

BEFORE THE NEBRASKA PUBLIC SERVICE COMMISSION

In the Matter of the Application) Application No. C-2513
of GE Capital Communication Services)
and GE Capital Telemanagement)
Services Corporation of Atlanta,) GRANTED
Georgia, for authority to reorganize)
and for approval as necessary, of)
related transactions.) Entered: May 23, 2001

BY THE COMMISSION:

By application filed April 6, 2001, GE Capital Communications Services Corporation (GECCS) and GE Capital Telemanagement Services Corporation (GECTS) of Atlanta, Georgia, seek authority to reorganize and for approval as necessary, to engage in related transactions. Notice of the application was published in The Daily Record, Omaha, Nebraska, on April 10, 2001. 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

GECCS is a Georgia corporation with its principal place of business in Atlanta, Georgia. GECCS, pursuant to the authority granted by this Commission in Application No. C-1016, offers resold intrastate interexchange telecommunications services to business and residential customers throughout Nebraska.

GECTS, is also a Georgia corporation wholly owned by GECCS. GECTS is not currently authorized to provide telecommunications services in any state. After the merger, GEBPS will become the new corporate name for GECTS.

Under the terms of the proposed intra-corporate merger, the applicants propose to have GECTS take over GECCS's intrastate customer base and business of providing resold interexchange telecommunications services in Nebraska. After this internal reorganization, GECTS (renamed as GE Business Productivity Solutions, Inc. or GEBPS) will assume GECCS operations and provide telecommunications services to GECCS customers in Nebraska under identical tariffs using both the GEBPS name and its d/b/a GE Capital Communication Services. Pursuant to the contemplated merger, GECCS will cease to exist as a separate corporate entity. Affected customers will be given appropriate and adequate notice of the merger and the resulting change. By using the d/b/a GE Capital Communication Services for residential and prepaid calling card customers, the carrier name will remain essentially the same for

those customers. The rates and services will remain the same for all customers.

Because GECCS and GECTS are managed by essentially the same team of experienced telecommunications personnel, the operations will continue to function as they have in the past. The financial competency of the company will be enhanced by the proposed reorganization because the proposed consolidation will eliminate administrative redundancy and improve the overall efficiency of the corporation. Customer service features and functions will also remain the same. According to the applicant, approval of the proposed restructuring will serve public interest by assuring the presence of a further telecommunications competitor in Nebraska. The proposed transfer to GECTS renamed as GEBPS will be transparent to consumers in Nebraska and will have no adverse impact on either business or residential consumers.

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-2513 be, and it is hereby, granted.

MADE AND ENTERED at Lincoln, Nebraska, this day of 23rd day of May, 2001.

NEBRASKA PUBLIC SERVICE COMMISSION

COMMISSIONERS CONCURRING:

Ann C. Boyle *Paul Sander*
Chairman

Frank E. Landis
//s//Frank E. Landis

ATTEST:

A. S. Pollock
Executive Director