

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

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

**Signed August 24, 2005**

*Harlin DeWayne Hale*  
**United States Bankruptcy Judge**

**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 ###**

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ATTORNEYS FOR THE RURAL TELEPHONE FINANCE COOPERATIVE

653291.2

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# CERTIFICATE OF SERVICE

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

User: bsimpson  
Form ID: pdf012

Page 1 of 1  
Total Served: 1

Date Rcvd: Aug 24, 2005

The following entities were served by first class mail on Aug 26, 2005.  
aty +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.  
NONE.

TOTAL: 0

\*\*\*\*\* BYPASSED RECIPIENTS \*\*\*\*\*

NONE.

TOTAL: 0

Addresses marked '+' 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: Aug 26, 2005

Signature:

