

**United States Bankruptcy Court
District of Delaware**

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): Open Range Communications Inc.	Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):	All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all) 20-3970894	Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all)
Street Address of Debtor (No. and Street, City, and State): 6430 S. Fiddlers Green Circle, Suite 500 Greenwood Village, CO ZIP Code 80111	Street Address of Joint Debtor (No. and Street, City, and State): ZIP Code
County of Residence or of the Principal Place of Business: Arapahoe	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): ZIP Code	Mailing Address of Joint Debtor (if different from street address): ZIP Code

Location of Principal Assets of Business Debtor (if different from street address above):

Type of Debtor (Form of Organization) (Check one box) <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)	Nature of Business (Check one box) <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other Tax-Exempt Entity (Check box, if applicable) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).	Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box) <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding Nature of Debts (Check one box) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.
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Filing Fee (Check one box) <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.	Chapter 11 Debtors Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,343,300 (amount subject to adjustment on 4/01/13 and every three years thereafter). Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
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Statistical/Administrative Information

Debtor estimates that funds will be available for distribution to unsecured creditors.
 Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.

Estimated Number of Creditors

<input type="checkbox"/> 1-49	<input type="checkbox"/> 50-99	<input type="checkbox"/> 100-199	<input type="checkbox"/> 200-999	<input checked="" type="checkbox"/> 1,000-5,000	<input type="checkbox"/> 5,001-10,000	<input type="checkbox"/> 10,001-25,000	<input type="checkbox"/> 25,001-50,000	<input type="checkbox"/> 50,001-100,000	<input type="checkbox"/> OVER 100,000
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Estimated Assets

<input type="checkbox"/> \$0 to \$50,000	<input type="checkbox"/> \$50,001 to \$100,000	<input type="checkbox"/> \$100,001 to \$500,000	<input type="checkbox"/> \$500,001 to \$1 million	<input type="checkbox"/> \$1,000,001 to \$10 million	<input type="checkbox"/> \$10,000,001 to \$50 million	<input type="checkbox"/> \$50,000,001 to \$100 million	<input checked="" type="checkbox"/> \$100,000,001 to \$500 million	<input type="checkbox"/> \$500,000,001 to \$1 billion	<input type="checkbox"/> More than \$1 billion
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Estimated Liabilities

<input type="checkbox"/> \$0 to \$50,000	<input type="checkbox"/> \$50,001 to \$100,000	<input type="checkbox"/> \$100,001 to \$500,000	<input type="checkbox"/> \$500,001 to \$1 million	<input type="checkbox"/> \$1,000,001 to \$10 million	<input type="checkbox"/> \$10,000,001 to \$50 million	<input type="checkbox"/> \$50,000,001 to \$100 million	<input checked="" type="checkbox"/> \$100,000,001 to \$500 million	<input type="checkbox"/> \$500,000,001 to \$1 billion	<input type="checkbox"/> More than \$1 billion
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THIS SPACE IS FOR COURT USE ONLY

Voluntary Petition <i>(This page must be completed and filed in every case)</i>	Name of Debtor(s): Open Range Communications Inc.
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All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet)

Location Where Filed: - None -	Case Number:	Date Filed:
Location Where Filed:	Case Number:	Date Filed:

Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet)

Name of Debtor: - None -	Case Number:	Date Filed:
District:	Relationship:	Judge:

<p style="text-align: center;">Exhibit A</p> <p>(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)</p> <p><input type="checkbox"/> Exhibit A is attached and made a part of this petition.</p>	<p style="text-align: center;">Exhibit B</p> <p>(To be completed if debtor is an individual whose debts are primarily consumer debts.)</p> <p>I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by 11 U.S.C. §342(b).</p> <p>X _____ Signature of Attorney for Debtor(s) (Date)</p>
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Exhibit C

Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?

Yes, and Exhibit C is attached and made a part of this petition.

No.

Exhibit D

(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)

Exhibit D completed and signed by the debtor is attached and made a part of this petition.

If this is a joint petition:

Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.

Information Regarding the Debtor - Venue
(Check any applicable box)

Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.

There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.

Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.

Certification by a Debtor Who Resides as a Tenant of Residential Property
(Check all applicable boxes)

Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)

(Name of landlord that obtained judgment)

(Address of landlord)

Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and

Debtor has included in this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.

Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).

Voluntary Petition

(This page must be completed and filed in every case)

Name of Debtor(s):
Open Range Communications Inc.

