

BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

In Re: Request for approval of ) DOCKET NO. 970298-TI  
transfer of control of OAN ) ORDER NO. PSC-97-0451-FOF-TI  
Services of Florida, Inc. d/b/a ) ISSUED: April 21, 1997  
Operator Assistance Network to )  
OAN Acquisition Corporation. )  
\_\_\_\_\_)

The following Commissioners participated in the disposition of this matter:

JULIA L. JOHNSON, Chairman  
SUSAN F. CLARK  
J. TERRY DEASON  
JOE GARCIA  
DIANE K. KIESLING

NOTICE OF PROPOSED AGENCY ACTION ORDER  
APPROVING TRANSFER OF CONTROL

BY THE COMMISSION:

NOTICE IS HEREBY GIVEN by the Florida Public Service Commission that the action discussed herein is preliminary in nature and will become final unless a person whose interests are substantially affected files a petition for a formal proceeding, pursuant to Rule 25-22.029, Florida Administrative Code.

Pursuant to Section 364.33, Florida Statutes, a person may not acquire ownership or control of any telecommunications facility, or any extension thereof for the purpose of providing telecommunications services to the public, including the acquisition, transfer, or assignment of majority organizational control or controlling stock ownership, without prior approval from this Commission.

By letter dated March 7, 1997, OAN Services of Florida d/b/a Operator Assistance Network (OAN), holder of Interexchange Telecommunications Certificate Number 2388, and OAN Acquisition Corporation (Acquisition Corp.), jointly requested approval of transfer of control from OAN to Acquisition Corp.

On January 6, 1997, OAN and Acquisition Corp. executed a letter of intent whereby Acquisition Corp. will acquire ownership and control of OAN and its parent company, OAN Services. Pursuant to this transaction, Acquisition Corp. will acquire all of the outstanding stock of OAN Services. OAN will remain a wholly-owned subsidiary of OAN Services, and will therefore become an indirect wholly-owned subsidiary of Acquisition Corp. Upon consummation of the transfer of control transaction, OAN will continue operating pursuant to its existing certificate and tariff. OAN has stated

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that this transaction will not in any way disrupt service to its carrier customers, nor cause inconvenience or confusion to their carriers' end user customers who receive long distance telephone bills processed by OAN. The transaction will be virtually transparent to both OAN's carrier customers and its carriers' end user customers in terms of the services they receive. OAN will continue to operate under its existing tariff and Interexchange Telecommunications Certificate Number 2388.

We determine that the transfer of control of OAN to Acquisition Corp. is in the public interest and, accordingly, we hereby approve the transfer.

Based on the foregoing, it is

ORDERED by the Florida Public Service Commission that the transfer of control of OAN Services of Florida d/b/a Operator Assistance Network to OAN Acquisition Corporation is hereby approved. It is further

ORDERED that the provisions of this Order, issued as proposed agency action, shall become final and effective unless an appropriate petition, in the form provided by Rule 25-22.036, Florida Administrative Code, is received by the Director, Division of Records and Reporting, 2540 Shumard Oak Boulevard, Tallahassee, Florida 32399-0850, by the close of business on the date set forth in the "Notice of Further Proceedings or Judicial Review" attached hereto. It is further

ORDERED that in the event this Order becomes final, this Docket shall be closed.

By ORDER of the Florida Public Service Commission, this 21st day of April, 1997.

BLANCA S. BAYÓ, Director  
Division of Records and Reporting

by: Kay Flynn  
Chief, Bureau of Records

( S E A L )

KMP

NOTICE OF FURTHER PROCEEDINGS OR JUDICIAL REVIEW

The Florida Public Service Commission is required by Section 120.569(1), Florida Statutes, to notify parties of any administrative hearing or judicial review of Commission orders that is available under Sections 120.57 or 120.68, Florida Statutes, as well as the procedures and time limits that apply. This notice should not be construed to mean all requests for an administrative hearing or judicial review will be granted or result in the relief sought.

Mediation may be available on a case-by-case basis. If mediation is conducted, it does not affect a substantially interested person's right to a hearing.

The action proposed herein is preliminary in nature and will not become effective or final, except as provided by Rule 25-22.029, Florida Administrative Code. Any person whose substantial interests are affected by the action proposed by this order may file a petition for a formal proceeding, as provided by Rule 25-22.029(4), Florida Administrative Code, in the form provided by Rule 25-22.036(7)(a) and (f), Florida Administrative Code. This petition must be received by the Director, Division of Records and Reporting, 2540 Shumard Oak Boulevard, Tallahassee, Florida 32399-0850, by the close of business on May 12, 1997.

In the absence of such a petition, this order shall become effective on the day subsequent to the above date as provided by Rule 25-22.029(6), Florida Administrative Code.

Any objection or protest filed in this docket before the issuance date of this order is considered abandoned unless it satisfies the foregoing conditions and is renewed within the specified protest period.

If this order becomes final and effective on the date described above, any party substantially affected may request judicial review by the Florida Supreme Court in the case of an electric, gas or telephone utility or by the First District Court of Appeal in the case of a water or wastewater utility by filing a notice of appeal with the Director, Division of Records and Reporting and filing a copy of the notice of appeal and the filing fee with the appropriate court. This filing must be completed within thirty (30) days of the effective date of this order, pursuant to Rule 9.110, Florida Rules of Appellate Procedure. The notice of appeal must be in the form specified in Rule 9.900(a), Florida Rules of Appellate Procedure.