BEFORE THE NEBRASKA PUBLIC SERVICE COMMISSION

In the Matter of the Application of Panhandle Networx, LLC of Scottsbluff, Nebraska, and Airwave Wireless Communications, Inc. of Ithaca, New York seeking approval of an asset purchase agreement.	)	Application No. C-2446 GRANTED Entered: July 11, 2001

BY THE COMMISSION:

By application filed December 7, 2000, Panhandle Networx, LLC (Panhandle) of Scottsbluff, Nebraska and Airwave Wireless Communications, Inc. (Airwave) of Ithaca, New York seek approval of an asset purchase agreement. Notice of the application was published in The Daily Record, Omaha, Nebraska, on December 8, 2000. No protests were filed; therefore, this application is processed pursuant to the Commission's Rule of Modified Procedure.

O P I N I O N A N D F I N D I N G S

Panhandle is a Nebraska corporation located in Scottsbluff, Nebraska. Panhandle is authorized to provide local exchange services throughout the state of Nebraska. Panhandle was granted authority from this Commission to provide competitive local exchange carrier services in Nebraska on October 19, 1999, pursuant to Application No. C-2107.

Airwave is a Delaware Corporation located in Ithaca, New York. Airwave is a foreign corporation, authorized by the Secretary of State to conduct business within the state.

Panhandle and Airwave have reached an agreement whereby Airwave agrees to purchase assets of Panhandle. Following the consummation of the asset purchase transaction, Airwave intends to operate Panhandle exactly as it operated before the acquisition.

Upon consideration of the application, the governing statutes and rules, and being fully informed, the Commission is of the opinion and finds the application should be granted. Airwave possesses sufficient managerial and technical abilities to add the customers of Panhandle to its own current customer base. Airwave, through its parent companies, also possesses the financial ability required to assume the additional customers. Finally, the application is in the public interest because it will allow Airwave

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to achieve significant economic, marketing and administrative efficiencies, the benefit of which will ultimately inure to its customers.

O R D E R

IT IS THEREFORE ORDERED by the Nebraska Public Service Commission that Application No. C-2446 be, and it is hereby, granted and the asset purchase agreement between Panhandle Networx, LLC and Airwave Wireless Communications, Inc., is approved.

IT IS FURTHER ORDERED that Airwave Wireless, Inc., file an amended tariff reflecting any change in the rates, terms, conditions or services offered to former Panhandle Networx customers that are not presently included in Panhandle's tariff.

MADE AND ENTERED at Lincoln, Nebraska, this day of 11th day of July, 2001.

NEBRASKA PUBLIC SERVICE COMMISSION

COMMISSIONERS CONCURRING:

Chairman

ATTEST:

Executive Director

//s//Frank E. Landis

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