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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 29th
day of January, 1998.

In the Matter of the Sale of the Stock)
of Payphones of America, Inc. to PhoneTel)
Technologies, Inc., Private Pay Phone)
Providers.)

CASE NO. TM-96-222

ORDER DIRECTING THE FILING OF ADDITIONAL INFORMATION

On January 12, 1996, Payphones of America, Inc. (POA) and PhoneTel Technologies, Inc. (PhoneTel) filed an application seeking approval of the Missouri Public Service Commission (Commission) for the sale of stock and assets of POA to PhoneTel. POA and PhoneTel are both certificated to provide private pay telephone service in Missouri.

The Staff of the Commission (Staff) filed its recommendation on September 2, 1997. Staff states that POA and PhoneTel will each retain their certificates after the sale of stock, and continue doing business under their own names. From this the Commission surmises that the assets to be transferred to PhoneTel represent something less than the entirety of POA's assets. However, the application states that POA and PhoneTel seek the Commission's approval for a sale of "all of the stock of POA to PhoneTel and a transfer of assets between them." The Commission finds that it needs additional information concerning the proposed transaction. POA and PhoneTel shall file a pleading which indicates which assets will be transferred by POA to PhoneTel, and which assets, if any, will remain with POA.

IT IS THEREFORE ORDERED:

1. That Payphones of America and PhoneTel Technologies, Inc. shall file a pleading containing the information requested in the body of this order no later than February 17, 1998.

2. That this order shall become effective on January 29, 1998.

BY THE COMMISSION



Dale Hardy Roberts
Secretary/Chief Regulatory Law Judge

(S E A L)

Lumpe, Ch., Crumpton,
Murray, and Drainer,
CC., Concur.

Bensavage, Regulatory Law Judge

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JAN 29 1998

COMMISSION COUNSEL
PUBLIC SERVICE COMMISSION