

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re	:	Chapter 11 Case No.
	:	03-13057 (RDD)
ALLEGIANCE TELECOM, INC., <i>et al.</i> ,	:	
	:	Jointly Administered
Debtors.	:	

**ORDER GRANTING DEBTORS' SECOND OMNIBUS
OBJECTION TO CERTAIN PROOFS OF CLAIMS**

(CLAIM NOS. 48, 95, 111, 150, 153, 177, 189, 196, 213, 242, 258, 319, 328, 364, 372, 413, 467, 553, 690, 741, 791, 825, 1232, 1289, 1326, 1359, 1389, 1457, 1480, 1487, 1542, 1574, 1587, 1588, 1792, 1812, 1878, 2054, 2097, 2104 and 2604)

Allegiance Telecom, Inc. and its direct and indirect subsidiaries, as debtors and debtors-in-possession (the "Debtors"), by their co-bankruptcy counsel, Togut, Segal & Segal LLP, having filed a second omnibus objection to certain proofs of claims filed against the Debtors' estates, dated April 30, 2004 (the "Application"); and good and sufficient notice of the Application having been given, and the Application having been considered at a hearing conducted before the Court on June 17, 2004 (the "Hearing"); and the Debtors having withdrawn the objection to the proof of claim of Veritas Software Corp., No. 417, on the record of the Hearing; and upon the record made at the

Hearing and decision reached at the conclusion thereof, and upon all of the prior proceedings had herein; and good and sufficient cause appearing, it is

ORDERED, that the Application be, and it hereby is, granted in all respects; and it is further

ORDERED, that all of the proofs of claims listed on Exhibits "A" and "B" annexed hereto be, and they hereby are, reallocated and/or reassigned and adjusted in amount as set forth therein.

DATED: New York, New York
 June 23, 2004

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

In re: Allegiance Telecom, Inc., et al.
SECOND OMNIBUS: EXHIBIT A - WRONG DEBTOR SPLIT CLAIMS

Creditor Name and Address	Claim To Be Expunged		Total Claim Dollars	Claim Class*	Original Case / New Case	Target New Claims		Reason For Proposed Modification
	Case No	Claim Number				Case No	Total Claims Dollars*	
BFC FORMS SERVICE INC 1141 N RADDANT RD BATAVIA IL 60510	03-13057	189	\$16,929.57	(U)	Allegiance Telecom, Inc.			
					Allegiance Telecom of the District of Columbia	03-13097	\$624.00	(U)
					Allegiance Telecom of Illinois, Inc.	03-13075	\$307.32	(U)
					Allegiance Telecom of Arizona, Inc.	03-13067	\$260.00	(U)
					Allegiance Telecom of Florida, Inc.	03-13073	\$208.00	(U)
					Allegiance Telecom of New York, Inc.	03-13055	\$416.00	(U)
					ALGX Business Internet, Inc.	03-13061	\$690.30	(U)
					Allegiance Telecom of Oregon, Inc.	03-13092	\$26.00	(U)
					Allegiance Telecom of Pennsylvania, Inc.	03-13093	\$104.00	(U)
					Allegiance Telecom of Ohio, Inc.	03-13088	\$52.00	(U)
					Shared Technologies Allegiance, Inc.	03-13108	\$8,398.09	(U)
					Allegiance Telecom of Washington, Inc.	03-13099	\$78.00	(U)
					Allegiance Telecom of Missouri, Inc.	03-13081	\$130.00	(U)
					Allegiance Telecom of New Jersey, Inc.	03-13084	\$130.00	(U)
					Allegiance Telecom of Michigan, Inc.	03-13079	\$208.00	(U)

