

SECRETARY'S RECORD, NEBRASKA PUBLIC SERVICE COMMISSION

BEFORE THE NEBRASKA PUBLIC SERVICE COMMISSION

In the Matter of the Appli-) Application No. C-2412
cation of Cable & Wireless)
USA, Inc., Vienna, Virginia,) GRANTED
seeking approval of a change)
in its state of incorporation.) Entered: December 5, 2000

BY THE COMMISSION:

By application filed October 24, 2000, Cable & Wireless USA, Inc. (CWUSA or Applicant) of Vienna, Virginia seeks approval of a change in its state of incorporation. Notice of the application was published in The Daily Record, Omaha, Nebraska, on October 25, 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

The applicant is currently organized under the laws of the District of Columbia. CWUSA is a wholly-owned indirect subsidiary of Cable & Wireless PLC, which is a publicly-traded corporation organized under the laws of England and Wales. In Nebraska, CWUSA was authorized by the Commission to provide resale of interLATA and intraLATA interexchange telecommunications services on September 14, 1993, in Application No. C-867.

Following the proposed transaction, the company will be a Delaware corporation. The transaction will not affect the company's provisioning of telecommunications services and the change will be transparent to the customers of CWUSA. The applicant asserts that the proposed change will enable the company to operate in a more efficient manner, to the general benefit of the consumers in Nebraska.

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

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O R D E R

IT IS THEREFORE ORDERED by the Nebraska Public Service Commission that Application No. C-2412 be, and it is hereby, granted.

IT IS FURTHER ORDERED that the applicant file with the Commission, its Delaware Articles of Incorporation reflecting the change in its state of incorporation pursuant to this order.

MADE AND ENTERED at Lincoln, Nebraska, this 5th day of December, 2000.

NEBRASKA PUBLIC SERVICE COMMISSION

COMMISSIONERS CONCURRING:

Lowell Johnson

Kevin C. Boyle

Joel Johnson

//s// Frank E. Landis

James Sander
Chairman

ATTEST:

And S. Pollock
Executive Director