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TELEFONOS DE MEXICO S A DE C V  
Form SC 13D/A  
June 24, 2004

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549  
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SCHEDULE 13D  
Under the Securities Exchange Act of 1934

(Amendment No. 12)\*

Telefonos de Mexico, S.A. de C.V. (the "Issuer")  
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(Name of Issuer)

American Depositary Shares ("L Share ADSs"), each representing 20 Series  
L Shares ("L Shares")  
American Depositary Shares ("A Share ADSs"), each representing 20 Series  
A Shares ("A Shares")  
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(Title of Class of Securities)

879403780 for L Share ADSs(1)  
879403400 for A Share ADSs(2)  
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(CUSIP Number)

Rafael Robles Miaja  
Franck, Galicia y Robles, S.C.  
Boulevard Manuel Avila Camacho 24  
Torre del Bosque  
Piso 7  
Colonia: Lomas de Chapultepec  
Mexico, D.F. 11000, Mexico  
(5255) 5540-9225  
-----

(Name, Address and Telephone Number of Person Authorized to  
Receive Notices and Communications)

June 16, 2004  
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(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of ss.ss.240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box .

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See ss.240.13d-7 for other parties to whom copies are to be sent.

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see

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the Notes).

(Continued on the following pages)

- 
- 1 CUSIP number is for the L Share ADSs only. No CUSIP number exists for the underlying L Shares, since such shares are not traded in the United States.
  - 2 CUSIP number is for the A Share ADSs only. No CUSIP number exists for the underlying A Shares, since such shares are not traded in the United States.

CUSIP No. 879403780 L Share ADSs 13D  
879403400 A Share ADSs

- 1 NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Carlos Slim Helu

- 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a) [ ]  
(b) [ ]
- 3 SEC USE ONLY

- 4 SOURCE OF FUNDS\*  
AF (See Item 3)

- 5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO  
ITEM 2(d) or 2(e) [ ]

- 6 CITIZENSHIP OR PLACE OF ORGANIZATION  
Mexico

- 7 SOLE VOTING POWER

40,000 A Shares and 100,000 L Shares  
(See Items 5(a) and 5(b))

- 8 SHARED VOTING POWER

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH REPORTING  
PERSON  
WITH

45,997,330 A Shares and 3,182,166,461 L Shares  
(See Items 5(a) and 5(b))

- 9 SOLE DISPOSITIVE POWER

40,000 A Shares and 100,000 L Shares  
(See Items 5(a) and 5(d))

- 10 SHARED DISPOSITIVE POWER

45,997,330 A Shares and 3,182,166,461 L Shares  
(See Items 5(a) and 5(d))

- 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

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46,037,330 A Shares and 3,182,266,461 L Shares (See Item 5(a))

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\* [X]

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

17.8% of A Shares and 33.5% of L Shares (See Item 5(a))

14 TYPE OF REPORTING PERSON\*

IN

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP No. 879403780 L Share ADSs 13D  
879403400 A Share ADSs

1 NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Carlos Slim Domit

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a) [ ]  
(b) [ ]

3 SEC USE ONLY

4 SOURCE OF FUNDS\*

AF (See Item 3)

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO  
ITEM 2(d) or 2(e) [ ]

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Mexico

7 SOLE VOTING POWER

8,132 L Shares  
(See Items 5(a) and 5(b))

8 SHARED VOTING POWER

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH REPORTING  
PERSON  
WITH

45,997,330 A Shares and 3,182,166,461 L Shares  
(See Items 5(a) and 5(b))

9 SOLE DISPOSITIVE POWER

8,132 L Shares  
(See Items 5(a) and 5(d))

10 SHARED DISPOSITIVE POWER

45,997,330 A Shares and 3,182,166,461 L Shares  
(See Items 5(a) and 5(d))

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11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

45,997,330 A Shares and 3,182,174,593 L Shares (See Item 5(a))

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*

[X]

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

17.8% of A Shares and 33.5% of L Shares (See Item 5(a))

14 TYPE OF REPORTING PERSON\*

IN

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP No. 879403780 L Share ADSs 13D  
879403400 A Share ADSs

1 NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Marco Antonio Slim Domit

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a) [ ]

(b) [ ]

3 SEC USE ONLY

4 SOURCE OF FUNDS\*

AF (See Item 3)

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO  
ITEM 2(d) or 2(e) [ ]

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Mexico

7 SOLE VOTING POWER

8,132 L Shares  
(See Items 5(a) and 5(b))

8 SHARED VOTING POWER

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH REPORTING  
PERSON  
WITH

45,997,330 A Shares and 3,182,166,461 L Shares  
(See Items 5(a) and 5(b))

9 SOLE DISPOSITIVE POWER

8,132 L Shares  
(See Items 5(a) and 5(d))

10 SHARED DISPOSITIVE POWER

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45,997,330 A Shares and 3,182,166,461 L Shares  
(See Items 5(a) and 5(d))

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

45,997,330 A Shares and 3,182,174,593 L Shares (See Item 5(a))

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*

[X]

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

17.8% of A Shares and 33.5% of L Shares (See Item 5(a))

14 TYPE OF REPORTING PERSON\*

IN

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP No. 879403780 L Share ADSs 13D  
879403400 A Share ADSs

1 NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Patrick Slim Domit

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a)  [ ]  
(b)  [ ]

3 SEC USE ONLY

4 SOURCE OF FUNDS\*

AF (See Item 3)

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO  
ITEM 2(d) or 2(e)  [ ]

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Mexico

7 SOLE VOTING POWER

8,134 L Shares  
(See Items 5(a) and 5(b))

8 SHARED VOTING POWER

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH REPORTING  
PERSON  
WITH

45,997,330 A Shares and 3,182,166,461 L Shares  
(See Items 5(a) and 5(b))

9 SOLE DISPOSITIVE POWER

8,134 L Shares  
(See Items 5(a) and 5(d))

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10 SHARED DISPOSITIVE POWER

45,997,330 A Shares and 3,182,166,461 L Shares  
(See Items 5(a) and 5(d))

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

45,997,330 A Shares and 3,182,174,595 L Shares (See Item 5(a))

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*

[X]

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

17.8% of A Shares and 33.5% of L Shares (See Item 5(a))

14 TYPE OF REPORTING PERSON\*

IN

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP No. 879403780 L Share ADSs 13D  
879403400 A Share ADSs

1 NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Maria Soumaya Slim Domit

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a) [ ]  
(b) [ ]

3 SEC USE ONLY

4 SOURCE OF FUNDS\*

AF (See Item 3)

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO  
ITEM 2(d) or 2(e) [ ]