EXHIBIT A

* (A) - Administrative (S) - Secured (T) - Total
(P) - Priority (U) - Unsecured

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	Case No	Claim Number				Case No	Total Claims Dollars*	
					Allegiance Telecom of California, Inc.	03-13069	\$1,213.01	(U)
					Allegiance Telecom of Texas, Inc.	03-13095	\$556.10	(U)
					Allegiance Telecom of Colorado, Inc.	03-13070	\$130.00	(U)
					Allegiance Telecom of Georgia, Inc.	03-13074	\$234.00	(U)
					Allegiance Telecom Service Corporation	03-13103	\$2,858.35	(U)
					Allegiance Telecom of Maryland, Inc.	03-13077	\$104.00	(U)
					Allegiance Telecom of Massachusetts, Inc.	03-13078	\$156.00	(U)
					Total New Claims for BFC FORMS SERVICE INC		\$16,883.17	
CITY OF AUSTIN FRED D DESOTO DON PLOEGER ASST CITY ATTY PO BOX 2267 AUSTIN TX 78783	03-13057	1487	\$1,306.01	(U)	Allegiance Telecom, Inc.			
					Jump.Net, Inc.	03-13107	\$25.05	(U)
					Allegiance Telecom of Texas, Inc.	03-13095	\$1,629.11	(U)
					Total New Claims for CITY OF AUSTIN		\$1,654.16	
DAVIS & STANTON 4412 MCKINNEY AVE #9 DALLAS TX 75205	03-13057	1389	\$5,807.00	(U)	Allegiance Telecom, Inc.			
					Allegiance Telecom of Oregon, Inc.	03-13092	\$258.05	(U)

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	Case No	Claim Number				Case No	Total Claims Dollars*	
					Allegiance Telecom of Colorado, Inc.	03-13070	\$461.50	(U)
					Allegiance Telecom of California, Inc.	03-13069	\$170.00	(U)
					Allegiance Telecom Service Corporation	03-13103	\$4,917.45	(U)
					Total New Claims for DAVIS & STANTON		\$5,807.00	
DISPLAY CONCEPTS INC 13650 T I BLVD #210 DALLAS TX 75243	03-13057	258	\$18,327.28	(U)	Allegiance Telecom, Inc.			
					Shared Technologies Allegiance, Inc.	03-13108	\$14,311.01	(U)
					Allegiance Telecom Service Corporation	03-13103	\$4,016.27	(U)
					Total New Claims for DISPLAY CONCEPTS INC		\$18,327.28	
FEDERAL EXPRESS CORPORATION REVENUE RECOVERY BANKRUPTCY 2005 CORPORATE AVE 2ND FL MEMPHIS TN 38132	03-13057	372	\$7,610.96	(U)	Allegiance Telecom, Inc.			
					Allegiance Telecom Service Corporation	03-13103	\$2,932.28	(U)
					Allegiance Telecom of Florida, Inc.	03-13073	\$49.51	(U)
					Allegiance Telecom of the District of Columbia	03-13097	\$659.75	(U)
					Hosting.com, Inc.	03-13105	\$6.12	(U)
					Shared Technologies Allegiance, Inc.	03-13108	\$2,623.38	(U)
					Total New Claims for FEDERAL EXPRESS CORPORATION		\$6,271.04	

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Creditor Name and Address	Claim To Be Expunged		Total Claim Dollars	Claim Class*	Original Case / New Case	Target New Claims		Reason For Proposed Modification
	Case No	Claim Number				Case No	Total Claims Dollars*	
GRAYBAR 4601 CAMBRIDGE RD FORTWORTH TX 76155	03-13057	1232	\$8,961.63	(U)	Allegiance Telecom, Inc.			
					Allegiance Telecom of Georgia, Inc.	03-13074	\$210.28	(U)
					Allegiance Telecom of Texas, Inc.	03-13095	\$461.39	(U)
					Allegiance Telecom of Minnesota, Inc.	03-13080	\$38.17	(U)
					Allegiance Telecom of Michigan, Inc.	03-13079	\$445.29	(U)
					Hosting.com, Inc.	03-13105	\$468.21	(U)
					Allegiance Telecom of California, Inc.	03-13069	\$2,030.35	(U)
					Allegiance Telecom of Oregon, Inc.	03-13092	\$851.61	(U)
					Allegiance Telecom of Colorado, Inc.	03-13070	\$532.96	(U)
					Allegiance Telecom of Arizona, Inc.	03-13067	\$96.04	(U)
					Allegiance Telecom of Maryland, Inc.	03-13077	\$917.96	(U)
					Allegiance Telecom of Florida, Inc.	03-13073	\$369.25	(U)
					Allegiance Telecom of Massachusetts, Inc.	03-13078	\$301.65	(U)
					Allegiance Telecom of Ohio, Inc.	03-13088	\$328.84	(U)
					Allegiance Telecom of the District of Columbia	03-13097	\$791.14	(U)

