

Citizens Utilities  
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Lee Ann Conti Associate General Counsel



June 10, 1999

Docketing Division  
Public Utilities Commission of Ohio  
180 East Broad Street  
Columbus, Ohio 43215-3793

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PUCO

RE: Docket No. 98-1643-CT-ZCO – In the Matter of the Joint Application of Citizens Telecommunications Company and Electric Lightwave, Inc. for Authority to Transfer Stock to Citizens Newco Company

Citizens Utilities Company of Ohio – Notification of Transfer of Stock of Certain Related Entities from Citizens Utilities Company to Citizens Newco Company

Dear Docketing Clerk:

On December 10, 1998, Citizens Telecommunications Company and Electric Lightwave, Inc. filed with the Public Utilities Commission of Ohio a Joint Application requesting approval to separate Citizens Utilities Company's ("Citizens") telecommunications and public services businesses in the above-referenced proceeding. On February 10, 1999, Citizens Utilities Company of Ohio forwarded a letter notification to the Commission regarding the same transaction. For the reasons explained below, the Joint Applicants and Citizens Utilities Company of Ohio hereby notify the Commission that the proposed separation will not take place.

On May 27, Citizens, the parent company of the other Joint Applicants and parties, announced its agreement to purchase approximately 200,000 access lines in states other than Ohio from GTE Corporation for a purchase price of \$664 million. The company expects to temporarily fund the transaction with either its cash and investment balances or with committed bank credit facilities. Permanent funding of this and other potential access line purchases, however, will come from the sale or other disposition of certain of Citizens' public services properties. To enable the company to accomplish these objectives, Citizens no longer plans to separate its telecommunications and public services businesses in the manner described in the Joint Application and letter notification.

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Technician Joann Schupfle Date Processed 6-15-99

June 10, 1999  
Docketing Division, PUCO  
Page 2


In light of these changed circumstances, the Joint Applicants hereby withdraw their previous filings. We have enclosed 10 copies of this letter for your use, plus the original. If you have any questions or require additional information, please contact the undersigned or:

Karen J. Johnson, Esq.  
Electric Lightwave, Inc.  
4400 NE 77<sup>th</sup> Avenue  
Vancouver, WA 98662

Please return one date-stamped copy of this letter to the undersigned in the self-addressed stamped envelope.

Respectfully submitted:

ELECTRIC LIGHTWAVE, INC.  
CITIZENS TELECOMMUNICATIONS COMPANY  
CITIZENS UTILITIES COMPANY OF OHIO

By:   
Lee Ann Conti  
Associate General Counsel  
Citizens Utilities Company  
1000 Internationale Parkway  
Woodridge, Illinois 60517

cc: Chairman Alan R. Schriber  
Commissioner Rhonda H. Fergus  
Commissioner Craig A. Glazer  
Commissioner Judith A. Jones  
Commissioner Donald L. Mason  
Christine Pirik, Chief of Staff  
Kerry L. Stroup, Director Utilities Department  
Scott Potter, Division Chief, Telecommunications