

SECRETARY'S RECORD, NEBRASKA PUBLIC SERVICE COMMISSION

BEFORE THE NEBRASKA PUBLIC SERVICE COMMISSION

In the Matter of the Application) Application No. C-3385
of Computer Network Technology)
Corporation of Minneapolis,)
Minnesota, Condor Acquisition)
Inc. of Bloomfield, Colorado,) GRANTED
and McDATA Corporation of)
Bloomfield, Colorado, seeking an)
Approval of Transfer Control)
within the state of Nebraska.) Entered: April 19, 2005

BY THE COMMISSION:

On March 8, 2005, an application was filed by Computer Network Technology Corporation (CNT) of Minneapolis, Minnesota, Condor Acquisition Inc. (Condor) of Bloomfield, Colorado, and McDATA Corporation (McDATA) of Bloomfield, Colorado seeking approval of transfer control within the state of Nebraska. Notice of the application was published in The Daily Record, Omaha, Nebraska, on March 11, 2005. 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

CNT is a Minnesota corporation with its headquarters in Minneapolis, Minnesota. CNT is authorized as a Nebraska non-switched local exchange carrier and interstate interexchange provider of telecommunications services as granted by the Commission in Application No. C-2053.

Condor is a newly formed Minnesota corporation with its headquarters located in Bloomfield, Colorado. Condor is a wholly owned subsidiary of McDATA Corporation established to effect the merger of CNT. Condor is not authorized to provide telecommunications services in any state.

McDATA is a Delaware corporation with its principal offices located in Bloomfield, Colorado. Neither McDATA nor any of its subsidiaries have any licenses relating to the provision of telecommunications services. McDATA is financially qualified to acquire control of CNT.

Description of the Transaction:

The parties entered into an Agreement and Plan of Merger on January 17, 2005. This agreement is to facilitate the merging of Condor and CNT, in which Condor shall cease and CNT will be the surviving corporation. CNT's shareholders will then receive

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stock in McDATA in exchange for allowing CNT to become a wholly owned subsidiary of McDATA. CNT's customers will continue to receive service under the same rates, terms, and conditions of service as before. This transaction will not involve a change in CNT's operating authority in Nebraska and CNT's tariffs will remain in effect.

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

O R D E R

IT IS THEREFORE ORDERED by the Nebraska Public Service Commission that Application No. C-3385 be, and is hereby, granted.

MADE AND ENTERED at Lincoln, Nebraska, this 19th day of April, 2005.

NEBRASKA PUBLIC SERVICE COMMISSION

COMMISSIONERS CONCURRING:

Ann C. Boye

Chairman

Gerald L. Vap

Frank E. Landis
Gerald L. Vap

ATTEST:

A. B. Pollock

Executive Director

//s// Frank E. Landis
//s// Gerald L. Vap