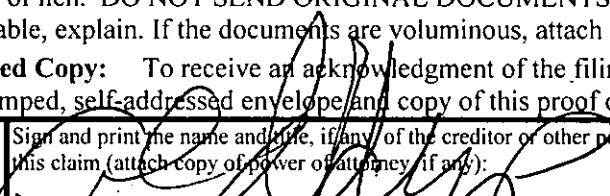


UNITED STATES BANKRUPTCY COURT <u>Southern</u>		DISTRICT OF <u>DELEWARE</u>	<b>PROOF OF CLAIM</b>
Name of Debtor <b>ALC HOLDINGS, LLC</b>		Case Number <b>11-13853-MFW</b>	
NOTE: This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A "request" for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503.			
Name of Creditor (The person or other entity to whom the debtor owes money or property): <b>XO Communications, Inc.</b>		<input type="checkbox"/> Check box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars. <input type="checkbox"/> Check box if you have never received any notices from the bankruptcy court in this case. <input checked="" type="checkbox"/> Check box if the address differs from the address on the envelope sent to you by the court.	
Name and address where notices should be sent: <b>Attn: Paul Douglas 13865 Sunrise Valley Drive Herndon, VA 20171</b>		THIS SPACE IS FOR COURT USE ONLY	
Telephone number: <b>703-547-2657</b>			
Account or other number by which creditor identifies debtor: <b>00400000026435</b>		Check here <input type="checkbox"/> replaces if this claim <input type="checkbox"/> amends a previously filed claim, dated:	
<b>1. Basis for Claim</b> <input type="checkbox"/> Goods sold <input checked="" type="checkbox"/> Services performed <input type="checkbox"/> Money loaned <input type="checkbox"/> Personal injury/wrongful death <input type="checkbox"/> Taxes <input type="checkbox"/> Other _____		<b>RECEIVED</b> <b>JAN 12 2012</b> <b>BMC GROUP</b>	
<input type="checkbox"/> Retiree benefits as defined in 11 U.S.C. § 1114(a) <input type="checkbox"/> Wages, salaries, and compensation (fill out below) Your SS #: _____ Unpaid compensation for services performed from _____ to _____ (date) (date)			
<b>2. Date debt was incurred:</b> Up to and until <b>12/08/11</b>		<b>3. If court judgment, date obtained:</b>	
<b>4. Total Amount of Claim at Time Case Filed:</b> \$ <b>167,926.33</b> If all or part of your claim is secured or entitled to priority, also complete Item 5 or 6 below. <input type="checkbox"/> Check this box if claim includes interest or other charges in addition to the principal amount of the claim. Attach itemized statement of all interest or additional charges.			
<b>5. Secured Claim.</b> <input type="checkbox"/> Check this box if your claim is secured by collateral (including a right of setoff). Brief Description of Collateral: <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Other _____  Value of Collateral: \$ _____  Amount of arrearage and other charges at time case filed included in secured claim, if any: \$ <b>167,926.33</b>		<b>6. Unsecured Priority Claim.</b> <input type="checkbox"/> Check this box if you have an unsecured priority claim Amount entitled to priority \$ _____ Specify the priority of the claim: <input type="checkbox"/> Wages, salaries, or commissions (up to \$4,650)* earned within 90 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier - 11 U.S.C. § 507(a)(3). <input type="checkbox"/> Contributions to an employee benefit plan - 11 U.S.C. § 507(a)(4). <input type="checkbox"/> Up to \$2,100* of deposits toward purchase, lease, or rental property or services for personal, family, or household use - 11 U.S.C. § 507(a)(6). <input type="checkbox"/> Alimony, maintenance, or support owed to a spouse, former spouse, or child - 11 U.S.C. § 507(a)(7). <input type="checkbox"/> Taxes or penalties owed to governmental units - 11 U.S.C. § 507(a)(8). <input type="checkbox"/> Other - Specify applicable paragraph of 11 U.S.C. § 507(a)(____). <small>*Amounts are subject to adjustment on 4/1/04 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.</small>	
<b>7. Credits:</b> The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim.		THIS SPACE IS FOR COURT USE ONLY	
<b>8. Supporting Documents:</b> Attach copies of supporting documents, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments, mortgages, security agreements, and evidence of perfection of lien. DO NOT SEND ORIGINAL DOCUMENTS. If the documents are not available, explain. If the documents are voluminous, attach a summary.			
<b>9. Date-Stamped Copy:</b> To receive an acknowledgment of the filing of your claim, enclose a stamped, self-addressed envelope and copy of this proof of claim.			
Date <b>01/06/12</b>	Sign and print the name and title, if any, of the creditor or other person authorized to file this claim (attach copy of power of attorney, if any):  Bankruptcy Specialist		
Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571.			

BMC



8851 Sandy Pkwy  
Sandy, UT 84070

Invoice Date	01/01/12
Account Number	004000000026435
Invoice Number	0248245715
Payment Due Date	02/15/12
Total Amount Due	\$129,190.39
Customer Care	800.422.5303
Pay Online	www.bc.xo.com

ALC - HQ/CORP  
24555 HALLWOOD CT  
FARMINGTON HILLS MI 48335

Enhance IP communications and productivity, lower costs with  
**XO® ENTERPRISE CLOUD COMMUNICATIONS**



Learn more at  
[www.xo.com/cloud](http://www.xo.com/cloud)

**Account Summary**

Previous Balance	\$222,412.09
Payments	\$0.00
Net Balance	\$222,412.09
Adjustments	(\$167,926.33)
Current Charges	\$74,704.63
Total Amount Due	\$129,190.39

Detach and mail this section with your check made payable to XO Communications for the amount due.



ALC - HQ/CORP  
24555 HALLWOOD CT  
FARMINGTON HILLS MI 48335

XO COMMUNICATIONS  
14239 COLLECTIONS CENTER DRIVE  
CHICAGO, IL 60693

Invoice Date	01/01/12
Account Number	004000000026435
Invoice Number	0248245715
Payment Due Date	02/15/12
Total Amount Due	\$129,190.39
Amount Enclosed	

004000000026435 90MI01 010112 021512 0012919039 0248245715 0000000000 0



Invoice Date	01/01/12
Account Number	00400000026435
Invoice Number	0248245715
Payment Due Date	02/15/12
Total Amount Due	\$129,190.39
Customer Care	800.422.5303
Pay Online	www.bc.xo.com

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### California Commission Notice

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This bill is now due and payable. It will be subject to a late charge if not paid within 30 calendar days of the invoice date. Should you have any questions regarding this bill or your XO service, please call our Customer Care Department at the number on this invoice.

If you have a complaint you cannot resolve with us, write the California Public Utilities Commission at Consumer Affairs Branch, 505 Van Ness Ave., San Francisco, CA 94102, or at [www.cpuc.ca.gov](http://www.cpuc.ca.gov), or call 1-800-649-7570 or TDD 1-800-229-6846.

If your complaint concerns interstate or international calling, write the Federal Communications Commission at Consumer Complaints, 445 12th Street SW, Washington, D.C. 20554, or at [fccinfo@fcc.gov](mailto:fccinfo@fcc.gov), or call 1-888-225-5322, or TTY 1-888-835-5322.

Note: The California Public Utilities Commission handles complaints of both interstate and intrastate unauthorized carrier changes ("slamming"). The California Public Utilities Commission consumer protection rules are available online, at [www.cpuc.ca.gov](http://www.cpuc.ca.gov).

To avoid having service disconnected, payment of the disputed bill should be made "under protest" to the CPUC or payment arrangements should be made agreeable to the company pending the outcome of the Commission's Consumer Affairs Branch review. The Consumer Affairs Branch shall review the basis of the billed amount, communicate the results of its review to

the parties and inform you of your recourse to pursue the matter further with the Commission.

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### Charges on Your Telephone Bill

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Your Rights as a Customer: Placing charges on your phone bill for products or services without your consent is known as "cramming" and is prohibited by law. Your telephone company may be providing billing services for other companies, so other companies' charges may appear on your telephone bill.

If you believe you were "crammed," you should contact the telephone company that bills you for your telephone service, XO Communications, at the toll-free number listed on this invoice, and request that it take corrective action. The Public Utility Commission of Texas requires the billing telephone company to do the following within 45 calendar days of when it learns of the unauthorized charge: notify the service provider to cease charging you for the unauthorized product or service; remove any unauthorized charge from your bill; refund or credit all money to you that you have paid for an unauthorized charge; and on your request, provide you with all billing records related to any unauthorized charge within 15 business days after the charge is removed from your telephone bill.

If the company fails to resolve your request, or if you would like to file a complaint, please write or call the Public Utility Commission of Texas, P.O. Box 13326, Austin, Texas 78711-3326, (512) 936-7120 or toll-free in Texas at (888) 782-8477. Hearing and speech-



Invoice Date	01/01/12
Account Number	00400000026435
Invoice Number	0248245715
Payment Due Date	02/15/12
Total Amount Due	\$129,190.39
Customer Care	800.422.5303
Pay Online	www.bc.xo.com

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### Charges on Your Telephone Bill Continued

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impaired individuals with text telephones (TTY) may contact the commission at (512) 936-7136.

Your phone service cannot be disconnected for disputing or refusing to pay unauthorized charges. You may have additional rights under state and federal law. Please contact the Federal Communications Commission, the Attorney General of Texas, or the Public Utility Commission of Texas if you would like further information about possible additional rights.

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### Arizona Payment Notice

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You are responsible for the payment of all charges on your bill. Failure to pay any portion of your bill may result in collection action. In addition to collection action, non-payment of certain charges may result in the disconnection of your local service. Examples of charges, for which failure to pay cannot result in the disconnection of local service, include wholesale toll services and equipment not regulated by the FCC.

