

BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

In re: Application for transfer of IXC Certificate No. 1528 from WorldCom, Inc. d/b/a LDDS WorldCom to WorldCom Technologies, Inc.; transfer of assets, AAV/ALEC Certificate No. 4040, and STS Certificate No. 3497 from MFS Intelenet of Florida, Inc., to WorldCom Technologies, Inc.; cancellation of IXC Certificate No. 3573 in the name of MFS Intelenet of Florida, Inc.; and, pro forma transfer of control of WorldCom Technologies, Inc., parent of MFS Intelenet of Florida, Inc. from MFS Network Technologies, Inc. to MFS Communications Company, Inc.

DOCKET NO. 970900-TI
ORDER NO. PSC-97-1135-FOF-TI
ISSUED: September 29, 1997

The following Commissioners participated in the disposition of this matter:

JULIA L. JOHNSON, Chairman
J. TERRY DEASON
SUSAN F. CLARK
DIANE K. KIESLING
JOE GARCIA

NOTICE OF PROPOSED AGENCY ACTION ORDER APPROVING
TRANSFER OF CONTROL; TRANSFER OF TELECOMMUNICATIONS
ASSETS; TRANSFER OF INTEREXCHANGE TELECOMMUNICATIONS,
ALTERNATIVE ACCESS VENDOR, AND SHARED TENANT SERVICE
CERTIFICATES; AND CANCELING INTEREXCHANGE
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.

DOCUMENT NUMBER-DATE

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FPSC-RECORDS/REPORTING

Pursuant to Section 364.33, Florida Statutes, 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.

By letter dated July 17, 1997, WorldCom, Inc. d/b/a LDDS WorldCom (LDDS), MFS Intelenet of Florida, Inc. (MFS Intelenet), MFS Communications Company, Inc. (MFS Communications), MFS Network Technologies, Inc. (MFS Network), and WorldCom Technologies, Inc. (WorldCom Technologies), jointly requested approval of several transactions related to their reorganization. The companies have requested approval of:

- (1) transfer of control of WorldCom Technologies from MFS Network to MFS Communications;
- (2) transfer of all telecommunications assets related to regulated operations in Florida from MFS Intelenet to WorldCom Technologies;
- (3) transfer of Interexchange Telecommunications (IXC) Certificate Number 1528 from LDDS to WorldCom Technologies;
- (4) transfer of Alternative Access Vendor (AAV) Certificate Number 4040 with authority to provide alternative local exchange telecommunication (ALEC) service and Shared Tenant Service (STS) Certificate Number 3497 from MFS Intelenet to WorldCom Technologies; and
- (5) cancellation of MFS Intelenet's Interexchange Telecommunications Certificate Number 3573.

LDDS' remarkable growth is accredited to the acquisition over time of about 100 companies, including more than 75 telecommunications service providers. LDDS has stated that reorganizing into a single holding company with far fewer regulated subsidiaries will enable the LDDS companies to operate more efficiently and effectively. LDDS has also stated that by becoming more efficient it will be positioned to become an even more

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effective competitor in the market for telecommunications services in Florida.

Transfer of Control of WorldCom Technologies

We determine that the transfer of control of WorldCom Technologies from MFS Network to MFS Communications is in the public interest and, accordingly, we hereby approve the transfer of control.

Transfer of all telecommunications assets from MFS Intelenet to WorldCom Technologies

We determine that the transfer of all telecommunications assets from MFS Intelenet to WorldCom is in the public interest and, accordingly, we hereby approve the transfer of all telecommunications assets.

Transfer of IXC Certificate Number 1528

LDDS and WorldCom Technologies have complied with Rule 25-24.473, Florida Administrative Code, regarding the transfer of interexchange telecommunications certificates. Interexchange Telecommunications Certificate Number 1528 shall be amended to reflect that WorldCom Technologies is the holder of this certificate.

