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ATTORNEYS FOR THE DEBTORS

**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 11)
(Jointly Administered)**

THIRD NOTICE OF SUPPLEMENTAL ORDINARY COURSE PROFESSIONALS

On December 29, 2004, the Court entered its Order Approving the Application to Employ Professionals Used in the Ordinary Course [Docket No. 710] (the "Order") in which it approved the Debtors' retention of professionals used in the ordinary course of their businesses (the "Professionals"). The Professionals were identified in a table attached as Exhibit A to the Debtors' Application to Employ Professionals Used in the Ordinary Course of Business [Docket No. 507] (the "Table"), and the Order provided a means for the Debtors to supplement the Table of Professionals:

[T]he Debtors are authorized to supplement the list of Professionals, as needed, and the Debtors shall file each supplemental list with the Court and serve it on the Master Service List. If no objections to any such supplemental list are filed and served upon counsel for the Debtors so as to be received within twenty days after service of such supplemental list, the same shall be deemed approved by this Court and all Professionals listed thereon shall be deemed to be Professionals within the purview of this Order without the necessity of a hearing or further notice. If an objection to any such supplemental list is filed and served timely upon counsel for the Debtors, the Debtors shall set the objection for hearing with respect to the subject Professional(s) and the employment of any

Professionals not subject to an objection shall be deemed approved by this Court without the necessity of a hearing or further notice

Order at 2.

On March 2, 2005, the Debtors filed their Notice of Supplemental Ordinary Course Professionals [Docket No. 1031], and on June 8, 2005, the Debtors filed their Second Notice of Supplemental Ordinary Course Professionals [Docket No. 1376] by which they supplemented the list of Professionals.

Pursuant to the Order, the Debtors again supplement the Table and the list of the Professionals with the Professional identified on the table attached hereto as **Attachment 1.**

Dated: November 16, 2005.

Respectfully submitted,

VINSON & ELKINS L.L.P.

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By: /s/ Richard H. London
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CERTIFICATE OF SERVICE

This is to certify that on November 16, 2005, a copy of the foregoing document was served by the Electronic Case Filing System for the United States Bankruptcy Court for the Northern District of Texas. A separate certificate of service shall be filed with respect to those parties on the Clerk's list who do not receive electronic e-mail service.

/s/ Richard H. London

One of Counsel

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EXHIBIT A

Outside Firm	Contact Name and Address	Nature of Work Performed	Expected Monthly Fees
Watkins Ludlam Winter & Stennis, P.A.	Stan Smith Andy Gipson 633 North State Street Jackson, MS 39202	Mississippi counsel for state utility commission filings	\$3,000
Clark Hill PLC	Haran Rashes 2455 Woodlake Circle Okemos, MI 48864-5941	Michigan counsel for state utility commission filings	\$3,000
Hill, Hill, Carter, Franco, Cole & Black, P.C.	Thomas Tankersley 425 South Perry Street Montgomery, Alabama 36104-4235	Alabama counsel for state utility commission filings	\$3,000
Stewart & Irwin, P.C.	Andrea Hermer 251 E. Ohio Street, Suite 1100 Indianapolis, IN 46204	Indiana counsel for state utility commission filings	\$3,000
Robinson, McFadden & Moore, P.C.	Bonnie Shealy 1901 Main Street, Suite 1200 Columbia, South Carolina 29202	South Carolina counsel for state utility commission filings	\$3,000

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