

BEFORE THE NEBRASKA PUBLIC SERVICE COMMISSION

In the Matter of the Joint) Application No. C-3838
Application of Dialaround)
Enterprises, Inc., Washington,)
D.C., and STi Prepaid, LLC,) GRANTED
Flushing, New York, seeking)
approval for a transfer of)
assets of a certificated) Entered: August 28, 2007
carrier.)

BY THE COMMISSION:

On July 16, 2007, a joint application was filed by Dialaround Enterprises, Inc., (Dialaround), Washington, D.C., and STi Prepaid, LLC, (STi), Flushing, New York, seeking approval to transfer the assets of a certificated carrier. Notice of the application was published in The Daily Record, Omaha, Nebraska, on July 18, 2007. 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

STi is an indirect subsidiary of Leucadia National Corporation, a publicly traded New York Corporation. STi has authority to offer competitive interexchange services in Nebraska by virtue of a Commission order entered in Docket C-3791 on May 30, 2007.

Dialaround is authorized to offer competitive interexchange services in the State of Nebraska pursuant to Docket C-2847 issued on January 22, 2003.

Pursuant to the proposed plan, STi will purchase seventy-five percent of Dialround's assets. The remaining twenty-five percent will be held by Samer Tawfik through a new limited liability corporation, ST Finance, LLC. Upon receipt of all necessary regulatory approvals and the consummation of the transaction, Dialaround, will surrender its current authorization to the Commission.

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-3838, be, and it is hereby, granted.

MADE AND ENTERED at Lincoln, Nebraska, this 28th day of August, 2007.

NEBRASKA PUBLIC SERVICE COMMISSION

COMMISSIONERS CONCURRING:

Chairman

ATTEST:

Deputy Director