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LELAND B. CURTIS
PRINCIPAL

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August 14, 2002

FILED³

AUG 15 2002

Secretary of the Commission
Missouri Public Service Commission
200 Madison Street, Suite 100
Jefferson City, MO 65101

Via Federal Express
833736654629

Missouri Public
Service Commission

Re: In the Matter of the Application of WorldCom, Inc. MCI WorldCom Communications, Inc., and Intermedia Communications, Inc. for Approval of the Transfer of Multi-Service Customers and Waiver of Commission Rule 4 CSR 240-33.150

Dear Secretary of the Commission:

Enclosed please find for filing with your office an original and nine (9) copies of the following documents:

1. Application of WorldCom, Inc., MCI WorldCom Communications, Inc., and Intermedia Communications, Inc. for Approval of the Transfer of Multi-Service Customers and Waiver of Commission Rule 4 CSR 240-33.150
2. Motion for Expedited Treatment

Upon your receipt, please file stamp the extra copies received and return to the undersigned in the enclosed, self-addressed, stamped envelope. If you have any questions, please do not hesitate to contact us.

Very truly yours,



Leland B. Curtis

LBC:dn

Enclosure

cc . Office of Public Counsel (W/Enclosure)
General Counsel (W/Enclosure)

In the Matter of the Application of WorldCom, Inc.,)
MCI WorldCom Communications, Inc. and)
Intermedia Communications, Inc. For Approval of)
The Transfer of Multi-Service Customers)
And Waiver of Commission Rule 4 CSR 240-33.150.) Case No.

APPLICATION

COME NOW WorldCom, Inc. ("WorldCom"), MCI WorldCom Communications, Inc. ("MCI WorldCom") and Intermedia Communications, Inc. ("Intermedia") (collectively "Applicants"), by their undersigned counsel, and for their Application for approval from the Missouri Public Service Commission ("Commission") of the transfer of Intermedia's multi-service customers to its affiliate MCI WorldCom and a waiver of Commission Rule 4 CSR 240-33.150 regarding authorization and verification of changes in telecommunications providers, pursuant to sections 392.300 and 392.540 RSMo, and 4 CSR 240-2.060, 2.015 and 33.150, state to the Commission as follows:

1. MCI WorldCom is a Delaware corporation in good standing duly authorized to conduct business in Missouri with regulatory offices at 701 Brazos, Suite 600, Austin, Texas 78701, with telephone number 512-495-6727, fax number of 512-495-6799, and email care of Stephen F. Morris at stephen.morris@wcom.com. MCI WorldCom is authorized as a competitive telecommunications company under certificate granted and tariffs approved by the Commission. A certificate of its authorization to conduct business in Missouri from the Missouri Secretary of State was attached to the application in Case No. XM-2002-1073, remains current and correct, and is incorporated herein by this reference pursuant to 4 CSR 240-2.060(1)(G).

2. Intermedia is a Delaware corporation in good standing duly authorized to conduct business in Missouri with regulatory offices and contact information as stated in paragraph 1. Intermedia is authorized as a competitive telecommunications company under certificate granted and tariffs approved by the Commission. A certificate of its authorization to conduct business in Missouri from the Missouri Secretary of State was attached to the application in Case No. XM-2002-1073, remains current and correct, and is incorporated herein by this reference pursuant to 4 CSR 240-2.060(1)(G).

3. Both MCI WorldCom and Intermedia are subsidiaries of WorldCom. WorldCom is a Georgia corporation. Its principal offices are located at 500 Clinton Center Drive, Clinton, Mississippi, 39056. For purposes of this proceeding, it can be contacted through the other Applicants. WorldCom is a global telecommunications company. Through various operating subsidiaries, WorldCom is authorized to offer domestic interstate, intrastate, local and international telecommunications services in each of the 50 states and the District of Columbia, including intrastate services within Missouri. WorldCom's telecommunications offerings are comprehensive in scale and scope and include virtually every type of voice and data service. Additional information on WorldCom is available at www.wcom.com.

