

THE UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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

**ORDER, PURSUANT TO SECTION 107(b) OF THE BANKRUPTCY CODE AND
RULE 9018 OF THE FEDERAL RULES OF BANKRUPTCY PROCEDURE,
AUTHORIZING SPRINT COMMUNICATIONS COMPANY L.P. TO FILE UNDER
SEAL ITS OBJECTION TO THE DEBTORS' MOTION TO REJECT THAT
CERTAIN SETTLEMENT AGREEMENT BETWEEN DEBTORS AND SPRINT**

Upon consideration of the motion (the "Motion"), dated July 23, 2003, of Sprint Communications Company L.P. ("Sprint") seeking entry of an order, pursuant to section 107(b) of the Bankruptcy Code and Bankruptcy Rule 9018,¹ authorizing the Debtors file their objection to the Debtors' Motion to reject that certain settlement agreement between Debtors and Sprint (the "Objection"), as more fully set forth in the Motion; and it appearing that this Court has jurisdiction to consider and determine the Motion as a core proceeding pursuant to 28 U.S.C. §§ 157 and 1334; and it appearing that the relief requested in the Motion is in the best interest of Sprint and the Debtors; and it appearing that no notice of the Motion need be provided; and upon the Motion and all of the proceedings before the Court; and after due deliberation and sufficient cause appearing therefor; it is

ORDERED that the Motion is granted; and it is further

¹ Unless otherwise defined herein, capitalized terms shall have the meaning ascribed to them in the Motion.

ORDERED that, pursuant to section 107(b) of the Bankruptcy Code and Bankruptcy Rule 9018, the Debtors are authorized to file the Objection under seal; and it is further

ORDERED that the Objection shall remain confidential, shall be served on and made available only to the U.S. Trustee and attorneys for the Creditors Committee and the Prepetition Lenders, and shall not be made available to the general public or any parties in interest in these chapter 11 cases, including any members of the Creditors Committee or the individual Prepetition Lenders.

Dated: July 23, 2003
New York, New York

/s/Robert D. Drain
UNITED STATES BANKRUPTCY JUDGE