

IN THE CIRCUIT COURT OF COOK COUNTY, ILLINOIS  
COUNTY DEPARTMENT, CHANCERY DIVISION

PrimeCo Personal Communications, et al., )  
)  
Plaintiffs )  
v. )  
)  
Illinois Commerce Commission )  
and City of Chicago, )  
Defendants. ) No. 98 CH 5500  
Spillman, et al., )  
) Judge Patrick E. McGann  
Plaintiffs )  
v. )  
)  
Village of Skokie, et al., )  
Defendants. )

**NOTICE OF WIRELESS CLASS ACTION SETTLEMENT**

This lawsuit relates to the Municipal Infrastructure Maintenance Fee ("Municipal IMF") imposed on telecommunications bills from January 1, 1998 through February 7, 2002 (the "Class Period"). On July 28, 2005, the Wireless Plaintiff Class (defined below) and Wireless Defendant Municipality Class (defined below) reached a settlement, the terms of which are summarized below. This Notice of Wireless Class Action Settlement ("Notice") contains important information regarding the Wireless Class Settlement in this litigation that affects your rights in connection with this lawsuit.

**1. Who Should Read This Notice?** This Notice is for telecommunications customers ("subscribers") that received a bill for wireless telecommunications services provided from January 1, 1998 through February 7, 2002 that included Municipal IMF charges ("the Wireless Plaintiff Class") including:

All subscribers to telephone service provided by suppliers, other than PrimeCo or US Cellular, that do not maintain any of their telecommunications infrastructure, except switching stations, i.e., equipment or facilities used to permanently or temporarily convert wireless telephone message delivery service, within the public way of any municipality (other than those municipalities identified below) and whose subscriber billing address is within the corporate limits of any municipality (other than those municipalities identified below) that imposed a Telecommunications Municipal Infrastructure Maintenance Fee pursuant to P.A. 90-154.

This Notice pertains to claims that the Wireless Plaintiff Class has pending against the "Wireless Defendant Municipality Class," which consists of municipalities that imposed a Municipal IMF upon wireless telecommunications services provided during the Class Period, except for those municipalities identified in paragraph 2 below.

**2. Are there any wireless telecommunications subscribers that are not included in the Wireless Plaintiff Class?** Yes. This Notice is not for all subscribers of wireless telecommunications service. Read below to see if you are "excluded" from the Wireless Plaintiff Class and the terms of the Settlement discussed in this Notice.

Subscribers of PrimeCo and U.S. Cellular telecommunications service. PrimeCo and U.S. Cellular telecommunications service subscribers are subject to a separate class action. If you subscribed only to PrimeCo or U.S. Cellular service (and no other telecommunications service), this lawsuit and this Notice does not apply to you.

Subscribers of wireless telecommunications service in certain municipalities. Certain municipalities are not members of the "Wireless Defendant Municipality Class" in this litigation with respect to the IMF that was imposed upon wireless telecommunications service subscribers. As a result, there is no settlement between these municipalities and wireless telecommunications service subscribers whose billing address was in these municipalities. In addition, wireless telecommunications subscribers in certain municipalities are not participants in this Wireless Class Settlement. Read the following list carefully:

Addison	East Moline	Loves Park	Roodhouse
Algonquin	East Peoria	Manhattan	Roscoe
Alton	Elmhurst	Marengo	Roselle
Annawan	Elmwood	Marquette Heights	Rosemont
Apple River	Energy	McHenry	Round Lake Heights
Aroma Park	Farmington	Metamora	Shumway
Aurora	Forest Park	Minier	Smithboro
Baldwin	Forest View	Minooka	Spring Grove
Baronville	Fox River Grove	Moline	Springfield
Bellevue	Glen Ellyn	Morris	Venedy
Bensenville	Glendale Heights	Naperville	Vernon Hills
Bloomington	Godfrey	New Berlin	Villa Park
Blue Island	Grandview	New Grand Chain	Virgil
Bolingbrook	Greenwood	New Windsor (aka Windsor)	Wadsworth
Broughton	Gurnee	Newman	Warren
Buffalo Grove	Harvard	Nora	Warrenville
Bull Valley	Hazel Crest	Normal	Wauconda
Burlington	Hebron	Northbrook	Waukegan
Burnham	Henry	Northfield	Wenona
Carbondale	Hinsdale	Oak Brook	West Chicago
Carol Stream	Itasca	Oakbrook Terrace	West Peoria
Champaign	Jelsville	O'Fallon	Westmont
Chatham	Johnsburg	Olympia Fields	Wheaton
Chicago	Joliet	Oswego	Williamsville
Chillicothe	Junction City	Park City	Willowbrook
Country Club Hills	Kenilworth	Pawnee	Wilmington
Creal Springs	Kewanee	Peoria	Windsor
Dalzell	Lake in the Hills	Pontiac	Winfield
Darien	Lake Zurich	Richton Park	Winnebago
Davis	Lakewood	Riverton	Wood Dale
Downers Grove	Libertyville	Roanoke	Woodridge
East Galesburg	Lisle	Rock Island	Woodstock
	Loami	Rockton	

