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May 19, 2000

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VIA OVERNIGHT DELIVERY

Blanca S. Bayo  
Director  
Florida Public Service Commission  
2540 Shumard Oak Blvd.  
Tallahassee, FL 32399-0850

000609-TP

RECEIVED-FPSC  
MAY 22 AM 11:32  
RECORDS AND REPORTING

**Re:** In the Matter of  
**AMERICAN LONG LINES, INC.**  
Joint Petition for Consent to the Transfer of Ownership and Control of American Long Lines, Inc. from Alan Widra and Trusts for the Benefit of Certain of his Family Members to Teligent, Inc.

Dear Mr. Blanca:

Enclosed herewith on behalf of the above-referenced parties is an original and twelve copies of a Joint Petition for Consent to the Transfer of Ownership and Control of American Long Lines, Inc. from Alan Widra and Trusts for the Benefit of Certain of his Family Members to Teligent, Inc. The Parties prefer to close the transaction within thirty to forty days of this filing, and therefore respectfully request expedited processing of the attached petition.

Please date stamp and return to me in the enclosed envelope the extra copy of the petition that has been included. If you have any questions or require additional information, please call me at (202) 626-6884.

Respectfully submitted,

Robert E. Stup, Jr.  
Counsel to Teligent, Inc.

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FPSC-BUREAU OF RECORDS

DEPARTMENT OF  
ADMINISTRATION  
MAY 22 AM 9:45  
Tallahassee, Florida

DOCUMENT NUMBER-DATE  
06279 MAY 22 8  
FPSC-RECORDS/REPORTING

*Bristolava . Brussels . Budapest . Cleveland . Columbus . Hong Kong . Houston  
Jacksonville . Kyju . London . Madrid . Miami . Moscow . New York . Phoenix . Prague . Taipei*

Before the  
FLORIDA PUBLIC SERVICE COMMISSION

In the Matter of

AMERICAN LONG LINES, INC.

Joint Petition for Consent to the Transfer of  
Ownership and Control of American Long  
Lines, Inc. from Alan Widra and Trusts for  
the Benefit of Certain of his Family  
Members to Teligent, Inc.

Docket No. 000609-TP

JOINT PETITION

Alan Widra ("Mr. Widra") and trusts for the benefit of certain of his family members (collectively the "Shareholders"), American Long Lines, Inc. ("ALL"), and Teligent, Inc. ("Teligent") and its affiliates, including Teligent Services, Inc. ("TSI") (collectively, the "Petitioners"), pursuant to Section 364.33, Florida Statutes, jointly petition the Florida Public Service Commission ("Commission") for consent to the transfer of ownership and control of ALL from Mr. Widra to Teligent, including control of ALL's authorizations to provide telecommunications services in the State of Florida.

In support, the Petitioners provide the following additional information:

1. Mr. Widra is a resident of the State of Pennsylvania, sole director, Chief Executive Officer, President, Treasurer and Secretary of ALL. The Shareholders own 100% of the equity of ALL. ALL is a Pennsylvania corporation qualified to transact business in the State of Florida. ALL currently holds Certificate No. 4826 to provide resold interexchange ("IXC") services (issued March 18, 1997).

2. Teligent is a Delaware corporation qualified to transact business in the State of Florida. Teligent, through its wholly-owned subsidiary, TSI, provides telecommunications services to customers. TSI is the direct parent of Teligent's other current domestic subsidiaries.

DOCUMENT NUMBER - DATE

06279 MAY 22 8

FPSC-RECORDS/REPORTING

Teligent recently received Commission consent to the *pro forma* assignment to TSI of its Florida authorities. See Docket No. 990645-TP, Order No. PSC-99-1533-PAA-TA issued August 4, 1999 (AAV); Docket No. 990633-TI, Order No. PSC-99-1497-PAA-TI issued August 3, 1999 (IXC); and Docket No. 990634-TX, Order No. PSC-99-1496-PAA-TX issued August 3, 1999 (ALEC). Teligent is also the controlling party of Easton Telecom Services, Inc. ("Easton"). Teligent received Commission consent to the transfer to Teligent of ownership and control of Easton in Docket No. 991972-TP, Order No. PSC-00-0418-PAA-TP issued March 1, 2000 (ALEC and IXC certificates).

