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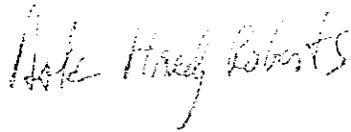
BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF MISSOURI

In the Matter of the Application for)
Approval of Share Exchange Agreement) **CASE NO. TM-97-289**
Between MTM Holdings Corporation and the)
Shareholders of Axces, Inc.)

NOTICE OF FILING REQUIREMENT

The Commission issued its Order Approving Share Exchange Agreement in this case on November 12, 1997. Pursuant to ordered paragraph 3 of the order, Axces, Inc. was required to file a pleading notifying the Commission of the consummation of the proposed transaction within 10 days after the completion of the transaction. The Company is directed to notify the Commission of the status of the transaction and make any appropriate compliance filings no later than February 16, 1998.

BY THE COMMISSION



Dale Hardy Roberts
Secretary/Chief Regulatory Law Judge

(S E A L)

Dated at Jefferson City, Missouri,
on this 2nd day of February, 1998.

Bensavage, Regulatory Law Judge