

BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

In re: Petition for approval of internal reorganization whereby GE Capital Communication Services Corporation d/b/a GE EXCHANGE and d/b/a GECCS and d/b/a GE Com (GECCS), holder of IXC Certificate No. 3194, will merge with GE Capital Telemanagement Services Corporation (GECTS), its wholly owned subsidiary, with GECTS as surviving entity, and for approval of transfer of and name change on Certificate 3194 from GECCS to GECTS.

DOCKET NO. 010420-TI
ORDER NO. PSC-01-1204-PAA-TI
ISSUED: May 30, 2001

The following Commissioners participated in the disposition of this matter:

E. LEON JACOBS, JR., Chairman
J. TERRY DEASON
LILA A. JABER
BRAULIO L. BAEZ
MICHAEL A. PALECKI

NOTICE OF PROPOSED AGENCY ACTION
ORDER APPROVING MERGER, TRANSFER AND NAME CHANGE ON
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.

DOCUMENT NUMBER-DATE

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REG. BY: J. DEASON

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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.

By letter dated April 5, 2001, GE Capital Communication Services Corporation d/b/a GE EXCHANGE and d/b/a GECCS and d/b/a GE Com (GE Com) and GE Capital Telemanagement Services Corporation (GECTS) filed with this Commission an application for approval of an internal reorganization whereby GE Com will merge with GECTS, its wholly owned subsidiary, with GECTS as the surviving entity. The companies have further requested the transfer of and name change on GE Com's Interexchange Telecommunications (IXC) Certificate No. 3194 from GE Com to GECTS. GE Com has stated that the transaction will be virtually transparent to its customers in Florida and it will not affect the services being provided.

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 GE Com and GECTS, 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.

GE Com and GECTS have complied with Rule 25-24.473, Florida Administrative Code, regarding the transfer of IXC certificates. We find the transfer to be in the public interest and, therefore, approve the transfer. IXC Certificate No. 3194 shall be amended to reflect that GECTS is the holder of this certificate.

If this Order becomes final and effective, it shall serve as GECTS's certificate. GECTS should, therefore, retain this Order as proof of certification. The Commission is vested with jurisdiction over this matter pursuant to Sections 364.335 and 364.345, Florida Statutes.

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IXC providers are subject to Chapter 25-24, Florida Administrative Code, Part X, Rules Governing Telephone Service Provided by Interexchange Telephone Companies. IXC providers are also required to comply with all applicable provisions of Chapter 364, Florida Statutes, and Chapter 25-4, Florida Administrative Code.

In addition, under Section 364.336, Florida Statutes, certificate holders must pay a minimum annual Regulatory Assessment Fee (RAFs) of \$50 if the certificate was active during any portion of the calendar year. A RAFs Return notice will be mailed to both GE Com and GECTS. Neither the cancellation of the certificate nor the failure to receive a RAFs Return notice shall relieve GE Com and GECTS from their obligation to pay RAFs.

Based on the foregoing, it is,

ORDERED by the Florida Public Service Commission that GE Capital Communication Services Corporation d/b/a GE EXCHANGE and d/b/a GECCS and d/b/a GE Com and GE Capital Telemanagement Services Corporation's request for approval of the merger of GE Capital Communication Services Corporation d/b/a GE EXCHANGE and d/b/a GECCS and d/b/a GE Com with GE Capital Telemanagement Services Corporation is hereby approved. It is further

ORDERED by the Florida Public Service Commission that the request for transfer of and name change on Interexchange Telecommunications Certificate No. 3194 from GE Capital Communication Services Corporation d/b/a GE EXCHANGE and d/b/a GECCS and d/b/a GE Com to GE Capital Telemanagement Services Corporation, is hereby approved. It is further

ORDERED that Interexchange Telecommunications Certificate No. 3194 shall be amended to reflect that GE Capital Telemanagement Services Corporation, is the holder of this certificate. It is further

ORDERED that GE Capital Telemanagement Services Corporation's Interexchange Telecommunications Certificate No. 3194 is subject to the terms and conditions set forth in the body of this Order. It is further

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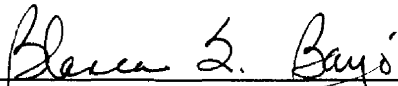
ORDERED that this Order shall serve as GE Capital Telemangement Services Corporation's certificate and should be retained by GE Capital Telemangement Services Corporation as proof of certification and as evidence of the name change. It is further

ORDERED that GE Capital Communication Services Corporation d/b/a GE EXCHANGE and d/b/a GECCS and d/b/a GE Com shall remit Regulatory Assessment Fees for the year 2001. It is further

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 30th day of May, 2001.



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 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 June 20, 2001.

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.