

UNITED STATES BANKRUPTCY COURT
Southern District of New York

GENERAL NOTES REGARDING THE DEBTOR'S
SUPPLEMENT NO. 1 TO SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY
CLAIMS

Set-off and Recoupment Claims. In addition to any set-off or recoupment claims listed on the attached Schedule F, the Debtor may have additional set-off and recoupment claims. The Debtor is currently determining what additional claims for set-off or recoupment that it may have. Nothing herein waives or releases any rights, claims, causes of action, or defenses, including set-off rights and recoupment rights. The Debtors expressly reserve such rights, claims, causes of action, or defenses, including set-off rights or recoupment rights.

Customer Addresses. For the “customer claims” that may be listed on the attached Schedule F, the address and other contact information for such customer has not been included herein. The specific customer details are all confidential commercial information. However, the amounts of such claims are included in the summary of schedules. For the purposes of the attached Schedule F, such “customer claims” are contingent, unliquidated and disputed. If any party needs additional information concerning the customers’ addresses, please contact Chris Luna of Allegiance Telecom, Inc. at (469) 259-2069.

Unaudited Financial Information. The schedules and statements have been prepared by the Debtor’s management and are unaudited. While management of the Debtor has sought to ensure that the schedules and statements are accurate and complete based upon information that was available at the time of preparation, the subsequent receipt of information or an audit may result in material changes in the financial data requiring amendment, modification or supplement of these schedules and statements.

Undetermined Amounts. Any amounts that could not be reasonably quantified by the Debtor are scheduled as “Undetermined”.

Claim Description. Any failure to designate a claim on the Debtor’s schedule as “contingent”, “unliquidated” or “disputed, does not constitute an acknowledgement, agreement or admission by the Debtor that such claim is not “contingent”, “unliquidated” or “disputed.” The Debtor expressly reserves the right to dispute, or to assert offsets, recoupments or defenses to or change, any claim reflected in these schedules as to amount, liability, priority, status, characterization, or classification, or to otherwise subsequently designate any claim as “contingent”, “unliquidated” or “disputed.”

Former Employee Addresses. As of the Commencement Date, the Debtors had over a thousand former employees. To protect the privacy of its former employees, the addresses of the Debtor’s former employees are generally not listed herein. If any party needs additional information concerning the former employees’ addresses, please contact Chris Luna of Allegiance Telecom, Inc. at (469) 259-2069.

Bankruptcy Court Orders. Pursuant to Bankruptcy Court orders, the Debtor has been granted authority to pay pre-petition obligations to certain creditors, such as employees, taxing authorities, customers and critical vendors. Accordingly, to the extent that these liabilities have already or will be satisfied such liabilities are not listed herein.

Reserves and Accruals. These schedules do not include reserves and accruals recorded on the Debtor’s books and records pursuant to generally accepted accounting principles.

Intercompany Transactions. The Debtors routinely engaged in intercompany transactions that may result in intercompany transfers, payments, loans, accounts payable and accounts receivable. The Debtors have been conducting a review of those intercompany transactions. As such, intercompany transfers, payments, loans, receivables and payables are not listed herein in these schedules or statements.

Reservation of Right to Amend. The Debtor expressly reserves the right to amend, modify, and supplement these schedules and statements from time to time as necessary and/ or appropriate. This Supplement No. 1 supplements and does not replace, amend or otherwise alter the original Schedule F previously filed herein by the Debtor and such original Schedule F remains unaltered.

In re **Adgrafx Corporation**
Debtor

Case No. **03-13060**
(If known)

SUPPLEMENT NO. 1 TO SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

State the name, mailing address, including zip code, and account number, if any, of all entities holding unsecured claims without priority against the debtor or the property of the debtor, as of the date of filing of the petition. Do not include claims listed in Schedules D and E. If all creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor", including the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether husband, wife, both of them, or the marital community may be liable on each claim by placing an "H", "W", "J", or "C" in the column labeled "Husband, Wife, Joint, or Community".

If the claim is contingent, place an "X" in the column labeled "Contingent". If the claim is unliquidated, place an "X" in the column labeled "Unliquidated". If the claim is disputed, place an "X" in the column labeled "Disputed". (You may need to place an "X" in more than one of these three columns.)

