

BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

In Re: Request for approval of) DOCKET NO. 961501-TP
acquisition of RealCom Office) ORDER NO. PSC-97-0165-FOF-TP
Communications, Inc. by MFS) ISSUED: February 13, 1997
Intelenet of Florida, Inc.,)
transfer of Shared Tenant)
Services Certificate No. 3497)
from RealCom to MFS, and)
cancellation of Interexchange)
Telecommunications Certificate)
No. 2990 held by RealCom.)
_____)

The following Commissioners participated in the disposition of this matter:

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

NOTICE OF PROPOSED AGENCY ACTION ORDER
APPROVING ACQUISITION, TRANSFERRING SHARED
TENANT SERVICES CERTIFICATE AND CANCELLING INTEREXCHANGE
TELECOMMUNICATIONS 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, pursuant to Rule 25-22.029, Florida Administrative Code.

Pursuant to Section 364.33, Florida Statutes, a person may not acquire ownership or control of any telecommunications facility, or any extension thereof for the purpose of providing telecommunications services to the public, including the acquisition, transfer, or assignment of majority organizational control or controlling stock ownership, without prior approval from this Commission.

DOCUMENT NUMBER-DATE

01601 FEB 13 5

FPSC-RECORDS/REPORTING

ORDER NO. PSC-97-0165-FOF-TP
DOCKET NO. 961501-TP
PAGE 2

By letter dated December 18, 1996, MFS Communications Company, Inc. (MFSCC) and its wholly-owned subsidiaries MFS Intelenet of Florida, Inc. (MFS Intelenet), and RealCom Office Communications, Inc. (RealCom) have requested the approval of acquisition of RealCom by MFS Intelenet; the transfer of RealCom's Shared Tenant Services Certificate Number 3497; and the cancellation of RealCom's Interexchange Telecommunications Certificate Number 2990.

MFSCC has stated that MFS Intelenet's tariffs have been revised to incorporate RealCom's services and all of RealCom's previous offerings will be offered directly by MFS Intelenet. In addition, there will be no interruption of service to any customer. No rates, terms and conditions will change as a result of the merger, and all RealCom customers have been notified of the intracorporate restructuring. Upon review of the petition, we find it in the public interest to approve the acquisition of RealCom by MFS Intelenet.

The companies have complied with Rule 25-24.569, Florida Administrative Code, regarding the transfer of Shared Tenant certificates. We find the transfer to be in the public interest and, therefore, approve the transfer. Certificate Number 3497 shall be amended to show that MFS Intelenet of Florida, Inc. is the holder of that certificate.

RealCom shall return its Interexchange Telecommunications Certificate Number 2990 to this Commission. In addition, under Section 364.336, Florida Statutes, certificate holders must pay a minimum annual regulatory assessment fee of \$50 if the certificate was active during any portion of the calendar year. A Regulatory Assessment Fee Return notice will be mailed to RealCom; however, neither the cancellation of its certificate nor the failure to receive a Regulatory Assessment Fee Return notice shall relieve RealCom from its obligation to pay due and owing regulatory assessment fees.

Based on the foregoing, it is

ORDERED by the Florida Public Service Commission that the request by MFS Communications Company, Inc. and its wholly-owned subsidiaries MFS Intelenet of Florida, Inc., and RealCom Office Communications, Inc. for the acquisition of RealCom Office Communications, Inc. by MFS Intelenet of Florida, Inc. is hereby approved. It is further

ORDERED that the transfer of the Shared Tenant Services Certificate Number 3497 from RealCom Office Communications, Inc. to MFS Intelenet of Florida, Inc. is hereby approved. It is further

ORDER NO. PSC-97-0165-FOF-TP
DOCKET NO. 961501-TP
PAGE 3

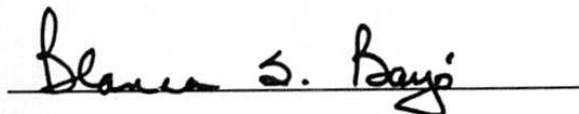
ORDERED that RealCom Office Communications, Inc.'s Certificate Number 2990 to provide interexchange telecommunications services is hereby cancelled. It is further

ORDERED that RealCom Office Communications, Inc. shall return its Interexchange Telecommunications Certificate Number 2990 to this Commission and remit all due and owing regulatory assessment fees. 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 13th day of February, 1997.



BLANCA S. BAYÓ, Director
Division of Records and Reporting

(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.

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 March 6, 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. 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.