

REQUEST TO ESTABLISH DOCKET
(PLEASE TYPE)

Date April 28, 1998

Docket No. 80585-TI

1. Division Name/Staff Name Communications/Pruitt
2. OPR CMJ
3. OCR Legal
4. Suggested Docket Title Request for approval of ^{acquisition of} ~~transfer of control of~~ American Telco, Inc., holder of Interexchange Certificate No. 4372, ^{by} ~~to~~ Dobson Wireline Company.

5. Suggested Docket Mailing List (attach separate sheet if necessary)

- A. Provide NAMES ONLY for regulated companies or ACRONYMS ONLY regulated industries, as shown in Rule 25-22.104, F.A.C.
- B. Provide COMPLETE name and address for all others. (Match representatives to clients.)

1. Parties and their representatives (if any)

<u>American Telco, Inc.</u>	_____
_____	_____
<u>Dobson Wireline Company</u>	_____
<u>13439 North Broadway Extension, Suite 200</u>	_____
<u>Oklahoma City, OK 73114</u>	_____
_____	_____
_____	_____

2. Interested Persons and their representatives (if any)

_____	_____
_____	_____
_____	_____
_____	_____
_____	_____

6. Check one:

- Documentation is attached.
 Documentation will be provided with recommendation.

RECEIVED
APR 20 1998
CMI

April 15, 1998

Florida Public Service Commission
2540 Shumard Oak Blvd
Tallahassee, FL 32399-0850

RE: Request for approval of transfer of control of American Telco, Inc.
[Certificate No. 4372]

Dear Sir or Madam:

American Telco, Inc. ("ATI") and Dobson Wireline Company ("DWC") respectfully request approval of the transfer of control of American Telco, Inc. to Dobson Wireline Company. DWC has contracted to acquire 100% of ATI's issued and outstanding stock. As a result, ATI will become a wholly owned subsidiary of DWC.

American Telco, Inc. is a Texas corporation authorized to provide interexchange service in Florida with principal offices at 100 Waugh Drive, Suite 200, Houston, Texas 77007. ATI is a privately held corporation with 1,000,000 shares of common stock issued (100,000 shares of class A and 900,000 shares of class B common stock).

Dobson Wireline Company is a privately owned (Oklahoma corporation with principal offices at 13439 North Broadway Extension, Suite 200, Oklahoma City, Oklahoma 73114. DWC is a provider of telecommunications services

Under the stock purchase agreement, DWC will acquire 100% of all issued and outstanding ATI stock from ATI's current shareholders. After finalization of the transfer, ATI will continue to provide service to its customers under existing rates, terms, and conditions. The change of ownership will be invisible to ATI's customers. Furthermore, the transfer will serve the public interest. The change of ownership will help improve the overall quality of ATI's service. The transfer should allow ATI to improve its economic and operational efficiency.

For the reasons given above, American Telco, Inc. and Dobson Wireline Company submit that the transfer of control will serve the public interest. Wherefore, American Telco, Inc. and Dobson Wireline Company respectfully request that the Commission approve the transfer of control of American Telco, Inc.

To confirm your receipt, please date-stamp the attached copy of this letter and return it in the self-addressed, stamped envelope.



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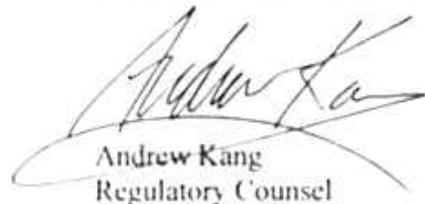
500 GRAND VUE HWY
SUITE 300
HOUSTON TEXAS 76054
TEL (817) 281-4227
FAX (817) 281-4827
http://www.pcs.com

If I can be of any assistance, please contact me at 817-281-4727 (phone), 817-281-4827 (fax), or andrew@pcs-tele.com (e-mail).

Thank you for your consideration.

Sincerely,

PCSi
Consultant to American Telco, Inc.



Andrew Kang
Regulatory Counsel