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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

----- X
In re :
 :
 : **Chapter 11**
ALLEGIANCE TELECOM, INC., et al., : **Case No. 03-13057 (RDD)**
 :
 : **(Jointly Administered)**
 :
Debtors. :
----- X

ENTRY OF APPEARANCE; REQUEST FOR NOTICE; AND RESERVATION OF RIGHTS

PLEASE TAKE NOTICE that interested party and creditor BellSouth Telecommunications, Inc. (“BellSouth”), hereby appears and under, *inter alia*, Rules 2002, 9007, 9010 of the Federal Rules of Bankruptcy Procedure (“Bankruptcy Rules”), and 11 U.S.C. § 1109(b), requests that all notices to BellSouth given or required to be given in this case, be given to and served upon:

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PLEASE TAKE FURTHER NOTICE that this request includes not only the notices and papers referred to in the Bankruptcy Rules specified above, but also includes, without limitation, orders and notices of any application, motion, petition, pleading, request,

complaint, or demand, whether formal or informal, whether written or oral, and whether transmitted or conveyed, by mail, courier service, hand-delivery, telephone, facsimile transmission, electronic mail, telegraph, telex, or otherwise that affect or seek to affect in any way any rights or interest of any creditor or party in interest in this case, including BellSouth.

PLEASE TAKE FURTHER NOTICE that BellSouth intends that neither this Entry of Appearance nor any later appearance, pleading, claim, or suit shall waive (1) the right of BellSouth to have final orders in non-core matters entered only after *de novo* review by a District Judge, (2) the right of BellSouth to trial by jury in any proceeding so triable in this case or any case, (3) the right of BellSouth to have the District Court withdraw the reference in any matter subject to mandatory or discretionary withdrawal, or (4) any other rights, claims, actions, defenses, setoffs, or recoupments to which BellSouth is or may be entitled under agreements, in law or in equity, all of which rights, claims action, defenses, setoffs, and recoupments are expressly reserved by BellSouth.

Dated: July 11, 2003

Respectfully submitted,

/s/ Paul M. Rosenblatt
Paul M. Rosenblatt
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COUNSEL FOR BELLSOUTH
TELECOMMUNICATIONS, INC.

CERTIFICATE OF SERVICE

I hereby certify that a true copy of this Request for Special Notice; Entry of Appearance; Request for Service of Papers; and Reservation of Rights was served by U. S. Mail on the parties listed on the attached Exhibit on July 11, 2003.

Dated: July 11, 2003

Respectfully submitted,

/s/ Paul M. Rosenblatt
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