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Proposed Counsel to the Debtors and Debtors in Possession

**UNITED STATES BANKRUPTCY COURT
 SOUTHERN DISTRICT OF NEW YORK**

)		
In re:))	Chapter 11
))	
WINDSTREAM HOLDINGS, INC., <i>et al.</i> , ¹))	Case No. 19-22312 (RDD)
))	
Debtors.))	(Joint Administration Requested)
))	

**DEBTORS’ MOTION OF FOR
 ENTRY OF AN ORDER (I) AUTHORIZING
 DEBTORS TO (A) PREPARE A LIST OF CREDITORS
 IN LIEU OF SUBMITTING A FORMATTED MAILING
 MATRIX AND (B) FILE A CONSOLIDATED LIST OF THE
 50 LARGEST UNSECURED CREDITORS, (II) AUTHORIZING DEBTORS
 TO REDACT CERTAIN PERSONAL IDENTIFICATION INFORMATION FOR
 INDIVIDUAL CREDITORS, AND (III) APPROVING THE FORM AND MANNER OF
 NOTIFYING CREDITORS OF COMMENCEMENT OF THESE CHAPTER 11 CASES**

Windstream Holdings, Inc. and its debtor affiliates as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “Debtors”) respectfully state the following in support of this motion (this “Motion”):

¹ The last four digits of Debtor Windstream Holdings, Inc.’s tax identification number are 7717. Due to the large number of debtor entities in these chapter 11 cases, for which the Debtors have requested joint administration, a complete list of the debtor entities and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors’ proposed claims and noticing agent at <http://www.kccllc.net/windstream>. The location of the Debtors’ service address for purposes of these chapter 11 cases is: 4001 North Rodney Parham Road, Little Rock, Arkansas 72212.



Relief Requested

1. The Debtors seek entry of an order, substantially in the form attached hereto as **Exhibit A** (the "**Order**"): (a) authorizing them to: (i) prepare a consolidated list of creditors in lieu of submitting separate mailing matrices for each debtor (the "**Creditor Matrix**"), (ii) file a consolidated list of the Debtors' 50 largest unsecured creditors, and (iii) mail initial notices through their Proposed Claims and Noticing Agent (as defined herein); (b) authorizing them to redact certain personal identification information for individual creditors; and (c) approving the form and manner of notifying creditors of commencement of these chapter 11 cases.

Jurisdiction and Venue

2. The United States Bankruptcy Court for the Southern District of New York (the "**Bankruptcy Court**") has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference from the United States District Court for the Southern District of New York*, dated February 1, 2012. The Debtors confirm their consent, pursuant to rule 7008 of the Federal Rules of Bankruptcy Procedure (the "**Bankruptcy Rules**"), to the entry of a final order by the Bankruptcy Court in connection with this Motion to the extent that it is later determined that the Bankruptcy Court, absent consent of the parties, cannot enter final orders or judgments in connection herewith consistent with Article III of the United States Constitution.

3. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

4. The bases for the relief requested herein are sections 105(a), 342(a), and 521 of title 11 of the United States Code (the "**Bankruptcy Code**"), Bankruptcy Rules 1007(a)(1) and (d) and 2002(a) and (f), and Rules 1007-1 and 5075-1 of the Local Bankruptcy Rules for the Southern District of New York (the "**Local Rules**").

Background

5. The Debtors are a leading provider of advanced network communications and technology solutions for businesses across the United States. The Debtors also offer broadband, entertainment and security solutions to consumers and small businesses primarily in rural areas in 18 states. Additionally, the Debtors supply core transport solutions on a local and long-haul fiber network spanning approximately 150,000 miles. As of the date hereof, the Debtors had approximately 11,600 employees.

6. As set forth in greater detail in the *Declaration of Tony Thomas, Chief Executive Officer and President of Windstream Holdings, Inc., (I) in Support of Debtors' Chapter 11 Petitions and First Day Motions and (II) Pursuant to Local Bankruptcy Rule 1007-2* (the "First Day Declaration"), on February 15, 2019, the United States District Court for the Southern District of New York entered a *Memorandum Decision and Order* against Debtor Windstream Services, LLC after trial in the matter styled *U.S. Bank National Association v. Windstream Services, Inc. v. Aurelius Capital Master, Ltd.*, Case No. 17-cv-7857 (JMF), that recognized an event of default under the Debtors' prepetition unsecured bond indentures, which in turn resulted in a cross-default under the Debtors' secured credit facilities and certain other material agreements. As of the date hereof, the Debtors are obligated for approximately \$5.6 billion in funded debt obligations. To avoid any precipitous action against the Debtors' assets that would have harmed the Debtors' businesses, the Debtors commenced these chapter 11 cases to obtain the protection of the automatic stay and preserve value for stakeholders enterprise wide.

7. On February 25, 2019 (the "Petition Date"), each of the Debtors filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code. The Debtors continue to operate their business and manage their property as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. As of the date hereof, the Office of the United States Trustee for the

Southern District of New York (the “U.S. Trustee”) has not appointed an official committee of unsecured creditors in these chapter 11 cases. Additional information regarding the Debtors’ business, their capital structure, and the circumstances leading to these chapter 11 filings is contained in the First Day Declaration.

Basis for Relief

8. Section 521(a) of the Bankruptcy Code, Bankruptcy Rule 1007(a)(1), and Local Rule 1007-1(a) require a debtor in a voluntary chapter 11 case to file a list containing the name and complete address of each creditor. In addition, Bankruptcy Rule 1007(d) requires a debtor to file a list containing the name, address, and claim of the creditors holding the 20 largest unsecured claims against the debtor. Bankruptcy Rule 2002(a)(1) also provides that the clerk (or other person directed by the court) must give the debtor, the U.S. Trustee, all creditors, and any indenture trustee at least 21-days’ notice by mail of the meeting of creditors under Section 341 of the Bankruptcy Code. Bankruptcy Rule 2002(f)(1) also provides that notice of “the order for relief” shall be sent by mail to all creditors.

9. The Debtors submit that permitting them to maintain a single consolidated list of creditors in lieu of filing a separate creditor matrix for each debtor entity is warranted under the circumstances of these chapter 11 cases. Specifically, maintaining a single consolidated list of creditors will benefit the Debtors and their estates by allowing the Debtors to more efficiently provide required notices to parties-in-interest and reduce the potential for duplicate mailings. Indeed, many of the Debtors’ creditors overlap and thus, to the extent that the Debtors are required to maintain separate mailing matrices, a substantial number of parties likely would receive multiple copies of the same notice.

10. More specifically, there are 205 entities that are debtors in these chapter 11 cases. The Debtors estimate that there are hundreds of thousands of potential creditors and parties-in-

interest (on a consolidated basis) in these chapter 11 cases. As such, requiring the Debtors to comply with the matrix requirements would be an exceptionally burdensome task and would greatly increase the risk of error of information already on computer systems maintained by the Debtors or their agents.

