

Debtor

### SCHEDULE D. CREDITORS HOLDING SECURED CLAIMS

State the name, mailing address, including zip code, and account number, if any, of all entities holding claims secured by property of the debtor as of the date of filing of the petition. List creditors holding all types of secured interests such as judgment liens, garnishments, statutory liens, mortgages, deeds of trust, and other security interests. List creditors in alphabetical order to the extent practicable. If all secured creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Code debtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Code debtors. If a joint petition is filed, state whether husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules.

Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

CREDITOR'S NAME AND MAILING ADDRESS, INCLUDING ZIP CODE	C O D E D E B T O R	Husband, Wife, Joint, or Community		C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL*	UNSECURED PORTION IF ANY
		H	W					
Account No.		DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND MARKET VALUE OF PROPERTY SUBJECT TO LIEN						
		<b>Secured Bank Creditor</b>						
Abrams Capital International Jason Price 425 Boylston Street Suite 3 Boston, MA 02116	-						1,200,000.00	Unknown
		Value \$ <b>Unknown</b>						
		<b>Secured Bank Creditor</b>						
Abrams Capital Partners I, LP Jason Price 425 Boylston Street Suite 3 Boston, MA 02116	-						2,000,000.00	Unknown
		Value \$ <b>Unknown</b>						
		<b>Secured Bank Creditor</b>						
Abrams Capital Partners II, LP Jason Price 425 Boylston Street Suite 3 Boston, MA 02116	-						26,799,681.81	Unknown
		Value \$ <b>Unknown</b>						
		<b>Secured Bank Creditor</b>						
Ark CLO 2000-1, Ltd. William Getschow 600 Travis Street 50th Floor Houston, TX 77002	-						25,485,616.11	Unknown
		Value \$ <b>Unknown</b>						
Subtotal							<b>55,485,297.92</b>	
(Total of this page)								

13 continuation sheets attached

In re Arch Wireless, Inc.,  
Debtor

Case No. 01-47330-HJB

**SCHEDULE D. CREDITORS HOLDING SECURED CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS, INCLUDING ZIP CODE	C O D E B O R	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND MARKET VALUE OF PROPERTY SUBJECT TO LIEN	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION IF ANY
Account No.			<b>Secured Bank Creditor</b>					
<b>Ark II CLO 2001-1, Limited Paul Bavis 225 Franklin Street MAO/CO Boston, MA 02110</b>	-						<b>14,910,327.40</b>	<b>Unknown</b>
			Value \$ <b>Unknown</b>					
Account No.			<b>Secured Bank Creditor</b>					
<b>Avenue Special Situations Fund, L.P. Esther Friedlander 535 Madison Avenue 15th Floor New York, NY 10022</b>	-						<b>10,784,848.47</b>	<b>Unknown</b>
			Value \$ <b>Unknown</b>					
Account No.			<b>Secured Bank Creditor</b>					
<b>Bank of America, N.A. Emil Joost 901 Main Street 64th Floor Dallas, TX 75202-3714</b>	-						<b>63,653,586.63</b>	<b>Unknown</b>
			Value \$ <b>Unknown</b>					
Account No.			<b>Secured Bank Creditor</b>					
<b>Barclays Bank PLC Andrew Wynn 101 California Street Ste. 1800 San Francisco, CA 94111</b>	-						<b>13,151,104.15</b>	<b>Unknown</b>
			Value \$ <b>Unknown</b>					
Account No.			<b>Secured Bank Creditor</b>					
<b>BBT Fund, L.P. Richard Maybaum 115 East Putnam Avenue Greenwich, CT 06830</b>	-						<b>3,695,645.94</b>	<b>Unknown</b>
			Value \$ <b>Unknown</b>					
Subtotal							<b>106,195,512.59</b>	
(Total of this page)								

Sheet 1 of 13 continuation sheets attached to  
Schedule of Creditors Holding Secured Claims

