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**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.)	(Jointly Administered)

**AMENDED SCHEDULES OF ASSETS AND LIABILITIES FOR
Windstream Holdings, Inc. (Case No. 19-22312)**

AMENDED SCHEDULE E/F AND SCHEDULE G²

¹ The last four digits of Debtor Windstream Holdings, Inc.’s tax identification number are 7717. Due to the large number of Debtors in these chapter 11 cases, for which joint administration has been granted, 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’ 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 These amended schedules incorporate by reference and must be considered in connection with the *Global Notes, Methodology, and Specific Disclosures Regarding the Debtors’ Schedules of Assets and Liabilities and Statement of Financial Affairs*, attached to the *Schedules of Assets and Liabilities for Windstream Holdings, Inc. (Case No. 19-22312)*.



Fill in this information to identify the case:

Debtor Windstream Holdings, Inc.
 United States Bankruptcy Court for the: Southern District District of NY
 Case number 19-22312
 (If known)

Check if this is an amended filing

Official Form 206E/F

Schedule E/F: Creditors Who Have Unsecured Claims

12/15

Be as complete and accurate as possible. Use Part 1 for creditors with PRIORITY unsecured claims and Part 2 for creditors with NONPRIORITY unsecured claims. List the other party to any executory contracts or unexpired leases that could result in a claim. Also list executory contracts on Schedule A/B: Assets - Real and Personal Property (Official Form 206A/B) and on Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G). Number the entries in Parts 1 and 2 in the boxes on the left. If more space is needed for Part 1 or Part 2, fill out and attach the Additional Page of that Part included in this form.

Part 1: List All Creditors with PRIORITY Unsecured Claims

1. Do any creditors have priority unsecured claims? (See 11 U.S.C. § 507).

- No. Go to Part 2.
 Yes. Go to line 2.

2. List in alphabetical order all creditors who have unsecured claims that are entitled to priority in whole or in part. If the debtor has more than 3 creditors with priority unsecured claims, fill out and attach the Additional Page of Part 1.

		Total claim	Priority amount
2.1	Priority creditor's name and mailing address	As of the petition filing date, the claim is: \$ _____	\$ _____
		<i>Check all that apply.</i>	
		<input type="checkbox"/> Contingent	
		<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
	Date or dates debt was incurred	Basis for the claim:	
	_____	_____	
	Last 4 digits of account number _____	Is the claim subject to offset?	
		<input type="checkbox"/> No	
		<input type="checkbox"/> Yes	
	Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (____)		
2.2	Priority creditor's name and mailing address	As of the petition filing date, the claim is: \$ _____	\$ _____
		<i>Check all that apply.</i>	
		<input type="checkbox"/> Contingent	
		<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
	Date or dates debt was incurred	Basis for the claim:	
	_____	_____	
	Last 4 digits of account number _____	Is the claim subject to offset?	
		<input type="checkbox"/> No	
		<input type="checkbox"/> Yes	
	Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (____)		
2.3	Priority creditor's name and mailing address	As of the petition filing date, the claim is: \$ _____	\$ _____
		<i>Check all that apply.</i>	
		<input type="checkbox"/> Contingent	
		<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
	Date or dates debt was incurred	Basis for the claim:	
	_____	_____	
	Last 4 digits of account number _____	Is the claim subject to offset?	
		<input type="checkbox"/> No	
		<input type="checkbox"/> Yes	
	Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (____)		

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Part 2: List All Creditors with NONPRIORITY Unsecured Claims

3. List in alphabetical order all of the creditors with nonpriority unsecured claims. If the debtor has more than 6 creditors with nonpriority unsecured claims, fill out and attach the Additional Page of Part 2.

		Amount of claim
<p>3.1 Nonpriority creditor's name and mailing address ALAN L. WELLS 12951 OAK BROOK DRIVE URBANDALE, IA 50323</p>	<p>As of the petition filing date, the claim is: <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed</p> <p>Basis for the claim: <u>POTENTIAL LITIGATION CLAIM</u></p>	<p>\$ <u>Undetermined</u></p>
<p>Date or dates debt was incurred <u>Undetermined</u> Last 4 digits of account number <u> </u></p>	<p>Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes</p>	
<p>3.2 Nonpriority creditor's name and mailing address ALLWORX CORP. 4001 NORTH RODNEY PARHAM ROAD BUILDING 1 LITTLE ROCK, AR 72212</p>	<p>As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed</p> <p>Basis for the claim: <u>Intercompany Payable</u></p>	<p>\$ <u>1,011,225,669.39</u></p>
<p>Date or dates debt was incurred <u>Undetermined</u> Last 4 digits of account number <u> </u></p>	<p>Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes</p>	
<p>3.3 Nonpriority creditor's name and mailing address ANTHONY W. THOMAS C/O WINDSTREAM COMMUNICATIONS LLP 4001 N. RODNEY PARHAM LITTLE ROCK, AR 72212</p>	<p>As of the petition filing date, the claim is: <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed</p> <p>Basis for the claim: <u>POTENTIAL LITIGATION CLAIM</u></p>	<p>\$ <u>Undetermined</u></p>
<p>Date or dates debt was incurred <u>Undetermined</u> Last 4 digits of account number <u> </u></p>	<p>Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes</p>	
<p>3.4 Nonpriority creditor's name and mailing address ASPEN INSURANCE COMPANY 141 FRONT STREET HAMILTON, HM 19 BERMUDA</p>	<p>As of the petition filing date, the claim is: <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed</p> <p>Basis for the claim: <u>Surety Bond Number SU10938</u></p>	<p>\$ <u>Undetermined</u></p>
<p>Date or dates debt was incurred <u>Undetermined</u> Last 4 digits of account number <u> </u></p>	<p>Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes</p>	
<p>3.5 Nonpriority creditor's name and mailing address BERKLEY INSURANCE COMPANY 475 STEAMBOAT ROAD FLOOR 1 GREENWICH, CT 06830</p>	<p>As of the petition filing date, the claim is: <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed</p> <p>Basis for the claim: <u>Surety Bond Number 0218158</u></p>	<p>\$ <u>Undetermined</u></p>
<p>Date or dates debt was incurred <u>Undetermined</u> Last 4 digits of account number <u> </u></p>	<p>Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes</p>	
<p>3.6 Nonpriority creditor's name and mailing address BLOUNT, BRADLEY, GILES, HAMILTON, KNOX AND ROANE COUNTIES EMERGENCY COMMUNICATIONS DISTRICTS CHAMBLISS, BAHNER & STOPHEL, P.C. FREDERICK HITCHCOCK 1000 TALLAN BUILDINGTWO UNION SQUARE CHATTANOOGA, TN37402</p>	<p>As of the petition filing date, the claim is: <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed</p> <p>Basis for the claim: <u>POTENTIAL LITIGATION CLAIM</u></p>	<p>\$ <u>Undetermined</u></p>
<p>Date or dates debt was incurred <u>Undetermined</u> Last 4 digits of account number <u> </u></p>	<p>Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes</p>	

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Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.

