

SECRETARY'S RECORD, NEBRASKA PUBLIC SERVICE COMMISSION

BEFORE THE NEBRASKA PUBLIC SERVICE COMMISSION

In the Matter of the Joint App-) Application No. C-2104
lication of Lowell L. and Mildred)
R. Swanson, of Dalton, Nebraska,)
and Dalton Holdings, Inc. of) GRANTED
Clearwater, Kansas, seeking)
approval of the change of)
controlling interest in Dalton)
Telephone Company, Inc.) Entered: October 14, 1999

BY THE COMMISSION:

On August 17, 1999, a joint application was filed by Lowell L. and Mildred R. Swanson (the Swansons), of Dalton, Nebraska, and by Dalton Holdings, Inc. (DHI) of Clearwater, Kansas, seeking approval of the change of controlling interest in Dalton Telephone Company, Inc. (Dalton Telephone). Notice of the filing of the joint application was published in The Daily Record on August 19, 1999. No protests or interventions were filed; therefore, the Commission will proceed to process this joint 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

Dalton Telephone is a corporation offering general telecommunications services in Nebraska under authority granted by the Commission. The Swansons are the only shareholders of Dalton Telephone, each holding 50 percent of the outstanding stock of Dalton Telephone. Lowell Swanson serves as the President, and Mildred Swanson serves as the Secretary-Treasurer of Dalton Telephone.

On August 4, 1999, the Swansons entered into a stock purchase agreement with Southern Kansas Telephone Company, Inc. (SKTC) through its subsidiary, DHI, for the sale to DHI of all of the outstanding shares of stock of Dalton Telephone owned by the Swansons. A copy of such agreement was filed with this Commission on a proprietary and confidential basis with the joint application.

The Commission is familiar with SKTC and its technical, managerial and financial capabilities as a result of the Commission's review and approval of SKTC's acquisition of the assets of Elsie Mutual Telephone Company in Docket No. C-1909. Further, on October 6, 1999, the Commission conducted a public informational meeting in Sidney, Nebraska, at which Mr. Kendall Mikesell, President of SKTC, described the various telecommunications businesses conducted by SKTC and its affiliates, and also described SKTC's plans for the operation of Dalton Telephone subsequent to the Commission's approval of this joint application. Mr. Mikesell responded to questions from members of the public in attendance at the informational meeting.

The Commission finds that the change in controlling interest meets the Commission's standards of technical, managerial and financial fitness and is in the public interest. The acquisition

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of controlling ownership by DHI will continue, and is likely to enhance the quality and quantity of such services currently provided by Dalton Telephone to its customers.

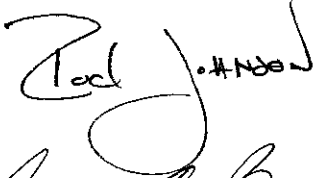
O R D E R

IT IS THEREFORE ORDERED by the Nebraska Public Service Commission that Application No. C-2104 be, and it is hereby, granted.

MADE AND ENTERED at Lincoln, Nebraska, this 14th day of October, 1999.

COMMISSIONERS CONCURRING:

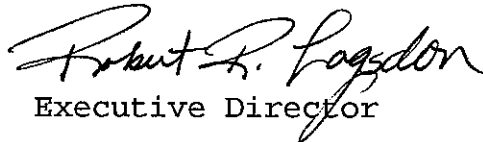
NEBRASKA PUBLIC SERVICE COMMISSION

 Lowell C. Johnson


Chairman

ATTEST:

 Anne C. Boyle


Executive Director

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