

UNITED STATES BANKRUPTCY COURT DISTRICT OF MASSACHUSETTS - WESTERN DIVISION  
ARCH WIRELESS CLAIMS PROCESSING C/O BANKRUPTCY SERVICES LLC  
P.O. BOX 5115 FDR STATION  
NEW YORK, NY 10150-5115

ORIGINAL

PROOF OF CLAIM

Name of Debtor Against Which Claim is Held

Case No. of Debtor:

020000

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 :

59146 ARC BAR 2/8/2002 (CREDITOR)  
FLORIDA PUBLIC SERVICE COMMISSION  
2540 SHUMARD OAK BOULEVARD  
GERALD GUNTER BUILDING  
TALLAHASSEE FL 32399-0850

- 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.

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 \$4,650), 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.

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):

DOCUMENT NUMBER-DATE

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 371

FPS-COMMISSION CLERK

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## 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 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.

#### **Secured Claim**

A claim is a secured claim to the extent that 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 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.

LIST OF DEBTORS  
ARCH WIRELESS, INC. ET AL. CASE NO. 01-47330-HJB

<u>Debtor</u>	<u>Address</u>	<u>Case No.</u>	<u>Employer ID Number</u>
Arch Wireless, Inc.	1800 West Park Drive, Suite 250 Westborough, MA 01581-3912	01-47330-HJB	31-1358569
Paging Network Canadian Holdings, Inc.	1800 West Park Drive, Suite 250 Westborough, MA 01581-3912	01-47331-HJB	75-2590360
Arch Wireless Holdings, Inc.	1800 West Park Drive, Suite 250 Westborough, MA 01581-3912	01-47332-HJB	22-3317420
Paging Network of Northern California, Inc.	1800 West Park Drive, Suite 250 Westborough, MA 01581-3912	01-47333-HJB	75-2590332
Arch Communications Enterprises, LLC	1800 West Park Drive, Suite 250 Westborough, MA 01581-3912	01-47334-HJB	22-3317420
Paging Network, Inc.	1800 West Park Drive, Suite 250 Westborough, MA 01581-3912	01-47335-HJB	04-2740616
ArchTel, Inc.	1800 West Park Drive, Suite 250 Westborough, MA 01581-3912	01-47336-HJB	04-3466484
Benbow Investments, Inc.	1800 West Park Drive, Suite 250 Westborough, MA 01581-3912	01-47337-HJB	04-3467047
Paging Network of San Francisco, Inc.	1800 West Park Drive, Suite 250 Westborough, MA 01581-3912	01-47338-HJB	04-2756281
MobileMedia Communications, Inc.	1800 West Park Drive, Suite 250 Westborough, MA 01581-3912	01-47339-HJB	04-3467049
Mobile Communications Corporation of America	1800 West Park Drive, Suite 250 Westborough, MA 01581-3912	01-47340-HJB	22-3619446
MobileMedia License Co., LLC	1800 West Park Drive, Suite 250 Westborough, MA 01581-3912	01-47341-HJB	22-3619446
Paging Network International, Inc.	1800 West Park Drive, Suite 250 Westborough, MA 01581-3912	01-47342-HJB	75-2590361
Arch Connecticut Valley, Inc.	1800 West Park Drive, Suite 250 Westborough, MA 01581-3912	01-47343-HJB	04-2944388
Paging Network Finance Corp.	1800 West Park Drive, Suite 250 Westborough, MA 01581-3912	01-47344-HJB	75-2594229
Paging Network of Colorado, Inc.	1800 West Park Drive, Suite 250 Westborough, MA 01581-3912	01-47345-HJB	84-1208036
PageNet, Inc.	1800 West Park Drive, Suite 250 Westborough, MA 01581-3912	01-47346-HJB	62-1560954
Paging Network of America, Inc.	1800 West Park Drive, Suite 250 Westborough, MA 01581-3912	01-47347-HJB	75-2590299
Paging Network of Michigan, Inc.	1800 West Park Drive, Suite 250 Westborough, MA 01581-3912	01-47348-HJB	75-1905024
PageNet SMR Sub, Inc.	1800 West Park Drive, Suite 250 Westborough, MA 01581-3912	01-47349-HJB	04-3548972
Arch Wireless Communications, Inc.	1800 West Park Drive, Suite 250 Westborough, MA 01581-3912	01-46865-HJB	31-1236804

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF MASSACHUSETTS  
(WESTERN DIVISION)

