

BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

In re: Joint application by
Network Long Distance, Inc. and
Eastern Telecom Corporation
d/b/a Eastern Telecom
Corporation of Virginia for
approval of proposed agreement
and plan of merger

DOCKET NO. 970511-TI
ORDER NO. PSC-97-0876-FOF-TI
ISSUED: July 22, 1997

The following Commissioners participated in the disposition of
this matter:

JULIA L. JOHNSON, Chairman
J. TERRY DEASON
SUSAN F. CLARK
DIANE K. KIESLING
JOE GARCIA

NOTICE OF PROPOSED AGENCY ACTION ORDER
APPROVING PROPOSED AGREEMENT AND PLAN OF MERGER

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,
pursuant to Rule 25-22.029, Florida Administrative Code.

On April 29, 1997, Network Long Distance, Inc. (Network) and
Eastern Telecom International Corporation d/b/a Eastern Telecom
Corporation of Virginia (Eastern) filed a joint application for
approval of a proposed agreement and plan of merger (The
Agreement). By Order No. PSC-92-0394-FOF-TI, issued May 26, 1992,
Eastern Telecom International Corporation d/b/a Eastern Telecom
Corporation of Virginia was granted authority to provide
interexchange telecommunications services in Florida.

The Agreement sets forth a merger of Eastern and Network
Acquisition Corp., in which Eastern will be the surviving entity.
Furthermore, Eastern will become a wholly owned subsidiary of
Network. Eastern has stated that it will continue to operate its
business in all respects as it currently is operating. The

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customers of Eastern will continue to receive the same high quality service presently rendered to them.

Upon review of the application, we find that the proposed agreement and plan of merger is in the public interest. The Agreement will be beneficial to the companies as well as their customers. Both Network and Eastern will be able to provide communication services to their customers in a more efficient manner.

Based on the foregoing, it is,

ORDERED by the Florida Public Service Commission that the joint application for approval of a proposed agreement and plan of merger by Network Long Distance, Inc. and Eastern Telecom International Corporation d/b/a Eastern Telecom Corporation of Virginia is hereby approved. It is further

ORDERED that the provisions of this Order, issued as proposed agency action, shall become final and effective unless an appropriate petition, in the form provided by Rule 25-22.036, Florida Administrative Code, is received by the Director, Division of Records and Reporting, 2540 Shumard Oak Boulevard, Tallahassee, Florida 32399-0850, by the close of business on the date set forth in the "Notice of Further Proceedings or Judicial Review" attached hereto. It is further

ORDERED that in the event this Order becomes final, this Docket shall be closed.

By ORDER of the Florida Public Service Commission, this 22nd day of July, 1997.

BLANCA S. BAYÓ, Director
Division of Records and Reporting

By: Kay Flynn
Kay Flynn, Chief
Bureau of Records

(S E A L)

KMP

NOTICE OF FURTHER PROCEEDINGS OR JUDICIAL REVIEW

The Florida Public Service Commission is required by Section 120.569(1), 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.

Mediation may be available on a case-by-case basis. If mediation is conducted, it does not affect a substantially interested person's right to a hearing.

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, 2540 Shumard Oak Boulevard, Tallahassee, Florida 32399-0850, by the close of business on August 12, 1997.

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 substantially 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.

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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.