Daniel C. Stewart, SBT # 19206500 James J. Lee, SBT # 12074550 Courtney S. Lauer, SBT # 24043771 **VINSON & ELKINS L.L.P.** Trammell Crow Center 2001 Ross Avenue, Suite 3700 Dallas, Texas 75201-2975 Tel: 214.661.7299 Fax: 214.220.7716 VarTec@velaw.com

ATTORNEYS FOR THE DEBTORS

IN THE UNITED STATES BANKRUPTCY COURT FOR THE NORTHERN DISTRICT OF TEXAS DALLAS DIVISION

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IN RE:

VARTEC TELECOM, INC., et al.,

DEBTORS.

CASE NO. 04-81694-HDH-11

(Chapter 11) (Jointly Administered)

MOTION FOR SETTING AND REQUEST FOR EXPEDITED HEARING

1. The above-referenced debtors and debtors in possession (collectively, the "Debtors")¹ request that a hearing be set on their concurrently filed Motion to Approve Settlement of Claims of Independent Representatives and Procedures Relating Thereto (the "Motion") for November 22, 2005, at 1:30 p.m., or at such other time as the Court's docket may accommodate (the "Proposed Hearing"). At the Proposed Hearing, the Debtors will seek approval of certain procedures relating to the proposed comprehensive compromise and settlement (the "Global IR Settlement") of all claims held by independent representatives of Excel Telecommunications, Inc. and/or Excel Communications Marketing, Inc. who were active as of November 1, 2004 (collectively, the "Eligible IRs"). Specifically, at the Proposed Hearing, the Debtors request that the Court (i) enter an Order approving the following: (A) notice and service procedures relating to the Global IR Settlement, including (I) an initial notice of the proposed Global IR Settlement and of the hearing on the Settlement Motion to be served on all Eligible IRs prior to the Settlement Hearing, and (II) a second notice of the approval, and opportunity to opt out, of the Global IR Settlement, to be served on all Eligible

¹ The Debtors include VarTec Telecom, Inc., Excel Communications Marketing, Inc., Excel Management Service, Inc., Excel Products, Inc., Excel Telecommunications, Inc., Excel Telecommunications of Virginia, Inc., Excel Teleservices, Inc., Excelcom, Inc., Telco Communications Group, Inc., Telco Network Services, Inc., VarTec Business Trust, VarTec Properties, Inc., VarTec Resource Services, Inc., VarTec Solutions, Inc., VarTec Telecom Holding Company, VarTec Telecom International Holding Company, and VarTec Telecom of Virginia, Inc.

IRs, but only if and after the Court approves the Global IR Settlement; (B) the setting of the deadline for filing objections to the Settlement Motion; (C) the setting of a hearing to consider the approval of the Settlement Motion and Settlement Agreement; (E) the setting of the deadline by which the Debtors must receive any notice of any Eligible IR's intent to opt out of the Global IR Settlement, if approved by the Court; and (F) the setting of the deadline for filing proofs of claim for all Eligible IRs who timely exercise their right to opt out of the Global IR Settlement, and for all other IRs who are not identified on the IR Schedule. The relief to be considered at the Proposed Hearing involves procedural and non-substantive issues.

2. Notice of the proposed expedited hearing and a copy of the Motion will be provided as follows: (a) by electronic service through the Court's ECF service in compliance with the United States Bankruptcy Court for the Northern District of Texas General Order 2004-06; and (b) by facsimile, electronic mail, or overnight delivery, as applicable, upon the parties listed on the Master Service List that do not receive electronic service.

Dated: November 17, 2005

Respectfully submitted,

VINSON & ELKINS L.L.P.

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By: <u>/s/ James J. Lee</u> Daniel C. Stewart, SBT #19206500 James J. Lee, SBT # 12074550 Courtney S. Lauer, SBT # 24043771

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