

BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

In re: Request for approval of pro forma transfer of control of Net2000 Group, Inc., holder of IXC Certificate No. 5611, to Net2000 Communications Group, Inc., and change in name on IXC Certificate No. 5611 to Net2000 Communications Services, Inc.

DOCKET NO. 982004-TI
ORDER NO. PSC-99-0437-FOF-TI
ISSUED: March 3, 1999

The following Commissioners participated in the disposition of this matter:

JOE GARCIA, Chairman
J. TERRY DEASON
SUSAN F. CLARK
JULIA L. JOHNSON
E. LEON JACOBS, JR.

NOTICE OF PROPOSED AGENCY ACTION
ORDER APPROVING PRO FORMA TRANSFER OF CONTROL
AND ACKNOWLEDGING NAME CHANGE

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.

Section 364.33, Florida Statutes, provides that 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

02710 MAR-38

FPSC-RECORDS/REPORTING

By letter dated December 23, 1998, Net2000 Group, Inc. (Net2000), Net2000 Communications, Inc. (Net2000 Communications), Net2000 Communications Holdings, Inc. (Net2000 Holdings), Net2000 Communications Group, Inc. (Net2000 Communications Group), and Ntel Communications LLC (Ntel) (collectively, the Net2000 Companies) filed with this Commission a joint application for approval of a corporate reorganization resulting in the pro forma transfer of control of Net2000 to Net2000 Communications. Net2000 is the holder of Interexchange Telecommunications (IXC) Certificate No. 5611. The Net2000 Companies further requested a name change in IXC Certificate No. 5611 from Net2000 Group, Inc. to Net2000 Communications Services, Inc. (Net2000 Services).

Net2000 has stated that the transaction will be virtually transparent to its customers in Florida and it will not affect the services being provided. Net2000 has also stated that it will continue to operate under its existing tariff on file with this Commission.

In accordance with our authority under Section 364.33, Florida Statutes, to approve the acquisition or transfer of majority organizational control or controlling stock ownership of a telecommunications company providing service in Florida, we have reviewed the Petition of the Net2000 Companies, and find it appropriate to approve it. We have based our review and decision upon an analysis of the public's interest in efficient, reliable telecommunications service. Our decision does not address the potential impact of the transfer on the competitive market in Florida, or on the companies' or their competitors' interests. We emphasize, however, that our approval of the Petition pursuant to our authority under Section 364.33, Florida Statutes, does not preclude us from addressing any of our concerns that may arise regarding this transaction to the appropriate federal or state agencies.

Upon review of the Department of State, Division of Corporations' records, it appears that Net2000 has properly registered the new corporate name. Accordingly, we find it appropriate to amend Certificate No. 5611 to reflect the new corporate name.

This Order will serve as the amended IXC Certificate of Public Convenience and Necessity No. 5611 for Net2000 Services. Net2000 Services should retain this Order as evidence of the name change.

ORDER NO. PSC-99-0437-FOF-TI
DOCKET NO.. 982004-TI
PAGE 3

Based on the foregoing, it is,

ORDERED by the Florida Public Service Commission that Net2000 Group, Inc., Net2000 Communications, Inc., Net2000 Communications Holdings, Inc., Net2000 Communications Group, Inc., and Ntel Communications LLC's request for approval of a corporate reorganization resulting in the pro forma transfer of control from Net2000 Group, Inc. to Net2000 Communications, Inc. is hereby approved. It is further

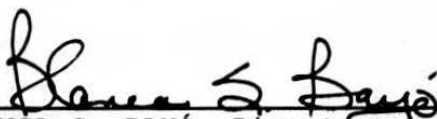
ORDERED that the request by Net2000 Group, Inc. to change the name on Certificate No. 5611 from Net2000 Group, Inc. to Net2000 Communications Services, Inc. is hereby approved. It is further

ORDERED that this Order will serve as Net2000 Communications Services, Inc.'s amended certificate and that this Order should be retained as evidence of the name change. 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 28-106.201, 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 3rd day of March, 1999.



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.

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. Any person whose substantial interests are affected by the action proposed by this order may file a petition for a formal proceeding, in the form provided by Rule 28-106.201, 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 24, 1999.

In the absence of such a petition, this order shall become effective on the day subsequent to the above date.

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.