

BEFORE THE NEBRASKA PUBLIC SERVICE COMMISSION

In the Matter of the Application of) Application No. C-1771
LCI International Management Ser-)
vices, Inc. of McLean, Virginia, seek-)
ing approval to merge with and into) GRANTED
its wholly-owned subsidiary, LCI)
International Telecom Corp.) Entered: April 7, 1998

BY THE COMMISSION:

On March 4, 1998, an application was filed by LCI International Management Services, Inc. (LCIM) of McLean, Virginia, seeking approval to merge with and into its wholly-owned subsidiary, LCI International Telecom, Corp. (LCIT). Notice of the application was published in The Daily Record, March 6, 1998. 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

LCIT received a certificate of public convenience and necessity to provide intrastate interexchange telecommunications services on February 18, 1992, and January 10, 1994, in Dockets C-909 and C-1015 (adding operator services). LCIM does not provide telecommunications services to the public and does not possess a certificate of public convenience and necessity.

The applicant requests approval to merge LCIM with and into LCIT. The merger will not affect LCIT's operations, rates, services or tariff. The merger is proposed to simplify the companies' corporate structure, eliminate administrative redundancy and improve the companies' overall efficiency.

In conjunction with the proposed merger, LCIT will incur certain debt obligations. These financial transactions will improve LCIT's ability to compete in the telecommunications market.

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.

O R D E R

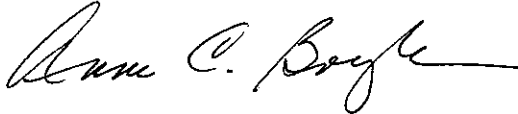
IT IS THEREFORE ORDERED by the Nebraska Public Service Commission that Application C-1771 be, and it is hereby, granted.

Application No. C-1771

PAGE TWO

MADE AND ENTERED at Lincoln, Nebraska, this 7th day of April, 1998.

COMMISSIONERS CONCURRING:



//s//Lowell C. Johnson
//s//Frank E. Landis
//s//Daniel G. Urwiller

NEBRASKA PUBLIC SERVICE COMMISSION


Chairman

ATTEST:


Executive Director