

UNITED STATES CELLULAR CORP  
Form POS AM  
September 05, 2007

As filed with the Securities and Exchange Commission on September 5, 2007

Registration No. 333-32521

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

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**POST-EFFECTIVE AMENDMENT NO. 1  
TO  
FORM S-3**

**ON**

**FORM S-1**

**REGISTRATION STATEMENT**

**UNDER THE SECURITIES ACT OF 1933**

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## UNITED STATES CELLULAR CORPORATION

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction of  
incorporation or organization)

**4825**  
(Primary Standard Industrial  
Classification Code Number)

**62-1147325**  
(IRS Employer  
Identification No.)

**8410 WEST BRYN MAWR AVE, SUITE 700**

**CHICAGO, ILLINOIS 60631**

**(773) 399-8900**

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(Address, including zip code, and telephone number, including  
area code of registrant's principal executive offices)

**LeRoy T. Carlson, Jr., Chairman**  
**United States Cellular Corporation**  
**c/o Telephone and Data Systems, Inc.**  
**30 North LaSalle Street, Suite 4000**  
**Chicago, Illinois 60602**  
**(312) 630-1900**

**with a copy to:**  
**Stephen P. Fitzell, Esq.**  
**Sidley Austin LLP**  
**One South Dearborn Street**  
**Chicago, Illinois 60603**  
**(312) 853-7000**

(Name, address, including zip code, and telephone number, including area code, of agent for service)

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**EXPLANATORY NOTE**

This Post-Effective Amendment No. 1 to the registrant's Registration Statement No. 333-32521 is being filed to convert such registration statement from Form S-3 to Form S-1, and simultaneously to remove from registration by means of such post-effective amendment the securities registered which remain unsold as a result of the termination of this offering.

Registration Statement No. 333-32521 relates to \$400,000,000 of securities registered on Form S-3 for issuance for cash from time to time as Debt Securities. Registration Statement No. 333-32521 originally was filed on Form S-3 on July 31, 1997.

The registrant is currently ineligible to file a registration statement on Form S-3 due to the untimely filing of its Forms 10-K and 10-Q. Accordingly this post-effective amendment is being filed on Form S-1.

The registrant has terminated the offering of securities registered pursuant to the Registration Statement No. 333-32521. Accordingly, the registrant hereby removes from registration by means of this post-effective amendment the securities registered which remain unsold as a result of the termination of this offering.

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**SIGNATURES**

**Pursuant to the requirements of the Securities Act of 1933 and Rule 478 thereunder, the registrant has duly caused this Post-Effective Amendment to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Chicago, State of Illinois, on September 5, 2007.**

**UNITED STATES CELLULAR CORPORATION**

By: */s/ LeRoy T. Carlson, Jr.*  
LeRoy T. Carlson, Jr.  
Chairman

Signature Page to Post Effective Amendment to  
Deregister Registration Statement No. 333-32521

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