



**ENTERED**

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

**The following constitutes the order of the Court.**

*Hamilton DeWayne Hale*  
**United States Bankruptcy Judge**

**Signed August 24, 2005**

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

**In Re:**

**VARTEC TELECOM, INC., *et al.*,**

**Debtors.**

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**CASE NO. 04-81694-SAF-11**

**Chapter No. 11  
(Jointly Administered)**

**AGREED ORDER**

CAME ON FOR HEARING, the Second Interim Application for Allowance of Fees and Reimbursement of Expenses of XRoads Solutions Group, LLC Financial Advisors for the Official Committee of Unsecured Creditors for the Period March 1, 2005 through June 30, 2005 [Docket No. 1689] (the “Fee App”). The Fee App was timely objected to by the Rural Telephone Finance Cooperative (“RTFC”) and upon hearing the parties announced agreement with respect to an interim award of fees, an agreed “hold-back,” and the procedure for disposition of the remaining issues by final hearing on the Fee App. Accordingly, it is

**ORDERED** that XRoads will be allowed 80% or \$427,948.80 of the \$534,936.00 in fees requested and 100% of the \$93,346.04 in expenses requested in the Fee App. Therefore, 20% of the fees, or \$106,987.20, will be held back pending a final hearing; and it is further

**ORDERED** that the parties shall reasonably agree upon an expedited hearing and discovery schedule in connection with the final hearing; and it is further

**ORDERED** that this agreed order is without prejudice to and shall not constitute a waiver of any of RTFC's substantive fee objections with respect to the Fee App or of any of XRoads' contentions or defenses thereto and such objections, contentions, or defenses shall be preserved for final hearing; and it is further

**ORDERED** that this agreed order is without prejudice to and shall not constitute a waiver of XRoads' ability to seek full compensation on an interim basis at the final hearing; and it is further

**ORDERED** that the fees allowed hereunder in the amount of \$427,948.80 shall be immediately payable by the Debtors to the extent not previously paid during the administration of the case.

**### END OF ORDER ###**

**PREPARED BY:**

Toby L. Gerber  
State Bar No. 07813700  
John N. Schwartz  
State Bar No. 00797397  
Ryan E. Manns  
State Bar No. 24041391  
Fulbright & Jaworski L.L.P.  
2200 Ross Ave., Ste. 2800  
Dallas, Texas 75201  
Telephone: (214) 855-8000  
Facsimile: (214) 855-8200  
[tgerber@fulbright.com](mailto:tgerber@fulbright.com)

William R. Greendyke  
State Bar No. 08390450  
Fulbright & Jaworski L.L.P.  
1301 McKinney, Suite 5100  
Houston, TX 77010-3095  
Telephone: (713) 651-5151  
Facsimile: (713) 651-5246

ATTORNEYS FOR THE RURAL TELEPHONE FINANCE COOPERATIVE

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