

COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION

RECEIVED

NOV 18 2009

PUBLIC SERVICE
COMMISSION

In the matter of:

THE APPLICATION OF EAST KENTUCKY NETWORK)
LIMITED LIABILITY COMPANY FOR THE ISSUANCE)
OF A CERTIFICATE OF PUBLIC CONVENIENCE AND) CASE No 2009-00423
NECESSITY TO CONSTRUCT A TOWER IN CLAY)
COUNTY, KENTUCKY).

East Kentucky Network, LLC, d/b/a Appalachian Wireless, was granted authorization to provide cellular service in the KY-10 Cellular Market Area (CMA452) by the Federal Communications Commission (FCC). FCC license is included as Exhibit 1. East Kentucky Network, LLC merger documents were filed with the Commission on February 2, 2001 in Case # 2001-022.

In an effort to improve service in Perry County, East Kentucky Network, LLC pursuant to KRS 278.020 Subsection 1 and 807 KAR 5:001 Section 9 is seeking the Commission's approval to construct a 180 foot self-supporting tower on a tract of land approximately 1 mile northwest of Bonnyman in Perry County, Kentucky (37°18'08.00"N 83°14'31.80"W). A map and detailed directions to the site can be found in Exhibit 8.

Exhibit 2 is a list of all Property owners or residents according to the property valuation administrator's record who reside or own property within 500 feet of the proposed tower in accordance with the Public Valuation Administrator. No other properties are contiguous with East Kentucky Network's property.

Pursuant to 807 KAR 5:063 Section 1 (1)(L) and Section 1(1)(n)(1) all affected property owners according to the property valuation administrator's record who reside or own property within 500 feet of the proposed Tower were notified by certified mail return receipt requested of East Kentucky Network, LLC's proposed construction and informed of their right to intervene.

They were given the docket number under which this application is filed. Enclosed in Exhibit 2 is a copy of that notification.

Perry County has no formal local planning unit. In absence of this unit the Perry County Judge Executive's office was notified by certified mail, return receipt requested of East Kentucky Network Limited Liability Company's proposal and informed of their right to intervene. They were given the docket number under which this application is filed. Enclosed in Exhibit 3 is a copy of that notification.

Notice of the location of the proposed construction was published in the Hazard Herald's November 11th & 18th weekly editions. Enclosed is a copy of that notice in Exhibit 3. The Hazard Herald is the newspaper with the largest circulation in Perry County.

A geologist was employed to determine soil and rock types and to ascertain the distance to solid bedrock. The geotechnical report is enclosed as Exhibit 4.

A copy of the tower design information is enclosed as Exhibit 5. The proposed tower has been designed by engineers at Allstate Tower, Inc. and will be constructed under their supervision. Their qualifications are evidenced in Exhibit 5 by the seal and signature of the registered professional engineer responsible for this project.

The tower will be erected by S & S Tower Services of St. Albans, West Virginia. S & S Tower Services has vast experience in the erection of communications towers.

FAA and Kentucky Airport Zoning Commission approvals are included as Exhibit 6.

No Federal Communications Commission approval is required prior to construction of this facility. Once service is established from this tower we must immediately notify the Federal Communications Commission of its operation. Prior approval is needed only if the proposed facility increases the size of the cellular geographic service area. This cell site will not expand the cellular geographic service area.

East Kentucky Network, LLC will finance the subject Construction with earned surplus in its General Fund.

Estimated Cost of Construction	\$ 350,000.00
Annual Operation Expense of Tower	\$ 12,500.00

Two notice signs meeting the requirements prescribed by 807 KAR 5:063, Section 1(2), measuring at least two (2) feet in height and four (4) feet in width and containing all required language in letters of required height, have been posted, one at a visible location on the proposed site and one on the nearest public road. The two signs were posted on October 31, 2009 and will remain posted for at least two weeks after filing of this application as specified.

Enclosed in Exhibit 9 is a copy of East Kentucky Network LLC's perpetual easement and rights of way with deed description to the site.

The proposed construction site is on a very rugged mountaintop some feet from the nearest structure. Prior to construction the site was wooded.

Due to the steep hillside surrounding the proposed site, the property in close proximity is unsuitable for any type of development. East Kentucky Network LLC's operation will not affect the use of nearby land nor its value. No more suitable site exists in the area. A copy of the search area map is enclosed in Exhibit 8. No other tower capable of supporting East Kentucky Network LLC's load exists in the general area; therefore, there is no opportunity for co-location of our facilities with anyone else.

Enclosed, and filed as Exhibit 10 is a survey of the proposed tower site signed by a Kentucky registered professional engineer.

Exhibit 12 contains a vertical sketch of the tower supplied by Coleman Engineering.

WHEREFORE, Applicant respectfully requests that the PSC accept the foregoing Application for filing, and having met the requirements of KRS [278.020(1), 278.650, and 278.665] and all applicable rules and regulations of the PSC, grant a Certificate of Public Convenience and Necessity to construct and operate the proposed tower.

The foregoing document was prepared by Lynn Haney, Staff Accountant for East Kentucky Network, LLC d/b/a Appalachian Wireless. All related questions or correspondence concerning this filing should be mailed to East Kentucky Network, LLC d/b/a/ Appalachian Wireless, 101 Technology Trail, Ivel, KY 41642.

SUBMITTED BY: Lynn Haney DATE: 11/17/09
Lynn Haney, Staff Accountant

APPROVED BY: Gerald Robinette DATE: 11-17-09
Gerald Robinette, General Manager

CONTACT INFORMATION:

Gerald Robinette, General Manager
Phone: (606) 791-2375, Ext. 110
Email: grobinette110@ekn.com

Lynn Haney, Staff Accountant
Phone: (606) 791-2375, Ext. 1007
Email: lhaney@ekn.com

Mailing Address:

East Kentucky Network, LLC
d/b/a Appalachian Wireless
101 Technology Trail
Ivel, KY 41642

1	FCC License
2	Copies of Cell Site Notices to Land Owners
3	Notification of County Judge Executive and Newspaper Advertisement
4	Universal Soil Bearing Analysis
5	Tower Design
6	FAA Approval & Kentucky Airport Zoning Commission Approval
7	Audited Financial Statements
8	Driving Directions from County Court House and Map to Suitable Scale
9	Perpetual Easement & Rights of Way for Proposed Site
10	Survey of Site Signed/Sealed by Professional Engineer Registered in State of Kentucky
11	Site Survey Map with Property Owners identified in Accordance with PVA of County
12	Vertical Profile Sketch of Proposed Tower

ULS License

Cellular License - KNKN809 - East Kentucky Network, LLC d/b/a Appalachian Wireless

Call Sign KNKN809 Radio Service CL - Cellular
 Status Active Auth Type Regular

Market

Market CMA452 - Kentucky 10 - Powell Channel Block B
 Submarket 0 Phase 2

Dates

Grant 08/28/2001 Expiration 10/01/2011
 Effective 11/11/2009 Cancellation

Five Year Buildout Date

10/17/1996

Control Points

1 US Route 23, FLOYD, Harold, KY
 P: (606)478-2355

Licensee

FRN 0001786607 Type Limited Liability Company

Licensee

East Kentucky Network, LLC d/b/a Appalachian Wireless P:(606)477-2355
 101 Technology Trail F:(606)874-7551
 Ivel, KY 41642
 ATTN Gerald Robinette, Manager

Contact

Lukas, Nace, Gutierrez & Sachs, LLP P:(703)584-8665
 Pamela L Gist Esq F:(703)584-8695
 8300 Greensboro Drive E:pgist@fcclaw.com
 McLean, VA 22102

Ownership and Qualifications

Radio Service Type Mobile
 Regulatory Status Common Carrier Interconnected Yes

Alien Ownership

The Applicant answered "No" to each of the Alien Ownership questions.

Basic Qualifications

The Applicant answered "No" to each of the Basic Qualification questions.

Demographics

Race

Ethnicity

Gender

EXHIBIT II: LIST OF PROPERTY OWNERS:

Statement Pursuant to Section 1 (1) (I) 807 KAR 5:063

Section 1 (1)(I) 1. The following is a list of every property owner who according to property valuation administrator's records, owns property within 500 feet of the proposed tower and each have been: notified by certified mail, return receipt requested, of the proposed construction,

Section 1 (1)(I) 2. Every person listed below who, according to the property valuation administrator's records, owns property within 500 feet of the proposed tower has been: Given the Commission docket number under which the application will be processed: and

Section 1 (1)(I) 3. Every person listed below who, according to property valuation administrator's records, owns property within 500 feet of the proposed tower has been: Informed of his right to request intervention.

LIST OF PROPERTY OWNERS

Voncel Thacker
P.O. Box 252
Hindman, KY 41822

Phillip K. Clemons
P.O. Box 2
Bonnyman, KY 41719

Kentucky River Properties
250 West Main Ste 1823
Lexington, KY 40507

Victor Jewell
P.O. Box 105
Bonnyman, KY 41719

Steven Holland
P.O. Box 665
Bonnyman, KY 41719

Hazard Perry Co. Housing
P.O. Box 7284
Hazard, KY 41702

Ima Jean & Robert Milan
Box 7
Bonnyman, KY 41719

EXHIBIT II: LIST OF PROPERTY OWNERS: (cont.)

Thomas J. & Linda Teague
263 Turner Ave
Hazard, KY 41701

John & Lenora Burgett
290 Sheriff Court
Bonnyman, KY 41719



VIA: U.S. CERTIFIED MAIL

PUBLIC NOTICE

October 30, 2009

Voncel Thacker
P.O. Box 252
Hindman, KY 41822

RE: Public Notice-Public Service Commission of Kentucky (Case No. 2009-00423)

East Kentucky Network, LLC d/b/a Appalachian Wireless has applied to the Public Service Commission of Kentucky for a Certificate of Public Convenience and Necessity to construct and operate a new facility to provide cellular telecommunications service in Perry County. The facility will include a 180 foot self-supporting tower with attached antennas extending upwards, and an equipment shelter located on a tract of land approximately 1 mile northwest of Bonnyman in Perry County, Kentucky. A map showing the location of the proposed new facility is enclosed. This notice is being sent to you because you may own property or reside within a 500' radius of the proposed tower or within a 200' radius of the proposed access road.

The Commission invites your comments regarding the proposed construction. You also have the right to intervene in this matter. The Commission must receive your initial communication within 20 days of the date of this letter as shown above.

Your comments and request for intervention should be addressed to: Executive Director's Office, Public Service Commission of Kentucky, P.O. Box 615, Frankfort, KY 40602. Please refer to Case No. 2009-00423 in your correspondence.

Sincerely,

A handwritten signature in cursive script that reads "Lynn Haney".

Lynn Haney
Staff Accountant

Enclosure 1

EAST KENTUCKY NETWORK
101 TECHNOLOGY TRAIL
IVEL, KY 41642
PHONE: (606) 874-7550
FAX: (606) 874-7551
: INFO@EKN.COM
V. USITE: WWW.EKN.COM



VIA: U.S. CERTIFIED MAIL

PUBLIC NOTICE

October 30, 2009

Phillip K. Clemons
P.O. Box 2
Bonnyman, KY 41719

RE: Public Notice-Public Service Commission of Kentucky (Case No. 2009-00423)

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Sincerely,

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Lynn Haney
Staff Accountant

Enclosure 1

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101 TECHNOLOGY TRAIL
IVEL, KY 41642
PHONE: (606) 874-7550
FAX: (606) 874-7551
E-MAIL: INFO@EKN.COM
WEBSITE: WWW.EKN.COM



VIA: U.S. CERTIFIED MAIL

PUBLIC NOTICE

October 30, 2009

Kentucky River Properties
250 West Main Ste 1823
Lexington, KY 40507

RE: Public Notice-Public Service Commission of Kentucky (Case No. 2009-00423)

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Staff Accountant

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VIA: U.S. CERTIFIED MAIL

PUBLIC NOTICE

October 30, 2009

Victor Jewell
P.O. Box 105
Bonnyman, KY 41719

RE: Public Notice-Public Service Commission of Kentucky (Case No. 2009-00423)

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Lynn Haney
Staff Accountant

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FAX: (606) 874-7551
: INFO@EKN.COM
SITE: WWW.EKN.COM



VIA: U.S. CERTIFIED MAIL

PUBLIC NOTICE

October 30, 2009

Steven Holland
P.O. Box 665
Bonnyman, KY 41719

RE: Public Notice-Public Service Commission of Kentucky (Case No. 2009-00423)

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VIA: U.S. CERTIFIED MAIL

PUBLIC NOTICE

October 30, 2009

Hazard Perry Co. Housing
P.O. Box 7284
Hazard, KY 41702

RE: Public Notice-Public Service Commission of Kentucky (Case No. 2009-00423)

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Lynn Haney
Staff Accountant

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FAX: (606) 874-7551
: INFO@EKN.COM
SITE: WWW.EKN.COM



VIA: U.S. CERTIFIED MAIL

PUBLIC NOTICE

October 30, 2009

Ima Jean & Robert Milan
Box 7
Bonnyman, KY 41719

RE: Public Notice-Public Service Commission of Kentucky (Case No. 2009-00423)

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VIA: U.S. CERTIFIED MAIL

PUBLIC NOTICE

October 30, 2009

Thomas J. & Linda Teague
263 Turner Ave
Hazard, KY 41701

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Sincerely,

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Lynn Haney
Staff Accountant

Enclosure 1

EAST KENTUCKY NETWORK
101 TECHNOLOGY TRAIL
LEVEL, KY 41642
PHONE: (606) 874-7550
FAX: (606) 874-7551
EMAIL: INFO@EKN.COM
WEBSITE: WWW.EKN.COM



VIA: U.S. CERTIFIED MAIL

PUBLIC NOTICE

October 30, 2009

John & Lenora Burgett
290 Sheriff Court
Bonnyman, KY 41719

RE: Public Notice-Public Service Commission of Kentucky (Case No. 2009-00423)

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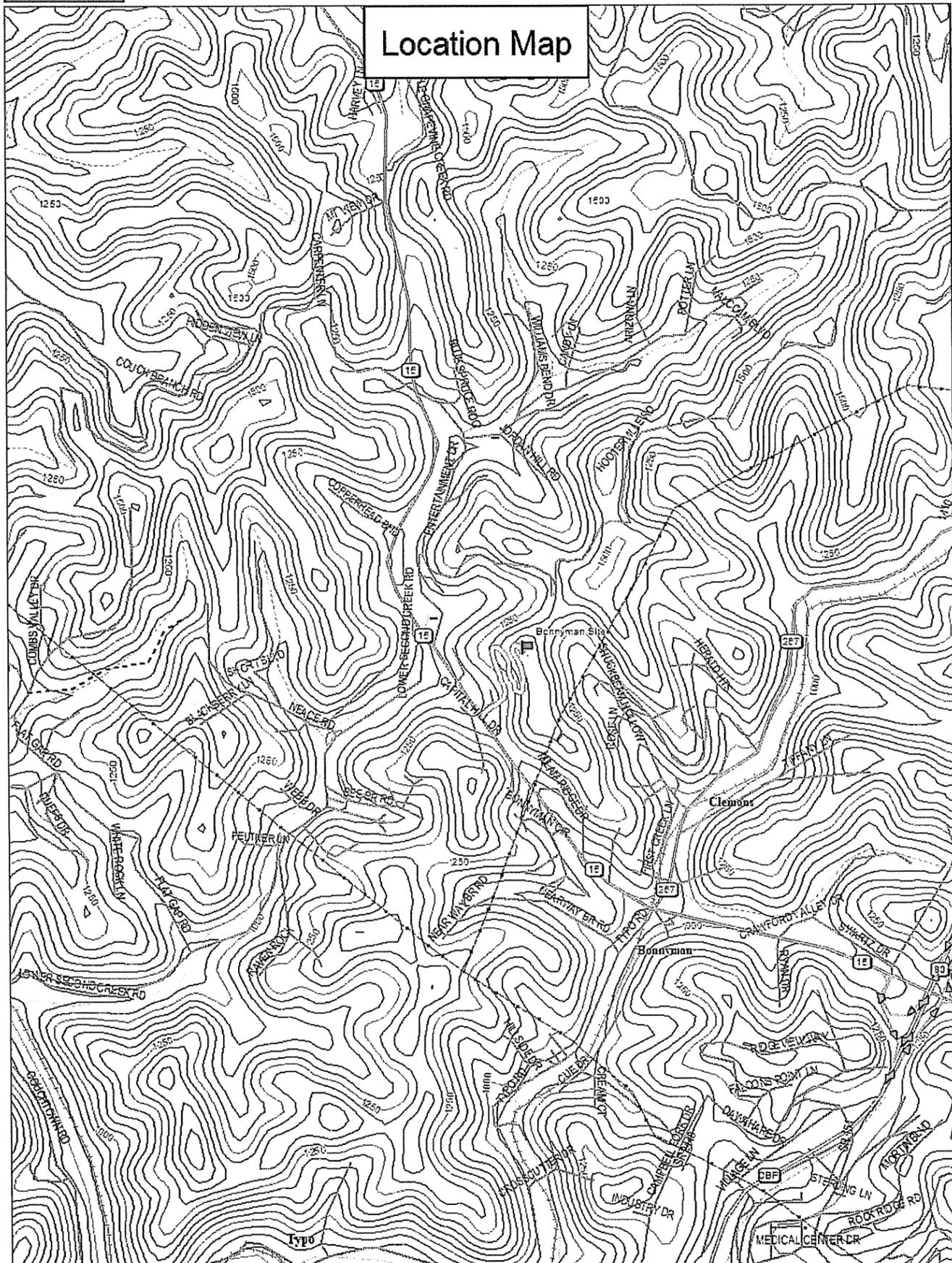
Your comments and request for intervention should be addressed to: Executive Director's Office, Public Service Commission of Kentucky, P.O. Box 615, Frankfort, KY 40602. Please refer to Case No. 2009-00423 in your correspondence.

