northrup@riterlaw.com]
Sent: Tuesday, March 13, 2007 8:30 AM
To: Talbot J. Wiczorek
Cc: Sean Simpson
Subject: RE: Alltel Discovery Requests

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Margo D. Northrup

From: Talbot J. Wiczorek [mailto:tjw@gpgnlaw.com]
Sent: Monday, March 12, 2007 4:20 PM
To: Margo Northrup
Cc: Sean Simpson

4/12/2007

Subject: FW: Alltel Discovery Requests

Margo:

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Talbot J. Wiczorek

-----Original Message-----

From: Sean Simpson [mailto:Sean.Simpson@alltel.com]

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To: dprogers@riterlaw.com

Cc: Stephen B Rowell; Ron Williams; Talbot J. Wiczorek

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Darla, in follow-up to our conversation earlier today I have outlined below what I believe to be the outstanding discovery issues to-date.

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Request for Production Nos. 24-26, 32.

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amendment is appropriate to secure additional protections with respect to release of such information, Alltel is open to discussing such an Amendment.

I thank you for your renewed examination of these requests. However, given the depth of the issues involved Alltel seeks resolution of these outstanding discovery issues by Thursday March 15, 2006 before proceeding with its Motion to Compel.

Sean R. Simpson
Counsel for Alltel Communications, Inc.
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Mankato, Minnesota 56001
507-385-2455 (Direct)
507-327-2455 (Mobile)
507-385-2200 (Fax)

Sean Simpson

From: Darla Rogers [dprogers@riterlaw.com]
Sent: Tuesday, April 10, 2007 4:51 PM
To: Sean Simpson
Cc: Stephen B Rowell; Ron Williams; Margo Northrup
Subject: RE: Proposed procedural schedule

Sean:

I apologize for not having had time to devote to outstanding discovery issues in this docket. Margo is the person who has handled these issues. I am hopeful that Margo will be able to return to the office tomorrow afternoon, but even if she cannot, we (Margo and I) have scheduled a conference call with our consultants to do a final review of the points you have raised. As Margo has indicated to you, we are supplementing our responses to Interrogatories 6 and 9; I have gone through most of the data, but I will not be able to get it to you before 5:00 today. I will either call you or email you tomorrow after our call with the consultants and let you know our position with regard to the rest of your requests stated below. Thank you for your continued patience.

Darla

From: Sean Simpson [mailto:Sean.Simpson@alltel.com]
Sent: Tuesday, April 10, 2007 8:46 AM
To: Darla Rogers
Cc: Stephen B Rowell; Ron Williams
Subject: RE: Proposed procedural schedule

Darla:

I understand Margo is out of the office on bed rest. However, with Motions to Compel due by the end of this week, I need to get the information that has been promised for the last several weeks. I have attached a recent follow-up request that asks for specific information. If Venture simply refuses to provide relevant information please advise accordingly so I can proceed with the appropriate motion. However, in our last several calls and emails I was assured information would be disclosed. At the very least Venture was going to disclose its expert materials over a month ago. Alltel must be afforded an appropriate opportunity to confirm and/or rebut the specific financial and economic allegations made by Venture.

Please let me know by close of business today regarding disclosure of the information requested below.

Sean R. Simpson
Counsel for Alltel Communications, Inc.
2000 Technology Drive
Mankato, Minnesota 56001
507-385-2455 (Direct)
507-327-2455 (Mobile)
507-385-2200 (Fax)

From: Sean Simpson
Sent: Thursday, March 29, 2007 8:49 AM
To: 'Darla Rogers'; Margo Northrup; Sean Simpson
Cc: Stephen B Rowell; Ron Williams
Subject: RE: Proposed procedural schedule

I find it incredibly hard to believe Venture is not in a position to file its Direct Testimony at this time given the fact that the Petition was filed in October 2006. At some point we have to get this matter moving towards ultimate resolution. To that end, I would be willing to agree to the May 4th filing, however I have been promised additional discovery responses for three weeks now but have not received any further

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disclosure of basic information related to financial status, usage and cost information. I have attached my previous correspondence justifying the disclosure of such information. Venture claims severe financial burden and burdensome economic impact yet fails to disclose such basic information which will allow Alltel and the decision maker to confirm the allegations of Venture.

