

BEFORE THE PUBLIC SERVICE COMMISSION

OF THE STATE OF MISSOURI

In the Matter of the Joint Application)
 of American Long Lines, Inc. and Teligent,)
 Inc. for Consent to the Transfer of)
 Ownership and Control of American Long)
 Lines, Inc. from Alan Widra and Trusts)
 for the Benefit of Certain of His Family)
 Members to Teligent, Inc.)

Case No. TM-2000-770

ORDER APPROVING TRANSFER OF CONTROL

On May 19, 2000, Alan Widra and trusts for the benefit of certain of his family members (the Shareholders), American Long Lines, Inc. (ALL), and Teligent, Inc. (Teligent) and its affiliates, including Teligent Services, Inc. (TSI), filed an joint application requesting that the Public Service Commission approve the transfer of control of ALL from the Shareholders to Teligent, including control of ALL's authorizations to provide telecommunications services in the state of Missouri.

ALL, a Pennsylvania corporation qualified to do business in Missouri, holds a certificate authorizing it to provide resold intrastate interexchange telecommunications services in the state of Missouri. The Shareholders own 100 percent of the equity of ALL. Teligent is a Delaware corporation qualified to do business in Missouri. It also holds a certificate authorizing it to provide intrastate interexchange telecommunications services in Missouri. TSI is a wholly owned subsidiary of Teligent and is a newly created Delaware corporation. TSI is qualified to transact business in Missouri and has applied for a

certificate of service authority to provide basic local exchange and local exchange intrastate telecommunications services in Case No. TA-2000-578, which is pending before the Commission.

Under the proposed transaction, an as yet unnamed merger company (Merger Sub), wholly owned by Teligent, will be merged with ALL. ALL will survive the merger as a wholly owned subsidiary of Teligent. Teligent will then contribute the ALL stock to TSI, resulting in ALL becoming a wholly owned subsidiary of TSI and an indirect wholly owned subsidiary of Teligent. The application indicates that the transfer of ownership will be seamless and transparent to ALL's Missouri customers. ALL will continue to provide service under its current name in accordance with its currently effective tariff.

On June 16, Staff filed a recommendation and memorandum. Staff's recommendation indicates that it has reviewed the application and concludes that the proposed transaction will not be detrimental to the public interest and recommends that the Commission issue an order approving the joint application and specifically approving the proposed merger between ALL and Merger Sub. No party has responded to Staff's recommendation.

The Commission has reviewed the joint application and Staff's recommendation and memorandum and finds that the proposed transaction will not be detrimental to the public interest and should be approved.

IT IS THEREFORE ORDERED:

1. That the Joint Application and Petition filed by Alan Widra and trusts for the benefit of certain of his family members, American Long Lines, Inc., and Teligent, Inc. and its affiliates, including Teligent Services, Inc., is approved.

2. That as part of the transfer of ownership and control of American Long Lines, Inc. to Teligent, Inc., the merger of American Long Lines, Inc. with a Merger Subsidiary Corporation of Teligent, Inc. is approved.

3. That this order shall become effective on July 10, 2000.

4. That this case may be closed on July 11, 2000.

BY THE COMMISSION



Dale Hardy Roberts
Secretary/Chief Regulatory Law Judge

(S E A L)

Morris L. Woodruff, 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 28th day of June, 2000.

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COMMISSION COUNSEL
PUBLIC SERVICE COMMISSION