

COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION

In the Matter of:

JOINT APPLICATION FOR APPROVAL OF)	
THE INDIRECT TRANSFER OF CONTROL)	CASE NO.
RELATING TO THE MERGER OF AT&T)	2006-00136
INC. AND BELLSOUTH CORPORATION)	

O R D E R

This matter arises upon the motions for full intervention of the Communication Workers of America and DIECA Communications, Inc. d/b/a Covad Communications Company; Xspedius Management Company Switched Services, LLC and Xspedius Management Company of Louisville, LLC; and NuVox Communications, Inc. (hereinafter referred to collectively as "Petitioners"). It appears to the Commission that such interventions are likely to present issues and develop facts that will assist the Commission in fully considering the matter without unduly complicating or disrupting the proceedings. The Commission also recognizes that a procedural schedule was established in this proceeding by Order dated April 12, 2006. The Commission, being otherwise sufficiently advised, finds that the Petitioners should be granted full rights of a party in this proceeding and should accept the procedural schedule as it now stands.

IT IS HEREBY ORDERED that:

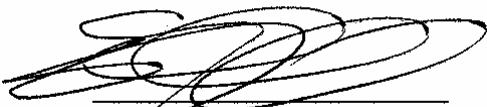
1. The motions of the Petitioners to intervene are granted, and the Petitioners shall accept the existing procedural schedule.
2. Each Petitioner shall be entitled to the full rights of a party and shall be served with the Commission's Orders and with filed testimony, exhibits, pleadings, correspondence, and all other documents submitted by parties after the date of this Order.

3. Should any Petitioner file documents of any kind with the Commission in the course of these proceedings, said Petitioner shall also serve a copy of said documents on all other parties of record.

Done at Frankfort, Kentucky, this 31st day of May, 2006.

By the Commission

ATTEST:

A handwritten signature in black ink, consisting of several overlapping loops and flourishes, positioned above a horizontal line.

Executive Director

Case No. 2006-00136