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Daisy Crockron
Chief, Docketing Department
Public Utilities Commission of Ohio
180 E. Broad St.
Columbus, OH 43215

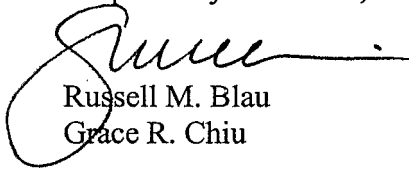
Re: Notice of Termination of Agreement
To Transfer of Control of US WATS, Inc. to ACC Corp.
Case No. 97-1573-CT-ZCO

Dear Ms. Crockron:

On behalf of ACC Corp. ("ACC") and US WATS, Inc. ("US WATS") (collectively "the Parties"), this letter is to notify the Commission that the Parties have agreed to a mutual termination of the agreement whereby ACC was to acquire US WATS. US WATS is a nondominant carrier authorized by the Commission to provide resold intrastate interexchange telecommunications services within the State of Ohio in TRF Docket No. 90-5678-CT-TRF. This Commission was previously notified of the proposed transaction by the Parties' registration of the impending change of ownership, filed on December 2, 1997, which was docketed under the above-referenced case number. Recently, however, the Parties concluded that termination was necessary due to certain delays beyond the Parties' control that have made it impossible to conclude the merger prior to the March 31, 1998 termination date.

This letter is filed for informational purposes, to be associated with the appropriate Commission file(s). Please date stamp the enclosed extra copy of this filing and return it in the self-addressed envelope provided. Should you have any questions, please do not hesitate to contact us.

Respectfully submitted,



Russell M. Blau
Grace R. Chiu

Their Counsel

cc: Scott Farkus, Esq. (PUCO)
Daniel J. Venuti, Esq. (ACC)
Stephen Parker (US WATS)
Dana Frix, Esq.

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