

**EXHIBIT L**

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

PROOF OF CLAIM

Name of Debtor

Case Number:

**Allegiance Telecom Company Worldwide**

**03-13064**

NOTE: This form should not be used to make a claim for an administrative expense arising after August 11, 2002, the date of commencement of the Debtor's bankruptcy case. A request for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503.

A. Name and address of Creditor (The person or other entity to whom the debtor owes money or property):

**KMC Telecom XI, LLC**

Name and address where notices should be sent:

**KMC Telecom  
c/o Constance Loosemore,  
Vice President & Treasurer  
1545 US Highway 206  
Bedminster, NJ 07921**

With copies to:

**Sidley Austin Brown & Wood LLP  
787 Seventh Avenue  
New York, New York 10019  
Attention: Anne M. Falvey, Esq.  
Dana P. Kane, Esq.  
Telephone No.: (212) 839-5300**

- Check box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars.
- Check box if you have never received any notices from the bankruptcy court in this case.
- Check box if the address differs from the address on the envelope sent to you by the court.

THIS SPACE IS FOR COURT USE ONLY

Account or Other Number by Which Creditor Identifies Debtor: **0050290**

Check here  replaces if this claim  amends a previously filed claim, dated \_\_\_\_\_

1. Basis for Claim

- Goods sold
  - Services performed
  - Money loaned
  - Personal injury/wrongful death
  - Taxes
  - Other \_\_\_\_\_
  - Retiree benefits as defined in 11 U.S.C. § 114(a)
  - Wages, salaries and compensation (fill out below)
- Your Social Security No. \_\_\_\_\_  
Unpaid compensation for services performed  
From: \_\_\_\_\_ to \_\_\_\_\_  
(date) (date)

2. Date Debt Was Incurred: **Various Dates Prior to 5/14/03; see attached.**

3. If claim is based on a court judgment, date obtained: **N/A**

4. Total amount of Claim at Time Case Filed:

**\$ 1,431,858.58**

If all or part of your claim is secured or entitled to priority, also complete Item 5 or 6 below.  
 Check this box if your claim includes interest or other charges in addition to the principle amount of the claim. Attach itemized statement of all interest or additional charges.

5. Secured Claim.

- Check this box if your claim is secured by collateral (including a right of setoff).
- Brief Description of Collateral:  
 Real Estate  Motor Vehicle  Other \_\_\_\_\_

Value of Collateral: \$ \_\_\_\_\_

Amount of arrearage and other charges at time case filed included in secured claim, if any:  
\$ \_\_\_\_\_

6. Unsecured Priority Claim.

- Check this box if you have an unsecured priority claim
- Amount entitled to priority \$ \_\_\_\_\_  
Specify the priority of the claim:
- Wages, salaries, or commissions (up to \$4,650)\*, earned within 90 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier - 11 U.S.C. § 507(a)(3).
  - Contributions to an employee benefit plan - 11 U.S.C. § 507(a)(4).
  - Up to \$2,100\* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use - 11 U.S.C. § 507(a)(6).
  - Alimony, maintenance, or support owed to a spouse, former spouse, or child - 11 U.S.C. § 507(a)(7).
  - Taxes or penalties owed to governmental units - 11 U.S.C. § 507(a)(8).
  - Other - Specify applicable paragraph of 11 U.S.C. § 507(a)(\_\_\_\_).
- \*Amounts are subject to adjustment on 4/1/04 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.

7. Credits: The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim.

8. Supporting Documents: Attach copies of supporting documents, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments, mortgages, security agreements, and evidence of perfection of lien. DO NOT SEND ORIGINAL DOCUMENTS. If the documents are not available, explain. If the documents are voluminous, attach a summary.

9. Date-Stamped Copy: To receive an acknowledgment of the filing of your claim, enclose a stamped, self-addressed envelope and copy of this proof of claim.

Date

Sign and print the name and title, if any, of the creditor or other person authorized to file this claim (attach copy of power of attorney, if any):

Print Name: Constance Loosemore Title (if any): Vice President & Treasurer

Signature: 

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S.D.N.Y.  
 APR 20 P 2:15  
 BANKRUPTCY COURT

## ATTACHMENT TO PROOF OF CLAIM OF KMC TELECOM XI, LLC

### I. Basis for Claim

The proof of claim (the "KMC Claim") of KMC Telecom XI, LLC, a Delaware limited liability company ("Claimant"), against Allegiance Telecom Company Worldwide, a Delaware corporation ("Allegiance"), arises out of a transaction that is briefly described below.

