

UNITED STATES BANKRUPTCY COURT

Southern District of New York

In re Allegiance Telecom of Missouri, Inc.
Debtor

Case no. 03-13081
(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	5	\$19,241,148.97		
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	10		\$4,475,479.06	
G – Executory Contracts and Unexpired Leases	Yes	2			
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 ➤		20			
Total Assets ➤			\$19,241,148.97		
Total Liabilities ➤				\$469,775,479.06	

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, any claim reflected in these schedules as to amount, liability, priority, status, or classification, or to otherwise subsequently designate any claim as "contingent", "unliquidated" or "disputed."

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 Missouri, Inc.
Case Number: 03-13081 (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.

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		\$28,664.56
4. Household goods and furnishings, including audio, video, and computer equipment.	X			
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			

United States Bankruptcy Court, Southern District of New York
Debtor: Allegiance Telecom of Missouri, Inc.
Case Number: 03-13081 (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
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		\$1,153,681.26
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			
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	X			

United States Bankruptcy Court, Southern District of New York
Debtor: Allegiance Telecom of Missouri, Inc.
Case Number: 03-13081 (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
claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each.				
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 St. Louis, MO		\$24,547.60
24. Boats, motors, and accessories.	X			
25. Aircraft and accessories.	X			
26. Office equipment, furnishings, and supplies.		Furniture & Fixtures, Office Equipment, Communica- tion Equipment, Computing Equipment Net Book Value St. Louis, MO		\$175,040.80
27. Machinery, fixtures, equipment, and supplies used in business.		Switch Equipment, Transmission Equipment, Cus- tomer Premise Equipment, Internet Transmission Equipment, IT Support System Software, Capitalized Dark Fiber Leases Net Book Value St. Louis, MO		\$14,588,379.28
28. Inventory.	X			
29. Animals.	X			
30. Crops - growing or harvested. Give particulars.	X			
31. Farming equipment and imple- ments.	X			
32. Farm supplies, chemicals, and feed.	X			
33. Other personal property of any kind not already listed. Itemize.		Leasehold Improvements Net Book Value St. Louis, MO		\$3,270,835.47
		<u>2</u> continuation sheets attached	Total ?	\$19,241,148.97

(Include amounts from any contin-
uation 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>				
Globe Building Company	Globe Building Company 710 North Tucker Boulevard, Suite 100 St. Louis, MO 63101	Cash	Switch (St. Louis)	\$8,533.00
<u>OTHER DEPOSITS</u>				
State of Missouri	Missouri Department of Revenue Division of Taxation and Collection P.O. Box 295 Jefferson City, MO 65105	Cash	State of MO Employer Tax Deposit	\$20,131.56
Total				\$28,664.56

United States Bankruptcy Court, Southern District of New York
Debtor: Allegiance Telecom of Missouri, Inc.
CASE NO. 03-13081 (RDD)

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

DESCRIPTION	VALUE
Licenses:	
Case Number: TA-2000-1	Undetermined
Service Type: Basic Local Telecommunications Service	
Grant Date: 10/19/1999	
Case Number: TA-2000-427	Undetermined
Service Type: Intrastate Interexchange and	
Nonswitched Local Exchange Telecommunications	
Services	
Grant Date: 03/03/2000	

United States Bankruptcy Court, Southern District of New York
Debtor: Allegiance Telecom of Missouri, Inc.
Case Number: 03-13081 (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 \$					
1 continuation sheet attached							Total ?	\$ 465,300,000.00

United States Bankruptcy Court, Southern District of New York
Debtor: Allegiance Telecom of Missouri, Inc.
Case Number: 03-13081 (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 SCHEDULE 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 Missouri, Inc.**
Debtor

