

**STATE OF MISSOURI
PUBLIC SERVICE COMMISSION
JEFFERSON CITY
October 28, 1999**

CASE NO: TM-2000-85

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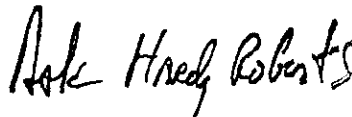
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Enclosed find certified copy of an ORDER in the above-numbered case(s).

Sincerely,



Dale Hardy Roberts
Secretary/Chief Regulatory Law Judge

Uncertified Copy:

Thomas E. Taylor/Christopher J. Wilson
Cincinnati Bell, Inc
201 East Fourth St.
Cincinnati, OH 45201

**STATE OF MISSOURI
PUBLIC SERVICE COMMISSION**

At a Session of the Public Service
Commission held at its office
in Jefferson City on the 28th
day of October, 1999.

Joint Application for Approval of)	
a Transfer of Control of Eclipse)	
Telecommunications, Inc., IXC)	<u>Case No. TM-2000-85</u>
Communications Services, Inc., and)	
Telecom One, Inc. to Cincinnati)	
Bell, Inc.)	

ORDER DISMISSING APPLICATION FOR LACK OF JURISDICTION

On August 3, 1999, Eclipse Telecommunications, Inc. (Eclipse), IXC Communications Services, Inc. (IXC-CST) and Telecom One, Inc. (Telecom One), and Cincinnati Bell, Inc. (CBI) filed a joint application seeking the Commission's approval of a plan whereby IXC Communications, Inc. (IXC), the corporate parent of Eclipse, IXC-CST and Telecom One, will be acquired by and merged into CBI. After the merger IXC will become a separate, wholly owned subsidiary of CBI. The application indicates that Eclipse, IXC-CST and Telecom One hold Certificates of Service to provide telecommunications services in Missouri. The application also indicates that Eclipse and Telecom One had previously applied for Commission approval of a proposed merger of Telecom One with Eclipse. (The Commission approved the merger of Telecom One and Eclipse by order issued on August 24, 1999 in Case Number TM-99-605.) After completion of the merger of IXC into CBI, the application indicates that

Eclipse and IXC-CSI will continue to operate under their own authorizations and existing service arrangements.

On August 19, the Commission issued an Order and Notice directing any interested parties to apply for intervention no later than September 3. No applications for intervention have been filed. On October 1, Staff filed a Memorandum in which it indicated that the proposed merger between IXC and CBI is not within the jurisdiction of the Commission because it involves a merger of a non-regulated parent company and another non-regulated corporation. The Memorandum cites In the Matter of the Merger of Southwestern Bell Communications, Inc. and Ameritech, Case Number TM-99-76, as an example of a case in which the Commission concluded that it did not have jurisdiction over a similar merger.

The Commission has reviewed and considered the Joint Application and Staff's Memorandum and concludes that the Commission does not have jurisdiction over the merger between IXC and CBI. Because the Commission does not have jurisdiction over the transaction in question, the Joint Application will be dismissed.

IT IS THEREFORE ORDERED:

1. That the Joint Application of Eclipse Telecommunications, Inc., IXC Communications Services, Inc., and Telcom One, Inc., and Cincinnati Bell, Inc. is dismissed.

2. That this order shall become effective on November 9, 1999.

BY THE COMMISSION

A handwritten signature in dark ink, reading "Dale Hardy Roberts". The signature is written in a cursive style with a large initial "D".

Dale Hardy Roberts
Secretary/Chief Regulatory Law Judge

(S E A L)

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

Woodruff, Regulatory Law Judge

AL/Sec'y: Woodruff/Boyce

10-25 TM-2000-85
Date Circulated CASE NO.

LS
Lumpe, Chair

albert
Grimpton, Commissioner

CM
Murray, Commissioner

LS
Schemenauer, Commissioner

albert
Drainer, Vice-Chair

10-28
Agenda Date

Action taken: 4-0 AS

Must Vote Not Later Than _____

STATE OF MISSOURI
OFFICE OF THE PUBLIC SERVICE COMMISSION

I have compared the preceding copy with the original on file in this office and

I do hereby certify the same to be a true copy therefrom and the whole thereof.

WITNESS my hand and seal of the Public Service Commission, at Jefferson
City,

Missouri, this 28th day of October, 1999.



Dale Hardy Roberts

Dale Hardy Roberts
Secretary/Chief Regulatory Law Judge