

BEFORE THE NEBRASKA PUBLIC SERVICE COMMISSION

In the Matter of the Application) Application No. C-1459
of NYNEX Corporation, of New York,)
New York and Bell Atlantic)
Corporation of Philadelphia,) Granted
Pennsylvania jointly seeking)
approval of the indirect change of)
control of NYNEX Long Distance.) Entered: January 21, 1997

BY THE COMMISSION:

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

On December 13, 1997, an application was filed by NYNEX Corporation (NYNEX), of New York, New York and Bell Atlantic Corporation of Philadelphia, Pennsylvania seeking approval of the indirect change of control of NYNEX Long Distance Corporation (NYNEX Long Distance) which will occur as a result of the proposed merger of Bell Atlantic and NYNEX. Notice of the application was published in the The Daily Record on December 17, 1996. No protests were filed; therefore, this application has been administered pursuant to the Commission's modified procedure rule.

NYNEX Long Distance obtained a certificate of public convenience and necessity from the Commission pursuant to Application C-1368 on September 24, 1996. The certificate authorizes NYNEX Long Distance to be an interexchange carrier in Nebraska.

NYNEX Long Distance is a wholly-owned subsidiary of NYNEX. NYNEX will merge with Bell Atlantic, resulting in NYNEX becoming a wholly-owned subsidiary of Bell Atlantic. No changes are anticipated in the NYNEX Long Distance tariff.

Upon consideration of the application, the governing statutes and rules, and being fully informed, the Commission is of the opinion and finds the requirements of Neb. Rev. Stat. Section 75-146 (Cum. Supp. 1994) have been satisfied. The indirect transfer of control of NYNEX Long Distance Corporation to Bell Atlantic Corporation should be granted.

O R D E R

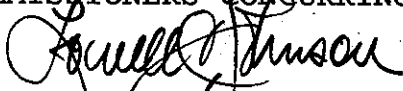
IT IS THEREFORE ORDERED by the Nebraska Public Service Commission that Application C-1459 be, and it is hereby, granted and NYNEX Corporation, the parent company of NYNEX Long Distance Corporation, may become a wholly-owned subsidiary of Bell Atlantic Corporation of Philadelphia, Pennsylvania.

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MADE AND ENTERED at Lincoln, Nebraska, this 21st day of January, 1997.

COMMISSIONERS CONCURRING:



//s//Anne C. Boyle

//s//Rod Johnson

//s//Daniel G. Urwiller

NEBRASKA PUBLIC SERVICE COMMISSION

Chairman



ATTEST:

Executive Director

