



5. The Official Committee of Unsecured Creditors has assented to the Records Motion.

6. The Debtor submits that granting the relief requested herein is in the best interests of the estate.

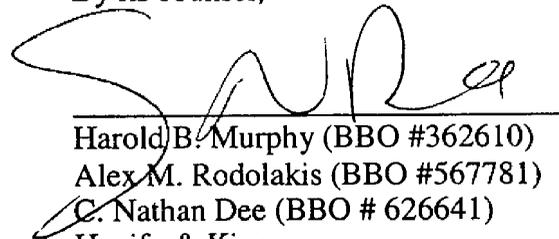
WHEREFORE, Essential.com, Inc., respectfully requests that the Court enter an Order:

- A. Grant an expedited determination on the Records Motion; and
- B. Granting it such other and further relief as the Court may deem proper.

Respectfully Submitted,

ESSENTIAL.COM, INC.,

By its counsel,



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Dated: August 24, 2001

312426

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF MASSACHUSETTS  
EASTERN DIVISION**

	)	
<b>In re:</b>	)	
	)	
<b>ESSENTIAL.COM, INC.,</b>	)	<b>Chapter 11</b>
	)	<b>Case No. 01-15339-WCH</b>
<b>Debtor.</b>	)	
	)	

**MOTION BY DEBTOR TO DESTROY OR ABANDON BOOKS AND RECORDS**

To the Honorable William C. Hillman, Chief United States Bankruptcy Judge:

Essential.com, Inc., the debtor and debtor-in-possession (the "Debtor"), respectfully requests that this Court authorize the Debtor to destroy or abandon certain books and records located at its Burlington, Massachusetts headquarters ("Burlington Headquarters"). The Official Committee of Unsecured Creditors ("Committee") assents to the relief requested herein. By separate motion, the Debtor has requested expedited determination of this Motion. In support of the within motion, the Debtor states the following:

**I. BACKGROUND**

1. On June 29, 2001 (the "Petition Date"), the Debtor filed a voluntary petition for relief under Chapter 11 of the Bankruptcy Code ("Bankruptcy Code") in this Court.

2. The Debtor continues to operate as a debtor-in-possession pursuant to Sections 1107 and 1108 of the Bankruptcy Code. On July 18, 2001, the United States Trustee appointed the Committee.

3. The Debtor was in the business of reselling telecommunications services. As of the Petition Date, the Debtor had approximately 70,000 active subscribers in its customer base ("Customer Base") consisting predominately of households and small businesses.

4. On August 9, 2001, the Court approved the private sale ("Private Sale") of all of the Debtor's Customer Base, its trade names and URLs to United Systems Access, Inc. ("USA") for \$1,300,000. The Private Sale closed on August 10, 2001.

5. On August 8, 2001, the Debtor filed a motion to auction ("Auction Motion") certain of its personal property including computer equipment and furniture and to solicit bids for the assignment of the lease for the Burlington Headquarters. A hearing on the Auction Motion is scheduled for September 5, 2001. The Auction is scheduled to take place on September 6, 2001, at the Burlington headquarters.

6. Through the Private Sale and the Auction Motion, the Debtor is proceeding with the rapid and orderly liquidation of its Estate. The Debtor anticipates that its operations will substantially cease after the Auction. The Debtor has continued to reduce its staff as appropriate.

7. The Debtor anticipates filing a liquidating plan of reorganization in September 2001.

## **II. REQUESTED RELIEF**

8. The Burlington headquarters presently serves as a repository for much of the Debtor's books and records. In the event this motion is allowed, those records not considered by the Debtor and the Committee to be essential to the continued administration of the estate shall be destroyed or abandoned.

9. Destruction or abandonment of the aforementioned records is warranted at this time. If the estate were to continue to retain an interest in the records, the estate would be required to bear the costs of relocating the records to a new storage facility and incur additional storage charges, with no recognizable benefit.

10. The Committee assents to the relief requested herein.

11. In conjunction with this motion, the only documents to be destroyed or abandoned shall be those documents determined jointly by the Debtor and the Committee to be not necessary to the continued administration of the case.

12. The Debtor has requested Expedited Determination of this Motion in order to allow it to begin destroying or abandoning records as soon as possible in connection with its relocation from the Burlington Headquarters.

WHEREFORE, the Debtor respectfully requests that this Court enter an order:

- (i) Authorizing the Debtor to destroy or abandon the books and records located at the Burlington Headquarters upon approval by the Debtor and the Committee; and

(ii) Granting such other relief as is just and proper.

Respectfully Submitted,

ESSENTIAL.COM, INC.,

By its counsel,



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