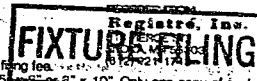


## UNIFORM COMMERCIAL CODE - FINANCING STATEMENT - FORM UCC-1

## INSTRUCTIONS:

1. PLEASE TYPE this form. Fold only along perforation for mailing.
2. Remove Secured Party and Debtor copies and send other 3 copies with interleaved carbon paper to the filing officer. Enclose filing fee.
3. If the space provided for any item(s) on the form is inadequate the item(s) should be continued on additional sheets, preferably Schedule B-1. Only one copy of such additional sheets need be presented to the filing officer with a set of three copies of the financing statement. Long schedules of collateral, indentures, etc., may be on any size paper that is convenient for the secured party. Indicate the number of additional sheets attached.
4. If collateral is crops or goods which are or are to become fixtures, describe generally the real estate and give name of record owner.
5. When a copy of the security agreement is used as a financing statement, it is requested that it be accompanied by a completed but unsigned set of these forms, without extra fee.
6. At the time of original filing, filing officer should return third copy as an acknowledgment. At a later time, secured party may date and sign Termination Legend and use third copy as a Termination Statement.



This FINANCING STATEMENT is presented to a filing officer for filing pursuant to the Uniform Commercial Code:

1. Debtor(s) (Last Name First) and address(es)  
**United States Cellular Operating Company of Medford**  
**c/o United States Cellular Corporation**  
**8410 West Bryn Mawr Avenue**  
**Suite 700**  
**Chicago, IL 60631**

2. Secured Party(ies) and address(es)  
**United States Cellular Corporation**  
**8410 West Bryn Mawr Avenue**  
**Suite 700**  
**Chicago, IL 60631**  
 Tax ID/Social Security No.

Tax ID/Social Security No.

4. This financing statement covers the following types (or items) of property:

Chattel paper, rights to payment, instruments, contract rights, inventory, equipment, software, software licenses, fixtures and general intangibles, all as more particularly described on Exhibit A attached hereto and incorporated herein. **FIXTURE FILING:** This financing statement covers goods that are or may be affixed to the real property described on Exhibit B hereto. The record owner is described on Exhibit B. **FILE IN REAL ESTATE RECORDS.**

3. Maturity date (if any):

For Filing Officer (Date, Time, Number, and Filing Office)

3-24-95

M95/6934

5. Assignee(s) of Secured Party and Address(es)

**NTFC Capital Corporation**  
**220 Athens Way**  
**Nashville, TN 37228**

This statement is filed without the debtor's signature to perfect a security interest in collateral. (check ☒ if so)☐ already subject to a security interest in another jurisdiction when it was brought into this state.☐ which is proceeds of the original collateral described above in which a security interest was perfected.Check ☒ If covered: ☒ Proceeds of Collateral are also covered. ☒ Products of Collateral are also covered. No. of additional Sheets presented: 2

**United States Cellular Operating Company of Medford**

**United States Cellular Corporation**

By: [Signature]

Signature(s) of Debtor(s)

By: [Signature]

Signature(s) of Secured Party(ies)

(1) Filing Officer Copy - Alphabetical

STANDARD FORM - FORM UCC-1.

## EXHIBIT A

## Debtor:

United States Cellular Operating  
Company - Des Moines  
c/o United States Cellular  
Corporation  
8410 West Bryn Mawr Avenue  
Suite 700  
Chicago, Illinois 60631

## Secured Party:

United States Cellular  
Corporation  
8410 West Bryn Mawr Avenue  
Suite 700  
Chicago, Illinois 60631

## Assignee:

NTFC Capital Corporation  
220 Athens Way  
Nashville, TN 37228

The Collateral consists of all of Debtor's right, title and interest in, to and under the following, whether now existing or hereafter acquired or arising and wherever located: chattel paper, rights to payment, instruments, contract rights, inventory, equipment, software, software licenses (to the extent permitted by the applicable licensor), fixtures, general intangibles and all accessions and additions to, substitutions for and replacements, products and proceeds of the foregoing, but excluding in all cases the Excluded Collateral (collectively, the "Collateral"). The term "Excluded Collateral" shall mean all now owned or hereafter acquired (i) accounts receivable arising from, and contracts for, the sale or lease of goods (other than goods purchased by Debtor from Northern Telecom Inc.) or rendition of services by the Debtor, (ii) instruments or general intangibles representing or evidencing ownership interests in any other entity holding a license or permit from the Federal Communications Commission to construct or operate a cellular radio communications system and (iii) rights to construction permits and operating licenses issued by the Federal Communications Commission or any state public utilities commission regarding the Debtor's or other entity's construction or operation of any cellular radio communications system.

United States Cellular Operating  
Company - Des Moines

By:                     

UNITED STATES CELLULAR  
CORPORATION

By:

Klamath County, OR

**Exhibit B to Financing Statement****Debtor:**

United States Cellular  
Operating Company of Medford  
8410 West Bryn Mawr Avenue  
Suite 700  
Chicago, IL 60631  
Attn: Kenneth R. Meyers,  
Vice President, Finance

**Secured Party:**

United States Cellular  
Corporation  
8410 West Bryn Mawr Avenue  
Suite 700  
Chicago, IL 60631  
Attn: Kenneth R. Meyers,  
Vice President, Finance

**Assignee of Secured  
Party:**

NTFC Capital Corporation  
220 Athens Way  
Nashville, TN 37228  
Attn: Legal Department

**Description of Real Property**

Parcel 1 of 1 (Pelican Butte)

Name of a Record Owner: United States Department of Agriculture,  
Forest Service

Description of Real Property:

Space in building of lessor, located on Pelican Butt near Rocky Point,  
Oregon, in Klamath County, Oregon, located in the SE 1/4 of the NW 1/4 of  
Section 20, T-35S, R-6E, of the NW Klamath County, Oregon.

National Forest System land identified as the Pelican Butte Communications  
Site, within Section 20, T. 35 S., R. 6 E., W. M.

STATE OF OREGON: COUNTY OF KLAMATH: ss.

Filed for record at request of Lexis Document Service the 24th day  
of March A.D., 19 95 at 9:42 o'clock A. M., and duly recorded in Vol. M95  
of Mortgages on Page 6934

Bernetha G. Leisch, County Clerk

FEE \$15.00  
Non Stan 10.00

By Synette Hestley