



**PLEDGE SUPPLEMENT**

This PLEDGE SUPPLEMENT is delivered pursuant to the Pledge and Security Agreement, dated as of February 15, 2000 (as it may be from time to time amended, modified or supplemented, the "Security Agreement"), among Allegiance Telecom, Inc. and Allegiance Telecom Company Worldwide, as Grantors thereunder and hereunder, the other Grantors named therein, and Toronto Dominion (Texas), Inc., as Secured Party. Capitalized terms used herein not otherwise defined herein shall have the meanings ascribed thereto in the Security Agreement.

Subject to the terms and conditions of the Security Agreement, each Grantor hereby notifies to Secured Party of such Grantor's right, title and interest in and to the assets listed on Supplemental Schedule 1 attached hereto (the "Additional Collateral"), in which assets a security interest has been granted pursuant to Section 1 of the Security Agreement, in each case whether now or hereafter existing or in which such Grantor now has or hereafter acquires an interest and wherever the same may be located. The Additional Collateral shall be deemed to be part of the Collateral and hereafter subject to each of the terms and conditions of the Security Agreement.

IN WITNESS WHEREOF, each Grantor has caused this Pledge Supplement to be duly executed and delivered by its duly authorized officer as of September 17, 2001.

**GRANTORS:**

**ALLEGIANCE TELECOM COMPANY WORLDWIDE  
INTERNET ALLEGIANCE, INC.  
INTERACCESS CO.  
ADGRAFIX CORPORATION  
COAST TO COAST TELECOMMUNICATIONS, INC.  
HOSTING.COM, INC.  
JUMP.NET, INC.  
VIRTUALIS SYSTEMS, INC.**

By:   
Mark B. Tresnowski, its Senior Vice President and Secretary

Supplemental Schedule IPLEDGED STOCK

Subject to the terms and conditions of the Security Agreement, Allegiance Telecom Company Worldwide hereby grants to Secured Party a security interest in all of its right, title and interest in and to the following shares of capital stock:

Stock Issuer	Class of Stock	Stock Cert. No.	Par Value	Stock Certificate	Percentage of Outstanding Pledged Stock Pledged
Allegiance Telecom Purchasing Company	Common Stock	No. 1	\$.01	One share	100%
Allegiance Telecom of Georgia, Inc.	Common Stock	No. 3	\$.01	One share	100%
Allegiance Telecom of Minnesota, Inc.	Common Stock	No. 1	\$.01	One share	100%
Allegiance Telecom of Nevada, Inc.	Common Stock	No. 1	\$.01	One share	100%
Allegiance Telecom of New Jersey, Inc.	Common Stock	No. 2	\$.01	One share	100%
Allegiance Telecom of Oklahoma, Inc.	Common Stock	No. 1	\$.01	One share	100%
Allegiance Telecom of Oregon, Inc.	Common Stock	No. 1	\$.01	One share	100%
Allegiance Telecom of Pennsylvania, Inc.	Common Stock	No. 3	\$.01	One share	100%
Allegiance Telecom of Wisconsin, Inc.	Common Stock	No. 1	\$.01	One share	100%

Subject to the terms and conditions of the Security Agreement, Internet Allegiance, Inc. hereby grants to Secured Party a security interest in all of its right, title and interest in and to the following shares of capital stock:

Stock Issuer	Class of Stock	Stock Cert. No.	Par Value	Stock Certificate	Percentage of Outstanding Pledged Stock Pledged
Adgrafix Corporation	Common Stock	No. 3	\$.01	One share	100%
Coast to Coast Telecommunications, Inc.	Common Stock	No. 3	\$.01	One share	100%
CTSnet, Inc.	Common Stock	No. 1	\$.01	One share	100%
Hosting.com, Inc.	Common Stock	No. 3	\$.01	One share	100%
InterAccess Co.	Common Stock	No. 2	\$.01	One share	100%

Internet ALGX of California, Inc.	Common Stock	No. 2	\$.01	100 shares	100%
Jump.Net, Inc.	Common Stock	No. 2	\$.01	One share	100%
Virtualis Systems, Inc.	Common Stock	No. CS-31	\$.01	One share	100%

Subject to the terms and conditions of the Security Agreement, InterAccess Co. hereby grants to Secured Party a security interest in all of its right, title and interest in an to the following shares of capital stock:

Stock Issuer	Class of Stock	Stock Cert. No.	Par Value	Stock Certificate	Percentage of Outstanding Pledged Stock Pledged
InterAccess Telecommunications Co.	Common Stock	No. 2	None	100 shares	100%

