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SOUTH DAKOTA PUBLIC UTILITIES COMMISSION

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[Via email attachment \(cesar.caballero@alltel.com\)](mailto:cesar.caballero@alltel.com) and first class mail

Cesar Caballero, Director
Wireline Legal and USF
Alltel Communications, Inc.
P.O. Box 2177
Little Rock, AR 72203-2177

RE: **Transfer of assets of Alltel Communications, Inc. ("Alltel") to Alltel Holding Corporate Services, Inc. ("Alltel Holding")**

Dear Mr. Caballero:

The South Dakota Public Utilities Commission (Commission) has reviewed the notification filed by Alltel and Alltel Holding of the proposed purchase by Alltel Holding of Alltel's wireline assets in South Dakota, including its long distance customers in South Dakota. As you are aware, Alltel Holding will be required to obtain its certificate of authority in Docket TC05-222 before it may lawfully perform IXC services in South Dakota.

Because no transfer of facilities based local exchange assets is involved, the Commission has concluded that other than the certificate of authority issuance, a formal proceeding and docket need not be opened to approve the transfer of Alltel's long distance accounts in South Dakota to Alltel Holding. With respect to the waiver of South Dakota's anti-slamming statutes, the Commission has consistently taken the position that a transfer of long distance accounts in bulk pursuant to a bona fide corporate acquisition or reorganization plan or agreement does not fall within the intended scope of prohibited conduct under SDCL 49-31-89 through 49-31-97, inclusive, provided the acquiring company complies with the requirements of 47 CFR 64.1120(e) for intrastate as well as interstate service. It would appear that Alltel Holding's intent is to do so.

The Commission requests that Alltel Holding notify the Commission upon completion of the transaction.

Sincerely,


John J. Smith
Commission Counsel