

UNITED STATES BANKRUPTCY COURT

Southern District of New York

In re Allegiance Telecom of Pennsylvania, Inc.
Debtor

Case no. 03-13093
(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	7	\$47,515,058.80		
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	14		\$16,698,185.90	
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 ➤		26			
Total Assets ➤			\$47,515,058.80		
Total Liabilities ➤				\$481,998,185.90	

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 Pennsylvania, Inc.
Case Number: 03-13093 (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		\$72,082.50
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			

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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		\$4,894,345.20
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.		See Rider B.17 attached		\$138,450.00
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			

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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 Philadelphia, PA Pittsburg, PA		\$83,152.50
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 Philadelphia, PA Pittsburg, PA		\$284,783.34
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 Philadelphia, PA Pittsburg, PA		\$36,215,555.01
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		Leasehold Improvements		\$5,826,690.25

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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
kind not already listed. Itemize.		Net Book Value Philadelphia, PA Pittsburg, PA		
<u>3</u> continuation sheets attached			Total ?	\$47,515,058.80

(Include amounts from any continuation 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>				
1515 Market Street Associates	1515 Market Street Associates c/o West World Management, Inc. 4 Manhattanville Road Purchase, NY 10577	Cash	Sales (Philadelphia)	\$2,873.75
1818 Market - VEF II, LLC	1818 Market - VEF II, LLC c/o Albert B. Ashforth, LLC 1818 Market Street, Suite 2610 Philadelphia, PA 19103	Cash	Sales (Philadelphia)	\$42,450.75
ASP Valley Forge, LP	ASP Valley Forge, LP c/o Trammell Crow Company 101 West Elm Street, Suite 400 Conshohocken, PA 19428	Cash	Sales (King of Prussia)	\$26,758.00
Total				\$72,082.50

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SCHEDULE B - PERSONAL PROPERTY
Rider B.17 - Other Liquidated Debts Owing to Debtor

DESCRIPTION	VALUE
2000 - 2001 Sales Tax Refund Claim	\$ 138,450.00

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

DESCRIPTION	VALUE
Licenses:	
Docket Number: A-310751 Service Type: Reseller of Toll Services Grant Date: 11/06/1998 (Interim) / 05/04/1999 (Permanent)	Undetermined
Docket Number: A-310751F0002 Service Type: Competitive Local Exchange Carrier Grant Date: 11/06/1998 (Interim) / 05/04/1999 (Permanent)	Undetermined
Docket Number: A-310751F0003 Service Type: Competitive Access Provider Grant Date: 11/06/1998 (Interim) / 05/04/1999 (Permanent)	Undetermined
Docket Number: A-310751F0004 Service Type: Interexchange Carrier Grant Date: 11/06/1998 (Interim) / 05/04/1999 (Permanent)	Undetermined

United States Bankruptcy Court, Southern District of New York
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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 \$					
<div> <div>1 continuation sheet attached</div> <div>Total ?</div> </div>							\$ 465,300,000.00	

United States Bankruptcy Court, Southern District of New York
Debtor: Allegiance Telecom of Pennsylvania, Inc.
Case Number: 03-13093 (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 Pennsylvania, Inc.**
Debtor

Case No. **03-13093**
(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 DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM, IF CLAIM IS SUBJECT TO SETOFF, SO STATE		UNLIQUIDATED			AMOUNT OF CLAIM	
					DISPUTED				
ACCOUNT NO.	168160	s4326			CAPITAL LEASE		X		\$4,246,472.34
FIBERTECH NETWORKS LLC 140 ALLENS CREEK RD ROCHESTER, NY 14618									
ACCOUNT NO.	1271	s4299			CAPITAL LEASE		X		\$74,911.01
GE CAPITAL FLEET SERVICE PO BOX 100363 ATLANTA, GA 30384-0363									
ACCOUNT NO.	50691	s4320			CAPITAL LEASE		X		\$3,171,420.71
METROMEDIA FIBER NETWORK, INC. P.O. BOX 7247-6887 PHILADELPHIA, PA 19170-6887									
ACCOUNT NO.	002187294493	s3212			CUSTOMER CLAIM	X	X	X	UNDETERMINED
ACI C/O KEVIN ELLISON 3226 W CHELTENHAM AV PHILADELPHIA, PA 19118									

