

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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FEDERAL BANCROFT SERVICE CORPORATION

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In re	:	Chapter 11 Cases Nos.
	:	
RSL COM PRIMECALL, INC., and	:	01-11457 and
RSL COM U.S.A., INC.,	:	01-11469 (ALG)
	:	
Debtors.	:	(Jointly Administered)
-----X	:	

**NOTICE OF ENTRY OF ORDER FIXING LAST DAY
TO FILE PROOFS OF CLAIM AGAINST DEBTORS**

**TO: ALL PERSONS AND ENTITIES WITH CLAIMS AGAINST
EITHER OF THE DEBTOR ENTITIES REFERENCED IN THIS NOTICE**

PLEASE TAKE NOTICE that the Honorable Allan L. Gropper, United States Bankruptcy Judge for the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court") has entered an order dated July 6, 2001 (the "Bar Date Order"), requiring all persons and entities, including, without limitation, parents, affiliates and subsidiaries of the Debtors, individuals, partnerships, joint ventures, corporations, estates, trusts and governmental units, **EXCEPT THOSE PERSONS AND ENTITIES DESCRIBED IN PARAGRAPHS A THROUGH D BELOW**, that assert a Claim (as defined below) against either of the Debtors (collectively, the "Debtors"), which arose prior to March 16, 2001 to file a written proof of such claim with the Clerk of the United States Bankruptcy Court for the Southern District of New York (the "Clerk"), which substantially conforms to the form approved by the Clerk or Official Form No. 10, by mailing the original proof of claim to the Clerk, (at the address set forth below), **so that it is actually received at the appropriate destination not later than 5:00 p.m. (Eastern Daylight Savings Time) on or before August 14, 2001** (the "Bar Date"). Such proofs of claim will be deemed timely filed only when they are actually received by the Clerk on or before the Bar Date, which is the last day to file Claims against the Debtors.

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As used herein, the term "Claim" means: (A) right to payment, whether or not such right is reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured or unsecured; or (B) right to an equitable remedy for breach of performance if such breach gives rise to a right to payment, whether or not such right to an equitable remedy is reduced to judgment, fixed, contingent, matured, unmatured, disputed, undisputed, secured or unsecured.

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FPSC-RECORDS/REPORTING

Each Claim must specifically state the name of each Debtor against which such Claim is asserted and the case number of the Debtor against which such Claim is asserted, as set forth at the end of this Notice. Claims based on a foreign currency must be converted to United States Dollars as of March 16, 2001 and state the applicable conversion rate. Except as set forth in the following sentence, if Claims are to be asserted against more than one of the Debtors ("Multiple Debtor Claims"), a separate original of each proof of Claim must be filed in each case in which a claim is asserted. Multiple Debtor Claims may not be filed in a single proof of claim.

PLEASE TAKE FURTHER NOTICE THAT IF YOU ARE REQUIRED TO FILE A PROOF OF CLAIM AND FAIL TO DO SO IN THE MANNER PRESCRIBED ABOVE, YOU WILL BE FOREVER BARRED FROM VOTING UPON, OR RECEIVING A DISTRIBUTION UNDER, ANY PLAN OR PLANS OF REORGANIZATION FOR EITHER OF THE DEBTORS AND WILL BE FOREVER BARRED FROM ASSERTING ANY SUCH CLAIM AGAINST EITHER OF THE DEBTORS OR THEIR SUCCESSORS OR ASSIGNS, EXCEPT THAT:

- A. ANY PERSON OR ENTITY THAT HAS ALREADY PROPERLY FILED (WITH THE CLERK) A PROOF OF CLAIM AGAINST THE DEBTORS UTILIZING A CLAIM FORM WHICH SUBSTANTIALLY CONFORMS TO THE PROOF OF CLAIM OR OFFICIAL FORM NO. 10 NEED NOT FILE A DUPLICATE PROOF OF CLAIM.
- B. ANY PERSON OR ENTITY (i) WHOSE CLAIM IS NOT LISTED AS "DISPUTED," "CONTINGENT," OR "UNLIQUIDATED" IN THE DEBTORS' SCHEDULES OF ASSETS AND LIABILITIES (THE "SCHEDULES") PREVIOUSLY FILED WITH THE CLERK OF THE BANKRUPTCY COURT (AS MAY BE AMENDED) AND (ii) THAT AGREES WITH THE CLASSIFICATION AND AMOUNT SET FORTH IN SUCH SCHEDULES NEED NOT FILE A PROOF OF CLAIM.
- C. ANY CREDITOR WHOSE CLAIM IS ALLOWABLE UNDER SECTION 507(a)(1) OF THE BANKRUPTCY CODE AS AN EXPENSE OF ADMINISTRATION OF THE DEBTORS' CHAPTER 11 CASES NEED NOT FILE A PROOF OF CLAIM.