Again, we must begin to move this matter you commenced.

Here is my previous correspondence dated March 12, 2007:

In seeking suspension/modification relief under 46 USC 251(f)(2), Venture has the burden of demonstrating a significant economic impact and/or an undue economic burden. According to its Petition, Venture will experience, among other things, an increase in the cost of transport as well as a loss of toll revenue if it is required to adhere to the current reciprocal compensation and dialing parity requirements. In order to properly review, analyze, confirm or rebut Venture's allegations, Alltel must be provided certain usage and cost information sought through its Interrogatories and Requests for Production of Documents. Specifically, Alltel seeks a response to the following:

Interrogatory No. 2 - Lines in Use Data

* Such information is relevant to Venture's cost of transport and assumed increase in local calling.

Interrogatory No. 3

* Such information is relevant to Venture's claimed increase in transport costs

Interrogatory No. 4

* Such information is relevant to Venture's claimed increase in transport costs

Interrogatory No. 6

* Information gathered and submitted for expert review and analysis is relevant and discoverable

Interrogatory Nos. 9-11

* The demand data requested is relevant to the claims of economic harms, specifically costs of transport and usage trends

Interrogatory No. 15

* The affiliate information is relevant to determining costs allocation and claimed economic harm

Interrogatory No. 31

* Venture failed to detail the basis for denial as required by the request - such information related to the cost of Venture's basic services is relevant given Venture's claim of impact on consumers or basic offering

Request for Production Nos. 24-26, 32.

* Such basic financial and/or cost study information is relevant in light of the claimed economic harm. Alltel must be allowed to examine the current financial condition of Venture in order to assess the impact as alleged by Venture.

The information requested above is relevant in light of the harmful economic impact claimed by Venture. Alltel must be allowed to review, confirm or rebut the allegations claimed by Venture. Moreover, any claim of confidentiality as a reason for non-disclosure is inappropriate given the existence of a confidentiality agreement among the parties - if for some reason you feel an amendment is appropriate to secure additional protections with respect to release of such information, Alltel is open to discussing such an Amendment.

Sean R.Simpson
Counsel for Alltel Communications, Inc.
2000 Technology Drive
Mankato, Minnesota 56001
507-385-2455 (Direct)
507-327-2455 (Mobile)
507-385-2200 (Fax)

From: Darla Rogers [mailto:dprogers@riterlaw.com]
Sent: Wednesday, March 28, 2007 6:01 PM
To: Margo Northrup; Sean Simpson
Subject: RE: Proposed procedural schedule

Sean:
Margo meant May 4, 2007, as the due date for Venture's pre-filed testimony. Sorry for any confusion.
Darla

From: Margo Northrup
Sent: Wednesday, March 28, 2007 4:32 PM
To: 'Sean Simpson'
Cc: Darla Rogers
Subject: RE: Proposed procedural schedule

Sean,

We really need more than two weeks to file our pre-filed direct testimony in this case, especially since the case is not scheduled until August. I don't see an urgent need for us to have it filed by the middle of April. April 27th seems to be reasonable based on the remainder of the procedural schedule. I do hope you will reconsider this date and that we can agree to April 27th.

I hope to have a draft Stipulation to you by Friday.

Thanks
Margo D. Northrup
Riter, Rogers, Wattier and Brown LLP

From: Sean Simpson [mailto:Sean.Simpson@alltel.com]

4/12/2007

Sent: Wednesday, March 28, 2007 1:43 PM
To: Margo Northrup
Subject: RE: Proposed procedural schedule

Margo – it seems to me the problem could be solved by filing testimony on April 16, 2007. I don't think under your schedule we would get a ruling on the motion prior to testimony.

