

BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

In re: Request for approval of
stock purchase agreement between
Zenex Long Distance, Inc.
(holder of IXC Certificate No.
4691), shareholders of Zenex,
and Prestige Investments, Inc.

DOCKET NO. 990474-TI
ORDER NO. PSC-99-1154-PAA-TI
ISSUED: June 7, 1999

The following Commissioners participated in the disposition of
this matter:

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

NOTICE OF PROPOSED AGENCY ACTION
ORDER APPROVING STOCK PURCHASE AGREEMENT

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.

Section 364.33, Florida Statutes, provides that 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.

DOCUMENT NUMBER-DATE

06959 JUN-7 99

FPSC-RECORDS/REPORTING

ORDER NO. PSC-99-1154-PAA-TI

DOCKET NO. 990474-TI

PAGE 2

By letter dated April 7, 1999, Zenex Long Distance, Inc. (Zenex), Shareholders of Zenex, and Prestige Investments, Inc. (Prestige Investments) filed with this Commission an application for approval of stock purchase agreement between Zenex, Shareholders of Zenex, and Prestige Investments. Zenex is the holder of Interexchange Telecommunications Certificate No. 4691. Zenex has stated that the transaction will be virtually transparent to its customers in Florida and it will not affect the services being provided. Zenex has stated that it will continue to operate under its existing certificated name and tariff on file with this Commission.

In accordance with our authority under Section 364.33, Florida Statutes, to approve the acquisition or transfer of majority organizational control or controlling stock ownership of a telecommunications company providing service in Florida, we have reviewed the Petition of Zenex, shareholders of Zenex, and Prestige Investments, and find it appropriate to approve it. We have based our review and decision upon an analysis of the public's interest in efficient, reliable telecommunications service. Our decision does not address the potential impact of the transfer on the competitive market in Florida, or on the companies' or their competitors' interests. We emphasize, however, that our approval of the Petition pursuant to our authority under Section 364.33, Florida Statutes, does not preclude us from addressing any of our concerns that may arise regarding this transaction to the appropriate federal or state agencies.

Based on the foregoing, it is,

ORDERED by the Florida Public Service Commission that Zenex Long Distance, Inc., shareholders of Zenex, and Prestige Investments, Inc.'s request for approval of stock purchase agreement between Zenex Long Distance, Inc., shareholders of Zenex, and Prestige Investments, Inc. is hereby approved. It is further

ORDERED that the provisions of this Order, issued as proposed agency action, shall become final and effective upon the issuance of a Consummating Order, unless an appropriate petition, in the form provided by Rule 28-106.201, Florida Administrative Code, is

ORDER NO. PSC-99-1154-PAA-TI
DOCKET NO. 990474-TI
PAGE 3

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.

By ORDER of the Florida Public Service Commission, this 7th day of June, 1999.

BLANCA S. BAYÓ, Director
Division of Records and Reporting

By: _____

Kay Flynn
Kay Flynn, Chief
Bureau of Records

(S E A L)

KMP

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.

ORDER NO. PSC-99-1154-PAA-TI
DOCKET NO. 990474-TI
PAGE 4

As identified in the body of this order, our action approving the stock purchase agreement 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, at 2540 Shumard Oak Boulevard, Tallahassee, Florida 32399-0850, by the close of business on June 28, 1999. If such a petition is filed, 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. In the absence of such a petition, this order shall become effective upon the issuance of a Consummating Order.

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 the relevant portion of this order becomes final and effective on the date described above, any party adversely 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.

Any party adversely affected by the Commission's final action in this matter may request: (1) reconsideration of the decision by filing a motion for reconsideration with the Director, Division of Records and Reporting within fifteen (15) days of the issuance of this order in the form prescribed by Rule 25-22.060, Florida Administrative Code; or (2) judicial review by the Florida Supreme Court in the case of an electric, gas or telephone utility or the First District Court of Appeal in the case of a water or wastewater

ORDER NO. PSC-99-1154-PAA-TI
DOCKET NO. 990474-TI
PAGE 5

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 after the issuance 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.

M E M O R A N D U M

June 7, 1999

RECEIVED-EPSC

99 JUN -7 AM 10:40

RECORDS AND
REPORTING

TO: DIVISION OF RECORDS AND REPORTING

FROM: DIVISION OF LEGAL SERVICES (PEÑA) *mp CB*

RE: DOCKET NO. 990474-TI - REQUEST FOR APPROVAL OF STOCK PURCHASE AGREEMENT BETWEEN ZENEX LONG DISTANCE, INC. (HOLDER OF IXC CERTIFICATE NO. 4691), SHAREHOLDERS OF ZENEX, AND PRESTIGE INVESTMENTS, INC.

99-1154-PAA

Attached is a NOTICE OF PROPOSED AGENCY ACTION ORDER APPROVING STOCK PURCHASE AGREEMENT, to be issued in the above-referenced docket. (Number of pages in order - *15*)

KMP/anr
Attachment
cc: Division of Communications
I: 990474.kmp

Sec 4

*faxed
mailed! 4:55*

FLORIDA PUBLIC SERVICE COMMISSION - RECORDS AND REPORTING

Requisition for Photocopying and Mailing

Date 6/8/19
 Number of Originals 5 Copies Per Original 19
 Requested By [Signature]

Item Presented _____
 Agenda For (Date) _____ Order No. 99-1154 In Docket No. 990474
 Notice of _____ For (Date) _____ In Docket No. _____
 Other _____

Special Handling Instructions

Distribution/Mailing

Number	Distributed/Mailed To	Number	Distribution/Mailed To
<u>19</u>	Commission Offices	<u>--</u>	
<u>(1)</u>	Docket Mailing List - Mailed		
<u>(1)</u>	Docket Mailing List - Faxed		

Note: Items must be mailed and/or returned within one working day after issue unless specified here:

Print Shop Verification

Job Number 91 Verified By [Signature]
 Date and Time Completed 6/10 Job Checked For Correctness and Quality (Initial) "

Mail Room Verification

Date Mailed / Verified By /