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Mexico

7 SOLE VOTING POWER

8,134 L Shares  
(See Items 5(a) and 5(b))

8 SHARED VOTING POWER

NUMBER OF  
SHARES 45,997,330 A Shares and 3,182,166,461 L Shares  
BENEFICIALLY (See Items 5(a) and 5(b))  
OWNED BY

EACH REPORTING PERSON 9 SOLE DISPOSITIVE POWER  
PERSON

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WITH 8,134 L Shares  
(See Items 5(a) and 5(d))

10 SHARED DISPOSITIVE POWER

45,997,330 A Shares and 3,182,166,461 L Shares  
(See Items 5(a) and 5(d))

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

45,997,330 A Shares 3,182,174,595 L Shares (See Item 5(a))

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\* [X]

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

17.8% of A Shares and 33.5% of L Shares (See Item 5(a))

14 TYPE OF REPORTING PERSON\*

IN

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP No. 879403780 L Share ADSs 13D  
879403400 A Share ADSs

1 NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Vanessa Paola Slim Domit

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a) [ ]  
(b) [ ]

3 SEC USE ONLY

4 SOURCE OF FUNDS\*

AF (See Item 3)

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO  
ITEM 2(d) or 2(e) [ ]

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Mexico

7 SOLE VOTING POWER

408,134 L Shares  
(See Items 5(a) and 5(b))

8 SHARED VOTING POWER

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY 45,997,330 A Shares and 3,182,166,461 L Shares  
(See Items 5(a) and 5(b))

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EACH REPORTING PERSON WITH 9 SOLE DISPOSITIVE POWER  
408,134 L Shares  
(See Items 5(a) and 5(d))  
10 SHARED DISPOSITIVE POWER  
45,997,330 A Shares and 3,182,166,461 L Shares  
(See Items 5(a) and 5(d))

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
45,997,330 A Shares and 3,182,574,595 L Shares (See Item 5(a))

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\* [X]

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
17.8% of A Shares and 33.5% of L Shares (See Item 5(a))

14 TYPE OF REPORTING PERSON\*  
IN

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP No. 879403780 L Share ADSs 13D  
879403400 A Share ADSs

1 NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)  
Johanna Monique Slim Domit

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a) [ ]  
(b) [ ]

3 SEC USE ONLY

4 SOURCE OF FUNDS\*  
AF (See Item 3)

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO  
ITEM 2(d) or 2(e) [ ]

6 CITIZENSHIP OR PLACE OF ORGANIZATION  
Mexico

7 SOLE VOTING POWER  
570,134 L Shares  
(See Items 5(a) and 5(b))

8 SHARED VOTING POWER



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NUMBER OF  
SHARES 45,997,330 A Shares and 3,182,166,461 L Shares  
BENEFICIALLY (See Items 5(a) and 5(b))  
OWNED BY  
EACH REPORTING PERSON 9 SOLE DISPOSITIVE POWER  
WITH 570,134 L Shares  
(See Items 5(a) and 5(d))  
10 SHARED DISPOSITIVE POWER  
45,997,330 A Shares and 3,182,166,461 L Shares  
(See Items 5(a) and 5(d))  
11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
45,997,330 A Shares and 3,182,736,595 L Shares (See Item 5(a))  
12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\* [X]  
13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
17.8% of A Shares and 33.5% of L Shares (See Item 5(a))  
14 TYPE OF REPORTING PERSON\*  
IN

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP No. 879403780 L Share ADSs 13D  
879403400 A Share ADSs

1 NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Carso Global Telecom, S.A. de C.V.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a) [ ]  
(b) [ ]

3 SEC USE ONLY

4 SOURCE OF FUNDS\*

AF and WC (See Item 3)

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO  
ITEM 2(d) or 2(e) [ ]

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Mexico

7 SOLE VOTING POWER

8 SHARED VOTING POWER

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NUMBER OF  
SHARES 45,997,330 A Shares and 3,163,744,425 L Shares  
BENEFICIALLY (See Items 5(a) and 5(b))  
OWNED BY  
EACH REPORTING PERSON 9 SOLE DISPOSITIVE POWER  
WITH  
10 SHARED DISPOSITIVE POWER  
45,997,330 A Shares and 3,163,744,425 L Shares  
(See Items 5(a) and 5(d))

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
45,997,330 A Shares and 3,163,744,425 L Shares (See Item 5(a))

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\* [X]

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
17.8% of A Shares and 33.3% L Shares (See Item 5(a))

14 TYPE OF REPORTING PERSON\*  
HC

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP No. 879403780 L Share ADSs 13D  
879403400 A Share ADSs

1 NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Grupo Financiero Inbursa, S.A. de C.V.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a) [ ]  
(b) [ ]

3 SEC USE ONLY

4 SOURCE OF FUNDS\*  
WC and AF (See Item 3)

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO  
ITEM 2(d) or 2(e) [ ]

6 CITIZENSHIP OR PLACE OF ORGANIZATION  
Mexico

7 SOLE VOTING POWER

8 SHARED VOTING POWER  
NUMBER OF

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SHARES 18,422,036 L Shares  
BENEFICIALLY (See Items 5(a) and 5(b))  
OWNED BY  
EACH REPORTING PERSON 9 SOLE DISPOSITIVE POWER  
WITH  
10 SHARED DISPOSITIVE POWER  
18,422,036 L Shares  
(See Items 5(a) and 5(d))  
11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
18,422,036 L Shares (See Item 5(a))  
12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\* [ ]  
13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
0.2% of L Shares (See Item 5(a))  
14 TYPE OF REPORTING PERSON\*  
HC

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP No. 879403780 L Share ADSs 13D  
879403400 A Share ADSs

1 NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)  
Trust No. F/0008  
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a) [ ]  
(b) [ ]  
3 SEC USE ONLY  
4 SOURCE OF FUNDS\*  
WC (See Item 3)  
5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO  
ITEM 2(d) or 2(e) [ ]  
6 CITIZENSHIP OR PLACE OF ORGANIZATION  
Mexico  
7 SOLE VOTING POWER

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153,788,120 L Shares (See Items 5(a) and 5(b))

NUMBER OF  
SHARES 8 SHARED VOTING POWER  
BENEFICIALLY  
OWNED BY  
EACH REPORTING 9 SOLE DISPOSITIVE POWER  
PERSON  
WITH 153,788,120 L Shares (See Items 5(a) and 5(b))  
10 SHARED DISPOSITIVE POWER

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
153,788,120 L Shares (See Item 5(a))

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*  
[ ]

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
2.0% of L Shares (See Item 5(a))

14 TYPE OF REPORTING PERSON\*  
EP

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP No. 879403780 L Share ADSs  
879403400 A Share ADSs

