

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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

**ORDER DENYING MOTION OF THE OFFICIAL
COMMITTEE OF UNSECURED CREDITORS OF ALLEGIANCE
TELECOM, INC., ET AL., FOR AN ORDER UNDER 11 U.S.C. § 105(A)
COMPELLING THE DEBTORS TO TERMINATE CERTAIN SENIOR EXECUTIVES**

Upon the motion (the “Motion”), dated April 27, 2004, of the Official Committee of Unsecured Creditors (the “Committee”) of Allegiance Telecom, Inc. and its direct and indirect subsidiaries, as debtors and debtors in possession (collectively, the “Debtors”), for an order under 11 U.S.C. § 105(a) compelling the Debtors to terminate certain senior executives; and a response to the Motion having been filed by the Debtors on April 30, 2004; and a response to the Motion also having been filed by XO Communications, Inc. on April 30, 2004; and a hearing (the “Hearing”) to consider the Motion having been held by the Court on May 3, 2004; and the Court having jurisdiction to consider the Motion and the relief requested therein in accordance with 28 U.S.C. §§ 157 and 1334; and due and proper notice of the Motion having been given, and it appearing that no other or further notice need be provided; and upon the record of the Hearing at which all interested parties, including the Committee and the Debtors, had an opportunity to be heard; and after due deliberation and sufficient cause appearing therefor, for the reasons set forth by the Court on the record at the hearing it is

ORDERED that the Motion is denied without prejudice; and it is further

ORDERED that this Court shall retain jurisdiction to resolve any issues arising out of or related to the implementation of this Order.

Dated: New York, New York
May 4, 2004

/s/Robert D. Drain
UNITED STATES BANKRUPTCY JUDGE