

The following constitutes the order of the Court.

Signed November 5, 2004.

United States Bankruptcy Judge

UNITED STATES BANKRUPTCY COURT FOR THE NORTHERN DISTRICT OF TEXAS DALLAS DIVISION

IN RE:

S
VARTEC TELECOM, INC., et al.,

DEBTORS.

S
CASE NO. 04-81694-SAF-11
S
(Chapter 11)
S
(Jointly Administered)

INTERIM ORDER APPROVING APPLICATION TO EMPLOY HUGHES & LUCE, L.L.P. AS SPECIAL COUNSEL

UPON CONSIDERATION of the Application to Employ Hughes & Luce, L.L.P. as Special Counsel (the "Application"),¹ the Court is satisfied that, based upon the affidavit submitted pursuant to Federal Rule of Bankruptcy Procedure 2014 in support thereof, Hughes & Luce (1) represents no interest adverse to the Debtors or their estates that would disqualify them from employment pursuant to Bankruptcy Code § **327(e), and (2)**

¹ Capitalized terms not defined herein shall have the meaning given to them in the Application.

.

the employment of Hughes & Luce is proper and in the best interest of the Debtors and their estates. Therefore, it is

ORDERED that the Application is hereby GRANTED on an interim basis. A final hearing on the application shall be held on November 22, 2004, at 9:30 a.m. It is further

ORDERED that the *Debtors are authorized to* employ *nunc pro tunc* Hughes & Luce, as special counsel in the Cases, *as provided in this order.*

END OF ORDER

Return copy to:

Richard H. London VINSON & ELKINS L.L.P. 2001 Ross Avenue 3700 Trammell Crow Center Dallas, Texas 75201-2975

Tel: 214-661-7299 Fax: 214-220-7716

ATTORNEYS FOR THE DEBTORS

885376_1.DOC