
BEFORE THE MINNESOTA PUBLIC UTILITIES COMMISSION

Edward A. Garvey

Chair

Joel Jacobs

Commissioner

Marshall Johnson

Commissioner

Don Storm

Commissioner

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P-5156, 5334/PA-97-193

In the Matter of the Joint Petition of Dial & Save of Minnesota, Inc., Long Distance Wholesale Club, Inc., Telco Communications Group, Inc. and Telco Holdings, Inc. and Long Distance Wholesale Club, Inc. for a Change of Ownership Through a Corporate Restructuring

P-5156, 5504/PA-97-623

In the Matter of the Joint Petition of Dial & Save of Minnesota, Inc. and Telco Holdings, Inc.
Requesting Approval of a Merger Between Dial & Save and Telco and the Transfer of the Certificate of

Authority of Dial & Save to Provide Long Distance and Local Telecommunications Services to Telco Holdings, Inc. d/b/a Dial & Save

The above entitled matters have been considered by the Commission and the following disposition made:

- 1. Approved the corporate restructuring and merger of Telco Holdings, Inc., Long Distance Wholesale Club, Inc. and Dial & Save of Minnesota, Inc. as filed in the two separate company petitions;**
 - 2. Approved the transfer of the Certificate of Authority of Dial & Save of Minnesota, Inc. to provide long distance and local service in Minnesota to Telco Holdings, Inc. d/b/a Dial & Save;**
 - 3. Directed Telco Communications Group, Inc. to file an affidavit of merger completion within ten (10) days of closure with the Commission and the Minnesota Department of Public Service; and**
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- 4. Directed Telco Holdings, Inc. d/b/a Dial & Save to file a complete set of tariffs with the Minnesota Department of Public Service within twenty (20) days of merger completion.**

The Commission agrees with and adopts the recommendations of the Department of Public Service which are attached and hereby incorporated in the Order.

BY ORDER OF THE COMMISSION

Burl W. Haar
Executive Secretary

(S E A L)

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