

STATE OF VERMONT
PUBLIC SERVICE BOARD

Docket No. 6221

Joint Petition of Primus Telecommunications,)
Inc. and TresCom U.S.A., Inc. for)
Approval of Corporate Reorganization)

CERTIFICATE OF CONSENT ISSUED
PURSUANT TO 30 V.S.A. SECTION 109

IT IS HEREBY CERTIFIED that the Public Service Board of the State of Vermont has this date found and adjudged that the merger of TresCom U.S.A., Inc. ("TresCom") with and into Primus Telecommunications, Inc. ("Primus") with Primus as the surviving entity, will promote the public good. Petitioner shall file this Certificate of Consent with the Vermont Secretary of State, pursuant to 30 V.S.A. § 109.

DATED at Montpelier, Vermont, this 15th day of October, 1999.

s/Michael H. Dworkin)
) PUBLIC SERVICE
)
s/Suzanne D. Rude) BOARD
)
) OF VERMONT
s/David C. Coen)

OFFICE OF THE CLERK

FILED: October 15, 1999

ATTEST: s/Susan M. Hudson
Clerk of the Board

NOTICE TO READERS: This decision is subject to revision of technical errors. Readers are requested to notify the Clerk of the Board of any technical errors, in order that any necessary corrections may be made.