

BEFORE THE NEBRASKA PUBLIC SERVICE COMMISSION

In the Matter of the Application) Application No. C-1885
of Great Plains Communications,)
Inc. of Blair Nebraska, seeking) GRANTED
authority for corporate)
restructuring.) Entered: September 28, 1998

BY THE COMMISSION:

By application filed August 8, 1998, Great Plains Communications, Inc. (Great Plains) of Blair, Nebraska seeks approval of the transfer of ownership of its stock to GPC, Inc. (GPC). Notice of the application was published in The Daily Record, Omaha, Nebraska, August 17, 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

Great Plains is a Nebraska corporation engaged in providing general telecommunications services in Nebraska and currently provides basic local exchange service in 76 exchanges and has approximately 32,000 access lines.

GPC is incorporated under and pursuant to the laws of the state of Nebraska. GPC was established as a holding company of Great Plains which will allow flexibility in business pursuits without affecting the operations of the Great Plains as a telecommunications carrier under the jurisdiction of the Commission. Great Plains will become a wholly-owned subsidiary of GPC.

The capital structure of GPC will be identical to the capital structure of Great Plains. The ownership of the shares of stock of GPC will be identical to the current ownership of Great Plains. The shares of GPC will be issued to the current stockholders of Great Plains in exchange for their current shares of Great Plains.

The transfer of the ownership of Great Plains to GPC will not affect the operations of Great Plains and will have no affect on its subscribers. The transfer will be to the advantage of Great Plains and is in the public interest.

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-1885

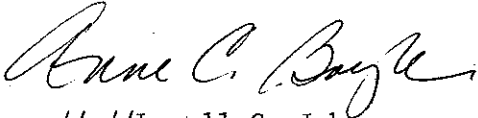
PAGE TWO

O R D E R

IT IS THEREFORE ORDERED by the Nebraska Public Service Commission that Application No. C-1885 be, and it is hereby, granted.

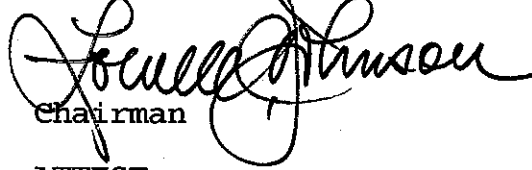
MADE AND ENTERED at Lincoln, Nebraska, this 28th day of September, 1998.

COMMISSIONERS CONCURRING:

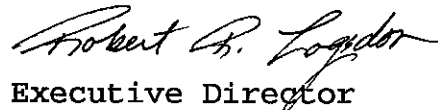


//s//Lowell C. Johnson
//s//Frank E. Landis
//s//Daniel G. Urwiller

NEBRASKA PUBLIC SERVICE COMMISSION


Chairman

ATTEST:


Executive Director