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Lynn Haney
Staff Accountant

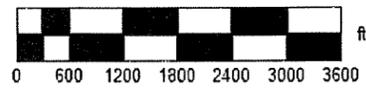
Enclosure 1



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www.delorme.com



Data Zoom 13-1

EAST KENTUCKY NETWORK
101 TECHNOLOGY TRAIL
IVEL, KY 41642
PHONE: (606) 874-7550
FAX: (606) 874-7551
INFO@EKN.COM
WebSITE: WWW.EKN.COM



VIA: U.S. CERTIFIED MAIL

October 30, 2009

Denny Noble, Judge Executive
P.O. Drawer 210
Hazard, KY 41702

RE: Public Notice-Public Service Commission of Kentucky (Case No. 2009-00423)

East Kentucky Network, LLC d/b/a Appalachian Wireless has applied to the Public Service Commission of Kentucky for a Certificate of Public Convenience and Necessity to construct and operate a new facility to provide cellular telecommunications service in Perry County. The facility will include a 180 foot self-supporting tower with attached antennas extending upwards, and an equipment shelter located on a tract of land approximately 1 mile northwest of Bonnyman in Perry County, Kentucky. A map showing the location of the proposed new facility is enclosed. This notice is being sent to you because you are the County Judge Executive of Perry County.

The Commission invites your comments regarding the proposed construction. You also have the right to intervene in this matter. The Commission must receive your initial communication within 20 days of the date of this letter as shown above.

Your comments and request for intervention should be addressed to: Executive Director's Office, Public Service Commission of Kentucky, P.O. Box 615, Frankfort, KY 40602. Please refer to Case No. 2009-00423 in your correspondence.

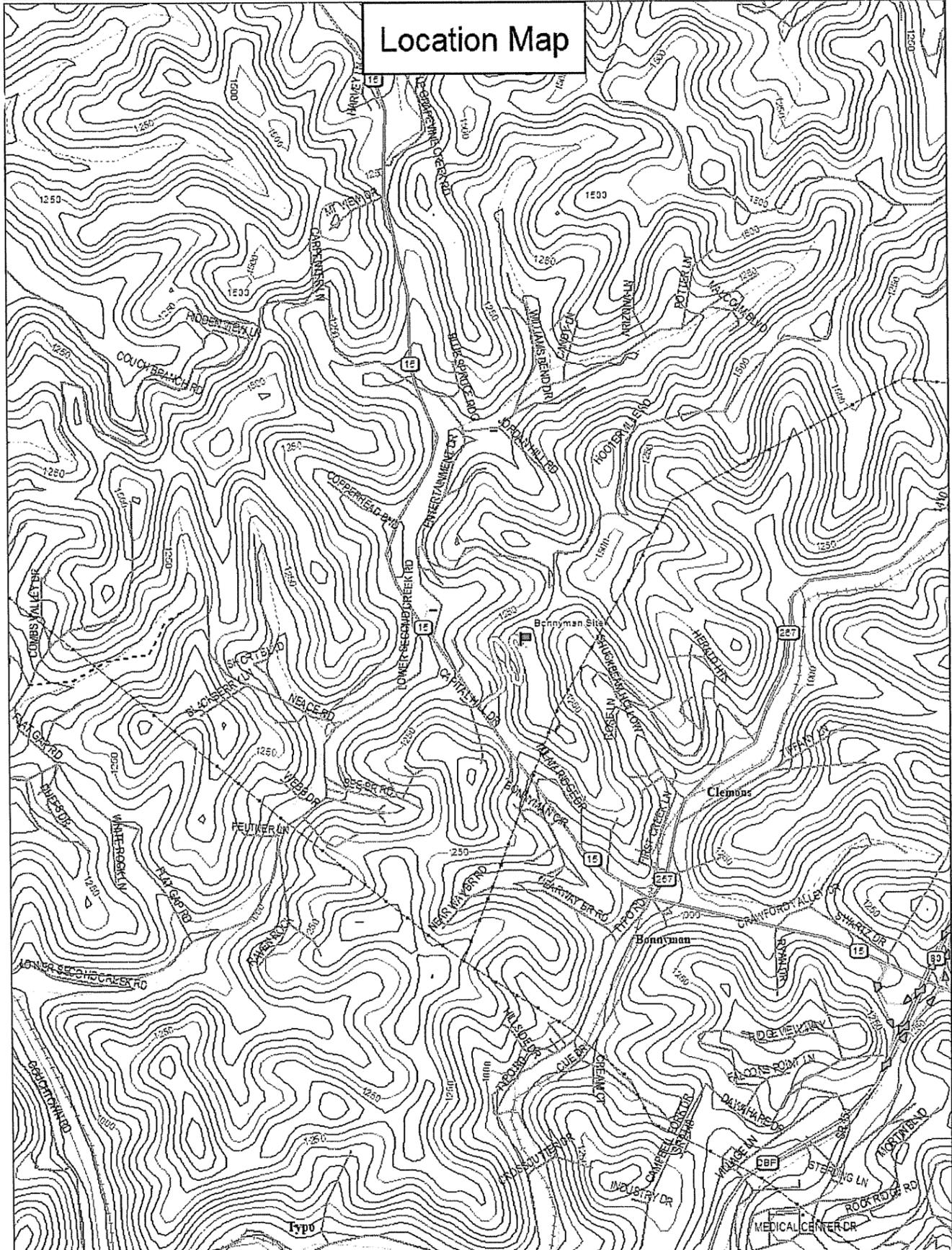
Sincerely,

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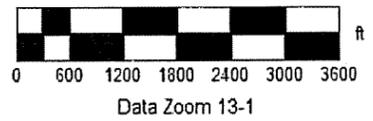
Lynn Haney
Staff Accountant

Enclosure

Location Map



Data use subject to license
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 www.delorme.com



dba Appalachian Wireless
101 Technology Trail
Ivel, KY 41642
Phone: 606-874-7550
Fax: 606-791-2225



Fax

To: The Hazard Herald
Attn: Ad Manager

From: Lynn Haney
Staff Accountant – Fixed Assets

Fax:

Date: November 3, 2009

Re: PUBLIC NOTICE ADVERTISEMENT

Pages: 1 (including this cover)

Please place the following Public Notice Advertisement in the Hazard Herald for the next two weeks.

PUBLIC NOTICE:

RE: Public Service Commission of Kentucky (CASE NO. 2009-00423)

Public Notice is hereby given that East Kentucky Network, LLC, dba Appalachian Wireless has applied to the Kentucky Public Service Commission to construct a cellular telecommunications tower on a tract of land located approximately 1 mile NW of Bonnyman in Perry County, Kentucky. The proposed tower will be a 180 foot self-supporting tower with attached antennas. If you would like to respond to this notice, please contact the Executive Director, Public Service Commission, 211 Sower Boulevard, PO Box 615, Frankfort, Kentucky 40602. Please refer to Case No. 2009-00423.

If you have any questions about the placement of the above mentioned notice, please call me at 606-791-2375, ext. 1007.

Thank you,

Lynn Haney
Staff Accountant – Fixed Assets

If you have any problems with this fax, please call 606-791-2375, ext. 1007.

The message above and the information contained in the documents transmitted are confidential and intended only for the person(s) named above. Dissemination, distribution or copying of this communication by anyone other than the person(s) named above is prohibited. If you have received this communication in error, please notify us immediately by telephone and return the original message to us at the address listed above via regular mail. Thank you.

Lynn Haney

From: Jenny Jones [heraldclass@windstream.net]
Sent: Tuesday, November 03, 2009 2:52 PM
To: Lynn Haney
Subject: Re: Public Notice Advertisement
Importance: High

Hello,
I did receive the attached ad. I have the ad scheduled to run on Nov. 11 and Nov. 18. If you need any more information please let me know.

Thanks,

Jenny Jones
heraldclass@windstream.net
Hazard Herald/Shopper Stopper
Classified/Circulation Manager
439 High Street
P.O. Box 869
Hazard, Kentucky 41701
Phone (606) 436-5771
Fax (606) 436-3140

On Nov 3, 2009, at 12:52 PM, Lynn Haney wrote:

Please place the attached public notice advertisement in the Hazard Herald for the next two weeks.
Please email me confirmation of the dates that the ad will run.

The invoice can be sent to:

East Kentucky Network, LLC

Attn: Accounts Payable

101 Technology Trail

Ivel, KY 41642

Feel free to contact me with any questions.

Thank you,

Lynn Haney

Staff Accountant-Fixed Assets

East Kentucky Network, LLC

dba Appalachian Wireless

(606) 791-2375 ext. 1007

(606) 791-2225 (fax)

<Public Notice Advertisement.doc>

WENDELL R. HOLMES, P.G.

PO Box 82
Myra, KY 41549
(606) 438-7250

October 26, 2009

Bonnyman Tower Site

Purpose:

A site assessment was conducted for Appalachian Wireless on a tract of land located in Perry County near Hazard, Kentucky. The site of the proposed tower is now forestland. The purpose of this investigation was to determine the depth to bedrock and of what type of rock the bedrock consists.

Site Investigation:

The outcrop method was used to determine the type of bedrock material at the proposed tower site. It is approximately 1.50 feet to the sandstone bedrock. (See attached page for descriptions of materials encountered.) The terrain in Perry County is moderately to very steep. The tower site is located on a ridgeline between Lower Second Creek and First Creek, both being tributaries of the Kentucky River, approximately seven tenths of a mile northwest of Clemons in Perry County. The sandstone formation below the tower site is approximately 35.00 feet thick, based on the information obtained from the site investigation and geological maps of the area.

Conclusions:

The proposed tower site is located on a ridge in the area. The sandstone bedrock on the proposed tower site is part of the Breathitt Formation, and is middle to lower Pennsylvanian in age. Tests were not conducted to determine the load-bearing strength of the bedrock. However, it is apparent that the tower will be constructed on the sandstone bedrock formation.

The field work for this site was performed by Wendell R. Holmes, using generally accepted methods in the practice of geological science.

Wendell R. Holmes



WENDELL R. HOLMES, P.G.

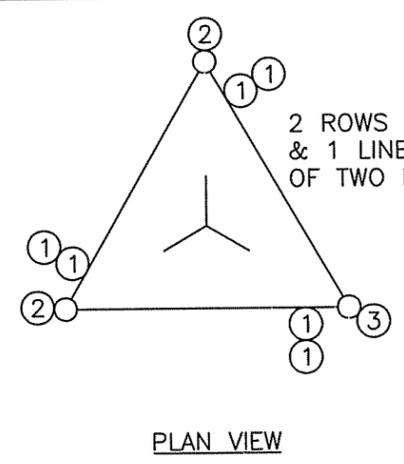
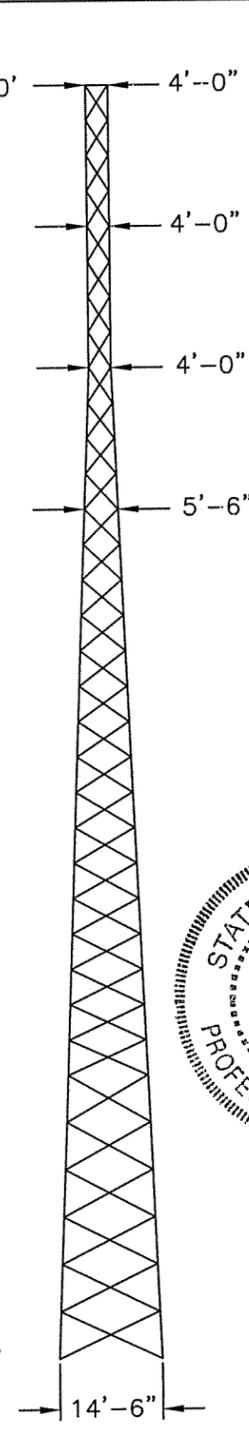
P.O. Box 82
Myra, Ky. 41549
(606)438-7250

Geologist Log

Location: Bonnyman Tower Site

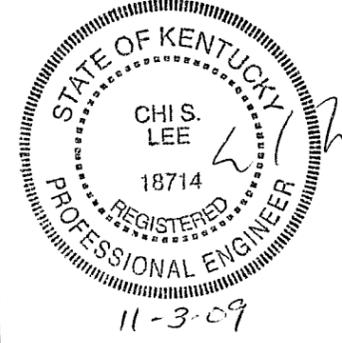
Unit Thickness	Total depth	Strata	Description
1.50'	1.50'	Soil	Yellow and Brown, with Sandstone Fragments
35.00'	36.50'	Sandstone	Brown, gray and Weathered

LEG DIA.	Ø4"	Ø3.75"	Ø3.5"	Ø3.25"	Ø3.25"	Ø3"	Ø2.75"	Ø2.5"	Ø1.75"
DIAGONALS	L2.5" x .1875"	L2" x .1875"	L2" x .1875"	N/A	N/A	A	A	A	A
GIRTS									
BRACE BOLTS	Ø.75"	Ø.625"	Ø.625"						
FLANGE BOLTS	Ø1.25"	Ø1.25"	Ø1.25"						
# OF BAYS	3 BAY : X-BRACED			4 BAY : X-BRACED					



PLAN VIEW REF:
 1) (6) FEEDLINES
 2) (1) FEEDLINES
 3) STEP BOLTS

BASE REACTIONS:(FACTORED)	
TOTAL SHEAR	= 33 KIPS
AXIAL LOAD	= 41 KIPS
UPLIFT / LEG	= 279 KIPS
COMP. / LEG	= 306 KIPS
O.T. MOMENT	= 3668 FT-K
SYMBOL LIST:	
A)	L1.75" x .1875"



DESIGN NOTES:
 1) ALL LEGS ARE SOLID ROUND ASTM A-572 GRADE : Fy ≥ 50 KSI.
 2) ALL BRACE MATERIAL IS ASTM A-36 : Fy ≥ 36 KSI.
 3) ALL BRACE AND FLANGE BOLTS ARE A325-X.
 4) (8) Ø1.5" x 6'-0" LONG A-36 ANCHOR BOLTS PER LEG.
 5) TOWER IS DESIGNED FOR A 90 MPH WIND SPEED IN AND A 30 M.P.H. WIND SPEED WITH 0.75" OF ICE IN ACCORDANCE WITH THE TIA/EIA-222-G.

