

BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

In re: Application for authority to transfer ownership and control of The Other Phone Company d/b/a Access One Communications (holder of IXC Certificate No. 4100 and ALEC Certificate No. 4099) and Omnicall, Inc. (holder of IXC Certificate No. 5312 and ALEC Certificate No. 5293), subsidiaries of Access One Communications Corp., to Talk.com, Inc.

DOCKET NO. 000452-TP  
ORDER NO. PSC-00-1245-PAA-TP  
ISSUED: July 10, 2000

The following Commissioners participated in the disposition of this matter:

JOE GARCIA, Chairman  
J. TERRY DEASON  
SUSAN F. CLARK  
E. LEON JACOBS, JR.  
LILA A. JABER

NOTICE OF PROPOSED AGENCY ACTION  
ORDER APPROVING TRANSFER OF OWNERSHIP AND CONTROL

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

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FPSC-RECORDS/REPORTING

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control or controlling stock ownership, without prior approval from this Commission.

By letter dated April 17, 2000, The Other Phone Company d/b/a Access One Communications (Access One Communications), Omnicall, Inc. (Omnicall) and Talk.com, Inc. (Talk.com) filed with this Commission an application for approval of transfer of ownership and control of Access One Communications and Omnicall to Talk.com. Access One Communications is the holder of Interexchange Telecommunications (IXC) Certificate No. 4100 and Alternative Local Exchange Telecommunications (ALEC) Certificate No. 4099 and Omnicall is the holder of IXC Certificate No. 5312 and ALEC Certificate No. 5293.

Access One Communications and Omnicall have stated that the transaction will be virtually transparent to their customers in Florida and it will not affect the services being provided. Access One Communications and Omnicall have further stated that they will continue to operate under their existing certificated names and tariffs 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 Access One Communications, Omnicall, and Talk.com, 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.

Based on the foregoing, it is,

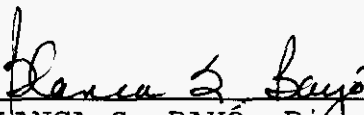
ORDERED by the Florida Public Service Commission that The Other Phone Company d/b/a Access One Communications, Omnicall, Inc. and Talk.com, Inc.'s request for approval of transfer of ownership and control of The Other Phone Company d/b/a Access One Communications and Omnicall, Inc. to Talk.com, Inc. is hereby approved. It is further

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ORDERED that the provisions of this Order, issued as proposed agency action, shall become final and effective upon the issuance of a Consummating Order 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 10th day of July, 2000.

  
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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 that is available under Section 120.57, 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 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

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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 July 31, 2000.

In the absence of such a petition, this order shall become final and effective upon the issuance of a Consummating Order.

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.