

In re: Inacom Corp., et al., Debtors and Debtors-in-Possession

Chapter 11 Case No. 00-2426 (PJW) Jointly Administered

Indicate name of Debtor Against Which Claim is Held

Indicate Case No. of Debtor

NOTE: This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A request for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503.

Name and address of Creditor:

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

APP
CAF
CMP
COM
CTR
ECR
LEG
OPC
PAI
RGO
SEC
SER
OTH

by which creditor identifies debtor:

Check here

if this claim replaces amends a previously filed claim, dated:

1. Basis for Claim

- Goods sold
Services performed
Money loaned
Personal injury/wrongful death
Taxes
Other

- Retiree benefits as defined in 11 U.S.C. § 1114(a)
Wages, salaries, and compensation (fill out below)

Your SS#:
Unpaid compensation for services performed from to

2. Date debt was incurred:

3. If court judgment, date obtained:

4. Total Amount of Claim at Time Case Filed:

If all or part of your claim is secured or entitled to priority, also complete Item 5 or 6 below.

Check this box if claim includes interest or other charges in addition to the principal amount of the claim. Attach itemized statement of all interest or additional charges.

5. Secured Claim.

Check this box if your claim is secured by collateral (including a right of setoff).

Brief Description of Collateral:

- Real Estate
Motor Vehicle
Other

Value of Collateral: \$

Amount of arrearage and other charges at time case filed included in secured claim, if any: \$

6. Unsecured Priority Claim.

Check this box if you have an unsecured priority claim

Amount entitled to priority \$
Specify the priority of the claim:

- Wages, salaries, or commissions (up to \$4,300)* earned within 90 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier - 11 U.S.C. § 507(a)(3).
Contributions to an employee benefit plan - 11 U.S.C. § 507(a)(4).
Up to \$1,800* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use - 11 U.S.C. § 507(a)(6).
Alimony, maintenance, or support owed to a spouse, former spouse, or child - 11 U.S.C. § 507(a)(7).
Taxes or penalties owed to governmental units - 11 U.S.C. § 507(a)(8).
Other - Specify applicable paragraph of 11 U.S.C. § 507(a)()

* Amounts are subject to adjustment on 4/1/98 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.

7. Credits: The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim.

8. 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.

9. 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):

DOCUMENT NUMBER-DATE
11846 SEP 21 8

INSTRUCTIONS FOR PROOF OF CLAIM FORM

The instructions and definitions below are general explanations of the law. In particular types of cases or circumstances such as bankruptcy cases that are not filed voluntarily by a debtor, there may be exceptions to these general rules.

DEFINITIONS

Debtor

The person, corporation, or other entity that has filed a bankruptcy case is called the debtor.

Creditor

A creditor is any person, corporation, or other entity to whom the debtor owed a debt on the date that the bankruptcy case was filed.

Proof of Claim

A form filed with the clerk of the bankruptcy court where the bankruptcy case was filed, to tell the bankruptcy court how much the debtor owed a creditor at the time the bankruptcy case was filed (the amount of the creditor's claim). This form must be filed with the clerk of the bankruptcy court where the bankruptcy case was filed.

Secured Claim

A claim is a secured claim if the creditor has a lien on property of the debtor (collateral) that gives the creditor the right to be paid from that property before creditors who do not have liens on the property.

Examples of liens are a mortgage on real estate and a security interest in a car, truck, boat, television set or other item of property. A lien may have been obtained through a court proceeding before the bankruptcy case began. In some states a court judgment is a lien. In addition, to the extent a creditor also owes money to the debtor (has a right of setoff), the creditor's claim may be a secured claim. (See also *Unsecured Claim*)

Unsecured Claim

If a claim is not a secured claim it is an unsecured claim. A claim may be partly secured and partly unsecured if the property on which a creditor has a lien is not worth enough to pay the creditor in full.

Unsecured Priority Claim

Certain types of unsecured claims are given priority, so they are to be paid in bankruptcy cases before most other unsecured claims (if there is sufficient money or property available to pay these claims). The most common types of priority claims are listed on the proof of claim form. Unsecured claims that are not specifically given priority status by the bankruptcy laws are classified as *Unsecured Nonpriority Claims*.

