

EXHIBIT A

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re :
: Chapter 11 Case No.
WORLDCOM, INC., et al., : 02-13533 (AJG)
: (Jointly Administered)
Debtors. :
: 22001 Loudon County Parkway :
: Ashburn, VA 20147 :
: :
-----X

BALLOT FOR ACCEPTING OR REJECTING DEBTORS' JOINT PLAN OF REORGANIZATION UNDER CHAPTER 11 OF THE BANKRUPTCY CODE

BALLOT FOR VOTING CLASS 2 SECURED TAX CLAIMS

The above-captioned debtors and debtors in possession, more specifically identified in the accompanying Addendum to Ballot (collectively, the "Debtors"), have filed the Debtors' Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code, dated May 18, 2003 (the "Plan"). The Plan is Exhibit A to the Debtors' Disclosure Statement Pursuant to Section 1125 of the Bankruptcy Code, dated May 18, 2003 (the "Disclosure Statement"), which accompanies this Ballot. If you are, as of May [___], 2003, the holder of an unpaid secured tax claim against any of the Debtors identified in the Addendum to Ballot which arose prior to the commencement of such Debtor's chapter 11 case (the "Commencement Date"), please use this Ballot to cast your vote to accept or reject the Plan. The Bankruptcy Court has approved the Disclosure Statement, which provides information to assist you in deciding how to vote on the Plan. Bankruptcy Court approval of the Disclosure Statement does not indicate approval of the Plan by the Bankruptcy Court. If you do not have a Disclosure Statement or Addendum to Ballot, you may obtain a copy by contacting the Debtors' Voting Agent, Innisfree M&A Incorporated, at [_____] (toll free).

IMPORTANT

You should review the Disclosure Statement and the Plan before you vote. You may wish to seek legal advice concerning the Plan and the classification and treatment of your claim or claims under the Plan. All of your secured tax claims against the Debtors have been placed in class 2 under the Plan. If you hold more than one claim against the Debtors, you will receive a Ballot for each claim you are entitled to vote.

VOTING DEADLINE: 4:00 P. M. EASTERN TIME ON [_____] , 2003.

If your vote is not received by the Debtors' Voting Agent, Innisfree M&A Incorporated, on or before the Voting Deadline and such deadline is not extended, your vote will not count as either an acceptance or rejection of the Plan.

Ballots will not be accepted by facsimile transmission.

If the Plan is confirmed by the Bankruptcy Court, it will be binding on you whether or not you vote.

This Ballot is *not* a letter of transmittal and may *not* be used for any purpose other than to cast votes to accept or reject the Plan.

HOW TO VOTE

1. COMPLETE ITEM 1 AND ITEM 2.
2. REVIEW THE CERTIFICATIONS CONTAINED IN ITEM 3.
3. **SIGN THE BALLOT.**
4. RETURN THE BALLOT IN THE PRE-ADDRESSED POSTAGE-PAID ENVELOPE (SO THAT IT IS RECEIVED BEFORE THE VOTING DEADLINE).
5. YOU MUST VOTE THE FULL AMOUNT OF YOUR SECURED TAX CLAIM REPRESENTED BY THIS BALLOT *EITHER TO ACCEPT OR TO REJECT THE PLAN AND MAY NOT SPLIT YOUR VOTE.*
6. ANY EXECUTED BALLOT RECEIVED THAT (A) DOES NOT INDICATE EITHER AN ACCEPTANCE OR REJECTION OF THE PLAN, OR (B) THAT INDICATES BOTH AN ACCEPTANCE AND A REJECTION OF THE PLAN, WILL NOT BE COUNTED.

Item 1. *Amount of Secured Tax Claim Voted.* The undersigned certifies that as of May [___], 2003, the undersigned held a Secured Tax Claim against a Debtor in the following aggregate unpaid amount, which arose prior to the Debtor's Commencement Date (insert amount in the box below):

\$ _____

Item 2. **Vote.** The holder of the Secured Tax Claim identified in Item 1 votes as follows (check one box only—if you do not check a box your vote will not be counted; if you check both boxes your vote will not be counted):

to **Accept** the Plan. OR to **Reject** the Plan.

Item 3. **Certification.** By returning this Ballot, the holder of the Secured Tax Claim identified in Item 1 certifies that (a) this Ballot is the only Ballot submitted for such Secured Tax Claim, (b) it has full power and authority to vote to accept or reject the Plan with respect to the Secured Tax Claim listed in Item 1, (c) it was the holder of the Secured Tax Claim described in Item 1 as of May [___], 2003, and (d) it has received a copy of the Disclosure Statement (including the exhibits thereto) and understands that the solicitation of votes for the Plan is subject to all the terms and conditions set forth in the Disclosure Statement.

Name of Creditor : _____
(Print or Type)

Social Security or Federal Tax ID. No.: _____
(Optional)

Signature: _____

Print Name : _____

Title: _____
(If Appropriate)

Street Address: _____

City, State, Zip Code: _____

Telephone Number: () _____

Date Completed: _____

This Ballot shall not constitute or be deemed a proof of claim or equity interest, an assertion of a claim or equity interest, or the allowance of a claim or equity interest.

YOUR VOTE MUST BE FORWARDED IN AMPLE TIME FOR YOUR VOTE TO BE RECEIVED BY THE VOTING AGENT, INNIS FREE M&A INCORPORATED, BY 4:00 P. M., EASTERN TIME, ON [_____] , 2003, OR YOUR VOTE WILL NOT BE COUNTED.

IF YOU HAVE ANY QUESTIONS REGARDING THIS BALLOT OR THE VOTING PROCEDURES, OR IF YOU NEED A BALLOT OR ADDITIONAL COPIES OF THE DISCLOSURE STATEMENT OR OTHER ENCLOSED MATERIALS, PLEASE CALL THE VOTING AGENT, INNISFREE M&A INCORPORATED, AT [_____] (TOLL FREE).

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X
In re :
: Chapter 11 Case No.
WORLDCOM, INC., et al., : 02-13533 (AJG)
: (Jointly Administered)
Debtors. :
: 22001 Loudoun County Parkway :
Ashburn, VA 20147 :
: :
-----X

BALLOT FOR ACCEPTING OR REJECTING DEBTORS' JOINT PLAN OF REORGANIZATION UNDER CHAPTER 11 OF THE BANKRUPTCY CODE

BALLOT FOR VOTING CLASS 4 CONVENIENCE CLAIMS

The above-captioned debtors and debtors in possession, more specifically identified in the accompanying Addendum to Ballot (collectively, the "Debtors"), have filed the Debtors' Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code, dated May 18, 2003 (the "Plan"). The Plan is Exhibit A to the Debtors' Disclosure Statement Pursuant to Section 1125 of the Bankruptcy Code, dated May 18, 2003 (the "Disclosure Statement"), which accompanies this Ballot. If you are, as of May [___], 2003, the holder of a general unsecured claim against any of the Debtors identified in the Addendum to Ballot, which arose prior to the commencement of such Debtor's chapter 11 case (the "Commencement Date") and which is forty thousand dollars (\$40,000) or less in unpaid principal amount (a "Convenience Claim"), please use this Ballot to cast your vote to accept or reject the Plan. The Bankruptcy Court has approved the Disclosure Statement, which provides information to assist you in deciding how to vote on the Plan. Bankruptcy Court approval of the Disclosure Statement does not indicate approval of the Plan by the Bankruptcy Court. If you do not have a Disclosure Statement or Addendum to Ballot, you may obtain a copy by contacting the Debtors' Voting Agent, Innisfree M&A Incorporated, at [_____] (toll free).

IMPORTANT

You should review the Disclosure Statement and the Plan before you vote. You may wish to seek legal advice concerning the Plan and the classification and treatment of your claim or claims under the Plan. Your Convenience Claims have been placed in class 4 under the Plan. If you hold more than one claim against the Debtors, you will receive a Ballot for each claim you are entitled to vote.

VOTING DEADLINE: 4:00 P. M. EASTERN TIME ON [_____] , 2003.

If your vote is not received by the Debtors' Voting Agent, Innisfree M&A Incorporated, on or before the Voting Deadline and such deadline is not extended, your vote will not count as either an acceptance or rejection of the Plan.

Ballots will not be accepted by facsimile transmission.

If the Plan is confirmed by the Bankruptcy Court, it will be binding on you whether or not you vote.

This Ballot is *not* a letter of transmittal and may *not* be used for any purpose other than to cast votes to accept or reject the Plan.

HOW TO VOTE

1. COMPLETE ITEM 1 AND ITEM 2.
2. REVIEW THE CERTIFICATIONS CONTAINED IN ITEM 3.
3. **SIGN THE BALLOT.**
4. RETURN THE BALLOT IN THE PRE-ADDRESSED POSTAGE-PAID ENVELOPE (SO THAT IT IS RECEIVED BEFORE THE VOTING DEADLINE).
5. YOU MUST VOTE THE FULL AMOUNT OF YOUR CONVENIENCE CLAIM REPRESENTED BY THIS BALLOT *EITHER TO ACCEPT OR TO REJECT THE PLAN AND MAY NOT SPLIT YOUR VOTE.*
6. ANY EXECUTED BALLOT RECEIVED THAT (A) DOES NOT INDICATE EITHER AN ACCEPTANCE OR REJECTION OF THE PLAN, OR (B) THAT INDICATES BOTH AN ACCEPTANCE AND A REJECTION OF THE PLAN, WILL NOT BE COUNTED.

Item 1. Amount of Convenience Claim Voted. The undersigned certifies that as of May [___], 2003, the undersigned held a Convenience Claim against a Debtor in the following aggregate unpaid amount, which arose prior to the Debtor's Commencement Date (insert amount in the box below):

\$

Item 2. Vote. The holder of the Convenience Claim identified in Item 1 votes as follows (check one box only—if you do not check a box your vote will not be counted; if you check both boxes your vote will not be counted):

to **Accept** the Plan. OR to **Reject** the Plan.

Item 3. Certification. By returning this Ballot, the holder of the Convenience Claim identified in Item 1 certifies that (a) this Ballot is the only Ballot submitted for such Convenience Claim, (b) it has full power and authority to vote to accept or reject the Plan with respect to the Convenience Claim listed in Item 1, (c) it was the holder of the Convenience Claim described in Item 1 as of May [___], 2003, and (d) it has received a copy of the Disclosure Statement (including the exhibits thereto) and understands that the solicitation of votes for the Plan is subject to all the terms and conditions set forth in the Disclosure Statement.

Name of Creditor : _____
(Print or Type)

Social Security or Federal Tax ID. No.: _____
(Optional)

Signature: _____

Print Name : _____

Title: _____
(If Appropriate)

Street Address: _____

City, State, Zip Code: _____

Telephone Number: () _____

Date Completed: _____

This Ballot shall not constitute or be deemed a proof of claim or equity interest, an assertion of a claim or equity interest, or the allowance of a claim or equity interest.

YOUR VOTE MUST BE FORWARDED IN AMPLE TIME FOR YOUR VOTE TO BE RECEIVED BY THE VOTING AGENT, INNISFREE M&A INCORPORATED, BY 4:00 P. M., EASTERN TIME, ON [_____], 2003, OR YOUR VOTE WILL NOT BE COUNTED.

IF YOU HAVE ANY QUESTIONS REGARDING THIS BALLOT OR THE VOTING PROCEDURES, OR IF YOU NEED A BALLOT OR ADDITIONAL COPIES OF THE DISCLOSURE STATEMENT OR OTHER ENCLOSED

MATERIALS, PLEASE CALL THE VOTING AGENT, INNISFREE M&A INCORPORATED, AT [_____] (TOLL FREE).

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X
In re :
: **Chapter 11 Case No.**
WORLDCOM, INC., et al., : **02-13533 (AJG)**
: **(Jointly Administered)**
: **Debtors.** :
: **22001 Loudoun County Parkway** :
Ashburn, VA 20147 :
: :
: :
-----X

**BALLOT FOR ACCEPTING OR REJECTING DEBTORS' JOINT PLAN OF REORGANIZATION
UNDER CHAPTER 11 OF THE BANKRUPTCY CODE**

BALLOT FOR VOTING CLASS 5 WORLDCOM SENIOR DEBT CLAIMS
(Claims of holders of [__]% WorldCom Notes, due [____], Cusip _____)

The above-captioned debtors and debtors in possession, more specifically identified in the accompanying Addendum to Ballot (collectively, the "Debtors"), have filed the Debtors' Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code, dated May 18, 2003 (the "Plan"). The Plan is Exhibit A to the Debtors' Disclosure Statement Pursuant to Section 1125 of the Bankruptcy Code, dated May 18, 2003 (the "Disclosure Statement"), which accompanies this Ballot. If you are, as of May [__], 2003, a beneficial owner of [__]% notes due [____], issued by WorldCom, Inc. ("WorldCom") prior to July 22, 2002 under the indenture, dated [____], between WorldCom and Chase Manhattan Trust Company, N.A., as amended (collectively, the "WorldCom Notes"), please use this Ballot to cast your vote to accept or reject the Plan. The Bankruptcy Court has approved the Disclosure Statement, which provides information to assist you in deciding how to vote on the Plan. Bankruptcy Court approval of the Disclosure Statement does not indicate approval of the Plan by the Bankruptcy Court. If you do not have a Disclosure Statement or Addendum to Ballot, you may obtain a copy by contacting the Debtors' Voting Agent, Innisfree M&A Incorporated, at [____] (toll free).

IMPORTANT

You should review the Disclosure Statement and the Plan before you vote. You may wish to seek legal advice concerning the Plan and the classification and treatment of your claim or claims under the Plan. Your claim in respect of your WorldCom Notes has been placed in class 5 under the Plan. If you hold more than one claim against the Debtors, you will receive a Ballot for each claim you are entitled to vote.

VOTING DEADLINE: 4:00 P. M. EASTERN TIME ON [____], 2003.

If your vote is not received by the Debtors' Voting Agent, Innisfree M&A Incorporated, on or before the Voting Deadline and such deadline is not extended, your vote will not count as either an acceptance or rejection of the Plan.

Ballots will not be accepted by facsimile transmission.

If the Plan is confirmed by the Bankruptcy Court, it will be binding on you whether or not you vote.

This Ballot is *not* a letter of transmittal and may *not* be used for any purpose other than to cast votes to accept or reject the Plan.

HOW TO VOTE

1. COMPLETE ITEM 1 (if not already filled out by your nominee) AND ITEM 2, AND COMPLETE ITEM 3 (if applicable).
2. REVIEW THE CERTIFICATIONS CONTAINED IN ITEM 4.
3. **SIGN THE BALLOT** (unless your Ballot has already been signed or “prevalidated” by your nominee).
4. RETURN THE BALLOT IN THE PRE-ADDRESSED POSTAGE-PAID ENVELOPE (if the enclosed envelope is addressed to your nominee, make sure your nominee receives your Ballot in time to submit it before the voting deadline).
5. YOU MUST VOTE ALL YOUR [__]% WORLDCOM NOTES *EITHER TO ACCEPT OR TO REJECT THE PLAN AND MAY NOT SPLIT YOUR VOTE.*
6. **IF YOU ALSO OWN ANY BANK CLAIMS UNDER THE 364-DAY FACILITY AND/OR THE REVOLVING CREDIT FACILITY (THE “BANK CLAIMS”):** YOU WILL ALSO RECEIVE A SEPARATE BALLOT TO VOTE YOUR BANK CLAIMS.
7. ANY BALLOT RECEIVED THAT DOES NOT INDICATE EITHER AN ACCEPTANCE OR REJECTION OF THE PLAN OR THAT INDICATES BOTH AN ACCEPTANCE AND A REJECTION OF THE PLAN WILL NOT BE COUNTED.

Item 1. Principal Amount of [__]% WorldCom Notes Voted. The undersigned certifies that as of May [__], 2003, the undersigned was either the beneficial owner, or the nominee of a beneficial owner, of [__]% WorldCom Notes in the following aggregate unpaid principal amount (insert amount in the box below). If your WorldCom Notes are held by a nominee on your behalf and you do not know the amount, please contact your nominee immediately. (For purposes of this Ballot, it is not necessary and you should not adjust the principal amount for any accrued or unmatured interest.)

\$

Item 2. Vote. The beneficial owner of the WorldCom Notes identified in Item 1 votes as follows (check one box only—if you do not check a box your vote will not be counted):

to **Accept** the Plan. OR to **Reject** the Plan.

Item 3. Identify All Other [__]% WorldCom Notes Voted. By returning this Ballot, the beneficial owner of the WorldCom Notes identified in Item 1 certifies that (a) this Ballot is the only Ballot submitted for the [__]% WorldCom Notes owned by such beneficial owner, except for the WorldCom Notes identified in the following table, (b) *all* of the [__]% WorldCom Notes for which the beneficial owner has submitted Ballots are identified in the following table, and (c) *all* Ballots for [__]% WorldCom Notes submitted by the beneficial owner indicate the same vote to accept or reject the Plan that the beneficial owner has indicated in Item 2 of this Ballot (please use additional sheets of paper if necessary):

**ALL [__]% WORLDCOM
NOTES ON OTHER BALLOTS**

Account Number	Name of Registered Holder or Nominee	Principal Amount of Other [__]% WorldCom Notes Voted
		\$
		\$
		\$

Item 4. Certification. By returning this Ballot, the beneficial owner of the WorldCom Notes identified in Item 1 certifies that (a) it has full power and authority to vote to accept or reject the Plan with respect to the WorldCom Notes listed in Item 1, (b) it was the beneficial owner of the WorldCom Notes described in Item 1 on May [____], 2003, (c) *all* Ballots to vote [__]% WorldCom Notes submitted by the beneficial owner indicate the same vote to accept or reject the Plan that the beneficial owner has indicated on this Ballot, and (d) it has received a copy of the Disclosure Statement (including the exhibits thereto) and understands that the solicitation of votes for the Plan is subject to all the terms and conditions set forth in the Disclosure Statement.

Name of Creditor: _____
(Print or Type)

Social Security or Federal Tax ID. No.: _____
(Optional)

Signature: _____

Print Name: _____

Title: _____
(If Appropriate)

Street Address: _____

City, State, Zip Code: _____

Telephone Number: (____) _____

Date Completed: _____

This Ballot shall not constitute or be deemed a proof of claim or equity interest or an assertion of a claim or equity interest.

YOUR VOTE MUST BE FORWARDED IN AMPLE TIME FOR YOUR VOTE TO BE RECEIVED BY THE VOTING AGENT, INNISFREE M&A INCORPORATED, BY 4:00 P.M., EASTERN TIME, ON [____], 2003, OR YOUR VOTE WILL NOT BE COUNTED. IF THE ENCLOSED ENVELOPE IS ADDRESSED TO YOUR NOMINEE, MAKE SURE YOUR NOMINEE RECEIVES YOUR BALLOT IN TIME TO SUBMIT IT BEFORE THE VOTING DEADLINE.

IF YOU HAVE ANY QUESTIONS REGARDING THIS BALLOT OR THE VOTING PROCEDURES, OR IF YOU NEED A BALLOT OR ADDITIONAL COPIES OF THE DISCLOSURE STATEMENT OR OTHER ENCLOSED MATERIALS, PLEASE CALL THE VOTING AGENT, INNISFREE M&A INCORPORATED, AT [____] (TOLL FREE).

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X
In re :
: Chapter 11 Case No.
WORLD COM, INC., et al., : 02-13533 (AJG)
: (Jointly Administered)
Debtors. :
: 22001 Loudoun County Parkway :
: Ashburn, VA 20147 :
: :
-----X

**BALLOT FOR ACCEPTING OR REJECTING DEBTORS' JOINT PLAN OF REORGANIZATION
UNDER CHAPTER 11 OF THE BANKRUPTCY CODE**

**BALLOT FOR VOTING CLASS 5 WORLD COM SENIOR DEBT CLAIMS
(Claims of holders of [] facility Bank Claims)**

The above-captioned debtors and debtors in possession, more specifically identified in the accompanying Addendum to Ballot (collectively, the "Debtors"), have filed the Debtors' Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code, dated May 18, 2003 (the "Plan"). The Plan is Exhibit A to the Debtors' Disclosure Statement Pursuant to Section 1125 of the Bankruptcy Code, dated May 18, 2003 (the "Disclosure Statement"), which accompanies this Ballot. If you are, as of May [], 2003, the holder of claims against WorldCom, Inc. ("WorldCom") under the [] revolving credit facility, dated as of June 8, 2001 (collectively, "Bank Claims"), please use this Ballot to cast your vote to accept or reject the Plan. The Bankruptcy Court has approved the Disclosure Statement, which provides information to assist you in deciding how to vote on the Plan. Bankruptcy Court approval of the Disclosure Statement does not indicate approval of the Plan by the Bankruptcy Court. If you do not have a Disclosure Statement or Addendum to Ballot, you may obtain a copy by contacting the Debtors' Voting Agent, Innisfree M&A Incorporated, at [] (toll free).

IMPORTANT

You should review the Disclosure Statement and the Plan before you vote. You may wish to seek legal advice concerning the Plan and the classification and treatment of your claim or claims under the Plan. Your Bank Claims have been placed in class 5 under the Plan. If you hold more than one claim against the Debtors, you will receive a Ballot for each claim you are entitled to vote.

VOTING DEADLINE: 4:00 P. M. EASTERN TIME ON [], 2003.

If your vote is not received by the Debtors' Voting Agent, Innisfree M&A Incorporated, on or before the Voting Deadline and such deadline is not extended, your vote will not count as either an acceptance or rejection of the Plan.

Ballots will not be accepted by facsimile transmission.

If the Plan is confirmed by the Bankruptcy Court, it will be binding on you whether or not you vote.

This Ballot is *not* a letter of transmittal and may *not* be used for any purpose other than to cast votes to accept or reject the Plan.

HOW TO VOTE

1. COMPLETE ITEM 1 AND ITEM 2.
2. REVIEW THE CERTIFICATIONS CONTAINED IN ITEM 3.
3. **SIGN THE BALLOT.**
4. RETURN THE BALLOT IN THE PRE-ADDRESSED POSTAGE-PAID ENVELOPE.
5. YOU MUST VOTE THE FULL AMOUNT OF YOUR BANK CLAIM *EITHER* TO ACCEPT *OR* TO REJECT THE PLAN AND MAY NOT SPLIT YOUR VOTE.
6. **IF YOU ALSO ARE (i) A HOLDER OF A CLAIM ARISING UNDER THE [] REVOLVING CREDIT FACILITY, DATED AS OF JUNE 8, 2001, OR (ii) THE BENEFICIAL OWNER OF NOTES ISSUED BY WORLDCOM UNDER (A) THE INDENTURE, DATED APRIL 12, 2000, BETWEEN WORLDCOM AND CHASE MANHATTAN TRUST COMPANY, N.A., AS AMENDED AND/OR (B) THE INDENTURE, DATED MARCH 1, 1997, BETWEEN WORLDCOM AND CHASE MANHATTAN TRUST COMPANY, N.A., AS AMENDED: YOU WILL ALSO RECEIVE A SEPARATE BALLOT TO VOTE SUCH CLAIM(S).**
7. ANY BALLOT RECEIVED THAT DOES NOT INDICATE EITHER AN ACCEPTANCE OR REJECTION OF THE PLAN OR THAT INDICATES BOTH AN ACCEPTANCE AND A REJECTION OF THE PLAN WILL NOT BE COUNTED.

