

TELEFONOS DE MEXICO S A B DE C V
Form SC 13D/A
November 20, 2008
UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934

(Amendment No. 39)*

Teléfonos de México, S.A.B. de C.V. (the "Issuer")

(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")

(Title of Class of Securities)

879403780 for L Share ADSs¹

879403400 for A Share ADSs²

(CUSIP Number)

Rafael Robles Miaja

Galicia y Robles, S.C.

Boulevard Manuel Avila Camacho 24

Torre del Bosque

Piso 7

Colonia: Lomas de Chapultepec

México, D.F. 11000, México

(5255) 5540-9225

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

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September 12, 2008

(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 §§240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box o.

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See §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 the Notes).

(Continued on the following pages)

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¹ 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 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.

- 1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
- 2 Carlos Slim Helú
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
- México
- | | | |
|-----------------------|----|---|
| NUMBER OF SHARES | 7 | SOLE VOTING POWER |
| BENEFICIALLY OWNED BY | 8 | 80,000 A Shares and 30,641,700 L Shares (See Item 5)
SHARED VOTING POWER |
| EACH REPORTING PERSON | 9 | 92,610,376 A Shares and 9,257,427,902 L Shares (See Item 5)
SOLE DISPOSITIVE POWER |
| WITH | 10 | 80,000 A Shares and 30,641,700 L Shares (See Item 5)
SHARED DISPOSITIVE POWER |
| | | 92,610,376 A Shares and 9,257,427,902 L Shares (See Item 5) |
- 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
- 92,690,376 A Shares and 9,288,069,602 L Shares (See Item 5)
- 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*
- 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
- 22.2% of A Shares and 63.78% of L Shares (See Item 5)
- 14 TYPE OF REPORTING PERSON*
- IN

***SEE INSTRUCTIONS BEFORE FILLING OUT!**

- 1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
- 2 Carlos Slim Domit
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
- México
- | | | |
|-----------------------|----|---|
| NUMBER OF SHARES | 7 | SOLE VOTING POWER |
| BENEFICIALLY OWNED BY | 8 | 9,516,264 L Shares (See Item 5)
SHARED VOTING POWER |
| EACH REPORTING PERSON | 9 | 92,610,376 A Shares and 9,257,427,902 L Shares (See Item 5)
SOLE DISPOSITIVE POWER |
| WITH | 10 | 9,516,264 L Shares (See Item 5)
SHARED DISPOSITIVE POWER |
| | | 92,610,376 A Shares and 9,257,427,902 L Shares (See Item 5) |
- 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
- 92,610,376 A Shares and 9,266,944,166 L Shares (See Item 5)
- 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*x
- 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
- 22.2% of A Shares and 63.64% of L Shares (See Item 5)
- 14 TYPE OF REPORTING PERSON*
- IN

***SEE INSTRUCTIONS BEFORE FILLING OUT!**

- 1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
- 2 Marco Antonio Slim Domit
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
- México
- | | | |
|-----------------------|----|---|
| NUMBER OF SHARES | 7 | SOLE VOTING POWER |
| BENEFICIALLY OWNED BY | 8 | 9,516,264 L Shares (See Item 5)
SHARED VOTING POWER |
| EACH REPORTING PERSON | 9 | 92,610,376 A Shares and 9,257,427,902 L Shares (See Item 5)
SOLE DISPOSITIVE POWER |
| WITH | 10 | 9,516,264 L Shares (See Item 5)
SHARED DISPOSITIVE POWER |
| | | 92,610,376 A Shares and 9,257,427,902 L Shares (See Item 5) |
- 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
- 92,610,376 A Shares and 9,266,944,166 L Shares (See Item 5)
- 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*x
- 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
- 22.2% of A Shares and 63.64% of L Shares (See Item 5)
- 14 TYPE OF REPORTING PERSON*
- IN

***SEE INSTRUCTIONS BEFORE FILLING OUT!**

- 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 and PF (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
- México
- | | | |
|-----------------------|----|--------------------------|
| NUMBER OF SHARES | 7 | SOLE VOTING POWER |
| BENEFICIALLY OWNED BY | 8 | SHARED VOTING POWER |
| EACH REPORTING PERSON | 9 | SOLE DISPOSITIVE POWER |
| WITH | 10 | SHARED DISPOSITIVE POWER |
- 92,610,376 A Shares and 9,257,427,902 L Shares (See Item 5)
- 92,610,376 A Shares and 9,257,427,902 L Shares (See Item 5)
- 10,548,538 L Shares (See Item 5)
- 10,548,538 L Shares (See Item 5)
- 92,610,376 A Shares and 9,257,427,902 L Shares (See Item 5)
- 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
- 92,610,376 A Shares and 9,267,976,440 L Shares (See Item 5)
- 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*x
- 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
- 22.2% of A Shares and 63.64% of L Shares (See Item 5)
- 14 TYPE OF REPORTING PERSON*
- IN

