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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.	j	

NOTICE CLOSING CASE

The Commission issued its Order Approving Share Exchange Agreement in this case on November 12, 1997. The order required Axces, Inc. to file a pleading notifying the Commission of the consummation of the proposed transaction within 10 days after the completion of the transaction. On February 2, 1998, the Commission issued a Notice of Filing Requirement directing the company to notify the Commission of the status of the transaction and make any appropriate compliance filings no later than February 16, 1998. On February 3, a pleading was filed indicating that the Share Exchange Agreement between MTM Holdings Corporation and Axces, Inc. has been completed. This case is therefore closed.

BY THE COMMISSION

Hok Haed Roberts

Dale Hardy Roberts
Secretary/Chief Regulatory Law Judge

(SEAL)

Dated at Jefferson City, Missouri, on this 11th day of February, 1998.

Bensavage, Regulatory Law Judge

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COMMISSION COUNSEL PUBLIC SERVICE COMMISSION