

BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

In re: Request for approval of transfer of control of Budget Call Long Distance, Inc. (holder of IXC Certificate No. 3955), Global Crossing Local Services, Inc. (holder of ALEC Certificate No. 5574), Global Crossing North American Networks, Inc. (holder of IXC Certificate No. 3558), Global Crossing Telecommunications, Inc. (holder of IXC Certificate No. 63), and Global Crossing Telemangement, Inc. (holder of ALEC Certificate No. 5308) from Global Crossing Ltd. (debtor-in-possession) to GC Acquisition Limited.

DOCKET NO. 020985-TP  
ORDER NO. PSC-02-1741-PAA-TP  
ISSUED: December 10, 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 TRANSFER OF 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.

DOCUMENT NUMBER-DATE

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FPSC-COMMISSION CLERK

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 September 13, 2002, Global Crossing Ltd. (GCL) and GC Acquisition Limited (New GX) (and together, the Applicants) filed with this Commission an Application for Approval of Transfer of Control of Global Crossing Ltd. (Debtor-in-Possession)'s Florida Operating Subsidiaries to GC Acquisition Limited. GCL subsidiaries include Budget Call Long Distance, Inc. (Debtor-in-Possession) (Budget Call), Global Crossing North America Networks, Inc. (Debtor-in-Possession) (GCNAN), and Global Crossing Telecommunications, Inc. (Debtor-in-Possession) (GCTI) holders of Interexchange Telecommunications Service Certificates Nos. 3955, 3558, and 0063, respectively. Subsidiaries also include Global Crossing Local Services, Inc. (Debtor-in-Possession) (GCLS), and Global Crossing Telemanagement, Inc. (Debtor-in-Possession) (GC Telemanagement), holders of Alternative Local Exchange Services Certificates Nos. 5574 and 5308, respectively. The Applicants have stated that the transaction will be virtually transparent to their subsidiaries' customers in Florida and it will not affect the services being provided. The Applicants have also stated that the subsidiaries will continue to operate under their existing certificated name(s) and tariff(s) 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 GCL and New GX, 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.

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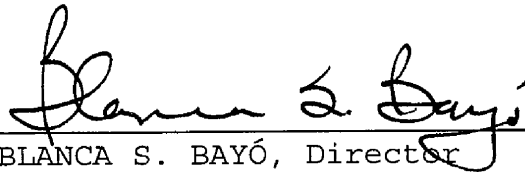
Based on the foregoing, it is,

ORDERED by the Florida Public Service Commission that Global Crossing Ltd. and GC Acquisition Limited's request for approval of transfer of control of Global Crossing Ltd. (Debtor-in-Possession)'s Florida Operating Subsidiaries to GC Acquisition Limited 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 Administrative Services, 2540 Shumard Oak Boulevard, Tallahassee, Florida 32399-0850, by the close of business on the date 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 10th Day of December, 2002.



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

( S E A L )

WDK

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 the Commission Clerk and Administrative Services, 2540 Shumard Oak Boulevard, Tallahassee, Florida 32399-0850, by the close of business on December 31, 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.