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Creditors of Allegiance Telecom, Inc., et al.

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

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In re: : Chapter 11
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ALLEGIANCE TELECOM, INC., et al., : Case No. 03-13057 (RDD)
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Debtors. : (Jointly Administered)
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**ORDER TO SHOW CAUSE WHY THE OFFICIAL COMMITTEE OF UNSECURED
CREDITORS OF ALLEGIANCE TELECOM, INC., ET AL.'s MOTION FOR AN
ORDER UNDER 11 U.S.C. § 105(a) COMPELLING THE DEBTORS TO TERMINATE
CERTAIN SENIOR EXECUTIVES SHOULD NOT BE GRANTED**

Upon the Motion of the Official Committee of Unsecured Creditors (the
“Committee”) of Allegiance Telecom, Inc., et al. (collectively, the “Debtors”) for an Order
Pursuant to section 105(a) of title 11 of the United States Code (the “Bankruptcy Code”)
Compelling the Debtors to Terminate Certain Senior Executives, dated April 27, 2004 (the
“Motion”); the annexed Declaration of Ira S. Dizengoff, sworn to on April 27, 2004; for good
cause shown; and it appearing that an Order to Show Cause scheduling a hearing to consider the
Motion is necessary; it is hereby

ORDERED that all parties in interest show cause before this Court at 10:00 o'clock on the 3rd day of May, 2004, in Room 610 of the United States Bankruptcy Court for the Southern District of New York, One Bowling Green, New York, New York, or as soon thereafter as counsel can be heard, why this Court should not enter an order approving the Motion; and it is further

ORDERED that service of a copy of this Order to Show Cause and the Motion upon: (i) the Office of the United States Trustee for the Southern District of New York; (ii) counsel to the Debtors, Kirkland & Ellis LLP; (iii) counsel to the Agent for the Lenders, Paul, Hastings, Janofsky & Walker LLP; (iv) counsel to the Board of Directors, Latham & Watkins LLP; (v) the Senior Executives care of the Debtors by electronic and/or overnight mail on or before April 27, 2004, shall be deemed good and sufficient service and notice of this Order to Show Cause and the hearing to be held pursuant hereto; and it is further

ORDERED that objections, if any, to the relief requested herein shall be made in answering papers and be filed with this Court and served upon and received by Akin Gump Strauss Hauer & Feld LLP, counsel to the Committee, 590 Madison Avenue, New York, New York 10022, Attn: Ira S. Dizengoff, on or before April 30, 2004 at 5:00 p.m., with a copy to chambers; and it is further

ORDERED that reply papers, if any, are required to be filed with this Court and served upon and received by those parties receiving notice hereunder on or before May 3, 2004 at 8:00 a.m.

Dated: April 27, 2004
New York, New York

/s/Robert D. Drain
HONORABLE ROBERT D. DRAIN
UNITED STATES BANKRUPTCY JUDGE