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In the Matter of the Joint Application of )  
LATA 520/521 Microwave Corporation, and ) Case No. TM-98-280  
Cybertel RSA Cellular, L.P. to Sell Assets. )

LATA 520/521 Microwave Corporation, (LATA 520/521) and Cybertel RSA Cellular, L.P. (CYBERTEL) filed a joint application on January 6, 1998, requesting permission for a sale of LATA 520/521's Assets, including LATA 520/521's Certificate of Public Convenience and Necessity to CYBERTEL. LATA 520/521 and CYBERTEL filed an Amendment to Joint Application to Sell Assets on January 21, amending Paragraph 7 to state that neither applicant has pending or final judgments or decisions against it from any state or federal agency which involve customer service or rates. LATA 520/521 and CYBERTEL filed a second amendment on March 26, stating the LATA 520/521's Interexchange Certificate of Service Authority and Tariff need not be transferred but may be canceled in conjunction with the sale of assets. The application included tax impact statements avowing that this sale will have no impact on the tax revenues of the political subdivisions in which the assets are located. The parties asked for expedited treatment and waived the 10-day effective date by pleading dated April 30.

LATA 520/521 is a Florida corporation and holds a certificate to provide intrastate interexchange toll telecommunication services in

Missouri which was granted in Case No. TM-92-267. LATA 520/521's sole customer is CYBERTEL. CYBERTEL is a Delaware state limited partnership certificated to provide cellular telecommunications services. Ameritech Mobile Communications, Inc., is the general partner of Cybertel RSA, and Ameritech Corporation is the sole shareholder of the general partner.

The transaction described in the joint application would allow CYBERTEL to acquire certain of LATA 520/521's assets set out in Schedule A to the Asset Purchase Agreement and consisting of various hardware used in the provision of cellular telecommunications. Neither the Interexchange Certificate of Service Authority nor the Tariff held by LATA 520/521 need be transferred. LATA 520/521 does wish to have its Interexchange certificate of service authority and its tariff canceled. Upon approval of the transaction, the sole customer of Cybertel RSA will continue to be Cybertel RSA. The Application states that the transaction would not be detrimental to the public interest.

The Staff of the Commission filed its Memorandum on April 3, 1998, recommending approval of the sale of assets. Staff stated that the Applicants negotiated an agreement whereby Cybertel will purchase certain assets of LATA 520/521 and upon completion of the sale, the applicants have requested the LATA 520/521 certificate and tariff be canceled. Staff also stated that the LATA 520/521 currently provides service to one customer (which is Cybertel) within the State of Missouri. Staff recommended that the sale of assets be approved and the LATA 520/521's certificate and tariff be canceled.

Having reviewed the joint application of LATA 520/521 and CYBERTEL, and Staff's memorandum, the Commission finds that the sale would not be detrimental to the public interest. The Commission finds that

LATA 520/521 has only one affected customer, which is CYBERTEL itself, and that the application as amended should be approved. The Commission also finds that the certificate and tariff of LATA 520/521 should be canceled. The Commission notes that CYBERTEL does not hold a certificate of service authority to provide interexchange services. However, CYBERTEL is not holding itself out to the public as a reseller of interexchange services and needs no Missouri certificate to continue operating as a wireless carrier.

**IT IS THEREFORE ORDERED:**

1. That the joint application filed by LATA 520/521 Microwave Corporation and Cybertel RSA Cellular, L.P. on January 6, 1998, is approved as amended.

2. That LATA 520/521 Microwave Corporation is authorized to sell the assets set out in Schedule A to the Asset Purchase Agreement to Cybertel RSA Cellular, L.P.

3. That LATA 520/521 Microwave Corporation's interexchange certificate of service authority shall be canceled on the effective date of this order.

4. That LATA 520/521 Microwave Corporation's tariff shall be canceled on the effective date of this order. The tariff canceled is:

Public Service Commission Tariff No. 1  
Original Cover Sheet  
Original Sheets 1 through 25.

5. That this order shall become effective on May 1, 1998.

**BY THE COMMISSION**



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

( S E A L )

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

Register, Regulatory Law Judge

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COMMISSION COUNSEL  
PUBLIC SERVICE COMMISSION