

BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

In re: Request for approval of
proforma intracorporate
restructuring whereby Lockheed
Martin Global Telecommunications
Services, Inc. (holder of IXC
Certificate 7978) will become a
direct wholly owned subsidiary
of Lockheed Martin Corporation.

DOCKET NO. 020491-TI
ORDER NO. PSC-02-0962-PAA-TI
ISSUED: July 16, 2002

The following Commissioners participated in the disposition of
this matter:

LILA A. JABER, Chairman
J. TERRY DEASON
BRAULIO L. BAEZ
MICHAEL A. PALECKI
RUDOLPH "RUDY" BRADLEY

NOTICE OF PROPOSED AGENCY ACTION
ORDER APPROVING PRO FORMA INTRACORPORATE RESTRUCTURING

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

07336 JUL 16 02

FPSC-COMMISSION CLERK

ORDER NO. PSC-02-0962-PAA-TI
DOCKET NO. 020491-TI
PAGE 2

By letter dated June 5, 2002, Lockheed Martin Global Telecommunications Services, Inc. (LMGT Services) and Lockheed Martin Corporation (LMC) filed with this Commission an application for approval of pro forma intercorporate restructuring whereby LMGT Services will become a direct wholly owned subsidiary of LMC. LMGT is the holder of Interexchange Certificate No. 7978. LMGT Services and LMC have stated that this change is pro forma only, as the ultimate parent of LMGT Services is currently, and will remain, LMC. LMGT Services and LMC further state that this minor restructuring does not require the transfer of LMGT Services' telecommunications operating authority, and therefore will not affect the identity of the current service provider, or the current rates, terms and conditions under which LMGT Services will offer telecommunications services to its customers in Florida. The ultimate transaction will be virtually transparent to LMGT Services' 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 LMGT Services and LMC, 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. We are vested with jurisdiction over this matter pursuant to Section 364.33, Florida Statutes.

Based on the foregoing, it is,

ORDERED by the Florida Public Service Commission that Lockheed Martin Global Telecommunications Services, Inc. and Lockheed Martin Corporation's request for approval of pro forma intracorporate restructuring whereby LMGT Services will become a direct wholly owned subsidiary of Lockheed Martin Corporation is hereby approved. 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 the Commission Clerk and

ORDER NO. PSC-02-0962-PAA-TI
DOCKET NO. 020491-TI
PAGE 3

Administrative Services, 2540 Shumard Oak Boulevard, Tallahassee, Florida 32399-0850, by the close of business on the June 5, 2002 set forth in the "Notice of Further Proceedings" 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 16th Day of July, 2002.

BLANCA S. BAYÓ, Director
Division of the Commission Clerk
and Administrative Services

By: Kay Flynn
Kay Flynn, Chief
Bureau of Records and Hearing
Services

(S E A L)

LHD

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.

ORDER NO. PSC-02-0962-PAA-TI
DOCKET NO. 020491-TI
PAGE 4

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 the Commission Clerk and Administrative Services, 2540 Shumard Oak Boulevard, Tallahassee, Florida 32399-0850, by the close of business on August 6, 2002.

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/these docket(s) before the issuance date of this order is considered abandoned unless it satisfies the foregoing conditions and is renewed within the specified protest period.