In re **Allegiance Telecom of Pennsylvania, Inc.**
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(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.	000002466999	s3255			CUSTOMER CLAIM	X	X	X	UNDETERMINED
AMERICAN INSURANCE CONSULTANTS C/O GARY HIRSH GORDON 1051 COUNTY LINE ROAD HUNTINGDON VALLEY, PA 19006									
ACCOUNT NO.	000002648368	s3321			CUSTOMER CLAIM	X	X	X	UNDETERMINED
AXIOM ASSET MGT. C/O MIKE HEEBERG 100 MATSONFORD, BUILDING 3, FLOOR 4 RADNOR,, PA 19087									
ACCOUNT NO.	000002589870	s3376			CUSTOMER CLAIM	X	X	X	UNDETERMINED
CAMCO C/O DIANE, SECRETARY 1176 JEFFERSON HEIGHTS DRIVE PENN HILLS, PA 15235									
ACCOUNT NO.	002249861458	s3425			CUSTOMER CLAIM	X	X	X	UNDETERMINED
CONTINUUM SPACE DEVELOPERS C/O SHIRLEY CHAPMAN 3901 MARKET ST PHILADELPHIA, PA 19104									
ACCOUNT NO.	000002528979	s3436			CUSTOMER CLAIM	X	X	X	UNDETERMINED
COWHEY-GIRARD CONSULTANTS C/O MATT GIRARD 583 SKIPPACK PIKE STE 400 BLUE BELL, PA 19422									
ACCOUNT NO.	000002465194	s3437			CUSTOMER CLAIM	X	X	X	UNDETERMINED
COWRIE PHARMACY C/O ISREAL OGUNLEYE 25 WALNUT LANCE PHILADELPHIA., PA 19144									
ACCOUNT NO.	000002631428	s3440			CUSTOMER CLAIM	X	X	X	UNDETERMINED
CRITICAL PATH, INC. C/O ANDREW FIORENTINI 2414 LYTLER RD RM 300 BETHEL PARK, PA 15102									

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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.	002093860398	s3469			CUSTOMER CLAIM	X	X	X	UNDETERMINED
DR. S. JACK GOLD C/O DR. GOLD 4028 W GIRARD AV PHILADELPHIA, PA 19104									
ACCOUNT NO.	002217543356	s3498			CUSTOMER CLAIM	X	X	X	UNDETERMINED
ERSKINE, WOLFSON, GIBBON, & FISHER C/O ANN HARRINGAN 2010 CHANCELLOR STREET PHILADELPHIA, PA 19103									
ACCOUNT NO.	000002623543	s3516			CUSTOMER CLAIM	X	X	X	UNDETERMINED
FIRST MORTGAGE CORP C/O STEVE ATLAS 15 HAVERFORD STATION ROAD, 2ND FL HAVERFORD, PA 19041									
ACCOUNT NO.	002413989600	s3621			CUSTOMER CLAIM	X	X	X	UNDETERMINED
JOHN L POTTER DMD C/O DR. JOHN POTTER 3131 COLLEGE HEIGHTS BLVD, SUITE 2800 ALLENTOWN, PA 18104									
ACCOUNT NO.	000002594446	s3631			CUSTOMER CLAIM	X	X	X	UNDETERMINED
KINGS MOTEL C/O MRS. NASSA 4185 WILLIAM PENN HIGHWAY MONROEVILLE, PA 15146									
ACCOUNT NO.	002043187423	s3664			CUSTOMER CLAIM	X	X	X	UNDETERMINED
LIGHTSTREAM COMMUNICATION C/O JANE BORDERSON 821 HAGYS FORD RD NARBERTH, PA 19072									
ACCOUNT NO.	002166592463	s3675			CUSTOMER CLAIM	X	X	X	UNDETERMINED
LOU GIROUD TREE SERVICE C/O BERNEDETTE NOVEN 1955 PIONEER RD HUNTINGDON VALLEY, PA 19006									