Items to be completed in Proof of Claim form (if not already filled in)

Court, Name of Debtor and Case Number:

Fill in the name of the federal judicial district where the bankruptcy case was filed (for example, Central District of California), the name of the debtor in the bankruptcy case, and the bankruptcy case number. If you received a notice of the case from the court, all of this information is near the top of the notice.

Information about Creditor:

Complete the section giving the name, address, and telephone number of the creditor to whom the debtor owes money or property, and the debtor's account number, if any. If anyone else has already filed a proof of claim relating to this debt, if you never received notices from the bankruptcy court about this case, if your address differs from that to which the court sent notice, or if this proof of claim replaces or changes a proof of claim that was already filed, check the appropriate box on the form.

1. Basis for Claim:

Check the type of debt for which the proof of claim is being filed. If the type of debt is not listed, check "Other" and briefly describe the type of debt. If you were an employee of the debtor, fill in your social security number and the dates of work for which you were not paid.

2. Date Debt Incurred:

Fill in the date when the debt first was owed by the debtor.

3. Court Judgments:

If you have a court judgment for this debt, state the date the court entered the judgment.

4. Total Amount of Claim at Time Case Filed:

Fill in the total amount of the entire claim. If interest or other charges in addition to the principal amount of claim are included, check the appropriate place on the form and attach an itemization of the interest and charges.

5. Secured Claim:

Check the appropriate place if the claim is a secured claim. You must state the type and value of the property that is collateral for the claim, attach copies of the documentation of your lien, and state the amount past due on the claim as of the date the bankruptcy case was filed. A claim may be partly secured and partly unsecured. (See DEFINITIONS, above).

6. Unsecured Priority Claim:

Check the appropriate place if you have an unsecured priority claim, and state the amount entitled to priority. (See DEFINITIONS, above). A claim may be partly priority and partly nonpriority if, for example, the claim is for more than the amount given priority by the law. Check the appropriate place to specify the type of priority claim.

7. Credits:

By signing this proof of claim, you are stating under oath that in calculating the amount of your claim you have given the debtor credit for all payments received from the debtor.

8. Supporting Documents:

You must attach to this proof of claim form copies of documents that show the debtor owes the debt claimed or, if the documents are too lengthy, a summary of those documents. If documents are not available, you must attach an explanation of why they are not available.

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

In re

INACOM CORP., et al.

Debtors.

Case No. 00-2426 (PJW)

Chapter 11

Jointly Administered

**NOTICE OF DEADLINE FOR
CREDITORS TO FILE PROOFS OF CLAIM**

DEADLINE: November 6, 2000 at 4:00 Eastern Standard Time

TO: ALL PERSONS OR ENTITIES WHO MIGHT WISH TO ASSERT CLAIMS AGAINST:

INACOM CORP. 00-02426
INACOM LATIN AMERICA 00-02427
INACOM SOLUTIONS, INC. 00-02428
INACOM COMMUNICATIONS, INC.
00-02429
INACOMP FINANCIAL SERVICES,
INC. 00-02432
PERIGEE COMMUNICATIONS, INC.
00-02447
NETWORKS, INC. 00-02441
GORHAM CLARK, INC. 00-02440
INACOM INTERNATIONAL, INC. 00-
02430
INACOM TENNESSEE, INC. 00-02433
INACOM PROFESSIONAL SERVICES,
INC. 00-02434
KURE ASSOCIATES, INC. 00-02452
OFFICE PRODUCTS OF MINNESOTA,
INC. 00-02445
BOSTON COMPUTER EXCHANGE
CORPORATION 00-02435

PC TECHNICAL SERVICES, INC.
00-02446
VANSTAR CORPORATION 00-02443
COMPUTERLAND INTERNATIONAL
DEVELOPMENT, INC. 00-02437
COMPUTERPORT WORLD TRADE,
INC. 00-02439
VANSTAR INTERNATIONAL
CORPORATION 00-02448
VST WEST, INC. 00-02442
VST ILLINOIS, INC. 0002450
VSTNC, INC. 00-02444
CLAND TEX, INC. 00-02436
INACOM GOVERNMENT SYSTEMS,
INC. 00-02431
CONTRACT DATA, INC. 00-02449
COMPUTER PROFESSIONALS,
INC. 00-02438
VANSTAR PROFESSIONAL
TECHNICAL SERVICES, INC. 00-02451

1. An order of the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court") has established a deadline (sometimes referred to as a "Bar Date") for the filing of claims (the "Deadline") against the above-captioned debtors and debtors-in-possession (collectively, the "Debtors").