Item 1. Principal Amount of Bank Claims Voted. The undersigned certifies that as of May [], 2003, the undersigned held Bank Claims in the following aggregate unpaid principal amount (insert amount in the box below). (For purposes of this Ballot, it is not necessary and you should not adjust the principal amount for any accrued or unmatured interest.)

\$

Item 2. Vote. The holder of the Bank Claims identified in Item 1 votes as follows (check one box only—if you do not check a box your vote will not be counted):

to **Accept** the Plan. OR to **Reject** the Plan.

Item 3. Certification. By returning this Ballot, the holder of the Bank Claims identified in Item 1 certifies that (a) it has full power and authority to vote to accept or reject the Plan with respect to the Bank Claims listed in Item 1, (b) it was the beneficial owner of the Bank Claims described in Item 1 on May [___], 2003, and (c) it has received a copy of the Disclosure Statement (including the exhibits thereto) and understands that the solicitation of votes for the Plan is subject to all the terms and conditions set forth in the Disclosure Statement.

Name of Creditor: _____
(Print or Type)

Social Security or Federal Tax ID. No.: _____
(Optional)

Signature: _____

Print Name : _____
(If Appropriate)

Title: _____
(If Appropriate)

Street Address: _____

City, State, Zip Code: _____

Telephone Number: () _____

Date Completed: _____

This Ballot shall not constitute or be deemed a proof of claim or equity interest or an assertion of a claim or equity interest.

YOUR VOTE MUST BE FORWARDED IN AMPLE TIME FOR YOUR VOTE TO BE RECEIVED BY THE VOTING AGENT, INNISFREE M&A INCORPORATED, BY 4:00 P.M., EASTERN TIME, ON [____], 2003, OR YOUR VOTE WILL NOT BE COUNTED. IF THE ENCLOSED ENVELOPE IS ADDRESSED TO YOUR NOMINEE, MAKE SURE YOUR NOMINEE RECEIVES YOUR BALLOT IN TIME TO SUBMIT IT BEFORE THE VOTING DEADLINE.

IF YOU HAVE ANY QUESTIONS REGARDING THIS BALLOT OR THE VOTING PROCEDURES, OR IF YOU NEED A BALLOT OR ADDITIONAL COPIES OF THE DISCLOSURE STATEMENT OR OTHER ENCLOSED MATERIALS, PLEASE CALL THE VOTING AGENT, INNISFREE M&A INCORPORATED, AT [_____] (TOLL FREE).

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X
In re :
: Chapter 11 Case No.
WORLDCOM, INC., et al., : 02-13533 (AJG)
: (Jointly Administered)
Debtors. :
: 22001 Loudoun County Parkway :
: Ashburn, VA 20147 :
: :
-----X

BALLOT FOR ACCEPTING OR REJECTING DEBTORS' JOINT PLAN OF REORGANIZATION UNDER CHAPTER 11 OF THE BANKRUPTCY CODE

BALLOT FOR VOTING CLASS 6 WORLDCOM GENERAL UNSECURED CLAIMS

The above-captioned debtors and debtors in possession, more specifically identified in the accompanying Addendum to Ballot (collectively, the "Debtors"), have filed the Debtors' Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code, dated May 18, 2003 (the "Plan"). The Plan is Exhibit A to the Debtors' Disclosure Statement Pursuant to Section 1125 of the Bankruptcy Code, dated May 18, 2003 (the "Disclosure Statement"), which accompanies this Ballot. If you are, as of May [___], 2003, the holder of an unpaid general unsecured claim against any of the Debtors identified in the Addendum to Ballot as "WorldCom Debtors" which arose prior to the commencement of such WorldCom Debtor's chapter 11 case (the "Commencement Date"), please use this Ballot to cast your vote to accept or reject the Plan. The Bankruptcy Court has approved the Disclosure Statement, which provides information to assist you in deciding how to vote on the Plan. Bankruptcy Court approval of the Disclosure Statement does not indicate approval of the Plan by the Bankruptcy Court. If you do not have a Disclosure Statement or Addendum to Ballot, you may obtain a copy by contacting the Debtors' Voting Agent, Innisfree M&A Incorporated, at [_____] (toll free).

IMPORTANT

You should review the Disclosure Statement and the Plan before you vote. You may wish to seek legal advice concerning the Plan and the classification and treatment of your claim or claims under the Plan. All of your general unsecured claims against WorldCom Debtors have been placed in class 6 under the Plan. If you hold more than one claim against the Debtors, you will receive a Ballot for each claim you are entitled to vote.

VOTING DEADLINE: 4:00 P. M. EASTERN TIME ON [_____] , 2003.

If your vote is not received by the Debtors' Voting Agent, Innisfree M&A Incorporated, on or before the Voting Deadline and such deadline is not extended, your vote will not count as either an acceptance or rejection of the Plan and any election you have made in Item 3, below, for convenience claim treatment of your class 6 claim will not be counted.

Ballots will not be accepted by facsimile transmission.

If the Plan is confirmed by the Bankruptcy Court, it will be binding on you whether or not you vote.

This Ballot is *not* a letter of transmittal and may *not* be used for any purpose other than to cast votes to accept or reject the Plan and/or to elect convenience claim treatment of your class 6 claims .

HOW TO VOTE

1. COMPLETE ITEM 1 AND ITEM 2.
2. IF DESIRED, COMPLETE ITEM 3.
3. REVIEW THE CERTIFICATIONS CONTAINED IN ITEM 4.
4. **SIGN THE BALLOT.**
5. RETURN THE BALLOT IN THE PRE-ADDRESSED POSTAGE-PAID ENVELOPE (SO THAT IT IS RECEIVED BEFORE THE VOTING DEADLINE).
6. YOU MUST VOTE THE FULL AMOUNT OF YOUR GENERAL UNSECURED CLAIM REPRESENTED BY THIS BALLOT *EITHER* TO ACCEPT *OR* TO REJECT THE PLAN AND MAY NOT SPLIT YOUR VOTE.
7. ANY EXECUTED BALLOT RECEIVED THAT (A) DOES NOT INDICATE EITHER AN ACCEPTANCE OR REJECTION OF THE PLAN OR (B) THAT INDICATES BOTH AN ACCEPTANCE AND A REJECTION OF THE PLAN, WILL NOT BE COUNTED.

Item 1. *Amount of WorldCom General Unsecured Claim Voted.* The undersigned certifies that as of May [___], 2003, the undersigned held a general unsecured claim against a WorldCom Debtor in the following unpaid amount, which arose prior to the WorldCom Debtor's Commencement Date (insert amount in the box below):

\$

Item 2. **Vote.** The holder of the general unsecured claim identified in Item 1 votes as follows (check one box only—if you do not check a box your vote will not be counted; if you check both boxes your vote will not be counted):

to **Accept** the Plan. OR to **Reject** the Plan.

Item 3. **Voluntary Election of Convenience Claim Treatment.** By checking the box below, the holder of the general unsecured claim identified in Item 1 elects to have its Allowed Class 6 WorldCom General Unsecured Claim treated as a Convenience Claim under the Plan and to receive the treatment specified in Section 4.04 of the Plan. If the box below is **not** checked, such holder's Allowed Class 6 WorldCom General Unsecured Claim will receive the treatment specified in Section 4.06 of the Plan:

Convenience Claim Treatment

NEITHER YOUR RECEIPT OF THIS BALLOT NOR YOUR ELECTION OF CONVENIENCE CLAIM TREATMENT SIGNIFIES THAT YOUR CLAIM HAS BEEN OR WILL BE ALLOWED

Item 4. Certification. By returning this Ballot, the holder of the general unsecured claim identified in Item 1 certifies that (a) this Ballot is the only Ballot submitted for such WorldCom General Unsecured Claim, (b) it has full power and authority to vote to accept or reject the Plan and to elect treatment with respect to the WorldCom General Unsecured Claim listed in Item 1, (c) it was the holder of the WorldCom General Unsecured Claim described in Item 1 as of May [___], 2003, and (d) it has received a copy of the Disclosure Statement (including the exhibits thereto) and understands that the solicitation of votes for the Plan and the election of convenience claim treatment under the Plan are subject to all the terms and conditions set forth in the Disclosure Statement and Plan.

Name of Creditor : _____
(Print or Type)

Social Security or Federal Tax ID. No.: _____
(Optional)

Signature: _____

Print Name : _____

Title: _____
(If Appropriate)

Street Address: _____

City, State, Zip Code: _____

Telephone Number: () _____

Date Completed: _____

This Ballot shall not constitute or be deemed a proof of claim or equity interest, an assertion of a claim or equity interest, or the allowance of a claim or equity interest.

YOUR VOTE MUST BE FORWARDED IN AMPLE TIME FOR YOUR VOTE TO BE RECEIVED BY THE VOTING AGENT, INNISFREE M&A INCORPORATED, BY 4:00 P. M., EASTERN TIME, ON [_____] , 2003, OR YOUR VOTE WILL NOT BE COUNTED.

IF YOU HAVE ANY QUESTIONS REGARDING THIS BALLOT OR THE VOTING PROCEDURES, OR IF YOU NEED A BALLOT OR ADDITIONAL COPIES OF THE DISCLOSURE STATEMENT OR OTHER ENCLOSED MATERIALS, PLEASE CALL THE VOTING AGENT, INNISFREE M&A INCORPORATED, AT [_____] (TOLL FREE).

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X
In re :
: Chapter 11 Case No.
WORLDCOM, INC., et al., : 02-13533 (AJG)
: (Jointly Administered)
Debtors. :
: 22001 Loudoun County Parkway :
: Ashburn, VA 20147 :
: :
-----X

**BALLOT FOR ACCEPTING OR REJECTING DEBTORS' JOINT PLAN OF REORGANIZATION
UNDER CHAPTER 11 OF THE BANKRUPTCY CODE**

BALLOT FOR VOTING CLASS 9 MCIC SENIOR DEBT CLAIMS
(Claims of holders of []% MCIC Senior Notes, due [], Cusip)

The above-captioned debtors and debtors in possession, more specifically identified in the accompanying Addendum to Ballot (collectively, the "Debtors"), have filed the Debtors' Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code, dated May 18, 2003 (the "Plan"). The Plan is Exhibit A to the Debtors' Disclosure Statement Pursuant to Section 1125 of the Bankruptcy Code, dated May 18, 2003 (the "Disclosure Statement"), which accompanies this Ballot. If you are, as of May [], 2003, a beneficial owner of []% notes due [], issued by MCI Communications Corporation ("MCIC") prior to July 22, 2002 under the senior debt indenture, dated [], between MCIC and Law Debenture Trust Company of New York, as amended, please use this Ballot to cast your vote to accept or reject the Plan. The Bankruptcy Court has approved the Disclosure Statement, which provides information to assist you in deciding how to vote on the Plan. Bankruptcy Court approval of the Disclosure Statement does not indicate approval of the Plan by the Bankruptcy Court. If you do not have a Disclosure Statement or Addendum to Ballot, you may obtain a copy by contacting the Debtors' Voting Agent, Innisfree M&A Incorporated, at [] (toll free).

IMPORTANT

You should review the Disclosure Statement and the Plan before you vote. You may wish to seek legal advice concerning the Plan and the classification and treatment of your claim or claims under the Plan. Your claims in respect of your MCIC Senior Notes ("MCIC Senior Debt Claims") have been placed in class 9 under the Plan. If you hold more than one claim against the Debtors, you will receive a Ballot for each claim you are entitled to vote.

VOTING DEADLINE: 4:00 P. M. EASTERN TIME ON [], 2003.

If your vote is not received by the Debtors' Voting Agent, Innisfree M&A Incorporated, on or before the Voting Deadline and such deadline is not extended, your vote will not count as either an acceptance or rejection of the Plan.

Ballots will not be accepted by facsimile transmission.

If the Plan is confirmed by the Bankruptcy Court, it will be binding on you whether or not you vote.

This Ballot is *not* a letter of transmittal and may *not* be used for any purpose other than to cast votes to accept or reject the Plan.

HOW TO VOTE

1. COMPLETE ITEM 1 (if not already filled out by your nominee) AND ITEM 2, AND COMPLETE ITEM 3 (if applicable).
2. REVIEW THE CERTIFICATIONS CONTAINED IN ITEM 4.
3. **SIGN THE BALLOT** (unless your Ballot has already been signed or “prevalidated” by your nominee).
4. RETURN THE BALLOT IN THE PRE-ADDRESSED POSTAGE-PAID ENVELOPE (if the enclosed envelope is addressed to your nominee, make sure your nominee receives your Ballot in time to submit it before the voting deadline).
5. YOU MUST VOTE ALL YOUR []% MCIC SENIOR DEBT CLAIMS *EITHER TO ACCEPT OR TO REJECT THE PLAN AND MAY NOT SPLIT YOUR VOTE.*
6. ANY BALLOT RECEIVED THAT DOES NOT INDICATE EITHER AN ACCEPTANCE OR REJECTION OF THE PLAN OR THAT INDICATES BOTH AN ACCEPTANCE AND A REJECTION OF THE PLAN WILL NOT BE COUNTED.

Item 1. Principal Amount of []% MCIC Senior Debt Claims Voted. The undersigned certifies that as of May [], 2003, the undersigned was either the beneficial owner, or the nominee of a beneficial owner, of []% MCIC Senior Notes in the following aggregate unpaid principal amount (insert amount in the box below). If your MCIC Senior Notes are held by a nominee on your behalf and you do not know the amount, please contact your nominee immediately. (For purposes of this Ballot, it is not necessary and you should not adjust the principal amount for any accrued or unmatured interest.)

\$

Item 2. Vote. The beneficial owner of the MCIC Senior Notes identified in Item 1 votes as follows (check one box only—if you do not check a box your vote will not be counted):

to **Accept** the Plan. OR to **Reject** the Plan.

Item 3. Identify All Other []% MCIC Senior Debt Claims Voted. By returning this Ballot, the beneficial owner of the MCIC Senior Notes identified in Item 1 certifies that (a) this Ballot is the only Ballot submitted for the []% MCIC Senior Notes owned by such beneficial owner, except for the MCIC Senior Notes identified in the following table, (b) *all* of the []% MCIC Senior Notes for which the beneficial owner has submitted Ballots are identified in the following table, and (c) *all* Ballots for []% MCIC Senior Debt Claims submitted by the beneficial owner indicate the same vote to accept or reject the Plan that the beneficial owner has indicated in Item 2 of this Ballot (please use additional sheets of paper if necessary):

**ALL []% MCIC SENIOR DEBT CLAIMS
VOTED ON OTHER BALLOTS**

Account Number	Name of Registered Holder or Nominee	Principal Amount of Other []% MCIC Senior Notes Votes
		\$
		\$
		\$

Item 4. Certification. By returning this Ballot, the beneficial owner of the MCIC Senior Notes identified in Item 1 certifies that (a) it has full power and authority to vote to accept or reject the Plan with respect to the MCIC Senior Notes listed in Item 1, (b) it was the beneficial owner of the MCIC Senior Notes described in Item 1 on May [____], 2003, (c) *all* Ballots to vote [__]% MCIC Senior Debt Claims submitted by the beneficial owner indicate the same vote to accept or reject the Plan that the beneficial owner has indicated on this Ballot, and (d) it has received a copy of the Disclosure Statement (including the exhibits thereto) and understands that the solicitation of votes for the Plan is subject to all the terms and conditions set forth in the Disclosure Statement.

Name of Creditor: _____
(Print or Type)

Social Security or Federal Tax ID. No.: _____
(Optional)

Signature: _____

Print Name: _____

Title: _____
(If Appropriate)

Street Address: _____

City, State, Zip Code: _____

Telephone Number: () _____

Date Completed: _____

This Ballot shall not constitute or be deemed a proof of claim or equity interest or an assertion of a claim or equity interest.

YOUR VOTE MUST BE FORWARDED IN AMPLE TIME FOR YOUR VOTE TO BE RECEIVED BY THE VOTING AGENT, INNISFREE M&A INCORPORATED, BY 4:00 P.M., EASTERN TIME, ON [____], 2003, OR YOUR VOTE WILL NOT BE COUNTED. IF THE ENCLOSED ENVELOPE IS ADDRESSED TO YOUR NOMINEE, MAKE SURE YOUR NOMINEE RECEIVES YOUR BALLOT IN TIME TO SUBMIT IT BEFORE THE VOTING DEADLINE.

IF YOU HAVE ANY QUESTIONS REGARDING THIS BALLOT OR THE VOTING PROCEDURES, OR IF YOU NEED A BALLOT OR ADDITIONAL COPIES OF THE DISCLOSURE STATEMENT OR OTHER ENCLOSED MATERIALS, PLEASE CALL THE VOTING AGENT, INNISFREE M&A INCORPORATED, AT [_____] (TOLL FREE).

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X
In re :
: Chapter 11 Case No.
WORLDCOM, INC., et al., : 02-13533 (AJG)
: (Jointly Administered)
Debtors. :
: 22001 Loudoun County Parkway :
: Ashburn, VA 20147 :
: :
-----X

**BALLOT FOR ACCEPTING OR REJECTING DEBTORS' JOINT PLAN OF REORGANIZATION
UNDER CHAPTER 11 OF THE BANKRUPTCY CODE**

BALLOT FOR VOTING CLASS 11 INTERMEDIA SENIOR DEBT CLAIMS
(Claims of holders of []% Intermedia Senior Notes, due [], Cusip)

The above-captioned debtors and debtors in possession, more specifically identified in the accompanying Addendum to Ballot (collectively, the "Debtors"), have filed the Debtors' Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code, dated May 18, 2003 (the "Plan"). The Plan is Exhibit A to the Debtors' Disclosure Statement Pursuant to Section 1125 of the Bankruptcy Code, dated May 18, 2003 (the "Disclosure Statement"), which accompanies this Ballot. If you are, as of May [], 2003, a beneficial owner of []% notes issued by Intermedia Communications Inc. ("Intermedia") prior to July 22, 2002 under the indenture, dated [], between Intermedia and Suntrust Bank, Central Florida, N.A., as amended, (collectively, the "Intermedia Senior Notes"), please use this Ballot to cast your vote to accept or reject the Plan. The Bankruptcy Court has approved the Disclosure Statement, which provides information to assist you in deciding how to vote on the Plan. Bankruptcy Court approval of the Disclosure Statement does not indicate approval of the Plan by the Bankruptcy Court. If you do not have a Disclosure Statement or Addendum to Ballot, you may obtain a copy by contacting the Debtors' Voting Agent, Innisfree M&A Incorporated, at [] (toll free).

IMPORTANT

You should review the Disclosure Statement and the Plan before you vote. You may wish to seek legal advice concerning the Plan and the classification and treatment of your claim or claims under the Plan. Your claims in respect of your Intermedia Senior Notes ("Intermedia Senior Debt Claims") have been placed in class 11 under the Plan. If you hold more than one claim against the Debtors, you will receive a Ballot for each claim you are entitled to vote.

VOTING DEADLINE: 4:00 P. M. EASTERN TIME ON [], 2003.

If your vote is not received by the Debtors' Voting Agent, Innisfree M&A Incorporated, on or before the Voting Deadline and such deadline is not extended, your vote will not count as either an acceptance or rejection of the Plan.

Ballots will not be accepted by facsimile transmission.

If the Plan is confirmed by the Bankruptcy Court, it will be binding on you whether or not you vote.

This Ballot is *not* a letter of transmittal and may *not* be used for any purpose other than to cast votes to accept or reject the Plan.

HOW TO VOTE

1. COMPLETE ITEM 1 (if not already filled out by your nominee) AND ITEM 2, AND COMPLETE ITEM 3 (if applicable).
2. REVIEW THE CERTIFICATIONS CONTAINED IN ITEM 4.
3. **SIGN THE BALLOT** (unless your Ballot has already been signed or “prevalidated” by your nominee).
4. RETURN THE BALLOT IN THE PRE-ADDRESSED POSTAGE-PAID ENVELOPE (if the enclosed envelope is addressed to your nominee, make sure your nominee receives your Ballot in time to submit it before the voting deadline).
5. YOU MUST VOTE ALL YOUR [__]% INTERMEDIA SENIOR DEBT CLAIMS *EITHER TO ACCEPT OR TO REJECT THE PLAN AND MAY NOT SPLIT YOUR VOTE.*
6. ANY BALLOT RECEIVED THAT DOES NOT INDICATE EITHER AN ACCEPTANCE OR REJECTION OF THE PLAN OR THAT INDICATES BOTH AN ACCEPTANCE AND A REJECTION OF THE PLAN WILL NOT BE COUNTED.

Item 1. Principal Amount of [__]% Intermedia Senior Debt Claims Voted. The undersigned certifies that as of May [__], 2003, the undersigned was either the beneficial owner, or the nominee of a beneficial owner, of [__]% Intermedia Senior Notes in the following aggregate unpaid principal amount (insert amount in the box below). If your Intermedia Senior Notes are held by a nominee on your behalf and you do not know the amount, please contact your nominee immediately. (For purposes of this Ballot, it is not necessary and you should not adjust the principal amount for any accrued or unmatured interest.)

\$

Item 2. Vote. The beneficial owner of the Intermedia Senior Notes identified in Item 1 votes as follows (check one box only—if you do not check a box your vote will not be counted):

to **Accept** the Plan. OR to **Reject** the Plan.

Item 3. Identify All Other [__]% Intermedia Senior Debt Claims Voted. By returning this Ballot, the beneficial owner of the Intermedia Senior Notes identified in Item 1 certifies that (a) this Ballot is the only Ballot submitted for the [__]% Intermedia Senior Notes owned by such beneficial owner, except for the Intermedia Senior Notes identified in the following table, (b) *all* of the [__]% Intermedia Senior Notes for which the beneficial owner has submitted Ballots are identified in the following table, and (c) *all* Ballots for [__]% Intermedia Senior Debt Claims submitted by the beneficial owner indicate the same vote to accept or reject the Plan that the beneficial owner has indicated in Item 2 of this Ballot (please use additional sheets of paper if necessary):

**ALL [__]% INTERMEDIA SENIOR DEBT CLAIMS
VOTED ON OTHER BALLOTS**

Account Number	Name of Registered Holder or Nominee	Principal Amount of Other [__]% Intermedia Senior Notes Votes
		\$
		\$
		\$

Item 4. Certification. By returning this Ballot, the beneficial owner of the Intermedia Senior Notes identified in Item 1 certifies that (a) it has full power and authority to vote to accept or reject the Plan with respect to the Intermedia Senior Notes listed in Item 1, (b) it was the beneficial owner of the Intermedia Senior Notes described in Item 1 on May [___], 2003, (c) *all* Ballots to vote [___]% Intermedia Senior Debt Claims submitted by the beneficial owner indicate the same vote to accept or reject the Plan that the beneficial owner has indicated on this Ballot, and (d) it has received a copy of the Disclosure Statement (including the exhibits thereto) and understands that the solicitation of votes for the Plan is subject to all the terms and conditions set forth in the Disclosure Statement.

Name of Creditor: _____
(Print or Type)

Social Security or Federal Tax ID. No.: _____
(Optional)

Signature: _____

Print Name: _____

Title: _____
(If Appropriate)

Street Address: _____

City, State, Zip Code: _____

Telephone Number: () _____

Date Completed: _____

This Ballot shall not constitute or be deemed a proof of claim or equity interest or an assertion of a claim or equity interest.

