UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE

PROOF OF INTEREST

Name of Debtor:
Touch America Holdings, Inc.

Case Number:
03-11915 (KJC)

YOUR INTEREST IS RECORDED AS:

Internal ID: s16814
Account ID: CHAPMAN CIN 101
Member Interest: 142.810

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"):

16938112015806
CINDY CHAPMAN
6450 W APPIAN ST
HOMOSASSA, FL 34446-3558

☐ 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.

Telephone Number ( )

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.

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.

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

Account or other number by which Interestholder identifies Debtor:

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:

Telephone Number ( )

3. Date Equity Interest was acquired:

RECEIVED
MAY 17 2010
BMC GROUP

4. Total amount of member interest:

5. Certificate number(s):

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

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

Touch America POI
00413

DATE 5-10-1

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):

Cindy Chapman

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

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re: TOUCH AMERICA HOLDINGS, INC., et al., Debtors.	Chapter 11 Substantively Consolidated Case No. 03-11915 (KJC)

NOTICE OF BAR DATE REQUIRING FILING OF PROOFS OF INTEREST CONSISTING OF COMMON STOCK IN TOUCH AMERICA HOLDINGS, INC. ON OR BEFORE JUNE 28, 2010, AT 4:00 P.M. (EASTERN STANDARD TIME)

PLEASE TAKE NOTICE THAT:

On June 19, 2003, Touch America Holdings, Inc. ("Touch America") and its affiliates (collectively, with Touch America, the "Debtors")[1] filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the District of Delaware (the "Court"), commencing the above-caption cases.

On October 6, 2004, the Court confirmed the Debtors' Amended Liquidating Chapter 11 Plan (as amended, the "Plan"). The Plan became effective on October 19, 2004 (the "Plan Effective Date"). Pursuant to the Plan, as of the Plan Effective Date, a plan trust (the "Plan Trust") was established and all of the Debtors' assets, causes of action, claims, rights and interests, succeeded, transferred and vested in the Plan Trust.

Enclosed with this notice is a proof of interest form. Please review it carefully as it may affect your right to receive a distribution from the Plan Trust. The proof of interest form includes the number of shares of common stock in Touch America (the "Common Stock") the Plan Trust has scheduled you to currently hold. If you disagree with the amount of shares of Common Stock included on the enclosed proof of interest, pursuant to an order of this Court, you MUST file a proof of interest on or before 4:00 p.m. (Eastern Standard Time), on June 28, 2010 (the "Common Stock Bar Date") by either (i) mailing an original proof of interest form to BMC Group, Inc., Attn: Touch America Claims Processing, PO Box 3020, Chanhassen, MN 55317-3020, or (ii), if delivered by messenger or overnight courier, to BMC Group, Inc., Attn: Touch America Claims Processing, 18750 Lake Drive East, Chanhassen, MN 55317, so that it is actually received on or before the Common Stock Bar Date. Proofs of interest sent by facsimile or telecopy will not be accepted.

[1] The affiliates of Touch America Holdings, Inc. that also filed for bankruptcy protection are: Entech LLC, Touch America Intangible Holding Company, LLC, Touch America Purchasing Company, LLC, American Fiber Touch, LLC, Sierra Touch America, LLC, and Touch America, Inc.

If you file a proof of interest, your filed proof of interest must conform substantially with the enclosed proof of interest form. If a proof of interest form is not enclosed herewith, you may obtain a proof of interest form by calling (888) 909-0100, or from the Internet at www.bmcgroup.com/touchamerica. **YOU MUST ATTACH TO YOUR COMPLETED PROOF OF INTEREST FORM COPIES OF ANY WRITINGS (SUCH AS A STOCK CERTIFICATE OR OTHER EVIDENCE OF STOCK OWNERSHIP) UPON WHICH YOUR INTEREST IS BASED. DO NOT SEND ORIGINAL STOCK CERTIFICATES.**

The fact that you have received this notice, however, does not mean that you hold any Common Stock in Touch America or that the Plan Trustee or the Court believes that you had such an Equity Interest.

If you agree with the number of shares of Common Stock included on the attached proof of interest form you do not need to file a proof of interest. Please review the remaining information included on the proof of interest, such as your name, address and telephone number. If any corrections need to be made to any information included on the enclosed proof of interest, please file a corrected proof of interest in the same manner as discussed above.

ANY COMMON STOCKHOLDER WHO FAILS TO FILE A PROOF OF INTEREST ON OR BEFORE THE COMMON STOCK BAR DATE WILL BE FOREVER BARRED, ESTOPPED, AND ENJOINED FROM ASSERTING AN EQUITY INTEREST (OR FILING A PROOF OF INTEREST WITH RESPECT TO SUCH EQUITY INTEREST) IN TOUCH AMERICA, ITS PROPERTY, OR THE PLAN TRUST THAT IS DIFFERENT FROM WHAT HAS BEEN SCHEDULED WITH THE COURT.

If you have any questions concerning the filing, nature, or processing of a proof of interest, please call (877) 589-4112. **YOU SHOULD CONSULT YOUR ATTORNEY REGARDING ANY OTHER INQUIRIES, SUCH AS WHETHER YOU SHOULD FILE A PROOF OF INTEREST. DO NOT ATTEMPT TO CONTACT THE COURT FOR ADVICE.**

DATED: April 26, 2010

BY ORDER OF THE COURT:
The Honorable Kevin J. Carey,
Chief United States Bankruptcy Judge