3. Teligent and Mr. Widra are negotiating the terms of an agreement whereby Teligent will ultimately acquire indirect ownership and control of 100 percent of the equity of ALL. It is currently contemplated that the acquisition itself will be accomplished through a proposed reverse triangular merger involving a yet unnamed merger company ("Merger Sub"), a wholly-owned subsidiary of Teligent that will be created solely to effectuate the merger. ALL will ultimately become a wholly-owned subsidiary of TSI, a subsidiary of Teligent. Pursuant to the proposed merger agreement, Merger Sub will be merged with and into ALL, with ALL the surviving entity, and wholly-owned by Teligent. Teligent will then contribute the stock to TSI, resulting in ALL becoming a wholly-owned subsidiary of TSI and an indirect wholly-owned subsidiary of Teligent. Attached hereto are diagrams of ALL's current and proposed ownership.

4. The qualifications of Teligent to own a certificated telecommunications provider are a matter of Commission record. Teligent is a publicly-traded corporation with a market capitalization currently in excess of \$1.7 billion. In addition, Teligent has previously demonstrated to the Commission's satisfaction its managerial and technical expertise. Furthermore, just recently, this Commission specifically found that Teligent was qualified to acquire the ownership and control of another competitive carrier when it approved Teligent's

acquisition of Easton. In short, as the owner of two certificated telecommunications carriers, that being TSI and Easton, Teligent has clearly established its qualifications to own and control ALL.

5. The transfer of control to Teligent of ALL will result in numerous benefits that will ultimately inure to the benefit of ALL's Florida customers. These benefits include increased economies of scale that will result in internal administrative savings. ALL will also gain access to the financial qualifications and managerial and technical expertise of Teligent.

6. The transfer to Teligent of the ownership of ALL will be seamless and transparent to ALL's Florida customers because it amounts to only a "paperwork" change. ALL will continue to provide service under its current name in accordance with its currently effective tariff(s). Teligent's acquisition of ALL will not result in any change in the terms and conditions of ALL's services. As a competitive carrier, however, ALL reserves the right to modify its services and the terms and conditions thereof, in accordance with the Commission's rules. Furthermore, ALL's management and employees will remain.

7. Attached hereto are affidavits from Terri B. Natoli, Vice President of Teligent and TSI and Assistant Secretary of Teligent, and TSI, and Mr. Doug Derstine, Executive Vice President and Chief Operating Officer of ALL confirming the accuracy of the statements made in this filing.

8. The principal business address, telephone number, and point of contact of Teligent, TSI and Merger Sub are as follows:

Terri B. Natoli, Esq.  
Vice President, Regulatory Affairs  
and Public Policy  
Teligent, Inc.  
8065 Leesburg Pike, Suite 400  
Vienna, VA 22182  
(703) 762-5183 - Telephone  
(703) 762-5584 - Facsimile  
terri.natoli@teligent.com – Email

9. The principal business address, telephone number, and point of contact of ALL are as follows:

Doug Derstine  
Executive Vice President and  
Chief Operating Officer  
American Long Lines, Inc.  
400 Horsham Road  
Horsham, PA 19044  
(800) 569-8280 x269 – Telephone  
(215) 672-6743 – Facsimile  
dderstine@amll.com – Email

10. Correspondence or communications regarding this filing should be directed to the following:

Counsel for Teligent  
Robert E. Stup, Jr.  
Stephen J. Duall  
Squire, Sanders & Dempsey L.L.P.  
P.O. Box 407  
Washington, DC 20044-0407  
(202) 626-6884 – Telephone  
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Nancy Killien Spooner  
Ray Rutngamlug  
Swidler Berlin Shereff Friedman  
3000 K Street, N.W., Suite 300  
Washington, D.C. 20007  
(202) 424-7500 – Telephone  
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nkspooner@swidlaw.com – Email

11. Because Teligent previously was found to be qualified to provide telecommunications services in the State of Florida and because the Commission recently approved a nearly identical acquisition by Teligent of another competitive telecommunications provider, the Petitioners believe that the processing of this petition request should be possible on an expedited basis.

