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DISTRIBUTION CENTER

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

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In re:	:	Chapter 11
WINSTAR COMMUNICATIONS, INC., <u>et al.</u> , <sup>1</sup>	:	Case No.: 01-1430 (JJF)
	:	
Debtors.	:	Jointly Administered

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**NOTICE OF ENTRY OF BAR DATE ORDER FIXING LAST DAY  
FOR FILING PROOFS OF CLAIM AGAINST THE DEBTORS**

TO ALL PERSONS AND ENTITIES WITH CLAIMS AGAINST THE DEBTORS:

**PLEASE TAKE NOTICE**, that the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court") has entered an order dated August 13, 2001 (the "Bar Date Order") requiring persons and entities, including governmental units, EXCEPT AS INDICATED BELOW, that assert a Claim (as defined below) against the debtors and debtors-in-possession in the above-captioned Chapter 11 cases, which arose prior to **April 18, 2001** (the "Petition Date"), to file a written proof of such claim with the Bankruptcy Court that substantially conforms to Official Form No. 10, by sending an original proof of claim to Bankruptcy Services, LLC, Winstar Claims Processing, P.O. Box 5287, FDR Station, New York, New York 10150-5287, not later than **4:00 p.m. (Eastern Time)** on or before **October 15, 2001** (the "Bar Date"). Such proofs of claim will be deemed timely filed only if they are actually received by the Claims Agent on or before the Bar Date.

**AS USED HEREIN, THE TERM "CLAIM" MEANS (A) RIGHT TO PAYMENT, WHETHER OR NOT SUCH RIGHT IS REDUCED TO JUDGMENT,**

<sup>1</sup> In addition to Winstar Communications, Inc., Case No. 01-1430, the other debtors herein are WCI Capital Corporation, Case No. 01-1431, Winstar Equipment Corp., Case No. 01-1432, Winstar Equipment II Corp., Case No. 01-1433, Winstar Credit Corporation, Case No. 01-1434, Winstar Wireless Fiber Corp., Case No. 01-1435, Winstar LMDS, LLC, Case No. 01-1436, Winstar New Media Co., Inc., Case No. 01-1437, At Your Office, Inc., Case No. 01-1438, Sportsfan Radio Network, Inc., Case No. 01-1439, Winstar Interactive Ventures I, Inc., Case No. 01-1440, Winstar Interactive Media Sales, Inc., Case No. 01-1441, Office.Com, Inc., Case No. 01-1442, Winstar Wireless, Inc., Case No. 01-1443, Winstar Broadband Acquisition 2000, LLC, Case No. 01-1444, Winstar Midcom Acquisition Corp., Case No. 01-1445, Winstar Network Expansion, LLC, Case No. 01-1446, WWI License Holding, Inc., Case No. 01-1447, Winstar Government Solutions, LLC, Case No. 01-1448, WVF-CSC1, LLC, Case No. 01-1449, WVF-DL 1, LLC, Case No. 01-1450, WVF-CPQ1, LLC, Case No. 01-1451, WVF-I LLC, Case No. 01-1452, WCF-LU2 LLC, Case No. 01-1453, Winstar Wireless of Delaware, LLC, Case No. 01-1454, Winstar Wireless of Georgia, LLC, Case No. 01-1455, Winstar Wireless of Indiana, LLC, Case No. 01-1456, Winstar Wireless of New Jersey, LLC, Case No. 01-1457, Winstar Wireless of New York, LLC, Case No. 01-1458, Winstar Wireless of Pennsylvania, LLC, Case No. 01-1459, Winstar Wireless of Virginia, LLC, Case No. 01-1460, Winstar Wireless of West Virginia, Case No. 01-1461 and Winstar International, Inc., Case No. 01-1462.

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**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.**

**ACTS OR OMISSIONS, IF ANY, OF THE DEBTORS THAT OCCURRED PRIOR TO THE PETITION DATE, INCLUDING THE DEBTORS' INDEMNITY AGREEMENTS, GUARANTEES, OR SERVICES PROVIDED TO OR RENDERED BY THE DEBTORS, MAY GIVE RISE TO CLAIMS AGAINST THE DEBTORS 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 THE DEBTORS, NO MATTER HOW REMOTE OR CONTINGENT, MUST FILE A PROOF OF CLAIM ON OR BEFORE THE BAR DATE.**

The following persons or entities are not required to file a proof of claim:

A. Any person or entity that has already properly filed with the Clerk a Proof of Claim against the Debtors prior to the Bar Date utilizing a claim form which substantially conforms to Official Form No. 10;

B. Any person or entity (a) whose claim is (1) listed on the Debtors' Schedules of Liabilities filed with the Bankruptcy Court (as may be amended from time to time) (the "Schedules of Liabilities"); and (2) whose claim is not described as being "disputed," "contingent," or "unliquidated;" and (b) who does not dispute the amount and manner of classification of such claim as set forth in the Schedules of Liabilities;

C. Any holder of a claim allowed by an order of this Court entered on or before the Bar Date;

D. Any holder of a claim allowable under Sections 503(b) and 507(a)(1) of the Bankruptcy Code as expenses of administration in these Chapter 11 cases;

E. Any holder of a claim arising solely from the ownership of the common stock or other equity securities of the Debtors need not file a Proof of Interest, but must file a Proof of Claim for any other claim against the Debtors; and

F. Any holder ("Noteholder") of a claim for principal or interest on the Debtors' 14% Senior Discount Notes Due 2008; 10% Senior Subordinated Notes Due 2008; 11% Senior Subordinated Deferred Interest Notes Due 2008; 12 ½% Senior Notes Due 2008; 12 ¾% Senior Notes Due 2010; 14 ¾% Senior Discount Notes Due 2010; and/or 12¾% Euro-denominated Senior Notes Due 2010 (collectively, the "Notes"). Noteholders must file a proof of claim for any other claim against the Debtors, whether or not those claims relate to their purchase and ownership of the Notes.

**PLEASE TAKE FURTHER NOTICE THAT ALL PERSONS AND ENTITIES, INCLUDING GOVERNMENTAL UNITS, OTHER THAN THOSE**

**DESCRIBED IN PARAGRAPHS "A" THROUGH "F" ABOVE MUST FILE A PROOF OF CLAIM ON OR BEFORE OCTOBER 15, 2001 AT 4:00 P.M. 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 CHAPTER 11 PLAN OF REORGANIZATION WITH RESPECT TO THE DEBTORS, OR FROM ANY SUCCESSOR OR ASSIGNS OF THE DEBTORS.**

**PLEASE TAKE FURTHER NOTICE THAT** if you hold a claim that is not listed on the Schedules of Liabilities filed by the Debtors with the United States Bankruptcy Court for the District of Delaware on July 9, 2001, as amended, (the "Schedules of Liabilities"), or is listed on the Schedules of Liabilities as contingent or unliquidated or disputed, you must file a proof of claim.

**PLEASE TAKE FURTHER NOTICE THAT** proofs of claim shall specify the name and case number of the Debtor which are set forth in footnote 1 above or on the enclosed Proof of Claim form, if any, and shall conform substantially to the enclosed Official Proof of Claim Form No. 10.

**PLEASE TAKE FURTHER NOTICE THAT** copies of the Debtors' Schedules of Liabilities, as amended, are available for inspection during regular business hours at the Office of the Clerk of the Court, United States Bankruptcy Court, District of Delaware, 824 Market Street, 6th Floor, Wilmington, Delaware 19801. In addition, you may contact Parcels, Inc. at (302) 658-9971 and obtain a copy of the Schedules of Liabilities. In the event you have questions concerning the completion or filing 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. for assistance.

Dated: Wilmington, Delaware  
August 14, 2001

**SHEARMAN & STERLING**  
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New York, New York 10022  
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**YOUNG CONAWAY STARGATT & TAYLOR, LLP**  
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Facsimile: (302) 571-12

ORIGINAL

UNITED STATES BANKRUPTCY COURT DISTRICT OF DELAWARE  
IN RE: WINSTAR COMMUNICATIONS, INC., ET AL.  
CASE NO. 01-1430 (JJF) JOINTLY ADMINISTERED

PROOF OF CLAIM

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 : Telephone number: 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.

Account or other number by which creditor identifies debtor: Check here if this claim replaces amends a previously filed claim, dated:

1. Basis for Claim: Goods sold, Services performed, Money loaned, Personal injury/wrongful death, Taxes. Retiree benefits as defined in 11 U.S.C. § 1114(a), Wages, salaries, and compensation (fill out below), Other (explain). Your SS#: 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. 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 \$4,650), 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 \$2,100 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 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):

THIS SPACE IS FOR COURT USE ONLY DOCUMENT NO. 10314-01 8-21-01

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.