4. The designated contacts for questions regarding this Application are:

Carl J. Lumley, #32869
Leland B. Curtis, #20550
Curtis, Oetting, Heinz, Garrett & O'Keefe, P.C.
130 S. Bemiston, Suite 200
St. Louis, Missouri 63105
(314) 725-8788 (Tel)
(314) 725-8789 (Fax)
clumley@cohgs.com
lcurtis@cohgs.com

and:

Jean L. Kiddoo
Kathy L. Cooper
Swidler Berlin Shereff Friedman, LLP
3000 K Street, N.W., Suite 300
Washington, D.C. 20007
(202) 424-7834 (Tel)
(202) 424-7645 (Fax)
KLCooper@swidlaw.com

and:

Stephen F. Morris
WorldCom Communications
701 Brazos, Suite 600
Austin, Texas 78701
(512) 495-6727
(512) 495-6706 (FAX)
stephen.morris@wcom.com

with a copy to:

Marsha Ward
WorldCom, Inc.
6 Concourse Parkway
Atlanta, Georgia 30328
(770) 284-5490 (Tel)
(770) 284-5488 (Fax)
marsha.ward@wcom.com

Notices, correspondence, communications, orders, decisions, and other papers may be served upon Applicants' attorneys and such service shall be deemed to be service upon Applicants in this matter.

5. The transaction that is the subject of this Application arises out of WorldCom's acquisition of Intermedia, which was approved by the Commission on January 16, 2001 in Case No. TM-2001-314. As WorldCom has advised the Commission in earlier filings, this transition of customers is part of WorldCom's ongoing evaluation of whether and how it will consolidate the Intermedia operations into the existing operations of other WorldCom operating subsidiaries.

6. By letter dated September 21, 2001, filed in Case No. TM-2001-314, WorldCom notified the Commission that it had determined not to sell the regulated telecommunications operations of Intermedia, in Missouri, which WorldCom had acquired as of July 1, 2001 pursuant to the Commission order approving the transfer dated January 16, 2001 in Case No. TM-2001-314. As WorldCom indicated to the Commission in its earlier filings on the status of the transaction, Intermedia has continued to operate since the WorldCom acquisition under the existing Intermedia certificates and tariffs. At the same time, WorldCom has evaluated how it will consolidate the Intermedia operations into the existing operations of other WorldCom operating subsidiaries, including the transfer of certain customer from Intermedia to MCI WorldCom.

7. As part of its customer migration plan WorldCom advised the Commission on January 16, 2002, of its plans to transition Intermedia's business long distance (interexchange) customers to comparable service plans offered by MCI WorldCom. The Commission approved this partial transfer of Intermedia's customer base and granted a waiver of Commission Rule 4 CSR 240-33.150 pursuant to its Order effective February 7, 2002 in Case No. TM-2002-344.

8. Also as part of this evaluation WorldCom advised the Commission on May 14, 2002 of its plan to transition Intermedia's residential long distance (interexchange) customers to comparable service plans offered by MCI WorldCom. The Commission approved this partial transfer of Intermedia's customer base and granted a waiver of Commission Rule 4 CSR 240-33.150 pursuant to its Order effective June 28, 2002 in Case No. TM-2002-1073.

9. On July 9, 2002, WorldCom notified the Commission by letter of the discontinuance of Intermedia's resold basic local telecommunications service.

10 As stated in earlier filings with the Commission, WorldCom is committed to keeping the Commission apprised of the results of WorldCom's evaluation and any plans to consolidate certain Intermedia services with other WorldCom subsidiaries. Accordingly, at this time, WorldCom advises the Commission that it has determined that it also is appropriate to transition those Intermedia customers currently receiving Intermedia's dedicated long distance, ISP-PRI, private line, Intermedia One, and certain ATM and frame relay services to comparable service plans offered by MCI WorldCom. This Application seeks approval of this customer transfer. Approximately 530 multi-service subscribers in Missouri will be affected by this transition.

