



ATTORNEYS & COUNSELORS

KANE RUSSELL COLEMAN & LOGAN, P.C.

Invoice Date: 05/12/05

Invoice No.: 234803

File No.: 43670.00002.000

**Michael G. Hoffman, Chief Legal Officer**

VarTec Telecom, Inc.  
2440 Marsh Lane  
Carrollton, TX 75006

**File Description: SBC**

**PROFESSIONAL CHARGES**

**Case Administration**

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
04/04/05	Michael L. Scanlon	Review pleadings received (.1).	0.10	25.00
04/05/05	Michael L. Scanlon	Review pleadings received (.1).	0.10	25.00
04/06/05	Joseph M. Coleman	Draft memo to VarTec regarding most recent round of negotiations with SBC (.4).	0.40	160.00
04/06/05	Joseph M. Coleman	Review pleadings (.1).	0.10	40.00
04/07/05	Michael L. Scanlon	Review pleadings received (.2).	0.20	50.00
04/07/05	Joseph M. Coleman	Examine recent pleadings and matters set for hearing on April 13th (.2).	0.20	80.00
04/08/05	Michael L. Scanlon	Review pleadings received (.1).	0.10	25.00
04/11/05	Joseph M. Coleman	Begin preparing for 4/13 hearings (.2); Examine email from M. Drennan (.1).	0.30	120.00
04/12/05	Shannon Savage	Research Transcom bankruptcy filing and retrieve pertinent pleadings (2.1).	2.10	241.50
04/12/05	Joseph M. Coleman	Prepare for hearings (.5); Examine information regarding TransCom (.4); exchange emails with B. Wallander (.1).	1.00	400.00

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
04/12/05	Joseph M. Coleman	Review recent pleadings (.1).	0.10	40.00
04/12/05	Michael L. Scanlon	Review pleadings (.1).	0.10	25.00
04/12/05	Theresa Garcia	Preparation and organization of hearing notebook related to fee applications and rejection of executory contract between Excel and Southwestern Bell (1.1)	1.10	99.00
04/13/05	Michael L. Scanlon	Review pleadings received (.1).	0.10	25.00
04/13/05	Shannon Savage	Telephone conferences with E. Pinker's office and prepare e-mail regarding LTP fee application in advance of hearing regarding same (.4).	0.40	46.00
04/13/05	Joseph M. Coleman	Prepare for and attend 4/13 hearings, including meeting with E. Pinker to prepare his fee app.	2.90	1,160.00
04/13/05	Joseph M. Coleman	Review pleadings (.1).	0.10	40.00
04/14/05	Joseph M. Coleman	Telephone conference with M. Drennan regarding yesterday's hearings and the Vartec case in general.	0.20	80.00
04/14/05	Michael L. Scanlon	Review pleading received (.1).	0.10	25.00
04/15/05	Joseph M. Coleman	Examine new pleadings(.1).	0.10	40.00
04/17/05	Michael L. Scanlon	Review pleadings received (.2).	0.20	50.00
04/18/05	Joseph M. Coleman	Examine critical dates, create to do list and prioritize (.1).	0.10	40.00
04/18/05	Joseph M. Coleman	Examine new pleadings (.1).	0.10	40.00
04/19/05	Michael L. Scanlon	Review pleadings received (.1).	0.10	25.00