12. The Petitioners are prepared to answer any questions, present additional information about their services, or provide a copy of this request to any interested party requesting a copy and to any persons that the Commission directs by order or by its rules.

WHEREFORE, the Petitioners respectfully request that the Commission grant the Petitioners' request for consent to the transfer of control of ALL to Teligent, including ALL's authority to provide telecommunications services in the State of Florida, and to grant any other relief that it deems appropriate.

Respectfully submitted,

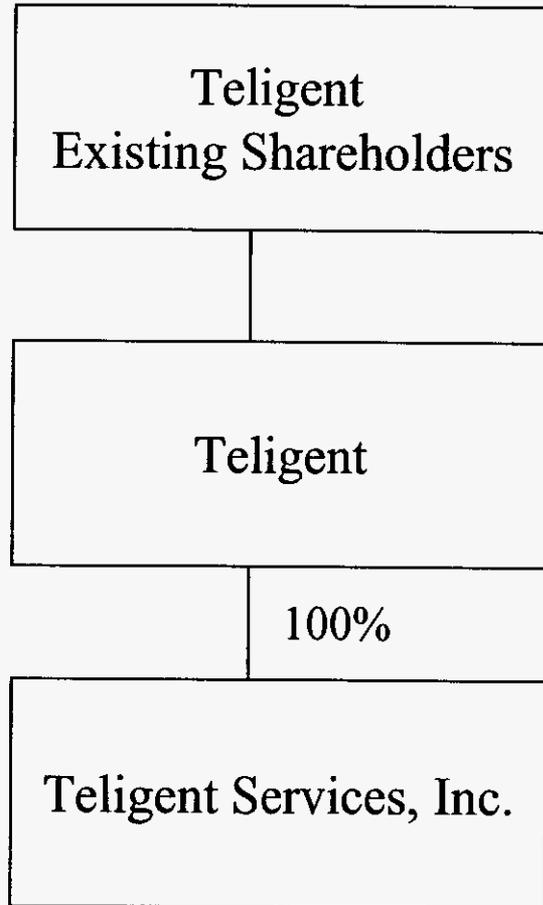


Nancy Killien Spooner  
Ray Rutngamlug  
Swidler Berlin Shereff Friedman  
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Washington, D.C. 20007  
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(202) 424-7645 – Facsimile  
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Counsel to American Long Lines, Inc.

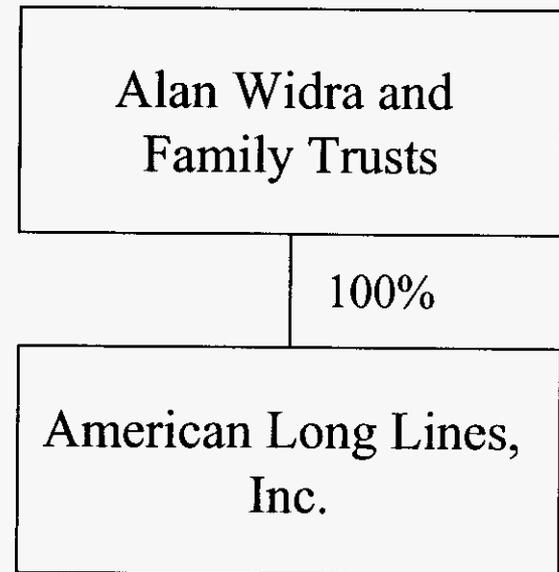
Robert E. Stup, Jr.  
Stephen J. Duall  
Squire, Sanders & Dempsey L.L.P.  
1201 Pennsylvania Avenue, NW  
Washington, DC 20004  
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(202) 626-6780 – Facsimile  
Rstup@ssd.com – Email  
Counsel to Teligent, Inc. and its Affiliates

