



**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 24, 2005.**

  
**United States Bankruptcy Judge**

**UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF TEXAS  
DALLAS DIVISION**

<b>In re:</b>	§	<b>Case No. 04-81694-SAF</b>
<b>VARTEC TELECOM, INC., et al</b>	§	<b>Chapter 11</b>
	§	
<b>Debtors.</b>	§	

**INTERIM ORDER PURSUANT TO SECTION 1103 OF THE  
BANKRUPTCY CODE AUTHORIZING THE EMPLOYMENT OF  
NELIGAN TARPLEY ANDREWS & FOLEY, LLP AS SPECIAL COUNSEL  
FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS**

Came on for consideration 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 “Application”). The Court finds that it has jurisdiction to consider this Application pursuant to 28 U.S.C. §§ 157 and 1334. The Court further finds that this is a core proceeding pursuant to 28 U.S.C. § 157. After reviewing the Affidavit of Patrick J. Neligan, Jr., a partner with the firm of Neligan Tarpley Andrews & Foley, LLP (“NTAF”), in support of the Application (the “Neligan Affidavit”), the Court finds that: (i) the

proposed employment of NTAF as special counsel to the Official Committee of Unsecured Creditors (the “Committee”) is in the best interests of the bankruptcy estate and the Committee; (ii) NTAF and its partners and associates do not represent or hold any interest adverse to the Debtors’ estate such that NTAF would be disqualified from representing the Committee in this Chapter 11 case; and (iii) NTAF and each of its partners and associates is a “disinterested person” as such term is defined under 11 U.S.C. §101(14). The Court further finds that the Application should be **GRANTED**. It is therefore

**ORDERED** that the Application is granted on an interim basis (the “Interim Order”); and it is further

**ORDERED** that the retention of NTAF as counsel for the Committee is hereby **GRANTED** on an interim basis pursuant to 11 U.S.C. § 1103 for the purposes set forth in the Application and the Neligan Affidavit; and it is further

**ORDERED** that within three (3) business days of the entry of this Interim Order, NTAF shall serve the Interim Order upon all parties entitled to receive notice of the Application; and it is further

**ORDERED** that NTAF will be compensated in accordance with the procedures set forth in sections 330 and 331 of the Bankruptcy Code and such Bankruptcy Rules as may then be applicable, from time to time, and such other procedures as may be fixed by order of this Court; and it is further

**ORDERED** that this Interim Order shall be effective through and including the date of the final hearing on the Application; and it is further

**ORDERED** that to the extent of any conflict between the terms and conditions of the Application and the Interim Order, the terms of this Interim Order shall govern; and it is further

**ORDERED** that the Order is without prejudice to the rights of NTAF to request additional payments from the Debtors to secure NTAF's post-petition services and expenses; and it is further

**ORDERED** that a final hearing on the Application will be held on **Monday, March 23, 2005 at 1:30 p.m.**

**### END OF ORDER ###**

Prepared by:

Stephen A. Goodwin  
Peter Tierney  
Jennifer Salisbury  
Jonathan Covin  
Rachel P. Ragni  
**CARRINGTON, COLEMAN, SLOMAN  
& BLUMENTHAL, L.L.P.**  
200 Crescent Court, Suite 1500  
Dallas, Texas 75201  
Tel: 214-855-3000  
Fax: 214-855-1333

*Counsel for the Official Committee of Unsecured Creditors*

Patrick J. Neligan, Jr.  
David L. Ellerbe  
**NELIGAN TARPLEY ANDREWS & FOLEY, LLP**  
1700 Pacific Avenue, Suite 2600  
Dallas, TX 75201  
Tel: 214-840-5300  
Fax: 214-840-5301

*Proposed Special Counsel for the Official Committee of Unsecured Creditors*

Enterprise Systems Incorporated  
11487 Sunset Hills Road  
Reston, Virginia 20190-5234

# CERTIFICATE OF SERVICE

District/off: 0539-3  
Case: 04-81694

User: bsimpson  
Form ID: pdf012

Page 1 of 1  
Total Served: 1

Date Rcvd: Mar 25, 2005

The following entities were served by first class mail on Mar 27, 2005.  
sp +Neligan Tarpley Andrews & Foley LLP, 1700 Pacific, Suite 2600, Dallas, TX 75201-4602

The following entities were served by electronic transmission.  
NONE.

TOTAL: 0

\*\*\*\*\* BYPASSED RECIPIENTS \*\*\*\*\*

NONE.

TOTAL: 0

Addresses marked '+' were corrected by inserting the ZIP or replacing an incorrect ZIP.  
USPS regulations require that automation-compatible mail display the correct ZIP.

I, Joseph Speetjens, declare under the penalty of perjury that I have served the attached document on the above listed entities in the manner shown, and prepared the Certificate of Service and that it is true and correct to the best of my information and belief.

First Meeting of Creditor Notices only (Official Form 9): Pursuant to Fed. R. Bank. P. 2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.

Date: Mar 27, 2005

Signature:

A handwritten signature in black ink, reading "Joseph Speetjens", written over a horizontal line.