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### California Payment Notice

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You are responsible for the payment of all charges on your bill. Failure to pay any portion of your bill may result in collection action. In addition to collection action, non-payment of certain charges may result in the disconnection of your local service. Examples of charges - for which failure to pay cannot result in the disconnection of local service - include: non-communications related services, any charges billed on behalf of a third party, any Category III (fully competitive) or other unregulated competitive services. Unregulated competitive services include services de-tariffed due to statutory requirement, federal preemption, or insignificant marketing power.

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### Colorado Payment Notice

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You are responsible for the payment of all charges on your bill. Failure to pay any portion of your bill may result in collection action. In addition to collection action, non-payment of certain charges may result in the disconnection of your local service. Charges for which failure to pay cannot result in the disconnection of local service include any pay-per-call services.

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### Florida Payment Notice

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You are responsible for the payment of all charges on your bill. Failure to pay any portion of your bill may result in collection action. In addition to collection action, non-payment of certain charges may result in the disconnection of your local service. Charges for which failure to pay cannot result in the disconnection of local service include any pay-per-call services.

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### Georgia Payment Notice

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You are responsible for the payment of all charges on your bill. Failure to pay any portion of your bill may result in collection action. In addition to collection action, non-payment of certain charges may result in the disconnection of your local service.

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### Service Quality Requirements

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Local Exchange Service Quality Requirements: The law obligates all telecommunications carriers to provide installation and repair in a timely manner. Credits or other remedies may be available for delays in repair, installation or missed appointments.

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### Maryland Payment Notice

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You are responsible for the payment of all charges on your bill. Failure to pay any portion of your bill may result in collection action. In addition to collection action, non-payment of certain charges may result in the disconnection of your local service. Charges for which failure to pay cannot result in the disconnection of local service include directory advertising and undercharges.

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### Michigan Payment Notice

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You are responsible for the payment of all charges on your bill. Failure to pay any portion of your bill may result in collection action. In addition to collection action, non-payment of certain charges may result in the disconnection of you local service. Examples of residential charges - for which failure to pay cannot result in the disconnection of local service - include those for your operator service provider (OSP), resale toll services, pay-per-call services, or any service not regulated by the Michigan Telecommunications Commission. Examples of business charges for which failure to pay cannot result in the disconnection of local service include those for your operator service provider (OSP). Telecommunications services are regulated by the Michigan Public Service Commission which can be contacted at P.O. Box 30221, Lansing, Michigan 48909,



Invoice Date	01/01/12
Account Number	00400000026435
Invoice Number	0248245715
Payment Due Date	02/15/12
Total Amount Due	\$129,190.39
Customer Care	800.422.5303
Pay Online	www.bc.xo.com

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### Michigan Payment Notice

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Continued

or toll free at 1-800-292-9555.

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### Minnesota Payment Notice

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You are responsible for the payment of all charges on your bill. Failure to pay any portion of your bill may result in collection action. In addition to collection action, non-payment of certain charges may result in the disconnection of your local service. Examples of charges - for which failure to pay cannot result in the disconnection of local service - include those for your operator service provider (OSP) and equipment.

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### Missouri Payment Notice

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You are responsible for the payment of all charges on your bill. Failure to pay any portion of your bill may result in collection action. In addition to collection action, non-payment of certain charges may result in the disconnection of your local service. Local service may only be disconnected for the non-payment of basic local service charges - not including customer calling features.

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### New York Payment Notice

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You are responsible for the payment of all charges on your bill. Failure to pay any portion of your bill may result in collection action. In addition to collection action, non-payment of certain charges may result in the disconnection of your local service. Failure to pay charges for services other than basic local service cannot result in the disconnection of local service.

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### Pennsylvania Payment Notice

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You are responsible for the payment of all charges on your bill. Failure to pay any portion of your bill may result in collection action. In addition to collection action, non-payment of certain charges may result in the disconnection of your service. Examples of service charges - for which failure to pay cannot result in the disconnection of residential local service - include: toll service, non-basic local service, 911-contribution rate, and delinquent fees.

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### Washington Payment Notice

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You are responsible for the payment of all charges on your bill. Failure to pay any portion of your bill may

result in collection action. In addition to collection action, non-payment of certain charges may result in the disconnection of your local service. Examples of service charges for which failure to pay cannot result in the disconnection of local service include Intra-LATA toll charges.

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### Manage Your Account Online and On the Go

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Are you taking full advantage of the XO Business Center? Business Center ([bc.xo.com](http://bc.xo.com)) is a powerful self-service online portal that lets you manage your XO account whenever, wherever. You can view and pay your bills online, initiate trouble tickets and view their status, sign up for network outage and maintenance alerts - and more, all without having to call XO Customer Care.

#### **NEW: Introducing Mobile Business Center!**

Now you can quickly create repair tickets, view ticket status, and make ticket updates (e.g., add notes, change access hours, or request closure) from any web-enabled mobile device. If you are an existing Business Center user, go to [mbc.xo.com](http://mbc.xo.com) to get started!

If you do not have a Business Center account, register today at [bc.xo.com](http://bc.xo.com)! Registration is easy and free.

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### Payment Notice

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You are responsible for the payment of all charges on your bill. Failure to pay any portion may result in collection action. In addition to collection action, non-payment of certain charges may result in the disconnection of your local service. Charges for which failure to pay cannot result in the disconnection of local service include informational services and pay-per-call services.

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### Massachusetts Payment Notice

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You are responsible for the payment of all charges on your bill. Failure to pay any portion of your bill may result in collection action. In addition to collection action, non-payment of certain charges may result in the disconnection of your local service. Charges for which failure to pay cannot result in the disconnection of residential local service include any delinquent amount of less than \$25.00.



Invoice Date	01/01/12
Account Number	00400000026435
Invoice Number	0248245715
Payment Due Date	02/15/12
Total Amount Due	\$129,190.39
Customer Care	800.422.5303
Pay Online	<a href="http://www.bc.xo.com">www.bc.xo.com</a>

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### Past Due Amounts

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PLEASE ENCLOSE THE REMITTANCE SLIP TO ENSURE THE ACCURATE POSTING OF YOUR PAYMENTS TO YOUR ACCOUNT. ALSO PLEASE BE ADVISED INTEREST OF 1.5% PER MONTH (OR THE MAXIMUM AMOUNT PERMITTED BY LAW) WILL BE CHARGED ON PAST DUE AMOUNTS BEGINNING THE 31ST DAY FOLLOWING THE INVOICE DATE.

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### Selecting a Telephone Company

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Your Rights as a Customer: Telephone companies are prohibited by law from switching you from one telephone service provider to another without your permission, a practice commonly known as "slamming". If you are slammed, Texas law requires the telephone company that slammed you to: 1) pay, within five business days of your request, all charges associated with returning you to your original telephone company; 2) provide all billing records to your original telephone company within 10 business days of your request; 3) pay, within 30 days, your original telephone company the amount you would have paid if you had not been slammed; and 4) refund to you within 30 business days any amount you paid for charges during the first 30 days after the slam and any amount more than what you would have paid your original telephone company for charges after the first 30 days following the slam.

Your original telephone company is required to provide you with all the benefits, such as frequent flyer miles, you would have normally received for your telephone use during the period in which you were slammed.

If you have been slammed, you can change your service immediately back to your original provider by calling the alleged unauthorized telecommunications provider. You should also report the slam by contacting the Public Utility Commission of Texas (PUC), P.O. Box 13326, Austin, Texas 78711-3326, 512-936-7120 or in Texas (toll-free) 1-888-782-8477, fax: 512-936-7003, e-mail address: [customer@puc.state.tx.us](mailto:customer@puc.state.tx.us). Hearing and speech-impaired individuals with text telephones (TTY) may contact the commission at 512-936-7136.

You can prevent slamming by requesting a preferred telephone company freeze from your current service provider. With a freeze in place, you must give formal consent to "lift" the freeze before your phone service can be changed. A freeze may apply to local toll service, long distance service, or both. The PUC can give you

more information about freezes and your rights as a customer.

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### Contract Renewal Information

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#### For XO Business Services Customers (Not Applicable to Carrier Services Customers)

Your contract with XO will automatically renew at the end of your current service term for an identical term at the rates and charges set forth therein. (This does not apply to customers whose services are provided pursuant to a contract or applicable tariff that specifies otherwise). If you prefer not to have your contract automatically renew, you must place a request to disconnect your XO services by contacting either your XO Client Services Manager or XO Customer Care at the toll-free number shown on this invoice at least **45 days** prior to the expiration date of your agreement.

If you are a customer utilizing tariff services in Minnesota, New Jersey, Pennsylvania, or Washington, or a customer utilizing either tariff or non-tariff services in California, and you prefer not to have your contract automatically renew, you must place a request to disconnect your XO services by contacting either your XO Client Services Manager or XO Customer Care at the toll-free number shown on this invoice at least **30 days** prior to the expiration date of your agreement.

Please note that this is a courtesy reminder and does not change the service term specified in your contract with XO. If you take no action, your service contract will automatically renew. We value your business and hope you choose to remain our customer. Please contact XO Customer Care if you have any questions about when your contract term is due to expire.

Thank you for being a customer of XO Communications- we look forward to serving you now and in the future!

#### For XO Carrier Services Customers

Your contract with XO will automatically renew at the end of your current service term for an identical term at the rates and charges set forth therein. (This does not apply to customers whose services are provided pursuant to a contract or applicable tariff that specifies otherwise). If you prefer not to have your contract automatically renew, you must submit a request to discontinue your XO services at least **30 days** prior to the expiration date of your agreement by completing the online Carrier Customer Disconnect Form located at [www.xo.com/care/carriers/disconnect/index.html](http://www.xo.com/care/carriers/disconnect/index.html).