11. Applicants are not at this time seeking to cancel any certificate issued by the Commission to Intermedia or any tariff on file at the Commission. Intermedia will continue to provide certain other services, including some ATM, frame relay and private line services pursuant to its existing certificates. Upon completion of the migration of the affected subscribers WorldCom will as necessary make tariff filings to reflect the modifications to Intermedia's service offerings that are being made as part of this current transition.

12. Because the Intermedia customer receiving these services will be transitioned to another WorldCom operating subsidiary with a new name, WorldCom has developed a customer notification and transfer plan that is intended to assure informed customer choice and seamless transition to MCI WorldCom service. However, in the event that a customer elects not to make the change, Applicants will also assure that any customer who so chooses can transfer to another carrier without any interruption of service consistent with the terms of the customer's contract.

12. To facilitate the transaction and to enable a seamless transition to occur as planned, Applicants seek a waiver of the Commission's rule 4 CSR 240-33.150 regarding authorization and verification of changes in telecommunications providers. Applicants submit that the customer notice process that they have implemented in order to advise the affected customers of the nature of the transition and their rights to choose another carrier provide good cause for the Commission to grant such a waiver. Applicants will have provided customers with over 30 days notice of the change from Intermedia to its affiliate MCI WorldCom to assure that customers are fully informed of the change. The affected customers were notified by letter, in the form attached as Exhibit 1 hereto. The notice advises customers of: (1) WorldCom will provide the customer with the same or better high quality telecommunications services as it received from Intermedia; (2) WorldCom will reimburse the transferred customers for any primary carrier change charges if they are imposed by the customers' local exchange carrier in connection with the change from Intermedia to MCI WorldCom; (3) in the event that the customer prefers to use another company as its long distance carrier, it has the right to switch to another carrier of its choice consistent with the terms of the customer's contract; and (4) the customer may contact WorldCom at a toll-free number with any questions regarding the transfer of their service.

14. The migration of customers to MCI WorldCom service is expected to take place on or after September 13, 2002. In connection with this process, Applicants have also fully complied with the rules and regulations of the Federal Communications Commission ("FCC"), 47 C.F.R. § 64.1120(e), requiring notice to customers and permitting the transfer of those customers without Applicants first obtaining each customer's authorization and verification. *See*

47 C.F.R. § 64.1120(e) (2001). A copy of the notification filed with the FCC is attached as Exhibit 2 hereto.

15. The proposed transfer of customers from Intermedia to its affiliate MCI WorldCom will keep the customers within the WorldCom corporate family. The customers will be served by MCI WorldCom pursuant to its certificate of authority and tariffs. Applicants have developed a customer notice and transfer process that is intended to assure informed customer choice and a seamless transition to MCI WorldCom service. This process also assures that customers who choose to do so can transfer to another carrier without interruption in service. Moreover, the proposed customer transfer will not adversely impact the rates, terms and conditions of service that customers currently receive. Accordingly, this transaction is in the public interest and should be approved.

16. Applicants have no annual report or assessment fees that are overdue. In addition, Applicants do not have any pending actions or final unsatisfied judgments or decisions against them from any state or federal agency or court involving customer services or rates, which occurred within three (3) years of the date of this Application. Applicants do not anticipate that the proposed transaction will have any impact on tax revenues of any political subdivision in which structures, facilities or equipment of the Applicants are located.

WHEREFORE, Applicants respectfully request approval from the Commission of the transfer of Intermedia's multi-service customers to its affiliate, MCI WorldCom and for a waiver of Rule 33.150. Applicants request that the Commission expeditiously grant their request no later than September 12, 2002 so that Applicants can transfer the affected customers by the planned September 13, 2002 transition date.

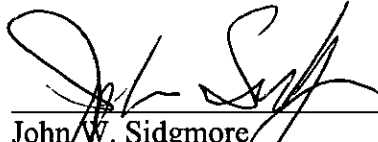
VERIFICATION

STATE OF
COUNTY OF

:
:
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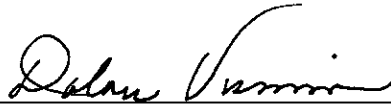
SS.

