

James M. Liston, Esq.  
R. Frederick Linfesty, Esq.  
Bartlett Hackett Feinberg P.C.  
10 High Street, Suite 920  
Boston, Massachusetts 02110  
Telephone: 617.422.0200, ext. 234

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

_____ )	
In re: )	Chapter 11
_____ )	
ALLEGIANCE TELECOM, INC., <u>ET AL.</u> , )	Case No. 03-13057 (RDD)
_____ )	
Debtors )	Jointly Administered
_____ )	

**STATEMENT OF ISSUES AND DESIGNATION  
OF CONTENTS OF RECORD ON APPEAL**

Pursuant to Fed. R. Bank. P. 8006 and Fed. Rs. App. P. 10 and 11, Appellant Hood Business Park, LLC (“Hood”) hereby files a statement of the issues to be presented on appeal and a designation of the items to be included in the record on appeal, with respect to the Notice of Appeal filed by Hood on June 21, 2004.

I. Statement of Issues:

1. Whether the Bankruptcy Court erred in entering an order at the hearing on confirmation of the Debtors’ Second Amended Plan of Reorganization confirming instead the Debtors’ Third Amended Plan of Reorganization which had been filed with the Bankruptcy Court on the day of said confirmation hearing, without any notice to Hood or other creditors, and which order also permitted the Debtors to effectively modify their Second Amended Plan of Reorganization to change the treatment of Hood’s unexpired lease with the Debtors from an assumed lease to a rejected lease, again, without any

notice to Hood, notwithstanding that the terms of the Debtors' Second Amended Plan of Reorganization, the only plan which had been disseminated to creditors with an approved disclosure statement, expressly required the Debtors, at least twenty days prior to said confirmation hearing, to designate which unexpired leases they proposed to assume or reject, and the Debtors had so designated Hood's lease as one that would be assumed.

II. Designation of Contents of Record on Appeal

1. Order (A) Establishing Bidding Procedures and Bid Protections in Connection with the Sale of Substantially All of the Assets of the Debtors, (B) Approving the Form and Manner of Notices and (C) Setting a Sale Hearing Date, with exhibits, entered January 15, 2004.
2. Order (I) Approving the Sale Free and Clear of All Liens, Claims and Encumbrances to the Successful Bidder, (II) Authorizing the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, and (III) Granting Related Relief, with exhibits, entered February 20, 2004.
3. Debtors' Second Amended Disclosure Statement Pursuant to Section 1125 of the Bankruptcy Code, with exhibits, filed April 22, 2004.
4. Debtors' Second Amended Joint Plan of Reorganization Pursuant to Chapter 11 of the Bankruptcy Code (the "Second Amended Plan"), with exhibits, filed April 22, 2004.
5. Order (I) Approving the Disclosure Statement; (II) Establishing a Record Date; (III) Approving Solicitation Packages and Procedures for

Distribution Thereof; (IV) Approving Forms of Ballots and Establishing Procedures for Voting on the Plan; and (V) Establishing Notice and Objection Procedures for Confirmation of the Plan, with exhibits, entered April 22, 2004.

6. Affidavit of Service re: Second Amended Disclosure Statement and Second Amended Plan, by Yvette Hassman, filed April 27, 2004.
7. Notice of (A) Deadline for Casting Votes to Accept or Reject, and to File Objections to, Debtors' Second Amended Joint Plan of Reorganization, (B) Hearing to Consider Confirmation of Such Plan and (C) Related Matters, filed May 3, 2004.
8. Affidavit of Service of Yvette Hassman, with exhibits, dated May 3, 2004.
9. Schedules 1, 3 and 4 to the Second Amended Plan, filed May 18, 2004.
10. Affidavit of Service re: Schedule 1 by Yvette Hassman, filed May 20, 2004.
11. Affidavit of Service re: Schedule 3 by Yvette Hassman, filed May 20, 2004.
12. Affidavit of Service re: Schedule 4 by Yvette Hassman, filed May 20, 2004.
13. Notice of the Debtors' Intent to Assume, Assume and Assign, or Assign Certain Executory Contracts and Unexpired Leases pertaining to Hood's lease (pursuant to Schedule 2 to the Second Amended Plan) dated May 18, 2004.

14. Affidavit of Service re: Notice of the Debtors' Intent to Assume, Assume and Assign, or Assign Certain Executory Contracts and Unexpired Leases, by Yvette Hassman, filed May 21, 2004.
15. Debtors' Third Amended Joint Plan of Reorganization Pursuant to Chapter 11 of the Bankruptcy Code (the "Third Amended Plan"), with exhibits, filed June 10, 2004.
16. Findings of Fact, Conclusions of Law, and Order Confirming Debtors' Third Amended Joint Plan of Reorganization Pursuant to Chapter 11 of the Bankruptcy Code, with exhibits, entered June 10, 2004.
17. Transcript of confirmation hearing on June 10, 2004.
18. Notice of (A) Modifications to Schedules to the Debtors' Third Amended Joint Plan of Reorganization Pursuant to Chapter 11 of the Bankruptcy Code and (B) Respective Rejections of Executory Contracts and Unexpired Leases, dated June 16, 2004.
19. Affidavit of Service re: Notice of (A) Modifications to Schedules to the Debtors' Third Amended Joint Plan of Reorganization Pursuant to Chapter 11 of the Bankruptcy Code and (B) Respective Rejections of Executory Contracts and Unexpired Leases, by James H. Myers, filed June 21, 2004.
20. Notice of Appeal to District Court, filed June 21, 2004.
21. Amended Objection to Third Amended Plan, Plan Schedule Modifications and Rejection of Lease Pursuant Thereto and to Confirmation of the Third Amended Plan, filed July 1, 2004.

22. The docket of this case.

Respectfully submitted,  
HOOD BUSINESS PARK, LLC  
By its attorneys

Dated: July 1, 2004

/s/ R. Fredrick Linfesty, Esq.  
James M. Liston, Esq.  
R. Frederick Linfesty, Esq.  
Bartlett Hackett Feinberg P.C.  
10 High Street, Suite 920  
Boston, MA 02110  
(617) 422-0200