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STATE OF MISSOURI
PUBLIC SERVICE COMMISSION

At a session of the Public Service
Commission held at its office
in Jefferson City on the 30th
day of December, 1999.

In the Matter of the Joint Application of)
Madison Dearborn Capitol Partners III, L.P.,)
and Dakota Services Limited for Approval)
of Transfer of Control and Name Change.)

Case No. TM-2000-343

In the Matter of the Request of Dakota)
Services Limited to Change Name to @Link)
Networks, Inc. d/b/a At Link)
Networks, Inc.)

Case No. TO-2000-344
Tariff File no. 200000487

ORDER APPROVING MERGER AND NAME CHANGE AND TARIFF

On November 24, 1999, Madison Dearborn Capital Partners III, L.P. (MDCP), and Dakota Services Limited (Dakota), filed a joint application pursuant to Section 392.300.1, RSMo, and 4 CSR 240-2.060 asking the Commission to approve a transfer of control (merger) of Dakota, a certified competitive interexchange and nonswitched local exchange carrier, with @link Merger Sub, Inc., controlled by MDCP. Case No. TM-2000-343. Also on November 24, 1999, the applicants filed a request for a name change from Dakota Services, Ltd., to @link Networks, Inc. d/b/a At Link Networks, Inc. (@link), with a tariff using the new name. Case No. TO-2000-344. The tariff was filed with an effective date of December 24, 1999, which has been extended by the applicants pending these proceedings, to January 5, 2000.

According to the merger application, Dakota merged with a holding company controlled by MDCP, became the survivor of the merger and then changed its name to @link Networks, Inc., d/b/a At Link Networks, Inc. The

applicants stated that notification of the merger was filed with the Commission on June 21, 1999, with a belief at that time that the Commission's approval was not necessary. Dakota was originally granted its certificate of service authority on December 21, 1998 in Case No. TA-99-150.

The applicants further stated that @link currently has no Missouri customers, that the merger will not have any impact on the tax revenues of any political subdivision in the State of Missouri, and that there are no final or pending judgements against them involving service to customers or rates charged, and that the requested merger will serve the public interest. The applicants stated that the merger will promote competitive telecommunications services in Missouri by allowing @link (formerly Dakota) to access significant financial resources and telecommunications management experience.

On December 22, 1999, the Staff of the Public Service Commission filed a recommendation in both of these cases noting its review of the application and tariff and recommending the prospective approval of the merger and approval of the name change and tariff.

The Commission has reviewed the application and Staff's recommendation and finds that the proposed merger plan will have no adverse impact on any Missouri customers. The Commission finds that the transaction is not detrimental to the public interest and should be approved. The Commission also finds that the change of corporate name should be recognized and that the tariff reflecting the name change should be approved to become effective on January 5, 2000.

IT IS THEREFORE ORDERED:

1. That the application by Madison Dearborn Capital Partners III, L.P. (MDCP), and Dakota Services Limited (Dakota), for a merger of Dakota, a certified competitive interexchange and nonswitched local exchange carrier, with @link Merger Sub, Inc., controlled by MDCP, is approved prospectively from the effective date of this order.

2. That the change of name for Dakota Services, Ltd., to @link Networks, Inc., d/b/a At Link Networks, Inc., is recognized.

3. That the tariff filed by @link Networks, Inc., d/b/a At Link Networks, Inc., formerly Dakota Services, Ltd., on November 24, 1999, Tariff File No. 200000487, is approved to become effective on January 5, 2000. The tariff approved is:

@link Networks, Inc. d/b/a At Link Networks, Inc.
P.S.C. MO Tariff No. 1

Original Page No. 1 through Original Page No. 15

4. That this order shall become effective on January 5, 2000.

5. That these cases may be closed on January 6, 2000.

BY THE COMMISSION

(S E A L)



Dale Hardy Roberts
Secretary/Chief Regulatory Law Judge

Lumpe, Ch., Crumpton, Drainer,
Murray, and Schemenauer, CC., concur.

Thornburg, Regulatory Law Judge

R E C E I V E D

DEC 8 1999

COMMISSION COUNSEL
PUBLIC SERVICE COMMISSION