YOUR VOTE MUST BE FORWARDED IN AMPLE TIME FOR YOUR VOTE TO BE RECEIVED BY THE VOTING AGENT, INNISFREE M&A INCORPORATED, BY 4:00 P.M., EASTERN TIME, ON [____], 2003, OR YOUR VOTE WILL NOT BE COUNTED. IF THE ENCLOSED ENVELOPE IS ADDRESSED TO YOUR NOMINEE, MAKE SURE YOUR NOMINEE RECEIVES YOUR BALLOT IN TIME TO SUBMIT IT BEFORE THE VOTING DEADLINE.

IF YOU HAVE ANY QUESTIONS REGARDING THIS BALLOT OR THE VOTING PROCEDURES, OR IF YOU NEED A BALLOT OR ADDITIONAL COPIES OF THE DISCLOSURE STATEMENT OR OTHER ENCLOSED MATERIALS, PLEASE CALL THE VOTING AGENT, INNISFREE M&A INCORPORATED, AT [_____] (TOLL FREE).

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X
In re :
: Chapter 11 Case No.
WORLDCOM, INC., et al., : 02-13533 (AJG)
: (Jointly Administered)
Debtors. :
: 22001 Loudoun County Parkway :
: Ashburn, VA 20147 :
: :
-----X

BALLOT FOR ACCEPTING OR REJECTING DEBTORS' JOINT PLAN OF REORGANIZATION UNDER CHAPTER 11 OF THE BANKRUPTCY CODE

BALLOT FOR VOTING CLASS 12 INTERMEDIA GENERAL UNSECURED CLAIMS

The above-captioned debtors and debtors in possession, more specifically identified in the accompanying Addendum to Ballot (collectively, the "Debtors"), have filed the Debtors' Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code, dated May 18, 2003 (the "Plan"). The Plan is Exhibit A to the Debtors' Disclosure Statement Pursuant to Section 1125 of the Bankruptcy Code, dated May 18, 2003 (the "Disclosure Statement"), which accompanies this Ballot. If you are, as of May [___], 2003, the holder of an unpaid general unsecured claim against any of the Debtors identified in the Addendum to Ballot as "Intermedia Debtors" which arose prior to the commencement of such Intermedia Debtor's chapter 11 case (the "Commencement Date"), please use this Ballot to cast your vote to accept or reject the Plan. The Bankruptcy Court has approved the Disclosure Statement, which provides information to assist you in deciding how to vote on the Plan. Bankruptcy Court approval of the Disclosure Statement does not indicate approval of the Plan by the Bankruptcy Court. If you do not have a Disclosure Statement or Addendum to Ballot, you may obtain a copy by contacting the Debtors' Voting Agent, Innisfree M&A Incorporated, at [_____] (toll free).

IMPORTANT

You should review the Disclosure Statement and the Plan before you vote. You may wish to seek legal advice concerning the Plan and the classification and treatment of your claim or claims under the Plan. All of your general unsecured claims against Intermedia Debtors have been placed in class 12 under the Plan. If you hold more than one claim against the Debtors, you will receive a Ballot for each claim you are entitled to vote.

VOTING DEADLINE: 4:00 P. M. EASTERN TIME ON [_____] , 2003.

If your vote is not received by the Debtors' Voting Agent, Innisfree MA& Incorporated, on or before the Voting Deadline and such deadline is not extended, your vote will not count as either an acceptance or rejection of the Plan and any election you have made in Item 3, below, for convenience claim treatment of your class 12 claims will not be counted.

Ballots will not be accepted by facsimile transmission.

If the Plan is confirmed by the Bankruptcy Court, it will be binding on you whether or not you vote.

This Ballot is *not* a letter of transmittal and may *not* be used for any purpose other than to cast votes to accept or reject the Plan and/or to elect convenience claim treatment of your class 12 claims .

HOW TO VOTE

1. COMPLETE ITEM 1 AND ITEM 2.
2. IF DESIRED, COMPLETE ITEM 3.
3. REVIEW THE CERTIFICATIONS CONTAINED IN ITEM 4.
4. **SIGN THE BALLOT .**
5. RETURN THE BALLOT IN THE PRE-ADDRESSED POSTAGE-PAID ENVELOPE (SO THAT IT IS RECEIVED BEFORE THE VOTING DEADLINE).
6. YOU MUST VOTE THE FULL AMOUNT OF YOUR GENERAL UNSECURED CLAIM REPRESENTED BY THIS BALLOT *EITHER* TO ACCEPT *OR* TO REJECT THE PLAN AND MAY NOT SPLIT YOUR VOTE.
7. ANY EXECUTED BALLOT RECEIVED THAT (A) DOES NOT INDICATE EITHER AN ACCEPTANCE OR REJECTION OF THE PLAN OR (B) THAT INDICATES BOTH AN ACCEPTANCE AND A REJECTION OF THE PLAN, WILL NOT BE COUNTED.

Item 1. *Amount of Intermedia General Unsecured Claim Voted.* The undersigned certifies that as of May [___], 2003, the undersigned held a general unsecured claim against an Intermedia Debtor in the following unpaid amount, which arose prior to the Intermedia Debtor's Commencement Date (insert amount in the box below):

\$

Item 2. **Vote.** The holder of the general unsecured claim identified in Item 1 votes as follows (check one box only—if you do not check a box your vote will not be counted; if you check both boxes your vote will not be counted):

to **Accept** the Plan. OR to **Reject** the Plan.

Item 3. **Voluntary Election of Convenience Claim Treatment.** By checking the box below, the holder of the general unsecured claim identified in Item 1 elects to have its Allowed Class 12 Intermedia General Unsecured Claim treated as a Convenience Claim under the Plan and to receive the treatment specified in Section 4.04 of the Plan. If the box below is **not** checked, such holder's Allowed Class 12 Intermedia General Unsecured Claim will receive the treatment specified in Section 4.12 of the Plan:

Convenience Claim Treatment

NEITHER YOUR RECEIPT OF THIS BALLOT NOR YOUR ELECTION OF CONVENIENCE CLAIM TREATMENT SIGNIFIES THAT YOUR CLAIM HAS BEEN OR WILL BE ALLOWED

Item 4. Certification. By returning this Ballot, the holder of the general unsecured claim identified in Item 1 certifies that (a) this Ballot is the only Ballot submitted for such Intermedia General Unsecured Claim, (b) it has full power and authority to vote to accept or reject the Plan and to elect treatment with respect to the Intermedia General Unsecured Claim listed in Item 1, (c) it was the holder of the Intermedia General Unsecured Claim described in Item 1 as of May [____], 2003, and (d) it has received a copy of the Disclosure Statement (including the exhibits thereto) and understands that the solicitation of votes for the Plan and the election of convenience claim treatment under the Plan are subject to all the terms and conditions set forth in the Disclosure Statement and Plan.

Name of Creditor : _____
(Print or Type)

Social Security or Federal Tax ID. No.: _____
(Optional)

Signature: _____

Print Name : _____

Title: _____
(If Appropriate)

Street Address: _____

City, State, Zip Code: _____

Telephone Number: (____) _____

Date Completed: _____

This Ballot shall not constitute or be deemed a proof of claim or equity interest, an assertion of a claim or equity interest, or the allowance of a claim or equity interest.

YOUR VOTE MUST BE FORWARDED IN AMPLE TIME FOR YOUR VOTE TO BE RECEIVED BY THE VOTING AGENT, INNISFREE M&A INCORPORATED, BY 4:00 P. M., EASTERN TIME, ON [____], 2003, OR YOUR VOTE WILL NOT BE COUNTED.

IF YOU HAVE ANY QUESTIONS REGARDING THIS BALLOT OR THE VOTING PROCEDURES, OR IF YOU NEED A BALLOT OR ADDITIONAL COPIES OF THE DISCLOSURE STATEMENT OR OTHER ENCLOSED MATERIALS, PLEASE CALL THE VOTING AGENT, INNISFREE M&A INCORPORATED, AT [____] (TOLL FREE).

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X
In re :
: Chapter 11 Case No.
WORLDCOM, INC., et al., : 02-13533 (AJG)
: (Jointly Administered)
Debtors. :
: 22001 Loudoun County Parkway :
: Ashburn, VA 20147 :
: :
-----X

**BALLOT FOR ACCEPTING OR REJECTING DEBTORS' JOINT PLAN OF REORGANIZATION
UNDER CHAPTER 11 OF THE BANKRUPTCY CODE**

**BALLOT FOR VOTING CLASS 13 INTERMEDIA SUBORDINATED DEBT CLAIMS
(Claims of holders of Intermedia Subordinated Notes, Cusip _____)**

The above-captioned debtors and debtors in possession, more specifically identified in the accompanying Addendum to Ballot (collectively, the "Debtors"), have filed the Debtors' Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code, dated May 18, 2003 (the "Plan"). The Plan is Exhibit A to the Debtors' Disclosure Statement Pursuant to Section 1125 of the Bankruptcy Code, dated May 18, 2003 (the "Disclosure Statement"), which accompanies this Ballot. If you are, as of May [___], 2003, a beneficial owner of notes issued by Intermedia Communications Inc. ("Intermedia") prior to July 22, 2002 under the senior subordinated notes indenture, dated February 24, 1999, between Intermedia and Suntrust Bank, Central Florida, N.A., as amended (the "Intermedia Subordinated Notes"), to transmit the votes of such holders in respect of their claims with respect to their Intermedia Subordinated Notes (the "Intermedia Subordinated Debt Claims"), please use this Ballot to cast your vote to accept or reject the Plan. The Bankruptcy Court has approved the Disclosure Statement, which provides information to assist you in deciding how to vote on the Plan. Bankruptcy Court approval of the Disclosure Statement does not indicate approval of the Plan by the Bankruptcy Court. If you do not have a Disclosure Statement or Addendum to Ballot, you may obtain a copy by contacting the Debtors' Voting Agent, Innisfree M&A Incorporated, at [_____] (toll free).

IMPORTANT

You should review the Disclosure Statement and the Plan before you vote. You may wish to seek legal advice concerning the Plan and the classification and treatment of your claim or claims under the Plan. Your claims in respect of your Intermedia Subordinated Notes ("Intermedia Subordinated Debt Claims") have been placed in class 13 under the Plan. If you hold more than one claim against the Debtors, you will receive a Ballot for each claim you are entitled to vote.

VOTING DEADLINE: 4:00 P. M. EASTERN TIME ON [_____] , 2003.

If your vote is not received by the Debtors' Voting Agent, Innisfree M&A Incorporated, on or before the Voting Deadline and such deadline is not extended, your vote will not count as either an acceptance or rejection of the Plan.

Ballots will not be accepted by facsimile transmission.

If the Plan is confirmed by the Bankruptcy Court, it will be binding on you whether or not you vote.

This Ballot is *not* a letter of transmittal and may *not* be used for any purpose other than to cast votes to accept or reject the Plan.

HOW TO VOTE

1. COMPLETE ITEM 1 (if not already filled out by your nominee) AND ITEM 2, AND COMPLETE ITEM 3 (if applicable).
2. REVIEW THE CERTIFICATIONS CONTAINED IN ITEM 4.
3. **SIGN THE BALLOT** (unless your Ballot has already been signed or “prevalidated” by your nominee).
4. RETURN THE BALLOT IN THE PRE-ADDRESSED POSTAGE-PAID ENVELOPE (if the enclosed envelope is addressed to your nominee, make sure your nominee receives your Ballot in time to submit it before the voting deadline).
5. YOU MUST VOTE ALL YOUR INTERMEDIA SUBORDINATED DEBT CLAIMS *EITHER TO ACCEPT OR TO REJECT THE PLAN AND MAY NOT SPLIT YOUR VOTE.*
6. ANY BALLOT RECEIVED THAT DOES NOT INDICATE EITHER AN ACCEPTANCE OR REJECTION OF THE PLAN OR THAT INDICATES BOTH AN ACCEPTANCE AND A REJECTION OF THE PLAN WILL NOT BE COUNTED.

Item 1. Principal Amount of Intermedia Subordinated Debt Claims Voted. The undersigned certifies that as of May [], 2003, the undersigned was either the beneficial owner, or the nominee of a beneficial owner, of Intermedia Subordinated Notes in the following aggregate unpaid principal amount (insert amount in the box below). If your Intermedia Subordinated Notes are held by a nominee on your behalf and you do not know the amount, please contact your nominee immediately. (For purposes of this Ballot, it is not necessary and you should not adjust the principal amount for any accrued or unmatured interest.)

\$

Item 2. Vote. The beneficial owner of the Intermedia Subordinated Notes identified in Item 1 votes as follows (check one box only—if you do not check a box your vote will not be counted):

to **Accept** the Plan. OR to **Reject** the Plan.

Item 3. Identify All Other Intermedia Subordinated Debt Claims Voted. By returning this Ballot, the beneficial owner of the Intermedia Subordinated Notes identified in Item 1 certifies that (a) this Ballot is the only Ballot submitted for the Intermedia Subordinated Notes owned by such beneficial owner, except for the Intermedia Subordinated Notes identified in the following table, (b) *all* of the Intermedia Subordinated Notes for which the beneficial owner has submitted Ballots are identified in the following table, and (c) *all* Ballots for Intermedia Subordinated Debt Claims submitted by the beneficial owner indicate the same vote to accept or reject the Plan that the beneficial owner has indicated in Item 2 of this Ballot (please use additional sheets of paper if necessary):

**ALL INTERMEDIA SUBORDINATED DEBT CLAIMS
VOTED ON OTHER BALLOTS**

Account Number	Name of Registered Holder or Nominee	Principal Amount of Other Intermedia Subordinated Notes Votes
		\$
		\$
		\$

Item 4. Certification. By returning this Ballot, the beneficial owner of the Intermedia Subordinated Notes identified in Item 1 certifies that (a) it has full power and authority to vote to accept or reject the Plan with respect to the Intermedia Subordinated Notes listed in Item 1, (b) it was the beneficial owner of the Intermedia Subordinated Notes described in Item 1 on May [____], 2003, (c) *all* Ballots to vote Intermedia Subordinated Debt Claims submitted by the beneficial owner indicate the same vote to accept or reject the Plan that the beneficial owner has indicated on this Ballot, and (d) it has received a copy of the Disclosure Statement (including the exhibits thereto) and understands that the solicitation of votes for the Plan is subject to all the terms and conditions set forth in the Disclosure Statement.

Name of Creditor: _____
(Print or Type)

Social Security or Federal Tax ID. No.: _____
(Optional)

Signature: _____

Print Name: _____

Title: _____
(If Appropriate)

Street Address: _____

City, State, Zip Code: _____

Telephone Number: (____) _____

Date Completed: _____

This Ballot shall not constitute or be deemed a proof of claim or equity interest or an assertion of a claim or equity interest.

YOUR VOTE MUST BE FORWARDED IN AMPLE TIME FOR YOUR VOTE TO BE RECEIVED BY THE VOTING AGENT, INNIFREE M&A INCORPORATED BY 4:00 P.M., EASTERN TIME, ON [____], 2003, OR YOUR VOTE WILL NOT BE COUNTED. IF THE ENCLOSED ENVELOPE IS ADDRESSED TO YOUR NOMINEE, MAKE SURE YOUR NOMINEE RECEIVES YOUR BALLOT IN TIME TO SUBMIT IT BEFORE THE VOTING DEADLINE.

IF YOU HAVE ANY QUESTIONS REGARDING THIS BALLOT OR THE VOTING PROCEDURES, OR IF YOU NEED A BALLOT OR ADDITIONAL COPIES OF THE DISCLOSURE STATEMENT OR OTHER ENCLOSED MATERIALS, PLEASE CALL THE VOTING AGENT, INNIFREE M&A INCORPORATED, AT [____] (TOLL FREE).

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X
In re :
: **Chapter 11 Case No.**
WORLDCOM, INC., et al., : **02-13533 (AJG)**
: **(Jointly Administered)**
: **Debtors.** :
: **22001 Loudoun County Parkway** :
Ashburn, VA 20147 :
: **22001 Loudoun County Parkway** :
Ashburn, VA 20147 :
: **22001 Loudoun County Parkway** :
Ashburn, VA 20147 :
-----X

ADDENDUM TO BALLOT

LIST OF DEBTORS

WORLDCOM DEBTORS	CHAPTER 11 CASE NO.	TAX ID NO.	CHAPTER 11 COMMENCEMENT DATE
1-800-Collect, Inc.	02-43306	52-1994541	November 8, 2002
ALD Communications, Inc.	02-42158	94-3129848	July 21, 2002
B.T.C. Real Estate Investments, Inc.	02-43307	43-1723633	November 8, 2002
BFC Communications, Inc.	02-42159	68-0313488	July 21, 2002
Bittel Telecommunications Corporation	02-42160	94-3057992	July 21, 2002
Brooks Fiber Communications of Arkansas, Inc.	02-42161	43-1689369	July 21, 2002
Brooks Fiber Communications of Bakersfield, Inc.	02-42162	43-1714868	July 21, 2002
Brooks Fiber Communications of Connecticut, Inc.	02-42163	43-1669769	July 21, 2002
Brooks Fiber Communications of Fresno, Inc.	02-42164	43-1714866	July 21, 2002
Brooks Fiber Communications of Idaho, Inc.	02-43308	43-1770899	November 8, 2002
Brooks Fiber Communications of Massachusetts, Inc.	02-42165	43-1660441	July 21, 2002
Brooks Fiber Communications of Michigan, Inc.	02-42166	38-2693557	July 21, 2002
Brooks Fiber Communications of Minnesota, Inc.	02-42167	43-1770898	July 21, 2002
Brooks Fiber Communications of Mississippi, Inc.	02-42168	43-1720404	July 21, 2002
Brooks Fiber Communications of Missouri, Inc.	02-42169	43-1747832	July 21, 2002
Brooks Fiber Communications of Nevada, Inc.	02-42170	43-1720403	July 21, 2002
Brooks Fiber Communications of New England, Inc.	02-42171	43-1720405	July 21, 2002

Brooks Fiber Communications of New Mexico, Inc.	02-42172	43-1705860	July 21, 2002
Brooks Fiber Communications of New York, Inc.	02-42173	43-1756240	July 21, 2002
Brooks Fiber Communications of Ohio, Inc.	02-42174	43-1743247	July 21, 2002
Brooks Fiber Communications of Oklahoma, Inc.	02-42175	43-1684836	July 21, 2002
Brooks Fiber Communications of Rhode Island, Inc.	02-42176	43-1674198	July 21, 2002
Brooks Fiber Communications of Sacramento, Inc.	02-42177	68-0313489	July 21, 2002
Brooks Fiber Communications of San Jose, Inc.	02-42178	68-0313487	July 21, 2002
Brooks Fiber Communications of Stockton, Inc.	02-42179	43-1717647	July 21, 2002
Brooks Fiber Communications of Tennessee, Inc.	02-42180	43-1689370	July 21, 2002
Brooks Fiber Communications of Texas, Inc.	02-42181	43-1714867	July 21, 2002
Brooks Fiber Communications of Tucson, Inc.	02-42182	43-1713120	July 21, 2002
Brooks Fiber Communications of Tulsa, Inc.	02-42183	43-1696784	July 21, 2002
Brooks Fiber Communications of Utah, Inc.	02-42184	43-1756241	July 21, 2002
Brooks Fiber Communications of Virginia, Inc.	02-43309	43-1795922	November 8, 2002
Brooks Fiber Communications-LD, Inc.	02-42185	68-0313486	July 21, 2002
Brooks Fiber Properties, Inc.	02-42186	43-1656187	July 21, 2002
BTC Finance Corp.	02-43310	43-1583085	November 8, 2002
BTC Transportation Corporation	02-42187	43-1697928	July 21, 2002
CC Wireless, Inc.	02-43311	22-3378348	November 8, 2002
Chicago Fiber Optic Corporation	02-42189	36-3349833	July 21, 2002
Com Systems, Inc.	02-42190	77-0309636	July 21, 2002
COM/NAV Realty Corp.	02-42191	64-0762666	July 21, 2002
Compuplex Incorporated	02-43312	31-1316663	November 8, 2002
Cross Country Telecommunications, Inc.	02-43313	22-2868888	November 8, 2002
Cross Country Wireless, Inc.	02-42192	22-3324281	July 21, 2002
CS Network Services, Inc.	02-43314	95-3861335	November 8, 2002
CS Wireless Battle Creek, Inc.	02-42193	75-2724544	July 21, 2002
CS Wireless Systems, Inc.	02-42194	23-2751747	July 21, 2002
E.L. Acquisition, Inc.	02-42195	74-2892027	July 21, 2002
Fibercom of Missouri, Inc.	02-43315	43-1579860	November 8, 2002
FiberNet Rochester, Inc.	02-42197	16-1400819	July 21, 2002
Fibernet, Inc.	02-42198	16-1374434	July 21, 2002
Healan Communications, Inc.	02-42199	58-1676986	July 21, 2002
Institutional Communications Company	02-43316		November 8, 2002
Intelligent Investment Partners, Inc.	02-42200	64-0792975	July 21, 2002
J.B. Telecom, Inc.	02-43317	43-1579859	November 8, 2002
Jones Lightwave of Denver, Inc.	02-42205	84-1169762	July 21, 2002

Marconi Telegraph Cable Company, Inc.	02-42206	13-6097025	July 21, 2002
MCI Canada, Inc.	02-42207	52-1777018	July 21, 2002
MCI Communications Corporation	02-42155	58-2358731	July 21, 2002
MCI Equipment Acquisition Corporation	02-42208	52-1372504	July 21, 2002
MCI Galaxy III Transponder Leasing, Inc.	02-42209	93-0954928	July 21, 2002
MCI Global Access Corporation	02-42210	13-2505878	July 21, 2002
MCI Global Support Corporation	02-42211	93-0954930	July 21, 2002
MCI International Services, L.L.C.	02-42319		July 21, 2002
MCI International Telecommunications Corporation	02-42212	52-1273032	July 21, 2002
MCI International Telecommunications Holding Corporation	02-42214	02-0570813	July 21, 2002
MCI International, Inc.	02-42213	52-1105266	July 21, 2002
MCI Investments Holdings, Inc.	02-42215	51-0362257	July 21, 2002
MCI Network Technologies, Inc.	02-42216	52-1802586	July 21, 2002
MCI Omega Properties, Inc.	02-42217	52-1916804	July 21, 2002
MCI Payroll Services, LLC	02-42320	52-2298157	July 21, 2002
MCI Research, Inc.	02-42218	52-1482577	July 21, 2002
MCI Systemhouse L.L.C.	02-43343	52-2152010	November 8, 2002
MCI Transcon Corporation	02-42219	52-1661354	July 21, 2002
MCI Wireless, Inc.	02-42220	11-2692099	July 21, 2002
MCI WORLDCOM Brands, L. L.C.	02-42321	52-2237625	July 21, 2002
MCI WORLDCOM Brazil, LLC	02-43344		November 8, 2002
MCI WORLDCOM Brooks Telecom, LLC	02-42322	27-0025968	July 21, 2002
MCI WORLDCOM Capital Management Corporation	02-42221	52-2185342	July 21, 2002
MCI WORLDCOM Communications of Virginia, Inc.	02-42222	47-0797991	July 21, 2002
MCI WORLDCOM Communications, Inc.	02-42223	47-0751768	July 21, 2002
MCI WORLDCOM Financial Management Corporation	02-42224	93-0954929	July 21, 2002
MCI WORLDCOM Global Networks U.S., Inc.	02-42225	52-2152616	July 21, 2002
MCI WORLDCOM International, Inc.	02-42226	13-2784803	July 21, 2002
MCI WorldCom Management Company, Inc.	02-42227	68-0887473	July 21, 2002
MCI WORLDCOM MFS Telecom, LLC	02-42323	27-0025963	July 21, 2002
MCI WORLDCOM Network Services of Virginia, Inc.	02-42228	52-1462179	July 21, 2002
MCI WORLDCOM Network Services, Inc.	02-42229	13-2745892	July 21, 2002
MCI WORLDCOM Synergies Management Company, Inc.	02-42230	52-2135894	July 21, 2002
MCI/OTI Corporation	02-42231	52-1359823	July 21, 2002
MCImetro Access Transmission Services LLC	02-42324	52-2102063	July 21, 2002
MCImetro Access Transmission	02-42232	52-1844965	July 21, 2002

