

BEFORE THE NEBRASKA PUBLIC SERVICE COMMISSION

In the Matter of the Joint	)	Application No. C-4333
Application of William R.	)	
Sandman, Steven P. Sandman,	)	
Gladys L. Sandman and William P.	)	GRANTED
Sandman, Diller, seeking	)	
authority to transfer stock	)	
resulting in a change in control	)	
of Diller Telephone Company.	)	Entered: March 8, 2011

BY THE COMMISSION:

On January 27, 2011, a joint application was filed by William R. Sandman, Steven P. Sandman, Gladys L. Sandman and William P. Sandman, (collectively "Applicants"), Diller, seeking approval to transfer stock resulting in a change in control of Diller Telephone Company ("Diller"). Notice of the application was published in The Daily Record, Omaha, Nebraska, on February 1, 2011. 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:

Applicants are trustees of their respective revocable trusts, which collectively hold all issued and outstanding stock of Diller.

Diller is a privately held Nebraska corporation with principal offices in Diller, Nebraska. Diller currently holds a certificate of public convenience and necessity by virtue of authority granted by the Commission on July 5, 1983 under Docket C-372.

Description of the Transaction:

According to the application, Applicants request approval for transfer respective shares of stock from the revocable trusts of Gladys L. Sandman and William P. Sandman to the revocable trusts of William R. Sandman and Steven P. Sandman, resulting in two stockholders holding all issued and outstanding shares of Diller. Applicants do not seek to transfer Diller's operating authority. Diller will continue to operate without changes in rates, terms, conditions or management. Applicants state that the proposed transaction should not affect Diller's customers since the proposed transaction will occur completely on the stock ownership level.

Applicants state that the proposed transaction is in the public interest because the transaction will ensure that Nebraska customers continue receiving high quality services from Diller as it has in the past.

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-4333, be, and it is hereby, granted.

MADE AND ENTERED at Lincoln, Nebraska, this 8<sup>th</sup> day of March, 2011.

NEBRASKA PUBLIC SERVICE COMMISSION

COMMISSIONERS CONCURRING:

Chairman

ATTEST:

Executive Director

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COMMISSIONERS CONCURRING:

*Red Jensen*

*Bruce Boyle*  
*Guadalupe*

//s// Frank E. Landis  
//s// Tim Schram

*Tim Schram*  
Chairman

ATTEST:

*Phil R. J. J.*  
Executive Director