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Decision 92 01 057 JAN 24 1992

**ORIGINAL**

BEFORE THE PUBLIC UTILITIES COMMISSION OF THE STATE OF CALIFORNIA

In the Matter of the Application of )  
PAGING NETWORK OF LOS ANGELES, INC., )  
(U-2083-C), for Authority to Acquire )  
and Control Radiotelephone Utility )  
Facilities licensed to COUNTY VOICE, )  
INC., (U-2104-C), serving areas in )  
and around Newport Beach, California, )  
as may be required by Section 851 et )  
seq. of the California Public )  
Utilities Code. )

Application 91-09-013  
(Filed September 6, 1991)

O P I N I O N

Paging Network of Los Angeles, Inc. (PageNet) and County Voice, Inc. (County Voice) request authority under §§ 851-854 of the Public Utilities (PU) Code for PageNet to acquire control, for a cash purchase price, of three radiotelephone utility (RTU) base station facilities currently licensed to County Voice in and around Newport Beach, California. In addition, applicants seek to convey from County Voice to PageNet the subscriber accounts as of the date of transfer.

PageNet is a corporation organized under the laws of the State of Delaware with its principal place of business in Los Angeles, California. It is a certificated RTU providing one-way paging service throughout its service area, which comprises most of the greater Los Angeles, Orange County, San Diego and Bakersfield areas. County Voice, a California corporation with its principal place of business in Costa Mesa, California, is also a certificated RTU. Its service area is Orange County.

PageNet maintains that the Federal Communications Commission via the grant of numerous 900 megahertz (MHz) applications has conclusively established that there is a present ever-increasing demand for paging service in California and

throughout the United States. Accordingly, PageNet submits that there is a large market of potential users with service needs which currently are not being met, but which could be met by PageNet. Further, applicants contend that while County Voice had initially intended to use the three facilities to provide its own paging service, it now has determined to cease operations and return its certificate of convenience and necessity to the Commission upon effectuation of this transfer. PageNet requests that it also be permitted to acquire as of the date of the transfer the approximately 425 subscriber accounts of County Voice. Applicants declare the cash price of the entire transaction, which is subject to adjustment at closing, to be \$650,000. Of this amount, \$52,415.85 has already been paid.<sup>1</sup>

PageNet asserts that the public interest will be served by this transfer of facilities because it will be able to provide better, more reliable service to a larger number of subscribers, including County Voice's customers. In addition, PageNet contends that grant of this application will not extend its service area, but will result in better coverage for its subscribers within the existing service area.

Notice of the filing of the application appeared in the Commission's Daily Calendar of September 13, 1991. The application was amended to include in the transfer the additional transmitter

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<sup>1</sup> On December 20, 1991, Mr. Terry L. Scott, Senior Vice President of Finance and Administration for PageNet's parent corporation, Paging Network, Inc., advised the assigned administrative law judge by letter that Paging Network, Inc. will make available to PageNet "...\$650,000 or such other funds as are necessary to consummate the sale with County Voice." Mr. Scott further asserted that the publicly traded company has access to "...at least \$1,000,000 in either operating cash or under its existing line of credit with the Toronto-Dominion Bank (acting as co-agent for itself and other financial institutions) to accomplish this transaction."

site utilized by County Voice and the subscriber accounts. Notice of the amendment appeared in the Commission's Daily Calendar of December 12, 1991. No protests have been filed; therefore, a public hearing is not necessary.

It can be seen with certainty that the proposed transfer will not have an adverse impact on the environment because the transaction involves the transfer of already existing transmitter sites, and applicants do not propose any new construction. Accordingly, PageNet should be granted authority to acquire and control existing 931.3375 and 931.2375 MHz base station facilities, respectively, in and around Newport Beach, Vista, and Laguna Hills, California.<sup>2</sup>

On October 16, 1987, the Commission issued Decision (D.) 87-10-035, Re Crico Telecommunications of San Jose, 25 CPUC 2d 459, which modified D.86-08-057, Re California Association of Long Distance Telephone Companies, 21 CPUC 2d 549, and authorized and directed the Executive Director to grant noncontroversial applications for the transfer of control or assets of RTUs as well as nondominant carriers. In accordance with these decisions,

2 The precise locations are:

Signal Peak  
2.5 miles East of Newport Beach, CA  
(Latitude: 33° 36' 22" N)  
(Longitude: 117° 48' 40" W)

San Marcos Mountain  
Approximately 3.2 miles East of Vista, San Diego, CA  
(Latitude: 33° 12' 53" N)  
(Longitude: 117° 11' 15" W)

Santiago Peak  
12 miles northeast of Laguna Hills, CA  
(Latitude: 33° 42' 40" N)  
(Longitude: 117° 31' 45" W)

applicants request that this application be granted by an order of the Executive Director.

