



ENTERED

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

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:	§	
	§	
VARTEC TELECOM, INC., et al.,	§	CASE NO. 04-81694-SAF-11
	§	
DEBTORS.	§	(Chapter 11)
	§	(Joint Administration Requested)

**ORDER CONFIRMING AUTHORITY TO PAY
PREPETITION SALES, USE AND OTHER TAXES**

On November 1, 2004, the Court considered the Expedited Motion to Confirm Authority to Pay Prepetition Sales, Use and Other Taxes [Docket No. 17] (the "Motion")¹ filed by the above-referenced debtors (the "Debtors"). The Court finds that the relief requested in the Motion is essential and critical to the continued operation of the Debtors' businesses and is in the best interest of the Debtors' estates and creditors. The Court further finds that adequate notice of this Motion has been given and no other notice needs to be given. Therefore, it is

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

ORDERED that the Motion is **GRANTED in part**. It is further

ORDERED that the Debtors are authorized, but not directed, to pay the Taxing Authorities outstanding sales taxes, use taxes, and federal and state universal service fund fees (collectively, the "Taxes") incurred or collected by the Debtors in the ordinary course of their businesses and to continue paying such Taxes as they accrue post-petition on the same terms and in the same manner as they were paid prior to the commencement of the Debtors' Cases. It is further

ORDERED that, to the extent of funds on deposit, the Debtors' banks, including United Missouri Bank (Disbursement Account Nos. 5008009368 and 9871499251), are directed to process, honor and pay any and all prepetition checks or wire transfer requests issued by the Debtors with respect to the prepetition Taxes prior to, or after, the commencement of these Cases. It is further

ORDERED that the Debtors are hereby authorized, but not directed, to issue post-petition checks, or to effect post-petition fund transfer requests in replacement of any checks or fund transfer requests with respect to claims of the Taxing Authorities dishonored or denied as a consequence of the commencement of these Cases. It is further

ORDERED that nothing in this Order shall impair or affect the Debtors' abilities or rights to contest or object to the amounts, classification or allowance of Taxes owing to the Taxing Authorities.

ORDERED that the portion of the Motion relating the Debtors' request for authority to pay state and local ad valorem taxes, telecommunications relay service

fees, and public utility commission fees is **CONTINUED** until the hearing on **November**
22, 2004, at 9:30 a.m.

END OF ORDER

Upon entry, return copy to:

Richard H. London, SBT # 24032678

VINSON & ELKINS L.L.P.

3700 Trammell Crow Center

2001 Ross Avenue

Dallas, Texas 75201-2975

Tel: 214-661-7299

Fax: 214-220-7716

ATTORNEYS FOR THE DEBTORS

828294_2.DOC

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

CERTIFICATE OF SERVICE

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

User: jblanco
Form ID: pdf019

Page 1 of 1
Total Served: 2

Date Rcvd: Nov 05, 2004

The following entities were served by first class mail on Nov 07, 2004.

aty +Abigail B. Willie, Vinson & Elkins, 3700 Trammell Crow Center, 2001 Ross Ave.,
Dallas, TX 75201-2998
aty +Richard H. London, Vinson & Elkins, 3700 Trammell Crow Center, 2001 Ross Ave.,
Dallas, TX 75201-2998

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: Nov 07, 2004

Signature:

