

Susan P Persichilli, Esq (SPP - 0368)
Buchanan Ingersoll PC
Attorneys for WHVPW Real Estate Limited Partnership
140 Broadway, 35th Floor
New York, New York 10005
(212) 440-4400

ORIGINAL

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

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

1557

-----X

In re

Chapter 11

ALLEGIANCE TELECOM, INC , et al,

Case No 03-13057 (RDD)
(Jointly Administered)

REC'D NOV 25 2003

Debtors

PROOF OF CLAIM

-----X

1 This Proof of Claim is being submitted on behalf of claimant, WHVPW Real Estate Limited Partnership ("**WHVPW**" or "**Claimant**"), as and against Allegiance Telecom, Inc , (the "**Debtor**"), in case no 03-13057 (RDD)

The individual executing this Proof of Claim states that he is duly authorized to make this claim on behalf of the Claimant, and that he is aware of the penalties for making and presenting a false proof of claim

- (a) WHVPW is not aware that anyone else has filed a proof of claim relating to this claim
- (b) WHVPW has received notices from the Bankruptcy Court in this case
- (c) WHVPW's address does not differ from the address on the envelope sent by the Court

2 The post office address of the Claimant and the address and telephone number to which all notices to this Claimant should be directed is

WHVPW Real Estate Limited Partnership
c/o Susan P Persichilli, Esq
Buchanan Ingersoll PC
140 Broadway, 35th Floor
New York, New York 10005
(212) 440-4400 (Tel)
(212) 440-4401 (Fax)
e-mail persichillisp@bipc.com

and



Archon Group, L P
c/o Karen Hornick
600 E Las Colinas Blvd
Suite 400
Irving, Texas 75039
(972) 368-2241 (Tel)
(972) 368-4199 (Fax)

3 The basis for WHVPW's claim is certain unpaid and breached lease obligations arising in connection with that certain lease agreement (the "**Lease**") dated April, 14, 2003, between WHVPW, as landlord, and the Debtor, as tenant, of certain real property commonly known as Pinebrook Business Center II, located at 2550 Eisenhower Avenue, Norristown, Pennsylvania

4 No judgment has been obtained

5 The amount of WHVPW's claim as of May 14, 2003 (the "**Filing Date**"), is an amount not less than \$41,068.64. The amount due and owing to claimant after the Filing Date is undetermined at this time. Claimant hereby reserves the right to assert a claim for the amount due and owing to Claimant, including rejection damages, administrative expense claim, any and all unpaid rent, taxes, insurance, plus any and all interest, charges, penalties, costs, fees, and sums due to Claimant pursuant to applicable law, the Lease, sections 365 and 502(b)(6) of the United States Code (the "**Bankruptcy Code**") or otherwise and reserves the right to among other things, setoff and/or recoupment. In addition, Claimant hereby reserves the right to assert that all or any portion of the claims and damages incurred, or that may be incurred, by Claimant post-petition in connection with the Lease are administrative expenses entitled to priority under sections 503 and 507(a)(1) of the Bankruptcy Code.

6 **Classification of Claim** Under the Bankruptcy Code, all claims are classified as one or more of the following: (1) Unsecured Nonpriority, (2) Unsecured Priority, (3) Secured. It is possible for part of a claim to be in one category and part in another. CHECK THE APPROPRIATE CATEGORY OR CATEGORIES that best describe your claim and STATE THE AMOUNT OF THE CLAIM.

Secured Claim
Attach evidence of perfection of security interest
Brief description of collateral

real estate motor vehicle Other
(Describe Briefly)

Security Deposit in the amount of approximately \$14,221.61

Unsecured Nonpriority Claim See ¶ 5 hereinabove

A claim is unsecured if there is no collateral or lien on property of the debtor securing the claim or to the extent that the value of such property is less than the amount of the claim.

_____ **Unsecured Priority Claim** \$ _____

Specify the priority of the claim

- _____ Wages, salaries or commissions (up to \$2,000)
earned not more than 90 days before filing 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 \$900 of deposits toward purchase, lease, or rental of property or
services for personal, family or household use --11 U S C § 507(a)(6)
- _____ Taxes or penalties of governmental units -- 11 U S C § 507(a)(7)
- _____ Other -- 11 U S C §§ 507(a)(2), (a)(5) (Describe Briefly)

7 The amount of all payments on this claim has been credited and deducted for the purpose of making this Proof of Claim In filing this claim, Claimant has deducted all amounts that Claimant owes to the Debtor

8 **Copies of supporting documents**, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments, or evidence of security interests are attached or are available upon request of a party entitled to same If the documents are not available, explain If the documents are voluminous, attach a summary

A copy of the Lease is not attached as an exhibit hereto because of the inclusion of a confidentiality provision therein

9 To receive an acknowledgment of the filing of this Proof of Claim, enclosed is a stamped, self-addressed envelope and copy of this Proof of Claim

10 Claimant hereby reserves and retains the right to supplement, amend and/or modify this Proof of Claim, in accordance with section 502 of the Bankruptcy Code and Fed R Bankr P 3001

**WHVPW REAL ESTATE
LIMITED PARTNERSHIP,**
a Delaware limited partnership

BY WHVPW Gen-Par, Inc ,
a Delaware corporation, its
general partner

Ron K Barger
By
Name Ron K. Barger
Title Assistant Vice President

Dated November 18 2003

Penalty for presenting fraudulent claim Fine up to \$500,000 or imprisonment for up to 5 years, or both 18 U S C §§ 152 and 3571

CLAIMS SUMMARY

Arrearage

Security Deposit Arrearage as of 5/14/03	\$ 33,350 39
Rentals Arrearage as of 5/14/03	\$ 7,718 25

TOTAL ARREARAGE

As of 05/14/03	\$ 41,068 64
----------------	--------------

Claimant hereby reserves and retains the right to supplement, amend and/or modify this Proof of Claim, in accordance with title 11 of the United States Code and the Federal Rules of Bankruptcy Procedure