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
04/20/05	Joseph M. Coleman	Exchange email with D. Bennett, SBC's counsel (.1); Email VarTec regarding TransCom ruling (.1); Telephone conference with M. Drennan regarding negotiations with SBC, IRI, bank and related matters(.5); Telephone conference with J. Schissler regarding quantification of cures, commercial agreement amounts and related issues (.3); Set off analysis, including quantification of the different arguments (1.2).	2.20	880.00
04/20/05	Joseph M. Coleman	Examine recent pleadings (.1); Review monthly operating report (.1).	0.20	80.00
04/20/05	Kelli Vecera	Shepardizing negative history in memorandum concerning set-off issues.	0.50	62.50
04/21/05	Michael L. Scanlon	Review pleadings received (.1).	0.10	25.00
04/21/05	Joseph M. Coleman	Examine numerous emails and ecf pleadings.	0.10	40.00
04/24/05	Joseph M. Coleman	Work on setoff analysis with particular attention to capacity issue (.9).	0.90	360.00
04/27/05	Michael L. Scanlon	Review pleadings received (.1).	0.10	25.00
04/27/05	Joseph M. Coleman	Review recent pleadings.	0.10	40.00
04/28/05	Joseph M. Coleman	Examine recent pleadings.	0.10	40.00
04/29/05	Michael L. Scanlon	Review pleadings received (.1).	0.10	25.00
04/29/05	Joseph M. Coleman	Examine email from Unipoint's counsel regarding PARs and related issues and forward same to M. Drennan (.1).	0.10	40.00
Total			14.80	\$4,519.00

### **Asset Analysis and Recovery**

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
04/13/05	Joseph M. Coleman	Meet with J. Schissler regarding negotiations with SBC and related issues (1.1); Telephone conference with B. Wallander regarding case in general (.1); Telephone conference with D. Bennett regarding negotiations (.1); Examine numbers applicable to SBC setoff and disputes (.5).	1.80	720.00
04/14/05	Joseph M. Coleman	Follow up regarding TransCom hearing, confer with M. Scanlon regarding same (.4); Telephone conference with M. Drennan and J. D'Angelo regarding same (.7); Email Addendum A to D. Bennett, counsel for SBC (.1).	1.20	480.00
04/25/05	Joseph M. Coleman	Work on setoff analysis (1.1).	1.30	520.00
04/26/05	Joseph M. Coleman	Telephone conference with J. Schissler regarding status of his conversations with SBC (.1); Follow up regarding Transcom ruling (.1).	0.20	80.00
04/28/05	Joseph M. Coleman	Work on setoff analysis.	0.20	80.00
04/29/05	Joseph M. Coleman	Telephone conference with attorney for TransCom and briefly review ruling (.5); Email M. Drennan regarding same (.1); Examine response email from Mo. counsel and from M. Drennan (.1).	0.70	280.00
Total			5.40	\$2,160.00

### **Fee/Employment Applications**

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
04/01/05	Michael L. Scanlon	Begin preparing amended application to employ Kane, Russell as special counsel in connection with matters relating to SBC (.3).	0.30	75.00

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
04/04/05	Shannon Savage	Research regarding KRCL's employment application and recent amended applications filed by the Debtors (.5); Prepare amended employment application regarding KRCL's employment (1.6).	2.10	241.50
04/05/05	Shannon Savage	Revisions to amended application to employ KRCL as special counsel (.6).	0.60	69.00
04/06/05	Michael L. Scanlon	Prepare amended application to employ Kane, Russell, Coleman & Logan (1.0).	1.00	250.00
04/07/05	Michael L. Scanlon	Continue drafting amended application to employ Kane, Russell, Coleman & Logan (1.8); evaluate potential exhibits and witnesses for hearing on fee application (.2).	2.00	500.00
04/08/05	Michael L. Scanlon	Telephone conference with Eric Pinker concerning witness and exhibit list to be used for April 13, 2005 fee application hearing (.1).	0.10	25.00
04/11/05	Michael L. Scanlon	Continue preparing amended application to employ Kane Russell Coleman & Logan, P.C., and forward draft of same to Mr. Coleman (.3); arrange for Ms. Garcia to prepare hearing notebook for April 13, 2005 hearing on fee applications (.2).	0.50	125.00
04/11/05	Michael L. Scanlon	Continue preparing for fee application hearing on April 13, 2005 (.1).	0.10	25.00
04/11/05	Theresa Garcia	Confer with Mr. Scanlon regarding preparation of fee application hearing notebook (.1).	0.10	9.00