***SEE INSTRUCTIONS BEFORE FILLING OUT!**

- 1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
- 2 María Soumaya Slim Domit
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
- México
- | | | |
|-----------------------|----|--------------------------|
| NUMBER OF SHARES | 7 | SOLE VOTING POWER |
| BENEFICIALLY OWNED BY | 8 | SHARED VOTING POWER |
| EACH REPORTING PERSON | 9 | SOLE DISPOSITIVE POWER |
| WITH | 10 | SHARED DISPOSITIVE POWER |
- 11 92,610,376 A Shares and 9,257,427,902 L Shares (See Item 5)
AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
- 12 92,610,376 A Shares and 9,269,944,170 L Shares (See Item 5)
CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*x
- 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
- 22.2% of A Shares and 63.66% of L Shares (See Item 5)
- 14 TYPE OF REPORTING PERSON*

IN

***SEE INSTRUCTIONS BEFORE FILLING OUT!**

- 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
- México
- | | | |
|-----------------------|----|--------------------------|
| NUMBER OF SHARES | 7 | SOLE VOTING POWER |
| BENEFICIALLY OWNED BY | 8 | SHARED VOTING POWER |
| EACH REPORTING PERSON | 9 | SOLE DISPOSITIVE POWER |
| WITH | 10 | SHARED DISPOSITIVE POWER |
- 92,610,376 A Shares and 9,257,427,902 L Shares (See Item 5)
- 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
- 92,610,376 A Shares and 9,273,044,170 L Shares (See Item 5)
- 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*x
- 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
- 22.2% of A Shares and 63.68% of L Shares (See Item 5)
- 14 TYPE OF REPORTING PERSON*
- IN

***SEE INSTRUCTIONS BEFORE FILLING OUT!**

- 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 and PF (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
- México
- | | | |
|-----------------------|----|--------------------------|
| NUMBER OF SHARES | 7 | SOLE VOTING POWER |
| BENEFICIALLY OWNED BY | 8 | SHARED VOTING POWER |
| EACH REPORTING PERSON | 9 | SOLE DISPOSITIVE POWER |
| WITH | 10 | SHARED DISPOSITIVE POWER |
- 92,610,376 A Shares and 9,257,427,902 L Shares (See Item 5)
- 92,610,376 A Shares and 9,257,427,902 L Shares (See Item 5)
- 13,875,522 L Shares (See Item 5)
- 13,875,522 L Shares (See Item 5)
- 92,610,376 A Shares and 9,257,427,902 L Shares (See Item 5)
- 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
- 92,610,376 A Shares and 9,271,303,424 L Shares (See Item 5)
- 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*x
- 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
- 22.2% of A Shares and 63.67% of L Shares (See Item 5)
- 14 TYPE OF REPORTING PERSON*
- IN

***SEE INSTRUCTIONS BEFORE FILLING OUT!**

- 1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
- 2 Carso Global Telecom, S.A.B. de C.V.
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
- México
- NUMBER OF SHARES 7 SOLE VOTING POWER
- BENEFICIALLY OWNED BY 8 SHARED VOTING POWER
- EACH REPORTING PERSON 9 91,994,660 A Shares and 9,142,925,690 L Shares (See Item 5)
SOLE DISPOSITIVE POWER
- WITH 10 SHARED DISPOSITIVE POWER
- 91,994,660 A Shares and 9,142,925,690 L Shares (See Item 5)
- 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
- 91,994,660 A Shares and 9,142,925,690 L Shares (See Item 5)
- 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*
- 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
- 22.0% of A Shares and 63.19% of L Shares (See Item 5)
- 14 TYPE OF REPORTING PERSON*
- HC

***SEE INSTRUCTIONS BEFORE FILLING OUT!**

- 1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
- 2 Grupo Financiero Inbursa, S.A.B. de C.V.
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
- México
- NUMBER OF SHARES 7 SOLE VOTING POWER
- BENEFICIALLY OWNED BY 8 SHARED VOTING POWER
- EACH REPORTING PERSON 9 615,716 A Shares and 114,502,212 L Shares (See Item 5)
SOLE DISPOSITIVE POWER
- WITH 10 SHARED DISPOSITIVE POWER
- 615,716 A Shares and 114,502,212 L Shares (See Item 5)
- 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
- 615,716 A Shares and 114,502,212 L Shares (See Item 5)
- 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 A Shares and 0.79% of L Shares (See Item 5)
- 14 TYPE OF REPORTING PERSON*
- HC

***SEE INSTRUCTIONS BEFORE FILLING OUT!**

- 1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
- Trust No. F/0008 (the Telmex Trust)
- 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
- México
- | | | |
|-----------------------|----|--------------------------|
| NUMBER OF SHARES | 7 | SOLE VOTING POWER |
| BENEFICIALLY OWNED BY | 8 | SHARED VOTING POWER |
| EACH REPORTING PERSON | 9 | SOLE DISPOSITIVE POWER |
| WITH | 10 | SHARED DISPOSITIVE POWER |
- 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
- 49,600 A Shares and 150,158,000 L Shares (See Item 5)
- 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 A Shares and 1.04% of L Shares (See Item 5)
- 14 TYPE OF REPORTING PERSON*
- EP

