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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 1st
day of December, 1998.

In the Matter of the Application of)	
Premiere Communications, Inc. for)	<u>Case No. TM-99-83</u>
Approval of the Acquisition of Assets)	
of National Collegiate, Inc.)	

ORDER APPROVING MERGER

Premiere Communications, Inc. (Premiere) filed an Application on August 27, 1998, asking the Commission to approve Premiere's acquisition of National Collegiate, Inc. (NCI).

NCI is an Indiana corporation that provides intrastate long distance calling card services in Missouri. Premiere is a Florida corporation that provides calling card and travel card services and intrastate, interstate, and international long distance telecommunications services using a toll-free number.

Premiere states that it will own and operate NCI's assets to provide long distance service to Missouri customers under the trade name National Collegiate. Premiere requests that, since NCI will cease offering telecommunications services in Missouri, its certificate and tariff be canceled. Premiere believes the transaction will be essentially transparent to customers.

Premiere also requests that the Commission grant the application on a *nunc pro tunc* basis, since the transaction has apparently already been consummated. The Commission is an administrative body created by

statute and has only such powers as are expressly conferred by statute and reasonably incidental thereto. State ex rel. Harline v. Public Service Commission, 343 S.W.2d 177, 181(5) (Mo. App.1960). Pursuant to Section 392.300 RSMo 1994, the Commission's approval can only be effective on and after the effective date of this order; the Commission does not have statutory authority to grant retroactive approval of the acquisition.

The Staff of the Commission (Staff) filed a Memorandum on October 20, in which it recommends the Commission approve the transaction, order Premiere to add NCI's services and rates to its tariffs, and cancel NCI's certificate and tariff.

The Commission has reviewed the application, the accompanying documentation, and Staff's recommendation, and finds that the proposed acquisition and merger will have no adverse impact on the Missouri customers of NCI and Premiere. 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 Premiere Telecommunications, Inc. on August 27, 1998, is approved.
2. That the Applicant is authorized to consummate the acquisition of NCI Communications, Inc. by Premiere Telecommunications, Inc.
3. That the Applicant is authorized to take any and all actions necessary to effect the acquisition authorized by this order.

4. That Premiere Telecommunications, Inc. shall file to add the services and rates of NCI Communications, Inc. to its tariffs no later than December 31, 1998.

5. That the certificate of service authority and tariffs of NCI Communications, Inc. shall be canceled on January 30, 1999.

5. That the request for *nunc pro tunc* treatment is denied.

6. That this Order shall become effective on December 11, 1998.

BY THE COMMISSION



Dale Hardy Roberts
Secretary/Chief Regulatory Law Judge

(S E A L)

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

Mills, Deputy Chief Regulatory Law Judge

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COMMISSION COUNSEL
PUBLIC SERVICE COMMISSION