*In re:*

ARCH WIRELESS, INC.,  
ARCH WIRELESS COMMUNICATIONS, INC.  
ARCH WIRELESS HOLDINGS, INC.  
PAGING NETWORK CANADIAN HOLDINGS, INC.  
PAGENET SMR SUB, INC.  
PAGING NETWORK, INC.  
MOBILEMEDIA COMMUNICATIONS, INC.  
ARCHTEL, INC.  
ARCH CONNECTICUT VALLEY, INC.  
ARCH COMMUNICATIONS ENTERPRISES LLC  
BENBOW INVESTMENTS, INC.  
MOBILE COMMUNICATIONS CORPORATION OF  
AMERICA  
MOBILEMEDIA LICENSE CO., L.L.C.  
PAGENET, INC.  
PAGING NETWORK OF COLORADO, INC.  
PAGING NETWORK OF NORTHERN CALIFORNIA,  
INC.  
PAGING NETWORK OF MICHIGAN, INC.  
PAGING NETWORK FINANCE CORP.  
PAGING NETWORK INTERNATIONAL, INC.  
PAGING NETWORK OF SAN FRANCISCO, INC.  
PAGING NETWORK OF AMERICA, INC.

Debtors.

Chapter 11

Case No. 01-47330-HJB  
(Jointly Administered)

**NOTICE OF DEADLINE FOR CREDITORS TO FILE PROOFS OF CLAIM**

**DEADLINE: March 29, 2002, at 5:00 p.m. Eastern Time**

TO ALL PERSONS OR ENTITIES WHO MIGHT WISH TO ASSERT CLAIMS AGAINST  
THE DEBTORS IN THE ABOVE REFERENCED BANKRUPTCY CASES

1. An order of the United States Bankruptcy Court for the District of Massachusetts (the "Court") has established a deadline (sometimes referred to as a "Bar Date") for the filing of proofs of claim against the above-captioned debtors and debtors in possession (collectively, the "Debtors").

2. The order provides that every person or entity (including every individual, partnership, corporation, estate or trust), other than a governmental unit, who wishes to assert a claim<sup>1</sup> against any of the Debtors that arose prior to December 6, 2001, the date the Debtors (other than Arch Wireless Communications, Inc., "AWCI") filed their chapter 11 cases and the date AWCI consented to the involuntary petition filed against it (the "Petition Date"), must file a separate written proof of claim with respect to each Debtor against whom a creditor has a claim, as described below, on or before 5:00 p.m., Eastern time, March 29, 2002 (the "Deadline").

3. The order also provides that every person or entity, other than a governmental unit, who wishes to make a claim against AWCI that arose between November 9, 2001 and December 6, 2001 (a "Gap Claim"), which may be entitled to priority under §507(a)(2) of the Bankruptcy Code, must file a request on or before the Deadline.

4. **The order does not establish a deadline for parties holding equity security interests in the Debtors to file a "proof of interest." Accordingly, if your only connection with the Debtors is that you hold an equity security interest in Arch Wireless, Inc., then you need not file a proof of interest at this time.**

**5. IF YOU FAIL TO FILE A PROOF OF CLAIM BY THE DEADLINE, YOU WILL BE FOREVER BARRED FROM: (A) ASSERTING A CLAIM AGAINST THE DEBTORS; (B) VOTING UPON, OR RECEIVING DISTRIBUTIONS UNDER ANY PLAN OF REORGANIZATION OF THE DEBTORS; (C) FILING A PROOF OF CLAIM WITH RESPECT TO SUCH CLAIM; (D) ASSERTING SUCH CLAIM AGAINST THE DEBTORS OR THEIR ESTATES OR PROPERTY; AND (E) PARTICIPATING IN ANY DISTRIBUTION IN THE DEBTORS' CHAPTER 11 CASES ON ACCOUNT OF SUCH CLAIM. IN ADDITION, THE DEBTORS AND THEIR PROPERTY SHALL BE DISCHARGED FOREVER FROM ANY AND ALL INDEBTEDNESS OR LIABILITY WITH RESPECT TO SUCH CLAIM.**

6. On February 4, 2002, the Debtors filed their schedules of assets and schedules of liabilities (the "Schedules") as well as their statements of financial affairs (the "Statements"). The Schedules and Statements are available for inspection (a) during regular business hours at the Office of the Clerk of the United States Bankruptcy Court for the District of Massachusetts, Donohue Federal Building, 595 Main Street, Worcester, Massachusetts 01608, or (b) at the offices of Counsel for the Debtors, Hale and Dorr LLP, 60 State Street, Boston, Massachusetts 02109. The Schedules for each Debtor listing secured, unsecured, and unsecured priority claims may be accessed at [www.arch.com](http://www.arch.com), click on "Reorganization Schedules".