		Amount of claim
3.7	<p>Nonpriority creditor's name and mailing address</p> <p>BOB, LLC 4001 NORTH RODNEY PARHAM ROAD BUILDING 1 LITTLE ROCK, AR 72212</p> <p>Date or dates debt was incurred Undetermined</p> <p>Last 4 digits of account number</p>	<p>\$844,095.83</p> <p>As of the petition filing date, the claim is: <i>Check all that apply.</i></p> <p><input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed</p> <p>Basis for the claim: Intercompany Payable</p> <p>Is the claim subject to offset?</p> <p><input type="checkbox"/> No <input type="checkbox"/> Yes</p>
3.8	<p>Nonpriority creditor's name and mailing address</p> <p>BROADVIEW NETWORKS, INC. 4001 NORTH RODNEY PARHAM ROAD BUILDING 1 LITTLE ROCK, AR 72212</p> <p>Date or dates debt was incurred Undetermined</p> <p>Last 4 digits of account number</p>	<p>\$1,000,000.00</p> <p>As of the petition filing date, the claim is: <i>Check all that apply.</i></p> <p><input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed</p> <p>Basis for the claim: Intercompany Payable</p> <p>Is the claim subject to offset?</p> <p><input type="checkbox"/> No <input type="checkbox"/> Yes</p>
3.9	<p>Nonpriority creditor's name and mailing address</p> <p>CALERO SOFTWARE JARED B FOLEY GALLET DREYER & BERKEY, LLP 845 THIRD AVENUE 5TH FLOOR NEW YORK, NY 10022</p> <p>Date or dates debt was incurred Undetermined</p> <p>Last 4 digits of account number</p>	<p>\$ Undetermined</p> <p>As of the petition filing date, the claim is: <i>Check all that apply.</i></p> <p><input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed</p> <p>Basis for the claim: POTENTIAL LITIGATION CLAIM</p> <p>Is the claim subject to offset?</p> <p><input type="checkbox"/> No <input type="checkbox"/> Yes</p>
3.10	<p>Nonpriority creditor's name and mailing address</p> <p>CAROL B. ARMITAGE 29 UPPER GLENVIEW DRIVE GLENFORD, NY 12433</p> <p>Date or dates debt was incurred Undetermined</p> <p>Last 4 digits of account number</p>	<p>\$ Undetermined</p> <p>As of the petition filing date, the claim is: <i>Check all that apply.</i></p> <p><input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed</p> <p>Basis for the claim: POTENTIAL LITIGATION CLAIM</p> <p>Is the claim subject to offset?</p> <p><input type="checkbox"/> No <input type="checkbox"/> Yes</p>
3.11	<p>Nonpriority creditor's name and mailing address</p> <p>CAROLO YADEGARIAN, ON BEHALF OF HIMSELF AND ALL OTHERS SIMILARLY SITUATED BOTTINI & BOTTINI, INC. FRANCIS BOTTINI JR. 7817 IVANHOE AVENUE, SUITE 102 LA JOLLA, CA 92037</p> <p>Date or dates debt was incurred Undetermined</p> <p>Last 4 digits of account number</p>	<p>\$ Undetermined</p> <p>As of the petition filing date, the claim is: <i>Check all that apply.</i></p> <p><input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed</p> <p>Basis for the claim: POTENTIAL LITIGATION CLAIM</p> <p>Is the claim subject to offset?</p> <p><input type="checkbox"/> No <input type="checkbox"/> Yes</p>

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3.12	Nonpriority creditor's name and mailing address	\$ <u>Undetermined</u>
<p>CITY OF EVANSVILLE RM 314 CIVIC CENTER COMPLEX EVANSVILLE, IN 47708-1867</p> <p>As of the petition filing date, the claim is: <i>Check all that apply.</i></p> <p><input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed</p> <p>Basis for the claim: POTENTIAL LITIGATION CLAIM</p> <p>Date or dates debt was incurred Undetermined</p> <p>Last 4 digits of account number</p> <p>Is the claim subject to offset?</p> <p><input type="checkbox"/> No <input type="checkbox"/> Yes</p>		

3.13	Nonpriority creditor's name and mailing address	\$ <u>Undetermined</u>
<p>COHEN, LAWRENCE C/O HYNES KELLER & HERNANDEZ, LLC ATTN: MICHAEL HYNES 101 LINDENWOOD DRIVE, SUITE 225 MALVERN, PA 19355</p> <p>As of the petition filing date, the claim is: <i>Check all that apply.</i></p> <p><input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed</p> <p>Basis for the claim: POTENTIAL LITIGATION CLAIM</p> <p>Date or dates debt was incurred Undetermined</p> <p>Last 4 digits of account number</p> <p>Is the claim subject to offset?</p> <p><input type="checkbox"/> No <input type="checkbox"/> Yes</p>		

3.14	Nonpriority creditor's name and mailing address	\$ <u>Undetermined</u>
<p>DAVID S. GREENE 611 ROCKVILLE PIKE, STE. 225 ROCKVILLE, MD 20852</p> <p>As of the petition filing date, the claim is: <i>Check all that apply.</i></p> <p><input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed</p> <p>Basis for the claim: POTENTIAL LITIGATION CLAIM</p> <p>Date or dates debt was incurred Undetermined</p> <p>Last 4 digits of account number</p> <p>Is the claim subject to offset?</p> <p><input type="checkbox"/> No <input type="checkbox"/> Yes</p>		

3.15	Nonpriority creditor's name and mailing address	\$ <u>Undetermined</u>
<p>DENNIS E. FOSTER 50 SCATTER CREEK LOOP CLE ELUM, WA 98922</p> <p>As of the petition filing date, the claim is: <i>Check all that apply.</i></p> <p><input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed</p> <p>Basis for the claim: POTENTIAL LITIGATION CLAIM</p> <p>Date or dates debt was incurred Undetermined</p> <p>Last 4 digits of account number</p> <p>Is the claim subject to offset?</p> <p><input type="checkbox"/> No <input type="checkbox"/> Yes</p>		

3.16	Nonpriority creditor's name and mailing address	\$ <u>Undetermined</u>
<p>DOPPELT, JEFFREY L C/O ROSENTHAL, MONHAIT & GODDESS, P.A. ATTN: CARMELLA KEENER 919 N. MARKET STREET, SUITE 1401 WILMINGTON, DE 19801</p> <p>As of the petition filing date, the claim is: <i>Check all that apply.</i></p> <p><input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed</p> <p>Basis for the claim: POTENTIAL LITIGATION CLAIM</p> <p>Date or dates debt was incurred Undetermined</p> <p>Last 4 digits of account number</p> <p>Is the claim subject to offset?</p> <p><input type="checkbox"/> No <input type="checkbox"/> Yes</p>		

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3.17	Nonpriority creditor's name and mailing address	\$ <u>Undetermined</u>
<p>FETTERS TRUST CR W 200 N AND RD 2190 E/N 1100W JORDAN TOWNSHIP, IN</p> <p>As of the petition filing date, the claim is: <i>Check all that apply.</i></p> <p><input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed</p> <p>Basis for the claim: POTENTIAL LITIGATION CLAIM</p> <p>Date or dates debt was incurred Undetermined</p> <p>Last 4 digits of account number</p> <p>Is the claim subject to offset?</p> <p><input type="checkbox"/> No <input type="checkbox"/> Yes</p>		

3.18	Nonpriority creditor's name and mailing address	\$ <u>Undetermined</u>
<p>FRANCIS X. FRANTZ 405 SAN JUAN DRIVE PONTE VERDRA BEACH, FL 32082</p> <p>As of the petition filing date, the claim is: <i>Check all that apply.</i></p> <p><input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed</p> <p>Basis for the claim: POTENTIAL LITIGATION CLAIM</p> <p>Date or dates debt was incurred Undetermined</p> <p>Last 4 digits of account number</p> <p>Is the claim subject to offset?</p> <p><input type="checkbox"/> No <input type="checkbox"/> Yes</p>		

