

BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

In re: Joint application of TeleConex, Inc. (holder of ALEC Certificate No. 5207) and Pre-Cell Solutions, Inc., parent company of Pre-Cell Solutions/Family Phone Service, Inc. (holder of ALEC Certificate No. 5265) for merger of Family Phone Service with and into TeleConex, for transfer of control of TeleConex to Pre-Cell, and for cancellation of Certificate No. 5265.

DOCKET NO. 001754-TX
ORDER NO. PSC-01-0205-PAA-TX
ISSUED: January 23, 2001

The following Commissioners participated in the disposition of this matter:

E. LEON JACOBS, JR., Chairman
J. TERRY DEASON
LILA A. JABER
BRAULIO L. BAEZ
MICHAEL A. PALECKI

NOTICE OF PROPOSED AGENCY ACTION
ORDER APPROVING MERGER, TRANSFER OF CONTROL, AND
CANCELING ALTERNATIVE LOCAL EXCHANGE
TELECOMMUNICATIONS CERTIFICATE

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

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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.

By letter dated December 1, 2000, TeleConex, Inc. (TeleConex) and Pre-Cell Solutions, Inc., (Pre-Cell Solutions), parent company of Pre-Cell Solutions/Family Phone Service, Inc. (Family Phone Service) filed with this Commission a joint application for approval of the merger of Family Phone Service with and into TeleConex, the transfer of control of TeleConex to Pre-Cell Solutions, and the cancellation of Alternative Local Exchange Telecommunications Certificate No. 5265.

TeleConex is the holder of Alternative Local Exchange Telecommunications Certificate No. 5207. Family Phone Service, Inc. is the holder of Alternative Local Exchange Telecommunications Certificate No. 5265. TeleConex has stated that the transaction will be virtually transparent to its customers in Florida and it will not affect the services being provided. TeleConex has further 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 TeleConex and Pre-Cell Solutions, 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.

Family Phone Service has complied with the provision of Rule 25-24.820(2), Florida Administrative Code, by providing adequate notice in writing of its request for cancellation of its ALEC certificate and by submitting its Regulatory Assessment Fees (RAFs) for the year 1999. Accordingly, we find it appropriate to cancel ALEC Certificate No. 5265, effective December 6, 2000. Family Phone Service shall return to this Commission the Order granting authority to provide ALEC services.

ORDER NO. PSC-01-0205-PAA-TX
DOCKET NO. 001754-TX
PAGE 3

In addition, under Section 364.336, Florida Statutes, certificate holders must pay a minimum annual RAFs of \$50 if the certificate was active during any portion of the calendar year. A RAFs Return notice for the year 2000 has been mailed to Family Phone Service. Neither the cancellation of its certificate nor the failure to receive a RAFs Return notice for the year 2000 shall relieve Family Phone Service from its obligation to pay RAFs for the year 2000.

Based on the foregoing, it is,

ORDERED by the Florida Public Service Commission that TeleConex, Inc. and Pre-Cell Solutions, Inc.'s request for approval of the merger of Pre-Cell Solutions/Family Phone Service, Inc. with and into TeleConex, and the transfer of control of TeleConex, Inc. to Pre-Cell Solutions, Inc. are hereby approved. It is further

ORDERED that Pre-Cell Solutions/Family Phone Service, Inc.'s Certificate No. 5265 to provide Alternative Local Exchange Telecommunications services is hereby canceled, effective December 6, 2000. It is further

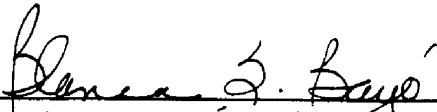
ORDERED that Pre-Cell Solutions/Family Phone Service, Inc. shall return to this Commission the Order granting authority to provide Alternative Local Exchange Telecommunications services and remit Regulatory Assessment Fees for the year 2000. It is further

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 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.

ORDER NO. PSC-01-0205-PAA-TX
DOCKET NO. 001754-TX
PAGE 4

By ORDER of the Florida Public Service Commission, this 23rd
day of January, 2001.



BLANCA S. BAYÓ, Director
Division of Records and Reporting

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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 that is available under Section 120.57, 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 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 February 13, 2001.

ORDER NO. PSC-01-0205-PAA-TX
DOCKET NO. 001754-TX
PAGE 5

In the absence of such a petition, this order shall become final and 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.