

REQUEST TO ESTABLISH DOCKET
(PLEASE TYPE)

Date: April 28, 1999

Docket No. 990533-TX

1. Division Name/Staff Name: Communications/T.Williams
2. OPR: T.Williams
3. OCR: _____
4. Suggested Docket Title: Request to change the name on Alternative Local Exchange Company Service Certificate No. 5152 from INTELICALL OPERATOR SERVICES, INC. to INTELICALL OPERATOR SERVICES, INC. d/b/a ILD.
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)

I changed the IXC and didn't change the ALXC.

2. Interested Persons and their representatives (if any)

6. Check one:
 Documentation is attached.
 Documentation will be provided with the recommendation.

TX/81

GERRY, FRIEND & SAPRONOV, LLP

ATTORNEYS AT LAW
SUITE 1450

THREE RAVINIA DRIVE
ATLANTA, GEORGIA 30346-2131

(770) 399-9500
FACSIMILE (770) 395-0000
EMAIL: gflaw@gflaw.com

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via **OVERNIGHT DELIVERY**

CMU

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

Re: Notice of Intellicall Operator Services, Inc.'s d/b/a ILD ("IOS") Intent to Provide Facilities-Based Local Exchange Service

Dear Sir or Madam:

This letter is to formally notify the Florida Public Service Commission (the "Commission") that IOS, a Delaware corporation certificated to provide local exchange telecommunications service within the State of Florida,¹ intends to begin providing facilities-based local exchange telecommunications services within the State of Florida. IOS understands that the Commission does not require it to acquire any additional grant of authority in order to provide facilities-based local exchange telecommunications services within the State of Florida.

IOS respectfully requests that the Commission direct any and all correspondence regarding future regulatory compliance (other than in regard to this letter and the matters contained herein) to:

B. Reid Presson, Jr.
Regulatory Consultant
Intellicall Operator Services, Inc.
14651 Dallas Parkway, Suite 905
Dallas, Texas 75240

with a copy to:

Charles A. Hudak, Esq.
Jeremy D. Marcus, Esq.
Gerry, Friend & Sapronov, LLP
Three Ravinia Drive, Suite 1450
Atlanta, Georgia 30346-2131

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¹The Commission previously issued Alternative Local Exchange Telecommunications ("ALEC") Certificate No. 5152 to Interlink Telecommunications, Inc. ("Interlink"), IOS' predecessor-in-interest, in Docket No. 970322-TX, Order No. PSC-97-0582-FOF-TX. The Commission approved the merger of IOS and Interlink, along with the transfer of Interlink's ALEC Certificate No. 5152 to IOS, in Docket No. 980063-TP, Order No. PSC-98-0290-FOF-TP.

GERRY. FRIEND & SAPRONOV, LLP
ATTORNEYS AT LAW

Florida Public Service Commission
February 23, 1999
Page 2

Please file-stamp and return a copy of this letter to us in the enclosed self-addressed, stamped envelope for our records. If the Commission has any questions or would like further information, please contact the undersigned.

Very truly yours,



Jeremy D. Marcus

Counsel for Intellicall Operator Services, Inc. d/b/a ILD

cc: Intellicall Operator Services, Inc.
Charles A. Hudak, Esq.

T-98-1563

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



DIVISION OF TELECOMMUNICATIONS
WALTER D'HAESELEER
DIRECTOR
(850) 413-6600

Public Service Commission

February 4, 1999

Mr. B. Reid Presson, Jr, Regulatory Consultant
Intellicall Operator Services, Inc. d/b/a ILD
14651 Dallas Parkway, Suite 905
Dallas, TX 75240

RE: Authority Number: T-98-1563

Dear Mr. Presson:

This letter serves as notification that your request to change the company name on Interexchange Telecommunications Service Certificate No. 2177 from Intellicall Operator Services, Inc. to Intellicall Operator Services, Inc. d/b/a ILD was approved in Docket No. 981504-TI, Order Number PSC-98-1559-FOF-TI, effective December 3, 1998.

Any subsequent changes to the tariff must be received by the Commission at least one day prior to offering service. If you have any questions concerning tariff revisions, please call Ann Shelfer at (850) 413-6536.

