

UNITED STATES BANKRUPTCY COURT Southern District of New York

In re Allegiance Telecom of Illinois, Inc.
Debtor

Case no. 03-13075
(If known)

SUMMARY OF SCHEDULES

Indicate as to each schedule whether that schedule is attached and state the number of pages in each. Report the totals from Schedules A, B, C, D, E, F, I, and J in the boxes provided. Add the amounts from Schedules A and B to determine the total amount of the debtor's assets. Add the amounts from Schedules D, E, and F to determine the total amount of the debtor's liabilities.

| AMOUNTS SCHEDULED | | | | | |
|--|-------------------|---------------|-----------------|---------------------|------------------|
| NAME OF SCHEDULE | ATTACHED (YES/NO) | NO. OF SHEETS | ASSETS | LIABILITIES | OTHER |
| A – Real Property | No | n/a | \$0.00 | | |
| B – Personal Property | Yes | 6 | \$42,383,211.12 | | |
| C – Property Claimed as Exempt | No | n/a | | | |
| D – Creditors Holding Secured Claims | Yes | 2 | | \$465,300,000.00 | |
| E – Creditors Holding Unsecured Priority Claims | No | n/a | | \$0.00 | |
| F – Creditors Holding Unsecured Nonpriority Claims | Yes | 14 | | \$7,032,695.42 | |
| G – Executory Contracts and Unexpired Leases | Yes | 7 | | | |
| H – Codebtors | Yes | 1 | | | |
| I – Current Income of Individual Debtor(s) | No | n/a | | | \$0.00 |
| J – Current Expenditures of Individual Debtor(s) | No | n/a | | | \$0.00 |
| Total number of sheets of ALL schedules ➤ | | 30 | | | |
| | | | Total Assets ➤ | \$42,383,211.12 | |
| | | | | Total Liabilities ➤ | \$472,332,695.42 |

UNITED STATES BANKRUPTCY COURT
Southern District of New York

GENERAL NOTES REGARDING THE DEBTOR'S SCHEDULES AND STATEMENTS
(Attached to the Summary of Schedules)

No Schedule Attached

If the Debtor's response to a particular schedule was "None", then the Debtor did not attach that schedule and marked "No" as to "Attached" on the Summary of Schedules.

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.

Specific Notes

These general notes are in addition to the specific notes set forth in the related schedules and statements hereinafter provided.

United States Bankruptcy Court, Southern District of New York
Debtor: Allegiance Telecom of Illinois, Inc.
Case Number: 03-13075 (RDD)

SCHEDULE B - PERSONAL PROPERTY

Except as directed below, list all personal property of the debtor of whatever kind. If the debtor has no property in one or more of the categories, place an "x" in the appropriate position in the column labeled "None." If additional space is needed in any category, attach a separate sheet properly identified with the case name, case number, and the number of the category. If the debtor is married, state whether husband, wife, or both own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor is an individual or a joint petition is filed, state the amount of any exemptions claimed only in Schedule C - Property Claimed as Exempt.

Do not list interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.

If the property is being held for the debtor by someone else, state that person's name and address under "Description and Location of Property."

GENERAL NOTES REGARDING THE DEBTOR'S SCHEDULE OF ASSETS

Financial Information

The information provided herein, except as otherwise noted, is as of the close of business on May 31, 2003.

Unaudited Financial Information

The Schedules have been prepared by the Debtor's management and are unaudited. While management of the Debtor has sought to ensure that the Schedules 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 financial data requiring amendment of the Schedules.

Set-off and Recoupment Claims

In addition to any set-off or recoupment claims listed herein, 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.

Licenses, franchises and other general intangibles

In addition to the licenses, authorizations, and franchises identified in Schedule B, the Debtor generally also has licenses, authorizations, registrations, and franchises (a) in its state of incorporation and in the states where the Debtor transacts business and (b) to conduct business in particular states and municipalities, including business licenses, contractors licenses, and licenses to install and maintain customer premise equipment.

| TYPE OF PROPERTY | N O N E | DESCRIPTION AND LOCATION OF PROPERTY | HUSBAND, WIFE, JOINT, OR COMMUNITY | CURRENT MARKET VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITH- OUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION |
|--|------------------|---|---------------------------------------|---|
| 1. Cash on hand. | X | | | |
| 2. Checking, savings or other financial accounts, certificates of deposit, or shares in banks, savings and loan, thrift, building and loan, and home- stead associations, or credit unions, brokerage houses, or cooperatives. | X | | | |
| 3. Security deposits with public utilities, telephone companies, landlords, and others. | | See Rider B.3 attached | | \$18,624.90 |
| 4. Household goods and furnishings, including audio, video, and computer equipment. | X | | | |

United States Bankruptcy Court, Southern District of New York
Debtor: Allegiance Telecom of Illinois, Inc.
Case Number: 03-13075 (RDD)

SCHEDULE B - PERSONAL PROPERTY
(Continuation Sheet)

| TYPE OF PROPERTY | N O N E | DESCRIPTION AND LOCATION OF PROPERTY | HUSBAND, WIFE, JOINT, OR COMMUNITY | CURRENT MARKET VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITH- OUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION |
|---|------------------|---|---------------------------------------|---|
| 5. Books; pictures and other art objects; antiques; stamp, coin, record, tape, compact disc, and other collections or collectibles. | X | | | |
| 6. Wearing apparel. | X | | | |
| 7. Furs and jewelry. | X | | | |
| 8. Firearms and sports, photographic, and other hobby equipment. | X | | | |
| 9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each. | X | | | |
| 10. Annuities. Itemize and name each issuer. | X | | | |
| 11. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Itemize. | X | | | |
| 12. Stock and interests in incorporated and unincorporated businesses. Itemize. | X | | | |
| 13. Interests in partnerships or joint ventures. Itemize. | X | | | |
| 14. Government and corporate bonds and other negotiable and nonnegotiable instruments. | X | | | |
| 15. Accounts receivable. | | Trade Accounts Receivable, Net of Allowance for Doubtful Accounts | | \$4,307,462.87 |
| 16. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars. | X | | | |
| 17. Other liquidated debts owing debtor including tax refunds. Give particulars. | X | | | |

United States Bankruptcy Court, Southern District of New York
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SCHEDULE B - PERSONAL PROPERTY
(Continuation Sheet)

| TYPE OF PROPERTY | N O N E | DESCRIPTION AND LOCATION OF PROPERTY | HUSBAND, WIFE, JOINT, OR COMMUNITY | CURRENT MARKET VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITH- OUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION |
|--|------------------|---|---------------------------------------|---|
| 18. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule of Real Property. | X | | | |
| 19. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust. | X | | | |
| 20. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each. | X | | | |
| 21. Patents, copyrights, and other intellectual property. Give particulars. | X | | | |
| 22. Licenses, franchises, and other general intangibles. Give particulars. | | See Rider B.22 attached. | | Undetermined |
| 23. Automobiles, trucks, trailers, and other vehicles and accessories. | | Capitalized Service Vehicle Leases Net Book Value Chicago, IL | | \$88,246.27 |
| 24. Boats, motors, and accessories. | X | | | |
| 25. Aircraft and accessories. | X | | | |
| 26. Office equipment, furnishings, and supplies. | | Furniture & Fixtures, Office Equipment, Communication Equipment, Computing Equipment Net Book Value Chicago, IL | | \$221,751.83 |
| 27. Machinery, fixtures, equipment, and supplies used in business. | | Switch Equipment, Transmission Equipment, Customer Premise Equipment, Internet Transmission Equipment, IT Support System Software, Capitalized Dark Fiber Leases Net Book Value Chicago, IL | | \$35,404,999.96 |
| 28. Inventory. | X | | | |
| 29. Animals. | X | | | |
| 30. Crops - growing or harvested. Give particulars. | X | | | |
| 31. Farming equipment and implements. | X | | | |

