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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    ) Case No. TM-99-556  
of a merger and reorganization.                     )

SECOND 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 requested the Commission's approval of the proposed "reorganization" by June 30, 1999. However, before the Commission could act on the application, additional information and filings were required. On May 20, 1999, The Commission issued its *Order Directing Supplement to Application*. In addition to the information and filings requested in that *Order Directing Supplement*, the Applicants were

directed to respond promptly to any inquiries by the Commission's Staff.

The Applicants filed their *Supplement to Application* on June 11, 1999. The *Supplement* was addressed to the matters raised in the Commission's May 20, 1999, order. Applicants indicated that Big Planet Holdings, Inc. (Big Planet Holdings), had applied for a corporate certificate of authority to transact business in the State of Missouri, and, that as soon as it was available (from the Missouri Secretary of State) the certificate would be filed in this case. This information has not yet been filed.

Under the *Application* and the *Supplement to Application* it continues to appear that Big Planet is being merged into a new company, 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. Thus, the corporate certificate of authority for Big Planet Holdings still appears to be required for the Commission or Staff to proceed with its review since this company intends to do business in the State of Missouri. Because the application is incomplete, the Commission and Staff have been unable to proceed in this matter. The Applicants will be directed to provide all required information. The Applicants should also be prepared to provide additional information that may be requested by the Commission or the Staff in order to resolve any issues presented in this case.

**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 with the certificate of authority to do business for the company described above, or, otherwise inform the Commission of the basis for further delay.

2. That this order shall become effective on October 8, 1999.

**BY THE COMMISSION**



**Dale Hardy Roberts**  
**Secretary/Chief Regulatory Law Judge**

( S E A L )

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 28th day of September, 1999.

**R E C E I V E D**

SEP 28 1999

COMMISSION COUNSEL  
PUBLIC SERVICE COMMISSION