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
04/12/05	Michael L. Scanlon	Assist in preparations for April 13, 2005 fee application hearing (.4); continue drafting notice of hearing for amended application to employ Kane, Russell, Coleman & Logan (.1).	0.50	125.00
04/12/05	Joseph M. Coleman	Telephone conference with E. Pinker regarding fee app (.1); begin preparing for fee app hearing (.1).	0.20	80.00
04/13/05	Michael L. Scanlon	Assist Mr. Coleman in preparing for hearing on fee applications (.4); conferences with Mr. Coleman concerning fee application orders (.1).	0.50	125.00
04/14/05	Michael L. Scanlon	Assist in preparing orders on first interim fee applications of Kane, Russell, Coleman & Logan, P.C., and Lynn, Tillotson & Pinker, L.L.P. (.3); telephone conference with Eric Pinker regarding order on his firm's fee application (.1).	0.40	100.00
04/14/05	Shannon Savage	Multiple telephone conferences with R. Petty regarding outstanding LTP fees (.2); Prepare orders regarding LTP and KRCL fee applications (1.6); Upload same for Court's entry (.4).	2.20	253.00
04/18/05	Shannon Savage	Prepare monthly invoice letter to counsel (.6).	0.60	69.00
04/21/05	Joseph M. Coleman	Issue monthly fee statements for KRCL and Eric Pinker's firm pursuant to monthly compensation order.	0.10	40.00
04/21/05	Michael L. Scanlon	Prepare correspondence to other counsel and review March 2005 bill to be circulated in accordance with interim compensation order (.7).	0.70	175.00

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
04/21/05	Shannon Savage	Prepare KRCL and LTP monthly invoice letters and transmit same in accordance with Fee Order (.9).	0.90	103.50
Total			12.90	\$2,390.00

### **Assumption/Rejection of Leases and Contracts**

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
04/04/05	Michael L. Scanlon	Prepare correspondence to David Bennett regarding status of proposed agreed order on motion to reject service via two circuits (.2).	0.20	50.00
04/05/05	Michael L. Scanlon	Review correspondence from David Bennett, counsel for SBC, concerning revision to proposed agreed order on motion to reject contract concerning service provided via two circuits (.2); prepare correspondence to Melissa Drennan concerning this revised proposed order and related matters concerning hearing on this motion scheduled for April 13, 2005 (.2).	0.40	100.00
04/06/05	Michael L. Scanlon	Prepare correspondence to David Bennett agreeing to revised proposed order on motion to reject service via two circuits, and addressing related matters (.4); continue drafting revised version of agreed order on motion to reject service via two circuits (.3).	0.70	175.00
04/07/05	Michael L. Scanlon	Prepare for hearing on motion to reject contract for services provided via two circuits (.1).	0.10	25.00
04/11/05	Michael L. Scanlon	Continue preparing agreed order on motion to reject contract relating to service via two circuits, and prepare correspondence to David Bennett regarding same (.6).	0.60	150.00

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
04/13/05	Michael L. Scanlon	Upload to court the agreed order authorizing rejection of contract concerning services provided via two circuits (.4); receive this same order as entered by court, and prepare correspondence to John Roberts regarding same (.3).	0.70	175.00

Total			2.70	\$ 675.00
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**Other Contested Matters (excl. assumption/rejection motions)**

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
04/01/05	Michael L. Scanlon	Prepare for and participate in telephone conference with Mr. Coleman, Ms. Drennan, Joe D'Angelo and John Schissler regarding various issues relating to commercial agreement, setoff, and other matters (1.4); telephone conference with Mr. Coleman concerning results of this conference call (.1); telephone conference with Mr. Coleman and telephone call to Travis Galt regarding 4/4/05 conference call with SBC representatives (.2).	1.70	425.00
04/01/05	Joseph M. Coleman	Prepare for and participate in conference call with J. D'Angelo, M. Drennan, J. Schissler and M. Scanlon.	2.90	1,160.00