Services of Virginia, Inc.			
Metrex Corporation	02-42233	58-1867926	July 21, 2002
Metropolitan Fiber Systems of Alabama, Inc.	02-43318	47-0775186	November 8, 2002
Metropolitan Fiber Systems of Arizona, Inc.	02-42234	47-0729752	July 21, 2002
Metropolitan Fiber Systems of Baltimore, Inc.	02-42235	36-3610419	July 21, 2002
Metropolitan Fiber Systems of California, Inc.	02-42236	36-3610938	July 21, 2002
Metropolitan Fiber Systems of Columbus, Inc.	02-43319	36-3788230	November 8, 2002
Metropolitan Fiber Systems of Connecticut, Inc.	02-42237	36-3779884	July 21, 2002
Metropolitan Fiber Systems of Dallas, Inc.	02-42238	36-3647658	July 21, 2002
Metropolitan Fiber Systems of Delaware, Inc.	02-42239	36-3885844	July 21, 2002
Metropolitan Fiber Systems of Denver, Inc.	02-42240	36-3697247	July 21, 2002
Metropolitan Fiber Systems of Detroit, Inc.	02-42241	36-3779882	July 21, 2002
Metropolitan Fiber Systems of Florida, Inc.	02-42242	36-3635783	July 21, 2002
Metropolitan Fiber Systems of Hawaii, Inc.	02-43320	47-0775195	November 8, 2002
Metropolitan Fiber Systems of Houston, Inc.	02-42243	36-3647656	July 21, 2002
Metropolitan Fiber Systems of Indianapolis, Inc.	02-42244	47-0729748	July 21, 2002
Metropolitan Fiber Systems of Iowa, Inc.	02-43321	47-0729751	November 8, 2002
Metropolitan Fiber Systems of Kansas City, Missouri, Inc.	02-43322	36-3792344	November 8, 2002
Metropolitan Fiber Systems of Kansas, Inc.	02-43323	47-0775189	November 8, 2002
Metropolitan Fiber Systems of Kentucky, Inc.	02-43324	47-0788122	November 8, 2002
Metropolitan Fiber Systems of Massachusetts, Inc.	02-43325	36-3986551	November 8, 2002
Metropolitan Fiber Systems of Minneapolis/St. Paul, Inc.	02-42245	41-1613367	July 21, 2002
Metropolitan Fiber Systems of Nebraska, Inc.	02-43326	36-3986552	November 8, 2002
Metropolitan Fiber Systems of Nevada, Inc.	02-43327	47-0775190	November 8, 2002
Metropolitan Fiber Systems of New Hampshire, Inc.	02-42246	47-0773914	July 21, 2002
Metropolitan Fiber Systems of New Jersey, Inc.	02-42247	36-3762806	July 21, 2002
Metropolitan Fiber Systems of New Orleans, Inc.	02-42248	36-3630861	July 21, 2002
Metropolitan Fiber Systems of New York, Inc.	02-42249	36-3660926	July 21, 2002
Metropolitan Fiber Systems of North	02-43328	36-3779888	November 8, 2002

Carolina, Inc.			
Metropolitan Fiber Systems of Ohio, Inc.	02-42250	36-3779880	July 21, 2002
Metropolitan Fiber Systems of Oklahoma, Inc.	02-43329	47-0775193	November 8, 2002
Metropolitan Fiber Systems of Oregon, Inc.	02-42251	36-3913826	July 21, 2002
Metropolitan Fiber Systems of Philadelphia, Inc.	02-42252	36-3552384	July 21, 2002
Metropolitan Fiber Systems of Pittsburgh, Inc.	02-42253	36-3635789	July 21, 2002
Metropolitan Fiber Systems of Rhode Island, Inc.	02-43330	47-0788123	November 8, 2002
Metropolitan Fiber Systems of Seattle, Inc.	02-42254	36-3913825	July 21, 2002
Metropolitan Fiber Systems of St. Louis, Inc.	02-42255	36-3790809	July 21, 2002
Metropolitan Fiber Systems of Tennessee, Inc.	02-43331	47-0773913	November 8, 2002
Metropolitan Fiber Systems of Virginia, Inc.	02-43332	47-0788124	November 8, 2002
Metropolitan Fiber Systems of Wisconsin, Inc.	02-43333	36-3659531	November 8, 2002
Metropolitan Fiber Systems/McCourt, Inc.	02-42256	36-3602079	July 21, 2002
MFS CableCo U.S., Inc.	02-42257	47-0802532	July 21, 2002
MFS Datanet, Inc.	02-42258	47-0751829	July 21, 2002
MFS Foreign Personnel, Inc.	02-43334	47-0776892	November 8, 2002
MFS International Holdings, L.L.C.	02-43345		November 8, 2002
MFS Telecom, Inc.	02-42259	33-3547776	July 21, 2002
MFS Telephone of Missouri, Inc.	02-42260	47-0776890	July 21, 2002
MFS Telephone of New Hampshire, Inc.	02-42261	47-0776889	July 21, 2002
MFS Telephone of Virginia, Inc.	02-42262	47-0776888	July 21, 2002
MFS Telephone, Inc.	02-42263	36-3795234	July 21, 2002
MFS/C-TEC	02-42330	47-0797049	July 21, 2002
MFSA Holding, Inc.	02-42264	36-3815833	July 21, 2002
Military Communications Center, Inc.	02-42265	41-1456069	July 21, 2002
MobileComm Europe Inc.	02-42266	64-0751813	July 21, 2002
Mtel American Radiodetermination Corporation	02-43335	64-0704593	November 8, 2002
Mtel Asia, Inc.	02-42267	72-1345506	July 21, 2002
Mtel Cellular, Inc.	02-42268	64-0770349	July 21, 2002
Mtel Digital Services, Inc.	02-43336	64-0732640	November 8, 2002
Mtel International, Inc.	02-42269	64-0769967	July 21, 2002
Mtel Latin America, Inc.	02-42270	64-0856089	July 21, 2002
Mtel Microwave, Inc.	02-42271	64-0770351	July 21, 2002
Mtel Service Corporation	02-42272	64-0684796	July 21, 2002
Mtel Space Technologies Corporation	02-43337	64-0711531	November 8, 2002
Mtel Technologies, Inc.	02-43338	64-0802571	November 8, 2002
N.C.S. Equipment Corporation	02-42274	11-2795515	July 21, 2002
networkMCI, Inc.	02-42276	52-1907477	July 21, 2002
New England Fiber Communications L.L.C.	02-43346	43-1783101	November 8, 2002

Northeast Networks, Inc.	02-42277	13-3587925	July 21, 2002
Nova Cellular Co.	02-42278	36-3357455	July 21, 2002
Overseas Telecommunications, Inc.	02-42280	54-1405953	July 21, 2002
SkyTel Communications, Inc.	02-42284	52-2193889	July 21, 2002
SkyTel Corp.	02-42285	64-0848625	July 21, 2002
SkyTel Payroll Services, LLC	02-42325	52-2299615	July 21, 2002
Southern Wireless Video, Inc.	02-43339		November 8, 2002
Southernnet of South Carolina, Inc.	02-42286	57-0711261	July 21, 2002
Southernnet Systems, Inc.	02-42287	54-1283813	July 21, 2002
Southernnet, Inc.	02-42288	58-1416873	July 21, 2002
Telecom*USA, Inc.	02-42289	58-1581828	July 21, 2002
Teleconnect Company	02-42290	42-1133873	July 21, 2002
Teleconnect Long Distance Services & Systems Co.	02-42291	42-1295989	July 21, 2002
Tenant Network Services, Inc.	02-42292	94-3232477	July 21, 2002
TMC Communications, Inc.	02-43340	77-0075556	November 8, 2002
TransCall America, Inc.	02-42293	58-1472775	July 21, 2002
Tru Vision Wireless, Inc.	02-42294	64-0849646	July 21, 2002
Tru Vision-Flippin, Inc.	02-42295	72-1334979	July 21, 2002
TTI National, Inc.	02-42296	64-0874463	July 21, 2002
UUNET Australia Limited	02-42297	54-1866646	July 21, 2002
UUNET Caribbean, Inc.	02-42298	62-1815795	July 21, 2002
UUNET Holdings Corp.	02-42299	54-1866644	July 21, 2002
UUNET International Ltd.	02-42300	51-0373500	July 21, 2002
UUNET Japan Ltd.	02-42301	54-1866647	July 21, 2002
UUNET Payroll Services, LLC	02-42326	52-2299617	July 21, 2002
UUNET Technologies, Inc.	02-42302	54-1543611	July 21, 2002
Virginia Metrotel, Inc.	02-42303	54-1649507	July 21, 2002
Western Business Network, Inc.	02-43305	77-0276311	November 8, 2002
Wireless One, Inc.	02-42304	72-1300837	July 21, 2002
Wireless Video Enhanced Services	02-43341	94-3196653	November 8, 2002
Wireless Video Enterprises, Inc.	02-43342	94-3208912	November 8, 2002
Wireless Video Services	02-42305	94-3196784	July 21, 2002
WorldCom Broadband Solutions, Inc.	02-42306	52-2247849	July 21, 2002
WorldCom Caribbean, Inc.	02-13532	66-0451531	July 21, 2002
WorldCom East, Inc.	02-42307	47-0797131	July 21, 2002
WorldCom ETC, Inc.	02-42308	52-1462178	July 21, 2002
WorldCom Federal Systems, Inc.	02-42309	52-1395317	July 21, 2002
WorldCom ICC, Inc.	02-42310	72-1342134	July 21, 2002
WorldCom International Data Services, Inc.	02-42312	13-1989550	July 21, 2002
WorldCom International Mobile Services LLC	02-42327	76-0711435	July 21, 2002
WorldCom International Mobile Services, Inc.	02-42313	52-2210933	July 21, 2002
WorldCom International, Inc.	02-42311	13-2738763	July 21, 2002
WorldCom Overseas Holdings, Inc.	02-42314	27-0025971	July 21, 2002
WorldCom Payroll Services, LLC	02-42328	52-2298150	July 21, 2002
WorldCom Purchasing, LLC	02-42329	72-1380746	July 21, 2002
WorldCom Switzerland LLC	02-43347		November 8, 2002
WorldCom Ventures, Inc.	02-42315	52-2156056	July 21, 2002
WorldCom Wireless, Inc.	02-42316	86-0732022	July 21, 2002
WorldCom, Inc.	02-13533	58-1521612	July 21, 2002

INTERMEDIA DEBTORS	CHAPTER 11 CASE NO.	TAX ID NO.	CHAPTER 11 COMMENCEMENT DATE
Access Network Services, Inc.	02-42156	75-2407229	July 21, 2002
Access Virginia, Inc.	02-42157	59-3575615	July 21, 2002
Business Internet, Inc.	02-42188	52-1986462	July 21, 2002
Express Communications, Inc.	02-42196	88-0328936	July 21, 2002
ICI Capital LLC	02-42317	59-3664080	July 21, 2002
Intermedia Capital, Inc.	02-42201	59-3600066	July 21, 2002
Intermedia Communications Inc.	02-42154	59-2913586	July 21, 2002
Intermedia Communications of Virginia, Inc.	02-42202	58-2420870	July 21, 2002
Intermedia Investment, Inc.	02-42203	59-3677137	July 21, 2002
Intermedia Licensing Company	02-42204	59-3455426	July 21, 2002
Intermedia Services LLC	02-42318		July 21, 2002
National Telecommunications of Florida, Inc.	02-42273	59-3501919	July 21, 2002
Netwave Systems, Inc.	02-42275	72-1102505	July 21, 2002
NTC, Inc.	02-42279	59-3501918	July 21, 2002
WorldCom Intermedia Communications Corporation f/k/a Shared Technologies Fairchild Communications Corporation	02-42281	06-1448107	July 21, 2002
WorldCom Intermedia Telecom, Inc. f/k/a Shared Technologies Fairchild Telecom, Inc.	02-42282	52-1192851	July 21, 2002
WorldCom Intermedia, Inc. f/k/a Shared Technologies Fairchild, Inc.	02-42283	87-0424558	July 21, 2002

EXHIBIT B

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X
In re :
 : Chapter 11 Case No.
WORLDCOM, INC., et al., : 02-13533 (AJG)
 :
 : (Jointly Administered)
Debtors. :
 :
22001 Loudoun County Parkway :
Ashburn, VA 20147 :
 :
-----X

MASTER BALLOT FOR ACCEPTING OR REJECTING DEBTORS' JOINT PLAN OF
REORGANIZATION UNDER CHAPTER 11 OF THE BANKRUPTCY CODE

MASTER BALLOT FOR VOTING CLASS 5
WORLDCOM SENIOR DEBT CLAIMS
(Claims of Holders of []% WorldCom Notes, due [], Cusip _____)

THE VOTING DEADLINE BY WHICH YOUR MASTER BALLOT MUST BE **RECEIVED** BY THE VOTING AGENT, INNISFREE M&A INCORPORATED, IS 4:00 P. M. EASTERN TIME ON [], 2003 OR THE VOTES REPRESENTED BY YOUR BALLOT WILL NOT BE COUNTED.

The above-captioned debtors and debtors in possession, more specifically identified in the accompanying Addendum to Ballot (collectively, the "Debtors"), have filed the Debtors' Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code, dated May 18, 2003 (the "Plan"). The Plan is Exhibit A to the Debtors' Disclosure Statement Pursuant to Section 1125 of the Bankruptcy Code, dated May 18, 2003 (the "Disclosure Statement"). The Bankruptcy Court has approved the Disclosure Statement, which provides information to assist creditors in deciding how to vote on the Plan. Bankruptcy Court approval of the Disclosure Statement does not indicate approval of the Plan by the Bankruptcy Court.

This Master Ballot is to be used by you, as a broker, bank, or other nominee (or as their proxy holder or agent) (each of the foregoing, a "Nominee"), for beneficial owners, as of May [], 2003, of []% notes issued by WorldCom, Inc. ("WorldCom") prior to July 22, 2002 under the indenture, dated [], between WorldCom and Chase Manhattan Trust Company, N.A., as amended (collectively, the "WorldCom Notes"), to transmit the votes of such holders in respect of their []% WorldCom Notes to accept or reject the Plan. Before you transmit such votes, please carefully review the Disclosure Statement and the voting procedures set forth below. **THIS MASTER BALLOT RELATES ONLY TO VOTES CAST FOR []% WORLDCOM NOTES. Beneficial owners of []% WorldCom Notes who also hold claims under the 364-Day Facility and/or the Revolving Credit Facility (collectively, the "Bank Claims") or other securities should receive separate Ballots for voting their Bank Claims or other securities.**

This Ballot is *not* a letter of transmittal and may *not* be used for any purpose other than to transmit votes to accept or reject the Plan.

PLEASE READ AND FOLLOW THE ATTACHED INSTRUCTIONS CAREFULLY. COMPLETE, SIGN, AND DATE THIS MASTER BALLOT, AND RETURN IT SO THAT IT IS RECEIVED BY THE VOTING AGENT (INNISFREE M&A INCORPORATED) BEFORE THE VOTING DEADLINE OF 4:00 P.M., EASTERN TIME, ON [____], 2003. IF THIS MASTER BALLOT IS NOT COMPLETED, SIGNED, AND RECEIVED ON OR BEFORE THE VOTING DEADLINE AND THE VOTING DEADLINE IS NOT EXTENDED, THE VOTES TRANSMITTED BY THIS MASTER BALLOT WILL NOT BE COUNTED.

You should review the Disclosure Statement and the Plan before you transmit votes. You or the beneficial owners of WorldCom Notes for who you are the Nominee may wish to seek legal advice concerning the Plan and the classification and treatment of the WorldCom Note claims under the Plan. Such claims have been placed in class 5 under the Plan. Holders of more than one claim against the Debtors will receive a Ballot for each claim such holders are entitled to vote, and the Nominees of such holders will receive a Master Ballot for each claim such holders are entitled to vote.

If the Plan is confirmed by the Bankruptcy Court, it will be binding upon you and the beneficial owners of WorldCom Notes for who you are the Nominee, whether or not such holders vote and whether or not any votes are transmitted by this Master Ballot.

Item 1. Certification of Authority to Vote. The undersigned certifies that as of the May [___], 2003 record date, the undersigned (please check the applicable box):

- Is a broker, bank, or other nominee for the beneficial owners of the aggregate principal amount of [___]% WorldComNotes listed in Item 2 below, and is the registered holder of such securities, or
- Is acting under a power of attorney and/or agency (a copy of which will be provided upon request) granted by a broker, bank, or other nominee that is the registered holder of the aggregate principal amount of [___]% WorldComNotes listed in Item 2 below, or
- Has been granted a proxy (an original of which is attached hereto) from a broker, bank, or other nominee or a beneficial owner that is the registered holder of the aggregate principal amount of [___]% WorldComNotes listed in Item 2 below,

and accordingly, has full power and authority to vote to accept or reject the Plan on behalf of the beneficial owners of the [___]% WorldComNotes described in Item 2 below.

Item 2. Class 5 (Senior Debt Claims) Vote. The undersigned transmits the following votes of beneficial owners in respect of their [__]% WorldComNotes, and certifies that the following beneficial owners of WorldComNotes, as identified by their respective customer account numbers set forth below, are beneficial owners of such securities as of the May [___], 2003 record date and have delivered to the undersigned, as Nominee, properly executed Ballots casting such votes. (Indicate in the appropriate column the aggregate principal amount voted for each account, or attach such information to this Master Ballot in the form of the following table. For purposes of this Master Ballot, accrued or unmatured interest should not be included. Please note: Each beneficial owner must vote all his, her, or its [__]% WorldComNotes *either* to accept *or* reject the Plan, and may *not* split such vote.):

ANY EXECUTED BALLOT RECEIVED THAT DOES NOT INDICATE EITHER AN ACCEPTANCE OR REJECTION OF THE PLAN OR THAT INDICATES BOTH AN ACCEPTANCE AND A REJECTION OF THE PLAN WILL NOT BE COUNTED.

Your Customer Account Number for Each Beneficial Owner of [__]% WorldCom Notes	Principal Amount of [__]% WorldCom Notes Voted to ACCEPT the Plan		Principal Amount of [__]% WorldCom Notes Voted to REJECT the Plan
1.	\$	OR	\$
2.	\$	OR	\$
3.	\$	OR	\$
4.	\$	OR	\$
5.	\$	OR	\$
6.	\$	OR	\$
7.	\$	OR	\$
8.	\$	OR	\$
9.	\$	OR	\$
10.	\$	OR	\$
TOTALS:	\$		\$

Item 3. Certification As to Transcription of Information From Item 3 As to Other []% WorldCom Notes Claims Voted by Beneficial Owners.

The undersigned certifies that the undersigned has transcribed in the following table the information, if any, provided by beneficial owners in Item 3 of the WorldCom Senior Debt Claims Ballots, identifying any other []% WorldCom Notes for which such beneficial owners have submitted other Ballots:

YOUR customer account number for each beneficial owner who completed Item 3 of the Senior Debt Claims Ballot.	Other []% WorldCom Notes Voted		
	Account Number <i>(Transcribe from Item 3 of Senior Debt Claim Ballot)</i>	Name of Registered Holder or Nominee <i>(Transcribe from Item 3 of Senior Debt Claim Ballot)</i>	Principal Amount of Other []% WorldCom Notes Voted <i>(Transcribe from Item 3 of Senior Debt Claim Ballot)</i>
1.			\$
2.			\$
3.			\$
4.			\$
5.			\$
6.			\$
7.			\$
8.			\$
9.			\$
10.			\$

Item 4. Certification. By signing this Master Ballot, the undersigned certifies that each beneficial owner of []% WorldCom Notes listed in Item 2, above, has been provided with a copy of the Disclosure Statement, including the exhibits thereto, and acknowledges that the solicitation of votes for the Plan is subject to all the terms and conditions set forth in the Disclosure Statement.

Name of Broker, Bank, or Other Nominee:

(Print or Type)

Name of Proxy Holder or Agent for Broker,
Bank, or Other Nominee (if applicable):

(Print or Type)

Social Security or Federal Tax I.D. No.: _____
(If Applicable)

Signature: _____

Print Name: _____

Title: _____
(If Appropriate)

Street Address: _____

City, State, Zip Code: _____

Telephone Number: (____) _____

Date Completed: _____

THIS MASTER BALLOT MUST BE RECEIVED BY THE VOTING AGENT, INNISFREE M&A INCORPORATED, BEFORE 4:00 P.M., EASTERN TIME, ON [____], 2003, OR THE VOTES TRANSMITTED HEREBY WILL NOT BE COUNTED.

PLEASE NOTE: THE VOTING AGENT WILL NOT ACCEPT BALLOTS OR MASTER BALLOTS BY FACSIMILE TRANSMISSION.

ANY EXECUTED BALLOT RECEIVED THAT DOES NOT INDICATE EITHER AN ACCEPTANCE OR REJECTION OF THE PLAN OR THAT INDICATES BOTH AN ACCEPTANCE AND A REJECTION OF THE PLAN WILL NOT BE COUNTED.

IF YOU HAVE ANY QUESTIONS REGARDING THIS MASTER BALLOT OR THE VOTING PROCEDURES, OR IF YOU NEED ADDITIONAL COPIES OF THE MASTER BALLOT, BALLOTS, DISCLOSURE STATEMENT, OR OTHER RELATED MATERIALS, PLEASE CALL THE VOTING AGENT, INNISFREE M&A INCORPORATED, AT 212 750-5833.

INSTRUCTIONS FOR COMPLETING THE MASTER BALLOT

VOTING DEADLINE/VOTING AGENT:

The Voting Deadline is 4:00 P. M., Eastern time, on [____], 2003, unless extended by the Debtors. To have the vote of your customers count, you must complete, sign, and return this Master Ballot so that it is received by the Voting Agent (Innisfree M&A Incorporated), Attn: WorldCom Ballot Tabulation, 501 Madison Avenue, 20th Floor, New York, New York 10022, before the Voting Deadline.

HOW TO COMPLETE THE MASTER BALLOT:

If you are both the registered owner and beneficial owner of any principal amount of WorldCom Notes and you wish to vote such WorldCom Notes: You may complete, execute, and return to the Voting Agent *either* a WorldCom Senior Debt Claims Ballot *or* a WorldCom Senior Debt Claims Master Ballot.