I, John W. Sidgmore, being first duly sworn, state that I am President and Chief Executive Officer of Intermedia Communications, Inc., an Applicant in the foregoing Application; that I am authorized to make this Verification on behalf of Intermedia Communications, Inc.; that the foregoing Application was prepared under my direction and supervision; and that the contents are true and correct to the best of my knowledge, information, and belief.



Name: John W. Sidgmore
Title: President and Chief Executive Officer
Intermedia Communications, Inc.

Sworn and subscribed before me this 18th day of July, 2002.



Notary Public

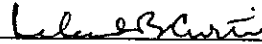
DOLORES VISMARA

Notary Public District of Columbia

My Commission Expires: 6/19/04

My commission expires _____

Respectfully submitted,



Carl J. Lumley, #32869

Leland B. Curtis, #20550

Curtis, Oetting, Heinz, Garrett & O'Keefe,
P.C.

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(202) 424-7645 (Fax)

JLKiddoo@swidlaw.com

KLCooper@swidlaw.com

Counsel for Applicants

Certificate of Service

A true and correct copy of the foregoing was served upon the parties identified on the attached service list on this 14th day of August, 2002, by placing same in the U.S. Mail, postage paid.

W. B. Carter

Office of Public Counsel
P.O. Box 7800
Jefferson City, Missouri 65102

Office of General Counsel
Missouri Public Service Commission
P.O. Box 360
Jefferson City, Missouri 65102

EXHIBIT LIST

Exhibit 1	Sample Customer Notice Letter
Exhibit 2	FCC Notice Letter

EXHIBIT 1

Sample Customer Notice Letter



5055 North Point Parkway
Alpharetta, Georgia 30022

August 6, 2002

Customer Name
Address 1
Address 2
City, State ZIP

Dear Valued Customer,

We're pleased to announce that two telecommunications leaders – WorldComSM and Intermedia Communications -- have merged networks and customer services. In the future, your service will be provided and invoiced by WorldCom. We want to take this opportunity to assure you that all measures are being employed to provide you the highest level of customer service and support while we transition customer accounts to WorldCom.

Although you will soon see your invoice change to WorldCom, please be assured that your service will not be affected during this transition. WorldCom will provide your service pursuant to your contract with Intermedia. Thus, your current rates, terms and conditions will not be affected, and notice of future changes, if any, to those terms will be provided in accordance with your existing contracts and applicable law. As part of the transition, however, your account number and remittance address will change, and we will advise you of the new information on your first WorldCom invoice.

The transfer to WorldCom will occur on or about September 13, 2002. No action is required on your part. You have the right to select another carrier for your services consistent with the terms of your contract.

If you have any questions or concerns about your previous or new service, or this billing change, please don't hesitate to contact our Customer Service team at 1-800-250-9999.

With network facilities in more than 65 countries and local service available in more than 100 cities, WorldCom has the scale and resources to deliver all the services your organization needs -- from local to conferencing, data, Internet services and more. We look forward to serving you!

Sincerely,

Michelle Decker
Vice President, Customer Satisfaction & Service Operations

Additional Information:

Your IntermediaOne, Single T, unifiedvoice.net and Unified Voice account(s) will be assessed an End User Common Line (EUCL) surcharge. This is a charge that allows WorldCom to provide service beyond a basic Metropolitan area at consistent rates. The EUCL charge varies by area, but will not exceed \$9.20 per month, per line or trunk.

For switched long distance customers, if you have a freeze on your account, it will be lifted to effectuate the change, and you may need to contact your local exchange provider to arrange for a new freeze on your account.

You will not be responsible for any carrier change charge associated with this transfer to WorldCom.