United States Bankruptcy Court, Southern District of New York
Debtor: Allegiance Telecom of Illinois, Inc.
Case Number: 03-13075 (RDD)

SCHEDULE B - PERSONAL PROPERTY
(Continuation Sheet)

| TYPE OF PROPERTY | N O N E | DESCRIPTION AND LOCATION OF PROPERTY | HUSBAND, WIFE, JOINT, OR COMMUNITY | CURRENT MARKET VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITH- OUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION |
|--|------------------|---|---------------------------------------|---|
| 32. Farm supplies, chemicals, and feed. | X | | | |
| 33. Other personal property of any kind not already listed. Itemize. | | Leasehold Improvements Net Book Value Chicago, IL | | \$2,342,125.29 |
| <u>2</u> continuation sheets attached | | | Total ► | \$42,383,211.12 |

(Include amounts from any continuation sheets attached. Report total also on Summary of Schedules.)

| <i>Company in Possession</i> | <i>Addresses</i> | <i>Type of Property</i> | <i>Description</i> | <i>Approx. Balance as of May 14, 2003</i> |
|--|---|-------------------------|--------------------|---|
| <u>REAL ESTATE SECURITY DEPOSITS</u> | | | | |
| One Illinois Center/Lincoln Property Company | Lincoln Property Company c/o LaSalle Bank, N.A. 135 South LaSalle Street, Department 1230 Chicago, IL 60674-1230 | Cash | Sales (Chicago) | \$18,624.90 |
| Total | | | | \$18,624.90 |

United States Bankruptcy Court, Southern District of New York
Debtor: Allegiance Telecom of Illinois, Inc.
CASE NO. 03-13075 (RDD)

SCHEDULE B -PERSONAL PROPERTY
Rider B.22 - Licenses, franchises and other intangibles

| DESCRIPTION | VALUE |
|---|--------------|
| Licenses: | |
| Docket Number: 97-0670 Service Type: Facilities-based and Resold Local Exchange and Resold Interexchange Telecommunications Services Grant Date: 05/20/1998 | Undetermined |

United States Bankruptcy Court, Southern District of New York
 Debtor: Allegiance Telecom of Illinois, Inc.
 Case Number: 03-13075 (RDD)

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

State the name, mailing address, including zip code, and account number, if any, of all entities holding claims secured by property of the debtor as of the date of filing of the petition. List creditors holding all types of secured interests such as judgment liens, garnishments, statutory liens, mortgages, deeds of trust, and other security interests. List creditors in alphabetical order to the extent practicable. If all secured 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," include 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 the 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 secured claims to report on this Schedule D.

| CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE | CODEBTOR | HUSBAND, WIFE, JOINT, OR COMMUNITY | DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND MARKET VALUE OF PROPERTY SUBJECT TO LIEN | CONTINGENT | UNLIQUIDATED | DISPUTED | AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL | UNSECURED PORTION, IF ANY |
|--|----------|------------------------------------|---|------------|--------------|----------|---|---------------------------|
| ACCOUNT NO. | | | | | | | | |
| See Rider D-1 immediately following Schedule D. | | | Senior Secured Debt | | | | \$465,300,000.00 | |
| | | | VALUE \$ Undetermined | | | | | |
| ACCOUNT NO. | | | | | | | | |
| | | | VALUE \$ | | | | | |
| ACCOUNT NO. | | | | | | | | |
| | | | VALUE \$ | | | | | |
| ACCOUNT NO. | | | | | | | | |
| | | | VALUE \$ | | | | | |
| | | | | | | | Total ▶ | \$ 465,300,000.00 |

1 continuation sheet attached

United States Bankruptcy Court, Southern District of New York
 Debtor: Allegiance Telecom of Illinois, Inc.
 Case Number: 03-13075 (RDD)
 Schedule D – Creditors Holding Secured Claims
 Rider D-1

| CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE (As of June 25, 2003) | CO – DEBTOR | DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND MARKET VALUE OF PROPERTY SUBJECT TO LIEN (1) (2) | CONTINGENT, UNLIQUIDATED, DISPUTED (3) | AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL (As of June 25, 2003) | UNSECURED PORTION, IF ANY (2) |
|---|-------------|---|--|---|-------------------------------|
| GE Capital Services | X | | | \$33,447,893.56 | |
| ABN Amro Bank | X | | | \$19,113,082.04 | |
| Absolute Rec. Hedge LP | X | | | \$3,589,393.04 | |
| Absolute Rec. Hedge LTD | X | | | \$5,999,368.43 | |
| Bank Austria | X | | | \$9,800,000.00 | |
| Bank of America | X | | | \$18,157,427.94 | |
| Bank of Nova Scotia | X | | | \$19,113,082.04 | |
| Bayerische Hypo | X | | | \$10,500,000.00 | |
| BNP Paribas | X | | | \$13,379,157.43 | |
| CIT Lending Services Corp. | X | | | \$5,800,776.57 | |
| CoBank | X | | | \$19,113,082.04 | |
| Credit Suisse First Boston | X | | | \$4,778,270.51 | |
| Dresdner Bank | X | | | \$14,000,000.00 | |
| Fernwood Associates, L.P. | X | | | \$4,942,660.55 | |
| Fleet Bank | X | | | \$22,935,698.45 | |
| Gryphon Master Fund, LP | X | | | \$4,942,660.55 | |
| IBM Credit LLC | X | | | \$13,379,157.43 | |
| Langley Partners, LP | X | | | \$4,778,271.13 | |
| Morgan Stanley Senior FD | X | | | \$14,170,421.49 | |
| Pauraque Partners | X | | | \$132,835,920.17 | |
| R2 Investments, LDC | X | | | \$12,356,651.38 | |
| R2 Top Hat, LTD | X | | | \$14,334,811.53 | |
| Special Utilities (Cont) | X | | | \$6,402,882.46 | |
| Special Utilities (S) | X | | | \$3,153,658.55 | |
| Toronto Dominion | X | | | \$13,379,157.43 | |
| TRS Thebe LLC | X | | | \$8,404,275.81 | |
| UBS AG | X | | | \$19,113,082.04 | |
| Union Bank of California | X | | | \$13,379,157.43 | |
| Total | | | | \$465,300,000.00 | |

- (1) Prior to the Commencement Date, Allegiance Telecom Company Worldwide (“ATCW”) entered into that certain Credit and Guaranty Agreement, dated as of February 15, 2000 (as amended, supplemented or otherwise modified from time to time) and entered into related loan documents thereto, among ATCW, all of the other Debtors, and lenders thereto from time to time (collectively, the “Secured Lenders”). These Secured Lenders have a security interest in the property of the Debtors as described in the Final Order Authorizing Use of Cash Collateral By Consent entered June 24, 2003 (docket # 182).
- (2) The market value of the property subject to the Secured Lenders’ liens and the unsecured portion of the Secured Lenders’ claims have not been determined as of this date.
- (3) The Debtors have approximately \$26 million in cash (the “Disputed Amount”) in Account #343605, which is an interest bearing account, at JPMorgan Chase Bank (the “Disputed Account”). The Debtors dispute the Secured Lenders’ asserted security interest in the Disputed Account. The Debtors reserve their right to file an action to avoid any asserted security interest in the Disputed Amount or the Disputed Account.

