

SECRETARY'S RECORD, NEBRASKA PUBLIC SERVICE COMMISSION

BEFORE THE NEBRASKA PUBLIC SERVICE COMMISSION

In the Matter of the Joint Appli-) Application No. C-2352
cation of Coyote Network Systems,)
Inc. of Los Angeles, California,)
Coyote-GLD Acquisition, Inc. of)
Fort Lauderdale, Florida, and) GRANTED
Group Long Distance, Inc. of Fort)
Lauderdale, Florida, seeking)
approval of an agreement and plan)
of merger.) Entered: September 19, 2000

BY THE COMMISSION:

By joint application filed July 19, 2000, Coyote Network Systems, Inc. (Coyote) of Los Angeles, California, Coyote-GLD Acquisition, Inc. of Fort Lauderdale, Florida, and Group Long Distance, Inc. (GLD) of Fort Lauderdale, Florida, seek approval of an agreement and plan of merger. Notice of the application was published in The Daily Record, Omaha, Nebraska, on July 20, 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

Coyote is a publicly-held Delaware corporation principally located in Los Angeles, California. Coyote does not provide telecommunications services itself and is not a certificated carrier in Nebraska. However, Coyote owns and operates various subsidiaries which provide intrastate, interstate and international long distance services.

GLD, a publicly-held Florida corporation, provides local exchange and long distance telecommunications services in 50 states. GLD is authorized to provide local exchange and inter-exchange service in Nebraska pursuant to Application Nos. C-1404 and C-1624, respectively.

Coyote and GLD have entered into an agreement whereby Coyote-GLD Acquisition, Inc., a wholly-owned subsidiary of Coyote created exclusively to effectuate this transaction, would merge with and into GLD. Following the merger, Coyote-GLD Acquisition, Inc. will cease to exist and GLD will survive as a wholly-owned subsidiary of Coyote. After the transaction, GLD will continue to operate in all

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material aspects as it presently operates; the acquisition will be seamless and transparent to the customers of GLD.

Coyote is well qualified to assume control of GLD. Coyote's management and technical personnel, who will team with several current GLD employees to constitute the technical and managerial personnel of GLD, possess many years of experience in the telecommunications industry. Furthermore, Coyote has filed evidence of its substantial financial resources, which will be available to GLD. Finally, the transaction is in the public interest because it will create significant operating efficiencies, which will ultimately be passed on to customers in the form of a wider variety of services at competitive prices.

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.

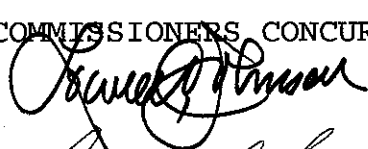
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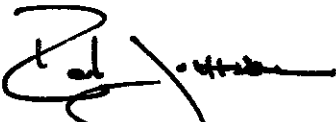
IT IS THEREFORE ORDERED by the Nebraska Public Service Commission that Application No. C-2352 be, and it is hereby, granted.

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