3.19	Nonpriority creditor's name and mailing address	\$ <u>Undetermined</u>
<p>GOLLENDER, MICHAEL C/O PURCELL JULIE & LEFKOWITZ LLP ATTN: STEVEN PURCELL 65 BROADWAY, SUITE828 NEW YORK, NY 10006</p> <p>As of the petition filing date, the claim is: <i>Check all that apply.</i></p> <p><input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed</p> <p>Basis for the claim: POTENTIAL LITIGATION CLAIM</p> <p>Date or dates debt was incurred Undetermined</p> <p>Last 4 digits of account number</p> <p>Is the claim subject to offset?</p> <p><input type="checkbox"/> No <input type="checkbox"/> Yes</p>		

3.20	Nonpriority creditor's name and mailing address	\$ <u>Undetermined</u>
<p>HAMILTON COUNTY EMERGENCY COMMUNICATIONS DISTRICT HAMILTON COUNTY EMERGENCY COMMUNICATIONS DISTRICT MICHAEL MAHN, GENERAL COUNSEL 711 SIGNAL MOUNTAIN ROAD, PMB 316 CHATTANOOGA, TN 37405</p> <p>As of the petition filing date, the claim is: <i>Check all that apply.</i></p> <p><input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed</p> <p>Basis for the claim: POTENTIAL LITIGATION CLAIM</p> <p>Date or dates debt was incurred Undetermined</p> <p>Last 4 digits of account number</p> <p>Is the claim subject to offset?</p> <p><input type="checkbox"/> No <input type="checkbox"/> Yes</p>		

3.21	Nonpriority creditor's name and mailing address	\$ <u>Undetermined</u>
<p>JEFFREY R. GARDNER C/O BRINKS HOME SECURITY P.O. BOX 814530 DALLAS, TX 75381</p> <p>As of the petition filing date, the claim is: <i>Check all that apply.</i></p> <p><input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed</p> <p>Basis for the claim: POTENTIAL LITIGATION CLAIM</p> <p>Date or dates debt was incurred Undetermined</p> <p>Last 4 digits of account number</p> <p>Is the claim subject to offset?</p> <p><input type="checkbox"/> No <input type="checkbox"/> Yes</p>		

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3.22	Nonpriority creditor's name and mailing address	<u>\$ Undetermined</u>
JEFFREY T. HINSON 3721 POTOMAC AVENUE DALLAS, TX 75205		
As of the petition filing date, the claim is: Check all that apply.		
<input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed		
Basis for the claim: POTENTIAL LITIGATION CLAIM		
Date or dates debt was incurred Undetermined		
Last 4 digits of account number		
Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes		

3.23	Nonpriority creditor's name and mailing address	<u>\$ Undetermined</u>
JUDY K. JONES 2724 CALLE TRANQUILO NW ALBUQUERQUE, NM 87104		
As of the petition filing date, the claim is: Check all that apply.		
<input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed		
Basis for the claim: POTENTIAL LITIGATION CLAIM		
Date or dates debt was incurred Undetermined		
Last 4 digits of account number		
Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes		

3.24	Nonpriority creditor's name and mailing address	<u>\$ Undetermined</u>
KENTON HARDIN HEALTH DEPT. 175 W. FRANKLIN ST., STE. 120 KENTON, OH 43326		
As of the petition filing date, the claim is: Check all that apply.		
<input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed		
Basis for the claim: POTENTIAL LITIGATION CLAIM		
Date or dates debt was incurred Undetermined		
Last 4 digits of account number		
Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes		

3.25	Nonpriority creditor's name and mailing address	<u>\$ Undetermined</u>
LARRY AND CINDY GRAHAM C/O POYNTER LAW GROUP ATTN: SCOTT POYNTER 400 W. CAPITOL AVE., SUITE2910 LITTLE ROCK, AR 72201		
As of the petition filing date, the claim is: Check all that apply.		
<input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed		
Basis for the claim: POTENTIAL LITIGATION CLAIM		
Date or dates debt was incurred Undetermined		
Last 4 digits of account number		
Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes		

3.26	Nonpriority creditor's name and mailing address	<u>\$ Undetermined</u>
MICHAEL STOLTZ P.O. BOX 775932 STEAMBOAT SPRINGS, CO 80477		
As of the petition filing date, the claim is: Check all that apply.		
<input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed		
Basis for the claim: POTENTIAL LITIGATION CLAIM		
Date or dates debt was incurred Undetermined		
Last 4 digits of account number		
Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes		

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		Amount of claim
3.27	<p>Nonpriority creditor's name and mailing address</p> <p>MICHELLE GOODJONES C/O SPEAR, GREENFIELD, RICHMAN, WEITZ & TAGGART, PC ATTN: MARC GREENFIELD 1500 JOHN F. KENNEDY BLVD STE 200 PHILADELPHIA, PA 19102</p> <p>Date or dates debt was incurred Undetermined</p> <p>Last 4 digits of account number</p>	<p>\$ <u>Undetermined</u></p> <p>As of the petition filing date, the claim is: <i>Check all that apply.</i></p> <p><input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed</p> <p>Basis for the claim: POTENTIAL LITIGATION CLAIM</p> <p>Is the claim subject to offset?</p> <p><input type="checkbox"/> No <input type="checkbox"/> Yes</p>
3.28	<p>Nonpriority creditor's name and mailing address</p> <p>NASDAQ CORPORATE SOLUTIONS LLC LOCKBOX 20200 PO BOX 8500 PHILADELPHIA, PA 19178-0200</p> <p>Date or dates debt was incurred Undetermined</p> <p>Last 4 digits of account number</p>	<p>\$ <u>72,584.38</u></p> <p>As of the petition filing date, the claim is: <i>Check all that apply.</i></p> <p><input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed</p> <p>Basis for the claim: Trade Payable</p> <p>Is the claim subject to offset?</p> <p><input type="checkbox"/> No <input type="checkbox"/> Yes</p>
3.29	<p>Nonpriority creditor's name and mailing address</p> <p>NASDAQ CORPORATE SOLUTIONS LLC PO BOX 780700 PHILADELPHIA, PA 19178-0700</p> <p>Date or dates debt was incurred Undetermined</p> <p>Last 4 digits of account number</p>	<p>\$ <u>25,445.62</u></p> <p>As of the petition filing date, the claim is: <i>Check all that apply.</i></p> <p><input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed</p> <p>Basis for the claim: Trade Payable</p> <p>Is the claim subject to offset?</p> <p><input type="checkbox"/> No <input type="checkbox"/> Yes</p>
3.30	<p>Nonpriority creditor's name and mailing address</p> <p>NEW YORK STATE DEPT OF TAXATION AND FINANCE BUILDING 9 WA HARRIMAN CAMPUS ALBANY, NY 12227</p> <p>Date or dates debt was incurred Undetermined</p> <p>Last 4 digits of account number</p>	<p>\$ <u>Undetermined</u></p> <p>As of the petition filing date, the claim is: <i>Check all that apply.</i></p> <p><input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed</p> <p>Basis for the claim: Potential Income Tax Audit Liability</p> <p>Is the claim subject to offset?</p> <p><input type="checkbox"/> No <input type="checkbox"/> Yes</p>
3.31	<p>Nonpriority creditor's name and mailing address</p> <p>NEW YORK STOCK EXCHANGE INC BOX 223695 PITTSBURGH, PA 15251-2695</p> <p>Date or dates debt was incurred Undetermined</p> <p>Last 4 digits of account number</p>	<p>\$ <u>90.00</u></p> <p>As of the petition filing date, the claim is: <i>Check all that apply.</i></p> <p><input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed</p> <p>Basis for the claim: Trade Payable</p> <p>Is the claim subject to offset?</p> <p><input type="checkbox"/> No <input type="checkbox"/> Yes</p>

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Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.

