

— Schedule 3 —



Vendor Contracts

The Contracts between Sellers and the following parties:

1. Qwest Corporation
2. Telcordia Technologies, Inc.
3. Tenth Matrix
4. Verizon
5. Info Directions (dba CostGuard)
6. Fingerhut Corporation
7. Frontier Communications of the South, Inc.
8. Family Dollar, Inc.
9. Embarq
10. BellSouth Telecommunications Inc.
11. AT&T

Schedule 4

Equipment

Except as determined by the Purchaser prior to the Initial Closing:

1. All computer, technology and mailroom equipment located in Tampa, FL, including, but not limited to, the items listed in the electronic file provided.

Separate File Provided

2. All computer, technology, mailroom and fulfillment equipment located in Atmore, AL including, but not limited to, the items listed in the electronic file provided.

Separate File Provided

3. To the extent considered Equipment, all Owned Intellectual Property and Licensed Intellectual Property as identified in Seller's Disclosure Schedules 4.12(a) and 4.12(b).

— Schedule 5 —
Excluded Contracts

The Contracts between Sellers and the following parties:

1. Access Integrated Networks, Inc.
2. ADP
3. Advanced Interactive
4. Affinity Care
5. AFLAC
6. Alpina Capital
7. American Stock Transfer & Trust Company
8. Andrew L. Graham
9. Atmore YMCA
10. BCBS
11. BillSoft, Inc.
12. Bob Campbell
13. BroadMargin
14. CBM Services Group, Inc.
15. Cherry, Bekaert & Holland, L.L.P
16. Cherry, Bekaert & Holland, L.P.
17. Chubb Group of Insurance
18. Cobbs, Allen & Hall (Chubb, Houston Casualty, XL Specialty)
19. Comm-Works LLC
20. CorpDirect Agents, Inc.

21. CPP 369 Lex LLC
22. Curves
23. Cypress Communications, Inc.
24. Darden Corporation
25. Debt Recovery Solutions, LLC
26. Donald C. Davis
27. Ernst & Young, LLP
28. Ethicspoint, Inc.
29. FirstLogic, Inc.
30. Foot Locker, Inc.
31. Hibernia National Bank
32. Hilb, Rogal & Hobbs (Chubb & AIG)
33. Horace J. Davis III
34. IKON
35. IKON Office Solutions
36. Imagistics
37. Intrade Inc.
38. ITC^DeltaCom, Inc.
39. Jay Gerstner
40. Jefferson Pilot Financial
41. Kelley Drye & Warren
42. Kevin A. Stevens
43. Level 3 Communications, LLC

44. LEX
45. Margaret D. Rubino
46. MFS Telecom, Inc.
47. Michael J. Rogers
48. Michael M. Slauson
49. Monroeville YMCA
50. Murfee Meadows, Inc.
51. Murray Church
52. NETechnics, Inc.
53. Netinsic, Inc.
54. O'Keefe Associates, Inc.
55. OCE Imagistics, Inc.
56. OCE Imagistics, Inc.
57. Oce Imagistics, Inc.
58. OmniChoice.com, Inc.
59. Paul T. Kohler
60. Paula J. Croley
61. PaylinX Corporation
62. Paymentech, LLC
63. Pitney Bowes Credit Corp.
64. Provident Life & Accident
65. Qualified Marketing Services
66. Regulas Integrated Solutions LLC

67. Robert W. Nelson
68. Sabrina C. Brown
69. Schiff Hardin LLP
70. Service Contract Solutions, LP
71. SouthernLinc Wireless
72. SunQuest
73. Thermo Credit, LLC
74. Trident Marketing International, Inc.
75. United Fund
76. Unum Provident
77. Urban Telecommunications, Inc.
78. Visioncare
79. Womble Carlyle Sandridge & Rice, PLLC
80. Wystar

— SCHEDULE 6 —
— TRANSITION CONTRACTS —

Additional Contracts

The Contracts between Sellers and the following parties:

1. Advance Comm
2. Agility
3. Alliance Data Systems/ADS MB Corporation
4. AllTel Information Services, Inc.
5. ARCUS (Iron Mountain)
6. Avaya
7. Bayshore Solutions
8. CCMI
9. Check Velocity, Inc
10. Cognitronics Corporation
11. Cognos Corporation
12. Control Point Solutions, Inc.
13. Covad Comm Company
14. CSG Affiliates, LLC
15. Cybermark, LLC
16. Cybersource (paymentech)
17. D & B Receivable Management Services
18. Data Exchange, Inc.
19. Dialogic
20. ecommerce

21. Equifax Credit Services
22. Equinox
23. eResource Planner
24. Executive Services
25. E-Z Pay, Inc.
26. FDN Communications
27. FPL FiberNet, LLC Corporation
28. Global Crossing Bandwidth, Inc.
29. Global Telecom Tools, LLC
30. Illuminet, Inc., a VeriSign Company
31. Intec Telecom Systems
32. Interstate FiberNet, Inc.
33. Johnson Controls, Inc.
34. MCI WorldCom Network Services, Inc
35. New Edge Networks, Inc.
36. Nuance Communications, Inc.
37. Oracle USA Inc.
38. Orsyp Software
39. Patrick Peeler
40. PAY-O-MATIC CORP.
41. Pipkins
42. Precision Power Services
43. Progress Telecom

44. Q-Tel
45. Receivables Management Services, Inc.
46. Signup Server, Inc.
47. SMS/800 Management
48. Sprint Communications Company L.P.
49. Switch and Data Operating Company, LLC
50. Sysix Financial, LLC
51. Technology Management, Inc.
52. Telution, L.L.C.
53. Time Warner
54. Transaction Network Services
55. TransUnion
56. Valucom
57. Volt Telecom Group, Inc.
58. WebSmart
59. Wilder Corporation
60. Wildpackets, Inc.
61. Williams Communications, LLC
62. Wiltel Communications
63. XO Data Services, LLC

Schedule 7

Consents

None

Seller's Disclosure Schedule 4.1

Corporate Organization and Qualification

1. Trinsic, Inc., a Delaware corporation
2. Trinsic Communications, Inc., a Delaware corporation
3. Touch 1 Communications, Inc., an Alabama corporation
4. Z-Tel Consumer Services, LLC, an Alabama limited liability company
5. Z-Tel Network Services, Inc., a Delaware corporation

Seller's Disclosure Schedule 4.2(a)

Foreign Qualification and Subsidiaries

Subsidiaries

1. directTEL, Inc., an Alabama corporation
2. direcCONNECT, Inc., an Alabama corporation
3. Z-Tel Business Networks, Inc., a Delaware corporation
4. Z-Tel Investments, Inc., a Delaware corporation
5. Z-Tel Holdings, Inc., a Florida corporation
6. Z-Tel, Inc., a Nevada corporation
7. Trinsic Communications of Virginia, Inc., a Virginia corporation

Seller's Disclosure Schedule 4.4(a)

Conflicts

1. Consents as Noted in Schedule 7

It is Sellers' understanding that other Contracts and Licenses which might otherwise require consent of a third party in order to assign Seller's rights to the Purchaser will be rendered moot by the Sale Order.

