

Decision SS 06 004 JUN 08 1988

JUN 9 1988

BEFORE THE PUBLIC UTILITIES COMMISSION OF THE STATE OF CALIFORNIA

In the Matter of the Application of)
 ALL-CARR COMMUNICATIONS COMPANY)
 (I.D. No. U-4001-C), a California)
 corporation, and CELLULAR SERVICE,)
 INC. (I.D. No. U-4007-C), a)
 California corporation, for authority)
 to sell and purchase assets used in)
 seller's San Diego cellular resale)
 business and for authority for)
 seller to withdraw from the cellular)
 resale business.)

ORIGINAL

Application 87-11-006
(Filed November 4, 1987)

OPINION

This is an application in which Cellular Service, Inc. (Cellular) seeks authority to acquire certain assets, including the San Diego customer base, of All-Carr Communications Company (All-Carr).

Notice of the filing of the application appeared in the Commission's Daily Calendar on November 9, 1987. There are no protests.

The Commission makes the following findings and conclusion.

Findings of Fact

1. A public hearing is not necessary in this matter.
2. All-Carr is a California corporation. It received operating authority from the Commission to provide domestic public land cellular services on a resale basis in the Los Angeles and San Diego Cellular Geographic Service Area (CGSA) in Decision (D.) 85-04-013.
3. Cellular is a California corporation. It received operating authority from the Commission to provide cellular service on a resale basis in the Los Angeles, San Diego, and San Francisco/San Jose CGSA in D.84-06-109.

4. On August 31, 1987, All-Carr and Cellular entered into an agreement, in which All-Carr agreed to convey its San Diego accounts to Cellular for an amount equal to \$300 for every unit which remained in service on August 31, 1987. Cellular made a down payment of \$10,000 upon execution of the agreement and is to pay the balance of the purchase price subject to adjustments on or about November 30, 1987 or thereafter, specifically after receipt of Commission approval. Pending approval, Cellular has agreed to assume billing and collection functions for All-Carr's accounts. A copy of the agreement is attached to the application as Exhibit A.

5. All-Carr is experiencing difficulty in the San Diego market and desires to transfer its customers to an entity, such as Cellular, that is able to service those customers. Cellular, which has an extensive existing resale operation in the Los Angeles and San Diego CGSA, is qualified to continue to provide All-Carr's accounts with cellular services. With Cellular having tariffs similar to All-Carr's already in place, the customers will not be subjected to higher rates or more onerous conditions.

6. As of March 31, 1987, Cellular had total assets of \$2,540,446.

7. Cellular has the ability, including financial ability, to acquire and operate the assets sought to be transferred herein.

8. The proposed transfer is not adverse to the public interest.

9. Ordering Paragraph 7 of D.87-04-017, dated April 8, 1987, which relates to nondominant telecommunications carriers, provides in part that:

"...in noncontroversial applications for authority to transfer assets or control under PU Code §§ 851-855, such authority may be granted by the Commission's Executive Director as specified in D.86-08-057."

10. All-Carr and Cellular are nondominant telecommunications carriers.

11. Since the ensuing order primarily affects the parties to this application, it should be made effective on the date of issuance.

Conclusion of Law

The application should be granted.

This authorization is not a finding of the value of the rights and properties to be transferred.

ORDER

IT IS ORDERED that:

1. On or after the effective date of this order All-Carr Communications Company (All-Carr), a California corporation, may sell and transfer to Cellular Service, Inc. (Cellular), a California corporation, the assets, including its San Diego customer base, described in the application in accordance with the terms set forth in the application.

2. Within 10 days after the sale and transfer of the assets authorized in Ordering Paragraph 1, Cellular shall notify the Commission in writing of the date upon which the transaction was consummated.

3. Cellular shall either file a statement adopting All-Carr's tariffs relating to the area involved or refile those tariffs under its own name as prescribed in General Order Series 96. Rates shall not be increased unless authorized by this Commission.

4. Within 90 days after actual transfer, Cellular shall file, in proper form, an annual report on All-Carr's operations from the first day of the current year through date of transfer.

5. When this order has been complied with, All-Carr shall have no further public utility obligations in connection with the assets which were transferred.

6. The authority granted in Ordering Paragraph 1 shall expire unless it is exercised before December 31, 1988.

This order is effective today.

Dated June 8, 1988, at Carson, California.

/s/ VICTOR WEISSER
VICTOR WEISSER
Executive Director

I CERTIFY THAT THIS DECISION
WAS APPROVED BY THE ABOVE
COMMISSIONERS TODAY.


Victor Weisser, Executive Director