ELEV.	ANTENNA	FEEDLINE
180'	(12) 4' X 1' CELLULAR PANELS	(12) 1.625"
170'	(12) 4' X 1' CELLULAR PANELS	(12) 1.625"
160'	(12) 4' X 1' CELLULAR PANELS	(12) 1.625"
150'	(1) 6' SOLID DISHES	(1) 1.625"
140'	(1) 6' SOLID DISHES	(1) 1.625"

-- STEP BOLTS UTILIZED FOR CLIMBING WITH SAFETY CLIMB DEVICE.
 --- SEE PLAN VIEW FOR FEEDLINE DISTRIBUTION.



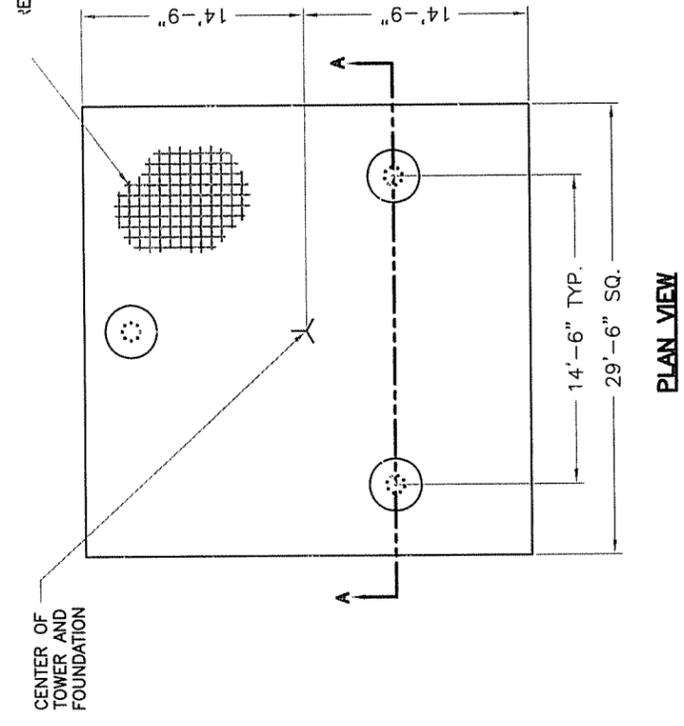
P.O. BOX 25
 HENDERSON, KY 42419
 PHONE: (270) 830-8512
 FAX: (270) 830-8475

SCALE:	PROPRIETARY STATEMENT: THIS DRAWING IS THE PROPERTY OF ALLSTATE TOWER CO. IT IS NOT TO BE REPRODUCED OR COPIED IN ANYWAY WITHOUT PRIOR WRITTEN CONSENT OF ALLSTATE TOWER CO.			
N.T.S.	CUSTOMER:	APPALACHIAN WIRELESS	DRAWN BY:	W.MILLER
TOLERANCE BANDS	DESCRIPTION:	180' SELF SUPPORT TOWER	DATE:	10/03/2009
ALL DIMENSIONS ARE ±1/16" ALL ANGULAR DIM ARE ±1/2" UNLESS OTHERWISE NOTED	LOCATION:	PERRY COUNTY, KY	REV:	X
	SITE:	BONNYMAN	REV. DATE:	X
APPROX. WEIGHT	PROPOSAL #:	27648F	JOB NO.	
22.14 KIPS	S.S.T. DESIGN DRAWING		SHEET	A



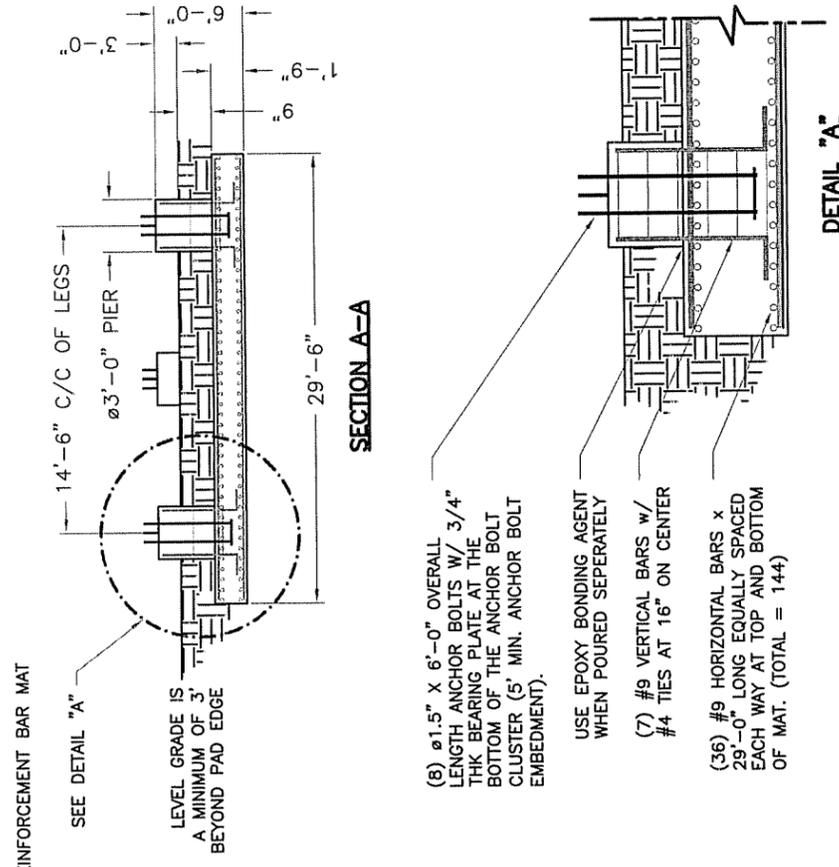
P.O. BOX 25
 HENDERSON, KY 42419
 PHONE: (270) 830-8512
 FAX: (270) 830-8475

SCALE: N.T.S.	PROPRIETARY STATEMENT: THIS DRAWING IS THE PROPERTY OF ALLSTATE TOWER CO. IT IS NOT TO BE REPRODUCED OR COPIED IN ANYWAY WITHOUT PRIOR WRITTEN CONSENT OF ALLSTATE TOWER CO.	
TOLERANCE BANDS ALL DIMENSIONS ARE ±1/16" ALL ANGULAR DIM ARE ±1/2° UNLESS OTHERWISE NOTED	CUSTOMER: APPALACHIAN WIRELESS	DRAWN BY: W.MILLER
APPROX. WEIGHT N/A	DESCRIPTION: PAD & PIER FOUNDATION DESIGN	DATE: 10/03/2009
	LOCATION: PERRY COUNTY, KY	REV: 1
	SITE: BONNYMAN	REV. DATE: 11/02/2009
	FILE NAME: S.S.T. DESIGN DRAWING	JOB NO: 27648F
		SHEET: B



PLAN VIEW

TOTAL VOLUME OF CONCRETE = 59.5 YD³



SECTION A-A

DETAIL "A"

- (8) #1.5" X 6'-0" OVERALL LENGTH ANCHOR BOLTS W/ 3/4" THK BEARING PLATE AT THE BOTTOM OF THE ANCHOR BOLT CLUSTER (5' MIN. ANCHOR BOLT EMBEDMENT).
- USE EPOXY BONDING AGENT WHEN POURED SEPERATELY
- (7) #9 VERTICAL BARS w/ #4 TIES AT 16" ON CENTER
- (36) #9 HORIZONTAL BARS x 29'-0" LONG EQUALLY SPACED EACH WAY AT TOP AND BOTTOM OF MAT. (TOTAL = 144)

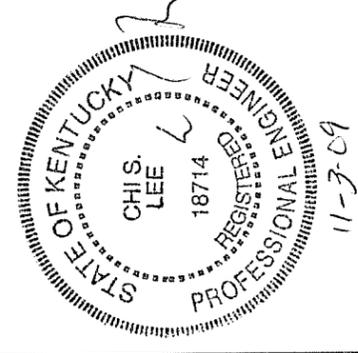
FOUNDATION INSTALLATION/DESIGN NOTES:

1. THIS FOUNDATION IS DESIGNED TO MEET ALL STANDARDS SET FORTH BY ACI 318: AMERICAN CONCRETE INSTITUTE, BUILDING CODE REQUIREMENTS FOR STRUCTURAL CONCRETE, ANSI/TIA/EIA 222-G: STRUCTURAL STANDARDS FOR STEEL ANTENNA TOWERS AND ANTENNA SUPPORTING STRUCTURES. THIS FOUNDATION IS DESIGNED UTILIZING THE GEOTECHNICAL REPORT PERFORMED BY WENDELL R. HOLMES; DATED 10-28-09. THE FOUNDATION CONTRACTOR SHALL INSTALL THE FOUNDATIONS IN ACCORDANCE WITH THE RECOMMENDATIONS OF THE GEOTECHNICAL REPORT.
2. ALL WORK PERFORMED FROM THESE DRAWINGS SHOULD BE BY QUALIFIED CONTRACTORS EXPERIENCED IN TOWER FOUNDATION CONSTRUCTION.
3. ALL FOOTING EXCAVATIONS SHALL BE MANUALLY CLEANED PRIOR TO PLACING CONCRETE. COMPACT THE EXPOSED SOIL SURFACE AND ANY GRANULAR FILL UNDER THE FOUNDATION TO 95% OF THE MODIFIED PROCTOR DENSITY.
4. ALL CONCRETE SHALL HAVE A MINIMUM COMPRESSIVE STRENGTH OF 3000 PSI AFTER 28 DAYS. COPIES OF THE CONCRETE CYLINDER TEST REPORTS SHALL BE SENT TO THE RESIDENT ENGINEER / INSPECTOR.
5. MINIMUM CONCRETE COVER FOR REINFORCING BARS SHALL BE 3".
6. FIELD BENDING OR WELDING OF REINFORCEMENT BARS IS NOT PERMITTED.
7. PROVIDE CHAMFERS AT ALL EXPOSED CORNERS OF CONCRETE.
8. BACKFILL NEAR AND AROUND THE FOUNDATIONS SHALL BE A WELL GRADED FILL MATERIAL PLACED IN 8" THICK LAYERS THAT HAS BEEN COMPACTED TO 95% OF THE MODIFIED PROCTOR DENSITY PER ASTM D1557.
9. SOME DETAIL HAS BEEN PURPOSELY OMITTED TO CLARIFY ILLUSTRATION.

REINFORCEMENT BAR SPLICING:

1. ALL LAP SPLICES SHALL CONFORM TO ACI 318 REQUIREMENTS.
2. REFER TO CHART BELOW WHEN REINFORCEMENT BAR SPLICING IS NECESSARY.

REINFORCING BAR SIZE	LAP SPLICING LENGTH
3	15"
4	17"
5	21"
6	26"
7	30"
8	36"
9	46"
10	58"
11	71"





Federal Aviation Administration
Air Traffic Airspace Branch, ASW-520
2601 Meacham Blvd.
Fort Worth, TX 76137-0520

Aeronautical Study No.
2009-ASO-974-OE

Issued Date: 03/17/2009

Ali Kuzehkanani
East Kentucky Network, LLC
1650 Tysons Boulevard, Suite 1500
McLean, VA 22102

**** DETERMINATION OF NO HAZARD TO AIR NAVIGATION ****

The Federal Aviation Administration has conducted an aeronautical study under the provisions of 49 U.S.C., Section 44718 and if applicable Title 14 of the Code of Federal Regulations, part 77, concerning:

Structure: Tower Bonnyman
Location: Bonnyman, KY
Latitude: 37-18-08.00N NAD 83
Longitude: 83-14-31.80W
Heights: 315 feet above ground level (AGL)
1810 feet above mean sea level (AMSL)

This aeronautical study revealed that the structure does exceed obstruction standards but would not be a hazard to air navigation provided the following condition(s), if any, is(are) met:

As a condition to this Determination, the structure is marked and/or lighted in accordance with FAA Advisory circular 70/7460-1 K Change 2, Obstruction Marking and Lighting, a med-dual system - Chapters 4,8(M-Dual),&12.

It is required that FAA Form 7460-2, Notice of Actual Construction or Alteration, be completed and returned to this office any time the project is abandoned or:

- At least 10 days prior to start of construction (7460-2, Part I)
 Within 5 days after the construction reaches its greatest height (7460-2, Part II)

This determination expires on 09/17/2010 unless:

- (a) extended, revised or terminated by the issuing office.
- (b) the construction is subject to the licensing authority of the Federal Communications Commission (FCC) and an application for a construction permit has been filed, as required by the FCC, within 6 months of the date of this determination. In such case, the determination expires on the date prescribed by the FCC for completion of construction, or the date the FCC denies the application.

NOTE: REQUEST FOR EXTENSION OF THE EFFECTIVE PERIOD OF THIS DETERMINATION MUST BE POSTMARKED OR DELIVERED TO THIS OFFICE AT LEAST 15 DAYS PRIOR TO THE EXPIRATION DATE.

This determination is based, in part, on the foregoing description which includes specific coordinates , heights, frequency(ies) and power . Any changes in coordinates , heights, and frequencies or use of greater power will void this determination. Any future construction or alteration , including increase to heights, power, or the addition of other transmitters, requires separate notice to the FAA.

This determination does include temporary construction equipment such as cranes, derricks, etc., which may be used during actual construction of the structure. However, this equipment shall not exceed the overall heights as indicated above. Equipment which has a height greater than the studied structure requires separate notice to the FAA.

This determination concerns the effect of this structure on the safe and efficient use of navigable airspace by aircraft and does not relieve the sponsor of compliance responsibilities relating to any law, ordinance, or regulation of any Federal, State, or local government body.

A copy of this determination will be forwarded to the Federal Communications Commission if the structure is subject to their licensing authority.

If we can be of further assistance, please contact our office at (847) 294-7458. On any future correspondence concerning this matter, please refer to Aeronautical Study Number 2009-ASO-974-OE.

