

**UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

PROOF OF CLAIM



s2600

In re
Allegiance Telecom Service Corporation

Case Number
03-13103

YOUR CLAIM IS SCHEDULED AS

\$10,777.75 UNSECURED
FILED

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.

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.

**U.S. B.C. SOUTHERN DISTRICT OF NEW YORK
ALLEGIANCE TELECOM, INC
03-13057 (RRD)**

1435

Name of Creditor and Address



03805888067090

WATSON WYATT & CO
1079 SOLUTIONS CENTER
CHICAGO, IL 60677-1000
Washington, DC 20006
Attn: Ruth E. Skolnick, Legal Assistant

Check box if you have never received any notices from the bankruptcy court in this case.

Check box if this address differs from the address on the envelope sent to you by the court.

The amounts reflected above constitute your claim as scheduled by the Debtor. If you agree with the amounts set forth herein and have no other claim against the Debtor, you do not need to file this proof of claim EXCEPT as stated below.

If the amounts shown above are listed as Contingent, Unliquidated or Disputed, a proof of claim must be filed. If you have already filed a proof of claim with the Bankruptcy Court or BMC, you do not need to file again.

Creditor Telephone Number (202-715-7000)

CREDITOR TAX ID #
53-0181291

ACCOUNT OR OTHER NUMBER BY WHICH CREDITOR IDENTIFIES DEBTOR
48898

Check here replaces or amends a previously filed claim dated _____ if this claim

1 BASIS FOR CLAIM

- Goods sold
- Personal injury/wrongful death
- Retiree benefits as defined in 11 U.S.C. § 1114(a)
- Services performed
- Taxes
- Wages, salaries, and compensation (Fill out below)
- Money loaned
- Other (describe briefly)

Your social security number _____
Unpaid compensation for services performed from _____ to _____
(date) (date)

2 DATE DEBT WAS INCURRED May 2003

3 IF COURT JUDGMENT, DATE OBTAINED

4 TOTAL AMOUNT OF CLAIM AS OF PETITION DATE \$ 24,084.40 (unsecured)

\$ 24,084.40 (total)

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 itemized statement of all interest or additional charges.

5 SECURED CLAIM

Check this box if your 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 above, if any \$ _____

6 UNSECURED PRIORITY CLAIM

Check this box if you have an unsecured priority claim.

REC'D NOV 19 2003

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 4/1/01 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.

7 CREDITS The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim.

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 the documents are not available. Explain. If the documents are voluminous, attach a summary.

9 DATE-STAMPED COPY To receive an acknowledgment of your claim, please enclose a self-addressed stamped envelope and an additional copy of this proof of claim.

The original of this completed proof of claim form must be sent by mail or hand delivered (FAXES NOT ACCEPTED) so that it is received on or before 4:00 p.m., October 1, 2003, Eastern Daylight Time.

BY MAIL TO United States Bankruptcy Court
re Allegiance Telecom, Inc., et al
P.O. Box 95 Bowling Green Station
New York, NY 10274

BY HAND OR OVERNIGHT DELIVERY TO

Clerk of the United States Bankruptcy Court
re Allegiance Telecom, Inc., et al
One Bowling Green, 6th Floor
New York, NY 10004-11408

THIS SPACE FOR COURT USE ONLY

NOV 13 2003

DATE SIGNED

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)

11/12/03

[Signature] Controller Peter Childs

FILING PROCESSING CENTER

Allegiance Claim



01481

Penalty for presenting fraudulent claim is a fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 AND 3571

See Other Side For Instructions



May 14, 2003

\$24,084.40

Ms Christy Hargrave
Benefits Specialist
Allegiance Telecom
9201 N Central Highway, 1st Floor
Dallas, TX 75231

Invoice

#041-700539

Please make check payable to
Watson Wyatt & Company
1079 Solutions Center
Chicago, IL 60677-1000

Detach this part and return it with your payment in the enclosed envelope Please include invoice number on check



Invoice

#041-700539

Watson Wyatt & Company
Suite 2100
191 North Wacker Drive
Chicago Illinois 60606 1615
Telephone 312 525 2500

For consulting services provided to Allegiance Telecom by Watson Wyatt in the months of May, 2003

DESCRIPTION	AMOUNT
▪ May 2003 Advanced Benefits Solutions - Monthly Retainer	\$22,917 00
▪ Expenses (March travel)	1,167 40
	<hr/>
Total Amount Due	<u>\$24,084 40</u>



Watson Wyatt & Company

General Counsel's Office
1717 H Street N.W.
Washington DC 20006 3900
Telephone 202 715 7000
Fax 202 715 7939

November 12, 2003

V1a Federal Express

Clerk of the Court
U S Bankruptcy Court
Southern District of New York
Re Allegiance Telecom, Inc
One Bowling Green, 6th floor
New York, NY 10004-1408

Re Allegiance Telecom, Inc , et al, Chapter 11, Case Number 03-13103

Dear Sir or Madam

Enclosed please find a completed Proof of Claim in the above-referenced matter with the unpaid invoice attached

As a receipt of this filing, please date stamp the enclosed copy and return to my attention
I am also enclosing a self-addressed postage paid envelope for your use

If you have any questions, please call me at 202-715-7000

Thank you very much for your assistance with this matter

Sincerely,

A handwritten signature in cursive script that reads 'Ruth E. Skolnick'.

Ruth E Skolnick
Legal Assistant

Enclosure