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October 7, 1996

BY UNITED PARCEL SERVICE

Ms. Blanca Bayo  
Director Florida Public Service Commission  
2540 Shumard Oak Boulevard  
Tallahassee, FL 32399-0864

961209-TL

Re: Transfer of Assets from Communications Network Corporation a/k/a Conetco

Dear Ms. Bayo:

WorldCom Network Services, Inc. d/b/a WilTel Network Services ("WilTel"), a wholly-owned subsidiary of WorldCom, Inc. d/b/a LDDS WorldCom ("WorldCom"), by its attorneys, hereby respectfully notifies the Florida Public Service Commission ("Commission") *nunc pro tunc* of a transfer of assets from Communications Network Corporation a/k/a Conetco ("Conetco") to WilTel. As described below, the transfer of assets was precipitated by an involuntary Chapter 11 bankruptcy petition against Conetco that was filed by Conetco's creditors, including WilTel, on July 1, 1996 with the United States Bankruptcy Court of the Southern District of New York ("Bankruptcy Court") and assigned Docket No. 96-B-43504(PBA). The Applicant regrets that Conetco was unable to notify the Commission of this transfer of assets prior to consummating the transfer.

ACK ✓ WilTel is a Delaware corporation that is a wholly-owned subsidiary of WorldCom.<sup>1</sup> WilTel  
AFA and WorldCom are both headquartered at 515 East Amite Street, Jackson, Mississippi 39201. WilTel  
APP is a facilities-based provider of interexchange services in 48 states, including Florida. WilTel also is  
CAF authorized to provide interstate and international telecommunications services pursuant to authority  
granted by the FCC.

CMU \_\_\_\_\_  
CTR \_\_\_\_\_  
EAG \_\_\_\_\_  
LEG \_\_\_\_\_  
LIN \_\_\_\_\_  
OPC \_\_\_\_\_  
WorldCom, a publicly-held Georgia corporation, is currently the nation's fourth largest  
interexchange carrier. WorldCom provides a full array of domestic and international voice and  
data communications services to business and residential customers worldwide pursuant to  
authority granted by the Federal Communications Commission ("FCC"). WorldCom also is  
authorized to provide intrastate interexchange services in 48 states, including Florida. In 1995,  
WorldCom had revenues of approximately \$3.64 billion.

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On July 1, 1996, Conetco's creditors, including WilTel, filed a petition for Chapter 11 involuntary bankruptcy against Conetco with the Bankruptcy Court. Thereafter, on August 6, 1996, the Bankruptcy Court issued a Consent Order wherein the Bankruptcy Court mandated that Conetco: (1) immediately transfer its "1+" customer base free and clear of claims and interests to WilTel; (2) provide notice of such transfer to each of its "1+" customers as requested by WilTel; and (3) deliver to WilTel, upon request, all customer records, billing records, payment records, documents, invoices, contracts, lease rights, network contracts, customer contracts or any other agreements related to the furnishing of "1+" long distance services by Conetco to its end users, and all computer tapes, disks or other media containing, describing or compiling information related to any of the foregoing. Therefore, beginning August 6, 1996, WilTel began to acquire the above-described Conetco assets pursuant to the Bankruptcy Court's Consent Order.

The transfer of assets is being made in a seamless fashion that will not adversely affect the provision of telecommunications service to Conetco's former customers in Florida. Conetco's former customers will receive the same high quality services from WilTel that they received from Conetco, at the same rates, and under the same terms and conditions. WilTel will amend its tariff as necessary to incorporate the services, rates, terms and conditions previously offered by Conetco. Thus, the transfer will not detrimentally impact consumers in Florida.

The transfer of assets from Conetco to WilTel is in the public interest. WilTel's acquisition of Conetco's customer base avoided any unnecessary interruption in the telecommunications service provided to Conetco's former customers in Florida. WilTel is fully qualified to provide high quality telecommunications services to Conetco's former customers at competitive prices. Therefore, from the perspective of affected customers, the transfer will be largely transparent, leaving the quality of service that they expect unaltered. In addition, the transfer will allow WilTel to realize significant economies of scale, thereby making it possible for WilTel to introduce new products and services.

Respectfully submitted,

WORLD COM NETWORK SERVICES, INC. D/B/A WILTEL  
NETWORK SERVICES

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