1 NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)  
Trust No. F/0395

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a) [ ]  
(b) [ ]

3 SEC USE ONLY

4 SOURCE OF FUNDS\*  
WC (See Item 3)

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO  
ITEM 2(d) or 2(e) [ ]

6 CITIZENSHIP OR PLACE OF ORGANIZATION  
Mexico

7 SOLE VOTING POWER  
2,385,000 L Shares (See Items 5(a) and 5(b))

NUMBER OF

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SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH 8 SHARED VOTING POWER

9 SOLE DISPOSITIVE POWER  
2,385,000 L Shares (See Items 5(a) and 5(b))

10 SHARED DISPOSITIVE POWER

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
2,385,000 L Shares (See Item 5(a))

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\* [ ]

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
0.0% of L Shares (See Item 5(a))

14 TYPE OF REPORTING PERSON\*  
EP

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP No. 879403780 L Share ADSs  
879403400 A Share ADSs

1 NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)  
Fundacion Telmex, A.C.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a) [ ]  
(b) [ ]

3 SEC USE ONLY

4 SOURCE OF FUNDS\*  
WC (See Item 3)

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO  
ITEM 2(d) or 2(e) [ ]

6 CITIZENSHIP OR PLACE OF ORGANIZATION  
Mexico

7 SOLE VOTING POWER  
20,000,000 L Shares (See Items 5(a) and 5(b))

NUMBER OF SHARES 8 SHARED VOTING POWER

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BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

9 SOLE DISPOSITIVE POWER  
20,000,000 L Shares (See Items 5(a) and 5(d))

10 SHARED DISPOSITIVE POWER

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
20,000,000 L Shares (See Item 5(a))

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\* [ ]

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
0.3% of L Shares (See Item 5(a))

14 TYPE OF REPORTING PERSON\*  
PN

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP No. 879403780 L Share ADSs  
879403400 A Share ADSs

1 NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)  
Asociacion Carso, A.C.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a) [ ]  
(b) [ ]

3 SEC USE ONLY

4 SOURCE OF FUNDS\*  
WC (See Item 3)

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO  
ITEM 2(d) or 2(e) [ ]

6 CITIZENSHIP OR PLACE OF ORGANIZATION  
Mexico

7 SOLE VOTING POWER  
5,000,000 L Shares (See Items 5(a) and 5(b))

NUMBER OF SHARES BENEFICIALLY OWNED BY

8 SHARED VOTING POWER

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EACH REPORTING PERSON WITH 9 SOLE DISPOSITIVE POWER 5,000,000 L Shares (See Items 5(a) and 5(d))  
10 SHARED DISPOSITIVE POWER

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
5,000,000 L Shares (See Item 5(a))

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\* [ ]

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
0.1% of L Shares (See Item 5(a))

14 TYPE OF REPORTING PERSON\*  
PN

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

Item 1. Security and Issuer.  
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This Amendment No. 12 (the "Twelfth Amendment") amends the initial Schedule 13D (the "Schedule 13D") filed with the Securities and Exchange Commission (the "Commission"), as subsequently amended, by the Reporting Persons (as defined in the Schedule 13D), with respect to the L Shares and A Shares of Telefonos de Mexico, S.A. de C.V. (the "Issuer"). Capitalized terms used but not otherwise defined in this Twelfth Amendment have the meanings ascribed to such terms in the Schedule 13D, as amended.

Item 2. Identity and Background.  
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Updated information regarding the members of the Slim Family and the executive officers and directors of CGT and GFI are set forth in Schedule I attached hereto.

Item 3. Source and Amount of Funds or Other Consideration.  
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The aggregate amount of funds required to purchase the 23,226,000 L Shares purchased by CGT since the filing of Amendment No. 11 to the Schedule 13D filed by the Reporting Persons on June 4, 2004, is U.S.\$46,452,000. The funds used to purchase these Shares were obtained from the working capital of CGT.

Item 4. Purpose of Transaction.  
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As discussed in Item 4 of the Schedule 13D filed by the Reporting Persons with the SEC on June 4, 2004, CGT and SBC International, Inc. are parties to a series of agreements (the "Telmex Agreements"), which govern the ownership and voting of any and all AA Shares of the Issuer owned by such parties. As of the date hereof, CGT holds 73.8% of the issued and outstanding AA Shares.

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Item 5. Interest in Securities of the Issuer.

(a) The Reporting Persons have, as of June 16, 2004, the following interests in the A Shares and L Shares:

	A Shares(1)		L Shares(2)	
	Number	% of Class	Number	% of Class
Carlos Slim Helu(3).....	46,037,330	17.8%	3,182,266,461	33.5%
Carlos Slim Domit(4).....	45,997,330	17.8%	3,182,174,593	33.5%
Marco Antonio Slim Domit(5) .	45,997,330	17.8%	3,182,174,593	33.5%
Patrick Slim Domit(6).....	45,997,330	17.8%	3,182,174,595	33.5%
Maria Soumaya Slim Domit(7) .	45,997,330	17.8%	3,182,174,595	33.5%
Vanessa Paola Slim Domit(8) .	45,997,330	17.8%	3,182,574,595	33.5%
Johanna Monique Domit(9)....	45,997,330	17.8%	3,182,736,595	33.5%
CGT(10).....	45,997,330	17.8%	3,163,744,425	33.3%
GFI.....	--	--	18,422,036	0.2%
Telmex Trust.....	--	--	153,788,120	2.0%
Telnor Trust.....	--	--	2,385,000	0.0%
Fundacion Telmex.....	--	--	20,000,000	0.3%
Asociacion Carso.....	--	--	5,000,000	0.1%

(1) Based upon 258,677,24 A Shares outstanding as of June 16, 2004. Includes A Shares held in the form of A Share ADSs. Except as otherwise indicated, all A Shares are held in the form of A Shares.

(2) Based upon 7,827,809,454 L Shares outstanding as of June 16, 2004. On June 15, 2004, the 4.25% Convertible Senior Debentures of the Issuer (the "Debentures") matured. The Debentures were convertible into L Share ADSs (each representing 20 L Shares) at a conversion price of U.S.\$29.5762 per ADS, equal to a conversion rate of 33.8110 L Share ADSs per U.S.\$1,000 principal amount of the Debentures. At maturity, holders of approximately U.S.\$570 million of the Debentures elected to convert their Debentures into L Share ADSs, resulting in the issuance of 385,285,500 new L Shares and a corresponding increase in the number of L Shares outstanding. The total number of L Shares outstanding also includes L Shares held in the form of L Share ADSs. In addition, other than in the case of the Telmex Trust, Telnor Trust, Fundacion Telmex and Asociacion Carso, L Share totals and percentages assume that all of the A Shares and 1,633,436,525 AA Shares held by CGT, which may be deemed to be beneficially owned by the Slim Family, have been converted into L Shares. In accordance with the restrictions set forth in Item 4 of the Schedule 13D filed by the Reporting Persons on February 20, 2004, the maximum number of AA Shares that CGT could, as of the date hereof, convert to L Shares is 1,633,436,525. Except as otherwise indicated, all L Shares are held in the form of L Shares.

