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FILED

AUG 20 2003

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE MIDDLE DISTRICT OF FLORIDA
TAMPA DIVISION

In re:)
)
WGI COMMUNICATIONS, INC.,)
)
Debtor.)
_____)

Chapter 11
Case No. 03-05415-TEB

COMMISSION
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Court Tampa, FL

**ORDER GRANTING MOTION PURSUANT TO SECTION 365(D)(2) AND
365(D)(4) AND FEDERAL RULE OF BANKRUPTCY PROCEDURE 6006 AND 9014 TO
REJECT AND TERMINATE EXECUTORY CONTRACT**

This matter is before the Court on the Motion of Debtor to Reject and Terminate Executory Contract (the "Motion"); the Court having reviewed the Motion; the Court having conducted a hearing on August 19, 2003; the Court having considered all of the pleadings; the Court finding that (a) the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334, (b) this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2) and (c) notice of the Motion was sufficient under the circumstances; the Debtor's request for rejection and termination of the use of services under that certain Agreement (the "Interconnection Agreement") effective as of May 10, 2001 by and between the Debtor and Verizon Florida Inc. ("Verizon") that the Debtor used to provide service to its end user customers in Florida is a reasonable exercise of the Debtor's business judgment and in the best interests of the various constituents of the Debtor's estate; all objections to the Motion having been overruled or

otherwise resolved; and the Court having determined that the legal and factual bases set forth in the Motion and at the hearing on this matter establish just cause for the relief granted herein;

IT IS HEREBY ORDERED THAT:

1. The Motion is hereby granted on the terms set forth in this Order.

AUS _____
CAF _____
CMP _____
COM _____
CTR _____
ECR _____
GCL _____
OPC _____
MMS _____
SEC 1
OTH None

DOCUMENT NUMBER-DATE

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2. As of 11:59 p.m. on Monday, August 25, 2003 (the "Termination Date"), Verizon is authorized to immediately terminate the services Verizon provided to the Debtor pursuant to the Interconnection Agreement.

3. As of the Termination Date, the Interconnection Agreement shall be deemed to be rejected and terminated.

4. The Debtor, and not Verizon, shall solely be responsible for providing any notice to the Debtor's end users of the rejection and termination of the Interconnection Agreement and concurrent termination of services, to the extent necessary under applicable state and federal regulations. If the Debtor provides notice to its end users of the termination of the Interconnection Agreement by mail on August 20, 2003, such notice is deemed by this court sufficient to satisfy such regulations and requirements.

5. A determination of the amount of Verizon's allowed administrative claim pursuant to 11 U.S.C. §§ 507(a)(1) and 503(b)(1) (the "Verizon Administrative Claim") and approval of the Repayment Plan (as defined in the Motion) is hereby carried to the hearing set for September 10, 2003 on the Debtor's Motion to Dismiss Chapter 11 Bankruptcy Case.

6. This Order shall be binding upon and inure to the benefit of Verizon, the Debtor, and their respective successors and assigns (with respect to the Debtor, this shall include, without limitation, the Debtor's bankruptcy estate, any creditors' committee appointed in the Debtors' Chapter 11 cases pursuant to 11 U.S.C. §1102, and any trustee whether appointed in the Debtor's Chapter 11 cases or in any case under Chapter 7 of the Bankruptcy Code in the event that the Debtors' Chapter 11 cases are converted to cases under Chapter 7). The Court shall retain jurisdiction to consider, adjudicate, and rule on any issues that may arise concerning the Debtor's

compliance with applicable non-bankruptcy laws in connection with the termination of the Agreement.

This 30 day of August, 2003.


United States Bankruptcy Judge

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