

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

2003 OCT 27 AM 9:30  
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In re: )  
)  
TOUCH AMERICA HOLDINGS, INC., ) Chapter 11  
TAX I.D. NO. 81-0540231 )  
TOUCH AMERICA, INC., ) Case No. 03-11915 (KJC)  
TAX I.D. NO. 81-0424592 )  
ENTECH, LLC, )  
TAX I.D. NO. 81-0540364 ) Jointly Administered  
TOUCH AMERICA PURCHASING )  
COMPANY, )  
TAX I.D. NO. 81-0537114 )  
TOUCH AMERICA INTANGIBLE )  
HOLDING COMPANY, )  
TAX I.D. NO. 81-0537115 )  
SIERRA TOUCH AMERICA LLC, )  
TAX I.D. NO. 81-0534327 )  
AMERICAN FIBER TOUCH, LLC, )  
TAX I.D. NO. 81-0532088 )  
)  
)  
Debtors. )

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

PLEASE TAKE NOTICE that the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court") has entered an order dated October 16, 2003 (the "Bar Date Order") requiring all persons or entities, except as indicated below, that assert a claim (as defined below) against TOUCH AMERICA HOLDINGS, INC., TAX I.D. NO. 81-0540231, TOUCH AMERICA, INC., TAX I.D. NO. 81-0424592, ENTECH, LLC, TAX I.D. NO. 81-0540364, TOUCH AMERICA PURCHASING COMPANY, TAX I.D. NO. 81-0537114, TOUCH AMERICA INTANGIBLE HOLDING COMPANY, TAX I.D. NO. 81-0537115, SIERRA TOUCH AMERICA LLC, TAX I.D. NO. 81-0534327, or AMERICAN FIBER TOUCH, LLC, TAX I.D. NO. 81-0532088 (the "Debtors"), which arose, or is deemed to have arisen by virtue of 11 U.S.C. § 501(d), prior to June 19, 2003 as to all of the Debtors, to file a separate proof of claim with respect to each such Debtor with Bankruptcy Management Corporation ("BMC"), that substantially conforms to Official Form No. 10, so as to be received no later than December 16, 2003 (the "Bar Date"). Such original proofs of claim must be mailed or delivered to the following address:

AUS \_\_\_\_\_  
CAF \_\_\_\_\_  
CMP \_\_\_\_\_  
COM \_\_\_\_\_  
CTR \_\_\_\_\_  
ECR \_\_\_\_\_  
GCL \_\_\_\_\_  
OPC \_\_\_\_\_  
MMS \_\_\_\_\_  
SEC 1  
OTH NEWNYC

DOCUMENT NUMBER-DATE  
10536 OCT 27 03  
FPSC-COMMISSION CLERK

Bankruptcy Management Corporation  
Touch America Claims Agent  
P.O. Box 990  
El Segundo, CA 90245-0990

If such original proofs of claim are sent via FedEx or another similar carrier, then such original proofs of claim must be delivered to the following address:

Bankruptcy Management Corporation  
Touch America Claims Agent  
1330 East Franklin Avenue  
El Segundo, CA 90245

In order to be **filed**, the proof of claim must be **actually received** by BMC at the above address on or before the Bar Date. Therefore, the date of a postmark by the U.S. Postal Service or the date of delivery by any other delivery service shall **NOT** constitute a date upon which a proof of claim may be deemed filed. Further, facsimile or email proofs of claim are **NOT** acceptable and will not be valid for any purpose.

Pursuant to the terms of the Bar Date Order, other than those parties listed in the "Exceptions" paragraph below, each person or entity, including, without limitation, individuals, partnerships, joint ventures, corporations, estates, trusts and governmental units, which holds or asserts a claim against or relating to the Debtors, or for reimbursement or contribution allowed under section 502 of title 11 of the United States Code (the "Bankruptcy Code") on account of such a claim, or for any alleged obligation or liability of the Debtors whatsoever, which arose or is deemed to have arisen prior to the applicable Petition Date, must file a proof of claim in substantially the same form as attached hereto. Again, the deadline to file such a proof of claim is December 16, 2003.

FOR PURPOSES OF THE BAR DATE ORDER AND THIS NOTICE, THE TERM "CLAIM" MEANS (i) ANY 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 (ii) ANY 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 APPLICABLE 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 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, WITH CERTAIN EXCEPTIONS DESCRIBED BELOW, NO MATTER HOW REMOTE OR CONTINGENT, MUST FILE A PROOF OF CLAIM ON OR BEFORE THE APPLICABLE BAR DATE.