Report total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules.

☐ Check this box if debtor has no creditors holding unsecured nonpriority claims to report on this Schedule F

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE			CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY		CONTINGENT UNLIQUIDATED DISPUTED			AMOUNT OF CLAIM
ACCOUNT NO.	000020011000354	s12601						
3STRIKES								
ACCOUNT NO.	000020031000051	s12639						
A YARN REVIEW								
ACCOUNT NO.	000020011000522	s12688						
ADGRAFIX CORPORATION								
ACCOUNT NO.	000020011005418	s12471						
AEROLEARN.COM								
ACCOUNT NO.	000020011000544	s12474						
AEROLEARN.COM								
ACCOUNT NO.	000020011000328	s12478						
ALGERIAINFO								
ACCOUNT NO.	000020011001080	s12658						
AUTO WHOLESALE DIRECT								

In re **Adgrafx Corporation**
Debtor

Case No. **03-13060**
(If known)

**SUPPLEMENT NO. 1 TO SCHEDULE F -
CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)**

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE			CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM, IF CLAIM IS SUBJECT TO SETOFF, SO STATE		CONTINGENT UNLIQUIDATED DISPUTED			AMOUNT OF CLAIM
ACCOUNT NO.	000020031000289	s12643						
BERMAN & WALTON LLP				CUSTOMER CLAIM	X	X	X	\$112.21
ACCOUNT NO.	000020011001514	s12533						
BOYNE RIVER HOMES				CUSTOMER CLAIM	X	X	X	\$497.25
ACCOUNT NO.	000020011001577	s12598						
BRONZE EAGLES FLYING CLUB OF TEXAS				CUSTOMER CLAIM	X	X	X	\$259.35
ACCOUNT NO.	000020021000832	s12661						
CARL GREGORY DODGE				CUSTOMER CLAIM	X	X	X	\$99.00
ACCOUNT NO.	000020011001923	s12580						
CHESAPEAKE CHRISTIAN CENTER				CUSTOMER CLAIM	X	X	X	\$354.00
ACCOUNT NO.	000020011002158	s12703						
COMMUNITY LINK				CUSTOMER CLAIM	X	X	X	\$23.27
ACCOUNT NO.	000020011002210	s12469						
DALE TINCHER				CUSTOMER CLAIM	X	X	X	\$819.20
ACCOUNT NO.	000020011002588	s12584						
DESIGN METAPHOR GALLERY				CUSTOMER CLAIM	X	X	X	\$344.15
ACCOUNT NO.	000020011002917	s12600						
ECLIPSE PRODUCTION SERVICES INC				CUSTOMER CLAIM	X	X	X	\$245.00
ACCOUNT NO.	000020011008994	s12495						
EMERALD CITY WANDERERS VOLKSSPORT CLUB				CUSTOMER CLAIM	X	X	X	\$648.00
ACCOUNT NO.	000020011003081	s12558						
ENAB				CUSTOMER CLAIM	X	X	X	\$409.50
ACCOUNT NO.	000020011003333	s12673						
FERRIS COMMUNICATIONS				CUSTOMER CLAIM	X	X	X	\$59.00
ACCOUNT NO.	000020011044781	s12698						
FOCUS MEXICO				CUSTOMER CLAIM	X	X	X	\$29.00

In re **Adgrafx Corporation**
Debtor

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**SUPPLEMENT NO. 1 TO SCHEDULE F -
CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)**

