



ENTERED

TAWANA C. MARSHALL, CLERK
THE DATE OF ENTRY IS
ON THE COURT'S DOCKET

The following constitutes the order of the Court.

Signed March 23, 2005.

United States Bankruptcy Judge

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

IN RE:

VARTEC TELECOM, INC., *et al.*,

DEBTORS.

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§

CASE NO. 04-81694-SAF-11

**(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, L.L.P. (“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. H&L is further authorized to provide unredacted copies of the time records supporting its fee applications to (a) George McElreath, Assistant United States Trustee; (b) Carrington, Coleman, Sloman, and Blumenthal, L.L.P. c/o Stephen Goodwin, counsel to the UCC; and (c) Fulbright & Jaworski L.L.P. c/o Toby Gerber, counsel to the RTFC (the “Reviewing Parties”). The time records shall be provided to the Reviewing Parties for attorneys’ eyes only, and the Reviewing Parties shall take all steps necessary to protect the confidentiality and attorney-client privileged nature of the information contained in the time records. No waiver of the attorney work product, attorney-client or any other privilege shall result from the provision of the time records to the Reviewing Parties.
5. The necessary arrangements to maintain confidentiality with respect to any hearing relating to such time records shall be addressed at such hearing.
6. 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

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