

BEFORE THE NEBRASKA PUBLIC SERVICE COMMISSION

In the Matter of the Application	)	Application No. C-1500
of Commonwealth Long Distance	)	
Company seeking authority to	)	GRANTED
reorganize its corporate structure	)	
and change its name to RCN Long	)	
Distance Company.	)	Entered: May 28, 1997

BY THE COMMISSION:

On March 10, 1997, an application was filed by Commonwealth Long Distance Company (Commonwealth) of Princeton, New Jersey seeking authority to change its name to RCN Long Distance Company and to reorganize its corporate structure. Notice of the application was published in the The Daily Record on March 11, 1997. No protests were received; therefore, we will process this application under to the Commission's rules of modified procedure.

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

Commonwealth is a wholly-owned subsidiary of the publicly-traded C-TEC Corporation. Kiewit Telecom Services, Inc. holds approximately 57 percent of the outstanding voting shares of C-TEC Corporation. Peter Kiewit Sons' Inc. holds a controlling interest in Kiewit Telecom Services, Inc. C-TEC Corporation will be reorganized into three publicly-traded companies. Commonwealth will maintain its corporate existence, but will be a wholly-owned subsidiary of C-TEC Cable Systems of Pennsylvania, Inc. which in turn will be a wholly-owned subsidiary of RCN Corporation. Thus, Commonwealth will become a third-tier subsidiary of RCN Corporation.

Commonwealth received its certificate of authority to provide telecommunications services in Nebraska on August 20, 1996 in Application No. C-1433. Commonwealth has no outstanding formal or departmental complaints pending with the Commission.

Commonwealth will notify its customers of the name change by including an announcement in the customer's billing statement at least thirty days prior to using the new business name, RCN Long Distance Company, on the customer bills. Commonwealth will file appropriate tariff revisions reflecting the new name at the time that its customers receive notice of the name change. Commonwealth has reserved the name RCN Long Distance Company with the Nebraska Secretary of State's office.

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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 Commonwealth's change name and corporate reorganization should be granted.

O R D E R

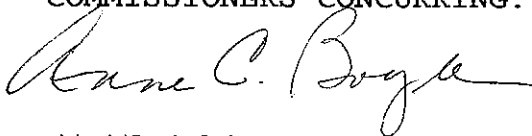
IT IS THEREFORE ORDERED by the Nebraska Public Service Commission that Application C-1500 be, and it is hereby granted, and that Commonwealth Long Distance Company is hereby authorized to change its name to RCN Long Distance Company and to reorganize its corporate structure.

IT IS FURTHER ORDERED that RCN Long Distance Company 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 28th day of May, 1997.

NEBRASKA PUBLIC SERVICE COMMISSION

COMMISSIONERS CONCURRING:

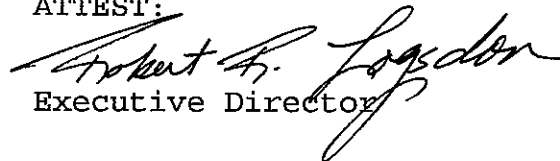


Chairman



//s//Rod Johnson  
//s//Frank E. Landis  
//s//Daniel G. Urwiller

ATTEST:

  
Executive Director