

UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE

PROOF OF CLAIM

Debtor Name: PSA, Inc., ETS Payphones, Inc., et. al.

Case Numbers: 00-3570 through 00-3572 and 00-3718 through 00-3725 (JCA)

RECORDED AND REPORTING 01 JUN 22 AM 8:48 RECEIVED-FPSC

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.

- 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 this address differs from the address on the envelope sent to you by the court.

Name of Creditor and Address: 0003570 40119 J4916E06 S#0009132 FLORIDA PUBLIC SERVICE COMMISSION 2540 SHUMARD OAK BLVD. TALLAHASSEE FL 32399

NOTICE

If you also receive a customized proof of claim form that identifies the scheduled amount and classification of your claim, please file your claim on that form. Disregard this additional claim form.

CREDITOR TAX I.D. #:

ACCOUNT OR OTHER NUMBER BY WHICH CREDITOR IDENTIFIES DEBTOR:

Check here if this claim replaces or amends a previously filed claim dated:

1. BASIS FOR CLAIM

- Goods sold, Personal injury/wrongful death, Retiree benefits as defined in 11 U.S.C. § 1114(a), Services performed, Taxes, Wages, salaries, and compensation (Fill out below), Money loaned, Other (describe briefly), Your social security number, Unpaid compensation for services performed from to

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

6. UNSECURED PRIORITY 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 above, if any \$

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 Debtors' 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) \*

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

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 an additional copy of this proof of claim.

THE ORIGINAL OF THIS COMPLETED PROOF OF CLAIM MUST BE SENT BY MAIL OR HAND DELIVERY SO THAT IT IS ACTUALLY RECEIVED ON OR BEFORE 4:00 P.M. PACIFIC STANDARD TIME ON AUGUST 17, 2001.

THIS SPACE FOR COURT USE ONLY

BY MAIL TO: POORMAN DOUGLAS, CLAIMS AGENT FOR ETS PAYPHONES, P.O. BOX 4390, PORTLAND, OR 97208-4390

BY HAND OR OVERNIGHT DELIVERY TO: POORMAN DOUGLAS, CLAIMS AGENT FOR ETS PAYPHONES, 10300 SW ALLEN BLVD, PORTLAND, OR 97005

If you have any questions concerning this proof of claim form, you may call the Bankruptcy Customer Service Center at 1-888-663-3115.

DOCUMENT NUMBER-DATE

DATE SIGNED:

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

07752 JUN 22 06

APR, CAF, CMP, COM, CTR, ECR, LEG, OPC, PAL, RGR, SEC, SER, OTH

None Done 6/25/01

RECORDS/REPORTING

# INSTRUCTIONS FOR FILING 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 the 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 telling 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, or the court appointed claims agent, at the address listed on the reverse side of this page.

### SECURED CLAIM

A claim is a secured claim to the extent that the creditor has a lien on the 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 a 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, the name of the debtor in the bankruptcy case, and the bankruptcy case number. If you received a notice of the case from the Claims Processing Agent, Poorman-Douglas Corporation, 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 Claims Processing Agent, Poorman-Douglas Corporation, about this case, if your address differs from that to which the Claims Processing Agent 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 the 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 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.

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:  
PSA, INC., a Delaware corporation, and subsidiaries,  
Debtors.

Chapter 11  
Case No. 00-3570  
(Jointly Administered)  
Case Nos. 00-3570(JCA) through 00-3572(JCA)  
and 00-3718(JCA) through 00-3725(JCA)

**NOTICE OF ORDER ESTABLISHING PROCEDURES AND DEADLINES FOR FILING PROOFS OF CLAIM BY CREDITORS, ESTABLISHING ENFORCEMENT MECHANISMS FOR FAILURE TO COMPLY THEREWITH AND APPROVING FORM AND SCOPE OF NOTICE THEREOF TO ALL PARTIES WHO MAY HAVE CLAIMS AGAINST PSA, INC., ETS PAYPHONES, INC. AND AFFILIATED ENTITIES**

PLEASE TAKE NOTICE that the United States Bankruptcy Court for the District of Delaware ("Bankruptcy Court") has entered in the above-captioned chapter 11 cases ("Bankruptcy Cases") an "Order Establishing Procedures and Deadlines for Filing Proofs of Claim By All Creditors, Establishing Enforcement Mechanisms for Failure to Comply Therewith and Approving Form and Scope of Notice Thereof" (the "Order"), by which the Bankruptcy Court has established **August 17, 2001** at 4:00 p.m. Pacific Prevailing Time ("Bar Date"), as the last date by which all creditors may file proofs of "Claim" (as defined herein) against PSA, Inc., ETS Payphones, Inc. and affiliated entities (collectively, "Debtors") and has established other deadlines and procedures, summarized in this notice ("Notice"), regarding the filing of proof of claim ("Proof of Claim") by all creditors in the Bankruptcy Cases.

