

BEFORE THE NEBRASKA PUBLIC SERVICE COMMISSION

In the Matter of LDM Systems, Inc.) Application No. C-1709
of New City, New York, seeking)
to transfer control of LDM Systems,) GRANTED
Inc. to RSL COM U.S.A., Inc. of)
Woodland Hills, California.) Entered: February 3, 1998

BY THE COMMISSION:

On December 10, 1997, an application was filed by LDM Systems, Inc. (LDM) of New City, New York, seeking approval to transfer control of LDM to RSL COM U.S.A., Inc. (RSL) of Woodland Hills, California. Notice of the application was published in The Daily Record, December 15, 1997. No protests were filed; therefore, we 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

LDM received a Certificate of Public Convenience and Necessity to provide intrastate telecommunications services in Application No. C-1210 on October 31, 1995. RSL is authorized to provide intrastate telecommunications services in Nebraska pursuant to Application C-1617, granted January 27, 1998. No formal or departmental complaints are pending against either company.

The application requests authority for RSL to acquire control of LDM through the sale of LDM's stock. RSL will acquire all the issued and outstanding stock of LDM. After the transaction, LDM will continue to operate as a wholly-owned subsidiary of RSL. LDM will continue to use the same name, tariff and operating authority. RSL intends to retain LDM personnel, including management, after the acquisition.

The transaction will not change the operations, quality of service or rates of LDM, thereby being virtually transparent to customers. The transaction simply will result in a change in ownership of LDM.

Upon consideration of the application, the governing statutes and rules, and being fully informed, the Commission is of the opinion and finds the application should be granted.

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O R D E R

IT IS THEREFORE ORDERED by the Nebraska Public Service Commission that Application No. C-1709 be, and it is hereby, granted.

MADE AND ENTERED at Lincoln, Nebraska, this 3rd day of February, 1998.

NEBRASKA PUBLIC SERVICE COMMISSION

COMMISSIONERS CONCURRING:

Daniel G. Kravitz
Vice Chairman

Kane C. Boyle

ATTEST:

John Survanis
Deputy Director

Frank E. Landis
/s//Frank E. Landis