Sincerely,


Thomas E. Williams, III
Engineer
Certification & Compliance

TEW/tew



Teleservices Inc.

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29 October 1998
ADMINISTRATION
MAIL ROOM

T - 981563

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

Attention: Secretary

981504-TI

IN RE: Fictitious Name Notification

This is to advise that Intellicall Operator Services, Inc. has received approval from the FL Secretary of State to transact business in FL using the fictitious or trade name "ILD". A copy of the Certificate of Qualification is appended to this letter for your files. Please note this change in all records, tariffs and files pertaining to Intellicall Operator Services, Inc.

Intellicall Operator Services, Inc. was authorized as a telecommunications provider in FL on September 20, 1988 in Docket # 888016-TI. Intellicall Operator Services, Inc. d/b/a ILD will amend its tariffs to reflect the fictitious name as such tariffs are otherwise changed.

Please contact the undersigned at 972/529-1858 for any questions or further information regarding this matter. My Email address is press3034@aol.com.

ACK _____

AFA _____ Very truly yours,

APP _____ 

CAF _____ B. Reid Presson, Jr.

CMU _____ Regulatory Consultant to Intellicall Operator Services, Inc. d/b/a ILD

CTR _____

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SWIDLER BERLIN SHEREFF FRIEDMAN, LLP RECEIVED

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WASHINGTON OFFICE
3000 K STREET, NW, SUITE 300
WASHINGTON, DC 20007-5116
TELEPHONE (202) 424-7500
FACSIMILE (202) 424-7647

NEW YORK OFFICE
ADMINISTRATIVE CENTER
110 THIRD AVENUE
NEW YORK, NY 10022-9998
TELEPHONE (212) 758-9500
FACSIMILE (212) 758-9526

April 28, 1999

ORIGINAL

VIA OVERNIGHT DELIVERY

Blanca S. Bayo
Director, Division of Records & Reporting
Florida Public Service Commission
2540 Shumard Oak Boulevard
Tallahassee, FL 32399-0870

Re: Rocky Mountain Internet, Inc., Rocky Mountain Broadband, Inc. and
Communication Network Services, L.L.C. Notification of an Asset Purchase and
Assignment of Certificate and Customer Base

Dear Ms. Bayo:

Rocky Mountain Internet, Inc. ("RMI"),¹ Rocky Mountain Broadband, Inc. ("RMB") and
Communication Network Services, L.L.C. ("CNS") (collectively "the Parties"), by undersigned
counsel, submit this letter to advise the Commission of a transaction by which RMI purchased all
of the assets of CNS and pursuant to which CNS's certificate to provide telecommunications services
and customer base will be assigned to RMI's wholly-owned subsidiary, RMB.

As described in greater detail below, the transaction involved the purchase of all of CNS's
assets by RMI. RMI intends to consolidate its operations in its wholly-owned subsidiary, RMB.
Accordingly, CNS also notifies the Commission of the intent to transfer its certificate to provide
interexchange telecommunications services and its customer base to RMB.

Upon review of the Florida statutes and Commission rules, it is the understanding of the
Parties that prior Commission approval is not required for the asset purchase and the assignment of
license and customer base as described herein.

¹ RMI is in the process of changing its name to RMI.NET, subject to shareholder approval.

Description of the Parties

1. Communication Network Services, L.L.C.

CNS is an Alabama limited liability company with principal offices at 2900 Waverly Parkway, Opelika, Alabama 36803. CNS is a telecommunications carrier serving commercial and residential customers in a number of states. CNS is a nondominant carrier that is authorized to provide resold telecommunications services in numerous states by virtue of certification, registration or tariff requirements, or on a deregulated basis. CNS is authorized to offer resold interexchange telecommunications services in Florida,² and is also authorized by the Federal Communications Commission to offer domestic interstate and international telecommunications services as a nondominant carrier nationwide.

2. Rocky Mountain Internet, Inc. and Rocky Mountain Broadband, Inc.

RMI is a Delaware corporation with principal offices at 999 18th Street, Suite 2201, North Tower, Denver, Colorado 80202. RMB is a Colorado corporation located at the same address and is a wholly-owned subsidiary of RMI. RMI is a national provider of dial-up and "switched" network access to the Internet. Through its wholly-owned subsidiary, RMB, RMI provides competitive local exchange and interexchange telecommunications service in Colorado. RMB is also authorized to provide local exchange and interexchange service in California, Nevada and West Virginia, and is in the process of obtaining such authority in additional states, including Arizona, Illinois, Kansas, Missouri, Oregon, and Texas.

