UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE

PROOF OF INTEREST

Name of Debtor:	Case Number:
Touch America Holdings, Inc.	**03-11915 (KJC)**

YOUR INTEREST IS RECORDED AS:

Internal ID: s13189
Account ID: HOLDBROOK PATE101
Member Interest: 47.330

The amounts reflected above constitute your interest per the Debtor. If you agree with the number of shares set forth herein you do not need to file this proof of interest.

If you have already filed a proof of interest with BMC for common stock equity, you do not need to file again.

THIS SPACE IS FOR COURT USE ONLY

1. Name of holder of the Equity Interest (The person or entity holding an Equity Interest in the Debtor. Referred to hereinafter as the "Interestholder"):

16938112010631
PATRICIA E HOLDBROOK
803 Pattee Creek Dr. #C
Missoula, MT 59801

Telephone Number (406) 721-7145

☐ Check box if you are aware that anyone else has filed a proof of interest relating to your interest. Attach copy of statement giving particulars.

☐ Check box if you have never received any notices from the bankruptcy court or BMC Group in this case.

☒ Check box if this address differs from the address on the envelope sent to you by the court.

NOTE: This form SHOULD NOT be used to make a claim against the Debtor for money owed. A separate Proof of Claim form should be used for that purpose. This form should only be used to assert an Equity Interest in the Debtor. An Equity Interest is any right arising from any capital stock and any equity security in any of the Debtor. An equity security is defined in the Bankruptcy Code as (a) a share in a corporation whether or not transferable or denominated stock or similar security, (b) interest of a limited partner in a limited partnership, or (c) warrant or right other than a right to convert, to purchase, sell, or subscribe to a share, security, or interest of a kind specified in subparagraph (a) or (b) above.

Account or other number by which Interestholder identifies Debtor:
105814

Check here if this claim:
☐ replaces a previously filed Proof of Interest dated: _____
☐ amends a previously filed Proof of Interest dated: _____

2. Name and Address of any person or entity that is the record holder for the Equity Interest asserted in this Proof of Interest:
Patricia E. Holdbrook
803 Pattee Creek Dr #C
Missoula, MT 59801

Telephone Number (406) 721-7145

3. Date Equity Interest was acquired:
Prior to 10/25/02

RECEIVED
MAY 17 2010
BMC GROUP

4. Total amount of member interest: 47.330 Shares

5. Certificate number(s): 105814

6. Type of Equity Interest:

Please indicate the type of Equity Interest you hold:

☒ Check this box if your Equity Interest is based on common shares held in the Debtor.

☐ Check this box if your Equity Interest is based on anything else and describe that interest:

_____

7. SUPPORTING DOCUMENTS: *Attach copies of supporting documents,* such as stock, certificates, brokerage statements, option agreements, warrants, etc. DO NOT SEND ORIGINAL DOCUMENTS. If the documents are not available, explain. If the documents are voluminous, attach a summary.

8. DATE-STAMPED COPY: To receive an acknowledgment of the filing of your proof of interest, enclose a stamped, self-addressed envelope and copy of this proof of interest.

The original of this completed proof of interest form must be sent by mail or hand delivered (FAXES NOT ACCEPTED) so that it is **actually received on or before 4:00 PM, prevailing Eastern time, on June 28, 2010** for each person or entity (including individuals, partnerships, corporations, joint ventures, trusts and governmental units).

THIS SPACE FOR COURT USE ONLY

Touch America POI
00381

BY MAIL TO:
BMC Group, Inc.
Attn: Touch America Holdings Claims Processing
PO Box 3020
Chanhassen, MN 55317-3020

BY HAND OR OVERNIGHT DELIVERY TO:
BMC Group, Inc.
Attn: Touch America Holdings Claims Processing
18750 Lake Drive East
Chanhassen, MN 55317

DATE
5/14/10

SIGN and print the name and title, if any, of the Interestholder or other person authorized to file this proof of interest (attach copy of power of attorney, if any):
Patricia E. Holdbrook Patricia E. Holdbrook

Penalty for presenting fraudulent claim is a fine of up to $500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 AND 3571

Touch America Holdings, Inc.
Corporate and Shareholder Services
130 N Main St
Butte, MT 59701-9332
www.tamerica.com

406 497 5447
Fax 406 497 5469
Toll Free 800 245 6767

299792458
TOUCHAMERICA

October 25, 2002

PATRICIA E HOLDBROOK
2532 SPURGIN RD
MISSOULA MT 59804-3116

Dear Shareholder:

This is to advise you that the transfer of shares from the Optional Stock Purchase Plan was completed as follows:

From:	Account No.:	21807 RALPH HOLDBROOK & PATRICIA E HOLDBROOK JT TEN WROS & NOT TEN COM
	Shares:	47.330
To :	Account No.:	105814 PATRICIA E HOLDBROOK

I have also enclosed a statement of account activity, which details your previous account history, please retain this information. You will need this information to determine your cost basis on the shares at a later date.

If you have any further questions, please feel free to contact me.

Sincerely,

Linda Keele

Linda Keele
Optional Stock Purchase Plan

r:\inv\cmw\tra.doc

THE SPEED OF LIGHT.
THE POWER OF BANDWIDTH.