

BEFORE THE NEBRASKA PUBLIC SERVICE COMMISSION

In the Matter of AmeriTel Pay        ) Application No. C-1944  
Phones, Inc. and Talton InVision,    )  
Inc., both of Lee's Summit, Mis-    )  
souri, jointly seeking authority    ) GRANTED  
for approval of merger and change   )  
of name to Evercom Systems, Inc.    ) Entered: January 5, 1999

BY THE COMMISSION:

On November 19, 1998, an application was filed by AmeriTel Pay Phones, Inc. and Talton InVision, Inc., both of Lee's Summit, Missouri, jointly seeking authority for approval of merger and for change of name to Evercom Systems, Inc. Notice of the application was published in The Daily Record, November 23, 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

AmeriTel Pay Phones, Inc. was granted a certificate to operate as a resale common carrier of telecommunication services within the state of Nebraska pursuant to Application No. C-980 entered June 23, 1993. Talon InVision was granted approval by this Commission, through transfer to acquire the physical properties of InVision Telecom, Inc., pursuant to approval of Application No. C-1648 on December 2, 1997. InVision had a Certificate of Public Convenience and Necessity to provide private payphone services pursuant to Application No. C-1208. Ameritel is incorporated under the laws of Missouri and is registered in Nebraska as a foreign company. Talton InVision is a Delaware corporation.

The applicants jointly request authority to merge AmeriTel and Talton InVision under the new name of Evercom Systems, Inc. AmeriTel and Talton InVision are wholly-owned subsidiaries of Evercom, Inc. The merger will be effected through the cancellation of issued, outstanding, and registered stock in the two companies and shares under the name Evercom Systems, Inc. will be issued in their place.

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The nature of the business of the surviving corporation will not change. It is essentially limited to providing pay phone services to a number of correctional institutions in the state.

The prevailing tariff would remain relatively unchanged and the customers of the two companies will not be materially affected by the terms of the transaction.

Upon consideration of the application, the governing statutes and rules, and being fully informed, the Commission is of the opinion and finds the Application No. C-1944 should be granted.

O R D E R

IT IS THEREFORE ORDERED by the Nebraska Public Service Commission that Application No. C-1944 be, and it is hereby, granted.

IT IS FURTHER ORDERED that the application be granted to operate retroactively to December 31, 1998.

IT IS FURTHER ORDERED that a copy of the merger, once approved and consummated, be sent to the Nebraska Public Service Commission.

IT IS FURTHER ORDERED that notice of the merger be sent to all customers of AmeriTel Pay Phones, Inc. and Talton InVision, Inc., and a copy of that notice to be filed with the Commission.

IT IS FURTHER ORDERED that previously granted Certificates of Public Convenience and Necessity issued to AmeriTel Pay Phones, Inc. and Talton InVision, Inc. is hereby, cancelled and certification is granted to Evercom Systems, Inc.

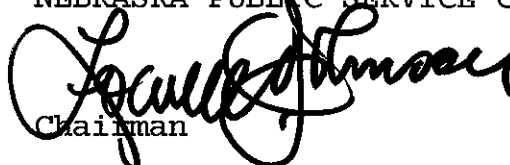
MADE AND ENTERED at Lincoln, Nebraska, this 5th day of January, 1999.

COMMISSIONERS CONCURRING:

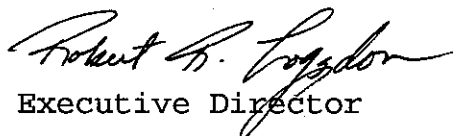
NEBRASKA PUBLIC SERVICE COMMISSION



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

  
Chairman

ATTEST:

  
Executive Director