Invoice Date	01/01/12
Account Number	00400000026435
Invoice Number	0248245715
Payment Due Date	02/15/12
Total Amount Due	\$129,190.39
Customer Care	800.422.5303
Pay Online	www.bc.xo.com

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**Contract Renewal Information** Continued

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Please note that this is a courtesy reminder and does not change the service term specified in your contract with XO. If you take no action, your service contract will automatically renew. We value your business and hope you choose to remain our customer.

Thank you for being a customer of XO Communications- we look forward to serving you now and in the future!

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**Electronic Fund Transfer Available**

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XO is pleased to offer payment of your invoices via electronic funds transfer (EFT).

EFT is a hassle free option that can ensure timely posting of payments to your XO account to help avoid late fees.

Payments made by EFT and received before 2:00 p.m. Eastern time, will be applied to your account on that same business day.

The wiring instructions are below.

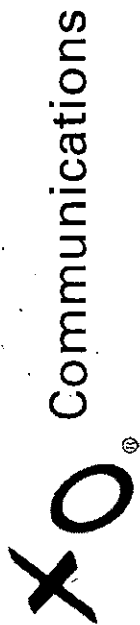
**Name:** XO Communications  
**Bank:** Bank of America  
**ABA (ACH):** 111000025  
**ABA (WIRE):** 026009593  
**Credit:** XO Communications, LLC.  
13865 Sunrise Valley Drive  
Herndon, VA 20171  
**Account:** 4770508572  
**Your Account #:** Please provide  
**International Wire SWIFT Code:** BOFAUS3N

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**Texas Universal Service Fund  
Customer Notice**

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The Texas Universal Service Fund assessment rate has been increased to 4.3% from 3.4% effective January 1, 2012. This charge, set by the Public Utility Commission of Texas, is assessed on intrastate telecommunications service and is remitted to the Texas Universal Service Fund.



Master Account Name: ALC - HQ/CORP  
 Master Account Number: 00400000026435  
 Invoice Number: 0248245715  
 Invoice Date: 01/01/12  
 Total Amount Due: \$129,190.39

**Consolidated Summary Of Charges:**

Previous Balance:	222,412.09
Payment Applied:	.00
Adjustments:	(167,926.33)
Current Charges:	74,704.63
<b>TOTAL AMOUNT DUE</b>	<b>129,190.39</b>

**Summary Of Charges By Sub Account:**

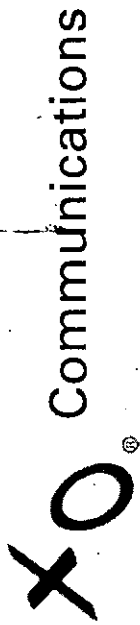
Account Number	Prior Balance	Payments Applied	Adjustments	Current Charges	Total
00100000108407 ALC - NOVI, LLC Market: Detroit	.00	.00	.00	362.92	362.92
00100000110017 ALC - LINCOLN PARK, LLC Market: Chicago	.00	.00	.00	375.85	375.85
00400000010492 ALC - ROSEVILLE Market: CA PB Sacramento (Roseville)	.00	.00	.00	354.00	354.00
00400000026435 ALC - HQ/CORP Market: Detroit	222,412.09	.00	(167,926.33)	12,536.15	67,021.91
00400000027367 ALC - EDINA Market: Minneapolis	.00	.00	.00	359.45	359.45
00400000035311 ALC - SAN MATEO Market: CA PB San Francisco	.00	.00	.00	356.45	356.45
00400000040214 ALC - STOCKTON Market: CA PB Sacramento (Roseville)	.00	.00	.00	579.16	579.16
00400000043501 ALC - BOUNTIFUL Market: Salt Lake City	.00	.00	.00	364.80	364.80
00400000044149 ALC - CARROLLWOOD Market: Tampa	.00	.00	.00	373.73	373.73

**Summary Of Charges By Sub Account:**

Account Number	Prior Balance	Payments Applied	Adjustments	Current Charges	Total
00400000046760 ALC - FRESNO Market: CA PB Sacramento	.00	.00	.00	731.39	731.39
00400000049393 ALC - CARLSBAD Market: CA PB San Diego	.00	.00	.00	361.52	361.52
00400000050006 ALC - RICHMOND Market: Northern Virginia	.00	.00	.00	365.01	365.01
00400000050768 ALC - BRAINTREE Market: Boston	.00	.00	.00	366.04	366.04
00400000051156 ALC - SAN FRANCISCO Market: CA PB San Francisco	.00	.00	.00	381.72	381.72
00400000052086 ALC - BURBANK Market: CA PB Los Angeles	.00	.00	.00	360.33	360.33
00400000054080 ALC - FINANCIAL DISTRICT Market: New York City	.00	.00	.00	373.43	373.43
00400000054135 ALC - WHITE PLAINS Market: New York City	.00	.00	.00	367.59	367.59
00400000054165 ALC - PHILADELPHIA Market: PA Philadelphia	.00	.00	.00	374.71	374.71
00400000055398 ALC - PLEASANTON Market: CA PB San Francisco	.00	.00	.00	358.59	358.59
00400000056195 ALC - AVENTURA	.00	.00	.00	419.26	419.26

continued





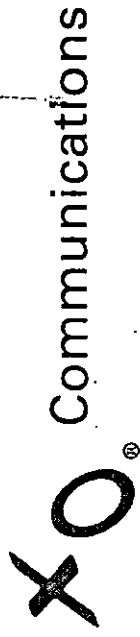
Master Account Name	ALC - HQ/CORP
Master Account Number	004000000026435
Invoice Number	0248245715
Invoice Date	01/01/12
Total Amount Due	\$129,190.39

Summary Of Charges By Sub Account: continued

Account Number	Prior Balance	Payments Applied	Adjustments	Current Charges	Total
Market: Miami					
004000000061686	.00	.00	.00	411.48	411.48
ALC - COLLEYVILLE					
Market: Dallas - Southwestern Bell					
004000000061898	.00	.00	.00	372.65	372.65
ALC - CENTRAL PARK SOUTH					
Market: New York City					
004000000063196	.00	.00	.00	367.64	367.64
ALC - MEMPHIS					
Market: Memphis					
004000000069693	.00	.00	.00	.00	.00
ALC - ILLINOIS					
Market: Detroit					
004000000069801	.00	.00	.00	.00	.00
ALC - ARIZONA					
Market: Phoenix					
004000000069864	.00	.00	.00	.00	.00
ALC - COLORADO					
Market: Detroit					
004000000070374	.00	.00	.00	.00	.00
ALC - VIRGINIA					
Market: Northern Virginia					
004000000069877	.00	.00	.00	.00	.00
ALC - WASHINGTON					
Market: Spokane					
004000000069881	.00	.00	.00	.00	.00
ALC - CALIFORNIA					
Market: CA PB Sacramento (Roseville)					
004000000069918	.00	.00	.00	.00	.00
ALC - MASSACHUSETTS					
Market: Detroit					
004000000070076	.00	.00	.00	.00	.00

Summary Of Charges By Sub Account: continued

Account Number	Prior Balance	Payments Applied	Adjustments	Current Charges	Total
ALC - FLORIDA					
Market: Detroit					
004000000070088	.00	.00	.00	.00	.00
ALC - MICHIGAN					
Market: Detroit					
004000000070197	.00	.00	.00	.00	.00
ALC - MISSOURI					
Market: St. Louis Missouri					
004000000070248	.00	.00	.00	.00	.00
ALC - UTAH					
Market: Salt Lake City					
004000000070327	.00	.00	.00	.00	.00
ALC - PENNSYLVANIA					
Market: PA Central					
004000000070337	.00	.00	.00	375.52	375.52
ALC - ARLINGTON					
Market: Boston					
004000000070346	.00	.00	.00	.00	.00
ALC - TENNESSEE					
Market: Nashville					
004000000070354	.00	.00	.00	.00	.00
ALC - TEXAS					
Market: Houston					
004000000070406	.00	.00	.00	.00	.00
ALC - NEW YORK					
Market: New York City					
004000000070506	.00	.00	.00	419.38	419.38
ALC - PLANO					
Market: Dallas GTE					
004000000070701	.00	.00	.00	.00	.00
ALC - CORPORATE TOLL FREE					
Market: Detroit					



Master Account Name	ALC - HQ/CORP
Master Account Number	00400000026435
Invoice Number	0248245715
Invoice Date	01/01/12
Total Amount Due	\$129,190.39

Summary Of Charges By Sub Account: continued

Account Number	Prior Balance	Payments Applied	Adjustments	Current Charges	Total
00400000070852 ALC - OREM Market: Salt Lake City	.00	.00	.00	373.04	373.04
00400000072022 ALC - TROY Market: Detroit	.00	.00	.00	358.84	358.84
00400000072173 ALC - LAKEWOOD Market: Denver	.00	.00	.00	366.33	366.33
00400000074764 ALC - BRIGHTON Market: Boston	.00	.00	.00	367.47	367.47
00400000075097 ALC - BOCA RATON Market: Fort Lauderdale	.00	.00	.00	363.74	363.74
00400000075246 ALC - JACKSONVILLE Market: Miami	.00	.00	.00	1,205.92	1,205.92
00400000076422 ALC - DALLAS GALLERIA Market: Dallas - Southwestern Bell	.00	.00	.00	.00	.00
00400000078104 ALC - ROCKVILLE CENTRE Market: New York City	.00	.00	.00	358.37	358.37
00400000078126 ALC - BUCKHEAD Market: Atlanta	.00	.00	.00	362.93	362.93
00400000078673 ALC - DT SALT LAKE CITY Market: Salt Lake City	.00	.00	.00	364.91	364.91
00400000084905 ALC - HUNTERS CREEK Market: Orlando Sprint	.00	.00	.00	377.60	377.60