		Amount of claim
3.32	<p>Nonpriority creditor's name and mailing address</p> <p>OKLAHOMA TAX COMMISSION GENERAL COUNSELS OFFICE 100 N. BROADWAY AVE., SUITE1500 OKLAHOMA CITY, OK73102</p> <p>Date or dates debt was incurred Undetermined</p> <p>Last 4 digits of account number</p>	<p>\$ <u>Undetermined</u></p> <p>As of the petition filing date, the claim is: <i>Check all that apply.</i></p> <p><input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed</p> <p>Basis for the claim: Potential Income Tax Audit Liability</p> <p>Is the claim subject to offset?</p> <p><input type="checkbox"/> No <input type="checkbox"/> Yes</p>
3.33	<p>Nonpriority creditor's name and mailing address</p> <p>PAETEC COMMUNICATIONS, LLC 4001 NORTH RODNEY PARHAM ROAD BUILDING 1 LITTLE ROCK, AR 72212</p> <p>Date or dates debt was incurred Undetermined</p> <p>Last 4 digits of account number</p>	<p>\$ <u>1,319,885.95</u></p> <p>As of the petition filing date, the claim is: <i>Check all that apply.</i></p> <p><input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed</p> <p>Basis for the claim: Intercompany Payable</p> <p>Is the claim subject to offset?</p> <p><input type="checkbox"/> No <input type="checkbox"/> Yes</p>
3.34	<p>Nonpriority creditor's name and mailing address</p> <p>PAETEC SOFTWARE CORP JARED B FOLEY GALLET DREYER & BERKEY, LLP 845 THIRD AVENUE 5TH FLOOR NEW YORK, NY 10022</p> <p>Date or dates debt was incurred Undetermined</p> <p>Last 4 digits of account number</p>	<p>\$ <u>Undetermined</u></p> <p>As of the petition filing date, the claim is: <i>Check all that apply.</i></p> <p><input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed</p> <p>Basis for the claim: POTENTIAL LITIGATION CLAIM</p> <p>Is the claim subject to offset?</p> <p><input type="checkbox"/> No <input type="checkbox"/> Yes</p>
3.35	<p>Nonpriority creditor's name and mailing address</p> <p>PHONE RECOVERY SERVICES FOR THE STATE OF MINNESOTA C/O ROBINS KAPLAN LLP ATTN: GARY WILSON 800 LASALLE AVE, STE 2800 MINNEAPOLIS, MN 55402</p> <p>Date or dates debt was incurred Undetermined</p> <p>Last 4 digits of account number</p>	<p>\$ <u>Undetermined</u></p> <p>As of the petition filing date, the claim is: <i>Check all that apply.</i></p> <p><input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed</p> <p>Basis for the claim: POTENTIAL LITIGATION CLAIM</p> <p>Is the claim subject to offset?</p> <p><input type="checkbox"/> No <input type="checkbox"/> Yes</p>
3.36	<p>Nonpriority creditor's name and mailing address</p> <p>POCAHONTAS COUNTY JOINT E911 SERVICE BOARD SHINDLER, ANDERSON, GOPLERUD & WEESE, P.C. J. BARTON GOPLERUD 5015 GRAND RIDGE DRIVE, SUITE 100 WEST DES MOINES, IA 50265</p> <p>Date or dates debt was incurred Undetermined</p> <p>Last 4 digits of account number</p>	<p>\$ <u>Undetermined</u></p> <p>As of the petition filing date, the claim is: <i>Check all that apply.</i></p> <p><input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed</p> <p>Basis for the claim: POTENTIAL LITIGATION CLAIM</p> <p>Is the claim subject to offset?</p> <p><input type="checkbox"/> No <input type="checkbox"/> Yes</p>

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		Amount of claim
3.37	<p>Nonpriority creditor's name and mailing address</p> <p>Q4 INC DEPT CH 19903 PALATINE, IL60055-9903</p> <p>Date or dates debt was incurred Undetermined</p> <p>Last 4 digits of account number</p>	<p><u>\$4,772.37</u></p> <p>As of the petition filing date, the claim is: <i>Check all that apply.</i></p> <p><input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed</p> <p>Basis for the claim: Trade Payable</p> <p>Is the claim subject to offset?</p> <p><input type="checkbox"/> No <input type="checkbox"/> Yes</p>
3.38	<p>Nonpriority creditor's name and mailing address</p> <p>ROBERT MURRAY, ON BEHALF OF HIMSELF AND ALL OTHERS SIMILARLY SITUATED ROBBINS GELLER RUDMAN & DOWD LLP (LEAD COUNSEL) DAVID KNOTTS 655 W. BROADWAY, SUITE1900 SAN DIEGO, CA 92101</p> <p>Date or dates debt was incurred Undetermined</p> <p>Last 4 digits of account number</p>	<p><u>\$ Undetermined</u></p> <p>As of the petition filing date, the claim is: <i>Check all that apply.</i></p> <p><input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed</p> <p>Basis for the claim: POTENTIAL LITIGATION CLAIM</p> <p>Is the claim subject to offset?</p> <p><input type="checkbox"/> No <input type="checkbox"/> Yes</p>
3.39	<p>Nonpriority creditor's name and mailing address</p> <p>SAMUEL E. BEALL, III C/O BEALL INVESTMENTS P.O. BOX 4249 MARYVILLE, TN 37802</p> <p>Date or dates debt was incurred Undetermined</p> <p>Last 4 digits of account number</p>	<p><u>\$ Undetermined</u></p> <p>As of the petition filing date, the claim is: <i>Check all that apply.</i></p> <p><input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed</p> <p>Basis for the claim: POTENTIAL LITIGATION CLAIM</p> <p>Is the claim subject to offset?</p> <p><input type="checkbox"/> No <input type="checkbox"/> Yes</p>
3.40	<p>Nonpriority creditor's name and mailing address</p> <p>SIMONS AGENCY, INC. 1814 WEST TACOMA STREET BROKEN ARROW, OK 74012</p> <p>Date or dates debt was incurred Undetermined</p> <p>Last 4 digits of account number</p>	<p><u>\$ Undetermined</u></p> <p>As of the petition filing date, the claim is: <i>Check all that apply.</i></p> <p><input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed</p> <p>Basis for the claim: POTENTIAL LITIGATION CLAIM</p> <p>Is the claim subject to offset?</p> <p><input type="checkbox"/> No <input type="checkbox"/> Yes</p>
3.41	<p>Nonpriority creditor's name and mailing address</p> <p>STRAIN ELECTRIC 2151 BEVERLY AVE SW WYOMING, MI 49519</p> <p>Date or dates debt was incurred Undetermined</p> <p>Last 4 digits of account number</p>	<p><u>\$ Undetermined</u></p> <p>As of the petition filing date, the claim is: <i>Check all that apply.</i></p> <p><input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed</p> <p>Basis for the claim: POTENTIAL LITIGATION CLAIM</p> <p>Is the claim subject to offset?</p> <p><input type="checkbox"/> No <input type="checkbox"/> Yes</p>

