

SECRETARY'S RECORD, NEBRASKA PUBLIC SERVICE COMMISSION

BEFORE THE NEBRASKA PUBLIC SERVICE COMMISSION

In the Matter of the Application) Application No. C-2314
of TTI National, Inc. of Denver,)
Colorado, seeking approval to (i))
acquire the assets of Minimum)
Rate Pricing, Inc., Discount Call) GRANTED
Rating, Inc., National Tele-)
Communications, Inc., and Parcel)
Consultants, Inc., collectively)
MRP and (ii) provide toll services)
to customers of Minimum Rate)
Pricing.) Entered: September 19, 2000

BY THE COMMISSION:

By application filed June 6, 2000, TTI National, Inc. (TTI) of Denver, Colorado, seeks approval to (i) acquire the assets of Minimum Rate Pricing, Inc., Discount Call Rating, Inc., National Tele-Communications, Inc., and Parcel Consultants, Inc., and to (ii) provide toll services to customers of MRP. Notice of the application was published in The Daily Record, Omaha, Nebraska, on June 8, 2000. No protests were filed; therefore, this application is processed 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

TTI, a wholly-owned subsidiary of WorldCom, Inc., received a Certificate of Public Convenience and Necessity from the Commission to provide interexchange telecommunications services in Nebraska on June 12, 1996, pursuant to Application No. C-1324. TTI offers toll free and calling card services to its small business and residential customers and provides such service in Nebraska and 47 other states.

Parcel Consultants, Inc. d/b/a Minimum Rate Pricing was authorized to operate as an interexchange carrier of telecommunications service in Nebraska (see Application No. C-1920). None of the remaining parties to this docket are certificated in Nebraska.

Pursuant to an order of the United States Bankruptcy Court for the District of New Jersey, TTI was authorized to purchase the assets of Parcel Consultants, Inc., National Tele-Communications, Inc., Minimum Rate Pricing, Inc. and Discount Call Rating, Inc., each of

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whom had filed Chapter 11 petitions with the court. Included among these assets are the long distance customer accounts of the carriers.

TTI seeks Commission approval of the proposed asset purchase and authority to provide service to the customers of the bankrupt parties. TTI has previously demonstrated to this Commission its financial, technical and managerial abilities with respect to providing telecommunications services in Nebraska. The Commission has no reason to believe that TTI is not qualified to acquire the Nebraska customer base of the bankrupt parties.

In addition, approval of the asset purchase is in the public interest. Without the requisite regulatory approval, TTI will be unable to close on the sale and the customers of the bankrupt parties will remain with their respective carriers - carriers that are unable to continue providing service. Thus, absent Commission approval, these customers would suffer a severe disruption in service.

In acquiring the customer accounts, TTI has taken steps to ensure proper notice is given to these customers. The transition of the customers to TTI will include notifying the customers on multiple occasions that 1) they will begin receiving service from TTI; 2) the rates, terms, and conditions of their service with TTI will be at least as favorable as they previously received; and 3) they have the opportunity to choose another long distance provider and are under no obligation to remain with TTI.

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 No. C-2314 be, and it is hereby, granted.

IT IS FURTHER ORDERED that TTI, within 30 days of the close of the sale, file an amended tariff reflecting any change in the rates, terms or conditions provided to the newly-acquired customers, if such changes are made.



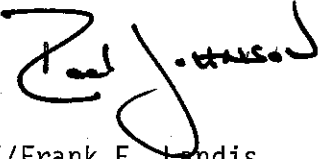
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MADE AND ENTERED at Lincoln, Nebraska, this 19th day of
September, 2000.

NEBRASKA PUBLIC SERVICE COMMISSION

COMMISSIONERS CONCURRING:

//s//Frank E. Landis
//s//Daniel G. Urwiller


Chairman

ATTEST:


Executive Director

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