Sellers make no representations or warranties as to any approvals of state public utility commissions

Seller's Disclosure Schedule 4.4(b)

Consents of Third Parties

1. Regulatory Approval of the FCC
2. Consents as Noted in Schedule 7

Sellers make no representations or warranties as to any approvals of state public utility commissions

Seller's Disclosure Schedule 4.6

Absence of Certain Developments

1. Sale of NGN Assets to COMMX
2. Sale of Office Equipment and Cubicles (Atlanta)
3. Sale of Office Chairs (Tampa)
4. Sale of T5 Atmore Building

Seller's Disclosure Schedule 4.7

Litigation

1. Initial Public Offering Litigation
2. Susan Schad v. Z-Tel Communications, Inc
3. Wilder Corporation v. Trinsic Communications, Inc.
4. Brittney Fenn v. Z-Tel Communications, Inc.
5. Harry B. Ward
6. Arthur Willis Robinson

Seller's Disclosure Schedule 4.9

Entities with Incomplete Payments

1. IRS
2. New York State
3. New York City
4. Texas
5. State and Local Entities as Noted on Bankruptcy SOFA Schedules
6. Alabama
7. Escambia County, Alabama
8. Hillsborough County, Florida

Entities with Open Administrative Proceedings

1. New York State
2. New York City
3. Texas
4. Georgia
5. Minnesota
6. Pennsylvania

Waiver of Statute of Limitations or Extensions Requested

1. IRS – 2006 Tax Year – Extension Requested
2. New York State
3. New York City
4. Florida

Seller's Disclosure Schedule 4.9(d)(viii)
Nonqualified Deferred Compensation Plans

None

Seller's Disclosure Schedule 4.10(a)

Employees

NAME	ANNUAL RT	PTO Balance	Accrued Benefits
Adams,Dusty S.			
Adams,Paula D.			
Albritton,Shirley M.			
Allen,Marilyn W.			
Alonso Jr,Philip Keith			
Amerson,Judy Merchant			
Anderson,Ella Louise			
Anderson,Shirley R.			
Ankum,Angelia D			
Ashby,Lorie A.			
Back,Jason Ronald			
Balistreri,Robin			
Ballard,Samantha P			
Ballard,Tara D.			
Banda,Tomasa F.			
Barbarow,Sheryl L			
Barlow,Linda L.			
Bames,Stephanie S			
Bartley,Yvonne			
Bell,Christal L			
Bertoli,William S			
Bethca,Susan Anne			
Biggs,Jackie W.			
Black Jr.,James O.			
Blanton,Cheryl A.			
Blanton,Jennifer A			
Blomquist,Sarah L			
Boatwright,April J			
Boutwell,Judy M			
Bowens,Angela D.			
Brazzell,Carolyn F.			
Brown,Sabrina C			
Bruening,Daniel J			
Bruley,Annise			
Bumpus,Jeremy Rogers			
Burnham,Angela M.			
Calhoun,Charlton L			
Calloway,Stacey L.			
Campbell,Felina D.			
Campos,Christopher R			
Caraway,Christy L.			
Carmel,Timothy Wayne			
Carter,Priscilla A			
Cecil,Agatha G.			
Chafin,Melissa A.			

NAME	ANNUAL RT	PTO Balance	Accrued Benefits
Chancery,Pauline			
Chandler,Douglas J.			
Coker,Brenda H.			
Coker,Brenda J.			
Cook,Melba Annette			
Corey,Jeanne L			
Cox,Timothy J			
Creamer,Jeanette D			
Criswell,Sarah J.			
Croley,Paula J.			
Crowe,Aerial L			
Cruz,Debra J			
Dacus,Glenda A.			
Daniel,Anita			
Davis III,Horace J.			
Davis,Donald G			
Davis,Mary A			
Davis,Tracy P			
Deese,Nikita T.			
Dellaero,Linda G			
Dillard,James A.			
Dion,Frederick J			
Dixon,Nikie T.			
Dixon,Taijuana A.			
Dobbins,Carolyn M.			
Dorriety,Susan M.			
Dortch,Jacqueline M.			
Dortch,Patricia A.			
Douglas,Kudura Atu			
Downs,Tracey			
Driskell,Carolyn B			
Dunn,Shelley D.			
Edwards,Christopher			
Ellington,Juanita			
Emdy,Michael Terrance			
Ermons,Amanda Stabler			
Etheridge,Yolanda Y			
Fails,Cassie L			
Faith,Bridget K.			
Fantroy,Christine E.			
Ferguson,Edith			
Fiveash,Grace A.			
Fountain,Keithon			
Freeman,Natalie A			
Frix,Jill M			
Gibson,Carolyn E.			
Gillam,Yvonne R			
Glavan,Ann E			
Golden,Patricia D.			

NAME	ANNUAL_RT	PTO Balance	Accrued Benefits
Good, Traci L			
Graham, Andrew L			
Graham, Georgina			
Grubbs, Diana L			
Grumbley, John E			
Gulley, Tawanda M.			
Hale, Tyeka L.			
Hall, Terry			
Hammonds, Martha W			
Harris, Jonathan K.			
Harrison, Faye C.			
Harrison, William K			
Hartley, Sheneilia C.			
Hartzell, Brenda L.			
Hayles, Angelia A			
Haynie, Brandon			
Heathcock, John E.			
Helton, Beverly			
Helton, Michelle T.			
Henderson, Betty A			
Henderson, Roslanda F			
Hertel, Ronald Eric			
Hetherington, Michelle			
Hill, Etheria M			
Hodges, Rachel R			
Hoitt, John W			
Hopper, Angela M			
Horning, Valarie T			
House, Melba A.			
Howell, Lisa G			
Hudson, Jerlymne S			
Hughes, Marcela			
Hughes, Wanda K.			
Ingram, Lizzie K.			
Jackson, Stephanie S			
Jay, Karen D.			
Jay, Shelly Antoinette			
Jefferson, Krystal D			
Jerkins, William L.			
Johns, Virginia M			
Johnson, Adam C			
Johnson, Alice V.			
Johnson, Brandi L.			
Johnson, Lisa Ann Reeves			
Johnson, Taneka S.			
Johnson, Teresa E.			
Jones, Katherine F			
Jones, Rita M.			
Jordan, Jean M.			
Kepler, Leland V			
Kidd, Chandra A.			
Kidd, Derik A.			

NAME	ANNUAL_RT	PTO Balance	Accrued Benefits
Killam, Shirley A.			
Kimbrough, Marquella A.			
King, James M.			
King, Leslie J			
Kirby, M. Kathryn			
Kirby, Pamela K.			
Kohler, Paul T			
Kopp, Matt			
Kyles, Shannika L.			
Lambeth, Dottie L.			
Lambeth, Peggy G.			
Lassiter, Tammy D.			
Ledkins, Dana L.			
Lee, Cynthia J			
Lindop, Luana T			
Lisenby, Angela L.			
Longmire, Ladana C			
Lopera, Adrian			
Lower, Janet M			
Lunsford, Shawn M			
Lyons, William			
Madden, Carol T			
Manchesi, Thomas			
Mann, Debra M.			
Marshall, Kandace M.			
Martin, Cynthia P.			
Martin, Linda M			
Martin, Tania L			
Martinez, Anastarsia			
Martinez, Bridget S.			
Mathews, Virginia R.			
Mauldin, Peggy N.			
McAllister, Delwyn R			
McCants, Bonita			
McGhee, Carol R.			
McGhee, Shane W.			
McGhee, Tami L.			
McGrew, Nicole M			
McGriff, Yolanda L.			
McKinney, Veronica Harrison			
McMillian, Karen M			
McMurray, Linda L.			
McPhillips II, William J.			
Means, Maggie L.			
Medlin, Douglas B			
Miller, Paula L			
Miller, Virginia D.			
Milton, Latishia D.			
Mohr, Steven Kurt			
Moore, Mashanda V.			
Moore, Nicole M			
Moorer, Gracie G			
Moorer, Termetris M.			
Morales, Jose M			
Morgan, Cynthia U.			
Morgan, Stephen H			