RMI and its wholly-owned subsidiary, RMB, an experienced and duly certificated telecommunications carrier, have sufficient managerial, technical, and financial qualifications to acquire the assets of CNS, to assign CNS's certificate and customer base to RMB, and to ensure the uninterrupted provision of telecommunications services.

² CNS was authorized to provide interexchange telecommunications services on July 18, 1997 in Docket Number 970441-TI; Order Number PSC-97-0755-FOF-TI.

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Description of Asset Purchase and Assignment of Certificate and Customer Base

CNS received its certification from this Commission on July 18, 1997. CNS and RMI determined that they could realize significant economic and marketing efficiencies through RMI's acquisition of CNS's assets. Accordingly, on February 5, 1999, RMI and CNS executed an Asset Purchase Agreement ("Agreement") under which RMI purchased all of CNS's assets.

Due to events beyond the control of CNS, as well as management decisions that adversely affected CNS, the acquisition was required to be completed on an expedited basis. In addition, because of CNS's precarious financial condition prior to the acquisition, any delay of the acquisition would have created a significant possibility of interruption in services to CNS's customers.

Although the Agreement resulted in a transfer of all of CNS's assets to RMI, the Agreement did not involve a change in the manner in which CNS's customers will receive their telecommunications services and will be completely transparent to customers. Specifically, CNS will continue to provide the high quality, affordable interexchange telecommunications services to its Florida customers. Moreover, CNS will continue to be led by a team of well-qualified telecommunications managers, comprised, in large part, of existing RMI and RMB personnel. As a result, the Agreement will not adversely impact CNS's operations. Indeed, the Agreement will be virtually transparent to CNS's customers as to the rates, terms and conditions of services those consumers receive.

For management and efficiency reasons, RMI wishes to consolidate its telecommunications operations in its wholly-owned subsidiary, RMB. Accordingly, as a result of the transaction described herein, CNS's certificate and customer base will be assigned to RMB, which will result in RMB being certificated to provide interexchange telecommunications service in Florida. As with the transfer of assets, the assignment of certificate and customer base will not change the manner in which service is provided to customers, nor will it change the rates, terms or conditions of service. As such, this assignment will neither disrupt service nor cause inconvenience or confusion to CNS's customers. Further, all of CNS's customers will be notified of the change in service provider. RMB shortly will file new tariffs in order to reflect the change in service provider.

Public Interest Considerations

Telecommunications customers and the general public will realize significant benefits from RMI's acquisition of the assets of CNS and the assignment of certificate and customer base to RMB. The proposed transaction will serve the public interest because, combined, the financial assets and telecommunications experience of the companies will accelerate competition by enhancing RMB's ability to compete against established carriers. The Agreement will serve the public interest by promoting competition among providers of interexchange telecommunications services by combining the financial resources and the complementary managerial skills and experience of RMB

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Page 4

and CNS in providing telecommunications services to the public. By creating a more effective and multifaceted carrier in the interexchange sector, the proposed transaction will significantly enhance competitive choice for U.S. telecommunications customers, including in Florida. Therefore, the Agreement serves the public interest.

Conclusion

Upon review of Florida statutes and Commission regulations, it is the Parties' understanding that prior Commission approval is not required for the transaction described above. Absent receipt of written notification to the contrary within thirty (30) days, the Parties will proceed on the understanding that no approval or other formal action is required. The Parties submit this letter to the Commission for informational purposes, to be included in the appropriate file.

Please date-stamp the extra copy of this letter and return it in the enclosed self-addressed, stamped envelope. If you have any questions or comments regarding this filing please do not hesitate to contact the undersigned.

Respectfully submitted,

A handwritten signature in black ink, appearing to read 'Katherine Rolph', with a long horizontal line extending to the right.

Katherine Rolph
Lori Anne Dolqueist

Counsel for the Parties

cc: Becky Watson
Phyllis Whitten