

**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 ) )  
\_\_\_\_\_)

**REPLY TO STAFF RECOMMENDATION**

Comes Now WorldCom, Inc. ("WorldCom"), by its undersigned counsel, and on behalf of its subsidiary Missouri competitive telecommunications companies identified in the Application filed herein, pursuant to 4 CSR 240-2.080(15) files its Reply to Staff Recommendation.

WorldCom appreciates Staff's favorable recommendation and hopes that the Commission will be able to take prompt action and approve the proposed reorganization. As Staff indicates, the Bankruptcy Court has now approved the Plan of Reorganization, so it will be in the public interest to implement all aspects of the Plan - including the reorganization - as soon as possible.

In abundance of caution, and strictly to avoid the possibility of confusion, WorldCom offers a clarification to Staff's summary of the proposed reorganization. Only the CLEC assets and operations of MCI WorldCom Communications, Inc. will be transferred to MCImetro. MCI WorldCom Communications will remain an IXC. The

Staff Memorandum accurately describes these transactions, but the Recommendation itself is not quite as specific and could be misinterpreted.

WHEREFORE, WorldCom requests the Commission to accept this Reply and expeditiously proceed to grant the relief requested in the Application, in accordance with the Stipulation.

Dated: November 5, 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](mailto:clumley@cohgs.com)  
[lcurtis@cohgs.com](mailto: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](mailto:JLKiddoo@swidlaw.com)  
[MW Fleming@swidlaw.com](mailto: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 5th day of November, 2003, by placing same in the U.S. Mail, postage paid.

/s/ Carl J. Lumley

---

Office of Public Counsel  
P.O. Box 7800  
Jefferson City, Missouri 65102

Office of General Counsel  
Missouri Public Service Commission  
P.O. Box 360  
Jefferson City, Missouri 65102