Summary Of Charges By Sub Account: continued

Account Number	Prior Balance	Payments Applied	Adjustments	Current Charges	Total
00400000096981 ALC - HOUSTON GALLERIA Market: Houston	.00	.00	.00	424.17	424.17
00400000096993 ALC - SA MEDICAL CENTER Market: SAN ANTONIO	.00	.00	.00	.00	.00
00400000097045 ALC - MADISON AVE Market: New York City	.00	.00	.00	367.65	367.65
00400000097101 ALC - UPPER EASTSIDE Market: New York City	.00	.00	.00	367.10	367.10
00400000097252 ALC - DRAPER (SLC) Market: Salt Lake City	.00	.00	.00	366.00	366.00
00400000097253 ALC - DT SEATTLE Market: Seattle	.00	.00	.00	369.82	369.82
00400000097287 ALC - TUCSON Market: Phoenix	.00	.00	.00	25.40	25.40
00400000098233 ALC - ARCO ARENA (NATOMAS) Market: CA PB Sacramento	.00	.00	.00	361.42	361.42
00400000098302 ALC - TORRANCE Market: CA GTE Long Beach	.00	.00	.00	358.35	358.35
00400000099233 ALC - WOODBURY Market: Minneapolis	.00	.00	.00	358.91	358.91
00400000099241 ALC - BRIGHTON	.00	.00	.00	376.60	376.60



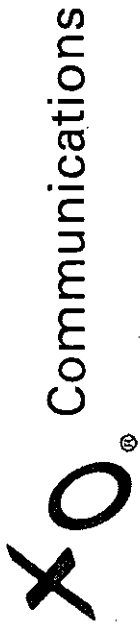
Master Account Name	ALC - HQ/CORP
Master Account Number	00400000028435
Invoice Number	0248245715
Invoice Date	01/01/12
Total Amount Due	\$129,190.39

Summary Of Charges By Sub Account: continued

Account Number	Prior Balance	Payments Applied	Adjustments	Current Charges	Total
Market: Detroit					
00400000099256	.00	.00	.00	360.49	360.49
ALC - ROYAL OAK					
Market: Detroit					
004000000100954	.00	.00	.00	360.50	360.50
ALC - CHANDLER SANTA FWY					
Market: Phoenix					
004000000103867	.00	.00	.00	.00	.00
ALC - GEORGIA					
Market: Atlanta					
004000000114546	.00	.00	.00	.00	.00
ALC - MINNESOTA					
Market: Minneapolis					
004000000114752	.00	.00	.00	366.57	366.57
ALC - ATTLEBORO					
Market: Boston					
004000000114815	.00	.00	.00	360.73	360.73
ALC - MAPLE GROVE					
Market: Minneapolis					
004000000115405	.00	.00	.00	.00	.00
ALC - ARVADA					
Market: Denver					
004000000117385	.00	.00	.00	.00	.00
ALC - WEST HOUSTON					
Market: Houston					
004000000117702	.00	.00	.00	358.50	358.50
ALC - BURNSVILLE					
Market: Minneapolis					
004000000125730	.00	.00	.00	370.33	370.33
ALC - ALLENTOWN					
Market: PA Eastern					
004000000125785	.00	.00	.00	.00	.00

Summary Of Charges By Sub Account: continued

Account Number	Prior Balance	Payments Applied	Adjustments	Current Charges	Total
ALC - MINNETONKA					
Market: Minneapolis					
004000000127203	.00	.00	.00	365.54	365.54
ALC - NEW CITY					
Market: New York City					
004000000129026	.00	.00	.00	351.29	351.29
ALC - BREAA					
Market: CA GTE Long Beach					
004000000130986	.00	.00	.00	364.13	364.13
ALC - WILLOW GROVE - 2300 COMPUTER AV					
Market: PA Philadelphia					
004000000135002	.00	.00	.00	352.88	352.88
ALC - LAS VEGAS					
Market: Las Vegas					
004000000138044	.00	.00	.00	369.38	369.38
ALC - ONTARIO-400202650					
Market: CA PB Los Angeles					
004000000138062	.00	.00	.00	373.72	373.72
ALC - PEABODY					
Market: Boston					
004000000138409	.00	.00	.00	378.58	378.58
ALC - NASHVILLE SOUTH					
Market: Nashville					
004000000138926	.00	.00	.00	.00	.00
ALC - MONTGOMERYVILLE					
Market: PA Philadelphia					
004000000142075	.00	.00	.00	.00	.00
ALC - NEVADA					
Market: National					
004000000142660	.00	.00	.00	368.20	368.20
ALC - KING OF PRUSSIA					
Market: PA Philadelphia					



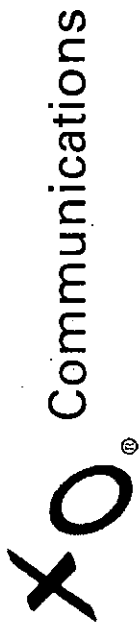
Master Account Name	ALC - HQ/CORP
Master Account Number	00400000026435
Invoice Number	0248245715
Invoice Date	01/01/12
Total Amount Due	\$129,190.39

Summary Of Charges By Sub Account:

Account Number	Prior Balance	Payments Applied	Adjustments	Current Charges	Total
004000000147695 ALC - WORCESTER Market: Boston	.00	.00	.00	362.67	362.67
004000000147756 ALC - MARIETTA Market: Atlanta	.00	.00	.00	358.95	358.95
004000000156068 ALC - RALEIGH Market: North Carolina	.00	.00	.00	364.89	364.89
004000000156070 ALC - CHARLOTTE Market: North Carolina	.00	.00	.00	360.41	360.41
004000000161674 ALC - TINLEY PARK Market: Chicago	.00	.00	.00	363.14	363.14
004000000161693 ALC - BERKELEY Market: San Francisco Verizon	.00	.00	.00	362.93	362.93
004000000161750 ALC - DALY CITY Market: San Francisco Verizon	.00	.00	.00	357.38	357.38
004000000161752 ALC - CHICAGO WATER TOWER Market: Chicago	.00	.00	.00	378.77	378.77
004000000162354 ALC - DOWNERS GROVE Market: Chicago	.00	.00	.00	.00	.00
004000000162358 ALC - FREMONT Market: San Francisco Verizon	.00	.00	.00	359.72	359.72
004000000162364 ALC - LA MESA Market: CA PB San Diego	.00	.00	.00	354.93	354.93

Summary Of Charges By Sub Account:

Account Number	Prior Balance	Payments Applied	Adjustments	Current Charges	Total
004000000162650 ALC - LA JOLLA Market: CA PB San Diego	.00	.00	.00	354.12	354.12
004000000162657 ALC - SKOKIE Market: Chicago	.00	.00	.00	363.93	363.93
004000000163011 ALC - NAPERVILLE Market: Chicago	.00	.00	.00	365.86	365.86
004000000164156 ALC - NORTH CAROLINA Market: North Carolina	.00	.00	.00	.00	.00
004000000172948 ALC - PASADENA Market: CA PB Los Angeles	.00	.00	.00	359.90	359.90
004000000173036 ALC - SCOTTSDALE Market: Phoenix	.00	.00	.00	356.80	356.80
004000000173038 ALC - SACRAMENTO Market: CA PB Sacramento (Roseville)	.00	.00	.00	357.45	357.45
004000000173042 ALC - SAN JOSE Market: San Francisco Verizon	.00	.00	.00	378.04	378.04
004000000173060 ALC - UPPER WEST Market: New York City	.00	.00	.00	370.07	370.07
004000000173080 ALC - DULUTH Market: Atlanta	.00	.00	.00	355.30	355.30
004000000173093 ALC - YORBA LINDA	.00	.00	.00	.00	.00



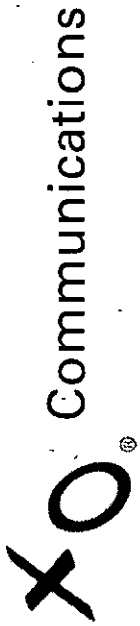
Master Account Name	ALC - HQ/CORP
Master Account Number	00400000026435
Invoice Number	0248245715
Invoice Date	01/01/12
Total Amount Due	\$129,190.39

Summary Of Charges By Sub Account: continued

Account Number	Prior Balance	Payments Applied	Adjustments	Current Charges	Total
Market: CA PB Los Angeles					
004000000173171	.00	.00	.00	368.38	368.38
ALC - SANTA MONICA					
Market: CA PB Los Angeles					
004000000173317	.00	.00	.00	354.73	354.73
ALC - WALNUT CREEK					
Market: San Francisco Verizon					
004000000173409	.00	.00	.00	.00	.00
ALC - RIVERSIDE					
Market: CA PB Los Angeles					
004000000173413	.00	.00	.00	.00	.00
ALC - CENTENNIAL					
Market: Denver					
004000000173423	.00	.00	.00	361.21	361.21
ALC - CHERRY CREEK					
Market: Denver					
004000000176600	.00	.00	.00	.00	.00
ALC - STATEN ISLAND					
Market: New York City					
004000000176740	.00	.00	.00	.00	.00
ALC - EAGAN					
Market: Minneapolis					
004000000176749	.00	.00	.00	367.35	367.35
ALC - CHESTERFIELD					
Market: St. Louis Missouri					
004000000176826	.00	.00	.00	383.05	383.05
ALC - 5TH AVENUE					
Market: New York City					
004000000176853	.00	.00	.00	358.59	358.59
ALC - PLAINVIEW					
Market: Detroit					
004000000176856	.00	.00	.00	364.91	364.91