Case No. **03-13081**
(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				
				HUSBAND, WIFE, JOINT OR COMMUNITY	UNLIQUIDATED			AMOUNT OF CLAIM	
						DISPUTED			
ACCOUNT NO.									
ACCOUNT NO.	1271	s4295			CAPITAL LEASE		X	\$38,913.80	
GE CAPITAL FLEET SERVICE PO BOX 100363 ATLANTA, GA 30384-0363									
ACCOUNT NO.	202964	s4327			CAPITAL LEASE		X	\$3,464,710.22	
SPRINT PO BOX 219061 KANSAS CITY, MO 64121-9061									
ACCOUNT NO.	002484969652	s3259			CUSTOMER CLAIM	X	X	X	UNDETERMINED
AMERICAN'S CHOICE PLUMBING C/O DONNA MILLIGAN 1971 PARKER ROAD ST. LOUIS, MO 63138									
ACCOUNT NO.	2354527	s4060			CUSTOMER CLAIM	X	X	X	\$50,000.00
ANDERSON INSURANCE AGENCY RANDY FRICKE 14615 MANCHESTER ROAD MANCHESTER, MO 63011									

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

Case No. **03-13081**
(If known)

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

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE			CODEBTOR		CONTINGENT				
			HUSBAND, WIFE, JOINT OR COMMUNITY	UNLIQUIDATED			AMOUNT OF CLAIM		
				DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM, IF CLAIM IS SUBJECT TO SETOFF, SO STATE	DISPUTED				
ACCOUNT NO.	002554232289	s3337			CUSTOMER CLAIM	X	X	X	UNDETERMINED
BENJAMIN AN & CO C/O BENJAMIN AN 11901 OLIVE BOULEVARD, STE 208 CREVE COEUR, MO 63141									
ACCOUNT NO.	002464202236	s3352			CUSTOMER CLAIM	X	X	X	UNDETERMINED
BOLLINGER COUNTY C/O WAYNE WHITENER PO BOX 110 MARBLE HILL, MO 63764									
ACCOUNT NO.	002507256403	s3368			CUSTOMER CLAIM	X	X	X	UNDETERMINED
BUDGET INN [COMFORT SUITES -1260 E INDEPENDENCE ST] C/O DENISE CLASSIK 1260 E INDEPENDENCE STREET SPRINGFIELD, MO 65804									
ACCOUNT NO.	002586920402	s3374			CUSTOMER CLAIM	X	X	X	UNDETERMINED
CALDWELL FUNERAL HOME C/O TRACY-- MO PSC 711 E MAIN PARK HILLS, MO 63601									
ACCOUNT NO.	002468676581	s3377			CUSTOMER CLAIM	X	X	X	UNDETERMINED
CAPE GIRARDEAU COUNTY C/O ROBERT COX ONE BARTON SQUARE JACKSON, MO 63755									
ACCOUNT NO.	002512594430	s3389			CUSTOMER CLAIM	X	X	X	UNDETERMINED
CHALLENGE MORTGAGE C/O ANNA GUPTA 3159 FEE FEE ROAD STE 211 BRIDGETON, MO 63044									
ACCOUNT NO.	002095104283	s3407			CUSTOMER CLAIM	X	X	X	UNDETERMINED
CITY OF CHAFFEE - CITY HALL (AGO) C/O JOHN CHADD 222 W YOAKUM CHAFFEE, MO 63740									

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Debtor

Case No. **03-13081**
(If known)

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

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE			CODEBTOR		CONTINGENT				
			HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM, IF CLAIM IS SUBJECT TO SETOFF, SO STATE	UNLIQUIDATED			AMOUNT OF CLAIM	
					DISPUTED				
ACCOUNT NO.	002496615451	s3457			CUSTOMER CLAIM	X	X	X	UNDETERMINED
DAYS INN SOUTH (RESALE) C/O RAY PATEL 11801 BLUE RIDGE BOULEVARD KANSAS CITY, MO 64134									
ACCOUNT NO.	002414295421	s3585			CUSTOMER CLAIM	X	X	X	UNDETERMINED
HEAVENLY HAM C/O DONNA LUTER 3897 MID RIVERS MALL DR SAINT PETERS, MO 63376									
ACCOUNT NO.	000002620768	s3597			CUSTOMER CLAIM	X	X	X	UNDETERMINED
HOPE LUTHERN CHURCH C/O PAT MCGLOUGHTON 2308 GRAVOIS RD HIGH RIDGE, MO 63049									
ACCOUNT NO.	000002601123	s3609			CUSTOMER CLAIM	X	X	X	UNDETERMINED
IMMANUAL LUTHERAN CHURCH C/O AL SCHADE 115 S 6TH ST SAINT CHARLES, MO 63301									
ACCOUNT NO.	000002405580	s3633			CUSTOMER CLAIM	X	X	X	UNDETERMINED
KIRKSVILLE COUNTRY CLUB C/O ALAN DANIELS PO BOX 1050 KIRKSVILLE, MO 63501									
ACCOUNT NO.	002505867521	s3647			CUSTOMER CLAIM	X	X	X	UNDETERMINED
LANDMARK REALTY CO C/O SCOTT LUECKER 914 E. 5TH STREET WASHINGTON, MO 63090									
ACCOUNT NO.	000002625019	s3649			CUSTOMER CLAIM	X	X	X	UNDETERMINED
LARSON ENGINEERING OF MO C/O TANYA BUSSEN SUITE 200, 5757 PHANTOM DRIVE HAZELWOOD, MO 63042									

