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Attorneys for the Special Committee of Board of Directors

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re)	Chapter 11 Case No
)	03-13057 (RDD)
Allegiance Telecom, Inc , <u>et al</u> ,)	
)	Jointly Administered
Debtors)	
)	
)	

NOTICE OF WITHDRAWAL OF CLAIMS

PLEASE TAKE NOTICE that James N Perry Jr , Reed E Hundt, Andrew D Lipman, Jacob J Goldberg, Paul J Finnegan, and James E Crawford III, hereby withdraw those proofs of claim filed on November 26, 2004, and designated as claim nos 02375, 02376, 02377, 02380, 02381, and 02384

Dated New York, New York
September 22, 2004

LATHAM & WATKINS LLP

By /s/ Robert J Rosenberg
Robert J Rosenberg (RR-9585)
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New York, New York 10022
(212) 906-1200

Attorneys for the Special Committee
of Board of Directors

CERTIFICATE OF SERVICE

The undersigned hereby certifies that a true and correct copy of the foregoing Notice of Withdrawal of Claims was served upon the parties on the annexed Service List in the manner indicated thereon this 22nd day of September, 2004

/s/ Leslie Salcedo
Leslie Salcedo

Sworn to before me this
22nd day of September, 2004

/s/ John W Weiss
John W Weiss
Notary Public, State of New York
No 02WE6113201
Qualified in New York County
Commission Expires 7/26/08

SERVICE LIST

VIA FIRST CLASS MAIL

AKIN GUMP STRAUSS HAUER & FELD LLP
ATTN PHILIP C DUBLIN, ESQ
ATTN IRA S DIZENGOFF, ESQ
ATTN COLIN M ADAMS, ESQ
590 MADISON AVENUE
NEW YORK, NY 10022

UNITED STATES TRUSTEE
PAMELA JEAN LUSTRIN
33 WHITEHALL STREET
21ST FLOOR
NEW YORK, NY 10004

UNITED STATES BANKRUPTCY COURT FOR THE SOUTHERN DISTRICT OF NEW YORK

PROOF OF CLAIM

Name of Debtor
Allegiance Telecom Inc

Case Number
03 13057(RDD)

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)
James N Perry, Jr

- Check box if you are aware that anyone else has filed a claim relating to your claim. Attach a copy of statement giving particulars.
- 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.

Name and address where notices should be sent
**Latham & Watkins
 Attn: Robert Rosenberg
 c/o James N Perry Jr
 885 Third Avenue
 New York New York 10022**

Telephone number **N/A**

FILED
 SOUTHERN DISTRICT OF NEW YORK
ALLEGIANCE TELECOM, INC
03-13057 (RRD)
2196

THIS SPACE IS FOR COURT USE ONLY

Account or other number by which creditor identifies debtor

Check here
 replace
 amends
 if this claim a previously filed claim dated _____

- 1 Basis for Claim**
- Goods sold
 - Services performed
 - Money loaned
 - Personal injury/wrongful death
 - Taxes
 - Other Corporate Documents/Indemnification

- 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 N/A

3 If court judgment, date obtained N/A

4 Total Amount of Claim at Time Case Filed \$ **Unknown (See Attachment A)**
 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.

RECD
DEC 08 2003
BMC

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 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 4/1/98 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 marking 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 acknowledgement of the filing of your claim, enclose a stamped, self-addressed envelope and copy of this proof of claim.

THIS SPACE IS FOR COURT USE ONLY

Date
11/26/2003

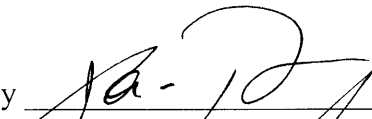
Sign and print the name and title if any of the creditor or other person authorized to file this claim (attach copy of power of attorney if any)
See attached signature page

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



In re Allegiance Telecom, Inc
Case No 03-13057 (RDD)
Proof of Claim - Signature Page

Dated November __, 2003

By 

Name James N Perry, Jr

Title Director / Allegiance Telecom, Inc

ATTACHMENT A

Name of Claim Holder James N Perry, Jr (“Claimant”)

- 1 By filing this proof of claim, Claimant does not waive, release or relinquish any rights it has or may have against any of the Debtors and Claimant reserves the right to amend this proof of claim
- 2 Claimant’s proof of claim is for any and all claims, causes of action, liabilities, damages, remedies and amounts that are related to or that may arise under any agreement, articles of incorporation, bylaws, corporate resolution and/or common law, including but not limited to a claim for indemnification, if any
- 3 The filing of this proof of claim does not take into consideration the assumption and assignment of any such agreement, articles of incorporation, bylaws, and/or corporate resolution, which may be an executory contract under the provisions of 11 U S C § 365, and Claimant specifically reserves the right to amend this proof of claim, if necessary
- 4 The Claimant may hold claims against each of or several of the Debtors Pursuant to that certain Stipulation and Order Permitting Certain Claimants to File Consolidated Claims, entered into by the Debtors and Claimant and approved by the Court on November 25, 2003, filing of this proof of claim in the chapter 11 case of Allegiance Telecom, Inc (Case No 03-13057(RDD)) will be deemed to constitute the filing of proofs of claims in each of the Debtors’ chapter 11 cases However, Claimant only seeks recovery of its claim from a Debtor if such Debtor is eventually determined to be the appropriate Debtor party