

State of Florida



Public Service Commission
CAPITAL CIRCLE OFFICE CENTER • 2540 SHUMARD OAK BOULEVARD
TALLAHASSEE, FLORIDA 32399-0850

-M-E-M-O-R-A-N-D-U-M-

DATE: JUNE 27, 2002

TO: DIRECTOR, DIVISION OF THE COMMISSION CLERK & ADMINISTRATIVE SERVICES (BAYÓ)

FROM: DIVISION OF COMPETITIVE MARKETS & ENFORCEMENT (HAWKINS) *8888-2495*
OFFICE OF THE GENERAL COUNSEL (PEÑA, K./KEATING, B.) *KMP 24 JKD*

RE: REQUEST FOR APPROVAL OF TRANSFER OF CONTROL OF AN INTEREXCHANGE TELECOMMUNICATIONS COMPANY AND AN ALTERNATIVE LOCAL EXCHANGE COMPANY

AGENDA: 07/09/02 - CONSENT AGENDA - PROPOSED AGENCY ACTION - INTERESTED PERSONS MAY PARTICIPATE

SPECIAL INSTRUCTIONS: NONE

FILE NAME AND LOCATION: S:\PSC\CMP\WP\020251.RCM

Please place the following Request for Approval of Transfer of Control on the consent agenda for approval.

DOCKET NO. 020251-TP - Application for approval of transfer of control of XO Communications, Inc., sole shareholder of XO Long Distance Services, Inc., (holder of IXC Certificate No. 7290) and XO Florida, Inc. (holder of IXC Certificate No. 3505 and ALEC Certificate No. 5648), pursuant to corporate restructuring involving the issuance and sale of new common stock from Craig O. McCaw and the existing shareholders of XO to the restructured and recapitalized XO Communications, Inc.

NOTE: XO Long Distance Services, Inc. and XO Florida, Inc. will continue to operate as authorized telecommunications carriers in Florida. This transaction will be transparent to its customers. There are no outstanding Regulatory Assessment Fees. The Commission is vested with jurisdiction on this matter pursuant to Sections 364.335 and 364.33.

DOCUMENT NUMBER-DATE

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FPSC-COMMISSION CLERK