

The following constitutes the order of the Court.

Signed July 11, 2005

United States Bankruptcy Judge

Atma te Bes

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

In re: \$ Case No. 04-81694-SAF-11 \$ (Jointly Administered)

VARTEC TELECOM, INC., et al., \$

Debtors.

ORDER APPROVING AMENDED APPLICATION TO EMPLOY KANE, RUSSELL, COLEMAN & LOGAN, P.C. AS SPECIAL COUNSEL TO THE DEBTORS

[RELATES TO DOCKET NO. 1348]

On July 7, 2005, the Court considered the Amended Application to Employ Kane, Russell, Coleman & Logan, P.C. ("KRCL") as Special Counsel to the Debtors [Docket No. 1348] (the "Amended Application"). The Court **FINDS** that sufficient notice of the Amended Application was given and no further notice is required, and based upon the declarations submitted pursuant to Federal Rule of Bankruptcy Procedure 2014 in support of the original application: (1) KRCL represents no interest adverse to the Debtors or their estates that would disqualify them from employment pursuant to Bankruptcy Code § 327(e); (2) KRCL is

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¹ Capitalized terms not defined herein shall have the meaning given to them in the Amended Application. ORDER APPROVING AMENDED APPLICATION TO EMPLOY KANE, RUSSELL, COLEMAN & LOGAN, P.C. AS SPECIAL COUNSEL TO THE DEBTORS – Page 1 of 2 485635v2 (43670.00002.000)

"disinterested" as that term is defined in Bankruptcy Code § 101(14); and (3) based on the

Amended Application, the employment of KRCL is necessary and in the best interests of the

Debtors and their estates herein and for good and sufficient cause. Therefore, it is

ORDERED that the Amended Application is hereby **GRANTED** in its entirety *nunc pro*

tunc as of the Petition Date. It is further

ORDERED that the employment of KRCL, as described in the Amended Application, is

APPROVED.

End of Order