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	Case No	Claim Number				Case No	Total Claims Dollars*	
					Allegiance Telecom of Illinois, Inc.	03-13075	\$47.23	(U)
					Allegiance Telecom of Washington, Inc.	03-13099	\$273.77	(U)
					Allegiance Telecom of Pennsylvania, Inc.	03-13093	\$263.95	(U)
					Allegiance Telecom of New Jersey, Inc.	03-13084	\$92.78	(U)
					Total New Claims for GRAYBAR		\$8,520.87	
MERIDIAN INTEGRATED SERVICES IN 3 NESHAMINY INTERPLEX #301 TREVOSSE PA 19053	03-13057	791	\$73,799.25	(U)	Allegiance Telecom, Inc.			
					Allegiance Telecom of Maryland, Inc.	03-13077	\$3,651.00	(U)
					Allegiance Telecom of Colorado, Inc.	03-13070	\$3,375.00	(U)
					Allegiance Telecom of Florida, Inc.	03-13073	\$550.00	(U)
					Allegiance Telecom of Massachusetts, Inc.	03-13078	\$275.00	(U)
					Allegiance Telecom of the District of Columbia	03-13097	\$18,001.25	(U)
					Allegiance Telecom of Michigan, Inc.	03-13079	\$4,429.00	(U)
					Allegiance Telecom of Oregon, Inc.	03-13092	\$3,375.00	(U)
					Allegiance Telecom of Minnesota, Inc.	03-13080	\$600.00	(U)
					Allegiance Telecom of Pennsylvania, Inc.	03-13093	\$675.00	(U)

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In re: Allegiance Telecom, Inc., et al.
SECOND OMNIBUS: EXHIBIT A - WRONG DEBTOR SPLIT CLAIMS

Creditor Name and Address	Claim To Be Expunged		Total Claim Dollars	Claim Class*	Original Case / New Case	Target New Claims		Reason For Proposed Modification
	Case No	Claim Number				Case No	Total Claims Dollars*	
					Allegiance Telecom of Texas, Inc.	03-13095	\$2,300.00	(U)
					Allegiance Telecom of Arizona, Inc.	03-13067	\$5,200.00	(U)
					Allegiance Telecom of Illinois, Inc.	03-13075	\$4,079.00	(U)
					Allegiance Telecom of New York, Inc.	03-13055	\$3,878.00	(U)
					Allegiance Telecom of California, Inc.	03-13069	\$22,861.00	(U)
					Total New Claims for MERIDIAN INTEGRATED SERVICES INC		\$73,249.25	
ONESOURCE 1600 PARKWOOD CIR #400 ATLANTA GA 30080	03-13057	150	\$875.02	(U)	Allegiance Telecom, Inc.			
					Allegiance Telecom of Georgia, Inc.	03-13074	\$485.00	(U)
					Allegiance Telecom of New York, Inc.	03-13055	\$390.02	(U)
					Total New Claims for ONESOURCE		\$875.02	
PUBLIC SERVICE COMPANY OF COL BANKRUPTCY ACCOUNT SPECIALIST 550 15TH ST DENVER CO 80202-4204	03-13057	413	\$11,734.44	(U)	Allegiance Telecom, Inc.			
					Shared Technologies Allegiance, Inc.	03-13108	\$207.18	(U)
					Allegiance Telecom of Colorado, Inc.	03-13070	\$11,545.55	(U)
					Total New Claims for PUBLIC SERVICE COMPANY OF COLORADO		\$11,752.73	

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Creditor Name and Address	Claim To Be Expunged		Total Claim Dollars	Claim Class*	Original Case / New Case	Target New Claims		Reason For Proposed Modification
	Case No	Claim Number				Case No	Total Claims Dollars*	
SKYTEL MAGGIE JENNINGS PO BOX 22809 JACKSON MS 39225	03-13057	328	\$820.07	(U)	Allegiance Telecom, Inc.			
					Shared Technologies Allegiance, Inc.	03-13108	\$501.42	(U)
					Hosting.com, Inc.	03-13105	\$182.22	(U)
					ALGX Business Internet, Inc.	03-13061	\$21.78	(U)
					Total New Claims for SKYTEL		\$705.42	

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In re: Allegiance Telecom, Inc., et al.
SECOND OMNIBUS: EXHIBIT B - WRONG DEBTOR CLAIMS