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<sup>1</sup> The term "claim" has the meaning set forth in section 101(5) of the Bankruptcy Code: "(a) 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) a right to an equitable remedy for breach or 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."

**7. IF YOUR CLAIM:**

- **IS NOT LISTED IN THE SCHEDULES, OR**
- **IS LISTED IN AN AMOUNT OR CATEGORY WITH WHICH YOU DISAGREE, OR**
- **IS LISTED AS “DISPUTED,” “CONTINGENT” OR “UNLIQUIDATED,” WHETHER OR NOT A CLAIM AMOUNT IS SHOWN,**

**AND YOU DESIRE TO VOTE ON THE DEBTORS’ JOINT PLAN OF REORGANIZATION AND SHARE IN ANY DISTRIBUTION UNDER THE PLAN, YOU MUST FILE A PROOF OF CLAIM ON OR BEFORE THE DEADLINE.**

8. If it is unclear whether your claim is disputed, contingent or unliquidated, or whether it otherwise is properly listed (as to its category, its amount, or otherwise), you must file a proof of claim prior to the Deadline. If you desire to rely on the Schedules, you have the responsibility for determining that any claims you might want to assert are fully, accurately and unequivocally listed there.

**9. YOU MAY, BUT NEED NOT, FILE A PROOF OF CLAIM:**

a. If you have already properly filed a proof of claim in the Debtors’ Chapter 11 cases with the Clerk of the Bankruptcy Court for the District of Massachusetts or Bankruptcy Service LLC (the “Claims Agent”); or

b. If your claim is listed in the Schedules in an amount and classification with which you agree, and your claim is not listed in the Schedules as disputed, contingent, or unliquidated.

**OTHERWISE, YOU MUST FILE A PROOF OF CLAIM ON OR PRIOR TO THE DEADLINE IF YOU WISH TO ASSERT A CLAIM AGAINST THE DEBTORS.**

10. The Deadline, or “Claims Bar Date,” for any person or entity whose claim arises from, or as a consequence of, the rejection of an executory contract or unexpired lease shall be as follows: (a) if the Court has entered an Order fixing the date by which such claims must be filed, the Order shall govern, and (b) if the Court has not entered an Order fixing the date by which such claims must be filed, then the Claims Bar Date shall be the later of (i) the Deadline or (ii) thirty (30) days from the date of the service of the order rejecting said contract or lease.

11. THE COURT HAS SET THE BAR DATE FOR THE FILING OF PROOFS OF CLAIM BY GOVERNMENTAL UNITS AGAINST ANY OF THE DEBTORS AS 5:00 P.M., EASTERN TIME, JUNE 5, 2002.

12. Proofs of claim should conform substantially to Form No. 10 of the Official Bankruptcy Forms, a copy of which is enclosed with this Notice. Also enclosed with this Notice is a list of each of the Debtors and their respective case numbers. EACH CLAIM MUST BE FILED AGAINST THE APPROPRIATE DEBTOR AGAINST WHICH THE CREDITOR HAS

A CLAIM. PLEASE CONSULT THE ATTACHED LIST OF DEBTORS AND CASE NUMBERS TO ENSURE THE CLAIM IS FILED AGAINST THE APPROPRIATE DEBTOR.

13. Your proof of claim must be received on or before the Deadline. Your proof of claim should be mailed to:

Arch Wireless Claims Processing  
FDR Station  
P.O. Box 5115  
New York, New York 10150-5115

**A CLAIMANT SHOULD CONSULT AN ATTORNEY REGARDING ANY INQUIRIES, SUCH AS WHETHER THE CLAIMANT SHOULD FILE A PROOF OF CLAIM.**

**ALL PROOFS OF CLAIM WILL BE DEEMED FILED ONLY WHEN: (I) THE ORIGINAL SIGNED PROOFS OF CLAIM ARE RECEIVED BY THE CLAIMS AGENT, (II) THE PROOF OF CLAIM IDENTIFIES THE ENTITY AGAINST WHICH IT IS ASSERTED, AND (III) THE PROOF OF CLAIM IS ACTUALLY RECEIVED BEFORE THE DEADLINE. PROOFS OF CLAIM WILL NOT BE ACCEPTED BY FACSIMILE.**

Dated: February 5, 2002

HALE AND DORR LLP

/s/ Michael S. Pandolfi

Mark N. Polebaum (BBO #402060)

John D. Sigel (BBO #461910)

Dennis L. Jenkins (BBO #637065)

Michael Pandolfi (BBO #640654)

60 State Street

Boston, MA 02109

Tel: (617) 526-6000

Fax: (617) 526- 5000

Counsel for the Debtors-In-Possession