UNITED STATES DISTRICT COURT FOR THE
NORTHERN DISTRICT OF GEORGIA (ATLANTA DIVISION)

IN RE CBEYOND, INC. SECURITIES LITIGATION	Civil Action No. 1:08-cv-1666 (CC)

PROOF OF CLAIM

I. GENERAL INSTRUCTIONS

1. To receive a recovery from the Net Settlement Fund as a member of the Settlement Class in the class action lawsuit entitled *In re Cbeyond, Inc. Securities Litigation*, No. 08-cv-1666 (CC) (the "Securities Litigation"), you must complete and, on page 4 below, sign this Proof of Claim form. If you fail to submit a timely, properly completed and addressed (as set forth in paragraph 3 below) Proof of Claim, your claim may be rejected and you may be precluded from any recovery from the Net Settlement Fund created in connection with the Settlement of the Securities Litigation.
2. Submission of this Proof of Claim form, however, does not ensure that you will share in the Net Settlement Fund, even if you are a Class Member.
3. YOU MUST MAIL YOUR COMPLETED AND SIGNED PROOF OF CLAIM POSTMARKED ON OR BEFORE **JANUARY 11, 2010**, ADDRESSED AS FOLLOWS: **IN RE CBEYOND, INC. SECURITIES LITIGATION**

CLAIMS ADMINISTRATOR
C/O A.B. DATA, LTD.
PO BOX 170500
MILWAUKEE, WI 53217-8042

If you are NOT a member of the Settlement Class (as defined in the Notice of Pendency of Class Action and Proposed Settlement) DO NOT submit this Proof of Claim form. You are not entitled to a recovery.

4. If you are a member of the Settlement Class and you have not timely and validly requested to be excluded from the Settlement Class, you will be bound by the terms of the Final Order and Judgment entered by the Court, WHETHER OR NOT YOU SUBMIT A PROOF OF CLAIM.

II. DEFINITIONS

All capitalized terms not otherwise defined herein shall have the same meaning as set forth in the Notice of Pendency of Class Action and Proposed Settlement ("Notice") that accompanies this Proof of Claim form and in the Stipulation and Agreement of Settlement.

III. IDENTIFICATION OF CLAIMANT

1. You are a Class Member if you purchased or acquired (including by exchange, conversion or otherwise) the common stock of Cbeyond, Inc. ("Cbeyond" or the "Company") during the period from November 1, 2007 through February 21, 2008, inclusive (the "Class Period"), and were damaged thereby and are not an excluded person. Excluded from the Settlement Class are: Defendants; the officers and directors of the Company or its subsidiaries or affiliates; the members of the immediate families of the Individual Defendants; the legal representatives, heirs, successors or assigns of any excluded person; any entity in which any excluded person has or had a controlling interest; and any person or entity that timely and validly seeks exclusion from the Settlement Class.
2. If the Cbeyond common stock you purchased or acquired was held in your name, **you are the beneficial purchaser or acquirer *as well as* the record purchaser or acquirer**. If, however, you purchased or otherwise acquired Cbeyond common stock during the Class Period through a third party, such as a nominee or brokerage firm, and the securities were registered in the name of that third party, **you are the beneficial purchaser or acquirer of these securities, *but the third party* is the record purchaser or acquirer of these securities**.
3. Use Part I of this form entitled "Claimant Identification" to identify each beneficial purchaser or acquirer of Cbeyond common stock that forms the basis of this claim, as well as the purchaser or acquirer of record if different. THIS CLAIM MUST BE SUBMITTED BY THE ACTUAL **BENEFICIAL PURCHASER(S**) OR AUTHORIZED ACQUIRER(S), OR LEGAL REPRESENTATIVE(S) OF SUCH BENEFICIAL PURCHASER(S) OR ACQUIRER(S), OF THE CBEYOND COMMON STOCK UPON WHICH THIS CLAIM IS BASED.
4. All joint beneficial purchasers or acquirers must sign this claim. Executors, administrators, guardians, conservators and trustees must complete and sign this claim on behalf of Persons represented by them and their authority must accompany this claim and their titles or capacities must be stated. The Social Security (or employer identification) number and telephone number of one of the beneficial owner(s) may be used in verifying this claim. Failure to provide the foregoing information could delay verification of your claim or result in rejection of your claim.