If you are transmitting the votes of any beneficial owners of WorldCom Notes other than yourself, you may *either*:

1. Complete and execute the WorldCom Senior Debt Claims Ballot (other than Items 2 and 3) and deliver to the beneficial owner such “prevalidated” WorldCom Senior Debt Claims Ballot, along with the Disclosure Statement and other materials requested to be forwarded. The beneficial owner should complete Items 2 and 3 of that Ballot and return the completed Ballot to the Voting Agent so as to be received before the Voting Deadline:

OR

2. For any WorldCom Senior Debt Claims Ballots you do not “prevalidate”:

Deliver the WorldCom Senior Debt Claims Ballot to the beneficial owner, along with the Disclosure Statement and other materials requested to be forwarded, and take the necessary actions to enable such beneficial owner to (i) complete and execute such Ballot voting to accept or reject the Plan, and (ii) return the completed, executed Ballot to you in sufficient time to enable you to complete the Master Ballot and deliver it to the Voting Agent before the Voting Deadline of 4:00 P.M., Eastern Time, on [____], 2003; and

With respect to all WorldCom Senior Debt Claims Ballots returned to you, you must properly complete the Master Ballot, as follows:

- a. Check the appropriate box in Item 1 on the Master Ballot;
- b. In Item 2 of this Master Ballot, indicate the votes to accept or reject the Plan, as transmitted to you by the beneficial owners of [__]% WorldCom Notes. To identify such beneficial owners without disclosing their names, please use the customer account number assigned by you to each such beneficial owner, or if no such customer account number exists, please assign a number to each account (making sure to retain a separate list of each beneficial owner and the assigned number). **IMPORTANT: BENEFICIAL OWNERS MAY NOT SPLIT THEIR VOTES. EACH BENEFICIAL OWNER MUST VOTE ALL HIS, HER, OR ITS [__]% WORLDCOM NOTES EITHER TO ACCEPT OR REJECT THE PLAN. IF ANY BENEFICIAL OWNER HAS ATTEMPTED TO SPLIT SUCH VOTE, PLEASE CONTACT THE VOTING AGENT IMMEDIATELY.** Any Ballot or Master Ballot which is validly executed but (i) which does not indicate acceptance or rejection of the Plan by the indicated beneficial owner, or (ii) indicates both an acceptance and rejection of the Plan by the indicated beneficial owner, will not be counted as to such beneficial owner;

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[Letter/Number Code]

[SECURITY DESCRIPTION]
CUSIP [_____]

- c. Please note that Item 3 of this Master Ballot requests that you transcribe the information provided by each beneficial owner from Item 3 of each completed WorldCom Senior Debt Claims Ballot relating to other [___]% WorldComNotes voted;
- d. Review the certification in Item 4 of the Master Ballot;
- e. In Item 4, sign and date the Master Ballot, and provide the remaining information requested;
- f. If additional space is required to respond to any item on the Master Ballot, please use additional sheets of paper clearly marked to indicate the applicable Item of the Master Ballot to which you are responding;
- g. Contact the Voting Agent to arrange for delivery of the completed Master Ballot to its offices; and
- h. Deliver the completed, executed Master Ballot so as to be *received* by the Voting Agent, Innisfree M&A Incorporated, before the Voting Deadline. For each completed, executed WorldCom Senior Debt Claims Ballot returned to you by a beneficial owner, either forward such Ballot (along with your Master Ballot) to the Voting Agent or retain such WorldCom Senior Debt Claims Ballot in your files for one year from the Voting Deadline.

PLEASE NOTE:

This Master Ballot is *not* a letter of transmittal and may *not* be used for any purpose other than to cast votes to accept or reject the Plan. Holders should not surrender, at this time, certificates representing their securities. Neither the Debtors nor the Voting Agent will accept delivery of any such certificates surrendered together with this Master Ballot. Surrender of securities for exchange may only be made by you, and will only be accepted pursuant to a letter of transmittal which will be furnished to you by the Debtors following confirmation of the Plan by the United States Bankruptcy Court.

No Ballot or Master Ballot shall constitute or be deemed a proof of claim or equity interest or an assertion of a claim or equity interest.

We will, upon request, reimburse you for customary mailing and handling expenses incurred by you in forwarding the Ballots and other enclosed materials to the beneficial owners of WorldComNotes held by you as a nominee or in a fiduciary capacity. We will also pay all transfer taxes, if any, applicable to the transfer and exchange of your securities pursuant to and following confirmation of the Plan.

NOTHING CONTAINED HEREIN OR IN THE ENCLOSED DOCUMENTS SHALL RENDER YOU OR ANY OTHER PERSON THE AGENT OF ANY OF THE DEBTORS OR THE VOTING AGENT, OR AUTHORIZE YOU OR ANY OTHER PERSON TO USE ANY DOCUMENT OR MAKE ANY STATEMENTS ON BEHALF OF ANY OF THEM WITH RESPECT TO THE PLAN, EXCEPT FOR THE STATEMENTS CONTAINED IN THE ENCLOSED DOCUMENTS.

IF YOU HAVE ANY QUESTIONS REGARDING THIS MASTER BALLOT OR THE VOTING PROCEDURES OR IF YOU NEED ADDITIONAL COPIES OF THE MASTER BALLOT, BALLOTS, DISCLOSURE STATEMENT, OR OTHER RELATED MATERIALS, PLEASE CALL INNISFREE M&A INCORPORATED, AT 212-750-5833.

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X
In re :
 :
WORLDCOM, INC., et al., : Chapter 11 Case No.
 : 02-13533 (AJG)
 :
 : (Jointly Administered)
Debtors. :
 :
22001 Loudoun County Parkway :
Ashburn, VA 20147 :
 :
-----X

MASTER BALLOT FOR ACCEPTING OR REJECTING DEBTORS' JOINT PLAN OF
REORGANIZATION UNDER CHAPTER 11 OF THE BANKRUPTCY CODE

MASTER BALLOT FOR VOTING CLASS 9
MCIC SENIOR DEBT CLAIMS

(Claims of Holders of [__]% MCIC Senior Notes, due [____], Cusip_____)

THE VOTING DEADLINE BY WHICH YOUR MASTER BALLOT MUST BE **RECEIVED** BY THE VOTING AGENT, INNISFREE M&A INCORPORATED, IS 4:00 P. M. EASTERN TIME ON [____], 2003 OR THE VOTES REPRESENTED BY YOUR BALLOT WILL NOT BE COUNTED.

The above-captioned debtors and debtors in possession, more specifically identified in the accompanying Addendum to Ballot (collectively, the "Debtors"), have filed the Debtors' Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code, dated May 18, 2003 (the "Plan"). The Plan is Exhibit A to the Debtors' Disclosure Statement Pursuant to Section 1125 of the Bankruptcy Code, dated May 18, 2003 (the "Disclosure Statement"). The Bankruptcy Court has approved the Disclosure Statement, which provides information to assist creditors in deciding how to vote on the Plan. Bankruptcy Court approval of the Disclosure Statement does not indicate approval of the Plan by the Bankruptcy Court.

This Master Ballot is to be used by you, as a broker, bank, or other nominee (or as their proxy holder or agent) (each of the foregoing, a "Nominee"), for beneficial owners, as of May [__], 2003, of [__]% notes issued by MCI Communications Corporation ("MCIC") prior to July 22, 2002 under the senior debt indenture, dated [____], between MCIC and Law Debenture Trust Company of New York, as amended, (collectively, the "MCIC Senior Notes"), to transmit the votes of such holders in respect of their [__]% MCIC Senior Notes (the "MCIC Senior Debt Claims") to accept or reject the Plan. Before you transmit such votes, please carefully review the Disclosure Statement and the voting procedures set forth below.

This Ballot is *not* a letter of transmittal and may *not* be used for any purpose other than to transmit votes to accept or reject the Plan.

PLEASE READ AND FOLLOW THE ATTACHED INSTRUCTIONS CAREFULLY. COMPLETE, SIGN, AND DATE THIS MASTER BALLOT, AND RETURN IT SO THAT IT IS RECEIVED BY THE VOTING AGENT (INNISFREE M&A INCORPORATED) BEFORE THE VOTING DEADLINE OF 4:00 P.M., EASTERN TIME, ON [____], 2003. IF THIS MASTER BALLOT IS NOT COMPLETED, SIGNED, AND RECEIVED ON OR BEFORE THE VOTING DEADLINE AND THE VOTING DEADLINE IS NOT EXTENDED, THE VOTES TRANSMITTED BY THIS MASTER BALLOT WILL NOT BE COUNTED.

You should review the Disclosure Statement and the Plan before you transmit votes. You or the beneficial owners of MCIC Senior Notes for who you are the Nominee may wish to seek legal advice concerning the Plan and the classification and treatment of the MCIC Senior Debt Claims under the Plan. Such claims have been placed in class 9 under the Plan. Holders of more than one claim against the Debtors will receive a Ballot for each claim such holders are entitled to vote, and the Nominees of such holders will receive a Master Ballot for each claim such holders are entitled to vote.

If the Plan is confirmed by the Bankruptcy Court, it will be binding upon you and the beneficial owners of MCIC Senior Notes for whom you are the Nominee, whether or not such holders vote and whether or not any votes are transmitted by this Master Ballot.

Item 1. Certification of Authority to Vote. The undersigned certifies that as of the May [____], 2003 record date, the undersigned (please check the applicable box):

- Is a broker, bank, or other nominee for the beneficial owners of the aggregate principal amount of [____]% MCIC Senior Notes listed in Item 2 below, and is the registered holder of such securities, or
- Is acting under a power of attorney and/or agency (a copy of which will be provided upon request) granted by a broker, bank, or other nominee that is the registered holder of the aggregate principal amount of [____]% MCIC Senior Notes listed in Item 2 below, or
- Has been granted a proxy (an original of which is attached hereto) from a broker, bank, or other nominee or a beneficial owner that is the registered holder of the aggregate principal amount of [____]% MCIC Senior Notes listed in Item 2 below,

and accordingly, has full power and authority to vote to accept or reject the Plan on behalf of the beneficial owners of the [____]% MCIC Senior Notes described in Item 2 below.

Item 2. Class 9 (MCIC Senior Debt Claims) Vote. The undersigned transmits the following votes of beneficial owners in respect of their [__]% MCIC Senior Notes, and certifies that the following beneficial owners of MCIC Senior Notes, as identified by their respective customer account numbers set forth below, are beneficial owners of such securities as of the May [___], 2003 record date and have delivered to the undersigned, as Nominee, properly executed Ballots casting such votes. (Indicate in the appropriate column the aggregate principal amount voted for each account, or attach such information to this Master Ballot in the form of the following table. For purposes of this Master Ballot, accrued or unmatured interest should not be included. Please note: Each beneficial owner must vote all his, her, or its [__]% MCIC Senior Debt claims *either* to accept *or* reject the Plan, and may *not* split such vote.):

ANY EXECUTED BALLOT RECEIVED THAT DOES NOT INDICATE EITHER AN ACCEPTANCE OR REJECTION OF THE PLAN OR THAT INDICATES BOTH AN ACCEPTANCE AND A REJECTION OF THE PLAN WILL NOT BE COUNTED.

Your Customer Account Number for Each Beneficial Owner of [__]% MCIC Senior Notes	Principal Amount of [__]% MCIC Senior Notes Voted to ACCEPT the Plan		Principal Amount of [__]% MCIC Senior Notes Voted to REJECT the Plan
1.	\$	OR	\$
2.	\$	OR	\$
3.	\$	OR	\$
4.	\$	OR	\$
5.	\$	OR	\$
6.	\$	OR	\$
7.	\$	OR	\$
8.	\$	OR	\$
9.	\$	OR	\$
10.	\$	OR	\$
TOTALS:	\$		\$

Item 3. Certification As to Transcription of Information From Item 3 As to Other [__]% MCIC Senior Debt Claims Voted by Beneficial Owners.

The undersigned certifies that the undersigned has transcribed in the following table the information, if any, provided by beneficial owners in Item 3 of the MCIC Senior Debt Claims Ballots, identifying any other [__]% MCIC Senior Notes for which such beneficial owners have submitted other Ballots:

YOUR customer account number for each beneficial owner who completed Item 3 of the MCIC Senior Debt Claims Ballot.	Other [__]% MCIC Senior Debt Claims Voted		
	Account Number <i>(Transcribe from Item 3 of MCIC Senior Debt Claims Ballot)</i>	Name of Registered Holder or Nominee <i>(Transcribe from Item 3 of MCIC Senior Debt Claims Ballot)</i>	Principal Amount of Other [__]% MCIC Senior Notes Voted <i>(Transcribe from Item 3 of MCIC Senior Debt Claims Ballot)</i>
1.			\$
2.			\$
3.			\$
4.			\$
5.			\$
6.			\$
7.			\$
8.			\$
9.			\$
10.			\$

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Item 4. Certification. By signing this Master Ballot, the undersigned certifies that each beneficial owner of []% MCIC Senior Notes listed in Item 2, above, has been provided with a copy of the Disclosure Statement, including the exhibits thereto, and acknowledges that the solicitation of votes for the Plan is subject to all the terms and conditions set forth in the Disclosure Statement.

Name of Broker, Bank, or Other Nominee:

(Print or Type)

Name of Proxy Holder or Agent for Broker,
Bank, or Other Nominee (if applicable):

(Print or Type)

Social Security or Federal Tax I.D. No.: _____
(If Applicable)

Signature: _____

Print Name: _____

Title: _____
(If Appropriate)

Street Address: _____

City, State, Zip Code: _____

Telephone Number: (____) _____

Date Completed: _____

THIS MASTER BALLOT MUST BE RECEIVED BY THE VOTING AGENT, INNISFREE M&A INCORPORATED, BEFORE 4:00 P.M., EASTERN TIME, ON [____], 2003, OR THE VOTES TRANSMITTED HEREBY WILL NOT BE COUNTED.

PLEASE NOTE: THE VOTING AGENT WILL NOT ACCEPT BALLOTS OR MASTER BALLOTS BY FACSIMILE TRANSMISSION.

ANY EXECUTED BALLOT RECEIVED THAT DOES NOT INDICATE EITHER AN ACCEPTANCE OR REJECTION OF THE PLAN OR THAT INDICATES BOTH AN ACCEPTANCE AND A REJECTION OF THE PLAN WILL NOT BE COUNTED.

IF YOU HAVE ANY QUESTIONS REGARDING THIS MASTER BALLOT OR THE VOTING PROCEDURES, OR IF YOU NEED ADDITIONAL COPIES OF THE MASTER BALLOT, BALLOTS, DISCLOSURE STATEMENT, OR OTHER RELATED MATERIALS, PLEASE CALL THE VOTING AGENT, INNISFREE M&A INCORPORATED, AT 212-750-5833.

INSTRUCTIONS FOR COMPLETING THE MASTER BALLOT

VOTING DEADLINE/VOTING AGENT:

The Voting Deadline is 4:00 P. M., Eastern time, on [____], 2003, unless extended by the Debtors. To have the vote of your customers count, you must complete, sign, and return this Master Ballot so that it is received by the Voting Agent (Innisfree M&A Incorporated), Attn: WorldComBallot Tabulation, 501 Madison Avenue, 20th Floor, New York, New York 10022, before the Voting Deadline.

HOW TO COMPLETE THE MASTER BALLOT:

If you are both the registered owner *and* beneficial owner of any principal amount of MCIC Senior Notes and you wish to vote your MCIC Senior Debt Claims: You may complete, execute, and return to the Voting Agent *either* an MCIC Senior Debt Claims Ballot *or* an MCIC Senior Debt Claims Master Ballot.

If you are transmitting the votes of any beneficial owners of MCIC Senior Notes other than yourself, you may *either*:

1. Complete and execute the MCIC Senior Debt Claims Ballot (other than Items 2 and 3) and deliver to the beneficial owner such “prevalidated” MCIC Senior Debt Claims Ballot, along with the Disclosure Statement and other materials requested to be forwarded. The beneficial owner should complete Items 2 and 3 of that Ballot and return the completed Ballot to the Voting Agent so as to be received before the Voting Deadline:

OR

2. For any MCIC Senior Debt Claims Ballots you do not “prevalidate”:

Deliver the MCIC Senior Debt Claims Ballot to the beneficial owner, along with the Disclosure Statement and other materials requested to be forwarded, and take the necessary actions to enable such beneficial owner to (i) complete and execute such Ballot voting to accept or reject the Plan, and (ii) return the completed, executed Ballot to you in sufficient time to enable you to complete the Master Ballot and deliver it to the Voting Agent before the Voting Deadline of 4:00 P.M., Eastern Time, on [____], 2003; and

With respect to all MCIC Senior Debt Claims Ballots returned to you, you must properly complete the Master Ballot, as follows:

- a. Check the appropriate box in Item 1 on the Master Ballot;
- b. In Item 2 of this Master Ballot, indicate the votes to accept or reject the Plan, as transmitted to you by the beneficial owners of [__]% MCIC Senior Notes. To identify such beneficial owners without disclosing their names, please use the customer account number assigned by you to each such beneficial owner, or if no such customer account number exists, please assign a number to each account (making sure to retain a separate list of each beneficial owner and the assigned number). **IMPORTANT: BENEFICIAL OWNERS MAY NOT SPLIT THEIR VOTES. EACH BENEFICIAL OWNER MUST VOTE ALL HIS, HER, OR ITS [__]% MCIC SENIOR DEBT CLAIMS EITHER TO ACCEPT OR REJECT THE PLAN. IF ANY BENEFICIAL OWNER HAS ATTEMPTED TO SPLIT SUCH VOTE, PLEASE CONTACT THE VOTING AGENT IMMEDIATELY.** Any Ballot or Master Ballot which is validly executed but (i) which does not indicate acceptance or rejection of the Plan by the indicated beneficial owner, or (ii) indicates both an acceptance and rejection of the Plan by the indicated beneficial owner, will not be counted as to such beneficial owner;

- c. Please note that Item 3 of this Master Ballot requests that you transcribe the information provided by each beneficial owner from Item 3 of each completed MCIC Senior Debt Claims Ballot relating to other [___]% MCIC Senior Notes voted;
- d. Review the certification in Item 4 of the Master Ballot;
- e. In Item 4, sign and date the Master Ballot, and provide the remaining information requested;
- f. If additional space is required to respond to any item on the Master Ballot, please use additional sheets of paper clearly marked to indicate the applicable Item of the Master Ballot to which you are responding;
- g. Contact the Voting Agent to arrange for delivery of the completed Master Ballot to its offices; and
- h. Deliver the completed, executed Master Ballot so as to be *received* by the Voting Agent, Innisfree M&A Incorporated, before the Voting Deadline. For each completed, executed MCIC Senior Debt Claims Ballot returned to you by a beneficial owner, either forward such Ballot (along with your Master Ballot) to the Voting Agent or retain such MCIC Senior Debt Claims Ballot in your files for one year from the Voting Deadline.

PLEASE NOTE:

This Master Ballot is *not* a letter of transmittal and may *not* be used for any purpose other than to cast votes to accept or reject the Plan. Holders should not surrender, at this time, certificates representing their securities. Neither the Debtors nor the Voting Agent will accept delivery of any such certificates surrendered together with this Master Ballot. Surrender of securities for exchange may only be made by you, and will only be accepted pursuant to a letter of transmittal which will be furnished to you by the Debtors following confirmation of the Plan by the United States Bankruptcy Court.

No Ballot or Master Ballot shall constitute or be deemed a proof of claim or equity interest or an assertion of a claim or equity interest.

We will, upon request, reimburse you for customary mailing and handling expenses incurred by you in forwarding the Ballots and other enclosed materials to the beneficial owners of MCIC Senior Notes held by you as a nominee or in a fiduciary capacity. We will also pay all transfer taxes, if any, applicable to the transfer and exchange of your securities pursuant to and following confirmation of the Plan.

NOTHING CONTAINED HEREIN OR IN THE ENCLOSED DOCUMENTS SHALL RENDER YOU OR ANY OTHER PERSON THE AGENT OF ANY OF THE DEBTORS OR THE VOTING AGENT, OR AUTHORIZE YOU OR ANY OTHER PERSON TO USE ANY DOCUMENT OR MAKE ANY STATEMENTS ON BEHALF OF ANY OF THEM WITH RESPECT TO THE PLAN, EXCEPT FOR THE STATEMENTS CONTAINED IN THE ENCLOSED DOCUMENTS.

IF YOU HAVE ANY QUESTIONS REGARDING THIS MASTER BALLOT OR THE VOTING PROCEDURES OR IF YOU NEED ADDITIONAL COPIES OF THE MASTER BALLOT, BALLOTS, DISCLOSURE STATEMENT, OR OTHER RELATED MATERIALS, PLEASE CALL INNISFREE M&A INCORPORATED, AT 212-750-5833.

COMPLETED, SIGNED, AND RECEIVED ON OR BEFORE THE VOTING DEADLINE AND THE VOTING DEADLINE IS NOT EXTENDED, THE VOTES TRANSMITTED BY THIS MASTER BALLOT WILL NOT BE COUNTED.

You should review the Disclosure Statement and the Plan before you transmit votes. You or the beneficial owners of Intermedia Senior Notes for whom you are the Nominee may wish to seek legal advice concerning the Plan and the classification and treatment of the Intermedia Senior Debt Claims under the Plan. Such claims have been placed in class 11 under the Plan. Holders of more than one claim against the Debtors will receive a Ballot for each claim such holders are entitled to vote, and the Nominees of such holders will receive a Master Ballot for each claim such holders are entitled to vote.

If the Plan is confirmed by the Bankruptcy Court, it will be binding upon you and the beneficial owners of Intermedia Senior Notes for whom you are the Nominee, whether or not such holders vote and whether or not any votes are transmitted by this Master Ballot.

Item 1. Certification of Authority to Vote. The undersigned certifies that as of the May [___], 2003 record date, the undersigned (please check the applicable box):

- Is a broker, bank, or other nominee for the beneficial owners of the aggregate principal amount of [___]% Intermedia Senior Notes listed in Item 2 below, and is the registered holder of such securities, or
- Is acting under a power of attorney and/or agency (a copy of which will be provided upon request) granted by a broker, bank, or other nominee that is the registered holder of the aggregate principal amount of [___]% Intermedia Senior Notes listed in Item 2 below, or
- Has been granted a proxy (an original of which is attached hereto) from a broker, bank, or other nominee or a beneficial owner that is the registered holder of the aggregate principal amount of [___]% Intermedia Senior Notes listed in Item 2 below,

and accordingly, has full power and authority to vote to accept or reject the Plan on behalf of the beneficial owners of the [___]% Intermedia Senior Notes described in Item 2 below.

Item 2. Class 11 (Intermedia Senior Debt Claims) Vote. The undersigned transmits the following votes of beneficial owners in respect of their []% Intermedia Senior Notes, and certifies that the following beneficial owners of Intermedia Senior Notes, as identified by their respective customer account numbers set forth below, are beneficial owners of such securities as of the May [], 2003 record date and have delivered to the undersigned, as Nominee, properly executed Ballots casting such votes. (Indicate in the appropriate column the aggregate principal amount voted for each account, or attach such information to this Master Ballot in the form of the following table. For purposes of this Master Ballot, accrued or unmatured interest should not be included. Please note: Each beneficial owner must vote all his, her, or its []% Intermedia Senior Debt claims *either* to accept *or* reject the Plan, and may *not* split such vote.):

ANY EXECUTED BALLOT RECEIVED THAT DOES NOT INDICATE EITHER AN ACCEPTANCE OR REJECTION OF THE PLAN OR THAT INDICATES BOTH AN ACCEPTANCE AND A REJECTION OF THE PLAN WILL NOT BE COUNTED.

