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WLK499	20554-CF-L-92	CRYSTAL SPRINGS	MS
WLK497	20552-CF-L-92	ENTERPRISE	MS
WLK500	9402673	JACKSON	MS
WLK496	9303975	PEORIA	MS
WLL789	02973-CF-L-93	BIG TIMBER	MT
WLL700	02970-CF-L-93	BILLINGS	MT
WLL797	02981-CF-L-93	DRUMMOND	MT
WLL793	02977-CF-L-93	EAST HELENA	MT
WLL795	02979-CF-L-93	ELLISTON	MT
WLL799	9605388	FRENCHTOWN	MT
WLL796	01980-CF-L-93	GARRISON	MT
WLL794	02978-CF-L-93	HELENA	MT
WLL801	02984-CF-L-93	HUSON	MT
WLL790	02974-CF-L-93	LIVINGSTON	MT
WLL798	02982-CF-L-93	MISSOULA	MT
WLL800	9605389	MISSOULA	MT
WLL802	02985-CF-L-93	PARADISE	MT
WLL699	02971-CF-L-93	RAPIDS	MT
WLL698	3120-CF-ML-92	RED LODGE	MT
WLL701	02972-CF-L-93	REED POINT	MT
WLL792	02976-CF-L-93	TOWNSEND	MT
WLL791	02975-CF-L-93	WILSALL	MT
WLK507	6587-CF-ML-91	ASHEVILLE	NC
WLK508	6527-CF-ML-91	ASHEVILLE	NC
WLC526	21402-CF-R-91	CARY	NC
WLC451	21386-CF-R-91	CHARLOTTE	NC
WLC800	21432-CF-R-91	CHARLYBEATE SPR	NC
WLB426	21316-CF-R-91	GORDONTON	NC
WLB637	21352-CF-R-91	GREENSBORO	NC
WLB638	21353-CF-R-91	GREENSBORO	NC
WLK506	6586-CF-ML-91	HENDERSONVILLE	NC
WLB425	6584-CF-ML-91	HIGH POINT	NC
WLB428	21318-CF-R-91	HUNTERSVILLE	NC
WLC525	21401-CF-R-91	PITTSBORO	NC
WLC527	21403-CF-R-91	RALEIGH	NC

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WLB427	21317-CF-R-91	ROCKWELL	NC
WLC524	21400-CF-R-91	SAXAPAHAW	NC
WLB392	21314-CF-R-91	STOKESDALE	NC
WLB391	21313-CF-R-91	STONEVILLE	NC
WLC801	21433-CF-R-91	WADE	NC
WLB330	20693-CF-L-92	HACKENSACK	NJ
WLJ37	21495-CF-R-91	KINGWOOD	NJ
WHQ559	21156-CF-R-91	LAUREL SPRINGS	NJ
WLJ38	21496-CF-R-91	MIDDLE VALLEY	NJ
VINJPR	9501433	MT LAUREL	NJ
WLL621	9501455	MT LAUREL	NJ
WLR627	20930-CF-P-90	RAHWAY	NJ
WLC860	20694-CF-L-92	TETERBORO	NJ
WLB329	21308-CF-R-91	WEST ORANGE	NJ
WLJ39	05514-CF-L-93	WEST ORANGE	NJ
WLC516	21396-CF-R-91	ALAMOGORDO	NM
KSV93	6004-CF-P-91	ALBUQUERQUE	NM
WHS988	3038-CF-P-92	ALBUQUERQUE	NM
WPY76	21720-CF-R-91	APACHE CREEK	NM
KKT86	20865-CF-R-91	ARABELA	NM
KKT84	6503-CF-ML-91	BERNALILLO	NM
WHS987	3037-CF-P-92	BERNALILLO	NM
WLC514	21394-CF-R-91	BINGHAM	NM
WLC824	21454-CF-R-91	BLANCHARD	NM
KLT78	9102330218	CARLSBAD	NM
WLK501	21524-CF-R-91	CARLSBAD	NM
WLC822	21452-CF-R-91	COLMOR	NM
KKT85	20864-CF-R-91	CORONA	NM
KKT82	2049-CF-P-92	COUNSELOR	NM
WPY75	21719-CF-R-91	DATIL	NM
WPY68	20977-CF-P-90	ELKINS	NM
KKB98	6260-CF-P-91	FARMINGTON	NM
WPY71	21718-CF-R-91	GALLINAS	NM
WPY67	20976-CF-P-90	KENNA	NM
KKT83	6913-CF-P-91	LA VENTANA	NM