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Debtor

Case No. **03-13081**
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SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE			CODEBTOR		CONTINGENT				
			HUSBAND, WIFE, JOINT OR COMMUNITY		UNLIQUIDATED				
					DISPUTED				
				DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM, IF CLAIM IS SUBJECT TO SETOFF, SO STATE				AMOUNT OF CLAIM	
ACCOUNT NO.	002462788585	s3763			CUSTOMER CLAIM	X	X	X	UNDETERMINED
MARCELINE, MO SCHOOL DISTRICT C/O ED SCHOENFELD 400 E SANTA FE MARCELINE, MO 64658									
ACCOUNT NO.	002421404233	s3823			CUSTOMER CLAIM	X	X	X	UNDETERMINED
NANNA'S UNLIMITED C/O PAM ROBISON 23226 HIGHWAY 36 BROOKFIELD, MO 64628									
ACCOUNT NO.	002657840410	s3838			CUSTOMER CLAIM	X	X	X	UNDETERMINED
NORBERT RICHARDSON DGN MD C/O PATTY BLANKENSHIP 1935 PRAIRIE DELL UNION, MO 63084									
ACCOUNT NO.	000002562820	s3901			CUSTOMER CLAIM	X	X	X	UNDETERMINED
R J PROMOTIONS C/O FRAN DOBRICH PO BOX 37 AMAZONIA, MO 64421									
ACCOUNT NO.	000231232197	s3919			CUSTOMER CLAIM	X	X	X	UNDETERMINED
RICCI ASSOCIATES** C/O PATTY CASTILLE 955 EXECUTIVE PKWY DR ST. LOUIS, MO 63141									
ACCOUNT NO.	002163621285	s3974			CUSTOMER CLAIM	X	X	X	UNDETERMINED
SOUTHPORT LLC/DBA MICROTTEL INN & SUITES C/O LISA WINTER 2121 RIDGE DR ARNOLD, MO 63010									
ACCOUNT NO.	002432257387	s3989			CUSTOMER CLAIM	X	X	X	UNDETERMINED
STLTODAY.COM C/O ERIC SEIDER 400 S 4 ST STE 1200 SAINT LOUIS, MO 63102									

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

Case No. **03-13081**
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SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE			CODEBTOR		CONTINGENT				
			HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM, IF CLAIM IS SUBJECT TO SETOFF, SO STATE	UNLIQUIDATED			AMOUNT OF CLAIM	
					DISPUTED				
ACCOUNT NO.	002360668497	s3721			CUSTOMER CLAIM	X	X	X	UNDETERMINED
THE ELDON INN C/O EDWARD ALLEN 2000 BUSINESS 54 HWY N ELDON, MO 65026									
ACCOUNT NO.	000002661757	s3728			CUSTOMER CLAIM	X	X	X	UNDETERMINED
THE GRILL HOUSE C/O MR. ALWELL 1637 CLARKSON CHESTERFIELD, MO 63017									
ACCOUNT NO.	2580537	s4050			CUSTOMER CLAIM	X	X	X	\$13,747.52
TRANS WORLD EQUIPMENT SALES JACQUE PERTLE 630 N. MORLEY MOBERLY, MO 65270									
ACCOUNT NO.	74570	s4202			TRADE PAYABLE				\$463.25
ADT SECURITY SVCS PO BOX 371994 PITTSBURGH, PA 15250-7994									
ACCOUNT NO.	19-74570	s2254			TRADE PAYABLE				\$221.58
ADT SECURITY SVCS PO BOX 371994 PITTSBURGH, PA 15250-7994									
ACCOUNT NO.	19-1018	s2235			TRADE PAYABLE				\$490.09
AIRBORNE EXPRESS PO BOX 662 SEATTLE, WA 98111									
ACCOUNT NO.	19-50112	s2997			TRADE PAYABLE			X	\$49,560.97
AMERITECH CABS POB 1838 SAGINAW, MI 48605-1838									
ACCOUNT NO.	19-211913	s3052			TRADE PAYABLE			X	\$826.84
AT&T PO BOX 78425 PHOENIX, AZ 85062-8425									