Summary Of Charges By Sub Account: continued

Account Number	Prior Balance	Payments Applied	Adjustments	Current Charges	Total
ALC - NORTH ANDOVER					
Market: Boston					
004000000176871	.00	.00	.00	.00	.00
ALC - SCARSDALE					
Market: New York City					
004000000176872	.00	.00	.00	.00	.00
ALC - WEST PALM BEACH					
Market: Fort Lauderdale					
004000000176878	.00	.00	.00	361.45	361.45
ALC - MIAMI BEACH					
Market: Miami					
004000000176880	.00	.00	.00	375.07	375.07
ALC - MANHATTAN					
Market: New York City					
004000000176924	.00	.00	.00	366.31	366.31
ALC - LYNNWOOD					
Market: Seattle Verizon					
004000000177101	.00	.00	.00	366.31	366.31
ALC - BELLEVUE					
Market: Seattle					
004000000177290	.00	.00	.00	.00	.00
ALC - TUKWILA					
Market: Seattle					
004000000179967	.00	.00	.00	362.55	362.55
ALC - WEST HILLS					
Market: CA PB Los Angeles					
004000000180007	.00	.00	.00	411.60	411.60
ALC - ALAMO HEIGHTS					
Market: SAN ANTONIO					
004000000180022	.00	.00	.00	420.51	420.51
ALC - AUSTIN					
Market: AUSTIN					



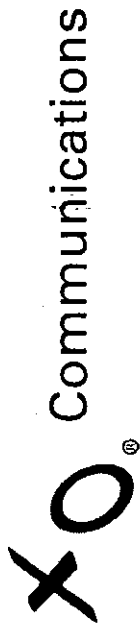
Master Account Name	ALC - HQ/CORP
Master Account Number	00400000026435
Invoice Number	0248245715
Invoice Date	01/01/12
Total Amount Due	\$129,190.39

Summary Of Charges By Sub Account:

Account Number	Prior Balance	Payments Applied	Adjustments	Current Charges	Total
004000000180065 ALC - FORT WORTH Market: Dallas - Southwestern Bell	.00	.00	.00	412.62	412.62
004000000180067 ALC - BUCKS COUNTY Market: PA Philadelphia	.00	.00	.00	380.22	380.22
004000000180071 ALC - FOREST LANE Market: Dallas - Southwestern Bell	.00	.00	.00	436.41	436.41
004000000180075 ALC - PITTSBURGH Market: PA Philadelphia	.00	.00	.00	.00	.00
004000000180096 ALC - ANN ARBOR Market: Detroit	.00	.00	.00	368.14	368.14
004000000180119 ALC - PLYMOUTH Market: Detroit	.00	.00	.00	364.72	364.72
004000000180174 ALC - MACOMB Market: Detroit	.00	.00	.00	366.42	366.42
004000000180239 ALC - FARMINGTON HILLS Market: Detroit	.00	.00	.00	359.96	359.96
004000000184992 ALC - DEARBORN Market: Detroit	.00	.00	.00	358.77	358.77
004000000185094 ALC - PITTSBURGH Market: PA Philadelphia	.00	.00	.00	372.80	372.80
004000000185262 ALC - HOFFMAN ESTATES Market: Chicago	.00	.00	.00	362.71	362.71

Summary Of Charges By Sub Account:

Account Number	Prior Balance	Payments Applied	Adjustments	Current Charges	Total
0040000001868360 ALC - SANTA ROSA Market: San Francisco Verizon	.00	.00	.00	362.31	362.31
004000000186990 ALC - CORDOVA Market: Memphis	.00	.00	.00	.00	.00
004000000189090 ALC - NORTH AUSTIN Market: AUSTIN	.00	.00	.00	420.37	420.37
004000000189176 ALC - LONG BEACH Market: CA GTE Long Beach	.00	.00	.00	365.16	365.16
004000000189282 ALC - FT LAUDERDALE Market: Fort Lauderdale	.00	.00	.00	365.08	365.08
004000000189339 ALC - AURORA Market: Denver	.00	.00	.00	360.19	360.19
004000000189351 ALC - IRVINE Market: CA GTE Long Beach	.00	.00	.00	361.29	361.29
004000000189436 ALC - HIGHLAND PARK Market: Chicago	.00	.00	.00	362.02	362.02
004000000190035 ALC - MESA Market: Phoenix	.00	.00	.00	358.84	358.84
004000000193890 ALC - COLUMBIA Market: Baltimore	.00	.00	.00	374.61	374.61
004000000193976 ALC - TOWSON	.00	.00	.00	358.34	358.34



Master Account Name	ALC - HQ/CORP
Master Account Number	004000000028435
Invoice Number	0248245715
Invoice Date	01/01/12
Total Amount Due	\$129,190.39

Summary Of Charges By Sub Account:

Summary Of Charges By Sub Account:

Account Number	Prior Balance	Payments Applied	Adjustments	Current Charges	Total
Market: Baltimore					
004000000193992	.00	.00	.00	379.83	379.83
ALC - ROCKVILLE					
Market: Washington DC					
004000000194132	.00	.00	.00	364.48	364.48
ALC - CENTERVILLE					
Market: Northern Virginia					
004000000194192	.00	.00	.00	360.71	360.71
ALC - STERLING					
Market: Northern Virginia					
004000000195759	.00	.00	.00	653.71	653.71
ALC - CARMEL, IN					
Market: Offnet - IN					
004000000195767	.00	.00	.00	640.71	640.71
ALC - GRAND BLANC					
Market: Offnet - MI					
004000000195813	.00	.00	.00	636.33	636.33
ALC - OKEMOS					
Market: Offnet - MI					
004000000195814	.00	.00	.00	660.20	660.20
ALC - WAUWATOSA					
Market: Offnet - WI					
004000000195816	.00	.00	.00	1,753.20	1,753.20
ALC - GRAND RAPIDS					
Market: Offnet - MI					
004000000196116	.00	.00	.00	367.84	367.84
ALC - SOUTHCENTER					
Market: Seattle					
004000000196227	.00	.00	.00	651.82	651.82
ALC - WEST HARTFORD					
Market: Offnet - CT					
004000000196249	.00	.00	.00	.00	.00

Summary Of Charges By Sub Account:

Account Number	Prior Balance	Payments Applied	Adjustments	Current Charges	Total
ALC - MODESTO	.00	.00	.00	629.69	629.69
Market: Offnet - CA					
004000000196252	.00	.00	.00	.00	.00
ALC - TEMECULA					
Market: Offnet - CA					
004000000196261	.00	.00	.00	.00	.00
ALC - BONITA SPRINGS					
Market: Offnet - FL					
004000000196269	.00	.00	.00	637.04	637.04
ALC - SANTA BARBARA					
Market: Offnet - CA					
004000000196271	.00	.00	.00	621.73	621.73
ALC - ELK GROVE					
Market: Offnet - CA					
004000000197586	.00	.00	.00	410.81	410.81
ALC - SAN ANTONIO					
Market: SAN ANTONIO					
004000000197871	.00	.00	.00	683.71	683.71
ALC - OVERLAND PARK					
Market: Offnet - KS					
004000000197916	.00	.00	.00	.00	.00
ALC - POUGHKEEPSIE					
Market: Offnet - NY					
004000000197928	.00	.00	.00	650.49	650.49
ALC - GREENVILLE					
Market: Offnet - SC					
004000000197957	.00	.00	.00	642.55	642.55
ALC - NORTH KANSAS CITY					
Market: Offnet - MO					
004000000197973	.00	.00	.00	686.01	686.01
ALC - CEDAR PARK					
Market: Offnet - TX					



Master Account Name	ALC - HQ/CORP
Master Account Number	004000000026435
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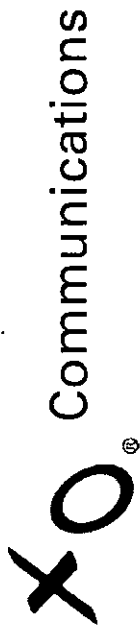
Summary Of Charges By Sub Account:

Account Number	Prior Balance	Payments Applied	Adjustments	Current Charges	Total
004000000197975 ALC - WEST SPRINGFIELD Market: Offnet - MA	.00	.00	.00	636.31	636.31
004000000197983 ALC - CARMEL, IN Market: Offnet - IN	.00	.00	.00	.00	.00
004000000198086 ALC - FT. WALTON BEACH Market: Offnet - FL	.00	.00	.00	673.23	673.23
004000000198102 ALC - NEW ORLEANS Market: Offnet - LA	.00	.00	.00	631.77	631.77
004000000198190 ALC - FREDRICKSBURG Market: Offnet - VA	.00	.00	.00	635.56	635.56
004000000198193 ALC - WEST DES MOINES Market: Offnet - IA	.00	.00	.00	642.63	642.63
004000000198203 ALC - BARRINGTON Market: Offnet - IL	.00	.00	.00	.00	.00
004000000198425 ALC - WILLOW BROOK Market: Offnet - TX	.00	.00	.00	432.96	432.96
004000000198631 ALC - MARYLAND Market: Baltimore	.00	.00	.00	.00	.00
004000000201169 ALC - CONNETTICUT Market: Boston	.00	.00	.00	.00	.00
004000000203629 ALC - KANSAS Market: Detroit	.00	.00	.00	.00	.00

Summary Of Charges By Sub Account:

Account Number	Prior Balance	Payments Applied	Adjustments	Current Charges	Total
004000000203630 ALC - ALABAMA Market: Detroit	.00	.00	.00	.00	.00
004000000203631 ALC - INDIANA Market: Detroit	.00	.00	.00	.00	.00
004000000203632 ALC - WISCONSIN Market: Minneapolis	.00	.00	.00	.00	.00
004000000204391 ALC - GREAT NECK Market: New York City	.00	.00	.00	.00	.00
004000000204398 ALC - HINSDALE Market: Chicago	.00	.00	.00	361.07	361.07
004000000204415 ALC - NY - MEAT PACKING DISTRICT Market: New York City	.00	.00	.00	365.78	365.78
004000000206284 ALC - CHATTANOOGA Market: Offnet - TN	.00	.00	.00	664.49	664.49
004000000206288 ALC - CLEARLAKE Market: Houston	.00	.00	.00	394.83	394.83
004000000206384 ALC - WESTMINSTER Market: Denver	.00	.00	.00	360.80	360.80
004000000207939 ALC - FRAMINGHAM Market: Boston	.00	.00	.00	365.03	365.03
004000000208981 ALC - VIRGINIA BEACH	.00	.00	.00	635.13	635.13

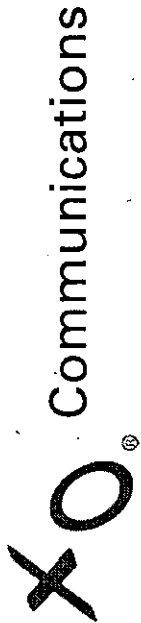




Master Account Name	ALC - HQ/CORP
Master Account Number	004000000028435
Invoice Number	0248245715
Invoice Date	01/01/12
Total Amount Due	\$129,190.39

Summary Of Charges By Sub Account: continued

Account Number	Prior Balance	Payments Applied	Adjustments	Current Charges	Total
Market: Offnet - VA					
004000000211745	.00	.00	.00	362.75	362.75
ALC - ROCHESTER					
Market: New York City					
004000000211853	.00	.00	.00	357.02	357.02
ALC - GREAT NECK					
Market: New York City					
004000000212192	.00	.00	.00	375.68	375.68
ALC - TACOMA					
Market: Seattle					
004000000227599	.00	.00	.00	356.82	356.82
ALC - HIGHLANDS RANCH - 004000000227599					
Market: Denver					
004000000232040	.00	.00	.00	357.73	357.73
ALC - GLENDALE					
Market: Phoenix					
004000000272781	.00	.00	.00	39.76	39.76
ALC - CORPORATE TOLL FREE					
Market: Chicago					
<b>REMITTANCE TOTAL:</b>	<b>222,412.09</b>	<b>.00</b>	<b>(167,926.33)</b>	<b>74,704.63</b>	<b>129,190.39</b>



Master Account Name	ALC - HQ/CORP
Master Account Number	00400000026435
Invoice Number	0248245715
Invoice Date	01/01/12
Total Amount Due	\$129,190.39

STATEMENT OF ACCOUNT: Consolidated

Payments

PREVIOUS BALANCE	222,412.09
BALANCE BEFORE NEW CHARGES:	222,412.09

Commitment Information

XO Premiere LD Plan	Commitment	10,000.00	Attained	1,396.66	Shortfall	8,603.34
					Total Commitment Charges	8,603.34

Adjustments

911 Tax Surcharge	(928.62)
Subtotal of 911 Tax Surcharge	(928.62)
Access Recovery Charge	(5,513.39)
Subtotal of Access Recovery Charge	(5,513.39)
Bankruptcy - Chap 11	(155,324.68)
Subtotal of Bankruptcy - Chap 11	(155,324.68)
Fed Reg Fee And Property Tax	(34.27)
Subtotal of Fed Reg Fee And Property Tax	(34.27)
Federal Excise Tax	(359.29)
Subtotal of Federal Excise Tax	(359.29)
Federal Univ Serv Charge	(450.27)
Subtotal of Federal Univ Serv Charge	(450.27)
PICC Adjustment	(455.66)
Subtotal of PICC Adjustment	(455.66)
Sales Tax	(4,071.92)
Subtotal of Sales Tax	(4,071.92)
Surcharge	(247.16)
Subtotal of Surcharge	(247.16)
Utility Users Tax	(419.93)
Subtotal of Utility Users Tax	(419.93)
Fed Reg Fee and Property Tax Surcharge	(16.40)
Subtotal of Fed Reg Fee and Property Tax Surcharge	(16.40)
Federal Universal Service Fund Surcharge	(72.23)
Subtotal of Federal Universal Service Fund Surcharge	(72.23)
MI State & Local Sales Tax	(32.51)
Subtotal of MI State & Local Sales Tax	(32.51)
<b>TOTAL ADJUSTMENTS</b>	<b>(167,926.33)</b>

Product Charges

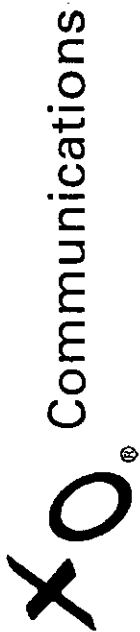
Product	FR Date	TO Date	Quantity	Each	Amount
Integrated Services					
Call Forward Busy	01/01/12	01/31/12	1	.00	.00

Product Charges

Product	FR Date	TO Date	Quantity	Each	Amount
Call Forward Don't Answer	01/01/12	01/31/12	2	.00	.00
Integrated Services					
Caller ID Name & Number	01/01/12	01/31/12	3	6.00	18.00
Feature Package	01/01/12	01/31/12	1	6.95	6.95
IA 512K Internet	01/01/12	01/31/12	1	375.00	375.00
IA Basic Business Line	01/01/12	01/31/12	6	5.00	30.00
IP Flex 1.5 Mbps	12/05/11	12/31/11	1	(600.00)	(532.19)
IP Flex 1.5 Mbps	12/05/11	12/31/11	1	913.00	809.82
IP Flex 1.5 Mbps	12/09/11	12/31/11	1	(345.00)	(260.67)
IP Flex 1.5 Mbps	12/09/11	12/31/11	1	345.00	260.67
IP Flex 1.5 Mbps	12/22/11	12/31/11	1	(345.00)	(113.34)
IP Flex 1.5 Mbps	12/22/11	12/31/11	1	569.30	187.02
IP Flex 1.5 Mbps	01/01/12	01/31/12	123	345.00	42,435.00
IP Flex 1.5 Mbps	01/01/12	01/31/12	1	569.30	569.30
IP Flex 1.5 Mbps	01/01/12	01/31/12	19	600.00	11,400.00
IP Flex 1.5 Mbps	01/01/12	01/31/12	1	913.00	913.00
Sequential Hunt	01/01/12	01/31/12	1	0.40	0.40
Voicemail w Message Waiting	01/01/12	01/31/12	1	.00	.00
Total Integrated Services					56,098.96
Internet Access					
1544K Ded Internet Access	01/01/12	01/31/12	1	407.15	407.15
Network Access Facility	01/01/12	01/31/12	1	100.00	100.00
Total Internet Access					507.15
Voice					
Basic Business Line 3 Yr	01/01/12	01/31/12	6	14.99	89.94
Block of 100 DID Numbers	01/01/12	01/31/12	2	22.50	45.00
Block of 100 DID Numbers	01/01/12	01/31/12	4	24.00	96.00
Block of 100 DID Numbers	01/01/12	01/31/12	4	27.00	108.00
Block of 20 DID Numbers	01/01/12	01/31/12	3	5.00	15.00
Caller Name & Number Del. PRI	01/01/12	01/31/12	4	60.00	240.00
PRI Standard 23B+D 3Y	01/01/12	01/31/12	4	337.19	1,348.76
Remote Call Forward Initial	01/01/12	01/31/12	1	21.38	21.38
Remote Call Forward Initial	01/01/12	01/31/12	1	22.05	22.05
Toll Free Number Charge	12/04/11	12/31/11	248	(1.50)	(342.24)
Toll Free Number Charge	01/01/12	01/31/12	18	1.50	27.00
Total Voice					1,670.89
<b>Total Product Charges</b>					<b>58,277.00</b>

Other Charges

Product	Quantity	Each	Amount
Integrated Services			
Expedite Charge	2	500.00	1,000.00
IP Flex 1.5 Mbps	2	.00	.00



Master Account Name	ALC - HQ/CORP
Master Account Number	00400000028435
Invoice Number	0248245715
Invoice Date	01/01/12
Total Amount Due	\$129,190.39

STATEMENT OF ACCOUNT: Consolidated

Other Charges	Quantity	Each	Amount
IP Flex Install	1	.00	.00
Total Integrated Services			1,000.00
Other			
Access Recovery	1	1,819.62	1,819.62
Total Other			1,819.62
<b>Total Other Charges</b>			<b>2,819.62</b>

Product Usage Charges

Product Usage Charges	Calls	Minutes	Amount
Local Area	109,343	104,151.0	108.52
Zone 1	4,008	4,172.7	8.49
Zone 1 & 2	12,661	12,907.4	.00
Metro Area	1,829	2,419.4	.00
Extended Local	1,900	2,298.2	.00
Zone 2	601	680.0	.00
Zone 3	1,921	1,765.7	.00
Intralata	20,837	25,692.7	511.62
Long Distance			
Intra-State Long Distance	10,078	14,212.3	299.50
Inter-State Long Distance	26,607	39,036.9	523.02
International	38	45.7	2.25
Toll Free Service			
Intra-State Toll Free	86	162.5	2.76
Inter-State Toll Free	474	765.4	9.71
Mobile International	65	111.7	54.15
Directory Assistance	33	38.0	50.50
Site to Site Local Area	28,038	21,952.6	.00
Site to Site Intralata	288	813.4	.00
Site to Site Long Distance			
Site to Site Intrastate	109	529.9	.00
Site to Site Interstate	150	489.1	.00
<b>Total Usage Charges</b>			<b>1,670.52</b>

