

BEFORE THE NEBRASKA PUBLIC SERVICE COMMISSION

In the Matter of the Joint) Application No. C-4308
Application of Galaxy Cable,)
Inc., Wickliffe, Kentucky, and)
Zito Midwest, LLC, Coudersport,) GRANTED
Pennsylvania, seeking authority)
to transfer customers and assets)
from Galaxy to Zito.) Entered: November 22, 2010

BY THE COMMISSION:

On October 12, 2010, an application was filed by Galaxy Cable, Inc. ("Galaxy"), Wickliffe, Kentucky, and Zito Midwest, LLC ("Zito"), Coudersport, Pennsylvania, (together with Galaxy, the "Applicants") seeking approval of a transfer of customers and assets from Galaxy to Zito. Notice of the application was published in The Daily Record, Omaha, Nebraska, on October 15, 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:

Galaxy is a Delaware corporation with principal offices located in Wickliffe, Kentucky. Galaxy was authorized as an interexchange telecommunications services provider in the State of Nebraska by virtue of authority granted by the Commission on July 1, 1997, under Docket C-1485.

Zito is a Delaware corporation with principal offices in Dallas, Texas. Zito was authorized as an interexchange telecommunications services provider in the State of Nebraska by virtue of authority granted by the Commission on September 28, 2010, under Docket C-4296.

Description of the Transaction:

According to the application, Zito will acquire customer accounts and substantially all assets of Galaxy necessary to provide telecommunications services in the state of Nebraska pursuant to an Asset Purchase Agreement ("Agreement") entered into by Applicants on May 11, 2010.

The Applicants anticipate that the proposed transaction will be seamless and transparent to any customers in Nebraska. The Applicants state that, after completion of the agreement and customer transfer, Zito will offer services to Galaxy's

customers and handle all billing. Applicants state that Galaxy will cancel its authorization and tariffs once a determination is made that Galaxy no longer requires authorization for operational or billing purposes.

The Applicants state that the proposed transaction is in the public interest because the transaction will ensure that Nebraska customers will continue to enjoy high quality telecommunications services and will not have a negative impact on 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-4308, be, and it is hereby, granted.

MADE AND ENTERED at Lincoln, Nebraska, this 22nd day of November, 2010.

NEBRASKA PUBLIC SERVICE COMMISSION

COMMISSIONERS CONCURRING:

Chairman

ATTEST:

Executive Director

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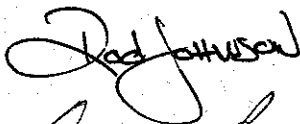
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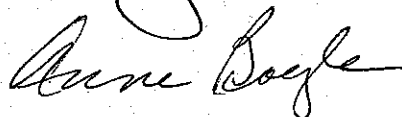
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COMMISSIONERS CONCURRING:



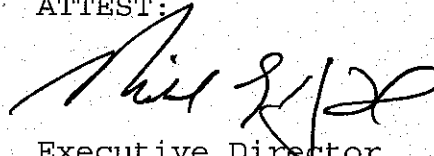
Vice Chairman



//s// Frank E. Landis

//s// Tim Schram

ATTEST:



Executive Director