

KIRKLAND & ELLIS
Citigroup Center
153 East 53rd Street
New York, New York 10022-4675
Telephone: (212) 446-4800
Facsimile: (212) 446-4900
Matthew A. Cantor (MC-7727)
Jonathan S. Henes (JH-1979)

Attorneys for Debtors and Debtors in Possession

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X	
In re	:
	:
Allegiance Telecom of New York, Inc.,	:
	:
Debtor.	:
	:

Chapter 11 Case No.
03-13055 (RDD)

-----X	
In re	:
	:
Allegiance Telecom, Inc.,	:
	:
Debtor.	:
	:

Chapter 11 Case No.
03-13057 (RDD)

-----X	
In re	:
	:
Adgrafix Corporation,	:
	:
Debtor.	:
	:

Chapter 11 Case No.
03-13060 (RDD)

-----X	:	
In re	:	
ALGX Business Internet, Inc.,	:	Chapter 11 Case No.
	:	03-13061 (RDD)
Debtor.	:	
-----X	:	
In re	:	
Allegiance Internet, Inc.,	:	Chapter 11 Case No.
	:	03-13062 (RDD)
Debtor.	:	
-----X	:	
In re	:	
Allegiance Telecom Company Worldwide,	:	Chapter 11 Case No.
	:	03-13064 (RDD)
Debtor.	:	
-----X	:	
In re	:	
Allegiance Telecom International, Inc.,	:	Chapter 11 Case No.
	:	03-13066 (RDD)
Debtor.	:	
-----X	:	
In re	:	
Allegiance Telecom of Arizona, Inc.,	:	Chapter 11 Case No.
	:	03-13067 (RDD)
Debtor.	:	
-----X	:	

-----X	:	
In re	:	
Allegiance Telecom of California, Inc.,	:	Chapter 11 Case No.
	:	03-13069 (RDD)
Debtor.	:	
-----X	:	
In re	:	
Allegiance Telecom of Colorado, Inc.,	:	Chapter 11 Case No.
	:	03-13070 (RDD)
Debtor.	:	
-----X	:	
In re	:	
Allegiance Telecom of The District of Columbia, Inc.,	:	Chapter 11 Case No.
	:	03-13097 (RDD)
Debtor.	:	
-----X	:	
In re	:	
Allegiance Telecom of Florida, Inc.,	:	Chapter 11 Case No.
	:	03-13073 (RDD)
Debtor.	:	
-----X	:	
In re	:	
Allegiance Telecom of Georgia, Inc.,	:	Chapter 11 Case No.
	:	03-13074 (RDD)
Debtor.	:	
-----X	:	

-----X	:	
In re	:	
Allegiance Telecom of Illinois, Inc.,	:	Chapter 11 Case No.
	:	03-13075 (RDD)
Debtor.	:	
-----X	:	
In re	:	
Allegiance Telecom of Indiana, Inc.,	:	Chapter 11 Case No.
	:	03-13076 (RDD)
Debtor.	:	
-----X	:	
In re	:	
Allegiance Telecom of Maryland, Inc.,	:	Chapter 11 Case No.
	:	03-13077 (RDD)
Debtor.	:	
-----X	:	
In re	:	
Allegiance Telecom of Massachusetts, Inc.,	:	Chapter 11 Case No.
	:	03-13078 (RDD)
Debtor.	:	
-----X	:	
In re	:	
Allegiance Telecom of Michigan, Inc.,	:	Chapter 11 Case No.
	:	03-13079 (RDD)
Debtor.	:	
-----X	:	

-----X	:	
In re	:	
Allegiance Telecom of Minnesota, Inc.,	:	Chapter 11 Case No.
	:	03-13080 (RDD)
Debtor.	:	
-----X	:	
In re	:	
Allegiance Telecom of Missouri, Inc.,	:	Chapter 11 Case No.
	:	03-13081 (RDD)
Debtor.	:	
-----X	:	
In re	:	
Allegiance Telecom of Nevada, Inc.,	:	Chapter 11 Case No.
	:	03-13082 (RDD)
Debtor.	:	
-----X	:	
In re	:	
Allegiance Telecom of New Jersey, Inc.,	:	Chapter 11 Case No.
	:	03-13084 (RDD)
Debtor.	:	
-----X	:	
In re	:	
Allegiance Telecom of North Carolina, Inc.,	:	Chapter 11 Case No.
	:	03-13085 (RDD)
Debtor.	:	
-----X	:	

-----X	:	
In re	:	
Allegiance Telecom of Ohio, Inc.,	:	Chapter 11 Case No.
	:	03-13088 (RDD)
Debtor.	:	
-----X	:	
In re	:	
Allegiance Telecom of Oklahoma, Inc.,	:	Chapter 11 Case No.
	:	03-13090 (RDD)
Debtor.	:	
-----X	:	
In re	:	
Allegiance Telecom of Oregon, Inc.,	:	Chapter 11 Case No.
	:	03-13092 (RDD)
Debtor.	:	
-----X	:	
In re	:	
Allegiance Telecom of Pennsylvania, Inc.,	:	Chapter 11 Case No.
	:	03-13093 (RDD)
Debtor.	:	
-----X	:	
In re	:	
Allegiance Telecom of Texas, Inc.,	:	Chapter 11 Case No.
	:	03-13095 (RDD)
Debtor.	:	
-----X	:	

