

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **1999-09-10** | Period of Report: **1999-08-31**
SEC Accession No. **0000950134-99-008173**

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SUBJECT COMPANY

CAPROCK COMMUNICATIONS CORP

CIK: **1063880** | IRS No.: **752765572** | State of Incorporation: **TX** | Fiscal Year End: **1231**
Type: **4** | Act: **34** | File No.: **000-24581** | Film No.: **99709395**
SIC: **4899** Communications services, nec

Mailing Address
*13455 NOEL ROAD SUITE
1925
DALLAS TX 75240*

Business Address
*15601 DALLAS PARKWAY
SUITE 700
DALLAS TX 75248
9729829500*

REPORTING OWNER

ROBERTS SCOTT L

CIK: **1069460** | State of Incorporation: **TX** | Fiscal Year End: **1231**
Type: **4**

Business Address
*TWO GALLERIA TOWER
13455 NOEL RD STE 1925
DALLAS TX 75240
9729829500*

FORM 4

OMB APPROVAL

[] CHECK THIS BOX IF NO LONGER SUBJECT TO SECTION 16. FORM 4 OR FORM 5 OBLIGATIONS MAY CONTINUE. SEE INSTRUCTION 1(b).

OMB Number: 3235-0287
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UNITED STATES SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940

Table with 7 columns: 1. Name and Address of Reporting Person*, 2. Issuer Name and Ticker or Trading Symbol, 3. IRS Identification Number of Reporting Person, 4. Statement for Month/Year, 5. If Amendment, Date of Original, 6. Relationship of Reporting Person(s) to Issuer, 7. Individual or Joint/Group Filing.

TABLE I -- NON-DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIALLY OWNED

Table with 7 columns: 1. Title of Security (Instr. 3), 2. Transaction Date, 3. Transaction Code, 4. Securities Acquired or Disposed of (Instr. 3, 4 and 5), 5. Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4), 6. Ownership Form, 7. Nature of Indirect Beneficial Ownership.

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.
* If the form is filed by more than one reporting person, see Instruction 4(b) (v).

(Over) SEC 1474 (3-99)

POTENTIAL PERSONS WHO ARE TO RESPOND TO THE COLLECTIONS OF INFORMATION CONTAINED IN THIS FORM ARE NOT REQUIRED TO RESPOND UNLESS THE FORM DISPLAYS A CURRENTLY VALID OMB CONTROL NUMBER.

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<CAPTION>
FORM 4 (CONTINUED)

TABLE II -- DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIALLY OWNED
(e.g., PUTS, CALLS, WARRANTS, OPTIONS, CONVERTIBLE SECURITIES)

<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title Amount or Number of Shares

<CAPTION>

<C>	<C>	<C>
9. Number of Derivative Securities Beneficially Owned at End of Month (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)

Explanation of Responses:

(1) The reporting person contributed CapRock Communications Corp. common stock to an exchange fund for units of the exchange fund. The CapRock common stock was valued at \$32.6844 per share for purpose of determining the units of the exchange fund issuable to the reporting person.

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations.
See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

/s/ SCOTT L. ROBERTS 9/8/99

**Signature of Reporting Person Date
Scott L. Roberts

Note: File three copies of this Form, one of which must be manually signed.
If space is insufficient, see Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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