***SEE INSTRUCTIONS BEFORE FILLING OUT!**

- 1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
- Trust No. F/0395 (the Telnor Trust)
- 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
- México
- | | | |
|-----------------------|----|---|
| NUMBER OF SHARES | 7 | SOLE VOTING POWER |
| BENEFICIALLY OWNED BY | 8 | 3,770,000 L Shares (See Item 5)
SHARED VOTING POWER |
| EACH REPORTING PERSON | 9 | SOLE DISPOSITIVE POWER |
| WITH | 10 | 3,770,000 L Shares (See Item 5)
SHARED DISPOSITIVE POWER |
- 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
- 3,770,000 L Shares (See Item 5)
- 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*
- 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
- 0.03% of L Shares (See Item 5)
- 14 TYPE OF REPORTING PERSON*
- EP

***SEE INSTRUCTIONS BEFORE FILLING OUT!**

- 1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
- 2 Fundación Telmex, A.C. (Fundación Telmex)
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
- México
- | | | |
|-----------------------|----|--|
| NUMBER OF SHARES | 7 | SOLE VOTING POWER |
| BENEFICIALLY OWNED BY | 8 | 17,500,000 L Shares (See Item 5)
SHARED VOTING POWER |
| EACH REPORTING PERSON | 9 | SOLE DISPOSITIVE POWER |
| WITH | 10 | 17,500,000 L Shares (See Item 5)
SHARED DISPOSITIVE POWER |
- 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
- 17,500,000 L Shares (See Item 5)
- 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*
- 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
- 0.12% of L Shares (See Item 5)
- 14 TYPE OF REPORTING PERSON*
- PN

***SEE INSTRUCTIONS BEFORE FILLING OUT!**

- 1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
- 2 Fundación Carso, A.C. (Fundación Carso)
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
- México
- | | | |
|-----------------------|----|---|
| NUMBER OF SHARES | 7 | SOLE VOTING POWER |
| BENEFICIALLY OWNED BY | 8 | 218,700 L Shares (See Item 5)
SHARED VOTING POWER |
| EACH REPORTING PERSON | 9 | SOLE DISPOSITIVE POWER |
| WITH | 10 | 218,700 L Shares (See Item 5)
SHARED DISPOSITIVE POWER |
- 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
- 218,700 L Shares (See Item 5)
- 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)
- 14 TYPE OF REPORTING PERSON*
- PN

***SEE INSTRUCTIONS BEFORE FILLING OUT!**

Item 1. Security and Issuer.

This Amendment No. 39 (the Thirty-Ninth 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 below), with respect to the L Shares and A Shares of Teléfonos de México, S.A.B. de C.V. (the Issuer). Capitalized terms used but not otherwise defined in this Thirty-Ninth Amendment have the meanings ascribed to such terms in the Schedule 13D, as amended.

Item 3. Source and Amount of Funds or Other Consideration.

The aggregate amount of funds required to purchase the 21,514,900 L Shares purchased by GFI through subsidiaries it controls was U.S. \$18,895,733. The funds used to purchase these shares were obtained from the working capital of GFI.

The aggregate amount of funds required to purchase the 17,941,700 L Shares purchased by Carlos Slim Helú was U.S. \$15,431,696. The funds used to purchase these shares were obtained from the personal funds of Carlos Slim Helú.

Item 5. Interest in Securities of the Issuer.

(a) The Reporting Persons have, as of November 12, 2008, the following interests in the A Shares and L Shares:

	A Shares ⁽¹⁾		L Shares ⁽²⁾	
	Number	% of Class	Number	% of Class
Carlos Slim Helú ⁽³⁾	92,690,376	22.2%	9,288,069,602	63.78%
Carlos Slim Domit ⁽⁴⁾	92,610,376	22.2%	9,266,944,166	63.64%
Marco Antonio Slim Domit ⁽⁵⁾	92,610,376	22.2%	9,266,944,166	63.64%
Patrick Slim Domit ⁽⁶⁾	92,610,376	22.2%	9,267,976,440	63.64%
María Soumaya Slim Domit ⁽⁷⁾	92,610,376	22.2%	9,269,944,170	63.66%
Vanessa Paola Slim Domit ⁽⁸⁾	92,610,376	22.2%	9,273,044,170	63.68%
Johanna Monique Slim Domit ⁽⁹⁾	92,610,376	22.2%	9,271,303,424	63.67%
CGT ⁽¹⁰⁾	91,994,660	22.0%	9,142,925,690	63.19%
GFI ⁽¹¹⁾	615,716	0.1%	114,502,212	0.79%
Telmex Trust	49,600	0.0%	150,108,400	1.04%
Telnor Trust			3,770,000	0.03%
Fundación Telmex			17,500,000	0.12
Fundación Carso			218,700	0.0

(1) Based upon 417,237,208 A Shares outstanding as of November 12, 2008, as reported by the Mexican Stock Exchange. Includes A Shares held in the form of A Share ADSs.

(2) Based upon 10,076,518,670 L Shares outstanding as of November 12, 2008, as reported by the Mexican Stock Exchange. 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 GFI, the Telmex Trust, the Telnor Trust, Fundación Telmex and Fundación Carso, L Share totals and percentages assume that all of the A Shares held by the Reporting Persons and 4,392,925,690 AA Shares held by CGT, which may be deemed to be beneficially

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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 could, as of the date hereof, be converted to L Shares is 4,392,925,690.