Signatures

Signature(s) of Debtor(s) (Individual/Joint)

I declare under penalty of perjury that the information provided in this petition is true and correct.
[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.
[If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. §342(b).
I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X _____
Signature of Debtor

X _____
Signature of Joint Debtor

Telephone Number (If not represented by attorney)

Date

Signature of Attorney*

X _____
Signature of Attorney for Debtor(s)

Norman L. Pernick (No. 2290)
Printed Name of Attorney for Debtor(s)

Cole, Schotz, Meisel, Forman & Leonard, P.A.
Firm Name
500 Delaware Avenue
Suite 1410
Wilmington, DE 19801

Address

(302) 652-3131 Fax: (302) 652-3117
Telephone Number

October 5, 2011
Date

*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

Signature of Debtor (Corporation/Partnership)

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X _____
Signature of Authorized Individual

Chris Edwards

Printed Name of Authorized Individual

Chief Financial Officer

Title of Authorized Individual

October 5, 2011
Date

Signature of a Foreign Representative

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only one box.)

I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. §1515 are attached.

Pursuant to 11 U.S.C. §1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

X _____
Signature of Foreign Representative

Printed Name of Foreign Representative

Date

Signature of Non-Attorney Bankruptcy Petition Preparer

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

Printed Name and title, if any, of Bankruptcy Petition Preparer

Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer. (Required by 11 U.S.C. § 110.)

Address

X _____

Date

Signature of Bankruptcy Petition Preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.

Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual:

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both 11 U.S.C. §110; 18 U.S.C. §156.

CERTIFICATE

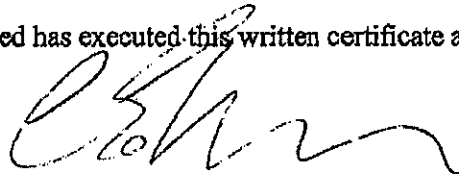
The undersigned hereby certifies with respect to Open Range Communications Inc. (the "Company"), a Delaware corporation, as follows:

1. I am duly qualified and authorized by the board of directors of the Company (the "Board of Directors") to take actions on behalf of the Company and, as such, I am familiar with the facts herein certified and I am duly authorized to certify the same on behalf of the Company.

2. Attached hereto is a true, complete, and correct copy of the resolutions of the Board of Directors, duly adopted at a properly convened meeting of the Board of Directors on or about the date hereof, in accordance with the bylaws of the Company.

3. Such resolutions have not been amended, altered, annulled, rescinded, or revoked and are in full force and effect as of the date hereof. There exists no other subsequent resolution of the Board of Directors of the Company relating to the matters set forth in the resolutions attached hereto.

IN WITNESS WHEREOF, the undersigned has executed this written certificate as of the 5th day of October, 2011.



By: Chris Edwards
Title: Chief Financial Officer

**RESOLUTIONS
OF THE BOARD OF DIRECTORS OF
OPEN RANGE COMMUNICATIONS INC.**

The undersigned, constituting the board of directors (the "Board") of Open Range Communications Inc., a Delaware corporation (the "Company"), in accordance with the applicable provisions of the Delaware General Corporation Law and the bylaws of the Company, duly adopted the following resolutions at a telephonic meeting held on October 5, 2011, and such resolutions have not been amended or rescinded and are now in full force and effect:

WHEREAS, the Board has considered the recommendations of the restructuring committee (the "Restructuring Committee") formed to advise the Board regarding the liabilities and liquidity of the Company, the strategic alternatives available to it, and the impact of the foregoing on the Company's business; and

WHEREAS, the Board has had the opportunity to consult with the management and financial and legal advisors of the Company and fully consider each of the strategic alternatives available to the Company.

NOW, THEREFORE, BE IT RESOLVED, that in the judgment of the Board, it is desirable and in the best interests of the Company, its creditors, shareholders, and other interested parties that a petition be filed by the Company seeking relief under the provisions of chapter 11 of title 11 of the United States Code (the "Bankruptcy Code") in the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court");

FURTHER RESOLVED, that any officer of the Company (each, an "Authorized Officer" and together, the "Authorized Officers") be, and each of them hereby is authorized, empowered and directed, in the name and on behalf of the Company to execute and file in the Bankruptcy Court on behalf of the Company all petitions, schedules, lists and other papers or documents necessary to obtain relief under chapter 11 of the Bankruptcy Code;

FURTHER RESOLVED, that the law firm of Cole, Schotz, Meisel, Forman & Leonard, P.A., 500 Delaware Avenue, Suite 1410, Wilmington, DE 19801 is hereby retained as bankruptcy counsel for the Company to render legal services to, and to represent, the Company in connection with the prosecution of the Company's case under chapter 11 of the Bankruptcy Code and any other related matters in connection therewith;

