

BEFORE THE NEBRASKA PUBLIC SERVICE COMMISSION

In the Matter of the Application     ) Application No. C-3606  
of Norlight Telecommunications,     )  
Inc., Brookfield, Wisconsin,     )  
seeking Approval of a Pro Forma     ) GRANTED  
Transfer of Control, with     )  
Journal Communications, Inc.,     )  
Milwaukee, Wisconsin.     ) Entered: July 18, 2006

BY THE COMMISSION:

On May 25, 2006, an application was filed by Norlight Telecommunications, Inc., of Brookfield, Wisconsin, seeking approval of a Pro Forma Transfer of Control, with Journal Communications, Inc., Milwaukee, Wisconsin. Notice of the application was published in The Daily Record, Omaha, Nebraska, on June 5, 2006. 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

Norlight is a Wisconsin corporation with its principle office in Brookfield, Wisconsin. Norlight is a facilities-based communications company providing network and Internet Protocol and Enhanced services to 1400 wholesale and commercial customers in the upper Midwest. Norlight received authority to operate as a resale carrier of intrastate interLATA and intraLATA telecommunications services in Nebraska pursuant to Commission Order No. C-1334.

Journal Communications is a Wisconsin corporation with principle offices located in Milwaukee, Wisconsin. Journal Communications is a publicly traded diversified media and communications company with operations in publishing, radio and television broadcasting, and printing services.

Pursuant to the proposed transaction, Journal will spin-off its indirect wholly-owned subsidiary, Norlight, to Journal's shareholders. The spin-off will be accomplished through a pro-rata distribution of all of Norlight's shares to Journal's shareholders. The proposed transaction is expected to provide Norlight with the flexibility to compete more effectively in its target markets and to take advantage of growth markets. After the transaction, Norlight will remain technically, managerially, and financially qualified to provide intrastate telecommunications services 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.

O R D E R

IT IS THEREFORE ORDERED by the Nebraska Public Service Commission that Application C-3606, be, and it is hereby, granted.

MADE AND ENTERED at Lincoln, Nebraska, this 18th day of July, 2006.

NEBRASKA PUBLIC SERVICE COMMISSION

COMMISSIONERS CONCURRING:

Chairman

ATTEST:

Executive Director