Signature Control No: 621107-108695620

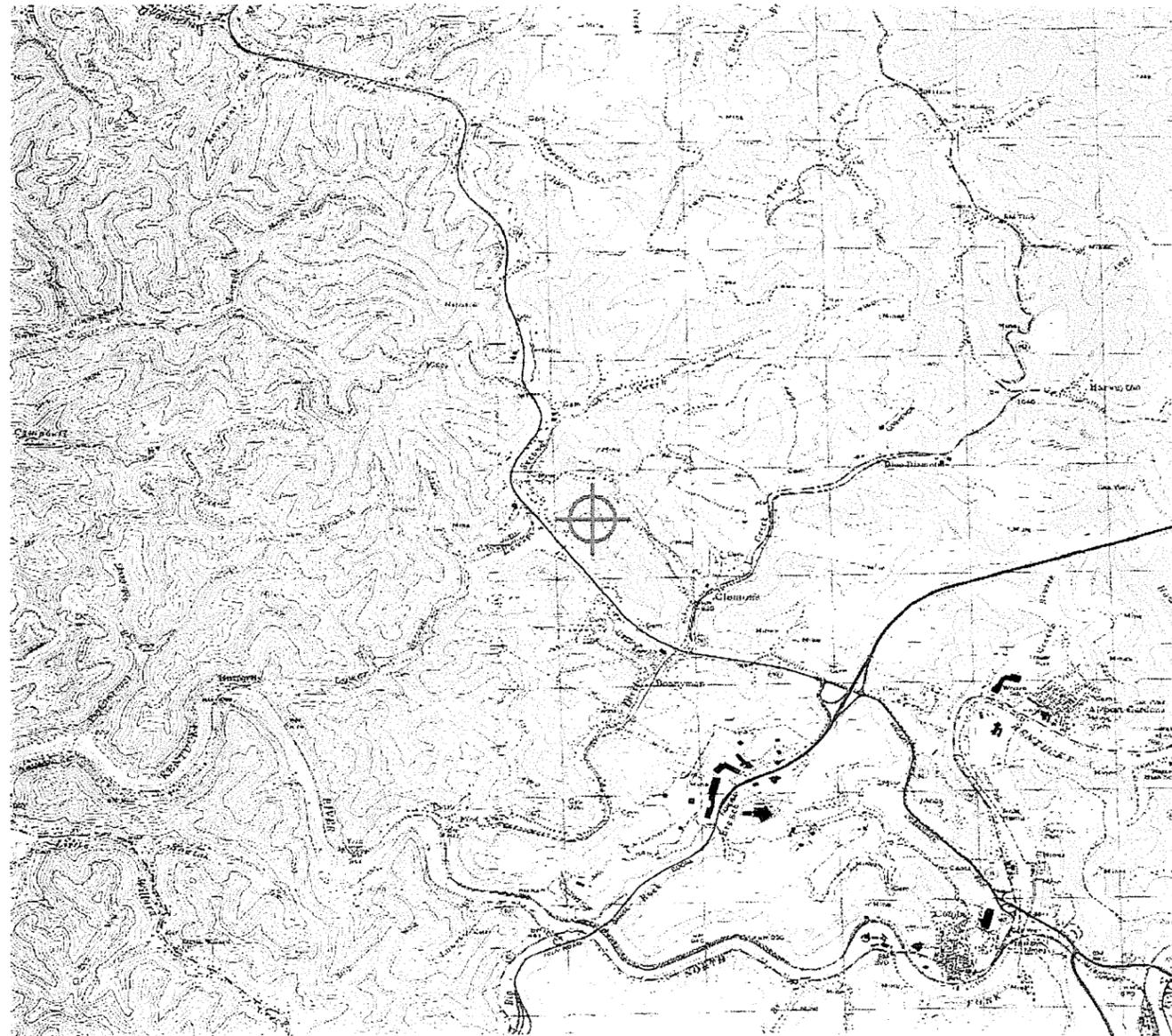
(EBO)

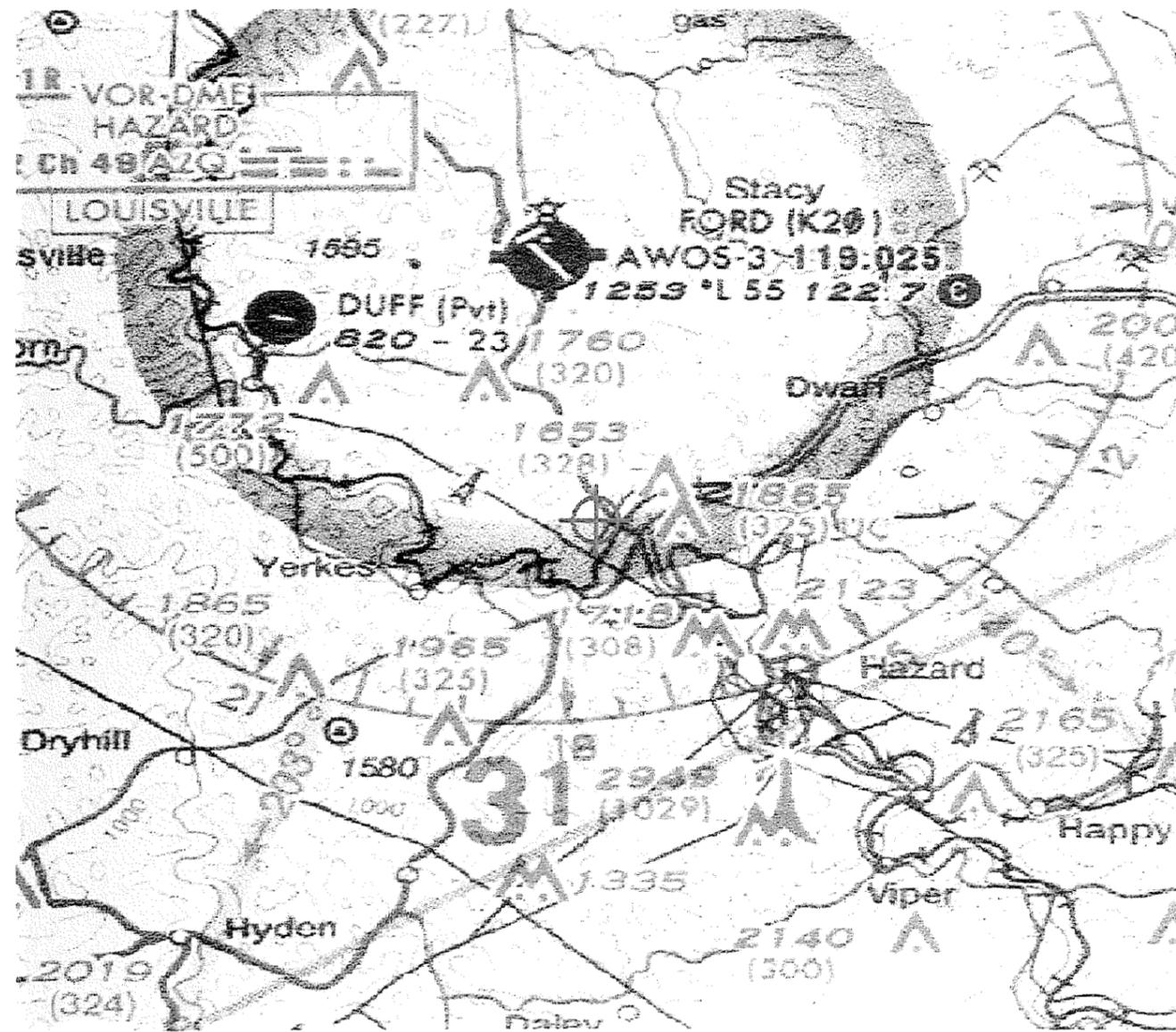
Fred Souchet
Specialist

Attachment(s)
Frequency Data
Map(s)

Frequency Data for ASN 2009-ASO-974-OE

LOW FREQUENCY	HIGH FREQUENCY	FREQUENCY UNIT	ERP	ERP UNIT
806	824	MHz	500	W
824	849	MHz	500	W
851	866	MHz	500	W
869	894	MHz	500	W
896	901	MHz	500	W
901	902	MHz	7	W
930	931	MHz	3500	W
931	932	MHz	3500	W
932	932.5	MHz	17	dBW
935	940	MHz	1000	W
940	941	MHz	3500	W
1850	1910	MHz	1640	W
1930	1990	MHz	1640	W
2305	2310	MHz	2000	W
2345	2360	MHz	2000	W







KENTUCKY AIRPORT ZONING COMMISSION

Steven Beshear
Governor

90 Airport Road, Bldg 400
FRANKFORT, KY
www.transportation.ky.gov/aviation
502 564-4480

July 9, 2009

APPROVAL OF APPLICATION

APPLICANT:

East Kentucky Network, LLC.
East Kentucky Network, LLC.
c/o Lukas, Nace, Gutierrez & Sachs, Chtd|1650 Tysons Blvd, Suite 1500
Mc Lean, VA 22102

SUBJECT: AS-097-K20-2009-147

STRUCTURE: Antenna Tower
LOCATION: Bonnyman, KY
COORDINATES: 37° 18' 8.0" N / 83° 14' 31.8" W
HEIGHT: 258' AGL/1753' AMSL

The Kentucky Airport Zoning Commission has approved your application for a permit to construct 258' AGL/ 1753' AMSL Antenna Tower near Bonnyman, KY 37° 18' 8.0" N / 83° 14' 31.8" W.

This permit is valid for a period of 18 Month(s) from its date of issuance. If construction is not completed within said 18-Month period, this permit shall lapse and be void, and no work shall be performed without the issuance of a new permit.

A copy of the approved application is enclosed for your files.

M-Dual Obstruction Lighting is required.

John Houlihan
Administrator



An Equal Opportunity Employer M/F/D

**EAST KENTUCKY NETWORK, LLC
DBA APPALACHIAN WIRELESS**

FINANCIAL REPORT

December 31, 2008

CONTENTS

	Page
INDEPENDENT AUDITOR'S REPORT ON THE FINANCIAL STATEMENTS	1
FINANCIAL STATEMENTS	
Balance sheets	2
Statements of income	3
Statements of members' equity	4
Statements of cash flows	5-6
Notes to financial statements	7-14
INDEPENDENT AUDITOR'S REPORT ON THE SUPPLEMENTARY INFORMATION	15
SUPPLEMENTARY INFORMATION	
Statement of income detail	16 and 17

INDEPENDENT AUDITOR'S REPORT

To the Members
East Kentucky Network, LLC
dba Appalachian Wireless
Ivel, Kentucky

We have audited the accompanying balance sheets of East Kentucky Network, LLC, dba Appalachian Wireless as of December 31, 2008 and 2007 and the related statements of income, members' equity and cash flows for the years then ended. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of East Kentucky Network, LLC, dba Appalachian Wireless as of December 31, 2008 and 2007 and the results of its operations and its cash flows for the years then ended in conformity with accounting principles generally accepted in the United States of America.

Jones, Nale & Mattingly PLC

Louisville, Kentucky
March 6, 2009

**EAST KENTUCKY NETWORK, LLC
DBA APPALACHIAN WIRELESS**

**BALANCE SHEETS
December 31, 2008 and 2007**

ASSETS	<u>2008</u>	<u>2007</u>
CURRENT ASSETS		
Cash and cash equivalents	\$ 5,078,319	\$ 1,751,689
Short-term investments	166,846	127,015
Accounts receivable, less allowance for doubtful accounts of \$1,054,283 in 2008 and \$803,092 in 2007	4,359,740	3,541,622
Accounts receivable, members (Notes 5 and 6)	88,078	79,803
Inventory	3,053,445	2,979,257
Prepaid expenses	411,948	431,859
Total current assets	<u>\$ 13,158,376</u>	<u>\$ 8,911,245</u>
 PROPERTY, PLANT AND EQUIPMENT (Note 3)		
Plant in service:		
General support	\$ 25,370,575	\$ 22,417,029
MTSO equipment	20,505,774	15,068,558
Cell equipment	55,340,782	45,543,309
Paging equipment	3,321,068	3,321,068
Fiber ring	7,429,057	6,606,546
Unfinished plant	1,960,503	1,825,466
	<u>\$113,927,759</u>	<u>\$ 94,781,976</u>
Less accumulated depreciation	48,072,427	40,355,585
	<u>\$ 65,855,332</u>	<u>\$ 54,426,391</u>
 OTHER ASSETS		
Investment in affiliated company, RTFC	\$ 112,712	\$ 112,653
Intangible assets, net of accumulated amortization of \$3,697,725 in 2008 and \$3,122,139 in 2007 (Note 2)	5,255,760	4,242,306
Other	25,403	26,431
	<u>\$ 5,393,875</u>	<u>\$ 4,381,390</u>
	<u>\$ 84,407,583</u>	<u>\$ 67,719,026</u>

The Notes to Financial Statements are an integral part of these statements.

LIABILITIES AND MEMBERS' EQUITY	<u>2008</u>	<u>2007</u>
CURRENT LIABILITIES		
Current maturities of long-term debt (Note 3)	\$ 3,852,381	\$ 1,400,000
Accounts payable	1,772,238	938,193
Capital distributions payable	-	615,383
Accounts payable, member (Notes 5 and 6)	49,579	45,267
Accrued expenses	1,208,138	1,123,649
Customer deposits	600,872	453,470
Total current liabilities	<u>\$ 7,483,208</u>	<u>\$ 4,575,962</u>
LONG-TERM DEBT, less current maturities (Note 3)	<u>\$ 16,388,735</u>	<u>\$ 12,350,000</u>
INTEREST RATE SWAPS (Note 8)	<u>\$ 2,067,821</u>	<u>\$ 572,632</u>
MEMBERS' EQUITY		
Members' capital accounts	\$ 60,535,640	\$ 50,793,064
Accumulated other comprehensive (loss)	(2,067,821)	(572,632)
	<u>\$ 58,467,819</u>	<u>\$ 50,220,432</u>
	<u><u>\$ 84,407,583</u></u>	<u><u>\$ 67,719,026</u></u>

**EAST KENTUCKY NETWORK, LLC
DBA APPALACHIAN WIRELESS**

**STATEMENTS OF INCOME
Years Ended December 31, 2008 and 2007**

	<u>2008</u>	<u>2007</u>
REVENUE		
Retail	\$ 35,590,860	\$ 29,480,700
Roamer	12,592,115	9,239,822
Long distance	214,296	196,787
Paging	566,677	684,064
Equipment sales, cellular	2,248,939	3,006,173
Equipment sales, paging	35,777	33,862
Other	7,916,897	4,513,769
Total revenue	<u>\$ 59,165,561</u>	<u>\$ 47,155,177</u>
EXPENSES		
Cost of cellular service	\$ 12,861,903	\$ 9,010,171
Cost of paging service	332,386	309,524
Cost of equipment sales, cellular	11,656,367	9,978,249
Cost of equipment sales, paging	56,705	59,307
Customer service	1,313,033	1,424,197
Billing	1,383,121	1,086,540
Selling	3,731,205	2,760,702
Maintenance	1,838,940	1,597,342
Utilities	711,446	562,455
Bad debts	802,158	1,165,669
Cell site rental	237,540	175,720
Taxes and licenses	965,327	873,366
Advertising	2,968,190	1,774,317
General and administrative	3,106,380	2,635,470
Occupancy	403,800	353,641
Depreciation	7,703,016	6,987,459
Amortization	670,464	528,232
Total expenses	<u>\$ 50,741,981</u>	<u>\$ 41,282,361</u>
Income from operations	<u>\$ 8,423,580</u>	<u>\$ 5,872,816</u>
OTHER INCOME (EXPENSE)		
Interest income	\$ 56,023	\$ 42,847
Interest expense	(1,242,505)	(885,156)
Universal Service Fund income (Note 7)	6,680,698	4,910,497
	<u>\$ 5,494,216</u>	<u>\$ 4,068,188</u>
Net income	<u>\$ 13,917,796</u>	<u>\$ 9,941,004</u>

The Notes to Financial Statements are an integral part of these statements.

**EAST KENTUCKY NETWORK, LLC
DBA APPALACHIAN WIRELESS**

**STATEMENTS OF MEMBERS' EQUITY
Years Ended December 31, 2008 and 2007**

	Cellular Services, Inc.	Gearhart Communi- cations Company, Inc.	Mountain Tele- communi- cations, Inc.	Thacker- Grigsby Telephone Co., Inc.	Peoples Rural Telephone Coop- erative Corp- oration, Inc.	Total
Balance, January 1, 2007	\$ 8,667,881	\$ 8,667,881	\$ 8,667,881	\$ 8,667,880	\$ 8,667,880	\$43,339,403
Comprehensive income:						
Net income	1,988,201	1,988,201	1,988,200	1,988,201	1,988,201	9,941,004
Change in fair value of interest rate swaps	<u>(78,861)</u>	<u>(78,861)</u>	<u>(78,862)</u>	<u>(78,861)</u>	<u>(78,861)</u>	<u>(394,306)</u>
Total comprehensive income	\$ 1,909,340	\$ 1,909,340	\$ 1,909,338	\$ 1,909,340	\$ 1,909,340	\$ 9,546,698
Capital distributions	<u>(533,134)</u>	<u>(533,134)</u>	<u>(533,133)</u>	<u>(533,134)</u>	<u>(533,134)</u>	<u>(2,665,669)</u>
Balance, December 31, 2007	\$10,044,087	\$10,044,087	\$10,044,086	\$10,044,086	\$10,044,086	\$50,220,432
Comprehensive income:						
Net income	2,783,559	2,783,559	2,783,559	2,783,560	2,783,559	13,917,796
Change in fair value of interest rate swaps	<u>(299,038)</u>	<u>(299,038)</u>	<u>(299,038)</u>	<u>(299,038)</u>	<u>(299,037)</u>	<u>(1,495,189)</u>
Total comprehensive income	\$ 2,484,521	\$ 2,484,521	\$ 2,484,521	\$ 2,484,522	\$ 2,484,522	\$12,422,607
Capital distributions	<u>(835,044)</u>	<u>(835,044)</u>	<u>(835,044)</u>	<u>(835,044)</u>	<u>(835,044)</u>	<u>(4,175,220)</u>
Balance, December 31, 2008	<u>\$11,693,564</u>	<u>\$11,693,564</u>	<u>\$11,693,563</u>	<u>\$11,693,564</u>	<u>\$11,693,564</u>	<u>\$58,467,819</u>

The Notes to Financial Statements are an integral part of these statements.