FURTHER RESOLVED, that FTI Consulting, Inc., 3 Times Square, 9th Floor, New York, NY 10036, is hereby retained and employed to provide certain temporary employees for financial crisis, turnaround and related management services, including Michael E. Katzenstein to serve as the Company's Chief Restructuring Officer and Christopher R. LeWand to serve as the Company's Associate Chief Restructuring Officer in connection with the prosecution of the Company's case under chapter 11 of the Bankruptcy Code and any other related matters in connection therewith;

FURTHER RESOLVED, that Logan & Company, Inc., 546 Valley Road, Upper Montclair, NJ 07043 is hereby retained as the claims, noticing, and balloting agent for the

Company in connection with the prosecution of the Company's case under chapter 11 of the Bankruptcy Code and any other related matters in connection therewith;

FURTHER RESOLVED, that the Authorized Officers be, and each of them hereby is authorized, empowered and directed, in the name and on behalf of the Company to take and perform any and all further acts and deeds which they deem necessary, proper or desirable in connection with the chapter 11 case, with a view to the successful prosecution of such case including, without limitation, seeking a sale of the assets of the Company on such terms as may be approved by the Restructuring Committee;

FURTHER RESOLVED, that the Authorized Officers be, and each of them hereby is, authorized to employ and retain other legal counsel, financial advisors, accountants and other professionals, to advise the Company, as is deemed necessary, in connection with the prosecution of the Company's case under chapter 11 of the Bankruptcy Code;

FURTHER RESOLVED, that the Authorized Officers be, and each of them hereby is, authorized and empowered on behalf of the Company, as debtor and debtor in possession, to negotiate for and obtain additional financing, including debtor-in-possession financing, in such amounts and on such terms as may be approved by the Restructuring Committee;

FURTHER RESOLVED, that the Authorized Officers be, and each of them hereby is, authorized and empower on behalf of the Company, as debtor and debtor in possession, to obtain the use of cash collateral on such terms as may be approved by the Restructuring Committee;

FURTHER RESOLVED, that the Authorized Officers be, and each of them hereby is, authorized and empowered on behalf of the Company, to take such actions and to make, sign, execute, acknowledge and deliver all such additional documents, agreements and certificates as may be reasonably required to give effect to the consummation of the transactions contemplated by these Resolutions, and to execute and deliver such documents, agreements and certificates, and to fully perform the terms and provisions thereof; and

FURTHER RESOLVED, that to the extent that any of the actions authorized by any of these Resolutions have been taken by the Authorized Officers of the Company on its behalf, such actions are hereby adopted, ratified, confirmed and approved in all respects as the acts and deeds of the Company.

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:	:	Chapter 11
OPEN RANGE COMMUNICATIONS INC.,	:	Case No. 11-_____ ()
Debtor. ¹	:	

**LIST OF CREDITORS HOLDING THE
THIRTY LARGEST UNSECURED CLAIMS AGAINST THE DEBTOR**

The following is the list of creditors holding the thirty (30) largest unsecured claims (the “List of Creditors”) against the above captioned debtor and debtor in possession (the “Debtor”). This List of Creditors reflects estimated amounts owed by the Debtor as of September 30, 2011.

The List of Creditors has been prepared from the books and records of the Debtor as of September 30, 2011 and in accordance with Rule 1007(d) of the Federal Rules of Bankruptcy Procedure. This List of Creditors does not include (a) persons who fall within the definition of “insider” as set forth in section 101(31) of the Bankruptcy Code. The inclusion or exclusion of any party to this List of Creditors shall not constitute an admission by, nor be binding on, the Debtor in any respect. The Debtor expressly reserves the right, in its sole discretion, to challenge the validity, priority and/or amount of any obligation reflected herein.

¹ The last four digits of the Debtor’s federal tax identification number are 0894.

