

BEFORE THE NEBRASKA PUBLIC SERVICE COMMISSION

In the Matter of the Application) Application No. C-1399
of WorldCom, Inc. d/b/a LDDS WorldCom)
(WorldCom) of Jackson, Mississippi)
and BLT Technologies, Inc. of Van-) GRANTED
couver, Washington seeking authority)
to transfer control of BLT Tech-)
nologies, Inc. to WorldCom, Inc.) Entered: Sept. 17, 1996

PRELIMINARY MATTERS

On August 15, 1996, an application was filed by WorldCom, Inc. d/b/a LDDS WorldCom (WorldCom) of Jackson, Mississippi and BLT Technologies, Inc. (BLT) of Vancouver, Washington seeking authority to transfer control of BLT from its current shareholders to WorldCom through a merger. Notice of the application was published in the Omaha Daily Record on August 16, 1996. 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

WorldCom has obtained a Certificate of Public Convenience and Necessity from the Commission and has no outstanding formal or departmental complaints pending with the Commission. BLT received its authority to provide telecommunications services in Nebraska in October 4, 1994 in Application No. C-1094 and has no formal or departmental complaints pending with the Commission.

WorldCom is a publicly-held Georgia corporation whose principal offices are located in Jackson, Mississippi. WorldCom operates as a facilities-based and non-facilities-based interexchange carrier that provides service through its subsidiaries in 48 states. BLT is authorized to provide telecommunications services in 47 states.

On July 26, 1996, WorldCom and the shareholders of BLT entered into an Agreement and Plan of Merger Agreement whereby WorldCom will acquire BLT's business. The transfer of control will be accomplished through a reverse triangular merger whereby a newly-formed special-purpose subsidiary of WorldCom will be merged with and into BLT. BLT will be the surviving entity, and will thereafter be a wholly-owned subsidiary of WorldCom. After the transfer of control, BLT will continue to operate as it has in the past, pursuant to the same name, tariff and operating authority.

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Upon consideration of the application, the governing statutes and rules, and being fully informed, the Commission is of the opinion and finds the change in control of BLT Technologies, Inc. to WorldCom, Inc. is fair and reasonable, is in the public interest and should be granted.

O R D E R

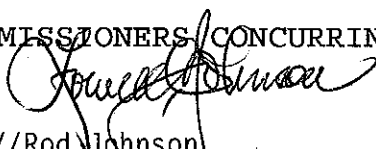
IT IS THEREFORE ORDERED by the Nebraska Public Service Commission that Application C-1399 be, and it is hereby granted that BLT Technologies, Inc. is hereby authorized to reorganize its corporate structure to become a wholly-owned subsidiary of WorldCom, Inc.


IT IS FURTHER ORDERED that BLT Technologies, Inc. and WorldCom, Inc. shall continue to file annually, in accordance with the applicable statutes, a report with this Commission consisting of (a) a copy of any reports filed with the Federal Communications Commission and the Security and Exchange 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 by April 30th of each year.

MADE AND ENTERED at Lincoln, Nebraska, this 17th day of September, 1996.

NEBRASKA PUBLIC SERVICE COMMISSION

COMMISSIONERS CONCURRING:


//s//Rod Johnson
//s//Frank E. Landis
//s//James F. Munnelly
//s//Daniel G. Urwiller

Chairman 

ATTEST:


Executive Director