IV. IDENTIFICATION OF TRANSACTION(S)

1. Use Part II of this form entitled "Schedule of Transactions in Cbeyond Common Stock" to supply all required details of your transaction(s) in Cbeyond common stock. If you need more space or additional schedules, attach separate sheets providing all of the required information in substantially the same form. Sign and print or type your name and include your Social Security or employer identification number and the full name of the account on each additional sheet.
2. On the schedules, provide all of the requested information with respect to: (i) ***all*** of your holdings of Cbeyond common stock as of the beginning of trading on November 1, 2007; (ii) ***all*** of your purchases, acquisitions, sales and other transactions of Cbeyond common stock which took place at any time beginning November 1, 2007 through, and including, February 22, 2008; and (iii) proof of your holdings of Cbeyond common stock as of the close of trading on February 22, 2008, whether such purchases, acquisitions, sales or transactions resulted in a profit or a loss. Failure to report all such transactions may result in the rejection of your claim.
3. List each purchase, acquisition, sale and transaction in the Class Period separately and in chronological order, by trade date, beginning with the earliest. You must accurately provide the month, day and year of each such transaction you list.
4. Copies of broker confirmations or other documentation of your purchases, acquisitions, sales or transactions in Cbeyond common stock must be attached to your claim. **DO NOT SEND ORIGINALS**. Failure to provide this documentation could delay verification of your claim or result in rejection of your claim. The Parties and the Claims Administrator do not independently have information about your investments in Cbeyond common stock. The Claims Administrator may also request additional information as needed to efficiently and reliably calculate your losses.

MUST BE POSTMARKED NO LATER THAN JANUARY 11, 2010

UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF GEORGIA
In re Cbeyond, Inc. Securities Litigation
No. 08-cv-1666 (CC)

For Official Use Only

PROOF OF CLAIM FORM
Please Type or Print

PART I: CLAIMANT IDENTIFICATION

Last Name (Claimant)

First Name (Claimant)

Last Name (Beneficial Owner If Different From Claimant)

First Name (Beneficial Owner)

Last Name (Co–Beneficial Owner)

First Name (Co–Beneficial Owner)

Company/Other Entity (If Claimant Is Not an Individual)

Record Owner's Name (If Different From Beneficial Owner Listed Above, e.g., brokerage firm, bank, nominee, etc.)

Account Number (If Claimant Is Not an Individual)

Trust/Other Date (If Applicable)

Address Line 1

Address Line 2 (If Applicable)

City

State

Zip Code

-

Foreign Province

Foreign Zip Code

Foreign Country

○ **Check Here to Use Alternate Address for Distribution**
(Optional) Distribution Address
Distribution Address Line 1

Distribution Address Line 2 (If Applicable)

City

State

Zip Code

-

Foreign Province

Foreign Zip Code

Foreign Country

Telephone Number (Day)

( ) -

Telephone Number (Night)

( ) -

Beneficial Owner's Employer Identification Number or Social Security Number

- - -

E-mail Address

IDENTITY OF CLAIMANT

○ Individual or Sole Proprietor ○ Joint Owners ○ Estate ○ Corporation ○ Trust ○ Partnership ○ IRA ○ Other (specify, describe on separate sheet)

PART II: SCHEDULE OF TRANSACTIONS IN CBEYOND COMMON STOCK

BEGINNING HOLDINGS OF CBEYOND COMMON STOCK:
Number of shares of Cbeyond common stock held at the beginning of trading on November 1, 2007. IF NONE, CHECK HERE ○

Proof enclosed? ○ Y ○ N

PURCHASES/ACQUISITIONS:
Purchases or other acquisitions, including by way of exchange, conversion or otherwise (on or after November 1, 2007 through and including February 22, 2008) of Cbeyond common stock:
IF NONE, CHECK HERE ○

Trade date(s) of purchases/acquisitions List chronologically MM DD YYYY	Number of shares purchased or acquired	Purchase price per share (excluding taxes, fees and commissions)	Proof of purchase enclosed?
/ /		$.	○ Y ○ N
/ /		$.	○ Y ○ N
/ /		$.	○ Y ○ N

SALES:
Sales or other deliveries, including by way of exchange or otherwise (on or after November 1, 2007 through and including February 22, 2008) of Cbeyond common stock:
IF NONE, CHECK HERE ○

Trade date(s) of sales List chronologically MM DD YYYY	Number of shares sold	Sale price per share (excluding taxes, fees and commissions)	Proof of sale enclosed?
/ /		$.	○ Y ○ N
/ /		$.	○ Y ○ N
/ /		$.	○ Y ○ N

UNSOLD HOLDINGS:
Number of shares of Cbeyond common stock held at the close of trading on February 22, 2008. IF NONE, CHECK HERE ○

Proof enclosed? ○ Y ○ N

If you require additional space, attach extra schedules in the same format as above. Sign and print your name and include your Social Security or employer identification number and full account name on each additional page.