Creditor Name / Address	Case Nbr/ Name	Claim Number	Total Claim Dollars	Claim Class*	New Case Number / Name
1415 LOUISIANA K LTD C/O WEDGE PROPERTY MGMT INC 1415 LOUISIANA #1550A HOUSTON TX 77002	03-13095 Allegiance Telecom of Texas, Inc.	1587	\$63,020.84	(U)	03-13057 Allegiance Telecom, Inc.
CALLOWHILL MANAGEMENT INC C/O MICHAEL D VAGNONI ESQ OBERMAYER REBMANN MAXWELL 1 PENN CTR, 1617 JFK BLVD #1900 PHILADELPHIA PA 19103	03-13093 Allegiance Telecom of Pennsylvania, Inc.	1574	\$31,061.44	(U)	03-13057 Allegiance Telecom, Inc.
CARLYLE AIRPORT TECHNOLOGY TRUST GINA NICHOLS CB RICHARD ELLIS 2415 E CAMELBACK RD PHOENIX AZ 85016	03-13057 Allegiance Telecom, Inc.	319	\$16,331.69	(U)	03-13064 Allegiance Telecom Company Worldwide
CAROZZA CHARLES R MD PA 127 UNION ST RIDGEWOOD NJ 07450	03-13057 Allegiance Telecom, Inc.	153	\$1,005.75	(U)	03-13084 Allegiance Telecom of New Jersey, Inc.
CLEAR CREEK TRUCKING CO INC PO BOX 16473 DENVER CO 80216	03-13057 Allegiance Telecom, Inc.	741	\$2,227.68	(U)	03-13070 Allegiance Telecom of Colorado, Inc.
COMTECH CAPITAL LLC 3955 PINNACLE CT #200 AUBURN HILLS MI 48326	03-13106 InterAccess Telecommunic ations Co.	177	\$5,309.58	(U)	03-13062 Allegiance Internet, Inc.
CREATIVE BUILDING & REMODELING 26820 DEQUINDRE WARREN MI 48091	03-13057 Allegiance Telecom, Inc.	48	\$210.96	(U)	03-13104 Coast to Coast Telecommunications, Inc.
FIRST INDUSTRIAL LP BRUCE R WYATT BRUCE R WYATT ATTY PC 1725 GAYLORD ST #210 DENVER CO 80206	03-13057 Allegiance Telecom, Inc.	1326	\$5,701.42	(U)	03-13108 Shared Technologies Allegiance, Inc.
G & R CHECK CASHING CORPORATION CARMINE GRECO 403 E 3RD ST 17TH FL MOUNT VERNON NY 10553-5125	03-13057 Allegiance Telecom, Inc.	1289	\$1,139.85	(U)	03-13055 Allegiance Telecom of New York, Inc.
GIRDLER, DEBORAH C/O DAVID G PHILLIPS 2000 E 9TH ST, EUCLID N TOWER CLEVELAND OH 44115	03-13057 Allegiance Telecom, Inc.	2054	\$25,000.00	(U)	03-13088 Allegiance Telecom of Ohio, Inc.

In re: Allegiance Telecom, Inc., et al.
SECOND OMNIBUS: EXHIBIT B - WRONG DEBTOR CLAIMS

Creditor Name / Address	Case Nbr/ Name	Claim Number	Total Claim Dollars	Claim Class*	New Case Number / Name
GUARDIAN WESTWOOD LLC C/O GUARDIAN REALTY MANAGEMENT 702 RUSSELL AVE #400 GAITHERSBURG MD 20877	03-13057 Allegiance Telecom, Inc.	2104	\$167,150.00	(U)	03-13064 Allegiance Telecom Company Worldwide
HOFFMAN AGENCY, THE 10 S 3RD ST 5TH FL SAN JOSE CA 95113	03-13057 Allegiance Telecom, Inc.	825	\$622.10	(U)	03-13069 Allegiance Telecom of California, Inc.
HOROSHAK, JOHN E 880 WINDJAMMER LN ORONO MN 55364	03-13057 Allegiance Telecom, Inc.	2604	\$53,449.69	(U)	03-13108 Shared Technologies Allegiance, Inc.
IRON MOUNTAIN INC C/O D&B/RMS BANKRUPTCY SERVICES PO BOX 5126 TIMONIUM MD 21094	03-13057 Allegiance Telecom, Inc.	364	\$2,041.87	(U)	03-13095 Allegiance Telecom of Texas, Inc.
L CANNON COMMUNICATIONS LLC 1515 MAIN ST PITTSBURGH PA 15215	03-13057 Allegiance Telecom, Inc.	95	\$1,955.00	(P)	03-13108 Shared Technologies Allegiance, Inc.
L CANNON COMMUNICATIONS LLC 1515 MAIN ST PITTSBURGH PA 15215	03-13057 Allegiance Telecom, Inc.	1588	\$213.00	(U)	03-13108 Shared Technologies Allegiance, Inc.
L CANNON COMMUNICATIONS LLC 1515 MAIN ST PITTSBURGH PA 15215	03-13057 Allegiance Telecom, Inc.	213	\$395.00	(P)	03-13108 Shared Technologies Allegiance, Inc.
LAUREL OFFICE PARK PARTNERSHIP III 17197 N LAUREL PARK DR #171 LIVONIA MI 48152	03-13057 Allegiance Telecom, Inc.	1480	\$50,301.45	(U)	03-13104 Coast to Coast Telecommunications, Inc.
MARVIN GARDENS REAL ESTATE 7502 FAIRMOUNT AVE EL CERRITO CA 94530	03-13057 Allegiance Telecom, Inc.	196	\$1,689.14	(U)	03-13069 Allegiance Telecom of California, Inc.
NEON OPTICA INC & NEON COMMUNICATIONS C/O RICHARD BAUMFIELD ESQ ANDREWS KURTH LLP 450 LEXINGTON AVE 15TH FL NEW YORK NY 10017	03-13057 Allegiance Telecom, Inc.	1812	\$8,685.48 \$54,975.42	(A) (U)	03-13064 Allegiance Telecom Company Worldwide

