

STATE OF MISSOURI
PUBLIC SERVICE COMMISSION

At a Session of the Public Service
Commission held at its office
in Jefferson City on the 19th
day of September, 1990.

In the matter of the joint application)
of Prime-Link Communications Corp. and)
MidAmerican Long Distance Company to)
sell assets.) CASE NO. TM-90-302

ORDER APPROVING SALE OF ASSETS

On May 9, 1990, Joint Applicants Prime-Link Communications Corp.
(Prime-Link) and MidAmerican Long Distance Company (MidAmerican), pursuant to
Section 392.300, RSMo 1986, moved for a Commission order approving the sale of the
below-described assets from MidAmerican Long Distance Company to Prime-Link.

As stated in Applicants' Asset Purchase Agreement (Exhibit 3), Prime-Link
intends to purchase 195 business customer accounts in LATA 521 from MidAmerican.
Both Applicants provide Missouri telecommunications services as resellers, having
been duly certificated by this Commission to do so.

Applicants state, and the Commission finds, that the proposed sale will
not adversely affect public convenience or necessity, the provision of
telecommunication service to the public, or the public interest as defined by
Chapter 392, RSMo 1986. MidAmerican's customers affected by the proposed sale were
so notified on or about April 27, 1990, a copy of said notice being attached, as
Exhibit 1, to the application.

Applicants also state, by verified statement, that proper corporate
authorizations from each have been secured and that the proposed sale will have no
adverse impact on the tax revenues of any Missouri political subdivision.

On September 7, 1990, the Staff of the Commission filed its
recommendation, noting that the joint application was reviewed by the Utility
Division's Accounting, Communications and Financial Analysis Departments. The

Staff found no apparent public detriment in Applicants' proposal and recommends it be approved.

Having considered the verified application by Joint Applicants, the exhibits attached thereto and Staff's recommendation, the Commission finds that the application to sell assets should be approved.

IT IS THEREFORE ORDERED:

1. That the joint application to sell assets filed on May 9, 1990, by Prime-Link Communications Corp. and MidAmerican Long Distance Company is hereby approved.

2. That this order shall become effective on the date hereof.

BY THE COMMISSION

Harvey G. Hubbs

Harvey G. Hubbs
Secretary

(S E A L)

Steinmeier, Chm., Mueller, Rauch,
McClure and Letsch-Roderique, CC., Concur.