**UNITED STATES BANKRUPTCY COURT
Southern District of New York**

**GENERAL NOTES REGARDING THE DEBTOR'S SCHEDULES 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.

In re Allegiance Telecom of Illinois, Inc.
Debtor

Case No. 03-13075
(If known)

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 | | CONTINGENT | | | AMOUNT OF CLAIM |
|--|-----------------------------------|--|--------------|--|----------|-----------------|
| | HUSBAND, WIFE, JOINT OR COMMUNITY | DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM, IF CLAIM IS SUBJECT TO SETOFF, SO STATE | UNLIQUIDATED | | DISPUTED | |
| | | | | | | |
| ACCOUNT NO. 1350 s4306 BROADWING COMMUNICA SVCS INC - CABS 1122 CAPITAL OF TEXAS HWY S AUSTIN, TX 78746 | | CAPITAL LEASE | X | | | \$1,022,513.76 |
| ACCOUNT NO. 1271 s4293 GE CAPITAL FLEET SERVICE PO BOX 100363 ATLANTA, GA 30384-0363 | | CAPITAL LEASE | X | | | \$28,848.69 |
| ACCOUNT NO. 44158 s4310 LEVEL 3 COMMUNICATIONS INC - CABS C/O NORWEST BANK DENVER, CO 80291-0182 | | CAPITAL LEASE | X | | | \$238,694.40 |
| ACCOUNT NO. 50691 s4315 METROMEDIA FIBER NETWORK, INC. P.O. BOX 7247-6887 PHILADELPHIA, PA 19170-6887 | | CAPITAL LEASE | X | | | \$3,119,546.30 |

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

| CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE | CODEBTOR | | CONTINGENT | | | AMOUNT OF CLAIM |
|--|-----------------------------------|--|--------------|---|---|-----------------|
| | HUSBAND, WIFE, JOINT OR COMMUNITY | DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM, IF CLAIM IS SUBJECT TO SETOFF, SO STATE | UNLIQUIDATED | | | |
| | | | DISPUTED | | | |
| ACCOUNT NO. 002528540332 s3207 ABEL ELECTROPOLISHING CO C/O TOM GLASS 2001 S KILBOURN AVENUE CHICAGO, IL 60623 | | CUSTOMER CLAIM | X | X | X | UNDETERMINED |
| ACCOUNT NO. 000053530236 s3209 ACCEPTANCE INSURANCE AGENCY C/O NORMA GOMEZ 2117 N MILWAUKEE AVE CHICAGO, IL 60647 | | CUSTOMER CLAIM | X | X | X | UNDETERMINED |
| ACCOUNT NO. 002534932386 s3233 ALL ABOUT DRAPES (DRAPERY WORKS) C/O RICHARD LA DOUCEUR 5100 ACADEMY DRIVE STE 200 LISLE, IL 60532 | | CUSTOMER CLAIM | X | X | X | UNDETERMINED |
| ACCOUNT NO. 002593662445 s3264 AMPLIVOX SOUND SYSTEMS C/O DONALD ROTH 3149 MACARTHUR BOULEVARD NORTHBROOK, IL 60062 | | CUSTOMER CLAIM | X | X | X | UNDETERMINED |
| ACCOUNT NO. 002594536476 s3263 AMPLIVOX SOUND SYSTEMS C/O JIM 3149MCARTHUR BLVD NORTHBROOK, IL 60062 | | CUSTOMER CLAIM | X | X | X | UNDETERMINED |
| ACCOUNT NO. 000209114259 s3266 ANALYST INTERNATIONAL C/O PAULA TIMMONS A-P 410 1101 PERIMETER DR SUITE 500 SCHAUMBURG, IL 60173 | | CUSTOMER CLAIM | X | X | X | UNDETERMINED |
| ACCOUNT NO. 000002556748 s3285 APPS COMMUNICATIONS C/O DAVE APPS FLOOR 1, ROOM 16, 64 ORLAND SQUARE DRIVE ORLAND PARK, IL 60462 | | CUSTOMER CLAIM | X | X | X | UNDETERMINED |

In re **Allegiance Telecom of Illinois, Inc.**
Debtor

Case No. **03-13075**
(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

| CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE | CODEBTOR | | CONTINGENT | | | AMOUNT OF CLAIM |
|--|-----------------------------------|--|--------------|---|---|-----------------|
| | HUSBAND, WIFE, JOINT OR COMMUNITY | DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM, IF CLAIM IS SUBJECT TO SETOFF, SO STATE | UNLIQUIDATED | | | |
| | | | DISPUTED | | | |
| ACCOUNT NO. 002465490408 s3302 ARTHUR GOLDNER AND ASSC DBA WILLOW HILL C/O ALICE DETERMANN 540 FRONTAGE, FL1 PALATINE, IL 60095 | | CUSTOMER CLAIM | X | X | X | UNDETERMINED |
| ACCOUNT NO. 002481511266 s3303 ASHLAND PLUMBING AND HEATING C/O LINDA KRAVITS 451 UNION AVENUE CHICAGO, IL 60610 | | CUSTOMER CLAIM | X | X | X | UNDETERMINED |
| ACCOUNT NO. 002455302255 s3334 BDK QUALITY SERVICES C/O BRAD KUMMER 142 W HOME AV, 1ST FLOOR VILLA PARK, IL 60181 | | CUSTOMER CLAIM | X | X | X | UNDETERMINED |
| ACCOUNT NO. 002200843305 s3341 BHM GOLF C/O BRIAN MEYER 100 E ROOSEVELT RD VILLA PARK,, IL 60181 | | CUSTOMER CLAIM | X | X | X | UNDETERMINED |
| ACCOUNT NO. 002570246370 s3378 CAREER DISCOVERY C/O SYLVIA DUNNE 22 W MONROE STREET, STE 400 CHICAGO, IL 60603 | | CUSTOMER CLAIM | X | X | X | UNDETERMINED |
| ACCOUNT NO. 002467590451 s3395 CHILPANCINGO RESTAURANTE C/O GINO BAHENA 358 W ONTARIO ST STE 1 CHICAGO, IL 60610 | | CUSTOMER CLAIM | X | X | X | UNDETERMINED |
| ACCOUNT NO. 002413356372 s3432 CORPORATE MARKETING MANAGEMENT C/O KARL SCHROEDER 188 INDUSTRIAL DR ELMHURST, IL 60126 | | CUSTOMER CLAIM | X | X | X | UNDETERMINED |

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

| CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE | CODEBTOR | | CONTINGENT | | | AMOUNT OF CLAIM |
|--|-----------------------------------|--|--------------|---|----------|-----------------|
| | HUSBAND, WIFE, JOINT OR COMMUNITY | DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM, IF CLAIM IS SUBJECT TO SETOFF, SO STATE | UNLIQUIDATED | | DISPUTED | |
| | | | | | | |
| ACCOUNT NO. 002184956543 s3480 EBONY REAL ESTATE INC C/O RUDOLPH JAMES 7924 S ASHLAND AV AUBURN PARK, IL 60620 | | CUSTOMER CLAIM | X | X | X | UNDETERMINED |
| ACCOUNT NO. 002234120164 s3514 FIRST & MAIN C/O KAREN MASON 250 CORTLAND AV LOMBARD, IL 60148 | | CUSTOMER CLAIM | X | X | X | UNDETERMINED |
| ACCOUNT NO. 002476276498 s3515 FIRST COMMERCIAL FUNDING INC C/O RICK RODRIGUEZ 1000 JORIE BOULEVARD, STE 109 OAK BROOK, IL 60523 | | CUSTOMER CLAIM | X | X | X | UNDETERMINED |
| ACCOUNT NO. 002367700307 s3519 FORBES TECHNICAL CONSULTING C/O JENNIFER GOODNOW 233 N MICHIGAN AV CHICAGO, IL 60601 | | CUSTOMER CLAIM | X | X | X | UNDETERMINED |
| ACCOUNT NO. 002199003302 s3599 HOT PINK C/O CLAYBORN GREEN 2828 N CLARK STE 204 CHICAGO, IL 60657 | | CUSTOMER CLAIM | X | X | X | UNDETERMINED |
| ACCOUNT NO. 000002631717 s3626 K. MADHIWALA DBA FAIRFIELD INN C/O KARIT 4514 W LAKE AVENUE GLENVIEW,, IL 60025 | | CUSTOMER CLAIM | X | X | X | UNDETERMINED |
| ACCOUNT NO. 002556918534 s3635 KOMATSU AMERICA C/O CHRIS MARLER / JEFF DANNER 440 N FAIRWAY DRIVE VERNON HILLS, IL 60061 | | CUSTOMER CLAIM | X | X | X | UNDETERMINED |