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE			CODEBTOR		CONTINGENT				
			HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM, IF CLAIM IS SUBJECT TO SETOFF, SO STATE	UNLIQUIDATED			AMOUNT OF CLAIM	
					DISPUTED				
ACCOUNT NO.	000020011000981	s12519			CUSTOMER CLAIM	X	X	X	\$546.00
FULLHOUSE INVESTMENT LIMITED									
ACCOUNT NO.	000020011003730	s12510			CUSTOMER CLAIM	X	X	X	\$576.00
GKCOATES									
ACCOUNT NO.	000020031000040	s12618			CUSTOMER CLAIM	X	X	X	\$188.65
HEALING ENVIRONMENTS LLC									
ACCOUNT NO.	000020011004107	s12616			CUSTOMER CLAIM	X	X	X	\$195.00
HIMOUD.COM									
ACCOUNT NO.	000020011004133	s12660			CUSTOMER CLAIM	X	X	X	\$99.00
HONG KONG DELIVERY COMPANY									
ACCOUNT NO.	000020031000428	s12621			CUSTOMER CLAIM	X	X	X	\$177.85
IMPERIAL EXPRESS									
ACCOUNT NO.	000020011005882	s12692			CUSTOMER CLAIM	X	X	X	\$39.00
IN-PHASE TECHNOLOGIES, INC (FMR MICROWAVE TEST)									
ACCOUNT NO.	000020011004556	s12486			CUSTOMER CLAIM	X	X	X	\$683.00
INTERMETAL LTD									
ACCOUNT NO.	000020011004532	s12608			CUSTOMER CLAIM	X	X	X	\$239.40
INTERNATIONAL MOTORING INC									
ACCOUNT NO.	000020011004616	s12511			CUSTOMER CLAIM	X	X	X	\$576.00
ISRUDY SILK & TIE COLLECTIONS									
ACCOUNT NO.	000020031000571	s12667			CUSTOMER CLAIM	X	X	X	\$76.72
ITALCONTACT INTERNATIONAL SAS									
ACCOUNT NO.	000020021001973	s12659			CUSTOMER CLAIM	X	X	X	\$99.00
ITELECOM									
ACCOUNT NO.	000020011000753	s12700			CUSTOMER CLAIM	X	X	X	\$26.00
JC & F ALUMINUM, CORP									

In re **Adgrafix Corporation**
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(Continuation Sheet)**

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE			CODEBTOR		CONTINGENT				
			HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM, IF CLAIM IS SUBJECT TO SETOFF, SO STATE	UNLIQUIDATED			AMOUNT OF CLAIM	
					DISPUTED				
ACCOUNT NO.	000020011004847	s12504			CUSTOMER CLAIM	X	X	X	\$598.50
JUST FOR FUN PRODUCTIONS									
ACCOUNT NO.	000020011008819	s12637			CUSTOMER CLAIM	X	X	X	\$119.70
KIMBERLY EBEL									
ACCOUNT NO.	000020011004983	s12713			CUSTOMER CLAIM	X	X	X	\$15.00
KNOTT THE USUAL									
ACCOUNT NO.	000020021001994	s12633			CUSTOMER CLAIM	X	X	X	\$137.06
LISA ROAN									
ACCOUNT NO.	000020011005279	s12575			CUSTOMER CLAIM	X	X	X	\$360.00
LOKELANIS RHYTHM OF THE ISLANDS									
ACCOUNT NO.	000020021001091	s12640			CUSTOMER CLAIM	X	X	X	\$117.00
LRC NUTRITION									
ACCOUNT NO.	000020011044785	s12607			CUSTOMER CLAIM	X	X	X	\$239.40
MANDATE INC									
ACCOUNT NO.	000020011005666	s12534			CUSTOMER CLAIM	X	X	X	\$495.00
MICRO INSTRUMENT									
ACCOUNT NO.	000020021001398	s12665			CUSTOMER CLAIM	X	X	X	\$78.66
MINIERILLC									
ACCOUNT NO.	000020011045071	s12579			CUSTOMER CLAIM	X	X	X	\$357.00
NEVERLOSEYOURPRINCIPAL.COM									
ACCOUNT NO.	000020011006175	s12562			CUSTOMER CLAIM	X	X	X	\$393.50
NOBIL GROUP, CA									
ACCOUNT NO.	000020011004999	s12591			CUSTOMER CLAIM	X	X	X	\$299.25
NORTHERN KONSTAR SEEDPOTATOES LTD									
ACCOUNT NO.	000020021001827	s12650			CUSTOMER CLAIM	X	X	X	\$105.35
PAGE CAFE INTERNET SERVICES									

In re **Adgrafx Corporation**
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(Continuation Sheet)**