Product Discounts

Integrated Access Usg Disc	(0.25)
<b>Total Product Discounts</b>	<b>(0.25)</b>

Federal Surcharges and Taxes

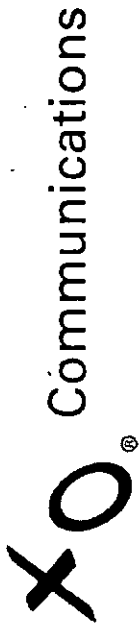
Fed Reg Fee and Property Tax Surcharge	9.52
Federal Excise Tax	66.76
Federal Subscriber Line Charge	26.88

Federal Surcharges and Taxes

Federal Surcharges and Taxes	Quantity	Each	Amount
for Business Line Service			
Federal Subscriber Line Charge for Enhanced IA Business Line	1	9.20	9.20
Federal Subscriber Line Charge for Standard IA Business Line	5	9.20	46.00
Federal Universal Service Fund Surcharge			154.25
Long Distance Access Charge for Business Line Service	6	4.31	25.86
Long Distance Access Charge for Enhanced IA Business Line	1	4.31	4.31
Long Distance Access Charge for ISDN PRI Service	4	21.55	86.20
Long Distance Access Charge for Remote Call Forward	2	4.31	8.62
Long Distance Access Charge for Standard IA Business Line	5	4.31	21.55
Number Portability Charge for Business Line Service	6	0.34	2.04
Number Portability Charge for Enhanced IA Business Line	1	0.34	0.34
Number Portability Charge for Remote Call Forward	1	0.23	0.23
Number Portability Charge for Remote Call Forward	1	0.28	0.28
Number Portability Charge for Remote Call Forward	1	0.43	0.43
Number Portability Charge for Standard IA Business Line	5	0.34	1.70
<b>Total Federal Surcharges and Taxes</b>			<b>454.17</b>

State and Local Surcharges and Taxes

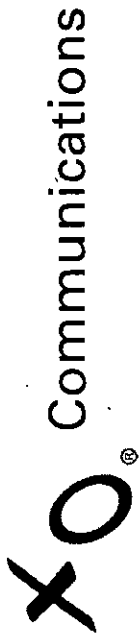
911 Allegheny County, PA	6	6.00
911 Allentown, PA	6	7.50
911 Atlanta, GA	6	9.00
911 Aurora, CO	6	4.20
911 Baltimore County, MD	1	0.75
911 Bexar County, TX	12	6.12
911 Bountiful, UT	6	3.66
911 Brentwood, TN	6	18.00
911 Broward County, FL	6	3.00
911 Bucks County, PA	6	6.00
911 Chicago, IL	12	30.00
911 Cobb County, GA	7	8.75



Master Account Name	ALC - HQ/CORP
Master Account Number	004000000026435
Invoice Number	0248245715
Invoice Date	01/01/12
Total Amount Due	\$129,190.39

STATEMENT OF ACCOUNT: Consolidated

State and Local Surcharges and Taxes		continued	State and Local Surcharges and Taxes		continued
911 Cook County, IL	6	7.50	911 Tinley Park, IL	6	4.50
911 Dallas, TX	6	9.12	911 Travis County, TX	6	3.00
911 Denton County, TX	6	4.26	911 Washtenaw County, MI	6	2.58
911 Denver, CO	6	4.20	911 Wayne County, MI	12	5.04
911 Disability Access Fee	53	39.75	911 Williamson County, TX	12	6.00
911 Douglas County, CO	6	4.20	AZ State & Local Sales Tax		28.08
911 Draper, UT	6	3.66	CA High Cost Fund-B Surcharge		9.37
911 Duval County, FL	6	2.64	CA PUC Reimbursement Fee		0.97
911 Genesee County, MI	6	7.44	CA Relay Services & Comm. Devices Fund		0.59
911 Greenville County, SC	6	2.70	CA Teleconnect Fund		0.23
911 Gwinnett County, GA	6	7.80	CA Universal Lifeline Surcharge		35.87
911 Hamilton County, IN	6	12.00	CO State & Local Sales Tax		28.37
911 Hamilton County, TN	6	18.00	CT State & Local Sales Tax		33.37
911 Harris County, TX	6	4.80	California CASF		4.27
911 Hillsborough County, FL	6	3.00	City of Austin ROW Fee (Non-Residential)	6	30.54
911 Houston, TX	12	9.60	City of Austin ROW Non-Res	6	30.54
911 Howard County, MD	1	0.75	City of Cedar Park ROW Non-Res	6	2.76
911 Ingham County, MI	6	2.52	City of Dallas ROW (Non-Residential)	6	41.10
911 Jefferson County, CO	6	3.12	City of San Antonio ROW Non-Res	12	48.48
911 Jefferson Parish	6	12.42	City of Webster ROW Non-Res	6	7.50
911 Kent County, MI	6	2.70	Colorado Universal Service Fund		9.18
911 King County, WA	17	11.90	County 911	6	2.10
911 Livingston County, MI	6	11.10	Denver Telecom. Business Tax	1	1.12
911 Miami-Dade County, FL	12	6.00	District Tax		32.72
911 Milwaukee County, WI	6	1.08	Emergency Telephone Users Surcharge		15.64
911 Monroe County, NY	5	1.75	Equalization Surcharge		12.53
911 Montgomery County, MD	1	0.75	FL State & Local Sales Tax		35.00
911 Montgomery County, PA	12	12.00	Fort Worth ROW Fee (Non-Residential)	6	24.42
911 Naperville, IL	6	6.00	Gross Receipts Tax - Section 184		3.51
911 Nassau County, NY	18	6.30	Gross Receipts Tax - Section 186		25.90
911 New York City	48	48.00	Houston ROW Fee (Non-Residential)	6	34.86
911 Oakland County, MI	44	8.05	Houston ROW Non-Res	6	34.86
911 Okaloosa County, FL	6	3.00	IA State & Local Sales Tax		24.75
911 Orange County, FL	6	3.00	IN State & Local Sales Tax		32.88
911 Orem, UT	6	3.66	Illinois Universal Service Fund Surcharge		2.59
911 Palm Beach County, FL	6	3.00	KS State & Local Sales Tax		40.93
911 Philadelphia, PA	6	6.00	LA State & Local Sales Tax		12.71
911 Pierce County, WA	6	4.20	License Tax		4.59
911 Polk County, IA	6	6.00	Local 911	30	26.58
911 Rockland County, NY	6	1.80	Local Excise Tax		12.61
911 Salt Lake City, UT	6	3.66	Local ROW Fee Non-Residential	6	23.10
911 San Francisco	6	17.16	Local Surcharge	82	22.72
911 Shelby County, TN	6	12.00	MA State & Local Sales Tax		59.36
911 Snohomish County, WA	6	4.20	MCTD Tax - Section 186		5.73
911 Tarrant County, TX	12	5.52	MD 911 Fee	3	0.75

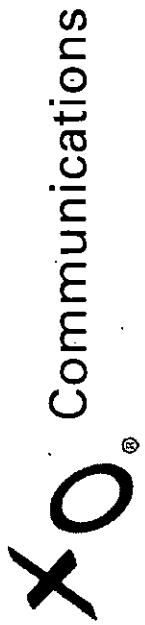


Master Account Name	ALC - HQ/CORP
Master Account Number	00400000026435
Invoice Number	0248245715
Invoice Date	01/01/12
Total Amount Due	\$129,190.39

STATEMENT OF ACCOUNT: Consolidated

State and Local Surcharges and Taxes	continued	Summary
MI State & Local Sales Tax	283.33	TOTAL AMOUNT DUE: \$129,190.41
MN Emergency Telephone Service Fee	19.20	
MN State & Local Sales Tax	19.18	
MN Telephone Assistance Plan (TAP)	1.44	
MO State & Local Sales Tax	36.86	
MTA Surcharge - Section 184	1.09	
NC State & Local Sales Tax	9.97	
NY State & Local Sales Tax	81.13	
NYC Franchise Fee	0.22	
Other State Tax	20.69	
PA Gross Receipts Tax	1.45	
PA State & Local Sales Tax	30.17	
PUC Tax	1.40	
Piano Franchise Fee (Non-Residential)	24.60	
Property Tax Recovery Charge	6.59	
Public Right-of-Way Use Fee	18.26	
SC State & Local Sales Tax	27.28	
Sales Tax Interstate Services	0.06	
State & Local Communications Services Tax	122.85	
State 911	59.67	
State Gross Receipts Communications Services Tax	25.23	
State Universal Service Charge	0.19	
State Universal Service Fund Surcharge	56.80	
Statutory Gross Receipts Tax	17.76	
TDD Tax Surcharge	1.32	
TN State & Local Sales Tax	49.91	
TX State & Local Sales Tax	361.86	
Telecom Excise Tax	60.11	
Telecommunications Infrastructure Maintenance Fee	2.86	
Texas USF Charge	53.60	
Transit Tax	1.39	
UT State & Local Sales Tax	18.47	
Utah Universal Service Support Fund	2.78	
Utility Gross Receipts Assessment	2.70	
Utility Users Tax	140.03	
Utility Users Tax Business	6.70	
VA Communications Sales Tax	50.66	
WA State & Local Sales Tax	34.89	
WA State Enhanced 911	7.25	
WI State & Local Sales Tax	34.71	
<b>Total State and Local Surcharges and Taxes</b>	<b>2,970.25</b>	