In re Arch Wireless, Inc., Debtor

Case No. 01-47330-HJB

**SCHEDULE D. CREDITORS HOLDING SECURED CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS, INCLUDING ZIP CODE	C O D E B O R	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND MARKET VALUE OF PROPERTY SUBJECT TO LIEN	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION IF ANY
Account No.			<b>Secured Bank Creditor</b>					
<b>Bear Stearns &amp; Co., Inc. Gloria Dombrowski 245 Park Avenue 4th Floor New York, NY 10167</b>	-						<b>41,622,049.03</b>	<b>Unknown</b>
			Value \$ <b>Unknown</b>					
Account No.			<b>Secured Bank Creditor</b>					
<b>Bear Stearns Investment Products Inc. Rick Kammler 245 Park Avenue 4th Floor New York, NY 10167</b>	-						<b>5,359,374.99</b>	<b>Unknown</b>
			Value \$ <b>Unknown</b>					
Account No.			<b>Secured Bank Creditor</b>					
<b>Bellport Capital Partners LP Gregory T. Hradsky 660 Madison Ave. 14th Floor New York, NY 10021</b>	-						<b>0.06</b>	<b>Unknown</b>
			Value \$ <b>Unknown</b>					
Account No.			<b>Secured Bank Creditor</b>					
<b>CIBC, Inc. Ihor Zaluckyj 425 Lexington Avenue New York, NY 10017</b>	-						<b>0.53</b>	<b>Unknown</b>
			Value \$ <b>Unknown</b>					
Account No.			<b>Secured Bank Creditor</b>					
<b>Citibank, N.A. Carlton Klein 599 Lexington Avenue 21st Floor New York, NY 10043</b>	-						<b>46,623,320.06</b>	<b>Unknown</b>
			Value \$ <b>Unknown</b>					
Subtotal							<b>93,604,744.67</b>	
(Total of this page)								

Sheet 2 of 13 continuation sheets attached to  
Schedule of Creditors Holding Secured Claims

In re Arch Wireless, Inc.  
Debtor

Case No. 01-47330-HJB

**SCHEDULE D. CREDITORS HOLDING SECURED CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS, INCLUDING ZIP CODE	C O D E B O R	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND MARKET VALUE OF PROPERTY SUBJECT TO LIEN	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION IF ANY
Account No.			<b>Secured Bank Creditor</b>					
<b>City National Bank Rod Bollins 400 North Roxbury Drive 3rd Floor Beverly Hills, CA 90210</b>		-					<b>6,626,812.41</b>	<b>Unknown</b>
Value \$			<b>Unknown</b>					
Account No.			<b>Secured Bank Creditor</b>					
<b>Coast Business Credit Roger Scadron 12121 Wilshire Blvd. Suite 1400 Los Angeles, CA 90025</b>		-					<b>8,832,244.28</b>	<b>Unknown</b>
Value \$			<b>Unknown</b>					
Account No.			<b>Secured Bank Creditor</b>					
<b>Continental Casualty Company N/A John Tsokolas 333 South Wabash Avenue 23 South Chicago, IL 60685</b>		-					<b>14,641,311.71</b>	<b>Unknown</b>
Value \$			<b>Unknown</b>					
Account No.			<b>Secured Bank Creditor</b>					
<b>Contrarian Funds, LLC Jon Bauer 411 West Putnam Avenue S-225 Greenwich, CT 06830</b>		-					<b>28,750,226.40</b>	<b>Unknown</b>
Value \$			<b>Unknown</b>					
Account No.			<b>Secured Bank Creditor</b>					
<b>Credit Industriel et Commercial Marcus Edward 520 Madison Avenue 37th Floor New York, NY 10022</b>		-					<b>21,537,140.34</b>	<b>Unknown</b>
Value \$			<b>Unknown</b>					
Subtotal (Total of this page)							<b>80,387,735.14</b>	

Sheet 3 of 13 continuation sheets attached to  
Schedule of Creditors Holding Secured Claims

