BEFORE THE NEBRASKA PUBLIC SERVICE COMMISSION

In the Matter of the Application of Network US, Inc. d/b/a CA Affinity, Naperville, Illinois, seeking approval of an asset purchase agreement.	)))))	Application No. C-3253 GRANTED Entered: January 4, 2005

BY THE COMMISSION:

On August 11, 2004, an application was filed by Network US, Inc. d/b/a CA Affinity (NUS) of Naperville, Illinois and Motion Telecom, Inc. (Motion) of Englewood, Colorado, seeking approval of an asset purchase agreement. Notice of the application was published in The Daily Record, Omaha, Nebraska, on August 18, 2004. 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

The Parties:

NUS is a privately-held Illinois corporation with its headquarters in Naperville, Illinois. NUS was granted authority by the Commission to operate as a reseller carrier of intrastate interexchange telecommunications services in the State of Nebraska on January 5, 2005, pursuant to Application No. C-3249.

Motion is a privately-held Colorado corporation with its headquarters in Englewood, Colorado. Motion was granted authority by the Commission to operate as a reseller of long distance telecommunications service in the State of Nebraska on July 3, 2003, pursuant to Application No. C-2979.

Description of the Transaction:

NUS and Motion negotiated an agreement whereby NUS agrees to buy and Motion agrees to sell all of the assets of Motion, including, but not limited to Motion's customer accounts. A copy of the agreement is attached to the application.

Customers of Motion will be given the opportunity to switch their service from NUS to a different carrier and will be given a notification letter of the proposed transaction. The affected customers who choose not to switch to a different carrier will continue to receive long distance service from NUS under its current operating authority.

As part of the agreement Motion wishes to cancel its Certificate of Public Convenience and Necessity.

Based on the evidence, we find the application to be fair and reasonable and in the public interest. The application should be granted.

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O R D E R

IT IS THEREFORE ORDERED by the Nebraska Public Service Commission that Application No. C-3253 be, and it is hereby, granted.

IT IS FURTHER ORDERED that applicant file its current tariff prior to offering service pursuant to the authority granted in this order.

IT IS FURTHER ORDERED that the Certificate of Public Convenience and Necessity currently held by Motion Telecom, Inc., pursuant to Application No. C-2979, is hereby, cancelled.

IT IS FINALLY ORDERED that this order be, and it is hereby made, the Commission's official Certificate of Authority to furnish the service authorized herein as a common carrier.

MADE AND ENTERED at Lincoln, Nebraska, this 4th day of January, 2005.

NEBRASKA PUBLIC SERVICE COMMISSION

COMMISSIONERS CONCURRING:

Chairman

ATTEST:

//s// Frank E. Landis

//s// Gerald L. Vap

Acting Executive Director

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