(3) Includes 40,000 A Shares and 100,000 L Shares (assuming conversion of the 40,000 A Shares) owned directly by Carlos Slim Helu, as well as A Shares and L Shares beneficially owned through GFI and CGT by trusts for the benefit of the Slim Family (the "Family Shares"). All A Shares and L Shares owned by such trusts may be deemed to be beneficially owned by each member of the Slim Family that is a beneficiary of such trusts. Thus, beneficial ownership of A Shares and L Shares may be deemed to be shared by each member of the Slim Family.

(4) Includes 8,132 L Shares owned directly by Carlos Slim Domit, as well as the Family Shares.



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- (5) Includes 8,132 L Shares owned directly by Marco Antonio Slim Domit, as well as the Family Shares.
- (6) Includes 8,134 L Shares owned directly by Patrick Slim Domit, as well as the Family Shares.
- (7) Includes 8,134 L Shares owned directly by Maria Soumaya Slim Domit, as well as the Family Shares.
- (8) Includes 408,134 L Shares owned directly by Vanessa Paola Slim Domit and her spouse, as well as the Family Shares.
- (9) Includes 570,134 L Shares owned directly by Johanna Monique Slim Domit and her spouse, as well as the Family Shares.
- (10) Includes 1,032,214,660 L Shares held in the form of L Share ADSs.

(c) All transactions in L Shares and A Shares effected by the Reporting Persons since the Eleventh Amendment are listed in Schedule II hereto.

\* The Powers of Attorney and Joint Filing Agreement filed as exhibits to the Schedule 13D filed by the Reporting Persons with the Securities and Exchange Commission on February 20, 2004, are hereby incorporated by reference.

SIGNATURE

After reasonable inquiry, and to the best of my knowledge and belief, I certify that the information set forth in this Statement is true, complete and correct.

Carlos Slim Helu  
-----

Carlos Slim Domit  
-----

Marco Antonio Slim Domit  
-----

Patrick Slim Domit  
-----

Maria Soumaya Slim Domit  
-----

Vanessa Paola Slim Domit  
-----

By: /s/ Eduardo Valdes Acra  
-----  
Eduardo Valdes Acra  
Attorney-in-Fact  
June 23, 2004

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Johanna Monique Slim Domit

-----  
CARSO GLOBAL  
TELECOM, S.A. DE C.V.

-----  
By: Eduardo Valdes Acra  
Title: Attorney-in-Fact

GRUPO FINANCIERO  
INBURSA, S.A. DE C.V.

-----  
By: Eduardo Valdes Acra  
Title: Attorney-in-Fact

BANCO INBURSA S.A.,  
INSTITUCION DE BANCA  
MULTIPLE, GRUPO FINANCIERO  
INBURSA, DIVISION  
FIDUCIARIA, AS TRUSTEE  
OF TRUST NO. F/0008

-----  
By: Eduardo Valdes Acra  
Title: Attorney-in-Fact

BANCO INBURSA S.A.,  
INSTITUCION DE BANCA  
MULTIPLE, GRUPO FINANCIERO  
INBURSA, DIVISION  
FIDUCIARIA, AS TRUSTEE  
OF TRUST NO. F/0395

-----  
By: Eduardo Valdes Acra  
Title: Attorney-in-Fact

FUNDACION TELMEX, A.C.

-----  
By: Eduardo Valdes Acra  
Title: Attorney-in-Fact

ASOCIACION CARSO, A.C.

-----  
By: Eduardo Valdes Acra  
Title: Attorney-in-Fact

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SCHEDULE I

All of the individuals listed below are citizens of Mexico

THE SLIM FAMILY

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Paseo de las Palmas 736, Colonia Lomas de Chapultepec,  
11000 Mexico D.F., Mexico

Name -----	Principal Occupation -----
Carlos Slim Helu	Chairman Emeritus of the Board of Telefonos de Mexico, S.A. de C.V., and Chairman of the Board of America Movil, S.A. de C.V. and Carso Global Telecom, S.A. de C.V.
Carlos Slim Domit	Chairman of the Board of Telefonos de Mexico, S.A. de C.V., Chairman of Grupo Carso, S.A. De C.V. and President of Grupo Sanborns, S.A. de C.V.
Marco Antonio Slim Domit	Chairman of Grupo Financiero Inbursa, S.A. de C.V.
Patrick Slim Domit	Vice President of Commercial Markets of Telefonos de Mexico, S.A. de C.V.
Maria Soumaya Slim Domit	President of Museo Soumaya
Vanessa Paola Slim Domit	Private Investor
Johanna Monique Slim Domit	Private Investor

CARSO GLOBAL TELECOM, S.A. de C.V.

Insurgentes Sur 3500, Col. Pena Pobre Tlalpan, 14060 Mexico D.F., Mexico

Name and Position -----	Principal Occupation -----
<b>Directors</b>	
Carlos Slim Helu (Director and Chairman Emeritus of the Board)	Chairman Emeritus of the Board of Telefonos de Mexico, S.A. de C.V., and Chairman of the Board of America Movil, S.A. de C.V. and Carso Global Telecom, S.A. de C.V.
Jaime Chico Pardo (Director and Vice Chairman of the Board)	President of Telefonos de Mexico, S.A. de C.V. and Vice President of Carso Global Telecom, S.A. de C.V.
Claudio X. Gonzalez Laporte (Director)	Chairman of the Board of Kimberly Clark de Mexico, S.A. de C.V.
C.P. Humberto Gutierrez Olvera Zubizarreta	General Director of Grupo Carso, S.A. de C.V.
Juan Antonio Perez Simon (Director)	Vice-Chairman of Telefonos de Mexico, S.A. de C.V. and Chairman of the Board of Sanborns Herbol, S.A. de C.V.
Carlos Slim Domit (Director and Chairman of the Board)	Chairman of the Board of Telefonos de Mexico, S.A. de C.V. and Chairman of Grupo Carso, S.A. de C.V. and Sanborns, S.A. de C.V.

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### Executive Officers

Armando Ibanez (Chief Financial Officer)

Chief Financial Officer of Carso Global T  
S.A. de C.V.

