

BEFORE THE NEBRASKA PUBLIC SERVICE COMMISSION

In the Matter of the Application) Application No. C-4291
of Tri-M Communications, Inc.)
d/b/a TMC Communications, Santa)
Barbara, California, seeking) GRANTED
approval of a transfer of)
control.)
) Entered: August 31, 2010

BY THE COMMISSION:

On July 22, 2010, an application was filed by Tri-M Communications, Inc. d/b/a TMC Communications, ("TMC"), Santa Barbara, California, seeking approval of a transfer of control of TMC to 5LINX Enterprises, Inc. ("5LINX"). Notice of the application was published in The Daily Record, Omaha, Nebraska, on July 27, 2010. 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:

TMC is a California corporation with principal offices located in Santa Barbara, California. TMC was authorized to provide resold long distance services in the State of Nebraska by virtue of authority granted by the Commission on March 30, 2005, under Docket C-2005.

5LINX is a Delaware corporation with principal offices in Rochester, New York. 5LINX has no certificates of authority.

Description of the Transaction:

According to the application, 5LINX will acquire 100% of the stock in TMC pursuant to a Stock Purchase Agreement between the parties. TMC states that the transaction will only result in a change in ownership and control through the stock purchase and will not transfer operating authority or customers from TMC to 5LINX.

TMC anticipates that the proposed transaction will be seamless and transparent to any customers in Nebraska. TMC states that it will continue to offer services with no change in rates or terms and conditions of service.

TMC states that the proposed transaction is in the public interest and will benefit its Nebraska customers because the

transaction will enhance TMC's ability to offer a broader range of innovative products and services to 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-4291, be, and it is hereby, granted.

MADE AND ENTERED at Lincoln, Nebraska, this 31st day of August, 2010.

NEBRASKA PUBLIC SERVICE COMMISSION

COMMISSIONERS CONCURRING:

Chairman

ATTEST:

Executive Director

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//s// Frank E. Landis

//s// Gerald L. Vap