In re Arch Wireless, Inc.  
Debtor

Case No. 01-47330-HJB

**SCHEDULE D. CREDITORS HOLDING SECURED CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS, INCLUDING ZIP CODE	C O D E B O R	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND MARKET VALUE OF PROPERTY SUBJECT TO LIEN	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION IF ANY
Account No.			<b>Secured Bank Creditor</b>					
<b>Credit Lyonnais New York Branch Mark Campellone 1301 Avenue of the Americas New York, NY 10019</b>		-						
			Value \$ <b>Unknown</b>				<b>21,537,140.34</b>	<b>Unknown</b>
Account No.			<b>Secured Bank Creditor</b>					
<b>Credit Suisse First Boston Don Pollard 11 Madison Avenue, 5th Floor New York, NY 10010</b>		-						
			Value \$ <b>Unknown</b>				<b>7,000,000.00</b>	<b>Unknown</b>
Account No.			<b>Secured Bank Creditor</b>					
<b>DK Acquisition Partners, L.P. Michael J. Leffell 885 Third Avenue Suite 3300 New York, NY 10022</b>		-						
			Value \$ <b>Unknown</b>				<b>22,000,000.00</b>	<b>Unknown</b>
Account No.			<b>Secured Bank Creditor</b>					
<b>FC-CBO II Limited Erick Huerta 600 Travis St. 49th Floor Houston, TX 77002</b>		-						
			Value \$ <b>Unknown</b>				<b>4,460,729.43</b>	<b>Unknown</b>
Account No.			<b>Secured Bank Creditor</b>					
<b>First Source Loan Obligations Insured Tr Adam Gould 2850 W. Golf Road 5th Floor Rolling Meadow, IL 60008</b>		-						
			Value \$ <b>Unknown</b>				<b>9,940,218.62</b>	<b>Unknown</b>

Sheet 4 of 13 continuation sheets attached to  
Schedule of Creditors Holding Secured Claims

Subtotal  
(Total of this page)

**64,938,088.39**

In re Arch Wireless, Inc.  
Debtor

Case No. 01-47330-HJB

**SCHEDULE D. CREDITORS HOLDING SECURED CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS, INCLUDING ZIP CODE	C O D E D E B T O R	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND MARKET VALUE OF PROPERTY SUBJECT TO LIEN	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION IF ANY
Account No.			<b>Secured Bank Creditor</b>					
<b>First Union National Bank Melissa McDonald 301 South College Street DC-5 Charlotte, NC 28288-0537</b>		-					<b>16,104,390.87</b>	<b>Unknown</b>
Account No.			<b>Secured Bank Creditor</b>					
<b>Fleet National Bank Timothy Willard 100 Federal Street Mail: MA DE 10009A Boston, MA 02110</b>		-					<b>45,983,206.32</b>	<b>Unknown</b>
Account No.			<b>Secured Bank Creditor</b>					
<b>Franklin CLO I, Limited Mary Ann Chase N/A One Franklin Parkway San Mateo, CA 94403</b>		-					<b>4,460,729.43</b>	<b>Unknown</b>
Account No.			<b>Secured Bank Creditor</b>					
<b>Franklin Floating Rate Trust Mary Anne Chase One Franklin Parkway San Mateo, CA 94403</b>		-					<b>140,131,486.72</b>	<b>Unknown</b>
Account No.			<b>Secured Bank Creditor</b>					
<b>General Electric Capital Corporation Brian Jack 120 Long Ridge Road 3rd Floor Stamford, CT 06827</b>		-					<b>30,282,809.47</b>	<b>Unknown</b>
Subtotal (Total of this page)							<b>236,962,622.81</b>	

Sheet 5 of 13 continuation sheets attached to  
Schedule of Creditors Holding Secured Claims

In re Arch Wireless, Inc.  
Debtor

Case No. 01-47330-HJB

**SCHEDULE D. CREDITORS HOLDING SECURED CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS, INCLUDING ZIP CODE	C O D E D E B T O R	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND MARKET VALUE OF PROPERTY SUBJECT TO LIEN	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION IF ANY
Account No.			<b>Secured Bank Creditor</b>					
<b>General Motors Employees Global Group Pe Allan Brown 35 East 21st Street New York, NY 10010</b>	-						<b>5,000,000.00</b>	<b>Unknown</b>
Value \$			<b>Unknown</b>					
Account No.			<b>Secured Bank Creditor</b>					
<b>ING Baring (U.S) Capital LLC Joan M. Chiappe 55 East 52nd Street 32nd Floor New York, NY 10055</b>	-						<b>8,245,341.17</b>	<b>Unknown</b>
Value \$			<b>Unknown</b>					
Account No.			<b>Secured Bank Creditor</b>					
<b>ING Baring (U.S.) Capital LLC a/k/a Agen Joan M. Chiappe 55 East 52nd Street 32nd Floor New York, NY 10055</b>	-						<b>4,500,000.00</b>	<b>Unknown</b>
Value \$			<b>Unknown</b>					
Account No.			<b>Secured Bank Creditor</b>					
<b>JPMorgan Chase Bank N/A Karoline Bellum 270 Park Avenue 17th Floor New York, NY 10017</b>	-						<b>33,434,091.88</b>	<b>Unknown</b>
Value \$			<b>Unknown</b>					
Account No.			<b>Secured Bank Creditor</b>					
<b>KZH CNC LLC Shan McSweeney 767 fifth Avenue 34th Floor New York, NY 10153</b>	-						<b>13,248,366.41</b>	<b>Unknown</b>
Value \$			<b>Unknown</b>					