- (3) Includes 80,000 A Shares and 30,561,700 L Shares (assuming conversion of the 80,000 A Shares) owned directly by Carlos Slim Helú, 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).
- (4) Includes 9,156,264 L Shares owned directly by Carlos Slim Domit, as well as the Family Shares.
- (5) Includes 9,156,264 L Shares owned directly by Marco Antonio Slim Domit, as well as the Family Shares.
- (6) Includes 10,548,538 L Shares owned directly by Patrick Slim Domit, as well as the Family Shares.
- (7) Includes 12,516,268 L Shares owned directly by María Soumaya Slim Domit, as well as the Family Shares.
- (8) Includes 15,616,268 L Shares owned directly by Vanessa Paola Slim Domit and her spouse, as well as the Family Shares.
- (9) Includes 13,875,522 L Shares owned directly by Johanna Monique Slim Domit and her spouse, as well as the Family Shares.
- (10) Includes A Shares and L Shares owned directly by CGT, as well as A Shares and L Shares beneficially owned through its wholly-owned subsidiaries.
- (11) Includes A Shares and L Shares owned directly by GFI, as well as A Shares and L Shares beneficially owned through wholly-owned subsidiaries it controls or other entities that may be deemed to be controlled by the Slim Family.

(b) Because the Slim Family may be deemed to control, directly or indirectly, each of CGT, GFI and the Issuer, the Slim Family may be deemed to share the power to vote or dispose of, or to direct the voting or disposition of, any A Shares or L Shares controlled by such persons (including those beneficially owned by the Telmex Trust, the Telnor Trust, Fundación Telmex and Fundación Carso). Except as otherwise disclosed herein, none of the Reporting Persons shares voting or disposition power with respect to any of the A Shares or L Shares owned by the Reporting Persons.

(c) All transactions in A Shares and L Shares effected by the Reporting Persons for the period beginning 60 days prior to the event which requires the filing of this statement are listed in Schedule I.

(d) All A Shares and L Shares owned by trusts for the benefit of the Slim Family 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. Because the Slim Family may be deemed to control, directly or indirectly, each of CGT, GFI and the Issuer, the Slim Family may be deemed to have the right to receive or the power to direct the receipt of dividends from, or the proceeds of the sale of, any A Shares or L Shares controlled by such persons (including the Telmex Trust, the Telnor Trust, Fundación Telmex and Fundación Carso). Except as disclosed herein, no person other than the Reporting Persons has or will have any right to receive or the power to direct the receipt of dividends from, or the proceeds of the sale of, A Shares or L Shares owned by the Reporting Persons.

(e) Not applicable.

Item 6. Contracts, Arrangements, Understandings or Relationships With Respect to Securities of the Issuer.

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CGT has entered into Forward Share Purchase Transactions pursuant to which it is obligated to buy L Shares (in the form of L Shares ADSs) from a counterparty on the terms specified below. CGT entered into each of these Forward Purchase Transactions prior to the *Escisión* (as described in the Schedule 13D filed by the Reporting Persons on June 24, 2008) and is discussing with the counterparties to these contracts the adjustments necessary to reflect the *Escisión*. For purposes of this Schedule 13D, CGT has assumed that L Shares of the Issuer are the subject of each contract listed below and has treated such L Shares as beneficially owned by CGT.

<u>Counterparty</u>	<u>Expiration Date</u>	Number of <u>L Shares</u>	Purchase Price <u>per L Share</u>	<u>Interest Rate</u>
JP Morgan Chase Bank, N.A.	August 11, 2010	256,986,840	\$.7785	LIBOR + 0.625%
BBVA Bancomer, S.A., Institución de Banca Múltiple, Grupo Financiero BBVA Bancomer, S.A. de C.V.	May 18, 2011	97,943,200	\$1.0210	LIBOR + 0.250%
BBVA Bancomer, S.A., Institución de Banca Múltiple, Grupo Financiero BBVA Bancomer, S.A. de C.V.	May 18, 2011	181,323,680	\$1.1030	LIBOR + 0.250%
Santander Central Hispano Benelux S.A. de N.V.	September 13, 2011	83,091,000	\$1.2035	LIBOR + 0.20%
Wachovia Bank National Association	September 14, 2011	83,091,000	\$1.2035	LIBOR + 0.25%
Santander Central Hispano Benelux S.A. de N.V.	October 17, 2011	74,019,260	\$1.351	LIBOR + 0.20%
Santander Central Hispano Benelux S.A. de N.V.	December 7, 2011	149,031,300	\$1.342	LIBOR + 0.20%

