



Respectfully submitted,

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**COUNSEL FOR DEBTORS-IN-  
POSSESSION**

**CERTIFICATE OF SERVICE**

I hereby certify that on the 5th day of December 2013, a true and correct copy of the foregoing was served via the Court's CM/ECF electronic notification system on all parties requesting same, and via US first class mail, post prepaid to the parties listed below, and on the attached service list.

UPH Holdings, Inc.  
Pac-West Telecomm, Inc.  
Tex-Link Communications, Inc.  
UniPoint Holdings, Inc.  
UniPoint Enhanced Services, Inc.  
UniPoint Services, Inc.  
nWire, LLC  
Peering Partners Communications, Inc.  
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*/s/ Patricia B. Tomasco*  
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Las Vegas, NV 89133-6430

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Phoenix AZ 85027

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San Antonio, TX 78248

Grande Communications Network  
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Dallas, TX 75312-1204

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IT IS HEREBY ADJUDGED and DECREED that the below described is SO ORDERED.

Dated: December 04, 2013.

TONY M. DAVIS  
UNITED STATES BANKRUPTCY JUDGE

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE WESTERN DISTRICT OF TEXAS  
AUSTIN DIVISION

IN RE:	§	
UPH HOLDINGS, INC.	§	CASE NO. 13-10570
PAC-WEST TELECOMM, INC.	§	CASE NO. 13-10571
TEX-LINK COMMUNICATIONS, INC.	§	CASE NO. 13-10572
UNIPOINT HOLDINGS, INC.	§	CASE NO. 13-10573
UNIPOINT ENHANCED SERVICES, INC.	§	CASE NO. 13-10574
	§	
UNIPOINT SERVICES, INC.	§	CASE NO. 13-10575
NWIRE, LLC	§	CASE NO. 13-10576
PEERING PARTNERS COMMUNICATIONS, LLC	§	CASE NO. 13-10577
	§	
DEBTORS.	§	CHAPTER 11
	§	
EIN: 45-1144038; 68-0383568; 74-2729541; 20-3399903; 74-3023729; 38-3659257; 37-1441383; 27-2200110; 27-4254637	§	
	§	
6500 RIVER PL. BLVD., BLDG. 2, # 200 AUSTIN, TEXAS 78730	§	JOINTLY ADMINISTERED UNDER CASE NO. 13-10570

**ORDER SETTING DEADLINE FOR REQUESTS FOR  
PAYMENT OF CERTAIN ADMINISTRATIVE EXPENSES, AND  
APPROVING FORM, MANNER, AND SUFFICIENCY OF NOTICE THEREOF**

On December 2, 2013, the Court conducted a hearing on the Motion Pursuant to 11 U.S.C. § 105 and Fed. R. Bankr. P. 3003(c)(3) Setting Deadline for Requests for Payment of Certain Administrative Expenses, and Approving Form, Manner, and Sufficiency of Notice Thereof (“Motion”) [Dckt. No. 624] filed by the above-captioned Debtors (“Debtors”). Respective counsel for the Debtors, the Official Committee of Unsecured Creditors (“Committee”), and TNCI Operating Company, LLC (“TNCI”) appeared at the hearing. After considering the Motion, the statements of counsel at the hearing, and the record in these bankruptcy cases, the Court concludes that the Motion should be granted to the extent set forth herein. Accordingly, it is therefore ORDERED, ADJUDGED, AND DECREED HEREBY ORDERED THAT:

1. The Motion is GRANTED as set forth herein.
2. Except as otherwise provided herein, all persons (as defined in § 101(14) of the Bankruptcy Code and entities (as defined in § 101(15) of the Bankruptcy Code), including, without limitation, individuals, partnerships, corporations, joint ventures, and trusts (each such persons and entities, an “Entity,” and collectively, the “Entities”) that assert any claim against the Debtors for “the actual, necessary costs and expenses of preserving the estate” pursuant to 11 U.S.C. § 503(b) arising after March 28, 2013, and prior to September 30, 2013 (“Administrative Expense”) shall file an Administrative Expense Request in writing so as to be actually received on or before **February 4, 2014, at 5:00 p.m. (CT)** (“Administrative Expense Bar Date”).



3. The holders of the following types of claims (“Excluded Administrative Expenses”) are not required to file Administrative Expense Requests on or before the Administrative Expense Bar Date:

- (i) Administrative Expenses of professional persons, as that term is used in sections 327, 328, 330, 331, 503(b)(2) and 1103 of the Bankruptcy Code, retained pursuant to a final order of the Court; and
- (ii) Administrative Expenses held by the United States Trustee for the Western District of Texas that arise under 28 U.S.C. § 1930(a)(6).
- (iii) Any Administrative Expenses that might be asserted by the Debtors’ secured creditor, Hercules Technology II, L.P.

