

- BEFORE THE PUBLIC SERVICE COMMISSION OF UTAH -

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In the Matter of Joint Application )  
of: 360networks (USA) Inc. and )  
Touch America For Approval of )  
an Asset Transfer )

DOCKET NO. 03-2289-01  
REPORT AND ORDER

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ISSUED: September 3, 2003

By the Commission:

On July 3, 2003, 360networks (USA) Inc. (360networks) and Touch America Inc. (Touch America) submitted a joint filing concerning the acquisition of certain assets of Touch America by 360networks. The companies state that 360networks will acquire substantially all of the assets and customer base comprising Touch America's private line and dedicated Internet businesses, including customer accounts, certain fiber leases, network equipment, co-location facilities and wireless licenses, including those located in Utah, as part of a proposed bankruptcy transaction. Through the transaction, Touch America's private line and Internet operations will emerge from bankruptcy and be integrated with 360network's existing businesses. The parties present their reasoning on why the transaction is in the public interest. On August 14, the Division of Public Utilities (Division) submitted its memorandum, describing the Division's review and investigation of the proposed transaction. The Division recommends approval of the transaction and suggests that the Commission proceed pursuant to Rule 746-110, without a hearing.

Based upon the filing and the information submitted in support thereof, we approve the transaction and enter this order.

ORDER

NOW, THEREFORE, IT IS HEREBY ORDERED, that:

1. The relief requested in the July 3, 200 joint filing is granted. The proposed transaction is approved to obtain the transfer of the Touch America assets to 360networks.
2. As these proceedings have been conducted informally under Rule 746-110, any person may file a protest hereto. The Commission waives the 20-day tentative period and our order herein automatically becomes effective without further action and constitutes final agency action. Any protest hereto will be treated as a request for review/reconsideration pursuant to Utah Code Ann. §54-7-15 and the Utah Administrative Procedures Act, Utah Code §§63-46b-1 *et seq.*

DATED at Salt Lake City, Utah, this 3<sup>rd</sup> day of September, 2003.

/s/ Ric Campbell, Chairman

/s/ Constance B. White, Commissioner

/s/ Ted Boyer, Commissioner

Attest:

/s/ Julie Orchard  
Commission Secretary

GW#34989