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**STATE OF MISSOURI
PUBLIC SERVICE COMMISSION**

At a Session of the Public Service
Commission held at its office
in Jefferson City on the 12th
day of May, 1998.

In the Matter of the Joint Application)
of ACC Corp. and US WATS, Inc. for)
Approval of Agreement and Plan of Merger.) Case No. TM-98-221

ORDER ACKNOWLEDGING NONCONSUMMATION OF TRANSACTION

On November 26, 1997, ACC Corp. (ACC) and US WATS, Inc. (US WATS) filed an application seeking approval for the merger of ACC Acquisition-Blue Corp. (ACC Acquisition), a wholly-owned subsidiary of ACC, with and into US WATS, with US WATS as the surviving entity. The Missouri Public Service Commission (Commission) issued its Order Approving Merger on January 29, 1998. As part of its order, the Commission directed US WATS to file a pleading notifying the Commission of the closing date of the merger within ten days after completion of the transaction.

On March 24 the parties filed a letter by their counsel, indicating that the parties have agreed to a mutual termination of the agreement and plan of merger. The Commission acknowledges that the proposed merger anticipated at the time the parties filed their application was never consummated. As a result, the Commission determines that its Order Approving Merger issued on January 29 is void by virtue of the nonconsummation of the proposed transaction.

IT IS THEREFORE ORDERED:

1. That the Commission's Order Approving Merger issued on January 29, 1998 is void by virtue of the nonconsummation of the proposed transaction.
2. That this order shall become effective on May 22, 1998.

3. That this case shall be closed on June 2, 1998.

BY THE COMMISSION

Dale Hardy Roberts

Dale Hardy Roberts
Secretary/Chief Regulatory Law Judge

(S E A L)

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

Bensavage, Regulatory Law Judge

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COMMISSION COUNSEL
PUBLIC SERVICE COMMISSION