

BEFORE THE MISSOURI PUBLIC SERVICE COMMISSION

_____)	
Application of)	
)	
WorldCom, Inc.)	
)	Case No. TM-2004-0146
For Grant of any Authority Necessary for)	
Restructuring and Certain Related Intra-Corporate)	
Transactions Undertaken to Consummate)	
WorldCom's Plan of Reorganization)	
Under Chapter 11 of the Federal Bankruptcy Code)	
_____)	

MEMORANDUM

Comes Now WorldCom, Inc. ("WorldCom"), by its undersigned counsel, on behalf of its subsidiary Missouri competitive telecommunications companies identified in the Application filed herein, and pursuant to the Order Directing Filing issued by the Commission on November 6, 2003, herewith files the following documents:

1. United States Bankruptcy Court for the Southern District of New York, October 31, 2003, Order Confirming Debtors' Modified Second Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code, Dated October 21, 2003, with a copy of the Plan aennexed thereto as Exhibit A.
2. May 23, 2003 Disclosure Statement.
3. July 9, 2003 Supplement to Disclosure Statement
4. August 6, 2003 Second Supplement to Disclosure Statement
5. September 12, 2003 Third Supplement to Disclosure Statement

Dated: November 7, 2003

Respectfully submitted,

**WORLDCOM, INC., for itself and on
behalf of its Missouri operating
subsidiaries**

Stephen F. Morris
Texas Bar #14501600
Senior Attorney
MCI
701 Brazos, Suite 600
Austin, Texas 78701
512-495-6727 (Phone)
512-495-6706 (Fax)
stephen.morris@mci.com

By: /s/ Carl J. Lumley
Carl J. Lumley, #32869
Leland B. Curtis, #20550
CURTIS, OETTING, HEINZ, GARRETT & O'KEEFE
130 South Bemiston, Suite 200
Clayton, Missouri 63105
314-725-8788 (Phone)
314-725-8789 (Fax)
clumley@cohgs.com
lcurtis@cohgs.com

Jean L. Kiddoo, D.C. Bar #335125
Michael W. Fleming, D.C. Bar #437969
Swidler BERLIN SHEREFF FRIEDMAN, LLP
3000 K Street, NW, Suite 300
Washington, D.C. 20007
(202) 424-7834 (Tel)
(202) 424-7645 (Fax)
JLKiddoo@swidlaw.com
MW Fleming@swidlaw.com

ITS COUNSEL

Certificate of Service

A true and correct copy of the foregoing was served upon the following parties on this 7th day of November, 2003, by electronic transmission.

/s/ Carl J. Lumley

Office of Public Counsel
P.O. Box 7800
Jefferson City, Missouri 65102
mdandino@ded.state.mo.us

Office of General Counsel
Missouri Public Service Commission
P.O. Box 360
Jefferson City, Missouri 65102
bobberline@psc.state.mo.us