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CALL SIGN	FILE NUMBER	CITY	STATE
KGC90	20856-CF-R-91	LAS CRUCES	NM
WPY70	21717-CF-R-91	LON	NM
WHQ765	21201-CF-R-91	MAGDALENA	NM
KVH75	6258-CF-P-91	MALJAMAR	NM
WPY69	21716-CF-R-91	MESA	NM
WLC823	21453-CF-R-91	ONAVA	NM
WLC515	21395-CF-R-91	OSCURA	NM
WPY66	20975-CF-P-90	PEP	NM
WLC821	21451-CF-R-91	RATON	NM
WPY65	20974-CF-P-90	ROGERS	NM
WLL713	21579-CF-R-91	ROSWELL	NM
KKT80	6259-CF-P-91	ROSWELL	NM
WLC825	21455-CF-R-91	ROWE	NM
KGP84	20857-CF-R-91	SILVER CITY	NM
WLC484	21387-CF-R-91	GOODSPRINGS	NV
WLB203	9502088	HENDERSON	NV
WLB204	9402151	HENDERSON	NV
WHQ924	21225-CF-R-91	ALBANY	NY
WLL900	20824-CF-R-91	ATTICA	NY
WGX571	9504429	BUFFALO	NY
WGW490	20962-CF-R-91	BURLINGTON	NY
WGW484	20956-CF-R-91	CANANDAIGUA	NY
WGW489	20961-CF-R-91	CASSVILLE	NY
WGW480	6654-CF-P-91	CATTARAUGUS	NY
WGW481	20953-CF-R-91	EAST CONCORD	NY
WLC780	21422-CF-R-91	EAST MEADOW	NY
WGW479	6655-CF-P-91	FALCONER	NY
WGW485	20957-CF-R-91	FAYETTE	NY
WLK489	21512-CF-R-91	GUILFORD	NY
WHQ921	21222-CF-R-91	JORDANVILLE	NY
WGW483	20955-CF-R-91	LIMA	NY
WHQ922	21223-CF-R-91	MECO	NY
WGW486	20958-CF-R-91	MORAVIA	NY
WGW488	20960-CF-R-91	NELSON	NY
WLC779	21421-CF-R-91	NEW YORK	NY

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CALL SIGN	FILE NUMBER	CITY	STATE
WLK488	21511-CF-R-91	NIMMONSBURG	NY
WGW478	6656-CF-P-91	NORTH CLYMER	NY
WHA504	21011-CF-R-91	ROCHESTER	NY
WLL899	20823-CF-R-91	ROCHESTER	NY
WHQ923	9305405	SCHENECTADY	NY
WHA519	21012-CF-R-91	SYRACUSE	NY
WGW487	20959-CF-R-91	TRUXTON	NY
WLK504	21525-CF-R-91	WARSAW	NY
WGW482	20954-CF-R-91	WARSAW	NY
WLC778	21420-CF-R-91	WHITE PLAINS	NY
WLR657	6243-CF-P-91	BELPRESHELL	OH
WHA456	6512-CF-ML-91	BLANCHESTER	OH
WLL682	21559-CF-R-91	BLUE ASH	OH
WHE605	9502783	CHESTERHILL	OH
WBB336	20918-CF-R-91	CINCINNATI	OH
WHE643	21095-CF-R-91	CLIFTON	OH
WBB330	20912-CF-R-91	COLUMBUS	OH
WLL639	21537-CF-R-91	COLUMBUS	OH
WBB333	9400354	DAYTON	OH
WHE640	21092-CF-R-91	DUNKIRK	OH
WFY735	6177-CF-P-91	EATON	OH
WHE639	21091-CF-R-91	FINDLAY	OH
WLB225	21286-CF-R-91	FOSTORIA	OH
WHE604	21077-CF-R-91	GREENDALE	OH
WHE602	21075-CF-R-91	GREENLAND	OH
WHE603	21076-CF-R-91	LAUREL VILLE	OH
WBB335	20917-CF-R-91	MASON	OH
WHE638	21090-CF-R-91	MCCLURE	OH
WHA457	6513-CF-ML-91	MOUNT ORAB	OH
WHE601	21074-CF-R-91	NEW MARTINSBURG	OH
WHE600	21073-CF-R-91	PORT WILLIAM	OH
WHE606	9402707	ROCKLAND	OH
WHE637	21089-CF-R-91	SYLVANIA	OH
WHE642	21094-CF-R-91	URBANA	OH
WBB334	9400353	WAYNESVILLE	OH