In re **Allegiance Telecom of Illinois, Inc.**
Debtor

Case No. **03-13075**
(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

| CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE | CODEBTOR | | CONTINGENT | | | AMOUNT OF CLAIM |
|---|-----------------------------------|--|--------------|---|---|-----------------|
| | HUSBAND, WIFE, JOINT OR COMMUNITY | DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM, IF CLAIM IS SUBJECT TO SETOFF, SO STATE | UNLIQUIDATED | | | |
| | | | DISPUTED | | | |
| ACCOUNT NO. 002464233316 s3786 MEDTECH MEDICAL C/O SHELLY 1602 BARCLAY BLVD. BUFFALO GROVE, IL 60089 | | CUSTOMER CLAIM | X | X | X | UNDETERMINED |
| ACCOUNT NO. 000002637521 s3788 MELROSE TRANSPORT C/O MIKE POLIVKA 7545 S MADISON ST STE 15 BURR RIDGE, IL 60527 | | CUSTOMER CLAIM | X | X | X | UNDETERMINED |
| ACCOUNT NO. 000222316270 s3793 METROPOLITAN LIVING LLC C/O 1343 N. MOHAWK 1 S. CHICAGO, IL 60610 | | CUSTOMER CLAIM | X | X | X | UNDETERMINED |
| ACCOUNT NO. 002233099474 s3808 MONEY MAILER OF DUPAGE C/O MARK ELKINS 7209 OLDE SALEM CIRCLE HANOVER PARK, IL 60103 | | CUSTOMER CLAIM | X | X | X | UNDETERMINED |
| ACCOUNT NO. 000002636838 s3814 MORTGAGE MANAGER C/O JIM AGNEW 250 CENTER DRIVE VERNON HILLS, IL 60061 | | CUSTOMER CLAIM | X | X | X | UNDETERMINED |
| ACCOUNT NO. 155552 s4054 MUSICIANS NETWORK C/O KURT ISENBERG 5505 NORTH CLARK STREET CHICAGO, IL 60640 | | CUSTOMER CLAIM | X | X | X | \$2,947.50 |
| ACCOUNT NO. 000155532315 s3820 MUSICIANS NETWORK C/O KURT ISENBERG 5505 N. CLARK ST., SUITE 1 CHICAGO, IL 60640 | | CUSTOMER CLAIM | X | X | X | UNDETERMINED |

In re **Allegiance Telecom of Illinois, Inc.**
Debtor

Case No. **03-13075**
(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

| CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE | CODEBTOR | | CONTINGENT | | | AMOUNT OF CLAIM |
|---|-----------------------------------|--|--------------|---|---|-----------------|
| | HUSBAND, WIFE, JOINT OR COMMUNITY | DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM, IF CLAIM IS SUBJECT TO SETOFF, SO STATE | UNLIQUIDATED | | | |
| | | | DISPUTED | | | |
| ACCOUNT NO. 002544475457 s3847 OMNI YOUTH SERVICES (PREVENTION COMMUNITY SERVICES) C/O ED FROMKIN 1111 W LAKE COOK ROAD BUFFALO GROVE, IL 60089 | | CUSTOMER CLAIM | X | X | X | UNDETERMINED |
| ACCOUNT NO. 002475861453 s3851 OPEN ROAD RADIO C/O HEIDI 4340 CROSS ST DOWNERS GROVE, IL 60515 | | CUSTOMER CLAIM | X | X | X | UNDETERMINED |
| ACCOUNT NO. 002475841415 s3850 OPEN ROAD RADIO C/O HELEN BABITBKE 915 E LORRAINE AV ADDISON, IL 60101 | | CUSTOMER CLAIM | X | X | X | UNDETERMINED |
| ACCOUNT NO. 002230256324 s3881 PRESTIGE PORTRAITS C/O CLAIRE SMITH 2431 WEST 75TH STREET OSWEGO, IL 60543 | | CUSTOMER CLAIM | X | X | X | UNDETERMINED |
| ACCOUNT NO. 002576736514 s3917 RESTAURANT EVALUATORS C/O BRUCE LEVY 2707 N HALSTED ST, UNIT 2F CHICAGO, IL 60614 | | CUSTOMER CLAIM | X | X | X | UNDETERMINED |
| ACCOUNT NO. 000002659695 s3958 SIGNS NOW C/O ROGER SOSA 716 CENTRAL AV, FLR 1 HIGHLAND PARK, IL 60035 | | CUSTOMER CLAIM | X | X | X | UNDETERMINED |
| ACCOUNT NO. 000002610274 s3978 SPARR & ASSOCIATES C/O RICHARD SPARR SUITE 1207, 350 N ORLEANS STREET CHICAGO,, IL 60654 | | CUSTOMER CLAIM | X | X | X | UNDETERMINED |

In re **Allegiance Telecom of Illinois, Inc.**
Debtor

Case No. **03-13075**
(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

| CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE | CODEBTOR | | CONTINGENT | | | AMOUNT OF CLAIM |
|---|-----------------------------------|--|--------------|---|----------|-----------------|
| | HUSBAND, WIFE, JOINT OR COMMUNITY | DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM, IF CLAIM IS SUBJECT TO SETOFF, SO STATE | UNLIQUIDATED | | DISPUTED | |
| | | | | | | |
| ACCOUNT NO. 002343321226 s3704 TAYLOR BUSINESS EQUIPMENT LLC C/O NANCY TAYLOR 308 W ERIE ST STE 7 CHICAGO, IL 60610 | | CUSTOMER CLAIM | X | X | X | UNDETERMINED |
| ACCOUNT NO. 2636098 s3708 TEAMWORKS MEDIA, INC 954 W. WASHINGTON BLVD, FLOOR 3 CHICAGO, IL 60607 | | CUSTOMER CLAIM | X | X | X | UNDETERMINED |
| ACCOUNT NO. 002629721371 s3709 TEC AIR INC. C/O PAM BINKLEY 1 TEC AIR AVE WILLOW SPRINGS, IL 60480 | | CUSTOMER CLAIM | X | X | X | UNDETERMINED |
| ACCOUNT NO. 002541281311 s3752 TRIAD TECHNOLOGIES C/O JOHN KOLEGAS 17W580 BUTTERFIELD ROAD OAKBROOK TERRACE, IL 60181 | | CUSTOMER CLAIM | X | X | X | UNDETERMINED |
| ACCOUNT NO. 002495876609 s3998 US VIRGIN ISLANDS C/O KAY MILLINER 500 N MICHIGAN AVE STE 2030 CHICAGO, IL 60611 | | CUSTOMER CLAIM | X | X | X | UNDETERMINED |
| ACCOUNT NO. s4118 SOLD, INC. D/B/A REMAX "10" C/O SCOTT L. LADEWIG 5600 W. 127TH STREET CRESTWOOD, IL 60445 USA | | LITIGATION Case Nbr: 03 M5 8190 Circuit Court of Cook Co., Illinois May 9, 2003 | X | X | X | UNDETERMINED |
| ACCOUNT NO. s4140 GLAD, LAUREN C/O ROBERT N. WADINGTON 111 W. WASHINGTON ST., STE. 1460 CHICAGO, IL 60602 USA | | LITIGATION Case Nbr: 03C3553 US District Court, Northern District of Illinois | X | X | X | UNDETERMINED |