Santander Central Hispano Benelux S.A. de N.V.	December 19, 2011	144,613,160	\$1.383	LIBOR + 0.20%
BNP Paribas, S.A.	December 19, 2011	71,864,900	\$1.3915	LIBOR + 0.20%
BBVA Bancomer, S.A., Institución de Banca Múltiple, Grupo Financiero BBVA Bancomer, S.A. de C.V.	February 17, 2012	193,361,280	\$1.551	LIBOR + 0.250%
Santander Central Hispano Benelux S.A. de N.V.	April 18, 2012	56,069,540	\$1.7835	LIBOR + 0.20%
Santander Central Hispano Benelux S.A. de N.V.	May 14, 2012	54,127,200	\$1.8475	LIBOR + 0.20%
BBVA Bancomer, S.A., Institución de Banca Múltiple, Grupo Financiero BBVA Bancomer, S.A. de C.V.	May 17, 2012	114,351,060	\$1.7490	LIBOR + 0.25%
BBVA Bancomer, S.A., Institución de Banca Múltiple, Grupo Financiero BBVA Bancomer, S.A. de C.V.	August 17, 2012	121,175,420	\$1.6505	LIBOR + 0.25%

Other than as disclosed herein, there are no other contracts, arrangements, understandings or relationships (legal or otherwise) among the Reporting Persons and between such persons and any person with respect to A Shares or L Shares.

Item 7. Material to be Filed as Exhibits

The Powers of Attorney filed as exhibits to the Schedule 13D by the Telmex Trust, the Telnor Trust, Fundación Telmex and Fundación Carso with the Commission on February 20, 2004, by CGT on February 25, 2005, and by the Slim Family and GFI on November 23, 2005, are hereby incorporated by reference. The Joint Filing Agreement filed on November 23, 2005, is hereby incorporated by reference. The Trust Agreement (Original Spanish Version) and Trust Agreement (English Translation) filed as exhibits to the Schedule 13D filed by the Reporting Persons with the Commission on May 15, 2001, 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 Helú

Carlos Slim Domit

Marco Antonio Slim Domit

Patrick Slim Domit

María Soumaya Slim Domit

Vanessa Paola Slim Domit

Johanna Monique Slim Domit

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

By: Armando Ibañez Vazquez
Title: Attorney-in-Fact

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

By: Raul Humberto Zepeda Ruiz
Title: Attorney-in-Fact

By: /s/ Eduardo Valdés Acra
Eduardo Valdés Acra

Attorney-in-Fact

November 19, 2008

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

By: Raul Humberto Zepeda Ruiz
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: Raul Humberto Zepeda Ruiz
Title: Attorney-in-Fact

FUNDACIÓN TELMEX, A.C.

By: Adolfo Cerezo
Title: Attorney-in-Fact

FUNDACIÓN CARSO, A.C.

By: Armando Ibañez Vazquez
Title: Attorney-in-Fact

SCHEDULE I

For the period beginning 60 days prior to the event which requires the filing of this statement, the Reporting Persons set forth below effected the following transactions in L Shares on the Mexican Stock Exchange. The prices below reflect the price paid (in US\$ based upon the Exchange Rate published by the Banco de México on the trade date) by the purchasers per L Share on the relevant trade date.

Reporting Person	Type of Transaction	Trade Date	Number of L Shares	Price Per L Share
GFI	Sale	07/14/08	12,000	1.20
GFI	Sale	07/14/08	50,000	1.20
GFI	Sale	07/14/08	4,000	1.20
GFI	Sale	07/14/08	4,000	1.20
GFI	Sale	07/14/08	8,000	1.20
GFI	Sale	07/14/08	80,000	1.20
GFI	Sale	07/14/08	100,000	1.20
GFI	Sale	07/14/08	8,000	1.20
GFI	Sale	07/14/08	4,000	1.20
GFI	Sale	07/14/08	4,000	1.20
GFI	Sale	07/14/08	4,000	1.20
GFI	Sale	07/14/08	4,000	1.20
GFI	Sale	07/14/08	4,000	1.20
GFI	Sale	07/14/08	4,000	1.20
GFI	Sale	07/14/08	6,000	1.20
GFI	Sale	07/14/08	5,900	1.20
GFI	Sale	07/14/08	42,000	1.20
GFI	Sale	07/14/08	16,000	1.20
GFI	Sale	07/14/08	49,600	1.20
GFI	Sale	07/14/08	42,000	1.20
GFI	Sale	07/14/08	23,900	1.20
GFI	Sale	07/14/08	2,000	1.20
GFI	Sale	07/14/08	2,000	1.20
GFI	Sale	07/14/08	2,000	1.20
GFI	Sale	07/14/08	2,000	1.20
GFI	Sale	07/14/08	40,000	1.20
GFI	Sale	07/14/08	28,100	1.20
GFI	Sale	07/14/08	40,000	1.20
GFI	Sale	07/14/08	40,000	1.20
GFI	Sale	07/14/08	20,000	1.20
GFI	Sale	07/14/08	100,000	1.20
GFI	Sale	07/14/08	3,000	1.20
GFI	Sale	07/14/08	25,000	1.20
GFI	Sale	07/14/08	8,000	1.20
GFI	Sale	07/14/08	60,000	1.20
GFI	Sale	07/14/08	4,000	1.20
GFI	Sale	07/14/08	16,000	1.20
GFI	Sale	07/14/08	2,000	1.20
GFI	Sale	07/14/08	22,000	1.20
GFI	Sale	07/14/08	40,000	1.20
GFI	Sale	07/14/08	20,000	1.20
GFI	Sale	07/14/08	25,000	1.20
GFI	Sale	07/14/08	40,000	1.20

