

An emergency meeting of the Nebraska Public Service Commission was convened in the Commission Hearing Room, 300 The Atrium, 1200 N Street, Lincoln. The purpose of the meeting was to consider the application of Teleport Communications of America, LLC, Bedminster, New Jersey, to hold authority as a local exchange and interexchange carrier and to consider the request by TCG Omaha and Teleport Communications to complete a multi-state pro-forma intra-corporate restructure arrangement to be effective December 31, 2012. If the transaction is not approved before December 31, 2012, per the agreement, TCG Omaha and Teleport Communications will be required to modify the terms of their multi-state transaction. The next Commission meeting is scheduled after the December 31, 2012 deadline.

The need for the meeting was to take immediate action to avoid significant monetary damage to the Applicant if the application was not approved on an emergency basis.

The meeting was conducted with Commissioners Tim Schram, Jerry Vap, and Frank Landis present in the Commission Hearing Room, Lincoln and Commissioners Anne Boyle and Rod Johnson excused. Also present in the Commission Hearing Room were Gene Hand, Director, Communications Department and Shana Knutson, General Counsel.

Commissioner Vap called the emergency meeting to order at 11:00 a.m. He announced that Commission meetings are conducted in accordance with the Nebraska Open Meetings Act and all participants were free to make comments.

Commissioner Vap informed the Commission that the Omaha World Herald, Lincoln Journal Star and Associated Press were notified of the emergency meeting on December 20, 2012 at 11:47 a.m. via e-mail.

Mr. Hand summarized the reason for the emergency meeting and answered questions of the Commissioners. After discussion, Commissioner Tim Schram moved to enter an Order to grant the merger application on an emergency basis and Commissioner Frank Landis seconded the motion. Motion passed with Commissioners Frank Landis, Tim Schram and Jerry Vap voting AYE and Commissioners Anne Boyle and Rod Johnson excused, not voting.

The meeting adjourned at 11:05 a.m.

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Commissioner

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Deputy Director