11. Accordingly, the Debtors, working with the Proposed Claims and Noticing Agent (as defined below), have prepared a single, consolidated list of the Debtors' creditors in electronic format. To ensure that no parties-in-interest are prejudiced, the Debtors will make their consolidated list of creditors available in readable electronic format to any party in interest who so requests (or in non-electronic format at such requesting party's sole cost and expense). The Debtors therefore submit that the preparation and maintenance of a single consolidated creditor list is warranted under the facts and circumstances present in these chapter 11 cases.

12. Concurrently with the filing of this Motion, and in accordance with Local Rule 5075-1, the Debtors are seeking to retain Kurtzman Carson Consultants LLC as their notice and claims agent in these chapter 11 cases (the "Proposed Claims and Noticing Agent").² If this application is granted, the Proposed Claims and Noticing Agent will, among other things, assist with the consolidation of the Debtors' computer records into a creditor database and complete the mailing of notices to the parties in such database.

13. Specifically, the Debtors propose that the Proposed Claims and Noticing Agent undertake all mailings directed by the Bankruptcy Court or the U.S. Trustee, or that are required by section 342(a) of the Bankruptcy Code and Bankruptcy Rules 2002(a) and (f), including the

² The request to retain the Proposed Claims and Noticing Agent is made pursuant to Section 156(c) of title 28 of the United States Code, which empowers the Bankruptcy Court to use outside facilities or services pertaining to the provisions of notice of the administrative information to parties-in-interest so long as the costs of the services are paid for out of assets of the estate. *See* 28 U.S.C. § 156(c); *see also Debtors' Application for Entry of an Order Appointing Kurtzman Carson Consultants LLC as the Claims and Noticing Agent*, filed contemporaneously herewith.

notice of commencement of these chapter 11 cases, substantially in the form annexed as **Exhibit 1** to **Exhibit A** attached hereto (the “Notice of Commencement”). The Debtors believe that using the Proposed Claims and Noticing Agent to promptly provide notices to all applicable parties will maximize efficiency in administering these chapter 11 cases and will ease administrative burdens that would otherwise fall upon the Bankruptcy Court and the U.S. Trustee. Additionally, the Proposed Claims and Noticing Agent will assist the Debtors in preparing creditor lists and mailing initial notices. Accordingly, the Debtors believe maintaining electronic-format lists of creditors rather than preparing and filing separate creditor matrices for each debtor will not only maximize efficiency and accuracy, but also reduce costs.

I. Cause Exists To Authorize the Debtors To Prepare a List of Creditors in Lieu of Submitting a Formatted Mailing Matrix.

14. As stated above, unless a debtor’s schedules of assets and liabilities are filed simultaneously with a chapter 11 petition, the Notice Rules require a debtor to file a list containing the name and address of each creditor. In addition, and as discussed below, Bankruptcy Rule 1007(d) requires a debtor to file a list containing the name, address, and claim of the creditors holding the 20 largest unsecured claims against the debtor. Further, Bankruptcy Rule 2002(a)(1) provides, in relevant part, that “the clerk, or some other person as the court may direct, shall give the debtor, the trustee, all creditors and indenture trustees at least 21-days’ notice by mail of . . . the meeting of creditors under § 341 or § 1104(b) of the [Bankruptcy] Code. . . .” *See* Fed. R. Bankr. P. 2002(a)(1). Bankruptcy Rule 2002(f)(1) also provides that notice of “the order for relief” shall be sent by mail to all creditors. Local Rule 1007-1 directs a debtor to comply with any standing orders issued by the Bankruptcy Court regarding the filing of creditor lists. Pursuant to Local Rule 5075-1, a debtor filing a petition with more than 250 creditors, as is the case here, is

required to retain an approved claims and noticing agent pursuant to an order of the Bankruptcy Court.

15. Permitting the Debtors to maintain a consolidated list of their creditors in electronic format only, in lieu of filing a creditor matrix, is warranted under the circumstances of these cases. Indeed, because the Debtors have hundreds of thousands of potential creditors and other parties-in-interest, converting the Debtors' computerized information to a format compatible with the matrix requirements would be a burdensome task and would greatly increase the risk of error with respect to information on computer systems maintained by the Debtors or their agents. As such, the Debtors submit that the proposed maintenance of an electronic list of creditors under the auspices of the Proposed Claims and Noticing Agent is consistent with applicable Local Rules.

16. The Debtors, working together with the Proposed Claims and Noticing Agent, already have prepared a single, consolidated list of the Debtors' creditors in electronic format. The Debtors are prepared to make that list available in electronic form to any party in interest who so requests (or in non-electronic form at such requesting party's sole cost and expense) in lieu of submitting a mailing matrix to the Bankruptcy Court's clerk's office (the "Clerk of the Bankruptcy Court").

17. Courts in this jurisdiction have approved relief similar to the relief requested in this Motion with respect to preparation of a consolidated, electronic list of a debtor's creditors. *See, e.g., In re Aegean Marine Petrol. Network Inc.*, Case No. 18-13374 (MEW) (Bankr. S.D.N.Y. Dec. 8, 2018) (authorizing the debtors to prepare a list of creditors in lieu of submitting a formatted mailing matrix); *In re Nine West Holdings, Inc.*, Case No. 18-10947 (SCC) (Bankr. S.D.N.Y. Apr. 9, 2018) (same); *In re Cenveo Inc.*, Case No. 18-22178 (RDD) (Bankr. S.D.N.Y. Feb. 6, 2018) (same); *In re BCBG Max Azria Glob. Holdings, LLC*, Case No. 17-10466 (SCC) (Bankr.

S.D.N.Y. Mar. 3, 2017) (same); *In re Avaya Inc.*, Case No. 17-10089 (SMB) (Bankr. S.D.N.Y. Feb. 10, 2017) (same).³

II. Cause Exists To Authorize the Debtors to File a Single Consolidated List of the Debtors' 50 Largest Unsecured Creditors.

18. Bankruptcy Rule 1007(d) provides that a debtor shall file “a list containing the name, address, and claim of the creditors that hold the 20 largest unsecured claims, excluding insiders. . . .” *See* Fed. R. Bankr. P. 1007(d). Because certain of Debtors share many creditors and the Debtors operate as a single business enterprise, the Debtors request authority to file a single, consolidated list of their 50 largest general unsecured creditors.

19. Compiling separate top 20 creditor lists for each individual debtor would consume a substantial amount of the Debtors' time and resources. Further, the Debtors believe a single, consolidated list of their 50 largest unsecured, non-insider creditors will aid the U.S. Trustee in its efforts to communicate with these creditors. As such, the Debtors believe that filing a single consolidated list of the 50 largest unsecured creditors in these chapter 11 cases is appropriate.