Sean R. Simpson
Director - Legal & Regulatory Affairs
Midwest Wireless Holdings L.L.C.
2000 Technology Drive
Mankato, Minnesota 56001
507-385-2455 (Direct)
507-327-2455 (Mobile)
507-385-2200 (Fax)

From: Margo Northrup [mailto:M.Northrup@riterlaw.com]
Sent: Tuesday, March 27, 2007 5:10 PM
To: Margo Northrup; Talbot J. Wiczorek; richcoit@sdtaonline.com; Mary Sisak; Benjamin H. Dickens; Stephen B Rowell; Sean Simpson; Darla Rogers; kara.vanbockern@state.sd.us
Subject: RE: Proposed procedural schedule

Sean,

I have heard from a few of the parties based upon this e-mail that I circulated earlier today based on the proposed procedural schedule. We have discovered a conflict and accordingly propose a change to fix this. It is my understanding that there is an arbitration hearing scheduled before the Commission the week of April 23-27 which will involve one of Venture's Counsel, Venture's expert witness, and PUC Staff Attorney. This will make it difficult for Venture to have our pre-filed direct testimony due on April 27, 2007. Accordingly we request that we are allowed until May 4, 2007 to file our pre-filed.

Additionally, we would like a ruling on the Motion to Dismiss prior to filing our pre-field testimony. We propose that a hearing be held on April 23 on the Motion to Dismiss. We would then have a separate hearing on the Motion to Compel the first week of May as planned.

If these changes are acceptable I will circulate a draft Stipulation later this week.

Thanks
Margo D. Northrup
Riter, Rogers, Wattier and Brown LLP

From: Margo Northrup
Sent: Tuesday, March 27, 2007 12:55 PM
To: 'Talbot J. Wiczorek'; richcoit@sdtaonline.com; 'Mary Sisak'; 'Benjamin H. Dickens'; Stephen B Rowell; 'Sean Simpson'; Darla Rogers; 'kara.vanbockern@state.sd.us'
Subject: Proposed procedural schedule

All- Venture and Alltel have been working on a proposed procedural schedule in the Venture Suspension and Modification case. We were able to agree to the following schedule. I am working on putting this in to a draft Stipulation for all of the parties to sign. In the meantime, if anyone has any concerns about the schedule, please contact me.

April 6	Venture Response to Alltel Motion to Dismiss
April 13	Motion to Compel by Alltel and Venture; Reply to Motion to Dismiss
April 23	Response to Motion to Compel
April 27	Pre-filed Direct Testimony Due
1 st week of May (TBD)	Hearing on Motion to Dismiss and Motion to Compel
May 15	Materials due if so ordered as a Motion to Compel
June 4 Intervenors	Pre-filed Direct and Rebuttal Testimony due by Intervenors
June 22	Venture Pre-filed Reply Testimony due
July 20 allowed by	Intervenors Pre-filed Surrebuttal Testimony due (if Hearing Examiner)
August 6-8	Hearing (Confirmed with OHE)

Thank you,
Margo D. Northrup
Riter, Rogers, Wattier and Brown LLP

Sean Simpson

From: Margo Northrup [M.Northrup@riterlaw.com]
Sent: Friday, March 30, 2007 11:49 AM
To: Sean Simpson
Subject: Draft Procedural Schedule
Attachments: Stipulation for Procedural Schedule.doc

Sean,

Attached is a draft Stipulation for Procedural Schedule for your review. I added some dates for after the hearing but I invite your comments and suggestions. Once you and I are in agreement, I will send this to the rest of the parties for review.

In regards to your e-mail sent yesterday, it was my recollection that I had committed to getting you the two updated interrogatory responses next week. I do have the client working on those. The 2006 data is also not readily accessible so we are working on that as well.

I look forward to hearing from you.

Margo D. Northrup
Riter, Rogers, Wattier and Brown LLP

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