In re **Allegiance Telecom of Illinois, Inc.**
Debtor

Case No. **03-13075**
(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

| CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE | CODEBTOR | | CONTINGENT | | | AMOUNT OF CLAIM |
|---|-----------------------------------|---|--------------|---|---|-----------------|
| | HUSBAND, WIFE, JOINT OR COMMUNITY | DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM, IF CLAIM IS SUBJECT TO SETOFF, SO STATE | UNLIQUIDATED | | | |
| | | | DISPUTED | | | |
| ACCOUNT NO. s4139 | | | | | | |
| JANEK, MICHELLE C/O ROBERT N. WADINGTON 111 W. WASHINGTON ST., STE. 1460 CHICAGO, IL 60602 USA | | LITIGATION Case Nbr: 03C3553 US District Court, Northern District of Illinois Law Suit filed 5/23/03 | X | X | X | UNDETERMINED |
| ACCOUNT NO. s4128 | | | | | | |
| WORLD ACCESS, INC. ET AL C/O MORTON P. LEVINE, LEVINE & BLOCK 2270 RESURGENS PLAZA 945 E. PACES FERRY ROAD ATLANTA, GA 03264 USA | | LITIGATION United States Bankruptcy Court for the Northern District of Illinois | X | X | X | UNDETERMINED |
| ACCOUNT NO. 74570 s4197 | | | | | | |
| ADT SECURITY SVCS PO BOX 371994 PITTSBURGH, PA 15250-7994 | | TRADE PAYABLE | | | | \$140.67 |
| ACCOUNT NO. 13-74570 s2130 | | | | | | |
| ADT SECURITY SVCS PO BOX 371994 PITTSBURGH, PA 15250-7994 | | TRADE PAYABLE | | | | \$65.67 |
| ACCOUNT NO. 13-164448 s2113 | | | | | | |
| AMERITECH-- CABS PO BOX 75825 CHICAGO, IL 60675-5825 | | TRADE PAYABLE | | | X | \$233.12 |
| ACCOUNT NO. 13-50112 s2124 | | | | | | |
| AMERITECH CABS POB 1838 SAGINAW, MI 48605-1838 | | TRADE PAYABLE | | | X | \$2,434,448.52 |
| ACCOUNT NO. 13-52207 s2126 | | | | | | |
| AMERITECH 350 N ORLEANS FL 5 CHICAGO, IL 60654 | | TRADE PAYABLE | | | | \$50.00 |
| ACCOUNT NO. 13-211913 s3059 | | | | | | |
| AT&T PO BOX 78425 PHOENIX, AZ 85062-8425 | | TRADE PAYABLE | | | X | \$826.84 |

In re **Allegiance Telecom of Illinois, Inc.**
Debtor

Case No. **03-13075**
(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

| CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE | CODEBTOR | | CONTINGENT | | | AMOUNT OF CLAIM |
|--|-----------------------------------|--|--------------|---|--|-----------------|
| | HUSBAND, WIFE, JOINT OR COMMUNITY | DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM, IF CLAIM IS SUBJECT TO SETOFF, SO STATE | UNLIQUIDATED | | | |
| | | | DISPUTED | | | |
| ACCOUNT NO. 13-36361 s2988 AVAYA INC. P.O. BOX 73061 CHICAGO, IL 60673-3061 | | TRADE PAYABLE | | X | | \$14,873.64 |
| ACCOUNT NO. 13-1797 s2114 BFC 1141 N RADDANT RD BATAVIA, IL 60510 | | TRADE PAYABLE | | | | \$307.32 |
| ACCOUNT NO. 13-33086 s2121 COMED BILL PAYMENT CENTER CHICAGO, IL 60668-0001 | | TRADE PAYABLE | | | | \$15,471.92 |
| ACCOUNT NO. 13-1165 s2104 CONNECTION CONCEPTS INC 1560 FRONTENAC RD NAPERVILLE, IL 60563 | | TRADE PAYABLE | | X | | \$2,204.17 |
| ACCOUNT NO. 13-1546 s2111 ELTEK ENERGY / PCP LBX 619764 CHICAGO, IL 60680-6197 | | TRADE PAYABLE | | | | \$1,050.00 |
| ACCOUNT NO. 13-50279 s2125 EXELON THERMAL TECHNOLOGIES INC PO BOX 805379 CHICAGO, IL 60680-5379 | | TRADE PAYABLE | | | | \$10,623.29 |
| ACCOUNT NO. 13-1271 s2106 GE CAPITAL FLEET SERVICE PO BOX 100363 ATLANTA, GA 30384-0363 | | TRADE PAYABLE | | | | \$7,697.48 |
| ACCOUNT NO. 13-32102 s2120 GEORGIA POWER 96 ANNEX ATLANTA, GA 30396-0001 | | TRADE PAYABLE | | | | \$915.60 |
| ACCOUNT NO. 13-197762 s2116 GIBSON TECHNOLOGY 2100 S YORK RD STE 200 OAK BROOK, IL 60523 | | TRADE PAYABLE | | | | \$320.48 |

In re **Allegiance Telecom of Illinois, Inc.**
Debtor

Case No. **03-13075**
(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

| CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE | | | CODEBTOR | | CONTINGENT | | AMOUNT OF CLAIM |
|--|-----------|-------|-----------------------------------|--|--------------|---|-----------------|
| | | | HUSBAND, WIFE, JOINT OR COMMUNITY | DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM, IF CLAIM IS SUBJECT TO SETOFF, SO STATE | UNLIQUIDATED | | |
| | | | | | DISPUTED | | |
| ACCOUNT NO. | 13-198969 | s3045 | | | | | |
| GLOBAL INTERNETWORKING 8605 WESTWOOD CENTER DR #300 VIENNA, VA 22182 | | | | TRADE PAYABLE | | X | \$759.50 |
| ACCOUNT NO. | 13-1287 | s2107 | | | | | |
| GRAYBAR PO BOX 840458 DALLAS, TX 75284 | | | | TRADE PAYABLE | | | \$47.23 |
| ACCOUNT NO. | 13-63048 | s2127 | | | | | |
| HINCKLEY SPRING WATER CO PO BOX 1888 BEDFORD PARK, IL 60499-1888 | | | | TRADE PAYABLE | | | \$108.21 |
| ACCOUNT NO. | 13-123854 | s2105 | | | | | |
| INFRASTRUCTURE MANAGEMENT GROUP INC 150 WACKER DR STE # 2420 CHICAGO, IL 60606 | | | | TRADE PAYABLE | | | \$237.00 |
| ACCOUNT NO. | 164437 | s4239 | | | | | |
| INFRASTRUCTURE MANAGEMENT GROUP 150 S WACKER STE 2420 CHICAGO, IL 60606 | | | | TRADE PAYABLE | | | \$118.00 |
| ACCOUNT NO. | 13-106717 | s2103 | | | | | |
| INTERSTATE DISTRIBUTION CENTER PO BOX 1925 CULVER CITY, CA 900232-192 | | | | TRADE PAYABLE | | | \$419.00 |
| ACCOUNT NO. | 13-63484 | s2128 | | | | | |
| JP MORGAN CHASE-P CARD COMMERCIAL CARD SVCS PO BOX 78970 PHOENIX, AZ 85062-8970 | | | | TRADE PAYABLE | | X | \$3,778.13 |
| ACCOUNT NO. | 13-78663 | s3008 | | | | | |
| LEVEL 3 COMMUNICATIONS LLC - CABS DEPT #182 DENVER, CO 80291-0182 | | | | TRADE PAYABLE | | X | \$1,384.48 |