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GFI	Sale	07/14/08	35,000	1.20
GFI	Sale	07/14/08	90,000	1.20
GFI	Sale	07/14/08	10,000	1.20
GFI	Sale	07/14/08	100,000	1.20
GFI	Sale	07/14/08	46,900	1.20
GFI	Sale	07/14/08	25,000	1.20
GFI	Sale	07/14/08	25,000	1.20
GFI	Sale	07/14/08	25,000	1.20
GFI	Sale	07/14/08	900	1.20
GFI	Sale	07/14/08	11,000	1.20
GFI	Sale	07/14/08	16,100	1.20
GFI	Sale	07/14/08	72,000	1.20
GFI	Sale	07/14/08	100,000	1.20
GFI	Sale	07/14/08	17,300	1.20
GFI	Sale	07/14/08	100,000	1.20
GFI	Sale	07/14/08	50,000	1.20
GFI	Sale	07/14/08	14,000	1.20
GFI	Sale	07/14/08	31,600	1.20
GFI	Sale	07/14/08	40,000	1.20
GFI	Sale	07/14/08	40,000	1.20
GFI	Sale	07/14/08	100	1.20
GFI	Sale	07/14/08	5,900	1.20
GFI	Sale	07/14/08	12,100	1.20
GFI	Sale	07/14/08	90,000	1.20
GFI	Sale	07/14/08	10,000	1.20
GFI	Sale	07/14/08	100,000	1.20
GFI	Sale	07/14/08	8,000	1.20
GFI	Sale	07/14/08	50,000	1.20
GFI	Sale	07/14/08	4,000	1.20
GFI	Sale	07/14/08	6,000	1.20
GFI	Sale	07/14/08	100	1.20
GFI	Sale	07/14/08	11,400	1.20
GFI	Sale	07/14/08	40,000	1.20
GFI	Sale	07/14/08	40,000	1.20
GFI	Sale	07/14/08	7,600	1.20
GFI	Sale	07/14/08	40,400	1.20
GFI	Sale	07/14/08	40,000	1.20
GFI	Sale	07/14/08	19,600	1.20
GFI	Sale	07/14/08	20,000	1.20
GFI	Sale	07/14/08	40,000	1.20
GFI	Sale	07/14/08	22,000	1.20
GFI	Sale	07/14/08	18,000	1.20
GFI	Sale	07/15/08	56,300	1.23
GFI	Sale	07/15/08	8,000	1.23
GFI	Sale	07/15/08	35,700	1.23
GFI	Sale	07/15/08	31,700	1.23
GFI	Sale	07/15/08	68,300	1.23
GFI	Sale	07/15/08	21,800	1.23
GFI	Sale	07/15/08	16,900	1.23
GFI	Sale	07/15/08	16,900	1.23
GFI	Sale	07/15/08	44,300	1.23
GFI	Sale	07/15/08	100	1.23
GFI	Sale	07/15/08	13,200	1.23
GFI	Sale	07/15/08	16,600	1.23
GFI	Sale	07/15/08	15,100	1.23
GFI	Sale	07/15/08	27,000	1.23
GFI	Sale	07/15/08	28,100	1.23
GFI	Sale	07/15/08	32,100	1.23
GFI	Sale	07/15/08	63,700	1.23
GFI	Sale	07/15/08	4,200	1.23
GFI	Sale	07/15/08	30,000	1.23
GFI	Sale	07/15/08	10,000	1.23

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GFI	Sale	07/15/08	100,000	1.23
GFI	Sale	07/15/08	35,000	1.23
GFI	Sale	07/15/08	25,000	1.23
GFI	Sale	07/15/08	8,000	1.23
GFI	Sale	07/15/08	56,000	1.23
GFI	Sale	07/15/08	18,000	1.23
GFI	Sale	07/15/08	18,000	1.23
GFI	Sale	07/15/08	100,000	1.23
GFI	Sale	07/15/08	76,400	1.23
GFI	Sale	07/15/08	23,600	1.23
GFI	Sale	07/15/08	16,900	1.22
GFI	Sale	07/15/08	24,200	1.23
GFI	Sale	07/15/08	40,000	1.23
GFI	Sale	07/15/08	18,900	1.23
GFI	Sale	07/15/08	1,600	1.23
GFI	Sale	07/15/08	1,400	1.23
GFI	Sale	07/15/08	97,000	1.23
GFI	Sale	07/15/08	16,500	1.23
GFI	Sale	07/15/08	22,000	1.23
GFI	Sale	07/15/08	61,500	1.23
GFI	Sale	07/15/08	30,800	1.23
GFI	Sale	07/15/08	69,200	1.23
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GFI	Sale	07/15/08	43,000	1.23
GFI	Sale	07/15/08	7,000	1.23
GFI	Sale	07/15/08	39,000	1.23
GFI	Sale	07/15/08	11,000	1.23
GFI	Sale	07/15/08	13,100	1.23
GFI	Sale	07/15/08	40,000	1.23
GFI	Sale	07/15/08	46,900	1.23
GFI	Sale	07/15/08	46,100	1.23
GFI	Sale	07/15/08	12,000	1.23
GFI	Sale	07/15/08	41,900	1.23
GFI	Sale	07/15/08	100,000	1.23
GFI	Sale	07/15/08	58,100	1.23
GFI	Sale	07/15/08	41,900	1.23
GFI	Sale	07/15/08	68,100	1.23
GFI	Sale	07/15/08	17,000	1.23
GFI	Sale	07/15/08	11,100	1.23
GFI	Sale	07/15/08	3,800	1.23
GFI	Sale	07/15/08	123,800	1.22
GFI	Sale	07/15/08	32,800	1.19
GFI	Sale	07/15/08	67,200	1.19
GFI	Sale	07/15/08	38,600	1.19
GFI	Sale	07/15/08	11,400	1.19
GFI	Sale	07/15/08	100,000	1.20
GFI	Sale	07/15/08	50,000	1.20
GFI	Sale	07/15/08	98,000	1.20
GFI	Sale	07/15/08	2,000	1.20
GFI	Sale	07/15/08	11,700	1.20
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GFI	Sale	07/15/08	44,300	1.20
GFI	Sale	07/15/08	8,000	1.20
GFI	Sale	07/15/08	92,000	1.20
GFI	Sale	07/15/08	72,500	1.20
GFI	Sale	07/15/08	10,200	1.20
GFI	Sale	07/15/08	66,000	1.20
GFI	Sale	07/15/08	1,300	1.20
GFI	Sale	07/15/08	25,000	1.20
GFI	Sale	07/15/08	100,000	1.20

