

BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF MISSOURI

Application of Talk America Inc., to Purchase the)
Stock of LDMI Telecommunications, Inc. d/b/a)
LDMI Telecommunications and Long Distance of)
Michigan, Inc. d/b/a FoneTel.)

Case No. XM-2005-0492

ORDER ESTABLISHING PROTECTIVE ORDER

Issue Date: June 16, 2005

Effective Date: June 16, 2005

On June 14, 2005, Talk America Inc., filed a Motion for Protective Order. Talk America indicates that, as part of its application for approval of a stock purchase, it has filed a copy of a board resolution containing proprietary information that it wishes to protect from disclosure. Talk America requests that the Commission issue its standard protective order to establish the manner in which such information should be handled.

Upon review of Talk America's motion, the Commission finds that there is a need to protect confidential information and that the request for a protective order is reasonable.

IT IS THEREFORE ORDERED:

1. That the Motion for Protective Order filed by Talk America Inc., is granted and the protective order attached to this order (Attachment A) is adopted.

2. That this order shall become effective on June 16, 2005.

BY THE COMMISSION

A handwritten signature in black ink, appearing to read 'Colleen M. Dale', written over a horizontal line.

Colleen M. Dale
Secretary

(S E A L)

Morris L. Woodruff, Senior Regulatory
Law Judge, by delegation of authority
pursuant to Section 386.240, RSMo 2000.

Dated at Jefferson City, Missouri,
on this 16th day of June, 2005.