NAME	ANNUAL_RT	PTO Balance	Accrued Benefits
Mothershed, Jimmy D.			
Mullins, Linda			
Mundorff, Nancy			
Muschner Jr., Ernest W			
Myrick, Brandy M.			
Nall, Sandra			
Neighbors, Felicia A.			
Neil, Victoria Ann			
Nelson, Robert W			
Nemitz, Timothy J			
Nero, Hazel C			
Newhook, Dorothy			
Nisewonger, Jean S.			
North, Kimberly F			
Nowicki, George W			
Oakes, John C.			
Olson, Lisa A			
Orange, Karen M			
Pappis, Laura S			
Parham, Charlotte D			
Patterson, David L			
Peacock, Katina			
Penn, Cynthia R			
Penn, Yulonda P.			
Peoples, Julie A			
Pettis, Cynthia D.			
Pierson, Shannon L.			
Pleasant, Kelly L.			
Poindexter, Brenda D.			
Powers, Mary			
Pryear, Tatweta			
Pryear, Tiffany S			
Rabb, Jacqueline			
Rackard, Stacey L.			
Randle, Linda M.			
Rankins, Lisa L			
Reinheimer, Robert J			
Reynolds, Lorrie A			
Roberts, Brandi V.			
Robinson, Barbara L.			
Robinson, Ian S			
Rogers, Michael J			
Rolin, Alice J			
Rolin, Margie A			
Rolin, Michelle			
Rose, Brian D.			
Rothchild, Vanessa			
Rowell, William R.			
Rubino, Margaret D			
Sanders, Lesa D.			
Sanders, Shanta			
Sanders, Tameka S.			
Santander, Irene			
Sapp, Robert L			
Sawyer, Marcia D			
Schmidt, Susan H			

NAME	ANNUAL RT	PTO Balance	Accrued Benefits
Simmons, Patricia A.			
Slauson, Michael M.			
Smith, Brenda W.			
Smith, Crystal			
Smith, Janett B.			
Smith, Katherine			
Smith, Kevin E			
Smith, LaTonya Y			
Smith, Valentina M			
Spence, Sehoj M.			
Sperou, Wanda L.			
Square, Sandra G			
Stacey, Lisa W			
Stacey-Morris, Eleanor M.			
Stallworth, Tyann			
Stanley, Cathy D			
Stanton, Charlotte L			
Staples, Brettschneider			
Staples, Carl			
Staples, Victor G			
Stewart, William A			
Stokes, Deborah B.			
Stophel, Rebecca D			
Straughn, Sonja B			
Summerlin, Gayle D.			
Tague, Nancy K.			
Taylor, Tracie L			
Thomas, Mary L.			
Tucker, Rosetta			
Turberville, Dorothy A.			
Turner, LaToya C			
Turner, Lisa D.			
Tuthill, Susan E.			
Uber, Matthew D			
Underwood, Joyce A			
Vaughn, Tiffany			
Vickrey, Judy S.			
Walker, Suzette C.			
Wall, Stacey M			
Ward, Martha S.			
Watkins, Yvette M.			
Weaver, Anita C.			
Weekley, Michael Lon			
Whitaker, Hilda G			
White, Dianne W			
White, Jannie M.			
White, Stella M.			
Whitehead, Teelya Y.			
Williams, Levada			
Williams, Rachel A.			
Wilson, Kimberly A.			
Wilson, Rachel A.			
Woods, Sharlie R.			
Wright, Sharon L			
Wright, Sylvia D			

NAME	ANNUAL RT	PTO Balance	Accrued Benefits
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Contract Employees

Ballard, Samantha
 Bolen, Joyce
 Archibald, Patricia
 Campbell, Bob
 Chandler, Doug
 Church, Murray
 Crane, Jeff
 Daum, Anthony
 Gerstner, Jay
 Gonzalez, Isamary
 Rey, Tony
 Lara, Willie
 Kumar, Suresh
 Mathes, Gary
 McLellan, Earlene
 McPhillips, Bill
 Morrell, Lee Ann
 Newton, Don
 Nichols, Tom
 Nuzum, Lamar
 Peeler, Patrick
 Perkins, Harold
 Sapp, Robert Leon
 Singh, Afrivider
 Soto, Al

Seller's Disclosure Schedule 4.10(b)

Employment Matters – Reductions in Force

	Head Count on 6/5/04	# of RIF'S on 6/8/04
Atmore	578	1
Tampa	442	94
Atlanta	118	3
Other	25	3
Total	1163	101

	Head Count on 8/21/04	# of RIF'S on 9/1/04
Atmore	535	0
Tampa	315	93
Atlanta	109	50
Other	19	10
Total	978	153

	Head Count on 4/5/05	# of RIF'S on 4/8/05
Atmore	611	24
Tampa	182	102
Atlanta	52	16
Other	37	14
Total	882	156

	Head Count on 8/16/05	# of RIF'S on 8/18/05
Atmore	485	41
Tampa	115	4
Atlanta	33	
Other	24	
Total	657	45

	Head Count on 2/28/06	# of RIF'S on 3/3/06
Atmore	406	43
Tampa	98	39
Atlanta	29	17
Other	22	19
Total	555	118

Seller's Disclosure Schedule 4.10(c)(i)

Benefit Plans

1. Blue Cross/Blue Shield
2. Jefferson Pilot Financial
3. Provident, Life and Accident
4. Unum Provident
5. Wystar
6. AFLAC (Employee Paid Plan)
7. Affinity Care (Employee Paid Plan)
8. Atmore YMCA (Employee Paid Plan)
9. Curves (Employee Paid Plan)
10. Metlife (Employee Paid Plan)
11. Monroeville YMCA (Employee Paid Plan)
12. Murfee Meadows (Employee Directed Cafeteria Plan)
13. PrePaid Legal Services (Employee Paid Plan)
14. United Fund (Employee Paid Plan)
15. Visioncare (Employee Paid Plan)

Seller's Disclosure Schedule 4.10(c)(iii)

Seller Plans

Threatened or Pending Legal Actions Other than Normal Course

None

PBGC Liability

None

Pending Amounts Owed

1. AFLAC
2. Jefferson Pilot
3. Metlife
4. Murfee Meadows
5. Prepaid Legal
6. WyStar (Franklin Templeton)
7. YMCA Atmore
8. YMCA Monroeville

Seller's Disclosure Schedule 4.10(d)

Labor Matters

None

Seller's Disclosure Schedule 4.11

Environmental Matters

None

Seller's Disclosure Schedule 4.12(a)

Owned Intellectual Property

1. RTS (Real Time System) Messaging Platform
2. Preprocessor Mediation
3. WEB Applications and Interfaces (Trinsic Center)
4. Customer Representative GUI/Customer Care Interface
5. CSR Lite
6. Inside Sales Serviceability Tool
7. Commissioning System
8. Patent on Virtual PBX
9. Patent on Auto Upgrading SCP/SS7
10. Data warehouse, including loading software, queries, reports, data and MS and SQL licenses and servers.
11. NENA id
12. Resale OCN
13. CCNA
14. ECC
15. BOSS system
16. Virtual Observer
17. Bill Management Tool
18. CS3 Middleware
19. Collections Interface w/ Genesys IVR
20. Z-Library

21. Internal methods and procedures
22. Miscellaneous supporting software for operations
23. Ztel Communications (Logo)
24. Ztel (Logo)
25. City of America® (Trademark)
26. Click and Listen® (Trademark)
27. Member-to-Member® (Trademark)
28. Myzline.com®® (Trademark)
29. Trinsic (Trademark)
30. Trinsic Solo (Trademark)
31. Why Have a Phone When You can have a Z-Line? ® (Trademark)
32. Your Personal Communications Center® (Trademark)
33. Z-Alerts® (Trademark)
34. Z-Internet Access® (Trademark)
35. Z-Line-Anywhere® (Trademark)
36. Z-Line Community® (Trademark)
37. Z-Line Companion® (Trademark)
38. Z-Line Home Edition® (Trademark)
39. Z-Line Messenger® (Trademark)
40. Z-Line® (Trademark)
41. Z-LineBUSINESS® (Trademark)
42. Z-LineHOME® (Trademark)
43. Z-Node® (Trademark)

