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AUG 07 1998

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August 6, 1998

via OVERNIGHT DELIVERY

Florida Public Service Commission  
Div. of Communications, Certification  
& Compliance Section  
2440 Shumard Oak Boulevard  
Tallahassee, Florida 32399-0866

981018-TI

Re: Acquisition of Assets of National Collegiate, Inc. ("NCI")

Dear Sir/Madam:

Premiere Communications, Inc. ("Premiere") hereby notifies the Florida Public Service Commission (the "Commission") of its acquisition of the assets of NCI and its request for cancellation of NCI's certificate and tariff. In furtherance thereof, Premiere states as follows.

I. DESCRIPTION OF PREMIERE

Premiere is a Florida corporation headquartered at 3399 Peachtree Road, N.E., The Lenox Building, Suite 600, Atlanta, Georgia 30326. Premiere is the primary, regulated, operating subsidiary within the Premiere Technologies, Inc. family of companies. As such, Premiere provides calling card and travel card services, permitting subscribers to obtain access to information (e.g., voice messaging, conference calling, travel and concierge services) and telecommunications (e.g., intrastate, interstate and international long distance) services utilizing a toll-free telephone number. Premiere has been providing long distance telecommunications services (including calling card services) since 1991, and currently is authorized to provide intrastate, interexchange services in Florida and in nearly all other states.

II. DESCRIPTION OF NCI

NCI is an Indiana corporation headquartered at 3900 Industrial Boulevard, Suite 5, Bloomington, Indiana 47403. NCI, a switchless telecommunications reseller, provides intrastate, long distance, calling card services pursuant to the Commission's order in Docket No. 980050-TI dated May 7, 1998.

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REGULATORY REPORTING

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**III. DESCRIPTION OF THE TRANSACTION**

On July 22, 1998, Premiere entered into an Asset Purchase Agreement by and among Premiere, NCI, and the sole shareholder of NCI, whereby Premiere acquired substantially all of the assets (including the certificates) of NCI that permit it to provide long distance calling card services. Following the acquisition, Premiere will own and operate NCI's assets to provide long distance services to customers in Florida. NCI, moreover, will cease offering telecommunications services in Florida.

**IV. PUBLIC INTEREST**

Premiere's acquisition of NCI's assets is in the public interest. The personnel and equipment used by NCI to provide its authorized services will continue in place after the acquisition. Premiere, however, will assume all responsibilities for providing long distance calling card services to NCI's customers. In this regard, Premiere will amend its tariff to incorporate NCI's service offerings in Florida thereby enabling NCI's customers to obtain service from Premiere under the same terms and conditions that customers purchased such services. Premiere will provide NCI's customers with written notification of its acquisition of NCI's assets and provide customers with the opportunity to cancel their service at no charge if they choose not to obtain long distance calling card services from Premiere. Furthermore, as a result of the acquisition, NCI assigned its customer service telephone number - which appears on NCI's outstanding calling cards - to Premiere, thus enabling Premiere to directly respond to customer inquiries, complaints or cancellations of service. Consequently, Premiere's acquisition of NCI's assets will not result in any interruption or diminution in the quality of service provided to NCI's customers and will be essentially transparent to such customers.

**V. PREMIERE'S CONTACT INFORMATION**

Premiere's address for receipt of official notices, and regulatory contact persons are as follows:

**1. Address for Official Notices:**

The Commission is requested to direct all official notices to the following addresses:

Patrick G. Jones, Esq.  
Senior Vice President  
Premiere Technologies, Inc.  
The Lenox Building, Suite 600  
3399 Peachtree Road, N.E.  
Atlanta, Georgia 30326

Charles A. Hudak, Esq.  
Gerry Friend & Sapronov, L.L.P.  
Three Ravinia Drive, Suite 1450  
Atlanta, Georgia 30. 46-2131

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2. **Name and Telephone Number of Premiere's Regulatory Contact Persons:**

Premiere's regulatory contact persons are as follows:

Patrick G. Jones, Esq.  
Senior Vice President  
Premiere Technologies, Inc.  
The Lenox Building, Suite 600  
3399 Peachtree Road, N.E.  
Atlanta, Georgia 30326  
(404) 262-8400

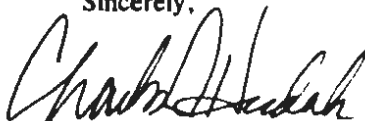
Charles A. Hudak, Esq.  
Gerry, Friend & Sapronov, LLP  
Three Ravinia Drive, Suite 1450  
Atlanta, Georgia 30346-2131  
(770) 399-9500

Mr. Hudak should be contacted in connection with questions regarding this notification, as well as any questions regarding rates, terms and conditions of Premiere's services.

We are enclosing a duplicate of this letter and would appreciate it if you would receipt-stamp it and return it to us in the enclosed self-addressed, stamped envelope.

If the Commission requires any further information, please contact the undersigned.

Sincerely,



Charles A. Hudak

Counsel for Premiere Communications, Inc.

CAH/bw

cc: Premiere Communications, Inc.