As used in the Order and this Notice, the term "Claim" shall have the meaning set forth in section 101(5) of title 11 of the United States Code, 11 U.S.C. § 101-1330 ("Bankruptcy Code"). Under the Bankruptcy Code, "Claim" has the broadest possible meaning and includes, without limitation: (i) any right to payment, whether arising in contract, tort or by statute, and whether or not reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured or unsecured, as of the filing of the Debtors' cases on September 11, 2000 and September 21, 2000 respectively (collectively, the "Petition Date"; a list of each Debtor and its respective petition date is enclosed herewith), and (ii) equitable remedies for breach of performance if such breach gives rise to a right to payment, whether or not such right to any equitable remedy is reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured or unsecured, as of the Petition Date.

Debtors filed their "Schedules of Assets and Liabilities" and "Statement of Financial Affairs" (collectively, as may be amended, "Schedules") on October 31, 2000. Pursuant to section 1111(a) of the Bankruptcy Code, a Proof of Claim shall be deemed filed with respect to any Proof of Claim which appears in Debtors' Schedules as a liquidated amount, and which is not identified therein as contingent or disputed. A Proof of Claim form, that may indicate how Debtors have listed your Claim in the Schedules, accompanies this Notice. Any Proof of Claim filed by you will supersede any Claim listed in the Schedules. **YOU MUST FILE A PROOF OF CLAIM IF (i) YOU DISAGREE WITH THE AMOUNT OF YOUR CLAIM AS SET FORTH IN THE SCHEDULES, OR (ii) DEBTORS HAVE SCHEDULED YOUR CLAIM AS DISPUTED, CONTINGENT, UNLIQUIDATED, OR FOR \$0, OR (iii) YOU BELIEVE YOUR CLAIM TO BE A SECURED OR PRIORITY CLAIM AND DEBTORS HAVE NOT LISTED YOUR CLAIM AS A SECURED OR PRIORITY CLAIM.**

Except as set forth in the Order and summarized below, ALL PROOFS OF CLAIM FILED BY CREDITORS IN THESE CASES MUST BE ACTUALLY RECEIVED BY POORMAN-DOUGLAS CORPORATION ("Poorman") BY 4:00 P.M. PACIFIC PREVAILING TIME ON THE BAR DATE (August 17, 2001). It is your responsibility to ensure that your Proof of Claim is actually received by Poorman by that date and time. Proofs of Claim may be sent by U.S. Mail or delivered by messenger or overnight courier to the proper address as designated below:

For Regular Mail:

Poorman-Douglas Corp.  
Claims Agent for PSA, Inc./ETS Payphones, Inc.  
PO Box 4390  
Portland, OR 97208-4390

With a Copy Mailed to:

Shannon Lowry Nagle, Esquire  
Powell, Goldstein, Frazer & Murphy LLP  
Sixteenth Floor  
191 Peachtree Street, N.E.  
Atlanta, GA 30303

For Overnight Courier and Hand Delivery Only:

Poorman-Douglas Corp.  
Claims Agent for PSA, Inc./ETS Payphones, Inc.  
10300 SW Allen Blvd.  
Beaverton, OR 97005

With a Copy Mailed to:

Shannon Lowry Nagle, Esquire  
Powell, Goldstein, Frazer & Murphy LLP  
Sixteenth Floor  
191 Peachtree Street, N.E.  
Atlanta, GA 30303

Poorman will not accept a Proof of Claim sent via facsimile, telecopy or electronic transmission. All Proofs of Claim must use the English language and be stated in lawful currency of the United States as of the Petition Date. If you wish to receive an acknowledgment that a Proof of Claim has been received by Poorman, you must provide Poorman with a copy of the Proof of Claim and a postage-paid, self-addressed envelope.

ANY PROOFS OF CLAIM RECEIVED BY POORMAN AFTER THE BAR DATE, EXCEPT UNDER THE LIMITED CIRCUMSTANCES SET FORTH BELOW, AND SUBJECT TO APPLICABLE LAW, SHALL BE FOREVER BARRED AND DEEMED NULL AND VOID. ANY CREDITORS THAT ARE REQUIRED TO, BUT DO NOT, FILE A PROOF OF CLAIM BY THE BAR DATE IN COMPLIANCE WITH THE PROCEDURES SET FORTH IN THE ORDER AND THIS NOTICE (i) MAY BE FOREVER BARRED FROM PARTICIPATING IN THE DEBTORS' ESTATES, VOTING WITH RESPECT TO ANY PLAN OF REORGANIZATION FILED IN THESE BANKRUPTCY CASES AND RECEIVING A DISTRIBUTION UNDER ANY SUCH PLAN OR REORGANIZATION; (ii) SHALL BE BOUND BY THE TERMS OF ANY SUCH PLAN OF REORGANIZATION IF CONFIRMED; AND (iii) MAY NO LONGER BE ENTITLED TO RECEIVE FURTHER MAILINGS IN OR NOTICES REGARDING THESE BANKRUPTCY CASES.