44. Z-Technology® (Trademark)
45. Z-Tel and Design® (Trademark)
46. Z-Tel Communications, Inc.® (& Design) (Trademark)
47. Z-Tel Technologies, Inc®. (Trademark)
48. Z-Tel® (Trademark)
49. Z-Voice Mail® (Trademark)
50. GETPVA.COM (Domain Name)
51. GETTRINSIC.COM (Domain Name)
52. GETZ-TÉL.COM (Domain Name)
53. GET ZTEL.COM (Domain Name)
54. TOUCH1.COM (Domain Name)
55. BUYTRINSIC.COM (Domain Name)
56. TRINSIC.COM (Domain Name)
57. Z-GROUPS.COM (Domain Name)
58. Z-TELSALES.COM (Domain Name)
59. Z-TELSALES.NET (Domain Name)
60. ZTEL.COM (Domain Name)
61. ZTELLOCALSERVICE.COM (Domain Name)
62. ZTELLOCALSERVICE.NET (Domain Name)
63. MY-LINE.NET (Domain Name)
64. MYTRINSIC.COM (Domain Name)
65. MYZLINE.NET (Domain Name)
66. MYZLINE.ORG (Domain Name)

67. PERSONALVOICEASSISTANT.COM (Domain Name)

68. TRINSICCENTER.COM (Domain Name)

69. TRINSICNOW.COM (Domain Name)

70. TRINSICONLINE.COM (Domain Name)

71. Z-TEL.COM (Domain Name)

72. ZTELDEALER.COM (Domain Name)

73. Other domain names used in the Business.

74. Toll Free Numbers used in the Business, included those listed as follows:

number	number	number	number	number	number
8001112223	8004298465	8008427869	8664024872	8668528478	8776120255
8001112224	8004299367	8008445479	8664024876	8668528479	8776120256
8002182568	8004345048	8008445677	8664024877	8668528480	8776120257
8002251176	8004345730	8008507869	8664024878	8668528481	8776338632
8002251627	8004346824	8008607869	8664024879	8668528482	8776879546
8002259170	8004346931	8008771999	8664024880	8668528483	8776915463
8002260735	8004352031	8008827802	8664024881	8668528484	8776999034
8002286804	8004364166	8009037869	8664024882	8668528485	8777227722
8002300456	8004399184	8009067869	8664024883	8668528486	8777507196
8002304968	8004444040	8009087869	8664024884	8668528487	8777507197
8002316896	8004557869	8009212869	8664109860	8668854632	8777507204
8002317163	8004738155	8009242869	8664308771	8668883493	8778091685
8002323196	8004766645	8009327869	8664308772	8668883494	8778232255
8002332148	8004901683	8009377869	8664308773	8668883495	8778380716
8002342043	8005099241	8009431197	8664308774	8668883496	8779546333
8002461664	8005099964	8009512869	8664308775	8668883497	8779835222
8002462709	8005106045	8009522869	8665106667	8668883498	8779835333
8002462713	8005106674	8009527869	8665508556	8668883499	8779835444
8002463309	8005106681	8009547869	8665508557	8668883501	8779835677
8002463984	8005114572	8009557869	8665508558	8668883502	8779835777
8002464191	8005114586	8009597869	8665508559	8668884029	8779873897
8002464349	8005191347	8009607869	8665508560	8668884030	8882613556
8002464399	8005191348	8009787869	8665508561	8668884031	8882670255
8002465450	8005191690	8009887869	8665508562	8668884032	8882739225
8002469670	8005191728	8009952458	8665508563	8668884033	8883048519
8002530152	8005191735	8662195742	8665508564	8668884034	8883048520
8002531732	8005191763	8662195743	8665508565	8668884035	8883048521
8002531856	8005402869	8662195782	8665508603	8668884036	8883048522
8002532082	8005440678	8662195901	8665508612	8668884037	8883048523
8002541179	8005447086	8662195905	8665508613	8668884038	8883048524
8002541183	8005447850	8662195932	8665508614	8668963291	8883048525
8002542698	8005448025	8662195947	8665508615	8668963294	8883048526

number	number	number	number	number	number
8002551170	8005448780	8662195948	8665508616	8668963295	8883048527
8002551396	8005456994	8662195949	8665508617	8668963298	8883048528
8002551642	8005458001	8662195950	8665508618	8668963299	8885501247
8002836931	8005458675	8662280420	8665508619	8668963327	8885507953
8002868241	8005652579	8662280421	8665508620	8668963334	8885508127
8003058192	8005655632	8662280422	8665581730	8668963340	8885508302
8003106718	8005789373	8662280423	8665646983	8668963341	8885508506
8003135291	8005789443	8662280424	8666399123	8668963345	8885508520
8003207651	8005789481	8662280425	8666399329	8669546300	8885508569
8003342601	8005789559	8662280426	8666399638	8669835111	8885509433
8003379755	8005789599	8662316918	8666399737	8669835222	8885509459
8003436824	8005789743	8662316919	8666399956	8669835249	8885509768
8003459835	8005790416	8662316920	8666518132	8669835333	8885544010
8003557310	8005790978	8662316921	8666518163	8669835444	8885544865
8003651765	8005791225	8662316922	8666518164	8669835463	8885545056
8003651807	8005791842	8662376278	8666855589	8669835777	8885545302
8003652360	8005852869	8662453153	8666855590	8669835888	8885545409
8003655260	8006052869	8662462970	8666855591	8669999024	8885545419
8003672813	8006182869	8662463166	8666855592	8772376278	8885545427
8003680561	8006186350	8662463868	8666855593	8772388594	8885545458
8003684897	8006186354	8662464236	8666855594	8772414257	8885545602
8003694103	8006186355	8662464723	8666855595	8772415715	8885545611
8003695048	8006186563	8662464971	8666855596	8772759835	8885868241
8003700580	8006186822	8662465217	8666855597	8772810430	8885973477
8003707021	8006186877	8662466954	8666855598	8773237283	8885979853
8003709550	8006187041	8662472737	8666879546	8773243432	8887863795
8003713794	8006187423	8662746463	8667392737	8773343432	8887863835
8003713818	8006300963	8662866731	8667669466	8773459835	8887863981
8003714019	8006302259	8662867093	8667824249	8774257283	8887864044
8003714028	8006302295	8663139058	8668314912	8774294134	8887864069
8003714146	8006302298	8663139059	8668314913	8774557393	8887864173
8003714202	8006302306	8663139060	8668314914	8774557394	8887864176
8003714262	8006302309	8663139061	8668314915	8775048059	8887864180
8003714339	8006302312	8663139062	8668314916	8775048060	8887864191
8003714351	8006302316	8663139063	8668314917	8775048061	8888612466
8003714399	8006302319	8663139064	8668314919	8775048062	8888619117
8003757869	8006302324	8663139065	8668314930	8775048063	8888619120
8003838726	8006385261	8663139066	8668314931	8775048064	8888619130
8003917869	8006462869	8663139067	8668314932	8775048065	8888619135
8003982776	8006565826	8663213337	8668322680	8775048066	8888619136
8003983787	8006588722	8663214999	8668322681	8775048067	8888619137
8003984539	8006596871	8663219835	8668322682	8775048068	8888625713
8003985680	8006867869	8663284300	8668322683	8775070733	8888626053
8003986148	8006957869	8663284302	8668322684	8775278922	8888626054
8003987164	8007599987	8663284303	8668322685	8775278924	8888807869
8003989754	8007857869	8663284306	8668322686	8776008755	8889835872
8003990493	8007902381	8663284307	8668322687	8776008756	
8003992735	8007902402	8663284308	8668322688	8776008757	
8003994694	8007927869	8663284ddd	8668322689	8776008758	

number	number	number	number	number	number
8003994695	8007937869	8663366782	8668345639	8776008759	
8004177869	8007947869	8663674404	8668384778	8776008760	
8004211438	8007957869	8663674410	8668403269	8776008761	
8004211744	8008102869	8663674411	8668431801	8776008762	
8004211794	8008192869	8663674412	8668431802	8776008763	
8004211825	8008360054	8663674413	8668431803	8776008764	
8004212832	8008369275	8663674414	8668431804	8776120167	
8004213032	8008381420	8663674415	8668431805	8776120234	
8004213449	8008400097	8663674416	8668431806	8776120235	
8004214392	8008401780	8663674417	8668431807	8776120247	
8004215271	8008403960	8663674418	8668431808	8776120248	
8004215453	8008405663	8664016877	8668431809	8776120249	
8004276758	8008407869	8664016878	8668431810	8776120250	