4. Any holder of a claim for Administrative Expense against the Debtors that is required, but does not file an Administrative Expense Request on or before the Administrative Expense Bar Date shall (i) be forever barred, estopped, and enjoined from asserting any Administrative Expense against the Debtors or the Debtors’ estate, and the Debtors and the Debtors’ estates shall be deemed forever discharged from any and all indebtedness or liability with respect to such Administrative Expense and (ii) not be entitled to receive further notices regarding such Administrative Expenses.

5. The notice, substantially in the form of the Administrative Expense Bar Date Notice attached hereto as Exhibit 1, is approved and shall be deemed adequate and sufficient notice if served, by first-class mail, postage prepaid, no later than December 6, 2013, and mailed by first class mail to (i) the United States Trustee; (ii) counsel to the Creditors’ Committee; (iii) the creditor matrix (including, all known holders of claims or counterparties to the Debtors listed on the Schedules and all known potential Administrative Expense holders); and (iv) all parties

who have requested notice of the Debtors' cases (as of the date of entry of the Order granting this Motion).

6. An Administrative Expense shall be deemed timely filed only if it is actually received by counsel for the Debtors, on or before 5:00 p.m. (CT) on **February 4, 2014**, by hand delivery, overnight mail, air courier service, or first-class mail to:

**Patricia Baron Tomasco  
Jennifer F. Wertz  
Jackson Walker LLP  
100 Congress Avenue, Suite 1100  
Austin, Texas 78701**

7. Administrative Expense Requests sent by facsimile, telecopy, or electronic transmission will not be accepted.

8. Nothing in this Order shall, or shall be deemed to, prejudice the Debtors' or any other party's right to object to any Administrative Expense on any ground, or to dispute, or to assert offsets against or defenses to, any Administrative Expense as to amount, liability, classification, priority or otherwise, and to subsequently designate any claim or interest as disputed, contingent, or unliquidated.

# EXHIBIT 1

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE WESTERN DISTRICT OF TEXAS  
AUSTIN DIVISION

IN RE:	§	
UPH HOLDINGS, INC.	§	CASE NO. 13-10570
PAC-WEST TELECOMM, INC.	§	CASE NO. 13-10571
TEX-LINK COMMUNICATIONS, INC.	§	CASE NO. 13-10572
UNIPOINT HOLDINGS, INC.	§	CASE NO. 13-10573
UNIPOINT ENHANCED SERVICES, INC.	§	CASE NO. 13-10574
UNIPOINT SERVICES, INC.	§	CASE NO. 13-10575
NWIRE, LLC	§	CASE NO. 13-10576
PEERING PARTNERS COMMUNICATIONS, LLC	§	CASE NO. 13-10577
	§	
	§	
DEBTORS.	§	CHAPTER 11
	§	
EIN: 45-1144038; 68-0383568; 74- 2729541; 20-3399903; 74-3023729; 38- 3659257; 37-1441383; 27-2200110; 27- 4254637	§	
	§	
6500 RIVER PL. BLVD., BLDG. 2, # 200 AUSTIN, TEXAS 78730	§	JOINTLY ADMINISTERED UNDER  CASE NO. 13-10570

**NOTICE OF DEADLINES REQUIRING FILING OF ADMINISTRATIVE  
EXPENSE REQUESTS BEFORE FEBRUARY 4, 2014, AT 5:00 P.M. (CT)**

TO: ALL PERSONS AND ENTITIES ASSERTING ADMINISTRATIVE EXPENSES  
AGAINST THE FOLLOWING DEBTORS:

Case No.	Debtor Name
13-10570	UPH Holdings, Inc.
13-10571	Pac-West Telecomm, Inc.
13-10572	Tex-Link Communications, Inc.
13-10573	Unipoint Holdings, Inc.
13-10574	Unipoint Enhanced Services, Inc.
13-10575	Unipoint Services, Inc.
13-10576	NWire, LLC
13-10577	Peering Partners Communications, LLC

PLEASE TAKE NOTICE that on \_\_\_\_\_, 2013, the Bankruptcy Court for the Western District of Texas entered an order [Docket No. \_\_\_] in these Chapter 11 cases (the "Administrative Expense Bar Date Order"), establishing (i) **February 4, 2014, at 5:00 p.m. (Central Time)** ("Administrative Expense Bar Date") as the last date and time for each person or entity (including, without limitation, each person, individual, partnership, joint venture, corporation, estate, trust, and governmental unit) that asserts an administrative expense ("Administrative Expense") to file against the Debtors a request for payment of such Administrative Expense ("Administrative Expense Request").

The Administrative Expense Bar Date and Administrative Expense procedures set forth below apply to all Administrative Expenses against the Debtors that arose AFTER March 28, 2013 ("Petition Date"), the date on which the Debtor commenced its case under Chapter 11 of Title 11 of the United States Code ("Bankruptcy Code") and PRIOR to September 30, 2013. Certain Administrative Expenses, defined herein as "Excluded Administrative Expenses" are not subject to the Administrative Expense Bar Date. Accordingly, holders of Excluded Administrative Expenses are not required to file Administrative Expense Requests at this time.

