

BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

In re: Request for approval of indirect transfer of control of Americatel Corporation d/b/a 10 123 Americatel d/b/a 1010 123 Americatel (holder of IXC Certificate No. 5313), whereby Pirelli S.p.A. will acquire through Olimpia S.r.L. an interest in Olivetti S.p.A. and, indirectly, Telecom Italia S.p.A. from Bell S.A.

DOCKET NO. 011123-TI
ORDER NO. PSC-01-2043-PAA-TI
ISSUED: October 16, 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 TRANSFER OF CONTROL

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

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FPSC-COMMISSION CLERK

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By letter dated August 17, 2001, Americatel Corporation d/b/a 10 123 America Tel d/b/a 1010 123 Americatel (Americatel) filed with this Commission an application for approval of a proposed transfer of control of Americatel. The proposed transaction will occur at the holding company level and as a consequence Pirelli S.p.A. (Pirelli) will acquire through Olimpia S.r.L. (Olimpia), an interest in Olivetti S.p.A. (Olivetti), and indirectly, Telecom Italia S.p.A. (Telecom Italia). The proposed transaction will lead to an indirect, *de facto*, transfer of control of Americatel. In Florida, Americatel has the authorization to provide resale of Interexchange Telecommunications (IXC) services as well as prepaid debit card service pursuant to Certificate No. 5313. Americatel has stated that the transaction will be virtually transparent to its customers in Florida and it will not affect the services being provided. Americatel 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 Americatel, 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.

Based on the foregoing, it is,

ORDERED by the Florida Public Service Commission that Americatel Corporation d/b/a 10 123 Americatel d/b/a 1010 123 Americatel's request for approval of transfer of control 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 received by the Director, Division of the Commission Clerk and Administrative Services, 2540 Shumard Oak Boulevard, Tallahassee, Florida 32399-0850, by the close of business on the date set forth

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in the "Notice of Further Proceedings" 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 16th Day of October, 2001.

BLANCA S. BAYÓ, Director
Division of the Commission Clerk
and Administrative Services

By: Kay Flynn
Kay Flynn, Chief
Bureau of Records and Hearing
Services

(S E A L)

JAE

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.

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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 the Commission Clerk and Administrative Services, 2540 Shumard Oak Boulevard, Tallahassee, Florida 32399-0850, by the close of business on November 6, 2001.

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.