Seller's Disclosure Schedule 4.12(b)

Licensed Intellectual Property

1. MSDN Universal	(19)
2. ISA Server Enterprise Edition	(3)
3. SQL CAL	(1,097)
4. SQL Server 2000	(6)
5. SQL Server 2000 EE	(23)
6. SQL Server 7.0	(2)
7. Windows 2000 CAL	(357)
8. Windows 2000 Server	(29)
9. Windows Server Enterprise	(29)
10. Windows Server Standard	(138)
11. Oracle Per CPU	(30)
12. Windows XP Pro	(870)
13. Office 2k3 Pro	(870)
14. Visio 2k3 Pro	(300)
15. Project 2k3 Pro	(270)
16. Symantec AntiVirus	(1000)
17. Telution	
18. EBPP Web Service	
19. ECPP	
20. OLO	
21. CyberSource	

22. Ebill
23. T-Eloa
24. Simplicity
25. CCMi
26. Genesys Contact Center Suite including CTI, Webchat, Customer Care Interface,
IVR outbound dealer and reporting
27. Nuance
28. ADP
29. Chat-Admin and Chat
30. NCCIVR
31. Referral Web Site
32. Commissioning
33. E-View
34. TPV Validate
35. CIC
36. ORSYP
37. Jboss
38. COGNOS
39. E-Time
40. Solomon
41. CostGuard OSS
42. Exchange 2003
43. Veritas

44. Snowshore

45. Credit card merchant ids

Seller's Disclosure Schedule 4.12(c)

Intellectual Property Infringements

1. Exchange 2003
2. Veritas
3. Snowshore
4. MSDN

Seller's Disclosure Schedule 4.12(d)

Intellectual Property Registrations

Non-Registered Intellectual Property

1. RTS (Real Time System) Messaging Platform
2. Preprocessor Mediation
3. WEB Applications and Interfaces
4. Customer Representative GUI
5. CSR Lite
6. Inside Sales Serviceability Tool
7. Commissioning System
8. CS3 Middleware
9. Customer collections scripts and dialer interface
10. Z-Library including search engine SW
11. Data warehouse and all scripts for loading, all reports, and associated data extraction scripts
12. Source code, executables, and documentation for all Trinsic and Z-Tel developed software and systems including customizations to third party applications
13. BOSS trouble ticketing system

Seller's Disclosure Schedule 4.12(e)

Intellectual Property Restrictions

None (Other than normal restrictions on International transfer)

Seller's Disclosure Schedule 4.12(f)

IT Assets

Touch 1:

Computer Hardware –

Please refer to Touch 1 Communications – Tangible Personal Property Excel Spreadsheet
Lines 10 through 603.

General Equipment -

Please refer to Touch 1 Communications – Tangible Personal Property Excel Spreadsheet
Lines 607 through 648

Office and Furniture Equipment -

Please refer to Touch 1 Communications – Tangible Personal Property Excel Spreadsheet
Lines 652 through 657 and Lines 659 through 666 and Lines 668 through 671 and Lines
645, 646 and Lines 778 through 784 and Lines 826, 829, 830 and Lines 1068 through
1070 and Lines 1096, 1171, 1205, 1206, 1219 and Lines 1320 through 1329 and Lines
1347 through 1351 and lines 1353 through 1355 and 1369, 1370 and Lines 1372 through
1377 and lines 1396 and lines 1404 through 1406 and Lines 1409, 1415 and Lines 1419
through 1422 and Lines 1427, 1435.

Call Center Equipment -

Please refer to Touch 1 Communications – Tangible Personal Property Excel Spreadsheet
None Identified

Switching Equipment -

Please refer to Touch 1 Communications – Tangible Personal Property Excel Spreadsheet
None Identified

Trinsic Communications:

Computer Hardware –

Please refer to Trinsic Communications, Inc. – Tangible Personal Property Excel
Spreadsheet
Lines 556 through 3831

General Equipment -

Please refer to Trinsic Communications, Inc. – Tangible Personal Property Excel
Spreadsheet

None Identified

Office and Furniture Equipment -

Please refer to Trinsic Communications, Inc. – Tangible Personal Property Excel Spreadsheet

Lines 8 and Lines 177 through 185 and Lines 446 through 462 and Lines 465 through 469 and Lines 471 through 553.

Call Center Equipment -

Please refer to Touch 1 Communications – Tangible Personal Property Excel Spreadsheet

None Identified

Lines 3834 through 3915

Switching Equipment -

Please refer to Trinsic Communications, Inc. – Tangible Personal Property Excel Spreadsheet

Lines 3918 through 4178

Software: Please refer to section 4.12 (b) above

Seller's Disclosure Schedule 4.14(a)

Material Contracts

1. Horace J. "Trey" Davis III
2. Donald C. Davis
3. Michael M. Slauson
4. Paul T. Kohler
5. Sabrina Brown
6. Jan Croley
7. Andrew L. Graham
8. Wendell Nelson
9. Mike Rogers
10. Margaret D. Rubino
11. Form of Indemnification Agreement (executive officers and directors)
12. Alpina Capital
13. 1998 Equity Participation Plan.
14. 2000 Equity Participation Plan.
15. 2004 Stock Incentive Plan.
16. The 1818 Fund III, L.P.
17. Sprint Communications Company L.P./Sprint Comm. Company of VA, Inc.
18. Access Integrated Networks, Inc.
19. CommX Holdings, Inc.
20. BellSouth (Commercial Agreement and Interconnection Agreements)
21. Qwest (Commercial Agreement and Interconnection Agreements)
22. AT&T/SBC (Commercial Agreement and Interconnection Agreements)
23. Embarq (Commercial Agreement and Interconnection Agreements).
24. Verizon (Commercial Agreement and Interconnection Agreements)
25. Thermo Credit, LLC.
26. Accenture
27. Advance Communications
28. Alliance Data Systems/ADS MB Corporation
29. ADP
30. Agility

31. Altel
32. Arcus (Iron Mountain Storage)
33. Blue Cross/Blue Shield
34. Capital One
35. Cobbs Allen and Hall
36. Commercial Building Maintenance
37. Control Point Solutions
38. Corporate Direct
39. CT Corp
40. Covad
41. CCMI
42. Data Exchange
43. eresource
44. eCommerce
45. Equinox
46. Executive Services
47. Frontier
48. Global Crossing
49. Illuminet
50. INTEC Telecom Systems
51. Intrado
52. Level 3 Communicaitons
53. MCI Worldcom Network Services
54. MFS
55. Oracle USA, Inc.
56. ORYSP
57. Pipkins
58. ProTel/Progress Telecom
59. SMS/800 Management
60. Switch and Data
61. SYSIX Financial, LLC
62. Telution, LLC
63. Time Warner
64. TNS

65. Valucom
66. Wilder Corporation
67. Williams Communications, LLC
68. Wiltel Communicaitons
69. XO
70. Johnson Controls (York)
71. BCBS
72. CPP 369 Lex LLC
73. Ernst & Young LLP
74. Equifax
75. Hilb, Rogal & Hobbs
76. IKON
77. IKON Office Solutions
78. Imagistics
79. Jefferson Pilot Financial
80. MFS Telecom, Inc.
81. Murfee Meadows
82. Moore Colson
83. OCE Imagistics, Inc.
84. Pitney Bowes
85. Provident Life and Accident
86. Service Contract Solutions
87. Vision Care
88. Wystar
89. TMI
90. Fingerhut
91. CSG Affiliates, LLC
92. Family Dollar
93. Foot Locker, Inc.
94. 1st Family
95. 21st Communications
96. 5Linx Enterprises, Inc.
97. 911 Wireless Corp.
98. A&A Enterprises