20. Courts in this jurisdiction have approved relief similar to the relief requested in this motion with respect to filing a single consolidated list of the largest unsecured creditors of a debtor and its debtor affiliates. *See, e.g., In re Aegean Marine Petrol. Network Inc.*, Case No. 18-13374 (MEW) (Bankr. S.D.N.Y. Dec. 8, 2018) (authorizing the debtors to file a single consolidated list of the 50 largest unsecured creditors of the debtors); *In re Nine West Holdings, Inc.*, Case No. 18-10947 (SCC) (Bankr. S.D.N.Y. Apr. 9, 2018) (same); *In re Cenveo Inc.*, Case No. 18-22178 (RDD) (Bankr. S.D.N.Y. Feb. 6, 2018) (same); *In re BCBG Max Azria Glob. Holdings, LLC*, Case

³ Because of the voluminous nature of the orders cited herein, such orders have not been attached to this Motion. Copies of these orders are available upon request of the Debtors' proposed counsel.

No. 17-10466 (SCC) (Bankr. S.D.N.Y. Mar. 3, 2017) (same); *In re Avaya Inc.*, Case No. 17-10089 (SMB) (Bankr. S.D.N.Y. Feb. 10, 2017) (same).

III. Redaction of Certain Confidential Information.

21. Section 107(c)(1)(A) of the Bankruptcy Code provides that the court “for cause, may protect an individual, with respect to the following types of information to the extent the court finds that disclosure of such information would create undue risk of identity theft . . . [a]ny means of identification . . . contained in a paper filed, or to be filed in a case under” the Bankruptcy Code. *See* 11 U.S.C. § 107(c)(1)(A). The Debtors respectfully submit that cause exists to authorize the Debtors to redact address information of individual creditors—many of whom are the Debtors’ employees—and interest holders from the Creditor Matrix because such information could be used to perpetrate identity theft. The Debtors propose to provide, under seal, an un-redacted version of the Creditor Matrix to the Bankruptcy Court, the U.S. Trustee, and any official committee of unsecured creditors appointed in these chapter 11 cases.

22. Courts in this jurisdiction and others have granted the relief requested herein in comparable chapter 11 cases. *See, e.g., In re Aegean Marine Petrol. Network Inc.*, Case No. 18-13374 (MEW) (Bankr. S.D.N.Y. Dec. 8, 2018) (allowing the debtors to redact from the Creditor Matrix address information of individual creditors); *In re Nine West Holdings, Inc.*, Case No. 18-10947 (SCC) (Bankr. S.D.N.Y. Apr. 9, 2018) (same); *In re Cenveo Inc.*, Case No. 18-22178 (RDD) (Bankr. S.D.N.Y. Feb. 6, 2018) (same).

IV. Authority to Mail Initial Notices to Creditors.

23. As stated above, the Debtors request that the Proposed Claims and Noticing Agent undertake all mailings directed by the Bankruptcy Court, the U.S. Trustee, or as required by the Bankruptcy Code, including the Notice of Commencement of these chapter 11 cases. The Proposed Claims and Noticing Agent’s assistance with the mailing and preparation of creditor lists

and notices will ease administrative burdens that would otherwise fall upon the Bankruptcy Court and the U.S. Trustee. With such assistance, the Debtors can file a computer-readable consolidated list of creditors and also undertake all necessary mailings.

Motion Practice

24. This Motion includes citations to the applicable rules and statutory authorities upon which the relief requested herein is predicated and a discussion of its application to this Motion. Accordingly, the Debtors submit that this Motion satisfies Local Rule 9013-1(a).

Notice

25. The Debtors will provide notice of this Motion to the following parties and/or their respective counsel, as applicable: (a) the Office of the U.S. Trustee; (b) the holders of the 50 largest unsecured claims against the Debtors (on a consolidated basis); (c) the agent under the proposed postpetition debtor in possession financing facility; (d) the administrative agents and indenture trustees under the Debtors' prepetition credit agreement and note indentures; (e) Milbank LLP, counsel to an *ad hoc* group of second lien noteholders; (f) Paul, Weiss, Rifkind, Wharton & Garrison LLP, counsel to an *ad hoc* group of first lien term lenders; (g) Shearman & Sterling LLP, counsel to the Midwest noteholders; (h) the Pension Benefit Guaranty Corporation; (i) the United States Attorney's Office for the Southern District of New York; (j) the Internal Revenue Service; (k) the United States Securities and Exchange Commission; (l) the attorneys general in the states where the Debtors conduct their business operations; (m) the Federal Communications Commission; and (n) any party that has requested notice pursuant to Bankruptcy Rule 2002. The Debtors submit that, in light of the nature of the relief requested, no other or further notice need be given.

No Prior Request

26. No prior request for the relief sought in this Motion has been made to this or any other court.

[Remainder of page intentionally left blank.]

WHEREFORE, the Debtors respectfully request that the Bankruptcy Court enter the Order granting the relief requested herein and such other relief as the Bankruptcy Court deems appropriate under the circumstances.

Dated: February 25, 2019
New York, New York

/s/ Stephen E. Hessler

Stephen E. Hessler, P.C.

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Proposed Counsel to the Debtors and Debtors in Possession

Exhibit A

Proposed Order

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:)	Chapter 11
WINDSTREAM HOLDINGS, INC., <i>et al.</i> , ¹)	Case No. 19-22312 (RDD)
Debtors.)	(Joint Administration Requested)
)	

ORDER (I) AUTHORIZING THE DEBTORS TO (A) PREPARE A LIST OF CREDITORS IN LIEU OF SUBMITTING A FORMATTED MAILING MATRIX AND (B) FILE A CONSOLIDATED LIST OF THE 50 LARGEST UNSECURED CREDITORS, (II) AUTHORIZING DEBTORS TO REDACT CERTAIN PERSONAL IDENTIFICATION INFORMATION FOR INDIVIDUAL CREDITORS, AND (III) APPROVING THE FORM AND MANNER OF NOTIFYING CREDITORS OF COMMENCEMENT OF THESE CHAPTER 11 CASES

Upon the motion (the “Motion”)² of the above-captioned debtors and debtors in possession (collectively, the “Debtors”) for the entry of an order (this “Order”): (a) authorizing the Debtors to: (i) prepare a consolidated list of creditors in lieu of submitting any required mailing matrix, (ii) file a consolidated list of the Debtors’ 50 largest unsecured creditors, and (iii) mail initial notices through their Proposed Claims and Noticing Agent; (b) authorizing the Debtors to redact certain personal identification information for individual creditors; and (c) approving the form and manner of notifying creditors of commencement of the Debtors’ chapter 11 cases; all as more fully set forth in the Motion; and upon the First Day Declaration; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference*

¹ The last four digits of Debtor Windstream Holdings, Inc.’s tax identification number are 7717. Due to the large number of debtor entities in these chapter 11 cases, for which the Debtors have requested joint administration, a complete list of the debtor entities and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors’ proposed claims and noticing agent at <http://www.kccllc.net/windstream>. The location of the Debtors’ service address for purposes of these chapter 11 cases is: 4001 North Rodney Parham Road, Little Rock, Arkansas 72212.

² Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Motion.

from the United States District Court for the Southern District of New York, dated February 1, 2012; and that this Court may enter a final order consistent with Article III of the United States Constitution; and this Court having found that venue of this proceeding and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b); and this Court having found that the Debtors' notice of the Motion and opportunity for a hearing on the Motion were appropriate under the circumstances and no other notice need be provided; and this Court having reviewed the Motion and having heard the statements in support of the relief requested therein at a hearing, if any, before this Court (the "Hearing"); and this Court having determined that the legal and factual bases set forth in the Motion and at the Hearing establish just cause for the relief granted herein; and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefor, it is HEREBY ORDERED THAT:

1. The Motion is granted as set forth herein.
2. The Debtors are authorized to file a consolidated list of the 50 largest unsecured creditors in these chapter 11 cases in lieu of each Debtor filing a list of its 20 largest unsecured creditors.
3. In lieu of submitting a formatted mailing matrix, the Debtors shall make available a single, consolidated list of all of the Debtors' creditors in electronic form to any entity who so requests and in non-electronic form at such requesting entity's sole cost and expense.
4. The Debtors are authorized to redact address information of individual creditors listed on the Creditor Matrix; *provided* that the Debtors shall provide an unredacted version of the Creditor Matrix to the Bankruptcy Court, the U.S. Trustee, and any official committee of unsecured creditors appointed in these chapter 11 cases.

5. The Notice of Commencement of these chapter 11 cases, substantially in the form attached to this Order as **Exhibit 1**, is hereby approved.

6. The Debtors, with the assistance of the Proposed Claims and Noticing Agent (upon the Bankruptcy Court's approval of the Debtors' retention of the Proposed Claims and Noticing Agent), is authorized, but not directed, to undertake all mailings directed by the Bankruptcy Court, the U.S. Trustee, or as required by the Bankruptcy Code, including the Notice of Commencement of these chapter 11 cases, and any other correspondence that the Debtors may wish to send to creditors.

7. All time periods set forth in this Order shall be calculated in accordance with Bankruptcy Rule 9006(a).

8. The Debtors are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Motion.

9. This Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation of this Order.

White Plains, New York
Dated: _____, 2019

THE HONORABLE ROBERT D. DRAIN
UNITED STATES BANKRUPTCY JUDGE

Exhibit 1

Notice of Commencement

Information to identify the case:	
Debtor: <u>Windstream Holdings, Inc.</u> Name	EIN: 46-2847717
United States Bankruptcy Court for the Southern District of New York	
Case Number: <u>19-22312 (RDD)</u>	Date case filed for Chapter 11: <u>02/25/2019</u>

Official Form 309F (For Corporations or Partnerships)

Notice of Chapter 11 Bankruptcy Case

12/17

For the debtor listed above, a case has been filed under chapter 11 of the Bankruptcy Code. An order for relief has been entered.

This notice has important information about the case for creditors, debtors, and trustees, including information about the meeting of creditors and deadlines. Read both pages carefully.

The filing of the case imposed an automatic stay against most collection activities. This means that creditors generally may not take action to collect debts from the debtor or the debtor's property. For example, while the stay is in effect, creditors cannot sue, assert a deficiency, repossess property, or otherwise try to collect from the debtor. Creditors cannot demand repayment from the debtor by mail, phone, or otherwise. Creditors who violate the stay can be required to pay actual and punitive damages and attorney's fees.

Confirmation of a chapter 11 plan may result in a discharge of debt. A creditor who wants to have a particular debt excepted from discharge may be required to file a complaint in the bankruptcy clerk's office within the deadline specified in this notice. (See line 11 below for more information.)

To protect your rights, consult an attorney. All documents filed in the case may be inspected at the bankruptcy clerk's office at the address listed below or through PACER (Public Access to Court Electronic Records at www.pacer.gov).

The staff of the bankruptcy clerk's office cannot give legal advice.

Do not file this notice with any proof of claim or other filing in the case.

1. Debtors' full name: See chart below.

List of Jointly Administered Cases

NO.	DEBTOR	ADDRESS	CASE NO.	EIN #
1.	Windstream Holdings, Inc.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22312	46-2847717
2.	Windstream Business Holdings, LLC	6 International Drive Rye Brook, NY 10573	19-22310	46-4238089
3.	Allworx Corp.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22345	26-0259247
4.	American Telephone Company, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22349	20-5108783

NO.	DEBTOR	ADDRESS	CASE NO.	EIN #
5.	ARC Networks, Inc.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22362	11-3464934
6.	A.R.C. Networks, Inc.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22338	11-3240814
7.	ATX Communications, Inc.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22368	13-4078506
8.	ATX Licensing, Inc.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22371	23-3039838
9.	ATX Telecommunications Services of Virginia, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22377	31-1773888
10.	Birmingham Data Link, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22382	26-3497422
11.	BOB, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22387	02-0754753
12.	Boston Retail Partners LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22392	27-0447904
13.	BridgeCom Holdings, Inc.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22403	13-4162965
14.	BridgeCom International, Inc.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22408	13-4123985
15.	BridgeCom Solutions Group, Inc.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22428	13-4123989
16.	Broadview Networks, Inc.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22456	16-1401082
17.	Broadview Networks of Massachusetts, Inc.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22440	11-3448054
18.	Broadview Networks of Virginia, Inc.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22454	06-1596404
19.	Broadview NP Acquisition Corp.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22461	51-0402734
20.	Buffalo Valley Management Services, Inc.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22463	84-1619403
21.	Business Telecom of Virginia, Inc.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22466	56-2131188
22.	Business Telecom, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22469	56-1426866
23.	BV-BC Acquisition Corporation	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22471	20-5377846
24.	Cavalier IP TV, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22474	20-2386185

NO.	DEBTOR	ADDRESS	CASE NO.	EIN #
25.	Cavalier Services, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22313	20-2047841
26.	Cavalier Telephone Mid-Atlantic, L.L.C.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22315	54-2028580
27.	Cavalier Telephone, L.L.C.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22317	54-1914822
28.	CCL Historical, Inc.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22319	23-3032245
29.	Choice One Communications of Connecticut Inc.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22322	15-1564111
30.	Choice One Communications of Maine Inc.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22324	16-1564112
31.	Choice One Communications of Massachusetts Inc.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22326	16-1554916
32.	Choice One Communications of New York Inc.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22329	15-1564111
33.	Choice One Communications of Ohio Inc.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22331	16-1564113
34.	Choice One Communications of Pennsylvania Inc.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22332	16-1554919
35.	Choice One Communications of Rhode Island Inc.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22335	16-1563050
36.	Choice One Communications Resale L.L.C.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22341	80-0364519
37.	Choice One Communications of Vermont Inc.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22339	16-1564114
38.	Choice One of New Hampshire, Inc.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22344	16-1564110
39.	Cinergy Communications Company of Virginia, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22353	20-8076097
40.	Conestoga Enterprises, Inc.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22356	23-2565087
41.	Conestoga Management Services, Inc.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22358	84-1619408
42.	Conestoga Wireless Company	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22360	23-2926187
43.	Connecticut Broadband, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22363	06-1459693
44.	Connecticut Telephone & Communication Systems, Inc.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22365	06-1122868