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CALL SIGN	FILE NUMBER	CITY	STATE
WHE641	21093-CF-R-91	ZANESFIELD	OH
WOJ32	21690-CF-R-91	ALMA	OK
WOI98	9404446	BROKEN ARROW	OK
WLL709	9404449	BUNCH	OK
WOJ25	21685-CF-R-91	CASHION	OK
WOI97	21677-CF-R-91	CHELSEA	OK
WOJ33	21691-CF-R-91	CORNISH	OK
WOJ29	21687-CF-R-91	DIBBLE	OK
WOJ31	21689-CF-R-91	FOSTER	OK
WLL708	9404448	FT GIBSON	OK
WLL707	9404447	HASKELL	OK
WOJ24	21684-CF-R-91	MULHALL	OK
WHQ615	10002-CF-P-88	OKLAHOMA CITY	OK
WLL710	9404450	ROLAND	OK
WOJ21	21681-CF-R-91	SAND SPRINGS	OK
WOJ26	10001-CF-P-88	SARA	OK
WOJ22	21682-CF-R-91	SKEDEE	OK
WOJ28	21686-CF-R-91	SNOW HILL	OK
WOJ23	21683-CF-R-91	STILLWATER	OK
WOI99	21679-CF-R-91	TIAWAH	OK
WOJ20	6237-CF-P-91	TULSA	OK
WOJ30	21688-CF-R-91	WAYNE	OK
WOI96	21676-CF-R-91	WELCH	OK
WLC810	21442-CF-R-91	BEATTY	OR
WLC811	21443-CF-R-91	MALIN	OR
WLC808	21440-CF-R-91	MILLICAN	OR
WLC805	21437-CF-R-91	MT HOOD	OR
WLB633	21349-CF-R-91	PORTLAND	OR
WLB604	21345-CF-R-91	PRESCOTT	OR
WLC807	21439-CF-R-91	PRINEVILLE	OR
WLC806	21438-CF-R-91	SHANIKO	OR
WLC809	21441-CF-R-91	SUMMER LAKE	OR
WLC853	6872-CF-P-91	ALLENTOWN	PA
WLK472	3196-CF-ML-92	ALTOONA	PA
WMI232	6873-CF-P-91	BETHLEHEM	PA

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CALL SIGN	FILE NUMBER	CITY	STATE
WLJ27	21491-CF-R-91	BOSWELL	PA
WLJ35	00517-CF-P-L-93	BOYERTOWN	PA
WLJ26	21490-CF-R-91	DELMONT	PA
WLC771	6281-CF-P-91	DICKSON CITY	PA
WLC222	3188-CF-ML-92	DILLSBURG	PA
WGW477	20949-CF-R-91	ERIE	PA
WHT393	6659-CF-P-91	ERIE	PA
WLK471	3195-CF-ML-92	FRANKSTOWN	PA
WLJ24	3305-CF-P-92	GLENSHAW	PA
WHT392	6658-CF-P-91	GODDARD	PA
WLC223	3190-CF-ML-92	HARRISBURG	PA
WLJ33	00519-CF-L-93	HERSHEY	PA
WLJ29	3194-CF-ML-92	MARTINSBURG	PA
WLK490	21513-CF-R-91	MONTROSE	PA
WLJ32	00520-CF-L-93	MT HOLLY	PA
WLC540	21408-CF-R-91	OGLETOWN	PA
WLK463	21504-CF-R-91	PHILADELPHIA	PA
WLC568	9503454	PHILADELPHIA	PA
WLJ25	3306-CF-P-92	PITTSBURGH	PA
WHT343	3193-CF-ML-92	PITTSBURGH	PA
WLC770	6282-CF-P-91	PLSNT VW SMT	PA
WOG70	21624-CF-R-91	ROXBOROUGH	PA
WLJ31	21493-CF-R-91	ROXBURY	PA
WHE611	20874-CF-P-90	SANTIAGO	PA
WLJ36	21494-CF-R-91	SPINNERSTOWN	PA
WLJ30	21492-CF-R-91	THREE SPRING	PA
WLC769	21415-CF-R-91	WEATHERLY	PA
WLJ34	00518-CF-L-93	WOMELSDORF	PA
WLC768	21414-CF-R-91	YNNPORT	PA
WLC528	3189-CF-ML-92	YORK	PA
WHO867	20532-CF-L-92	CHOPMIST HILL	RI
WLL717	20512-CF-L-92	E GREENWICH	RI
WHO868	20533-CF-L-92	PROVIDENCE	RI
WLB430	21320-CF-R-91	BLACKSBURG	SC
WLB429	21319-CF-R-91	BOWLING GREEN	SC