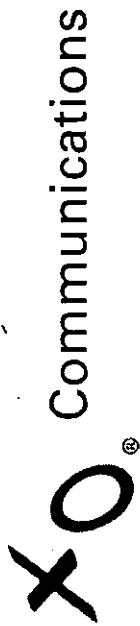
<b>Summary</b>	
TOTAL CURRENT CHARGES	\$74,704.65



Master Account Name	ALC - HQ/CORP
Master Account Number	004000000026435
Invoice Number	0248245715
Invoice Date	01/01/12
Total Amount Due	\$129,190.39

Open Invoices as of: 01/01/12

Invoice Date	Invoice Due Date	Invoice Amount	Paid Amount	Adjustments	Balance Due
0247617048	12/01/11	73,900.60	.00	(7,088.26)	54,485.76
<b>TOTAL AMOUNT DUE:</b>					<b>\$54,485.76</b>



Master Account Name	ALC - HQ/CORP
Master Account Number	00400000026435
Invoice Number	0248245715
Invoice Date	01/01/12
Total Amount Due	\$129,190.39

**Circuit Detail Report**

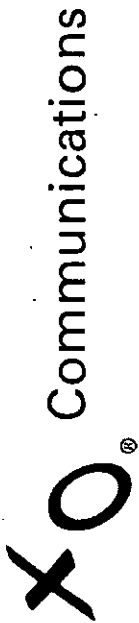
Circuit ID: 80000/T1ZF /FMHLMINV#00/SFLDMWKDS0 Term: 10/29/07  
 CustPO#: Bill Begin Date:  
 Order Number: CustCircuitID:  
 Orig Loc Term Description Fr Date To Date MRC NRC  
 . Loc . Caller Name & Number 01/01/12 01/31/12 60.00 .00  
 PRI Standard 23B+D 3 01/01/12 01/31/12 337.19 .00  
 Circuit Total 397.19 .00

Circuit ID: 80000/T1ZF /SFLDMWKDS0/FMHLMINV#00 Term: 07/21/06  
 CustPO#: Bill Begin Date:  
 Order Number: CustCircuitID:  
 Orig Loc Term Description Fr Date To Date MRC NRC  
 . Loc . Caller Name & Number 01/01/12 01/31/12 60.00 .00  
 PRI Standard 23B+D 3 01/01/12 01/31/12 337.19 .00  
 Circuit Total 397.19 .00

Circuit ID: 80001/T1ZF /FMHLMINV#00/SFLDMWKDS0 Term: 10/29/07  
 CustPO#: Bill Begin Date:  
 Order Number: CustCircuitID:  
 Orig Loc Term Description Fr Date To Date MRC NRC  
 . Loc . Caller Name & Number 01/01/12 01/31/12 60.00 .00  
 PRI Standard 23B+D 3 01/01/12 01/31/12 337.19 .00  
 Circuit Total 397.19 .00

Circuit ID: 80001/T1ZF /SFLDMWKDS0/FMHLMINV#00 Term: 07/21/06  
 CustPO#: Bill Begin Date:  
 Order Number: CustCircuitID:  
 Orig Loc Term Description Fr Date To Date MRC NRC  
 . Loc . Caller Name & Number 01/01/12 01/31/12 60.00 .00  
 PRI Standard 23B+D 3 01/01/12 01/31/12 337.19 .00  
 Circuit Total 397.19 .00

MRC=Monthly Recurring Charge, NRC=Non-Recurring Charge



Account Name	ALC - NOVI, LLC
Account Number	001000000108407
Invoice Number	0248245715
Invoice Date	01/01/12
Total Amount Due	\$129,190.39

STATEMENT OF ACCOUNT: ALC - NOVI, LLC

Product Charges

Product	FR Date	TO Date	Quantity	Each	Amount
Integrated Services					
IP Flex 1.5 Mbps	01/01/12	01/31/12	1	345.00	345.00
Total Integrated Services					345.00
<b>Total Product Charges</b>					<b>345.00</b>

Product Usage Charges

	Calls	Minutes	Amount
Local Area	824	592.0	.00
Intralata	434	461.8	8.55
Long Distance			
Intra-State Long Distance	14	17.1	0.31
Inter-State Long Distance	287	42.8	0.55
<b>Total Usage Charges</b>			<b>9.41</b>

Federal Surcharges and Taxes

Federal Universal Service Fund Surcharge	0.08
<b>Total Federal Surcharges and Taxes</b>	<b>0.08</b>

State and Local Surcharges and Taxes

911 Oakland County, MI	6	1.38
Local Surcharge	6	1.56
MI State & Local Sales Tax		4.30
State 911	6	1.14
State Universal Service Fund Surcharge		0.05
<b>Total State and Local Surcharges and Taxes</b>		<b>8.43</b>

Summary

TOTAL CURRENT CHARGES	\$362.92
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Account Name	ALC - LINCOLN PARK, LLC
Account Number	001000000110017
Invoice Number	0248245715
Invoice Date	01/01/12
Total Amount Due	\$129,190.39

STATEMENT OF ACCOUNT: ALC - LINCOLN PARK, LLC

Product Charges

Product	FR Date	TO Date	Quantity	Each	Amount
Integrated Services					
IP Flex 1.5 Mbps	01/01/12	01/31/12	1	345.00	345.00
<b>Total Integrated Services</b>					<b>345.00</b>
<b>Total Product Charges</b>					<b>345.00</b>

Product Usage Charges

Local Area	Calls	Minutes	Amount
Intralata	10	8.7	0.16
Long Distance			
Intra-State Long Distance	14	13.7	0.24
Inter-State Long Distance	199	170.2	2.57
Directory Assistance	1	1.7	2.25
<b>Total Usage Charges</b>			<b>5.22</b>

Federal Surcharges and Taxes

Federal Universal Service Fund Surcharge	0.42
<b>Total Federal Surcharges and Taxes</b>	<b>0.42</b>

State and Local Surcharges and Taxes

911 Chicago, IL	6	15.00
Illinois Universal Service Fund Surcharge		0.31
PUC Tax		0.06
Telecom Excise Tax		4.75
Telecommunications Infrastructure Maintenance Fee		0.34
Utility Users Tax		4.75
<b>Total State and Local Surcharges and Taxes</b>		<b>25.21</b>

Summary

<b>TOTAL CURRENT CHARGES</b>	<b>\$375.85</b>
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Account Name	ALC - ROSEVILLE
Account Number	004000000010492
Invoice Number	0248245715
Invoice Date	01/01/12
Total Amount Due	\$129,190.39

STATEMENT OF ACCOUNT: ALC - ROSEVILLE

Product Charges

Product	FR Date	TO Date	Quantity	Each	Amount
Integrated Services					
IP Flex 1.5 Mbps	01/01/12	01/31/12	1	345.00	345.00
Total Integrated Services					345.00
<b>Total Product Charges</b>					<b>345.00</b>

Product Usage Charges

	Calls	Minutes	Amount
Local Area	1,278	1,202.5	.00
Intralata	170	150.4	2.68
Long Distance			
Intra-State Long Distance	87	137.1	2.32
Inter-State Long Distance	90	179.4	2.25
<b>Total Usage Charges</b>			<b>7.25</b>

Federal Surcharges and Taxes

Federal Universal Service Fund Surcharge	0.34
<b>Total Federal Surcharges and Taxes</b>	<b>0.34</b>

State and Local Surcharges and Taxes

CA High Cost Fund-B Surcharge	0.20
CA PUC Reimbursement Fee	0.01
CA Universal Lifeline Surcharge	0.77
California CASF	0.09
Emergency Telephone Users Surcharge	0.34
<b>Total State and Local Surcharges and Taxes</b>	<b>1.41</b>

Summary

TOTAL CURRENT CHARGES	\$354.00
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# FedEx Express

US Airbill

8726 8134 8909

0200

FedEx Retrieval Copy

fedex.com 1800 Go FedEx 1800 403 3339

1 FedEx

Sender's FedEx Account Number

Phone

State

ZIP

Dep./Room/Street/Room

Master Agreement Setting Reference

RECEIVED

JAN 12 2012

BMC GROUP

Phone

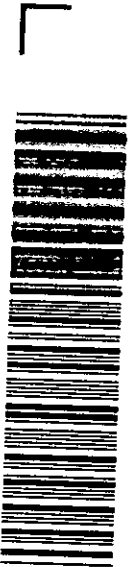
Dept./Room/Street/Room

State

ZIP

HOLD Weekday  
 Hold location address available for  
 FedEx First Overnight

HOLD Saturday  
 Hold location address available for  
 FedEx Priority Overnight  
 Hold location address available for  
 FedEx 2Day to select locations



8726 8134 8909

**4a Express Package Service** \*To most locations

01  FedEx Priority Overnight

05  FedEx Standard Overnight

06  FedEx First Overnight

03  FedEx 2Day

20  FedEx Express Saver

70  FedEx 1Day Freight

80  FedEx 2Day Freight

83  FedEx 3Day Freight

5  Packaging

02  FedEx Pak\*

03  FedEx Box

04  FedEx Tube

01  Other Envelope\*

03  SATURDAY DELIVERY

6 Special Handling and Delivery Signature Options

10  Direct Signature

34  Indirect Signature

04  No Signature Required

06  Shipper's Declaration

06  Driver's License

06  Driver's License

06  Driver's License

06  Driver's License

06  Driver's License

06  Driver's License

06  Driver's License

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06  Driver's License

1  Sender's Account No. or Credit Card No. below

2  Recipient

3  Third Party

4  Credit Card

5  Other

Total Packages Total Weight

606

1800 Go FedEx 1800 403 3339