NO.	DEBTOR	ADDRESS	CASE NO.	EIN #
45.	Conversent Communications Long Distance, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22366	84-1530125
46.	Conversent Communications of Connecticut, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22369	84-1473088
47.	Conversent Communications of Maine, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22372	84-1473089
48.	Conversent Communications of Massachusetts, Inc.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22375	20-2643836
49.	Conversent Communications of New Hampshire, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22378	84-1485259
50.	Conversent Communications of New Jersey, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22380	84-1522507
51.	Conversent Communications of New York, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22384	84-1473087
52.	Conversent Communications of Pennsylvania, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22386	84-1473090
53.	Conversent Communications of Rhode Island, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22388	84-1485260
54.	Conversent Communications of Vermont, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22391	84-1473085
55.	Conversent Communications Resale L.L.C.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22394	80-0364505
56.	CoreComm-ATX, Inc.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22401	23-3060529
57.	CoreComm Communications, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22399	13-4072077
58.	CTC Communications Corporation	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22405	04-2731202
59.	CTC Communications of Virginia, Inc.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22407	54-1905656
60.	D&E Communications, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22411	27-0147149
61.	D&E Management Services, Inc.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22414	88-0509645
62.	D&E Networks, Inc.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22417	25-1780894
63.	D&E Wireless, Inc.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22419	23-2896654
64.	Deltacom, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22423	63-0832070

NO.	DEBTOR	ADDRESS	CASE NO.	EIN #
65.	Earthlink Business, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22427	94-3331274
66.	Earthlink Carrier, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22430	58-1970339
67.	Equity Leasing, Inc.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22432	20-0810636
68.	Eureka Broadband Corporation	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22435	06-1506004
69.	Eureka Holdings, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22437	20-3341318
70.	Eureka Networks, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22438	20-3341244
71.	Eureka Telecom, Inc.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22445	13-3793720
72.	Eureka Telecom of VA, Inc.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22442	52-2325508
73.	Georgia Windstream, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22447	38-2027315
74.	Heart of the Lakes Cable Systems, Inc.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22451	41-1577709
75.	Infocore, Inc.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22314	23-2894188
76.	Info-Highway International, Inc.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22321	76-0438543
77.	InfoHighway Communications Corporation	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22318	76-0530551
78.	InfoHighway of Virginia, Inc.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22325	26-0291600
79.	Intellifiber Networks, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22328	54-1861675
80.	Iowa Telecom Data Services, L.C.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22330	74-3083835
81.	Iowa Telecom Technologies, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22333	47-0937013
82.	IWA Services, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22336	20-8346096
83.	KDL Holdings, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22337	48-1251032
84.	LDMI Telecommunications, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22342	38-2940840

NO.	DEBTOR	ADDRESS	CASE NO.	EIN #
85.	Lightship Telecom, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22346	06-1519100
86.	MASSCOMM, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22347	83-2381119
87.	McLeodUSA Information Services LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22350	76-0529757
88.	McLeodUSA Purchasing, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22352	42-1501014
89.	McLeodUSA Telecommunications Services, L.L.C.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22355	42-1407242
90.	MPX, Inc.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22357	16-1468411
91.	Nashville Data Link, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22361	04-3639722
92.	Network Telephone, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22364	59-3477521
93.	Norlight Telecommunications of Virginia, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22367	26-3497118
94.	Oklahoma Windstream, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22370	73-0630965
95.	Open Support Systems, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22373	11-3409972
96.	PaeTec Communications of Virginia, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22376	16-6486048
97.	PaeTec Communications, LLC	2700 Westchester Avenue, Suite 421, Purchase, New York 10577	19-22311	16-1551095
98.	PAETEC Holding, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22381	20-5339741
99.	PAETEC iTEL, L.L.C.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22385	47-0903254
100.	PAETEC Realty LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22389	27-1866972
101.	PAETEC, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22393	16-1551094
102.	PCS Licenses, Inc.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22396	88-0397829
103.	Progress Place Realty Holding Company, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22398	27-1255466
104.	RevChain Solutions, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22402	46-3139610

NO.	DEBTOR	ADDRESS	CASE NO.	EIN #
105.	SM Holdings, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22406	26-0970378
106.	Southwest Enhanced Network Services, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22409	75-2885419
107.	Talk America of Virginia, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22412	54-1871946
108.	Talk America, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22416	23-2582790
109.	Televue, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22420	58-2033040
110.	Texas Windstream, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22316	75-0984391
111.	The Other Phone Company, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22323	65-0705374
112.	TriNet, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22327	58-2183044
113.	TruCom Corporation	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22334	13-3940714
114.	US LEC Communications LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22340	56-2162051
115.	US LEC of Alabama LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22343	56-2104211
116.	US LEC of Florida LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22348	56-2046424
117.	US LEC of Georgia LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22351	56-2065537
118.	US LEC of Maryland LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22379	56-2117626
119.	US LEC of North Carolina LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22383	56-2091767
120.	US LEC of Pennsylvania LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22395	56-2117625
121.	US LEC of South Carolina LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22404	56-2056428
122.	US LEC of Tennessee LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22410	56-2065536
123.	US LEC of Virginia LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22415	56-2012173
124.	US Xchange Inc.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22455	16-1590395

NO.	DEBTOR	ADDRESS	CASE NO.	EIN #
125.	US Xchange of Illinois, L.L.C.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22425	38-3388717
126.	US Xchange of Indiana, L.L.C.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22436	38-3377167
127.	US Xchange of Michigan, L.L.C.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22443	38-3442002
128.	US Xchange of Wisconsin, L.L.C.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22450	38-3342305
129.	Valor Telecommunications of Texas, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22460	52-2194219
130.	WaveTel NC License Corporation	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22465	30-0020203
131.	WIN Sales & Leasing, Inc.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22470	41-1340032
132.	Windstream Accucomm Networks, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22472	58-1579785
133.	Windstream Accucomm Telecommunications, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22475	58-0641816
134.	Windstream Alabama, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22478	63-0364952
135.	Windstream Arkansas, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22483	71-0400407
136.	Windstream Buffalo Valley, Inc.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22487	23-2825123
137.	Windstream BV Holdings, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22494	11-3310798
138.	Windstream Cavalier, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22500	54-1946546
139.	Windstream Communications Kerrville, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22424	74-0724580
140.	Windstream Communications Telecom, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22429	74-2955898
141.	Windstream Communications, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22433	74-2955898
142.	Windstream Concord Telephone, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22439	56-0186420
143.	Windstream Conestoga, Inc.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22446	23-0488700
144.	Windstream CTC Internet Services, Inc.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22448	52-2101328

