



ENTERED

TAWANA C. MARSHALL, CLERK
THE DATE OF ENTRY IS
ON THE COURT'S DOCKET

The following constitutes the order of the Court.

Harlin DeWayne Hale
United States Bankruptcy Judge

Signed December 14, 2005

**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-HDH-11

(Chapter 11)
(Jointly Administered)

**ORDER REGARDING DEBTORS' SECOND OMNIBUS
OBJECTION TO CLAIMS UNDER 11 U.S.C. §§ 102(1), 105(a), 501(a),
AND 502(b) AND FEDERAL RULE OF BANKRUPTCY PROCEDURE 3007**

On December 13, 2005, the Court considered the Second Omnibus Objection to Claims Under 11 U.S.C. §§ 102(1), 105(a), 501(a), and 502(b) and Federal Rule of Bankruptcy Procedure 3007 [Docket No. 2043] (the "Objection")¹ filed by the above-referenced debtors (the "Debtors"). The Court **FINDS** that (i) proper and sufficient notice of the Objection has been provided and that no further notice is necessary; (ii) it has jurisdiction over the matters raised in the Objection pursuant to 28 U.S.C. §§ 157

¹ Capitalized terms not defined herein shall have the meaning given to them in the Objection.

and 1334; and (iii) this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2).

Therefore, the Court

SUSTAINS the Objection as set forth below; and further

ORDERS that:

- a. each Duplicate Proof of Claim listed in the chart below is expunged and the claims asserted therein are disallowed.

Claim No.	Amount	Creditor Name	Case No.	Case Name	Remaining Proof of Claim
3273	\$26.00	COLLIERS INTERNATIONAL	04-81694	VarTec Telecom, Inc.	3272
3245	\$780,591.87	DALLAS COUNTY	04-81694	VarTec Telecom, Inc.	3231
2897	\$1,470.46	DIGITAL BRYAN STREET PARTNERSHIP LP	04-81702	Telco Network Services, Inc.	3003
2962	\$2,889.60	DISCOVER FINANCIAL SERVICES	04-81694	VarTec Telecom, Inc.	2881
2818	\$396.00	NATIONAL DATA SERVICES INC	04-81698	Excel Telecommunications, Inc.	2969
2786	\$30,690.57	NATIONAL DATA SERVICES INC	04-81694	VarTec Telecom, Inc.	2982
2706	\$7,004,248.68	NORTHPARK CENTRAL VEFII LP	04-81698	Excel Telecommunications, Inc.	2943
2950	\$7,004,248.68	NORTHPARK CENTRAL VEFII LP	04-81698	Excel Telecommunications, Inc.	2943
2933	\$1,032.12	PEACE VALLEY TELEPHONE CO	04-81698	Excel Telecommunications, Inc.	2983
2544	\$707.62	TDS DECATUR TELEPHONE CO	04-81698	Excel Telecommunications, Inc.	2492
2922	\$264,799.21	UNIPOINT HOLDINGS INC	04-81694	VarTec Telecom, Inc.	3000
2923	"Unknown"	UNIPOINT HOLDINGS INC	04-81694	VarTec Telecom, Inc.	3001

Further, the Remaining Proofs of Claims shall remain on the claims register. Determination of any issues related to the allowability of the Remaining Proofs of Claims are reserved for a later date, and the Debtors' right to object to the Remaining Proofs of Claims on any other ground is fully reserved;

- b. each Amended or Replaced Proof of Claim listed in the chart below is expunged and the claims asserted therein are disallowed.

