

December 17, 1996

VIA FEDERAL EXPRESS

Ms. Blanca S. Bayo  
Director, Division of Records & Reporting  
Florida Public Service Commission  
2540 Shumard Oak Blvd.  
Tallahassee, Florida 32301

961501-TI

Re: RealCom Certificate of Public Convenience and Necessity  
Docket Nos. 920341-TI and 930864-TS

Dear Ms. Bayo:

MFS Communications Company, Inc. ("MFSCC") and its wholly-owned subsidiaries MFS Intelenet of Florida, Inc., ("MFS Intelenet"), and RealCom Office Communications, Inc., ("RealCom"), by its undersigned counsel hereby: (1) notify the Commission that RealCom will no longer require its certificate to provide interexchange services (920341-TI) and (2) request approval to transfer the RealCom certificate to provide shared tenant services (930864-TS) to MFS Intelenet. A copy of the orders granting RealCom's certificates are attached.

As the Commission has been advised, MFSCC recently entered into a merger agreement with WorldCom, Inc., which the Commission approved on December 4, 1996 in Docket No. 961039-TP. Prior to its recent merger, MFSCC acquired RealCom, which the Commission approved on September 16, 1994 in Docket No. 940571-TP. RealCom was acquired pursuant to a reverse subsidiary merger, in which RealCom was merged into MFS-Acquisition, which was a subsidiary of MFSCC. Subsequent to the merger, the legal existence of MFS-Acquisition terminated and RealCom was operated along with MFS Intelenet. Both companies are wholly owned by MFSCC.

In its Application for approval to acquire RealCom, MFSCC explained that subsequent to closing the RealCom MFSCC merger, it was planning to evaluate the appropriate corporate organizational structure for the RealCom Florida operations and therefore, would possibly integrate the RealCom and MFS Intelenet companies. Pursuant to those plans, in addition to its recent merger with WorldCom, MFSCC at this time would like to consolidate its service offerings in Florida and offer both its interexchange services and its shared tenant services through MFS Intelenet. MFS Intelenet's tariffs have been revised to incorporate RealCom's services and all of RealCom's previous service offerings will be offered directly by MFS Intelenet. There will be no interruption of service.

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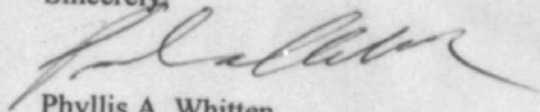
Ms. Blanca S. Bayo  
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of service to any current customer. No rates, terms and conditions will change as a result of the merger, and all RealCom customers have been notified of this intracorporate restructuring.

Therefore, MFSCC requests the Commission's permission to transfer the RealCom certificate to provide shared tenant services to MFS Intelenet. Because RealCom will no longer be providing telecommunications services, RealCom will no longer require its interexchange certificate and therefore requests the Commission to cancel its interexchange certificate.

Thank you very much for your assistance on this matter. Please do not hesitate to call should you have any questions.

Sincerely,



Phyllis A. Whitten  
Pamela S. Arluk

Counsel for MFS Communications Company, Inc.  
MFS Intelenet of Florida, Inc., and  
RealCom Office Communications

BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

In re: Application for certificate to provide inter-exchange telecommunications service by REALCOM OFFICE COMMUNICATIONS, INC. )  
DOCKET NO. 920341-TI )  
ORDER NO. PSC-92-0654-POF-TI )  
ISSUED: 07/13/92 )

ORDER NO. PSC-92-0654-POF-TI  
DOCKET NO. 920341-TI  
PAGE 2

The following Commissioners participated in the disposition of this matter:

THOMAS M. BEARD, Chairman  
SUSAN F. CLARK  
J. TERRY DEASON  
BETTY EASLEY  
LUIS J. LAUREDO

NOTICE OF PROPOSED AGENCY ACTION  
ORDER GRANTING CERTIFICATE

BY THE COMMISSION:

Notice is hereby given by the Florida Public Service Commission that the action discussed herein is preliminary in nature and will become final unless a person whose interests are substantially affected files a petition for formal proceeding pursuant to Rule 25-22.029, Florida Administrative Code.

On April 14, 1992, Realcom Office Communications, Inc. (the Company) filed an application for an interexchange certificate. The application contained the required background information and its proposed tariff. After having considered the application, it appears that the Company is technically capable of providing service. Pursuant to Sections 364.335 and 364.337, Florida Statutes, the Commission may grant a certificate of public convenience and necessity to provide interexchange telecommunications services to a qualified person or other entity. Therefore, we find that it is in the public interest to grant a certificate to Realcom Office Communications, Inc., and it is our intention to grant the certificate. Interexchange carriers (IXCs) are subject to the provisions of Rules 25-24.455 through 25-24.495, Florida Administrative Code. Additionally, by Order No. 16804, IXCs are prohibited from constructing facilities to bypass a local exchange company without express prior approval from the Commission.