<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
04/04/05	Michael L. Scanlon	Telephone conferences with Travis Galt in preparation for conference call with SBC attorneys and representatives on April 4, 2005 concerning matters related to commercial agreement (.3); prepare correspondence to Mr. Galt regarding conference call this afternoon (.1); telephone conferences with Mr. Coleman, Mr. Galt, and Ken Schneer relating to conference call with SBC representatives concerning matters relating to commercial agreement (.7); telephone conference with Mr. Coleman, Mr. Galt, Mr. Schneer, and SBC representatives concerning matters related to commercial agreement (.7); continue analyzing setoff issue (1.9).	3.70	925.00
04/04/05	Joseph M. Coleman	Prepare for and conduct conference call with SBC regarding commercial agreement (1.6); Work on Addendum A to agreement (.2).	1.80	720.00

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
04/05/05	Michael L. Scanlon	Prepare memorandum concerning April 4, 2005 telephone conference with SBC representatives concerning commercial agreement and interconnection agreement issues (3.2); telephone conference with Travis Galt scheduling conference call concerning some of these issues (.1); review correspondence from Mr. Galt to Melissa Drennan concerning April 4 conference call with SBC representatives (.1); continue drafting revision to proposed Addendum A to proposed commercial agreement (1.8); forward revised Addendum A to Mr. Galt and telephone conference with he and Mr. Coleman regarding same (.2).	5.40	1,350.00
04/05/05	Joseph M. Coleman	Work on Addendum A to commercial agreement (.4); Conference call with M. Drennan regarding same (.2); Conference call with T. Galt regarding Addendum A to Commercial Agreement (.6).	1.20	480.00
04/06/05	Joseph M. Coleman	Revise Addendum A and send via cover email to VarTec (.7); Examine email from T. Galt regarding SBC negotiations (.1).	0.80	320.00
04/06/05	Michael L. Scanlon	Review revised memorandum to Joe D'Angelo and Melissa Drennan regarding April 4, 2005 conversation with SBC representatives regarding UNE-P and interconnection agreement issues (.3); continue drafting revisions to proposed Addendum A to commercial agreement with SBC (.9).	1.20	300.00

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
04/07/05	Michael L. Scanlon	Prepare for conference call concerning revised Addendum A (.4); telephone conference with Melissa Drennan, Joseph D'Angelo, John Schissler, and Mr. Coleman regarding revised Addendum A, and results of meeting between VarTec business representatives and SBC business representative (.7); continue drafting revisions to Addendum A to proposed commercial agreement with SBC (2.8).	3.90	975.00
04/07/05	Michael L. Scanlon	Continue drafting revisions to Addendum A to proposed commercial agreement with SBC (.8).	0.80	No Charge
04/07/05	Joseph M. Coleman	Prepare for and attend conference call concerning SBC negotiations (1.1); Revise Addendum A, including emails and discussions with client (1.5); Follow-up teleconference with M. Drennan and confer with M. Scanlon concerning Addendum A (.2).	2.80	1,120.00
04/08/05	Joseph M. Coleman	Teleconference with J. Schissler regarding negotiations with SBC, Addendum A and related matters (.3).	0.30	120.00
04/12/05	Michael L. Scanlon	Analyze VoIP issues with Mr. Coleman (.2).	0.20	50.00
04/13/05	Michael L. Scanlon	Analyze potential global settlement outline relating to SBC matters with Mr. Coleman based on his conversation with Mr. Schissler (.4); telephone conference with Travis Galt regarding status of proposed Addendum "A" to proposed commercial agreement (.2).	0.60	150.00

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
04/14/05	Michael L. Scanlon	Analyze VoIP-related issues (6.1); assist in preparing correspondence related to current version of proposed Addendum A to commercial agreement (.5); analyze redacted version of Addendum A (.1); conference with Mr. Coleman regarding VoIP issues (.4); telephone conference with Melissa Drennan and Joe D'Angelo regarding VOiP issues (.6).	7.70	1,925.00
04/14/05	Joseph M. Coleman	Examine numerous emails regarding Addendum A and new Contract (.1); telephone conference with M. Drennan regarding Addendum A and modify same (.5).	0.60	240.00
04/15/05	Joseph M. Coleman	Examine and respond to numerous emails regarding carrier negotiations (.2); Analysis of section 365 issues regarding new commercial agreement (.7); Confer with B. Wallander (.2); Exchange emails with M. Drennan (.1); Continued analysis regarding new agreement (.3); Email regarding SBC negotiations (.1).	1.60	640.00
04/15/05	Michael L. Scanlon	Prepare correspondence to Bill Wallander forwarding current version of Addendum A to proposed commercial agreement (.2); analyze proposed changes to Addendum A with Mr. Coleman (.3).	0.50	125.00
04/18/05	Joseph M. Coleman	Examine emails; Work on new commercial agreement matter; Follow up with M. Scanlon (.3).	0.30	120.00

