



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 28, 2005.

United States Bankruptcy Judge

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

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

**FINAL 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 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 a final basis (the “Final Order”); and it is further

ORDERED that the retention of NTAF as special counsel for the Committee is hereby **GRANTED** on a final 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 Final Order, NTAF shall serve the Final 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.

END OF ORDER

Submitted by:

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