D. HOLDERS OF CLAIMS ALLOWED BY AN ORDER OF THE COURT ENTERED ON OR BEFORE THE BAR DATE.

PLEASE TAKE FURTHER NOTICE THAT all persons and entities asserting a claim by reason of the rejection of executory contracts or unexpired leases or the issuance of certain taxes, pursuant to Bankruptcy Code Sections 502(g) and 502(i) are required to file a proof of claim within 30 days after the particular claim arises or by the Bar Date, whichever is later.

PLEASE TAKE FURTHER NOTICE THAT in the event either Debtor amends the Schedules subsequent to the date hereof to reduce, reclassify or schedule as "contingent," "unliquidated" or "disputed," any claim, such Debtor shall give written notice of such amendment to the holder of the claim affected thereby, which holder shall be afforded an extension of 30 days from the date on which such notice is given to file or amend a proof of claim, if necessary, or be forever barred from so doing.

PLEASE TAKE FURTHER NOTICE THAT ALL PERSONS AND ENTITIES OTHER THAN THOSE DESCRIBED IN PARAGRAPHS A, B, C AND D ABOVE MUST FILE A PROOF OF CLAIM FOR ALL CLAIMS HELD BY SUCH CLAIMANT ON OR BEFORE THE **AUGUST 14, 2001 BAR DATE. SUCH PROOF OF CLAIM(S) MUST BE WRITTEN IN ENGLISH AND ANY AMOUNTS CLAIMED THEREIN MUST BE CONVERTED TO UNITED STATES DOLLARS AND CALCULATED AS OF MARCH 16, 2001. FAILURE TO COMPLY WITH THESE REQUIREMENTS SHALL RESULT IN THE HOLDERS OF SUCH CLAIMS BEING FOREVER BARRED FROM VOTING UPON OR RECEIVING ANY DISTRIBUTION OF CASH OR PROPERTY UNDER ANY PLAN OR PLANS OF REORGANIZATION FOR THE DEBTORS IN THESE CASES, OR FROM ANY SUCCESSOR TO OR ASSIGNS OF ANY DEBTOR.**

PLEASE TAKE FURTHER NOTICE THAT acts or omissions of the Debtors that occurred prior to the date of filing for relief under the Bankruptcy Code, including any Debtor's indemnity agreements, guarantees, or services provided to or by a Debtor, may give rise to claims against such Debtor notwithstanding the fact that such claims (or the injuries on which they are based) may be contingent or may not have occurred, matured or become fixed or liquidated prior to such date. Therefore, any creditor having a claim or potential claim against a Debtor, no

matter how remote or contingent, must file a proof of claim on or before the **AUGUST 14, 2001 BAR DATE**, which is the last day to file claims against the Debtors.

Each proof of claim form filed must conform substantially to Official Form No. 10 or to the Proof of Claim approved by this Court, a copy of which is on file at the Office of the Clerk of the Court and may also be obtained by telephoning Bankruptcy Services LLC, the Official Claims Agent for these cases at (212) 376-8494. Proofs of claim must be filed so that each such proof of claim is **RECEIVED** on or before **5:00 p.m. Eastern Daylight Savings Time on August 14, 2001** at:

a. If claims are sent by mail:

United States Bankruptcy Court
c/o RSL COM Claims Processing
P.O. Box 5061
Bowling Green Station
New York, New York 10274-5061

b. If claims are sent by hand delivery or overnight courier:

United States Bankruptcy Court
c/o RSL COM Claims Processing
One Bowling Green
New York, New York 10004-1408

