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*Proposed Special Counsel for the Official
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**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

In re:	§	Case No. 04-8169-SAF
VARTEC TELECOM, INC., et al.,	§	Chapter 11
	§	
Debtors.	§	(Jointly Administered)

**MOTION FOR EXPEDITED HEARING ON APPLICATION
FOR INTERIM AND FINAL APPROVAL OF THE EMPLOYMENT
OF NELIGAN TARPLEY ANDREWS & FOLEY, L.L.P. AS SPECIAL COUNSEL
FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS**

TO: THE HONORABLE STEVEN A. FELSENTHAL
UNITED STATES BANKRUPTCY JUDGE

The Official Committee of Unsecured Creditors and Neligan Tarpley Andrews & Foley, LLP, the proposed special counsel for the Official Committee of Unsecured Creditors hereby file this Motion for Expedited Hearing on the Application for Interim and Final Approval of the Employment of Neligan Tarpley Andrews & Foley, LLP, as Special Counsel for the Official Committee of Unsecured Creditors (the "Motion"), and in support of this Motion respectfully state as follows:

1. On November 1, 2004 (the “Petition Date”), Inc. (the “Debtor”) filed its voluntary petition for relief under Chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”) in this Court.

2. Since the Petition Date, the Debtor has continued to operate its business and manage its assets as debtor in possession pursuant to Sections 1107(a) and 1108 of the Bankruptcy Code.

3. On November 8, 2004 (the “Committee Formation Date”), the United States Trustee appointed an Official Committee of Unsecured Creditors (the “Committee”) in this case. The members of the Committee include: AT&T Corp.; Bell South Corporation; MCI, Inc.; NTS Communications, Inc.; Quest, Inc.; Qwest Corporations; SBC Industry Markets; Specialty Outsourcing Solutions, Ltd.; Teleglobe Telecom Corporation; Unipoint Holdings; Valor Telecommunications Enterprises, L.L.C.; and Visionquest Marketing Services, Inc.

4. On the Committee Formation Date, Carrington, Coleman, Sloman and Blumenthal, L.L.P. (“CCSB”) was selected as counsel for the Committee and the Court granted final approval of CCSB’s employment on December 20, 2004.

5. On January 4, 2005, the Court issued a letter ruling (the “Letter Ruling”), in which the Court mandated that CCSB, among other law firms, retain waivers from their clients after full disclosure and that CCSB obtain separate counsel should a CCSB client be subjected to litigation by the Committee.

6. The Committee voted in favor of retaining Neligan Tarpley Andrews & Foley, LLP (“NTAF”), as special counsel to represent the Committee in specific litigation.

7. NTAF’s employment is appropriate and necessary to enable the Committee to execute faithfully its duties and obligations. The Committee therefore respectfully requests that

a hearing on the Application be set on March 23, 2005 (a date on which other matters in this case have been set for hearing).

WHEREFORE, the Committee respectfully requests that the Court set an expedited hearing on the Application on March 23, 2005, at 1:30 p.m. and grant such other and further relief as is just and proper.

Dated: March 17, 2005

Respectfully submitted,

/s/ Stephen A. Goodwin
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*Proposed Special Counsel for the Official
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CERTIFICATE OF CONFERENCE

The undersigned hereby certifies that she conferred with Debtors' Counsel regarding the Motion for Expedited Hearing, and the Debtors agreed not to oppose the expedited hearing date of March 23, 2005, at 1:30 p.m.

/s/ Rachel P. Ragni

Rachel P. Ragni

CERTIFICATE OF SERVICE

The undersigned does hereby certify that on March 17, 2005, a true and correct copy of the foregoing *Motion* has been served, via ECF-electronic mail to ECF registered-parties and on March 18, 2005, via regular United States Mail, postage-prepaid, to all other parties listed on the Master Service List (*as of February 11, 2005*).

/s/ Rachel P. Ragni

Rachel P. Ragni

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