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
04/19/05	Michael L. Scanlon	Prepare for and participate in conference call with Melissa Drennan, Joseph D'Angelo, and others regarding discussions with SBC (2.3); prepare revisions to Addendum A (1.8); telephone conferences with Mr. Coleman regarding revised Addendum A (.2).	4.30	1,075.00
04/19/05	Theresa Garcia	Obtain list of proofs of claims filed by SBC entities and related Ameritech entities (.7).	0.70	63.00
04/19/05	Joseph M. Coleman	Telephone conference with J. Schissler regarding negotiations with SBC (.3); Prepare for and participate in conference call with, among others, J. D'Angelo, J. Schissler, M. Hoffman, and M. Drennan (1.6); Telephone conference with M. Chevalier regarding TransCom (.2); Organize issues after conference call(.2); Revise Addendum A to commercial agreement, telephone conference with D. Bennett regarding same and email to him (.5).	2.80	1,120.00
04/20/05	Michael L. Scanlon	Review correspondence related to Addendum A (.1); analyze setoff issue (1.3); meetings with Mr. Coleman regarding setoff issue (1.1); analyze global settlement matter (.1).	2.60	650.00
04/22/05	Joseph M. Coleman	Exchange emails regarding Addendum A.	0.10	40.00
04/22/05	Michael L. Scanlon	Analyze setoff issue (1.1).	1.10	275.00
04/25/05	Michael L. Scanlon	Analyze setoff issue (1.9).	1.90	475.00
04/26/05	Theresa Garcia	Obtain and compile proofs of claim of SBC and SBC related entities (.9).	0.90	81.00

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
04/26/05	Joseph M. Coleman	Teleconference with J. Schissler regarding settlement negotiations with SBC and how Addendum A to commercial agreement fits within there (.2); Teleconference with D. Bennett regarding conference call and continued negotiations on commercial agreement (.2); Teleconference with M. Drennan regarding status of commercial agreement addendum A negotiations (.1).	0.50	200.00
04/26/05	Michael L. Scanlon	Analyze VoIP issues (.3); analyze setoff issues (2.0).	2.30	575.00
04/27/05	Michael L. Scanlon	Prepare for telephone conference regarding proposed Addendum A to commercial agreement (1.2); conference call with Mr. Coleman, David Bennett and Suzanne Leslie regarding proposed revisions to Addendum A to commercial agreement (.8); analyze setoff issues (3.0).	5.00	1,250.00
04/27/05	Joseph M. Coleman	Teleconference with J. Schissler regarding SBC conference call (.1); Prepare for and attend conference call (1.3); Teleconference with M. Drennan regarding results of conference call (.1); Work on and revise Addendum A (.2).	1.70	680.00
04/27/05	Theresa Garcia	Obtain and compile proofs of claim of SBC and SBC related entities (4.8).	4.80	432.00
04/28/05	Joseph M. Coleman	Work on Addendum A based upon most recent conference call with SBC and email to client for approval.	0.50	200.00
04/28/05	Michael L. Scanlon	Analyze setoff issues (3.1); revise proposed Addendum A to commercial agreement based on April 27, 2005 conference call (1.2).	4.30	1,075.00

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
04/29/05	Michael L. Scanlon	Analyze VoIP issues, prepare correspondence to Mr. Coleman regarding same, and conference with Mr. Coleman regarding same (.5); analyze setoff issues (.6).	1.10	275.00
04/30/05	Joseph M. Coleman	Exchange emails with J. Schissler regarding Addendum A to commercial agreement (.1).	0.10	40.00
Total			72.70	\$19,651.00

