

BEFORE THE NEBRASKA PUBLIC SERVICE COMMISSION

In the Matter of the Application ) Application No. C-2392  
of Operator Service Company, of )  
Lubbock, Texas, and BC Holding ) GRANTED  
III Corporation of Los Angeles, )  
California, seeking authority to )  
transfer control. ) Entered: December 12, 2000

BY THE COMMISSION:

By application filed September 25, 2000, Operator Service Company (OSC) of Lubbock, Texas seeks authority to transfer the controlling interest in its stock to BC Holding III Corporation (BC Holding) of Los Angeles, California. Notice of the application was published in The Daily Record, Omaha, Nebraska, on September 26, 2000, 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

On February 23, 1993, pursuant to Application No. C-956, OSC was granted authority to operate as an alternative operator service provider in both intrastate interexchange interLATA and intraLATA telecommunications long distance market in Nebraska. On August 1, 2000, in Application No. C-2297, the Commission granted the application of OSC to transfer control of OSC to Billing Concepts Corp. Following that transaction, OSC continued to operate as a separate, wholly-owned subsidiary of Billing Concepts Corp.

According to the application, Platinum Equity Holdings, signed an agreement to acquire three operating divisions of Billing Concepts Corp., one of which is OSC.

BC Holding is a company organized under the laws of Delaware, with its principal office located in California. On September 15, 2000, OSC entered into an agreement and plan of merger whereby BC Holding has acquired 100 percent of the outstanding shares of common stock in OSC. OSC will remain a separate operating company and BC Holding will not operate directly as a telecommunications provider in Nebraska. BC Acquisition IV Corporation is a company which was formed for the purpose of merging BC Holding III Corporation with OSC.

The managerial, technical and financial qualifications of OSC will remain unchanged. The proposed merger will be transparent to

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the customers of the OSC. OSC will continue to operate under its current certificate and according to the same rates, terms and conditions.

The transfer of control will ensure the continued provision of high quality and innovative telecommunications services to existing customers and will promote competition in Nebraska's telecommunications market.

Based on the evidence, we find that the application to be fair, reasonable and in the public interest. The application should be granted.

O R D E R

IT IS THEREFORE ORDERED by the Nebraska Public Service Commission that Application No. C-2392 be, and it is hereby, granted.

IT IS FURTHER ORDERED that the Applicants file an updated tariff within thirty days from the date of this order.

MADE AND ENTERED at Lincoln, Nebraska, this 12th day of December, 2000.

NEBRASKA PUBLIC SERVICE COMMISSION

COMMISSIONERS CONCURRING:

*James Johnson*

*Anne C. Boyle*

*Frank E. Landis*

//s//Frank E. Landis

*James Johnson*

Chairman

ATTEST:

*James Johnson*

Executive Director