

**BEFORE THE PUBLIC SERVICE COMMISSION  
OF THE STATE OF MISSOURI**

In the Matter of the Joint Application of )  
Americatel Corporation, and Startec )  
Global Operating Company for Approval )  
of a Pro Forma Merger )

Case No. TM-2008-0146

**STAFF RECOMMENDATION**

**COMES NOW** the Staff of the Missouri Public Service Commission (Staff) and hereby submits this Staff Recommendation, labeled Attachment A. In support of its recommendation, Staff respectfully states as follows:

1. On November 6, 2007, Startec Global Operating Company and Americatel Corporation filed a Joint Application for Approval of a Pro Forma Merger.
2. The Commission directed Staff to file a recommendation in this matter no later than February 29, 2008.
3. Americatel Corporation and Startec Global Operating Company (Applicants) amended their Application on December 14, 2007.
4. On January 25, 2008, Applicants filed a letter with the Commission apprising it of certain details of the corporate restructuring.
5. On February 20, 2008, the Applicants filed a second amendment to the Application, informing the Commission that it would no longer be seeking a certificate cancellation, that the Applicants would no longer be seeking a waiver of the anti-slamming rules, and requesting that the Commission approve a name change for the restructured companies.
6. Applicants filed revised tariff sheets on February 29, 2008.

7. In Attachment A, Staff recommends that the Commission approve the pro forma merger and that the Commission approve the requested name change on each restructured company's certificate to Americatel Corporation d/b/a Startec.

**WHEREFORE**, Staff submits this recommendation for the Commission's consideration.

Respectfully submitted,

/s/ Jennifer Heintz

Jennifer Heintz  
Associate General Counsel  
Missouri Bar No. 57128

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### **Certificate of Service**

I hereby certify that copies of the foregoing have been mailed, hand-delivered, transmitted by facsimile or electronically mailed to all counsel of record this 29<sup>th</sup> day of February 2008.

**/s/ Jennifer Heintz**

## Memorandum

To: Missouri Public Service Commission Official Case File  
Case No. TM-2008-0146

From: Lisa Mahaney, Telecommunications Department  
John Van Eschen      2/29/08                      Jennifer Heintz      2/29/08  
Utility Operations Division/Date                      General Counsel's Office/Date

**Subject: Staff Recommendation for Application Seeking Commission Approval of  
Competitive Company Transaction**

Date: 2/29/08

**The Telecommunications Department Staff (Staff) recommends the Commission** (check, as applicable):

- |   |  |   |
|---|--|---|
| <input checked="" type="checkbox"/> <b>Approve Merger</b><br>4 CSR 240-3.525            | <input type="checkbox"/> <b>Approve Consolidation</b><br>4 CSR 240-3.525                             | <input type="checkbox"/> <b>Approve Sale of Assets</b><br>4 CSR 240-3.520 |
| <input checked="" type="checkbox"/> <b>Approve Name Change</b><br>4 CSR 240-3.545(20)   |  |   |
| <input type="checkbox"/> <b>Cancel Certificate(s) &amp; Tariff(s)</b><br>392.410.5 RSMo | <input checked="" type="checkbox"/> <b>Approve Certificate(s) &amp; Tariff(s)</b><br>4 CSR 240-3.510 |   |

According to Commission rule 4 CSR 240-2.060 and the rule(s) specifically cited above, competitively classified companies are required to provide information in applications to merge, consolidate or sell/transfer assets. Based on the information provided to Staff, Staff does not believe this particular transaction will be detrimental to the public interest for the following reason(s) (check all that apply):

- This transaction solely involves competitively classified companies.
- Customers have/will receive advance notice.
- Customers can switch to another provider.
- Customers will continue to receive service at the same rates, terms and conditions.
- Other:

The Staff recommends the Commission change the name of the certificate of service authority to provide interexchange telecommunications services from "Startec Global Operating Company" to "Americatel Corporation d/b/a Startec". In addition, the Commission should allow the company's proposed tariff, PSC MO Tariff No. 1, to become effective on March 31, 2008. The proposed name change is the result of a corporate restructuring involving the merger of Startec Global Operating Company and Americatel Corporation. Staff has no objections to this merger.

Appendix A

BEFORE THE PUBLIC SERVICE COMMISSION  
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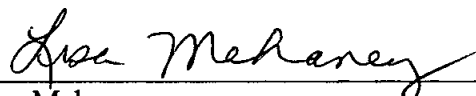
In the Matter of the Joint Application of )  
Americatel Corporation, and Startec Global )  
Operating Company for Approval of a Pro )  
Forma Merger )

Case No. TM-2008-0146

AFFIDAVIT OF LISA MAHANEY

STATE OF MISSOURI )  
) ss:  
COUNTY OF COLE )


Lisa Mahaney, employee of the Missouri Public Service Commission, being of lawful age and after being duly sworn, states that she has participated in preparing the accompanying memorandum, and that the facts therein are true and correct to the best of her knowledge and belief.

  
\_\_\_\_\_  
Lisa Mahaney

Subscribed and affirmed before me this 29<sup>th</sup> day of February 2008  
I am commissioned as a notary public within the County of Callaway,  
State of Missouri and my commission expires on 9-21-10



SUSAN L. SUNDERMEYER  
My Commission Expires  
September 21, 2010  
Callaway County  
Commission #06942086

  
\_\_\_\_\_  
NOTARY PUBLIC