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Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.		Amount of claim
3.42	<p>Nonpriority creditor's name and mailing address</p> <p>SUSAN APEL, SR DEPUTY ATTORNEY GENERAL 1251 WATERFRONT PLACE PITTSBURGH, PA 15222</p> <p>Date or dates debt was incurred Undetermined</p> <p>Last 4 digits of account number</p>	<p>\$ <u>Undetermined</u></p> <p>As of the petition filing date, the claim is: <i>Check all that apply.</i></p> <p><input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed</p> <p>Basis for the claim: POTENTIAL LITIGATION CLAIM</p> <p>Is the claim subject to offset?</p> <p><input type="checkbox"/> No <input type="checkbox"/> Yes</p>
3.43	<p>Nonpriority creditor's name and mailing address</p> <p>TELEDYNAMICS COMMUNICATIONS SERVICE CORP 30 WOOD AVE SECAUCUS, NJ 07094</p> <p>Date or dates debt was incurred Undetermined</p> <p>Last 4 digits of account number</p>	<p>\$ <u>Undetermined</u></p> <p>As of the petition filing date, the claim is: <i>Check all that apply.</i></p> <p><input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed</p> <p>Basis for the claim: POTENTIAL LITIGATION CLAIM</p> <p>Is the claim subject to offset?</p> <p><input type="checkbox"/> No <input type="checkbox"/> Yes</p>
3.44	<p>Nonpriority creditor's name and mailing address</p> <p>THE CITY OF NEW YORK DEPARTMENT OF INFORMATION TECHNOLOGY & TELECOMMUNIATIONS 75 PARK PLACE NEW YORK, NY 10007</p> <p>Date or dates debt was incurred Undetermined</p> <p>Last 4 digits of account number</p>	<p>\$ <u>Undetermined</u></p> <p>As of the petition filing date, the claim is: <i>Check all that apply.</i></p> <p><input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed</p> <p>Basis for the claim: POTENTIAL LITIGATION CLAIM</p> <p>Is the claim subject to offset?</p> <p><input type="checkbox"/> No <input type="checkbox"/> Yes</p>
3.45	<p>Nonpriority creditor's name and mailing address</p> <p>UNITI GROUP INC. DANIEL HEARD, GENERAL COUNSEL 10802 EXECUTIVE CENTER DRIVE BENTON BUILDING, SUITE 300 LITTLE ROCK, AR 72211</p> <p>Date or dates debt was incurred Undetermined</p> <p>Last 4 digits of account number</p>	<p>\$ <u>Undetermined</u></p> <p>As of the petition filing date, the claim is: <i>Check all that apply.</i></p> <p><input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed</p> <p>Basis for the claim: POTENTIAL LITIGATION CLAIM</p> <p>Is the claim subject to offset?</p> <p><input type="checkbox"/> No <input type="checkbox"/> Yes</p>
3.46	<p>Nonpriority creditor's name and mailing address</p> <p>UNIVERSITY CITY HOUSING CO 1062 E. LANCASTER AVE., STE 30B BRYN MAWR, PA 19010</p> <p>Date or dates debt was incurred Undetermined</p> <p>Last 4 digits of account number</p>	<p>\$ <u>Undetermined</u></p> <p>As of the petition filing date, the claim is: <i>Check all that apply.</i></p> <p><input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed</p> <p>Basis for the claim: POTENTIAL LITIGATION CLAIM</p> <p>Is the claim subject to offset?</p> <p><input type="checkbox"/> No <input type="checkbox"/> Yes</p>

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Amount of claim

3.47	Nonpriority creditor's name and mailing address	<u>\$371,397,708.72</u>
	US LEC COMMUNICATIONS LLC 4001 NORTH RODNEY PARHAM ROAD BUILDING 1 LITTLE ROCK, AR 72212	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: Intercompany Payable Date or dates debt was incurred Undetermined Last 4 digits of account number
		Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes

3.48	Nonpriority creditor's name and mailing address	<u>\$182,108.33</u>
	VALOR TELECOMMUNICATIONS OF TEXAS, LLC 4001 NORTH RODNEY PARHAM ROAD BUILDING 1 LITTLE ROCK, AR 72212	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: Intercompany Payable Date or dates debt was incurred Undetermined Last 4 digits of account number
		Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes

3.49	Nonpriority creditor's name and mailing address	<u>\$ Undetermined</u>
	WILLIAM A. MONTGOMERY 200 CRESCENT COURT SUITE 1200 DALLAS, TX 75201	As of the petition filing date, the claim is: Check all that apply. <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: POTENTIAL LITIGATION CLAIM Date or dates debt was incurred Undetermined Last 4 digits of account number
		Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes

3.50	Nonpriority creditor's name and mailing address	<u>\$ Undetermined</u>
	WILLIAM LAPERCH 17 SHOSHONE DRIVE KATANAH, NY 10536	As of the petition filing date, the claim is: Check all that apply. <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: POTENTIAL LITIGATION CLAIM Date or dates debt was incurred Undetermined Last 4 digits of account number
		Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes

3.51	Nonpriority creditor's name and mailing address	<u>\$444,271.22</u>
	WINDSTREAM ARKANSAS, LLC 4001 NORTH RODNEY PARHAM ROAD BUILDING 1 LITTLE ROCK, AR 72212	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: Intercompany Payable Date or dates debt was incurred Undetermined Last 4 digits of account number
		Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes

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		Amount of claim
3.52	<p>Nonpriority creditor's name and mailing address</p> <p>WINDSTREAM BUFFALO VALLEY, INC. 4001 NORTH RODNEY PARHAM ROAD BUILDING 1 LITTLE ROCK, AR 72212</p> <p>Date or dates debt was incurred Undetermined</p> <p>Last 4 digits of account number</p>	<p><u>\$499,084,405.55</u></p> <p>As of the petition filing date, the claim is: <i>Check all that apply.</i></p> <p><input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed</p> <p>Basis for the claim: Intercompany Payable</p> <p>Is the claim subject to offset?</p> <p><input type="checkbox"/> No <input type="checkbox"/> Yes</p>
3.53	<p>Nonpriority creditor's name and mailing address</p> <p>WINDSTREAM CONCORD TELEPHONE, LLC 4001 NORTH RODNEY PARHAM ROAD BUILDING 1 LITTLE ROCK, AR 72212</p> <p>Date or dates debt was incurred Undetermined</p> <p>Last 4 digits of account number</p>	<p><u>\$369,186,067.40</u></p> <p>As of the petition filing date, the claim is: <i>Check all that apply.</i></p> <p><input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed</p> <p>Basis for the claim: Intercompany Payable</p> <p>Is the claim subject to offset?</p> <p><input type="checkbox"/> No <input type="checkbox"/> Yes</p>
3.54	<p>Nonpriority creditor's name and mailing address</p> <p>WINDSTREAM D&E, INC. 4001 NORTH RODNEY PARHAM ROAD BUILDING 1 LITTLE ROCK, AR 72212</p> <p>Date or dates debt was incurred Undetermined</p> <p>Last 4 digits of account number</p>	<p><u>\$270,214,449.52</u></p> <p>As of the petition filing date, the claim is: <i>Check all that apply.</i></p> <p><input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed</p> <p>Basis for the claim: Intercompany Payable</p> <p>Is the claim subject to offset?</p> <p><input type="checkbox"/> No <input type="checkbox"/> Yes</p>
3.55	<p>Nonpriority creditor's name and mailing address</p> <p>WINDSTREAM LEXCOM ENTERTAINMENT, LLC 4001 NORTH RODNEY PARHAM ROAD BUILDING 1 LITTLE ROCK, AR 72212</p> <p>Date or dates debt was incurred Undetermined</p> <p>Last 4 digits of account number</p>	<p><u>\$814,421,341.29</u></p> <p>As of the petition filing date, the claim is: <i>Check all that apply.</i></p> <p><input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed</p> <p>Basis for the claim: Intercompany Payable</p> <p>Is the claim subject to offset?</p> <p><input type="checkbox"/> No <input type="checkbox"/> Yes</p>
3.56	<p>Nonpriority creditor's name and mailing address</p> <p>WINDSTREAM NORTH CAROLINA, LLC 4001 NORTH RODNEY PARHAM ROAD BUILDING 1 LITTLE ROCK, AR 72212</p> <p>Date or dates debt was incurred Undetermined</p> <p>Last 4 digits of account number</p>	<p><u>\$54,729,503.96</u></p> <p>As of the petition filing date, the claim is: <i>Check all that apply.</i></p> <p><input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed</p> <p>Basis for the claim: Intercompany Payable</p> <p>Is the claim subject to offset?</p> <p><input type="checkbox"/> No <input type="checkbox"/> Yes</p>