Any co-debtors, sureties, guarantors or other entities which file a Proof of Claim on behalf of any of the creditors pursuant to section 501(b) of the Bankruptcy Code and Rule 3005 of the Federal Rules of Bankruptcy Procedure, must file a proof of such Claim in such a manner so that it is actually received by Poorman on or before September 17, 2001, at 4:00 p.m. Pacific Prevailing Time.

The following persons or entities shall NOT be required to file a Proof of Claim on or before the Bar Date.

- (i) any person or entity that has already properly filed a Proof of Claim against Debtors using a claim form which substantially conforms to Official Form No. 10; notwithstanding the foregoing, all payphone investor claims must be filed on the specialized form for payphone investors created in these cases and mailed to each investor;
- (ii) any person or entity (x) whose Claim is listed on the Schedules, (y) whose Claim is not described as "disputed," "contingent" or "unliquidated" and (z) who does not dispute the amount, nature or priority of the Claim for such person or entity, as set forth in the Schedules;
- (iii) except as otherwise provided herein, any person or entity having a Claim under sections 503(b) or 507(a) of the Bankruptcy Code as an administrative expense of Debtors' chapter 11 cases;
- (iv) any person or entity whose Claim has been paid in full by Debtors;
- (v) any Debtor having a Claim against another Debtor; and
- (vi) any person or entity that holds a Claim that has been allowed by an order of this Court entered on or before the Bar Date. Holders of equity interests in a Debtor need not file proofs in interest with respect to the ownership of such equity interests at this time. However, if any such holder asserts a Claim against Debtors (including a Claim related to equity interests), a proof of such Claim must be filed prior to the Bar Date under the provisions of the Order.

Unless otherwise specified in a confirmed plan of reorganization in these Bankruptcy Cases, any creditor that asserts against the estates a Claim pursuant to sections 502(g), (h) or (i) of the Bankruptcy Code, as a result of the rejection of an executory contract or unexpired lease, the recovery of a voidable transfer or the assessment of taxes entitled to priority under section 507(a)(8), must file a Proof of Claim in such a manner so that it is actually received by Poorman by the later of (i) the Bar Date or (ii) thirty (30) days after the date on which, as relevant: (aa) a lease of nonresidential real property is deemed rejected pursuant to section 365(d)(4), (bb) notice of entry of the order approving Debtors' rejection of an executory contract or unexpired lease is served, (cc) notice of entry of the order avoiding a transfer is served or (dd) such priority-tax Claim arises.

If, after the Bar Date, Debtors amend the Schedules to reduce the amount of, delete or change the status of a liquidated, noncontingent and undisputed Claim previously attributed to a specified entity, such entity may file a Proof of Claim with respect to such rescheduled Claim in such a manner so that it is received by Poorman by the later of (i) the Bar Date or (ii) thirty (30) days after service of notice of such amendment to the Schedules; provided, however, that any Proof of Claim filed pursuant to this paragraph after the Bar Date shall be limited in amount (x) to the amount previously set forth in a Proof of Claim timely filed by the entity whose Claim has been rescheduled by the Debtors or (y) if no such Proof of Claim was timely filed, to the amount previously designated in the Schedules as a liquidated, noncontingent and undisputed Claim for that entity. If the Debtors amend the Schedules to increase the amount of a Claim deemed filed for an entity pursuant to section 1111(a) of the Bankruptcy Code, no extension of the time within which that entity may file a Proof of Claim shall be granted.

Following the Bar Date (or such other deadline as applicable under these procedures) a creditor may not amend a Claim except as permitted by the Bankruptcy Court in accordance with applicable bankruptcy law.

Parties in interest may purchase a copy of the Order and a copy of the Schedules from Parcels, 200 West 9<sup>th</sup> Street, Lower Level, Wilmington, Delaware 19801, telephone number (302) 658-9971, facsimile number (302) 658-9951.

Dated: June 14, 2001

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E. Penn Nicholson  
Shannon Lowry Nagle  
Powell, Goldstein, Frazer & Murphy LLP  
Sixteenth Floor  
191 Peachtree Street, N.E.  
Atlanta, GA 30303  
Facsimile: (404) 572-6999

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Brendan Linehan Shannon  
Young, Conaway, Stargatt & Taylor  
1100 N. Market Street, 11<sup>th</sup> Floor  
P.O. Box 391  
Wilmington, Delaware 19801  
Facsimile: (302) 571-1253

Reorganization Counsel for Debtors and Debtors in Possession