Exceptions: A Proof of Claim in respect of a claim or claims in one of the following categories is **NOT** required to be filed on or before the Bar Date:

- a. Claims listed in the Schedules or any amendments thereto, which are not listed therein as “contingent,” “unliquidated,” or “disputed” and which are not disputed by holders thereof as to amount or classification;
- b. Claims already properly filed with the Clerk of the Court or BMC and which are in a form which substantially conforms to Official Form No. 10;
- c. Administrative claims as defined in Section 503(b) of the Bankruptcy Code;
- d. Claims of any individual Debtor entity against any other Debtor entity; and
- e. Claims allowed by order of this Court entered on or before the Bar Dates; and
- f. Claims, if any, arising from the rejection of an executory contract or unexpired lease, the Bar Date for which is governed by other orders of the Court, unless such Claim arises from the rejection of an executory contract where such rejection was effective prior to the Bar Date.

PLEASE TAKE FURTHER NOTICE that all persons and entities except those holding claims prescribed in paragraphs (a) through (e) above **MUST** file a proof of claim on or before **December 16, 2003**. There are severe consequences if you do not timely or properly file your proof of claim. Any holder of any claim against the Debtors who fails to file a proof of claim on or before the applicable Bar Date shall be **FOREVER BARRED** from asserting that claim against the Debtors or their property, and shall not be treated as the holder of a claim for purposes of voting on, or participating in any distribution under any plan confirmed in these cases.

PLEASE TAKE FURTHER NOTICE that if you hold a claim that is not listed on the Debtors’ schedules of assets and liabilities (collectively, the “Schedules”) filed with the United States Bankruptcy Court for the District of Delaware, or listed on the Schedules as contingent, unliquidated, or disputed, you **MUST** file a proof of claim.

PLEASE TAKE FURTHER NOTICE that copies of the Schedules and the Bar Date Order are available for inspection during regular business hours at the Office of the Clerk of the Bankruptcy Court, 3<sup>rd</sup> Floor, 824 Market Street, Wilmington, DE 19801. In

addition, copies of such documents may also be viewed on the Internet at the Court's website (<http://www.deb.uscourts.gov/>) by following the directions for accessing the ECF system on such site. Should you have any questions concerning the completion or filing of your proof of claim, you should consult your own attorney for assistance.

PLEASE TAKE FURTHER NOTICE that questions concerning the content of this notice and requests for proofs of claim should be directed to:

Touch America Claims Agent  
Bankruptcy Management Corporation  
1330 East Franklin Avenue  
El Segundo, CA 90245  
1-888-909-0100

Dated: Wilmington, Delaware  
October 16, 2003

YOUNG CONAWAY STARGATT & TAYLOR, LLP

/s/ Maureen D. Luke  
Robert S. Brady (No. 2847)  
Maureen D. Luke (No. 3062)  
Edward J. Kosmowski (No. 3849)  
Matthew B. McGuire (No. 4366)  
The Brandywine Building, 17th Floor  
1000 West Street  
P.O. Box 391  
Wilmington, DE 19899-0391  
Telephone: (302) 571-6600

Attorneys for Debtors and Debtors in Possession

<b>UNITED STATES BANKRUPTCY COURT</b> <b>For the District of Delaware</b>	<b>PROOF OF CLAIM</b>
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In re:	Case Number:
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NOTE: This claim 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.

03906260000011 Florida Public Svc Comm 2540 Shumard Oak Blvd Tallahassee, FL 32399-7019	<input type="checkbox"/> 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 <input type="checkbox"/> Check box if you have never received any notices from the bankruptcy court in this case <input type="checkbox"/> Check box if the address differs from the address on the envelope sent to you by the court
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**THIS SPACE IS FOR COURT USE ONLY**

ACCOUNT OR OTHER NUMBER BY WHICH CREDITOR IDENTIFIES DEBTOR:	<input type="checkbox"/> replaces <input type="checkbox"/> amends
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Check here if this claim a previously filed claim dated: \_\_\_\_\_