-----X	:	
In re	:	
Allegiance Telecom of Virginia, Inc.,	:	Chapter 11 Case No.
	:	03-13098 (RDD)
Debtor.	:	
-----X	:	
In re	:	
Allegiance Telecom of Washington, Inc.,	:	Chapter 11 Case No.
	:	03-13099 (RDD)
Debtor.	:	
-----X	:	
In re	:	
Allegiance Telecom of Wisconsin, Inc.,	:	
	:	Chapter 11 Case No.
Debtor.	:	03-13100 (RDD)
-----X	:	
In re	:	
Allegiance Telecom Purchasing Company,	:	Chapter 11 Case No.
	:	03-13101 (RDD)
Debtor.	:	
-----X	:	
In re	:	
Allegiance Telecom Service Corporation,	:	Chapter 11 Case No.
	:	03-13103 (RDD)
Debtor.	:	
-----X	:	

-----X	:	
In re	:	
Coast to Coast Telecommunications, Inc.,	:	Chapter 11 Case No.
	:	03-13104 (RDD)
Debtor.	:	
-----X	:	
In re	:	
Hosting.com, Inc.,	:	Chapter 11 Case No.
	:	03-13105 (RDD)
Debtor.	:	
-----X	:	
In re	:	
InterAccess Telecommunications Co.,	:	Chapter 11 Case No.
	:	03-13106 (RDD)
Debtor.	:	
-----X	:	
In re	:	
Jump.Net, Inc.,	:	Chapter 11 Case No.
	:	03-13107 (RDD)
Debtor.	:	
-----X	:	
In re	:	
Shared Technologies Allegiance, Inc.,	:	Chapter 11 Case No.
	:	03-13108 (RDD)
Debtor.	:	
-----X	:	

-----X	:	
	:	
In re	:	
	:	Chapter 11 Case No.
Virtualis Systems, Inc.,	:	03-13109 (RDD)
	:	
Debtor.	:	
	:	
-----X		

**ORDER PURSUANT TO RULE 1015(b) OF THE FEDERAL
RULES OF BANKRUPTCY PROCEDURE DIRECTING THE
JOINT ADMINISTRATION OF THE CHAPTER 11 CASES**

Upon the motion (the “Motion”), dated May 14, 2003, of Allegiance Telecom, Inc. and its direct and indirect subsidiaries, as debtors and debtors in possession (collectively, the “Debtors”), for an order pursuant to rule 1015(b) of the Federal Rules of Bankruptcy Procedure directing the joint administration of the above-captioned chapter 11 cases, for procedural purposes only, as more fully set forth in the Motion; and the Court having jurisdiction to consider and determine the Motion as a core proceeding pursuant to 28 U.S.C. §§ 157 and 1334; and it appearing that the relief requested by the Motion is in the best interests of the Debtors, their creditors, and all parties in interest; and it appearing that due and proper notice of the Motion has been given; and after due deliberation and sufficient cause appearing therefore; it is hereby

ORDERED that the Motion is granted; and it is further

ORDERED that, pursuant to rule 1015(b) of the Federal Rules of Bankruptcy Procedure, the above-captioned chapter 11 cases are consolidated for procedural proposes only and shall be jointly administered by the Court; and it is further

ORDERED that nothing contained in this Order shall be deemed or construed as directing or otherwise affecting the substantive consolidation of any of the above-captioned chapter 11 cases; and it is further

ORDERED that the caption of the jointly administered cases shall read as follows:

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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

and it is further;

ORDERED that a docket entry shall be made in each of the above-captioned cases substantially as follows:

“An order has been entered in this case directing the procedural consolidation and joint administration of the chapter 11 cases commenced by Allegiance Telecom of New York, Inc.; Allegiance Telecom, Inc.; Adgrafix Corporation; ALGX Business Internet, Inc.; Allegiance Internet, Inc.; Allegiance Telecom Company Worldwide; Allegiance Telecom International, Inc.; Allegiance Telecom of Arizona, Inc.; Allegiance Telecom of California, Inc.; Allegiance Telecom of Colorado, Inc.; Allegiance Telecom of The District of Columbia, Inc.; Allegiance Telecom of Florida, Inc.; Allegiance Telecom of Georgia, Inc.; Allegiance Telecom of Illinois, Inc.; Allegiance Telecom of Indiana, Inc.; Allegiance Telecom of Maryland, Inc.; Allegiance Telecom of Massachusetts, Inc.; Allegiance Telecom of Michigan, Inc.; Allegiance Telecom of Minnesota, Inc.; Allegiance Telecom of Missouri, Inc.; Allegiance Telecom of Nevada, Inc.; Allegiance Telecom of New Jersey, Inc.; Allegiance Telecom of North Carolina, Inc.; Allegiance Telecom of Ohio, Inc.; Allegiance Telecom of Oklahoma, Inc.; Allegiance Telecom of Oregon, Inc.; Allegiance Telecom of Pennsylvania, Inc.; Allegiance Telecom of Texas, Inc.; Allegiance Telecom of Virginia, Inc.; Allegiance Telecom of Washington, Inc.; Allegiance Telecom of Wisconsin, Inc.; Allegiance Telecom Purchasing Company; Allegiance Telecom Service Corporation; Coast to Coast Telecommunications, Inc.; Hosting.com, Inc.; InterAccess Telecommunications Co.; Jump.Net, Inc.; Shared Technologies Allegiance, Inc.; and Virtualis

Systems, Inc.” The docket in Case No. 03-13057 (RDD) should be consulted for all matters affecting these cases.”

Dated: New York, New York
_____, 2003

UNITED STATES BANKRUPTCY JUDGE