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# AmeriConnect

A MEMBER OF TRIA

October 23, 1996

961298-TI

Florida Public Service Commission  
Fletcher Building, 101 East Gaines St.  
Tallahassee, FL 32399-0850

RE: AmeriConnect, Inc. (registered as Amerifax, Inc. dba AFAX in Florida)  
("AmeriConnect"), Docket No., 900548-T1, Order No. 24222, Approved April 2, 1991  
and Phoenix Network, Inc. ("Phoenix"), Docket No. 900305-T1, Order No. 23604  
approved October 11, 1990

900300

Phoenix Network,  
Inc./Phoenix  
Network, Inc. d/b/a  
office Depot  
Communications

Dear Sir/Madam:

This letter serves to jointly inform the Commission of a proposed merger between Phoenix and AmeriConnect. Both Phoenix and AmeriConnect are authorized to resell intrastate interexchange carrier services in the state of Florida as referenced above.

Pursuant to an Amended and Restated Agreement and Plan of Merger among Phoenix Network, Inc., ("Phoenix"), Phoenix Merger Corp., a wholly owned subsidiary of Phoenix ("Sub"), and AmeriConnect, Inc. ("AmeriConnect"), Sub will merge with and into AmeriConnect and AmeriConnect will become a wholly owned subsidiary of Phoenix. Subsequently, AmeriConnect's Certificate of Public Convenience and Necessity should be canceled, and it is Phoenix's intention to adopt AmeriConnect's existing tariff in its entirety.

ACK	_____	The merger described herein is fully in the public interest. It will have no adverse impact on existing service or subscribers and will in fact be essentially transparent to Florida subscribers. AmeriConnect has had a successful record of serving Florida customers since authorization. Phoenix has grown rapidly and has expanded its operations nationwide. Phoenix's strong financial and organizational standing coupled with its significant volume of service procurement agreements with underlying carriers enables Phoenix to provide AmeriConnect's subscribers with comprehensive, cost effective long distance service. As Phoenix utilizes the same underlying carrier network services currently provided by AmeriConnect, as well as additional underlying carrier network services, the high level of service quality and reliability currently enjoyed by AmeriConnect's subscribers will remain unaffected. There will be no impairment or interruption of service to Florida subscribers as a result of this transaction between Phoenix and AmeriConnect. AmeriConnect's subscribers are being notified of the transaction in writing.
AFA	_____	
APP	_____	
CAF	_____	
CMH	_____	
CFM	_____	
EAD	_____	
ES	_____	
LIC	_____	
OPC	_____	
OTH	_____	
	_____	
	_____	
	_____	

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OVERLAND PARK, KS 66212  
913-341-8888 / FAX 913-341-2132

DOCUMENT NUMBER-DATE

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FPSC-RECORDS/REPORTING

In order to maintain compliance, all fees will be paid and reports completed as required for the operations of 1996 on behalf of each company.

The mailing address and telephone number of the contacts for this transaction are:

Janet Flynn  
Regulatory Affairs  
AmeriConnect, Inc.  
6750 West 93rd St., Suite 110  
Overland Park, KS 66212  
(913) 341-8888 ext. 3018

Denise Newman  
Regulatory Compliance Administrator  
Phoenix Network, Inc.  
1687 Cole Boulevard  
Golden, CO 80401  
(303) 232-4333 ext. 1008

If there are any questions or directives regarding this letter, you may contact the undersigned. Please date stamp and return the extra copy of the transmittal letter as proof of filing. An envelope with the return postage is included for this purpose.

Sincerely,



Janet Flynn  
Regulatory Affairs

cc: Denise Newman, Phoenix Network, Inc.