GRUPO FINANCIERO INBURSA, S.A. de C.V.

Paseo de las Palmas 736, Col. Lomas Chapultepec, 11000 Mexico D.F., Mexico

Name and Position  
-----

Principal Occupation  
-----

### Directors

Carlos Slim Helu (Chairman Emeritus)

Chairman Emeritus of the Board of Telefonos de  
S.A. de C.V., and Chairman of the Board of Amer  
S.A. de C.V. and Carso Global Telecom, S.A. de

Marco Antonio Slim Domit  
(Chairman of the Board)

Chairman of Grupo Financiero Inbursa, S.A. de C

Eduardo Valdes Acra  
(Vice-Chairman of the Board)

Chief Executive Officer of Inversora Bursatil,  
de C.V., Casa de Bolsa, Grupo Financial Inbursa

Agustin Franco Macias (Director)

Chairman of Cryoinfra, S.A. de C.V.

Claudio X. Gonzalez Laporte (Director)

Chairman of the Board of Kimberly Clark de Mexi  
S.A. de C.V.

Juan Antonio Perez Simon (Director)

Vice-Chairman of Telefonos de Mexico, S.A. de C

David Ibarra Munoz (Director)

Independent Economist

Jose Kuri Harfush (Director)

President of Janel, S.A. de C.V.

### Executive Officers

Marco Antonio Slim Domit (President)

President of Grupo Financiero Inbursa, S.A. de

### SCHEDULE II

During the past 60 days, excluding transactions previously reported on the most recent filing on Schedule 13D, CGT effected the following purchases of L Shares on the Mexican Stock Exchange. The prices below reflect the average price paid (in US\$ based upon the Exchange Rate published by the Banco de Mexico on the day of the trade date) per L Share on the relevant trade date.

Reporting Person	Type of transaction	Trade Date	Number of L Shares	Price per share (U.S.Dollars)
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Carso Global Telecom	Purchase	June 1, 2004	100,000	1.68
Carso Global Telecom	Purchase	June 1, 2004	26,700	1.68
Carso Global Telecom	Purchase	June 1, 2004	65,000	1.68
Carso Global Telecom	Purchase	June 1, 2004	8,300	1.68
Carso Global Telecom	Purchase	June 1, 2004	11,700	1.68
Carso Global Telecom	Purchase	June 1, 2004	88,300	1.68
Carso Global Telecom	Purchase	June 1, 2004	75,900	1.68
Carso Global Telecom	Purchase	June 1, 2004	11,700	1.68
Carso Global Telecom	Purchase	June 1, 2004	12,400	1.68
Carso Global Telecom	Purchase	June 1, 2004	13,600	1.68
Carso Global Telecom	Purchase	June 1, 2004	86,400	1.68
Carso Global Telecom	Purchase	June 1, 2004	13,600	1.68
Carso Global Telecom	Purchase	June 1, 2004	2,100	1.68
Carso Global Telecom	Purchase	June 1, 2004	84,300	1.68
Carso Global Telecom	Purchase	June 1, 2004	100,000	1.68
Carso Global Telecom	Purchase	June 1, 2004	2,000	1.67
Carso Global Telecom	Purchase	June 1, 2004	198,000	1.68
Carso Global Telecom	Purchase	June 1, 2004	40,700	1.68
Carso Global Telecom	Purchase	June 1, 2004	900	1.68
Carso Global Telecom	Purchase	June 1, 2004	10,000	1.68
Carso Global Telecom	Purchase	June 1, 2004	48,400	1.68
Carso Global Telecom	Purchase	June 1, 2004	47,300	1.68
Carso Global Telecom	Purchase	June 1, 2004	52,700	1.68
Carso Global Telecom	Purchase	June 1, 2004	47,300	1.68
Carso Global Telecom	Purchase	June 1, 2004	2,000	1.68
Carso Global Telecom	Purchase	June 1, 2004	700	1.68
Carso Global Telecom	Purchase	June 1, 2004	20,000	1.68
Carso Global Telecom	Purchase	June 1, 2004	80,000	1.68
Carso Global Telecom	Purchase	June 1, 2004	50,000	1.68
Carso Global Telecom	Purchase	June 1, 2004	67,000	1.68
Carso Global Telecom	Purchase	June 1, 2004	33,000	1.68
Carso Global Telecom	Purchase	June 1, 2004	7,000	1.68
Carso Global Telecom	Purchase	June 1, 2004	9,300	1.68
Carso Global Telecom	Purchase	June 1, 2004	100,000	1.68
Carso Global Telecom	Purchase	June 1, 2004	83,700	1.68
Carso Global Telecom	Purchase	June 1, 2004	100,000	1.68
Carso Global Telecom	Purchase	June 1, 2004	100,000	1.68
Carso Global Telecom	Purchase	June 1, 2004	2,900	1.67
Carso Global Telecom	Purchase	June 1, 2004	100,000	1.67
Carso Global Telecom	Purchase	June 1, 2004	16,300	1.67
Carso Global Telecom	Purchase	June 1, 2004	75,000	1.67
Carso Global Telecom	Purchase	June 1, 2004	5,800	1.67
Carso Global Telecom	Purchase	June 2, 2004	100,000	1.68
Carso Global Telecom	Purchase	June 2, 2004	40,000	1.68
Carso Global Telecom	Purchase	June 2, 2004	60,000	1.68
Carso Global Telecom	Purchase	June 2, 2004	10,000	1.68
Carso Global Telecom	Purchase	June 2, 2004	18,000	1.68
Carso Global Telecom	Purchase	June 2, 2004	82,000	1.68
Carso Global Telecom	Purchase	June 2, 2004	50,000	1.68
Carso Global Telecom	Purchase	June 2, 2004	40,000	1.68
Carso Global Telecom	Purchase	June 2, 2004	4,000	1.68
Carso Global Telecom	Purchase	June 2, 2004	1,500	1.68
Carso Global Telecom	Purchase	June 2, 2004	137,800	1.68
Carso Global Telecom	Purchase	June 2, 2004	94,500	1.68
Carso Global Telecom	Purchase	June 2, 2004	62,200	1.68
Carso Global Telecom	Purchase	June 2, 2004	100,000	1.68
Carso Global Telecom	Purchase	June 2, 2004	40,000	1.68
Carso Global Telecom	Purchase	June 2, 2004	60,000	1.68
Carso Global Telecom	Purchase	June 2, 2004	40,000	1.68
Carso Global Telecom	Purchase	June 2, 2004	60,000	1.68
Carso Global Telecom	Purchase	June 3, 2004	50,000	1.66
Carso Global Telecom	Purchase	June 3, 2004	50,000	1.66



