

PENNSYLVANIA PUBLIC UTILITY COMMISSION
Uniform Cover and Calendar Sheet

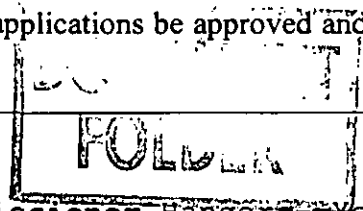
1. REPORT DATE: January 6, 1998	2. BUREAU AGENDA NO.: JAN-98-FUS-1308* KJR
3. BUREAU: Fixed Utility Services	
4. SECTION(S): Finance/Tariffs	5. PUBLIC MEETING DATE: January 15, 1998
6. APPROVED BY: Director: D.H. Muth 3-5242 <i>DH</i> Supervisor: R.F. Wilson 3-6162 <i>BW</i> Legal Review by: <i>F. Wilson</i>	<div style="border: 2px solid black; padding: 10px; text-align: center;"> <h2 style="margin: 0;">DOCKETED</h2> <p style="margin: 0;">JAN 27 1998</p> </div>
7. PERSONS IN CHARGE: <i>DTB</i> D.T. Beebe 7-7237 / H.C. Lacey 5-0934	
8. DOCKET NO.: A-310614 A310373F2000	

- 9. (a) CAPTION (abbreviate if more than 4 lines)**
(b) Short summary of history & facts, documents & briefs
(c) Recommendation

(a) Applications of Talton Holdings, Inc. (Talton), a non-utility, and Talton Invision, Inc. (Talinc), for approval of authority for Talinc to operate as an interexchange reseller; for approval of the transfer of assets from Invision Telecom (Invision), a jurisdictional utility, to Talton and the subsequent transfer of same assets to Talinc; and approval for Invision to abandon service in the Commonwealth of Pennsylvania.

(b) Applicants aver that Pennsylvania customers will benefit from the aforementioned transactions through improved services and greater customer choice. Subsequent to Commission approval of said transactions, Talinc will operate as a jurisdictional utility, providing its customers the services equivalent to those being provided pursuant to the Invision tariff currently on file with the Commission.

(c) The Bureau of Fixed Utility Services recommends that the applications be approved and that the proposed Opinion and Order be adopted.



10. MOTION BY: Commissioner Chm. Quain **Commissioner Hanger - Yes**
Commissioner Rolka - Yes
SECONDED: Commissioner Bloom **Commissioner Brownell - Yes**

CONTENT OF MOTION: Staff recommendation adopted.

PENNSYLVANIA
PUBLIC UTILITY COMMISSION
Harrisburg, PA 17105-3265

Public Meeting held January 15, 1998

Commissioners Present:

John M. Quain, Chairman
Robert K. Bloom, Vice Chairman
John Hanger
David W. Rolka
Nora Mead Brownell

DOCKETED

MAR 27 1998

(1) Application of Talton Holdings, Inc. (Talton) and Talton Invision Inc. (Talinc) for approval of (a) authority to operate as an interexchange reseller in Pennsylvania; and (b) a transfer and related transactions whereby Talton will acquire the assets of Invision Telecom, Inc. and subsequently transfer those assets to Talinc.

A=310614

(2) Application of Invision Telecom, Inc. for approval of the right to abandon service.

A-310373F2000

OPINION AND ORDER

BY THE COMMISSION:

DOCUMENT
FOLDER

On October 24, 1997, Talton Holdings, Inc. (Talton) a non-utility corporation, and Talton Invision, Inc. (Talinc), filed the above-captioned application at A-310614 pursuant to Chapter 11 of the Pennsylvania Public Utility Code, 66 Pa. C.S. §§ 1102, et seq. The applicants seek approval for Talinc to operate as an interexchange reseller, and for the transfer of assets from Invision Telecom, Inc. (Invision) to Talton and the subsequent transfer of same assets to Talinc, a newly-formed subsidiary of Talton. Commission approval is also sought for Invision (Invision), a jurisdictional utility certificated at A-310373, to abandon service in the Commonwealth of Pennsylvania. Copies of the applications were served upon the Office of Consumer Advocate and the Office of Small Business Advocate. Notice was not required and no protest period was established.

Talinc is wholly-owned subsidiary of Talton, a non-utility holding corporation. Talinc was formed to provide Talton a vehicle for entry into the telecommunications industry in the Commonwealth of Pennsylvania. Invision is a jurisdictional utility authorized by the Commission to offer, render, furnish, or supply telecommunications services as an interexchange reseller in the Commonwealth of Pennsylvania. The applicants aver that the purpose of the aforementioned proposed transactions is to allow Talton entry into the telecommunications industry in Pennsylvania and Invision the opportunity to discontinue the operation of an unsuccessful business. The applicants further aver that the reorganization will be effectively transparent to the Pennsylvania customers of Invision and that Talinc, the proposed jurisdictional utility, will provide services at rates equivalent to those currently in effect for the defunct Invision's existing Pennsylvania customers.

Our review of the subject applications leads us to conclude that the proposed entry, stock transfer and related transactions, and the abandonment of service by Invision are necessary or proper for the service, accommodation, convenience or safety of the public, and that the applications should be approved; **THEREFORE,**

IT IS ORDERED:

1. That the application of Talton Invision, Inc. at A-310614 for approval to operate as an interexchange reseller be approved, and that a certificate of public convenience be issued evidencing said approval.

2. That the application of Talton Holdings, Inc. and Talton Invision, Inc. at A-310614 for approval of the transfers and related transactions associated with the stock of Invision Telecom, Inc. be approved.

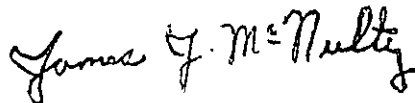
3. That the application of Invision Telecom, Inc. at A-310373F2000 to abandon service in the Commonwealth of Pennsylvania be approved.

4. That within 30 days of the consummation of the transactions described in Ordering Paragraphs 1 and 2, above, Talton Invision, Inc. shall notify this Commission of the effective date of said transactions.

5. That within 60 days of the consummation of the transfer, Talton Invision, Inc. shall submit a tariff incorporating the services and rates formerly in effect for Invision Telecom, Inc.

6. That upon the notification described in Ordering Paragraph No. 4, above, the Secretary's Office shall mark as closed all records with respect to Invision Telecom, Inc. docketed at A-310373, and the Finance/Tariff Division of the Bureau Fixed Utility Services and the Assessment Section of the Office of Executive Director shall delete Invision Telecom, Inc. from the active utility list.

BY THE COMMISSION



James J. McNulty
Secretary

(SEAL)

(ORDER ADOPTED) January 15, 1998

(ORDER ENTERED) **JAN 16 1998**