**THE FACT THAT YOU HAVE RECEIVED THIS NOTICE DOES NOT NECESSARILY MEAN THAT YOU HAVE AN ADMINISTRATIVE EXPENSE OR THAT THE DEBTORS OR THE COURT BELIEVE THAT YOU HAVE AN ADMINISTRATIVE EXPENSE.**

Pursuant to the Bankruptcy Code, an Administrative Expense is an unsecured claim for "the actual, necessary costs and expenses of preserving the estate." 11 U.S.C. § 503(b). Only claims against the Debtors that arise or accrue AFTER March 28, 2013 and PRIOR to September 30, 2013 may potentially qualify as an Administrative Expense. If your claim arose PRIOR to the Petition Date, such claim is not an Administrative Expense, and therefore, you should not file an Administrative Expense Request in connection with the Administrative Expense Bar Date. If you have filed an Administrative Expense already in these cases, you do not need to file a second Administrative Expense for the same claim.

**A. Who Must File an Administrative Expense Request?**

You MUST file an Administrative Expense Request form to share in any distributions from the Debtors' bankruptcy estates with respect to that Administrative Expense, if your Administrative Expense arose or accrued from and after the Petition Date, and your Administrative Expense is not an Excluded Administrative Expense as discussed herein. Administrative Expenses based on acts or omissions of the Debtors that occurred after the Petition Date and prior to September 30, 2013 must be filed on or prior to the Administrative Expense Bar Date, even if such Administrative Expenses are not now fixed, liquidated, or certain, or did not mature or become fixed, liquidated, or certain, or did not mature, or become fixed, liquidated, or certain before the Administrative Expense Bar Date.

**B. Who Does Not Need to File an Administrative Request Form at this Time?**

If you hold either (i) an Administrative Expense of professional persons, as that term is used in sections 327, 3278, 330, 331, 503(b)(2) or 1103 of the Bankruptcy Code, retained

pursuant to a final order of the Bankruptcy Court or (ii) Administrative Expenses held by the United States Trustee for the Western District of Texas that arise under 28 U.S.C. § 1930(a)(6), together ("Excluded Administrative Expense").

**C. What to File**

All Administrative Expense Request forms must be signed by the creditor or by an authorized agent of the creditor. Administrative Expense Requests must be written in English and denominated in United States currency. You should attach to your completed Administrative Expense Request form copies of any documents on which the Administrative Expense is based (if voluminous, attach a summary) or an explanation as to why the documents are not available.

**D. When and Where to File**

All Administrative Expense Requests must be filed so as to be received on or before **February 4, at 5:00 p.m. (CT)**, by hand delivery, overnight mail, air courier service, or first-class mail to:

Counsel for the Debtors  
Patricia Baron Tomasco  
Jennifer F. Wertz  
Jackson Walker, L.L.P.  
100 Congress Avenue, Suite 1100  
Austin, Texas 78701

**ANY ADMINISTRATIVE EXPENSE REQUEST FILED BY FACSIMILE OR ELECTRONIC MAIL WILL NOT BE ACCEPTED AND WILL NOT BE DEEMED TIMELY FILED.**

THIS NOTICE IS BEING SENT TO MANY ENTITIES THAT HAVE HAD SOME RELATIONSHIP WITH OR HAVE DONE BUSINESS WITH THE DEBTORS BUT MAY NOT HAVE AN ADMINISTRATIVE EXPENSE CLAIM AGAINST ANY OF THE DEBTORS. THE FACT THAT YOU HAVE RECEIVED THIS NOTICE DOES NOT MEAN THAT YOU HAVE AN ADMINISTRATIVE EXPENSE CLAIM, OR THAT THE DEBTORS OR THE COURT BELIEVE THAT YOU HAVE ANY CLAIM AGAINST ANY OF THE DEBTORS.

**E. Consequences of Failure to File a Proof of Claim by the Bar Date**

ANY HOLDER OF AN ADMINISTRATIVE EXPENSE THAT IS REQUIRED, BUT DOES NOT FILE AN ADMINISTRATIVE EXPENSE REQUEST IN ACCORDANCE WITH THE ADMINISTRATIVE EXPENSE BAR DATE SHALL BE FOREVER BARRED, ESTOPPED, AND ENJOINED FROM ASSERTING ANY SUCH ADMINISTRATIVE EXPENSE AGAINST THE DEBTORS OR THE DEBTORS' ESTATES AND THE DEBTORS AND THEIR ESTATES SHALL BE DEEMED FOREVER DISCHARGED FROM ANY AND ALL INDEBTEDNESS OR LIABILITY