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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.	002263831345	s3676			CUSTOMER CLAIM	X	X	X	UNDETERMINED
LOU'S AUTO SERVICE C/O LOU OLIVERA 4634 N FRONT ST PHILADELPHIA, PA 19140									
ACCOUNT NO.	002359731402	s3681			CUSTOMER CLAIM	X	X	X	UNDETERMINED
MACK INFORMATION SYSTEMS C/O MATTHEW WILLIAMS 25 SOUTH AV WYNCOTE, PA 19095									
ACCOUNT NO.	000167154368	s3769			CUSTOMER CLAIM	X	X	X	UNDETERMINED
MARK D ANDREA INC (DBA..P D ANDREA INC) C/O KATHY MCGINNIS 12270 TOWNSEND ROAD PHILADELPHIA, PA 19154									
ACCOUNT NO.	000044593421	s3778			CUSTOMER CLAIM	X	X	X	UNDETERMINED
MAYFAIR SHOP & BAG #24 C/O MS. GILBERT 6499 SACKETT ST. PHILADELPHIA, PA 19149									
ACCOUNT NO.	002334635390	s3803			CUSTOMER CLAIM	X	X	X	UNDETERMINED
MIRACLES UNISEX SALON C/O SONJA BRANCH 1849 W. ALBANUS, FL. 2ND ST. PHILADELPHIA, PA 19141									
ACCOUNT NO.	002330538390	s3815			CUSTOMER CLAIM	X	X	X	UNDETERMINED
MOULIN ROUGE C/O MARGARITA BASS 1900 OLD YORK ROAD ABINGTON, PA 19001									
ACCOUNT NO.	000002477758	s3817			CUSTOMER CLAIM	X	X	X	UNDETERMINED
MULTIMEDIA MARKETING & COMM C/O JIMMY 304 ROSS STREET, ROOM 302-303 PITTSBURGH, PA 15219									

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

Case No. **03-13093**
(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.	000002553123	s3830			CUSTOMER CLAIM	X	X	X	UNDETERMINED
NEILLY CANVAS GOODS CO C/O SHELLY 2700 PENN AVE. PITTSBURGH, PA 15222									
ACCOUNT NO.	000231016217	s3835			CUSTOMER CLAIM	X	X	X	UNDETERMINED
NEW HUNTINGDON DEVELOPEMENT INC C/O CHERYL THRANE P.O. BOX 26767 ELKINS PARK, PA 19027									
ACCOUNT NO.	002440488486	s3890			CUSTOMER CLAIM	X	X	X	UNDETERMINED
PSC (ALLIED SECURIRTY - LYN DHURST 119) C/O SIMONE NAKASH 3606 HORIZON DR KING OF PRUSSIA, PA 19406									
ACCOUNT NO.	2398094	s4339			CUSTOMER CLAIM	X	X	X	UNDETERMINED
RITTENHOUSE TOWER ASSOCIATES 222 RITTENHOUSE SQ PHILADELPHIA, PA 19103									
ACCOUNT NO.	000002616633	s3740			CUSTOMER CLAIM	X	X	X	UNDETERMINED
THREE RIVERS ENTERTAINMENT C/O NICK DIALOSO 2275 SWALLOW HILL ROAD PITTSBURGH, PA 15220									
ACCOUNT NO.		s4105			LITIGATION Case Nbr: 0032344sr U.S. Bankruptcy Court, Eastern Dist. of PA November 1, 2000	X	X	X	UNDETERMINED
ONE STOP REALTOUR PLACE C/O DAVID A SCHOLL 200 EAST STATE STREET SUITE 309 MEDIA PENNSYLVANIA, PA 19063 USA									
ACCOUNT NO.		s4134			LITIGATION United States Bankruptcy Court for the Northern District of Illinois	X	X	X	UNDETERMINED
WORLD ACCESS, INC. ET AL C/O MORTON P. LEVINE, LEVINE & BLOCK 2270 RESURGENS PLAZA 945 E. PACES FERRY ROAD ATLANTA, GA 03264 USA									

