

BEFORE THE NEBRASKA PUBLIC SERVICE COMMISSION

In the Matter of the Joint)	Application No. C-4586
Application of AmericaTel)	
Corporation, Matrix Telecom,)	
Inc., Irving, Texas, and Impact)	
Telecom, Inc., Greenwood)	
Village, Colorado, seeking)	GRANTED
approval of a transfer of)	
control of AmericaTel)	
Corporation and Matrix Telecom,)	
Inc. to Impact Telecom, Inc.)	Entered: April 2, 2013

BY THE COMMISSION:

On February 22, 2013, an application was jointly filed by AmericaTel Corporation, ("AmericaTel"), Matrix Telecom, Inc., ("Matrix"), both of Irving, Texas and Impact Telecom, Inc., ("Impact"), of Greenwood Village, Colorado, (collectively "Applicants"), seeking approval of a transfer of control of AmericaTel and Matrix to Impact. Notice of the application was published in The Daily Record, Omaha, Nebraska, on February 27, 2013. 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:

AmericaTel is a Delaware corporation with principal offices located in Irving, Texas. AmericaTel is authorized to provide interexchange telecommunications services in Nebraska under and by virtue of authority heretofore granted by this Commission.¹

Matrix is a Texas corporation with its principal place of business located in Irving, Texas. Matrix is authorized to provide local exchange and interexchange telecommunications services in Nebraska under and by virtue of authorities heretofore granted by this Commission.²

Impact is a Nevada corporation with its principal offices located in Greenwood Village, Colorado. Impact is a wholesale domestic and international telecommunications provider. Impact currently provides services to other carriers and does not serve retail end users. Impact does not hold any authorizations relating the provision of telecommunications services in Nebraska.

¹ See Docket C-1719 (February 18, 1998).

² See Docket C-3397 (June 28, 2005) and Docket C-865 (February 19, 1991).

Description of the Transaction:

According to the application, on February 15, 2013, Impact and EnergyTRACS Acquisition Corp. and MTAC Holding Corporation ("Parent"), the corporate parents of AmericaTel and Matrix, entered into a stock purchase agreement ("Agreement") whereby Impact will acquire control of Parent and indirectly AmericaTel and Matrix. As a result of the proposed Agreement, AmericaTel and Matrix will become indirect subsidiaries of Impact.

Upon completion of the proposed Agreement, the Applicants state AmericaTel and Matrix will continue to operate its facilities and provide service to its customers at the same rates, terms and conditions in Nebraska as it does currently. The Applicants will continue to provide service under their current names and state the transaction will be largely seamless and transparent to customers of both entities.

The Applicants state that the transaction is in the public interest and will reinforce the status of AmericaTel and Matrix as viable competitors and minimize the disruption of service and will be completely transparent to AmericaTel and Matrix 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-4586 be, and it is hereby, granted.

MADE AND ENTERED at Lincoln, Nebraska, this 2nd day of April, 2013.

COMMISSIONERS CONCURRING: NEBRASKA PUBLIC SERVICE COMMISSION

Chair

ATTEST:

Executive Director

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NEBRASKA PUBLIC SERVICE COMMISSION






Chair

ATTEST:

//s//Anne C. Boyle
//s//Frank E. Landis
//s//Rod Johnson


Executive Director