

- BEFORE THE PUBLIC SERVICE COMMISSION OF UTAH -

Joint Application of Electric Lightwave, LLC, Eschelon Telecom of Utah, Inc., and Integra Telecom of Utah, Inc. for Approval to Complete a Pro Forma Internal Consolidation	<u>DOCKET NOS. 17-2202-01, 17-2263-01, and 17-2299-01</u> <u>ORDER APPROVING JOINT APPLICATION</u>
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ISSUED: January 5, 2018

This matter is before the Public Service Commission (“PSC”) on the joint application filed on November 2, 2017 by Electric Lightwave, LLC, Eschelon Telecom of Utah, Inc., and Integra Telecom of Utah, Inc. (collectively, “Applicants”). In brief, the Applicants request the PSC approve a pro forma internal consolidation of the Applicants into Electric Lightwave, LLC. The consolidation is part of a multi-state, intra-company transaction that will simplify the corporate structure of the Applicants’ parent company, Allstream Business US, Inc. The Applicants request that the operations of Eschelon and Integra be consolidated with Electric Lightwave and operate under the Electric Lightwave certificate of public convenience and necessity. The Applicants request that once the PSC is notified the consolidation of the companies is complete, the certificates of public convenience and necessity for Eschelon and Integra be cancelled.

The PSC issued notices of filing, comment period, and hearing on November 7, 2017. On November 21, 2017, the Division of Public Utilities (“DPU”) recommended the application be approved. In recommending approval, the DPU stated it:

[B]elieves that the public interest will be promoted by recommending that the Public Service Commission approve this internal consolidation of these companies.

The PSC held a hearing on December 6, 2017. The DPU's representatives appeared at hearing and a representative for the Applicants appeared telephonically. The Applicants testified regarding the details of, and justification for, the consolidation. The DPU testified the consolidation described in the joint application appears to be in the public interest and that it knows of no opposition to the proposed consolidation. No one appeared at the hearing to object to the joint application.

Pursuant to Utah Admin. Code R746-349-7(A)(3):

If no objection to the proposed transaction is submitted in any filed comments or reply comments, the Commission will presume that approval of the transaction is in the public interest and use the information contained in the application and accompanying documents as evidence to support a Commission order.

There is no objection to the granting of the joint application. Therefore, under Utah Admin. Code R746-349-7(A)(3) and in light of the comments and testimony of record, the PSC presumes the joint application to be in the public interest.

ORDER

Given the foregoing, the PSC approves the joint application of Electric Lightwave, LLC, Eschelon Telecom of Utah, Inc., and Integra Telecom of Utah, Inc. The PSC orders the surviving entity (Electric Lightwave, LLC) to notify the PSC upon completion of the consolidation and to request certificates of public convenience and necessity of the non-surviving entities be cancelled.

DATED at Salt Lake City, Utah, January 5, 2018.

/s/ Michael J. Hammer
Administrative Law Judge

Approved and confirmed January 5, 2018 as the Report and Order of the Public Service
Commission of Utah.

/s/ Thad LeVar, Chair

/s/ David R. Clark, Commissioner

/s/ Jordan A. White, Commissioner

Attest:

/s/ Gary L. Widerburg
PSC Secretary
DW#298862

Notice of Opportunity for Agency Review or Rehearing

Pursuant to Utah Code Ann. §§ 63G-4-301 and 54-7-15, a party may seek agency review or rehearing of this order by filing a request for review or rehearing with the PSC within 30 days after the issuance of the order. Responses to a request for agency review or rehearing must be filed within 15 days of the filing of the request for review or rehearing. If the PSC fails to grant a request for review or rehearing within 20 days after the filing of a request for review or rehearing, it is deemed denied. Judicial review of the PSC's final agency action may be obtained by filing a Petition for Review with the Utah Supreme Court within 30 days after final agency action. Any Petition for Review must comply with the requirements of Utah Code Ann. §§ 63G-4-401, 63G-4-403, and the Utah Rules of Appellate Procedure.

CERTIFICATE OF SERVICE

I CERTIFY that on January 5, 2018, a true and correct copy of the foregoing was served upon the following as indicated below:

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