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

Case No. **03-13093**
(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	
					DISPUTED			
ACCOUNT NO.	26-35356	s2366			TRADE PAYABLE			\$842.65
1818 MARKET VEF II LLC C/O ALBERT B ASHFORTH LLC HARTFORD, CT 06150-2846								
ACCOUNT NO.	26-74570	s2375			TRADE PAYABLE			\$489.26
ADT SECURITY SVCS PO BOX 371994 PITTSBURGH, PA 15250-7994								
ACCOUNT NO.	74570	s4206			TRADE PAYABLE			\$3,904.59
ADT SECURITY SVCS PO BOX 371994 PITTSBURGH, PA 15250-7994								
ACCOUNT NO.	26-1018	s2326			TRADE PAYABLE			\$878.11
AIRBORNE EXPRESS PO BOX 662 SEATTLE, WA 98111								
ACCOUNT NO.	26-163542	s2349			TRADE PAYABLE			\$1,182.55
ALL CLEAN BUILDING SERVICE INC PO BOX 11152 PITTSBURGH, PA 15237								
ACCOUNT NO.	26-148913	s2340			TRADE PAYABLE			\$88.32
AQUAPERFECT OF SACRAMENTO VALLEY 14980 N 78TH WAY STE 202 SCOTTSDALE, AZ 85260								
ACCOUNT NO.	26-187258	s2353			TRADE PAYABLE			\$251.24
ARAMARK 1005 EIGHTH AVE GLENSHAW, PA 15116								
ACCOUNT NO.	26-50640	s2371			TRADE PAYABLE			\$40.67
AT&T PO BOX 2971 OMAHA, NE 68103-2971								
ACCOUNT NO.	26-211913	s3064			TRADE PAYABLE		X	\$1,653.68
AT&T PO BOX 78425 PHOENIX, AZ 85062-8425								

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

Case No. **03-13093**
(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.	26-32160	s2364			TRADE PAYABLE			\$7,993.75
ATLANTIC RELOCATION SYSTEMS 1624 DIPOMAT CARROLLTON, TX 75006								
ACCOUNT NO.	26-FGD	s3121			TRADE PAYABLE		X	\$5,141.74
ATX TELECOMMUNICATIONS SERVICES PO BOX 57194 PHILADELPHIA, PA 19111								
ACCOUNT NO.	26-36361	s2982			TRADE PAYABLE		X	\$15,234.84
AVAYA INC. P.O. BOX 73061 CHICAGO, IL 60673-3061								
ACCOUNT NO.	26-1797	s2352			TRADE PAYABLE			\$104.00
BFC 1141 N RADDANT RD BATAVIA, IL 60510								
ACCOUNT NO.	26-31868	s2363			TRADE PAYABLE			\$38,828.93
CALLOWHILL MANAGEMENT INC 401 N BROAD ST PHILADELPHIA, PA 19108								
ACCOUNT NO.	26-33764	s2365			TRADE PAYABLE			\$412.00
CITY OF PHILADELPHIA 401 N BROAD ST PHILADELPHIA, PA 19108-1001								
ACCOUNT NO.	26-1165	s2333			TRADE PAYABLE		X	\$322.00
CONNECTION CONCEPTS INC 1560 FRONTENAC RD NAPERVILLE, IL 60563								
ACCOUNT NO.	26-151870	s2342			TRADE PAYABLE			\$15,631.58
DUQUESNE LIGHT CO PO BOX 10 PITTSBURGH, PA 15230-0010								
ACCOUNT NO.	26-168160	s2350			TRADE PAYABLE			\$36,133.60
FIBERTECH NETWORKS LLC 140 ALLENS CREEK RD ROCHESTER, NY 14618								

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

Case No. **03-13093**
(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.	26-133155	s3039			TRADE PAYABLE			X	\$69,742.22
FOCAL COMM. CORP. OF PA (CABS) 135 S. LASALLE DTREET DEPT. 3602 CHICAGO, IL 60674-3602									
ACCOUNT NO.	26-1271	s2334			TRADE PAYABLE				\$9,182.38
GE CAPITAL FLEET SERVICE PO BOX 100363 ATLANTA, GA 30384-0363									
ACCOUNT NO.	26-161048	s2347			TRADE PAYABLE				\$33.73
GE CAPITAL PO BOX 676011 DALLAS, TX 75267-6011									
ACCOUNT NO.	26-1273	s2335			TRADE PAYABLE				\$151.62
GENERAL BINDING CORPORATION PO BOX 71361 CHICAGO, IL 60694-1361									
ACCOUNT NO.	26-1287	s2336			TRADE PAYABLE				\$263.95
GRAYBAR PO BOX 840458 DALLAS, TX 75284									
ACCOUNT NO.	26-64547	s2373			TRADE PAYABLE				\$119.84
HOFFMAN DESIGN GROUP 10 CROZERVILLE RD ASTON, PA 19014									
ACCOUNT NO.	26-162197	s2348			TRADE PAYABLE				\$265.00
IOS CAPITAL PO BOX 650016 DALLAS, TX 75265-0016									
ACCOUNT NO.	26-215635	s2357			TRADE PAYABLE				\$111.15
IOS CAPITAL PO BOX 676013 DALLAS, TX 75267-6013									

