

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

In the Matter of the Application of)	
X5 OpCo LLC for)	
Certificate of Service Authority to Provide)	
Interexchange and Non-Switched Local)	Case No. XA-2016-0111
Exchange Telecommunications Services)	
in the State of Missouri and to Classify Said)	
Services and the Company as Competitive)	

MOTION FOR EXPEDITED TREATMENT

COMES NOW X5 OpCo LLC (“Applicant” or “X5 OpCo”), by its undersigned counsel, and pursuant to 4 CSR 240-2.080 (14), hereby requests that the Commission expedite its treatment of the Application filed in this case. In support of this motion, Applicant states the following:

1. Applicant requests that the Commission’s order approving its Application in this matter be approved in an order that becomes effective on or before December 15, 2015. An order issued on December 5, 2015, bearing a 10-day effective date, would become effective on December 15, 2015.

2. Contemporaneously with the filing of the instant Application and of this motion, X5 OpCo LLC and NovaTel Ltd., Inc. are providing written notice to the Missouri Public Service Commission that X5 OpCo is acquiring certain Missouri assets, including subscribers, of NovaTel, through a mutually negotiated Asset Purchase Agreement (“Transaction”) entered into on October 13, 2015. The Transaction affects customers in more than 20 states. As a result of the Transaction, NovaTel Missouri subscribers (which are commercial interexchange subscribers) and other assets will be transferred to X5 OpCo, who will become former NovaTel subscribers’ presubscribed interexchange service provder. NovaTel will cease to provide telecommunications

services in Missouri following the transfer. The Transaction becomes effective on or about December 15, 2015, or following regulatory approvals where required. No regulatory approval of the Transaction is required in Missouri.

3. NovaTel has made an affirmative business decision to cease the provision of telecommunications services following the consummation of the Agreement and requisite regulatory approvals. NovaTel will exit the Missouri telecommunications market at that time. Under the terms of the Agreement, X5 OpCo is to provide transferred NovaTel subscribers the same services under the same rates, terms and conditions provided by NovaTel.

4. The issuance of a Commission order approving this Application effective on or before December 15, 2015 will avoid the harm of any complications or confusion that might otherwise occur as customers of NovaTel become customers of X5 OpCo as a result of the Transaction described above. Affected customers have been given notice of the Transaction. Granting this motion will benefit the Missouri customers affected by the Transaction by ensuring their service will continue without change following the closing of the Transaction.

5. This pleading is being filed contemporaneously with the filing of the Application in this case, which as soon as it could have been filed, within the meaning of 4 CSR 240-2.080(14).

WHEREFORE, Applicant, X5 OpCo LLC, respectfully requests that the Missouri Public Service Commission grant this Motion for Expedited Treatment.

Respectfully submitted,

/s/ William D. Steinmeier

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ATTORNEY FOR APPLICANT
X5 OpCo LLC

CERTIFICATE OF SERVICE

I do hereby certify that a true and correct copy of the foregoing document has been served electronically on the Staff Counsel's office at staffcounsel@psc.mo.gov, and the Office of Public Counsel at opcservice@ded.mo.gov, this 9th day of November 2015.

/s/ William D. Steinmeier

William D. Steinmeier