Findings of Fact

1. Applicants propose to transfer County Voice's RTU base station facilities and subscriber accounts, as of the date of transfer, to PageNet.
2. No protests to the application have been filed.
3. It can be seen with certainty that the proposed transfer will not have an adverse impact on the environment.

Conclusions of Law

1. The application should be granted.
2. This authority is not a finding of the value of the rights and property to be transferred.
3. D.87-10-035 authorized and directed the Executive Director to grant noncontroversial applications for the transfer of control or assets of RTUs.
4. Since the application is not controversial, the following order should be effective immediately.

ORDER

IT IS ORDERED that:

1. On or after the effective date of this order, County Voice, Inc. (County Voice) may transfer to Paging Network of Los Angeles, Inc. (PageNet) its subscriber accounts, as of the date of transfer, and three radiotelephone utility base station facilities located at:

Signal Peak  
2.5 miles E of Newport Beach, CA  
(Latitude: 33° 36' 22" N)  
(Longitude: 117° 48' 40" W)

San Marcos Mountain, approx. 3.2 miles  
E of Vista, San Diego, CA  
(Latitude: 33° 12' 53" N)  
(Longitude: 117° 11' 15" W)

Santiago Peak, 12 miles NE  
of Laguna Hills, CA  
(Latitude: 33° 42' 40" N)  
(Longitude: 117° 31' 45" W)

2. County Voice and PageNet shall jointly notify the affected customers of the transfer and the date of the transfer. PageNet agrees to return the security deposit of any transferred customer to said customer.

3. PageNet shall inform the Commission Advisory and Compliance Division Director in writing of the actual transfer date as authorized herein, within ten (10) days after the transfer. A true copy of the transfer documents shall be attached to the written notification.

4. PageNet is authorized to file, after the effective date of this order and in compliance with General Order 96-A, tariff sheets consistent with County Voice's current tariffed rate structure which shall be applicable to all paging service customers transferred from County Voice.

5. Within 90 days after the transfer, County Voice shall file with the Commission, in the prescribed form, an annual report on its operations from the first day of the current year through the effective date of the transfer.

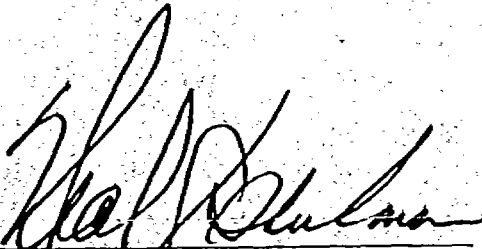
6. When the authorized transfer is completed and the conditions of this order are fulfilled, County Voice shall be relieved of its public utility obligations for the transferred system and its corporate identification No. U-2104-C shall be abrogated.

7. PageNet shall use its existing corporate identification No. U-2083-C in connection with the authority issued in this proceeding. The number shall appear in the caption of all original pleadings and in the titles of pleadings filed in existing cases with the Commission.

8. The authority granted in Ordering Paragraph 1 shall expire if not exercised within 12 months after the effective date of this order.

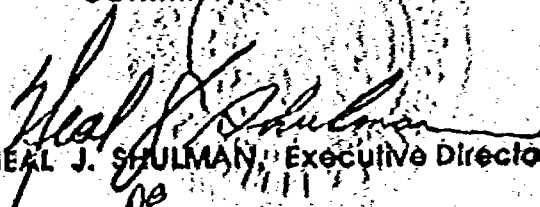
This order is effective today.

Dated JAN 24 1992, at San Francisco, California.



NEAL J. SHULMAN  
Executive Director

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



NEAL J. SHULMAN, Executive Director