BEFORE THE NEBRASKA PUBLIC SERVICE COMMISSION

In the Matter of the Joint Application of MegaPath, Inc., Costa Mesa, California, DSL.net, Inc., and DSLnet Communications, LLC, Wallingford, Connecticut, seeking approval of a Pro Forma Internal Change of Control of DSLnet Communications, LLC.	)	Application No. C-4230 GRANTED Entered: January 12, 2010

BY THE COMMISSION:

On November 25, 2009, an application was filed by MegaPath, Inc., ("MegaPath"), Costa Mesa, California, and DSL.net Inc. ("DSL-Parent) and DSLnet Communications, LLC, ("DSLnet"), Wallingford, Connecticut, (together with MegaPath, the "Applicants") seeking approval of a Pro Forma Internal Change of Control of DSLnet Communications, LLC. Notice of the application was published in The Daily Record, Omaha, Nebraska, on December 1, 2009. 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:

MegaPath is a Delaware corporation with principal offices located in Costa Mesa, California. MegaPath does not currently offer any regulated telecommunications services and does not have authority to provide telecommunications services in Nebraska.

DSL-Parent is a non-active corporation with principal offices in Wallingford, Connecticut. DSL-Parent does not currently offer any regulated telecommunication services and does not have authority to provide telecommunications services in Nebraska.

DSLnet is a Delaware limited liability company with principal offices in Wallingford, Connecticut. DSLnet is a wholly owned, indirect subsidiary of MegaPath. DSLnet was authorized as a competitive local exchange carrier in the State of Nebraska by virtue of authority granted by the Commission on June 15, 1999, under Docket C-2032, and interexchange telecommunications services by virtue of authority granted by the Commission on May 26, 1999, under Docket C-2031.

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Description of the Transaction:

According to the application, DSL-Parent will merge with and into MegaPath, becoming a wholly owned, direct subsidiary of MegaPath. Because MegaPath currently indirectly owns DSL-Parent, the change of control of DSL-Parent is Pro Forma in nature.

The Applicants anticipate that the proposed transaction will be seamless and transparent to any customers in Nebraska. The Applicants state that DSLnet will continue to offer service with no change in rates or terms and conditions of service. The proposed transaction will not involve any change in management, operating authority, or current tariffs on file for DSLnet.

The Applicants state that the proposed transaction is in the public interest because the transaction will ensure that Nebraska customers will continue to enjoy telecommunications services at the same rates, terms and conditions that they currently enjoy.

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-4230, be, and it is hereby, granted.

MADE AND ENTERED at Lincoln, Nebraska, this 12th day of January, 2010.

NEBRASKA PUBLIC SERVICE COMMISSION

COMMISSIONERS CONCURRING:

Chairman

ATTEST:

Executive Director

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

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