Sheet 6 of 13 continuation sheets attached to  
Schedule of Creditors Holding Secured Claims

Subtotal  
(Total of this page)

**64,427,799.46**

In re Arch Wireless, Inc.  
Debtor

Case No. 01-47330-HJB

**SCHEDULE D. CREDITORS HOLDING SECURED CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS, INCLUDING ZIP CODE	C O D E D E B T O R	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND MARKET VALUE OF PROPERTY SUBJECT TO LIEN	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION IF ANY	
Account No.			<b>Secured Bank Creditor</b>						
<b>Lehman Commercial Paper Inc. Andrew Keith 101 Hudson Street 30th Floor Jersey City, NJ 07302</b>	-						<b>28,848,086.69</b>	<b>Unknown</b>	
Account No.			<b>Secured Bank Creditor</b>						
<b>Loeb Partners Corporation Robert Grubin 61 Broadway New York, NY 10006</b>	-						<b>5,000,000.00</b>	<b>Unknown</b>	
Account No.			<b>Secured Bank Creditor</b>						
<b>Merrill Lynch, Pierce, Fenner &amp; Smith In Sandra Perez-Neuwirth 250 Vesey Street, North Tower 16th Floor New York, NY 10080</b>	-						<b>15,056,515.85</b>	<b>Unknown</b>	
Account No.			<b>Secured Bank Creditor</b>						
<b>MFP Investors, LLC Annette Emanuel 51 JFK Parkway 2nd Floor Short Hills, NJ 07078</b>	-						<b>5,000,000.00</b>	<b>Unknown</b>	
Account No.			<b>Secured Bank Creditor</b>						
<b>ML CLO XIX Sterling (Cayman) Ltd. Cathy Chambers 13455 Noel Rd. LB # 45 Dallas, TX 75240</b>	-						<b>4,416,122.16</b>	<b>Unknown</b>	
							<b>Subtotal</b>	<b>58,320,724.70</b>	
							(Total of this page)		

Sheet 7 of 13 continuation sheets attached to  
Schedule of Creditors Holding Secured Claims

Subtotal  
(Total of this page)

**58,320,724.70**



In re Arch Wireless, Inc.  
Debtor

Case No. 01-47330-HJB

**SCHEDULE D. CREDITORS HOLDING SECURED CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS, INCLUDING ZIP CODE	C O D E B O R	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND MARKET VALUE OF PROPERTY SUBJECT TO LIEN	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION IF ANY
Account No.			<b>Secured Bank Creditor</b>					
<b>ML CLO XV Pilgrim America (Cayman) Ltd. Robert Wilson N/A 7337 E. Doubletree Ranch Road Scottsdale, AZ 85258</b>	-							
			Value \$ <b>Unknown</b>				<b>4,460,729.43</b>	<b>Unknown</b>
Account No.			<b>Secured Bank Creditor</b>					
<b>ML CLO XX Pilgrim America (Cayman) Ltd. Robert Wilson N/A 7337 E. Doubletree Ranch Road Scottsdale, AZ 85258</b>	-							
			Value \$ <b>Unknown</b>				<b>4,460,729.43</b>	<b>Unknown</b>
Account No.			<b>Secured Bank Creditor</b>					
<b>Monarch Partners, LP Joseph Kiely 535 Madison Ave. 7th Floor New York, NY 10022</b>	-							
			Value \$ <b>Unknown</b>				<b>4,421,000.00</b>	<b>Unknown</b>
Account No.			<b>Secured Bank Creditor</b>					
<b>Morgan Stanley Prime Income Trust Kevin Eagan 1221 Avenue of the Americas 22nd Floor New York, NY 10020</b>	-							
			Value \$ <b>Unknown</b>				<b>12,085,747.23</b>	<b>Unknown</b>
Account No.			<b>Secured Bank Creditor</b>					
<b>Natexis Banque Populaires Michael Pellerito 1251 Avenue of the Americas 34th Floor New York, NY 10020</b>	-							
			Value \$ <b>Unknown</b>				<b>6,626,812.41</b>	<b>Unknown</b>