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed or subject to setoff</i>	(5) <i>Amount of claim</i>
Adesta, LLC 1200 Landmark Center, Ste 1300 Omaha, NE 68102	Mr. Bob Sommerfeld 1200 Landmark Center, Ste 1300 Omaha, NE 68102 Telephone: (402) 233-7700 Facsimile: (402) 233-7650	Trade Payable	Disputed	\$7,574,352.26
Velocitel, Inc. 2000 Regency Parkway, Ste 135 Cary, NC 27518	Mr. Steve Chiotti Velocitel, Inc. 5566 Paysphere Circle Chicago, IL 60674 Telephone: (949) 809-4999 Facsimile: (949) 836-3922	Trade Payable	Disputed	\$5,590,037.27
One Equity Partners JPM Chase OEP 320 Park Avenue, 18 th Floor New York, NY 10022	Attn: Andrew Dunn One Equity Partners JPM Chase OEP 320 Park Avenue, 18 th Floor New York, NY 10022 Telephone: (212) 277-1500 Facsimile: (212) 277-1572	Management Fee	Contingent	\$2,787,809.55
Alvarion, Inc. 2495 Leghorn Street Mountain View, CA 94043	Mr. Eli Moskovitch Alvarion, Inc. 555 N. Mathilda Ave., Ste 210 Sunnyvale, CA 94085-3503 Telephone: (408) 773-7200 Facsimile: (408) 773-7220	Trade Payable	Disputed	\$1,960,149.57
Black Dot Wireless, LLC 320 Commerce, Suite 200 Irvine, CA 92602	Mr. Gary Arnett Black Dot Wireless, LLC 27271 Las Ramblas, Suite 200 Mission Viejo, CA 92691 Telephone: (949) 271-7837 Facsimile: (949) 271-7937	Trade Payable	Disputed	\$742,316.19
Globalstar 4170 Ashford Dunwoody Road, Suite 250 Atlanta, GA 30319	Mr. James Monroe Globalstar 461 S. Milpitas Blvd. Milpitas, CA 95035 Telephone: (877) 452-5782 Facsimile: (985) 335-1779	Trade Payable	Disputed	\$735,826.54

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed or subject to setoff</i>	(5) <i>Amount of claim</i>
Cloud 10 Corporation 6786 S. Revere Parkway, Ste 100 Centennial, CO 80112	Mr. Ryan Gillette Cloud 10 Corporation 6786 S. Revere Parkway, Ste 100 Centennial, CO 80112 Telephone: (303) 952-3215 Facsimile: (303) 952-3235	Trade Payable	None	\$649,860.00
Communications Test Design, Inc. 1373 Enterprise Drive West Chester, PA 19380	Mr. Gary DiMariano Communications Test Design, Inc. 1373 Enterprise Drive West Chester, PA 19380 Telephone: (610) 793-8385 Facsimile : (610) 793-6026	Trade Payable	None	\$633,898.00
RT & Sons LLC 100 2nd Street E. Whitefish, MT 59937	Mr. Robert Titchbourne d/b/a RT & Sons LLC 701 Gold Avenue PO Box 99 Bozeman, MT 59771 Telephone: (406) 586-1995 Facsimile: (406) 586-3530	Trade Payable	Disputed	\$441,002.50
Aerios Direct Inc. 720 Corporate Circle, Suite D Golden, CO 80401	Ms. Charlotte Cosgrove Aerios Direct Inc. 720 Corporate Circle, Suite D Golden, CO 80401 Telephone: (303) 302-3740 Facsimile: (303) 302-3750	Services	None	\$417,764.00
Level 3 Communications LLC 1025 Eldorado Blvd. Broomfield, CO 80021	Mr. Mike Wilkerson Level 3 Communications LLC Department 182 Denver, CO 80291-0182 Telephone: (720) 888-1000 Facsimile: (720) 888-5128	Services	None	\$393,549.00
Drinker Biddle & Reath LLP 1500 K Street, N.W., Suite 1100 Washington, D.C. 20005-1209	Joe D. Edge, Esquire Drinker Biddle & Reath LLP 1500 K Street, N.W., Suite 1100 Washington, D.C. 20005-1209 Telephone: (202) 842-8800 Facsimile: (202) 842-8465	Legal Services	None	\$370,490.00