99. A+B Marketing Dba Paging Plus
100. Abdul Muhammad
101. Affiliated Inc.
102. Aim Telecom and Data Corp.
103. Alan Lammey
104. Alfredo Marrero
105. AllComm
106. Alternative Communications Consultants
107. American Consultants, Inc.
108. American Services, Inc.
109. AmeriThai Corporation
110. Amerivision Communications, Inc.
111. Ann Porter
112. Archer Enterprizes
113. Archie Turner Jr.
114. Aron Walters
115. Artista Communications, Inc.
116. ASAE Communication
117. Associated Marketing Enterprises, Inc.
118. ATEL2000 Inc.
119. Axis Marketing Group, LLC
120. Beauford Sykes
121. Beels International Ltd.
122. BKS Consulting Firm LLC
123. Blessed Hands At One Communications
124. Bowers Enterprises
125. Bragstorm Technology
126. Bravo Communications
127. BrentlCom Inc.
128. Bret Cooksey
129. Brett Rosenthal
130. Bruce Moran
131. BTB Soft, Inc.
132. C&D Enterprises

133. Capers Brazzell
134. Carol Brancato
135. Cash Flow International, Inc.
136. CCN Capital Ventures Corp.
137. CEB Communications
138. CECUCCH
139. Cell Cards of Illinois
140. Celluphone Dealer
141. Champion Communications
142. Citi Communications
143. Clark Barkley
144. Coast-to-Coast-Communications Inc.
145. Cognigen Networks, Inc.
146. Commerce Consulting Corp. d/b/a World Telecom Group
147. CommFusion Inc.
148. Communicate Direct
149. Communication Engineers, Inc.
150. Competition Telecom, Inc.
151. Computer Troubleshooters
152. Connect Utilities, Inc.
153. ConnectUS LLC
154. Consec
155. Consumer Choice, Inc.
156. Contact USA
157. Coremega Marketing
158. CorpDirect Agents, Inc.
159. Corporate Wireless Group, Inc.
160. CRX Marketing LLC
161. Cyber Surveillance Group, Inc.
162. Dale Cathey d/b/a D.C. Enterprises
163. Daniel Ryan
164. Darlene Deloatch
165. David Cichoski
166. David Cober

167. David Dunn Jr.
168. David Mosher
169. David O'Brien
170. David Salamon
171. Derrick Wilder
172. Designrite Corp
173. Dial Discount USA, Inc.
174. Dial Telecommunications
175. Digital Link
176. Discount-Link Communications
177. Diversified Communications Inc.
178. DJ's Are US
179. Dominian, LLC
180. Donald DAvanzo
181. Dr A. Ayesh
182. DSCI Corp
183. Dunamis Inc.
184. DykesWest Communications
185. Economy Telecom
186. EDPurchases, LLC
187. eFreedom Team, LLC
188. Eli Zusstone
189. Ellis Falkoff
190. Encom International Corporation
191. Encore Group, Inc.
192. Energy Savers Telecomm
193. Escape International, LLC
194. Espirit de Corpe Inc.
195. eStarNetwork
196. Exodus Marketing Int.
197. Expedious Network
198. Faith Enterprises of Miami, Inc.
199. Fastech Consulting LLC
200. Financial Destination

201. Fionda Communications LLC
202. FireBall Computing
203. First American Telecom Corporation
204. First Class Benefits, Inc.
205. Fred Cate
206. Frederic Ducksworth
207. Freedom Telecom LLC
208. Freedom Telecom Inc.
209. Future Group LLC
210. Gabriel Duta
211. Garrett Hutsko
212. Gary and Freda Holems
213. Get Connected, Inc.
214. GFI Corp. Inc.
215. Glacier Communications
216. Global Systems Inc.
217. Global Systems Telecom Inc.
218. Glory Enterprises
219. Gortech Communications
220. Grand Lodge, Fraternal Order of Police
221. Great Lakes Wireless, Inc.
222. Gryphone Telecom Consultants LLC
223. GT Partners, LLC
224. Guiding Light Financial Services
225. Gwendolyn Thomas
226. HBO Tax Academy
227. High Communications
228. Homeline Communications
229. Horizon Networks
230. ICG Telecom Group Inc.
231. IFL International, Inc.
232. Information Management Specialist
233. Interstate Communications LLC
234. inXone, LLC

235. Israel Rosenberg
236. Jacqueline Phillipotts
237. Jake Harden
238. James Barfield
239. James Herring
240. James Simmons
241. Jason Delbert
242. Jason Vestveer
243. Juares Robert
244. Javier Gerstner
245. Jeff Cohn
246. Jeff Gady
247. Jimmy Hall
248. JNS Group
249. Joann Cox-Johnson
250. Joe Takacs
251. John Sims
252. Jonas Hedman
253. Josef Fain
254. Josef Fluckiger
255. Joy Adams-Adekoya
256. Joy Martin
257. Kaddis & Incorporated
258. Karine Stephens
259. Keane Telecom Consulting LLC
260. Kelly Bryson
261. KN & Associates, LLC
262. Kristey Woltjer
263. Leonard McPherson II
264. Liberty International, Inc.
265. Lightyear Inc.
266. Lisa Micali
267. Logikwerks, Inc.
268. Lower MyBills

269. M&H Associates
270. Marcia Bexley
271. Marilyn Taylor
272. Mark M. Dratel
273. Market Depot Inc.
274. Matt Farner
275. Matt Minkowsky
276. Matthew Cordaro
277. Maxline Communications, Inc.
278. Maxxis 2000, Inc.
279. Media Marketing Group
280. Mega-1
281. Mellenia Telecom LLC
282. Mercedes Inc.
283. Merchant Training Services
284. Meridian Technologies
285. Mesamche Lev
286. Michael Bolden
287. Michael Corby
288. Michael Graham
289. Michael Oshman
290. Mike Baudendistel
291. Mike Kerelitch
292. Mike Slauson
293. MobilCom, Inc.
294. Multitude, Inc.
295. Naivon Walton
296. Nathan Carlson
297. NationsLink Communications
298. NetBring
299. NetComm International
300. Networker 2000.Com
301. New Millennium Strategies, LLC
302. Newton, Inc.

- 303. NEXX
- 304. Nice Touch Communications
- 305. Nick Rattavichit
- 306. Noel Palmer
- 307. Norm Nicholson
- 308. North American Communications
- 309. Omniworld (TM) Communications Division
- 310. Onlinechoice
- 311. Optimal Telephone
- 312. Out Las Vegas Bugle
- 313. OutSource Network
- 314. Pamela Jones
- 315. Part Time America
- 316. Partel, Inc.
- 317. Partners 2000
- 318. PartnerTEL, Inc.
- 319. Pathway Communications and Consulting Services
- 320. Pat's Pagers & Telecommunication Service
- 321. Pavillion2
- 322. PC Inc.
- 323. Peace Of Mind Managed Care Inc.
- 324. PHATCOM.NET
- 325. Phil McComb
- 326. PJ Belle
- 327. POSLink, Inc.
- 328. Premium Connections, Inc.
- 329. Pro Life Communications
- 330. Qcorps Residential, Inc.
- 331. Quality Services and Products, Inc.
- 332. Qx2 Global Technologies
- 333. R&D Communications
- 334. RAM
- 335. Ramon Vasquez
- 336. RCI Sales Inc.