2. The order provided, in substance, that every person or entity (including every individual, partnership, corporation, estate or trust) except those described in paragraph "9" below and governmental units, who wishes to assert a claim¹ against the Debtors that arose prior to June 16, 2000, the date the Debtors' respective chapter 11 cases were filed (the "Filing Date") and, must file a written proof of claim, as described below, on or before 4:00 p.m., Eastern time, November 6, 2000, the Deadline.

3. June 16, 2000, is the accurate petition date for this matter. The Debtors' Notice of Commencement of Chapter 11 Bankruptcy Cases, Meeting of Creditors and Fixing of Certain Dates, filed July 25, 2000 and July 31, 2000 mistakenly indicated the petition date as June 23, 2000.

4. THIS APPLICATION DOES NOT SEEK TO ESTABLISH A DEADLINE FOR PARTIES HOLDING EQUITY SECURITY INTERESTS IN ANY OF THE DEBTORS TO FILE A "PROOF OF INTEREST" PURSUANT TO FEDERAL RULES OF BANKRUPTCY PROCEDURE 2002(D) OR 3803(A)(2). ACCORDINGLY, IF YOUR ONLY CONNECTION WITH THE DEBTORS IS THAT YOU HOLD STOCK IN INACOM CORP., THEN YOU NEED NOT FILE A PROOF OF CLAIM OR A PROOF OF INTEREST AT THIS TIME.

5. IF YOU FAIL TO FILE A PROOF OF CLAIM BY THE DEADLINE, IF YOU ARE REQUIRED TO DO SO, YOU WILL BE FOREVER BARRED FROM (A) ASSERTING A CLAIM AGAINST ANY OF THE DEBTORS, AND (B) VOTING UPON, OR RECEIVING DISTRIBUTIONS UNDER ANY PLAN OF REORGANIZATION OR LIQUIDATION OF THE DEBTORS, (C) FILING A PROOF OF CLAIM WITH RESPECT TO SUCH CLAIM, (D) ASSERTING SUCH CLAIM AGAINST THE DEBTORS OR THEIR ESTATES OR PROPERTY, (E) PARTICIPATING IN ANY DISTRIBUTION IN THE DEBTORS, CHAPTER 11 CASES ON ACCOUNT OF SUCH CLAIM, AND THE DEBTORS AND THEIR PROPERTY SHALL BE DISCHARGED FOREVER FROM ANY AND ALL INDEBTEDNESS OR LIABILITY WITH RESPECT TO SUCH CLAIM.

6. On August 1, 2000, the Debtors filed their schedules of assets, and schedules of liabilities (the "Schedules of Liabilities") as well as their statements of financial affairs. The Schedules of Liabilities are available for inspection (A) during regular business

¹ As used here, "claim" means, as provided in section 101 (5) of the Bankruptcy Code: (a) a right to payment, whether or not such right is reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured or unsecured; or (b) a right to an equitable remedy for breach of performance if such breach gives rise to a right to payment, whether or not such right to an equitable remedy is reduced to judgment, fixed, contingent, matured, unmatured, disputed, undisputed, secured or unsecured.

hours at the Office of the Clerk of the Bankruptcy Court, United States Bankruptcy Court for the District of Delaware, 824 Market Street, 5th Floor, Wilmington, Delaware 19801; (b) on the Court's electronic docket for the Debtors' chapter 11 cases, which is posted on the Internet at www.deb.uscourts.gov, or (c) at the offices of the Counsel for the Debtors, Pachulski, Stang, Ziehl, Young & Jones P.C., located at 919 Market Street, Suite 1600, P.O. Box 8705 Wilmington, Delaware 19899-8705. The amount and stature of your claim, as scheduled by the Debtors, appears on the proof of claim form enclosed with this notice.