Sheet **8** of **13** continuation sheets attached to  
Schedule of Creditors Holding Secured Claims

Subtotal  
(Total of this page)

**32,055,018.50**

In re Arch Wireless, Inc.,  
Debtor

Case No. 01-47330-HJB

**SCHEDULE D. CREDITORS HOLDING SECURED CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS, INCLUDING ZIP CODE	C O D E D E B T O R	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND MARKET VALUE OF PROPERTY SUBJECT TO LIEN	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION IF ANY
Account No.			<b>Secured Bank Creditor</b>					
<b>Nuveen Senior Income Fund Van Dao 180 Grand Avenue Suite 1535 Oakbrook, IL 94612</b>	-						<b>7,231,400.01</b>	<b>Unknown</b>
Value \$			<b>Unknown</b>					
Account No.			<b>Secured Bank Creditor</b>					
<b>OZ Master Fund, LTD. Susan Rubin 9 West 57th Street 39th Floor New York, NY 10019</b>	-						<b>0.45</b>	<b>Unknown</b>
Value \$			<b>Unknown</b>					
Account No.			<b>Secured Bank Creditor</b>					
<b>Pacholder High Yield Fund, Inc. Michael J. Laskowski 8044 Montgomery Road Suite 480 Cincinnati, OH 45236</b>	-						<b>2,000,000.00</b>	<b>Unknown</b>
Value \$			<b>Unknown</b>					
Account No.			<b>Secured Bank Creditor</b>					
<b>Perry Principals, L.L.C. Rick Paige 599 Lexington Avenue 36th Floor New York, NY 10022</b>	-						<b>5,000,000.00</b>	<b>Unknown</b>
Value \$			<b>Unknown</b>					
Account No.			<b>Secured Bank Creditor</b>					
<b>Pilgrim America High Income Investments Robert Wilson N/A 7337 E Doubletree Road Scottsdale, AZ 85258-2034</b>	-						<b>4,460,729.45</b>	<b>Unknown</b>
Value \$			<b>Unknown</b>					

Sheet 9 of 13 continuation sheets attached to  
Schedule of Creditors Holding Secured Claims

Subtotal  
(Total of this page)

**18,692,129.91**

In re Arch Wireless, Inc.  
Debtor

Case No. 01-47330-HJB

**SCHEDULE D. CREDITORS HOLDING SECURED CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS, INCLUDING ZIP CODE	C O D E B O R	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND MARKET VALUE OF PROPERTY SUBJECT TO LIEN	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION IF ANY
Account No.			<b>Secured Bank Creditor</b>					
<b>Pilgrim Prime Rate Trust Robert Wilson 7337 E. Doubletree Ranch Road Scottsdale, AZ 85258-2034</b>		-					<b>8,814,739.15</b>	<b>Unknown</b>
Value \$			Unknown					
Account No.			<b>Secured Bank Creditor</b>					
<b>PNC Bank, N.A. Steve McGehrin 1600 Market Street 11th Floor Philadelphia, PA 19103</b>		-					<b>17,891,080.27</b>	<b>Unknown</b>
Value \$			Unknown					
Account No.			<b>Secured Bank Creditor</b>					
<b>PW Willow Funds LLC Sam Kim 700 Palisade Ave. Englewood Cliffs, NJ 07632</b>		-					<b>30,061,670.19</b>	<b>Unknown</b>
Value \$			Unknown					
Account No.			<b>Secured Bank Creditor</b>					
<b>Royal Bank of Canada Andy Williamson One Liberty Plaza 5th Floor New York, NY 10006-1404</b>		-					<b>44,869,744.49</b>	<b>Unknown</b>
Value \$			Unknown					
Account No.			<b>Secured Bank Creditor</b>					
<b>Sequils-Pilgrim I, Ltd. Robert Wilson N/A 7337 Doubletree Ranch Road Scottsdale, AZ 85258</b>		-					<b>4,751,730.28</b>	<b>Unknown</b>
Value \$			Unknown					

Sheet 10 of 13 continuation sheets attached to  
Schedule of Creditors Holding Secured Claims

Subtotal  
(Total of this page)