EXHIBIT 2

FCC Notice Letter



Karen T. Reidy
Associate Counsel

1133 Nineteenth Street, NW
Washington, DC 20036
202 736 6489
Fax 202 736 6359

August 12, 2002

Ms. Marlene H. Dortch, Secretary
Federal Communications Commission
Office of the Secretary
445 Twelfth Street, SW
Washington, DC 20554

Re: CC Docket No. 00-257

Dear Ms. Dortch:

On July 19, 2002 WorldCom, Inc. ("WorldCom") notified the Commission, pursuant to 47 C.F.R. § 64.1120(e), of the impending transfer of Intermedia Communications ("Intermedia") customers to WorldCom, as a result of the merger between WorldCom and Intermedia. The customers affected by the transfer are current subscribers to Intermedia One, Dedicated Long Distance, Private Line, ATM, Frame Relay, and/or ISP/PRI services.

In its notification WorldCom indicated that the customer notifications had been sent on July 11, 2002. Out of an abundance of caution WorldCom hereby notifies the Commission that the mailing of these letters was delayed. The customer notifications were sent on August 6 rather than July 11. The date of the transfer remains as indicated in the July 19 notice to the Commission, no sooner than September 13, 2002.

Should you have any questions, please do not hesitate to contact me.

Sincerely,

/s/ Karen Reidy



COPY

Karen T. Reidy
Associate Counsel
Federal Law and Public Policy

1801 Pennsylvania Avenue, NW
Washington, DC 20006
202 887 2380
Vnet 220 2380

July 18, 2002

VIA HAND DELIVERY

RECEIVED

Ms. Marlene H. Dortch, Secretary
Federal Communications Commission
Office of the Secretary
445 Twelfth Street, SW
Washington, DC 20554

JUL 19 2002

FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

Re: CC Docket No. 00-257, Notification Regarding Customer Acquisition

Dear Ms. Dortch:

WorldCom, Inc. ("WorldCom") hereby notifies the Commission, pursuant to 47 C.F.R. § 64.1120(e), of the impending transfer of a portion of the customer base of Intermedia Communications ("Intermedia") to WorldCom. The transfer of affected subscribers will occur no sooner than September 13, 2002. The customers affected by the transfer are current subscribers to Intermedia One, Dedicated Long Distance, Private Line, ATM, Frame Relay, and/or ISP/PRI service. The services being transferred include local exchange, intraLATA/intrastate toll, interLATA/interstate toll and international exchange.

Attached are the certification required by 47 C.F.R. § 64.1120(e)(1) and a copy of the notification letter that was sent to the affected subscriber base. Please include this notice and the attachments in the record of the above-referenced proceeding.

Sincerely,

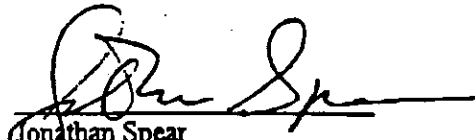

Karen Reidy

Attachments

Attachment 1
Certification of Compliance

CERTIFICATION OF COMPLIANCE

With regard WorldCom's acquisition of the dedicated and private line local and long distance customer base of Intermedia, WorldCom hereby certifies compliance with the requirements of 47 C.F.R. §64.1120(e). This includes the provision of advanced subscriber notice, in accordance with 47 C.F.R. § 64.1120(e)(3), and the obligations specified in that notice.


Jonathan Spear
Director, Law and Public Policy
WorldCom, Inc.

Attachment 2
Subscriber Notification Letter



5055 North Point Parkway
Alpharetta, Georgia 30022

July 11, 2002

Customer Name
Address 1
Address 2
City, State ZIP

Dear Valued Customer,

We're pleased to announce that two telecommunications leaders -- WorldComSM and Intermedia Communications -- have merged networks and customer services. In the future, your service will be provided and invoiced by WorldCom. We want to take this opportunity to assure you that all measures are being employed to provide you the highest level of customer service and support while we transition customer accounts to WorldCom.

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With network facilities in more than 65 countries and local service available in more than 100 cities, WorldCom has the scale and resources to deliver all the services your organization needs -- from local to conferencing, data, Internet services and more. We look forward to serving you!

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For switched long distance customers, if you have a freeze on your account, it will be lifted to effectuate the change, and you may need to contact your local exchange provider to arrange for a new freeze on your account.

You will not be responsible for any carrier change charge associated with this transfer to WorldCom.