**EAST KENTUCKY NETWORK, LLC
DBA APPALACHIAN WIRELESS**

**STATEMENTS OF CASH FLOWS
Years Ended December 31, 2008 and 2007**

	<u>2008</u>	<u>2007</u>
CASH FLOWS FROM OPERATING ACTIVITIES		
Net income	\$ 13,917,796	\$ 9,941,004
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation	7,703,016	6,987,459
Amortization	670,464	528,232
Changes in assets and liabilities, net of the effects of investing and financing activities:		
(Increase) in accounts receivable	(818,118)	(738,949)
(Increase) in accounts receivable, members	(8,275)	(42,191)
(Increase) in inventory	(74,188)	(1,395,218)
(Increase) decrease in prepaid expenses	19,911	(358,202)
Decrease in other assets	969	750,860
Increase (decrease) in accounts payable	834,045	(183,899)
Increase (decrease) in accounts payable, member	4,312	(2,449)
Increase (decrease) in accrued expenses	84,489	(1,222,038)
Increase in customer deposits	147,402	135,867
Net cash provided by operating activities	<u>\$ 22,481,823</u>	<u>\$ 14,400,476</u>
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of property, plant and equipment	\$ (19,165,600)	\$ (12,765,603)
Purchase of intangible assets	(1,650,275)	(120,500)
Proceeds from sale of short-term investments	(39,831)	(80,744)
Net cash (used in) investing activities	<u>\$ (20,855,706)</u>	<u>\$ (12,966,847)</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Capital distributions	\$ (4,790,603)	\$ (2,050,286)
Proceeds from long-term borrowings	8,250,000	1,000,000
Payments on long-term borrowings	(1,758,884)	(1,450,000)
Net cash provided by (used in) financing activities	<u>\$ 1,700,513</u>	<u>\$ (2,500,286)</u>
Net increase (decrease) in cash and cash equivalents	\$ 3,326,630	\$ (1,066,657)
Cash and cash equivalents:		
Beginning	<u>1,751,689</u>	<u>2,818,346</u>
Ending	<u>\$ 5,078,319</u>	<u>\$ 1,751,689</u>

The Notes to Financial Statements are an integral part of these statements.

**EAST KENTUCKY NETWORK, LLC
DBA APPALACHIAN WIRELESS**

**STATEMENTS OF CASH FLOWS (Continued)
Years Ended December 31, 2008 and 2007**

	<u>2008</u>	<u>2007</u>
SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION		
Cash payments for interest	<u>\$ 1,178,953</u>	<u>\$ 885,156</u>
 SUPPLEMENTAL SCHEDULE OF NONCASH INVESTING AND FINANCING ACTIVITIES		
Capital distributions declared	<u>\$ --</u>	<u>\$ 615,383</u>

The Notes to Financial Statements are an integral part of these statements.

**EAST KENTUCKY NETWORK, LLC
DBA APPALACHIAN WIRELESS**

NOTES TO FINANCIAL STATEMENTS

Note 1. Summary of Significant Accounting Policies

Nature of operations

East Kentucky Network, LLC, dba Appalachian Wireless, is a Kentucky limited liability company formed by the merger of Appalachian Cellular, LLC, Mountaineer Cellular, LLC and East Kentucky Network, LLC on January 1, 2000. The Company is engaged in cellular telephone communications and paging services to residential and commercial customers located in eastern Kentucky. The Company's five members consist of Cellular Services, Inc.; Gearheart Communications Company, Inc.; Mountain Telecommunications, Inc.; Peoples Rural Telephone Cooperative Corporation, Inc.; and Thacker-Grigsby Telephone Co., Inc.

Cash

The Company maintains its cash balances, which may exceed the federally insured limit, with several financial institutions. These financial institutions have strong credit ratings and management believes that credit risk related to the accounts is minimal.

Cash equivalents

For purposes of the statement of cash flows, the Company considers temporary investments having a maturity of three months or less to be cash equivalents.

Short-term investments

Certificates of deposit having original maturities between three and nine months are classified as short-term investments, are carried at cost, which approximates fair value, and are held to maturity. Fair value is determined by quoted prices for similar certificates of deposit in active markets.

Inventory

Inventory is composed of cellular telephone equipment, paging equipment, and accessories purchased for resale during the ordinary course of business. The inventory is valued at the lower of cost or market, cost being determined by the first-in, first-out (FIFO) method.

Property, plant and equipment

Property, plant and equipment are recorded at cost. Depreciation is provided using the straight-line method over the estimated useful lives of the assets.

Investment

The investment in affiliated company is composed of equity certificates in Rural Telephone Finance Cooperative and is reported at cost, which approximates fair value.

NOTES TO FINANCIAL STATEMENTS

Note 1. Summary of Significant Accounting Policies (Continued)

Intangible assets

The customer lists, non-compete agreements, FCC licenses, bond issuance costs, loan fees and use of name are recorded at cost and are being amortized over the life of the asset by the straight-line method.

Recognition of revenue

Cellular service and paging revenues are recognized when earned. Monthly access and feature charges are billed one month in advance and recognized as revenue the following month. Revenue from telephone and accessories sold are recognized as revenue upon delivery to the customer.

Advertising

Advertising costs are expensed as incurred. At December 31, 2008 and 2007, these costs were \$2,968,190 and \$1,774,317, respectively.

Income taxes

Under existing provisions of the Internal Revenue Code, the income or loss of a limited liability company is recognized by the members for income tax purposes. Accordingly, no provision for federal income taxes has been provided for in the accompanying financial statements.

The Company adopted the provisions of FASB Interpretation No. 48, *Accounting for Uncertainty in Income Taxes*, on January 1, 2008. The Company had no prior unrecognized tax benefits as a result of the implementation of Interpretation 48. There are no tax positions for which the ultimate deductibility is highly uncertain included in the balance sheet at December 31, 2008.

The Company recognizes interest accrued related to unrecognized tax benefits in interest expense and penalties in operating expenses. During the years ended December 31, 2008 and 2007 the Company did not recognize any interest or penalties.

Use of estimates

Management uses estimates and assumptions in preparing financial statements. Those estimates and assumptions affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities, and the reported revenues and expenses.

Comprehensive income

Comprehensive income consists of net income and other comprehensive income. Other comprehensive income includes the change in fair value of interest rate swaps which is also recognized as a separate component of equity.

NOTES TO FINANCIAL STATEMENTS

Note 1. Summary of Significant Accounting Policies (Continued)

Reclassification

Certain amounts presented in the prior period have been restated to conform with the current year presentation.

Note 2. Intangible Assets

Intangible assets consist of the following at December 31, 2008:

	<u>Gross Amount</u>	<u>Accumulated Amortization</u>
Customer lists	\$ 5,363,530	\$ (2,868,565)
Non-compete agreements	220,348	(150,977)
FCC licenses	2,452,368	(544,730)
Use of name	10,000	(5,669)
Other	907,239	(127,784)
	<u>\$ 8,953,485</u>	<u>\$ (3,697,725)</u>

Intangible assets consist of the following at December 31, 2007:

	<u>Gross Amount</u>	<u>Accumulated Amortization</u>
Customer lists	\$ 5,363,530	\$ (2,510,268)
Non-compete agreements	220,348	(136,257)
FCC licenses	1,262,093	(399,017)
Use of name	10,000	(5,001)
Other	508,474	(71,596)
	<u>\$ 7,364,445</u>	<u>\$ (3,122,139)</u>

NOTES TO FINANCIAL STATEMENTS

Note 2. Intangible Assets (Continued)

Aggregate amortization expense related to these intangible assets for the years ended December 31, 2008 and 2007 totaled \$575,586 and \$475,226, respectively. The following represents the total estimated amortization of intangible assets for each of the succeeding five years:

Year ending December 31:

2009	\$ 625,000
2010	625,000
2011	625,000
2012	625,000
2013	625,000

Note 3. Long-Term Debt

Long-term debt consists of the following at December 31:

	2008	2007
Note payable, Fifth Third Bank (a)	\$ 11,600,000	\$ 13,000,000
Line of credit, Fifth Third Bank (b)	-	750,000
Note payable, Fifth Third Bank (c)	8,641,116	-
	<u>\$ 20,241,116</u>	<u>\$ 13,750,000</u>

(a) On February 28, 2006, the Company issued \$14,200,000 in adjustable rate notes to restructure its debt. The notes were issued pursuant to a trust indenture between the Company and U.S. Bank National Association. Principal and interest on the notes are paid from funds drawn by the Trustee under an irrevocable letter of credit issued by Fifth Third Bank. The Notes are collateralized by the assets of the Company and mature on February 1, 2016. The Notes bear interest at a floating interest rate as determined by U.S. Bank National Association (4.60% at 12/31/08). However, the Company entered into an interest rate swap contract (original notional amount of \$14,200,000) that effectively converts its floating-rate debt into a fixed-rate of 5.32% (see Note 8). The note is payable in 10 annual installments of \$1,200,000 for 2007, \$1,400,000 for 2008 through 2012, and \$1,500,000 for 2013 through 2016, with a variable interest rate.

On February 2, 2009, the Company refinanced the remaining \$10,200,000 of the note with a new note payable that matures November 1, 2013, and renegotiated the terms of the interest rate swap contract.

(b) The line of credit agreement with Fifth Third Bank provides for borrowing up to \$2,000,000. The agreement carries a variable interest rate (4.90% at 12/31/08), is secured by the assets of the Company, and is due September 1, 2010.

NOTES TO FINANCIAL STATEMENTS

Note 3. Long-Term Debt (Continued)

(c) On September 1, 2008, the Company borrowed \$9,000,000 to restructure existing debt, purchase new equipment and upgrade existing equipment. The note is collateralized by the assets of the Company. Interest on the note is floating at monthly LIBOR plus 3.00% as determined by Fifth Third Securities, Inc (4.90% at 12/31/08). The Company also entered into an interest rate swap contract (original notional amount of \$9,000,000) that effectively converts its floating-rate debt into a fixed rate of 7.20% (see Note 8). The note is payable in monthly installments of \$107,143 plus interest with a balloon payment due on September 1, 2013.

Under terms of the Notes, the Company has also agreed, among other things, to maintain minimum debt service coverage and minimum debt to tangible worth ratios.

Approximate maturities or payments required on principal under note payable agreements for each of the succeeding five years are as follows:

Year ending December 31:

2009	\$ 3,852,381
2010	2,685,714
2011	2,685,714
2012	2,769,048
2013	8,248,258

Note 4. Retirement Plans

The Company has a 401(k) plan for qualifying employees who have reached twenty-one years of age. Eligible employees are allowed to invest up to 15% of their compensation and the Company has agreed to match 100% of the first 3% of the employees' contribution and 50% of the employees' contribution between 3% and 5%. The Company contributed \$112,235 and \$81,606 matching funds for its 401(k) plan during the years ended December 31, 2008 and 2007, respectively.

The Company also offers an employer sponsored retirement savings plan for qualified employees who have reached twenty-one years of age. The Company has agreed to contribute 9% of the eligible employee's compensation, plus an additional 5% of the original contribution.

The Company contributed \$371,105 and \$355,059 to its retirement savings plan during the years ended December 31, 2008 and 2007, respectively.

Note 5. Related Party Transactions

The Company shares personnel with four of its members. The Company paid \$157,825 and \$137,799 for shared personnel during the years ended December 31, 2008 and 2007, respectively. The Company also leased offices and warehouse space from three members. The leases are for an unspecified length of time. The annual lease expense related to these leases was \$20,301 and \$18,642 during the years ended December 31, 2008 and 2007, respectively.

NOTES TO FINANCIAL STATEMENTS

Note 5. Related Party Transactions (Continued)

The Company incurred interconnection, telephone, cable and internet access charges from its members aggregating \$1,047,239 and \$892,626 for the years ended December 31, 2008 and 2007, respectively.

The Company leases two cellular tower sites from the officers and majority shareholders of a member. The annual lease expense related to these leases was \$2,400 for the years ended December 31, 2008 and 2007. The leases are for an unspecified length of time. The Company also pays part of an annual lease for sharing a tower with a member for an annual fee of \$450. In addition, the Company leases one other site from a company owned by a member for an annual fee of \$3,600. The Company leases cellular tower sites from the parent company of one of its other members. The annual lease expense related to these leases was \$12,463 for the years ended December 31, 2008 and 2007. The leases are for five years with options to renew.

The Company pays commissions to two of its members for phone sales to customers. The amount of commissions paid to related parties during the years ended December 31, 2008 and 2007 was \$51,872 and \$43,644, respectively.

The Company pays fees to companies owned by its members for advertisement in telephone directories, television and on local billboards. The amount of advertising paid to related parties was \$98,276 and \$18,885 for the years ended December 31, 2008 and 2007, respectively.

Note 6. Operating Leases

The Company has entered into operating leases with its members and other customers to provide fiber optic transmission capacity and ancillary services. The terms of these leases are for 15 years. Total rental income earned from these operating lease commitments included in the statements of income was \$1,612,227 and \$1,267,544 for the years ended December 31, 2008 and 2007, respectively. Rental income earned from the Company's members from these leases was \$780,931 and \$607,789 for the years ended December 31, 2008 and 2007, respectively.

Investments in operating leases are as follows at December 31:

	2008	2007
Fiber ring	\$ 7,429,057	\$ 6,606,546
Accumulated depreciation	(2,143,096)	(1,687,693)
	\$ 5,285,961	\$ 4,918,853

The future minimum rental payments expected to be received under these lease agreements for each of the succeeding five years are approximately \$1,500,000 each year.

NOTES TO FINANCIAL STATEMENTS

Note 6. Operating Leases (Continued)

The Company has also entered into lease agreements to obtain fiber optic transmission and digital microwave transmission services; and to rent retail office facilities. The terms of these leases are between 5 and 15 years. Total rental expense incurred from these operating lease commitments included in the statements of income was \$805,277 and \$646,474 for the years ended December 31, 2008 and 2007, respectively. Rental expense incurred from the Company's members from these leases was \$291,461 and \$188,539 for the years ended December 31, 2008 and 2007, respectively. The future minimum lease payments required under these lease agreements for each of the succeeding five years are \$800,000 each year.

Note 7. Eligible Telecommunication Carrier

During 2005, the Company was granted Eligible Telecommunication Carrier (ETC) status by the Kentucky Public Service Commission. As an ETC, the Company receives funding from the federal Universal Service Fund (USF) to support the high cost of providing local telephone service in rural areas. USF payments amounted to \$6,680,698 and \$4,910,497 for 2008 and 2007, respectively.

Note 8. Derivative Financial Instruments, Interest Rate Swaps

The Company entered into two interest rate swap contracts with Fifth Third Bank for the purpose of converting floating-rate interest on its long-term debt to fixed rates. The interest rate swap effectively fixed \$14,200,000 at a rate of 5.32% until February 1, 2016 and fixed \$9,000,000 at a rate of 7.20% until September 1, 2013.

Under the swap contracts, the Company pays interest at 5.32% and 4.20% on the notional amounts and receives interest at LIBOR observed weekly (1.075% at December 31, 2008) and LIBOR observed monthly (1.90% at December 31, 2008), respectively. The interest rate swaps qualify as, and are designated as, cash flow hedges. The swaps are designed to hedge the risk of changes in interest payments on the notes caused by changes in LIBOR. The notional amounts do not represent actual amounts exchanged by the parties, but instead represent the amounts on which the contracts are based.

The swaps were issued at market terms so that they had no fair value or carrying value at their inception. The carrying amount of the swaps has been adjusted to their fair value at the end of the year, which because of changes in forecasted levels of LIBOR, resulted in reporting a liability for the fair value of the future net payments forecasted under the swaps. The swap contracts permit settlement prior to maturity only through termination by the Company. The settlement amounts are determined based on forecasted changes in interest rates required under fixed and variable legs of the swaps. The Company believes the settlement amounts are the best representation of the fair value of the swaps and has adjusted their carrying amounts to the settlement amounts at the end of the year.