337. Realty Express Inc.
338. Refer Everyone.com
339. Reliable Communications Inc.
340. Response Inc.
341. Retail Energy Marketing, LLC
342. Reynwood Communications, Inc.
343. RHG Marketing
344. Richard Paris
345. Richards & Associates of Illinois Inc.
346. Rob Wooten
347. Robert Davis
348. Robertson-Marketing, Inc.
349. Roderick Campbell
350. Ron Harrell
351. Ron Rivchin
352. Rufus Thompson
353. Satellites Inc.
354. Save More on Telecommunications
355. Seamless Voice Services
356. Service Based Communications
357. Service Plus International
358. Seven Tel L.C.
359. Shan English
360. Sherry Higgins
361. Shirley Dewitz
362. Signature Weddings, Occasions and Travel
363. Simpliciti Consulting, Inc.
364. Simply Telecomm
365. Sinu Sinu
366. Skybusiness, Inc.
367. SkyTalk Communications
368. SmartPrice.com
369. Smith Speaks
370. Sound Security, Inc.

371. Spectrum Communications Group, Inc.
372. Spring Valley Marketing Group, LLC
373. Stacey Calloway
374. Stanley Mettoyner
375. Sternnock & Associates, LLC
376. Stephen Gay
377. Steve Shebli
378. Superior Alternatives
379. Talizman
380. Talk Cheap, Inc.
381. Team In Focus LLC
382. Team LLC
383. TeamNationwide
384. Technology System Solutions
385. Telebay
386. TeleCom South
387. Teledigital Consulting and Business Management LLC
388. Telephone & Internet Services
389. Texxon Utilities LTD
390. The Free Network, LLC
391. The Gosier Group, Inc.
392. The Gresham Group, Inc.
393. The Kinship Group
394. The Phone Company
395. The Top Inc.
396. The Varsity, Inc.
397. Thomas Woltjer
398. Timothy Bailey
399. Todd Knickel
400. TPEG
401. Traffix
402. Tree Top Communications, Inc.
403. Trident Marketing International
404. Trilogy Online Investor Inc.

405. U.S. Telebrokers, Inc.
406. U-Got The Right Connection
407. Ultra Tech
408. Unicom
409. United Wireless, inc.
410. Unlimited S and D
411. Uptown Promotions
412. Urban Marketing Group
413. VB Porter & Company
414. Ve'Cal Communications
415. Venture Group
416. Victor Garcia
417. VIP Network LLC
418. Voice Direct Communications
419. VoiceWorks USA, L.P.
420. VoiceWorks USA, L.P. #3
421. Walter Sheard
422. West Coast Computers
423. West FL Lighting Aquatics Inc.
424. Wheelock
425. Winn-Dixie Stores, Inc.
426. Winstar
427. Wireless Options
428. Wireless Communications of Michigan
429. Working Assets
430. World Harvest Communications, Inc.
431. Z3 Marketing
432. ZCOM LLC
433. Zeke Inc.
434. Z-TEL ISC Program Managers
435. Telcordia
436. Cybersource
437. Paymentech
438. LEC-Billing and Collection Agreements

- 439. Billsoft
- 440. Solomon
- 441. InfoDirections

Seller's Disclosure Schedule 4.14(c)

Notice of Default under Material Contracts

1. Accenture
2. NeuStar
3. Verizon
4. AT&T/SBC
5. Qwest
6. BellSouth
7. Brown Brothers Harriman/The 1818 Fund
8. Thermo Credit, LLC

Seller's Disclosure Schedule 4.14(d)

Assigned Contracts

None

Seller's Disclosure Schedule 4.15(a)

State PUCs

1. Alabama Public Service Commission
2. Arizona Corporation Commission
3. Arkansas Public Service Commission
4. California Public Utilities Commission
5. Colorado Public Utilities Commission
6. Connecticut Department of Public Utility Control
7. Delaware Public Service Commission
8. District of Columbia Public Service Commission
9. Florida Public Service Commission
10. Georgia Public Service Commission
11. ~~Hawaii Public Utilities Commission~~
12. Idaho Public Utilities Commission
13. Illinois Commerce Commission
14. Indiana Utility Regulatory Commission
15. Iowa Utilities Board
16. Kansas Corporation Commission
17. Kentucky Public Service Commission
18. Louisiana Public Service Commission
19. Maine Public Utilities Commission
20. Maryland Public Service Commission
21. Massachusetts Department of Telecommunications and Energy
22. Michigan Public Service Commission
23. Minnesota Public Utilities Commission
24. Mississippi Public Service Commission
25. Missouri Public Service Commission
26. Montana Public Service Commission
27. Nebraska Public Service Commission
28. Nevada Public Utilities Commission
29. New Hampshire Public Service Commission
30. New Jersey Board of Public Utilities
31. New Mexico Public Regulation Commission
32. New York State Public Service Commission
33. North Carolina Utilities Commission
34. North Dakota Public Service Commission
35. Ohio Public Utility Commission
36. Oklahoma Corporation Commission
37. Oregon Public Utility Commission
38. Pennsylvania Public Utility Commission
39. Rhode Island Public Utilities Commission
40. South Carolina Public Service Commission
41. South Dakota Public Utility Commission

42. Tennessee Regulatory Authority
43. Texas Public Utility Commission
44. Utah Public Service Commission
45. Vermont Public Service Board
46. Virginia State Corporation Commission
47. Washington Utilities and Transportation Commission
48. West Virginia Public Service Commission
49. Wyoming Public Service Commission
50. Wisconsin Public Service Commission

Seller's Disclosure Schedule 4.15(b)

Communications Licenses

CLEC AND IXC AUTHORITY	CLEC AUTHORITY	DOCKET /ORDER /Certification Number	IXC AUTHORITY	DOCKET /ORDER / Certification Number
Alabama	10/15/1998	Docket # 26575	10/15/1998	Docket # 26560
Arizona	9/18/2000	Docket # T-03589A-00-0280 and Decision # 62896	2/19/1999	Docket # T-03589A-98-0362 and Decision # 61540
Arkansas	9/17/2001	Docket # 00-290-U; Order No. 2	10/13/1998	Docket # 98-194-U; Order No. 3
California	6/8/2000	Decision # 00-06-030; Co Code U-6027-C	7/20/1998	Decision # 98-07-056; Co Code U-6027-C
Colorado	5/24/2000	Docket # 00A-202T; Decision # C00-563	8/13/1998	Registration
Connecticut	4/18/2001	Docket # 00-04-22RE01	10/6/1999	Docket #99-03-01
D.C.	6/13/2002	TA02-7-4; Order # 12421	N/A	N/A
Delaware	1/30/2001	Docket # 00-576; Order # 5641	12/2/1998	Docket # 98-340; Order # 4956
Florida	9/22/1998	Docket # 980786 ; Order No. PSC 98-1177-POF-TX	9/21/1998	Docket # 980665-T; Certificate # 5695
Georgia	5/2/2000	Docket # 9407-U; Certification # C-104	6/2/98	Docket # 9203-U; Certification # R-527

CLEC AND IXC AUTHORITY	CLEC AUTHORITY	DOCKET /ORDER /Certification Number	IXC AUTHORITY	DOCKET /ORDER / Certification Number
Hawaii	4/19/2002	Docket # 01-0428; Decision and Order # 19318	4/29/99	Docket # 99-0047; Decision and Order #16961
Idaho	7/6/2001	Case # GNR-T-00-39; Order # 28766	7/22/98	Registration
Illinois	11/5/1998	Order # 98-0476	7/22/98	Order # 98-0386
Indiana	7/19/2000	Cause # 41732	7/12/98	Registration CTA 9806-7
Iowa	8/3/2000	Docket # TCU-00-47 ; Certificate # 0228	6/16/2000	Registration
Kansas	12/21/2000	Docket # 01-ZTCT-398-COC	9/28/98	Docket # 98-ZTCT-815-COC
Kentucky	5/6/2000	NA	6/1/1998	NA
Louisiana	5/15/2000	Certificate # TSP00304-A	1/26/00	Docket # S-23500; Certificate # TSP00304
Maine	1/5/2001	Docket # 2000-925	2/8/2000	Docket # 99-848
Maryland	6/7/2000	TE-4461; ML #s 71290, 71932, 72171	3/22/2000	TB - 4223; ML# 69610
Massachusetts	7/10/1998	date-stamped letter	7/10/1998	date-stamped letter
Michigan	5/22/2000	Case # U-12335	6/1/1999	Registration