In re **Allegiance Telecom of Illinois, Inc.**
Debtor

Case No. **03-13075**
(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

| CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE | CODEBTOR | | CONTINGENT | | | AMOUNT OF CLAIM |
|--|-----------------------------------|--|--------------|---|--|-----------------|
| | HUSBAND, WIFE, JOINT OR COMMUNITY | DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM, IF CLAIM IS SUBJECT TO SETOFF, SO STATE | UNLIQUIDATED | | | |
| | | | DISPUTED | | | |
| ACCOUNT NO. 13-72949 s2129 LINCOLN PROPERTY CO C/O LASALLE BANK NA CHICAGO, IL 60674-6401 | | TRADE PAYABLE | | | | \$55.00 |
| ACCOUNT NO. 13-158880 s3099 LOOKING GLASS NETWORKS INC. PO BOX 910776 DALLAS, TX 75391-0776 | | TRADE PAYABLE | | X | | \$1,557.65 |
| ACCOUNT NO. 13-30818 s2118 LUCENT TECHNOLOGIES INC 6701 ROSWELL RDBLDGD 3RD FL ATLANTA, GA 30328-2501 | | TRADE PAYABLE | X | | | \$1,160.00 |
| ACCOUNT NO. 13-36418 s2122 MCI WORLDCOM PO BOX 856059 LOUISVILLE, KY 40285-5059 | | TRADE PAYABLE | | | | \$0.09 |
| ACCOUNT NO. 13-159352 s2112 MERIDIAN INTEGRATED SVCS PO BOX 303 TREVOSE, PA 19053-0303 | | TRADE PAYABLE | | | | \$3,100.00 |
| ACCOUNT NO. 13-34743 s2968 MFS TELECOM INC - CABS P.O. BOX 790351 ST LOUIS, MO 63179-0351 | | TRADE PAYABLE | | X | | \$5,337.82 |
| ACCOUNT NO. 13-78278 s2132 NEUSTAR PO BOX 403034 ATLANTA, GA 30384-3034 | | TRADE PAYABLE | | | | \$596.92 |
| ACCOUNT NO. 13-31890 s2119 POWER CONVERSION PRODUCTS LBX 619764 CHICAGO, IL 60680-6197 | | TRADE PAYABLE | | | | \$2,800.00 |
| ACCOUNT NO. 13-95281 s2134 QSI CONSULTING INC 901 MISSOURI BKVD PMB - 301 JEFFERSON CITY, MO 65109-1759 | | TRADE PAYABLE | | | | \$3,874.69 |

In re **Allegiance Telecom of Illinois, Inc.**
Debtor

Case No. **03-13075**
(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

| CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE | CODEBTOR | | CONTINGENT | | | AMOUNT OF CLAIM |
|--|-----------------------------------|--|--------------|---|--|-----------------|
| | HUSBAND, WIFE, JOINT OR COMMUNITY | DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM, IF CLAIM IS SUBJECT TO SETOFF, SO STATE | UNLIQUIDATED | | | |
| | | | DISPUTED | | | |
| ACCOUNT NO. 13-130056 s2108 QWEST BUSINESS SVCS PO BOX 856169 LOUISVILLE, KY 40285-6169 | | TRADE PAYABLE | | | | \$102.07 |
| ACCOUNT NO. 13-58782 s2999 SBC BILL PAYMENT CENTER SAGINAW, MI 48663-0003 | | TRADE PAYABLE | | X | | \$1,836.99 |
| ACCOUNT NO. 13-135873 s2109 SBC BILLS PAYMENT CENTER CHICAGO, IL 60663-0001 | | TRADE PAYABLE | | | | \$444.33 |
| ACCOUNT NO. 13-141010 s2110 SOURCE INC PO BOX 890184 DALLAS, TX 75389-0184 | | TRADE PAYABLE | | X | | \$769.00 |
| ACCOUNT NO. 13-76213 s2131 SPRINT PO BOX 650270 DALLAS, TX 75265-0270 | | TRADE PAYABLE | | | | \$226.57 |
| ACCOUNT NO. 13-82762 s2133 TEKSYSTEMS EF & I SOLUTIONS 7301 PKWY DR POB 581 M/S T42 HANOVER, MD 21076 | | TRADE PAYABLE | | X | | \$10,724.78 |
| ACCOUNT NO. 13-213827 s2117 TOTAL MARKETING ASSOCIATES 3740 INDUSTRIAL AV ROLLING MEADOWS, IL 60008 | | TRADE PAYABLE | | | | \$453.65 |
| ACCOUNT NO. 13-129835 s3026 UUNET. P.O. BOX 96022 CHARLOTTE, NC 28296-0022 | | TRADE PAYABLE | | X | | \$42,312.44 |
| ACCOUNT NO. 13-193719 s2115 WELLS FARGO FINANCIAL LEASING PO BOX 98789 LAS VEGAS, NV 89193 | | TRADE PAYABLE | | X | | \$350.17 |

In re Allegiance Telecom of Illinois, Inc.
Debtor

Case No. 03-13075
(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

| CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE | | | CODEBTOR | | CONTINGENT | | AMOUNT OF CLAIM |
|---|-----------|-------|-----------------------------------|--|--------------|----------|-----------------|
| | | | HUSBAND, WIFE, JOINT OR COMMUNITY | DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM, IF CLAIM IS SUBJECT TO SETOFF, SO STATE | UNLIQUIDATED | DISPUTED | |
| ACCOUNT NO. | 13-212027 | s3065 | | | | | |
| X O COMMUNICATIONS PO BOX 530471 ATLANTA, GA 30353-0471 | | | | TRADE PAYABLE | | X | \$45,319.58 |
| ACCOUNT NO. | 13-39619 | s2123 | | | | | |
| XO ONE NET EX PO BOX 970205 DALLAS, TX 75397-0205 | | | | TRADE PAYABLE | | X | \$3,042.75 |

SCHEDULE G – EXECUTORY CONTRACTS AND UNEXPIRED LEASES

Describe all executory contracts of any nature and all unexpired leases of real or personal property. Include any timeshare interests. State nature of debtor’s interest in contract, i.e., “Purchaser,” Agent,” etc. State whether debtor is the lessor or lessee of a lease. Provide the names and complete mailing addresses of all other parties to each lease contract described.

NOTE: A party listed on this schedule will not receive notice of the filing of this case unless the party is also scheduled in the appropriate schedule of creditors.

Check this box if debtor has no executory contracts or unexpired leases.

| NAME AND MAILING ADDRESS, INCLUDING ZIP CODE, OF OTHER PARTIES TO LEASE OR CONTRACT | DESCRIPTION OF CONTRACT OR LEASE AND NATURE OF DEBTOR’S INTEREST, STATE WHETHER LEASE IS FOR NONRESIDENTIAL, REAL PROPERTY, STATE CONTRACT NUMBER OF ANY GOVERNMENT CONTRACT |
|---|--|
| See attached Rider G-1 for executory contracts | |

NOTES: These specific notes to Schedule G are in addition to any general notes regarding the Debtor’s schedules and statements.

In the aggregate, the Debtors are a party to approximately 140,000 customer contracts and 900 sales agent contracts; the existence of and terms and conditions of these contracts are all confidential commercial information. If any party is interested in obtaining information about these executory contracts, please contact Chris Luna of Allegiance Telecom, Inc. at (469) 259-2069; with appropriate confidentiality restrictions, appropriate information will be made available.