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE			CODEBTOR		CONTINGENT				
			HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM, IF CLAIM IS SUBJECT TO SETOFF, SO STATE	UNLIQUIDATED			AMOUNT OF CLAIM	
					DISPUTED				
ACCOUNT NO.	000020031000301	s12681			CUSTOMER CLAIM	X	X	X	\$52.80
PD COX TMPL									
ACCOUNT NO.	000020011006750	s12599			CUSTOMER CLAIM	X	X	X	\$256.00
PLOUTOS CLUB									
ACCOUNT NO.	000020011001068	s12467			CUSTOMER CLAIM	X	X	X	\$864.00
PRUDENTIAL OWENS REALTY									
ACCOUNT NO.	000020011006925	s12568			CUSTOMER CLAIM	X	X	X	\$372.00
PSYCOLOGIA.COM									
ACCOUNT NO.	000020011001125	s12695			CUSTOMER CLAIM	X	X	X	\$36.00
READE GRAPHICS									
ACCOUNT NO.	000020011007152	s12582			CUSTOMER CLAIM	X	X	X	\$346.00
RENDIMAGE									
ACCOUNT NO.	000020011007468	s12596			CUSTOMER CLAIM	X	X	X	\$273.00
SCOOTER CITY LTD									
ACCOUNT NO.	000020021000477	s12556			CUSTOMER CLAIM	X	X	X	\$411.00
SCOTTY'S DIVE CENTRE									
ACCOUNT NO.	000020011008062	s12506			CUSTOMER CLAIM	X	X	X	\$585.00
SCS									
ACCOUNT NO.	000020011001012	s12566			CUSTOMER CLAIM	X	X	X	\$379.00
SIMS CANADA INC									
ACCOUNT NO.	000020011006931	s12573			CUSTOMER CLAIM	X	X	X	\$360.00
SIPADAN DIVE CENTRE									
ACCOUNT NO.	000020011007907	s12725			CUSTOMER CLAIM	X	X	X	\$0.10
SPRAY-N-BAKE, INC									
ACCOUNT NO.	000020011007952	s12515			CUSTOMER CLAIM	X	X	X	\$563.00
STEEM GALLERY									

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(Continuation Sheet)**

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE			CODEBTOR		CONTINGENT				
			HUSBAND, WIFE, JOINT OR COMMUNITY		UNLIQUIDATED				
			DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM, IF CLAIM IS SUBJECT TO SETOFF, SO STATE		DISPUTED			AMOUNT OF CLAIM	
ACCOUNT NO.	000020021000931	s12693			CUSTOMER CLAIM	X	X		X
SURESCORE									
ACCOUNT NO.	000020011008239	s12561			CUSTOMER CLAIM	X	X	X	\$396.00
TECNIROL CA									
ACCOUNT NO.	000020011008249	s12494			CUSTOMER CLAIM	X	X	X	\$651.20
TEMMA MULTIMEDIA									
ACCOUNT NO.	000020011008272	s12666			CUSTOMER CLAIM	X	X	X	\$78.00
TERRAPIN TECHNOLOGIES									
ACCOUNT NO.	000020011008333	s12641			CUSTOMER CLAIM	X	X	X	\$117.00
THE CREAM OF THE CROP									
ACCOUNT NO.	000020011004307	s12652			CUSTOMER CLAIM	X	X	X	\$104.00
THOMAS SCHAEPER									
ACCOUNT NO.	000020011005220	s12516			CUSTOMER CLAIM	X	X	X	\$561.52
VERONICA GARCIA									
ACCOUNT NO.	000020011009030	s12612			CUSTOMER CLAIM	X	X	X	\$210.00
WAYFARERS PVT LTD									

DECLARATION CONCERNING DEBTOR'S
SUPPLEMENT NO. 1 TO SCHEDULES

I, the Senior Vice President of Finance and Accounting of the corporation named as debtor in this case, declare under penalty of perjury that I have read the foregoing Supplement No. 1 to Schedule F, including this signature page, and that they are true and correct to the best of my knowledge, information, and belief.

Date September 5, 2003

Signature: /s/ G. Clay Myers

G. Clay Myers
Printed Name

Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both. 18 U.S.C. Sections 152 and 3571.