

ORIGINAL

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEW JERSEY

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In re	:	<b>(Jointly Administered</b>
	:	<b>Under Case No. 02-35895)</b>
VELOCITA CORP., et al.,	:	
	:	Chapter 11 Case Nos.
Debtors.	:	02-35894 (DHS)
	:	through 02-35905 (DHS)
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**NOTICE OF FIXING ADMINISTRATIVE EXPENSE  
BAR DATE AND PROCEDURES FOR FILING  
REQUESTS FOR PAYMENT OF ADMINISTRATIVE EXPENSES**

TO ALL PERSONS AND ENTITIES ASSERTING ADMINISTRATIVE EXPENSE CLAIMS  
AGAINST THE ESTATES OF ANY OF THE ABOVE-CAPTIONED DEBTORS

PLEASE TAKE NOTICE THAT on November 25, 2002, the Court entered an order (the "Administrative Expense Bar Date Order") establishing December 20, 2002 at 4:00 p.m. (EDT) (the "Administrative Expense Bar Date"), as the last date and time for the filing of requests for payment of administrative expenses against Velocita Corp. and its subsidiaries and affiliates, as debtors and debtors in possession in the above-captioned matters (collectively, the "Debtors"). The Administrative Expense Bar Date and the procedures set forth below for the filing of requests for payment of administrative expense claims apply to all administrative expense claims against the Debtors that arose or will arise between May 30, 2002 and November 30, 2002 (the "Administrative Expense Period").

**1. WHO MUST FILE A PROOF OF CLAIM**

You **MUST** file a proof of claim if you believe that you are entitled to an Administrative Expense claim that arose during the Administrative Expense Period, and such claim is not one of the type described in section 2 below.

Administrative expense claims ("Administrative Expense Claims") are specifically described in section 503 and 507 of the Bankruptcy Code. Among other things, these sections provide that certain types of claims are entitled to administrative expense priority, including, without limitation: (i) the actual, necessary costs and expenses of preserving the estate, including wages, salaries or commissions for services rendered after the commencement of the bankruptcy case; (ii) certain taxes and penalties related thereto; (iii) compensation and reimbursement of certain officers; (iv) the actual, necessary expenses incurred by (a) certain creditors, (b) a creditor, an indenture trustee, an equity security holder, or a committee representing any such entities, in making a substantial contribution to a debtor's chapter 11 case, (c) a custodian, (d) members of a certain committees if incurred in the performance of the duties of such committee; and (v) compensation for services rendered by an indenture trustee.

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DOCUMENT NUMBER-DATE

13082 DEC-28

FPSC-COMMISSION CLERK

Each statutory committee is authorized to submit a single Administrative Expense Claim for reimbursement of administrative expenses incurred by its members in connection with being a member of such committee.

**2. WHO SHOULD NOT FILE A PROOF OF CLAIM**

You should not file an Administrative Expense Claim if:

- A. You have already properly filed your Administrative Expense claim;
- B. Your Administrative Expense Claim has been previously allowed by an order or orders of the Bankruptcy Court;
- C. You are one of the Debtors or an affiliate of any of the Debtors and you hold an Administrative Expense Claim against any of the other Debtors or any of their affiliates;
- D. You are a professional retained by any of the Debtors or any statutory committee appointed in these chapter 11 cases pursuant to section 327 of the Bankruptcy Code;
- E. You are a person holding Post-Petition Loans as defined in the Final Order (i) Authorizing the Use of Lenders' Cash Collateral, and (ii) Granting Adequate Protection Pursuant to 11 U.S.C. § § 361 and 363 entered by the Bankruptcy Court on July 15, 2002;
- F. You are the Office of United States Trustee for the District of New Jersey.

If your claim falls within any of the above categories, your rights as the holder of such claim will be preserved without your filing of a proof of claim. Any other person or entity must file a proof of claim, as described herein, before December 20, 2002.

**4. WHEN AND WHERE TO FILE**

Except as provided for herein, proofs of claim must be filed so as to be **received on or before December 20, 2002 at 4:00 p.m., (EDT)**, at one if the following addresses (the "Velocita Claims Processing Center").

If by overnight or hand delivery:

**Velocita Claims Processing Center  
c/o Bankruptcy Services LLP  
70 East 55th Street, 6th Fl.  
New York, NY 10022**

If by United States mail:

**Velocita Claims Processing Center  
F.D.R. Station, P.O. Box 5204  
New York, NY 10150-5204**

Note that proofs of claim will be deemed timely filed only if **actually received** at the Velocita Claims Processing Center (at either address listed above) on or before the Administrative Expense Bar Date. Proofs of claim may not be delivered by facsimile or telecopy.

## **5. WHAT TO FILE**

If you file a proof of claim, your filed proof of claim must: (i) be written in the English language; (ii) be denominated in lawful currency of the United States as of November 30, 2002; (iii) conform substantially with the Proof of Administrative Expense Claim Form, annexed hereto; and (iv) be signed by an authorized representative.

If you assert Administrative Expense Claims against more than one of the Debtors, you should file a separate Administrative Expense Claim for each Debtor. **You should not include Administrative Expense Claims against more than one Debtor on a single proof of claim.**

You should attach to your completed proof of claim form copies of any writings upon which such Administrative Expense Claim is based.