Listing a contract or agreement on this schedule does not constitute an admission or agreement that such contract or agreement is an executory contract or unexpired lease or that such contract or agreement is in effect, effective and not terminated or terminable at-will by the Debtor. Any and all of the Debtor’s rights, claims, set off rights, defenses and causes of action with respect to the contracts and agreements listed on this schedule are hereby reserved and preserved. The Debtor reserves its rights to challenge whether any of the listed contracts, leases, agreements or other documents constitute an executory contract or unexpired lease, including Debtor’s right to challenge if a contract is an unexpired non-residential real property lease. Similarly, the listing of a contract or lease on this schedule does not constitute an acknowledgement or admission that the underlying transaction is or is not a secured financing transaction.

While Debtor has used its best efforts to ensure the accuracy of this schedule, inadvertent errors or omissions may have occurred. The Debtor does not make, and specifically disclaims, any and all representations or warranties as to the completeness or accuracy of the information set forth herein, and reserves the right to dispute the validity, characterization, status, and enforceability of all contracts, leases, agreements or documents listed herein or omitted from herein.

The contacts, leases, agreements and other documents listed herein may have expired or may have been modified, amended or supplemented from time to time by various amendments, restatements, waivers, estoppel certificates, letters or other documents, instruments or agreements and not all such various amendments, restatements, waivers, estoppel certificates, letters or other documents, instruments or agreements may be or may not be listed herein. The absence of such various amendments, restatements, waivers, estoppel certificates, letters or other documents, instruments or agreements does not prejudice the Debtor’s right to assert that such various amendments are restatements, waivers, estoppel certificates, letters or other documents, instruments or agreements constitute executory contracts. Certain of the executory contracts may not have been memorialized and could be subject to dispute. Certain of the real property leases listed on this schedule may contain rights of first refusal, rights to lease additional space or other miscellaneous rights. Such rights, powers, duties and obligations are not set forth separately in this schedule and the Debtor specifically reserves all of its rights, claims, set off rights, defenses and causes of action with respect to such real estate property leases.

In the aggregate, the Debtors are a party to approximately 300 confidentiality agreements that prohibit the parties thereto from disclosing and using certain confidential information; such confidentiality agreements are not included herein.

This schedule does not include purchase orders, service orders and service requests on month-to-month terms that are not executory contracts, and other agreements used in the ordinary course of business for routine purchases of equipment, services, and supplies. In addition, in the ordinary course of business, the Debtor may have entered into agreements, written or oral, for the provisions of certain services on a month-to-month or at-will basis; such contracts may not be included in this schedule. The absence of any such contract, orders and requests from this schedule shall not prejudice the Debtor’s rights to assert, and the Debtor reserves the right to assert, that any such contract, order or request are executory contracts or unexpired leases.

United States Bankruptcy Court, Southern District of New York
 Debtor: Allegiance Telecom of Illinois, Inc.
 Case Number: 03-13075 (RDD)
 Schedule G
 Rider G-1 Executory Contracts
 1 of 6

| <u>Name of Other Parties to Contract</u> | <u>Description of Contract</u> |
|--|--------------------------------|
| Ameritech | 801 T3 CHCHILLEW01 HRVYILHAK04 |
| Ameritech | .HFGS.790455..LB |
| Ameritech | .HFGS.790463..LB |
| Ameritech | 803 T3 CHCHILLEW01 NBRKILNBK01 |
| Ameritech | .HFGS.790522..LB |
| Ameritech | .HFGS.790527..LB |
| Ameritech | .HFGS.790530..LB |
| Ameritech | 803 T3 CHCHILLEW01 LGRCILLGK01 |
| Ameritech | .HFGS.789452..LB |
| Ameritech | .HFGS.790533..LB |
| Ameritech | 803 T3 CHCGILNEK01 CHCHILLEW01 |
| Ameritech | .HFGS.790544..LB |
| Ameritech | 812 T3 CHCGILSTK01 CHCHILLEW01 |
| Ameritech | 813 T3 CHCGILSTK01 CHCHILLEW01 |
| Ameritech | .HFGS.790458..LB |
| Ameritech | .HFGS.790459..LB |
| Ameritech | 810 T3 CHCGILSTK01 CHCHILLEW01 |
| Ameritech | 811 T3 CHCGILSTK01 CHCHILLEW01 |
| Ameritech | 805 T3 CHCGILSTK01 CHCHILLEW01 |
| Ameritech | 801 T3 CHCHILLEW01 NBRKILNTK05 |
| Ameritech | 802 T3 CHCHILLEW01 NBRKILNTK05 |
| Ameritech | 806 T3 CHCGILSTK01 CHCHILLEW01 |

United States Bankruptcy Court, Southern District of New York
 Debtor: Allegiance Telecom of Illinois, Inc.
 Case Number: 03-13075 (RDD)
 Schedule G
 Rider G-1 Executory Contracts
 2 of 6

| <u>Name of Other Parties to Contract</u> | <u>Description of Contract</u> |
|--|--------------------------------|
| Ameritech | .HFGS.790460..LB |
| Ameritech | .HFGS.790461..LB |
| Ameritech | .HFGS.790720..LB |
| Ameritech | .HFGS.789442..LB |
| Ameritech | 801 T3 CHCHILLEW01 LGRCILLGK01 |
| Ameritech | 802 T3 CHCHILLEW01 LGRCILLGK01 |
| Ameritech | .HFGS.790462..LB |
| Ameritech | 802 T3 CHCGILNEK01 CHCHILLEW01 |
| Ameritech | .HFGS.791765..LB |
| Ameritech | .HFGS.790537..LB |
| Ameritech | .HFGS.789421..LB |
| Ameritech | .HFGS.790523..LB |
| Ameritech | .HFGS.791788..LB |
| Ameritech | 805 T3 CHCGILWBK06 CHCHILLEW01 |
| Ameritech | .HFGS.789262..LB |
| Ameritech | .HFGS.789261..LB |
| Ameritech | .HFGS.790456..LB |
| Ameritech | .HFGS.790536..LB |
| Ameritech | .HFGS.790539..LB |
| Ameritech | .HFGS.789263..LB |
| Ameritech | .HFGS.789264..LB |
| Ameritech | .HFGS.790534..LB |

United States Bankruptcy Court, Southern District of New York
 Debtor: Allegiance Telecom of Illinois, Inc.
 Case Number: 03-13075 (RDD)
 Schedule G
 Rider G-1 Executory Contracts
 3 of 6

| <u>Name of Other Parties to Contract</u> | <u>Description of Contract</u> |
|--|--------------------------------|
| Ameritech | 804 T3 CHCGILWBK06 CHCHILLEW01 |
| Ameritech | .HFGS.789422..LB |
| Ameritech | .HFGS.789436..LB |
| Ameritech | .HFGS.790457..LB |
| Ameritech | .HFGS.790526..LB |
| Ameritech | .HFGS.790531..LB |
| Ameritech | .HFGS.790719..LB |
| Ameritech | 801 T3 CHCGILWBK06 CHCHILLEW01 |
| Ameritech | 802 T3 CHCGILWBK06 CHCHILLEW01 |
| Ameritech | .HFGS.790464..LB |
| Ameritech | .HFGS.790465..LB |
| Ameritech | .HFGS.790541..LB |
| Ameritech | .HFGS.790535..LB |
| Ameritech | .HFGS.790849..LB |
| Ameritech | .HFGS.790529..LB |
| Ameritech | .HFGS.790538..LB |
| Ameritech | .HFGS.790487..LB |
| Ameritech | .HFGS.790521..LB |
| Ameritech | .HFGS.789444..LB |
| Ameritech | .HFGS.790528..LB |
| Ameritech | .HFGS.788499..LB |
| Ameritech | .HFGS.788500..LB |