NOTES TO FINANCIAL STATEMENTS

Note 8. Derivative Financial Instruments, Interest Rate Swaps (Continued)

The carrying amounts of the swaps are classified as noncurrent since management does not intend to terminate the swaps during 2009. Since the critical terms of the swaps and the notes are approximately the same, the swaps are assumed to be effective as hedges, and none of the changes in fair values are included in income. Accordingly, all of the adjustment of the swaps' carrying amount is reported as other comprehensive income or loss in the accompanying statements of members' equity. If the swaps are terminated early, the corresponding carrying amount would be reclassified into earnings. The Company does not hold or issue interest rate swaps or other financial instruments for trading purposes.

**INDEPENDENT AUDITOR'S REPORT ON
THE SUPPLEMENTARY INFORMATION**

To the Members
East Kentucky Network, LLC
dba Appalachian Wireless
Prestonsburg, Kentucky 41653

Our audit was made for the purpose of forming an opinion on the basic financial statements for the year ended December 31, 2008 and 2007, taken as a whole. The supplementary information shown on pages 16 and 17 is presented for purposes of additional analysis and is not a required part of the basic financial statements. The supplementary information for the year ended December 31, 2008 and 2007, has been subjected to the auditing procedures applied in the audit of the basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

Jones, Nale & Mattingly PLC

Louisville, Kentucky
March 6, 2009

**EAST KENTUCKY NETWORK, LLC
DBA APPALACHIAN WIRELESS**

STATEMENTS OF INCOME DETAIL

	Year Ended December 31, 2008				
	RSA #9 Appalachian	RSA #10 Mountaineer	Fiber Ring	PCS	Totals
REVENUE					
Retail	\$21,677,148	\$ 13,716,884	\$ --	\$ 196,828	\$35,590,860
Roamer	9,424,434	3,125,657	--	42,024	12,592,115
Long distance	131,994	81,285	--	1,017	214,296
Paging	259,547	307,130	--	--	566,677
Equipment sales, cellular	1,492,348	689,288	--	67,303	2,248,939
Equipment sales, paging	20,869	14,908	--	--	35,777
Other	3,903,116	2,387,648	1,559,075	67,058	7,916,897
Total revenue	<u>\$36,909,456</u>	<u>\$ 20,322,800</u>	<u>\$ 1,559,075</u>	<u>\$ 374,230</u>	<u>\$59,165,561</u>
EXPENSES					
Cost of cellular service	\$ 7,464,380	\$ 5,305,238	\$ --	\$ 92,285	\$12,861,903
Cost of paging service	148,346	184,040	--	--	332,386
Cost of equipment sales, cellular	6,730,198	4,590,695	--	335,474	11,656,367
Cost of equipment sales, paging	24,309	32,396	--	--	56,705
Customer service	813,941	496,602	--	2,490	1,313,033
Billing	873,600	505,623	--	3,898	1,383,121
Selling	2,134,116	1,595,634	--	1,455	3,731,205
Maintenance	1,035,157	697,495	39,468	66,820	1,838,940
Utilities	391,910	254,462	43,330	21,744	711,446
Bad debts	491,883	302,032	--	8,243	802,158
Cell site rental	133,339	88,571	400	15,230	237,540
Taxes and licenses	576,748	250,317	121,722	16,540	965,327
Advertising	2,084,232	771,388	--	112,570	2,968,190
General and administrative	1,802,346	1,056,315	226,927	20,792	3,106,380
Occupancy	102,054	80,815	208,497	12,434	403,800
Depreciation	3,939,105	2,891,653	725,234	147,024	7,703,016
Amortization	211,208	407,992	22,151	29,113	670,464
Total expenses	<u>\$28,956,872</u>	<u>\$ 19,511,268</u>	<u>\$ 1,387,729</u>	<u>\$ 886,112</u>	<u>\$50,741,981</u>
Income from operations	<u>\$ 7,952,584</u>	<u>\$ 811,532</u>	<u>\$ 171,346</u>	<u>\$ (511,882)</u>	<u>\$ 8,423,580</u>
OTHER INCOME (EXPENSE)					
Interest income	\$ 21,154	\$ 31,375	\$ 3,331	\$ 163	\$ 56,023
Interest expense	(783,129)	(455,419)	--	(3,957)	(1,242,505)
Universal Service Fund income	3,340,349	3,340,349	--	--	6,680,698
	<u>\$ 2,578,374</u>	<u>\$ 2,916,305</u>	<u>\$ 3,331</u>	<u>\$ (3,794)</u>	<u>\$ 5,494,216</u>
Net income (loss)	<u>\$10,530,958</u>	<u>\$ 3,727,837</u>	<u>\$ 174,677</u>	<u>\$ (515,676)</u>	<u>\$13,917,796</u>

Year Ended December 31, 2007

RSA #9 Appalachian	RSA #10 Mountaineer	Fiber Ring	PCS	Totals
\$17,642,270	\$11,838,430	\$ --	\$ --	\$29,480,700
6,669,355	2,570,467	--	--	9,239,822
124,057	72,730	--	--	196,787
311,459	372,605	--	--	684,064
1,858,283	1,147,890	--	--	3,006,173
22,375	11,487	--	--	33,862
1,918,184	1,393,323	1,202,262	--	4,513,769
<u>\$28,545,983</u>	<u>\$17,406,932</u>	<u>\$ 1,202,262</u>	<u>\$ --</u>	<u>\$47,155,177</u>
\$ 5,269,638	\$ 3,740,533	\$ --	\$ --	\$ 9,010,171
144,051	165,473	--	--	309,524
6,159,530	3,818,719	--	--	9,978,249
32,491	26,816	--	--	59,307
854,848	569,349	--	--	1,424,197
646,609	439,931	--	--	1,086,540
1,488,778	1,271,924	--	--	2,760,702
947,194	605,128	41,911	3,109	1,597,342
317,027	211,787	33,641	--	562,455
679,376	486,293	--	--	1,165,669
110,010	63,542	2,168	--	175,720
460,230	354,586	58,550	--	873,366
1,349,040	425,277	--	--	1,774,317
1,470,148	957,527	207,795	--	2,635,470
92,800	76,970	183,871	--	353,641
3,606,890	2,433,512	944,763	2,294	6,987,459
138,707	375,631	11,515	2,379	528,232
<u>\$23,767,367</u>	<u>\$16,022,998</u>	<u>\$ 1,484,214</u>	<u>\$ 7,782</u>	<u>\$41,282,361</u>
\$ 4,778,616	\$ 1,383,934	\$ (281,952)	\$ (7,782)	\$ 5,872,816
\$ 4,769	\$ 34,195	\$ 3,883	\$ --	\$ 42,847
(531,490)	(353,666)	--	--	(885,156)
2,683,838	2,226,659	--	--	4,910,497
<u>\$ 2,157,117</u>	<u>\$ 1,907,188</u>	<u>\$ 3,883</u>	<u>\$ --</u>	<u>\$ 4,068,188</u>
<u>\$ 6,935,733</u>	<u>\$ 3,291,122</u>	<u>\$ (278,069)</u>	<u>\$ (7,782)</u>	<u>\$ 9,941,004</u>

**EAST KENTUCKY NETWORK, LLC
DBA APPALACHIAN WIRELESS**

STATEMENTS OF INCOME DETAIL (Continued)

	Year Ended December 31, 2008				
	RSA #9 Appalachian	RSA #10 Mountaineer	Fiber Ring	PCS	Totals
COST OF CELLULAR SERVICE					
Roamer pass through charges	\$ 4,949,474	\$ 3,595,547	\$ --	\$ 77,604	\$ 8,622,625
SCB interconnection	237,395	144,905	--	532	382,832
Local charges	2,401,115	1,387,166	--	18,826	3,807,107
Harold interconnection	134,062	--	--	--	134,062
Wheelwright interconnection	37,412	--	--	--	37,412
GTE interconnection	62,621	63,402	--	--	126,023
West Liberty interconnection	46,578	--	--	--	46,578
Chapman interconnection	67,775	21,616	--	161	89,552
Salyersville interconnection	154,146	82,148	--	658	236,952
Bluefield interconnection	300	--	--	--	300
Roanoke interconnection	13,626	--	--	--	13,626
Interconnect revenue	(715,726)	(453,368)	--	(5,653)	(1,174,747)
Fiber ring interconnection	75,602	121,000	--	157	196,759
TGTC interconnection and DS3 charges	--	171,590	--	--	171,590
PRTC interconnection	--	171,232	--	--	171,232
	<u>\$ 7,464,380</u>	<u>\$ 5,305,238</u>	<u>\$ --</u>	<u>\$ 92,285</u>	<u>\$12,861,903</u>
COST OF PAGING SERVICE					
Paging maintenance	\$ 256	\$ 384	\$ --	\$ --	\$ 640
Salaries and benefits	30,752	46,129	--	--	76,881
Tower rent	45,095	75,005	--	--	120,100
Telephone expense	--	131	--	--	131
Expanded coverage costs	--	998	--	--	998
Interconnection charges	33,211	28,094	--	--	61,305
Office and billing expense	38,462	22,945	--	--	61,407
Other	570	10,354	--	--	10,924
	<u>\$ 148,346</u>	<u>\$ 184,040</u>	<u>\$ --</u>	<u>\$ --</u>	<u>\$ 332,386</u>

Year Ended December 31, 2007

RSA #9 Appalachian	RSA #10 Mountaineer	Fiber Ring	PCS	Totals
\$ 3,554,926	\$ 2,559,114	\$ --	\$ --	\$ 6,114,040
234,187	158,145	--	--	392,332
1,496,116	991,910	--	--	2,488,026
166,140	--	--	--	166,140
31,134	--	--	--	31,134
18,186	33,187	--	--	51,373
107,242	--	--	--	107,242
43,298	16,620	--	--	59,918
118,167	64,495	--	--	182,662
2,976	--	--	--	2,976
14,629	--	--	--	14,629
(569,849)	(393,685)	--	--	(963,534)
52,486	71,881	--	--	124,367
--	186,290	--	--	186,290
--	52,576	--	--	52,576
<u>\$ 5,269,638</u>	<u>\$ 3,740,533</u>	<u>\$ --</u>	<u>\$ --</u>	<u>\$ 9,010,171</u>

\$ 3,966	\$ 6,718	\$ --	\$ --	\$ 10,684
28,850	43,351	--	--	72,201
44,798	53,146	--	--	97,944
--	126	--	--	126
--	703	--	--	703
35,618	27,865	--	--	63,483
30,566	22,507	--	--	53,073
254	11,056	--	--	11,310
<u>\$ 144,052</u>	<u>\$ 165,472</u>	<u>\$ --</u>	<u>\$ --</u>	<u>\$ 309,524</u>

Directions to Bonnyman Site

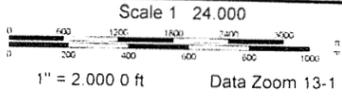
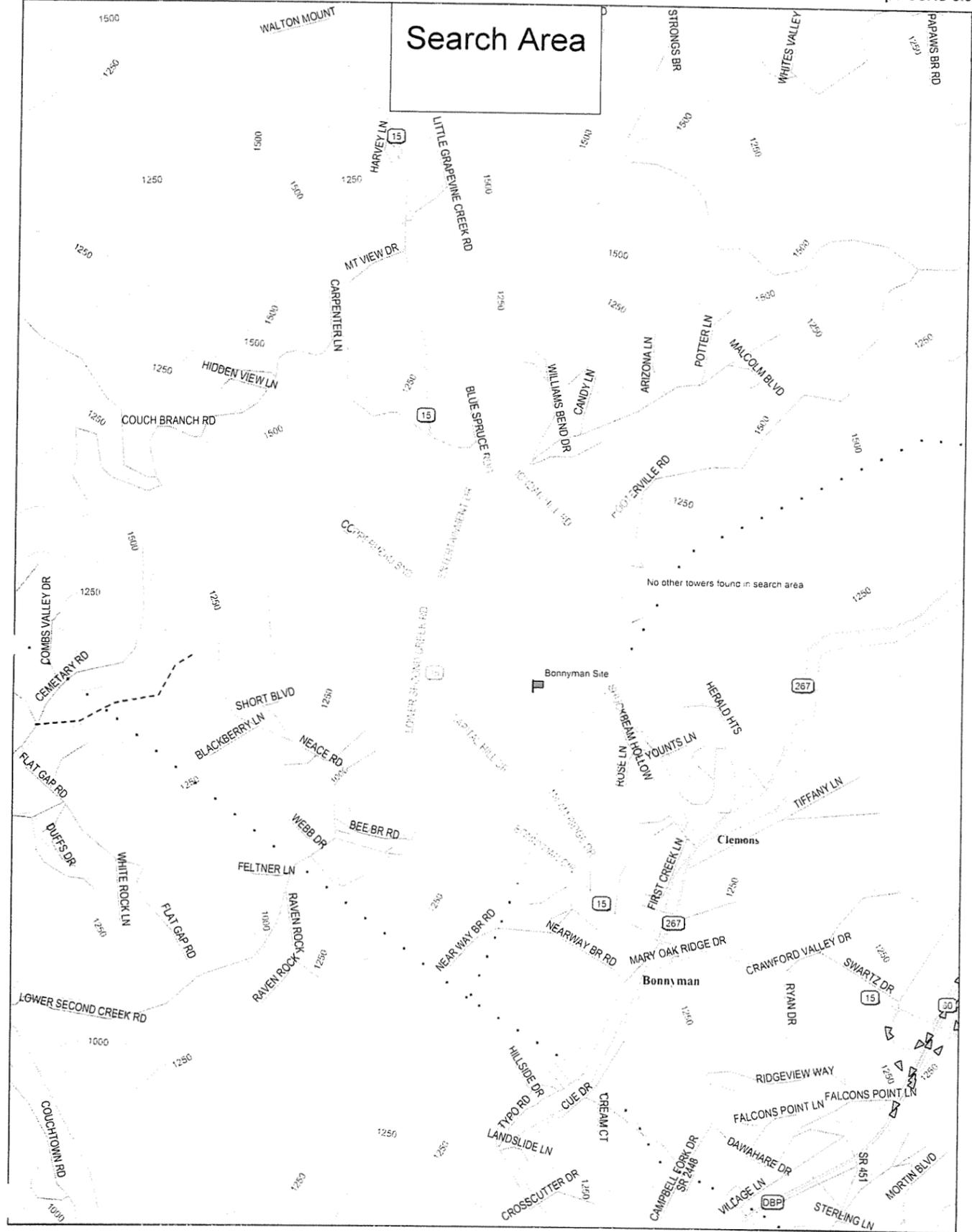
Starting on Main Street in front of the Perry County Courthouse, Hazard, KY, go East one block and turn left on Lavern Street. Go 0.1 mile to junction of Memorial Drive. Turn left on Memorial Drive and go 0.3 miles to the junction of North Main Street. Turn right and go 0.6 miles and turn right on State Route 15 North. Stay on State Route 15 North for 4.1 miles, and turn right at the gates going to the property owner's house. The road to the tower has not been completed, but is marked by flagging to show the route that will be taken. Total miles to this point are 5.1.

Directions given by:

Dennis Shepherd
Appalachian Wireless
606-791-6263 Cell Phone
606-785-2215 Office
d.shepherd@tgtel.com email

Search Area

No other towers found in search area



RECEIVED
PERRY COUNTY CLERK

2008 NOV 12 PM 12: 26

**DECLARATION AND GRANT OF PERPETUAL EASEMENTS
AND RIGHTS OF WAY**

THIS DECLARATION AND GRANT OF PERPETUAL EASEMENTS AND RIGHTS OF WAY (hereinafter, the "Grant") is made and entered into this the 12th day of November, 2008 by and between **KATHY THACKER** and her husband, **VONCEL THACKER**, residents of P.O. Box 220, Bulan, Kentucky 41722, hereinafter referred to as "Grantors; and **EAST KENTUCKY NETWORK, LLC, dba APPALACHIAN WIRELESS**, having a mailing address of 101 Technology Trail, Ivel, Kentucky 41642, hereinafter referred to as "Grantee".

