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ATTORNEYS FOR THE DEBTORS

**IN THE 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)
	§	(Jointly Administered)

WITNESS AND EXHIBIT LIST

The above-referenced debtors and debtors in possession (collectively, the “Debtors”)¹ file this Witness and Exhibit List for the hearing scheduled for August 18, 2005, at 2:30 p.m. (the “Hearing”).

WITNESSES

The Debtors may call any of the following witnesses at the Hearing, whether in person or by deposition:

- A. Michael G. Hoffman, Chief Executive Officer of the Debtors;
- B. KJ Alzamora, Chief Financial Officer of the Debtors;

¹ The Debtors include VarTec Telecom, Inc., Excel Communications Marketing, Inc., Excel Management Services, Inc., Excel Products, Inc., Excel Telecommunications, Inc., Excel Telecommunications of Virginia, Inc., Excel Teleservices, Inc., Excelcom, Inc., Telco Communications Group, Inc., Telco Network Services, Inc., VarTec Business Trust, VarTec Properties, Inc., VarTec Resource Services, Inc., VarTec Solutions, Inc., VarTec Telecom Holding Company, VarTec Telecom International Holding Company, and VarTec Telecom of Virginia, Inc.

- C. Michael Colvin, Senior Director of Contracts and Purchasing of VarTec Telecom, Inc.;
- D. John Roberts, Senior Director of Network Engineering of VarTec Telecom, Inc.;
- E. K. Larissa Abell, Manager of Network Engineering of VarTec Telecom;
- F. Daniel C. Stewart, Partner at Vinson & Elkins L.L.P. for the Vinson & Elkins L.L.P. Fee Application only;
- G. any witnesses called or designated by any other party; and
- H. any witnesses necessary to rebut the testimony of witnesses or experts called or designated by any other party.

EXHIBITS

The Debtors may offer into evidence any one or more of the following exhibits at the Hearing:

EXHIBIT	DESCRIPTION	OFFERED	OBJECTION	ADMITTED	DATE
1.	Agreement(s) with WiTel Communications, L.L.C. f/k/a Williams Communications, L.L.C				
2.	Agreement(s) with MCI Network Services, Inc. f/k/a MCI WorldCom Network Services, Inc. and MCI Communications Services, Inc. f/k/a MCI WorldCom Communications, Inc.				
3.	Agreement(s) with Broadwing Communications Services, Inc. d/b/a IXC Communications Services, Inc.				
4.	Agreement(s) with Sprint Communications Company L.P.				

EXHIBIT	DESCRIPTION	OFFERED	OBJECTION	ADMITTED	DATE
5.	Email correspondence between Vinson & Elkins L.L.P. and Benefits Partners, Inc. dated on or about January 24, 2005.				
6.	Consolidated Creditors Matrix filed with the Court				
7.	Chart of Services (Method and Recipient) for the First Omnibus Objection To Proofs of Claim				
8.	Filed Proofs of Claim				
9.	Any exhibit listed or offered by any other party.				
10.	Any rebuttal exhibits.				

The Debtors reserve the right to use any exhibit introduced into evidence by any other party and to supplement or amend this Witness and Exhibit List at any time prior to the Hearing.

Dated: August 15, 2005

Respectfully submitted,

VINSON & ELKINS L.L.P.

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By: /s/ William L. Wallander
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CERTIFICATE OF SERVICE

This is to certify that on August 15, 2005, a copy of the foregoing document was served by the Electronic Case Filing System for the United States Bankruptcy Court for the Northern District of Texas. A separate certificate of service shall be filed with respect to those parties on the Clerk's list who do not receive electronic e-mail service.

Holly J. Warrington

One of Counsel

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