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed or subject to setoff</i>	(5) <i>Amount of claim</i>
Netlink Software Group America Inc. 1701 E. Woodfield Rd., Ste 430 Schaumburg, IL 60173	Mr. Dilip Dubey Netlink Software Group America Inc. 999 Tech Row Madison Heights, MI 48071 Telephone: (248) 204-8800 Facsimile: (248) 204-8801	Services	None	\$347,183.00
AT&T AT&T Mobility LLC Attn: AT&T Towers 12555 Cingular Way, Suite 1200 Alpharetta, GA 30004	Mr. Randall Stephenson AT&T Mobility LLC 208 S. Akard Street Dallas, TX 75202 Telephone: (800) 331-0500 Facsimile: (212) 387-4114	Services	Disputed	\$344,536.00
Latham & Watkins LLP 885 Third Avenue New York, NY 10022-4834	James C. Gorton, Esquire Latham & Watkins LLP 885 Third Avenue New York, NY 10022-4834 Telephone: (212) 906-1804 Facsimile: (212) 751-4864	Legal Services	None	\$335,000.00
CallComm Construction, Inc./ AirTel 5721 Logan St. Denver, CO 80216	Mr. Eric St. Germain CallComm Construction, Inc./ AirTel PO Box 122 1630 A 30 th Street Boulder, CO 80301 Telephone: (720) 544-6401 Facsimile: (303) 426-8989	Trade Payable	Disputed	\$294,543.02
Statera Inc. 6501 E. Belleview Ave., Ste. 300 Englewood, CO 80111	Mr. Jason Bussanick Statera Inc. 6501 E. Belleview Ave., Ste. 300 Englewood, CO 80111 Telephone: (720) 346-0070 Facsimile: (720) 346-0080	Services	None	\$280,040.00
BCI Communications Inc. 18-01 Pollitt Drive Fair Lawn, NJ 07410	Mr. Mike Wolczak BCI Communications Inc. 18-01 Pollitt Drive Fair Lawn, NJ 07410 Telephone: (201) 791-3200 Facsimile: (201) 794-8974	Trade Payable	Disputed	\$260,461.86

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed or subject to setoff</i>	(5) <i>Amount of claim</i>
Frontera Consulting LLC 120 Riverside Blvd., Ste 14T New York, NY 10069	Mr. Fred Kao Frontera Consulting LLC 120 Riverside Blvd., Ste 14T New York, NY 10069 Telephone: (917) 549-9699 Facsimile: (917) 720-9041	Services	None	\$251,849.00
Aviat US Inc. Harris Stratex 637 Davis Drive Morrisville, NC 27560	Ms. Maggie Khananisho Aviat US Inc. 5200 Great America Parkway Santa Clara, CA 95054 Telephone: (919) 767-5248 Facsimile: (408) 567-2168	Services	None	\$195,069.00
Alianza Global Communication Service 333 South 520 West Lindon, UT 84042	Mr. Brian Beutler Alianza Global Communication Service 333 South 520 West Lindon, UT 84042 Telephone: (801) 802-6414 Facsimile: (801) 772-2076	Services	None	\$185,431.00
SiteMaster, Inc. 6914 S. Yorktown Ave., Ste 210 Tulsa, OK 74136	Mr. Steve Phillips SiteMaster, Inc. 6914 S. Yorktown Ave., Ste 210 Tulsa, OK 74136 Telephone: (918) 663-2291 Facsimile: (918) 663-2291	Trade Payable	Disputed	\$175,061.00
Zayo Bandwidth, LLC 901 Front Street, Suite 200 Louisville, CO 80027	Mr. John Wharton Zayo Bandwidth, LLC 400 Centennial Parkway, Ste 200 Louisville, CO 80027 Telephone: (303) 381-4683 Facsimile: (303) 604-6869	Services	None	\$161,040.00
PVSL Solutions Inc. 16748-9C E. Smoky Hill Rd., #252 Centennial, CO 80015	Mr. Sridhar Talanki PVSL Solutions Inc 16748-9C E. Smoky Hill Rd., #252 Centennial, CO 80015 Telephone: (303) 649-2130 Facsimile: (303) 627-0807	Services	None	\$128,515.00

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed or subject to setoff</i>	(5) <i>Amount of claim</i>
American Tower 10 Presidential Way Woburn, MA 01801	American Tower Attn: Account Manager 10 Presidential Way Woburn, MA 01801 Telephone: (781) 926-4500 Facsimile: (781) 926-4555	Lease Obligation	None	\$124,313.00
CCGS Holdings LLC DBA 2000 Corporate Drive Canonsburg, PA 15317	Mr. Ryan Ignatz CCGS Holdings LLC DBA 2000 Corporate Drive Canonsburg, PA 15317 Telephone: (724) 416-2000 Facsimile: (724) 416-2353	Lease Obligation	None	\$115,196.00
SBA Structures, Inc. 5900 Broken Sound Parkway, NW, 2 nd Floor Boca Raton, FL 33487	SBA Structures, Inc. Attn: Account Manager 5900 Broken Sound Parkway, NW, 2 nd Floor Boca Raton, FL 33487 Telephone: (561) 995-7670 Facsimile: (561) 995-7626	Lease Obligation	None	\$112,623.00
Pinpoint Staffing, LLC 5970 Greenwood Plaza Blvd., Ste 260 Greenwood Village, CO 80111	Mr. Tom Gould Pinpoint Staffing, LLC 5970 Greenwood Plaza Blvd., Ste 260 Greenwood Village, CO 80111 Telephone: (303) 221-9425 Facsimile: (303) 221-4512	Services	None	\$103,763.91
Kentucky Data Link, Inc. 3701 Communications Way Evansville, IN 47715-8929	Mr. Steve Lisak Kentucky Data Link, Inc. 3701 Communications Way Evansville, IN 47715-8929 Telephone: (812) 253-1400 Facsimile: (812) 759-1463	Services	None	\$96,684.30
Nexgen Wireless Inc. 461 South Milpitas Blvd., Building 5 Milpitas, CA 95035	Ms. Jody Glenn Nexgen Wireless Inc. 1701 E. Woodfield Rd., Ste 430 Schaumburg, IL 60173 Telephone: (847) 874-7050, ext. 105 Facsimile: (847) 874-7050	Services	None	\$96,381.50

