



The following constitutes the order of the Court.

Hamlin DeWayne Hale
United States Bankruptcy

Signed September 12, 2005

Judge

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

In re))	Chapter 11 Case
VARTEC TELECOM, INC., <u>et al.</u> ,))	Case No. 04-81694-HDH-11
Debtors.))	Jointly Administered
))	

**ORDER APPROVING SECOND INTERIM APPLICATION OF
WHITE & CASE LLP, COUNSEL FOR THE OFFICIAL COMMITTEE OF
EXCEL INDEPENDENT REPRESENTATIVES, FOR ALLOWANCE
OF COMPENSATION AND REIMBURSEMENT OF EXPENSES**

On September 7, 2005 the Court considered the Second Interim Application of White & Case LLP (“W&C”), Counsel for the Official Committee of Excel Independent Representatives, for Allowance of Compensation and Reimbursement of Expenses [Docket No. 1757] (the “Fee Application”). Upon consideration of the Fee Application and the record made at the hearing thereon, the Court finds that the fees and expenses requested by W&C are reasonable, actual, and necessary and that good cause exists for the payment of W&C’s fees and expenses to the extent, and subject to the reservation of rights, set forth in this interim Order. The Court further finds

that notice of the Fee Application was proper and that no other or further notice is necessary.

Therefore, it is

ORDERED that the Fee Application is **APPROVED** on an interim basis to the extent set forth herein; and it is further

ORDERED that W&C shall be allowed interim compensation of 70% of its fees in the amount of \$190,309.35 (the “Fees”) and reimbursement of 100% of its expenses in the amount of \$42,685.01 (the “Expenses”) requested in the Fee Application for the period from March 1, 2004 through June 30, 2005; and it is further

ORDERED that the Debtors promptly shall pay W&C 70% of its Fees and 100% of its Expenses requested in the Fee Application in the aggregate amount of approximately \$232,994.36, less amounts previously paid to W&C by the Debtors with respect thereto; and it is further

ORDERED that this interim Order is without prejudice to any and all objections to the Fee Application by the above-captioned debtors and debtors in possession (the “Debtors”), the Rural Telephone Finance Cooperative (“RFTC”) and the Official Committee of Unsecured Creditors (“UCC”), which objections are reserved by such parties pending the Court’s consideration of the Final Fee Application by W&C.

END OF ORDER