

SECRETARY'S RECORD, NEBRASKA PUBLIC SERVICE COMMISSION

BEFORE THE NEBRASKA PUBLIC SERVICE COMMISSION

In the Matter of the Joint) Application No. C-3841
Application of First)
Communications, LLC, Washington,)
D.C., and Gores FC Holdings,) GRANTED
LLC, Los Angeles, California,)
seeking approval for a transfer)
of control.) Entered: August 28, 2007

BY THE COMMISSION:

On July 18, 2007, a joint application was filed by First Communications, LLC, (FCL), Washington, D.C., and Gores FC Holdings, LLC, (Gores) Los Angeles, California, seeking a transfer of control. Notice of the application was published in The Daily Record, Omaha, Nebraska, on July 19, 2007. 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

FLC is a wholly owned subsidiary of First Communications, Inc., an Ohio Corporation traded on the Alternative Investment Market of the London Stock Exchange. FLC has authority to offer local exchange and interexchange telecommunication services in accordance with the authority granted in Dockets C-3732 and C-3686, granted on January 23, 2007, and September 26, 2006, respectively.

Gores is a limited liability corporation with its principle office located at 10877 Wilshire Boulevard, Suite 1085, Los Angeles, California. Gores will obtain a right to appoint a majority of First Communications, Inc.'s board of directors giving it de facto control over FLC.

The proposed transaction will improve business operations and will not affect the services provided to customers. Gores is an investment company and is financially and managerially well qualified to take de facto control of FLC.

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-3841, be, and it is hereby, granted.

MADE AND ENTERED at Lincoln, Nebraska, this 28th day of August, 2007.

NEBRASKA PUBLIC SERVICE COMMISSION

COMMISSIONERS CONCURRING:

Guarold Z. Ugg

Anne C. Boyke

Tim Johnson

Chairman

Rod Johnson

ATTEST:

John Burstein

Deputy Director

//s//Rod Johnson

//s//Frank E. Landis