

BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF MISSOURI

In the Matter of the Joint Application of Level 3)	
Communications, Inc. and TelCove, Inc. for)	<u>Case No. TM-2006-0433</u>
Approval of a Transfer of Control of TelCove)	
Operations, Inc. and Related Transactions.)	

ORDER DIRECTING STAFF TO FILE A RECOMMENDATION OR
INDICATE WHEN IT CAN FILE A RECOMMENDATION

Issue Date: May 16, 2006

Effective Date: May 16, 2006

On May 11, 2006, Level 3 Communications, Inc., and TelCove, Inc., (TelCove) filed a joint application for approval of a transfer of control of TelCove Operations, Inc., to Level 3 and related transactions. Along with their application, TelCove and Level 3 filed a request for expedited treatment contending that a Commission ruling on or before July 15, 2006, would be in the public interest. In support of their motion, applicants contended that a delay in the regulatory approval process could have multiple adverse consequences to the stakeholders in the transaction, including the customers and end-users of Level 3 and TelCove.

The Commission will need to have a recommendation from its Staff before acting on the application. In an attempt to afford applicants the expedited consideration they contend is required, the Commission will direct Staff to file its recommendation on or before June 20, 2006, or, if Staff is unable to meet this deadline, a pleading indicating when Staff will be able to file its recommendation.

IT IS ORDERED THAT:

1. The Staff of the Commission shall, no later than June 20, 2006, file either its recommendation regarding the Joint Application of Level 3 Communications, Inc. and TelCove, Inc or a pleading advising the Commission when Staff will be able to file its recommendation.
2. This order shall become effective on May 16, 2006.

BY THE COMMISSION

A handwritten signature in black ink, appearing to read 'Colleen M. Dale', written over a horizontal line.

Colleen M. Dale
Secretary

(S E A L)

Cherlyn D. Voss, Regulatory Law Judge,
by delegation of authority pursuant to
Section 386.240, RSMo 2000.

Dated at Jefferson City, Missouri,
on this 16th day of May, 2006.