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UNITED STATES BANKRUPTCY COURT WESTERN DISTRICT OF KENTUCKY LOUISVILLE DIVISION

IN RE:)	CHAPTER 11
LIGHTYEAR HOLDINGS, INC., DEBTORS.)	CASE NO. 02-32257
)	JOINTLY ADMINISTERED
	ý	HON. DAVID T. STOSBERG

NOTICE OF ORDER GRANTING MOTION OF DEBTORS FOR ORDER ESTABLISHING BAR DATE AND APPROVING FORM OF NOTICE OF BAR DATE

TO ALL CREDITORS AND EQUITY INTEREST HOLDERS with claims against Lightyear Holdings, Inc., Case No. 02-32257, Lightyear Communications, Inc., Case No. 02-32725, Lightyear Telecommunications LLC, Case No. 02-32723, and Lightyear Communications of Virginia, Inc., Case No. 02-32726:

PLEASE TAKE NOTICE THAT on October 23, 2002, the Court entered an order (the "Bar Date Order") establishing January 15, 2003 as the general claims bar date (the "Bar Date") in the abovecaptioned chapter 11 cases.

1. WHO MUST FILE A PROOF OF CLAIM

The following entities must file a proof of claim on or before the Bar Date:

- (a) any entity with a claim that arose prior to April 29, 2002, other than a claimant (i) whose claim is listed in the Debtors' schedules, (ii) whose claim is not listed as disputed, contingent or unliquidated, and (iii) who does not dispute the amount of priority of such claim as set forth in the Debtors' schedules.
- (b) Any party having a claim against the Debtors that arises as a result of the rejection of an executory contract or unexpired lease as to which the order authorizing such rejection was entered at least thirty (30) days prior to the Bar Date, must file its proof of claim based on such rejection on the earlier of (i) the Bar Date or (ii) the date for filing such proofs of claim set forth in the order authorizing such rejection. Claims arising as a result of the rejection of an executory contract or unexpired lease as to which the order authorizing such rejection was entered after thirty (30) days prior to the Bar Date, must be filed, or else forever barred, on the earlier of (i) thirty (30) after entry of such an order, or (ii) the date for filing such proofs of claims set forth in the order authorizing such rejection (the "Rejection Damages Bar Date").

WHAT MUST BE FILED 2.

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A signed original proof of claim form must (i) be filed with the Court on or before the Bar Date, (ii) -conform with the proof of claim form enclosed herewith, and (iii) indicate the particular Debtor against ----whom the proof of claim is being filed.

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3. CONSEQUENCES OF FAILURE TO TIMELY AND PROPERLY FILE CLAIM

Any holder of a claim against the Debtors who is required by the Bar Date Order to file a proof of claim on or before the Bar Date or the Rejection Damages Bar Date but fails to do so in accordance with the provisions of this Bar Date Notice shall be forever barred and enjoined from asserting such claim against the Debtors and their property, the Debtors shall be forever discharged from any indebtedness or liability with respect to such claim and such holder may not vote to accept or reject any plan or plans of reorganization filed in these chapter 11 cases or participate in any distribution on account of such claim.

4. RESERVATION OF RIGHTS

The Debtors reserve the right to object to any claim, whether filed or scheduled, on any grounds, as well as their right to dispute, or to assert offsets or defenses to, any claim reflected on the Debtors' schedules, or any amendments thereto, as to amount, liability, classification or otherwise and to subsequently designate any claim as disputed, contingent, unliquidated or undetermined.

Dated: October 28, 2002

BY ORDER OF THE COURT

FROST BROWN TODD LLC

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ATTORNEYS FOR DEBTORS AND DEBTORS IN POSSESSION

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