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Carso Global Telecom	Purchase	June 4, 2004	22,300	1.68
Carso Global Telecom	Purchase	June 4, 2004	27,700	1.68
Carso Global Telecom	Purchase	June 4, 2004	49,100	1.68
Carso Global Telecom	Purchase	June 4, 2004	900	1.68
Carso Global Telecom	Purchase	June 4, 2004	50,000	1.68
Carso Global Telecom	Purchase	June 4, 2004	100,000	1.68
Carso Global Telecom	Purchase	June 4, 2004	100,000	1.68
Carso Global Telecom	Purchase	June 7, 2004	50,000	1.73
Carso Global Telecom	Purchase	June 7, 2004	44,100	1.73
Carso Global Telecom	Purchase	June 7, 2004	5,900	1.73
Carso Global Telecom	Purchase	June 7, 2004	93,600	1.73
Carso Global Telecom	Purchase	June 7, 2004	13,000	1.73
Carso Global Telecom	Purchase	June 7, 2004	100,000	1.74
Carso Global Telecom	Purchase	June 7, 2004	24,200	1.74
Carso Global Telecom	Purchase	June 7, 2004	3,400	1.74
Carso Global Telecom	Purchase	June 7, 2004	10,000	1.74
Carso Global Telecom	Purchase	June 7, 2004	5,800	1.74
Carso Global Telecom	Purchase	June 7, 2004	600	1.74
Carso Global Telecom	Purchase	June 7, 2004	49,400	1.74
Carso Global Telecom	Purchase	June 7, 2004	100,000	1.74
Carso Global Telecom	Purchase	June 7, 2004	50,000	1.74
Carso Global Telecom	Purchase	June 7, 2004	50,000	1.74
Carso Global Telecom	Purchase	June 7, 2004	50,000	1.74
Carso Global Telecom	Purchase	June 7, 2004	50,000	1.74
Carso Global Telecom	Purchase	June 7, 2004	50,000	1.74
Carso Global Telecom	Purchase	June 7, 2004	87,500	1.74
Carso Global Telecom	Purchase	June 7, 2004	12,500	1.74
Carso Global Telecom	Purchase	June 7, 2004	50,000	1.74
Carso Global Telecom	Purchase	June 7, 2004	10,000	1.74
Carso Global Telecom	Purchase	June 7, 2004	10,000	1.74
Carso Global Telecom	Purchase	June 7, 2004	20,000	1.74
Carso Global Telecom	Purchase	June 7, 2004	10,000	1.74
Carso Global Telecom	Purchase	June 7, 2004	47,800	1.75
Carso Global Telecom	Purchase	June 7, 2004	2,200	1.75
Carso Global Telecom	Purchase	June 7, 2004	50,000	1.75
Carso Global Telecom	Purchase	June 7, 2004	50,000	1.74
Carso Global Telecom	Purchase	June 7, 2004	27,600	1.74
Carso Global Telecom	Purchase	June 7, 2004	22,400	1.74
Carso Global Telecom	Purchase	June 7, 2004	42,600	1.74
Carso Global Telecom	Purchase	June 7, 2004	4,000	1.74
Carso Global Telecom	Purchase	June 7, 2004	3,400	1.74
Carso Global Telecom	Purchase	June 7, 2004	50,000	1.74
Carso Global Telecom	Purchase	June 7, 2004	47,000	1.74
Carso Global Telecom	Purchase	June 7, 2004	3,000	1.74
Carso Global Telecom	Purchase	June 7, 2004	50,000	1.74
Carso Global Telecom	Purchase	June 7, 2004	50,000	1.74
Carso Global Telecom	Purchase	June 7, 2004	9,900	1.74
Carso Global Telecom	Purchase	June 7, 2004	90,100	1.74
Carso Global Telecom	Purchase	June 7, 2004	89,900	1.74
Carso Global Telecom	Purchase	June 7, 2004	10,100	1.74
Carso Global Telecom	Purchase	June 7, 2004	50,000	1.74
Carso Global Telecom	Purchase	June 7, 2004	200	1.74
Carso Global Telecom	Purchase	June 7, 2004	99,800	1.74
Carso Global Telecom	Purchase	June 7, 2004	100,000	1.74
Carso Global Telecom	Purchase	June 7, 2004	100,000	1.74
Carso Global Telecom	Purchase	June 7, 2004	50,000	1.74
Carso Global Telecom	Purchase	June 8, 2004	5,000	1.74
Carso Global Telecom	Purchase	June 8, 2004	5,000	1.74
Carso Global Telecom	Purchase	June 8, 2004	90,000	1.74
Carso Global Telecom	Purchase	June 8, 2004	100,000	1.74
Carso Global Telecom	Purchase	June 8, 2004	100,000	1.74
Carso Global Telecom	Purchase	June 8, 2004	100,000	1.74