PLEDGED INTERCOMPANY NOTES

- Intercompany Demand Promissory Noted, dated December 31, 2000, issued by Allegiance Telecom of Arizona, Inc. and payable to the order of Allegiance Telecom Company Worldwide in the amount of \$14,840,402.12
- Intercompany Demand Promissory Noted, dated December 31, 2000, issued by Allegiance Telecom of California, Inc. and payable to the order of Allegiance Telecom Company Worldwide in the amount of \$195,712,304.09
- Intercompany Demand Promissory Noted, dated December 31, 2000, issued by Allegiance Telecom of Colorado, Inc. and payable to the order of Allegiance Telecom Company Worldwide in the amount of \$24,199,596.21
- Intercompany Demand Promissory Noted, dated December 31, 2000, issued by Allegiance Telecom of The District of Columbia, Inc. and payable to the order of Allegiance Telecom Company Worldwide in the amount of \$37,762,786.02
- Intercompany Demand Promissory Noted, dated December 31, 2000, issued by Allegiance Telecom of Florida, Inc. and payable to the order of Allegiance Telecom Company Worldwide in the amount of \$28,453,269.96
- Intercompany Demand Promissory Noted, dated December 31, 2000, issued by Allegiance Telecom of Georgia, Inc. and payable to the order of Allegiance Telecom Company Worldwide in the amount of \$54,596,271.30
- Intercompany Demand Promissory Noted, dated December 31, 2000, issued by Allegiance Telecom of Illinois, Inc. and payable to the order of Allegiance Telecom Company Worldwide in the amount of \$65,880,185.52
- Intercompany Demand Promissory Noted, dated December 31, 2000, issued by Allegiance Telecom of Indiana, Inc. and payable to the order of Allegiance Telecom Company Worldwide in the amount of \$3,382,959.86
- Intercompany Demand Promissory Noted, dated December 31, 2000, issued by Allegiance Telecom of Maryland, Inc. and payable to the order of Allegiance Telecom Company Worldwide in the amount of \$29,876,731.28
- Intercompany Demand Promissory Noted, dated December 31, 2000, issued by Allegiance Telecom of Massachusetts, Inc. and payable to the order of Allegiance Telecom Company Worldwide in the amount of \$39,354,465.52
- Intercompany Demand Promissory Noted, dated December 31, 2000, issued by Allegiance Telecom of Michigan, Inc. and payable to the order of Allegiance Telecom Company Worldwide in the amount of \$24,403,868.62
- Intercompany Demand Promissory Noted, dated December 31, 2000, issued by Allegiance Telecom of Minnesota, Inc. and payable to the order of Allegiance Telecom Company Worldwide in the amount of \$12,783,564.58

- Intercompany Demand Promissory Noted, dated December 31, 2000, issued by Allegiance Telecom of Missouri, Inc. and payable to the order of Allegiance Telecom Company Worldwide in the amount of \$22,724,722.07
- Intercompany Demand Promissory Noted, dated December 31, 2000, issued by Allegiance Telecom of New Jersey, Inc. and payable to the order of Allegiance Telecom Company Worldwide in the amount of \$32,082,490.94
- Intercompany Demand Promissory Noted, dated December 31, 2000, issued by Allegiance Telecom of New York, Inc. and payable to the order of Allegiance Telecom Company Worldwide in the amount of \$117,207,650.46
- Intercompany Demand Promissory Noted, dated December 31, 2000, issued by Allegiance Telecom of Ohio, Inc. and payable to the order of Allegiance Telecom Company Worldwide in the amount of \$19,807,182.87
- Intercompany Demand Promissory Noted, dated August 31, 2001, issued by Allegiance Telecom of Oregon, Inc. and payable to the order of Allegiance Telecom Company Worldwide in the amount of \$12,778,658
- Intercompany Demand Promissory Noted, dated December 31, 2000, issued by Allegiance Telecom of Pennsylvania, Inc. and payable to the order of Allegiance Telecom Company Worldwide in the amount of \$44,720,902.74
- Intercompany Demand Promissory Noted, dated December 31, 2000, issued by Allegiance Telecom of Texas, Inc. and payable to the order of Allegiance Telecom Company Worldwide in the amount of \$115,690,957.38
- Intercompany Demand Promissory Noted, dated December 31, 2000, issued by Allegiance Telecom of Virginia, Inc. and payable to the order of Allegiance Telecom Company Worldwide in the amount of \$1,953,650.08
- Intercompany Demand Promissory Noted, dated December 31, 2000, issued by Allegiance Telecom of Washington, Inc. and payable to the order of Allegiance Telecom Company Worldwide in the amount of \$22,292,048.93
- Intercompany Demand Promissory Noted, dated December 31, 2000, issued by Allegiance Telecom Service Corporation and payable to the order of Allegiance Telecom Company Worldwide in the amount of \$287,496,622.74
- Intercompany Demand Promissory Noted, dated December 31, 2000, issued by Internet Allegiance, Inc. and payable to the order of Allegiance Telecom Company Worldwide in the amount of \$96,788,914.20
- Intercompany Demand Promissory Noted, dated August 31, 2001, issued by Kivex, Inc. and payable to the order of Allegiance Telecom Company Worldwide in the amount of \$11,622,784
- Intercompany Demand Promissory Noted, dated August 31, 2001, issued by Adgrafix Corporation and payable to the order of Allegiance Telecom Company Worldwide in the amount of \$62,384