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		Amount of claim
3.57	<p>Nonpriority creditor's name and mailing address</p> <p>WINDSTREAM PENNSYLVANIA, LLC 4001 NORTH RODNEY PARHAM ROAD BUILDING 1 LITTLE ROCK, AR 72212</p> <p>Date or dates debt was incurred Undetermined</p> <p>Last 4 digits of account number</p>	<p><u>\$400.00</u></p> <p>As of the petition filing date, the claim is: <i>Check all that apply.</i></p> <p><input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed</p> <p>Basis for the claim: Intercompany Payable</p> <p>Is the claim subject to offset?</p> <p><input type="checkbox"/> No <input type="checkbox"/> Yes</p>
3.58	<p>Nonpriority creditor's name and mailing address</p> <p>WINDSTREAM SERVICES, LLC 4001 NORTH RODNEY PARHAM ROAD BUILDING 1 LITTLE ROCK, AR 72212</p> <p>Date or dates debt was incurred Undetermined</p> <p>Last 4 digits of account number</p>	<p><u>\$2,006,177.26</u></p> <p>As of the petition filing date, the claim is: <i>Check all that apply.</i></p> <p><input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed</p> <p>Basis for the claim: Intercompany Payable</p> <p>Is the claim subject to offset?</p> <p><input type="checkbox"/> No <input type="checkbox"/> Yes</p>
3.59	<p>Nonpriority creditor's name and mailing address</p> <p>WINDSTREAM SHARED SERVICES, LLC 4001 NORTH RODNEY PARHAM ROAD BUILDING 1 LITTLE ROCK, AR 72212</p> <p>Date or dates debt was incurred Undetermined</p> <p>Last 4 digits of account number</p>	<p><u>\$13,100,000.00</u></p> <p>As of the petition filing date, the claim is: <i>Check all that apply.</i></p> <p><input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed</p> <p>Basis for the claim: Intercompany Payable</p> <p>Is the claim subject to offset?</p> <p><input type="checkbox"/> No <input type="checkbox"/> Yes</p>
3.60	<p>Nonpriority creditor's name and mailing address</p> <p>WINDSTREAM SOUTH CAROLINA, LLC 4001 NORTH RODNEY PARHAM ROAD BUILDING 1 LITTLE ROCK, AR 72212</p> <p>Date or dates debt was incurred Undetermined</p> <p>Last 4 digits of account number</p>	<p><u>\$555,000.00</u></p> <p>As of the petition filing date, the claim is: <i>Check all that apply.</i></p> <p><input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed</p> <p>Basis for the claim: Intercompany Payable</p> <p>Is the claim subject to offset?</p> <p><input type="checkbox"/> No <input type="checkbox"/> Yes</p>
3.61	<p>Nonpriority creditor's name and mailing address</p> <p>WINDSTREAM STANDARD, LLC 4001 NORTH RODNEY PARHAM ROAD BUILDING 1 LITTLE ROCK, AR 72212</p> <p>Date or dates debt was incurred Undetermined</p> <p>Last 4 digits of account number</p>	<p><u>\$118,206,775.34</u></p> <p>As of the petition filing date, the claim is: <i>Check all that apply.</i></p> <p><input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed</p> <p>Basis for the claim: Intercompany Payable</p> <p>Is the claim subject to offset?</p> <p><input type="checkbox"/> No <input type="checkbox"/> Yes</p>

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Part 4: Total Amounts of the Priority and Nonpriority Unsecured Claims

5. Add the amounts of priority and nonpriority unsecured claims.

		Total of claim amounts
5a. Total claims from Part 1	5a.	\$ <u>0.00</u>
5b. Total claims from Part 2	5b. +	\$ <u>3,528,020,752.14</u> + undetermined amounts
5c. Total of Parts 1 and 2 Lines 5a + 5b = 5c.	5c.	\$ <u>3,528,020,752.14</u> + undetermined amounts

Fill in this information to identify the case:

Debtor name Windstream Holdings, Inc.
 United States Bankruptcy Court for the: Southern District District of NY
 Case number (if known): 19-22312 Chapter 11

Check if this is an amended filing

Official Form 206G

Schedule G: Executory Contracts and Unexpired Leases

12/15

Be as complete and accurate as possible. If more space is needed, copy and attach the additional page, numbering the entries consecutively.

1. Does the debtor have any executory contracts or unexpired leases?

- No. Check this box and file this form with the court with the debtor's other schedules. There is nothing else to report on this form.
 Yes. Fill in all of the information below even if the contracts or leases are listed on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B).

2. List all contracts and unexpired leases

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

2.1	<p>State what the contract or lease is for and the nature of the debtor's interest</p> <p>Separation and Distribution Agreement 3/26/2015</p> <p>State the term remaining</p> <p>Undetermined</p> <p>List the contract number of any government contract</p>	<p>COMMUNICATIONS SALES & LEASING, INC. C/O COMMUNICATIONS SALES & LEASING, INC. 10802 EXECUTIVE CENTER DRIVE BENTON BUILDING, SUITE 300 LITTLE ROCK, AR 72201</p>
2.2	<p>State what the contract or lease is for and the nature of the debtor's interest</p> <p>Labor Union Agreement dated 06/08/2018</p> <p>State the term remaining</p> <p>Undetermined</p> <p>List the contract number of any government contract</p>	<p>COMMUNICATIONS WORKERS OF AMERICA LOCAL UNIONS3371 AND 3372 5520 HICKS RD ASHLAND, KY 41102</p>
2.3	<p>State what the contract or lease is for and the nature of the debtor's interest</p> <p>Labor Union Agreement dated 04/03/2017</p> <p>State the term remaining</p> <p>Undetermined</p> <p>List the contract number of any government contract</p>	<p>COMMUNICATIONS WORKERS OF AMERICA 201 LAKE STREET KRUM, TX 76249</p>
2.4	<p>State what the contract or lease is for and the nature of the debtor's interest</p> <p>Amendment No. 1 to Master Lease dated 02/12/2016</p> <p>State the term remaining</p> <p>Undetermined</p> <p>List the contract number of any government contract</p>	<p>CSL ALABAMA SYSTEM, LLC C/O COMMUNICATIONS SALES & LEASING, INC. 10802 EXECUTIVE CENTER DRIVE BENTON BUILDING, SUITE 300 LITTLE ROCK, AR 72201</p>
2.5	<p>State what the contract or lease is for and the nature of the debtor's interest</p> <p>Master Lease dated 4/24/2015</p> <p>State the term remaining</p> <p>Undetermined</p> <p>List the contract number of any government contract</p>	<p>CSL ALABAMA SYSTEM, LLC C/O COMMUNICATIONS SALES & LEASING, INC. 10802 EXECUTIVE CENTER DRIVE BENTON BUILDING, SUITE 300 LITTLE ROCK, AR 72201</p>