**Litigation**

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
04/12/05	Joseph M. Coleman	Examine key TransCom pleadings regarding VoIP issue (.8); telephone conference with M. Chevalier regarding same (.4); telephone conference with M. Drennan regarding same (.1).	1.30	520.00
Total			1.30	\$ 520.00
Total Professional Charges			109.80	\$29,915.00

## PROFESSIONAL CHARGES SUMMARY

<u>Timekeeper</u>	<u>Title</u>		<u>Total</u>
Joseph M. Coleman	Director	34.30 hrs at \$ 400 / hr	13,720.00
Michael L. Scanlon	Associate	57.70 hrs at \$ 250 / hr	14,425.00
Michael L. Scanlon	Associate	.80 hrs at \$ 0 / hr	0.00
Shannon Savage	Legal Assistant	8.90 hrs at \$ 115 / hr	1,023.50
Theresa Garcia	Legal Assistant	7.60 hrs at \$ 90 / hr	684.00
Kelli Vecera	Research Asst.	.50 hrs at \$ 125 / hr	62.50
Total Professional Charges			\$29,915.00

## DISBURSEMENTS

<u>Date</u>	<u>Description</u>	<u>Amount</u>
04/30/05	Photocopies	446.10
04/30/05	On-Line Services	132.84
	<b>Total Disbursements</b>	<b>\$ 578.94</b>

## INVOICE SUMMARY

Professional Charges	\$ 29,915.00
Disbursements	\$ 578.94
<b>CURRENT INVOICE DUE</b>	<b>\$ <u>30,493.94</u></b>

### Outstanding Prior Balance

Invoice No.	Date	Original Amount	Payments	Balance
233676	04/15/05	30,357.52	0.00	\$ 30,357.52

<b>TOTAL AMOUNT DUE</b>	<b>\$ <u>60,851.46</u></b>
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## PAYMENT SUMMARY

Balance Due Per Prior Invoice	\$ 102,092.26
04/25/05 wire incoming wire from Vartec Telecom, Inc.	- 71,734.74
<b>Previous Balance Due</b>	<b>\$ <u>30,357.52</u></b>

#### PRIVACY NOTICE

Kane, Russell, Coleman & Logan, P.C. may acquire and collect nonpublic personal information about clients and former clients in the course of providing legal services. Such information may be obtained from the client; may be generated as a result of the services provided; or may be received from third parties involved in, or affiliated with, the services provided. Kane, Russell, Coleman & Logan, P.C. does not disclose, nor does Kane, Russell, Coleman & Logan, P.C. reserve the right to disclose, any nonpublic personal information about clients or former clients, except as permitted by law. Kane, Russell, Coleman & Logan, P.C. restricts access to nonpublic personal information to those employees who need to know that information to provide the applicable services. Kane, Russell, Coleman & Logan, P.C. maintains physical, electronic and procedural safeguards to prevent the dissemination of nonpublic personal information of clients and former clients.



# KRCL

ATTORNEYS & COUNSELORS

KANE RUSSELL COLEMAN & LOGAN, P.C.

Invoice Date: 05/12/05

Invoice No.: 234803

File No.: 43670.00002.000

**Michael G. Hoffman, Chief Legal Officer**

VarTec Telecom, Inc.  
2440 Marsh Lane  
Carrollton, TX 75006

*For Professional Services Rendered Through April 30, 2005:*

Total Professional Charges.....	\$ 29,915.00
Disbursements .....	\$ 578.94
<b>Current Invoice Due.....</b>	<b>\$ 30,493.94</b>
Previous Balance Due .....	\$ 30,357.52
<b>TOTAL AMOUNT DUE.....</b>	<b>\$ <u>60,851.46</u></b>

**THIS INVOICE IS PAYABLE UPON RECEIPT.**

**PLEASE RETURN THIS PAGE WITH YOUR REMITTANCE.**