

Hearing Date and Time: May 20, 2004 at 10:00 a.m.
Objection Deadline: May 10, 2004 at 5:00 p.m.

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Attorneys for Debtors and Debtors in Possession

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re	:		X
Allegiance Telecom, Inc., <u>et al.</u> ,	:	Chapter 11 Case No.	
	:	03-13057 (RDD)	
	:	Jointly Administered	
Debtors.	:		

NOTICE OF HEARING TO CONSIDER INTERIM FEE APPLICATIONS FOR ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF EXPENSES

PLEASE TAKE NOTICE that on May 20, 2004, at 10:00 a.m., in the courtroom of the Honorable Robert D. Drain, United States Bankruptcy Judge, at the United States Bankruptcy Court for the Southern District of New York, Room 610, One Bowling Green, New York, New York 10004, or as soon thereafter as counsel may be heard, a hearing will be held to consider the first interim fee applications for allowance of compensation and reimbursement of expenses (the "Applications"), filed by certain professionals retained in the above-captioned chapter 11 cases, as set forth below:

APPLICANT	COMPENSATION PERIOD	NATURE OF REPRESENTATION	COMPENSATION AND REIMBURSEMENT OF EXPENSES REQUESTED
Akin Gump Strauss Hauer & Feld LLP	Second Interim Application 10/01/2003-02/29/2004	Counsel to the Official Committee of Unsecured Creditors	\$851,662.75 (Fees) \$116,774.60 (Expenses)
Bilzin Sumberg Baena Price & Axelrod LLP	First Interim Application 10/02/2003-02/29/2004	Special Counsel to the Official Committee of Unsecured Creditors	\$44,433.50 (Fees) \$314.34 (Expenses)
Communication Technology Advisors LLC	Second Interim Application 10/01/2003-02/29/2004	Industry and Technology Advisors to the Official Committee of Unsecured Creditors	\$625,000.00 (Fees) \$33,599.49 (Expenses)
Greenhill & Co., LLC	Second Interim Application 10/01/2003-02/29/2004	Financial Advisor to the Debtors	\$875,000.00 (Fees) \$43,938.30 (Expenses)
Houlihan Lokey Howard & Zukin Capital	Second Interim Application 10/01/2003-02/29/2004	Financial Advisor to the Official Committee of Unsecured Creditors	\$750,000.00 (Fees) \$30,898.53 (Expenses)
Impala Partners LLC	Second Interim Application 10/01/2003-02/29/2004	Chief Restructuring Office to the Debtors	\$375,000.00 (Fees) \$141,055.99 (Expenses)
Kelley Drye & Warren LLP	First Interim Application 06/01/2003-02/29/2004	Special Counsel to the Official Committee of Unsecured Creditors	\$77,475.50 (Fees) \$1,469.17 (Expenses)
Kirkland & Ellis LLP	Second Interim Application 10/01/2003-02/29/2004	Bankruptcy Counsel to the Debtors	\$3,025,818.50 (Fees) \$159,307.02 (Expenses)
KPMG LLP	Second Interim Application 10/01/2003-02/29/2004	Accountants, Auditors, Tax Advisors and Bankruptcy Compliance Advisors to the Debtors	\$660,641.00 (Fees) \$2,405.00 (Expenses)
Latham & Watkins LLP	Second Interim Application 10/01/2003-02/29/2004	Counsel to the Special Committee of the Board of Directors	\$77,031.00 (Fees) \$5,328.43 (Expenses)

Swidler Berlin Shereff Friedman, LLP	First Interim Application 08/01/2003-02/29/2004	Special Regulatory Counsel to the Debtors	\$547,754.00 (Fees) \$14,417.84 (Expenses)
Togut, Segal & Segal LLP	Second Interim Application 10/01/2003-02/29/2004	Bankruptcy Co- Counsel to the Debtors	\$188,667.00 (Fees) \$6,662.37 (Expenses)

PLEASE TAKE FURTHER NOTICE that the Applications may be examined and inspected by interested parties between the hours of 9:00 a.m. and 4:30 p.m. during the days when the Court is in session, at the offices of the Clerk of the Bankruptcy Court, United States Bankruptcy Court for the Southern District of New York, One Bowling Green, New York, New York 10004-1408, or viewed online at <www.nysb.uscourts.gov>.

PLEASE TAKE FURTHER NOTICE that objections, if any, to the Applications must comply with the Federal Rules of Bankruptcy Procedure, must be set forth in a writing describing the basis thereof, must be filed with the court electronically in accordance with General Orders M-182 and M-193 by registered users of the Court's electronic case filing system, and must be filed by all other parties in interest on a 3-1/2" inch disk, preferably in Portable Document Format (PDF), WordPerfect or any other Windows-based word processing format (with a hard copy delivered directly to the Chambers) and served in accordance with General Orders M-182 or M-193 or by first-class mail upon each of the following: (a) Kirkland & Ellis LLP, 153 East 53rd Street, New York, New York 10022 (Attn. Jonathan S. Henes, Esq.); (b) the Office of the United States Trustee, 33 Whitehall Street, 21st Floor, New York, New York 10004 (Attn. Pamela J. Lustrin, Esq.); (c) Paul, Hastings, Janofsky & Walker LLP, 600 Peachtree Street, N.E., 24th Floor, Atlanta, Georgia 30308 (Attn. Jesse Austin, III, Esq.); (d) Akin Gump Strauss Hauer Feld LLP, 590 Madison Avenue, New York, New York 10022 (Attn. Ira S. Dizengoff, Esq.); (e) Togut Segal & Segal LLP, One Penn Plaza, New York, New York

10119 (Attn. Frank A. Oswald, Esq.); (f) Latham & Watkins LLP, 885 Third Avenue, New York, New York 10022 (Attn. Robert J. Rosenberg, Esq.); (g) Bilzin Sumberg Baena Price & Axelrod LLP, 2500 Wachovia Financial Center, 200 South Biscayne Boulevard, Miami, Florida 33131 (Attn. Mindy A. Mora, Esq.); (h) Kelley Drye & Warren LLP, 101 Park Avenue, New York, New York 10178 (Attn. Mark R. Somerstein, Esq.) and (i) Swidler Berlin Shereff Friedman, LLP, 3000 K. Street N.W., Suite 300, Washington, D.C. 20007 (Attn. Jean L. Kiddoo, Esq.) in each case so as to be actually received no later than May 10, 2004, at 5:00 p.m. (prevailing Eastern Time).

Dated: New York, New York
April 27, 2004

Respectfully submitted,

/s/ Jonathan S. Henes
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