Debtor Windstream Holdings, Inc.
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List all contracts and unexpired leases		State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease
2.6	<p>State what the contract or lease is for and the nature of the debtor's interest</p> <p>Amendment No. 1 to Master Lease dated 02/12/2016</p> <p>State the term remaining List the contract number of any government contract</p>	<p>CSL ARKANSAS SYSTEM, LLC C/O COMMUNICATIONS SALES & LEASING, INC. 10802 EXECUTIVE CENTER DRIVE BENTON BUILDING, SUITE 300 LITTLE ROCK, AR 72201</p>
2.7	<p>State what the contract or lease is for and the nature of the debtor's interest</p> <p>Master Lease dated 4/24/2015</p> <p>State the term remaining List the contract number of any government contract</p>	<p>CSL ARKANSAS SYSTEM, LLC C/O COMMUNICATIONS SALES & LEASING, INC. 10802 EXECUTIVE CENTER DRIVE BENTON BUILDING, SUITE 300 LITTLE ROCK, AR 72201</p>
2.8	<p>State what the contract or lease is for and the nature of the debtor's interest</p> <p>Amendment No. 1 to Master Lease dated 02/12/2016</p> <p>State the term remaining List the contract number of any government contract</p>	<p>CSL FLORIDA SYSTEM, LLC C/O COMMUNICATIONS SALES & LEASING, INC. 10802 EXECUTIVE CENTER DRIVE BENTON BUILDING, SUITE 300 LITTLE ROCK, AR 72201</p>
2.9	<p>State what the contract or lease is for and the nature of the debtor's interest</p> <p>Master Lease dated 4/24/2015</p> <p>State the term remaining List the contract number of any government contract</p>	<p>CSL FLORIDA SYSTEM, LLC C/O COMMUNICATIONS SALES & LEASING, INC. 10802 EXECUTIVE CENTER DRIVE BENTON BUILDING, SUITE 300 LITTLE ROCK, AR 72201</p>
2.10	<p>State what the contract or lease is for and the nature of the debtor's interest</p> <p>Amendment No. 1 to Master Lease dated 02/12/2016</p> <p>State the term remaining List the contract number of any government contract</p>	<p>CSL GEORGIA REALTY, LLC C/O COMMUNICATIONS SALES & LEASING, INC. 10802 EXECUTIVE CENTER DRIVE BENTON BUILDING, SUITE 300 LITTLE ROCK, AR 72201</p>
2.11	<p>State what the contract or lease is for and the nature of the debtor's interest</p> <p>Master Lease dated 4/24/2015</p> <p>State the term remaining List the contract number of any government contract</p>	<p>CSL GEORGIA REALTY, LLC C/O COMMUNICATIONS SALES & LEASING, INC. 10802 EXECUTIVE CENTER DRIVE BENTON BUILDING, SUITE 300 LITTLE ROCK, AR 72201</p>
2.12	<p>State what the contract or lease is for and the nature of the debtor's interest</p> <p>Master Lease dated 4/24/2015</p> <p>State the term remaining List the contract number of any government contract</p>	<p>CSL GEORGIA SYSTEM LLC C/O COMMUNICATIONS SALES & LEASING, INC. 10802 EXECUTIVE CENTER DRIVE BENTON BUILDING, SUITE 300 LITTLE ROCK, AR 72201</p>

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List all contracts and unexpired leases		State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease
2.13	<p>State what the contract or lease is for and the nature of the debtor's interest</p> <p>Amendment No. 1 to Master Lease dated 02/12/2016</p> <p>State the term remaining List the contract number of any government contract</p>	<p>CSL GEORGIA SYSTEM LLC C/O COMMUNICATIONS SALES & LEASING, INC. 10802 EXECUTIVE CENTER DRIVE BENTON BUILDING, SUITE 300 LITTLE ROCK, AR 72201</p>
2.14	<p>State what the contract or lease is for and the nature of the debtor's interest</p> <p>Master Lease dated 4/24/2015</p> <p>State the term remaining List the contract number of any government contract</p>	<p>CSL IOWA SYSTEM, LLC C/O COMMUNICATIONS SALES & LEASING, INC. 10802 EXECUTIVE CENTER DRIVE BENTON BUILDING, SUITE 300 LITTLE ROCK, AR 72201</p>
2.15	<p>State what the contract or lease is for and the nature of the debtor's interest</p> <p>Amendment No. 1 to Master Lease dated 02/12/2016</p> <p>State the term remaining List the contract number of any government contract</p>	<p>CSL IOWA SYSTEM, LLC C/O COMMUNICATIONS SALES & LEASING, INC. 10802 EXECUTIVE CENTER DRIVE BENTON BUILDING, SUITE 300 LITTLE ROCK, AR 72201</p>
2.16	<p>State what the contract or lease is for and the nature of the debtor's interest</p> <p>Master Lease dated 4/24/2015</p> <p>State the term remaining List the contract number of any government contract</p>	<p>CSL KENTUCKY SYSTEM, LLC C/O COMMUNICATIONS SALES & LEASING, INC. 10802 EXECUTIVE CENTER DRIVE BENTON BUILDING, SUITE 300 LITTLE ROCK, AR 72201</p>
2.17	<p>State what the contract or lease is for and the nature of the debtor's interest</p> <p>Amendment No. 1 to Master Lease dated 02/12/2016</p> <p>State the term remaining List the contract number of any government contract</p>	<p>CSL KENTUCKY SYSTEM, LLC C/O COMMUNICATIONS SALES & LEASING, INC. 10802 EXECUTIVE CENTER DRIVE BENTON BUILDING, SUITE 300 LITTLE ROCK, AR 72201</p>
2.18	<p>State what the contract or lease is for and the nature of the debtor's interest</p> <p>Master Lease dated 4/24/2015</p> <p>State the term remaining List the contract number of any government contract</p>	<p>CSL MISSISSIPPI SYSTEM, LLC C/O COMMUNICATIONS SALES & LEASING, INC. 10802 EXECUTIVE CENTER DRIVE BENTON BUILDING, SUITE 300 LITTLE ROCK, AR 72201</p>
2.19	<p>State what the contract or lease is for and the nature of the debtor's interest</p> <p>Amendment No. 1 to Master Lease dated 02/12/2016</p> <p>State the term remaining List the contract number of any government contract</p>	<p>CSL MISSISSIPPI SYSTEM, LLC C/O COMMUNICATIONS SALES & LEASING, INC. 10802 EXECUTIVE CENTER DRIVE BENTON BUILDING, SUITE 300 LITTLE ROCK, AR 72201</p>