May 19, 2000

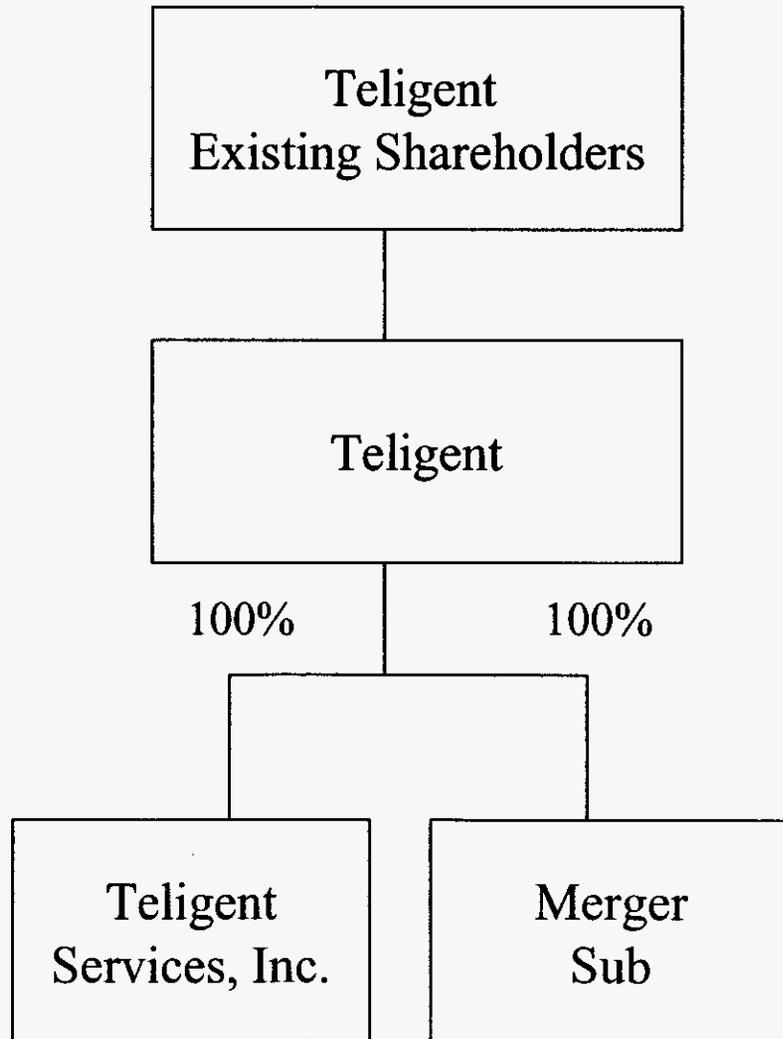
# Teligent, Inc.'s Proposed Acquisition of American Long Lines, Inc.