Transfer of AAV Certificate Number 4040 with authority to provide ALEC service and STS Certificate Number 3497

WorldCom Technologies and MFS Intelenet have complied with Rule 25-24.730, Florida Administrative Code, regarding the transfer of alternative access vendor telecommunications certificates and Rule 25-24.569, Florida Administrative Code, regarding the transfer of shared tenant service certificates. We find the transfers of the certificates to be in the public interest and, accordingly, we hereby approve the transfers. Alternative Access Vendor Telecommunications (AAV) Certificate Number 4040 with authority to provide alternative local exchange telecommunication service and Shared Tenant Service Certificate Number 3497 shall be amended to reflect that WorldCom Technologies is the holder of these certificates.

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Cancellation of MFS Intelenet's IXC Certificate Number 3573

MFS Intelenet, holder of Interexchange Telecommunications Certificate of public convenience and necessity, has requested the cancellation of Interexchange Telecommunications Certificate Number 3573. MFS Intelenet shall return its certificate to this Commission. In addition, under Section 364.336, Florida Statutes, certificate holders must pay a minimum annual regulatory assessment fee of \$50 if the certificate was active during any portion of the calendar year. A Regulatory Assessment Fee Return notice will be mailed to MFS Intelenet; however, neither the cancellation of its certificate nor the failure to receive a Regulatory Assessment Fee Return notice shall relieve MFS Intelenet from its obligation to pay due and owing regulatory assessment fees.

Based on the foregoing, it is

ORDERED by the Florida Public Service Commission that the transfer of control of WorldCom Technologies, Inc. from MFS Network Technologies, Inc. to MFS Communications Company, Inc. is hereby approved. It is further

ORDERED that the transfer all of all telecommunications assets from MFS Intelenet of Florida, Inc. to WorldCom Technologies, Inc. is hereby approved. It is further

ORDERED that the transfer Interexchange Telecommunications Certificate Number 1528 from WorldCom, Inc. d/b/a LDDS WorldCom to WorldCom Technologies, Inc. is hereby approved. It is further

ORDERED that Interexchange Telecommunications Certificate Number 1528 shall be amended to reflect that WorldCom Technologies, Inc. is the holder of this certificate. It is further

ORDERED that the transfer of Alternative Access Vendor Telecommunications (AAV) Certificate Number 4040 with authority to provide alternative local exchange telecommunication service and Shared Tenant Service Certificate Number 3497 from MFS Intelenet to WorldCom Technologies is hereby approved. It is further

ORDERED that Alternative Access Vendor Telecommunications (AAV) Certificate Number 4040 with authority to provide alternative local exchange telecommunication service and Shared Tenant Service

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Certificate Number 3497 shall be amended to reflect that WorldCom Technologies is the holder of these certificates. It is further

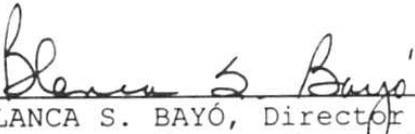
ORDERED that the request by MFS Intelenet of Florida, Inc. to cancel its Interexchange Telecommunications Certificate Number 3573 is hereby approved. It is further

ORDERED that MFS Intelenet of Florida, Inc. shall return its certificate to this Commission and remit all due and owing regulatory assessment fees. It is further

ORDERED that the provisions of this Order, issued as proposed agency action, shall become final and effective unless an appropriate petition, in the form provided by Rule 25-22.036, 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.

By ORDER of the Florida Public Service Commission, this 29th day of September, 1997.



BLANCA S. BAYÓ, Director
Division of Records and Reporting

(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.

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 and will not become effective or final, except as provided by Rule 25-22.029, Florida Administrative Code. Any person whose substantial interests are affected by the action proposed by this order may file a petition for a formal proceeding, as provided by Rule 25-22.029(4), Florida Administrative Code, in the form provided by Rule 25-22.036(7)(a) and (f), 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 October 20, 1997.

In the absence of such a petition, this order shall become effective on the day subsequent to the above date as provided by Rule 25-22.029(6), Florida Administrative Code.

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 this order becomes final and effective on the date described above, any party substantially 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.

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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.