Claim No.	Amount	Creditor Name	Case No.	Case Name	Superceding Proof of Claim
1495	\$440,694.93	AFNI	04-81698	Excel Telecommunications, Inc.	3265
241	\$750.00	CITY OF EUREKA	04-81694	VarTec Telecom, Inc.	3267
397	\$7,325.78	COLLIERS INTL	04-81694	VarTec Telecom, Inc.	3272

Claim No.	Amount	Creditor Name	Case No.	Case Name	Superseding Proof of Claim
924	\$102,119.92	CREATIVE FINANCIAL STAFFING	04-81694	VarTec Telecom, Inc.	3259
2979	"Unknown"	FOCAL COMMUNICATIONS CORP	04-81694	VarTec Telecom, Inc.	3271
801	\$5,932.35	RUDEN MCCLOSKEY ET AL	04-81694	VarTec Telecom, Inc.	3266
2921	\$956,827.22	UNIPOINT HOLDINGS INC	04-81694	VarTec Telecom, Inc.	3254
2999	\$956,827.22	UNIPOINT HOLDINGS INC	04-81694	VarTec Telecom, Inc.	3254

Further, the Superseding Proofs of Claims shall remain on the claims register. Determination of any issues related to the allowability of the Superseding Proofs of Claims are reserved for a later date, and the Debtors' right to object to the Superseding Proofs of Claims on any other ground is fully reserved;

- c. each Late Filed Proof of Claim listed in the chart below is expunged and the claims asserted therein are disallowed;

Claim No.	Amount	Creditor Name	Case No.	Case Name
3274	\$20,036.18	ADAMS COUNTY TREASURER OFFICE	04-81694	VarTec Telecom, Inc.
3255	\$2,734.96	CITY OF IRVING	04-81694	VarTec Telecom, Inc.
3238	\$363.15	CLEAR CREEK COUNTY	04-81698	Excel Telecommunications, Inc.
3234	\$11,173.50	DHL EXPRESS USA INC	04-81694	VarTec Telecom, Inc.
3263	\$306.84	GRAND COUNTY TREASURER	04-81694	VarTec Telecom, Inc.
3236	\$27.78	MINERAL COUNTY	04-81698	Excel Telecommunications, Inc.
3281	\$967.08	TEL WEST COMPANIES	04-81694	VarTec Telecom, Inc.
3277	\$17,072.30	TENNESSEE DEPT OF REVENUE	04-81695	Excel Communications Marketing, Inc.

- d. the Shareholder Proof of Claim listed in the chart below is expunged and the claims asserted therein are disallowed.

Claim No.	Amount	Creditor Name	Case No.	Case Name
3253	\$2,997.65	BATTCHER, JOSEPHINE	04-81694	VarTec Telecom, Inc.

Further, to the extent that any person or entity that filed a Shareholder Proof of Claim holds a valid equity interest in the Debtors as of the plan distribution record date, the disallowance of the Shareholder Proofs of Claim will not impair a distribution, if any,

to which such person who or entity may be entitled under any plan confirmed in the Cases on account of such equity interest; and

- e. the Insufficiently Documented Proof of Claim listed in the chart below is expunged and the claims asserted are disallowed;

Claim No.	Amount	Creditor Name	Case No.	Case Name
24	"Unknown"	LOGAN COUNTY	04-81694	VarTec Telecom, Inc.

- f. each Withdrawn Proof of Claim listed in the chart below is expunged and the claims asserted are disallowed;

Claim No.	Amount	Creditor Name	Case No.	Case Name
3160	\$1,864.94	GREENE COUNTY TREASURER	04-81694	VarTec Telecom, Inc.
3161	\$390.04	GREENE COUNTY TREASURER	04-81698	Excel Telecommunications, Inc.
3094	\$3.76	MARYLAND DEPT OF LABOR LICENSING & REGULATION	04-81705	VarTec Resource Services, Inc.

and further

ORDERS that this Order does not affect Proof of Claim No. 1242, filed by the American Express Travel Related Services Co. (the "American Express Claim") and the American Express Claim will remain on the claims register. At the hearing on the Objection, the Debtors withdrew the Objection as it relates to the American Express Claim. All rights of the Debtors to object to Proof of Claim No. 1242 on grounds other than amendment or replacement by Proof of Claim No. 3258 are reserved; and further

ORDERS that Proof of Claim No. 3244 filed by AboveNet, Inc. (f/k/a) Metromedia Fiber Network, Inc. shall be allowed as a general unsecured claim in the amount of \$8,138.88 in VarTec Solutions, Inc. bankruptcy proceeding.

End of Order

After entry, return copy to:

Holly J. Warrington, SBT #24037671

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