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GFI	Sale	07/15/08	25,000	1.20
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GFI	Sale	07/15/08	23,000	1.20
GFI	Sale	07/15/08	9,200	1.20
GFI	Sale	07/15/08	90,800	1.20
GFI	Sale	07/15/08	91,700	1.20
GFI	Sale	07/15/08	8,300	1.20
GFI	Sale	07/15/08	38,000	1.20
GFI	Sale	07/15/08	62,000	1.20
GFI	Sale	07/15/08	30,000	1.20
GFI	Sale	07/15/08	2,000	1.20
GFI	Sale	07/15/08	54,000	1.20
GFI	Sale	07/15/08	14,000	1.20
GFI	Sale	07/15/08	8,000	1.20
GFI	Sale	07/15/08	32,000	1.20
GFI	Sale	07/15/08	12,000	1.20
GFI	Sale	07/15/08	14,000	1.20
GFI	Sale	07/15/08	12,000	1.20
GFI	Sale	07/15/08	22,000	1.20
GFI	Sale	07/15/08	80,000	1.21
GFI	Sale	07/15/08	20,000	1.21
GFI	Sale	07/15/08	2,200	1.21
GFI	Sale	07/15/08	2,400	1.21
GFI	Sale	07/15/08	54,000	1.21
GFI	Sale	07/15/08	40,000	1.21
GFI	Sale	07/15/08	1,400	1.21
GFI	Sale	07/15/08	16,600	1.21
GFI	Sale	07/15/08	10,000	1.21
GFI	Sale	07/15/08	40,000	1.21
GFI	Sale	07/15/08	33,400	1.21
GFI	Sale	07/15/08	20,000	1.21
GFI	Sale	07/15/08	10,000	1.21
GFI	Sale	07/15/08	9,000	1.21
GFI	Sale	07/15/08	11,000	1.21
GFI	Sale	07/15/08	13,600	1.22
GFI	Sale	07/15/08	28,000	1.22
GFI	Sale	07/15/08	5,100	1.22
GFI	Sale	07/15/08	3,300	1.22
GFI	Sale	07/15/08	15,000	1.21
GFI	Sale	07/15/08	85,000	1.21
GFI	Sale	07/15/08	20,000	1.21
GFI	Sale	07/15/08	24,000	1.21
GFI	Sale	07/15/08	8,000	1.21
GFI	Sale	07/15/08	48,000	1.21
GFI	Sale	07/15/08	6,900	1.22
GFI	Sale	07/15/08	150,000	1.21
GFI	Sale	07/15/08	5,000	1.21
GFI	Sale	07/15/08	83,000	1.21
GFI	Sale	07/15/08	5,100	1.21
GFI	Sale	07/15/08	100,000	1.21
GFI	Sale	07/15/08	50,000	1.21
GFI	Sale	07/15/08	66,800	1.22
GFI	Sale	07/15/08	33,200	1.22
GFI	Sale	07/15/08	100,000	1.22
GFI	Sale	07/15/08	40,000	1.22
GFI	Sale	07/15/08	10,000	1.22
GFI	Sale	07/15/08	50,000	1.22
GFI	Sale	07/15/08	100,000	1.23
GFI	Sale	07/15/08	100,000	1.22
GFI	Sale	07/16/08	2,000	1.24
GFI	Sale	07/16/08	150,000	1.24

