

COMMONWEALTH OF KENTUCKY  
BEFORE THE PUBLIC SERVICE COMMISSION

In the Matter of:

THE APPLICATION OF WRIGHT BUSINESSES, INC. )  
(D/B/A LONG DISTANCE MANAGEMENT) AND )  
ALBERT E. CINELLI FOR APPROVAL OF A CHANGE ) CASE NO. 96-057  
OF CONTROL OF WRIGHT BUSINESSES, INC. )

O R D E R

On March 11, 1996, Wright Businesses, Inc., d/b/a Long Distance Management ("WBI") and Albert E. Cinelli (the "Acquirer") filed a joint application, pursuant to KRS 278.020, for approval of a change of control of WBI. KRS 278.020(5) states, inter alia, that:

The commission shall grant, modify, refuse, or prescribe appropriate terms and conditions with respect to every such application within sixty (60) days after the filing of the application therefor or a later date mutually acceptable to the commission and acquirer. In the absence of any such action within such period of time, any such acquisition shall be deemed to be approved. [Emphasis added].

On April 29, 1996, the Acquirer filed a Waiver with the Commission, attached hereto as Appendix A, stating that he agrees to waive his statutory right to have the proposed acquisition approved or denied within the 60 days set forth by statute. In the Waiver, the Acquirer states that he agrees to an extension of 60 days beyond the expiration of the 60-day statutory period.

The Acquirer understands and agrees that the transfer will not be deemed to be approved if for any reason the Commission fails to act within the 60-day statutory period. The Acquirer further

understands and agrees that the transfer will be deemed to be approved if the Commission, accepting the 60-day extension, fails to act within 120 days after the filing of the application.

Having reviewed the Acquirer's Waiver and being otherwise sufficiently advised, the Commission finds that the extension of 60 days beyond the 60-day statutory period is mutually acceptable to the Acquirer and the Commission.

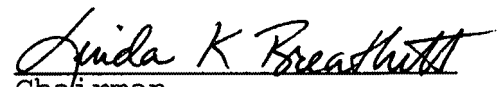
IT IS THEREFORE ORDERED that:


1. The Commission shall grant, modify, refuse, or prescribe appropriate terms and conditions with respect to the proposed acquisition within 120 days after the filing of the application or on a later date mutually acceptable to the Commission and the Acquirer.

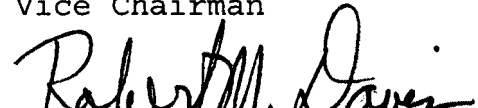
2. If the Commission fails to act within the 120-day period, the proposed acquisition shall be deemed to be approved.

Done at Frankfort, Kentucky, this 7th day of May, 1996.

PUBLIC SERVICE COMMISSION

  
Chairman

  
Vice Chairman

  
Commissioner

ATTEST:

  
Executive Director

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CHANGE OF CONTROL OF WRIGHT BUSINESSES, )  
INC. )

WAIVER

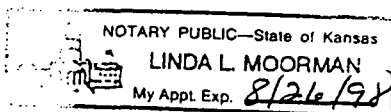
I, Albert E. Cinelli, the acquiror, in the above referenced matter, do hereby agree to waive, pursuant to KRS 278.020(5), the sixty (60) day statutory period for Commission review and action on the application to acquire the assets of Wright Businesses, Inc. (d/b/a Long Distance Management) for a period of time not to exceed sixty (60) days beyond the expiration of the initial sixty (60) day period. I further understand and agree that I am waiving any right to have the transfer approved or denied within the initial sixty (60) days set forth by statute or to have the transfer deemed approved if for any reason the Commission fails to act within the prescribed period.

  
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ALBERT E. CINELLI

State of Kansas  
County of Johnson

Subscribed and sworn to before me by Albert E. Cinelli this 23rd day of April, 1996.

My commission expires: August 26, 1998.



  
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NOTARY PUBLIC