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WLC508	6502-CF-ML-91	GREENVILLE	SC
WLC507	6585-CF-ML-91	GREER	SC
WLC831	21456-CF-R-91	JACKSON	SC
WLB591	21335-CF-R-91	OAKWAY	SC
WLB589	21333-CF-R-91	MOUNTAIN INN	SC
WLB431	21321-CF-R-91	PACOLET MILLS	SC
WLB432	6584-CF-ML-91	UNCAN	SC
WLB590	21334-CF-R-91	WILLIAMSTON	SC
WHA471	21005-CF-R-91	BENTON	TN
WHA467	21001-CF-R-91	BRICEVILLE	TN
WHA469	21003-CF-R-91	GREENBACK	TN
WHA468	21002-CF-R-91	KNOXVILLE	TN
WHE569	21070-CF-R-91	KNOXVILLE	TN
WHA470	21004-CF-R-91	SWEETWATER	TN
WHA466	21000-CF-R-91	WELL SPRING	TN
WLB996	3097-CF-ML-92	ABILENE	TX
WPY57	21711-CF-R-91	AFTON	TX
WLB995	3096-CF-ML-92	ALBANY	TX
WPY47	21701-CF-R-91	ALEDO	TX
WOI38	21657-CF-R-91	ALVARADO	TX
WPY64	9606158	BAILEYBORO	TX
WLB655	21355-CF-R-91	BRITTON	TX
WPX46	21700-CF-R-91	BURLESON	TX
WOI40	21659-CF-R-91	CRAWFORD	TX
WPE23	21696-CF-R-91	DALLAS	TX
WLK509	02608-CF-L-93	DALLAS	TX
WPY58	21712-CF-R-91	DOUGHERTY	TX
KVH73	20881-CF-R-91	EL PASO	TX
WLC517	21397-CF-R-91	EL PASO	TX
WLC518	21398-CF-R-91	EL PASO	TX
KLT77	3037-CF-R-81	FABENS	TX
WOJ35	21693-CF-R-91	FREEMOUND	TX
WPY56	21710-CF-R-91	GUTHRIE	TX
WPY60	6522-CF-ML-91	HALE CENTER	TX
WLB725	21357-CF-R-91	HALFWAY	TX

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WPY53	21707-CF-R-91	HASKELL	TX
WOI39	21658-CF-R-91	HILLSBORO	TX
WLC382	21383-CF-R-91	HOLLIDAY	TX
WGX342	9504453	HOUSTON	TX
WLC439	6523-CF-ML-91	IDALOU	TX
WPE22	9605705	IRVING	TX
WMN795	9401356	IRVING	TX
WPY49	21703-CF-R-91	JACKSBORO	TX
WPY59	21713-CF-R-91	LOCKNEY	TX
WPY50	21704-CF-R-91	LOVING	TX
WLC440	04774-CF-ML-93	LUBBOCK	TX
WLC381	21382-CF-R-91	MEGARGEL	TX
WPY51	21705-CF-R-91	NEWCASTLE	TX
WAH662	05972-CF-L-93	RICHARDSON	TX
WLC781	9403740	RICHARDSON	TX
WPY55	21709-CF-R-91	ROCHESTER	TX
WOJ34	21692-CF-R-91	SAINT JO	TX
WLL626	21535-CF-R-91	SOUTHLAKE	TX
WPY62	9606156	SPRINGLAKE	TX
WPE20	21694-CF-R-91	STONY	TX
WPY63	21715-CF-R-91	SUDAN	TX
WHE523	9604363	SUGARLAND	TX
WPY52	3095-CF-ML-92	THROCKMORTON	TX
WLL716	21582-CF-R-91	WACO	TX
WHQ720	21200-CF-R-91	WACO	TX
WPY54	21708-CF-R-91	WEINERT	TX
WPY48	21702-CF-R-91	WHITT	TX
WLC383	21384-CF-R-91	WICHITA FALLS	TX
WLL821	21606-CF-R-91	SALT LAKE CITY	UT
Wfy516	6180-CF-P-91	SALT LAKE CITY	UT
WLB694	06044-CF-L-93	ARLINGTON	VA
WHO792	21128-CF-R-91	BALLSVILLE	VA
WHO910	21151-CF-R-91	CRIGLERSVILLE	VA
WHO795	21131-CF-R-91	EVINGTON	VA
WHQ943	05515-CF-ML-93	GLEN ALLEN	VA

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WHT243	21237-CF-R-91	GORE	VA
WHO793	21129-CF-R-91	GREENBAY	VA
WHO911	21152-CF-R-91	LOUISA	VA
WHO909	21150-CF-R-91	MARKHAM	VA
WHO912	9302030	MONTPELIER	VA
WLB389	21311-CF-R-91	PITTSVILLE	VA
WHO791	21127-CF-R-91	POWHATAN	VA
WHO794	21130-CF-R-91	RED HOUSE	VA
WLA911	21279-CF-R-91	ROANOKE	VA
WLL620	21530-CF-R-91	SALEM	VA
WLA910	21278-CF-R-91	SALEM	VA
WHQ772	21206-CF-R-91	STEPHENS CITY	VA
WLA909	21277-CF-R-91	STEWARTSVILLE	VA
WLB390	21312-CF-R-91	WHITMELL	VA
WLL780	21589-CF-R-91	BURLINGTNMC	VT
WLK487	21510-CF-R-91	BURLINGTON	VT
WLL664	03080-CF-L-93	AMERICAN RIVER	WA
WLC803	21435-CF-R-91	CAPE HORN	WA
WLB603	21344-CF-R-91	CASTLE ROCK	WA
WLB601	21342-CF-R-91	GRAHAM	WA
WLL663	03081-CF-L-93	GREENWATER	WA
WLB605	3122-CF-ML-92	HOCKINSON	WA
WLL669	9405215	KAHLOTUS	WA
WLB600	9606153	KENT	WA
WLL671	03074-CF-L-93	LAMONT	WA
WLL668	9405216	OTHELLO	WA
WLL667	03078-CF-L-93	ROYAL CITY	WA
WLL673	3182-CF-ML-92	SPOKANE	WA
WLL674	3181-CF-ML-92	SPOKANE	WA
WLL672	03073-CF-L-93	STEPTOE	WA
WLL662	03082-CF-L-93	TACOMA	WA
WLB602	21343-CF-R-91	TENINO	WA
WLL670	9405214	WASHTUCNA	WA
WLC804	21436-CF-R-91	WILLARD	WA
WLK483	3123-CF-ML-92	YACOLT	WA