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Carso Global Telecom	Purchase	June 8, 2004	100,000	1.74
Carso Global Telecom	Purchase	June 8, 2004	13,000	1.74
Carso Global Telecom	Purchase	June 8, 2004	10,000	1.74
Carso Global Telecom	Purchase	June 8, 2004	61,200	1.74
Carso Global Telecom	Purchase	June 8, 2004	15,800	1.74
Carso Global Telecom	Purchase	June 8, 2004	100,000	1.73
Carso Global Telecom	Purchase	June 8, 2004	100,000	1.74
Carso Global Telecom	Purchase	June 8, 2004	50,000	1.73
Carso Global Telecom	Purchase	June 8, 2004	50,000	1.74
Carso Global Telecom	Purchase	June 8, 2004	50,000	1.73
Carso Global Telecom	Purchase	June 8, 2004	100,000	1.73
Carso Global Telecom	Purchase	June 8, 2004	50,000	1.73
Carso Global Telecom	Purchase	June 8, 2004	50,000	1.73
Carso Global Telecom	Purchase	June 8, 2004	50,000	1.73
Carso Global Telecom	Purchase	June 8, 2004	28,800	1.73
Carso Global Telecom	Purchase	June 8, 2004	71,200	1.73
Carso Global Telecom	Purchase	June 8, 2004	35,400	1.73
Carso Global Telecom	Purchase	June 8, 2004	14,600	1.73
Carso Global Telecom	Purchase	June 8, 2004	3,900	1.73
Carso Global Telecom	Purchase	June 8, 2004	46,100	1.73
Carso Global Telecom	Purchase	June 8, 2004	41,500	1.73
Carso Global Telecom	Purchase	June 8, 2004	8,500	1.73
Carso Global Telecom	Purchase	June 8, 2004	50,000	1.73
Carso Global Telecom	Purchase	June 8, 2004	50,000	1.73
Carso Global Telecom	Purchase	June 8, 2004	50,000	1.73
Carso Global Telecom	Purchase	June 8, 2004	25,400	1.73
Carso Global Telecom	Purchase	June 8, 2004	10,000	1.73
Carso Global Telecom	Purchase	June 8, 2004	15,000	1.73
Carso Global Telecom	Purchase	June 8, 2004	40,000	1.73
Carso Global Telecom	Purchase	June 8, 2004	40,000	1.73
Carso Global Telecom	Purchase	June 8, 2004	5,000	1.73
Carso Global Telecom	Purchase	June 8, 2004	64,600	1.73
Carso Global Telecom	Purchase	June 8, 2004	36,400	1.73
Carso Global Telecom	Purchase	June 8, 2004	40,000	1.73
Carso Global Telecom	Purchase	June 8, 2004	3,300	1.73
Carso Global Telecom	Purchase	June 8, 2004	10,000	1.73
Carso Global Telecom	Purchase	June 8, 2004	100,000	1.73
Carso Global Telecom	Purchase	June 8, 2004	10,300	1.73
Carso Global Telecom	Purchase	June 9, 2004	50,000	1.72
Carso Global Telecom	Purchase	June 9, 2004	36,000	1.72
Carso Global Telecom	Purchase	June 9, 2004	14,000	1.72
Carso Global Telecom	Purchase	June 9, 2004	10,000	1.71
Carso Global Telecom	Purchase	June 9, 2004	39,500	1.71
Carso Global Telecom	Purchase	June 9, 2004	40,000	1.71
Carso Global Telecom	Purchase	June 9, 2004	10,500	1.71
Carso Global Telecom	Purchase	June 9, 2004	50,000	1.71
Carso Global Telecom	Purchase	June 9, 2004	50,000	1.71
Carso Global Telecom	Purchase	June 9, 2004	100,000	1.71
Carso Global Telecom	Purchase	June 9, 2004	50,000	1.71
Carso Global Telecom	Purchase	June 9, 2004	50,000	1.71
Carso Global Telecom	Purchase	June 9, 2004	50,000	1.71
Carso Global Telecom	Purchase	June 9, 2004	20,000	1.71
Carso Global Telecom	Purchase	June 9, 2004	30,000	1.71
Carso Global Telecom	Purchase	June 9, 2004	17,600	1.71
Carso Global Telecom	Purchase	June 9, 2004	20,000	1.71
Carso Global Telecom	Purchase	June 9, 2004	62,400	1.71
Carso Global Telecom	Purchase	June 9, 2004	50,000	1.71
Carso Global Telecom	Purchase	June 9, 2004	17,400	1.71
Carso Global Telecom	Purchase	June 9, 2004	32,600	1.71
Carso Global Telecom	Purchase	June 9, 2004	50,000	1.71
Carso Global Telecom	Purchase	June 9, 2004	46,900	1.71
Carso Global Telecom	Purchase	June 9, 2004	3,100	1.71



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Carso Global Telecom	Purchase	June 9, 2004	6,900	1.71
Carso Global Telecom	Purchase	June 9, 2004	43,100	1.71
Carso Global Telecom	Purchase	June 9, 2004	50,000	1.71
Carso Global Telecom	Purchase	June 9, 2004	7,200	1.71
Carso Global Telecom	Purchase	June 9, 2004	39,000	1.71
Carso Global Telecom	Purchase	June 9, 2004	3,800	1.71
Carso Global Telecom	Purchase	June 9, 2004	50,000	1.71
Carso Global Telecom	Purchase	June 9, 2004	99,000	1.70
Carso Global Telecom	Purchase	June 9, 2004	1,000	1.70
Carso Global Telecom	Purchase	June 9, 2004	50,000	1.70
Carso Global Telecom	Purchase	June 9, 2004	29,800	1.70
Carso Global Telecom	Purchase	June 9, 2004	20,200	1.70
Carso Global Telecom	Purchase	June 9, 2004	10,000	1.70
Carso Global Telecom	Purchase	June 9, 2004	20,000	1.70
Carso Global Telecom	Purchase	June 9, 2004	10,000	1.70
Carso Global Telecom	Purchase	June 9, 2004	10,000	1.70
Carso Global Telecom	Purchase	June 9, 2004	11,900	1.70
Carso Global Telecom	Purchase	June 9, 2004	15,000	1.70
Carso Global Telecom	Purchase	June 9, 2004	23,100	1.70
Carso Global Telecom	Purchase	June 9, 2004	63,500	1.70
Carso Global Telecom	Purchase	June 9, 2004	36,500	1.70
Carso Global Telecom	Purchase	June 9, 2004	100,000	1.70
Carso Global Telecom	Purchase	June 9, 2004	40,900	1.70
Carso Global Telecom	Purchase	June 9, 2004	9,100	1.70
Carso Global Telecom	Purchase	June 9, 2004	41,500	1.70
Carso Global Telecom	Purchase	June 9, 2004	800	1.70
Carso Global Telecom	Purchase	June 9, 2004	7,700	1.70
Carso Global Telecom	Purchase	June 9, 2004	2,000	1.70
Carso Global Telecom	Purchase	June 9, 2004	48,000	1.70
Carso Global Telecom	Purchase	June 9, 2004	10,600	1.70
Carso Global Telecom	Purchase	June 9, 2004	2,000	1.70
Carso Global Telecom	Purchase	June 9, 2004	40,000	1.70
Carso Global Telecom	Purchase	June 9, 2004	47,400	1.70
Carso Global Telecom	Purchase	June 9, 2004	37,200	1.70
Carso Global Telecom	Purchase	June 9, 2004	900	1.70
Carso Global Telecom	Purchase	June 9, 2004	111,900	1.70
Carso Global Telecom	Purchase	June 9, 2004	10,100	1.70
Carso Global Telecom	Purchase	June 9, 2004	89,900	1.71
Carso Global Telecom	Purchase	June 9, 2004	26,000	1.71
Carso Global Telecom	Purchase	June 9, 2004	100,000	1.71
Carso Global Telecom	Purchase	June 10, 2004	50,000	1.71
Carso Global Telecom	Purchase	June 10, 2004	50,000	1.71
Carso Global Telecom	Purchase	June 10, 2004	29,700	1.71
Carso Global Telecom	Purchase	June 10, 2004	20,300	1.71
Carso Global Telecom	Purchase	June 10, 2004	13,000	1.71
Carso Global Telecom	Purchase	June 10, 2004	37,000	1.71
Carso Global Telecom	Purchase	June 10, 2004	2,600	1.71
Carso Global Telecom	Purchase	June 10, 2004	47,400	1.71
Carso Global Telecom	Purchase	June 10, 2004	50,000	1.71
Carso Global Telecom	Purchase	June 10, 2004	25,000	1.71
Carso Global Telecom	Purchase	June 10, 2004	25,000	1.71
Carso Global Telecom	Purchase	June 10, 2004	25,000	1.71
Carso Global Telecom	Purchase	June 10, 2004	20,000	1.71
Carso Global Telecom	Purchase	June 10, 2004	5,000	1.71
Carso Global Telecom	Purchase	June 10, 2004	45,000	1.71
Carso Global Telecom	Purchase	June 10, 2004	5,000	1.71
Carso Global Telecom	Purchase	June 10, 2004	10,100	1.71
Carso Global Telecom	Purchase	June 10, 2004	39,900	1.71
Carso Global Telecom	Purchase	June 10, 2004	50,000	1.71
Carso Global Telecom	Purchase	June 10, 2004	50,000	1.71
Carso Global Telecom	Purchase	June 10, 2004	50,000	1.71
Carso Global Telecom	Purchase	June 10, 2004	10,000	1.71

