


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:**

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"):  
*new address*  
 16938112008511  
LINDA PRICE  
2940 BEECH AVE  
BILLINGS, MT 59102-1326  
*406-656-7916*  
**\* Linda Price**  
**5814 Central Avenue**  
**Billings MT 59106**

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.

Internal ID: s20729  
Account ID: PRICE LIN 101  
Member Interest: 657.674  
  
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:

3. Date Equity Interest was acquired:  
**RECEIVED**  
**MAY 17 2010**  
**BMC GROUP**

4. Total amount of member interest:

5. Certificate number(s): **TA 03887**

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).  
**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

**THIS SPACE FOR COURT USE ONLY**  
  
Touch America POI  
  
00449

DATE  
**5-13-10**

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):  
**Linda Price Linda Price**

NUMBER

TA 03887

# Touch America Holdings, Inc.

Incorporated under the laws of the State of Delaware

THIS CERTIFICATE IS TRANSFERABLE IN BUTTE, MONTANA OR NEW YORK, NEW YORK

# 700707458 TOUCH AMERICA

*new address  
5814 central  
Billings 59106*

**COMMON STOCK**  
PAR VALUE \$ .01

CUSIP 891539 10 8  
SEE REVERSE FOR CERTAIN DEFINITIONS

THIS IS TO  
CERTIFY THAT

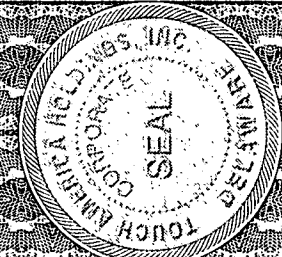
JINDA PRICE  
2900 BRICH AVE  
BILLINGS MT 59102-1326

\*\*\*\*\*  
\*\*\*\*\*  
\*\*\*\*\*  
\*\*\*\*\*

IS THE OWNER OF \*THREE HUNDRED THIRTY TWO\*

**FULLY PAID AND NON-ASSESSABLE SHARES OF THE COMMON STOCK, PAR VALUE \$ .01 PER SHARE, OF**

*Touch America Holdings, Inc., transferable on the books of the Corporation by the holder hereof in person or by duly authorized attorney upon the surrender of this certificate properly endorsed or assigned. This certificate and the shares represented hereby are subject to the laws of the State of Delaware, and to the Certificate of Incorporation and Bylaws of the Corporation, as now or hereafter amended. This Certificate is not valid until countersigned by the Transfer Agent and registered by the Registrar.*



*In Witness whereof, the Corporation has caused this certificate to be executed by the facsimile signatures of its duly authorized officers and has caused a facsimile of its corporate seal to be hereunto affixed.*

COUNTERSIGNED AND REGISTERED:  
**TOUCH AMERICA HOLDINGS, INC.**  
Transfer Agent and Registrar

DATED: MAR 30, 2002

By *Alan M... [Signature]*  
Senior Assistant Secretary

*Robert P. Lannon*  
Chairman of the Board  
and Chief Executive Officer

*Robert T. Fanning*  
Vice President and Secretary

SHARES

332

TRANSFER AGENT AND REGISTRAR

TA 3887