PLEASE TAKE FURTHER NOTICE THAT copies of the Debtors' Schedules are available for inspection at (i) the Office of the Clerk of the United States Bankruptcy Court for the Southern District of New York, Alexander Hamilton Customs House, One Bowling Green, Fifth Floor, New York, New York 10004-1408 between the hours of 9:00 a.m.-4:30 p.m., Monday-Friday, (ii) Bankruptcy Services LLC, Heron Tower, 70 East 55th Street - 6th Floor, New York, New York 10022 during regular business hours, and (iii) LeBoeuf, Lamb, Greene & MacRae, L.L.P., Attorneys for Debtors, 125 West 55th Street, New York, New York 10019, Attention: William Coleman, telephone number 212-424-8860, or via email to wcoleman@llgm.com, during regular business hours. In the event you have questions concerning the completion, filing, amount, classification or processing of your proof of claim, you may telephone Bankruptcy Services LLC at (212) 376-8494 between the hours of 9:00 a.m. to 5:00 p.m. Eastern Time for assistance.

Dated: New York, New York
July 6, 2001

BY ORDER OF THE COURT

UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK
C/O RSL COM CLAIMS PROCESSING
P.O. BOX 5061
BOWLING GREEN STATION
NEW YORK, NEW YORK 10274-5061

PROOF OF CLAIM

In re:
RSL COM PRIMECALL, INC. and
RSL COM U.S.A., Inc.,
Debtors

Chapter 11
Case Nos. 01-11457
and 01-11469 (ALG)

Your claim is scheduled
by the Debtors as:
\$0 00 UNSECURED
UNLIQUIDATED
CONTINGENT

Name of Debtor Against Which Claim is Held

Case No. of Debtor

NOTE: This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A request for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503.

Name and address of Creditor :

SCHEDULE #: 457022150*****
FLORIDA PUBLIC SERVICE
2540 SHUMARD OAK BLVD
TALLAHASSEE, FL 32399-7019

- Check box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars.
- Check box if you have never received any notices from the bankruptcy court in this case.
- Check box if the address differs from the address on the envelope sent to you by the court.

Telephone number:

THIS SPACE IS FOR COURT USE ONLY

Account or other number by which creditor identifies debtor:

Check here

- replaces if this claim
- amends a previously filed claim, dated: _____

1. Basis for Claim

- Goods sold
- Services performed
- Money loaned
- Personal injury/wrongful death
- Taxes
- Other _____ (explain)

- Retiree benefits as defined in 11 U.S.C. § 1114(a)
- Wages, salaries, and compensation (fill out below)
Your SS#: _____

Unpaid compensation for services performed
from _____ (date) to _____ (date)

2. Date debt was incurred:

3. If court judgment, date obtained:

4. Total Amount of Claim at Time Case Filed: \$ _____

If all or part of your claim is secured or entitled to priority, also complete Item 5 or 6 below.

- Check this box if claim includes interest or other charges in addition to the principal amount of the claim. Attach itemized statement of all interest or additional charges.

5. Secured Claim.

- Check this box if your claim is secured by collateral (including a right of setoff).

Brief Description of Collateral:

- Real Estate Motor Vehicle
- Other _____

Value of Collateral: \$ _____

Amount of arrearage and other charges at time case filed included in secured claim, if any: \$ _____

6. Unsecured Priority Claim.

- Check this box if you have an unsecured priority claim
Amount entitled to priority \$ _____

Specify the priority of the claim:

- Wages, salaries or commissions (up to \$4,300)*, earned within 90 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier - 11 U.S.C. § 507(a)(3).
- Contributions to an employee benefit plan - 11 U.S.C. § 507(a)(4).
- Up to \$1,950* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use - 11 U.S.C. § 507(a)(6).
- Alimony, maintenance, or support owed to a spouse, former spouse, or child - 11 U.S.C. § 507(a)(7).
- Taxes or penalties owed to governmental units - 11 U.S.C. § 507(a)(8).
- Other - Specify applicable paragraph of 11 U.S.C. § 507(a)(____).

*Amounts are subject to adjustment on 4/01/01 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.

7. Credits: The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim.

THIS SPACE IS FOR COURT USE ONLY

8. Supporting Documents: Attach copies of supporting documents, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments, mortgages, security agreements, and evidence of perfection of lien.

DO NOT SEND ORIGINAL DOCUMENTS. If the documents are not available, explain. If the documents are voluminous, attach a summary.

9. Date-Stamped Copy: To receive an acknowledgment of the filing of your claim, enclose a stamped, self-addressed envelope and copy of this proof of claim.