YOU ARE NOT FINISHED. PLEASE READ THE RELEASE AND SIGN ON PAGE 4 BELOW. FAILURE TO SIGN THE RELEASE MAY RESULT IN A DELAY IN PROCESSING OR THE REJECTION OF YOUR CLAIM.

SUBMISSION TO THE JURISDICTION OF THE COURT AND ACKNOWLEDGMENTS

I (We) submit this Proof of Claim under the terms of the Stipulation and Agreement of Settlement ("Stipulation") described in the Notice. I (We) also submit to the jurisdiction of the United States District Court for the Northern District of Georgia with respect to my (our) claim as a Class Member and for purposes of enforcing the release set forth herein. I (We) further acknowledge that I (we) will be bound by and subject to the terms of any Final Order and Judgment that may be entered in the Securities Litigation. I (We) agree to furnish additional information to the Claims Administrator to support this claim if requested to do so. I (We) have not submitted any other claim covering the same purchases, acquisitions or sales or holdings of Cbeyond common stock during the Class Period and know of no other Person having done so on my (our) behalf.

RELEASE

1. I (We) hereby acknowledge full and complete satisfaction of, and do hereby fully, finally and forever settle, release and discharge from the Released Claims each and all of the Released Defendant Parties as those terms and terms related thereto are defined in the accompanying Notice.
2. This release shall be of no force or effect unless and until the Court approves the Stipulation and the Effective Date (as defined in the Stipulation) has occurred.
3. I (We) hereby warrant and represent that I (we) have not assigned or transferred or purported to assign or transfer, voluntarily or involuntarily, any matter released pursuant to this release or any other part or portion thereof.
4. I (We) hereby warrant and represent that I (we) have included information about all of my (our) purchases, acquisitions and sales and other transactions in Cbeyond common stock which occurred during the Class Period and the number of shares of Cbeyond common stock held by me (us) at the beginning of trading on November 1, 2007, and at the close of trading on February 22, 2008.
5. I (We) hereby warrant and represent that I am (we are) not excluded from the Settlement Class as defined herein and in the Notice.

CERTIFICATION

UNDER THE PENALTY OF PERJURY, I (WE) CERTIFY THAT:

1. The number shown on this form is my correct Social Security or employer identification number; and
2. I (We) certify that I am (we are) NOT subject to backup withholding under the provisions of Section 3406 (a)(1)(C) of the Internal Revenue Code because: (a) I am (we are) exempt from backup withholding; or (b) I (we) have not been notified by the Internal Revenue Service that I am (we are) subject to backup withholding as a result of a failure to report all interest or dividends; or (c) the Internal Revenue Service has notified me (us) that I am (we are) no longer subject to backup withholding.

NOTE: If you have been notified by the Internal Revenue Service that you are subject to backup withholding, you must cross out Item 2 above.

The Internal Revenue Service does not require your consent to any provision of this document other than the certification required to avoid backup withholding.

I declare under penalty of perjury under the laws of the United States of America that the foregoing information supplied by the undersigned is true and correct.

Executed this _____ day of ____________________, in __________________________, ______________________________.
Month / Year City State / Country

______________________________ ______________________________
Sign your name here Type or print your name here

______________________________ ______________________________
Signature of joint claimant, if any Type or print your name here

____
Capacity of person(s) signing (e.g., beneficial owner, executor or administrator)

ACCURATE CLAIMS PROCESSING TAKES A SIGNIFICANT AMOUNT OF TIME. THANK YOU FOR YOUR PATIENCE.
REMINDER CHECKLIST:

1. Please sign the above release and certification. If this claim is being made on behalf of joint claimants, both must sign.
2. Remember to attach supporting documentation. Do not highlight the proof of claim form or supporting documentation.
3. Do not send original stock certificates or other original documentation; please send only copies. These items cannot be returned to you by the claims administrator.
4. Keep a copy of your proof of claim form for your records.
5. If you desire an acknowledgment of receipt of your proof of claim form, please send it certified mail, return receipt requested.
6. If you move and/or change your name, please inform the claims administrator of your new address and/or name.