NO.	DEBTOR	ADDRESS	CASE NO.	EIN #
145.	Windstream D&E Systems, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22452	23-2971125
146.	Windstream D&E, Inc.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22457	23-0520190
147.	Windstream Direct, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22459	41-1903994
148.	Windstream Eagle Holdings LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22464	N/A
149.	Windstream Eagle Services, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22467	82-3462246
150.	Windstream EN-TEL, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22390	41-1928105
151.	Windstream Finance Corp.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22397	47-3595713
152.	Windstream Florida, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22413	59-0717786
153.	Windstream Georgia Communications, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22418	58-2046299
154.	Windstream Georgia Telephone, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22422	58-0802675
155.	Windstream Georgia, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22426	58-0202560
156.	Windstream Holding of the Midwest, Inc.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22431	47-0632436
157.	Windstream Iowa Communications, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22434	27-1635465
158.	Windstream Iowa-Comm, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22441	42-1525756
159.	Windstream IT-Comm, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22444	35-2256532
160.	Windstream KDL, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22449	61-1196739
161.	Windstream KDL-VA, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22453	20-0817269
162.	Windstream Kentucky East, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22458	73-1621772
163.	Windstream Kentucky West, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22462	61-0487133
164.	Windstream Kerrville Long Distance, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22468	74-2228603

NO.	DEBTOR	ADDRESS	CASE NO.	EIN #
165.	Windstream Lakedale Link, Inc.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22473	41-1815232
166.	Windstream Lakedale, Inc.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22477	41-0643917
167.	Windstream Leasing, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22482	27-2348873
168.	Windstream Lexcom Communications, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22486	56-0298450
169.	Windstream Lexcom Entertainment, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22491	56-2261861
170.	Windstream Lexcom Long Distance, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22498	56-2261863
171.	Windstream Lexcom Wireless, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22502	56-2261865
172.	Windstream Mississippi, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22504	64-0323983
173.	Windstream Missouri, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22506	43-0690837
174.	Windstream Montezuma, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22508	42-0422100
175.	Windstream Nebraska, Inc.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22510	47-0223220
176.	Windstream Network Services of the Midwest, Inc.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22511	91-1772936
177.	Windstream New York, Inc.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22512	15-0306510
178.	Windstream Norlight, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22513	61-0927928
179.	Windstream North Carolina, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22514	56-0509132
180.	Windstream NorthStar, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22515	27-0297987
181.	Windstream NTI, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22516	39-1712867
182.	Windstream NuVox Arkansas, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22517	43-1830185
183.	Windstream NuVox Illinois, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22518	43-1861148
184.	Windstream NuVox Indiana, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22519	43-1861150

NO.	DEBTOR	ADDRESS	CASE NO.	EIN #
185.	Windstream NuVox Kansas, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22476	43-1830186
186.	Windstream NuVox Missouri, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22480	43-1830184
187.	Windstream NuVox Ohio, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22484	43-1861151
188.	Windstream NuVox Oklahoma, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22489	43-1850572
189.	Windstream NuVox, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22492	57-1072836
190.	Windstream of the Midwest, Inc.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22496	47-0803453
191.	Windstream Ohio, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22501	31-4265290
192.	Windstream Oklahoma, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22503	71-0406211
193.	Windstream Pennsylvania, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22505	25-1145739
194.	Windstream Services, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22400	20-0792300
195.	Windstream SHAL Networks, Inc.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22507	41-1701143
196.	Windstream SHAL, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22509	41-1858078
197.	Windstream Shared Services, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22479	51-0553722
198.	Windstream South Carolina, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22481	57-0140680
199.	Windstream Southwest Long Distance, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22485	75-2884847
200.	Windstream Standard, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22488	58-0445370
201.	Windstream Sugar Land, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22490	74-0672235
202.	Windstream Supply, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22493	31-4359937
203.	Windstream Systems of the Midwest, Inc.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22495	47-0650357
204.	Windstream Western Reserve, LLC	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22497	34-0614000

NO.	DEBTOR	ADDRESS	CASE NO.	EIN #
205.	Xeta Technologies, Inc.	4001 North Rodney Parham Road, Little Rock, Arkansas 72212	19-22499	73-1130045

2. All other names used in the last 8 years:	<u>See Rider 1.</u>	
3. Address:	See chart above.	
4. Debtors' attorneys:	<p>Stephen E. Hessler, P.C. Marc Kieselstein, P.C. Cristine Pirro Schwarzman Kirkland & Ellis LLP Kirkland & Ellis International LLP 601 Lexington Avenue New York, New York 10022 Telephone number: (212) 446-4800</p> <p>- and -</p> <p>James H.M. Sprayregen, P.C. Ross M. Kwasteniet, P.C. Brad Weiland John R. Luze Kirkland & Ellis LLP Kirkland & Ellis International LLP 300 North LaSalle Street Chicago, Illinois 60654 Telephone number: (312) 862-2000</p>	
5. Bankruptcy Clerk's Office	<p>US Bankruptcy Court Southern District of New York 300 Quarropas Street Room 248 White Plains, NY 10601</p>	<p>Hours Open: Monday - Friday 8:30 AM - 5:00 PM Contact phone: (914) 467-7088</p>
Documents in this case may be filed at this address. You may inspect all records filed in this case at this office or online at www.pacer.gov	All documents in this case are available free of charge on the website of the Debtors' notice and claims agent at http://www.kccllc.net/windstream	
6. Meeting of Creditors	Time and Date to be Determined	Location:
The debtor's representative must attend the meeting to be questioned under oath. Creditors may attend, but are not required to do so.	The meeting may be continued or adjourned to a later date. If so, the date will be on the court docket.	<input type="text"/> <input type="text"/>
7. Proof of claim deadline:	Deadline for filing proof of claim:	Not yet set. If a deadline is set, notice will be sent at a later time.
	A proof of claim is a signed statement describing a creditor's claim. A proof of claim form may be obtained at www.uscourts.gov	

or any bankruptcy clerk's office.

Your claim will be allowed in the amount scheduled unless:

- Your claim is designated as disputed, contingent or unliquidated;
- You file a proof of claim in a different amount; or
- You receive another notice

If your claim is not scheduled or if your claim is designated as disputed, contingent, or unliquidated, you must file a proof of claim or you might not be paid on your claim and you might be unable to vote on a plan. You may file a proof of claim even if your claim is scheduled.

You may review the schedules at the bankruptcy clerk's office or online at www.pacer.gov

Secured creditors retain rights in their collateral regardless of whether they file a proof of claim. Filing a proof of claim submits a creditor to the jurisdiction of the bankruptcy court, with consequences a lawyer can explain. For example, a secured creditor who files a proof of claim may surrender important nonmonetary rights, including the right to a jury trial.

8. Exception to discharge deadline

You must start a judicial proceeding by filing a complaint if you want to have a debt excepted from discharge under 11 U.S.C. § 1141(d)(6)(A).

The bankruptcy clerk's office must receive a complaint and any required filing fee by the following deadline.