Your Customer Account Number for Each Beneficial Owner of []% Intermedia Senior Notes	Principal Amount of []% Intermedia Senior Notes Voted to ACCEPT the Plan		Principal Amount of []% Intermedia Senior Notes Voted to REJECT the Plan
1.	\$	OR	\$
2.	\$	OR	\$
3.	\$	OR	\$
4.	\$	OR	\$
5.	\$	OR	\$
6.	\$	OR	\$
7.	\$	OR	\$
8.	\$	OR	\$
9.	\$	OR	\$
10.	\$	OR	\$
TOTALS:	\$		\$

Item 3. Certification As to Transcription of Information From Item 3 As to Other [__]% Intermedia Senior Debt Claims Voted by Beneficial Owners. The undersigned certifies that the undersigned has transcribed in the following table the information, if any, provided by beneficial owners in Item 3 of the Intermedia Senior Debt Claims Ballots, identifying any other [__]% Intermedia Senior Notes for which such beneficial owners have submitted other Ballots:

YOUR customer account number for each beneficial owner who completed Item 3 of the Intermedia Senior Debt Claims Ballot.	Other [__]% Intermedia Senior Debt Claims Voted		
	Account Number <i>(Transcribe from Item 3 of Intermedia Senior Debt Claims Ballot)</i>	Name of Registered Holder or Nominee <i>(Transcribe from Item 3 of Intermedia Senior Debt Claims Ballot)</i>	Principal Amount of Other [__]% Intermedia Senior Notes Voted <i>(Transcribe from Item 3 of Intermedia Senior Debt Claims Ballot)</i>
1.			\$
2.			\$
3.			\$
4.			\$
5.			\$
6.			\$
7.			\$
8.			\$
9.			\$
10.			\$

Item 4. Certification. By signing this Master Ballot, the undersigned certifies that each beneficial owner of []% Intermedia Senior Notes listed in Item 2, above, has been provided with a copy of the Disclosure Statement, including the exhibits thereto, and acknowledges that the solicitation of votes for the Plan is subject to all the terms and conditions set forth in the Disclosure Statement.

Name of Broker, Bank, or Other Nominee:

(Print or Type)

Name of Proxy Holder or Agent for Broker,
Bank, or Other Nominee (if applicable):

(Print or Type)

Social Security or Federal Tax I.D. No.: _____
(If Applicable)

Signature: _____

Print Name: _____

Title: _____
(If Appropriate)

Street Address: _____

City, State, Zip Code: _____

Telephone Number: (____) _____

Date Completed: _____

THIS MASTER BALLOT MUST BE RECEIVED BY THE VOTING AGENT, INNISFREE M&A INCORPORATED, BEFORE 4:00 P.M., EASTERN TIME, ON [____], 2003, OR THE VOTES TRANSMITTED HEREBY WILL NOT BE COUNTED.

PLEASE NOTE: THE VOTING AGENT WILL NOT ACCEPT BALLOTS OR MASTER BALLOTS BY FACSIMILE TRANSMISSION.

ANY EXECUTED BALLOT RECEIVED THAT DOES NOT INDICATE EITHER AN ACCEPTANCE OR REJECTION OF THE PLAN OR THAT INDICATES BOTH AN ACCEPTANCE AND A REJECTION OF THE PLAN WILL NOT BE COUNTED.

IF YOU HAVE ANY QUESTIONS REGARDING THIS MASTER BALLOT OR THE VOTING PROCEDURES, OR IF YOU NEED ADDITIONAL COPIES OF THE MASTER BALLOT, BALLOTS, DISCLOSURE STATEMENT, OR OTHER RELATED MATERIALS, PLEASE CALL THE VOTING AGENT, INNISFREE M&A INCORPORATED, AT 212-750-5833.

INSTRUCTIONS FOR COMPLETING THE MASTER BALLOT

VOTING DEADLINE/VOTING AGENT:

The Voting Deadline is 4:00 P. M., Eastern time, on [____], 2003, unless extended by the Debtors. To have the vote of your customers count, you must complete, sign, and return this Master Ballot so that it is received by the Voting Agent (Innisfree M&A Incorporated), Attn: WorldComBallot Tabulation, 501 Madison Avenue, 20th Floor, New York, New York 10022 before the Voting Deadline.

HOW TO COMPLETE THE MASTER BALLOT:

If you are both the registered owner and beneficial owner of any principal amount of Intermedia Senior Notes and you wish to vote your Intermedia Senior Debt Claims: You may complete, execute, and return to the Voting Agent *either* an Intermedia Senior Debt Claims Ballot *or* an Intermedia Senior Debt Claims Master Ballot.

If you are transmitting the votes of any beneficial owners of Intermedia Senior Notes other than yourself, you may *either*:

1. Complete and execute the Intermedia Senior Debt Claims Ballot (other than Items 2 and 3) and deliver to the beneficial owner such "prevalidated" Intermedia Senior Debt Claims Ballot, along with the Disclosure Statement and other materials requested to be forwarded. The beneficial owner should complete Items 2 and 3 of that Ballot and return the completed Ballot to the Voting Agent so as to be received before the Voting Deadline:

OR

2. For any Intermedia Senior Debt Claims Ballots you do not "prevalidate":

Deliver the Intermedia Senior Debt Claims Ballot to the beneficial owner, along with the Disclosure Statement and other materials requested to be forwarded, and take the necessary actions to enable such beneficial owner to (i) complete and execute such Ballot voting to accept or reject the Plan, and (ii) return the completed, executed Ballot to you in sufficient time to enable you to complete the Master Ballot and deliver it to the Voting Agent before the Voting Deadline of 4:00 P.M., Eastern Time, on [____], 2003; and

With respect to all Intermedia Senior Debt Claims Ballots returned to you, you must properly complete the Master Ballot, as follows:

- a. Check the appropriate box in Item 1 on the Master Ballot;
- b. In Item 2 of this Master Ballot, indicate the votes to accept or reject the Plan, as transmitted to you by the beneficial owners of [__]% Intermedia Senior Notes. To identify such beneficial owners without disclosing their names, please use the customer account number assigned by you to each such beneficial owner, or if no such customer account number exists, please assign a number to each account (making sure to retain a separate list of each beneficial owner and the assigned number). **IMPORTANT: BENEFICIAL OWNERS MAY NOT SPLIT THEIR VOTES. EACH BENEFICIAL OWNER MUST VOTE ALL HIS, HER, OR ITS [__]% INTERMEDIA SENIOR DEBT CLAIMS EITHER TO ACCEPT OR REJECT THE PLAN. IF ANY BENEFICIAL OWNER HAS ATTEMPTED TO SPLIT SUCH VOTE, PLEASE CONTACT THE VOTING AGENT IMMEDIATELY.** Any Ballot or Master Ballot which is validly executed but (i) which does not indicate acceptance or rejection of the Plan by the indicated beneficial owner, or (ii) indicates both an acceptance and rejection of the Plan by the indicated beneficial owner, will not be counted as to such beneficial owner;

[Letter/Number Code]

- c. Please note that Item 3 of this Master Ballot requests that you transcribe the information provided by each beneficial owner from Item 3 of each completed Intermedia Senior Debt Claims Ballot relating to other [___]% Intermedia Senior Notes voted;
- d. Review the certification in Item 4 of the Master Ballot;
- e. In Item 4, sign and date the Master Ballot, and provide the remaining information requested;
- f. If additional space is required to respond to any item on the Master Ballot, please use additional sheets of paper clearly marked to indicate the applicable Item of the Master Ballot to which you are responding;
- g. Contact the Voting Agent to arrange for delivery of the completed Master Ballot to its offices; and
- h. Deliver the completed, executed Master Ballot so as to be *received* by the Voting Agent, Innisfree M&A Incorporated, before the Voting Deadline. For each completed, executed Intermedia Senior Debt Claims Ballot returned to you by a beneficial owner, either forward such Ballot (along with your Master Ballot) to the Voting Agent or retain such Intermedia Senior Debt Claims Ballot in your files for one year from the Voting Deadline.

PLEASE NOTE:

This Master Ballot is *not* a letter of transmittal and may *not* be used for any purpose other than to cast votes to accept or reject the Plan. Holders should not surrender, at this time, certificates representing their securities. Neither the Debtors nor the Voting Agent will accept delivery of any such certificates surrendered together with this Master Ballot. Surrender of securities for exchange may only be made by you, and will only be accepted pursuant to a letter of transmittal which will be furnished to you by the Debtors following confirmation of the Plan by the United States Bankruptcy Court.

No Ballot or Master Ballot shall constitute or be deemed a proof of claim or equity interest or an assertion of a claim or equity interest.

We will, upon request, reimburse you for customary mailing and handling expenses incurred by you in forwarding the Ballots and other enclosed materials to the beneficial owners of Intermedia Senior Notes held by you as a nominee or in a fiduciary capacity. We will also pay all transfer taxes, if any, applicable to the transfer and exchange of your securities pursuant to and following confirmation of the Plan.

NOTHING CONTAINED HEREIN OR IN THE ENCLOSED DOCUMENTS SHALL RENDER YOU OR ANY OTHER PERSON THE AGENT OF ANY OF THE DEBTORS OR THE VOTING AGENT, OR AUTHORIZE YOU OR ANY OTHER PERSON TO USE ANY DOCUMENT OR MAKE ANY STATEMENTS ON BEHALF OF ANY OF THEM WITH RESPECT TO THE PLAN, EXCEPT FOR THE STATEMENTS CONTAINED IN THE ENCLOSED DOCUMENTS.

IF YOU HAVE ANY QUESTIONS REGARDING THIS MASTER BALLOT OR THE VOTING PROCEDURES OR IF YOU NEED ADDITIONAL COPIES OF THE MASTER BALLOT, BALLOTS, DISCLOSURE STATEMENT, OR OTHER RELATED MATERIALS, PLEASE CALL INNISFREE M&A INCORPORATED, AT 212-750-5833.

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X
In re :
 : Chapter 11 Case No.
WORLDCOM, INC., et al., : 02-13533 (AJG)
 :
 : (Jointly Administered)
Debtors. :
 :
22001 Loudoun County Parkway :
Ashburn, VA 20147 :
 :
-----X

MASTER BALLOT FOR ACCEPTING OR REJECTING DEBTORS' JOINT PLAN OF
REORGANIZATION UNDER CHAPTER 11 OF THE BANKRUPTCY CODE

MASTER BALLOT FOR VOTING CLASS 13
INTERMEDIA SUBORDINATED DEBT CLAIMS
(Claims of Holders of Intermedia Subordinated Notes, Cusip _____)

THE VOTING DEADLINE BY WHICH YOUR MASTER BALLOT MUST BE **RECEIVED** BY THE VOTING AGENT, INNISFREE M&A INCORPORATED, IS 4:00 P. M. EASTERN TIME ON [_____], 2003 OR THE VOTES REPRESENTED BY YOUR BALLOT WILL NOT BE COUNTED.

The above-captioned debtors and debtors in possession, more specifically identified in the accompanying Addendum to Ballot (collectively, the "Debtors"), have filed the Debtors' Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code, dated May 18, 2003 (the "Plan"). The Plan is Exhibit A to the Debtors' Disclosure Statement Pursuant to Section 1125 of the Bankruptcy Code, dated May 18, 2003 (the "Disclosure Statement"). The Bankruptcy Court has approved the Disclosure Statement, which provides information to assist creditors in deciding how to vote on the Plan. Bankruptcy Court approval of the Disclosure Statement does not indicate approval of the Plan by the Bankruptcy Court.

This Master Ballot is to be used by you, as a broker, bank, or other nominee (or as their proxy holder or agent) (each of the foregoing, a "Nominee"), for beneficial owners, as of May [___], 2003, of notes issued by Intermedia Communications Inc. ("Intermedia") prior to July 22, 2002 under the senior subordinated notes indenture, dated February 24, 1999, between Intermedia and Suntrust Bank, Central Florida, N.A., as amended (the "Intermedia Subordinated Notes"), to transmit the votes of such holders in respect of their Intermedia Subordinated Notes (the "Intermedia Subordinated Debt Claims") to accept or reject the Plan. Before you transmit such votes, please carefully review the Disclosure Statement and the voting procedures set forth below.

This Ballot is *not* a letter of transmittal and may *not* be used for any purpose other than to transmit votes to accept or reject the Plan.

PLEASE READ AND FOLLOW THE ATTACHED INSTRUCTIONS CAREFULLY. COMPLETE, SIGN, AND DATE THIS MASTER BALLOT, AND RETURN IT SO THAT IT IS RECEIVED BY THE VOTING AGENT (INNISFREE M&A INCORPORATED) BEFORE THE VOTING DEADLINE OF 4:00 P.M., EASTERN TIME, ON [____], 2003. IF THIS MASTER BALLOT IS NOT COMPLETED, SIGNED, AND RECEIVED ON OR BEFORE THE VOTING DEADLINE AND THE VOTING DEADLINE IS NOT EXTENDED, THE VOTES TRANSMITTED BY THIS MASTER BALLOT WILL NOT BE COUNTED.

You should review the Disclosure Statement and the Plan before you transmit votes. You or the beneficial owners of Intermedia Subordinated Notes for whom you are the Nominee may wish to seek legal advice concerning the Plan and the classification and treatment of the Intermedia Subordinated Debt Claims under the Plan. Such claims have been placed in class 13 under the Plan. Holders of more than one claim against the Debtors will receive a Ballot for each claim such holders are entitled to vote, and the Nominees of such holders will receive a Master Ballot for each claim such holders are entitled to vote.

If the Plan is confirmed by the Bankruptcy Court, it will be binding upon you and the beneficial owners of Intermedia Subordinated Notes for whom you are the Nominee, whether or not such holders vote and whether or not any votes are transmitted by this Master Ballot.

Item 1. Certification of Authority to Vote. The undersigned certifies that as of the May [____], 2003 record date, the undersigned (please check the applicable box):

- Is a broker, bank, or other nominee for the beneficial owners of the aggregate principal amount of Intermedia Subordinated Notes listed in Item 2 below, and is the registered holder of such securities, or
- Is acting under a power of attorney and/or agency (a copy of which will be provided upon request) granted by a broker, bank, or other nominee that is the registered holder of the aggregate principal amount of Intermedia Subordinated Notes listed in Item 2 below, or
- Has been granted a proxy (an original of which is attached hereto) from a broker, bank, or other nominee or a beneficial owner that is the registered holder of the aggregate principal amount of Intermedia Subordinated Notes listed in Item 2 below,

and accordingly, has full power and authority to vote to accept or reject the Plan on behalf of the beneficial owners of the Intermedia Subordinated Notes described in Item 2 below.

Item 2. Class 13 (Intermedia Subordinated Debt Claims) Vote. The undersigned transmits the following votes of beneficial owners in respect of their Intermedia Subordinated Notes, and certifies that the following beneficial owners of Intermedia Subordinated Notes, as identified by their respective customer account numbers set forth below, are beneficial owners of such securities as of the May [___], 2003 record date and have delivered to the undersigned, as Nominee, properly executed Ballots casting such votes. (Indicate in the appropriate column the aggregate principal amount voted for each account, or attach such information to this Master Ballot in the form of the following table. For purposes of this Master Ballot, accrued or unmatured interest should not be included. Please note: Each beneficial owner must vote all his, her, or its Intermedia Subordinated Debt claims *either* to accept *or* reject the Plan, and may *not* split such vote.):

ANY EXECUTED BALLOT RECEIVED THAT DOES NOT INDICATE EITHER AN ACCEPTANCE OR REJECTION OF THE PLAN OR THAT INDICATES BOTH AN ACCEPTANCE AND A REJECTION OF THE PLAN WILL NOT BE COUNTED.

Your Customer Account Number for Each Beneficial Owner of Intermedia Subordinated Notes	Principal Amount of Intermedia Subordinated Notes Voted to ACCEPT the Plan		Principal Amount of Intermedia Subordinated Notes Voted to REJECT the Plan
1.	\$	OR	\$
2.	\$	OR	\$
3.	\$	OR	\$
4.	\$	OR	\$
5.	\$	OR	\$
6.	\$	OR	\$
7.	\$	OR	\$
8.	\$	OR	\$
9.	\$	OR	\$
10.	\$	OR	\$
TOTALS:	\$		\$

Item 3. Certification As to Transcription of Information From Item 3 As to Other Intermedia Subordinated Debt Claims Voted by Beneficial Owners. The undersigned certifies that the undersigned has transcribed in the following table the information, if any, provided by beneficial owners in Item 3 of the Intermedia Subordinated Debt Claims Ballots, identifying any other Intermedia Subordinated Notes for which such beneficial owners have submitted other Ballots:

YOUR customer account number for each beneficial owner who completed Item 3 of the Intermedia Subordinated Debt Claims Ballot.	Other Intermedia Subordinated Debt Claims Voted		
	Account Number <i>(Transcribe from Item 3 of Intermedia Subordinated Debt Claims Ballot)</i>	Name of Registered Holder or Nominee <i>(Transcribe from Item 3 of Intermedia Subordinated Debt Claims Ballot)</i>	Principal Amount of Other Intermedia Subordinated Notes Voted <i>(Transcribe from Item 3 of Intermedia Subordinated Debt Claims Ballot)</i>
1.			\$
2.			\$
3.			\$
4.			\$
5.			\$
6.			\$
7.			\$
8.			\$
9.			\$
10.			\$

Item 4. Certification. By signing this Master Ballot, the undersigned certifies that each beneficial owner of Intermedia Subordinated Notes listed in Item 2, above, has been provided with a copy of the Disclosure Statement, including the exhibits thereto, and acknowledges that the solicitation of votes for the Plan is subject to all the terms and conditions set forth in the Disclosure Statement.

Name of Broker, Bank, or Other Nominee:

(Print or Type)

Name of Proxy Holder or Agent for Broker,
Bank, or Other Nominee (if applicable):

(Print or Type)

Social Security or Federal Tax I.D. No.: _____
(If Applicable)

Signature: _____

Print Name: _____

Title: _____
(If Appropriate)

Street Address: _____

City, State, Zip Code: _____

Telephone Number: (____) _____

Date Completed: _____

THIS MASTER BALLOT MUST BE RECEIVED BY THE VOTING AGENT, INNISFREE M&A INCORPORATED, BEFORE 4:00 P.M., EASTERN TIME, ON [____], 2003, OR THE VOTES TRANSMITTED HEREBY WILL NOT BE COUNTED.

PLEASE NOTE: THE VOTING AGENT WILL *NOT* ACCEPT BALLOTS OR MASTER BALLOTS BY FACSIMILE TRANSMISSION.

ANY EXECUTED BALLOT RECEIVED THAT DOES NOT INDICATE EITHER AN ACCEPTANCE OR REJECTION OF THE PLAN OR THAT INDICATES BOTH AN ACCEPTANCE AND A REJECTION OF THE PLAN WILL NOT BE COUNTED.

IF YOU HAVE ANY QUESTIONS REGARDING THIS MASTER BALLOT OR THE VOTING PROCEDURES, OR IF YOU NEED ADDITIONAL COPIES OF THE MASTER BALLOT, BALLOTS, DISCLOSURE STATEMENT, OR OTHER RELATED MATERIALS, PLEASE CALL THE VOTING AGENT, INNISFREE M&A INCORPORATED, AT 212-750-5833.

INSTRUCTIONS FOR COMPLETING THE MASTER BALLOT

VOTING DEADLINE/VOTING AGENT:

The Voting Deadline is 4:00 P. M., Eastern time, on [____], 2003, unless extended by the Debtors. To have the vote of your customers count, you must complete, sign, and return this Master Ballot so that it is received by the Voting Agent (Innisfree M&A Incorporated), Attn: WorldCom Ballot Tabulation, 501 Madison Avenue, 20th Floor, New York, New York 10022 before the Voting Deadline.

HOW TO COMPLETE THE MASTER BALLOT:

If you are both the registered owner and beneficial owner of any principal amount of Intermedia Subordinated Notes and you wish to vote your Intermedia Subordinated Debt Claims: You may complete, execute, and return to the Voting Agent *either* an Intermedia Subordinated Debt Claims Ballot *or* an Intermedia Subordinated Debt Claims Master Ballot.

If you are transmitting the votes of any beneficial owners of Intermedia Subordinated Notes other than yourself, you may *either*:

1. Complete and execute the Intermedia Subordinated Debt Claims Ballot (other than Items 2 and 3) and deliver to the beneficial owner such "prevalidated" Intermedia Subordinated Debt Claims Ballot, along with the Disclosure Statement and other materials requested to be forwarded. The beneficial owner should complete Items 2 and 3 of that Ballot and return the completed Ballot to the Voting Agent so as to be received before the Voting Deadline:

OR

2. For any Intermedia Subordinated Debt Claims Ballots you do not "prevalidate":

Deliver the Intermedia Subordinated Debt Claims Ballot to the beneficial owner, along with the Disclosure Statement and other materials requested to be forwarded, and take the necessary actions to enable such beneficial owner to (i) complete and execute such Ballot voting to accept or reject the Plan, and (ii) return the completed, executed Ballot to you in sufficient time to enable you to complete the Master Ballot and deliver it to the Voting Agent before the Voting Deadline of 4:00 P.M., Eastern Time, on [____], 2003; and

With respect to all Intermedia Subordinated Debt Claims Ballots returned to you, you must properly complete the Master Ballot, as follows:

- a. Check the appropriate box in Item 1 on the Master Ballot;
- b. In Item 2 of this Master Ballot, indicate the votes to accept or reject the Plan, as transmitted to you by the beneficial owners of Intermedia Subordinated Notes. To identify such beneficial owners without disclosing their names, please use the customer account number assigned by you to each such beneficial owner, or if no such customer account number exists, please assign a number to each account (making sure to retain a separate list of each beneficial owner and the assigned number). **IMPORTANT: BENEFICIAL OWNERS MAY NOT SPLIT THEIR VOTES. EACH BENEFICIAL OWNER MUST VOTE ALL HIS, HER, OR ITS INTERMEDIA SUBORDINATED DEBT CLAIMS EITHER TO ACCEPT OR REJECT THE PLAN. IF ANY BENEFICIAL OWNER HAS ATTEMPTED TO SPLIT SUCH VOTE, PLEASE CONTACT THE VOTING AGENT IMMEDIATELY.** Any Ballot or Master Ballot which is validly executed but (i) which does not indicate acceptance or rejection of the Plan by the indicated beneficial owner, or (ii)

indicates both an acceptance and rejection of the Plan by the indicated beneficial owner, will not be counted as to such beneficial owner;

- c. Please note that Item 3 of this Master Ballot requests that you transcribe the information provided by each beneficial owner from Item 3 of each completed Intermedia Subordinated Debt Claims Ballot relating to other Intermedia Subordinated Notes voted;
- d. Review the certification in Item 4 of the Master Ballot;
- e. In Item 4, sign and date the Master Ballot, and provide the remaining information requested;
- f. If additional space is required to respond to any item on the Master Ballot, please use additional sheets of paper clearly marked to indicate the applicable Item of the Master Ballot to which you are responding;
- g. Contact the Voting Agent to arrange for delivery of the completed Master Ballot to its offices; and
- h. Deliver the completed, executed Master Ballot so as to be *received* by the Voting Agent, Innisfree M&A Incorporated, before the Voting Deadline. For each completed, executed Intermedia Subordinated Debt Claims Ballot returned to you by a beneficial owner, either forward such Ballot (along with your Master Ballot) to the Voting Agent or retain such Intermedia Subordinated Debt Claims Ballot in your files for one year from the Voting Deadline.