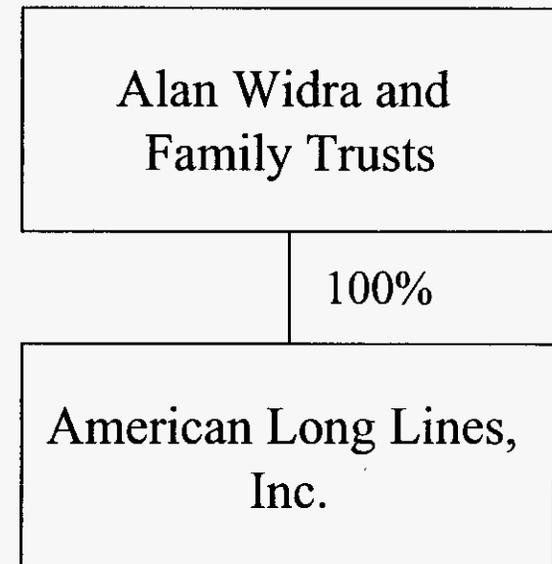
Step 1: Before



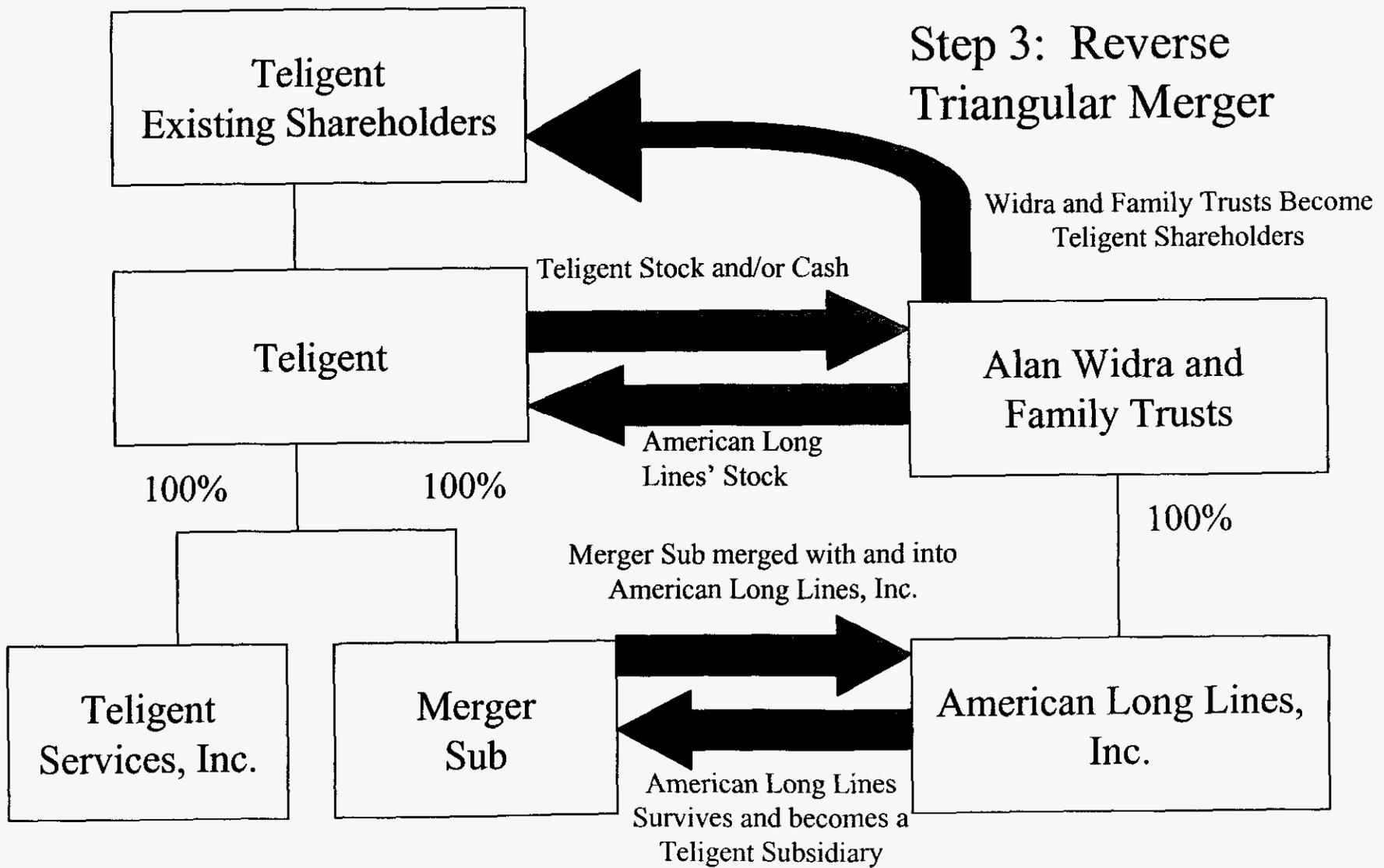
# Teligent, Inc.'s Proposed Acquisition of American Long Lines, Inc.