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

Case No. **03-13093**
(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.	26-63484	s2372			TRADE PAYABLE	X		\$1,493.56
JP MORGAN CHASE-P CARD COMMERCIAL CARD SVCS PO BOX 78970 PHOENIX, AZ 85062-8970								
ACCOUNT NO.	26-215845	s2358			TRADE PAYABLE			\$608.00
L CANNON COMMUNICATIONS 1515 MAIN ST PITTSBURGH, PA 15215								
ACCOUNT NO.	26-40957	s2368			TRADE PAYABLE			\$45.37
LAWRENSON INC PO BOX 454 SEWELL, NJ 8080								
ACCOUNT NO.	26-37755	s2367			TRADE PAYABLE			\$649.14
LMS DISTRIBUTORS INC PO BOX 613 VOORHEES, NJ 8043								
ACCOUNT NO.	26-30818	s2361			TRADE PAYABLE	X		\$535.00
LUCENT TECHNOLOGIES INC 6701 ROSWELL RDBLDGD 3RD FL ATLANTA, GA 30328-2501								
ACCOUNT NO.	26-89018	s3012			TRADE PAYABLE		X	\$13,206.92
MCI WORLDCOM INC. - CABS POB 730296 DALLAS, TX 75373-0296								
ACCOUNT NO.	26-159352	s2346			TRADE PAYABLE			\$275.00
MERIDIAN INTEGRATED SVCS PO BOX 303 TREVOSE, PA 19053-0303								
ACCOUNT NO.	26-34743	s2970			TRADE PAYABLE		X	\$14,625.00
MFS TELECOM INC - CABS P.O. BOX 790351 ST LOUIS, MO 63179-0351								

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

Case No. **03-13093**
(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.	26-78278	s2376			TRADE PAYABLE			\$472.42
NEUSTAR PO BOX 403034 ATLANTA, GA 30384-3034								
ACCOUNT NO.	216420	s3115			TRADE PAYABLE		X	\$14,520.32
NEW YORK ACCESS BILLING LLC 100 STATE STREET SUITE 650 ALBANY, NY 12207								
ACCOUNT NO.	26-42822	s2370			TRADE PAYABLE			\$1,515.00
PARKWAY CORPORATION 150 N BROAD ST PHILADELPHIA, PA 19102-1424								
ACCOUNT NO.	26-1543	s2345			TRADE PAYABLE			\$931.38
PITNEY BOWES CREDIT CORP PO BOX 856460 LOUISVILLE, KY 40285-5460								
ACCOUNT NO.	26-1541	s2344			TRADE PAYABLE			\$193.41
PITNEY BOWES PO BOX 856390 LOUISVILLE, KY 40285-6390								
ACCOUNT NO.	26-152232	s2343			TRADE PAYABLE			\$180.00
PRECISE POWER PO BOX 1117 CHERRYVILLE, NC 28021								
ACCOUNT NO.	26-151805	s2341			TRADE PAYABLE			\$3,950.00
PROFESSIONAL TELECONCEPTS PO BOX 847673 DALLAS, TX 75284-7673								
ACCOUNT NO.	26-130056	s2337			TRADE PAYABLE			\$36.37
QWEST BUSINESS SVCS PO BOX 856169 LOUISVILLE, KY 40285-6169								

