

COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION

In the Matter of:

CALL HOME AMERICA, INC. ("SELLER") FOR)
APPROVAL OF TRANSFER OF CERTAIN)
INTANGIBLE ASSETS OF SELLER AND FOR) CASE NO.
AUTHORITY FOR SELLER TO WITHDRAW FROM THE) 93-273
RESALE OF TELECOMMUNICATIONS SERVICES IN)
THE COMMONWEALTH OF KENTUCKY)

O R D E R

On August 6, 1993, Call Home America, Inc. ("Call Home America") filed an application pursuant to KRS Chapter 278 and 807 KAR 5:001 requesting approval to sell and transfer its name, trademarks, service marks, and customer use of its telecommunications business to Allnet Communications Services, Inc. ("Allnet"). Call Home America and Allnet have entered into an agreement wherein Allnet will purchase Call Home America's telecommunications operations after the necessary regulatory approvals are met.

Call Home America is a Texas corporation which was authorized to provide intrastate long-distance telecommunications services as a reseller by this Commission on April 2, 1993.¹

¹ Case No. 92-441, The Application of Call Home America, Inc. for a Certificate of Public Convenience and Necessity to Operate as a Reseller of Telecommunications Within the State of Kentucky.

Allnet is a Michigan corporation which was authorized to provide intrastate long-distance telecommunication services by this Commission on November 21, 1984.²

Call Home America submits that Allnet is capable of providing the same type of service which its customers have previously received and that its customers will find the proposed transaction essentially transparent. Allnet has filed tariffs offering rates and conditions of service essentially the same as Call Home America's present tariff and will also offer these services under the name Call Home America. Call Home America will fulfill the terms of its agreement with the Commission pursuant to Commission Order in Case No. 93-017.³

Pursuant to KRS 278.020(4), persons under the jurisdiction of the Commission are required to receive Commission approval prior to acquiring or transferring ownership of or control or the right to control any utility. Since Call Home America and Allnet are both jurisdictional utilities and the proposed transaction as described in this application includes the transfer of Call Home America's intrastate telecommunications business, KRS 278.020(4) is applicable. Therefore, Commission approval is necessary.

² Case No. 9031, The Application of Allnet Communication Services, Inc. for a Certificate of Public Convenience and Necessity to Operate as an Interexchange Carrier of Telecommunications Services and for the Establishment of Initial Rates Within Kentucky.

³ Case No. 93-017, Call Home America, Inc.; Alleged Violation of KRS 278.020 and KRS 278.160, Order dated March 12, 1993.

The Commission finds that the proposed transaction is for a proper purpose, consistent with the requirements of KRS 278.020(4) and the public interest. The Commission further finds that Allnet has demonstrated in this application and in Case No. 9031 that it has the financial, technical, and managerial abilities to provide reasonable service to the public and that the proposed transaction should be approved.

IT IS THEREFORE ORDERED that:

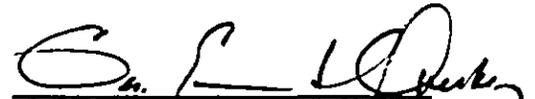
1. The proposed transaction, including the transfer of Call Home America's name, trademarks, service marks, and customer base of its telecommunications operations to Allnet, is approved.

2. Within 10 days of the closing of the proposed transaction, the parties shall give notice to the Commission or, in the alternative, notify the Commission if the transfer does not occur.

3. Within 30 days from the date of this Order, Allnet shall file its tariff sheets in accordance with 807 KAR 5:011.

Done at Frankfort, Kentucky, this 4th day of October, 1993.

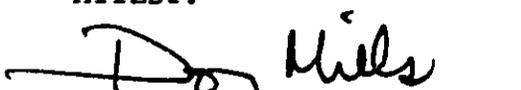
PUBLIC SERVICE COMMISSION


Chairman


Vice Chairman


Commissioner

ATTEST:


Executive Director