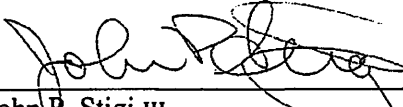


tender offer followed by a short-form merger. The proposed purchase price is at a substantial premium to Axesstel's recent trading price. The transaction will be a going private transaction; at the conclusion of the tender offer, Axesstel would file a Form 15 and formally deregister Axesstel under the Securities Exchange Act of 1934 in an orderly process. The negotiations regarding this transaction are in an advanced stage, and we understand that the funds needed to accomplish this transaction have been staged and will shortly be placed in escrow in the United States. Based upon the status of the negotiations, and our discussions with the buyer's counsel, we anticipate that the tender offer will commence in June 2017.

If the Commission were to revoke the registration of Axesstel's securities before the planned tender offer, accomplishing this transaction — which would benefit Axesstel's stockholders and would result ultimately in the deregistration of Axesstel's securities anyway — would become more costly and time-consuming (if not impossible), since brokers and dealers would be prohibited from forwarding the tender offer materials to their clients by means of interstate commerce. Axesstel respectfully requests that the Commission delay taking further action regarding this matter (including delaying revocation of the registration of Axesstel's securities) and otherwise maintain the *status quo* until the prehearing conference currently scheduled for August 18, 2017, at 10:00 am EDT.

Respectfully submitted this 31st day of May, 2017.

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