WITNESSETH:

WHEREAS, Grantors are the owners of a certain tract of land located on Lower Second Creek in Perry County, Kentucky, as more particularly described in the following conveyances of record in the Perry County Clerk's Office: (i) deed from Vincent James Mongiardo and his wife, Kathrine Mongiardo, to Kathy Mongiardo dated August 11, 1982 and recorded at Deed Book 192, page 46; and (ii) deed from Vincent J. Mongiardo aka James Vincent Mongiardo, et al, to Kathy Thacker and Voncel Thacker dated June 18, 2008 and recorded at Deed Book 339, page 93. Reference also is made to the Will of Catarina M. Mongiardo recorded at Will Book 9, page 400 in the Perry County Clerk's Office. The property described in the foregoing deeds is hereinafter referred to as "Grantors' Property"; and

WHEREAS, Grantors and Grantee, for valuable consideration, have agreed to the dedication and grant of a perpetual easement and right of way in favor of Grantee, its successors and assigns, for a portion of Grantors' Property as more particularly described in Exhibit "A" attached hereto and incorporated herein by reference, and as shown on the plat dated July 17th, 2008, prepared by James W. Caudill, LLS, and attached hereto as Exhibit "B" and incorporated herein by reference, said property being hereinafter referred to as the "Premises", together with certain nonexclusive easements and rights of way as hereinafter set out.

NOW THEREFORE, for and in consideration of the sum of Twenty Thousand Dollars (\$20,000.00), the receipt and sufficiency of which is hereby acknowledged, Grantors do hereby grant and convey unto Grantee, its successors and assigns, the perpetual and exclusive right and easement to use the Premises for purposes of constructing and placing thereon buildings, towers, guy lines, anchors and other related facilities and equipment, including but not limited to, telephone lines, coaxial lines, power lines and the installation of any and all other equipment deemed necessary by Grantee to receive and transmit any and all electronic signals in the rural service area now or hereafter to be served by the facility. The parties hereto recognize that technology in the communications field is advancing at a rapid rate and that this site may be used for any other purpose now in the developmental stage or which may later be developed in the communications industry to carry out the objectives of Grantee, that being to transmit and receive signals and communications by wire, fiber optics, radio and satellite, in connection with Grantee's business.

In addition to the aforesaid, and for the consideration paid hereunder, Grantors do hereby grant and convey to Grantee the following nonexclusive easements:

(i) A nonexclusive easement and right of way, twenty (20) feet in width, across the remaining portion of Grantors' Property for the construction and maintenance of an access road to be used by Grantee for ingress to and egress from the Premises (hereinafter, the "Access Road"). The location of the Access Road shall be mutually determined by Grantors and Grantee. Grantee shall gate the entrance to the Access Road in a manner that will best prevent trespassing and shall keep the gate locked with the understanding that Grantors shall be provided with a working key;

(ii) A nonexclusive easement and right of way to construct, maintain and operate telephone and power transmission lines, including wires, poles, cables, conduits and pipes, over, under and across the remaining portion of Grantors' Property to service the tower and related facilities which are to be erected upon the Premises, said easement and

right of way to be approximately forty (40) feet in width and to be at a location mutually determined by Grantors and Grantee.

It is understood that the easements and rights of way granted herein, whether exclusive or nonexclusive, are perpetual in nature. Grantee, if in its sole and exclusive judgment determines that the Premises are no longer needed in connection with Grantee's business, shall have the right to surrender the perpetual easements and rights of way granted herein upon sixty (60) days written notice of such intention to Grantors, and thereafter, Grantee shall have one hundred eighty (180) days within which to remove any and all of its buildings, equipment and facilities constructed and/or placed upon the Premises. After the expiration of such time, the Premises, together with all easements and rights of way granted herein, shall revert to Grantors.

Grantors and Grantee further enter into the following covenants and conditions which shall be considered a part of this Grant:

1. Grantors warrant generally the Premises, rights, easements and privileges granted herein.

2. Grantors shall not use the remaining portion of Grantors' Property for the construction, installation or operation of any wireless communications facilities which would unreasonably interfere with Grantee's communications facility.

3. Grantee shall pay all personal property taxes assessed on, or any portion of such taxes attributable to, the equipment used by Grantee on the Premises. Grantors shall pay, when due, all real property taxes and all other fees and assessments attributable to the Premises, provided however, that Grantee shall reimburse Grantors for any increase in real property taxes levied against Grantors, or their heirs and assigns, which are attributable to or arise as a result of the improvements constructed or placed by Grantee, its successors or assigns, on the Premises.

4. Grantee shall indemnify and save harmless Grantors from any liability resulting from Grantee's activities upon the Premises or in the exercise of any of the rights, privileges and rights of way granted herein, specifically including but not limited to any claim, loss, fine, penalty and costs (including reasonable attorney's fees) arising out of any violation of any environmental laws or regulations. This provision shall survive the termination of the Grant.

5. This Grant and the exhibits attached hereto constitute the entire agreement between the parties, and no oral or implied agreements or representations will be binding upon the parties hereto.

6. This instrument shall be interpreted under the laws of the Commonwealth of Kentucky.

7. The terms, covenants and provisions of this Grant shall be binding upon the parties hereto, and their respective executors, administrators, heirs, successors and assigns.

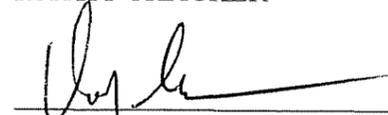
8. All notices, demands or other writings to be given to either party hereunder shall be deemed to have been given when made in writing and deposited in the United States mail, certified and postage prepaid, to Grantors and Grantee at the addresses provided in the preamble to this Grant, unless such addresses have been changed by written notice as provided herein.

IN TESTIMONY WHEREOF, witness the signatures of the parties hereto this the day and year first above written.

GRANTORS:



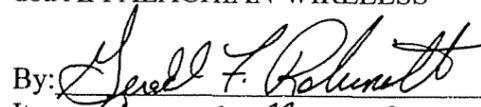
KATHY THACKER



VONCEL THACKER

LESSEE:

EAST KENTUCKY NETWORK, LLC
dba APPALACHIAN WIRELESS

By: 

Its: General Manager

STATE OF KENTUCKY

COUNTY OF Perry

The foregoing Easement was this 12th day of November, 2008, produced and acknowledged before me by Kathy Thacker and her husband, Vancel Thacker, to be their act and deed.

Dennis Shepherd
Notary Public
Commission Expires: oct. 22-2009

STATE OF KENTUCKY

COUNTY OF Floyd

The foregoing Lease Agreement was this 3rd day of November, 2008, produced and acknowledged before me by East Kentucky Network, LLC, dba Appalachian Wireless, by Gerald F Robinette, its General manager, on behalf of said entity.

Dennis Shepherd
Notary Public
Commission Expires: oct. 22-2009

This instrument prepared by:

Robin J. Collins
ROBIN JOHNSON COLLINS
ATTORNEY AT LAW
P.O. BOX 176
LACKEY, KENTUCKY 41643
(606)358-4493

**DEED DESCRIPTION
FOR SUB DIVISION OF**
Property of
Kathy & Voncel Thacker
P.O. Box 252, Hindman, Ky 41822
Located near Hazard in Perry County at
4391 Hwy 15N , Bonnyman, KY

July 17, 2008

A portion of the property lying within the tract of land located north of hwy 15 and north of cut through between First Creek and Second Creek in Perry County Kentucky, near the community of Bonnyman. Being a part of property conveyed by deed from Vincent J. Mongiardo, Vincent Anthony Mongiardo, and Frank D. Mongiardo to Kathy and Voncel Thacker and recorded in Deed Book 339 Page 93 of the Perry County Court House.

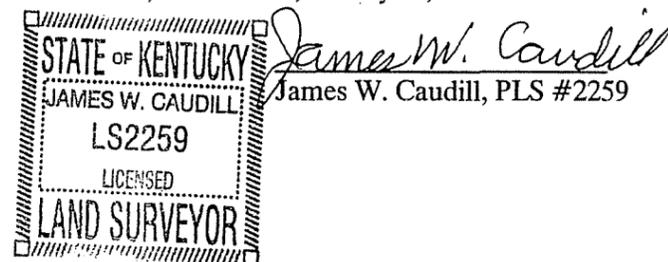
Lot #A1

Unless stated otherwise, any monument referred to herein as "set iron pin with cap" is a set 1/2" diameter rebar, at least eighteen (18") in length, with a plastic cap stamped "LS-2259". All bearings stated herein are referred to the NAD83 KY South State Plane north. This survey performed by James W. Caudill, LS2259, on July 17, 2008.

Beginning on a found iron pin with cap marked ls3633 at a point on the ridge at the property corner between Voncel Thacker, Phillip Clemons, and Kentucky River Property, said point having a NAD83 KY south state plane coordinate of [N:2002959.63, E:2369573.71] and being North 66 deg 20 min 33 sec East, 94.29 feet from found iron pin with cap marked ls3633 on the ridge; thence running with the ridge and the line between Voncel Thacker and Kentucky River Property South 76 deg 45 min 16 sec East, 211.33 feet to a found iron pin with cap, South 22 deg 07 min 18 sec East, 119.64 feet to a set iron pin with cap marked ls2259 on the ridge; thence leaving the ridge and the line of Kentucky River Property and severing the land of Voncel Thacker South 76 deg 24 min 16 sec West, 97.43 feet to a set iron pin with cap marked ls2259 near the base of the cliff, North 63 deg 03 min 46 sec West, 101.59 feet to a set iron pin with cap marked ls2259 near base of cliff, North 25 deg 41 min 32 sec West, 151.07 feet to the beginning.

Containing a calculated area of 25378 sq ft or 0.58 acres.

This according to a survey by James W. Caudill, PLS #2259, on July 17, 2008.



STATE OF KENTUCKY

COUNTY OF PERRY

I, Haven King, Clerk of the aforesaid county and state, do certify that the foregoing instrument was lodged in my office for record, whereupon the same, together with the foregoing and this certificate, have been duly recorded in my office in Deed Book 342 page 194.

Given under my hand this 12 day of November, 2008.

HAVEN KING, CLERK
PERRY COUNTY COURT

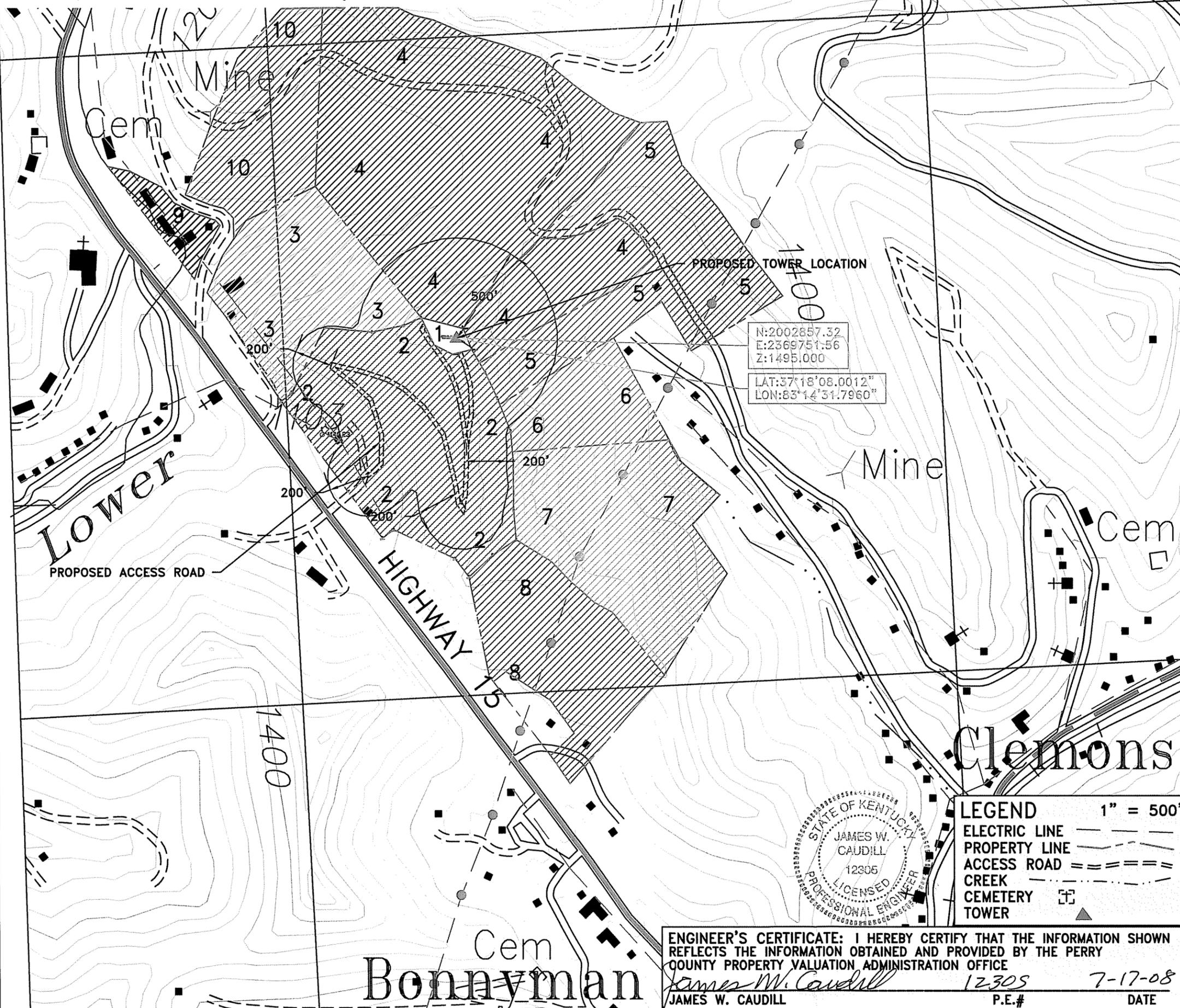
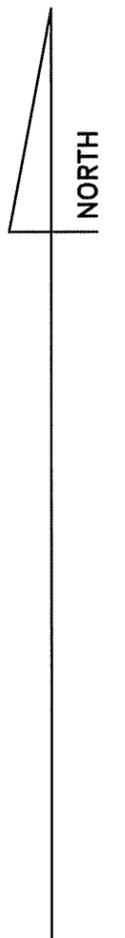
BY *Haven King* D.C.

