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

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In re :
 : Case No. 04-81694-HDH-11
VARTEC TELECOM, INC., et al., :
 :
 : Chapter 11
 : Jointly Administered
 :
 :
 Debtors. : Interim Hearing: October 11, 2005
 : at 1:30 p.m.
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**MCI'S JOINDER IN THE OFFICIAL COMMITTEE OF UNSECURED
CREDITORS' OBJECTION TO THE MOTION FOR INTERIM AND FINAL
ORDERS (I) AUTHORIZING THE DEBTORS TO OBTAIN POST-PETITION
FINANCING ON AN INTERIM AND FINAL BASIS SECURED BY SENIOR
PRIMING LIENS, (II) SCHEDULING A FINAL HEARING AND ESTABLISHING
NOTICE REQUIREMENTS, AND (III) GRANTING RELATED RELIEF
(RURAL TELEPHONE FINANCE COOPERATIVE)**

[Re: Docket No. 1966]

TO THE HONORABLE UNITED STATES BANKRUPTCY JUDGE:

MCI Network Services, Inc. and MCI Communications Services, Inc. (collectively, "MCI"), hereby file this joinder to the objection (the "Objection") of the Official Committee of

Unsecured Creditors (the “Committee”) to the Motion for Interim and Final Orders (i) Authorizing the Debtors to Obtain Post-Petition Financing on and Interim and Final Basis Secured by Senior Priming Liens, (ii) Scheduling a Final Hearing and Establishing Notice Requirements, and (iii) Granting Related Relief (Rural Telephone Finance Cooperative) [docket no. 1919] (the “DIP Financing Motion”) of the debtors and debtors in possession reference above (collectively, the “Debtors”), and respectfully state as follows:

JOINDER

1. The Debtors’ DIP Financing Motion threatens to impose a lien on the only unencumbered assets left in these chapter 11 estates (such as the D&O Claims¹ and Avoidance Actions) and waive the estates’ rights of surcharge under section 506(c) of the Bankruptcy Code.

2. For the reasons set forth in the Committee’s Objection, which is incorporated herein by reference, MCI hereby objects to the DIP Financing Motion.

RESERVATION OF RIGHTS

3. MCI reserves the right to amend or supplement this Joinder, raise additional arguments, and present evidence at the interim hearing and/or final hearing on the Debtors’ DIP Financing Motion.

¹ Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Committee’s Objection.

WHEREFORE, MCI respectfully requests that this Court enter an order (a) denying the DIP Financing Motion, or (b) approving the DIP Financing Motion only subject to the conditions set forth in the Committee's objection, and (c) granting such other and further relief as is just.

Dated: October 10, 2005
Houston, Texas

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**Attorneys for MCI Network Services, Inc., and MCI
Communications Services, Inc.**

CERTIFICATE OF SERVICE

I hereby certify that the foregoing Joinder to the Objection of the Official Committee of Unsecured Creditors to the Motion for Interim and Final Orders (I) Authorizing the Debtors to Obtain Post-Petition Financing on an Interim and Final Basis Secured by Senior Priming Liens, (II) Scheduling a Final Hearing and Establishing Notice Requirements, and (III) Granting Related Relief (Rural Telephone Finance Cooperative) was duly served by ECF electronic mail and/or by United States mail, postage prepaid, on the parties listed on the attached service list on the 10th day of October, 2005.

/s/ James T. Grogan III

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