**106,388,964.38**

In re Arch Wireless, Inc.  
Debtor

Case No. 01-47330-HJB

**SCHEDULE D. CREDITORS HOLDING SECURED CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS, INCLUDING ZIP CODE	C O D E B O R	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND MARKET VALUE OF PROPERTY SUBJECT TO LIEN	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION IF ANY
Account No.			<b>Secured Bank Creditor</b>					
<b>Societe Generale, New York Branch Elaine Khalil 1221 Avenue of the Americas New York, NY 10020</b>	-							
Value \$			Unknown				13,614,819.68	Unknown
Account No.			<b>Secured Bank Creditor</b>					
<b>SunTrust Bank Kim Evans 200 South Orange Avenue 4th Floor Orlando, FL 32801</b>	-							
Value \$			Unknown				9,782,098.40	Unknown
Account No.			<b>Secured Bank Creditor</b>					
<b>The Dai-ichi Kangyo Bank, Ltd. Katsuya Noto 95 Christopher Columbus Drive Jersey City, NJ 07302</b>	-							
Value \$			Unknown				9,940,218.62	Unknown
Account No.			<b>Secured Bank Creditor</b>					
<b>The One Group High Yield Bond Fund Robert Stiles 8044 Montgomery Rd. Suite 480 Cincinnati, OH 45236</b>	-							
Value \$			Unknown				3,000,000.00	Unknown
Account No.			<b>Secured Bank Creditor</b>					
<b>The Prudential Insurance Company of Amer B. Ross Smead 100 Mulberry Street 7GC4 Newark, NJ 07102-4069</b>	-							
Value \$			Unknown				8,832,244.31	Unknown

Sheet 11 of 13 continuation sheets attached to  
Schedule of Creditors Holding Secured Claims

Subtotal  
(Total of this page)

**45,169,381.01**

In re Arch Wireless, Inc., Debtor

Case No. 01-47330-HJB

**SCHEDULE D. CREDITORS HOLDING SECURED CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS, INCLUDING ZIP CODE	C O D E D E B T O R	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND MARKET VALUE OF PROPERTY SUBJECT TO LIEN	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION IF ANY
Account No.			<b>Secured Bank Creditor</b>					
<b>Toronto Dominion (Texas), Inc. Peter S. Spielman 31 West 52nd Street 18th Floor New York, NY 10016</b>		-					<b>46,933,545.00</b>	<b>Unknown</b>
Account No.			<b>Secured Bank Creditor</b>					
<b>U.S. Bank National Association, f/k/a Fi Peter W. Bakker One Firststar Plaza 7th Floor St. Louis, MO 63101</b>		-					<b>16,567,031.03</b>	<b>Unknown</b>
Account No.			<b>Secured Bank Creditor</b>					
<b>Van Kampen CLO I, Limited N/A Greg White One Parkview Plaza Oakbrook Terrace, IL 60181</b>		-					<b>7,473,238.40</b>	<b>Unknown</b>
Account No.			<b>Secured Bank Creditor</b>					
<b>Van Kampen Prime Rate Income Trust N/A Greg White One Parkview Plaza Oakbrook Terrace, IL 60181</b>		-					<b>556,206.10</b>	<b>Unknown</b>
Account No.			<b>Secured Bank Creditor</b>					
<b>Wayland Investment Fund II, LLC Joseph Deignan 12700 Whitewater Drive Minnetonka, MN 55343</b>		-					<b>29,145,152.59</b>	<b>Unknown</b>

Sheet 12 of 13 continuation sheets attached to  
Schedule of Creditors Holding Secured Claims

Subtotal  
(Total of this page)

**100,675,173.12**

In re Arch Wireless, Inc.,  
Debtor

Case No. 01-47330-HJB

**SCHEDULE D. CREDITORS HOLDING SECURED CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS, INCLUDING ZIP CODE	C O D E B O R	H W J C	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION IF ANY
			DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND MARKET VALUE OF PROPERTY SUBJECT TO LIEN					
Account No.								
<b>Wayland Investment Fund, LLC Joseph Deignan 12700 Whitewater Drive Minnetonka, MN 55343</b>		-						
			Value \$				<b>56,305,557.41</b>	<b>Unknown</b>
Account No.								
			Value \$					
Account No.								
			Value \$					
Account No.								
			Value \$					

Sheet **13** of **13** continuation sheets attached to  
Schedule of Creditors Holding Secured Claims

Subtotal  
(Total of this page)

**56,305,557.41**

Total  
(Report on Summary of Schedules)

**1,119,608,750.01**