

- BEFORE THE PUBLIC SERVICE COMMISSION OF UTAH -

Joint Application of VARTEC TELECOM,)
INC, VARTEC TELECOM HOLDING)
COMPANY, TELEGLOBE HOLDINGS)
(U.S.) CORPORATION, EXCEL)
TELECOMMUNICATIONS, INC.,)
EMERITUS COMMUNICATIONS, INC.,)
and LONG DISTANCE WHOLESALE)
CLUB, INC. for Approval of Transfers of)
Control)

DOCKET NO.01-2377-02
ORDER AUTHORIZING TRANSFER
OF CONTROL TO
VARTEC TELECOM INC.

ISSUED: January 8, 2002

By The Commission:

By Application filed November 9, 2001, VarTec Telecom, Inc., (VarTec); Vartec Telecom Holding Company (VTHC); Teleglobe Holdings (US) Corporation (Teleglobe); Excel Communications, Inc. (Excel); eMeritus Communications, Inc. (eMeritus); and Long Distance Wholesale Club, Inc. (LDWC); jointly request Commission approval of a change in control of Excel, Emeritus, and LDWC from Teleglobe to VarTec. The requesting entities further request that this matter proceed informally, pursuant to Commission Rule 110.

Teleglobe, directly or through intermediary companies, currently controls Excel, eMeritus and LDWC. The joint applicants propose a transaction whereby this control will be transferred to VTHC. Excel and eMeritus are telecommunications service companies certificated for operation in Utah. LDWC operates in Utah as a reseller of long distance services. While the proposed transaction will change control of Excel, eMeritus and LDWC, each of the three entities will maintain their independent identity and separate operations. The transaction is proposed to make the three entities' benefit from efficiencies resulting from the transaction and control change and from access to VarTec's and VTHC's financial, managerial and technical resources. By Memorandum submitted December 17, 2001, the Division of Public Utilities recommended that the Commission approve the Application and supported proceeding pursuant to Rule 110.

The Commission concludes that it may follow Rule 110 in this docket. Pursuant to that Rule, the Commission may enter an Order, without hearing. The Order issued herein will be tentative for a 20 day period. The Commission approves the change in control of Excel, eMeritus and LDWC; no detriment has been shown and likely benefit has been established.

ORDER

NOW, THEREFORE, IT IS HEREBY ORDERED, that:

1. The transfer of control of Excel Telecommunications, eMeritus Communications and Long Distance Wholesale Club to VarTech Telecom (through VarTech Telecom Holding Company) is approved.
2. This Order is issued pursuant to Rule 110 and shall be effective 20 days from the issuance date. Any person may file a protest to this Order prior to its effective date and the Commission shall suspend the effectiveness of this Order, pending further proceedings, upon the filing of a meritorious protest. Absent the filing of any meritorious protest during that 20 day period, the Order shall automatically become effective without further action.
3. Notice of this Order shall be made by the Commission through the Commission's Telecommunications notice list.

DATED at Salt Lake City, Utah, this 8th day of January, 2002.

/s/ Stephen F. Mecham, Chairman

/s/ Constance B. White, Commissioner

/s/ Richard M. Campbell, Commissioner

Attest:

/s/ Julie Orchard

Commission Secretary

G#27640