If your wireless telecommunications service billing address was in one of the municipalities in the above list during the Class Period, this Notice does not apply to your wireless telecommunications service.

**3. What is this lawsuit about?** This litigation arises from the Municipal Infrastructure Maintenance Fee Act ("IMF Act"). This legislation was passed by the Illinois General Assembly and signed into law by the Governor of Illinois in 1997. The IMF Act authorized municipalities in Illinois to impose a Municipal IMF on telecommunications providers and their customers. Municipalities were authorized to recoup one percent (1%) of the total charges on a telecommunications bill.

The Wireless Defendant Municipality Class includes municipalities that passed ordinances imposing a Municipal IMF on wireless telecommunications companies that provided service to subscribers whose billing addresses were within their boundaries. The Wireless Defendant Municipality Class collected the Municipal IMF through the telecommunications providers, who placed charges for the Municipal IMF on their customers' bills. The plaintiffs in this lawsuit are telecommunications subscribers whose bills included a Municipal IMF. The Municipal IMF at issue in this lawsuit was terminated February 8, 2002, when the Governor of Illinois signed into law the Simplified Municipal Telecommunications Act. This lawsuit does not relate to any Municipal IMF or similar fee or tax imposed on or after February 8, 2002.

**4. What individuals and attorneys represent the Wireless Plaintiff Class?** The "Wireless Plaintiffs" and their counsel represent the Wireless Plaintiff Class. Wireless Plaintiffs include: Dr. William Spillman, Robert Green, Tiffany Insurance Agency, Moria Bernstein, Richard Schimmel, Tina Sieczkowski, Scheryl Joyner, Michelle Harris, Saul Wexler, Steven Gerol, Steve Alport, Catherine Alport, and Tim Perry.

The Wireless Plaintiffs represent the Class through "Wireless Plaintiff Class Counsel," which includes the following law firms: Beeler Schad & Diamond, PC; Miller Faucher and Cafferty LLP; Kevin M. Forde, Ltd; Myron M. Cherry & Associates, LLC; Tanner & Lehman; Zimmerman and Associates, P.C.; Holstein Law Offices; and Edward R. Vrdolyak, Ltd.

**5. Why Was This Case Settled on behalf of the Wireless Plaintiff Class?** Wireless Plaintiff Class Counsel determined that the settlement summarized herein was favorable in light of the risks, costs, and uncertainties associated with protracted litigation and appeals.

**6. What are the terms of settlement?** The Wireless Class Settlement relates only to wireless telecommunications services. It does not relate to landline telecommunications services.

The Wireless Defendant Municipality Class members are to pay into the "Settlement Fund" 70% (seventy percent) of the amounts collected through the Municipal IMF for wireless telecommunications services rendered from January 1, 1998 through February 7, 2002.

In exchange, the Wireless Plaintiff Class will dismiss its claims against the Wireless Defendant Municipality Class arising from the imposition of the Municipal IMF on wireless telecommunications service.

**7. How will the settlement proceeds be applied?** The Settlement Fund will be applied for the benefit of the Wireless Plaintiff Class as follows:

a. Due to the impracticability and infeasibility of directly reimbursing members of the Wireless Plaintiff Class from the Settlement Fund, Class Counsel will recommend that the Court distribute the Settlement Fund in accordance with *cy pres* principles, or for its "next best" use. Class Counsel will recommend to the Court that the Settlement Fund be distributed as follows: 60% (sixty percent) for emergency 9-1-1 telecommunications programs or entities to be used to enhance or obtain equipment, technology or infrastructure; and 40% (forty percent) for hospitals, trauma centers and emergent care facilities and providers, primarily in rural areas to enhance their emergency care services for treatment of indigent patients. The *cy pres* distribution will be made from the Settlement Fund after deduction of any Court-approved Class Expenses as discussed below.

b. "Class Expenses" will be deducted from the Settlement Fund and include: sums awarded by the Court to Wireless Plaintiff Class Counsel for their attorneys' fees; sums awarded by the Court for reimbursement of expenses incurred by Wireless Plaintiff Class Counsel in prosecuting or benefiting the Class' claims; expenses incurred in sending this Notice of Class Action Settlement; an incentive award for the Wireless Plaintiff Class Representative(s) (not to exceed \$5,000 per representative); and the payment for those Wireless Defendant Municipality Class counsel services found by the Court to have benefited the Wireless Plaintiff Class in an amount not to exceed \$60,000.