- Intercompany Demand Promissory Note, dated August 31, 2001, issued by Hosting.com, Inc. and payable to the order of Allegiance Telecom Company Worldwide in the amount of \$7,495,520
- Intercompany Demand Promissory Note, dated August 31, 2001, issued by Jump.Net, Inc. and payable to the order of Allegiance Telecom Company Worldwide in the amount of \$3,713,677
- Intercompany Demand Promissory Note, dated August 31, 2001, issued by CTSnet, Inc. and payable to the order of Allegiance Telecom Company Worldwide in the amount of \$7,650,670
- Intercompany Demand Promissory Note, dated August 31, 2001, issued by Virtualis Systems, Inc. and payable to the order of Allegiance Telecom Company Worldwide in the amount of \$4,790,209
- Intercompany Demand Promissory Note, dated August 31, 2001, issued by InterAccess Co. and payable to the order of Allegiance Telecom Company Worldwide in the amount of \$7,466,334
- Intercompany Demand Promissory Note, dated August 31, 2001, issued by Internet ALGX of California, Inc. and payable to the order of Allegiance Telecom Company Worldwide in the amount of \$2,396,996
- Intercompany Demand Promissory Note, dated August 31, 2001, issued by ConnectNet, Inc. and payable to the order of Allegiance Telecom Company Worldwide in the amount of \$1,780,782

INTELLECTUAL PROPERTY

## REGISTERED TRADEMARKS AND SERVICE MARKS

<i>Name of Legal Entity</i>	<i>Details</i>
Adgrafix Corporation	"Adgrafix," serial number 75/805494 filed on 10/15/1991; response to USPTO Office Action No. 2 filed 2/02/01
	"Web Site Manager," serial number 75/805498 filed on 10/15/99; Adgrafix in process of preparing a response to USPTO Office Action No. 2
Coast to Coast Telecommunications, Inc.	"It couldn't be simpler" International Class: Registration No: 2,188,295 Registration Date: September 8, 1998
	"Semi-Circle with Curved Arrow Logo" International Class: Registration No: 2,201,047 Registration Date: November 3, 1998
	"Coast to Coast" International Class: Registration No: 2,254,529 Registration Date: June 15, 1999
Hosting.com, Inc.	"BUSINESSSPEED" Registration No. 2,417,217 Date of Registration: January 2, 2001
	"BUSINESSSPEED" Registration No. 2,417,216 Date of Registration: January 2, 2001
InterAccess Co.	"INTERACCESS" Registration No. 2,327,714 International Class 38 and 42 Date of Registration: March 14, 2000 ** Also, state registrations in Illinois (August 15, 1995), Michigan (February 20, 1996) and Indiana (August 21, 1995)
	"WEB GOLD" Registration No. 2,287,182 International Class 42 Date of Registration: October 19, 1999
	"WEB PLATINUM" Registration No. 2,308,366 International Class 42 Date of Registration: January 18, 2000
Jump.Net, Inc.	ARE YOU BANDWIDTH IMPAIRED? Reg No. 2,332,557 International Class 38 Date of Registration: March 21, 2000



<i>Name of Legal Entity</i>	<i>Details</i>
	"JUMP POINT" Registration No. 2,305,617 International Class 38 Date of Registration: January 4, 2000
	"JUMP.NET" Registration No. 2,328,796 International Class 38 Date of Registration: March 14, 2000
Virtualis Systems, Inc.	"VIRTUALIS" Registration No. 2,428,480 International Class 42 Date of Registration: February 13, 2001
	Flying Elephant logo with name "Virtualis" underneath Registration No. 2,428,407 International Class 42 Date of Registration: February 13, 2001
	"Impossibly Easy" Registration No. 2,435,186 International Class 42 Date of Registration: March 13, 2001

### COPYRIGHTS

<i>Name of Legal Entity</i>	<i>Details</i>
<b>InterAccess Co.</b>	"XDNS" (text of computer program) Registration No. Txu 753-429 Registration Date: August 19, 1996
<b>Jump.Net, Inc.</b>	"Web Page Design" for Jump.Net Registration No. VAu 485-590 Registration Date: February 22, 2000
	"Suffering Bandwidth Entity? Graphics Design " Registration No. VAu 486-687 Registration Date: February 22, 2000

TRADEMARK APPLICATIONS

Name of Legal Entity	Details
Hosting.com, Inc.	"BUSINESSBACKUP" International Class: 39, 42 Date filed: February 25, 2000 Serial No. 75-929,372
	"INTERNET@BUSINESSSPEED" International Class: 42 Date filed: August 17, 1999 Serial No. 75-777,497
	"INTERNET@BUSINESSSPEED" International Class: 38 Date filed: August 17, 1999 Serial No. 75-777,950
	"MXP" International Class: 42 Date filed: August 17, 1999 Serial No. 75-777,863
	"HARVARDNET" International Class: 38 Date Filed: April 30, 1999 Serial No. 75-696,492
	"HARVARDNET" International Class: 42 Date filed: April 30, 1999 Serial No. 75-694,346