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WLB608	3124-CF-ML-92	YACOLT	WA
WLL666	9403246	YAKIMA	WA
WLL665	9403245	YAKIMA	WA
WHA555	21013-CF-R-91	MILWAUKEE	WI
WHT321	21241-CF-R-91	AFTON	WV
WHQ771	21205-CF-R-91	BLUEMONT	WV
WHT487	6493-CF-ML-91	BROHARD	WV
WHT490	9606150	CHARLESTON	WV
WLB845	21369-CF-R-91	ETAM	WV
WHT488	6494-CF-ML-91	FLINT TOWN	WV
WHT322	9606152	MORGANTOWN	WV
WHE609	20876-CF-P-90	MOUNDSVILLE	WV
WHT489	6495-CF-ML-91	ROMANCE	WV
WHT244	21238-CF-R-91	ROMNEY	WV
WLB844	21368-CF-R-91	ROWLESBURG	WV
WHT245	21239-CF-R-91	SKYLINE	WV
WHE607	9606151	ST MARYS	WV
WHE608	3407-CF-P/L-82	VETO	WV
WHE610	20875-CF-P-90	WEST LIBERTY	WV
WLL691	21565-CF-R-91	ALCOVA	WY
WLL694	21568-CF-R-91	ARMINTO	WY
WLL693	21567-CF-R-91	CASPER	WY
WLL692	21566-CF-R-91	CASPER	WY
WLL697	3119-CF-ML-92	CODY	WY
WLL690	21564-CF-R-91	DIFFICULTY	WY
WHT370	01599-CF-L-93	HARRIMAN	WY
WLL695	21569-CF-R-91	IHERMOPOLIS	WY
WLL687	21562-CF-R-91	LARAMIE	WY
WLL696	21570-CF-R-91	MEETEETSE	WY
WLL689	21563-CF-R-91	ROCK RIVER	WY

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MCI Telecommunications Corporation currently has applications pending for the following Point-to-Point Microwave Radio Service licenses:

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KCG74	Fee No. 961127868045410	BUREAU OF LAND MANAGEMENT	AZ
NEW	9701170	NOGALES	AZ
NEW	9701169	FM HILL	AZ
NEW	9701168	PIMA COLLEGE-TUCSON	AZ
WGI55	9701167	MT. BIGELOW	AZ
NEW	9701166	KEYSTONE	AZ
NEW	9700339	CHRISTMAS TREE PASS	AZ
NEW	9700318	PHOENIX	AZ
WMI753	9700315	LOWER GOAT HILL	AZ
WMI272	9700314	HAYDEN PEAK	AZ
WMM696	9700313	SQUAW PEAK	AZ
WLB233	9700312	SELIGMAN	AZ
WCU217	9700257	BUCKEYE	AZ
NEW	9700255	MORMON MOUNTAIN	AZ
NEW	9700204	GOVERNOR'S OFFICE	AZ
KCG74	9700203	PHOENIX	AZ
KNK68	9700256	EL CENTRO	CA
NEW	9701025	TORRANCE	CA
WHS937	9608717	OLIVETTE	MO
WCU531	9608716	CREVE COEUR	MO

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EXHIBIT II
(Question 5)

Due to the nature of this transaction, a representation on the part of the Licensee cannot be made with respect to the Licensee's Articles of Incorporation. A certified copy of the Articles of Incorporation of the Licensee was provided to the Commission in FCC GN Dkt. No. 96-245 on December 2, 1996, and Transferee requests that the Commission incorporate that filing by reference herein.

EXHIBIT III
(Questions 6 and 7)

A description of this transaction is contained in Volume I, Section I of this consolidated filing. In addition, on October 1, 1997, WorldCom, Inc. is submitting its Form S-4 Registration Statement at the Securities and Exchange Commission ("SEC") which describes the transaction in greater detail. The Form S-4 will be publicly available on the SEC's Electronic Data Gathering, Analysis and Retrieval (EDGAR) system which can be accessed at <<http://www.sec.gov>>. A copy of the Voting Trust Agreement is contained in Volume I, Section IV.A of this consolidated filing.