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SECOND OMNIBUS: EXHIBIT B - WRONG DEBTOR CLAIMS

Creditor Name / Address	Case Nbr/ Name	Claim Number	Total Claim Dollars	Claim Class*	New Case Number / Name
NETWORK SOLUTIONS CREDIT & COLLECTIONS WV-2-3 13200 VERISIGN WAY HERNDON VA 20171-3025	03-13057 Allegiance Telecom, Inc.	1792	\$9,386.00	(U)	03-13062 Allegiance Internet, Inc.
NORTHWESTERN DEVELOPMENT CO B C/O BLAKE REAL ESTATE WASHINGTON DC 20036	03-13057 Allegiance Telecom, Inc.	1359	\$5,639.47	(U)	03-13062 Allegiance Internet, Inc.
OHIO SEMITRONICS INC 4242 REYNOLDS DR HILLARD OH 43026	03-13057 Allegiance Telecom, Inc.	553	\$665.00	(U)	03-13095 Allegiance Telecom of Texas, Inc.
PITNEY BOWES CREDIT CORPORATION ATTN RECOVERY DEPT 27 WATERVIEW DR SHELTON CT 06484-4361	03-13057 Allegiance Telecom, Inc.	467	\$2,535.00	(U)	03-13104 Coast to Coast Telecommunications, Inc.
SCHOOL BOX INC, THE ATTN MIKE CORNELIA 900 COBB PLACE BLVD KENNESAW GA 30144	03-13057 Allegiance Telecom, Inc.	111	\$1,158.57	(U)	03-13074 Allegiance Telecom of Georgia, Inc.
SENIORS ADVISORY GROUP 7212 MCNEIL DR #205 AUSTIN TX 78729	03-13057 Allegiance Telecom, Inc.	690	\$975.00	(U)	03-13107 Jump.Net, Inc.
SMS 800 ATTN NANCY KINSEY 8 CORPORATE PL RM PYA 3D109 PISCATAWAY NJ 08854	03-13057 Allegiance Telecom, Inc.	1878	\$9,137.23	(U)	03-13103 Allegiance Telecom Service Corporation
TIME WARNER TELECOM INC 10475 PARK MEADOWS DR LITTLETON CO 80124	03-13055 Allegiance Telecom of New York, Inc.	1542	\$263,359.50	(U)	03-13064 Allegiance Telecom Company Worldwide
UNION FIRE ASSOCIATION PO BOX 633 149 MONTGOMERY AVE BALA CYNWYD PA 19004	03-13057 Allegiance Telecom, Inc.	242	\$473.79	(U)	03-13093 Allegiance Telecom of Pennsylvania, Inc.
XO COMMUNICATIONS INC ATTN RUSSELL D GILL ESQ 105 MOLLOY ST NASHVILLE TN 37201	03-13057 Allegiance Telecom, Inc.	2097	\$344,630.94	(U)	03-13064 Allegiance Telecom Company Worldwide

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Creditor Name / Address	Case Nbr/ Name	Claim Number	Total Claim Dollars	Claim Class*	New Case Number / Name
XO COMMUNICATIONS INC C/O PATRICK POTTER SHAW PITTMAN LLP 2300 N ST NW WASHINGTON DC 20037-1128	03-13057 Allegiance Telecom, Inc.	1457	\$115,313.21	(U)	03-13064 Allegiance Telecom Company Worldwide