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GFI	Sale	07/16/08	16,000	1.24
GFI	Sale	07/16/08	36,000	1.24
GFI	Sale	07/16/08	4,000	1.24
GFI	Sale	07/16/08	4,000	1.24
GFI	Sale	07/16/08	4,000	1.24
GFI	Sale	07/16/08	40,000	1.24
GFI	Sale	07/16/08	4,000	1.24
GFI	Sale	07/16/08	12,000	1.24
GFI	Sale	07/16/08	4,000	1.24
GFI	Sale	07/16/08	20,000	1.24
GFI	Sale	07/16/08	4,000	1.24
GFI	Sale	07/16/08	92,000	1.24
GFI	Sale	07/16/08	4,000	1.24
GFI	Sale	07/16/08	28,000	1.24
GFI	Sale	07/16/08	4,000	1.24
GFI	Sale	07/16/08	8,000	1.24
GFI	Sale	07/16/08	4,000	1.24
GFI	Sale	07/16/08	4,000	1.24
GFI	Sale	07/16/08	4,000	1.24
GFI	Sale	07/16/08	40,000	1.24
GFI	Sale	07/16/08	8,000	1.24
GFI	Sale	07/16/08	26,200	1.25
GFI	Sale	07/16/08	23,100	1.25
GFI	Sale	07/16/08	150,000	1.24
GFI	Sale	07/16/08	50,000	1.25
GFI	Sale	07/16/08	14,000	1.25
GFI	Sale	07/16/08	16,000	1.25
GFI	Sale	07/16/08	6,000	1.25
GFI	Sale	07/16/08	50,000	1.24
GFI	Sale	07/16/08	100,000	1.24
GFI	Sale	07/16/08	50,000	1.24
GFI	Sale	07/16/08	14,700	1.24
GFI	Sale	07/16/08	200,000	1.25
GFI	Sale	07/16/08	10,000	1.25
GFI	Sale	07/16/08	14,000	1.25
GFI	Sale	07/16/08	8,000	1.25
GFI	Sale	07/16/08	5,000	1.25
GFI	Sale	07/16/08	1,500	1.24
GFI	Sale	07/16/08	30,000	1.24
GFI	Sale	07/16/08	45,000	1.24
GFI	Sale	07/16/08	30,000	1.24
GFI	Sale	07/16/08	4,000	1.24
GFI	Sale	07/16/08	64,000	1.24
GFI	Sale	07/16/08	88,500	1.24
GFI	Sale	07/16/08	30,800	1.24
GFI	Sale	07/16/08	26,000	1.24
GFI	Sale	07/16/08	36,700	1.24
GFI	Sale	07/16/08	2,700	1.24
GFI	Sale	07/16/08	36,800	1.24
GFI	Sale	07/16/08	67,000	1.24
GFI	Sale	07/16/08	14,500	1.24
GFI	Sale	07/16/08	21,500	1.24
GFI	Sale	07/16/08	4,000	1.24
GFI	Sale	07/16/08	14,000	1.24
GFI	Sale	07/16/08	12,000	1.24
GFI	Sale	07/16/08	34,000	1.24
GFI	Sale	07/16/08	21,000	1.24
GFI	Sale	07/16/08	26,100	1.24
GFI	Sale	07/16/08	14,000	1.24
GFI	Sale	07/16/08	18,700	1.24
GFI	Sale	07/16/08	15,700	1.24

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GFI	Sale	07/16/08	36,800	1.24
GFI	Sale	07/16/08	36,000	1.24
GFI	Sale	07/16/08	22,600	1.24
GFI	Sale	07/16/08	4,600	1.24
GFI	Sale	07/16/08	12,800	1.24
GFI	Sale	07/16/08	25,400	1.24
GFI	Sale	07/16/08	36,700	1.24
GFI	Sale	07/16/08	18,500	1.24
GFI	Sale	07/16/08	6,600	1.24
GFI	Sale	07/16/08	1,700	1.24
GFI	Sale	07/16/08	25,400	1.24
GFI	Sale	07/16/08	72,900	1.24
GFI	Sale	07/16/08	39,100	1.24
GFI	Sale	07/16/08	25,800	1.24
GFI	Sale	07/16/08	20,800	1.24
GFI	Sale	07/16/08	10,000	1.24
GFI	Sale	07/16/08	4,300	1.24
GFI	Sale	07/16/08	9,800	1.24
GFI	Sale	07/16/08	40,000	1.24
GFI	Sale	07/16/08	32,000	1.24
GFI	Sale	07/16/08	18,200	1.24
GFI	Sale	07/16/08	26,100	1.24
GFI	Sale	07/16/08	73,900	1.24
GFI	Sale	07/16/08	25,600	1.24
GFI	Sale	07/16/08	60,000	1.24
GFI	Sale	07/16/08	4,000	1.24
GFI	Sale	07/16/08	10,400	1.24
GFI	Sale	07/16/08	1,200	1.24
GFI	Sale	07/16/08	26,000	1.24
GFI	Sale	07/16/08	77,300	1.24
GFI	Sale	07/16/08	11,400	1.24
GFI	Sale	07/16/08	37,300	1.24
GFI	Sale	07/16/08	40,000	1.24
GFI	Sale	07/16/08	11,300	1.24
GFI	Sale	07/16/08	29,400	1.25
GFI	Sale	07/16/08	25,800	1.25
GFI	Sale	07/16/08	15,500	1.25
GFI	Sale	07/16/08	14,900	