

B-
CP
120
T

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, 1998.

In the Matter of the Application for Approval)
of a Merger of Switched Services Communications,) Case No. TM-99-16
L.L.C. into IXC Communications Services, Inc. for)
Approval of an Agreement and Plan of Merger.)
)

ORDER APPROVING MERGER

IXC Communications Services, Inc. (IXC Services), formerly
IXC Long Distance, Inc. and Switched Services Communications, L.L.C.
(SSC) filed an application on July 9, 1998, requesting approval of a
merger with IXC Services becoming the surviving corporation. Both
parties are competitive companies with approved tariffs on file with the
Commission.

IXC Services is a Delaware corporation with its headquarters at
1122 Capital of Texas Highway South, Austin, Texas 78746. IXC Services
is a wholly owned subsidiary of IXC Communications, Inc. (IXC), whose
stock is publicly traded on the NASDAQ Stock Market. IXC Services
currently operates as a reseller of intrastate interexchange services in
48 states, including Missouri. IXC Services received its authority to
provide telecommunications services in Missouri under the name IXC Long
Distance, Inc. on August 11, 1995, in Case No. TA-95-387. IXC Services
also provides interstate and international telecommunications services
pursuant to authority of the Federal Communications Commission (FCC).

SSC is a Texas Limited Liability Company, and is currently composed of one member company, IXC Services. SSC maintains its headquarters at 1122 Capital of Texas Highway South, Austin, Texas 78746. SSC is a reseller of intrastate interexchange services in 48 states, including Missouri. SSC received its authority to provide telecommunications services in Missouri on August 8, 1995 in Case No. TA-95-386.

On June 25, 1998, the parties executed an Agreement and Plan of Merger pursuant to which SSC will be merged into IXC Services after the requisite regulatory approvals have been obtained. After the transaction, SSC will surrender its certification and IXC Services will take over all of SSC's current operations. IXC Services will continue to provide services to customers under existing service arrangements. The parties state that the merger will not affect the provision of telecommunications service in Missouri.

The parties state that the name change from IXC Long Distance, Inc. to IXC Communications Services, Inc. took place on June 16, 1998, and that documentation from the Missouri Secretary of State and a tariff reflecting the name change will be filed with the Commission shortly.

The Staff of the Commission (Staff) filed a Memorandum containing its recommendation on August 12, 1998. Staff has reviewed the application and has no objections to the proposed merger, and recommends approval of the proposed transaction. Staff also recommends that the Commission order that the documentation for name change and a revised IXC Services tariff be filed within 60 days of the Commission's order approving the merger. Staff further recommends that the parties file within 60 days after consummation of the merger a motion to terminate SSC's certificate and tariff.

IT IS THEREFORE ORDERED:

1. That the Joint Application filed by IXC Communications Services, Inc., formerly IXC Long Distance, Inc., and Switched Services Communications, L.L.C., on July 9, 1998, for authority for a merger of Switched Services Communications, L.L.C. with and into IXC Communications Services, Inc., with IXC Communications Services, Inc., becoming the surviving corporation, is approved.

2. That the parties are authorized to take any and all actions necessary to effect the merger authorized by this order.

3. That IXC Communications Services, Inc., shall advise the Commission within ten days after the merger is consummated.

4. That the parties shall file within 60 days of the consummation of the merger, documentation for the name change, and a revised interexchange services tariff, along with a motion to terminate Switched Services Communications, L.L.C.'s certificate and tariff.

5. That this Order shall become effective on October 6, 1998.

BY THE COMMISSION



Dale Hardy Roberts
Secretary/Chief Regulatory Law Judge

(S E A L)

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

Ruth, Regulatory Law Judge

RECEIVED

SEP 23 1993

COMMISSION COUNCIL
PUBLIC SERVICE COMMISSION