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EXHIBIT IV
(Questions 9-10)

A statement regarding the principal business, employment, and qualifications of Howard A. White, Trustee, is contained in Volume I, Section II.B of this consolidated filing.

**EXHIBIT V
(Question 27(b))**

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EXHIBIT VI
(Question 28)

See Volume I, Section III of this consolidated filing for a description of how the proposed transaction is in the public interest. A discussion of the Voting Trust Agreement between WorldCom, Inc. and Howard A. White is set forth in Volume I, Section II.B. A copy of the Voting Trust Agreement is contained in Volume I, Section IV.A.

FCC 704
FEDERAL COMMUNICATIONS COMMISSION
Washington, DC 20554

Approved by OMB
3060-0048
Est. Burden: 8 Hours

FCC USE ONLY

APPLICATION FOR CONSENT TO TRANSFER OF CONTROL

(Under 47 CFR 21, 23, 25 and 101) Read instructions before completing.

PART I - To be completed by Permittee or Licensee

1(a) Name of Corporate Permittee or Licensee

SouthernNet of South Carolina, Inc.

Mailing Street Address or P. O. Box, City, State and ZIP Code

1801 Pennsylvania Ave., N.W.
Washington, D.C. 20006

Call Sign or Other FCC Identifier

See Exhibit I

Internet Address

(b) Fee Data. Refer to 47 CFR Section 1.1105, the Common Carrier or Wireless Telecommunications Bureau Fee Filing Guides.

Line No.	(1) Fee Type Code	(2) Fee Multiple	(3) Fee Due for Fee Type Code in (b)(1)
1	CCP	1	\$ 70.00
2			\$

FCC USE ONLY

Add all amounts in Column (3), lines 1 and 2.
Remit this amount with your application. ➡➡ \$ 70.00

2. Permits or Licenses held by Corporation for which a Transfer of Control is sought in this application. (See instructions.)

(a) Call Sign (b) File Number (c) Service (d) No. of Stations

See Exhibit I

3. Name and Street Address or P. O. Box, City, State and ZIP Code of Transferor

Shareholders of MCI Communications Corporation

4. Name and Street Address or P. O. Box, City, State and ZIP Code of Transferee

Howard A. White, Trustee
623-B Heritage Hills
Somers, NY 10589

5. Permittee or Licensee represents: (check one) See Exhibit II

That there is attached to this application as Exhibit No. ___ a certified copy of the Articles of Incorporation (charter) of the permittee or licensee company.

That there is now on file with the Commission a current certified copy of the Articles of Incorporation of the permittee or licensee company. Indicate where filed: _____ Date filed: _____

CERTIFICATION: The undersigned, individually and for the permittee or licensee, represents that all the attached exhibits pertinent to Part I are a material part hereof and are incorporated herein as if set out in full in this application; and certifies that all the statements made in Part I of this application are true, complete and correct to the best of his (her) knowledge and belief.

Willful false statements made on this application are punishable by fine and/or imprisonment (U.S. Code, Title 18, Section 1001), and/or revocation of any station license or construction permit (U.S. Code, Title 47, Section 312(a)(1)), and or forfeiture (U.S. Code, Title 47, Section 503).

Printed/Typed Name of Permittee or Licensee (Must agree with Item 1)

Signature

Not Available

Title (Office Held by Person Signing)

Date

PART II - To be completed by Transferor

6(a) Transfer of Control will be accomplished by: (check one)

Sale or other transfer or assignment of stock (Complete item 6(b)).

Other (e.g., voting trust agreement, management contract, Court Order, etc.)

(b) Shares

No. of Shares

Classification (common, preferred, etc.)

Shares to be transferred

See Exhibit III

Shares issued and outstanding

Shares authorized

7. Attach as Exhibit No. III a statement on how control is to be transferred, and copies of any pertinent contracts, agreements, instruments, certified copies of Court Orders, etc.

CERTIFICATION: The undersigned represents that stock will not be delivered and that control will not be transferred until the Commission's consent has been received, but that transfer must be completed within 45 days if Commission consents; that all attached exhibits pertinent to Part II of this application are true, complete and correct to the best of his (her) knowledge and belief.

Willful false statements made on this application are punishable by fine and/or imprisonment (U.S. Code, Title 18, Section 1001), and/or revocation of any station license or construction permit (U.S. Code, Title 47, Section 312(a)(1)), and or forfeiture (U.S. Code, Title 47, Section 503).

