

BEFORE THE NEBRASKA PUBLIC SERVICE COMMISSION

BY THE COMMISSION:

O P I N I O N A N D F I N D I N G S

Description of the Transaction:

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SECRETARY'S RECORD, NEBRASKA PUBLIC SERVICE COMMISSION

Application No. C-4630

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financial and customer perspective by further realigning and reducing its subsidiaries and establishing a holding company with no operations as the publicly traded parent company for the Company. The various intra-company changes will result in (1) BTI and DeltaCom becoming direct subsidiaries of EarthLink Business; (2) establishing EarthLink Holdings, Inc. as the new publicly traded holding company between EarthLink and its current shareholders and converting EarthLink to a Delaware limited liability company; and (3) subsequent to completing steps (1) and (2) above, EarthLink may possibly contribute its membership interests in EarthLink Business Holdings, LLC, to EarthLink Holdings which would remove the EarthLink entity as an intermediate holding company in the chain of ownership between the Nebraska certificated entities and their ultimate parent EarthLink Holdings. According to the Applicants, the intra-company changes will not result in any change in the Nebraska entities' management or day-to-day operations or adversely affect current or proposed operations in Nebraska. The changes will be transparent to customers and will not result in any change in customers' service quality, rates, or terms and conditions of service.

Based upon the above information, the Commission finds the application to be fair and reasonable, in the public interest. Therefore, the application should be granted.

O R D E R

IT IS THEREFORE ORDERED by the Nebraska Public Service Commission that Application No. C-4630 be, and it is hereby, granted.

MADE AND ENTERED at Lincoln, Nebraska, this 25th day of November, 2013.

NEBRASKA PUBLIC SERVICE COMMISSION

COMMISSIONERS CONCURRING:

Tim Schram

Paul J. Hester

Gerald L. Lutz

//s//Anne C. Boyle

//s//Frank E. Landis

Anne Boyle

Chair

ATTEST:

Steve Merazich
Executive Director