

BEFORE THE NEBRASKA PUBLIC SERVICE COMMISSION

In the Matter of the Joint) Application No. C-3730
Application of Journal)
Communications, Inc.,)
Milwaukee, Wisconsin, Norlight)
Telecommunications, Inc.,)
Brookfield, Wisconsin, and Q-) GRANTED
Comm Corporation, Las Vegas,)
Nevada, seeking approval of)
the transfer of control of)
Norlight Telecommunications,)
Inc., to Q-Comm Corporation.) Entered: January 17, 2007

BY THE COMMISSION:

On November 30, 2006 an application was jointly filed by Journal Communications, Inc., ("Journal") of Milwaukee, Wisconsin, Norlight Telecommunications, Inc., ("Norlight") of Brookfield, Wisconsin, and Q-Comm Corporation, ("Q-Comm"), of Las Vegas, Nevada, (together "Applicants") seeking approval of a transfer of control Agreement (the "Agreement") in which Q-Comm will acquire control of Norlight. Notice of the application was published in The Daily Record, Omaha, Nebraska, on December 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

The Parties:

Norlight is a Wisconsin corporation with its principal offices located in Brookfield, Wisconsin. Norlight provides intrastate interexchange telecommunications services in thirty (30) states and competitive local exchange telecommunications services in six (6) states. Norlight provides resold intrastate interLATA and intraLATA telecommunications services in the State of Nebraska under and by virtue of authority heretofore granted by this Commission¹. Norlight is currently a wholly-owned subsidiary of The Journal Company, which in turn is a wholly-owned subsidiary of Journal.

¹ See Application No. C-1334, *In the Matter of the Application of Norlight, Inc. of Brookfield, Wisconsin, seeking authority to operate as a resale common carrier of telecommunications services within the State of Nebraska*, Granted (August 20, 1996).

Journal is a publicly-traded Wisconsin corporation with its principal offices located in Milwaukee, Wisconsin. Journal is a diversified media and communications company with operations in publishing, radio, and television broadcasting, and printing services. Journal does not provide any intrastate telecommunications services and does not hold any certificates or authorizations from the Commission.

Q-Comm is a privately held Nevada corporation with its principal offices located in Las Vegas, Nevada. Q-Comm holds the stock of multiple subsidiaries including several regional telecommunications service providers. Q-Comm also has executive offices located in Overland Park, Kansas, and an operations office in Evansville, Indiana. Different Q-Comm subsidiaries operate an extensive fiber optic network, provide local exchange and interexchange telecommunications services in several states, offer business customers cutting edge voice and data services, and provide video, voice, high speed data and security to underserved rural communities.

Description of the Transaction:

Journal, Norlight and Q-Comm entered into a Stock Purchase Agreement pursuant to which Journal will sell Q-Comm all of the stock of Norlight, owned by Journal's wholly-owned subsidiary, The Journal Company. As a result of the transaction, control of Norlight will be transferred to Q-Comm and Norlight will become a wholly-owned subsidiary of Q-Comm. After consummation of the transaction, Norlight will continue to provide telecommunication services in Nebraska pursuant to its telecommunications authorizations with no change in rates, terms or conditions of service. Norlight will retain its name and will not change the manner in which it currently offers service in Nebraska.

Norlight's customers will not experience any loss or impairment of services as a result of the transaction and will continue to receive their existing services at the same rates, terms and conditions as at present.

Q-Comm is operated by a highly qualified management team, all of whom have extensive backgrounds in the telecommunications and information services industry. Q-

Comm has the technical, managerial and financial capability to control and manage Norlight, and is a fit and proper party to acquire control of Norlight.

The parties submit that the public interest will be served because the transaction will provide Norlight and Q-Comm access to each other's substantial technical and management expertise and complementary services and facilities. These benefits will strengthen the companies' ability to expand their offerings and provide more advanced services to a broader customer base. Finally, the Applicants submit that the transaction will enable the companies to strengthen their competitive positions in Nebraska to the benefit of Nebraska consumers.

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-3730 be, and it is hereby, approved.

MADE AND ENTERED at Lincoln, Nebraska, this 17th day of January, 2007.

NEBRASKA PUBLIC SERVICE COMMISSION

COMMISSIONERS CONCURRING:

Chairman

ATTEST:

Executive Director