

DT 99-210

**INTERNATIONAL EXCHANGE COMMUNICATIONS, INC. AND NORTH AMERICAN
TELEPHONE NETWORK, L.L.C.**

Order Approving an Asset Transfer Agreement

O R D E R N O. 23,529

July 6, 2000

On December 28, 1999, International Exchange Communications, Inc. (IECOM) and North American Telephone Network, L.L.C. (NATN)(collectively, the Petitioners) filed with the New Hampshire Public Utilities Commission (Commission), a joint petition requesting approval of a proposed Asset Transfer Agreement (Agreement).

IECOM, a Delaware corporation, is a competitive intraLATA toll provider in New Hampshire, pursuant to Authorization No. IXC33899 (January 20, 1999). NATN, a Georgia corporation, received its authorization to provide competitive intraLATA toll services in New Hampshire pursuant to IXC15397 (March 6, 1997). Thus, the Agreement will effect a transfer from one New Hampshire utility to another, therefore triggering RSA 374:30.

RSA 374:30 requires a finding that the transfer of a utility's "franchise, works or system" is for the public good. IECOM submits that by acquiring NATN's customer base the existing NATN customers will benefit by the availability of

more service offerings and the ability of IECOM to appeal to and serve national accounts. In addition, NATN and IECOM point out in the customer notification that the transfer will result in no change in customers' rates and will not affect or disrupt current service.

The Commission finds that IECOM acquisition of the assets of NATN is in the public interest. The portion of NATN's system to be transferred consists, *inter alia*, of customer base, computerized billing systems, and collection rights. In Order No. 23,234 (June 14, 1999) DT 99-077, Re RSL COM U.S.A., Inc. (RSL), the Commission determined that the provisions of RSA 374:28-a, which prohibits changes of a customer's service provider without the customer's knowledge or consent, applies when there is a transfer of a customer base from one provider to another. Therefore, we approve the transfer of a customer base only when the acquisition of each customer's long distance service is conditioned on notice to the customer of his/her opportunity to choose, without additional charge, another long distance carrier not less than fourteen days after the date of the notice.

As we stated in RSL, "[I]t is imperative that customers have adequate advance notice that a carrier proposes to stop serving them, of their ability to choose another

carrier, and of the identity of the carrier that will serve them if they do not make a choice by the end of the notice period." Id. p. 3. Here, Exhibit C of the filing recognizes part of RSA 374:28-a and informs customers of their opportunity to choose another carrier.

Based upon the foregoing, it is hereby

ORDERED, that the Asset Transfer Agreement between North American Telephone Network and International Exchange Communications, Inc. is hereby APPROVED as conditioned above; and it is

FURTHER ORDERED, that IECOM shall adopt the currently effective tariff of NATN; and it is

FURTHER ORDERED, that IECOM shall file a compliance tariff with the Commission within 30 days of this order, in accordance with N.H. Admin. Rules, Puc 1601.04(b).

By order of the Public Utilities Commission of New
Hampshire this sixth day of July, 2000.

Douglas L. Patch
Chairman

Susan S. Geiger
Commissioner

Nancy Brockway
Commissioner

Attested by:

Thomas B. Getz
Executive Director and Secretary