Deadline for filing the complaint: To be Determined

9. Creditors with a foreign address

If you are a creditor receiving notice mailed to a foreign address, you may file a motion asking the court to extend the deadlines in this notice. Consult an attorney familiar with United States bankruptcy law if you have any questions about your rights in this case.

10. Filing a Chapter 11 bankruptcy case

Chapter 11 allows debtors to reorganize or liquidate according to a plan. A plan is not effective unless the court confirms it. You may receive a copy of the plan and a disclosure statement telling you about the plan, and you may have the opportunity to vote on the plan. You will receive notice of the date of the confirmation hearing, and you may object to confirmation of the plan and attend the confirmation hearing. Unless a trustee is serving, the debtor will remain in possession of the property and may continue to operate its business.

11. Discharge of debts

Confirmation of a chapter 11 plan may result in a discharge of debts, which may include all or part of your debt. See 11 U.S.C. § 1141(d). A discharge means that creditors may never try to collect the debt from the debtor except as provided in the plan. If you want to have a particular debt owed to you excepted from the discharge under 11 U.S.C. § 1141(d)(6)(A), you must start a judicial proceeding by filing a complaint and paying the filing fee in the bankruptcy clerk's office by the deadline.

Rider 1

Other Names Used in the Last 8 Years

Current Entity Name	Former Names
Windstream Business Holdings, LLC	Earthlink, LLC
Windstream Holdings, Inc.	N/A
A.R.C. Networks, Inc.	N/A
Allworx Corp.	N/A
American Telephone Company LLC	N/A
ARC Networks, Inc.	N/A
ATX Communications, Inc.	N/A
ATX Licensing, Inc.	N/A
ATX Telecommunications Services of Virginia, LLC	N/A
Birmingham Data Link, LLC	N/A
BOB, LLC	BOB Merger Sub, LLC; Business Only Broadband; Windstream Fixed Wireless, LLC.
Boston Retail Partners, LLC	N/A
BridgeCom Holdings, Inc.	N/A
BridgeCom International, Inc.	N/A
BridgeCom Solutions Group, Inc.	N/A
Broadview Networks of Massachusetts, Inc.	N/A
Broadview Networks of Virginia, Inc.	N/A
Broadview Networks, Inc.	N/A
Broadview NP Acquisition Corp.	N/A
Buffalo Valley Management Services, Inc.	N/A
Business Telecom of Virginia, Inc.	N/A
Business Telecom, LLC	N/A
BV-BC Acquisition Corporation	N/A
Cavalier IP TV, LLC	N/A
Cavalier Services, LLC	N/A
Cavalier Telephone Mid-Atlantic, L.L.C.	N/A
Cavalier Telephone, L.L.C.	N/A
CCL Historical, Inc.	N/A
Choice One Communications of Connecticut, Inc.	EarthLink Business; One Communications; One Communications Corp.
Choice One Communications of Maine, Inc.	EarthLink Business; EarthLink Business II; One Communications.
Choice One Communications of Massachusetts, Inc.	EarthLink Business; One Communications.
Choice One Communications of New York, Inc.	EarthLink Business; One Communications.
Choice One Communications of Ohio, Inc.	EarthLink Business; One Communications.
Choice One Communications of Pennsylvania, Inc.	EarthLink Business; One Communications.
Choice One Communications of Rhode Island, Inc.	EarthLink Business; One Communications.
Choice One Communications of Vermont, Inc.	EarthLink Business; EarthLink Business IV; One Communications.
Choice One Communications Resale, L.L.C.	EarthLink Business; One Communications.
Choice One of New Hampshire, Inc.	EarthLink Business; One Communications.
Cinergy Communications Company of Virginia, LLC	Cinergy Communications Company of Virginia
Conestoga Enterprises, Inc.	N/A
Conestoga Management Services, Inc.	N/A
Conestoga Wireless Company	N/A

Current Entity Name	Former Names
Connecticut Broadband, LLC	EarthLink Business; One Communications.
Connecticut Telephone & Communication Systems, Inc.	EarthLink Business; One Communications.
Conversent Communications Long Distance, LLC	EarthLink Business; One Communications Long Distance of New Hampshire.
Conversent Communications of Connecticut, LLC	EarthLink Business; One Communications; One Communications Corp.
Conversent Communications of Maine, LLC	EarthLink Business IV; One Communications IV.
Conversent Communications of Massachusetts, Inc.	EarthLink Business; One Communications.
Conversent Communications of New Hampshire, LLC	EarthLink Business; One Communications of New Hampshire.
Conversent Communications of New Jersey, LLC	EarthLink Business.
Conversent Communications of New York, LLC	EarthLink Business; One Communications.
Conversent Communications of Pennsylvania, LLC	EarthLink Business; One Communications.
Conversent Communications of Rhode Island, LLC	EarthLink Business IV; One Communications IV.
Conversent Communications of Vermont, LLC	EarthLink Business; EarthLink Business IV; One Communications.
Conversent Communications Resale, L.L.C.	EarthLink Business; EarthLink Business III; EarthLink Business IV; One Communications.
CoreComm Communications, LLC	N/A
CoreComm-ATX, Inc.	N/A
CTC Communications Corporation	EarthLink Business; EarthLink Business I; EarthLink Business IV; EarthLink Business Inc.; One Communications; One Communications Corp.
CTC Communications of Virginia, Inc.	N/A
D&E Communications, LLC	D&E Communications, Inc.
D&E Management Services, Inc.	N/A
D&E Networks, Inc.	N/A
D&E Wireless, Inc.	N/A
DeltaCom, LLC	DeltaCom, Inc.; EarthLink Business; EarthLink Business I; EarthLink Business IV; EarthLink Business Solutions.
EarthLink Business, LLC	EarthLink Business.
EarthLink Carrier, LLC	N/A
Equity Leasing, Inc.	Equity Leasing of Illinois (Illinois only).
Eureka Broadband Corporation	N/A
Eureka Holdings, LLC	N/A
Eureka Networks, LLC	N/A
Eureka Telecom of VA, Inc.	N/A
Eureka Telecom, Inc.	N/A
Georgia Windstream, LLC	N/A
Heart of the Lakes Cable Systems, Inc.	N/A
Infocore, Inc.	N/A
InfoHighway Communications Corporation	N/A
Info-Highway International, Inc.	N/A
InfoHighway of Virginia, Inc.	N/A
Intellifiber Networks, LLC	Intellifiber Networks, Inc.
Iowa Telecom Data Services, L.C.	N/A
Iowa Telecom Technologies, LLC	N/A