1. BASIS FOR CLAIM <input type="checkbox"/> Goods sold <input type="checkbox"/> Personal injury/wrongful death <input type="checkbox"/> Retiree benefits as defined in 11 U.S.C. § 1114(a) <input type="checkbox"/> Services performed <input type="checkbox"/> Taxes <input type="checkbox"/> Wages, salaries, and compensation (Fill out below) <input type="checkbox"/> Money loaned <input type="checkbox"/> Other (Describe Briefly)	2. Date Debt Incurred: (MMDDYY) <table style="width:100%; text-align: center;"> <tr> <td style="border: 1px solid black; width: 30px; height: 30px;"></td> <td style="border: 1px solid black; width: 30px; height: 30px;"></td> <td style="border: 1px solid black; width: 30px; height: 30px;"></td> <td style="border: 1px solid black; width: 30px; height: 30px;"></td> <td style="border: 1px solid black; width: 30px; height: 30px;"></td> <td style="border: 1px solid black; width: 30px; height: 30px;"></td> </tr> </table> 3. If Court Judgment, Date Obtained: <table style="width:100%; text-align: center;"> <tr> <td style="border: 1px solid black; width: 30px; height: 30px;"></td> <td style="border: 1px solid black; width: 30px; height: 30px;"></td> <td style="border: 1px solid black; width: 30px; height: 30px;"></td> <td style="border: 1px solid black; width: 30px; height: 30px;"></td> <td style="border: 1px solid black; width: 30px; height: 30px;"></td> <td style="border: 1px solid black; width: 30px; height: 30px;"></td> </tr> </table>												

Your social security No. \_\_\_\_\_  
Unpaid compensation for services performed  
from \_\_\_\_\_ (date) to \_\_\_\_\_ (date)

4. CLASSIFICATION OF CLAIM. Under the Bankruptcy Code all claims are classified as one or more of the following: (1) Unsecured nonpriority, (2) Unsecured Priority, (3) Secured. It is possible for part of a claim to be in one category and part in another. CHECK THE APPROPRIATE BOX OR BOXES that best describe your claim and STATE THE AMOUNT OF THE CLAIM AT TIME CASE FILED.

<input type="checkbox"/> SECURED CLAIM Attach evidence of perfection of security interest Brief Description of Collateral: <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Other (Describe briefly)	<input type="checkbox"/> UNSECURED PRIORITY CLAIM - Specify the priority of the claim. <input type="checkbox"/> Wages, salaries, or commissions (up to \$4,650), earned not more than 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) <input type="checkbox"/> Contributions to an employee benefit plan - 11 U.S.C. § 507(a)(4) <input type="checkbox"/> 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) <input type="checkbox"/> Taxes or penalties of governmental units - 11 U.S.C. § 507(a)(7) <input type="checkbox"/> Other - Specify applicable paragraph of 11 U.S.C. § 507(a) _____
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Amount of arrearage and other charges at time case filed included in secured claim above, if any \$ \_\_\_\_\_

UNSECURED NONPRIORITY CLAIM  
A claim is unsecured if there is no collateral or lien on property of the debtor securing the claim or to the extent that the value of such property is less than the amount of the claim.

5. AMOUNT OF CLAIM AT THE TIME CASE FILED:

(Secured)	(Unsecured Nonpriority)	(Unsecured Priority)

Check this box if claim includes charges in addition to the principal amount of the claim. Attach itemized statement of all additional charges.

6. CREDITS AND SETOFFS: The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim. In filing this claim, claimant has deducted all amounts that claimant owes to debtor.

7. SUPPORTING DOCUMENTS: Attach copies of supporting documents, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments, or evidence of security interests. If the documents are not available, explain. If the documents are voluminous, attach a summary.

8. TIME-STAMPED COPY: To receive an acknowledgement 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)
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**THIS SPACE IS FOR COURT USE ONLY**

*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

**U.S. BANKRUPTCY COURT-DISTRICT OF DELAWARE  
INSTRUCTIONS FOR COMPLETING 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.*

**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 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 Claims Agent, Bankruptcy Management Corporation, or 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 be 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 Nonpriority 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*.

**Court, Name of Debtor, and Case Number:**

If not already pre-printed, 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

In re: space provided and the name of 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:**

If not already pre-printed complete this 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 amends 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 data the debt was first owed by the debtor. Use the format MMDDYY (i.e. 100196 for October 1,1996).

**3. Court Judgments:**

If you have a court judgment for this debt, state the date the court entered the judgment.

**4. Classification of Claim:**

Check either Secured, Unsecured Nonpriority or Unsecured Priority as appropriate. (See DEFINITIONS above.)

**5. Amount of Claim:**

Insert the amount of claim at the time the Case filed in the appropriate box based on your selected Classification of Claim in item 4. 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.

**6, 7, 8. Please read - Important information.**

Upon completion of this claim form, you are certifying that the statements herein are true.

*Be sure to date the claim and place original signature of claimant or person making claim for creditor where indicated at the bottom of the claim form. Please type or print name of individual under the signature. Be sure all items are answered on the claim form. If not applicable, insert "Not Applicable".*

**RETURN CLAIM FORM (WITH ATTACHMENTS, IF ANY).**

**TOUCH AMERICA HOLDINGS, INC., ET AL.  
C/O BANKRUPTCY MANAGEMENT CORPORATION  
P.O. BOX 990  
EL SEGUNDO, CA 90245-0990**