**EXCEPT WITH RESPECT TO CLAIMS FOR ADMINISTRATIVE EXPENSES OF THE TYPE SET FORTH IN SECTION 2 ABOVE, ANY PERSON OR ENTITY WHO FAILS TO FILE A PROOF OF CLAIM ON OR BEFORE **DECEMBER 20, 2002**, FOR ANY CLAIM FOR ADMINISTRATIVE EXPENSES SUCH PERSON OR ENTITY HOLDS OR WISHES TO ASSERT AGAINST THE DEBTORS WILL BE FOREVER BARRED, ESTOPPED, AND ENJOINED FROM ASSERTING SUCH ADMINISTRATIVE EXPENSE CLAIM (OR FILING A PROOF OF CLAIM WITH RESPECT TO SUCH ADMINISTRATIVE EXPENSE CLAIM) AGAINST THE DEBTORS AND THE DEBTORS' PROPERTY WILL BE FOREVER DISCHARGED FROM ANY AND ALL INDEBTEDNESS OR LIABILITY WITH RESPECT TO SUCH ADMINISTRATIVE EXPENSE CLAIM.**

The Debtors in the above-captioned cases are as follows:

Velocita Corp.  
PF.Net Corp.  
PF.Net Construction Corp.  
PF.Net Network Services Corp.  
PF.Net Supply Corp.  
PF.Net Virginia Corp.  
PF.Net Virginia, LLC  
PF.Net Supply, LLC  
PF.Net Construction, LLC  
PF.Net Network Services East, LLC  
PF.Net Network Services West, LLC

**A PERSON OR ENTITY SHOULD CONSULT AN ATTORNEY REGARDING ANY  
INQUIRIES, SUCH AS WHETHER SUCH CLAIMANT SHOULD FILE A PROOF OF  
CLAIM FOR ADMINISTRATIVE EXPENSES.**

DATED: Newark, New Jersey  
November 25, 2002

Gary T. Holtzer, Esq. (GH 7732)  
WEIL, GOTSHAL & MANGES LLP  
767 Fifth Avenue  
New York, New York 10153  
(212) 310-8000

- and -

Howard S. Greenberg, Esq. (HSG 8559)  
Morris S. Bauer, Esq. (MB 6677)  
RAVIN GREENBERG PC  
101 Eisenhower Parkway  
Roseland, New Jersey 07068  
(973) 226-1500

ATTORNEYS FOR DEBTORS AND  
DEBTORS IN POSSESSION

UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF NEW JERSEY  
 Velocita Claims Processing Center  
 F.D.R. Station, P.O. Box 5204  
 New York, NY 10150-5204

**ADMINISTRATIVE  
 EXPENSE CLAIM**

In re: Chapter 11  
 VELOCITA et al., Case No. 02-35895 (DHS)  
 Debtors. Jointly Administered

Name of Debtor Against Which Claim is Held:

Case Number of Debtor:

**NOTE: This form should only be used to make a claim for an administrative expense arising after the commencement of the case. THIS IS NOT A PROOF OF CLAIM FOR PREPETITION AMOUNTS.**

Name and address of Claimant:

Check box if you are aware that anyone else has filed a proof of administrative claim relating to your claim. Attach copy of statement giving particulars.

Telephone number:  
**ADMINISTRATIVE PROOF OF CLAIM FILING DEADLINE: December 20, 2002**

Check box if you have never received any notices from the bankruptcy court in this case.  
 Check box if the address differs from the address on the envelope sent to you by the court

**THIS SPACE IS FOR COURT USE ONLY**

Account or other number by which creditor identifies debtor:

**Check here**  
 if this claim  replaces a previously filed claim, dated: \_\_\_\_\_  
 amends

**1. Basis for Claim**  
 Goods sold  
 Services performed  
 Money loaned  
 Personal injury/wrongful death  
 Taxes  
 W.A.R.N. Act Claim

Retiree benefits as defined in 11 U.S.C. § 1114(a)  
 Wages, salaries, and compensation (fill out below)  
 Other \_\_\_\_\_ (explain)  
 Your SS#: \_\_\_\_\_  
 Unpaid compensation for services performed  
 from \_\_\_\_\_ (date) to \_\_\_\_\_ (date)

**2. Date debt was incurred:** \_\_\_\_\_

**3. If court judgment, date obtained:** \_\_\_\_\_

**4. Total Amount of Administrative Claim:**  
 For the purposes of this form, a claim is an administrative expense claim if it arose during the period on or after May 30, 2002 as defined in 11 U.S.C. § 503 and § 507 (a)(i). 11 U.S.C. § 503 (b) describes those administrative expenses that may be allowed in a debtor's chapter 11 case.  
 Total Amount of Administrative Claim \$ \_\_\_\_\_  
 Check this box if claim includes interest or other charges in addition to the principal amount of the claim. Attach itemized statement of all additional charges

**5. Brief Description of Claim (attach any additional information)**

**6. Credits:** The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim.  
**7. Supporting Documents:** Attach copies of supporting documents, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments, mortgages, security agreements, and evidence of perfection of lien.  
 DO NOT SEND ORIGINAL DOCUMENTS. If the documents are not available, explain. If the documents are voluminous, attach a summary.  
**8. Date-Stamped Copy:** To receive an acknowledgment of the filing of your claim, enclose a stamped, self-addressed envelope and copy of this proof of claim.

**THIS SPACE IS FOR COURT USE ONLY**

Date

Sign and print the name and title, if any, of the creditor or other person authorized to file this claim (attach copy of power of attorney, if any):

*Penalty for presenting a fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years or both 18 U.S.C. §§ 152 and 3571*