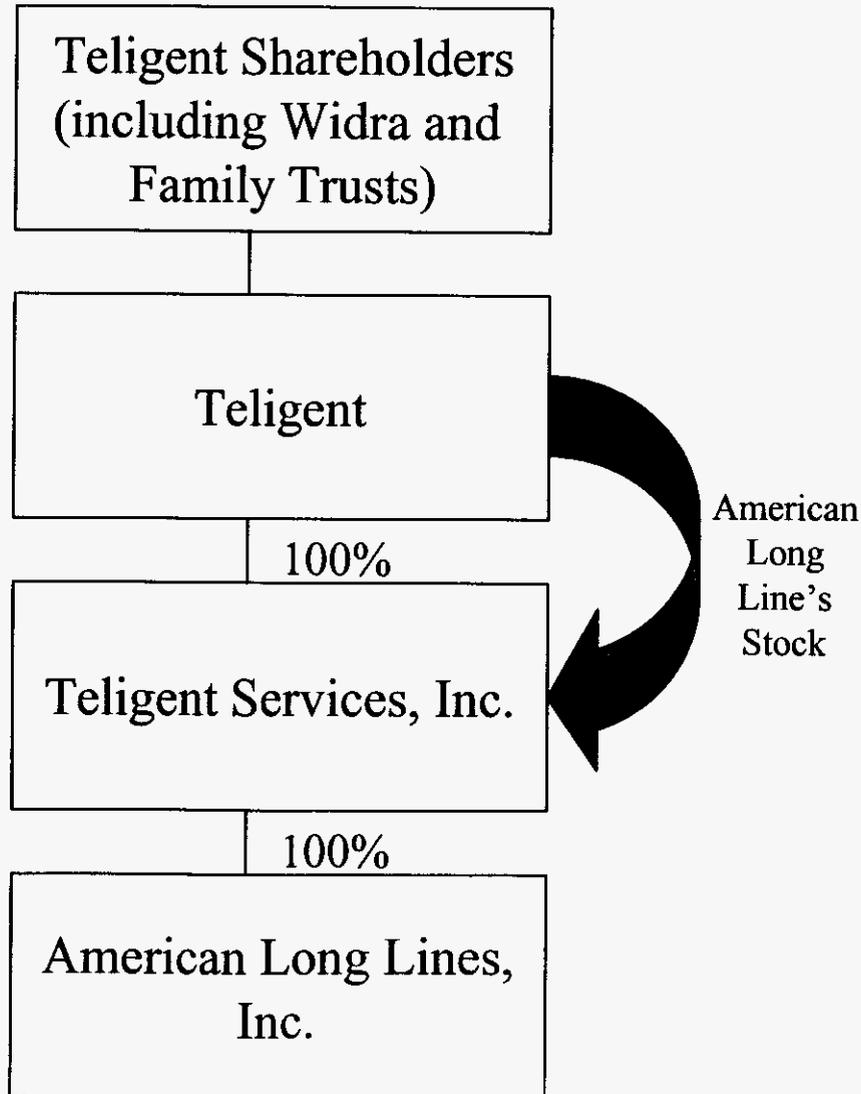
Step 2: Teligent creates merger subsidiary



# Teligent, Inc.'s Proposed Acquisition of American Long Lines, Inc.



# Teligent, Inc.'s Proposed Acquisition of American Long Lines, Inc.



Step 4: Teligent contributes American Long Line's stock to Teligent Services, Inc. resulting in American Long Lines becoming a wholly owned subsidiary of Teligent Services, Inc.

**AFFIDAVIT**

STATE OF PENNSYLVANIA     §  
  §  
COUNTY OF Montgomery   §

I, Doug Derstine, being first duly sworn, depose and state that I am Executive Vice President and Chief Operating Officer of American Long Lines, Inc. I swear or affirm that I am familiar with the contemplated transaction between American Long Lines, Inc. and Teligent. Furthermore, I have read the foregoing request for Commission consent to the proposed acquisition and the facts stated therein relating to American Long Lines, Inc. are true and correct to the best of my knowledge, information, and belief.

  
\_\_\_\_\_  
Doug Derstine

Subscribed and sworn to me this 18<sup>th</sup> day of May 2000.



Notary Public  
NOTARIAL SEAL  
WALTER L. MARPLE, Notary Public  
Horsham Twp., Montgomery County  
My Commission Expires Sept. 29, 2002

**AFFIDAVIT**

STATE OF VIRGINIA §  
  §  
COUNTY OF FAIRFAX §

I, Terri B. Natoli, being first duly sworn, depose and state that I am Vice President and Assistant Secretary of Teligent, Inc. ("Teligent") and Teligent Services, Inc. ("TSI"). I swear or affirm that I am familiar with the contemplated transaction between American Long Lines, Inc and Teligent. Furthermore, I have read the foregoing request for Commission consent to the proposed acquisition and the facts stated therein are true and correct to the best of my knowledge, information, and belief.

Terri B. Natoli  
Terri B. Natoli

Subscribed and sworn to me this 16<sup>th</sup> day of May 2000.

Kelley M. Carpenter  
Notary Public