

BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

In re: Request by Teleglobe USA Inc. (holder of IXC Certificate No. 5190) and Excel Telecommunications, Inc. (holder of IXC Certificate No. 2440 and ALEC Certificate No. 4695) for approval of merger whereby North Merger Sub Corporation, a wholly-owned subsidiary of Teleglobe, will merge into Excel, with Excel becoming a wholly-owned subsidiary of Teleglobe.

DOCKET NO. 980874-TP
ORDER NO. PSC-98-1179-FOF-TP
ISSUED: August 31, 1998

The following Commissioners participated in the disposition of this matter:

JULIA L. JOHNSON, Chairman
J. TERRY DEASON
SUSAN F. CLARK
JOE GARCIA
E. LEON JACOBS, JR.

NOTICE OF PROPOSED AGENCY ACTION
ORDER APPROVING MERGER

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.

Pursuant to Section 364.33, Florida Statutes, 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.

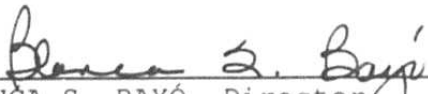
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TELEPHONE RECORDS DIVISION

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By ORDER of the Florida Public Service Commission, this 31st
day of August, 1998.



BLANCA S. BAYÓ, Director
Division of Records and Reporting

(S E A L)

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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 or judicial review of Commission orders that is available under Sections 120.57 or 120.68, 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 or judicial review 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 Records and Reporting, 2540 Shumard Oak Boulevard, Tallahassee, Florida 32399-0850, by the close of business on September 21, 1998.

In the absence of such a petition, this order shall become effective on the day subsequent to the above date.

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Teleglobe USA Inc. (Teleglobe) is the holder of Interexchange Telecommunications (IXC) Certificate No. 5190. Excel Telecommunications, Inc. (Excel) is the holder of IXC Certificate No. 2440 and Alternative Local Exchange Telecommunications Certificate No. 4695. North Merger Sub Corporation (North Merger) is a wholly-owned subsidiary of Teleglobe.

By letter dated July 10, 1998, Teleglobe and Excel filed a joint request with this Commission for approval of the merger of North Merger into Excel, with Excel becoming a wholly-owned subsidiary of Teleglobe. The companies have stated that they will continue to operate under their existing certificates and tariffs on file with this Commission.

We determine that Teleglobe and Excel have met the requirements of Section 364.33, Florida Statutes. Accordingly, we find that the merger is in the public interest, and we approve it pursuant to Section 364.33, Florida Statutes.

Based on the foregoing, it is

ORDERED by the Florida Public Service Commission that the merger of North Merger Sub Corporation into Excel Telecommunications, Inc. is hereby approved. It is further

ORDERED that the provisions of this Order, issued as proposed agency action, shall become final and effective unless an appropriate petition, in the form provided by Rule 28-106.201, Florida Administrative Code, is received by the Director, Division of Records and Reporting, 2540 Shumard Oak Boulevard, Tallahassee, Florida 32399-0850, by the close of business on the date set forth in the "Notice of Further Proceedings or Judicial Review" attached hereto. It is further

ORDERED that in the event this Order becomes final, this Docket shall be closed.

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Any objection or protest filed in this docket before the issuance date of this order is considered abandoned unless it satisfies the foregoing conditions and is renewed within the specified protest period.

If this order becomes final and effective on the date described above, any party substantially affected may request judicial review by the Florida Supreme Court in the case of an electric, gas or telephone utility or by the First District Court of Appeal in the case of a water or wastewater utility by filing a notice of appeal with the Director, Division of Records and Reporting and filing a copy of the notice of appeal and the filing fee with the appropriate court. This filing must be completed within thirty (30) days of the effective date of this order, pursuant to Rule 9.110, Florida Rules of Appellate Procedure. The notice of appeal must be in the form specified in Rule 9.900(a), Florida Rules of Appellate Procedure.