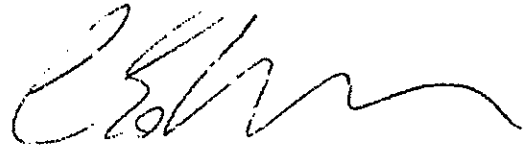
IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re: : Chapter 11
: :
OPEN RANGE COMMUNICATIONS INC., : Case No. 11- _____ ()
: :
Debtor.¹ :

**DECLARATION REGARDING CREDITORS HOLDING THE
THIRTY LARGEST UNSECURED CLAIMS AGAINST THE DEBTOR**

I, Chris Edwards, Chief Financial Officer of Open Range Communications Inc., declare under penalty of perjury that I have read and reviewed the foregoing List of Creditors Holding the Thirty (30) Largest Unsecured Claims Against the Debtor and that the information included therein is true and correct and to the best of my knowledge, information and belief.

Dated: October 5, 2011



Chris Edwards
Chief Financial Officer
Open Range Communications Inc.

¹ The last four digits of the Debtor's federal tax identification number are 0894.

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:	:	Chapter 11
OPEN RANGE COMMUNICATIONS INC.,	:	Case No. 11-_____ ()
Debtor. ¹	:	

**CORPORATE OWNERSHIP STATEMENT OF
OPEN RANGE COMMUNICATIONS INC.²**

In accordance with Rules 1007(a)(1), 1007(a)(3), and 7007.1(a) of the Federal Rules of Bankruptcy Procedure, the following are corporations, other than a governmental unit, that directly or indirectly own 10% or more of any class of the Debtor's equity interests:

NAME AND ADDRESS OF EQUITY HOLDERS	SECURITY CLASS	INTEREST
Vision Opportunity Master Fund, Ltd. 20 West 55th St., 5th Floor New York, NY 10019	Common Stock	57%
OEP Open Range Holdings, LLC 320 Park Avenue, 18th Floor New York, NY 10011	Series B Preferred Stock	97%
OEP Open Range Holdings, LLC 320 Park Avenue, 18th Floor New York, NY 10011	Series C Preferred Stock	99.6%

¹ The last four digits of the Debtor's federal tax identification number are 0894.

² On October 5, 2011, OEP Open Range Holdings, LLC provided \$1,000,000 to the Debtor, and as of the date herein, it has not been determined whether such funds will be characterized as a loan advancement or equity contribution.

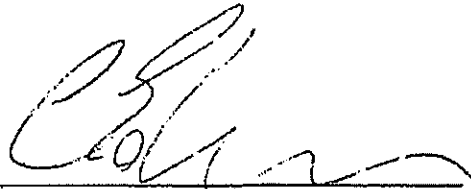
IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re: : Chapter 11
: :
OPEN RANGE COMMUNICATIONS INC., : Case No. 11- _____ ()
: :
Debtor.¹ :

**DECLARATION REGARDING CORPORATE OWNERSHIP
STATEMENT OF OPEN RANGE COMMUNICATIONS INC.**

I, Chris Edwards, Chief Financial Officer of Open Range Communications Inc., declare under penalty of perjury, that I have read and reviewed the foregoing Corporate Ownership Statement of the Debtor and that the information included therein is true and correct and to the best of my knowledge, information and belief.

Dated: October 5, 2011



Chris Edwards
Chief Financial Officer
Open Range Communications Inc.

¹ The last four digits of the Debtor's federal tax identification number are 0894.