HARZARD NORTH 7.5' QUAD

APPALACHIAN WIRELESS
 101 TECHNOLOGY TRAIL
 IVEL, KY. 41642
 PROPOSED TOWER SITE
 VONCEL THACKER TR NEAR HAZARD

LAND OWNERS:

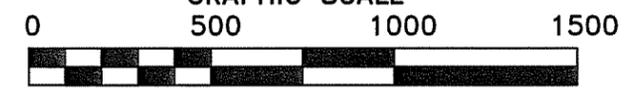
- 1 APPALACHIAN WIRELESS
101 TECHNOLOGY TRAIL
IVEL, KY 41642
- ◐ 2 VONCEL THACKER
P.O. BOX 252
HINDMAN, KY 41822
- ◑ 3 PHILLIP K. CLEMONS
P.O. BOX 2
BONNYMAN, KY 41719
- ◒ 4 KENTUCKY RIVER PROPERTIES
250 WEST MAIN STE 1823
LEXINGTON, KY 40507
- ◓ 5 VICTOR JEWELL
P.O. BOX 105
BONNYMAN, KY 41719
- ◔ 6 STEVEN HOLLAND
P.O. BOX 665
BONNYMAN, KY 41719
- ◕ 7 HAZARD PERRY CO. HOUSING
P.O. BOX 7284
HAZARD, KY 41702
- ◖ 8 IMA JEAN & ROBERT MILAN
BOX 7
BONNEYMAN, KY 41719
- ◗ 9 THOMAS J & LINDA TEAGUE
263 TURNER AVE
HAZARD, KY 41701
- ◘ 10 JOHN & LENORA BURGETT
290 SHERIFF COURT
BONNYMAN, KY 41719



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 Z:1495.000
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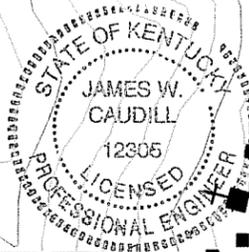
7/17/08

GRAPHIC SCALE



LEGEND 1" = 500'

ELECTRIC LINE	---
PROPERTY LINE	---
ACCESS ROAD	==
CREEK	- - - -
CEMETERY	⊕
TOWER	▲



ENGINEER'S CERTIFICATE: I HEREBY CERTIFY THAT THE INFORMATION SHOWN REFLECTS THE INFORMATION OBTAINED AND PROVIDED BY THE PERRY COUNTY PROPERTY VALUATION ADMINISTRATION OFFICE
James W. Caudill 12305 7-17-08
 JAMES W. CAUDILL P.E.# DATE

MAP SHOWING STRUCTURES & LAND OWNERS WITHIN 500 FT OF THE PROPOSED TOWER

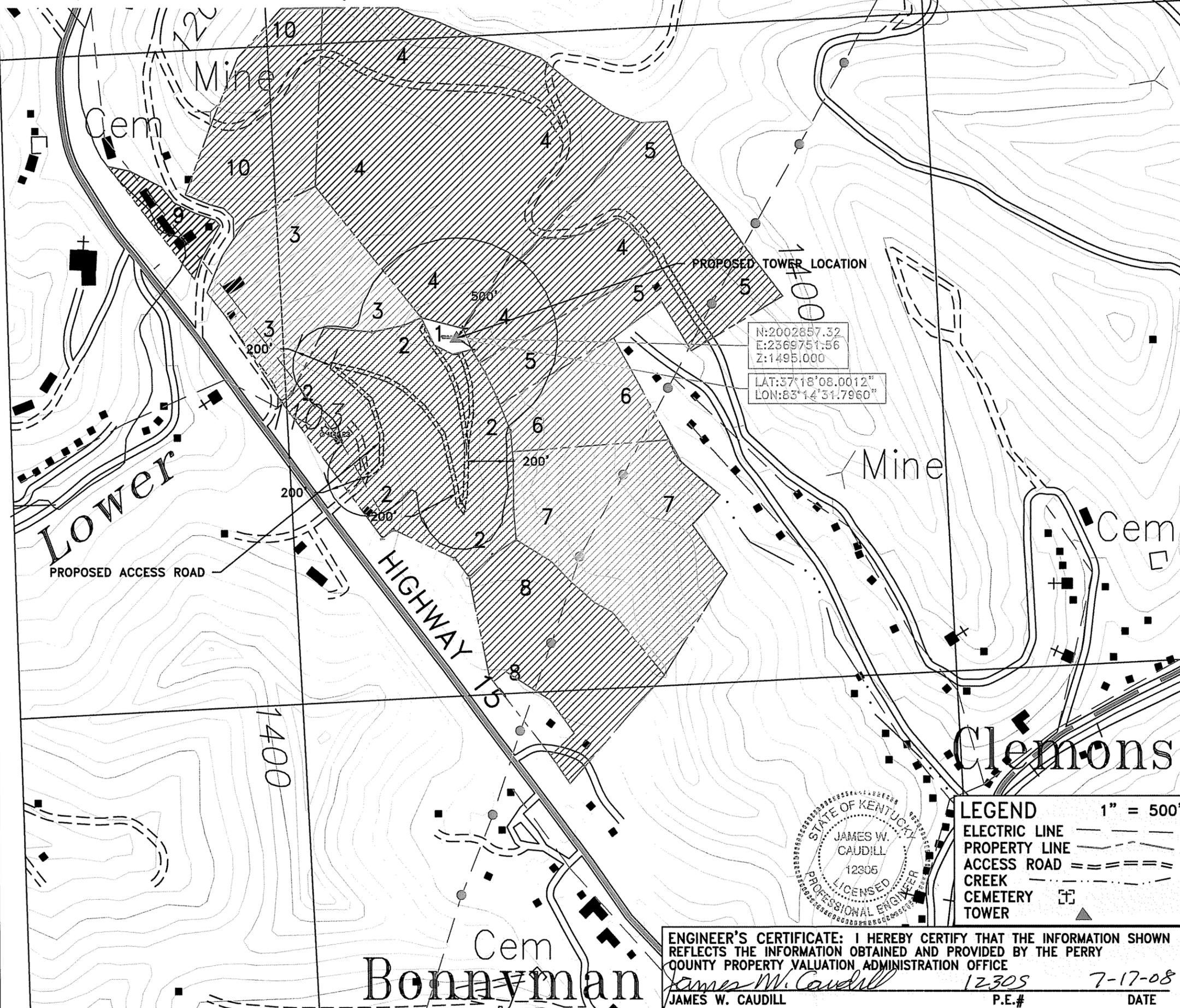
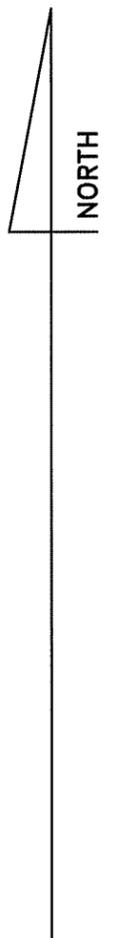


HARZARD NORTH 7.5' QUAD

APPALACHIAN WIRELESS
 101 TECHNOLOGY TRAIL
 IVEL, KY. 41642
 PROPOSED TOWER SITE
 VONCEL THACKER TR NEAR HAZARD

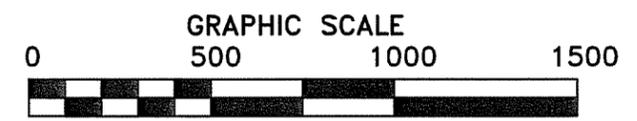
LAND OWNERS:

- 1 APPALACHIAN WIRELESS
101 TECHNOLOGY TRAIL
IVEL, KY 41642
- ◐ 2 VONCEL THACKER
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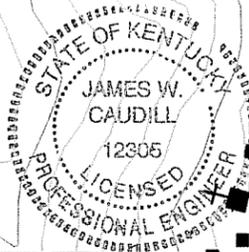
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 E:2369751.56
 Z:1495.000
 LAT:37°18'08.0012"
 LON:83°14'31.7960"

7/17/08



LEGEND 1" = 500'

ELECTRIC LINE	---
PROPERTY LINE	---
ACCESS ROAD	==
CREEK	- - - -
CEMETERY	⊕
TOWER	▲

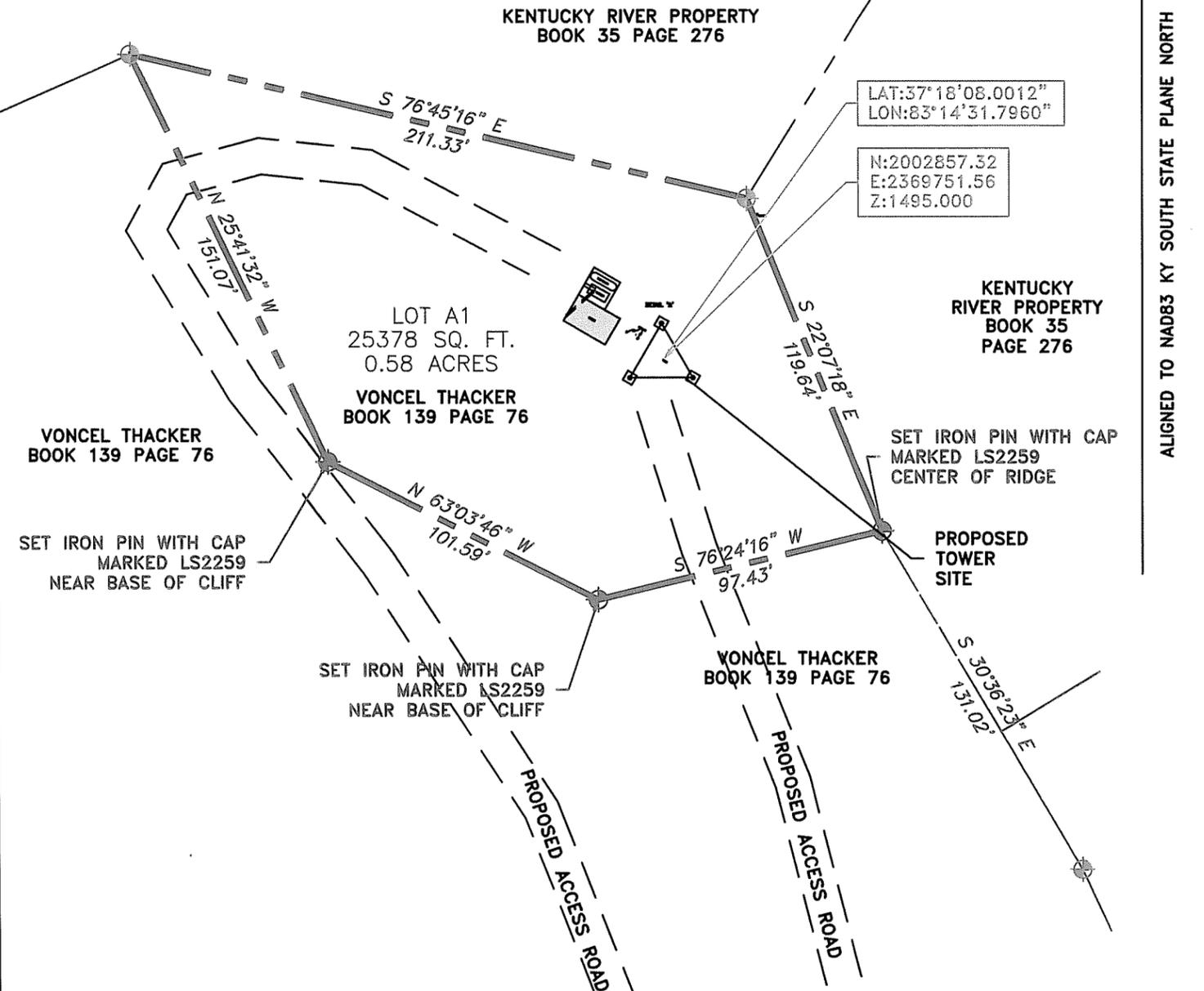


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James W. Caudill 12305 7-17-08
 JAMES W. CAUDILL P.E.# DATE

MAP SHOWING STRUCTURES & LAND OWNERS WITHIN 500 FT OF THE PROPOSED TOWER



**SITE SURVEY
STRUCTURE LOCATION
VONCEL THACKER TR.
PERRY COUNTY
NEAR HAZARD**



SCALE 1" = 50'

LEGEND

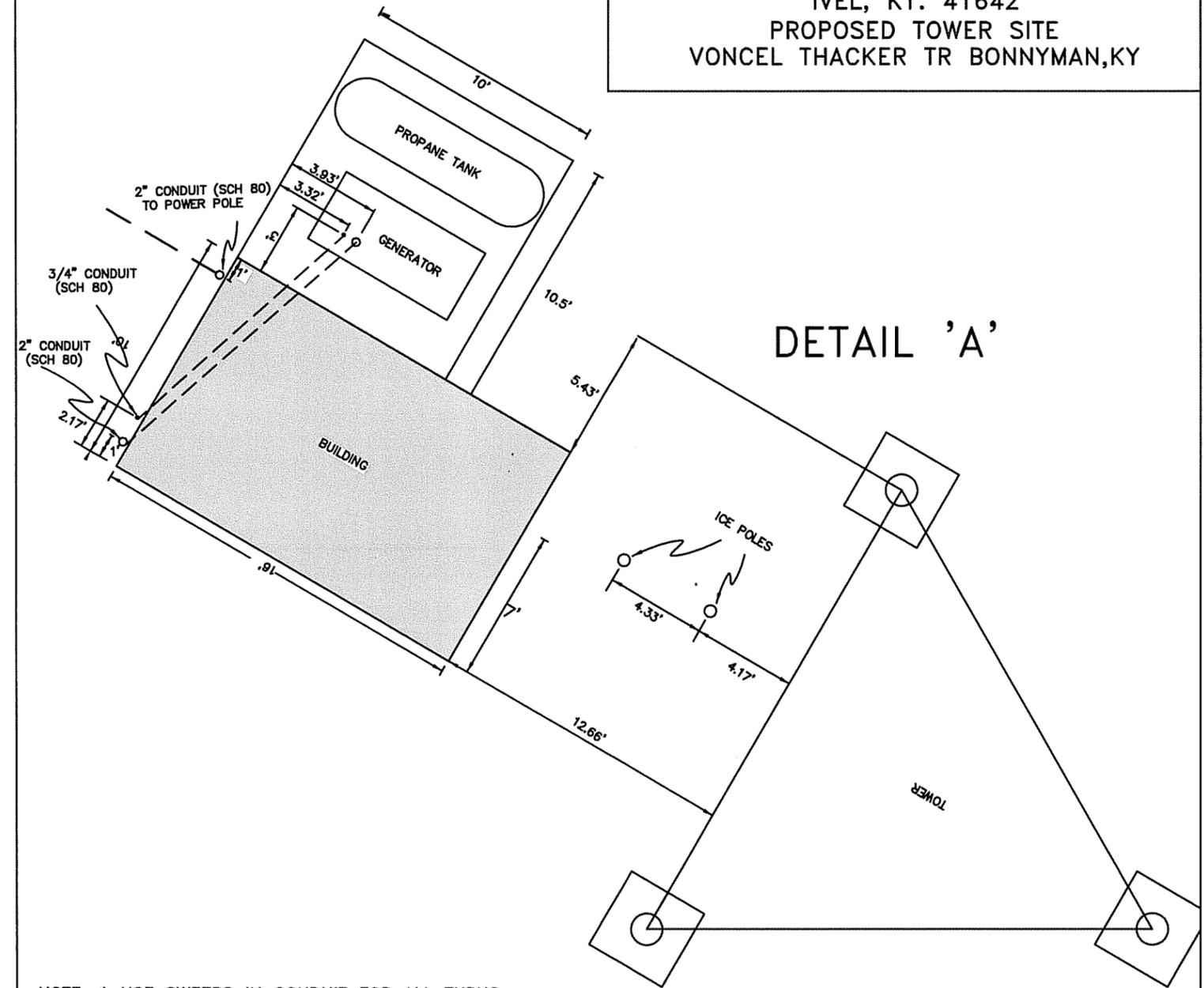
- CEMETERY
- TOWER
- BOUNDARY LINE
- ACCESS ROAD



-THE PROPOSED TOWER HAS BEEN LOCATED USING TRIMBLE 4000SSI GPS UNIT PROCESSED BY "OPUS"
 -STATE PLANE COORDINATES NAD 83 KY SOUTH ZONE N 2002857.32, E 236751.56, EL 1495 FT MSL
 -PRECISION: HORIZONTAL=0.30' VERTICAL=0.50'
 -PROPERTY LINE INFORMATION TAKEN FROM DEEDS AND VERIFIED IN THE FIELD.

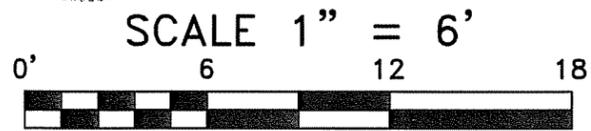
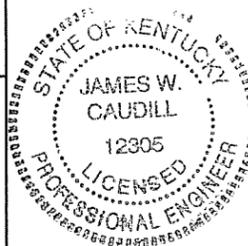
James W. Caudill 12305 7-17-08
 JAMES W. CAUDILL P.E. DATE

APPALACHIAN WIRELESS
 101 TECHNOLOGY TRAIL
 IVEL, KY. 41642
 PROPOSED TOWER SITE
 VONCEL THACKER TR BONNYMAN, KY



- NOTE: * USE SWEEPS IN CONDUIT FOR ALL TURNS
 * CONDUITS SHALL BE PLACED 3.25" OUTSIDE CONCRETE SLAB

07/17/08



SCALE 1" = 6'

SITE SURVEY/STR LOCATION

GOLEMAN ENGINEERING

P.O. BOX 153, HINDMAN, KY 41822