FILE'ON OR BEFORE DECEMBER 31, 1997 OR PARTNERSHIP WILL BE SUBJECT TO REVOCATION AND \$500 PENALTY FEE

LIMITED PARTNERSHIP ANNUAL REPORT 1998

GALAXY TELECOM LIMITED PARTNERSHIP



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham

Secretary of State DIVISION OF CORPORATIONS

1. Name of Limited Partnership

DOCUMENT # B9400000527

FILED 97 SEP -8 PM 4: 04 SECRETARY OF STATE TALLAHASSEE, FLORIDA



BALAXY TE	ELECOM LIMITE	D PARTNERSHIP	Q8 AR	\		
Mailing Address		Principal Office Address		3. Date Formed or Registered	5a. Capital Contributions as Shown on record.	
1220 NORTH MAIN	1	1220 NORTH MAIN		12/23/1994	#00 000 000 00	
SIKESTON MO 63801		SIKESTON MO 63801		3a. Date of Last Report 04/08/1997	\$29,000,000.00	
					5b. Amount of Capital Contributions in FLORIDA	
		100		4. State or Country of Formation DE	to date:	
2. Malling Add	ress	28. Principal Office Address			765,310.00	
Suite, Apt. #, etc.		Suite, Apt. #, etc.		6. FEI Number 43-1697125	Applied For	
City & State		City & State		7. Certificate of Status Desired	Not Applicable	
Zip	Country	Zip Country		, Certificate of Status Desired	\$8.75 Additional Fee Required	
				8. Make check payable to: Dept. of State (See reverse side for fee information)		
	9. Name and Address of C	urrent Registered Agent		10. If changed, new Registers	nd Agent/Office	
048 AUG 6	4		Name		· · · · · · · · · · · · · · · · · · ·	
GAIL SHELB' C/O CORPOI	Y RATION SERVICE COMPA	NY	Streel Address (P.O. Bax Number Is Not Acceptable)			
1201 HAYS STREET			Suite, Apt. #, etc.			

10a. Pursuant to the provisions of sections 620.1051 and 620.192, Florida Statutes, the above-named limited partnership organized or registered under the laws of the State of Florida, submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by its general partner(s). I hereby accept the appointment of registered agent. I am familiar with, and accept the obligations of section 620.192, Florida Statutes.

SIGNATURE (Registered Agent Accepting Appointment)

TALLAHASSEE FL 32301

Zip Code

A GENERAL PARTNER THAT IS A CORPORATION, LIMITED PARTNERSHIP OR OTHER BUSINESS ENTITY MUST BE REGISTERED AND ACTIVE WITH THIS OFFICE.

11. Name(s) of General Partner(s)	11a. Address of Each General Partner (Do NOT Use Post Office Box Numbers)	11b. City, State & Zip Code	11c. Registration/ Document Number
GALAXY TELECOM, INC.	1220 NORTH MAIN	SIKESTON MO 63801	F94000006438
GALAXY TELECOM L.C.	1220 NORTH MAIN	SIKESTON MO 63801	M9400000170
		200002 -09/10	2893872 1/9701077012

Note: General partners MAY NOT be changed on this form; an amendment must be filed to change a general partner.

12. 1 do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I release the Division of Corporations from any liability of non-compliance with Section 119.07(3)(k) in the event that the Information supplied is deemed exempt from public access. I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effects as if made under oath. I further certify that I am a General Partner of the limited partnership, receiver or trustee empowered to execute this report as required by chapter 620. Florida Statutes.

0101117110	
SIGNATURE	7

Controller

DATE _ 9/3/97

****541,25 ****541,25

Daytime Telephone Number 573-472-8200 Galaxy Telecom, Inc. Typed or Printed Name of General Partner Signing