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

In re:	§	Case No. 04-81694-SAF
VARTEC TELECOM, INC., et al.,	§	(Chapter 11)
	§	
<i>Debtors.</i>	§	(Jointly Administered)

**JOINDER OF OFFICIAL COMMITTEE OF UNSECURED CREDITORS
IN LIMITED OBJECTION OF RURAL TELEPHONE FINANCE COOPERATIVE TO
MOTION TO APPROVE RETENTION OF CXO, L.L.C. AS OPERATIONAL
CONSULTANTS FOR THE DEBTORS**
[Re: Docket #1909]

TO THE HONORABLE COURT:

The Official Committee of Unsecured Creditors (the “Committee”) of the above-referenced debtors and debtors in possession (collectively, the “Debtors”) files this Joinder to Paragraph 2.a. of the Limited Objection of Rural Telephone Finance Cooperative to Motion to Approve Retention of CXO, L.L.C. as Operational Consultants for the Debtors and in support thereof, states as follows:

JOINDER

The Committee hereby joins, adopts, and incorporates herein by reference Paragraphs 2.a and 2.b of the RTFC’s Limited Objection to the Debtors’ Motion. Specifically, paragraph 2.a states that Section 6 of the CXO retention agreement contains an indemnification clause and

requires the Debtors to maintain director and officer insurance (including a three-year “tail” policy). The Committee joins RTFC’s objection to this provision to the extent that the estates are required to pay for this expense.

RESERVATION OF RIGHTS

The Committee reserves the right to supplement this Joinder and to raise any additional arguments and present evidence at the hearing on the Debtors’ Motion. The Committee further reserves the right to submit a separate and independent reply to any argument, authority, or evidence advanced in opposition to RTFC’s Objection to the Debtors’ Motion, this Joinder or any other joinder to RTFC’s Objection that may be filed by any party in interest.

Dated: September 28, 2005.

Respectfully submitted,

/s/ J. Michael Sutherland
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*Attorneys for the Official Committee
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CERTIFICATE OF SERVICE

The undersigned does hereby certify that, on September 28, 2005, a true and correct copy of the foregoing has been served, via ECF electronic mail and/or by regular United States Mail, postage-prepaid, on the parties listed on the Master Service List (*as of September 8, 2005*).

/s/ J. Michael Sutherland
J. Michael Sutherland