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Carso Global Telecom	Purchase	June 10, 2004	40,000	1.71
Carso Global Telecom	Purchase	June 10, 2004	50,000	1.71
Carso Global Telecom	Purchase	June 10, 2004	30,100	1.71
Carso Global Telecom	Purchase	June 10, 2004	19,900	1.71
Carso Global Telecom	Purchase	June 10, 2004	40,000	1.71
Carso Global Telecom	Purchase	June 10, 2004	10,000	1.71
Carso Global Telecom	Purchase	June 10, 2004	50,000	1.71
Carso Global Telecom	Purchase	June 10, 2004	50,000	1.71
Carso Global Telecom	Purchase	June 10, 2004	50,000	1.70
Carso Global Telecom	Purchase	June 10, 2004	29,100	1.70
Carso Global Telecom	Purchase	June 10, 2004	900	1.70
Carso Global Telecom	Purchase	June 10, 2004	40,000	1.70
Carso Global Telecom	Purchase	June 10, 2004	10,000	1.70
Carso Global Telecom	Purchase	June 10, 2004	20,000	1.70
Carso Global Telecom	Purchase	June 10, 2004	30,000	1.70
Carso Global Telecom	Purchase	June 10, 2004	20,000	1.70
Carso Global Telecom	Purchase	June 10, 2004	2,500	1.70
Carso Global Telecom	Purchase	June 10, 2004	47,500	1.70
Carso Global Telecom	Purchase	June 10, 2004	1,400	1.70
Carso Global Telecom	Purchase	June 10, 2004	6,000	1.70
Carso Global Telecom	Purchase	June 10, 2004	42,600	1.70
Carso Global Telecom	Purchase	June 10, 2004	50,000	1.70
Carso Global Telecom	Purchase	June 10, 2004	44,600	1.70
Carso Global Telecom	Purchase	June 10, 2004	50,000	1.70
Carso Global Telecom	Purchase	June 10, 2004	4,000	1.70
Carso Global Telecom	Purchase	June 10, 2004	51,400	1.70
Carso Global Telecom	Purchase	June 10, 2004	50,000	1.70
Carso Global Telecom	Purchase	June 10, 2004	19,700	1.70
Carso Global Telecom	Purchase	June 10, 2004	7,400	1.70
Carso Global Telecom	Purchase	June 10, 2004	20,000	1.70
Carso Global Telecom	Purchase	June 10, 2004	10,000	1.70
Carso Global Telecom	Purchase	June 10, 2004	25,000	1.70
Carso Global Telecom	Purchase	June 10, 2004	17,900	1.70
Carso Global Telecom	Purchase	June 10, 2004	5,800	1.70
Carso Global Telecom	Purchase	June 10, 2004	94,200	1.70
Carso Global Telecom	Purchase	June 10, 2004	99,800	1.70
Carso Global Telecom	Purchase	June 10, 2004	100,200	1.70
Carso Global Telecom	Purchase	June 10, 2004	99,800	1.70
Carso Global Telecom	Purchase	June 10, 2004	200	1.70
Carso Global Telecom	Purchase	June 14, 2004	100,000	1.69
Carso Global Telecom	Purchase	June 14, 2004	13,500	1.69
Carso Global Telecom	Purchase	June 14, 2004	86,500	1.69
Carso Global Telecom	Purchase	June 14, 2004	29,500	1.69
Carso Global Telecom	Purchase	June 14, 2004	70,500	1.69
Carso Global Telecom	Purchase	June 14, 2004	100,000	1.69
Carso Global Telecom	Purchase	June 14, 2004	20,000	1.69
Carso Global Telecom	Purchase	June 14, 2004	80,000	1.69
Carso Global Telecom	Purchase	June 14, 2004	20,000	1.69
Carso Global Telecom	Purchase	June 14, 2004	80,000	1.69
Carso Global Telecom	Purchase	June 14, 2004	10,000	1.69
Carso Global Telecom	Purchase	June 14, 2004	90,000	1.69
Carso Global Telecom	Purchase	June 14, 2004	61,200	1.69
Carso Global Telecom	Purchase	June 14, 2004	38,800	1.69
Carso Global Telecom	Purchase	June 14, 2004	60,000	1.69
Carso Global Telecom	Purchase	June 14, 2004	100,000	1.69
Carso Global Telecom	Purchase	June 14, 2004	100,000	1.69
Carso Global Telecom	Purchase	June 14, 2004	40,000	1.69
Carso Global Telecom	Purchase	June 14, 2004	14,500	1.68
Carso Global Telecom	Purchase	June 14, 2004	35,500	1.68
Carso Global Telecom	Purchase	June 14, 2004	27,700	1.68
Carso Global Telecom	Purchase	June 14, 2004	22,300	1.68
Carso Global Telecom	Purchase	June 14, 2004	27,700	1.68





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Carso Global Telecom	Purchase	June 16, 2004	50,000	1.66
Carso Global Telecom	Purchase	June 16, 2004	10,800	1.66
Carso Global Telecom	Purchase	June 16, 2004	89,200	1.66
Carso Global Telecom	Purchase	June 16, 2004	50,000	1.66
Carso Global Telecom	Purchase	June 16, 2004	100,000	1.66
Carso Global Telecom	Purchase	June 16, 2004	90,500	1.66
Carso Global Telecom	Purchase	June 16, 2004	9,500	1.66
Carso Global Telecom	Purchase	June 16, 2004	100,000	1.66
Carso Global Telecom	Purchase	June 16, 2004	100,000	1.66
Carso Global Telecom	Purchase	June 16, 2004	100,000	1.66