

BEFORE THE NEBRASKA PUBLIC SERVICE COMMISSION

In the Matter of the Application     ) Application No. C-2829  
of Comm South Companies, Inc. of     )  
Dallas, Texas, and Arbros            )  
Communications, Inc. of Silver       )  
Springs, Maryland, jointly           ) GRANTED  
seeking approval of transfer of     )  
control to Arcomm Holding Co. of     )  
Dallas Texas.                         ) Entered: December 10, 2002

BY THE COMMISSION:

On October 29, 2002, an application was filed by Comm South Companies, Inc. (Comm South) of Dallas, Texas, and Arbros Communications, Inc. (Arbros) of Silver Springs, Maryland, jointly seeking approval of transfer of control to Arcomm Holding Co. (Arcomm) of Dallas Texas. Notice of the application was published in The Daily Record, Omaha, Nebraska, on October 20, 2002. No protests were filed; therefore, we process this application 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

The Parties:

Comm South is a Texas corporation with its headquarters in Dallas, Texas. Comm South was granted authority by the Commission to operate as a local exchange telecommunications carrier in the State of Nebraska on November 21, 2000, pursuant to Application No. C-2409.

Arbros is a Delaware corporation with its principal offices in Dallas, Texas. Arbros is a wholly-owned subsidiary of Arcomm Holding Co., a corporation organized, existing and in good standing under the laws of the state of Delaware.

Description of the Transaction:

On June 14, 2002, Comm South underwent a corporate reorganization, whereby Arbros allocated 100 percent of the outstanding shares of Comm South to Arcomm Holding Co., thereby making Comm South a wholly-owned subsidiary of Arcomm Holding Co.

The transaction resulted in a change of control in name but not ownership, as Arcomm Holding Corp. has the same ownership as Arbros Communications, Inc. The reorganization will not involve a change in the manner in which services are provided to Comm South's customers. Comm South will continue to operate in Nebraska with its current name, providing service under its existing tariffs. This transaction will be virtually transparent to Comm South's Nebraska customers.

Based on the evidence, we find the application to be fair and 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-2829 be, and it is hereby, granted and Comm South Companies and Arbros Communications are authorized to transfer control to Arcomm Holding Co.

MADE AND ENTERED at Lincoln, Nebraska, this 10th day of December, 2002.

NEBRASKA PUBLIC SERVICE COMMISSION

COMMISSIONERS CONCURRING:

Chair

ATTEST:

Executive Director