Printed/Typed Name of Transferor Licensee (Must agree with Item 3)

Signature

Not Available

Title (Office Held by Person Signing)

Date

PART III - To be completed by Transferee

8. Transferee is: (check one)

INDIVIDUAL

PARTNERSHIP

CORPORATION

UNINCORPORATED ASSOCIATION

9. Attach as Exhibit No. IV a statement of transferee's principal business.

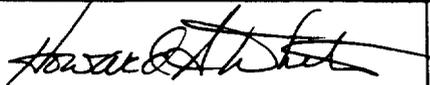
10. Attach as Exhibit No. IV a statement of the businesses, employment, or activities, other than communications in which individual transferee, each member if a partnership, and all principals if a corporation, are engaged, giving (a) nature of activity, (b) location of activity, and (c) hours devoted to each activity.

	Place an "X" in the appropriate column.	YES	NO
11. Is individual transferee, or if partnership each member of partnership, a citizen of the United States? ➤	X		
12. Is transferee or any party to this application a representative of an alien or of a foreign government? ➤			X
13. If transferee is a partnership, attach as Exhibit No. _____ one copy, properly certified of the partnership agreement, or if oral, complete details thereof. N/A			
14. If transferee is a Corporation (including joint stock companies) or Association, answer the following: N/A			
a. Under laws of what State or Country is it organized?			
(1) Attach as Exhibit No. _____ a certified copy of the Articles of Incorporation (charter) if not heretofore on file with the Commission.			
(2) Attach as Exhibit No. _____ the names, addresses and percentages of stock held by all principals of the corporation and by all stockholders owning and/or voting 10 percent or more of the transferee's stock.			
b. Is any director or officer an alien? ➤			
c. Is more than one-fifth of the capital stock owned of record, or may it be voted, by aliens or their representatives, or by a foreign government or representatives thereof, or by a corporation organized under the laws of a foreign government? ➤			
d. Is transferee directly or indirectly controlled by an other corporation? If "YES", give in Exhibit No. _____ the names and addresses of all such controlling corporations to and including organization having final control and furnish for each all the information requested in 14a through c above. ➤			
e. Is transferee directly or indirectly controlled by any other corporation of which any officer or more than one-fourth of the directors are aliens? ➤			
f. Is more than one-fourth of the capital stock of any controlling corporation owned of record, or may it be voted by aliens or their representatives, or by a foreign government or representative thereof, or by an corporation organized under the laws of a foreign government? ➤			
15. Is transferee directly or indirectly interested in or affiliated with any entity or person engaged in the business of providing a public land line message telephone service? If "YES", and transferee is not a land line telephone carrier, attach as Exhibit No. _____ a statement relating the facts. ➤			X
16. If permittee or licensee holds any Multipoint Distribution Service (MDS or MMDS) authorizations, is transferee directly or indirectly interested in or affiliated with, or has leasing arrangements with a cable television company? If "YES", submit as Exhibit No. _____ a description of the relationship and a map showing overlap of boundaries of cable franchise area and MDS station's protected service area, if any. N/A ➤			
17. Has transferee or any party to this application had any station authorization revoked or had any application for construction permit, license or renewal denied by the Commission? If "YES", attach as Exhibit No. _____ a statement relating all the pertinent circumstances. ➤			X
18. Has any court finally adjudged the transferee, or any person directly or indirectly controlling the transferee, guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement, or any other means or of unfair methods of competition? If "YES", attach as Exhibit No. _____ a statement relating the facts. ➤			X
19. Has the transferee, or any party to this application, or any person directly or indirectly controlling the transferee ever been convicted of a crime for which the penalty imposed was a fine of \$500 or more, or an imprisonment of six months or more? If "YES", attach as Exhibit No. _____ a statement relating the facts. ➤			X
20. Is transferee, or any person directly or indirectly controlling the transferee, presently a party in any matter referred to in Items 17, 18, or 19? If "YES", attach as Exhibit No. _____ a statement relating the facts. ➤			X
21. Is transferee directly or indirectly, through stock ownership, contract, or otherwise, interested in the ownership or control of any other radio stations licensed by this Commission? If "YES", give (a) call sign and service, (b) location, and (c) name of licensee below. ➤			X
22. Has applicant ever been directly or indirectly interested in the ownership or control of any radio stations other than those stated in Item 21 above? If "YES", give (a) call sign and service, (b) location, and (c) name of licensee below. ➤			X