Current Entity Name	Former Names
IWA Services, LLC	N/A
KDL Holdings, LLC	N/A
LDMI Telecommunications, LLC	LDMI Telecommunications, Inc.; LDMI Telecommunications.
Lightship Telecom, LLC	EarthLink Business; EarthLink Business I; EarthLink Business IV; One Communications.
MASSCOMM, LLC	N/A
McLeodUSA Information Services LLC	N/A
McLeodUSA Purchasing, L.L.C.	N/A
McLeodUSA Telecommunications Services, L.L.C.	PaeTec Business Services.
MPX, Inc.	N/A
Nashville Data Link, LLC	N/A
Network Telephone, LLC	Cavalier Telephone; Cavalier Telephone and TV; Cavalier Business Communications;.
Norlight Telecommunications of Virginia, LLC	Norlight Telecommunications of Virginia, Inc.
Oklahoma Windstream, LLC	N/A
Open Support Systems, LLC	N/A
PaeTec Communications of Virginia, LLC	N/A
PaeTec Communications, LLC	PaeTec Communications, Inc.
PAETEC Holding, LLC	PAETEC Holding Corp.
PAETEC iTel, L.L.C.	N/A
PAETEC Realty LLC	N/A
PAETEC, LLC	PAETEC Corp.
PCS Licenses, Inc.	N/A
Progress Place Realty Holding Company, LLC	N/A
RevChain Solutions, LLC	N/A
SM Holdings, LLC	N/A
Southwest Enhanced Network Services, LLC	Southwest Enhanced Network Services, LP
Talk America of Virginia, LLC	Talk America of Virginia, Inc.; Cavalier Telephone.
Talk America, LLC	Talk America, Inc.; Cavalier Telephone; Cavalier Business Communications.
Television, LLC	N/A
Texas Windstream, LLC	Texas Windstream, Inc.
The Other Phone Company, LLC	Cavalier Business Communications; The Phone Company.
Trinet, LLC	N/A
TruCom Corporation	N/A
US LEC Communications LLC	PaeTec Business Services.
US LEC of Alabama LLC	N/A
US LEC of Florida LLC	N/A
US LEC of Georgia LLC	PAETEC Business Services.
US LEC of Maryland LLC	N/A
US LEC of North Carolina LLC	N/A
US LEC of Pennsylvania LLC	N/A
US LEC of South Carolina LLC	N/A
US LEC of Tennessee LLC	N/A
US LEC of Virginia LLC	PAETEC Business Services.
US Xchange of Illinois, L.L.C.	EarthLink Business; One Communications.
US Xchange of Indiana, L.L.C.	EarthLink Business; One Communications.
US Xchange of Michigan, L.L.C.	EarthLink Business; One Communications.
US Xchange of Wisconsin, L.L.C.	EarthLink Business; One Communications.

Current Entity Name	Former Names
US Xchange, Inc.	EarthLink Business; One Communications; Choice One; Choice One Communications.
Valor Telecommunications of Texas, LLC	Windstream Communications Southwest.
WaveTel NC License Corporation	N/A
WIN Sales & Leasing, Inc.	Communications Sales and Leasing, Inc.
Windstream Accucomm Networks, LLC	N/A
Windstream Accucomm Telecommunications, LLC	N/A
Windstream Alabama, LLC	N/A
Windstream Arkansas, LLC	N/A
Windstream Buffalo Valley, Inc.	N/A
Windstream BV Holdings, LLC	Windstream BV Holdings, Inc.; Broadview Network Holdings, Inc.
Windstream Cavalier, LLC	N/A
Windstream Communications Kerrville, LLC	N/A
Windstream Communications Telecom, LLC	N/A
Windstream Communications, LLC	Windstream Communications, Inc.
Windstream Concord Telephone, LLC	Windstream Concord Telephone, Inc.
Windstream Conestoga, Inc.	N/A
Windstream CTC Internet Services, Inc.	N/A
Windstream D&E Systems, LLC	Windstream D&E Systems, Inc.
Windstream D&E, Inc.	N/A
Windstream Direct, LLC	N/A
Windstream Eagle Holdings, LLC	Earthlink Holdings, LLC; EarthLink Holdings Corp.
Windstream Eagle Services, LLC	Earthlink Services, LLC
Windstream EN-TEL, LLC	N/A
Windstream Finance Corp.	N/A
Windstream Florida, LLC	Windstream Florida, Inc.
Windstream Georgia Communications, LLC	N/A
Windstream Georgia Telephone, LLC	N/A
Windstream Georgia, LLC	N/A
Windstream Holding of the Midwest, Inc.	N/A
Windstream Iowa Communications, LLC	Windstream Iowa Communications, Inc.
Windstream Iowa-Comm, LLC	Windstream Iowa-Comm, Inc.
Windstream IT-Comm, LLC	N/A
Windstream KDL, LLC	N/A
Windstream KDL-VA, LLC	N/A
Windstream Kentucky East, LLC	N/A
Windstream Kentucky West, LLC	N/A
Windstream Kerrville Long Distance, LLC	N/A
Windstream Lakedale Link, Inc.	N/A
Windstream Lakedale, Inc.	N/A
Windstream Leasing, LLC	N/A
Windstream Lexcom Communications, LLC	Windstream Lexcom Communications, Inc.
Windstream Lexcom Entertainment, LLC	N/A
Windstream Lexcom Long Distance, LLC	N/A
Windstream Lexcom Wireless, LLC	N/A
Windstream Mississippi, LLC	N/A
Windstream Missouri, LLC	Windstream Missouri, Inc.
Windstream Montezuma, LLC	Windstream Montezuma, Inc.
Windstream Nebraska, Inc.	N/A
Windstream Network Services of the Midwest, Inc.	N/A
Windstream New York, Inc.	N/A

Current Entity Name	Former Names
Windstream Norlight, LLC	Windstream Norlight, Inc.
Windstream North Carolina, LLC	N/A
Windstream NorthStar, LLC	N/A
Windstream NTI, LLC	Windstream NTI, Inc.
Windstream NuVox Arkansas, LLC	Windstream NuVox Arkansas, Inc.
Windstream NuVox Illinois, LLC	Windstream NuVox Illinois, Inc.
Windstream NuVox Indiana, LLC	Windstream NuVox Indiana, Inc.
Windstream NuVox Kansas, LLC	Windstream NuVox Kansas, Inc.
Windstream NuVox Missouri, LLC	Windstream NuVox Missouri, Inc.
Windstream NuVox Ohio, LLC	Windstream NuVox Ohio, Inc.
Windstream NuVox Oklahoma, LLC	Windstream NuVox Oklahoma, Inc.
Windstream NuVox, LLC	Windstream Nuvox, Inc.
Windstream of the Midwest, Inc.	N/A
Windstream Ohio, LLC	N/A
Windstream Oklahoma, LLC	N/A
Windstream Pennsylvania, LLC	N/A
Windstream Services, LLC	Windstream Corporation
Windstream SHAL Networks, Inc.	N/A
Windstream SHAL, LLC	N/A
Windstream Shared Services, LLC	Earthlink Shared Services, LLC
Windstream South Carolina, LLC	N/A
Windstream Southwest Long Distance, LLC	N/A
Windstream Standard, LLC	N/A
Windstream Sugar Land, LLC	N/A
Windstream Supply, LLC	N/A
Windstream Systems of the Midwest, Inc.	N/A
Windstream Western Reserve, LLC	N/A
XETA Technologies, Inc.	N/A