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 Rider G-1 Executory Contracts
 4 of 6

| <u>Name of Other Parties to Contract</u> | <u>Description of Contract</u> |
|--|--------------------------------|
| Ameritech | .HFGS.788275..LB |
| Ameritech | .HFGS.788288..LB |
| Ameritech | .HFGS.790543..LB |
| Ameritech | 804 T3 CHCGILSTK01 CHCHILLEW01 |
| Ameritech | .HFGS.789437..LB |
| Ameritech | .HFGS.788776..LB |
| Ameritech | .HFGS.788777..LB |
| Ameritech | .HFGS.790525..LB |
| Ameritech | .HFGS.789443..LB |
| Ameritech | .HFGS.790847..LB |
| Ameritech | .HFGS.789419..LB |
| Ameritech | 803 T3 CHCGILSTK01 CHCHILLEW01 |
| Ameritech | .HFGS.789451..LB |
| Ameritech | .HFGS.789435..LB |
| Ameritech | .HFGS.788527..LB |
| Ameritech | .HFGS.788528..LB |
| Ameritech | .HFGS.789438..LB |
| Ameritech | .HFGS.789420..LB |
| Ameritech | .HFGS.788765..LB |
| Ameritech | .HFGS.788490..LB |
| Ameritech | .HFGS.788328..LB |
| Ameritech | .HFGS.788491..LB |

United States Bankruptcy Court, Southern District of New York
 Debtor: Allegiance Telecom of Illinois, Inc.
 Case Number: 03-13075 (RDD)
 Schedule G
 Rider G-1 Executory Contracts
 5 of 6

| <u>Name of Other Parties to Contract</u> | <u>Description of Contract</u> |
|--|---|
| Ameritech | .HFGS.788313..LB |
| Ameritech | .HFGS.719952..LB |
| Ameritech | .HFGS.719950..LB |
| Ameritech | .HFGS.788320..LB |
| Ameritech | .HFGS.719951..LB |
| Ameritech | .HFGS.721175..LB |
| Ameritech | .HFGS.719762..LB |
| Ameritech | .HFGS.719763..LB |
| Ameritech | .HFGS.719903..LB |
| Ameritech | .HFGS.719904..LB |
| Ameritech | 801 T3 CHCGILSTK01 CHCHILLEW01 |
| Ameritech | .HFFS.794178..LB |
| Ameritech | 801 T3 CHCGILNEK01 CHCHILLEW01 |
| Ameritech | .HFFS.792656..LB |
| Ameritech | .HFGS.788685..LB |
| Ameritech | .HFGS.791842..LB |
| Ameritech | 801 T3 CHCGILED CHCHILLEW01 |
| Ameritech | 801 T3 CHCGILHB CHCHILLEW01 |
| Ameritech | 801 T3 CHCGILIR CHCHILLEW01 |
| Ameritech | 801 T3 CHCGILKI CHCHILLEW01 |
| SBC | Settlement and Switched Access Services Agreement |
| Ameritech Advertising Services | Comprehensive Listing and D.A. Agreement |
| Ameritech Information Industry Services | Agreement for Switched Access Meet Point Billing |

United States Bankruptcy Court, Southern District of New York
Debtor: Allegiance Telecom of Illinois, Inc.
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Schedule G
Rider G-1 Executory Contracts
6 of 6

| <u>Name of Other Parties to Contract</u> | <u>Description of Contract</u> |
|--|---|
| Ameritech Information Industry Services | Enhanced 911 Service Agreement |
| Ameritech Information Industry Services | Voice Mail Services Resale |
| Ameritech Operating Companies | Calling Name Deleivery/Database Maintenance Agreement |
| The Illinois Bell Telephone Company | Interconnection Agreement |

United States Bankruptcy Court, Southern District of New York

Debtor: Allegiance Telecom of Illinois, Inc.

Case No. 03-13075 (RDD)

SCHEDULE H - CODEBTORS

Provide the information requested concerning any person or entity, other than a spouse in a joint case, that is also liable on any debts listed by debtor in the schedules or creditors. Include all guarantors and co-signers. In community property states, a married debtor not filing a joint case should report the name and address of the nondebtor spouse on this schedule. Include all names used by the codebtor spouse during the six years immediately preceding the commencement of this case.

Check this box if debtor has no codebtors.

| NAME AND ADDRESS OF CODEBTOR ¹ | NAME AND ADDRESS OF CREDITOR |
|--|------------------------------|
| Allegiance Telecom, Inc. | See Rider D-1 |
| Allegiance Telecom Company Worldwide | See Rider D-1 |
| Allegiance Telecom International, Inc. | See Rider D-1 |
| Allegiance Telecom of Arizona, Inc. | See Rider D-1 |
| Allegiance Telecom of California, Inc. | See Rider D-1 |
| Allegiance Telecom of Colorado, Inc. | See Rider D-1 |
| Allegiance Telecom of the District of Columbia, Inc. | See Rider D-1 |
| Allegiance Telecom of Florida, Inc. | See Rider D-1 |
| Allegiance Telecom of Georgia, Inc. | See Rider D-1 |
| Allegiance Telecom of Indiana, Inc. | See Rider D-1 |
| Allegiance Telecom of Maryland, Inc. | See Rider D-1 |
| Allegiance Telecom of Massachusetts, Inc. | See Rider D-1 |
| Allegiance Telecom of Michigan, Inc. | See Rider D-1 |
| Allegiance Telecom of Minnesota, Inc. | See Rider D-1 |
| Allegiance Telecom of Missouri, Inc. | See Rider D-1 |
| Allegiance Telecom of Nevada, Inc. | See Rider D-1 |
| Allegiance Telecom of New Jersey, Inc. | See Rider D-1 |
| Allegiance Telecom of New York, Inc. | See Rider D-1 |
| Allegiance Telecom of North Carolina, Inc. | See Rider D-1 |
| Allegiance Telecom of Ohio, Inc. | See Rider D-1 |
| Allegiance Telecom of Oklahoma, Inc. | See Rider D-1 |
| Allegiance Telecom of Oregon, Inc. | See Rider D-1 |
| Allegiance Telecom of Pennsylvania, Inc. | See Rider D-1 |
| Allegiance Telecom of Texas, Inc. | See Rider D-1 |
| Allegiance Telecom of Virginia, Inc. | See Rider D-1 |
| Allegiance Telecom of Washington, Inc. | See Rider D-1 |
| Allegiance Telecom of Wisconsin, Inc. | See Rider D-1 |
| Allegiance Telecom Purchasing Company | See Rider D-1 |
| Allegiance Telecom Service Corporation | See Rider D-1 |
| Coast to Coast Telecommunications, Inc. | See Rider D-1 |
| Shared Technologies Allegiance, Inc. | See Rider D-1 |
| Allegiance Internet, Inc. | See Rider D-1 |
| Adgrafix Corporation | See Rider D-1 |
| Hosting.com, Inc. | See Rider D-1 |
| InterAccess Telecommunications Co. | See Rider D-1 |
| Jump.Net, Inc. | See Rider D-1 |
| Virtualis Systems, Inc. | See Rider D-1 |
| ALGX Business Internet, Inc. | See Rider D-1 |

¹ The address for each Codebtor is 9201 North Central Expressway, Dallas, TX 75231.

Form B6-Cont.
(12/94)

In re Allegiance Telecom Of Illinois, Inc.
Debtor

Case No. 03-13075
(if known)

DECLARATION CONCERNING DEBTOR'S 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 summary and schedules, consisting of 33 sheets, including this signature page, and that they are true and correct to the best of my knowledge, information, and belief.

Date July 22, 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.