CLEC AND IXC AUTHORITY	CLEC AUTHORITY	DOCKET /ORDER /Certification Number	IXC AUTHORITY	DOCKET /ORDER / Certification Number
Minnesota	11/13/2000	Docket # P-5843/NA-00-745	4/10/2000	Docket # P5843/NA-99-1666
Mississippi	10/16/2000	Docket # 1998-UA-443	11/5/98	Docket # 98-UA-443
Missouri	3/15/2001	Case # TT-2000-645; Tariff No. 200000943	11/14/98	Case # TA-99-15
Montana	11/12/2003	Internet Registration	11/12/2003	Internet Registration
Nebraska	8/7/2001	Application # C-2522	2/29/00	Application # C-2205
Nevada	9/12/2000	Docket # 00-5048, CPC 2332 - Sub 2	9/12/2000	Docket # 00-5048, CPC 2332 - Sub 1
New Hampshire	7/30/2001	Docket # 00-244; Order # 23,753	3/18/99	Order # 22, 473 ; Authorization # IXC 34699
New Jersey	1/10/2002	Docket # TE00030189	5/6/1998	Date-stamped Resal Letter of Acknowledgment
New Mexico	3/20/2001	Utility Case # 3515	6/20/2000	Utility Case # 3229
New York	7/30/1998	Case # 98-C-0754	7/30/1998	Case # 98-C-0754
North Carolina	4/11/2001	Docket # P-817, sub 2	3/24/1999	Docket # P-817
North Dakota	3/14/2001	Case # PU-2079-00-655 ; Certificate # 4679	4/14/1999	Case #PU- 2079-99-150 ; Certificate # 621

CLEC AND IXC AUTHORITY	CLEC AUTHORITY	DOCKET /ORDER /Certification Number	IXC AUTHORITY	DOCKET /ORDER / Certification Number
Ohio	9/20/2000	Case # 00-937-TP-ACE ; Certificate # 90-9140	9/20/2000	Case # 00-937-TP-ACE ; Certificate # 90-9140
Oklahoma	1/29/2001	Cause # PUD 200000618 ; Order # 448690	8/15/2000	Cause # PUD 980000420 ; Order # 443711
Oregon	11/20/1998	Order # 98-475 ; CP 486	6/4/1998	Order # 98-229 ; CP 468
Pennsylvania	3/8/1999	Docket # A-310706, F0002	3/8/1999	Docket # A-310706
Rhode Island	9/25/2000	Docket # 3196 ; Order # 16425	9/1/1998	Docket # 2262(o10) ; Order # 15685
South Carolina	10/2/1998	Docket # 98-303-C ; Order # 2000-809	10/2/1998	Docket # 98-303-C ; Order # 2000-809
South Dakota	3/9/2001	Docket # TC00-196	9/21/1998	Docket # TC98-139
Tennessee	3/22/2001	Docket # 00-00861	9/15/1998	Case # 98-00410
Texas	10/21/1999	Docket # 21255	5/6/1998	Registration
Utah	10/23/2000	Docket # 00-2257-02	NA	NA
Vermont	1/18/2001	CPG # 472-CR	5/11/1999	CPG # 472
Virginia	9/23/1998	Case # PUC980093	NA	NA

CLEC AND IXC AUTHORITY	CLEC AUTHORITY	DOCKET /ORDER /Certification Number	IXC AUTHORITY	DOCKET /ORDER / Certification Number
Washington	9/9/1998	Docket # UT-980837	7/8/1998	Docket # UT-980837
West Virginia	4/18/2001	Case # 00-1472-T-CN	2/1/1999	Case # 98-0800-T-CN
Wisconsin	NA *	NA	8/18/1998	PSCW ID 7319
Wyoming	8/20/2001	Docket # 70084-TA-01-2 ; Record # 6699	8/20/2001	Docket # 70084-TA-01-2 ; Record # 6699
FCC	n/a	n/a	6/19/1998	ITC -214-19980507-00300 (international authority)

Seller's Disclosure Schedule 4.16

Brokers and Finders

None

Seller's Disclosure Schedule 4.18(a)

Personal Property Leases

1. Sysix
2. IKON
3. Imagistics/OCE Imagistics
4. Pitney Bowes

Seller's Disclosure Schedule 4.18(b)

Vehicles

- | | |
|------------------------------------|---------------------|
| 1. Ford E150 Cargo Van | (1FTRE14W44HB3999) |
| 5. Chevrolet CC10703 Pick Up Truck | (1GCEC14W2VZ145514) |
| 6. Ford Aero Star Van | (1FMDA11U0SZB62548) |
| 7. Ford Aero Star Van | (1FMDA11U6SZB7124) |

Seller's Disclosure Schedule 4.19(a)

Owned Real Property

Owned Real Property

Corporate Campus – Atmore, Alabama (Escambia County)
Seven Building Representing just under 74,000 Gross Square Feet

Property Parcel A: Beginning at a point which is 265.9 feet West and five feet South of the intersection of the North line of the Southwest Quarter, of Northwest Quarter Section 32, Township 1 North, Range 6 East, with the West line of Alabama Highway 21; thence run West 315 feet; thence run North five feet to the Southwest corner of Ralph L. Smith lot; thence run West along the forty line 400 feet to the East line of Burlington Northern Railroad right of way; thence run South 420 feet along said right of way line to a point which is 300 feet North of the North line of Brookwood Road; thence run East and parallel with the North line of said road 300 feet; thence run South and parallel with the East line of Burlington Northern Railroad 300 feet to the North line of Brookwood Road; thence run East along the North line of Brookwood Road 30 feet; thence run North and parallel with the East line of Burlington Northern Railroad 300 feet; thence run East and parallel with the North line of Brookwood Road 170 feet; thence run North and parallel with the East line of Burlington Northern Railroad 100 feet; thence run East and parallel with the North line of Brookwood Road 100 feet; thence run North 315 feet to the point of beginning.

Property Parcel B: Beginning at a point on the West line of Alabama Highway 21 which is 160 feet South of the intersection of that line with the North line of Southwest Quarter of Northwest Quarter of Section 32, Township 1 North, Range 6 East; thence continue South along the West line of said highway 60 feet; thence run West 200 feet; thence run North 60 feet; thence run East 200 feet to the point of beginning.

Property Parcel C: Beginning at a point which is 160 feet South and 200 feet West of the intersection of the West line of Alabama Highway 21 with the North line of the Southwest Quarter of Northwest Quarter of Section 32, Township 1 North, Range 6 East, thence run West 65.9 feet; thence run South 60 feet; thence run East 65.9 feet; thence run North 60 feet to the point of beginning.

Encumbrances

Mortgage: The 1818 Fund III, L.P.

Seller's Disclosure Schedule 4.19(b)

Leased Real Property

Leased Real Property:

1. Wilder Corporation
Suite 220, Knights Point, Tampa, Florida
2. CPP 369 Lex LLC
369 Lexington Avenue, 18th Floor, New York, NY
3. Atmore Lot
Access Parcel – 99 Year Lease - \$750 Annually
4. Sunquest
Pensacola – Temporary Housing

Defaults:

1. Wilder Corporation
2. CPP 369 Lex LLC

Seller's Disclosure Schedule 4.20

Customer Lines

Acquired Line List to be provided through electronic medium at the time of closing.

Seller's Disclosure Schedule 4.21

Assets & Liabilities of Non-Seller Entities

None

Trinsic Communications of Virginia
owns a license to provide
telecommunications services in
the Commonwealth of Virginia.

Purchaser's Disclosure Schedule 5.3
Consents and Approvals; No Violation

None