PLEASE NOTE:

This Master Ballot is *not* a letter of transmittal and may *not* be used for any purpose other than to cast votes to accept or reject the Plan. Holders should not surrender, at this time, certificates representing their securities. Neither the Debtors nor the Voting Agent will accept delivery of any such certificates surrendered together with this Master Ballot. Surrender of securities for exchange may only be made by you, and will only be accepted pursuant to a letter of transmittal which will be furnished to you by the Debtors following confirmation of the Plan by the United States Bankruptcy Court.

No Ballot or Master Ballot shall constitute or be deemed a proof of claim or equity interest or an assertion of a claim or equity interest.

We will, upon request, reimburse you for customary mailing and handling expenses incurred by you in forwarding the Ballots and other enclosed materials to the beneficial owners of Intermedia Subordinated Notes held by you as a nominee or in a fiduciary capacity. We will also pay all transfer taxes, if any, applicable to the transfer and exchange of your securities pursuant to and following confirmation of the Plan.

NOTHING CONTAINED HEREIN OR IN THE ENCLOSED DOCUMENTS SHALL RENDER YOU OR ANY OTHER PERSON THE AGENT OF ANY OF THE DEBTORS OR THE VOTING AGENT, OR AUTHORIZE YOU OR ANY OTHER PERSON TO USE ANY DOCUMENT OR MAKE ANY STATEMENTS ON BEHALF OF ANY OF THEM WITH RESPECT TO THE PLAN, EXCEPT FOR THE STATEMENTS CONTAINED IN THE ENCLOSED DOCUMENTS.

IF YOU HAVE ANY QUESTIONS REGARDING THIS MASTER BALLOT OR THE VOTING PROCEDURES OR IF YOU NEED ADDITIONAL COPIES OF THE MASTER BALLOT, BALLOTS, DISCLOSURE STATEMENT, OR OTHER RELATED MATERIALS, PLEASE CALL INNISFREE M&A INCORPORATED, AT 212-750-5833.

Brooks Fiber Communications of New Mexico, Inc.	02-42172	43-1705860	July 21, 2002
Brooks Fiber Communications of New York, Inc.	02-42173	43-1756240	July 21, 2002
Brooks Fiber Communications of Ohio, Inc.	02-42174	43-1743247	July 21, 2002
Brooks Fiber Communications of Oklahoma, Inc.	02-42175	43-1684836	July 21, 2002
Brooks Fiber Communications of Rhode Island, Inc.	02-42176	43-1674198	July 21, 2002
Brooks Fiber Communications of Sacramento, Inc.	02-42177	68-0313489	July 21, 2002
Brooks Fiber Communications of San Jose, Inc.	02-42178	68-0313487	July 21, 2002
Brooks Fiber Communications of Stockton, Inc.	02-42179	43-1717647	July 21, 2002
Brooks Fiber Communications of Tennessee, Inc.	02-42180	43-1689370	July 21, 2002
Brooks Fiber Communications of Texas, Inc.	02-42181	43-1714867	July 21, 2002
Brooks Fiber Communications of Tucson, Inc.	02-42182	43-1713120	July 21, 2002
Brooks Fiber Communications of Tulsa, Inc.	02-42183	43-1696784	July 21, 2002
Brooks Fiber Communications of Utah, Inc.	02-42184	43-1756241	July 21, 2002
Brooks Fiber Communications of Virginia, Inc.	02-43309	43-1795922	November 8, 2002
Brooks Fiber Communications-LD, Inc.	02-42185	68-0313486	July 21, 2002
Brooks Fiber Properties, Inc.	02-42186	43-1656187	July 21, 2002
BTC Finance Corp.	02-43310	43-1583085	November 8, 2002
BTC Transportation Corporation	02-42187	43-1697928	July 21, 2002
CC Wireless, Inc.	02-43311	22-3378348	November 8, 2002
Chicago Fiber Optic Corporation	02-42189	36-3349833	July 21, 2002
Com Systems, Inc.	02-42190	77-0309636	July 21, 2002
COM/NAV Realty Corp.	02-42191	64-0762666	July 21, 2002
Compuplex Incorporated	02-43312	31-1316663	November 8, 2002
Cross Country Telecommunications, Inc.	02-43313	22-2868888	November 8, 2002
Cross Country Wireless, Inc.	02-42192	22-3324281	July 21, 2002
CS Network Services, Inc.	02-43314	95-3861335	November 8, 2002
CS Wireless Battle Creek, Inc.	02-42193	75-2724544	July 21, 2002
CS Wireless Systems, Inc.	02-42194	23-2751747	July 21, 2002
E.L. Acquisition, Inc.	02-42195	74-2892027	July 21, 2002
Fibercom of Missouri, Inc.	02-43315	43-1579860	November 8, 2002
FiberNet Rochester, Inc.	02-42197	16-1400819	July 21, 2002
Fibernet, Inc.	02-42198	16-1374434	July 21, 2002
Healan Communications, Inc.	02-42199	58-1676986	July 21, 2002
Institutional Communications Company	02-43316		November 8, 2002
Intelligent Investment Partners, Inc.	02-42200	64-0792975	July 21, 2002
J.B. Telecom, Inc.	02-43317	43-1579859	November 8, 2002
Jones Lightwave of Denver, Inc.	02-42205	84-1169762	July 21, 2002

Marconi Telegraph Cable Company, Inc.	02-42206	13-6097025	July 21, 2002
MCI Canada, Inc.	02-42207	52-1777018	July 21, 2002
MCI Communications Corporation	02-42155	58-2358731	July 21, 2002
MCI Equipment Acquisition Corporation	02-42208	52-1372504	July 21, 2002
MCI Galaxy III Transponder Leasing, Inc.	02-42209	93-0954928	July 21, 2002
MCI Global Access Corporation	02-42210	13-2505878	July 21, 2002
MCI Global Support Corporation	02-42211	93-0954930	July 21, 2002
MCI International Services, L.L.C.	02-42319		July 21, 2002
MCI International Telecommunications Corporation	02-42212	52-1273032	July 21, 2002
MCI International Telecommunications Holding Corporation	02-42214	02-0570813	July 21, 2002
MCI International, Inc.	02-42213	52-1105266	July 21, 2002
MCI Investments Holdings, Inc.	02-42215	51-0362257	July 21, 2002
MCI Network Technologies, Inc.	02-42216	52-1802586	July 21, 2002
MCI Omega Properties, Inc.	02-42217	52-1916804	July 21, 2002
MCI Payroll Services, LLC	02-42320	52-2298157	July 21, 2002
MCI Research, Inc.	02-42218	52-1482577	July 21, 2002
MCI Systemhouse L.L.C.	02-43343	52-2152010	November 8, 2002
MCI Transcon Corporation	02-42219	52-1661354	July 21, 2002
MCI Wireless, Inc.	02-42220	11-2692099	July 21, 2002
MCI WORLDCOM Brands, L.L.C.	02-42321	52-2237625	July 21, 2002
MCI WORLDCOM Brazil, LLC	02-43344		November 8, 2002
MCI WORLDCOM Brooks Telecom, LLC	02-42322	27-0025968	July 21, 2002
MCI WORLDCOM Capital Management Corporation	02-42221	52-2185342	July 21, 2002
MCI WORLDCOM Communications of Virginia, Inc.	02-42222	47-0797991	July 21, 2002
MCI WORLDCOM Communications, Inc.	02-42223	47-0751768	July 21, 2002
MCI WORLDCOM Financial Management Corporation	02-42224	93-0954929	July 21, 2002
MCI WORLDCOM Global Networks U.S., Inc.	02-42225	52-2152616	July 21, 2002
MCI WORLDCOM International, Inc.	02-42226	13-2784803	July 21, 2002
MCI WorldCom Management Company, Inc.	02-42227	68-0887473	July 21, 2002
MCI WORLDCOM MFS Telecom, LLC	02-42323	27-0025963	July 21, 2002
MCI WORLDCOM Network Services of Virginia, Inc.	02-42228	52-1462179	July 21, 2002
MCI WORLDCOM Network Services, Inc.	02-42229	13-2745892	July 21, 2002
MCI WORLDCOM Synergies Management Company, Inc.	02-42230	52-2135894	July 21, 2002
MCI/OTI Corporation	02-42231	52-1359823	July 21, 2002
MCImetro Access Transmission Services LLC	02-42324	52-2102063	July 21, 2002
MCImetro Access Transmission	02-42232	52-1844965	July 21, 2002

Services of Virginia, Inc.			
Metrex Corporation	02-42233	58-1867926	July 21, 2002
Metropolitan Fiber Systems of Alabama, Inc.	02-43318	47-0775186	November 8, 2002
Metropolitan Fiber Systems of Arizona, Inc.	02-42234	47-0729752	July 21, 2002
Metropolitan Fiber Systems of Baltimore, Inc.	02-42235	36-3610419	July 21, 2002
Metropolitan Fiber Systems of California, Inc.	02-42236	36-3610938	July 21, 2002
Metropolitan Fiber Systems of Columbus, Inc.	02-43319	36-3788230	November 8, 2002
Metropolitan Fiber Systems of Connecticut, Inc.	02-42237	36-3779884	July 21, 2002
Metropolitan Fiber Systems of Dallas, Inc.	02-42238	36-3647658	July 21, 2002
Metropolitan Fiber Systems of Delaware, Inc.	02-42239	36-3885844	July 21, 2002
Metropolitan Fiber Systems of Denver, Inc.	02-42240	36-3697247	July 21, 2002
Metropolitan Fiber Systems of Detroit, Inc.	02-42241	36-3779882	July 21, 2002
Metropolitan Fiber Systems of Florida, Inc.	02-42242	36-3635783	July 21, 2002
Metropolitan Fiber Systems of Hawaii, Inc.	02-43320	47-0775195	November 8, 2002
Metropolitan Fiber Systems of Houston, Inc.	02-42243	36-3647656	July 21, 2002
Metropolitan Fiber Systems of Indianapolis, Inc.	02-42244	47-0729748	July 21, 2002
Metropolitan Fiber Systems of Iowa, Inc.	02-43321	47-0729751	November 8, 2002
Metropolitan Fiber Systems of Kansas City, Missouri, Inc.	02-43322	36-3792344	November 8, 2002
Metropolitan Fiber Systems of Kansas, Inc.	02-43323	47-0775189	November 8, 2002
Metropolitan Fiber Systems of Kentucky, Inc.	02-43324	47-0788122	November 8, 2002
Metropolitan Fiber Systems of Massachusetts, Inc.	02-43325	36-3986551	November 8, 2002
Metropolitan Fiber Systems of Minneapolis/St. Paul, Inc.	02-42245	41-1613367	July 21, 2002
Metropolitan Fiber Systems of Nebraska, Inc.	02-43326	36-3986552	November 8, 2002
Metropolitan Fiber Systems of Nevada, Inc.	02-43327	47-0775190	November 8, 2002
Metropolitan Fiber Systems of New Hampshire, Inc.	02-42246	47-0773914	July 21, 2002
Metropolitan Fiber Systems of New Jersey, Inc.	02-42247	36-3762806	July 21, 2002
Metropolitan Fiber Systems of New Orleans, Inc.	02-42248	36-3630861	July 21, 2002
Metropolitan Fiber Systems of New York, Inc.	02-42249	36-3660926	July 21, 2002
Metropolitan Fiber Systems of North	02-43328	36-3779888	November 8, 2002

Carolina, Inc.			
Metropolitan Fiber Systems of Ohio, Inc.	02-42250	36-3779880	July 21, 2002
Metropolitan Fiber Systems of Oklahoma, Inc.	02-43329	47-0775193	November 8, 2002
Metropolitan Fiber Systems of Oregon, Inc.	02-42251	36-3913826	July 21, 2002
Metropolitan Fiber Systems of Philadelphia, Inc.	02-42252	36-3552384	July 21, 2002
Metropolitan Fiber Systems of Pittsburgh, Inc.	02-42253	36-3635789	July 21, 2002
Metropolitan Fiber Systems of Rhode Island, Inc.	02-43330	47-0788123	November 8, 2002
Metropolitan Fiber Systems of Seattle, Inc.	02-42254	36-3913825	July 21, 2002
Metropolitan Fiber Systems of St. Louis, Inc.	02-42255	36-3790809	July 21, 2002
Metropolitan Fiber Systems of Tennessee, Inc.	02-43331	47-0773913	November 8, 2002
Metropolitan Fiber Systems of Virginia, Inc.	02-43332	47-0788124	November 8, 2002
Metropolitan Fiber Systems of Wisconsin, Inc.	02-43333	36-3659531	November 8, 2002
Metropolitan Fiber Systems/McCourt, Inc.	02-42256	36-3602079	July 21, 2002
MFS CableCo U.S., Inc.	02-42257	47-0802532	July 21, 2002
MFS Datanet, Inc.	02-42258	47-0751829	July 21, 2002
MFS Foreign Personnel, Inc.	02-43334	47-0776892	November 8, 2002
MFS International Holdings, L.L.C.	02-43345		November 8, 2002
MFS Telecom, Inc.	02-42259	33-3547776	July 21, 2002
MFS Telephone of Missouri, Inc.	02-42260	47-0776890	July 21, 2002
MFS Telephone of New Hampshire, Inc.	02-42261	47-0776889	July 21, 2002
MFS Telephone of Virginia, Inc.	02-42262	47-0776888	July 21, 2002
MFS Telephone, Inc.	02-42263	36-3795234	July 21, 2002
MFS/C-TEC	02-42330	47-0797049	July 21, 2002
MFSA Holding, Inc.	02-42264	36-3815833	July 21, 2002
Military Communications Center, Inc.	02-42265	41-1456069	July 21, 2002
MobileComm Europe Inc.	02-42266	64-0751813	July 21, 2002
Mtel American Radiodetermination Corporation	02-43335	64-0704593	November 8, 2002
Mtel Asia, Inc.	02-42267	72-1345506	July 21, 2002
Mtel Cellular, Inc.	02-42268	64-0770349	July 21, 2002
Mtel Digital Services, Inc.	02-43336	64-0732640	November 8, 2002
Mtel International, Inc.	02-42269	64-0769967	July 21, 2002
Mtel Latin America, Inc.	02-42270	64-0856089	July 21, 2002
Mtel Microwave, Inc.	02-42271	64-0770351	July 21, 2002
Mtel Service Corporation	02-42272	64-0684796	July 21, 2002
Mtel Space Technologies Corporation	02-43337	64-0711531	November 8, 2002
Mtel Technologies, Inc.	02-43338	64-0802571	November 8, 2002
N.C.S. Equipment Corporation	02-42274	11-2795515	July 21, 2002
networkMCI, Inc.	02-42276	52-1907477	July 21, 2002
New England Fiber Communications L.L.C.	02-43346	43-1783101	November 8, 2002

Northeast Networks, Inc.	02-42277	13-3587925	July 21, 2002
Nova Cellular Co.	02-42278	36-3357455	July 21, 2002
Overseas Telecommunications, Inc.	02-42280	54-1405953	July 21, 2002
SkyTel Communications, Inc.	02-42284	52-2193889	July 21, 2002
SkyTel Corp.	02-42285	64-0848625	July 21, 2002
SkyTel Payroll Services, LLC	02-42325	52-2299615	July 21, 2002
Southern Wireless Video, Inc.	02-43339		November 8, 2002
Southernnet of South Carolina, Inc.	02-42286	57-0711261	July 21, 2002
Southernnet Systems, Inc.	02-42287	54-1283813	July 21, 2002
Southernnet, Inc.	02-42288	58-1416873	July 21, 2002
Telecom*USA, Inc.	02-42289	58-1581828	July 21, 2002
Teleconnect Company	02-42290	42-1133873	July 21, 2002
Teleconnect Long Distance Services & Systems Co.	02-42291	42-1295989	July 21, 2002
Tenant Network Services, Inc.	02-42292	94-3232477	July 21, 2002
TMC Communications, Inc.	02-43340	77-0075556	November 8, 2002
TransCall America, Inc.	02-42293	58-1472775	July 21, 2002
Tru Vision Wireless, Inc.	02-42294	64-0849646	July 21, 2002
Tru Vision-Flippin, Inc.	02-42295	72-1334979	July 21, 2002
TTI National, Inc.	02-42296	64-0874463	July 21, 2002
UUNET Australia Limited	02-42297	54-1866646	July 21, 2002
UUNET Caribbean, Inc.	02-42298	62-1815795	July 21, 2002
UUNET Holdings Corp.	02-42299	54-1866644	July 21, 2002
UUNET International Ltd.	02-42300	51-0373500	July 21, 2002
UUNET Japan Ltd.	02-42301	54-1866647	July 21, 2002
UUNET Payroll Services, LLC	02-42326	52-2299617	July 21, 2002
UUNET Technologies, Inc.	02-42302	54-1543611	July 21, 2002
Virginia Metrotel, Inc.	02-42303	54-1649507	July 21, 2002
Western Business Network, Inc.	02-43305	77-0276311	November 8, 2002
Wireless One, Inc.	02-42304	72-1300837	July 21, 2002
Wireless Video Enhanced Services	02-43341	94-3196653	November 8, 2002
Wireless Video Enterprises, Inc.	02-43342	94-3208912	November 8, 2002
Wireless Video Services	02-42305	94-3196784	July 21, 2002
WorldCom Broadband Solutions, Inc.	02-42306	52-2247849	July 21, 2002
WorldCom Caribbean, Inc.	02-13532	66-0451531	July 21, 2002
WorldCom East, Inc.	02-42307	47-0797131	July 21, 2002
WorldCom ETC, Inc.	02-42308	52-1462178	July 21, 2002
WorldCom Federal Systems, Inc.	02-42309	52-1395317	July 21, 2002
WorldCom ICC, Inc.	02-42310	72-1342134	July 21, 2002
WorldCom International Data Services, Inc.	02-42312	13-1989550	July 21, 2002
WorldCom International Mobile Services LLC	02-42327	76-0711435	July 21, 2002
WorldCom International Mobile Services, Inc.	02-42313	52-2210933	July 21, 2002
WorldCom International, Inc.	02-42311	13-2738763	July 21, 2002
WorldCom Overseas Holdings, Inc.	02-42314	27-0025971	July 21, 2002
WorldCom Payroll Services, LLC	02-42328	52-2298150	July 21, 2002
WorldCom Purchasing, LLC	02-42329	72-1380746	July 21, 2002
WorldCom Switzerland LLC	02-43347		November 8, 2002
WorldCom Ventures, Inc.	02-42315	52-2156056	July 21, 2002
WorldCom Wireless, Inc.	02-42316	86-0732022	July 21, 2002
WorldCom, Inc.	02-13533	58-1521612	July 21, 2002

INTERMEDIA DEBTORS	CHAPTER 11 CASE NO.	TAX ID NO.	CHAPTER 11 COMMENCEMENT DATE
Access Network Services, Inc.	02-42156	75-2407229	July 21, 2002
Access Virginia, Inc.	02-42157	59-3575615	July 21, 2002
Business Internet, Inc.	02-42188	52-1986462	July 21, 2002
Express Communications, Inc.	02-42196	88-0328936	July 21, 2002
ICI Capital LLC	02-42317	59-3664080	July 21, 2002
Intermedia Capital, Inc.	02-42201	59-3600066	July 21, 2002
Intermedia Communications Inc.	02-42154	59-2913586	July 21, 2002
Intermedia Communications of Virginia, Inc.	02-42202	58-2420870	July 21, 2002
Intermedia Investment, Inc.	02-42203	59-3677137	July 21, 2002
Intermedia Licensing Company	02-42204	59-3455426	July 21, 2002
Intermedia Services LLC	02-42318		July 21, 2002
National Telecommunications of Florida, Inc.	02-42273	59-3501919	July 21, 2002
Netwave Systems, Inc.	02-42275	72-1102505	July 21, 2002
NTC, Inc.	02-42279	59-3501918	July 21, 2002
WorldCom Intermedia Communications Corporation f/k/a Shared Technologies Fairchild Communications Corporation	02-42281	06-1448107	July 21, 2002
WorldCom Intermedia Telecom, Inc. f/k/a Shared Technologies Fairchild Telecom, Inc.	02-42282	52-1192851	July 21, 2002
WorldCom Intermedia, Inc. f/k/a Shared Technologies Fairchild, Inc.	02-42283	87-0424558	July 21, 2002

EXHIBIT C

EXHIBIT C

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X
In re :
: **Chapter 11 Case No.**
WORLDCOM, INC., et al., : **02-13533 (AJG)**
: **(Jointly Administered)**
: **Debtors.**
:
-----X

**NOTICE OF NON-VOTING STATUS
WITH RESPECT TO UNIMPAIRED CLASSES**

PLEASE TAKE NOTICE THAT by order, entered on [__], 2003 (the “Order”), the United States Bankruptcy Court for the Southern District of New York approved the Debtors’ Disclosure Statement Pursuant to Section 1125 of the Bankruptcy Code, dated May 18, 2003 (the “Disclosure Statement”), filed by WorldCom Inc. and certain of its direct and indirect subsidiaries, as debtors and debtors in possession (collectively, the “Debtors”), and directed the Debtors to solicit votes to accept or reject the Debtors’ Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code, dated May 18, 2003 (as may be amended, the “Plan”), annexed as Exhibit “A” thereto.

UNDER THE TERMS OF THE PLAN, YOUR CLAIM(S) AGAINST THE DEBTORS IS/ARE NOT IMPAIRED AND, THEREFORE, PURSUANT TO SECTION 1126(F) OF TITLE 11 OF THE UNITED STATES CODE, YOU ARE (I) CONCLUSIVELY PRESUMED TO HAVE ACCEPTED THE PLAN AND (II) NOT ENTITLED TO VOTE ON THE PLAN. ACCORDINGLY, THE ENCLOSED DOCUMENTS ARE PROVIDED FOR INFORMATIONAL PURPOSES ONLY. IF YOU WANT TO REQUEST A COPY OF THE ORDER, THE PLAN, OR THE DISCLOSURE STATEMENT, YOU MAY VISIT THE DEBTORS’ WEBSITE: WWW.ELAWFORWORLDCOM.COM OR CONTACT THE DEBTORS’ SOLICITATION AND TABULATION AGENT, INNISFREE M&A INCORPORATED, AT 501 MADISON AVENUE, 20TH FLOOR, NEW YORK, NEW YORK 10022 OR BY TELEPHONE AT [NUMBER].