Upon information and belief, prior to May 14, 2003 (the "Petition Date"), Allegiance was a facilities-based national integrated communications provider in the business of providing certain telecommunications integrated network solutions. Claimant is a nationwide provider of next-generation telecommunications infrastructure and services for wireless carriers, interexchange carriers (IXCs), internet service providers (ISPs), cable MSOs, utilities and power companies. On or about February 11, 2002, Allegiance and Claimant entered into a Primary Rate Interface Service Agreement (as amended from time to time, the "Service Agreement")<sup>1</sup> for the provision by Claimant of approximately 200,000 DS-0 equivalents, via PRI, to Allegiance covering approximately 140 local calling areas. For such services, Claimant billed Allegiance on a monthly billing cycle beginning on the 1st of each month and ending on the last calendar day of such month.

### II. Amount and Nature of Claim

As a result of the automatic stay under Section 362(a) of the Bankruptcy Code, services rendered by Claimant under the Service Agreement from May 1, 2003 to the Petition Date remain unpaid, reflecting a total pre-petition balance of \$1,431,858.58. (See Exhibit A).

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<sup>1</sup> Claimant has not attached the Services Agreement for reasons of confidentiality, but may do so upon request and procurement of such assurances as necessary for protecting such confidentiality.

### III. Reservation of Rights

No judgment has been rendered on any of the claims contained herein.

The amount of all payments on this claim, including amounts received by Claimant from third parties (if any), has been credited and deducted for the purpose of making this KMC Claim. This KMC Claim is not subject to any setoff, right of recoupment, defense, or counterclaim.

The Claimant reserves the right to (i) amend, update and/or supplement this proof of claim at any time and in any respect, (ii) file additional proofs of claim for additional claims which may be based on the same or additional documents or other liability or indebtedness of Allegiance to the Claimant, or (iii) file a request for payment of administrative expenses in accordance with 11 U.S.C. §§ 503 and 507.

In addition to the foregoing, Claimant reserves all rights with respect to (a) any indebtedness owed to Claimant by any debtor or non-debtor affiliate or other entity related to Allegiance, and (b) any other amounts that may be owing to Claimant in respect of fees, indemnities, costs and expenses in connection with the transactions or amounts that are the subject of this proof of claim to the extent permitted by applicable law.

Nothing contained in this KMC Claim shall be construed as limiting any of the Claimant's rights, remedies and interests under the Service Agreement. To the extent that there is a conflict between anything contained in this KMC Claim and the Service Agreement, the terms and conditions of the Service Agreement shall govern.

The filing of this KMC Claim is not: (i) a waiver or release of the Claimant's rights against any person, entity or property; (ii) a consent by the Claimant to the jurisdiction of this

Court with respect to the subject matter of this claim, any objection or other proceeding commenced in this case against or otherwise involving the Claimant; (iii) a waiver of the right to move to withdraw the reference, or otherwise to challenge the jurisdiction of this Court, with respect to the subject matter of this KMC Claim, any objection or other proceeding commenced with respect thereto or any other proceeding commenced in these cases against or otherwise involving the Claimant, or to assert that the reference has already been withdrawn with respect to the subject matter of this claim, any objection or other proceeding commenced with respect thereto or any other proceeding commenced in this case against or otherwise involving the Claimant; (iv) an election of remedy; or (v) a waiver of any past, present or future defaults or events of default. The Claimant specifically preserves all of its procedural and substantive defenses and rights with respect to any claim that may be asserted against the Claimant by Allegiance or any of its debtor or non-debtor affiliates, or by any trustee for these respective estates.

# Exhibit A



Remit Payment To:  
KMC Telecom  
P.O. Box 13327  
Philadelphia, PA 19101

Direct Inquiries To:  
(888) 562-8431  
1-888-KMC-THE1  
  
KMC Telecom XI LLC  
P.O. Box 956729  
Duluth, GA 30095-0000  
  
(678) 985-6365

**Service Invoice**

CALLS THROUGH 4/30/03	.00
OTHER CHARGES AND CREDITS	3414432.00
FEDERAL TAX	.00
STATE TAX	.00
LOCAL TAX	.00
TOTAL CURRENT CHARGES	3414432.00

PREVIOUS BALANCE	6928195.79
PAYMENTS	3506406.76
ADJUSTMENTS	0.00
CURRENT CHARGES	3414432.00

CURRENT BALANCE 6836221.03

Pre-petition (5/1 → 5/14): \$1,431,858.58  
Post-petition (5/15 → 5/31): \$1,982,573.42  
(cred)  
Total Bill \$3,414,432.00

**Remittance Advice**

Return this portion with your check made payable to KMC Telecom Inc.

Account Number	0050290
Payment Due	05/31/03
Amount Due	6836221.03

KMC Telecom  
P.O. Box 13327  
Philadelphia, PA 19101

ALLEGIANCE  
9201 NORTH CENTRAL EXPRESSWAY  
DALLAS, TX 75231