

BEFORE THE NEBRASKA PUBLIC SERVICE COMMISSION

In the Matter of the Application	)	Application No. C-1188
of Frontier Corporation of Rochester,	)	
er, New York seeking to acquire	)	
control of Allnet Communication	)	GRANTED
Services, Inc. of Bingham Farms,	)	
Michigan.	)	Entered: June 20, 1995

PRELIMINARY MATTERS

On May 12, 1995, an application was filed by Frontier Corporation (Frontier) of Rochester, New York for authority to acquire control of Allnet Communication Services, Inc. (Allnet). Notice of the application was published in the Omaha Daily Record on May 15, 1995. No protests were received; therefore, we will process this application pursuant to the Commission's Rule of Modified Procedure.

O P I N I O N   A N D   F I N D I N G S

Frontier Corporation, formerly known as Rochester Telephone Corporation, is the parent company of Frontier Communications International, Inc. Frontier Communications International obtained a Certificate of Public Convenience and Necessity from the Nebraska Public Service Commission in Application C-1066 on July 19, 1994. The company was originally certified as RCI Long Distance Inc; however, in Application C-1139, the Commission granted approval for RCI to change its name to Frontier Communications. No departmental or formal complaints have been filed against the company since its certification.

Allnet Communication Services, Inc. is a Michigan corporation with its principal place of business in Bingham Farms, Michigan. Allnet is a subsidiary of ALC Communications Corporation (ALC). The Commission granted Allnet a Certificate of Public Convenience and Necessity in Application C-772 on August 1, 1989. Like Frontier, no formal or departmental complaints have been filed against the company.

The application requests authority for Frontier Corporation to acquire operating control of Allnet's parent, ALC. The proposed transaction is structured as a merger between a new subsidiary of Frontier, Frontier Subsidiary One, Inc., and ALC. ALC will be the surviving corporation. After completion of this transaction, ALC will be a subsidiary of Frontier Corporation and Allnet will remain a direct subsidiary of ALC. Thus, after completion of the transaction, Frontier Corporation will be the ultimate parent company of Allnet.

Allnet will continue to exist and operate under its own name; therefore, the company does not desire its certification

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or tariff cancelled. The proposed transaction will simply result in a change of the ultimate corporate parent.

Frontier Corporation's acquisition of Allnet will allow Frontier to accelerate its plans to expand long distance services on a national and international basis.

Upon consideration of the application, the governing statutes and rules, and being fully informed, the Commission is of the opinion and finds the application fair, reasonable and in the public interest.

O R D E R

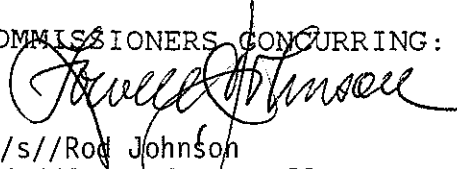
IT IS THEREFORE ORDERED by the Nebraska Public Service Commission that Application C-1188 be, and it is hereby granted and control of Allnet Communications Services, Inc. is hereby transferred to Frontier Corporation.

IT IS FURTHER ORDERED that Frontier Communications and Allnet continue to file, in accordance with the applicable statutes, an annual report with this Commission consisting of (a) a copy of any report filed with the Federal Communications Commission, (b) the annual report to stockholders, and (c) for the State of Nebraska on a combined interstate-intrastate basis, the investment in telephone plant and equipment located within the state, accumulated depreciation thereon, operating revenues, expenses and taxes.

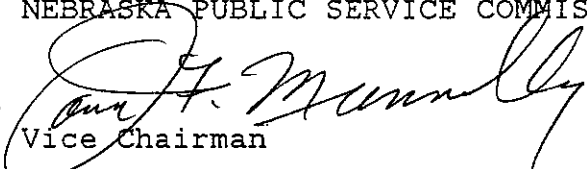
IT IS FINALLY ORDERED that this order be and is hereby made the Commission's official certificate of authority to furnish the service authorized herein as a common carrier.

MADE AND ENTERED at Lincoln, Nebraska, this 20th day of June, 1995.

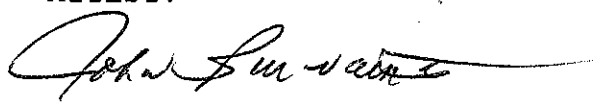
COMMISSIONERS CONCURRING:

  
//s//Rod Johnson  
//s//James F. Munnelly

NEBRASKA PUBLIC SERVICE COMMISSION

  
Vice Chairman

ATTEST:

  
Deputy Director