	Place an "X" in the appropriate column.	YES	NO
23. Will transferee propose any of the following changes after the transfer of control is authorized (see instructions):			
a. Changes in the services currently offered? If "YES", attach as Exhibit No. ____ a brief statement of the proposed changes.	➤		X
b. Changes in technical personnel, maintenance or repair of facilities? If "YES", attach as Exhibit No. ____ a description of positions to be changed and specific arrangements for prompt maintenance or repair of facilities.	➤		X
c. Changes in management or personnel responsible for the operation of the station? If "YES", in Exhibit No. ____, describe the manner in which the proposal will operate, and list present positions of responsibility to be changed and proposed positions and division of responsibility, including hours of physical supervision. (When responsibilities are to be divided with any other business, give the name and address of owner of each such business and submit copy of working agreement.)	➤		X
24. If transferee is a corporation, is stock of transferee to be sold after this consent is issued for any other purpose? If "YES", explain purpose in Exhibit No. ____.	➤	N/A	
25. Does transferee now hold any obligations of licensee corporation? If "YES", in Exhibit No. ____, describe the obligations, methods by which acquired, and the dates on which they were obtained.	➤		X
26. Does local or state law require any authorization to transfer the control of the facilities and/or operations involved herein? If "YES", attach as Exhibit No. ____ a single certified copy of such authorization.	➤		X
27. a. Is transferee personally familiar with the provisions of the Commission's Rules governing the services which are the subject of this application?	➤	X	
b. Has transferee examined the subject facilities and determined that construction and operation is in compliance with current authorizations and the Commission's Rules?	➤	See Exhibit V	
28. Attach as Exhibit No. <u>VI</u> a complete statement, setting forth facts which show how the instant proposal will be in the public interest, and disclosing all relationships, affiliations or connections between the transferee and current or prospective subscribers. The statement should contain the names of any common stockholders, officers, directors, employees or individuals closely related to the management or control of the facilities of the transferee and any subscriber.			
29. If corporate permittee or licensee holds any authorizations for Part 21 stations, answer (a) and (b) below:			
a. Does authorization involve facilities that have not been constructed? If "YES", does transferee represent that it has, or has reasonable assurance that it will have, the ability to meet the expected cost of constructing any such facilities within the construction period, and the estimated operating expenses for twelve months?	➤		X
b. Were facilities authorized following a comparative hearing and have been operated less than one year; or involve facilities that have not been constructed; or involve facilities that were authorized following a random selection proceeding in which the successful applicant received a preference and that have been operated for less than one year?	➤		X
30. Does transferee represent that the information given in Part III of this application is true and correct, including any contracts or other instruments submitted, and that said information and contracts (if any) constitute the full agreement?	➤	X	
31. Does transferee acknowledge that, if Commission consents, transfer of control must be completed within 45 days of date of consent and Commission must be notified by letter within 10 days of consummation?	➤	X	

CERTIFICATION: Neither the applicant nor any other party to the application is subject to a denial of Federal benefits that includes FCC benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. Section 862, because of a conviction for possession or distribution of a controlled substance. The undersigned represents that all the attached exhibits pertinent to Part III are a material part hereof and are incorporated herein as if set out in full in this application; and certifies that all the statements made in Part III of this application are true, complete and correct to the best of his (her) knowledge and belief.

Willful false statements made on this application are punishable by fine and imprisonment (U. S. Code, Title 18, Section 1001) and/or revocation of any station license or construction permit (U.S.Code, Title 47, Section 312(a)(1)) and or forfeiture (U.S.Code, Title 47, Section 503).

Typed/Printed Name of Transferee	Signature	Title (Office Held by Person Signing)	Date
Howard A. White		Trustee	9/30/97

**EXHIBIT I
(Questions 1(a), 2)**

The call sign, file number, and station location of the Point-to-Point Microwave Radio Service license held by SouthernNet of South Carolina, Inc. are as follows:

<u>CALL SIGN</u>	<u>FILE NO.</u>	<u>LOCATION</u>
WHO832	20831-CF-R-91	Stevens Center, SC

**EXHIBIT II
(Question 5)**

Due to the nature of this transaction, a representation on the part of the Licensee cannot be made with respect to the Licensee's Articles of Incorporation. A certified copy of the Articles of Incorporation of the Licensee was provided to the Commission in FCC GN Dkt. No. 96-245 on December 2, 1996, and Transferee requests that the Commission incorporate that filing by reference herein.

**EXHIBIT III
(Questions 6 and 7)**

A description of this transaction is contained in Volume I, Section I of this consolidated filing. In addition, on October 1, 1997, WorldCom, Inc. is submitting its Form S-4 Registration Statement at the Securities and Exchange Commission ("SEC") which describes the transaction in greater detail. The Form S-4 will be publicly available on the SEC's Electronic Data Gathering, Analysis and Retrieval (EDGAR) system which can be accessed at <<http://www.sec.gov>>. A copy of the Voting Trust Agreement is contained in Volume I, Section IV.A of this consolidated filing.

**Volume II, Section I.C
FCC Form 704
Step I Application**

**EXHIBIT IV
(Questions 9-10)**

A statement regarding the principal business, employment, and qualifications of Howard A. White, Trustee, is contained in Volume I, Section II.B of this consolidated filing.

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(Question 27(b))**

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