Based on the foregoing, it is

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ORDERED by the Florida Public Service Commission that the application of Realcom Office Communications, Inc. for a certificate to provide intrastate interexchange telecommunications service is granted as set forth in the body of this order. It is further

ORDERED that the effective date of the certificate is the first working day following the date specified below, if there is no protest to the proposed agency action within the time frame set forth below. It is further

ORDERED that this docket shall be closed if no protest is filed in accordance with the requirements set forth below.

By ORDER of the Florida Public Service Commission, this 13th day of July, 1992.

*Steve Tribble*  
STEVE TRIBBLE, Director  
Division of Records and Reporting

( S E A L )

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BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

ORDER NO. PSC-93-1585-POF-TS  
DOCKET NO. 930864-TS  
PAGE 2

In Re: Application for certificate to provide shared tenant service at 200 South Biscayne Boulevard, Miami, by REALCOM OFFICE COMMUNICATIONS, INC.

DOCKET NO. 930864-TS  
ORDER NO. PSC-93-1585-POF-TS  
ISSUED: November 1, 1993

The following Commissioners participated in the disposition of this matter:

- J. TERRY DEASON, Chairman
- SUSAN F. CLARK
- JULIA L. JOHNSON
- LUIS J. LAUREDO

NOTICE OF PROPOSED AGENCY ACTION  
ORDER GRANTING CERTIFICATE

BY THE COMMISSION:

NOTICE IS HEREBY GIVEN by the Florida Public Service Commission that the action discussed herein is preliminary in nature and will become final unless a person whose interests are substantially affected files a petition for a formal proceeding in accordance with Rule 25-22.029, Florida Administrative Code.

On August 31, 1993, Realcom Office Communications, Inc. filed an application for a certificate to provide shared tenant services at the following locations:

200 South Biscayne Blvd.  
Miami, Florida

The application contained the required information and Realcom Office Communications, Inc. proposed tariffs. Having considered the application, it appears to be in the public interest to grant to Realcom Office Communications, Inc. a certificate to provide shared tenant services. Shared tenant services providers are charged with the responsibility of complying with the appropriate provisions of provisions of Chapter 364, Florida Statutes, and Chapters 25-4 and 25-24, Florida Administrative Code.

Based on the foregoing, it is,

ORDERED by the Florida Public Service Commission that the application by Realcom Office Communications, Inc. for a certificate to provide shared tenant services at the locations set forth in the body of this Order is hereby granted. It is further

ORDERED that, unless a person whose substantial interests are affected by the action proposed herein files a petition in the form and by the date specified in the Notice of Further Proceedings or Judicial Review, below, the certificate shall become effective on the following day and this docket shall be closed.

By ORDER of the Florida Public Service Commission this 1st day of November, 1993.

  
STEVE TRIBBLE, Director  
Division of Records and Reporting

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NOTICE OF FURTHER PROCEEDINGS OR JUDICIAL REVIEW

The Florida Public Service Commission is required by Section 120.59(4), Florida Statutes, to notify parties of any administrative hearing or judicial review of Commission orders that is available under Sections 120.57 or 120.68, Florida Statutes, as well as the procedures and time limits that apply. This notice should not be construed to mean all requests for an administrative hearing or judicial review will be granted or result in the relief sought.

The action proposed herein is preliminary in nature and will not become effective or final, except as provided by Rule 25-22.029, Florida Administrative Code. Any person whose substantial interests are affected by the action proposed by this order may file a petition for a formal proceeding, as provided by Rule 25-22.029(4), Florida Administrative Code, in the form provided by Rule 25-22.036(7)(a) and (f), Florida Administrative Code. This petition must be received by the Director, Division of Records and Reporting at his office at 101 East Gaines Street, Tallahassee, Florida 32399-0870, by the close of business on November 22, 1993.

In the absence of such a petition, this order shall become effective on the day subsequent to the above date as provided by Rule 25-22.029(6), Florida Administrative Code.

Any objection or protest filed in this docket before the issuance date of this order is considered abandoned unless it satisfies the foregoing conditions and is renewed within the specified protest period.

If this order becomes final and effective on the date described above, any party adversely affected may request judicial review by the Florida Supreme Court in the case of an electric, gas or telephone utility or by the First District Court of Appeal in the case of a water or wastewater utility by filing a notice of appeal with the Director, Division of Records and Reporting and filing a copy of the notice of appeal and the filing fee with the appropriate court. This filing must be completed within thirty (30) days of the effective date of this order, pursuant to Rule 9.110, Florida Rules of Appellate Procedure. The notice of appeal must be in the form specified in Rule 9.900(a), Florida Rules of Appellate Procedure.