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

Case No. **03-13081**
(If known)

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

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE			CODEBTOR		CONTINGENT				
			HUSBAND, WIFE, JOINT OR COMMUNITY DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM, IF CLAIM IS SUBJECT TO SETOFF, SO STATE		UNLIQUIDATED			AMOUNT OF CLAIM	
					DISPUTED				
ACCOUNT NO.	19-36361	s2977			TRADE PAYABLE			X	\$7,207.85
AVAYA INC. P.O. BOX 73061 CHICAGO, IL 60673-3061									
ACCOUNT NO.	19-204537	s2247			TRADE PAYABLE				\$616.64
BEKINS WORLDWIDE SOLUTIONS PO BOX 95987 CHICAGO, IL 60694-5987									
ACCOUNT NO.	204537	s4218			TRADE PAYABLE				\$616.64
BEKINS WORLDWIDE SOLUTIONS PO BOX 95987 CHICAGO, IL 60694-5987									
ACCOUNT NO.	19-1797	s2245			TRADE PAYABLE				\$130.00
BFC 1141 N RADDANT RD BATAVIA, IL 60510									
ACCOUNT NO.	19-1271	s2240			TRADE PAYABLE				\$2,643.42
GE CAPITAL FLEET SERVICE PO BOX 100363 ATLANTA, GA 30384-0363									
ACCOUNT NO.	19-198969	s3046			TRADE PAYABLE			X	\$3,057.16
GLOBAL INTERNETWORKING 8605 WESTWOOD CENTER DR #300 VIENNA, VA 22182									
ACCOUNT NO.	19-84611	s2255			TRADE PAYABLE				\$5,558.81
GLOBE BUILDING CO 710 N TUCKER BLVD STE 100 ST LOUIS, MO 63101									
ACCOUNT NO.	19-58738	s2251			TRADE PAYABLE				\$425.43
GRAINGER INC DEPT 192 - 848749636 PALATINE, IL 60038-0001									

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

Case No. **03-13081**
(If known)

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

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE			CODEBTOR		CONTINGENT				
			HUSBAND, WIFE, JOINT OR COMMUNITY DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM, IF CLAIM IS SUBJECT TO SETOFF, SO STATE		UNLIQUIDATED				
					DISPUTED				
								AMOUNT OF CLAIM	
ACCOUNT NO.	19-63484	s2253			TRADE PAYABLE		X		\$1,760.56
JP MORGAN CHASE-P CARD COMMERCIAL CARD SVCS PO BOX 78970 PHOENIX, AZ 85062-8970									
ACCOUNT NO.	19-94741	s2257			TRADE PAYABLE				\$130.89
MIDWEST WHOLESALE REFRESHMENT SVCS 155 WELDON PKWY #110 MARYLAND HEIGHTS, MO 63043									
ACCOUNT NO.	19-101398	s2234			TRADE PAYABLE				\$674.29
MODERN CLEANING SVCS 3051 BECKER CROSSING ST LOUIS, MO 63129									
ACCOUNT NO.	19-108819	s2239			TRADE PAYABLE				\$230.09
ORR PROTECTION SYSTEMS PO BOX 631702 CINCINNATI, OH 45263-1702									
ACCOUNT NO.	19-1543	s2242			TRADE PAYABLE				\$44.68
PITNEY BOWES CREDIT CORP PO BOX 856460 LOUISVILLE, KY 40285-5460									
ACCOUNT NO.	19-1640	s2244			TRADE PAYABLE			X	\$666,028.50
SOUTHWESTERN BELL CABS PO BOX 650502 DALLAS, TX 75265-0502									
ACCOUNT NO.	19-39011	s2249			TRADE PAYABLE			X	\$9,824.73
SOUTHWESTERN BELL TELEPHONE - CABS PO BOX 650516 DALLAS, TX 75265-0516									
ACCOUNT NO.	19-63759	s3001			TRADE PAYABLE			X	\$220.41
SOUTHWESTERN BELL PO BOX 630047 DALLAS, TX 75263-0047									

