

The following constitutes the order of the Court.

Signed July 11, 2005

United States Bankruptcy Judge

Atma tese

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

IN RE:

VARTEC TELECOM, INC., et al.,

DEBTORS.

S

(Chapter 11)

(Jointly Administered)

AMENDED ORDER APPROVING EMPLOYMENT OF LUFFEY, HUFFMAN & MONROE AS ACCOUNTANTS FOR THE DEBTORS

On June 27, 2005, the Court held a hearing on the Expedited Motion to Amend Final Order Approving Employment of Luffey Huffman & Monroe as Accountants for the Debtors [Docket No. 1403] (the "Motion"),¹ in which the above-reference debtors and debtors in possession (collectively, the "Debtors") seek to amend and modify the Final Order Approving Employment of Luffey Huffman & Monroe as Accountants for the Debtors [Docket No. 1298] (the "Final Order"). The Court finds that adequate and

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

sufficient notice has been provided under the circumstances and that causes exists to modify and amend the Final Order. Therefore, it is

ORDERED that the Motion is hereby **GRANTED**. It is further

ORDERED that in addition to the terms of its retention pursuant to the Final Order, the Debtors are authorized to employ and retain Luffey Huffman to render services necessary for the Debtors to comply with the Audit Covenant and to provide any other accounting services needed by the Debtors from time to time.

End of Order

After entry, return copy to:

Richard H. London, SBT #24032678 VINSON & ELKINS L.L.P.
Trammell Crow Center 2001 Ross Avenue, Suite 3700 Dallas, Texas 75201-2975 Tel: 214.661.7299

Tel: 214.661.7299 Fax: 214.220.7716

ATTORNEYS FOR THE DEBTORS

984724_1.DOC

BAE SYSTEMS

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

Enterprise Systems Incorporated CERTIFICATE OF SERVICE

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

aty

NONE.

User: bsimpson Form ID: pdf012

Page 1 of 1 Total Served: 1 Date Rcvd: Jul 12, 2005

The following entities were served by first class mail on Jul 14, 2005.

+Richard H. London, Vinson & Elkins, LLP, 3700 Trammell Crow Center, 2001 Ross Ave.,

Dallas, TX 75201-2998

The following entities were served by electronic transmission. $\ensuremath{\mathtt{NONE}}\xspace.$

TOTAL: 0

***** BYPASSED RECIPIENTS *****

TOTAL: 0

Addresses marked $^{\prime+\prime}$ 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: Jul 14, 2005 Signat

Joseph Spertjens