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BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF MISSOURI

In the Matter of the Application of Big Planet)
Inc. and Nu Skin Enterprises, Inc., for Approval)
of a merger and reorganization.)
Case No. TM-99-556

ORDER DIRECTING SUPPLEMENT TO APPLICATION

On May 13, 1999, Big Planet Inc. ("Big Planet") and Nu Skin Enterprises, Inc. ("NSE"), by their counsel filed an application "pursuant to §392.340 RSMo," to request approval of an internal reorganization to establish Big Planet as a wholly owned subsidiary of NSE (Big Planet and NSE will be collectively referenced as the "Applicants").

Big Planet is a Utah corporation, registered to do business in Missouri. The Commission granted Big Planet a certificate of service authority to provide intrastate interexchange telecommunications services in the State of Missouri, classified Big Planet as a competitive telecommunications company, and approved the tariff filed by Big Planet in a prior order in Case No. TA-98-546.

Applicants have requested the Commission's approval of the proposed "reorganization" by June 30, 1999. However, before the Commission may act on the application, additional information and filings are required. In addition to the information and filings requested in this Order, the Applicants should be prepared to respond promptly to any inquiries by the Commission's Staff.

The Commission first notes that under the application it appears that Big Planet is being merged into a new company, Big Planet Holdings, Inc., (Big Planet Holdings) which, according to the application, is a Delaware corporation and a wholly owned subsidiary of NSE. Big Planet will cease to exist and later Big Planet Holdings will assume the name formerly used by Big Planet. If this is the case, then the Commission's approval is being requested for the merger of Big Planet into Big Planet Holdings. It appears likely that Big Planet Holdings should be represented in this application. In addition, Section 392.300, RSMo 1994, and 4 CSR 240-2.060(1) and (6) appear to be particularly applicable, and additional information will be required to supplement the application.

Pursuant to Rule 4 CSR 240-2.060(1), every application should set out the street and mailing address of the principal office or place of business of the Applicant(s). The application does not contain this information. In addition, if Big Planet Holdings is joined in the application, a brief statement of the character of its business should be provided. Finally, authorized corporate officers should verify the application.

Pursuant to Rule 4 CSR 240-2.060(6), the application must indicate what company will be holding the certificate of service authority and providing service to Missouri customers, the tariff under which service will be provided, and whether the remaining company has either pending or final decisions or judgements against it from any state or federal agency involving service to customers or rates charged. Also, the entity to be subject to the jurisdiction of

the Commission must comply with 4 CSR 240-2.060(2) or (4). If this entity is Big Planet Holdings, the certificate of the secretary of state authorizing the company to do business in Missouri should be submitted to supplement the application as well as a fictitious name registration, if applicable. Finally, a statement of the impact, if any, the merger will have on the tax revenues of any political subdivision in Missouri should be added to supplement the application.

IT IS THEREFORE ORDERED:

1. That Big Planet Inc., and Nu Skin Enterprises, Inc., shall, within ten (10) days of the effective date of this Order, supplement the application as described herein, and:

- a. Assure that all interested persons or entities are represented in the application;
- b. Provide the street and mailing address of the principal office or place of business for each Applicant;
- c. Assure that a brief statement of the character of the business of any person or entity added to the application is provided;
- d. Include verification of the application as supplemented by authorized corporate officers;
- e. Indicate what company will be holding the certificate of service authority and providing service to Missouri customers, the tariff under which service will be provided, and whether the remaining company has either pending or final decisions or judgments against it

from any state or federal agency involving service to customers or rates charged;

f. Assure that certificates of authority to do business and fictitious name registrations are provided as applicable;

g. Provide a statement of the impact, if any, the merger will have on the tax revenues of any political subdivision in Missouri.

2. That this order shall become effective on June 2, 1999.

BY THE COMMISSION



(S E A L)

Dale Hardy Roberts
Secretary/Chief Regulatory Law Judge

Keith Thornburg, Regulatory Law
Judge, by delegation of authority
pursuant to 4 CSR 240-2.120(1)
(November 30, 1995) and Section
386.240, RSMo 1994.

Dated at Jefferson City, Missouri,
on this 20th day of May, 1999.

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COMMISSION COUNSEL
PUBLIC SERVICE COMMISSION