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On November 6, the Commission Staff (Staff) filed its Memorandum recommending closure of the case. According to Staff, ACI was not required to file an application for approval of its merger plan because the Commission does not require this process where a merger or consolidation involves nonregulated parent corporations of a regulated company, and where there is no change in the operations of the regulated company. The Staff does not describe which of the companies involved in the proposed merger are regulated by the Commission.

ACI filed a Motion to dismiss its Application on December 5, relying on the Staff's recommendation. ACI did not identify which of the involved corporations are regulated by the Commission in its Motion. Nevertheless, the Commission has, on its own initiative, reviewed its records and determined that the only entity involved in the proposed transactions that currently has a certificate of service authority is ACI. On the basis of this information, the Commission finds that ACI was not required to file an application with the Commission for approval of its merger with the subsidiaries of AMC, and ALLTEL was not required to obtain approval for the transfer of its stock to AMC. The Commission concludes that ACI's Motion to Dismiss should be granted. Dismissal of the case will render moot ACI's Motion for Expedited Consideration.

THEREFORE, IT IS ORDERED:

1. That the Motion to Dismiss filed by ALLTEL Communications, Inc., is granted.
2. That the Motion for Expedited Consideration filed by ALLTEL Communications, Inc. is denied as moot.
3. That this order shall become effective on December 30, 1997.

4. That this case shall be closed on December 31, 1997.

BY THE COMMISSION

A handwritten signature in cursive script that reads "Dale Hardy Roberts". The signature is written in dark ink and is positioned below the printed name.

Dale Hardy Roberts
Secretary/Chief Regulatory Law Judge

(S E A L)

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

Randles, Regulatory Law Judge