

COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION

In the Matter of:

APPLICATION FOR APPROVAL OF THE)	
TRANSFER OF CONTROL OF ALLTEL)	CASE NO.
KENTUCKY, INC. AND KENTUCKY ALLTEL,)	2005-00534
INC.)	

O R D E R

On December 22, 2005, ALLTEL Kentucky, Inc., Kentucky ALLTEL, Inc., ALLTEL Communications, Inc., ALLTEL Holding Corp., VALOR Communications Group, and ALLTEL Holding Corporate Services, Inc. (“Applicants”) submitted an application for approval of the transfer of control of ALLTEL Kentucky, Inc. and Kentucky ALLTEL, Inc. The request also includes the transfer of long-distance resale customers of ALLTEL Communications, Inc. to a newly created entity. The application was submitted pursuant to KRS 278.020.

On January 23, 2006, Applicants submitted an amended application. In addition to the requested approvals filed December 22, 2005, Applicants ask that ALLTEL Kentucky, Inc. and Kentucky ALLTEL, Inc. be permitted to guarantee certain indebtedness of their parent corporation. This amended application was filed pursuant to KRS 278.020 and KRS 278.300.

On February 16, 2006, Applicants filed testimony in support of their petitions. The prefiled testimony contains information necessary for the Commission to review the applications. Applicants did not complete their filing until this prefiled testimony was

submitted. The following have moved for and have been granted intervention: the Attorney General, by and through his Office of Rate Intervention; Lexington-Fayette Urban County Government; Communication Workers of America; Brandenburg Telephone Company; Touchtone Communications, Inc. d/b/a ALEC; SouthEast Telephone Company; NuVox Communications, Inc.; and Bluegrass Telephone Company d/b/a Kentucky Telephone. Informal conferences were held in this proceeding on January 4, 2006 and on February 23, 2006.

Pursuant to KRS 278.020 and KRS 278.300, the Commission must address this proceeding within 60 days after filing, unless there is good cause shown for continuing the application for an additional 60 days. Having considered the number of intervenors, the issues addressed at the informal conferences, and the request by the Attorney General for two rounds of data requests, this Commission finds that good cause exists to extend the review period to 120 days. Accordingly, the Commission will enter a decision within 120 days of February 16, 2006, or by no later than June 16, 2006.

A detailed procedural schedule was discussed at the February 23, 2006 informal conference. It is reasonable and should be complied with by all parties.

IT IS THEREFORE ORDERED that:

1. The period for reviewing the Applicants' petition is extended to 120 days.
2. Initial data requests shall be filed by March 3, 2006, with responses by Applicants due no later than March 13, 2006.

3. Supplemental data requests shall be filed by no later than March 28, 2006, with supplemental responses by Applicants due no later than April 7, 2006.

4. Prefiled testimony of intervenors, if any, shall be filed by no later than April 21, 2006.

5. A public hearing in this matter is scheduled for April 25, 2006, beginning at 9:00 a.m., Eastern Daylight Time, in the Commission's offices at 211 Sower Boulevard, Frankfort, Kentucky.

6. Applicants shall request from the court reporter the production of an expedited transcript.

7. Post-hearing briefs shall be filed by no later than May 12, 2006.

Done at Frankfort, Kentucky, this 2nd day of March, 2006.

By the Commission

ATTEST:



Executive Director