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

Case No. **03-13093**
(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.	26-31786	s2362			TRADE PAYABLE			\$7,721.91
SPECTRA CONTRACT FLOORING (CHICAGO) MAIL DROP # 249 PO BOX 402143 ATLANTA, GA 30384-2143								
ACCOUNT NO.	26-192448	s2354			TRADE PAYABLE			\$11.82
SPRINT PO BOX 600670 JACKSONVILLE, FL 32260-0670								
ACCOUNT NO.	26-134588	s2338			TRADE PAYABLE			\$402.65
SUNRISE SUPPORT SVCS 128 DUDLEY ST PHILADELPHIA, PA 19148								
ACCOUNT NO.	26-213319	s2356			TRADE PAYABLE			\$6,209.99
UPPER MORELAND TWP SCHOOL DISTRICT 133 N STATE ST NEWTON, PA 18940								
ACCOUNT NO.	26-129835	s3027			TRADE PAYABLE		X	\$30,738.32
UUNET. P.O. BOX 96022 CHARLOTTE, NC 28296-0022								
ACCOUNT NO.	26-217272	s2359			TRADE PAYABLE			\$5,101.00
VALLEY ELECTRIC CORP PO BOX 656 LANGHORNE, PA 19047								
ACCOUNT NO.	26-114172	s2329			TRADE PAYABLE		X	\$2,531,155.95
VERIZON (BA) - LINE COST PO BOX 28000 LEHIGH VALLY, PA 18002-8000								
ACCOUNT NO.	26-41784	s2369			TRADE PAYABLE		X	\$6,094,308.16
VERIZON (BA-PA) - LINE COST PO BOX 28001 LEHIGH VALLEY, PA 18002								

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

Case No. **03-13093**
(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.	26-102353	s2327				X	
VERIZON (BA-PA) - LINE COST PO BOX 8585 PHILADELPHIA, PA 19173-0001							
ACCOUNT NO.	26-39512	s2993					
VERIZON (BA-SOUTH) - LINE COST PO BOX 408 COCKEYSVILLE, MD 21030						X	\$226,611.91
ACCOUNT NO.	26-66646	s2374					
VERIZON (GTE-SW) - LINE COST PO BOX 920041 DALLAS, TX 75392-0041							
ACCOUNT NO.	26-115336	s2330					\$55.56
VERIZON PO BOX 28000 LEHIGH VLY, PA 18002-8000							
ACCOUNT NO.	26-115986	s2332					
VERIZON PO BOX 30001 INGLEWOOD, CA 90313-0001							\$60.20
ACCOUNT NO.	26-115337	s2331					
VERIZON PO BOX 646 BALTIMORE, MD 21265-0646							
ACCOUNT NO.	26-113395	s2328					\$169.61
VERIZON PO BOX 8585 PHILADELPHIA, PA 19173-0001							
ACCOUNT NO.	26-143822	s2339					
VERIZON PO BOX 920041 DALLAS, TX 75392-0041							\$45.88
ACCOUNT NO.	26-1749	s2351					
WALKER & ASSOCIATES INC 7129 OLD HWY 52 WELCOME, NC 27374							
						X	\$3,625.15

In re Allegiance Telecom of Pennsylvania, Inc.
Debtor

Case No. 03-13093
(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.	26-193719	s2355		TRADE PAYABLE		X	\$518.35
WELLS FARGO FINANCIAL LEASING PO BOX 98789 LAS VEGAS, NV 89193							
ACCOUNT NO.	26-89355	s3088		TRADE PAYABLE		X	\$35,170.82
XO COMMUNICATIONS - CABS PO BOX 847678 DALLAS, TX 75284-7678							

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 Pennsylvania, Inc.
Case Number: 03-13093
(RDD)
Schedule G
Rider G-1 Executory Contracts
1 of 1

<u>Name & Mailing Address of Vendor</u>		<u>Description of Contract</u>
Verizon (BA)		11.HFGS.096569..PA
Verizon (BA)		3101 T3Z PHLAPAFGW22 PHLAPAJEK31
Verizon (BA)		3101 T3Z PHLAPAFGW22 PHLAPAJEK31
Verizon (BA)		3101 T3Z PHLAPAFGW22 PHLAPAREK13
Verizon (BA)		3101 T3Z PHLAPAFGW22 PHLAPAREK13
Verizon (BA)		101 T3Z DYTWPADBK31 PHLAPAFGW22
Verizon (BA)		996 T3Z PITBPADTHPY PITBPADTK18
Bell Atlantic Network Services, Inc.		Directory Assistance and Call Completion Services Agreement and as amended May 15, 2000
Verizon - Pennsylvania		Interconnection Agreement

United States Bankruptcy Court, Southern District of New York

Debtor: Allegiance Telecom of Pennsylvania, Inc.

Case No. 03-13093 (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 Missouri, 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 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 Pennsylvania, Inc.
Debtor

Case No. 03-13093
(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 29 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.