

BEFORE THE NEBRASKA PUBLIC SERVICE COMMISSION

In the Matter of the Application ) Application No. C-1819  
of MCImetro Access Transmission )  
Services, Inc. of Vienna, Virginia )  
seeking authority to merge into ) GRANTED  
and transfer its certificate of )  
authority to MCImetro Access )  
Transmission Services, LLC. ) Entered: July 7, 1998

BY THE COMMISSION:

By application filed June 1, 1998, MCImetro Access Transmission Services, Inc. (MCIm) requests authority to merge into and transfer its certificate of authority to MCImetro Access Transmission Services, LLC (MCIm LLC). Notice of the application was published in The Daily Record, Omaha, Nebraska, June 3, 1998, pursuant to the Rules of the Commission. No protests were filed.

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

MCIm is a Delaware corporation and is authorized to transact business in Nebraska as a foreign corporation. MCIm was granted authority to provide local exchange telecommunications services in Nebraska on May 6, 1997, in Application C-1474. MCIm LLC is formed under the laws of the State of Delaware and is in the process of being qualified to do business in Nebraska.

MCIm is a wholly-owned subsidiary of MCImetro, Inc. which in turn is a wholly-owned subsidiary of MCI Telecommunications Corporation (MCIT). MCIT is a wholly-owned subsidiary of MCI Communications Corporation (MCIC).

MCIT, as the parent, will merge its wholly-owned subsidiary, MCImetro, Inc., into MCIT. MCIm will then merge into MCIm LLC and become a wholly-owned subsidiary of MCIT.

The series of transactions are inter-company mergers and will not involve the transfer of assets or a change of control. The officers and directors of MCIm LLC are the same as MCIm. The transactions will eliminate MCImetro, Inc. as the parent of MCIm and will result in administrative benefits to the parent company.

Based on the evidence, we find the application to be fair and reasonable and in the public interest. The application should be granted.

Application No. C-1819

PAGE TWO

O R D E R



IT IS THEREFORE ORDERED by the Nebraska Public Service Commission that Application No. C-1819 be, and it is hereby, granted.

IT IS FURTHER ORDERED that a copy of the certificate issued from the Nebraska Secretary of State be filed with the Commission upon its receipt.

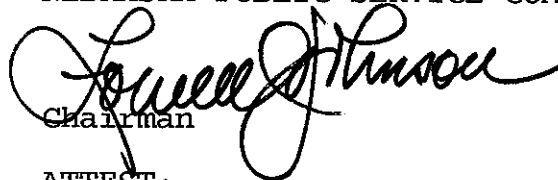
MADE AND ENTERED at Lincoln, Nebraska, this 7th day of July, 1998.

COMMISSIONERS CONCURRING:

NEBRASKA PUBLIC SERVICE COMMISSION

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

  
Chairman

ATTEST:

  
Deputy  
Executive Director