Date

Sign and print the name and title, if any, of the creditor or other person authorized to file this claim (attach copy of power of attorney, if any):

Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571.

INSTRUCTIONS FOR PROOF OF CLAIM FORM

The instructions and definitions below are general explanations of the law. In particular types of cases or circumstances such as bankruptcy cases that are not filed voluntarily by a debtor, there may be exceptions to these general rules.

DEFINITIONS

Debtor

The person, corporation, or other entity that has filed a bankruptcy case is called the debtor.

Creditor

A creditor is any person, corporation, or other entity to whom the debtor owed a debt on the date that the bankruptcy case was filed.

Proof of Claim

A form filed with the clerk of the bankruptcy court where the bankruptcy case was filed, to tell the bankruptcy court how much the debtor owed a creditor at the time the bankruptcy case was filed (the amount of the creditor's claim). This form must be filed with the clerk of the bankruptcy court where the bankruptcy case was filed

Secured Claim

A claim is a secured claim if the creditor has a lien on property of the debtor (collateral) that gives the creditor the right to be paid from that property before creditors who do not have liens on the property.

Examples of liens are a mortgage on real estate and a security interest in a car, truck, boat, television set or other item of property. A lien may have been obtained through a court proceeding before the bankruptcy case began. In some states a court judgment is a lien. In addition, to the extent a creditor also owes money to the debtor (has a right of setoff), the creditor's claim may be a secured claim. (See also *Unsecured Claim*)

Unsecured Claim

If a claim is not a secured claim it is an unsecured claim. A claim may be partly secured and partly unsecured if the property on which a creditor has a lien is not worth enough to pay the creditor in full.

Unsecured Priority Claim

Certain types of unsecured claims are given priority, so they are to be paid in bankruptcy cases before most other unsecured claims (if there is sufficient money or property available to pay these claims). The most common types of priority claims are listed on the proof of claim form. Unsecured claims that are not specifically given priority status by the bankruptcy laws are classified as *Unsecured Nonpriority Claims*.

Items to be completed in Proof of Claim form (if not already filled in)

Court, Name of Debtor and Case Number:

Fill in the name of the federal judicial district where the bankruptcy case was filed (for example, Central District of California), the name of the debtor in the bankruptcy case, and the bankruptcy case number. If you received a notice of the case from the court, all of this information is near the top of the notice.

Information about Creditor:

Complete the section giving the name, address, and telephone number of the creditor to whom the debtor owes money or property, and the debtor's account number, if any. If anyone else has already filed a proof of claim relating to this debt, if you never received notices from the bankruptcy court about this case, if your address differs from that to which the court sent notice, or if this proof of claim replaces or changes a proof of claim that was already filed, check the appropriate box on the form.

1. Basis for Claim:

Check the type of debt for which the proof of claim is being filed. If the type of debt is not listed, check "Other" and briefly describe the type of debt. If you were an employee of the debtor, fill in your social security number and the dates of work for which you were not paid.

2. Date Debt Incurred:

Fill in the date when the debt first was owed by the debtor.

3. Court Judgments:

If you have a court judgment for this debt, state the date the court entered the judgment.

4. Total Amount of Claim at Time Case Filed:

Fill in the total amount of the entire claim. If interest or other charges in addition to the principal amount of claim are included, check the appropriate place on the form and attach an itemization of the interest and charges.

5. Secured Claim:

Check the appropriate place if the claim is a secured claim. You must state the type and value of the property that is collateral for the claim, attach copies of the documentation of your lien, and state the amount past due on the claim as of the date the bankruptcy case was filed. A claim may be partly secured and partly unsecured. (See DEFINITIONS, above).

6. Unsecured Priority Claim:

Check the appropriate place if you have an unsecured priority claim, and state the amount entitled to priority. (See DEFINITIONS, above). A claim may be partly priority and partly nonpriority if, for example, the claim is for more than the amount given priority by the law. Check the appropriate place to specify the type of priority claim.

7. Credits:

By signing this proof of claim, you are stating under oath that in calculating the amount of your claim you have given the debtor credit for all payments received from the debtor.

8. Supporting Documents:

You must attach to this proof of claim form copies of documents that show the debtor owes the debt claimed or, if the documents are too lengthy, a summary of those documents. If documents are not available, you must attach an explanation of why they are not available.