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Secretary of State

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PROFIT CORPORATION ANNUAL REPORT 1999		FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # F95000002199

1. Corporation Name

BITTEL TELECOMMUNICATIONS CORPORATION



Principal Place of Business	Mailing Address
101 CALIFORNIA STREET, STE 2550 SAN FRANCISCO CA 94111	425 S WOODS MILL RD SUITE 350 TOWNS COUNTRY MO 63017 -UG-

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business	2a. Mailing Address
21 Suite, Apt. #, etc.	26 1133 19th Street, N.W. Wash. D.C. 20036
22 City & State	27 DEPT 8408
23 Zip Country	28 City & State
24 515 E. Annie St. Jackson, MS 39201	29 Zip Country
25	30 US

3. Date Incorporated or Qualified	4. FEI Number	Applied For
05/04/1995	94-3057992	Not Applicable
5. Certificate of Status Desired	8. This corporation owes the current year Intangible Personal Property Tax.	9. Name and Address of Current Registered Agent
<input type="checkbox"/> \$8.75 Additional Fee Required	<input type="checkbox"/> Yes <input type="checkbox"/> No	528 EAST PARK AVENUE TALLAHASSEE FL 32301
6. Election Campaign Financing Trust Fund Contribution	10. Name and Address of New Registered Agent	
<input type="checkbox"/> \$5.00 May Be Added to Fees	81 Name	
	82 Street Address (P.O. Box Number is Not Acceptable)	
	83	
	84 City	85 Zip Code
	FL	

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation 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 the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE		Signature, typed or printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when re-registering)		DATE
12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12		
TITLE	RD	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
NAME	YOUNG, DONALD C	1.2 NAME	SEE ATTACHED	
STREET ADDRESS	7 WILLOWMERE DR	1.3 STREET ADDRESS		
CITY-ST-ZIP	SOUTH BARRINGTON IL	1.4 CITY-ST-ZIP		
TITLE	CEOD	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
NAME	ALLEN, JAMES C	2.2 NAME		
STREET ADDRESS	16836 CAULKS RIDGE	2.3 STREET ADDRESS		
CITY-ST-ZIP	CHESTERFIELD MO	2.4 CITY-ST-ZIP		
TITLE	VPD	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
NAME	SHAPLEIGH, JOHN C	3.2 NAME		
STREET ADDRESS	440 S PRICE RD	3.3 STREET ADDRESS		
CITY-ST-ZIP	ST LOUIS MO	3.4 CITY-ST-ZIP		
TITLE	VPD	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
NAME	SOLOMN, DAVID	4.2 NAME		
STREET ADDRESS	241 FOX CHAPEL LN	4.3 STREET ADDRESS		
CITY-ST-ZIP	CHESTERFIELD MO	4.4 CITY-ST-ZIP		
TITLE	VP	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
NAME	PERKINS, DENNIS	5.2 NAME		
STREET ADDRESS	1125 WOODCHASE LN	5.3 STREET ADDRESS		
CITY-ST-ZIP	CHESTERFIELD MO	5.4 CITY-ST-ZIP		
TITLE	VPT	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
NAME	GIBSON, MICHAEL E	6.2 NAME		
STREET ADDRESS	845 AMBERWOOD LN	6.3 STREET ADDRESS		
CITY-ST-ZIP	MANCHESTER MO	6.4 CITY-ST-ZIP		

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address, with all other like empowered.

SIGNATURE: Walter Nagel 4/29/99 202-736-6600
 VP GEN TRX COUNSEL

CR2E034 (11/98)

601271-90002-44
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MCI WORLDCOM, INC.

OFFICERS

President & CEO

Bernard J. Ebbers
500 Clinton Center Drive
Clinton, MS 39056

Secretary, Treasurer & CFO

Scott D. Sullivan
500 Clinton Center Drive
Clinton, MS 39056

Assistant Secretary

Charles T. Cannada
500 Clinton Center Drive
Clinton, MS 39056

VP & Gen. Tax Counsel

Walter Nagel
1133 19th Street, NW
Washington, D.C. 20036

DIRECTORS

Bernard J. Ebbers

500 Clinton Center Drive
Clinton, MS 39056

Scott D. Sullivan

500 Clinton Center Drive
Clinton, MS 39056