

UNITED STATES BANKRUPTCY COURT
DISTRICT OF MASSACHUSETTS
EASTERN DIVISION

In re:)
)
)
 ESSENTIAL.COM, INC.,)
)
)
 Debtor.)

Chapter 11
Case No. 01-15339-WCH

SECOND MOTION TO (1) APPROVE STIPULATION EXTENDING TIME TO RESPOND TO COMPLAINT AND (2) LIMIT NOTICE THEREON

To the Honorable William C. Hillman, Chief United States Bankruptcy Judge:

Pursuant to Rules 2002 and 9019 of the Fed. R. Bankr. P. and MLBR 2002-1 and 9019-1, Essential.Com, Inc. ("Essential") hereby moves this Court to approve the *Stipulation and Order to Extend Time to Respond to Complaint* (the "Stipulation") between Essential and United Systems Access, Inc. ("USA"). A copy of the Stipulation is attached as Exhibit A.

Pursuant to Fed. R. Bankr. P. 2002 and MLBR 2002-1(b) and 9019-1(c), Essential also requests that this Court enter an order limiting the notice required with respect to this Motion and any hearing thereon.

In further support of this Motion, the Debtor states as follows:

I. APPROVAL OF THE STIPULATION

1. On October 3, 2001, Essential commenced an adversary proceeding ("Adversary Proceeding") against USA asserting, among other things, USA's default under certain agreements with the Essential.

2. The Parties are currently exploring an amicable resolution of the Adversary Proceeding.

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3. In order to provide time for such discussions, the Parties have agreed, in accordance with the attached stipulation, that the time for USA to answer the complaint in the Adversary Proceeding be extended until December 19, 2001. The Parties previously agreed by a similar stipulation to extend the time for USA to answer the complaint in the Adversary Proceeding until November 29, 2001

II. REQUEST TO LIMIT NOTICE

4. Pursuant to Fed. R. Bankr. P. 2002 and MLBR 2002-1(b) and 9019-1(c), the Parties also request that this Court enter an order limiting the notice required with respect to this Motion. Pursuant to Fed. R. Bankr. P. 2002(m) and MLBR 9019-1(c), the Court has authority to limit notice.

5. The Debtor has an extensive list of creditors, many of whom have had little or no participation in this case and are unlikely to have an interest in or respond to this Motion. Further, the cost of mailing notices to the full creditor list is substantial and would unnecessarily deplete the resources of the estate.

6. The Debtor requests that the Court limit the notice required with respect to this Motion: (i) the United States Trustee, (ii) counsel to the Official Committee of Unsecured Creditors, and (iii) all parties having filed notice of appearance in this chapter 11 case. The Debtor further requests that notice of any hearing and response and/or objection deadlines related to this Motion be similarly limited.

III. NOTICE

7. Copies of this Motion have been served upon (i) the United States Trustee, (ii) counsel to the Official Committee of Unsecured Creditors, and (iii) all parties having filed

notice of appearance in this chapter 11 case. The Debtor requests that such notice be deemed sufficient and appropriate notice.

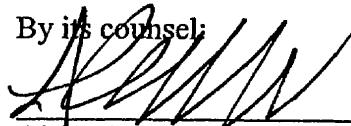
WHEREFORE, the Debtor respectfully requests that this Court enter an Order:

- (i) Finding notice of this Motion as set forth herein was sufficient and appropriate;
- (ii) Finding that notice with respect to any hearings and response/objection deadlines on this Motion will be deemed sufficient and appropriate as set forth herein;
- (iii) Approving this Motion and the Stipulation;
- (iv) Granting such other relief as is just and proper.

Respectfully submitted:

ESSENTIAL.COM, INC.

By its counsel:



Alex M. Rodolakis BBO# 567781
Hanify & King, P.C.
One Federal Street
Boston, MA 02110
(617) 423-0400
Telefax: (617) 556-8985

Dated: November 30, 2001

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UNITED STATES BANKRUPTCY COURT
DISTRICT OF MASSACHUSETTS
EASTERN DIVISION

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| _____) | |
| In re:) | |
|) | |
| ESSENTIAL.COM, INC.,) | Chapter 11 |
|) | Case No. 01-15339-WCH |
| Debtor.) | |
| _____) | |
| ESSENTIAL.COM, INC.,) | |
|) | |
| Plaintiff,) | |
|) | Adversary Proceeding |
| v.) | No.: 01-1411-WCH |
|) | |
| UNITED SYSTEMS ACCESS, INC.,) | |
|) | |
| Defendant,) | |
| _____) | |

STIPULATION AND ORDER TO EXTEND TIME TO RESPOND TO COMPLAINT

Essential.Com, Inc. (“Essential”) and United Systems Access, Inc. (“USA” and together with Essential, the “Parties”) are currently exploring an amicable resolution of the above captioned proceeding. In order to provide time for such discussions, the Parties hereby stipulate and agree that the time for USA to answer the complaint in the above-referenced Adversary Proceeding shall be extended until December 19, 2001. This extension is without prejudice to the Parties’ right to request further extensions.

UNITED SYSTEMS ACCESS, INC.

ESSENTIAL.COM, INC.

By: Kemal Hawa
Kemal Hawa
O'Melveny & Myers LLP
1650 Tysons Boulevard, Suite 1150
McLean, VA 22102
(703) 287-2407

By: Harold B. Murphy
Harold B. Murphy BBO #362610
Alex M. Rodolakis BBO# 567781
Hanify & King, P.C.
One Federal Street
Boston, MA 02110
(617) 423-0400

Dated: November³⁰, 2001

So Ordered:

By the Court:

Hon. William C. Hillman
Chief United States Bankruptcy Judge

Dated: _____

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