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

IN RE:

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VARTEC TELECOM, INC., et al.,

DEBTORS.

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(Chapter 11)
(Jointly Administered)

ORDER AUTHORIZING SPECIAL LITIGATION COUNSEL FOR DEBTORS AND DEBTORS IN POSSESSION TO FILE TIME RECORDS RELATING TO ITS FEE APPLICATIONS UNDER SEAL

This matter coming before the Court on the Motion to Seal Time Records Relating to Special Litigation Counsel's Fee Applications (the "Motion"); the Court having reviewed the Motion; the Court finding that (a) the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334, (b) this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and (c) notice of the Motion was adequate under the circumstances; the Court, having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefore,

NOW, THEREFORE, IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED.

2. Capitalized terms not otherwise defined herein have the meanings given to them

in the Motion.

3. The time records of Hughes & Luce, LLP ("H&L") in support of its fee

applications as special litigation counsel to the Debtors shall be deemed confidential and shall be

filed under seal for in camera review by the Court.

4. The necessary arrangements to maintain confidentiality with respect to any

hearing relating to such time records shall be addressed at such hearing.

5. This Court shall retain jurisdiction to hear and determine all matters arising from

the implementation of this Order.

END OF ORDER

ORDER SUBMITTED BY:

HUGHES & LUCE, L.L.P.

By: /s/ Thomas W. Paxton

Craig W. Budner

State Bar No. 03313730

Beth W. Bivans

State Bar No. 00797664

Thomas W. Paxton

State Bar No. 24007816

1717 Main St., Suite. 2800

Dallas, Texas 75201

(214) 939-5500

Telecopy (214) 939-5849

SPECIAL COUNSEL TO THE DEBTORS