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2.20	<p>State what the contract or lease is for and the nature of the debtor's interest</p> <p>Amendment No. 1 to Master Lease dated 02/12/2016</p> <p>State the term remaining List the contract number of any government contract</p>	<p>CSL NATIONAL, LP C/O COMMUNICATIONS SALES & LEASING, INC. 10802 EXECUTIVE CENTER DRIVE BENTON BUILDING, SUITE 300 LITTLE ROCK, AR 72201</p>
2.21	<p>State what the contract or lease is for and the nature of the debtor's interest</p> <p>Closing Letter dated 4/24/2015</p> <p>State the term remaining List the contract number of any government contract</p>	<p>CSL NATIONAL, LP C/O COMMUNICATIONS SALES & LEASING, INC. 10802 EXECUTIVE CENTER DRIVE BENTON BUILDING, SUITE 300 LITTLE ROCK, AR 72201</p>
2.22	<p>State what the contract or lease is for and the nature of the debtor's interest</p> <p>Master Lease dated 4/24/2015</p> <p>State the term remaining List the contract number of any government contract</p>	<p>CSL NATIONAL, LP C/O COMMUNICATIONS SALES & LEASING, INC. 10802 EXECUTIVE CENTER DRIVE BENTON BUILDING, SUITE 300 LITTLE ROCK, AR 72201</p>
2.23	<p>State what the contract or lease is for and the nature of the debtor's interest</p> <p>Master Lease dated 4/24/2015</p> <p>State the term remaining List the contract number of any government contract</p>	<p>CSL OHIO SYSTEM, LLC C/O COMMUNICATIONS SALES & LEASING, INC. 10802 EXECUTIVE CENTER DRIVE BENTON BUILDING, SUITE 300 LITTLE ROCK, AR 72201</p>
2.24	<p>State what the contract or lease is for and the nature of the debtor's interest</p> <p>Amendment No. 1 to Master Lease dated 02/12/2016</p> <p>State the term remaining List the contract number of any government contract</p>	<p>CSL OHIO SYSTEM, LLC C/O COMMUNICATIONS SALES & LEASING, INC. 10802 EXECUTIVE CENTER DRIVE BENTON BUILDING, SUITE 300 LITTLE ROCK, AR 72201</p>
2.25	<p>State what the contract or lease is for and the nature of the debtor's interest</p> <p>Master Lease dated 4/24/2015</p> <p>State the term remaining List the contract number of any government contract</p>	<p>CSL OKLAHOMA SYSTEM, LLC C/O COMMUNICATIONS SALES & LEASING, INC. 10802 EXECUTIVE CENTER DRIVE BENTON BUILDING, SUITE 300 LITTLE ROCK, AR 72201</p>
2.26	<p>State what the contract or lease is for and the nature of the debtor's interest</p> <p>Amendment No. 1 to Master Lease dated 02/12/2016</p> <p>State the term remaining List the contract number of any government contract</p>	<p>CSL OKLAHOMA SYSTEM, LLC C/O COMMUNICATIONS SALES & LEASING, INC. 10802 EXECUTIVE CENTER DRIVE BENTON BUILDING, SUITE 300 LITTLE ROCK, AR 72201</p>

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2.27	<p>State what the contract or lease is for and the nature of the debtor's interest</p> <p>Amendment No. 1 to Master Lease dated 02/12/2016</p> <p>State the term remaining List the contract number of any government contract</p>	<p>CSL REALTY, LLC C/O COMMUNICATIONS SALES & LEASING, INC. 10802 EXECUTIVE CENTER DRIVE BENTON BUILDING, SUITE 300 LITTLE ROCK, AR 72201</p>
2.28	<p>State what the contract or lease is for and the nature of the debtor's interest</p> <p>Master Lease dated 4/24/2015</p> <p>State the term remaining List the contract number of any government contract</p>	<p>CSL REALTY, LLC C/O COMMUNICATIONS SALES & LEASING, INC. 10802 EXECUTIVE CENTER DRIVE BENTON BUILDING, SUITE 300 LITTLE ROCK, AR 72201</p>
2.29	<p>State what the contract or lease is for and the nature of the debtor's interest</p> <p>Amendment No. 1 to Master Lease dated 02/12/2016</p> <p>State the term remaining List the contract number of any government contract</p>	<p>CSL TENNESSEE REALTY, LLC C/O COMMUNICATIONS SALES & LEASING, INC. 10802 EXECUTIVE CENTER DRIVE BENTON BUILDING, SUITE 300 LITTLE ROCK, AR 72201</p>
2.30	<p>State what the contract or lease is for and the nature of the debtor's interest</p> <p>Master Lease dated 4/24/2015</p> <p>State the term remaining List the contract number of any government contract</p>	<p>CSL TENNESSEE REALTY, LLC C/O COMMUNICATIONS SALES & LEASING, INC. 10802 EXECUTIVE CENTER DRIVE BENTON BUILDING, SUITE 300 LITTLE ROCK, AR 72201</p>
2.31	<p>State what the contract or lease is for and the nature of the debtor's interest</p> <p>Amendment No. 1 to Master Lease dated 02/12/2016</p> <p>State the term remaining List the contract number of any government contract</p>	<p>CSL TEXAS SYSTEM, LLC C/O COMMUNICATIONS SALES & LEASING, INC. 10802 EXECUTIVE CENTER DRIVE BENTON BUILDING, SUITE 300 LITTLE ROCK, AR 72201</p>
2.32	<p>State what the contract or lease is for and the nature of the debtor's interest</p> <p>Master Lease dated 4/24/2015</p> <p>State the term remaining List the contract number of any government contract</p>	<p>CSL TEXAS SYSTEM, LLC C/O COMMUNICATIONS SALES & LEASING, INC. 10802 EXECUTIVE CENTER DRIVE BENTON BUILDING, SUITE 300 LITTLE ROCK, AR 72201</p>
2.33	<p>State what the contract or lease is for and the nature of the debtor's interest</p> <p>Labor Union Agreement dated 06/23/2015</p> <p>State the term remaining List the contract number of any government contract</p>	<p>INTERNATIONAL BROTHERHOOD OF ELECTRICAL WORKERS, LOCAL 1671 PO BOX 113 BIRDSBORO, PA 19508</p>

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2.34	<p>State what the contract or lease is for and the nature of the debtor's interest</p> <p>Software License Agreement dated 01/01/2014</p> <p>State the term remaining</p> <p>Undetermined</p> <p>List the contract number of any government contract</p>	<p>MATRIX42 USA INC 3400 M ASHTON BLVD LEHI, UT 84043</p>
2.35	<p>State what the contract or lease is for and the nature of the debtor's interest</p> <p>Software License Agreement dated 11/12/2013</p> <p>State the term remaining</p> <p>Undetermined</p> <p>List the contract number of any government contract</p>	<p>PING IDENTITY CORP 1001 17TH ST., SUITE 100 DENVER, CO 80202</p>
2.36	<p>State what the contract or lease is for and the nature of the debtor's interest</p> <p>Order Form dated 08/09/2018</p> <p>State the term remaining</p> <p>Undetermined</p> <p>List the contract number of any government contract</p>	<p>Q4 INC. 469-A KING ST. W. TORONTO, ON MSV 1K4</p>
2.37	<p>State what the contract or lease is for and the nature of the debtor's interest</p> <p>Order Form dated 08/14/2018</p> <p>State the term remaining</p> <p>Undetermined</p> <p>List the contract number of any government contract</p>	<p>Q4 INC. 469-A KING ST. W. TORONTO, ON MSV 1K4</p>
2.38	<p>State what the contract or lease is for and the nature of the debtor's interest</p> <p>Master Services Agreement dated 12/02/2016</p> <p>State the term remaining</p> <p>Undetermined</p> <p>List the contract number of any government contract</p>	<p>SALESTREAM SOFTWARE, INC. 4160 TEMESCAL CANYON RD SUITE 208 CORONA, CA 92882</p>
2.39	<p>State what the contract or lease is for and the nature of the debtor's interest</p> <p>Agent Agreement dated 12/02/2016</p> <p>State the term remaining</p> <p>Undetermined</p> <p>List the contract number of any government contract</p>	<p>SALESTREAM SOFTWARE, INC. 4160 TEMESCAL CANYON RD SUITE 208 CORONA, CA 92882</p>

Fill in this information to identify the case and this filing:

Debtor Name Windstream Holdings, Inc.
United States Bankruptcy Court for the: Southern District District of NY
Case number (if known): 19-22312

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- Schedule A/B: Assets—Real and Personal Property (Official Form 206A/B)
- Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)
- Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)
- Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)
- Schedule H: Codebtors (Official Form 206H)
- Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)
- Amended Schedule E/F G
- Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders (Official Form 204)
- Other document that requires a declaration _____

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 01/17/2020
MM / DD / YYYY

X /s/ Robert E. Gunderman
Signature of individual signing on behalf of debtor

Robert E. Gunderman
Printed name

Chief Financial Officer and Treasurer
Position or relationship to debtor