**8. How much will Wireless Plaintiff Class Counsel Receive?** Wireless Plaintiff Class Counsel will apply to the Court for an award of attorneys' fees for work performed in the prosecution of this action on behalf of or that benefited the Wireless Plaintiff Class in an amount not to exceed one-third (33 1/3% percent) of the Settlement Fund. Wireless Plaintiff Class Counsel will also apply for reimbursement of expenses incurred in the prosecution of this Action. Any award of attorneys' fees for or reimbursement of expenses to Wireless Plaintiff Class Counsel must be approved by the Court.

**9. Will I personally receive any money from the Wireless Class Settlement?** No, you will not receive any sums from the Wireless Class Settlement. As set forth above, the money will be distributed by Order of Court pursuant to *cy pres* principles and to pay any Court-approved Class Expenses, including the Wireless Plaintiff Class Counsel's fees.

**10. Will I be giving up any rights by participating in the Wireless Class Settlement?** Yes, by participating in this Wireless Class Settlement, you will give up your right to sue any member of the Wireless Defendant Municipality Class in connection with any Municipal IMF imposed on your wireless telecommunications bills for services provided during the period January 1, 1997 through February 7, 2002.

**11. Do I need to do anything after receiving this Notice?** No, you do not need to do anything upon receipt of this Notice. If you do not object to the Wireless Class Settlement in the manner and time specified in Section 12, however, you will not be able to thereafter object to or attempt to modify the terms of the Class Action Settlement set forth in this Notice.

**12. What if I want to object to the terms of this Wireless Class Settlement?** If you want to object to the terms of the Wireless Class Settlement discussed in this Notice, you or your counsel must set forth in writing the reasons why you are objecting to this Wireless Class Settlement. Your written objection must be filed with the Court at the Clerk of the Circuit Court of Cook County, Illinois, Room 800, Richard J. Daley Center, Chicago, Illinois 60602, on or before September 30, 2005. You must serve a copy of your written objection upon the following counsel:

Lawrence W. Schad	Jack M. Siegel
BEELER, SCHAD & DIAMOND LLP	HOLLAND & KNIGHT LLP
332 South Michigan Avenue, Suite 1000	131 South Dearborn, Suite 3000
Chicago, IL 60604	Chicago, IL 60603

There will be a Fairness Hearing before the Court on October 18, 2005 as explained in Section 13, below. You or your counsel may appear at the Fairness Hearing to present your objection.

**13. What is the "Fairness Hearing" and when will it take place?** The Fairness Hearing is a proceeding that will take place before the Court. The Court will determine whether the Wireless Class Settlement discussed in this Notice should be given final approval. The Court will also decide matters raised by any objections properly submitted pursuant to Section 12 above. The Fairness Hearing will take place on October 18, 2005 at 10:30 a.m., in Room 2508 of the Richard J. Daley Center, Chicago, Illinois, 60602.

**14. What if I have questions regarding the Wireless Class Settlement or any matter discussed in this Notice?** If you have any questions regarding the Wireless Class Settlement or any matter discussed in this Notice, you may contact Wireless Plaintiff Class Counsel at:

Wireless IMF Settlement  
c/o Kate Hathaway  
BEELER, SCHAD & DIAMOND  
332 South Michigan Avenue, Suite 1000  
Chicago, Illinois 60604  
(312) 554-8435

You can also learn more about the terms of the Wireless Class Settlement and the entire litigation by reviewing the Stipulation of Settlement and other court pleadings in the file for this lawsuit which is located at the Clerk of the Circuit Court of Cook County, Illinois, Room 800, Richard J. Daley Center, Chicago, Illinois 60602.

**Do not contact the Court directly regarding the Wireless Class Settlement or any matter discussed in this Notice of Class Action Settlement.**

Dated: August 5, 2005

/s/  
By Order of the Circuit Court of Cook County, Illinois  
Judge Patrick E. McGann