

ORIGINAL

UNITED STATES BANKRUPTCY COURT FOR THE SOUTHERN DISTRICT OF NEW YORK

PROOF OF CLAIM

Name of Debtor Allegiance Telecom, Inc

Case Number 03 13057

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)
XO Communications Inc

Check box if you are aware that another creditor has filed a proof of claim relating to this claim. Attach a copy of statement of claim particulars

Name and address where notices should be sent
c/o Patrick Potter
Shaw Pittman LLP
2300 N Street N W
Washington D C 20037 1128
Telephone number 202 663 8000

Check box if you have never received any notices from the bankruptcy court in this case
Check box if the address differs from the address on the envelope sent to you by the court

SOUTHERN DISTRICT OF NEW YORK
ALLEGIANTELECOM, INC
03-13057 (RRD)
1400
THIS SPACE FOR COURT USE ONLY

Account or other number by which creditor identifies debtor

Check here [] replaces if this claim [] amends a previously filed claim dated

1 Basis for Claim
[] Goods sold
[X] Services performed (see attached Exhibit A)
[] Money loaned
[] Personal Injury/wrongful death
[] Taxes
[] Other

[] Retiree benefits as defined in 11 U S C § 1114(a)
[] Wages, salaries, and compensation (fill out below)
Your SS # ___-___-___
Unpaid compensation for services performed from ___ to ___ date date

2 Date debt was incurred Rejection Damages

3 If court judgment, date obtained

4 Total Amount of Claim at Time Case Filed \$115,313.21

If all or part of your claim is secured or entitled to priority, also complete Item 5 or 6 below
[] Check this box if claim includes interest or other charges in addition to the principal amount of the claim Attach remitized statement of all interest or additional charges

5 Secured Claim
[] Check this box if claim is secured by collateral including a right of setoff
Brief Description of Collateral
[] Real Estate [] Motor Vehicle
[] Other
Value of Collateral
Amount of arrearage and other charges at time case filed included in secured claim, if any \$

6 Unsecured Priority Claim
[] Check this box if you have an unsecured priority claim
Amount entitled to priority \$
Specify the priority of the claim
[] 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)
[] Contributions to an employee benefit plan - 11 U S C § 507(a)(4)
[] Up to \$2 100* of deposits toward purchase lease or rental of property or services for personal family or household use - 11 U S C § 507(a)(6)
[] Alimony maintenance or support owed to a spouse former spouse or child - 11 U S C § 507(a)(7)
[] Taxes or penalties owed to governmental units - 11 U S C § 507(a)(8)
[] Other Specify applicable paragraph of 11 U S C § 507(a)()
*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

7 Credits The amounts of all payments on this claim has been credited and deducted for making this proof of claim

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8 Supporting Documents 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 documents are not available, explain If the documents are voluminous, attach a summary

9 Date-Stamped Copy To receive an acknowledgement of the filing of your claim, enclose a stamped, self-addressed envelope and copy of this proof of claim

Date November 7, 2003

Sign and print the name and title if any of the creditor or other person authorized to file this claim (attach a copy of power of attorney if any)
Patrick Potter (Att) Counsel for XO Communications Inc

Allegiance Claim
Barcode
01458

Exhibit A

| Circuit ID | Rejection Date | Term Date | Days Dico'd Early | MRC | Daily MRC | Damage Claim |
|-------------------|-----------------------|------------------|------------------------------|--------------|------------------|----------------------|
| 3T-LEG-DWG-0001 | 8/19/2003 | 11/21/2003 | 94 | \$ 2,308 63 | \$ 76 95 | \$ 7,233 71 |
| 3T-LEG-EVN-0001 | 8/20/2003 | 12/14/2003 | 116 | \$ 1,882 88 | \$ 62 76 | \$ 7,280 47 |
| 3T-LEG-MNR-0001 | 8/21/2003 | 12/14/2003 | 115 | \$ 2,394 58 | \$ 79 82 | \$ 9,179 22 |
| 3T-LEG-RLH-0001 | 8/22/2003 | 11/21/2003 | 91 | \$ 2,422 93 | \$ 80 76 | \$ 7,349 55 |
| 3T-LEG-RGP-0001 | 8/23/2003 | 11/23/2003 | 92 | \$ 1,773 53 | \$ 59 12 | \$ 5,438 83 |
| EQLEGLEL0001 | 8/24/2003 | 11/29/2003 | 97 | \$ 20,719 00 | \$ 690 63 | \$ 66,991 43 |
| 3T-YP3-KGK-0003 | 8/25/2003 | 12/14/2003 | 111 | \$ 3,200 00 | \$ 106 67 | \$ 11,840 00 |
| | | | | | | \$ 115,313 21 |