

**STATE OF MISSOURI
PUBLIC SERVICE COMMISSION
JEFFERSON CITY
September 23, 1999**

CASE NO: TM-2000-18

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Enclosed find certified copy of an ORDER in the above-numbered case(s).

Sincerely,



**Dale Hardy Roberts
Secretary/Chief Regulatory Law Judge**

Uncertified Copy:

**STATE OF MISSOURI
PUBLIC SERVICE COMMISSION**

At a session of the Public Service
Commission held at its office
in Jefferson City on the 23rd
day of September, 1999.

In the Matter of the Application of)	
Common Concerns, Inc., and Washoe)	
Technology Corporation for Authority)	<u>Case No. TM-2000-18</u>
for Acquisition of Common Concerns, Inc.,)	
by Washoe Technology Corporation.)	

ORDER APPROVING ACQUISITION

On July 13, 1999, Common Concerns, Inc., and Washoe Technology Corporation (Applicants) filed their joint application for Commission authority for Washoe to acquire Common Concerns. Common Concerns is a Delaware corporation, currently certificated in Missouri as a competitive provider of interexchange telecommunications services. Washoe is a Nevada corporation, not presently certificated in Missouri. Washoe seeks authority to acquire Common Concerns, which will thereafter continue to operate in Missouri as a subsidiary of Washoe. The acquisition will result in no rate increases, service interruptions, or other inconveniences to Common Concerns' Missouri customers.

On July 21, 1999, the Commission directed the Staff of the Missouri Public Service Commission (Staff) to investigate the circumstances described in the joint application and report back to the Commission on or before September 21, 1999. The Staff was further directed to include in its report a recommendation as to whether or not

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the requested authority should be granted. On August 24, 1999, Staff filed its report recommending approval of the joint application.

Common Concerns, Inc., is a privately-held Delaware corporation with its principal offices at 2722 Eastlake Avenue East, Suite 2000, Seattle, Washington. This Commission certificated Common Concerns to provide interexchange telecommunications services in the state of Missouri, and classified it as a competitive telecommunications company, by order effective August 21, 1996, in Case No. TA-96-417. Common Concerns provides intrastate telecommunications services in 45 states in addition to Missouri and is authorized by the Federal Communications Commission (FCC) to provide interstate and international telecommunications services as a non-dominant carrier.

Washoe Technology corporation is a privately-held Nevada corporation with its principal offices at 657 Main Street, Suite 301, Passaic, New Jersey. Washoe is not itself a provider of telecommunications services. If the proposed acquisition is approved, Common Concerns will continue to provide services to its Missouri customers as a wholly-owned subsidiary of Washoe under its existing tariffs. The acquisition will be seamless as to Common Concerns' Missouri customers.

The Staff, in its Memorandum filed on August 26, 1999, recommends that the Commission approve the transaction. Staff notes that the joint applicants assert that neither of them is the subject of a pending or final adverse judgment in any state, or by any federal agency, regarding customer service or rates. Likewise, Staff does not dispute the joint

applicants' assertion that the acquisition will have no effect on the tax revenues of any political subdivision in Missouri.

The Commission has reviewed the application, the accompanying documentation, and Staff's recommendation, and finds that the proposed acquisition will have no adverse impact on the Missouri customers of Common Concerns. Therefore, the Commission finds that the transaction is not detrimental to the public interest and should be approved.

IT IS THEREFORE ORDERED:

1. That the application filed by Common Concerns, Inc., and Washoe Technology Corporation on July 13, 1999, is approved.
2. That Washoe Technology Corporation is authorized to acquire 100 percent of the issued and outstanding stock of Common Concerns, Inc.
3. That this Order shall become effective on October 5, 1999.
4. That this case may be closed on October 6, 1999.

BY THE COMMISSION



Dale Hardy Roberts
Secretary/Chief Regulatory Law Judge

(S E A L)

Crumpton, Drainer, Murray,
and Schemenauer, CC., concur.
Lumpe, Ch., absent.

Thompson, Deputy Chief Regulatory Law Judge

ALJ/Sec'y: Thompson/Pope

9-20 TM-2000-18
Date Circulated CASE NO.

[Signature]
Lumpe, Chair

[Signature]
Crumpton, Commissioner

[Signature]
Murray, Commissioner

[Signature]
Schemenauer, Commissioner

[Signature]
Drainer, Vice-Chair

[Signature] [Signature]

9-23
Agenda Date

Action taken: 4-bas

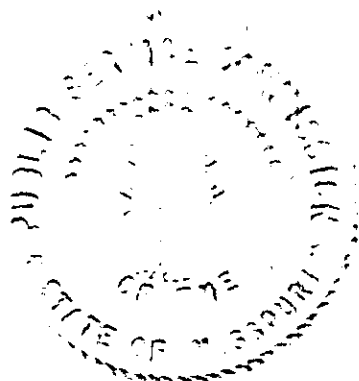
Must Vote Not Later Than _____

**STATE OF MISSOURI
OFFICE OF THE PUBLIC SERVICE COMMISSION**

I have compared the preceding copy with the original on file in this office and
I do hereby certify the same to be a true copy therefrom and the whole thereof.

WITNESS my hand and seal of the Public Service Commission, at Jefferson
City,

Missouri, this 23RD day of SEPTEMBER, 1999.



Dale Hardy Roberts
Dale Hardy Roberts
Secretary/Chief Regulatory Law Judge