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

Case No. **03-13081**
(If known)

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

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE			CODEBTOR		CONTINGENT				
			HUSBAND, WIFE, JOINT OR COMMUNITY DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM, IF CLAIM IS SUBJECT TO SETOFF, SO STATE		UNLIQUIDATED				
					DISPUTED		AMOUNT OF CLAIM		
ACCOUNT NO.	19-103774	s2237			TRADE PAYABLE				\$41.60
SOUTHWESTERN BELL PO BOX 630059 DALLAS, TX 75262-0059									
ACCOUNT NO.	19-59180	s2252			TRADE PAYABLE				\$645.06
SOUTHWESTERN BELL PO BOX 940012 DALLAS, TX 75394-0012									
ACCOUNT NO.	19-102583	s2236			TRADE PAYABLE				\$2,545.55
SOUTHWESTERN BELL POB 650661 DALLAS, TX 75265-0661									
ACCOUNT NO.	19-52864	s2250			TRADE PAYABLE				\$13,227.12
SOUTHWESTERN BELL-NETWORK IMPLEMENT USE 2180 GLENVILLE SWBT ICSC 2ND FL RICHARDSON, TX 75082									
ACCOUNT NO.	19-202964	s2246			TRADE PAYABLE				\$14,652.68
SPRINT PO BOX 219061 KANSAS CITY, MO 64121-9061									
ACCOUNT NO.	19-220673	s2248			TRADE PAYABLE				\$339.50
SUPER 8 MOTEL @ HIGHWAY 54 OSAGE BEACH, MO 65065									
ACCOUNT NO.	19-79936	s3083			TRADE PAYABLE			X	\$5,486.12
UNIVERSAL ACCESS INC - CABS 135 S LASALLE DEPT 4771 CHICAGO, IL 60674-4771									
ACCOUNT NO.	19-129835	s3032			TRADE PAYABLE			X	\$9,088.83
UUNET. P.O. BOX 96022 CHARLOTTE, NC 28296-0022									

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

Case No. **03-13081**
(If known)

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

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE			CODEBTOR		CONTINGENT			
			HUSBAND, WIFE, JOINT OR COMMUNITY DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM, IF CLAIM IS SUBJECT TO SETOFF, SO STATE		UNLIQUIDATED		AMOUNT OF CLAIM	
					DISPUTED			
ACCOUNT NO.	19-84976	s2256			TRADE PAYABLE			\$59.83
WESTWAY SERVICE INC 4808 FAIRVIEW AVE ST LOUIS, MO 63116								
ACCOUNT NO.	19-212027	s3071			TRADE PAYABLE		X	\$108,402.45
X O COMMUNICATIONS PO BOX 530471 ATLANTA, GA 30353-0471								
ACCOUNT NO.	19-105309	s2238			TRADE PAYABLE			\$2,885.95
XEROX CORP PO BOX 827181 PHILADELPHIA, PA 19182-7181								

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 Missouri, Inc.
Case Number: 03-13081 (RDD)
Schedule G
Rider 1 Executory Contracts
1 of 1

<u>Name & Mailing Address of</u>	
<u>Vendor</u>	<u>Description of Contract</u>
Southwestern Bell	Wholesale Inside Wire Plan Resale Agreement
Southwestern Bell Telephone Company	Interconnection Agreement
SBC	Settlement and Switched Access Services Agreement

United States Bankruptcy Court, Southern District of New York

Debtor: Allegiance Telecom of Missouri, Inc.

Case No. 03-13081 (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 Illinois, 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 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
Adgrafx 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 Missouri, Inc.
Debtor

Case No. 03-13081
(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 23 sheets, including this signature page, and that they are true and correct to the best of my knowledge, information, and belief.

Date July 15, 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.