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October 29, 2001

FILED

OCT 29 2001

Missouri Public
Service Commission

Mr. Dale Hardy Roberts
Secretary/Chief Administrative Law Judge
Missouri Public Service Commission
P. O. Box 360
Jefferson City, MO 65102


Re: Case No. TO-2002-185

Dear Judge Roberts:

Enclosed for filing please find an original and eight (8) copies of Missouri Independent Telephone Group's Application to Intervene in the above-referenced matter.

A copy of this letter and the Application have been sent to all counsel of record. Thank you for seeing this filed.

Sincerely,


Lisa Cole Chase

LCC:tr

cc: MITG Managers
All Counsel of Record

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OCT 29 2001

BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF MISSOURI

Missouri Public
Service Commission

In the Matter of the Application of)
Southwestern Bell Telephone Company) Case No. TO-2002-185
to Transfer Property and Ownership of)
Stock Pursuant to Section 392.300 RSMo.)

**APPLICATION TO INTERVENE, RESPONSE AND REQUEST FOR HEARING OF
THE MISSOURI INDEPENDENT TELEPHONE COMPANY GROUP**

COMES NOW The Missouri Independent Telephone Company Group (MITG) of Local Exchange Companies, Alma, Chariton Valley, Choctaw, Mid-Missouri, Modern, MoKan Dial, and Northeast Missouri Rural Telephone Companies, and hereby moves to intervene in this proceeding pursuant to Commission rule 4 CSR 240-2.075. In support of this Application, the MITG states as follows:

1. The MITG consists of seven rural, small, local exchange companies, who are also classified as Rural Telephone Companies under the Telecommunications Act of 1996. MITG members provide local, basic local, and exchange access services.

2. The MITG is subject to the regulatory supervision of the Missouri Public Service Commission.

3. Copies of all filings in this docket should be directed to the MITG by serving:

Craig S. Johnson
Lisa Cole Chase
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4. On October 12, 2001, Southwestern Bell Telephone Company, Southwestern Bell Texas, Inc, and Southwestern Bell Telephone, L.P., d/b/a Southwestern Bell Telephone Company, filed a joint application for Order permitting corporate restructuring pursuant to Section 392.300, R.S.Mo., 4 CSR 240-2.060(1) and 4 CSR 240-2.060(8). Pursuant to this corporate restructuring, Southwestern Bell Telephone Company, the Missouri corporation will cease doing business, and a new company, Southwestern Bell Telephone L.P. (SWBT-LP), a

Texas limited partnership, will apply for a fictitious name registration in Missouri, i.e. d/b/a Southwestern Bell Telephone Company.

5. On October 17, 2001, the Commission issued a Notice Setting Time for Response, directing responses to the Application be filed no later than October 29, 2001.

6. Currently, Southwestern Bell Telephone Company is a company that has been "grandfathered" because it was doing business in Missouri before the PSC Act, and as such has enjoyed statewide authority to offer toll and local without obtaining a PSC certificate. All other IXC's and LEC's have had to be certificated. See, Section 392.410 RSMo. In the past the PSC has treated mergers as requiring new certificates. See *GTE Midwest Incorporated and Cass County Telephone Company*, Case No. TM-98-163. Historically, the PSC has refused to approve "transfers" of certificates/authority.

7. The Joint Application contains no request for certificate of convenience and necessity or certificate of service authority on behalf of SWBT-LP. Based on this Commission's precedent, SWBT may not simply transfer its "grandfather" authority to a new entity such as SWBT-LP. SWBT-LP will therefore require a new certificate to do business in Missouri.

8. SWBT-LP should be considered an ILEC pursuant to the Telecommunications Act of 1996 at Section 251(h)(1), as SWBT's successor in interest.

9. SWBT-LP should be given statewide intraLATA toll authority and local authority in existing SWBT service areas. SWBT-LP should be given statewide intraLATA toll authority in order to be properly positioned to get in-region interLATA toll authority on a statewide basis as required under 47 U.S.C. § 271(e)(2)(A).

9. SWBT-LP should be treated as any other carrier seeking new authority as a successor via merger. A new certificate should be granted specifically stating the nature and extent of intraexchange and local telecommunication services SWBT-LP will be authorized to provide. The MITG is comprised of members who have direct and indirect business relationships with SWBT, and is interested in assuring SWBT-LP elicits no preferential or different treatment, and further states that MITG's interests are different from that of the general public. The MITG files its Application to Intervene and Request for Hearing in this proceeding on the grounds that the Joint Application may directly and adversely affect the interests of the MITG member companies as providers of telecommunications services in the State of Missouri. The MITG's expertise and experience on the provision of telecommunications services in the

State of Missouri will aid the Commission in resolving the issues related to this proceeding. Consequently, the MITG's intervention and involvement in this matter will serve the public interest.

10. MITG may have additional basis for intervention as the proceedings develop. The MITG has not had sufficient opportunity to consider other regulatory business transactional consequences, if any, which may come about as a consequence of the proposed corporate restructuring. SWBT-LP should not have waited until October 12th to file, needing approval by December 31st, when it is routine for such reports, even for carriers that do not have the Missouri presence as does SWBT, take longer than 80 days to process.

WHEREFORE, on the basis of the foregoing, the MITG respectfully requests that this application to intervene and participate as a party be granted.

ANDERECK, EVANS, MILNE
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ATTORNEYS FOR MITG

CERTIFICATE OF SERVICE

The undersigned hereby certifies that a true and correct copy of the foregoing was mailed, U. S. Mail, postage pre-paid, this 29th day of October, 2001, to:

Paul G. Lane, General Attorney-Missouri
Southwestern Bell Telephone Company
One Bell Center, 35th Floor
St. Louis, Missouri 63101

Dan Joyce
Missouri Public Service Commission
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Lisa Cole Chase