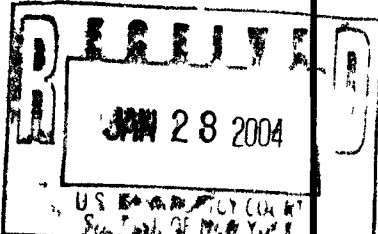


FORM B10 (Official Form 10) (4/01)

UNITED STATES BANKRUPTCY COURT <u>Southern</u> DISTRICT OF <u>New York</u>		PROOF OF CLAIM
Name of Debtor <u>Shared Tech Fairchild</u>	Case Number <u>03-13057</u>	DISTRICT OF NEW YORK TELECOM, INC (FUND) RECD FEB 05 2004 THIS SPACE IS FOR COURT USE ONLY
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(c).		
Name of Creditor (The person or other entity to whom the debtor owes money or property) <u>MCLEODUSA</u>	<input type="checkbox"/> Check box if you are filing a claim relating to your claim. Attach copy of supporting documents. <input type="checkbox"/> Check box if you have never received any notices from the bankruptcy court in this case. <input 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. <u>ATTN: BRYAN COOK</u> <u>15 EAST FIFTH STREET Suite 1100</u> <u>TULSA, OK 74103</u> Telephone number <u>918-494-3485</u>		
Account or other number by which creditor identifies debtor <u># 3406938</u>	Check here if this claim <input type="checkbox"/> replaces a previously filed claim, dated _____ <input type="checkbox"/> amends	
1. Basis for Claim <input type="checkbox"/> Goods sold <input type="checkbox"/> Services performed <input type="checkbox"/> Money loaned <input type="checkbox"/> Personal injury/wrongful death <input type="checkbox"/> Taxes <input checked="" type="checkbox"/> Other <u>TELECOM SERVICES</u>		<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)
2. Date debt was incurred: <u>10/13/01 thru 5/13/03</u>	3. If court judgment, date obtained:	
4. Total Amount of Claim at Time Case Filed: \$ <u>12,339.61</u> 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		
5. Secured Claim. <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 \$ _____		6. Unsecured Priority Claim. <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 of 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)(____) *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 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 
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 the filing of your claim, enclose a stamped, self-addressed envelope and copy of this proof of claim.		
Date <u>1-26-04</u>	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) <u>Bryan Cook</u> Supervisor of Wholesale Cash	
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		



QPADEV01BQ
BCOOK11

McLeodUSA
Invoice Selection List

OPR0319 001
Jan 26 1 59 PM
MODE DISPLAY

Customer Nbr | 3406938 SHARED TECH FAIRCHILD/TCB ATTN RITA LEE
Invoice Date _____

1=View Invoice 5=Display T=Text Print

Sel	Invoice	Invoice Date	Billing Period	Total Current	Balance Due	Status	View On-line
-	2891674	1/03/2004	12/01-12/31	00	00	Closed	Yes
-	2428338	12/03/2003	11/01-11/30	00	00	Closed	Yes
-	2026534	11/03/2003	10/01-10/31	00	00	Closed	Yes
-	1484843	10/03/2003	9/01- 9/30	00	00	Closed	Yes
-	996918	9/03/2003	8/01- 8/31	00	00	Closed	Yes
-	498671	8/04/2003	7/01- 7/31	00	00	Closed	Yes
-	60898	7/03/2003	6/01- 6/30	187 83	187 83	Open	Yes
-	9565251	6/03/2003	5/01- 5/31	704 24	704 24	Open	Yes
-	9126417	5/03/2003	4/01- 4/30	716 98	716 98	Open	Yes
-	8565891	4/03/2003	3/01- 3/31	883 60	883 60	Open	Yes
-	8060576	3/03/2003	2/01- 2/28	460 94	460 94	Open	Yes

More...

F1=Hot Key F3=Exit F4=List F5=Refresh F7=Register F8=Show Open F12=Return

PRE = \$ 12,339.61

Chll file date 5/14/03
POST = \$ 37036

QPADEV01BQ
BCOOK11

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Invoice Selection List

OPR0319 001
Jan 26 2 00 PM
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Customer Nbr | 3406938 SHARED TECH FAIRCHILD/TCB ATTN RITA LEE
Invoice Date _____

1=View Invoice 5=Display T=Text Print

<u>Sel</u>	<u>Invoice</u>	<u>Invoice Date</u>	<u>Billing Period</u>	<u>Total Current</u>		<u>Balance Due</u>	<u>Status</u>	<u>View On-line</u>
-	7552559	2/03/2003	1/01- 1/31	223 67	<i>Due</i>	223 67	Open	Yes
-	7042925	1/03/2003	12/01-12/31	179 53	<i>Due</i>	179 53	Open	Yes
-	6531011	12/04/2002	11/01-11/30	236 67		236 67	Open	Yes
-	6018325	11/04/2002	10/01-10/31	272 99		272 99	Open	Yes
-	5504269	10/03/2002	9/01- 9/30	193 75		193 75	Open	Yes
-	4997162	9/03/2002	8/01- 8/31	295 94		295 94	Open	Yes
-	4470297	8/03/2002	7/01- 7/31	371 57		371 57	Open	Yes
-	3958316	7/03/2002	6/01- 6/30	392 35		392 35	Open	Yes
-	3425532	6/03/2002	5/01- 5/31	446 53		446 53	Open	Yes
-	2970230	5/03/2002	4/01- 4/30	246 25		246 25	Open	Yes
-	2519361	4/03/2002	3/01- 3/31	613 51		613 51	Open	Yes

More...

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<u>Sel</u>	<u>Invoice</u>	<u>Invoice</u> <u>Date</u>	<u>Billing</u> <u>Period</u>	<u>Total</u> <u>Current</u>	<u>Balance</u> <u>Due</u>	<u>Status</u>	<u>View</u> <u>On-line</u>
-	2151149	3/04/2002	2/01- 2/28	277 21	00	Closed	Yes
-	1630016	2/04/2002	1/01- 1/31	492 11	492 11	Open	Yes
-	1204815	1/03/2002	12/01-12/31	476 31	476 31	Open	Yes
-	872048	12/06/2001	11/01-11/30	296 92	296 92	Open	Yes
-	468181	11/07/2001	10/01-10/31	1,434 42	1,434 42	Open	Yes
-	123846	10/13/2001	9/01- 9/30	2,072 99	3,583 86	Open	Yes

Bottom

F1=Hot Key F3=Exit F4=List F5=Refresh F7=Register F8=Show Open F12=Return



15 E Fifth Street
Suite 1800
Tulsa, OK 74103

VIA Regular Mail

January 26, 2004

Attn Ms Kathleen Farrell-Willoughby-Clerk of Court
United States Bankruptcy Court
Southern District of New York
One Bowling Green
New York, NY 10004-1408
(212)-668-2870

Re *Allegiance Telecom, Inc* Debtor, Case No 03-13057

Dear Ms Farrell-Willoughby

Enclosed please find an original and two copies of a Proof of Claim for filing in the above-referenced Chapter 11 case on behalf of McLeodUSA. A self-addressed, postage-paid envelope is also enclosed for your convenience in returning a file-stamped copy of the Proof of Claim to me.

Thank you for your time and assistance

Sincerely,

Bryan Cook

Manager of Wholesale Credit & Collections
918-419-3485
bcook@mcleodusa.com