7. IF YOUR CLAIM:

- **IS NOT LISTED IN THE SCHEDULES, OR**
- **IS LISTED IN AN AMOUNT OR CATEGORY WITH WHICH YOU DISAGREE, OR**
- **IS LISTED AS "DISPUTED", "CONTINGENT" OR "UNLIQUIDATED", WHETHER OR NOT A CLAIM AMOUNT IS SHOW,**

AND YOU DESIRE TO PARTICIPATE IN THESE CHAPTER 11 CASES AND SHARE IN ANY DISTRIBUTION, YOU MUST FILE A PROOF OF CLAIM ON OR BEFORE THE DEADLINE.

8. If it is unclear whether your claim is disputed, contingent or unliquidated, or whether it otherwise is properly listed (as to its category, its amount, or otherwise), you must file a proof of claim prior to the Deadline. If you desire to rely on the Schedules of Liabilities, you have the responsibility for determining that any claims you might want to assert are fully, accurately and unequivocally listed there.

9. YOU MAY, BUT NEED NOT, FILE A PROOF OF CLAIM:

- (a) If you have already properly filed a proof of claim in the Debtors' chapter 11 cases with the Clerk of the Bankruptcy Court for the District of Delaware; or
- (b) If your claim is listed in the Schedule of Liabilities in an amount and classification with which you agree, and your claim is not listed in the Schedule of Liabilities as disputed, contingent, or unliquidated. **OTHERWISE, YOU MUST FILE A PROOF OF CLAIM ON OR PRIOR TO THE DEADLINE IF YOU WISH TO ASSERT A CLAIM AGAINST THE DEBTORS.**

10. The Deadline, or claims bar date, for any person or entity whose claim arises from, or as a consequence of, the rejection of an executory contract or unexpired lease shall be as follows: (a) If the Court has entered an Order fixing the date by which such claims must be filed, the Order shall govern, and (b) if the Court has not entered an Order fixing the date by which such claims must be filed then the claims bar date shall be the later of (i) the Deadline or (ii) thirty (30) days from date of the service of the order rejecting said contract or lease.

11. Proofs of claim should conform substantially to Form No. 10 of the Official Bankruptcy Forms (or use the form enclosed with this notice, which is modeled on that form) and must be received on or before the Deadline. If your proof of claim is mailed, it should be addressed to:

Bankruptcy Services LLC
as Agent for the U.S. Bankruptcy Court
re: INACOM CORP., et al
CLAIMS PROCESSING
FDR Station, P.O. Box 5061
New York, New York 10150-5061

If your proof of claim is sent by hand or by courier other than U.S. Mail, it should be addressed to:

Bankruptcy Services LLC
as Agent for the U.S. Bankruptcy Court
re: INACOM CORP., et al
CLAIMS PROCESSING
70 East 55th Street, 6th Floor
New York, New York 10022

Bankruptcy Services LLC, ("BSI") may be contacted at (212) 376-8494 for assistance with any questions concerning the filing or processing of a proof of claim.

A CLAIMANT SHOULD CONSULT AN ATTORNEY REGARDING ANY OTHER INQUIRIES, SUCH AS WHETHER THE CLAIMANT SHOULD FILE A PROOF OF CLAIM.

ALL PROOFS OF CLAIM WILL BE DEEMED FILED ONLY WHEN RECEIVED. PROOFS OF CLAIM WILL BE DEEMED TIMELY FILED ONLY IF THE PROOF OF CLAIM (I) IS SIGNED, (II) IDENTIFIES THE ENTITY AGAINST WHICH IT IS ASSERTED, AND (III) IS ACTUALLY RECEIVED BY BSI ON OR BEFORE THE DEADLINE.

Wilmington, Delaware
Dated: September 18, 2000

**PACHULSKI, STANG, ZIEHL, YOUNG
& JONES P.C.**

/s/ LAURA DAVIS JONES
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