Dated: New York, New York
[__], 2003

WEIL, GOTSHAL & MANGES LLP
Attorneys for Debtors
and Debtors in Possession
767 Fifth Avenue
New York, NY 10153-0119

EXHIBIT D

EXHIBIT D

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X
In re :
: Chapter 11 Case No.
WORLDCOM, INC., et al., : 02-13533 (AJG)
: (Jointly Administered)
Debtors. :
-----X

**NOTICE OF NON-VOTING STATUS
WITH RESPECT TO IMPAIRED CLASSES**

PLEASE TAKE NOTICE THAT by order, entered on [__], 2003 (the “Order”), the United States Bankruptcy Court for the Southern District of New York approved the Debtors’ Disclosure Statement Pursuant to Section 1125 of the Bankruptcy Code, dated May 18, 2003 (the “Disclosure Statement”), filed by WorldCom Inc. and certain of its direct and indirect subsidiaries, as debtors and debtors in possession (collectively, the “Debtors”), and directed the Debtors to solicit votes to accept or reject the Debtors’ Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code, dated May 18, 2003 (as may be amended, the “Plan”), annexed as Exhibit “A” thereto.

UNDER THE TERMS OF THE PLAN, YOU ARE NOT ENTITLED TO RECEIVE OR RETAIN ANY PROPERTY ON ACCOUNT OF YOUR CLAIM(S) AGAINST, OR INTEREST(S) IN, THE DEBTORS AND, THEREFORE, PURSUANT TO SECTION 1126(G) OF TITLE 11 OF THE UNITED STATES CODE, YOU ARE (I) DEEMED TO HAVE REJECTED THE PLAN AND (II) NOT ENTITLED TO VOTE ON THE PLAN. ACCORDINGLY, THE ENCLOSED DOCUMENTS ARE PROVIDED FOR INFORMATIONAL PURPOSES ONLY. IF YOU WANT TO REQUEST A COPY OF THE ORDER, THE PLAN, OR THE DISCLOSURE STATEMENT, YOU MAY VISIT THE DEBTORS’ WEBSITE: WWW.ELAWFORWORLDCOM.COM OR CONTACT THE DEBTORS’ SOLICITATION AND TABULATION AGENT, INNISFREE M&A INCORPORATED, AT 501 MADISON AVENUE, 20TH FLOOR, NEW YORK, NEW YORK 10022 OR BY TELEPHONE AT [NUMBER].

Dated: New York, New York
[__], 2003

WEIL, GOTSHAL & MANGES LLP
Attorneys for Debtors
and Debtors in Possession
767 Fifth Avenue
New York, NY 10153-0119

EXHIBIT E

EXHIBIT E

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X
In re :
 : **Chapter 11 Case No.**
WORLDCOM, INC., et al., : **02-13533 (AJG)**
 : **(Jointly Administered)**
Debtors. :
-----X

**NOTICE OF ENTRY OF ORDER (I) APPROVING DISCLOSURE
STATEMENT; (II) ESTABLISHING RECORD DATE; (III) ESTABLISHING
PROCEDURES AND DEADLINE FOR VOTING ON THE DEBTORS' JOINT
PLAN OF REORGANIZATION; (IV) SCHEDULING HEARING FOR
CONFIRMATION OF THE DEBTORS' JOINT PLAN OF REORGANIZATION
AND (V) ESTABLISHING PROCEDURES FOR OBJECTING TO
CONFIRMATION OF THE DEBTORS' JOINT PLAN OF REORGANIZATION**

PLEASE TAKE NOTICE that:

1. By order, entered on [___], 2003 (the "Order"), the United States Bankruptcy Court for the Southern District of New York (the "Court") approved the Debtors' Disclosure Statement Pursuant to Section 1125 of the Bankruptcy Code, dated May 18, 2003 (the "Disclosure Statement"), filed by WorldCom Inc. and its direct and indirect subsidiaries identified below, as debtors and debtors in possession (collectively, "WorldCom" or the "Debtors"), and directed the Debtors to solicit votes to accept or reject the Debtors' Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code, dated May 18, 2003 (as may be amended, the "Plan"), annexed as Exhibit A thereto. Copies of the Order, the Disclosure Statement, and the Plan may be obtained by visiting the Debtors' website: www.elawforworldcom.com or contacting the Debtors' solicitation and tabulation agent, Innisfree M&A Incorporated, at 501 Madison Avenue, 20th Floor, New York, New York 10022 or by telephone at [number].

2. The Order establishes [___], **2003** as the record date for determining the holders of pre-chapter 11 claims entitled to vote on the Plan and establishes **4:00 p.m. (Eastern Time) on [___], 2003** as the deadline for the submission of ballots to accept or reject the Plan (the "Ballots"). Holders of claim entitled to vote on the Plan will receive Ballots for casting such votes. Failure to follow the instructions set forth in the Ballot may disqualify that Ballot and the vote represented thereby.

3. Holders of (i) unimpaired claims and (ii) claims or interests that will receive no distribution under the Plan are not entitled to vote on the Plan and, therefore, will receive a notice of non-voting status rather than a Ballot. In addition, certain claims identified in the Order, including claims that are the subject of an objection, are not entitled to vote on the Plan and, therefore, will not receive a Ballot. If you are not entitled to vote on the Plan but believe that you should be entitled to vote on the Plan,

then you must serve on the parties identified in paragraph 5 below, and file with the Court, a motion for an order pursuant to Rule 3018(a) of the Federal Rules of Bankruptcy Procedure (a “Rule 3018(a) Motion”) temporarily allowing such claim in a stated amount or in a different class for purposes of voting to accept or reject the Plan. All Rule 3018(a) Motions must be filed on or before the tenth (10th) day after the later of (i) the date of service of this Notice and (ii) the date of service of an objection, if any, to such claim. In accordance with Rule 3018 of the Federal Rules of Bankruptcy Procedure, as to any creditor filing a Rule 3018(a) Motion, such creditor’s Ballot will not be counted unless temporarily allowed by the Court for voting purposes, after notice and a hearing. Rule 3018(a) Motions that are not timely filed and served in the manner as set forth above may not be considered.

4. A hearing will be held before the Honorable Arthur J. Gonzalez, United States Bankruptcy Judge, in Room 523 of the United States Bankruptcy Court, Alexander Hamilton Custom House, One Bowling Green, New York, New York 10004-1408, on [], 2003, at 10:00 a.m. (Eastern Time) or as soon thereafter as counsel may be heard (the “Confirmation Hearing”) to consider the entry of an order confirming the Plan. The Confirmation Hearing may be continued from time to time without further notice other than the announcement by the Debtors of the adjourned date(s) at the Confirmation Hearing or any continued hearing, and the Plan may be modified, if necessary, pursuant to 11 U.S.C. § 1127 prior to, during, or as a result of the Confirmation Hearing, without further notice to interested parties.

5. Objections, if any, to the Plan must (i) be in writing, (ii) state the name and address of the objecting party and the nature of the claim or interest of such party, (iii) state with particularity the basis and nature of any objection, and (iv) be filed with the Court, together with proof of service, and served upon (a) WorldCom, Inc., *et al.*, 22001 Loudoun County Parkway, Ashburn, Virginia 20147, Attention: Michael Salsbury, Esq., General Counsel; (b) Weil, Gotshal & Manges LLP, 767 Fifth Avenue, New York, New York 10153, Attention: Marcia L. Goldstein, Esq. and Lori R. Fife, Esq., attorneys for the Debtors; (c) the Office of the United States Trustee for the Southern District of New York, 33 Whitehall Street, 21st floor, New York, New York 10004, Attention: Mary Elizabeth Tom, Esq.; (d) Akin Gump Strauss Hauer & Feld, LLP, 590 Madison Avenue, New York, New York 10022, Attention: Daniel Golden, Esq., attorneys for the statutory committee of creditors; (e) Kirkpatrick & Lockhart LLP, 1800 Massachusetts Avenue, Washington, DC 20036, Attention: Richard Thornburgh, Esq., attorneys for the examiner; and (f) Shearman & Sterling, 599 Lexington Avenue, New York, New York 10022, Attention: Douglas Bartner, Esq., attorneys for the Debtors’ postpetition lenders, in each case **so as to be actually received on or before 4:00 p.m. (Eastern Time) on [], 2003. UNLESS AN OBJECTION IS TIMELY**

**FILED AND SERVED AS PROVIDED HEREIN, IT MAY NOT BE
CONSIDERED AT THE HEARING.**

Dated: New York, New York
[], 2003

WEIL, GOTSHAL & MANGES LLP
Attorneys for Debtors
and Debtors in Possession
767 Fifth Avenue
New York, NY 10153-0119

Debtor	Case No.	Tax I.D. No.
WorldCom Caribbean, Inc.	02-13532	66-0451531
WorldCom, Inc.	02-13533	58-1521612
Intermedia Communications Inc.	02-42154	59-2913586
MCI Communications Corporation	02-42155	58-2358731
Access Network Services, Inc.	02-42156	75-2407229
Access Virginia, Inc.	02-42157	59-3575615
ALD Communications, Inc.	02-42158	94-3129848
BFC Communications, Inc.	02-42159	68-0313488
Bittel Telecommunications Corporation	02-42160	94-3057992
Brooks Fiber Communications of Arkansas, Inc.	02-42161	43-1689369
Brooks Fiber Communications of Bakersfield, Inc.	02-42162	43-1714868
Brooks Fiber Communications of Connecticut, Inc.	02-42163	43-1669769
Brooks Fiber Communications of Fresno, Inc.	02-42164	43-1714866
Brooks Fiber Communications of Massachusetts, Inc.	02-42165	43-1660441
Brooks Fiber Communications of Michigan, Inc.	02-42166	38-2693557
Brooks Fiber Communications of Minnesota, Inc.	02-42167	43-1770898
Brooks Fiber Communications of Mississippi, Inc.	02-42168	43-1720404
Brooks Fiber Communications of Missouri, Inc.	02-42169	43-1747832
Brooks Fiber Communications of Nevada, Inc.	02-42170	43-1720403
Brooks Fiber Communications of New England, Inc.	02-42171	43-1720405
Brooks Fiber Communications of New Mexico, Inc.	02-42172	43-1705860
Brooks Fiber Communications of New York, Inc.	02-42173	43-1756240
Brooks Fiber Communications of Ohio, Inc.	02-42174	43-1743247
Brooks Fiber Communications of Oklahoma, Inc.	02-42175	43-1684836
Brooks Fiber Communications of Rhode Island, Inc.	02-42176	43-1674198
Brooks Fiber Communications of Sacramento, Inc.	02-42177	68-0313489
Brooks Fiber Communications of San Jose, Inc.	02-42178	68-0313487
Brooks Fiber Communications of Stockton, Inc.	02-42179	43-1717647
Brooks Fiber Communications of Tennessee, Inc.	02-42180	43-1689370
Brooks Fiber Communications of Texas, Inc.	02-42181	43-1714867
Brooks Fiber Communications of Tucson, Inc.	02-42182	43-1713120
Brooks Fiber Communications of Tulsa, Inc.	02-42183	43-1696784
Brooks Fiber Communications of Utah, Inc.	02-42184	43-1756241
Brooks Fiber Communications-LD, Inc.	02-42185	68-0313486
Brooks Fiber Properties, Inc.	02-42186	43-1656187
BTC Transportation Corporation	02-42187	43-1697928
Business Internet, Inc.	02-42188	52-1986462

Chicago Fiber Optic Corporation	02-42189	36-3349833
Com Systems, Inc.	02-42190	77-0309636
COM/NAV Realty Corp.	02-42191	64-0762666
Cross Country Wireless, Inc.	02-42192	22-3324281
CS Wireless Battle Creek, Inc.	02-42193	75-2724544
CS Wireless Systems, Inc.	02-42194	23-2751747
E.L. Acquisition, Inc.	02-42195	74-2892027
Express Communications, Inc.	02-42196	88-0328936
FiberNet Rochester, Inc.	02-42197	16-1400819
Fibernet, Inc.	02-42198	16-1374434
Healan Communications, Inc.	02-42199	58-1676986
Intelligent Investment Partners, Inc.	02-42200	64-0792975
Intermedia Capital, Inc.	02-42201	59-3600066
Intermedia Communications of Virginia, Inc.	02-42202	58-2420870
Intermedia Investment, Inc.	02-42203	59-3677137
Intermedia Licensing Company	02-42204	59-3455426
Jones Lightwave of Denver, Inc.	02-42205	84-1169762
Marconi Telegraph Cable Company, Inc.	02-42206	13-6097025
MCI Canada, Inc.	02-42207	52-1777018
MCI Equipment Acquisition Corporation	02-42208	52-1372504
MCI Galaxy III Transponder Leasing, Inc.	02-42209	93-0954928
MCI Global Access Corporation	02-42210	13-2505878
MCI Global Support Corporation	02-42211	93-0954930
MCI International Telecommunications Corporation	02-42212	52-1273032
MCI International, Inc.	02-42213	52-1105266
MCI International Telecommunications Holding Corporation	02-42214	02-0570813
MCI Investments Holdings, Inc.	02-42215	51-0362257
MCI Network Technologies, Inc.	02-42216	52-1802586
MCI Omega Properties, Inc.	02-42217	52-1916804
MCI Research, Inc.	02-42218	52-1482577
MCI Transcon Corporation	02-42219	52-1661354
MCI Wireless, Inc.	02-42220	11-2692099
MCI WORLDCOM Capital Management Corporation	02-42221	52-2185342
MCI WORLDCOM Communications of Virginia, Inc.	02-42222	47-0797991
MCI WORLDCOM Communications, Inc.	02-42223	47-0751768
MCI WORLDCOM Financial Management Corporation	02-42224	93-0954929
MCI WORLDCOM Global Networks U.S., Inc.	02-42225	52-2152616
MCI WORLDCOM International, Inc.	02-42226	13-2784803
MCI WorldCom Management Company, Inc.	02-42227	68-0887473
MCI WORLDCOM Network Services of Virginia, Inc.	02-42228	52-1462179
MCI WORLDCOM Network Services, Inc.	02-42229	13-2745892
MCI WORLDCOM Synergies Management Company, Inc.	02-42230	52-2135894
MCI/OTI Corporation	02-42231	52-1359823
MCImetro Access Transmission Services of Virginia, Inc.	02-42232	52-1844965
Metrex Corporation	02-42233	58-1867926
Metropolitan Fiber Systems of Arizona, Inc.	02-42234	47-0729752
Metropolitan Fiber Systems of Baltimore, Inc.	02-42235	36-3610419
Metropolitan Fiber Systems of California, Inc.	02-42236	36-3610938
Metropolitan Fiber Systems of Connecticut, Inc.	02-42237	36-3779884
Metropolitan Fiber Systems of Dallas, Inc.	02-42238	36-3647658
Metropolitan Fiber Systems of Delaware, Inc.	02-42239	36-3885844
Metropolitan Fiber Systems of Denver, Inc.	02-42240	36-3697247
Metropolitan Fiber Systems of Detroit, Inc.	02-42241	36-3779882

Metropolitan Fiber Systems of Florida, Inc.	02-42242	36-3635783
Metropolitan Fiber Systems of Houston, Inc.	02-42243	36-3647656
Metropolitan Fiber Systems of Indianapolis, Inc.	02-42244	47-0729748
Metropolitan Fiber Systems of Minneapolis/St. Paul, Inc.	02-42245	41-1613367
Metropolitan Fiber Systems of New Hampshire, Inc.	02-42246	47-0773914
Metropolitan Fiber Systems of New Jersey, Inc.	02-42247	36-3762806
Metropolitan Fiber Systems of New Orleans, Inc.	02-42248	36-3630861
Metropolitan Fiber Systems of New York, Inc.	02-42249	36-3660926
Metropolitan Fiber Systems of Ohio, Inc.	02-42250	36-3779880
Metropolitan Fiber Systems of Oregon, Inc.	02-42251	36-3913826
Metropolitan Fiber Systems of Philadelphia, Inc.	02-42252	36-3552384
Metropolitan Fiber Systems of Pittsburgh, Inc.	02-42253	36-3635789
Metropolitan Fiber Systems of Seattle, Inc.	02-42254	36-3913825
Metropolitan Fiber Systems of St. Louis, Inc.	02-42255	36-3790809
Metropolitan Fiber Systems/McCourt, Inc.	02-42256	36-3602079
MFS CableCo U.S., Inc.	02-42257	47-0802532
MFS Datanet, Inc.	02-42258	47-0751829
MFS Telecom, Inc.	02-42259	33-3547776
MFS Telephone of Missouri, Inc.	02-42260	47-0776890
MFS Telephone of New Hampshire, Inc.	02-42261	47-0776889
MFS Telephone of Virginia, Inc.	02-42262	47-0776888
MFS Telephone, Inc.	02-42263	36-3795234
MFSA Holding, Inc.	02-42264	36-3815833
Military Communications Center, Inc.	02-42265	41-1456069
MobileComm Europe Inc.	02-42266	64-0751813
Mtel Asia, Inc.	02-42267	72-1345506
Mtel Cellular, Inc.	02-42268	64-0770349
Mtel International, Inc.	02-42269	64-0769967
Mtel Latin America, Inc.	02-42270	64-0856089
Mtel Microwave, Inc.	02-42271	64-0770351
Mtel Service Corporation	02-42272	64-0684796
National Telecommunications of Florida, Inc.	02-42273	59-3501919
N.C.S. Equipment Corporation	02-42274	11-2795515
Netwave Systems, Inc.	02-42275	72-1102505
networkMCI, Inc.	02-42276	52-1907477
Northeast Networks, Inc.	02-42277	13-3587925
Nova Cellular Co.	02-42278	36-3357455
NTC, Inc.	02-42279	59-3501918
Overseas Telecommunications, Inc.	02-42280	54-1405953
Shared Technologies Fairchild Communications Corporation (n/k/a WorldCom Intermedia Communications Corporation)	02-42281	06-1448107
Shared Technologies Fairchild Telecom, Inc. (n/k/a WorldCom Intermedia Telecom, Inc.)	02-42282	52-1192851
Shared Technologies Fairchild, Inc. (n/k/a WorldCom Intermedia, Inc.)	02-42283	87-0424558
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SkyTel Corp.	02-42285	64-0848625
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Southernnet Systems, Inc.	02-42287	54-1283813
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Teleconnect Company	02-42290	42-1133873
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TransCall America, Inc.	02-42293	58-1472775

Tru Vision Wireless, Inc.	02-42294	64-0849646
Tru Vision-Flippin, Inc.	02-42295	72-1334979
TTI National, Inc.	02-42296	64-0874463
UUNET Australia Limited	02-42297	54-1866646
UUNET Caribbean, Inc.	02-42298	62-1815795
UUNET Holdings Corp.	02-42299	54-1866644
UUNET International Ltd.	02-42300	51-0373500
UUNET Japan Ltd.	02-42301	54-1866647
UUNET Technologies, Inc.	02-42302	54-1543611
Virginia Metrotel, Inc.	02-42303	54-1649507
Wireless One, Inc.	02-42304	72-1300837
Wireless Video Services	02-42305	94-3196784
WorldCom Broadband Solutions, Inc.	02-42306	52-2247849
WorldCom East, Inc.	02-42307	47-0797131
WorldCom ETC, Inc.	02-42308	52-1462178
WorldCom Federal Systems, Inc.	02-42309	52-1395317
WorldCom ICC, Inc.	02-42310	72-1342134
WorldCom International, Inc.	02-42311	13-2738763
WorldCom International Data Services, Inc.	02-42312	13-1989550
WorldCom International Mobile Services, Inc.	02-42313	52-2210933
WorldCom Overseas Holdings, Inc.	02-42314	27-0025971
WorldCom Ventures, Inc.	02-42315	52-2156056
WorldCom Wireless, Inc.	02-42316	86-0732022
ICI Capital LLC	02-42317	59-3664080
Intermedia Services LLC	02-42318	
MCI International Services, L.L.C.	02-42319	
MCI Payroll Services, LLC	02-42320	52-2298157
MCI WORLDCOM Brands, L.L.C.	02-42321	52-2237625
MCI WORLDCOM Brooks Telecom, LLC	02-42322	27-0025968
MCI WORLDCOM MFS Telecom, LLC	02-42323	27-0025963
MCImetro Access Transmission Services LLC	02-42324	52-2102063
SkyTel Payroll Services, LLC	02-42325	52-2299615
UUNET Payroll Services, LLC	02-42326	52-2299617
WorldCom International Mobile Services LLC	02-42327	76-0711435
WorldCom Payroll Services, LLC	02-42328	52-2298150
WorldCom Purchasing, LLC	02-42329	72-1380746
MFS/C-TEC	02-42330	47-0797049
Western Business Network, Inc.	02-43305	77-0276311
1-800-Collect, Inc.	02-43306	52-1994541
B.T.C. Real Estate Investments, Inc.	02-43307	43-1723633
Brooks Fiber Communications of Idaho, Inc.	02-43308	43-1770899
Brooks Fiber Communications of Virginia, Inc.	02-43309	43-1795922
BTC Finance Corp.	02-43310	43-1583085
CC Wireless, Inc.	02-43311	22-3378348
Compuplex Incorporated	02-43312	31-1316663
Cross Country Telecommunications, Inc.	02-43313	22-2868888
CS Network Services, Inc.	02-43314	95-3861335
Fibercom of Missouri, Inc.	02-43315	43-1579860
Institutional Communications Company	02-43316	
J.B. Telecom, Inc.	02-43317	43-1579859
Metropolitan Fiber Systems of Alabama, Inc.	02-43318	47-0775186
Metropolitan Fiber Systems of Columbus, Inc.	02-43319	36-3788230
Metropolitan Fiber Systems of Hawaii, Inc.	02-43320	47-0775195

Metropolitan Fiber Systems of Iowa, Inc.	02-43321	47-0729751
Metropolitan Fiber Systems of Kansas City, Missouri, Inc.	02-43322	36-3792344
Metropolitan Fiber Systems of Kansas, Inc.	02-43323	47-0775189
Metropolitan Fiber Systems of Kentucky, Inc.	02-43324	47-0788122
Metropolitan Fiber Systems of Massachusetts, Inc.	02-43325	36-3986551
Metropolitan Fiber Systems of Nebraska, Inc.	02-43326	36-3986552
Metropolitan Fiber Systems of Nevada, Inc.	02-43327	47-0775190
Metropolitan Fiber Systems of North Carolina, Inc.	02-43328	36-3779888
Metropolitan Fiber Systems of Oklahoma, Inc.	02-43329	47-0775193
Metropolitan Fiber Systems of Rhode Island, Inc.	02-43330	47-0788123
Metropolitan Fiber Systems of Tennessee, Inc.	02-43331	47-0773913
Metropolitan Fiber Systems of Virginia, Inc.	02-43332	47-0788124
Metropolitan Fiber Systems of Wisconsin, Inc.	02-43333	36-3659531
MFS Foreign Personnel, Inc.	02-43334	47-0776892
Mtel American Radiodetermination Corporation	02-43335	64-0704593
Mtel Digital Services, Inc.	02-43336	64-0732640
Mtel Space Technologies Corporation	02-43337	64-0711531
Mtel Technologies, Inc.	02-43338	64-0802571
Southern Wireless Video, Inc.	02-43339	
TMC Communications, Inc.	02-43340	77-0075556
Wireless Video Enhanced Services	02-43341	94-3196653
Wireless Video Enterprises, Inc.	02-43342	94-3208912
MCI Systemhouse L.L.C.	02-43343	52-2152010
MCI WORLDCOM Brazil, LLC	02-43344	
MFS International Holdings, L.L.C.	02-43345	
New England Fiber Communications L.L.C.	02-43346	43-1783101
WorldCom Switzerland LLC	02-43347	